

1_14_2013 FINAL minutes Governance Committee

Called to order 2:05.

Present voting members: Nancy Stearns, Nancy Manning, Evelyn Bless, Bob Kerns

Also present: John Miley, Paul Berg

Absent voting members: Libbie Jae, Sandra Harrington

Chair: Nancy Stearns; minutes: Evelyn

Approval of proposed 12/6/2012 minutes: Evelyn motion, Bob 2nd. Approved.

Founder's recognition: list is ready; will go in Programs starting in March.

Board candidates: one possible candidate will be followed up by Nancy Manning. We discussed what to do about well-known candidates who might not welcome our vetting process. We agreed committee needs to discuss a possible candidate before the candidate is even approached.

Action item: Evelyn has information about a lawyer for pro athletes who is looking for ways to get her athletes associated with nonprofits and charities; will get more details about her.

Board self-assessment: tabled until next month.

Action item: Paul will send out tabulated results to all committee members BEFORE next month's meeting so we can read.

Annual meeting agenda, February 20, 2013

- 1) Intro of Board members: each will speak briefly to introduce themselves, explain why they are involved.
- 2) 2012 recap and looking forward to next year. Emphasize 2012 was not best of years. Powerpoints. Staff member pic + intro or videos as part of this. Forward looking scope. (Paul)
- 3) Committee reports: each committee head speaks briefly. Order should be same as last year: Finance, Facilities, Governance, Development, Programs (Alan, John, Nancy, Evelyn, Kathy)
- 4) Q & A (Nancy, Paul)
- 5) Windup: five year anniversary coming up, see you there, thanks to everyone who has been so supportive (volunteers, staff, patrons, stakeholders, committee members) (Paul, Nancy)

Agenda item for Board: this annual meeting agenda

Officer election in January Board meeting: Nancy will turn meeting over to Paul to preside while this is under discussion and until officers are elected.

Agenda item for Board: the election

New Board Member Orientation: took out #3.

Action: Nancy Manning will revise and send to Paul.

Agenda item for Board: approve this document.

Commitment to Service: has been simplified for clarity.

Agenda item for Board: approve this document.

Re-election of Board members: Bylaws state should be 3-year terms, 1/3 of Board to be re-elected each year; we are starting the rotation. Board can choose one of two methods: (1) divide current Board into 3s by oldest dates first, OR (2) random selection of names. If we divide into 3s, the three directors who will choose whether they want to stand for re-election this year are John, Alan and Sandra. Next year: Nancy, Evelyn and Kathy. Following year: Tom, Paul and Jennifer.

Agenda item for Board. How to choose members to be re-elected, re-election. Note that re-elected directors must sign Commitment to Service again.

Accountability: We can generate report as needed of absences. Should be addressed by Board president on individual level rather than at a meeting.

Board involvement/participation: Development is working on this and will be asking Board members to be more active in community and with potential sponsors/donors.

Board/Center documents. Archive is in Studio. Should be archived each year to dvd. Should not reside at a home. Secretary is custodian of records.

Agenda item for Feb Governance meeting: location of corporate files.

Committee goal for for 2013: policy review. Too large a job for ED/sole volunteer.

Adjourned: 3:45 pm.

Next meeting: Feb. 7, 2013, 1 p.m.