

10_3_2013 FINAL minutes, Governance Committee

Present: all voting members: Bob Kerns, Libbie Jae, Nancy Manning, Nancy Stearns, Sandra Harrington, Evelyn Bless

Also present: John Miley

Chair: Nancy S., minutes: Evelyn Called to order 1:08 p.m.

Accept September minutes: motion: Evelyn; second: Bob. Accepted as corrected.

Organizational efficiency: Kathy Sutton was not present to give her report.

Agenda for Board: Kathy gives her report.

Member surveys to be reviewed: Paul Berg did not send out ahead of time and is not present; therefore, tabled to next meeting.

Action item for Paul: distribute before next Governance meeting.

Agenda item for next meeting: Member surveys.

Strategic planning: Bill DeMare proposed a name for the facilitator. Unsure of cost; was discussing with Paul.

Agenda item for Board: find a facilitator.

Budgets for 2013 and 2014:

2013: \$40K reserve was not met as a budget objective this year. Adjusted budget was submitted and accepted by Board last month. The Board should consider the consequences of not meeting budget goals for 2013.

2014 budget: Typically the committees review draft in October. We now have enough data, from last few years, to be able to look at trends and be predictive of growth or lack thereof in budget areas. What does it say about our organization, when you look at year-to-year trends? (This relates to strategic planning and capital improvement also: what does past growth say about the future?)

Agenda item for Board: Discuss the 40K shortfall, responses and adjusted budget. Discuss timetable for 2014 budget.

Action items for Nancy S.: ask Paul to resend adjusted 2013 budget to Board before next meeting. Ask Paul to send documents earlier, so Board has more time to digest.

Action items for Paul: send the documents as requested.

Action item for Nancy S.: Nancy will ask Bill DeMare and Rex Henderson to access necessary financial reports and give her their assessment of the sustainability of this organization.

Action item for Evelyn: have discussion with Bill DeMare to go over committees, Center operations, meet the staff.

Interim performance review: According to ED's last performance review, an interim review should take place in September. Other Board members may wish to attend. Board members may not have enough information on performance review and may

need to be educated more as to what they should be paying attention to and their role in performance evaluation.

Action items for Nancy S.: Give Board a copy of last year's final performance appraisal and her notes. Schedule an interim review with Paul.

Capital Improvement Committee meeting: 4 pm Oct 7.

Board candidates: Craig Nowicke is interested in applying. Where to post notices of Board vacancies: Facebook, our website, Arts Council, Tribune, Nonprofit Leadership Center.

Action item for Evelyn: will send application packet to Craig Nowicke; ask for return by November Governance Committee meeting.

Action item for Nancy S.: will check with Paul if posting with Nonprofit Center is possible.

Policies: Bob Kerns and Barbara Kime. Ongoing.

Board Self-assessment Document: motion to approve: Evelyn. 2nd: Libbie. Changes suggested: in headings in order to eliminate extra lines and to explicitly say Commitment to Service. Approved with changes.

Action item for Evelyn: make changes and send to Paul for inclusion in Board packet.

Agenda item for Board: submit to full Board for approval. Ask Board to determine how administered: when, who will review and consolidate, who will present to BOD as consolidated, who will act on it.

Agenda item for Governance committee: Develop committee evaluation procedure.

Action item for Paul: send BOD packet to ALL non-Board committee members and to Janet Bucknor.

Arts Council: go ahead and apply for grants. Workshop: who will attend, when is it?

Action item for Nancy S.: will follow up with Paul.

Sign for Center: need to move forward.

Agenda item for Board: what kind of sign do we want? Subcommittee to follow up with specifics? How will we pay for it?

Action item for Nancy S.: follow up with Paul.

Adjourned 3:05 pm.

Next meeting: November 5, 1 p.m.