

## **Cannon Valley Elder Collegium**

### **Board Minutes, March 20, 2013**

The Board of Directors of CVEC met at the Northfield Senior Center on March 20, 2013. A quorum being present, Board Chair ReJean Schulte called the meeting to order at 3:49 P.M.

1. An agenda having been circulated to the members of the Board prior to the meeting, ReJean asked the Board to approve the agenda, with the addition of an item relating to "Idea Harvest." Upon motion duly made and seconded, the agenda was approved unanimously with such addition.
2. ReJean next asked that the minutes of the February, 2013 meeting of the Board be approved in the form sent to the Board prior to the meeting. A motion to approve the Minutes in the form circulated, with two minor changes, was duly made, seconded and approved unanimously.
3. Executive Director Ed Lufkin reported that based on registrations for spring courses, total registrations for the year are a new record.
4. Operations Director Dave Halsor reported that as of the date of the meeting, 193 registrations had been received for spring courses. Total registrations for the full academic year are therefore 595, as compared to 571 for the preceding academic year.
5. Curriculum Director Jim McDonnell circulated a list of courses tentatively scheduled for the next academic year. Jim said that in connection with the expected transition of his staff position, he will be sending out a mass mailing to past and potential faculty. He again asked Board members to email names of prospects and possible course offerings to him.
6. Finance Director Barb Jenkins circulated an Operations Report for the Winter Term, 2013. This shows that income from operations exceeded expenses of operations by \$1,648, and that gifts totaled \$6,786, so that total income exceeded expense by \$8,434. A Fund Balances Report circulated by email prior to the meeting showed total assets of CVEC

increased to \$93,660, and that \$12,120 from a matured CD had been deposited into the Schwab account, in an attempt to increase yield.

7. Dave Halsor and ReJean Schulte then started a discussion of a possible Bylaw revision that would, if adopted, permit, but not require, the election to the Board of Directors of paid staff members. It was agreed that the present Bylaw provisions had been enacted without substantial discussion at the suggestion of a former member of the Board who thought it unusual for a paid staff member of a nonprofit to serve on its Board. Some Board members suggested reasons why paid staff ought to be permitted to serve as members of the Board, while others were less sure that a change would be beneficial, and still others wondered whether there would be any practical difference. Following a lengthy and inconclusive discussion, ReJean asked Dave Halsor, Mike Harper and others who were interested in the matter to meet before the next Board meeting and bring a recommendation to that meeting. In the meantime, the proposed changes to the Bylaws that Dave had brought to the March meeting would serve at the “first reading” required by the Bylaws, in the event the Board should decide to make a change at the April meeting.
8. ReJean told the Board that she was looking for program ideas for the May Annual Meeting of Members. She asked whether it would be a good idea to have a guest speaker, and asked Board members to consider who might serve in that capacity.
9. Jim Holden, Chair of the Nominating Committee, said that he and Rich Noer would leave the Board at year-end (July 1, 2013), unless the Bylaws are revised to permit Rich to serve as a member of the Board after he assumes his duties as Executive Director. In addition, three members of the Board appointed by affiliates have left the Board in accordance with a Bylaw change adopted earlier in the academic year. Eric Nelson has agreed to serve on the Board. In the end, the Board could be reduced to 12 members, the minimum number required by the Bylaws, unless replacements are found. Jim noted that there are too few women on the Board, and suggested that the search for new members of the Board concentrate on finding women to serve. After some discussion, it was agreed that the Nominating Committee ought to present a slate of three or four new members of the Board to the Annual Meeting of Members, preferably including a majority of women.

10. Eric Nelson reported on the summer film festival. The films will be Vertigo, Shadow of a Doubt, North by Northwest and Psycho, all directed by Alfred Hitchcock. As reported previously, the presenters have all been identified and have agreed to serve; the festival will take place the second through fifth weeks of July, with films showing at the Weitz Center on Tuesday evenings and follow-up classes the following Wednesdays; and as in 2012, the direct costs of the festival will be split 50:50 with Carleton, and the cost per student for the follow-up classes will be \$25. Eric suggested that the number of students in the follow-up classes might have to be limited in order to fit them into available space, but this decision was put off until a later meeting.
  
11. Bruce Roberts reported that an "Idea Harvest" was held at the Senior Center on Tuesday, February 26<sup>th</sup>. Given the lateness of the hour, he agreed to circulate a written report to the Board. ReJean stated that the Idea Harvest has been a success and she lauded Bruce for taking it on.

Upon motion duly made and seconded and without discussion, the meeting was adjourned at 5:08 P.M.

Respectfully submitted

Michael H. Harper, Jr.  
Secretary