

MEETING: CVEC BOARD OF DIRECTORS

Wednesday, January 13, 2009  
3:45 p.m., Northfield Senior Center, Room 106

Present: Charles Carlin , Judy Cederberg, Carroll Flaten, Lowell Johnson, Ed Lufkin , Shirlee Madow, , James McDonnell, Lynne Pederson, Jon Rondestvedt, Susan Roosenraad, Joan Stoesz  
Staff: Bill Carlson, David Halsor, Barb Jenkins

1. Call to Order/Changes to the Agenda

No additions or changes were made to the agenda.

2. Approval of Minutes: November 18, 2009

Motion was made by Carroll and seconded by Chuck to approve the minutes. Motion was approved by unanimous vote.

3. CVEC Calendar--2010

- A. Winter Classes Began: January 4th
- B. Formal Announcement of Executive Director Resignation/Job Search: January 15th
- C. Next Board Meeting: February 17th

4. Board Updates

- A. Registration—David sent an email update to members. For the winter session, 170 people are registered. Two courses were cancelled due to registration numbers less than 5.
- B. Curriculum—Jim was unable to attend the meeting. Bill reported that the Spring course curriculum should be completed within the next week. Registration starts February 22<sup>nd</sup>.
- C. Publicity—Ed reported that the next newsletter is being written. Ed asked if the Director position should be announced in the newsletter.
- D. Finance-- Barb called attention to the footnote, regarding a savings account transfer, on the bottom of the Fund Balance. Judy reported on the details of the Fund Balance Statement and the Operations Report. A positive net income is reported for fiscal year 2009.
- E. Nominating—Jon and the committee have met several times. Jon asked for and received comments on the Director job description. Not all members received the job description. Jim commented that he thought the job description was too detailed and because of this he was concerned that it may be intimidating and give the wrong impression of the scope of the position to those interested in applying. Jon will make the changes as discussed.

The Committee is working on a slate of new members to be elected at the May meeting. Ed is requested to put a general invitation on the website for interested people to serve on the Board. The committee is in the process of writing job descriptions for Board members and officers. A slate will be presented to the Board prior to the May meeting.

5. Discussion/Motion Items

- A. Discussion Status update: Annual fundraising effort—2009

The final number for donations was within a couple of hundred dollars of the goal.

- B. Discussion: Bill's formal resignation, job search first steps, and details for the search process was discussed. The Search committee is: Lowell, Susan, and Chuck. The committee will recruit and interview candidates. The search for a new Director will be announced, officially starting January 15<sup>th</sup>, through e-mail blast to members, newspaper press release, information distributed at the classes, and on the website. Bill suggests that the search committee identify and approach people for their interest in the position. Bill will write a press release for the Northfield News. The Job description will be placed on the website. Lowell will write the announcement to be used on the website, and the class bulletin. David will email the announcement to instructors to be passed out in the classes. The announcement will be written by Lowell by the end of January and submitted to Bill for submission in the newsletter and on the website. It is planned that the announcement of who the new Director is will be made at the May Annual Meeting.
- C. Discussion Executive Director Job Description – recorded in section 4. E.
- D. Motion to revise *Article 9.1* Jon presented revision to Article 9.1. The Board appoints the Executive Committee for indefinite terms. They receive an annual honorarium set each year by the Board. The Executive Committee—Executive Director, Finance Director, Curriculum Director, and Operations Director—conducts the administration of the CVEC. In recognition of their services, the Executive Director receives an annual honorarium of \$2000, the Finance Director--\$2000, the Curriculum Director--\$1000, and the Operations Director--\$2000.

The Executive Committee is non-voting members of the Board. The Executive Director is in office at the will of the Board and can be dismissed or appointed at any time by a majority vote of the Board. The other members of the Executive Committee can be dismissed or appointed only by joint agreement of the Executive Director and the Board. The Executive Director will conduct annual performance reviews of the Executive Committee.

It is suggested that the words *Executive Committee* be replaced with *CVEC staff*.

Jon will re-write the revision and send out to the members for review and approval at the Feb. meeting.

6. Executive Director Comments - Bill commented that the organization is working well – the board and staff work well together. The major issue going forward is the need to recruit instructors. This should be the main focus for the Board. Bill made the suggestion that the Curriculum Director role is as important as the other Directors, and the honorarium should be considered as the same amount as the others.

Motion was made by Carroll, seconded by Judy, that the Curriculum Director honorarium be adjusted to \$2,000 from \$1,000. Motion passed by unanimous vote.

7. Closing Comments—Jon offered a thank you from his wife for coming to the Holiday party and for the items contributed.

8. Meeting adjourned at 5:02.

## **Job Description for Cannon Valley Elder Collegium Board Member**

The CVEC Board Member, responsible for the mission of the organization will

1. Attend regularly the Board and other related meetings
  - \*Prepare well for meetings by studying materials and bringing to meetings all documents received by mail or email.
  - \*Stay informed on all matters pertaining to CVEC, including by-laws and specific needs of the organization
  - \* Actively support decisions that address those needs and the people the organization serves
2. Make serious commitment to participate actively in at least one committee
  - \*Attend committee meetings regularly
  - \*Volunteer for and willingly accept assignments and complete them thoroughly and on time.
3. Participate actively in annual evaluations and planning efforts
4. Become well acquainted with fellow Board members, building a Collegial working relationship that contributes to consensus, respecting contributions and opinions of others
5. Participate in community events sponsored by CVEC, representing the Board and organization, encouraging enrollment and participation in CVEC classes and events, listening for suggestions and ideas to meet the needs of the people served by CVEC.
6. Personally support fundraising efforts for CVEC

Board members are elected at the Spring Annual Meeting to a three-year term and may serve two consecutive terms.



### **Job Description for CVEC Board Chair**

The Board Chair, responsible for the leadership and management in sustaining the mission of the Cannon Valley Elder Collegium will

1. Serve as a member of the Board and chairs Board meetings.
2. With the Executive Director
  - \*Develop the meeting agenda
  - \*Discusses issues confronting the organization
  - \*Monitors financial planning and financial reports
  - \*Coordinates fundraising
3. With the Board
  - \*Provide leadership in setting CVEC policy
  - \*Consult on and appoint committee chairpersons
  - \*Establish long-term and annual goals for CVEC
  - \*Assess annually the effectiveness in reaching goals
  - \*Formally evaluate Executive Director performance
  - \*Coordinate membership and Annual meetings
4. Serve ex-officio committee membership, attending appropriate meetings
5. Perform all other Board-assigned responsibilities

### **Job Description for Vice Chair**

The Vice Chair, responsible for chairing Board chair functions in the absence of the Board Chair will

1. Serve as a member of the Board
2. Work closely with the Chair, Management Staff and Board members
3. Perform all other Board-assigned responsibilities

### **Job Description for CVEC Secretary**

The secretary, responsible for maintaining records of the board will

1. Serve as a member of the Board
2. Manage minutes of board meetings
3. Ensure minutes are distributed to members shortly after each meeting
4. Provide effective management of CVEC's records

## Job Description for CVEC Treasurer

The treasurer, responsible for fiscal management with oversight by the Board, will

1. Serve as a member of the Board and attend Board meetings.
2. Collaborate with the Financial Director to oversee financial accounts and transactions of CVEC.
  - Current accounts include:
    - First National Bank: Checking and Savings accounts and CODs
    - Schwab account through Carlson Capital Management
3. Chair the Finance Committee, nominating for Board approval new Finance Committee members as needed.
  - This committee, which includes at least two other board members, (a) considers and approves the annual budget for presentation at the year-end Board meeting, and (b) develops for Board approval any changes in financial policy.
4. Work with the Executive and Financial Directors to prepare annual budgets each September.
5. Work with the Financial Director and the Finance Committee to ensure that all necessary reports—to the Board and to the state and federal governments—are prepared and submitted in a timely fashion. Among these reports, the federal non-profit organization report (Form 990-EZ) is especially important.
6. Arrange for an informal annual audit and report audit results at the annual membership meeting.

2-8-2010