

**CVEC REGULAR BOARD MEETING**  
**Northfield Senior Center**  
**May 18, 2005 (as corrected 6/15/05)**

**PRESENT:** William Woehrlin (Outgoing Chair), George Soule (Outgoing Vice-Chair), Bill Carlson (Director), Teresa Ballentine (Associate Director), Lori Stanley (Operations Director), David Appleyard (Senior Organization Representative), Vern Faillettaz, Joan Kark, Dick Cantwell, Bill Child, Doug Kriesel, Jane Cunningham (Minnesota Humanities Commission Representative), and Mary Ann Eng (Secretary).  
A quorum of members was present.

**I. CALL TO ORDER** William Woehrlin called the meeting to order at 3:30 pm. He briefly expressed sadness in departing, and welcomed Dick Cantwell as new board member and Lori Stanley as new staff member.. Both William and Dick asked to be excused from the board meeting early due to other pressing commitments. William asked that the minutes for the March 23<sup>rd</sup> board meeting be accepted as presented. The Board agreed unanimously. William then asked for any additions or corrections to the minutes of the May 11<sup>th</sup> annual membership meeting. Those minutes were also unanimously accepted as written.

**II. MINNESOTA HUMANITIES COMMISSION REPORT** Jane Cunningham from the Minnesota Humanities Commission first addressed their current funding status. She reviewed how the Commission's basic grant for CVEC had been reduced for the past two years. She explained that the Commission's loss of all state funding in July, 2003 resulted in their being dropped from future consideration by the state. She reported that the Commission has recently been restored in the State Charter. They are now being considered for monies included in three state budgets: the Governor's budget for \$500,000, the House budget for \$400,000 and the Senate budget for at least \$500,000. State conference committees are currently meeting regarding the dispersal of these monies, but there are no guarantees that the Humanities Commission will receive any funding.

The new strategy includes working very closely with Representative Jim Oberstar from the 8<sup>th</sup> Congressional District (Duluth) on a "Direct Federal Appropriation," which could be as much as \$500,000. Senator Norm Coleman is also willing to carry the Commission's plan forward. Jan stated that the Commission is hoping to position themselves well again in a number of years.

Jane invited CVEC to contact our Congressional Representative John Kline at this time regarding the Oberstar initiative. The name of the legislation being targeted is the "Learning in Retirement Earmark," which means it is not yet a bill. Senator Coleman and Senator Dayton should also be informed. Jane distributed Coleman's addresses along with samples of letters to both Oberstar and Kline that could be adapted for CVEC. Jane explained that there are also federal grant funds for special projects in American History, like "The Civil War," or "The Founding Fathers." She also distributed a brochure regarding a National Issues Forum to be held in St. Paul in June. Jane thanked us for all the good work we do, and said she hoped she would have another \$3,000 for us next year. William thanked Jane for coming, and she was excused from the meeting.

**III ELECTION OF 2005-6 BOARD CHAIR AND VICE-CHAIR** William Woehrlin opened the floor to nominations for Board Chair. Bill Carlson nominated George Soule and the motion was seconded. William invited other nominations, but there were none. The Board unanimously elected George Soule for Board Chair. William Woehrlin exited the meeting and George Soule promptly took over as Chair. After introductory comments, George reminded us that we have to elect a Vice-Chair. Doug Kriesel was appointed interim Chair for a moment, and invited nominations for the Vice-Chair. George nominated Vern Faillettaz for Vice-Chair. The motion was seconded. George invited other nominations, but none were forthcoming. The Board unanimously elected Vern Faillettaz as Vice-Chair. Teresa Ballentine moved that Mary Ann Eng continue as Secretary and Bill Child continue as Treasurer. The motion was seconded and passed unanimously.

**IV COMMITTEE ASSIGNMENTS** After discussion, the following committees were formed.

**Curriculum Committee:** Vern Faillettaz (Chair), Dick Cantwell, Ruth Hansen, Bill Carlson, Ron Ronning, and Lori Stanley

**Finance Committee:** Bill Child (Chair), Teresa Ballentine, Bill Carlson, Joan Kark, and David Appleyard

**Publicity Committee:** Bill Carlson (Chair), Doug Kriesel, Mary Ann Eng, and Ray Eng.

**Nominating Committee:** Bill Child, Shirlee Maddow, and Greta Smith.

**V FINANCIAL REPORT** Teresa Ballentine stated that she needed a board resolution to accept the Minnesota Charitable Organization Annual Report. Bill Carlson and Bill Child had been given copies to review. Teresa offered other copies for review, if needed. Discussion followed. Vern Faillettaz moved that the Report be signed and submitted. The motion was seconded and unanimously passed.

Teresa distributed copies of the Expenditures and Income for the first part of this year. She directed our attention to line 11 of the report which showed a total income of \$7,264. The total expenses on line 44 were \$11,811, which means our net loss was \$4,547. Teresa stated this was normal for this time of year, as only the spring tuition has been collected. The loss will be made up after the fall and winter tuitions are collected. Also, the 2005 humanities grant was received in December, so it was entered on the 2004 report.

The CVEC total account value on 4/30/05 was \$55,731, reflecting the First National Bank checking account balance of \$22,563 and C.D. for \$10,000, plus the Carlson Capital Management account balance of \$23,168. Joan Kark moved that we accept this report. The motion was seconded, and passed unanimously.

## **VI COMMITTEE REPORTS**

Vern Faillettaz presented the Curriculum Committee Report. He stated that classes for next year are all in order. The fall curriculum was distributed at the annual meeting. It is also on the CVEC Web page. Doug Kriesel invited the Curriculum Committee to work with the Publicity Committee to attract increased enrollment in the courses. Discussion followed. Videotaping selected courses is a possibility the Curriculum Committee will explore. Bill Carlson will talk to Reidar Dittmann and the St. Olaf Art Dept. regarding videotaping Reidar's lecture course for the St. Olaf archives.

Bill Child presented the Finance Committee Report. There were no further additions to Teresa's financial report. The Finance Committee will meet in October or November regarding CVEC's budget for the coming year.

Bill Carlson presented the Publicity Committee Report. He reminded us that the CVEC webpage is a very useful communication tool. It currently lists the dates for upcoming CVEC meetings. The e-address is: **CVEC.org**. The e-address is listed in all CVEC articles. He invited everyone on the Board to look at it. The Newsletter should be out by the end of June. Bill encouraged the Board to send him information for the Newsletter.

**VII CHANGES IN CVEC POLICY** Bill Carlson distributed recent changes in CVEC Policy and addressed the reorganized policies in Articles 8 and 9 regarding Administration and Committees. With regard to Article 9, the three Directors' tasks were reassigned. A specific, more detailed job description for the three Directors is being prepared.

Article 8 changes involved the Chair of the Curriculum Committee being responsible for presenting the proposed curriculum to the Board for approval. Discussion of these revisions followed. Doug Kriesel moved to adopt the changes in CVEC Policy. The motion was seconded and passed unanimously.

**VIII DATES FOR FUTURE MEETINGS** The next Board meeting will be held on June 15<sup>th</sup> at 3:30 pm. George will make the reservation for the Senior Center Craft Room for that meeting. The times and dates for future meetings will be decided later. Teresa asked that we consider the Methodist Church Fellowship Room for our fall meeting. Discussion followed. It was unanimously agreed that we change our fall meeting place to the Methodist Church.

**IX ISSUE OF LIABILITY INSURANCE** Tabled

**X REFLECTIONS ON ANNUAL MEETING** The potted plant volunteer awards and the Barber Shop Quartet were especially appreciated.

**XI ADJOURNMENT** Teresa Ballentine moved that we adjourn the meeting. The motion was seconded and unanimously passed. The meeting was adjourned by the Board Chair at 4:50 pm. A copy of all distributed items is attached to the original of these minutes.

Respectfully submitted,

Mary Ann Eng  
Secretary

Wednesday, May 18, 2005

**ARTICLE 9 - ADMINISTRATION**

*9.1 The Board appoints the Director(s) who receive(s) an annual honorarium set each year by the Board.*

**The CVEC Director, Associate Director, and Operations Director conduct the administration. In recognition of their services the directors receive an annual honorarium of \$2000. The Director and Associate Director are voting members of the Board.**

*9.2 .2 The CVEC Director(s) responsibilities include: overseeing the Elder Collegium, fund-raising, community relations and publicity, managing CVEC class registration, faculty recruitment, curriculum selection and planning, managing the CVEC mailing list and Web site. Prior to each program year the Director(s) present(s) to the Board for their approval a proposed list of course offerings for the coming year.*

**The CVEC's Director's responsibilities include (1) overseeing the Elder Collegium, (2) fund-raising, (3) community relations, Web site and publicity, (4) working with the Curriculum Committee (5) Class Scheduling and planning, and (6) working with the Associate Director on program decisions.**

**The Associate Director's responsibilities include (1) Managing the Financial system including income recording and payments, (2) Preparing detailed income and payment records for review by the Director and Treasurer, (3) Arranging and scheduling the Spring and Fall membership meetings, and (4) working with the Director on program decisions.**

**The Operations Director's responsibilities include (1) managing CVEC class registration, and (2) managing the CVEC mailing list and (3) operating CVEC administrative procedures**

**Before the start of each term, in consultation with the faculty, the Director schedules the times and sites of the classes, with the prime consideration of the accessibility to students.**

*9.3 The Board appoints additional staff as needed.  
CVEC employs a part-time writer.*

**The four following officers are approved for signing checks: 1. Director, 2. Associate Director, 3. Treasurer, , 4. Chair of the CVEC Board. No officer can sign a check for payment to himself/herself. The Treasurer and the Director will receive copies of monthly bank statements and review all transactions.**

Receipts are required for all disbursements except for those under twenty-five dollars, for which an explanatory notation is sufficient.

If CVEC disbands, the assets that remain after ceasing operations and payment of all of its obligations will be divided evenly between the Minnesota Humanities Commission, and the Northfield Senior Citizens, Inc.

#### **ARTICLE 8 - COMMITTEES**

*8.1 The Board creates committees as needed. The Board Chair appoints all committee chairs.*

To promote faculty and student participation in policy formation and to gain their help in the administration of CVEC, staffing committees from the general membership is encouraged.

The following permanent committees will be established and chaired by a member of the Board: Executive, Curriculum, Finance, Publicity, and Nominations. These committees will report to the Board as needed.

Additional committees will be appointed as needed and will report to the Directors.

The Curriculum Committee will be established with a Board member appointed as Chair and will include the Director. In making course selections, the Curriculum Committee considers student interest, curricular balance in each term and equitable distribution of faculty opportunity for participation in the program. The Chair of the Curriculum Committee is responsible for presenting the proposed curriculum to the Board for approval.

*8.2 The officers of the Board and the Director(s) serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee has all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.*

*8.3 The Treasurer is chair of the Finance Committee, which includes two other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures. The Board must approve the annual budget. The Board or the Executive Committee must approve any major change in the budget during the year. The fiscal year is the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income.*