

GRAFTON EDUCATION FOUNDATION, INC.
BOARD OF DIRECTORS MEETING
February 13, 2014

GHS Library Media Center

I. Call to Order

Bob Hoffman called the February meeting of the Grafton Education Foundation to order at 7:00 p.m. This is a regular meeting of the Board of Directors.

Voting Board Members Present: Mike Cibulka, Bob Hoffman, Julia McNally, Renee Riddle, Karen Walton

Voting Board Members Absent: Mike Donahue

Non-Voting Board Members Present: April Shanks

Guests Present: Kerry Feutz, Mary Gosewehr, Tammy Taylor, Andy Wizarde

II. Introduction of Guests – Bob Hoffman

Bob introduced Andy Wizarde who is attending a GEF meeting for the first time.

III. Previous Meeting Minutes

Bob Hoffman submitted the minutes from the January 14, 2014 Board of Directors meeting for review. Mike Cibulka made a motion that Julia McNally seconded to approve the minutes. The motion carried 5-0.

IV. Treasurer's Report – Mike Donahue

There was no Treasurer's Report provided.

V. Review of the GEF Organization – Bob Hoffman

Bob referenced the responsibilities of the members of the Board of Directors as written in the by-laws and indicated that those responsibilities include periodically evaluating the structure and by-laws of the corporation, and said that is what we are going to do tonight. He said that he was not going to make a presentation, but rather lead a discussion to identify suggestions from those present on changes to the by-laws and related documents.

Bob said that he would create several draft documents based on tonight's discussion and distribute them to everyone for further review. He hoped to have final documents on the agenda for review and discussion at the March meeting. These documents would include by-laws and expectations of officers, board members and committee members.

Bob introduced Andy Wizarde who provided some background on his experiences on several board of directors, including Globalgiving, a very successful non-profit that he started several years ago. Andy distributed suggestions on the organization of the GEF, which he reviewed with those in attendance.

Length of term on the Board of Directors – The current by-laws state that members of the Board of Directors serve a two year term, with a limit of six years as a member of the Board of Directors. The following suggestions were made:

- Eliminate the six year limit
- Extend the term of office to three years
- Leave the term of office at two years
- Eliminate the term of office entirely and allowing board members to serve until they resign or are removed from office.

Voting / non-voting members, expectations, selection criteria – The following suggestions were made:

- Board members should be expected to personally raise/donate \$200 to the GEF each year.
- Board members should be expected to make a donation each year to the GEF, but the amount would be

confidential (only the Treasurer would know the amount contributed.)

- Board members would not be expected to make a donation to the GEF.
- Additional board positions should be created and offered to individuals who would provide a benefit to the GEF even though they would not be expected to regularly attend meetings and help on committees.
- The additional board positions should be referred to as “Non-attending” board members or “Ex-officio” board members.

Note: The criteria that we would use to identify these potential members must to be developed.

School building board members – While not listed in the by-laws, the current practice is to permit only one district employee (April Shanks) to be a member of the GEF board with the designation *School District Liaison*. The following suggestions were made:

- Have one teacher from each school serve on the board as a regular voting member with the expectation that they attend meetings and participate in the activities of the foundation.
- The teachers serving on the board should not have the right to vote, as teachers might find that to be intimidating.
- The teachers serving on the board should have the right to vote so that they realize that they have a “buy in” to the GEF.
- Teachers serving on the board should not be members of the Grant Evaluation Committee.
- Building principals and the School Superintendent should be asked to help recruit teachers.
- Building principals and the School Superintendent should not be involved in recruiting teachers.
- Building principals and district office employees should not be eligible to serve on the board.

Note: We need a way to identify and recruit a teacher from every school to serve on the Board of Directors.

List of Offices Needed – The by-laws currently list five officers, President, Two Vice Presidents, Treasurer, and Secretary.

Currently only a president and treasurer hold office. The following suggestions were made:

- The office of Secretary should be filled.
- The officers should include two Vice Presidents of equal standing as specified in the by-laws.
- The office of Vice President should be replaced by the office of President Elect.
- The office of Past President should be added.
- The office of President and President Elect should be one year terms.
- The Past President should serve until the end of the President's term.
- The offices of Treasurer and Secretary should be one year terms.
- The offices of Treasurer and Secretary should be two year terms, ending on alternate years.

Identifying / recruiting officers – The question was raised on how to identify board members to serve as officers if no one volunteers to hold office. The following suggestions were made:

- A Nominating Committee should be identified tasked with the responsibility of identifying a slate of candidates.
- Members should be "pressured" to serve as officers.
- If no one volunteers, the President should appoint board members to serve.

Committees – There is no reference in the by-laws or supporting documents to membership on committees, or the reporting requirements of committee chairs. The following suggestions were made:

- We need to identify which activities of the foundation should be included in the "Expectations of Committees" document. Does it include Seeds to Harvest and the Grant Committee, for instance?
- Each board member should be required to serve on two committees.
- The person who chairs a committee should be required to distribute a financial report at the conclusion of the event.
- Large fund raisers and other large activities of the foundation should be staffed by a committee under the direction of the chair person.

- The chair person should be the “job supervisor” directing committee members, and not the do it all person.
- A committee member should be identified for each major activity and tasked with the responsibility of completing the work under the direction of the chair person.

Note: During the discussion on having teachers serve on the board, several people suggested that we should develop a plan on how to approach the school parent groups to develop a better relationship with them.

VI. Soupor Bowl – Renee Riddle

Renee distributed a report recapping the results of the 2014 Soupor Bowl. Approximately 260 people attended the event. Revenue was approximately \$37,600, and expenses were \$6,000, generating a profit of \$31,600. The 2013 event generated a profit of approximately \$21,000. The largest increases in 2014 were the Voice Auction and the Sponsorships.

VII. Additional Committee Reports – All

Karen Walton reported that the 2014 Grant Application is now live on the website.

VIII. Other Matters – All

There were no other matters reported.

IX. Adjournment – Bob Hoffman

Julia McNally made a motion that Karen Walton seconded to adjourn the meeting at 9:07 pm. Motion carried unanimously.

Respectfully submitted
Bob Hoffman
Interim Recording Secretary