

FCA September 2021 Minutes

Date | time 9/8/2021 6:00 PM | *Location* Zoom

Meeting called by FCA IB Board
Type of meeting Monthly Membership
Facilitator Co-Chair (Rochelle)
Note taker Dawna Drum
Timekeeper Dawna Drum

Attendees: Rochelle Hollowell, Dawna Drum, Linda Kerth, Carl McDaniel, Shorty Bjornstad, Rebecca Cayen, Jessica Bee, Kristi Slette Not in Attendance- Kandi Camacho, Lisa McOmber

Please read Attached: Agenda, Bylaws

Please bring: Copy of Bylaws with Notes, Questions, Ideas, Concerns

Agenda Items

Topic	Presenter	Time allotted
<input type="checkbox"/> Introduction: New Members No new members were present	Rochelle	5min
<input type="checkbox"/> Acceptance of previous meeting minutes This item was tabled because most attendees did not have a copy. Minutes for September and previous meeting should be sent for approval at October meeting.	Rochelle	2 min
<input type="checkbox"/> Treasurer Updates Budget has been finalized with WFCN. No non-project reimbursements were requested in the last month. Summerfest financials and results were shared with the group. The project was \$972 dollars under budget, and about 300 people were served. There will be a project debriefing meeting soon.	Dawna	10 min
<input type="checkbox"/> Policy Updates (explaining what's left and goal to get to members for Oct Meeting) Dawna presented the list of completed and in-process policies. See below.	Dawna	5 min

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| <input type="checkbox"/> Updates: Park and Recs
Carl said they are pursuing a piece of property and would be having a meeting on Wednesday. Lehigh wants options on how to get their property to us (lease for \$1 a year, donate, etc.) so they are working on that. | Carl | 5 min |
| <input type="checkbox"/> Bylaws Review
See below. | Linda | 30 min |

Other Information

- Clarification on definitions from Karen F in Bylaws.
 - Received prior to meeting, and we clarified the difference between “Executive Committee” and “Board of Directors” with the attendees. They were satisfied with the explanation, but also requested an organizational chart.
- Reminder: Invite to our meetings potential board members

Upcoming meetings:

- IB Meeting, September 21,2021
- IB Meeting October 5, 2021
- FCA General Meeting October 13, 2021
- IB Meeting October 19,2021

Bylaws Review:

Linda started with a summary of all the work done by the Interim Board to this point, and that our next task is to get the permanent Board in place.

Carl clarified Linda’s comment that **the public sees** us as a source of funding. We are about improving the health of the region, in several aspects, and everyone agreed that we all knew that.

We need a very general policy for volunteers because projects will be so different. What qualities are we looking for? These policies will help us choose the BOD.

Clarified that we need the Amendments policy so the bylaws are flexible.

Questions:

3.6.3 Risk Management (Carl) - We need to clarify that this is just managing risks for the board and what we would do in these situations, not that we would be helping the community in the event of an emergency.

3.3 Terms of Office (Carl) - Need different terms. The math doesn’t work out if we have 2 year terms with 2/3 of board retained. Three year terms would work. Jessica suggested that just to start,

have some directors with 1 year terms which they could re-apply for, some with 2 years, and some with three. Rochelle disagreed, so we said we would talk about that at the next IB meeting. Rebecca wondered who manages the terms. Linda answered that this would be the Nominating Committee, and Dawna added that term review is part of the Annual Review. Linda said also that the “Annual Meeting” would be combined with the regular membership meetings, and would be more like the World Cafes. This would be a recruiting and public relations event where people would come for a meal and could learn about the year just ended and plans for the coming year.

3.9.2 Voting Process (Carl) – No secret ballots should be allowed based on our previous discussion of openness and transparency. By voice in an open meeting, whether in person or Zoom, would work. Discussion by all followed that we need some way to have an executive session that could be held for private discussions, but we also need to specify that no decisions can be made in private. Linda says 3.7.3 Special Meetings covers this. Shorty said minutes should always be public and there should be very strict rules on the reasons for an executive session.

3.9.5 “Electronic notice of voting” (Carl) – Carl wants clarification that this is not an email vote. It means that the notice of voting is electronic, such as email or Zoom, but voting must be “live” via Zoom or in person.

Carl wanted clarification on the statement about Board members on committees. He was concerned about losing control in the committee, but Linda clarified that it was for support and being a liaison to the board. He seemed satisfied with that reply.