

Minutes UWP Steering Committee Meeting 11-08-12

Members Present: Ken Lipton, Debbie Cokes, Ben Tisdell, Marshall Pendergast, Rein van West; **Staff Present:** Agnieszka Przeszlowska

Guests Present: Kathryn Peterson, Melanie Hall, Scott Williams, Anthony Poponi

4:15 Start:

Melanie Hall: 265 nonprofits in Montrose; Montrose Foundation concentrates on helping nonprofits with fundraising and board governance; MF are 'business incubators' for non-profits;

Anthony Poponi: been with Coal Creek since 2006 as its first staff person and saw evolution of Coal Creek from stakeholder to non-profit; 90% of budget is from grants; bylaws are important when issues arise but mostly gather dust on the shelf; Coal Creek Board only has 3 officers and 2 board members, but many committees;

Scott Williams: Practiced non-profit law for 30 years in CA, mostly enviro activist groups to incorporate as 501(c)3 or 4; did the nuts & bolts of their structures and actual formation process; got to have a hard-working board; bylaws do get ignored if pulled out too often – sign of a dysfunctional board; flexibility is important and need to comply w/CO law; easier to incorporate as a start up group rather than an existing group; DO IT RIGHT the first time!;

Kathryn Peterson: Accounting/Consulting Business in Montrose with deep experience in non-profit work; has had personal lengthy board experience; important to do what we are doing: PROACTIVE, not to have problems down the road; term limits are important; operative reserve; do it on the front end to stay out of trouble; get the right board with the right mix of skills and fundraising;

COMMENTS BY THE GROUP:

Board Matrix is hugely helpful to come up with right mix for board – lays out the needs and qualities of the board composition; however, does NOT give level of engagement; who are the groups who need to be represented on the board? Do not want only a big check writer, but want engagement/commitment; needed are: visionaries, leaders, and doers; balance;

Cannot be new board and NOT work hard;

Separate staff and board functions for clarity and responsibilities;

Expectations have to be clear, leading to well-thought out and written bylaws;

Interview prospective board members;

Need to be intentional in who is recruited to serve on board;

Committee work is very valuable to build connections and entry into community;

Recruit volunteers for projects as a first step to see how they perform as possible add-ons to the board later;

Advisory Councils can be a useful tool and training ground to locating board members;

Careful not to be too mission-centered at expense of org needs and results;

Funders look for organizational excellence;

Need measurable outcomes for org AND board needs enough experience to properly evaluate staff;

Extend to different donor circles w/Board and Adv Coun

How will we incorporate technology to make our org more efficient;

Need to have 100% board financial involvement;

Annual and special appeals are ok;

Watch out for board burn-out (yeah, baby!);

Anthony and Melanie's board members rotate thru on 3-year terms;

Melanie: Build a strong fence before you bring in the dog; insufficient fence means the dog will get out!

Scott: Standard bylaws are mostly fine 90% of the time along w/ statement of purpose.

Roberts Rules of Order work fine;

OFFICERS: Not a good idea to have a progression of officers succeed themselves thru the presidency because a secretary likely will not be a good president, and so forth. Be sure to put people in offices for which they are a good fit;

Executive Committee: yes, for larger boards; no for smaller ones: TBD

City Council Format: first a work session, and then a board session

Watch out for 'special interest' prospective board members – interview will help;

Board NEEDS to socialize and have FUN; this allows board members to feel more free to speak up and be heard; create collegiality; will never be perfect (oh, great);

Do not want to be tied down to a rigid structure or overburdened by rules, policies, and so forth; STAY FLEXIBLE;

Take advantage of the Board Development Trainings offered by the Montrose Foundation;

WORK GROUPS:

Bylaws: Scott, Ben, and Agnes

Matrix: Debbie, Ken, and Agnes

OTHER BUSINESS:

Agnieszka to attach contract addendum agreed to by the Steering Committee 11-08-12 to cover employment from 10-01-12 to 9-30-13 to contract already in place;

Agnieszka and Emily will continue to track all expenses and make quarterly reports to the Steering Committee for its evaluation for reimbursement from the ROCC account.

Adjournment: 7:15pm

Notes scribed by Rein van West, temporary chair