

# Henry County Retired Teachers Foundation

September 14, 2021

8:30am

Meeting of the Board of Trustees

Minutes

## ATTENDANCE

| Name             | Position           | Voting Member | Year Term Ends | Present |
|------------------|--------------------|---------------|----------------|---------|
| Becky Chamberlin | Agent              | Y             | N/A            | N       |
| Gene Grime       | Treasurer          | Y             | N/A            | N       |
| Steve Seagrave   | Secretary          | Y             | N/A            | Y       |
| Sandra Honemann  | Member - PH        | Y             | 2021           | N       |
| Gregg Merrill    | Member - N         | Y             | 2022           | N       |
| Jamie Bostelman  | Vice President - N | Y             | 2023           | N       |
| Chuck Klammer    | President - N      | Y             | 2024           | Y       |
| Karen Maassel    | Member - LC        | Y             | 2025           | Y       |
| Terry Witt       | Grants Chairperson | N             | N/A            | Y       |

**MINUTES** – The minutes from the March 16, 2021, meeting were reviewed. Chuck moved and Karen seconded a motion to approve the minutes. MOTION PASSED.

**TREASURER REPORT** - Gene Grime was unable to attend. However, he had emailed some information to be shared. He reported that we have \$4,906.38 in the checking account as of September 1st, with two CD's scheduled to mature in December. Our next annuity distribution is scheduled for January of 2022. He has been cashing in recent CD's as they expire and depositing in the funds checking account. We get no interest for that account, but we only get about a dollar or two for a year's interest on current CD's and it isn't worth the gas to go in and to renew.

MOTION - Steve moved to approve the treasurer's report, seconded by Karen. APPROVED

## **OLD BUSINESS** -

1. Where Are They Now? – Becky Chamberlin – Becky was not able to attend.
2. Book Grants – Terry Witt
  - a. The book grant readers for 2021 were Sue Burso, Joe & Janet Aschemeier in April. For June the readers were Gregg Merrill, Dan Baer, and Charlotte Shrider.
  - b. The book grant winners for 2021 were as follows.
    - i. Griffith – Allyssa Jackson & Callie Seedorf
    - ii. Sherman – Emma Burkey
    - iii. Brubaker – Max Weaver
    - iv. King – Audrey Wade
  - c. Grant Applications – Terry suggested we refine the application forms. The Griffith looks fine but perhaps use the Brubaker as a template for the others since they are all for current students. Steve will work up a draft to send out to the board so we can update them at the January meeting.

## **NEW BUSINESS**

1. Bylaws Amendment Proposals – Steve Seagrave shared the draft proposals to deal with (1) expanding the elected board, (2) election of members when the annual meeting is cancelled, and (3) making the grants chairperson a nonvoting board member. MOTION: Karen moved that the proposed amendments (below) be presented to the membership for adoption, seconded by Chuck. APPROVED

### **ARTICLE III – TRUSTEES**

- A. **Number and Qualifications.** The Board of Trustees (hereinafter called “the Board”), shall consist of five-elected members, each of whom shall be a member of this corporation. In the 2021 election for terms beginning in 2022 the elected board will be expanded to seven elected voting members. Of

the two additional positions, one will be for a five-year term (2026). The other additional position will be for a three-year partial term (2024) which thereafter will be a five-year term (2029).

- B. **Term of Office.** The normal term of office of an elected trustee shall be five years. No person shall be eligible to serve as an elected trustee for more than one full five-year term in addition to any partial term to which such person is elected or appointed without an interval of at least one year during which such person does not serve as a trustee. Terms shall be staggered so that one or two of the trustee positions becomes vacant each year. The term of office of a trustee shall commence upon election or appointment and expire when such trustee's term expires on December 31<sup>st</sup> unless sooner terminated by death, resignation or majority vote of the members of the Board declaring the office vacant, which vote is authorized only in the event of failure of a member of the Board to remain qualified or failure to attend three consecutive meetings of the Board without excuse acceptable to the remaining members of the Board. An elected trustee whose normal term is expiring but who is an elected officer of the Board shall hold office until the date fixed pursuant to these regulations for the annual meeting of the Board of Trustees following the annual meeting of the membership and the election of such officers, and until their successors are elected and qualify.
  - C. **Vacancy.** Vacancies by death, resignation or vote authorized by remaining members of the Board shall be filled for the unexpired term by majority vote of the members of the Board then serving even though less than a quorum. If the meeting at which new members are elected is cancelled due to weather or emergency, then the current board may fill the open position by majority vote of the members of the Board then serving.
  - D. **Appointed Members** – The Board shall appoint a member of the corporation to serve as the Agent specified in the Articles of Incorporation. The Board may also appoint members of the corporation who are not elected members of the Board to serve as an officer or as a nonvoting book grants coordinator. Such appointments shall be done annually at the time of election of officers.
- 2. **Foundation Member(s)** - We need to recruit a new member to replace Sandra when she goes off the board at the end of the year. Preference would be for a Patrick Henry area person since that is where Sandy is from. This person is elected by the full HCRTA. This will need to happen at the November 8, 2021 HCRTA meeting or December 13, 2021 HCRTA meeting. We also need to recruit two additional members for the new positions assuming the amendments pass in November. They would take office in January. As we think of people to ask, we should clear these through the secretary before making a call. At least one needs to be from Holgate, the other could be from anywhere. Board members will submit names to Steve and he will send out invitations.
  - 3. **Meeting Time** – We discussed the possibility of switching the meeting time to evening so people with daytime obligations might be able to attend.

**NEXT MEETING** - January 11, 2022, at 7:00pm at Chuck's house. (1525 Thershan Drive in Napoleon) The other meetings will be March 15<sup>th</sup> and September 13<sup>th</sup>.

**ADJOURNED** – Terry moved we adjourn, seconded by Karen. Adjourned at 9:18am.