

FRESNO FREE COLLEGE FOUNDATION

BOARD OF DIRECTORS MEETING Draft Minutes

9/15/09 7:16 PM

Present: Sue Kern (pres), Leni V Reeves (se'ty), Vickie Fouts (treas), Jan Slagter, Mark Hernandez, Dave Gendron, Gerry Bill, Rych Withers (ED), Hasan Johnson, Mel Sanders

Guests: none

Call to order Determination of Quorum

I Agenda adopted

II Excused: Alex Vavoulis. Unexcused: Rand Stover,

III Minutes of 8/09 approved as written

IV No public comment

V Reports

1) President - Preparing for Banquet

2) Executive Director/Programming Director - written report given

3) Chief Engineer - written report given

VI Committees

Budget Committee - budget and written report given

Fundraising/Community Outreach - did not meet

Programming - written report given

Governance Committee- working on policies review - should be ready

by Oct. or Nov.

Election Committee- bylaws changes from past year submitted

Personnel - (closed session)

KFCF Representative to KPFA LSB - no LSB meeting. LSB will meet in

Fresno on Oct. 17

VII Consent Agenda: None.

VIII Old Business

1) Banquet - ongoing work and planning, no action item

2) job descriptions for staff - not yet done. Meeting of Paul and

Rych to be scheduled

3) Bylaws changes. **The following proposed amendments were**

approved for inclusion on this years ballot:

I. Shall the bylaws be amended to add the language to Article III

Section 2 Elections:

If the required quorum of ballots is not received by the Elections Close Date, then the Elections Close Date shall be extended by two additional weeks. If no Quorum of ballots is obtained by the extended date, then those Directors whose terms would have expired upon the election of new Directors shall remain in office until the next regularly scheduled Director election.

II. Shall the bylaws be amended to add the language to Article III

Section 2 Elections:

If after the close of nominations the number of people nominated for the Board is not more than the number of Directors to be elected, the Corporation may without further action declare that those nominated and qualified to be elected have been elected.

M-LVR, 2nd-VF. In Favor - SK, GB, HJ, LVR, VF DG, MS, JS.

Opposed -MH

(Language for notification discussed: "If you wish to submit an argument for or against bylaws changes, it must be submitted by Oct. 5. Contact KFCF office for details. Not an action item.)

IX New Business

- 1) **Budget adopted as written M -GB, 2nd - JS Unan**
- 2) **The main focus of the January Retreat will be fundraising and budget revision. M- GB, 2nd - VF Unan**

(discussion of items for next meeting - date and facilitator of budget retreat and honorary or emeritus Board creation. Also discussed: possible fundraising role for staff, possible volunteer coordinator and trainer role for staff, programmers to be encouraged to assist with events, email request for volunteers, signup list at banquet for volunteers, and changing the nature of the banquet to reflect the new economic realities. No actions taken.)

To closed session for personnel matters at 2104 hrs.

Reconvene open session and adjourn 2110 hrs.

(Not part of official minutes: a guide to abbreviations used:

Names: SK Sue Kern, MS Mel Sanders, VF Vickie Fouts, LVR Leni V Reeves, DG Dave Gendron, RW Rych Withers, MH Mark Hernandez, JS Jan Slagter, AV Alex Vavoulis

GB Gerry Bill,, RS Rand Stover, HJ Hasan Johnson.
- unanimous)

M- moved, Unan