

LRE GOVERNANCE COMMITTEE
Friday November 13, 2020 – 10:00 AM

1. Welcome
2. Current LRE Executive Board Officers
 - a. Current Officers
 - Chairperson – Mark DeYoung
 - Vice Chairperson – Stan Stek
 - Secretary – Jane Verduin
 - Treasurer – Peg Driesenga
3. Recommendations
 - Chairperson – Mark DeYoung
 - Vice-Chairperson – Stan Stek
 - Secretary – Jane Verduin
 - Treasurer –
4. During the initial (11/6) Governance Committee meeting, the decision was made to hold on recommending a Treasurer for the Board until clarification could be made on the role and requirements of this position. Ms. Verduin discussed this matter with the Executive Committee during the 11/11/20 Executive Committee meeting. During this meeting the suggestion was made to forgo a Treasurer, at this time. Mr. Stek had inquired to the impact this would have on the membership of the Executive Committee and if there was any provision in the Bylaws to add a member in place of a Treasurer. The review of the Bylaws is to determine how that role would be filled on the Executive Committee as it is primarily made up of the Board Officers and with representation from each CMH county(ies). The Governance Committee was asked by the Executive Committee to reconvene and review the LRE Bylaws.

Discussion:

The committee members reviewed the LRE Bylaws and the excerpt, MCL 330.1204b, referenced in the Bylaws with regards to both the Treasurer and the Fiscal Officer responsibilities. The definition of the Treasurer is the same as the definition for the LRE Fiscal Officer and this should not be the case. They recommend that the Bylaws be reviewed and updated prior to recommending a Treasurer nominee, unless directed by the full Board otherwise. In the meantime, the Bylaws provide that the Board of Directors may appoint any member and as many members from the Board to the Executive Committee that they deem appropriate (Article 5, 5.1).

Final Recommendations –

1. The LRE Bylaws to be reviewed and updated to:
 - a. Determine the unique role and responsibilities of the Board Treasurer position.
 - b. Review language for committees such as Finance Committee to determine if all or any committee is optional (ex. Wording “shall” as opposed to “may”).

2. After the Bylaws are updated and approved the Governance Committee will reconvene and make recommendations for any unfilled positions.
3. If the Treasure role can be clarified prior to updates to the Bylaws and if the Board deems it necessary to have a Treasurer, the Governance Committee will at that time make a recommendation for the position.

Process for making changes to the Bylaws:

15.1 The Board of Directors may amend or repeal these Bylaws, or adopt new bylaws by vote of two-thirds (2/3) of the Board of Directors, if notice setting forth the terms of the proposed amendment or repeal has been given in accordance with any notice requirement for a meeting of the Board of Directors. Any amendment so approved will become effective only after being approved by three-fourths (3/4) of the Member CMH Boards.

5. Adjourn