

DWELLING PLACE OF GRAND RAPIDS
SPECIAL JOINT MEETING OF EXECUTIVE AND GOVERNANCE COMMITTEES
December 30, 2020
Committee Approved January 12, 2021

MEMBERS PRESENT Annamarie Buller, Juan Daniel Castro, Sadie Erickson, Francine Gaston, Rick Stevens, Lee Nelson Weber, Renee Williams

STAFF PRESENT Dennis Sturtevant

COMMENCEMENT The meeting was convened at 10:00 AM.

The purpose of the special joint meeting was to recommend replacements for recently vacated officer positions on the board and to recommend a new Chairperson for the Finance Committee. The Joint Committee also considered a series of next steps to review and clarify committee structures and to consider strategies for improving our orientation process for new members to help them to become fully engaged on the board as soon as possible.

ACCEPTANCE OF DAVID BYERS AND ELEANOR MORENO BOARD RESIGNATIONS The Joint Executive-Governance Committee reviewed the December 23rd email from David Byers to Juan Daniel Castro announcing his resignation from the Board of Directors. By consensus, the committee members agreed to accept David Byers' resignation, effective December 23, 2020 and thanked him for his service on the board.

Eleanor Moreno also submitted her resignation from the board in an email to Juan Daniel Castro and Dennis Sturtevant, dated December 14th, citing new time constraints caused by her accepting a new position and other new personal and professional commitments she has taken on. By consensus, the committee also accepted Eleanor's resignation and thanked her.

RECOMMENDED REPLACEMENTS FOR VACANT OFFICER POSITIONS David Byers' resignation created a vacancy for Board Treasurer and Chairperson of the Finance Committee. After some discussion, Sadie Erickson was nominated to be recommended to the full Board for appointment as the Board Treasurer and Chairperson of the Finance Committee. The Joint Committee then discussed potential candidates to replace Sadie Erickson as Secretary on the Board. After some discussion, Lee Nelson Weber was nominated to be recommended to the full Board for appointment as Board Secretary.

A motion was made by Annamarie Buller and supported by Rick Stevens to recommend that the Board appoint Sadie Erickson for the positions as Treasurer and Finance Committee Chairperson and Lee Nelson Weber for the position as Board Secretary, both filling the remaining portion of one year terms through the Annual Meeting and new elections in June 2021. The motion passed unanimously.

NEXT STEPS

Juan Daniel Castro was asked by the Committee to send a letter to the full Board announcing the following:

1. The resignation of David Byers and Eleanor Moreno from the Board of Directors.
2. The addition of a new Board Member (Kim Sims) at the February Board meeting.
3. Recommendations for Board Officers to fill vacant positions until the Annual Meeting in June 2021. (Renee Williams for Vice Chairperson, Sadie Erickson for Treasurer and Finance Committee Chairperson and Lee Nelson Weber for Secretary).
4. The Governance Committee will review organizational needs for increasing current board participation and broader community engagement and expertise on various standing board committees.

The Joint Committee agreed to reconvene on January 12th to discuss the following topics:

1. Expanded orientation efforts for new board members with added focus on strategies to achieve full engagement as quickly as possible.
2. Review of Board Committee structures to improve function, efficiency and to reduce overlap in roles. A special focus will be on the roles of the Executive Committee relative to the Governance Committee and the Finance Committee relative to the Real Estate Development and Asset Management Committee.

Tim Orlebeke, our legal counsel, will be asked to attend that meeting to advise on legal matters related to board and committee structure.

The Executive Committee members also agreed to re-establish monthly Executive Committee meetings. The Governance Committee will continue to meet on a monthly basis until further notice.

NEXT MEETING

The next Joint Executive and Governance Committee meeting will be held at 8:00am on Tuesday, January 12, 2021.

ADJOURNMENT

The meeting was adjourned 11:10 AM.