

**MINUTES OF THE MEETING
LIFESPING BOARD OF DIRECTORS
December 12, 2023**

PRESENT

Susan Poretz, President
Natalee Rosenstein, Vice-President
Maureen Bybee, Secretary
Peg Nau, Treasurer
Laura Phillips, Registrar & Task Force for Online Learning
Connie Cuttle, Curriculum Committee Coordinator
Prudence Garcia Renart, Events Committee Coordinator
Susan Davis, Membership Coordinator
Betsy Mills, Program Support Co-Coordinator
Maureen Huben, Hospitality Coordinator
Lee Gable, Member-at-Large and Class Managers Coordinator
Diane McDowell, Member-at-Large
Anne Miller, Member-at-Large
Leslie Surprenant, Member-at-Large
Rich Davis, AV Coordinator
Leeanne Thornton, Saugerties Town Board Liaison to the Senior Education Commission (SEC)
Fran Jacobson, Member of Lifespring and of the SEC
Colleen Greco, Member of Lifespring and of the SEC

ABSENT

Lydia Edelhaus, Member-at-Large

This regularly scheduled online meeting of the Board was called to order by Susan P. at 9:31 a.m.

A. Minutes: November 14, 2023

MOTION by Diane with a second by Lee to accept the previously circulated Minutes. Without discussion MOTION was approved unanimously.

B. President's Report and General Updates:

Susan P noted that Lifespring continues to receive accolades from the members via email offered thanks and gratitude to Laura for her quiet dedication and work behind the scenes to keep our courses and members connected.

C. Old Business

- a. Ad Hoc Subcommittee for Strategic Planning – Natalee presented the report which was circulated to the Board earlier by email. She noted that if the plan is adopted there may be some change in wording as the Bylaws are revised to include this new structure. She highlighted these changes included in the new structure: replacement of the offices of President and Vice president by an Executive Leadership Committee the elimination of term limits, and the addition of a 6th Member-at-Large.
 - i. Natalee with a second by Laura made a **MOTION** that the Lifespring Board approve the proposed new leadership structure described in the previously circulated report.
 - ii. Susan D thanked the Board for inviting members of the SEC to hear the proposal and discussion today and at future Board meetings.
 - iii. Following discussion, the **MOTION carried** with 12 yes, 0 no and 1 abstention.
 - iv. Transition timeline was presented by Laura who provided the committee's rationale for the dates illustrated in the timeline which was distributed to the Board by email prior to this meeting. Laura emphasized the importance of the May 14 Board Meeting as the actual transition between the old structure and the new.
- b. Lee offered her resignation as a Member-at-Large effective Jan 1, 2024, which was accepted by the Board with a spontaneous round of applause in recognition of her broad and enduring contributions to Lifespring. It was noted that a person must be appointed to complete Lee's Member-at-Large term.
- c. Sharing material.

This refers to a previously tabled motion by Member at Large Leslie Surprenant who attended this meeting by cell phone from a moving car. She asked that the motion remain on the table until the next Board meeting when she will be better able to participate. Connie made a **MOTION** with Diane as a second to continue as tabled until next meeting the **MOTION** that when other LLIs seek to invite our membership to their programs we are permitted to notify our members by email. Without discussion the **MOTION carried** unanimously.

D. New Business

- a. Appointment of Bylaws Committee

Susan P requested volunteers to serve on a Bylaws Committee. Connie

Natalee, Laura, Maureen B., and Susan D. offered to serve. All were accepted to the committee.

- b. Laura initiated comments from the Board thanking Lee for all her contributions to Lifespring over the years. Many Board Members added their personal remembrances of working with Lee.
- E. Laura, with a second by Diane, made a **MOTION TO ADJOURN. The MOTION was approved unanimously.**

Maureen G. Bybee,
Secretary

NEXT MEETING January 9, 2024 (on zoom) at 9:30

AGENDA
BOARD OF DIRECTORS
December 12, 2023

A. Minutes: November 14, 2023

B. President's Report and General Updates:

Appointments

C. Old Business

1. Ad Hoc Subcommittee for Strategic Planning
Vote

Transition Timeline

2. Sharing material. This item was requested by Member at Large Leslie Surprenant (tabled in November)

D. New Business (Looking Forward)

Appointment of By-Laws Committee

NEXT MEETING January 9, 2024 (on zoom) at 9:30

**REPORTS TO THE LIFESPRING BOARD
Meeting on 12/12/2023**

PRESIDENT:

December 2023

My calendar has been so “quiet” with official Lifespring things since the end of our semester on Nov 8th. However, things are happening behind the scenes. For example, the CC continues to meet bimonthly as the spring “line up” is rushing towards completion. Technical things are on-going as we continue our meetings (for example the New Member meeting on 11/15) while publications is busy on lots of assorted projects like getting the catalog ready. It seems that Lifespring this past month is like a beehive—quiet on the outside but a “whole lot of shaking going on” (to use a song from way back) inside the hive.

Happy Holidays to my Wonderful Board.

Susan Puretz
President

VICE PRESIDENT:

No report as VP. See *Ad Hoc* Strategic Planning Committee Report
Natalee Rosenstein

TREASURER:

From Peg Nau, Treasurer

| TREASURER’S REPORT November 2023 | | | | |
|---|------------------|-------------------------------------|------------------------|--------------------|
| | | | Balance Forward | \$25,345.70 |
| Date | Amt Rec’d | Received From | Notes | |
| INCOME | | | | |
| 11/13/2023 | \$255.00 | Membership | Huguenot Tour | |
| 11/13/2023 | \$96.00 | Hospitality Donations Maureen H. | Donations | |
| 11/30/2023 | \$41.64 | Interest | | |
| | | | | |
| Monthly Income | \$392.64 | | | |
| EXPENSE | | | | |
| | Amt | Payee | | |
| 11/1/2023 | \$195.00 | 1408 Woodstock Jewish Con | rental 9/22/23 | |

| | | | | |
|------------------------|-----------------|-------------------------------|-----------------------|--------------------|
| 11/1/2023 | \$17.62 | 1409 Anne Miller | Copies | |
| 11/3/2023 | \$159.93 | 1410 Laura Phillips | Zoom and Google | |
| 11/3/2023 | \$20.49 | 1411 Laura Phillips | Coffee Cups | |
| 11/9/2023 | \$255.00 | 1412 Historic Huguenot Street | Tour | |
| 11/9/2023 | \$121.01 | 1413 Maureen Bybee | Office Supplies | |
| 11/9/2023 | \$137.40 | 1414Maureen Huben | Hospitality | |
| | | | | |
| Monthly Expense | \$906.45 | | | |
| | | | Ending Balance | \$24,831.89 |

REGISTRAR AND TASKFORCE COORDINATOR:

Registration and Taskforce Report for Lifespring Board Meeting December 12, 2023

The New Member Meeting was held on Zoom on Wednesday, November 15, 2023. Twelve new members signed up to come and 9 attended.

WJC In Person Registration data and attendance

| Course Name | Registered After Drops | | 4-Oct | 11-Oct | 18-Oct | 25-Oct | 1-Nov | 8-Nov |
|----------------------------------|------------------------|----|-------|--------|--------|-----------|------------------|-------|
| C1 - Better Than Therapy | 13 | 21 | 16 | 12 | 10 | 9 | Four week course | |
| C2 - Eclectic Outdoors Five weks | 35 | | 28 | 21 | 22 | Cancelled | 24 | 22 |
| C4 - Best American Short Stories | 26 | | 17 | 17 | 20 | 19 | 16 | 14 |
| C5 - Mah Jongg for Beginners | 12 | | 11 | 11 | 12 | 10 | 12 | 10 |
| D1 - Arthur Miller's Men | 25 | | 20 | 20 | 22 | 22 | 21 | 19 |
| D2 - The Supreme Court | 25 | | 22 | 19 | 17 | 19 | 15 | 17 |
| D3 - The Fairy Tale Experience | 13 | | 10 | 8 | 8 | 9 | cancelled | 7 |
| D4 - This is Our Life | 32 | | 28 | 24 | 24 | 19 | 22 | 21 |
| Total Class Hours per week | 181 | | | | | | | |

Performance registration data and attendance

| Total Individuals registered for 1 or more performance | | 125 | |
|--|------------|----------|-----|
| Performance | Registered | Attended | |
| P1 Welcome with Sky King | 72 | 60 | Est |
| P2 Poetry and Music | 49 | 24 | |
| P3 Afternoon with FDR | 57 | 39 | |
| P4 Laugh and Learn | 68 | 50 | |
| P5 Write Stuff | 28 | 20 | |

The first Winter Presentation - The Marigold Trail: a Journey through India is Wednesday, Dec 6, 2023 at 11:00 am. As of Dec 1, the total registered is 90. Of that number 79 were members and 11 were non-members.

The next Winter Presentation is January 3, Island Lore: Shipwrecks Mayhem, Lighthouses & Photography off the NE Coast. Registration ends Sunday, December 31, at 5:00 pm.

Laura Phillips

STANDING COMMITTEES

CURRICULUM:

The Curriculum Committee has completed the Spring 2024 schedule of online and in person classes, which includes outdoor courses and a film series which will be held at the Saugerties Library.

We may add one additional online course and will know shortly.

Respectfully submitted,

Connie Cuttle

EVENTS:

Nothing to report right now. We are “thinking” which quite a feat is these days.

Warmly

Prudence

HOSPITALITY:

Nothing to report for the December meeting.

Maureen H.

MEMBERSHIP:

On Wednesday, November 15th, we held our annual "new members meeting" via Zoom. It was attended by several members of the Board (thanks all) and eight new members. It was a wonderful hour of informal, friendly conversation peppered with thoughts, information, ideas, and enthusiasm for Lifespring. The new members (and the Board members) shared interesting comments about themselves and also expressed their very positive reactions to the courses they had taken and their experiences. Several shared ideas about the kinds of courses they are interested in taking and highlighted their appreciation for how well Lifespring is run and the excellent opportunities that await as they continue getting to know Lifespring.

Publicity for Winter Programming; We have had good success in getting coverage by the local news outlets. As a way to encourage people to learn more about Lifespring, (and consider membership in the future) we will, once again, welcome anyone who wishes to attend some or all of the Winter Programming. Although there is no fee to attend, prior registration is required. Information about the Winter Programming has appeared in HVOne, the Almanac, What's Happening (Freeman), TV 23, Town/Village websites, selected FB posts, etc. and, of course, on our very informative Lifespring website! Targeted email notices have been sent to all members as well as to those on the Interest List.

Best wishes to all for a happy and healthy holiday season.

Susan Davis, Membership Coordinator.

PROGRAM SUPPORT:

I have nothing to add.
Susan Krompfer

MEMBERS AT LARGE:

No report.
Diane McDowell, Member at Large

Nothing to report for November, 2023.
Thank you,
Lydia Edelhaus, Member-at-Large

As a Member at Large, charged with representing members, I advocated prior to and at our last board meeting to share with our members information on events and presentations that other LLIs organize or sponsor, alone or in partnership with other LLI or organizations. The event or presentation can be on any topic and individual members would choose whether to participate.

Thanks.
Leslie Surprenant

AD HOC COMMITTEES

AV :

Nothing to report on AV since the fall semester ended.

Rich Davis
richdavis@earthlink.net

CLASS MANAGERS:

Hi all,

The only thing that I have to report is that I plan to meet in December, with Lydia Edelhaus to hand over the information I have, concerning class manager coordinator for Lifespring,

Lee Gable

PUBLICATIONS COORDINATOR:

Web changes for Dec registration done. Future copy change deadlines on Latest News and Winter Presentations for remaining presentations and mini courses all set with Anna. Change in copy under News and Views made to reflect non-publication of the newsletter with an invitation to read past ones which are still listed.

Anne

AD HOC STRATEGIC PLANNING

Report by Natalee Rosenstein

Introduction to Proposed New Leadership Structure

In its 15th year, Lifespring has grown to a membership of more than two hundred people. It now offers its members courses online and in person, as well as artistic performances and Spring and Fall nature walks. In addition, members can participate in one-day presentations and mini-courses online which are also open to the community at large. As an all-volunteer organization of retired and semi-retired people, leading an organization of this size and complexity is not an easy task. It requires the effort of members who offer their time and talent in a wide variety of roles.

The current leadership design headed by an elected President has done an admirable job of keeping the organization moving forward. Looking ahead, however, the current structure does not seem viable or preferable. Most significantly, the present mandated responsibilities as well as assumed tasks of the office of President are too much for one person to undertake.

And, in reality, they often are divided up among other Board members. Currently, this is done in an ad hoc way.

Two issues have become apparent. First, it will be increasingly difficult to find one individual to fulfill this role. Equally important, to keep the organization both viable and vibrant, it is important to actively engage additional members in leadership roles.

The Committee on Strategic Planning proposes a different leadership structure, replacing the role of President and Vice President with an Executive Committee selected by the Board and headed by an Executive Committee Leader and an Executive Committee Assistant Leader chosen by the committee. This new leadership structure will be voted on and codified in the By-laws, so it is clear to the entire membership. The details are spelled out in the attached proposal.

The Committee believes this new structure will encourage more members to become part of leadership and build their capacity to do so, thereby ensuring the vitality and sustainability of Lifespring for years to come. Please give it your careful consideration.

Natalee Rosenstein,

On behalf of the Ad Hoc Committee on Strategic Planning:
Maureen Bybee, Connie Cuttle, Anne Miller, Laura Philips, Leslie Surprenant

Proposed Leadership Structure December 3, 2023

PART I. NAME

The name of the organization shall be Lifespring: Saugerties Adult Learning Community (hereafter called Lifespring). Lifespring is an official Town of Saugerties community group with its principal offices at the Town Hall, 4 High Street, Saugerties, New York 12477. The Senior Education Commission created by Local Law 1, 2018, of the Town of Saugerties shall oversee the operation of Lifespring.

PART II. GOVERNING BODY

The affairs of the organization will be governed by a Board of Directors, hereinafter referred to as the "Board." The Board is responsible for the overall policy and direction of the organization within any guidelines set by the Town of Saugerties Senior Education Committee.

SECTION 1 BOARD MEMBERSHIP

Board Membership: The Board of Directors will consist of fifteen (15) voting members of the Board as follows: six Members at Large, the Secretary, the Treasurer, and seven (7) Chairpersons of the Standing Committees as follows: Curriculum, Events, Hospitality, Membership, Onsite Program Support, Publications, and Registration. Members of the Board are expected to regularly attend scheduled meetings. The immediate past president will serve as an advisor to the Board as a non-voting *Ex Officio* member.

- 1.1 **Election:** The Secretary, Treasurer, and six Members-at-Large will be elected by the membership. Three Members-at-Large shall be elected in even years, and three elected in odd years. The Treasurer will be elected in even years and the Secretary in odd years.
- 1.2 **Appointment:** The chairs of the Standing Committees will be appointed by the Executive Committee and approved by the Board.
- 1.3 **Term of Office** The secretary, treasurer, and six at-large have no term limits and may serve successive elected two-year terms, with the exception that the initial term of the additional (sixth) member at large will be for a one-year term.
- 1.4 **Standing Committee Chairpersons** have no term limits and may be reappointed by the Executive Committee every two years and the appointment(s) approved by the Board.
- 1.5 **Removal of an Officer or Member of the Board:** Any officer or member of the Board, whether elected or appointed, may be removed for cause by a 3/4 vote of the Board at a scheduled meeting with a quorum present.
- 1.6 **Vacancies:** Any vacancy that occurs will be filled by the Executive Committee Leader who will appoint a member of the organization to serve the remainder of the term. The appointment will be made with the approval of the Board of Directors. If the Executive Committee Leader's seat becomes vacant, the Executive Committee Assistant Leader will assume the office for the remainder of the Executive Committee Leader's term.

SECTION 2 BOARD MEETINGS

- 2.1 **Meetings:** The Board will meet a minimum of nine times a year. The Executive Committee Leader (and/or the Executive Committee Assistant Leader) will lead Board meetings. The schedule of Board meeting dates, times, and location (online or in person) will be announced by the Executive Committee Leader on behalf of the Executive Committee to the Board for its approval and, when approved, emailed to all members. All Board meetings are open to members of Lifespring.
- 2.2 **Special Meetings:** The Executive Committee Leader will call special meetings of the Board as necessary or if requested by three Board members. Special meetings can be held in person or online. Notice of special meetings must be disseminated to Board members at least three days before the meeting date.
- 2.3 **Quorum:** A simple majority of voting Board Members shall be present to create a quorum for conducting business.
- 2.4 **Conduct of business:** The Board shall conduct its business with a simple majority vote of those present and eligible to vote.

PART III. LEADERSHIP

SECTION 1 EXECUTIVE COMMITTEE

The Executive Committee will oversee the affairs and activities of the organization, whether conducted in person and/or online. The Executive Committee Leader will represent the

organization, or appoint a representative to, other organizations as needed; preside at all Board meetings; and appoint for approval by the Board, the Chairpersons of Standing Committees, including the Registrar. The Executive Committee Leader will appoint *Ad Hoc* committees and task forces as needed (with approval by the Board) and will present a report on the organization's activities at the Annual Meeting (See Responsibilities of the Executive Committee Leader and the Executive Committee Assistant Leader below.)

- 1.1 **Executive Committee Membership** The Board will nominate and approve five (5) Board members to serve on the Executive Committee. The Executive Committee will serve as a steering committee for the Board. Members of the Executive Committee will serve a two-year term and may be renominated and approved by the Board. At least two members of the Executive Committee will be Members-at-Large.
- 1.2 If one or more Members-at-Large who are nominated to serve on the Executive Committee decline nomination, then the Board will nominate and approve other Board members to fill either one or both seats normally set aside for members-at-large on the Executive Committee.

SECTION 2 EXECUTIVE COMMITTEE LEADERSHIP

The Executive Committee will select a member of the committee to serve as the Executive Committee Leader for the Board for a period of one year and a second member to serve as the Executive Committee Assistant Leader.

- 2.1 At the end of the Executive Committee Leader's one-year term, the Executive Committee Assistant Leader will assume the role of the Executive Committee Leader for one year.
 - A. If the Assistant Leader serves in an elected position on the Board with an upcoming election at the end of one year, and if at the end of this one-year term as Executive Assistant Leader, the individual declines to run for office again, or runs and is not re-elected, then the Executive Committee will select a new Executive Committee Assistant Leader and may either select a new Executive Committee Leader or may reappoint the current Executive Committee Leader to another one-year term.
- 2.2 If an Executive Committee Assistant Leader declines to serve as the Executive Committee Leader, the Executive Committee will select another member of the committee to serve as the Executive Committee Leader.
- 2.3 If either the Executive Committee Leader or Executive Committee Assistant Leader are unable to fulfill their term, then the Executive Committee will select another member to fill either role as needed.

SECTION 3 RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE LEADER

- 3.1 The Executive Committee Leader will:
 - a. Serve as the representative of the organization to the Town and to other organizations and/or may recommend to the Executive Committee a designee to serve in this capacity either from the Executive Committee, the Board, or the membership.

- b. Prepare the agenda for Board Meetings, with input from the Executive Committee, to address issues regarding overall policy and direction of the organization which have been brought to the Executive Committee by Board members and/or a member or members of the organization; convene and lead Board Meetings; call special meetings of the Board as necessary or if requested by the Executive Committee or by three Board members. Special meetings can be held in person and/or online. Provide the secretary with the date and time of a Special Meeting to send out to all Board members at least three days prior to the meeting.
- c. Communicate with the Town regarding insurance, legal, financial, or other issues as needed; and serve as the organization's co-signatory along with the Executive Committee Assistant Leader, and/or the Treasurer, on town documents, lease agreements, and other legal and/or financial documents pertaining to operation of Lifespring.
- d. Delegate specific responsibilities to the Executive Committee Assistant Leader, other Executive Committee members, and/or Board members as necessary to best meet the needs of the organization.
- e. Prepare the agenda for the Annual Membership Meeting with input from the Executive Committee; work with the Executive Committee Assistant Leader and the Events Committee Chair on the meeting's format; and preside at the Annual Meeting with the Executive Committee Assistant Leader. The Executive Leader will present a report on the organization's activities and will designate members of the Executive Committee and/or the Board to provide reports at the Annual Meeting.

SECTION 4 RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE ASSISTANT LEADER

- a. Serve in the Executive Committee Leader's place as needed, including, but not limited to, leading Board meetings.
- b. Communicate with the rental space owner/representative regarding rental agreements, class, performance, or presentation schedules, etc... and report back to the Executive Committee.
- c. Serve as the organization's co-signatory, along with either the Executive Committee Leader and/or the Treasurer, on town documents, lease agreements, and other legal and/or financial documents pertaining to operation of Lifespring.
- d. Collect monthly Reports to the Board from the Chairs of the Standing Committees and from the Chairs of Ad Hoc committees and include the reports in the Executive Committee's monthly Report to the Board.
- e. Work with the Executive Committee Leader and the Events Committee Chair on the Annual Meeting's format and co-lead the Annual Meeting in conjunction with the Executive Committee Leader.

SECTION 5 RESPONSIBILITIES OF THE SECRETARY

The Secretary will:

- a. E-mail all Board Members with the date and time of Board meetings, the link for online meetings and attach the Meeting Agenda and Reports to the Board prior to a Board Meeting; will email all Board Members notice of special meetings; and attach the agenda and other required documents, if any.
- b. Take the minutes of all Board Meetings and distribute them to the Board.
- c. Send approved minutes of LS Board meetings to the Chair of the Saugerties Town Senior Education Commission (SEC).

- d. Prepare any correspondence as requested by the Executive Committee Leader or the Executive Committee Leader's designee.
- e. Collaborating with the Executive Committee Leader and Events Committee Chair, the Secretary will notify the membership of the date, time, and agenda of the Annual Meeting no less than one month prior to the date of the meeting.
- f. Maintain the official records of the organization.

SECTION 7 RESPONSIBILITIES OF THE TREASURER

The Treasurer will:

- a. Serve on the Budget Committee.
- b. Monitor finances and arrange for collection of all monies and payment of expenses.
- c. Report on the financial status of the organization at each Board meeting.
- d. Communicate as needed with the Town of Saugerties on financial matters.
- e. Present an end-of-year financial report at the Annual Meeting.

SECTION 8 MEMBERS-AT-LARGE

Members-At-Large serve as the voice of the membership, representing their interests to the Board. Members-At-Large may volunteer for, or be appointed by, the Executive Committee, to various responsibilities and projects including coordination of Ad Hoc committees and may be appointed to serve as a member of the Executive Committee. Members-At-Large are encouraged to join a Standing Committee and to assist on other initiatives, committees, and projects.

PART IV. EXECUTIVE COMMITTEE RESPONSIBILITIES

1. The Executive Committee will meet a minimum of once per month prior to each Board meeting to prepare the agenda and a Report to the Board for each Board Meeting, with additional meetings as required to meet the needs of the organization.
 - 1.1 Use consensus process to reach decisions and revert to a vote at the end of a discussion if consensus cannot be achieved. A majority vote of three (3) of the five (5) members at the meeting will move the decision forward.
 - 1.2 If for any reason a member of the Executive Committee cannot attend participate in an Executive Committee meeting and the four remaining members cannot come to a decision using the consensus process, indicating a vote would result in a two/two split, then
 - A. If the issue does not require an immediate decision, that is, it is not time sensitive, and/or it does not impact the immediate welfare and functioning of the organization, then the issue will be tabled until such time as all five members of the Executive Committee can address the issue.
 - B. If the issue does require an immediate decision, that is, it is time sensitive and it impacts the immediate welfare and functioning of the organization, then the Executive Committee will bring the issue to the attention of the Board for a decision at the next scheduled Board meeting or call for a special meeting if a decision is urgent, e.g. the safety and welfare of members is at risk; the decision relates to the financial and/or legal

responsibilities of the organization and there is a deadline that must be met; etc.

2. Appoint, with the approval of the Board, the Chair of each Standing Committee and convene and constitute ad hoc committees as needed.
3. Work with Standing and/or Ad Hoc Committee Chairs as needed to address issues that may arise
4. Communicate regularly with the membership in addition to the annual meeting.
5. Monitor email sent to the organization and forward it, as applicable, to the appropriate committee(s) for action or response.
6. Nominate Board members, for approval by the Board, to serve as representatives to other LLIs and/or other community organizations.
7. May participate in the Annual Membership Meeting along with the Executive Committee Leader and Assistant Leader and other Board members to provide an update on the status of the organization.

PART V. STANDING COMMITTEES:

There are seven (7) standing committees as follows:

1. Curriculum Committee.
2. Events Committee
3. Hospitality Committee
4. Membership Committee
5. Onsite Program Support Committee
6. Publications Committee
7. Registration Committee

PART VI. AD HOC COMMITTEES

Ad Hoc committees and their Coordinators will be appointed by the Executive Committee Leader and their appointment approved by the Board. Ad Hoc committees include, but are not limited to:

1. Budget Committee
2. By-Laws Committee
3. Nomination and Election Committee

Proposed Transition Plan and Timeline as of 12/4/2023 (Board meeting dates in blue)

| Month | Action |
|--------------------------|--|
| November 14, 2023 | Board receives proposal for new leadership structure SEC members Susan P, Susan D, Laura, Fran Jacobsen at meeting. |
| December 12, 2023 | 1. New governance structure on agenda for Board vote |

| | |
|---|---|
| | <ol style="list-style-type: none"> 2. Ask Fran Jacobson and Colleen Greco to attend the following meetings in their role as SEC members-January 9, February 13. 3. Natalee requests formation of By-Laws Committee to bring by-laws into alignment with new leadership structure |
| <p>If the Board approves the new executive leadership proposal, then the following transition plan and timeline goes into effect.</p> | |
| January 9 | <ol style="list-style-type: none"> 1. Strategic Planning Committee drafts and Board approves a notice to members developed which includes introduction to the proposed change in governance structure, rationale for the change, and notice of Board approval. Included is a notice of time frame for members to vote on the updated bylaw within no more than a week 2. Ask Fran and Colleen to attend the meeting in their role as SEC members. 3. Board appoints Member at Large to complete Lee's term to August 1, 2025 |
| February 1 | Board receives updated by-laws for review via email |
| Special Mtg. February 6 | Board meets to discuss by-laws. (CC mtg canceled to accommodate Special Board Mtg at 9:30 am) |
| February 13 | <ol style="list-style-type: none"> 1. Board votes on updated by-laws 2. Ask Colleen and Fran to attend the meeting. 3. The Board appoints an Ad Hoc Nomination Committee. |
| Special Mtg February 15 | <ol style="list-style-type: none"> 1. The Board receives minutes from Maureen and meets to approve them. 2. Approved minutes are sent to the SEC. 3. Ask SEC to approve the changes in the by-laws by February 19 |
| March 3 | Send email to members which includes the introduction to the change in leadership, notice that the updated by-laws have been approved by the SEC and the Board, a copy of the updated by-laws and notice the membership will receive a link to the ballot to vote on the by-laws on March 23. Voting will be open from March 23 to April 5 th . |
| March 12 | Regular Board Meeting |
| March 23 | Send link to vote on bylaws |
| April 1 and 3 | <ol style="list-style-type: none"> 1. Online hosts and in person class managers remind members to vote on the by-laws by April 5. 2. Email reminder to vote sent April 2. |
| April 5 | Last day for membership vote on by-laws |
| April 9 | <ol style="list-style-type: none"> 1. Results of by-laws vote reported to Board. If passed, by-laws go into effect May 14th. 2. Board approves slate of nominees. |
| April 12 | <ol style="list-style-type: none"> 1. Slate of candidates sent to membership along with live link for ballot. Voting closes April 26. |
| May 14 | <ol style="list-style-type: none"> 1. New by-laws go into effect. 2. Ann steps down as Member-At-Large. Board appoints member to complete her term to August 1, 2025. 3. New leadership structure in place. Board appoints and approves Executive Committee 4. Executive Committee meets in breakout room and selects the Executive Committee Leader and Assistant Leader |
| May 22 | Annual Mtg. Executive Committee, Leader and Assistant Leader, and elected Secretary and Members-at-Large introduced |