

Greater Lansing Catholic Education Foundation

July 9, 2008 Board of Trustees Meeting

Agenda

Time	Topic	Member	Action Sought
6:00 p.m.	Opening Prayer	Noeker	
6:02 p.m.	Trustee Orientation	Noeker and Casavant	Discussion
7:00 p.m.	Break	Noeker	
7:05 p.m.	Visual Roll Call		
7:07 p.m.	Approve Agenda	Noeker	Approved
7:10 p.m.	Approve Minutes (5/14/08)	Gilliland	Approved
7:15 p.m.	Approve Financial Statements (May)	Platte	Approved
7:25 p.m.	Reports of Standing Committees <ul style="list-style-type: none">• Executive Committee• Finance Committee• Development Committee• Disbursements Committee• Nominating Committee	Noeker Platte No report Casavant Noeker	
8:05 p.m.	Board Chair and President's Report	Noeker and Casavant	
8:15 p.m.	New Business <ul style="list-style-type: none">• Proposed Bylaws Update• Committee Chairs and Members• Financial Policies	Noeker Noeker Platte	Discussion Decision Decision
8:45 p.m.	Round Table Discussion	Noeker	Discussion
8:55 p.m.	Recap	McKay	Information
9:00 p.m.	Adjournment	Noeker	

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Minutes

Call to order and opening prayer

Noeker called the meeting to order at 6:00pm with the full board reciting together the "Board Member's Prayer."

Trustee Orientation

Noeker, Casavant, and Platte lead the remaining board members through the "Board Members Orientation Manual." There were opportunities for members to learn the history, and further information about the work of the Foundation, as well as ask questions.

Visual Roll Call

Board Members In Attendance: Rob Andretz, Mary Jo Gilliland, Terry McHoskey, Mike Noeker, Joel Platte, Mary Smith and Kay Wyszynski

Board Members Excused: Gary Adamo, Fr. Dave Speicher

Staff in Attendance: Danielle Casavant, Paula McKay

Approval of Agenda

The Agenda was accepted as presented.

Approval of Minutes

The minutes for the May 14, 2008 meeting of the Board of Trustees were accepted as presented.

Approval of Financial Statements

The Financial Statements of the FY through May 2008 were accepted as presented.

Reports of Standing Committees

Executive Committee

Noeker provided a brief overview of the June 16, 2008 Executive Committee meeting. Topics included preparing for the board orientation and meeting, proposed bylaws changes, the new Foundation brochure, depreciation schedule and disposition of fixed assets, and future meeting schedule.

- The proposed bylaws revisions are intended to simplify the language and allow greater flexibility for the board and staff to carry out the mission of the Foundation. The proposal will be discussed in detail under New Business.
- A proof of the new brochure was passed around for new trustees to see. Delivery of the final product is expected later this week.
- Platte and Casavant took the Executive Committees recommendations on depreciation and disposition of fixed assets and incorporated those into overall financial policies for the Foundation (to be discussed under New Business).
- Future Executive Committee meetings will be held on the second Tuesday of every other month (off months from regularly schedule board meetings) at 5:30

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p.m. This standard meeting time is to serve as a place holder; occurrence of in-person meetings will depend on pending agenda items.

- A draft of an Executive Committee charter was provided for informational purposes. The committee will review, revise (if necessary) and adopt the charter at an upcoming meeting.

Finance Committee

Platte provided an overview of the Finance Committee meeting held June 13, 2008. Key topics were cleaning up the bookkeeping, reducing the number of Savings and Loan accounts and the depreciation schedule and disposition of fixed assets.

- A few items on the financial statements needed reclassification. The issues are clearly understood by staff and are being corrected.
- Having Savings and Loan accounts for every restricted fund (in addition to the Trust and Endowment accounts) causes significant extra and unnecessary work for the bookkeeper. All but the general S&L account will be closed by the end of September. Funds will be held in the general S&L and distributed to the appropriate restricted T&E account during the first 10 days of each quarter.
- Financial Policies were created to document office financial procedures and demonstrate proper internal controls.
- A Finance Committee charter has been drafted that will be adopted (perhaps with some revisions) at the next meeting of the committee.
- Wyszynski volunteered to serve as a member of the Finance Committee.

Development Committee

No report.

Disbursements Committee

Casavant reported that Steve Repichowski, former board member and chair, assisted McKay and Casavant with this year's distribution of the tuition grants. A report was presented with the details of this year's process including the special circumstances and a suggested timeline for the 2009 awards. The report provided a listing of each recipient family name and school. Members of the board expressed their desire to see numbers of applicants and awards per school, rather than names of applicants, in future reports and suggested that this should be incorporated into any written policies for disbursements. While this information may not be considered confidential for legal purposes, the board was in general agreement that they do not need to see that specific information and would prefer that this level of detail not be shared publicly.

Nominating Committee

A draft charter for this committee was presented for information purposes. This or a revised version will be adopted by the committee to help direct their work.

Chair and President's Report

Noeker, McHoskey, Gilliland and Casavant met with Bishop Boyea, Monsignor Murphy and Monsignor Raica on July 8, 2008. The meeting was extremely positive overall with several great suggestions from the leaders of our diocese.

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- Bishop Boyea suggested we examine the 6% we are distributing from our endowment each year. He feels this number is too high and out of alignment with the norms of the philanthropic community.
- All agreed that a pulpit appeal is a good idea. The suggestion was for Casavant to work with Fr. Klein to get on the agenda of the Regional Pastors meeting to explain the need and muster their support for an appeal this fall.
- Monsignor Murphy suggested that each pastor should be a financial contributor to GLCEF at a level comfortable for their particular situation. He encouraged Casavant to proceed with a specific solicitation of the pastors and expressed the sentiment that their personal financial commitment will speak to their parishioners as much, if not more, than any words they offer during a pulpit appeal.
- Bishop Boyea expressed several times his commitment to Catholic education and his willingness to support our efforts as much as possible.
- Monsignor Raica mentioned the importance of the Foundation's support for religious education at parishes with and without parish schools.
- Both monsignors were mindful of some of the setbacks faced by the Foundation in past years but feel that we can be successful by focusing on the results we have achieved (bragging about the amounts we've provided to the community in support of our mission) and to continue with our efforts and achieve greater results in the future.

New Business

Proposed Bylaws Update

Casavant explained the major proposed changes are to the board structure; moving from a governing and development board to one board of trustees. The concept of the development board is excellent but it can be better achieved through a committee or advisory council. The descriptions and interpretation of the two boards has proven to be confusing even to those involved in the drafting of the bylaws. Another area that is simplified is the description and structure of standing committees. The proposed version of the bylaws states the general purpose of the standing committees and allows how the work is undertaken to be determined in the committee's charter that can be examined, revised and adopted on a more regular basis than should bylaws. The core elements of the bylaws as set out by the diocese has not changed and all necessary legal elements have been held without change.

Noeker encouraged trustees to direct any questions about the proposed changes to Casavant by email so that the questions and responses can be seen by the trustees in advance of the meeting. Through this process of an email dialog of questions and answers it may be possible to have an improved version in the next board meeting packet. Noeker asked that the discussion be tabled for a possible vote at the next meeting.

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Roles of Trustees

The "Roles of Trustees" was discussed. This concept works in conjunction with the newly proposed bylaws to describe the current, specific needs to be filled by trustees. Removing these definitions from the bylaws adds flexibility to the organization.

Committee Chairs and Members

Executive Committee members are chairs of the standing committees as follows:

Finance: Platte

Nominating: McHoskey

Disbursements: Gilliland

Development: not dictated by bylaws and unfilled at this time

Under the proposed new bylaws these above designations would not be specified allowing for assignments based on skill and interest.

As stated earlier, Wyszynski volunteered to serve on the Finance Committee. McHoskey and Smith volunteered to serve on the Disbursements Committee.

Casavant will develop a statement of vision/purpose for all committees. The purpose of these documents will be for trustees to get a better sense of what kind of activities and responsibilities are associated with the various committees so they can choose to serve on or lead a committee that best suit their skills and interests.

Financial Policies

While various policies related to finances have been approved over time, the current staff and Finance Committee were unable to locate a single source of all financial policies and internal controls. Platte presented the proposed Financial Policies as a means to address the recommendations from the auditor and to provide guidance for the office staff in carrying out their financial responsibilities. Wyszynski asked that the vote on these policies be tabled until the next meeting so that she might have a chance to review them more thoroughly now that she has joined the Finance Committee. The trustees agreed that the staff should use the proposed policies as their guide for engaging in financial activities until the next meeting when formal policies will be adopted.

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Good and Welfare

- Many positive comments were made regarding the attitude and make up of the board. Each new member expressed what they believed are their strengths.
- McHoskey suggested that it would be helpful if presenters made mention of what page and what line (for financial reports) are being discussed during the meeting. He suggested that there might be a better way of tying the supporting documents to the agenda to make it easier for trustees to follow along.

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Adjournment

Meeting adjourned at 8:57pm

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Recapture

Agenda was accepted as presented

Minutes were accepted as presented

Financial Report was accepted as presented

Disbursements Committee- **Danielle will send out a list of applicants vs recipients for tuition assistance grants for each School.**

New Business-

- Proposed Bylaw changes tabled until September 2008. **Board members are asked to send questions or concerns to Casavant**
- Committee Chairs and Members
 - Finance Committee- Wyszynski agreed to be a member.
 - Disbursements Committee- Smith and McHoskey agreed to be members.
- Financial Policy was tabled until September 2008 with the understanding that the Foundation would work under these proposed policies.