



MINUTES

Board Affairs Committee

Tuesday, January 14, 2025, 1:30pm
WC Room 2 / Zoom

Committee: Bart Hillyer (arrived at 1:37pm) Chair, Beth Dingman, April Hasson Hillard, Ed Knop, Joe Magliola, Lanny Smith, Gail Vanderhoof, Jodie Walker, Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Absent: Pat Reynolds

Board Attendees: Kathi Bachelor, Candy English, Nellie Johnson

Visitors: 2

1. Call to Order / Roll Call – Establish Quorum

CEO Somer called the meeting to order at 1:30pm MST. Roll call established the quorum.

2. Approve Meeting Minutes: November 12, 2024

MOTION: Magliola moved / Dingman seconded to approve November 12, 2024, Meeting Minutes as presented.

Passed: unanimous

3. Chair Comments:

- CEO Somers removed Business Item 4.1 to March BAC meeting.
- Chair Hillyer arrived to continue with the meeting.

MOTION: Dingman moved / Smith seconded to reinstate the February meeting.

Failed: 3 yes (Dingman, Hasson Hillard, Smith) / 5 no

4. Business

1. Review ~~Guest Pass Policy in CPM 1.2.2~~ – Rescheduled to March BAC meeting.
2. Staff Proposal for Member Code of Conduct Changes in CPM 1.2.4
CEO Somers

Staff provided information at the November 12 BAC Meeting about forming a committee as the disciplinarian tool for the Member code of conduct. It was suggested that staff bring back ideas of what the committee would look like.

The BAC had a good discussion with many options offered. The consensus

of the BAC was to continue with the practice in the Corporate Policy Manual (CPM), and update the definitions and language suggested in the redline version in the Meeting Book so it is not so subjective. Staff will bring this back to the BAC with the redline at the March meeting for a recommendation to the Board and the alternative option of forming an Ad Hoc Committee with Members or the Board of Directors.

3. Discussion on Bylaw Changes for 2026

Possible Bylaw changes for discussion:

- Amend Article VIII Section 1 on Standing Committees to be more effective. Possibly remove the N&E and the P&E Committees, and bring their duties into the BAC and the FAC. Consensus of the BAC is to move the N&E into the BAC. This will be a part of the 2025-26 tasks for the BAC.
- Amend the check signing authority from \$2500 to \$10,000 in Article VII Section 4.E. Consensus of the BAC is to change to \$10,000 and move to the Board to include on the ballot for 2026.

5. **Member Comments:** 5 comments

6. **Adjournment**

Meeting adjourned at 2:51pm.

Next Meeting: Tuesday, March 11, 2025, West Center, Room 2/Zoom, 1:30 – 3:30pm