

To: Governance Committee

John Biddiscombe, Herb Clark, David Director, Tim Geelan, Anna Wasescha
And Wally Jones, Ex Officio

From: Nancy Fischbach, Chair

Date: March 2, 2016

We will meet on

**Tuesday, March 8, 2016
8:00 AM
Community Foundation of Middlesex County
Downstairs Conference Room**

Our tentative agenda will include the following:

1. Minutes of November 10, 2015 meeting – Attached (Document A)
2. 2016 Priorities and Discussion Items
 - Committee Self-Evaluations
 - Establishment of Subcommittees – Nominating and Past Directors
 - Board Recruitment
 - ✓ Diversity
 - ✓ Geographic Considerations – Individual Towns or Regions
 - Committee Structure and Requirements
 - ✓ Composition – Current and past Directors; Community Volunteers
 - ✓ Attendance
 - ✓ Quorum
 - ✓ Term Limits
3. Full Roll Out – Honorary Recognition Program
4. Preliminary Discussion on Board Openings and Potential Nominees
 - Board List with Terms – Attached (Document B)
 - Discussion on Skills/Expertise Required
 - Potential Nominees
5. Committee Openings and Requirements
6. Old Business
 - Document Distribution
7. New Business
8. Next Meeting Date – Tuesday, May 18, 2016 – note this is a new date

Please contact Cynthia at 860-347-0025 or Cynthia@MiddlesexCountyCF.org regarding your attendance.

COMMUNITY FOUNDATION OF MIDDLESEX COUNTY, INC.

Minutes of the Governance Committee
Conference Room
211 South Main Street—Middletown
November 10, 2015

Presiding: John Biddescombe, *Chairman*

Present: Bob Kirkpatrick, David Director, Rich Tomc, Nancy Fischbach, Marcia Kalayjian, Cynthia Clegg, Herb Clark and Wally Jones, *Ex Officio*

Absent: Willard McRae, Anita Ford Saunders (excused).

1. Call to Order: Chairman Biddescombe called the meeting to order at 8:01 am.
2. Minutes of the meeting of September 24, 2015 were approved.
3. Honor Roll Initiative. Fischbach reported that the Beacon of Philanthropy Award night in honor of Willard MacRae and Art Director will proceed on December 15th at the Wadsworth Mansion, and that planning is underway for next year's event. Next year's nominees will be selected at the June 28, 2016 Board meeting.
4. Nominating Subcommittee. The Subcommittee proposed the following slate of officers: *Chair*—Wallace Jones; *Vice Chairs*—Nancy Fischbach and Moira Besette Martin; *Co-Secretaries*—Clio Coles and Anna Wasescha; *Treasurer*—David Director; the reappointment of Marc Levin, Anna Wasescha and Sharon Griffin to three-year Board terms; and Timothy Geelan and Meghan Whelen as new Board members. The goal is to hire an outside stenographer take Board and Committee minutes.
5. Document Distribution. Biddescombe presented a draft regarding the distribution of Foundation information to current and former Board members, including Board minutes, announcements, grants and related information, using the Foundation's website portal or alternative means. Confidentiality statements will be required.
6. Committee Composition. Jones will solicit Committee members' inputs about expanding Committee positions for non-Board members and the possibility of either age or term limits to encourage greater involvement by younger people.
7. New Business. Biddescombe introduced the concept of an Advisory Committee consisting of former Board members to meet semi-annually with a prepared agenda to provide strategic guidance such as long-term planning and grant-outcome management.

8. Emerging Priorities. Clegg reported that non-profits contact the Foundation more and more as a professional resource. A list of potential Committee and Board members was circulated and reviewed; several will be contacted about their possible involvement.
9. Adjournment. The meeting was adjourned at 9:20 a.m.

Respectfully submitted,

Richard W. Tomc

Richard W. Tomc, *Secretary*

T E R M	Class of 2016	Class of 2017	Class of 2018	Class of 2019	Class of 2020	Class of 2018	Class of 2019	Class of 2020	Class of 2021
	Jan 1, 2014 - Dec. 31, 2016	Jan 1, 2015 - Dec. 31, 2017	Jan 1, 2016 - Dec. 31, 2018	Jan 1, 2017 - Dec. 31, 2019	Jan 1, 2018 - Dec. 31, 2020	Jan 1, 2016 - Dec. 31, 2018	Jan 1, 2017 - Dec. 31, 2019	Jan 1, 2018 - Dec. 31, 2020	Jan 1, 2019 - Dec. 31, 2021
1	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)						
1	Eric Thornburg (Clinton)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)						
1	Frantz Williams (Middletown)	Clio Coles (Deep River)							
1	Greg Rainey (Ivoryton)								
2	Gary Salva (Middlefield)	Wally Jones (Killingworth)	Marc Levin (Haddam)	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)			
2		Moira Martin (Centerbrook)	A. Wasescha (Middletown)	Eric Thornburg (Clinton)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)			
2				Frantz Williams (Middletown)	Clio Coles (Deep River)				
2				Greg Rainey (Ivoryton)					
3	N. Fischbach (Deep River)	Vinnie Capece (Middletown)	Sharon Griffin (Durham)	Gary Salva (Middlefield)	Wally Jones (Killingworth)	Marc Levin (Haddam)	J. Boccalatte (Middletown)	Sue Sawchuk (Clinton)	Meghan Whelen (Old Saybrook)
3	Dave Director (Cromwell)	Rich Tomc (Middletown)			Moira Martin (Centerbrook)	A. Wasescha (Middletown)	Eric Thornburg (Clinton)	Brian Abely (M'town, Lyme)	Tim Geelan (Old.Saybk,G'ford)
3							Frantz Williams (Middletown)	Clio Coles (Deep River)	
							Greg Rainey (Ivoryton)		
	7 total: 1F, 6M	7 total: 3F, 4M	5 total: 3F, 2M	5 total: 0F, 5M	5 total: 3F, 2M	4 total: 2F, 2M			
	3 down, 2 Mtown, 2 up	4 down, 3 Mtown, 0 up	2 down, 1 Mtown, 2 up	2 down, 2 Mtown, 1 up	4 down, 1 up	2 down, 1 Mtown, 1 up			

2016: 19 total / 7 female, 12 male / 9 down county, 5 Middletown, 4 up county / none east of river

Down County: Clinton, Westbrook, Old Saybrook, Essex/Ivoryton/Centerbrook, Deep River, Killingworth, Chester
Up County: Haddam, East Haddam, Middlefield, Portland, Cromwell, Durham, East Hampton

*Italics: resigning at end of term

3/01/16