

## GOVERNANCE COMMITTEE REPORT JUNE 11, 2019

Governance Committee – let’s start with what that is, as, it this new to the Weeders, but in today’s world an integral part of the management of a Non-Profit organization.

Typical responsibilities assigned to governance committees include:

- Overseeing all aspects of the organization’s functions on behalf of the board.
- Making recommendations to the board on governance policies, practices and procedures related to nonprofit organizations.
- Monitoring compliance with nonprofit governance regulations and, accordingly, providing prudent and timely guidance to the board
- Governance committees may also serve as nominating committees.

In the past we have had a Nominating Committee that operated independently. When the words “By-Laws Amendments” raised their heads from under a stone at an Exec. Meeting in about December, I began a review of our By-laws to see what changes might be needed. Turned out a huge number of changes were needed to bring our By-laws up to date and to reflect current procedures. This was truly like opening the proverbial “Pandora’s Box”!!! To tackle this huge project I called in the “A” squad: Maria Thompson and Nancy Holmes, with Lorraine in the wings, advising and cheerleading.

Because of the number of changes needed, and that many times those changes involved specific numbers of people or positions held etc. we decided to “skinny up” the By-Laws, moving

changeable items to a new Manual which we have temporarily named “Policies and Procedures”. The Committee is confident that our By-Laws now provide the needed and ongoing guidance for Weeder operations – as By-Laws should. The newly created Manual is designed as a working document containing Officer Job Descriptions, Committee descriptions, Committee Chair job descriptions, time lines for officers and committees as appropriate, and a section to house procedures and policies. By-Laws are a relatively big deal to amend which we don’t want to have to do any more frequently than necessary. The manual, on the other hand, is very easy to change, and is designed to be a valuable reference tool that represents up-to-date Weeder operations. It should always be a work in progress to keep it a valuable reference tool for Weeders needing guidance and background.

The Weeders Amended and Re-stated By-Laws.

All Weeders were sent the proposed changes to our By-Laws, which showed both the existing and the proposed language for all changes. The Amended and Restated By Laws were approved by the membership at the May meeting. A hurdle to complete understanding of the changes is that the Policies and Procedures Manual is not yet available. I guess I’ll just say – trust the Committee – we know how important it is to get this all right.

Action Item: Nominating Committee – presentation of the Slate for 2019-2020.

The Nominating Committee now operates as a sub-committee of Governance. For this year the Nominating Committee is made up of all of our Past Presidents along with a few

additional people. The By-Laws amendments we are hoping will pass today will dramatically change the composition of the Nominating Committee, reducing its size, as it will be made up of the members of the Governance Committee. The Slate being presented represents the amended list of Officers as per the By-Laws changes just passed.

## THE WEEDERS

### Governance/Nominating Committee Report

#### Slate of Officers and Admissions Committee Members For election at the Annual Meeting on June 11, 2019

As this is an odd numbered year the offices up for election are the Secretaries – Recording and Corresponding. In the past we would have presented candidates for Second Assistant Treasurer and Communications Coordinator. Those offices have been removed as per the By-Laws amendments we have just approved.

Recording Secretary ..... Lesley Undercofler

Assistant Recording Secretary..... Nancy Holmes

Corresponding Secretary..... Ellyn Spragins

All to serve two-year terms ending in 2021

Two new members of the Admissions Committee:

Linda Anderson

Jennifer Fryberger

To serve six year terms ending in 2025

Respectfully Submitted,  
Ellie Penniman for the Governance Committee

Lorraine calls for a vote –

Secretary is instructed to cast one ballot for the slate

The slate carries – congrats to incoming officers and board members and a very big thank you to those retiring or rotating off.

Respectfully submitted,

Ellie Penniman, Governance Committee Chair.