

Tony Evers
Governor

Christine Beatty
Board Chair

Jeanne Duffy
Executive Director
608-261-2716



101 East Wilson St, 6th Floor
Madison, WI 53703

ServeWisconsin@wisconsin.gov

www.servewisconsin.wi.gov

SERVE WISCONSIN

Wisconsin National and Community Service Board Executive Committee Minutes

March 3, 2020

Meeting Minutes

Committee Members Present: Angie Ahlgrim, Paula Horning & Tony Hallman

Staff Members Present: Jeanne Duffy, Kyle Clower & Alexis Matthews

Angie Ahlgrim called the meeting to order at 12:05

Approve Minutes from January 29, 2020 Meeting: Angie called for approval of the January 29, 2020 Executive Committee meeting minutes.

Action: Paula made a motion, Tony seconded it. Angie, called for discussion. Hearing none, she called for a vote. All voted in favor of the minutes as presented.

Review WNCB Board ByLaws —Jeanne informed the committee that per the guidance of DOA attorney, David Rabe, our bylaws need to be updated to conform to the State law regarding quorum and election of Board officers. This will necessitate having nine (9) voting members at all Board meetings and election of Board officers annually, at the first meeting of each year.

Changes recommended by David Rabe are in green below:



ARTICLE V. OFFICERS



~~SECTION 1. The Board shall elect a Chairperson and a Vice Chairperson from its voting membership.~~



~~SECTION 2. The election of officers shall take place annually at the first regular meeting of each year following the month of May.~~

~~SECTION 3. Election of officers shall be by a simple majority vote.~~



SECTION 8. Quorum.

- A) → A quorum of the voting membership must be present to conduct business at all meetings.
- B) → A simple majority of the voting membership, but no fewer than nine (9) voting members, shall constitute a quorum for conducting business.
- C) → If a quorum of voting members is present but a number of voting members cannot participate because of a conflict of interest, in accordance with the National and Community Service Act of 1990 as amended by the Serve America Act (Public Law 101-610 (42 U.S.C. 12501 et seq.) as amended by Public Law 111-13), a random selection process shall be implemented to include members with conflicts of interest until a quorum is reached.

Action: Tony made a motion to accept the changes to our bylaws as recommended by David Rabe. Paula seconded the motion.

Angie called for discussion. Hearing none, she called for a vote. All voted in favor in the motion.

Action: Tony moved that the Executive Committee present the updated bylaws for ratification by the whole Board at the May 14, 2020 Board meeting.

Paula seconded the motion

Angie called for discussion. Hearing none, she called for a vote. All voted in favor in the motion.

Discussion on how to conduct Board business if quorum is not met

In the event quorum is not met at a WNCS Board Meeting and business needs to be conducted for the benefit of Serve Wisconsin and the AmeriCorps programs we serve, the Executive Committee has proposed that at the end of the Board meeting the Executive Committee will meet and vote on time sensitive action items. An example of a time sensitive item would be the need to approve AmeriCorps program application for submission to CNCS.

Jeanne will follow-up with David Rabe to see if this is an acceptable solution and to best document this procedure.

Board member attendance: In light of the stricter quorum requirements, Executive Committee members will encourage all Board members to strongly attend all meetings. Serve Wisconsin staff will put together an attendance list for the past two years.

Jeanne announced that Serve Wisconsin has improved our tools to facilitate Board members participating remotely in meetings. We have purchased a Zoom Conference license, microphones and a receiver. This will allow for web conferencing of Board meetings and better sound quality.

At the direction of the Executive Committee, Jeanne will consult with David Rabe about policies regarding remote participation in Board meetings.

Meeting adjourned at 12:45 with a motion from Tony, seconded by Paula and all in accordance.

