

Benzie Senior Resources  
**Board of Directors Meeting**  
October 16<sup>th</sup>, 2024 Meeting Minutes

**Call to Order:** Nancy Mullen Call called the meeting to order at 4:34pm

**Pledge of Allegiance:** Said by all present

**Roll Call:**

In Person: Nancy Mullen Call, Victor Dinsmoore, Dinah Haag, Leo Hughes, Rob Manilla, and Rosemary Russell

Via Conference Call:

Also, In-Person: Eric Cobb, Doug Durand, Julie Love and Tim Markey

Excused: Ingrid Turner and Paul Turner

**Approval of the October 16, 2024 Agenda** – A motion to approve the agenda as amended was made by Rosemary Russell and seconded by Rob Manilla. All in-person board members said Aye. Motion approved.

**Approval of Minutes from the September 18, 2024 Board Meeting** – A motion to accept the minutes was made by Dinah Haag and seconded by Victor Dinsmoore. All in-person board members said Aye. Motion approved.

**Public Input:** None

**Action Item (A):**

- 1. Bylaw Amendment Approval:** Leo Hughes read aloud the proposed bylaw amendment that was distributed to all board members via email on October 14<sup>th</sup> prior to the meeting. A motion to approve the amendment was made by Rob Manilla and seconded by Rosemary Russell. Roll Call: Victor Dinsmoore – Yes; Dinah Haag – Yes; Leo Hughes – Yes; Rob Manilla – Yes; Rosemary Russell – Yes;; and Nancy Mullen Call – Yes. Motion approved.

**Annual Meeting Called to Order at 4:41 pm**

**Annual Meeting Action Items:**

- A. Election of Board of Directors – Re-appointments:** Nancy Mullen Call advised that we have one Board member, Victor Dinsmoore, whose term has expired. Victor Dinsmoore indicated that he is willing to serve another term. Nancy Mullen Call asked all board members in support of Victor Dinsmore’s reappointment to the Board indicate by saying Aye. All board members present at the meeting said Aye. Victor Dinsmoore was approved for another term by unanimous vote.
- B. Slate of Officer Nominees for President & Treasurer:** Leo Hughes advised that we have two officer positions (President and Treasurer) whose terms have expired. Leo Hughes further advised that Nancy Mullen Call (President) is willing to serve an additional year as President in accordance with the bylaws that allow this under extenuating circumstances and Victor Dinsmoore (Treasurer) is willing to serve another term. Leo Hughes announced that we also seek additional nominations from the floor. No response from the floor, so Leo Hughes asked a second time if there are any nominations from the floor. No response from the floor, so Leo Hughes asked a third and final time if there are any nominations from the floor. No response from the floor. Leo Hughes then advised that nominations were closed and requested a vote. All Board members indicated their vote by saying Aye to unanimously elect Nancy Mullen Call as President for an additional year and Victor Dinsmoore as Treasurer for a 2-year term.
- C. Annual Committee Reports:** Annual committee reports were provided/presented for Fund Development, Governance, and Finance which will be distributed to the Board. The Leadership Committee Report will be sent in the near future. Nancy Mullen Call asked if anyone had any questions. Tim Markey asked a clarifying question on MERS. No other questions were raised.

- D. 2025 Committee Membership** – Leo Hughes asked each Board Member to review the current Committee Membership Summary to insure it was accurate. Nancy Mullen Call also advised that if anyone was interested in changing their current committee membership to let us know and we would make the change. Leo Hughes to add the Ad Hoc Executive Director Search Committee and send to Doug Durand.
- E. Board of Directors Meeting Schedule for Calendar Year 2025-Proposed** – Doug Durand provided the proposed dates for the coming year and all Board members agreed with the proposed meeting dates. There was additional discussion regarding the verbal agreement with the County that remote participation/voting is acceptable. The County will provide written direction as soon as their attorney approves the language.

**The Annual Meeting was Adjourned at 5:16pm and we returned to the Regular Board of Directors Meeting**

**Information Items:**

- A. Leadership Committee Report** – Nancy Mullen Call advised that the Leadership Committee has been focused on the Executive Director search efforts.
- B. Governance Committee Report** – Covered during Annual Meeting
- C. Personnel and Program Committee Report** – Paul Turner not in attendance
- D. Fund Development/Marketing Director Report** – Kelly Ottinger not in attendance
- E. Executive Director's Report** – Doug Durand advised that 5 snow contractors are in place, and he is still looking for additional contractors; no additional updates on staffing summary in Executive Director's report.
- F. Program/Services Report – September 2024** – Doug Durand highlighted many programs have set new records for client participation.
- G. Board of Commissioners Update** – Tim Markey, County Commissioner, summarized the following points:
1. The new communications tower in Frankfort is moving along, the actual tower is up. Estimated completion date has been moved to February 2025
  2. We had a presentation on the status of our Dual deputy & social worker program that has been driven by Central Wellness Network. With only 6 months of data, it appears to working well. There have been about 25 diversions from incarcerations
  3. Honor Corridor Improvement Authority communication went to all area businesses along the corridor. See Tim Markey to learn more
  4. Big election coming up in November. Jail Millage and Advanced Life Support (ALS) Millage

**Action Items:**

1. **Finance Committee Report on the September 2024 Financials with Board of Director's Approval** – Victor Dinsmoore summarized annual revenue was \$53k surplus and which elements contributed. A motion to approve the September 2024 Financials was made by Leo Hughes and seconded by Rosemary Russell. Roll Call: Victor Dinsmoore – Yes; Dinah Haag – Yes; Leo Hughes – Yes; Rob Manilla – Yes; Rosemary Russell – Yes; and Nancy Mullen Call – Yes. Motion approved.
2. **Authorization from the Board to allow the Search committee to spend up to \$15,000 in the Executive Director search process** – A motion to approve made by Rob Manilla seconded by Rosemary Russell. Roll Call: Victor Dinsmoore – Yes; Dinah Haag – Yes; Leo Hughes – Yes; Rob Manilla – Yes; Rosemary Russell – Yes; and Nancy Mullen Call – Yes. Motion approved.

**New Business:**

1. **Executive Director Transition Plan** – Nancy Mullen Call introduced the topic. Doug Durand to identify what must be done, should be done, and what can wait to be done. Doug Durand may be willing to support the transition beyond his retirement and he will also need support from the staff as well as the Board.

**Old Business:**

**Other Business:**

**Board Round Table Discussion/Evaluation of Meeting – None**

**Adjournment:** There being no further business to discuss a motion to adjourn at 6:12pm was made. All Board members said Aye. Motion approved.

Respectfully submitted:

Leo Hughes, Secretary, Benzie Senior Resources Board

**NEXT MEETING:** Wednesday, November 20, 2024 at 4:30 p.m.

Location: The Gathering Place Senior Center, 10579 Main Street, Honor, MI 49640

