



Board Minutes of 12/28/21 (via Zoom)

Respectfully Submitted by Carol DeSouza, Secretary

Members Attending: *Pete Hoagland, Sally Tipton, Gerri Hawn, Carol DeSouza, Ken Adams, Lori Howe, Jim Campbell, Pat Gray, Jean Rosseau, Donna Turner*

Staff: *Sue Kelliher, Melinda Morle*

Community Members: *NA*

Members Absent: 0 Absent with Excuse: *Rosemary Sortor, Chris Winterfeldt* **Quorum?** *Yes*

Call to Order at 9:33 a.m.

Welcome from Chair Pete Hoagland

Approval of Minutes of 11/30/21

Modification needed: change President's new business to "Warrant Article Place Holder". With that modification, minutes were approved (moved by Sally Tipton, seconded by Gerri Hawn) – unanimous decision by roll call vote.

Treasurer's Report by Gerri Hawn: (see attached)

Gerri provided line by line explanation of the FY 2022 budget items and the proposed budget of FY 2023. Discussion included donation to Pilgrim Church of \$1,000 as a mid-year donation with details about the number of events and classes and costs of site upkeep and usage (e.g. 33 cafes); donations also to St. Theresa's Church and the Unitarian Universalist Church; continuation of some grant programs and close-out of others; transfer of costs from COA to APRA funding sources; revolving accounts; 4% COL for personnel. One modification discussed and requested for increase in proposed costs for drop-in support due to the rise in food costs. With that modification, vote called by Lori Howe and seconded by Sally Tipton to approve the FY 2023 Budget --- unanimous roll call approval.

Secretary's Report by Carol DeSouza: (see attached)

Staff Reports: Sue Kelliher (see attached)

Additional discussion regarding the selection of Christina Gallant as the Assistant Director of the COA. Information provided about her background and the steps followed in the hiring process. Sue also provided updates on the JFK grant and an RFP for an Intergenerational grant and the reminder about the January 10th UMass Boston Virtual Informational Session.

Committee Reports: NA

New Business:

- **Jim Campbell requesting information on the Move of the COA Office**

Discussion surrounding the timing of the office move, the situation at this time, the need to get on the list as a priority agenda item of the town meetings after we have a better understanding of the safety issues, confidentiality issues, disability access issues, and the needs presented in the transfer of phones and computers. Jim and others will look into contacting various members of Town administration and report back.

- **Warrant Article Place Holder:**

From November 30 meeting repeated here for discussion purposes: Clarification provided regarding the role of the Board as Supervisory or Advisory. A supervisory board is a decision-making board where decisions are binding on individual directors and also on the organization. An advisory board, however, provides non-binding advice and members are not authorized to act for, or make decisions on behalf of the organization. An advisory board is a problem-solving model to provide analysis, strategic insights to inform the staff. The Sherborn COA Board is one of three boards that remain supervisory in the state. To change from supervisory to an advisory board, it would need to be voted at Town Meeting for a change in town Bylaws. By putting a "place holder" in the town meeting warrant, we could examine this issue in the next few months. This place holder met with Board approval after a roll call, unanimous vote and discussion will follow in December.

Also, attachment provided before meeting: Town of Sherborn By-Laws Chapter 7A (As amended through 2020 ATM)

Chair Pete Hoagland began the discussion with reference also to the Town of Sherborn By-Laws Chapter 7A (as amended through 2020 ATM). Discussion around Section 6 of that document and explanation of the process to get here regarding the issue of "Advisory Board" vs. "Supervisory Board". Sue Kelliher will also send out a related document of the Rules of Management regarding Advisory Boards. The warrant closes on 1/10/22, and the Board voted unanimously (through roll call) to hold a place on the Town Warrant listing prior to that date. (Sue Kelliher added to the discussion regarding MCOA, the town clerk and the town of Bourne documents.)

Action Items before next meeting on 1/25/22:

1. Sue Kelliher will provide information for the town of Bourne's Supervisory COA and the Sherborn Rules of Management regarding supervisory vs. advisory boards for the next meeting discussion.
2. January 10, 2022 at 11:00 am – UMass Boston informational meeting. Sue Kelliher will send the link to this session.

Adjournment at 10:45 a.m. : Moved by Sally Tipton, Seconded by Lori Howe, unanimous roll call vote

Remaining meetings of 2022: 1/25, 2/22, 3/29, 4/26, 5/31, 6/28

Remains in draft until Approval of these minutes on 1/25/22 Attachments available upon request