

GHCC
Board Meeting Minutes
November 2, 2016

Present: Connie Gordon, Chris Brinton, Pat DuVall, Lynn Hix, Judy Tallman, Lindsey Vallance, Chuck Strahm, Christy Mackey, Celia Grether, Annette Wright

Guests: Don Lynch, Pat Smith, George Briese, John McPherson, Hannah Carlan

Absent: Robin Anderson, Lois Lee, Xander Walker

Meeting was called to order by President Connie Gordon.

Members and guests were introduced.

Minutes: Chuck moved and Pat seconded minutes be accepted as presented. Motion passed.

Treasurer's Report: Lindsey reviewed the changes from the previous month. Celia moved and Lynn seconded we approve the report as presented. Motion passed.

Endowment Report: Celia is working on the Legacy Circle acknowledgement.

Events: Judy Tallman reported on recent events

- Candidates Night: over 100 people attended and 12 candidates participated. Pies were donated by community, the meeting was well received.
- Wine Social: 10/29 grossed \$18,267 with expenses yet to be tallied, 112 tickets were sold out in 5 days. There was sponsorship donations totaling of \$500 from Kitsap Credit Union, Kitsap Bank, and Clearwater Casino. Also donated, a prepared Barron of Beef by The Point Casino and some wine by two wineries which helped to reduce our expenses.
- Chili cook-off: Chuck reported 4 teams, Eglon, HH, GHCC and PSA. Raised over \$1500 for improvements to the Eglon Historical School House.
- Halloween party Chuck reported there were about 40-45 kids and their parents. It was well received and positive comments.
- Talking About program Annette reported the program on 10/26 about water quality was presented by Stillwater's Environmental Education Center. Next program will be on nutrition and diet and the following program will be on wild birds.
- Neighbors Lunch: Celia and Annette will take over handling the monthly lunch. November will honor veterans and this will also be the annual meeting to vote on GHCC officers for 2017 and some housekeeping issues on our By-Laws.
- Book Sale 11/4-11/5 Lynn reported all is ready but needs volunteers for cashiers
- Children's Christmas party will be December 15th

Scouts: Chuck reported the Scouts will do a spaghetti dinner on January 20th to raise funds for their membership's camp expenses. The dinner will be held at the Community Center. GHCC is the sponsor for Scout's Troop #555.charter organization.

Membership: Christy reported the new membership year starts October 1, 2016 with 3 memberships paid. Goal to increase membership especially for young families. The VP for Membership position will need to be filled for next year.

Rentals: Connie reported rentals are increasing with more demand for the holidays.

Maintenance: Chuck reported there will be significant upgrades to the kitchen this month. The refrigerator/freezer will be replaced with a double refrigerator and a small separate freezer. Sign at the bottom of the hill is on schedule for repair.

Website: Don reported work has begun on building a new website with WordPress software. Once installed the website will run on a new host with better service and back-up.

Old Business:

By-Laws: Celia presented the three By-Laws changes which included:

- Amendment to change from 2 years to 1 year on the board to be eligible for President
- Amendment requiring two signatures on checks over \$2,500
- Amendment regarding standing committees
- Addition to By-Laws of a conflict of interest policy

It was suggested that changes to by-laws need to be recorded with the Auditor's office after approved. Celia will check on the requirements. These changes will be voted on at the November Neighbors Lunch.

Chuck moved and Christy seconded we accept the three proposed by-law changes and one new by-law. Motion passed. See attached copies of all amendments and addition to the By-Laws to be voted on at the Neighbors Lunch on November 16, 2016 at the noon luncheon.

New Business:

Pat discussed the need for the scholarship geographic boundaries to be clarified before the next scholarship cycle.

Meeting was adjourned at 8:10 PM

Next meeting on December 7 2016

October 31 2016

PROPOSED ADDITION TO BY-LAWS

Section 1 of ARTICLE VI relates to conflicts of interest

“All members of the GHCC Board must act with the best interest of the organization in mind and not for his/her own personal benefit or the benefit of another person or organization. Conflict of interests or potential conflicts of interests should be avoided. In the event that a conflict of interest is unavoidable, the conflict should be disclosed to the board and the director with the conflict should abstain from the discussion and vote.

GHCC board members are prohibited from entering into any transaction that involves the flow or transfer of income or assets through or away from the corporation for the benefit of anyone associated with the corporation.”

The Washington Non-Profit Handbook endorsed by the Secretary of State’s Office recommends its inclusion in non-profit by-laws.

We currently do not have an ARTICLE VI in our by-laws. The number of the proposed by-law avoids having to re-number ARTICLES VII TO X.

October 31 2016

FIRST PROPOSED BY-LAW AMENDMENT

Section 2 of ARTICLE IV relates to the nomination of officers to the GHCC Board. It reads as follows:
“To be eligible for President, the nominee must have served on the Board for minimum of 2 years”.

We propose that Section 2 be amended to read as follows:

“To be eligible for President, the nominee must have served on the Board for a minimum of ~~2~~ 1 years.”

This amendment increases the number of eligible candidates for President

October 31, 2016

SECOND PROPOSED BYLAW AMENDMENT

ARTICLE IV, Section 7 reads as follows:

“All checks, drafts and other instruments of indebtedness or financial obligation of GHCC shall be signed by the Treasurer, President or Secretary.”

We propose that ARTICLE IV, Section 7 be amended to read as follows:

“All checks, drafts and other instruments of indebtedness or financial obligation of GHCC shall be signed by the Treasurer, President or Secretary. Checks payable for an amount greater than \$2,500 require two signatures by those authorized.”

This amendment requires the approval of two officers for major expenditures.

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THIRD PROPOSED BYLAW AMENDMENT

ARTICLE VII—COMMITTEES reads as follows:

“The Executive Board shall have the authority to create and dissolve standing and special committees. “

We propose that ARTICLE VII be amended to read as follows:

“The Executive Board shall have the authority to create and dissolve standing and special committees. Standing committees are as follows: the Finance Committee, which primarily meets to develop the annual budget, the Nominating Committee, the Endowment Advisory Committee and the Scholarship Committee. Other Committees may be formed and dissolved by the GHCC board on an ad hoc basis.”

This amendment lists GHCC’s essential committees while retaining flexibility over their timing and composition.