

MEMO

Date: November 4, 2010
To: Board of Directors
From: Nancy C. Dawes, Chair
Subject: Board Calendar

Our January 2011 board meeting will take place on Saturday, January 22 in Dayton.

During the November board meeting I would like to have a discussion about principles used to guide our decision-making concerning board meeting frequency, dates, and location of meetings. We will agree on principles before making decisions about meeting dates, meeting types (face-to-face vs. teleconference), meeting length and locations for the remainder of 2011.

I am asking you to bring your 2011 calendar and be prepared to discuss specific meeting dates. One of the first dates we must agree on is the Annual Meeting. Since Easter falls late this year (April 24th) we must decide how to work around this date and school spring break dates may influence your thinking about how we determine a date that will work best for us. I have confirmed that electronic voting for board, board development committee, and national council delegate positions will take place in March, and our bylaws specify an annual meeting between April 1 and June 1. Your preparation (with knowledge of any travel plans or other commitments) will help us make these decisions as efficiently as possible.

DRAFT Principles: (These are the principles I have been using for the past three years to set board meeting location, topic and timeframe).

1. Board meetings should occur frequently enough that board members are aware of the work of the council and status of policy monitoring – i.e. we are “equipped” to “do our job”.
2. Face-to-face (FTF) meetings are important to build board community and trust. We need to ensure that new board members are given the opportunity to meet other board members and establish relationships and knowledge of policy governance/how we operate.
3. Board meetings should respect all members time – this includes a) having full agendas for FTF meetings to offset travel time; b) including speakers/events at FTF that take advantage of the location and board interaction; c) throughout the calendar year, utilize teleconference when there is not a/b; d) choose location that balances drive-time between majority of members and all members:

	Number with drive time <60 minutes	Number with drive time 60-75 minutes	Number with drive time 75 minutes to 2 hours	Number with drive time >2 hours
Dayton	2	14	2	1
Cincinnati	11	2	0	6
Lima	3	3	10	3
Toledo	4	2	0	13

4. Plan overnight retreat once every 2 years to a) strengthen board community; b) renew policy governance to ensure system is “right”; c) work issues that require more depth/time (i.e. new CEO transition).

Current Thoughts for 2011

- January 22 – Face to Face – Dayton – Ends Report
- March – phone: CEO Review (2.8, 2.9, 4.4, 4.5), Board/CEO relationship (4.0, 4.1, 4.2, 4.3); prep for Annual meeting
- April – Face to Face – Align with Annual Meeting and new board members joining; (Policy 3.0, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7, 3.8)
- June: phone: Treatment of Girls/Staff/volunteers (2.1, 2.2, 2.3)
- (June 5-7 Strategic Planning Training with GSUSA)
- Late Sept/early Oct - Face to face – Report from CEO Search Committee; Financial Policies (2.5, 2.6, 2.7)
- Nov 10-13 National Council Meeting, Texas
- Nov: phone – Budget/Financial Planning (2.4)
- Jan 2010 – Board Retreat – assume new CEO identified, plan for transition.

Discussion:

1. Are principles right for us? What should meeting dates/times/locations be for 2011?
2. What is best way to enable teleconferencing?
 - a. Establish 4 phone in locations (i.e. people assemble and call from local GS center)?
 - b. Weeknight vs. weekend?
3. Do we want to schedule direction inspections for Treatments Policies (2.1, 2.2, 2.3) and financials (2.5, 2.6, 2.7) in 2011 to ensure solid baseline for CEO transition?