

LAKE BARCROFT VILLAGE, INC.

Minutes of the Board of Directors Meeting
January 9, 2014

Attending: Carol Bursik, Ann Cook, Dawn Donald, George Erikson, Stuart Feldstein, Dale Gianturco, Larry Golfer, Harriette Kinberg, Nancy Mattson, Adele Neuberg, Carl Neuberg, Sam Rothman, Julie Uritus, India Walsh, and Clyde Williams.

Carl called the meeting to order at 3:00 pm at the Mason District Governmental Center.

Minutes: The Board reviewed the minutes of the December 12 meeting.

Motion: George moved and Clyde seconded that the minutes be approved. Motion passed.

Carol distributed the minutes of the Executive Committee meeting held December 26. Several directors took exception to the business items discussed at this meeting. According to the bylaws, the Executive Committee has the authority to act on behalf of the Board on matters that require immediate action. Discussion of the Nominations/Elections Committee, the report of the ad hoc committee on associate membership, and the balance sheet were outside these parameters.

Motion: Ann moved and Dale seconded that the minutes be revised to strike all information except for the paragraph on proposals of the Budget Committee. An amendment was introduced to strike all of the minutes from December 26. Based on the fact that the budget discussion was in order, Sam proposed an amendment and George seconded that the last paragraph on page one, continuing to page two, be excluded from deletion. Motion passed as amended.

Treasurer's Report: Dawn reported on the Profit and Loss Statement, which was distributed electronically on January 9. The report covers the period of January 1, 2013, through January 7, 2014 and shows a net profit of \$11,421.60. This amount will roll over to FY 2014. We currently have \$57,592.52 in the bank.

Carl noted that the P&L report is a work in progress. They are working to clean up line items by eliminating miscellaneous categories and clearly identifying them. Bottom-line figures are accurate, however. Dale stated that even though operations began on January 7, 2013, the end of the fiscal year should fall on December 31, 2013. He further reported that the 2014 budget is in the works. Dawn will send the draft by e-mail when it is ready.

Village Coordinator's Report: Julie distributed a chart showing Village membership renewals to date. Sixteen individuals and 22 couples have renewed, for a rate of 77%. She has received verbal commitments from others that will result in a higher total.

The Board asked Julie to produce an update to her prior report on service requests. This information was useful to create a picture of how members are using volunteer services. We currently have 79 certified volunteers, but we need to survey them to update their areas of interest, particularly for transportation and technical support. Clyde offered to help expand the description of services and add new ones, such as drive-by home checks.

Committee Reports

Programs (Nancy): The committee has introduced two new programs: monthly round-trip transportation to museums and a monthly technology class. Yesterday's Excel class had five participants. The group is developing programs centered on The Notebook, but they are finding that the amount of work is daunting. They plan to include five topic areas in this project: an emergency package with critical personal information (medication, health care directives);

financial documents (wills, trusts); medical information (care givers, long-term care); living well (safety, spiritual and mental wellness, exercise); and funerals and memorials. Clyde has developed his own notebook, which he is willing to share as an example of pulling important information together in a central place. An e-mail went out to the membership announcing a program on financial scams at Mason District during the week of January 13.

Membership (Adele and Harriette): Adele reported that if we complete the verbal promises we've received, we will achieve an 86% renewal rate. Harriette announced that Nan Brent will host a brainstorming session in late February or early March. These gatherings include a mix of individuals and provide a "soft sell" on Village membership to those who have not yet joined. The committee is looking for hosts for future get-togethers.

Volunteers (India): Transportation remains the most popular volunteer service. The committee is planning to develop a phone tree to reach out to members in weather emergencies, especially those who live alone. They will be organizing teams of volunteers to set up and take down the meeting room for quarterly Village meetings.

Services (Clyde): Nothing to report at this time.

Communications (Larry): The committee continues to update and improve the Village web site. Creative Cake Concepts, owned by Kim Cooper, has joined the business club. The brochure is under revision.

Ann suggested that we create a link from our web site to the Fairfax County video on how to start a village and how villages have formed in our area. Larry will be able to do this.

Fund Raising (Dawn): We have a new voucher for reimbursements on Village-authorized expenses. A copy of the form will be going on the web site. Individuals should use the letter from the Commonwealth of Virginia to receive tax exemption at the point of purchase and then submit receipts and the completed voucher to the Treasurer to get reimbursed. We will be tracking in-kind donations and sending letters to our donors for tax purposes.

Nominations/Elections (Stuart): No report at this time.

Anniversary Party: Carol reported that 101 guests will attend the party on January 12. We will be using two entrances to Goodwin House, and volunteers are lined up to greet people as they arrive and direct them to the party room. A seating plan has been created to assign Board members and committee chairs to separate tables so that they can serve as hosts and make everyone feel welcome. Larry Golfer will be taking photographs throughout the evening. All receipts for expenses are not in yet, but we should be on budget.

Carl has appointed Stuart to lead the Nominations/Elections Committee for the upcoming election to fill three vacancies on the Board. There was a discussion of the Nominating Committee and the process for identifying candidates for the Board.

Motion: Ann moved and Larry seconded that Stuart be responsible for constituting the Nominating Committee. Ann amended the motion to stipulate that the committee should have 3-5 members and that the Board should vote by e-mail to approve the individuals selected for the committee. Motion passed as amended.

Ann asked whether we will develop specific criteria for candidates nominated for the Board. It was decided that we should send suggested criteria to Stuart via e-mail. The Board talked about ways to get the word out to our members regarding the vacancies for 2014-2015. At a prior meeting we had agreed to nominate one individual for each vacancy; however, Ann asked that we reconsider this policy.

Motion: George moved and Dale seconded that the slate include a minimum of 2 candidates more than the number of vacancies on the Board. Motion passed.

Business:

Associate Membership: Stuart reviewed the report of the Ad Hoc Committee on Associate Membership, which was distributed to Board members by e-mail. (A copy of the proposal is attached.) The proposal included the reasons for establishing a new membership category, the rights and privileges of associate members, the eligibility of associate members to vote for and serve on the Board of Directors, the process for conversion to full membership, and the timeline for implementing a new membership category.

There was extensive discussion of the proposal and the process for moving forward. It was pointed out that a new membership category will require revision of the corporate charter and may require a membership vote.

Motion: Stuart moved and George seconded that the Board approve the proposal in concept but make further refinements prior to final approval. Dale requested a roll-call vote on the motion.

Dale	No
Clyde	Yes
Ann	No
Carl	Yes
George	Yes
Stuart	Yes
Sam	Yes
Dawn	Yes
Carol	Yes

Motion passed by majority.

It was decided that a general description of the proposed Associate Membership will appear in the February LBA Newsletter and that the Village meeting in March will focus on a discussion with the members of an added membership group. Feedback will inform changes to the proposal. The intent of the Board is to fine-tune the terms of the proposal but to keep the process going.

The meeting adjourned at 5:15 pm. The next board meeting will be February 13 at 3:00 pm in the Mason District Governmental Center.

Respectfully submitted,

Carol J. Bursik, Secretary

Report of Ad Hoc Committee on Associate Membership

Our committee has met and unanimously adopted this report to the Board. We ask the Board to approve our proposal, which would then be submitted to the Village membership for debate and discussion, followed by a membership vote on adoption. In sum, we propose the creation of an additional form of membership to be called "associate member". Dues for this class of membership would be set at half the cost of a full membership. The reasons for this recommendation, together with the details of what such a membership would entail and its timing and implementation, are set forth below.

Reasons for establishing an associate membership category. It is hoped and expected that the creation of an associate membership category would significantly increase the roster of members. This increase in the pool of potential workers, committee members and Board candidates would be the most important beneficial effect. We have a relatively small group of active leaders and doers. We could benefit from an infusion of enthusiastic and perhaps younger members. Associate members would not only provide such an infusion, but would also become invested in the success of the Village. Moreover, since most of them would probably be in the "not ready yet" category, they would form a cadre of people familiar with the workings of the Village and thus would be more likely to transition to full membership when "ready". In addition, more members, of whatever category, would contribute to the Village's sustainability and financial stability. Even if some present full members decide to drop down to the associate category, the addition of just one new associate member would neutralize the revenue decrease. However, we fully expect that the added number of members in the associate category will exceed any loss of full members, thus resulting in a net revenue increase.

Rights and privileges of associate members. We propose that associate members should be treated no differently than a full member except that an associate member would not be eligible to receive volunteer-provided services. Specifically, they would be able to use the Village's vendor list, be eligible for vendor discounts, attend social events, attend all programs, attend Village and Board meetings, have full voting authority, serve on and chair committees, and run for election to the Board. We recommend that associate members of the Board should be eligible to be elected as officers, with the exception that the president should be a full member.

Board make-up and voting. We propose that associate members be eligible for election to the Board, but they would be entitled to a maximum of three board seats. All members, associate and full, would be authorized to vote for any and all board candidates. This means that associate members would be able to vote for both full and associate member candidates, and the converse for full members. There would be a single slate of candidates, consisting of both full and associate members. Election would be based on total votes, not membership status, but only three associate members could serve on the Board at any given time.

Membership conversion. If a full member wants to convert to an associate membership we propose that this be permitted only at the member's renewal date. If an associate member wants to upgrade to a full membership we propose that this be permitted at any time. Enrollment would be for a full year from the date of conversion. The new full member would be entitled to a pro rata credit for the remainder of his/her associate membership year's dues. (Example: associate member converts to full status six months into

his/her dues year; \$500 full membership dues for first year reduced by \$125, the unused portion of the associate dues.) As to the delivery of services, we propose that both new and converting full members be entitled to services at the same time. Presently our membership agreement states that services will begin on the first of the month following enrollment. However, in practice we do not deny services to a new full member once we have his/her signature and money. Perhaps the membership agreement should be changed to reflect this reality.

Timing and implementation. If the Board at the January 9 meeting approves this proposal, with any amendments, an article can be submitted on January 15 for publication in the February LBA newsletter. The article would announce that the Board has approved a proposal for adoption of a new class of membership and that the proposal would be discussed at the March 17 Village meeting. Prior to March 17, the details of the proposal will be sent to all Village members and published on our website. After the March 17 meeting the Board will make any changes necessitated by the March 17 meeting or other inputs and the final version of the proposal will be sent to the members for a vote on the proposal by mail or in person at the June 16 Village meeting. If approved, associate memberships would be available for purchase on October 1, 2014.

Respectfully submitted,

Stuart Feldstein

Harriette Kinberg

Adele Neuberg

Cindy Waters

December 31, 2013