

Minnreg 2025 Board Meeting Minutes January 15, 2025

Nine (9) 2025 Board members were in attendance: John Bowers (Chairman), Tom Conner, Teri Godfrey, Betty Held, Karyn Klos, Terry Miller, Mary Reffelt, Gene Ward, and Mark Wolf.

Additional attendees: Thom Dupper (President), Al Shields (Executive Vice President), George Suther (Treasurer), and Vivian O'Dell (Recording Secretary).

One (0) Guests:

The Board meeting was **called to order at 4:59 pm** by Minnreg Chairman, John Bowers.

Chairman introduced **New Board Members** Teri Godfrey, Betty Held and Karyn Klos.

Election of Chairman: Terry Miller nominated John Bowers. Gene Ward seconded the nomination. John asked for any other nominations. Nominations were closed. John Bowers was elected and accepted the position as Chairman.

Election of Vice Chairman: John Bowers nominated Tom Conner. Terry Miller seconded the nomination. All approved.

Corporate Secretary's Report:

Terry Miller let everyone know that he has speech impairment (not dementia), and he is not comfortable making speeches. Gene Ward read the MVA Corporate Secretary Report. (See attached)

Executive summary outlines our operation. Bylaws importance, good controls and good open communication.

Discussion: Roles and Responsibilities

The only roles listed in our current Bylaws are President and Treasurer. Staff are not considered officers of the corporation. This is for compliance. We need to add VP of Operations to the Bylaws to cover every position at the top level.

Our current Bylaws were based on "best practices."

New section in Bylaws to define staff. Staff will create Policies and Procedures for their positions.

Minutes of Previous Board Meeting

The minutes of the Board meeting held on October 30, 2024, were emailed to all Board members by Minnreg Recording Secretary, Vivian O'Dell, on December 12, 2024.

Motion to accept the Board minutes was made by Tom Conner, seconded by Mark Wolf. All approved.

Treasurer's Report – George Suther presented the financial reports. They were reviewed and questions were answered.

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Finance Committee Report – Held first interview for possible new financial planner and it went well per Gene Ward. The first candidate was Bryan, who is currently involved in our planning. He was well prepared. They have 3-4 more interviews to be conducted.

John Bowers explained how the Board made initial decisions on our investments.

A motion to accept the financial reports was made by George Suther. Second by Mark Wolf. All approved.

President Thom Dupper distributed copies of the **2024 MVA Annual Report**. Discussion and explanation of our contributions to the community are included in this report.

Old Business

Thom Dupper brought up the discussion of our use of Debit cards instead of Credit cards. He pointed out that debit cards give us nothing back for purchases whereas some credit card companies give cash back on purchases.

John Bowers asked Gene Ward to take this subject to the Finance Committee for a discussion and a report back to the Board.

George Suther said that if we switch to credit cards, each user will have to have a credit check done and will need to pay the monthly bill themselves and be reimbursed by the Treasurer.

Al Shields suggested an increase in the limits on the debit cards as an interim until a decision on changing to credit cards can be decided.

New Business

There needs to be a succession plan in place for staff/officer positions. Need a 2nd tier.

John Bowers asked George Suther to review the choices for our new financial institution.

For the Good of the Board – Welcome to new members.

Adjourn: Gene Ward made a motion to adjourn at 6:20 pm. Second by Betty Held. All approved.

Respectfully submitted,
Vivian O'Dell, Minnreg Secretary