

Minutes for Meeting Book - February 2023 Sourcewell Organizational Board of Directors Meeting

02/21/2023 | 05:30 PM - 05:43 PM - (GMT-06:00) Central Time (US & Canada)

Sourcewell Headquarters

Attendees (19)

Linda Arts; Steven Barrows; Travis Bautz; Mike Carlson; Chad Coauette; Chris Kircher; Marcus Miller; Sara Nagel; Susan Nanik; Robb Reid; Jeremy Schwartz; Sharon Thiel; Katrina Wood; Greg Zylka; Julia Kicker; Vern Capelle; Chris Pelzer; Nikki Werk; Bob Seward

Call to Order by Chairman Zylka

Chair Zylka called the Sourcewell Organizational Board meeting to order at 5:30 pm with the aforementioned members present.

Barrows moved, seconded by Thiel, to accept the agenda as presented. Motion carried.

Canvas Election Results

Kircher moved, seconded by Nagel, to approve the Resolution Authorizing Issuance of Certificates of Election and direct the Clerk to Perform Certain Duties with Respect to the Election. Motion carried.

Election of Board of Officers

The following verbal nominations were received: Greg Zylka for Chairperson, Sharon Thiel as Vice Chair, Sara Nagel as Treasurer, and Linda Arts as Clerk.

Nagel moved, seconded by Kircher, to cease nominations and to cast a unanimous ballot for Greg Zylka as Chairperson, Sharon Thiel as Vice Chair, Sara Nagel as Treasurer, and Linda Arts as Clerk. Motion carried.

Consent Agenda

Barrows moved, seconded by Arts, to accept the consent agenda as follows:

* Approval of the 2023 Board Meeting Schedule
* Approval of the Full Voting Sub-Regional Membership 2023 as presented so as to ensure an equitable distribution of representation
* Approval of the Timeline for Elections
* Approval of the Timeline for Reduction in Programs and Positions for 2023-24
* Approval Timeline for Evaluation for the Executive Director
* Designated to give the fiscal agent authority to make investments at financial firms that meet the requirements set forth by Statute, including MSDLAF, and the authority to make wire transfers
* Designated Marcus Miller, In-house Counsel, and Pemberton, Sorlie, Rufer & Kershner, PLLP of Fergus Falls
* Designated Staples World as the official newspaper
* Designated Eide Bailly as the Auditor for FY23/24
* Approval of the use of Facsimile Signatures
* Authorized the Executive Director to process orders for supplies and equipment within the adopted guidelines, to transfer funds within the adopted budgets to maintain an orderly balance and cash flow, to pay bills that are previously approved or regular monthly bills that are due prior to regular meetings, to act as legal representative for State and Federal Programs, to authorize empowering the Chief Procurement Official to solicit and award all competitively solicited awards (without limits) in categories called for by the Board and recommended for award by the Procurement Evaluation Committee, to authorize entering into all membership agreements pending Board consideration and to authorize extending annual renewals for Bid Contracts pending Board consideration

Motion Carried.

Advisory Representation

Thiel moved, seconded by Nagel, to designate the following Advisory Representation. Motion Carried.

* Enterprise Solutions: Greg Zylka, Sara Nagel, and Chris Kircher
* Regional Impact: Greg Zylka, Sharon Thiel, and Julia Kicker
* Empowering Smart Work: Sharon Thiel, Linda Arts, and Steve Barrows
* Executive Director Evaluation Task Force: Greg Zylka, Sharon Thiel, and Linda Arts
* Board of Trustees-Better Health Collective: Greg Zylka, Sara Nagel, and Steve Barrows
* Minnesota Service Cooperative Board: Greg Zylka and Sharon Thiel

Board Member Compensation

Barrows moved, seconded by Kircher, to compensate the Board Members at $45.00 per hour portal to portal for attending meetings, with no daily maximum. Motion carried.

Mileage Reimbursement and Meal Per Diem's

Nagel moved, seconded by Thiel, to adopt mileage reimbursement at the IRS mileage rate, adopt the GSA meal per diem rates and compensate Ex-Officio Members for mileage for distance traveled while attending meetings. Motion carried.

Adjournement

Thiel moved, seconded by Kircher, to adjourn the meeting at 5:43 pm. Motion carried.