

April Election of Officers

Agreed Procedure

The following is an excerpt from our March 5th minutes. It is the procedure we have agreed to follow for the election on April 24th. That meeting will take place via Zoom Video Conference. Please give thought to the additional nominee step and whether you could be available to serve. The pages that follow are the list of eligible members as well as the directives of our bylaws.

From 3/5/2020 minutes:

Election of Officers

The current President, Vice President, and Secretary were elected to a two-year term in March 2018, and, therefore, their terms expire this year. The current Treasurer, Sue Ernster, FSPA, was elected to a two-year term in September 2019 to replace Sylvia Ann Sheldon, OSF, who resigned at the end of her term in congregational leadership, and, therefore, Sue's term will expire in 2021.

Elections for the three officers whose terms expire this year will take place at the annual meeting in April. President Pat Cormack, SCSC, Vice President Beverly Heitke, SDS, and Secretary Theresa Sandok, OSM, all indicated a willingness to serve another term. If there are no other nominations at the April meeting, a Board member other than the three officers up for election will make a motion to approve the above slate. If there are other nominations, a separate election will take place for any position that has more than one nominee. The newly elected officers' terms will begin at the April meeting. Diana De Bruin, OSF, moved to approve this election procedure, and Rose Jochmann, OSF, seconded the motion, which passed unanimously.

April 2020 Election of Officers
list of eligible members

Pat Cormack SCSC
1400 O'Day St
Merrill WI 54452
(715) 409-0111
President, First Term
Serving: 4/2018-4/2020
Eligible to be elected: yes

Beverly Heitke SDS
4311 N 100TH St
Milwaukee WI 53222
(608) 697-0229
Vice-President, First Term
Serving: 4/2018-4/2020
Eligible to be elected: yes

Theresa Sandok OSM
5376 S Butterfield Way
Greenfield WI 53221-3242
(414) 403-4311
Secretary, First Term
Serving: 4/2018-4/2020
Eligible to be elected: yes

Sue Ernster FSPA
912 Market Street
La Crosse WI 54601
(608) 780-1349
Treasurer, First Term
Serving: 9/2019-9/2021
Eligible to be elected: remains in office

Angelo Collins OP
585 County Road Z
Sinsinawa WI 53824
(609) 238-6379
Director, Term
Serving:
Eligible to be elected: yes

Diana DeBruin OSF
3221 S LAKE DR
St Francis WI 53235
(414) 640-0974
Director, Term
Serving:
Eligible to be elected: yes

Sharon Glumb SLW
800 N. Fernandez - B
Arlington Heights IL 60004
(601) 291-6738
Director, Term
Serving:
Eligible to be elected: yes

Rose Jochmann OSF
3110 Nicolet Drive
Green Bay Wisconsin 54311-7212
(920) 328-7086
Director, Term
Serving:
Eligible to be elected: yes

Jean Steffes CSA
320 County Road K
Fond du Lac WI 54937-8158
(920) 539-6423
Director, Term
Serving:
Eligible to be elected: yes

ARTICLE IV
BOARD OF DIRECTORS

4.1 Functions and Powers. The affairs of the Corporation, including its property and assets, shall be managed by the Board of Directors. The Board of Directors shall carry out the aims and purposes of the Corporation in compliance with the Articles of Incorporation and these Bylaws. The Board of Directors may delegate, as set forth in these Bylaws or in Directors Resolutions, certain of its powers and duties. In addition to those powers established by law, the Board of Directors of the Corporation shall have the following powers and duties, in conjunction with, and subject to, as may be appropriate, the reserved powers of the Tier One Founders as may be set forth in these Bylaws:

To develop policies, guidelines, and long-range strategic plans for the organization.

To approve the annual budget of the Corporation and any major fundraising project or plan.

To approve the audit of the financial statements of the Corporation and to appoint and periodically evaluate the external auditor.

To approve the dues structure, compensation structure, and significant financial transactions of the Corporation, other than those reserved to the Tier One Founders as set forth in Section 1.2 herein.

To elect or appoint certain Officers of the Corporation in accord with the provisions set forth in Section 6.2 herein.

To remove Officers, in accord with the provisions of Section 6.6 herein, with or without cause.

To approve the appointment of the Executive Director of the Corporation and to create processes for the hiring, evaluating, and terminating of the Executive Director.

To approve official collaborative efforts with other organizations.

To establish committees and to make appointments to standing committees.

To delegate to the Executive Committee the necessary authority to carry out the objectives of the Corporation between board meetings and to receive reports of the actions and direction of the Executive Committee.

ARTICLE VI
OFFICERS

6.1 Officers. The principal Officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer.

6.2 Election and Term of Office. The Officers of the Corporation referred to in Section 6.1 may be elected or appointed at any regular or special meeting of the Board of Directors for two (2) year terms and such Officers shall hold their respective offices until their respective successors shall be elected and qualified.

6.3 Powers and Duties. The principal duties to be performed by or be the responsibility of the officers referred to in Section 6.1 shall be as follows:

(a) President. The President, who shall also act as and be titled President, shall preside over all meetings of the Board of Directors. The President shall have general supervision of the business

and affairs of the Corporation; may sign with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, leases, contracts, conveyances, assignments, releases and other papers or documents created by the Corporation unless otherwise delegated; and in general, shall perform all such other duties usually incident to the office of the President in similar organizations. The President may delegate any executive functions and duties as President to other officers or Executive staff, as he or she shall so determine to be appropriate.

(b) Vice President. The Vice President shall perform all duties of the President in the absence of the President, and all additional duties which the Board of Directors or President may be so assigned to her or him.

(c) Secretary. The Secretary shall keep or see to the preparation of the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; and where required, countersign all deeds, mortgage, leases, contracts, conveyances, assignments, releases and other papers or documents executed by the Corporation; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; keep a register of the post office address of each Director of the Corporation which shall be furnished to the Secretary by such person; and, in general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be imposed upon or required by the Board of Directors.

(d) Treasurer. The Treasurer shall keep an account of all receipts and disbursements; shall deposit all funds of the Corporation in the name of the Corporation in a bank designated by the Board of Directors; and shall perform such other duties as from time to time may be assigned by the Board of Directors.

6.4 Additional Duties. The Officers of the Corporation shall perform such additional or different duties as required by the Board of Directors, or as may be prescribed by the Bylaws, and shall safely and systematically keep all books, papers, records, correspondence and documents belonging to the Corporation or in any way pertaining to the business thereof.

6.5 Executive Director. The Executive Director shall be appointed by the President with the advice and approval of the Board of Directors. She shall have those powers and responsibilities as are given by the Board of Directors. She works in close collaboration with the President and is accountable to the President and to the Board of Directors.

6.6 Additional Officers. The Board of Directors from time to time may appoint such other and additional Officers and give to such Officers such powers and duties (which shall not be inconsistent with law or the Articles of Incorporation or these Bylaws) as the Board deems to be in the best interests of the Corporation.

6.7 Removal. Any person elected or appointed an Officer of the Corporation may be removed from office at any time by a majority vote of the Board of Directors at any regular or special Board meeting.

6.8 Compensation. No Officer shall be entitled to, or shall receive, any compensation for services rendered to the Corporation as an Officer.