

Metro-West December 19, 2023 8:00 AM
Board of Directors Agenda
Highfields Country Club 42 Magill Drive, Grafton MA
allotted time of 45 minutes

1. Quick re-cap Thanksgiving event including financial statement as to date
2. Discussion reaffirming expenditure annually \$600 for the purpose of supplying coffee and donuts to our members, utilizing Mr. Berger's debit card
3. Donations to the Worcester Food bank monies to come out of the giving fund
4. Robert Berger be appointed to the Board Directors Federation
5. Start conversation responsibilities of the Board of Directors, and Officers of the corporation. Motion to expend up to \$500 for legal counsel to attend January board meeting for discussion and legal opinion on this topic. Anticipated future meeting to take up to 2 to 3 hours.
6. Expenditures for the executive officer president.
7. Acceptance of the draft meeting minutes of Novembers board meeting
If time allows continuation of past agenda items
8. Adjournment

November 30, 2023 Draft Board of Directors Meeting

1pm

Attendance: Robert Speroni, Robert Berger, Thomas Federico, Michael Grant, Fred Leonardo, Vinny Sarnosky, Walter Avalon, Steven Demarco. Nonvoting member Felix Zemel

Minute Taker: Tracy Sharkey

Called to Order at 1:02pm

1. Discussion with the board of directors on the makeup of the board in consideration of electing a chairman for the purpose setting the agenda and calling for board of director meetings.

Robert Speroni starts discussion with the issue of the bylaw change. He is suggesting Robert Berger to assume the position of Chairman of the Board of Directors to organize the meetings and prepare the agendas. Motion made by Robert Speroni, Vinny Sarnosky second to appoint Robert Berger Chairman. Discussion commences. Felix explains the Board of Directors can adopt a Board policy in addition to the bylaws. Robert Speroni amends his motion to be a policy and Vinny Sarnosky amends his second. The motion must be seconded by a voting member Fred Leonardo seconds the motion. Another amendment by Robert Speroni to nominate Robert Berger as Chairman and Fred Leonardo as Vice Chairman. Steven seconded. Discussion commences by Felix Zemel about process and procedure. Robert Berger has a point of order with two motions on the floor. Motion to adopt a new board policy: Robert Speroni, Fred Leonardo, Walter Avalon, Michael Grant, Steven all Aye. Motion passes unanimously. Second motion Robert Berger Chairman and Fred Leonardo Vice Chairman. Robert Speroni, Fred Leonardo, Walter Avalon, Thomas Federico, Michael Grant, Steven all Aye. Motion passes unanimously.

2. Discussion on appointing a member of the board or of the body to manage the business end of the association with the examples of maintaining the database of memberships managing accounts receivable which includes forwarding all reports to the treasurer so he can maintain financial records as required. Create all certificates and e-mail them to the body for continuing education credits. These tasks are the majority of responsibilities of the new position we are proposing to create. I make a motion that Robert Berger fills this role as business manager as described in the above paragraph.

Chairman Berger discusses why the appointment of the business manager is important. Berger entertains a motion to add a policy to appoint a member of the board to manage the business end of the association. Discussion continues. Felix explains his concerns about the appointment. Robert Speroni brings point of order that Felix is not a voting member but is participating in the discussion after the motion. More discussion on procedures. Chairman Berger calling for the vote. More discussion and clarification on how the policy in the future

would work setting the business manager position. Chairman Berger wants to speak to general counsel about the position. Robert Speroni has amended his motion to add for the duration of the term and seconded by Vice Chairman Fred Leonardo. Robert Speroni, Fred Leonardo, Walter Avalon, Michael Grant, Thomas Federico, Steven all Aye. Motion passes unanimously. Next motion to appoint Robert Berger as the business manager. Robert Speroni makes the motion to appoint Robert Berger as business manager. Second by Walter Avalon. More discussion. Robert Speroni, Vice Chairman Fred Leonardo, Walter Avalon, Michael Grant, Thomas Federico, Steven Demarco all Aye. Motion carries.

3. Start conversation regarding December's meeting annual holiday gathering.

- Date and location
- Who is providing the presenter What is the topic.
- treasurer needs to present financial report to the body this would be Vinny's. responsibility

Discussion commences. Flyer needs to be submitted for ICC credits with speaker listed. Felix would like Chairman Berger to submit for the credits.

6. Authorizations

- Debit Card vote to approve expenditures of \$250.00 for the purpose of office supplies ie: ink, paper, card stock stamps Robert Berger

Chairman Berger calls for a motion to approve expenditures up to \$250.00 annually only for MetroWest business. Motion made by Fred Leonardo and second by Robert Speroni. Robert Speroni, Vice Chairman Fred Leonardo, Walter Avalon, Michael Grant, Thomas Federico, Steven Demarco all Aye.

Additional business:

Steven brought up the incident at last meeting where Tin was asking Mr. Berger for the debit card. Chairman Berger explains the debit card is in his name and only for expenditures previously discussed, ie stamps, paper, cardstock.

Vice Chairman Fred Leonardo discussing having board meetings in person as he prefers them. Is there an option for in person meetings. Chairman Berger is open to the idea as long as is centralized around all of the members.

Robert Speroni agrees he likes to meet face to face. He would like to have a minimum of one meeting, maybe in November as an in person meeting. With the Board of Directors meeting, he would like to have it 1pm on a Thursday. Robert Speroni wants to know when the board can go back to the library. Chairman Berger thinks beginning of January. Consensus is majority of members would be willing to come to Grafton. Discussion on time. The time of 9am is agreeable to everyone.

Speroni made the motion to adjourn, Fred Leonardo seconded. All in favor.

1:57pm