

DOWNTOWN OAK PARK

BOARD OF DIRECTORS GOVERNANCE MEETING w/ ELLEN SHEPHARD

Tuesday, January 14th, 2020 – Meeting Minutes

1010 LAKE STREET, Suite 103

Oak Park, IL 60130

PRESENT:

Board members: Cindy Summers, Mike Fox, Niayana McCaffery, Jeff Long, Viktor Schrader, John “Woody” Linton, Mary Ludgin, Robbin Harrow and Judith Lalor (present via speakerphone).

Staff: Shanon Williams, Anna Kosowski and Naomi Soto

CALL TO ORDER:

- I. The Downtown Oak Park Board of Directors Governance Meeting was called to order at 8:37am by DTOP President, Cindy Summers.**
 - a. Motion: A motion was made to approve the December 2019 meeting minutes.
 - i. Moved: Mary Ludgin
 - ii. Second: Mike Fox
 - iii. Approved: All
- II. Mike Fox -- DTOP Treasurer**
 - a. Motion: A motion was made to approve the December 2019 financials
 - i. Moved: Mary Ludgin
 - ii. Second: John “Woody” Linton
 - b. Going into 2020, financials are where we want them to be.
- III. Ellen Sheppard // Governance Intro**
 - a. Discussed the roles of the board members and officers.
 - b. Mary will lead governance group
 - i. Develop a packet
 - c. Governance policy
 - i. Roles
 - ii. Culture
 - d. Cindy
 - i. What are the bylaws?
 - ii. Do we get into bylaws ?
 - iii. Ellen: Bylaws are the law, governance is the guideline.
 - e. Memberships: Members can only be 1st floor? Do we want to include 2nd floor merchants?

Ellen: What do we think the board’s role is as a board?

1. Financial oversights

2. The board handles the ends, the staff handles the means but there are times that board members will act as a means and help staff.
3. Gives guidance to DTOP Executive Director
4. Help with execution of mission
 - Provide insight into strategy
5. Direction and vision
6. Advocate/spokesperson
7. Hire/evaluate the DTOP Executive Director
 - Good supervision
 - Feedback

Ellen: Board Characteristics

1. Turnover is good
2. Representative
 - a. Location
 - b. Race/ethnicity
 - c. Biz type/sector
 - d. Age
3. Skill sets
4. Engaged
5. Committed/Time
6. Excited about mission
7. Exposure outside of op // broad perspective
8. Diverse background // perspective

Ellen: Roles

- I. President
 - i. Serves as leader, contact, sets objectives
 - ii. Supports Executive Director
 - iii. Spokesperson for DTOP
 - iv. Consults on board members on their roles and performance
- II. Board Treasurer
 - i. Oversees the financials
 - ii. Have a meeting to do a training session on the financials // Mike Fox
 - iii. Addition to an already existing meeting

Ellen: Schedule to reference for the next few months;

January 2020:

- ii. Email Re: board characteristics
- iii. Send survey

February 2020:

- i. Discuss survey results
- ii. Recruiting

March 2020

- i. Recruiting

April 2020

- ii. Slate out
- iii. Board vote

May 2020

- i. Board elections

In terms of having a gov. policy documents

- i. Work culture
- ii. How do we decide things?

Cindy Summers: Motion to Adjourn DTOP Governance Meeting at 10:05am

- a. Moved: Mary Ludgin
- b. Mike Fox