

**The Senior Alliance
Board Reorganization Ad-Hoc Committee
October 29, 2009**

Held at The Senior Alliance

Members Present

David Ippel
Tom Jankowski
Helen Morrison
Tony Woods

Members Excused

Ed Bagale
Richard Henningsen*
Ex-Officio

Staff Present

Bob Brown
Jessica Larsen
Jason Maciejewski
Cherie Mollison
Consultant

Maggie Watson
Debra Waugh

Guests Present

Denise Champagne
Edward D'Angelo
Ron Lieberman
Barbara Marcum
Gil Talbert
Mel Tockstein
Gay Ware

* Officer of the Board



Chairman Tom Jankowski called the meeting to order at 9:04 a.m.

WELCOME/INTRODUCTIONS

Chairman Jankowski welcomed the committee members. Introductions were made and a quorum was present.

PUBLIC COMMENT

Chairman Jankowski called for Public Comments.

Ron Lieberman: Mr. Lieberman reviewed his attached written comment.

Barbara Marcum: Ms. Marcum stated that she supports Ron Lieberman's suggestions (Alternative 4). She feels that a reduction in the size of the Board of Directors would be a mistake. Ms. Marcum senses that there is animosity between the 34 communities and The Senior Alliance, and the proposal voted on previously by the Ad-Hoc Committee would only make things worse.

Gay Ware: Ms. Ware also supports Ron Lieberman's suggestions (Alternative 4). She said that she accepts and understands she has a conflict of interest, and the Mayor of Livonia would be happy to appoint someone else, without a conflict.

APPROVAL OF THE AGENDA

A motion was made by Tony Woods and seconded by David Ippel to:

APPROVE THE AGENDA, AS PRESENTED.

MOTION CARRIED UNANIMOUSLY.

APPROVAL OF THE MINUTES

A motion was made by Helen Morrison and seconded by Tony Woods to:

APPROVE THE MEETING MINUTES OF OCTOBER 14, 2009.

MOTION CARRIED UNANIMOUSLY.

UPDATE ON FURTHER CONTACT WITH CWW & DCC OFFICIALS

Jason Maciejewski announced that he spoke to members of CWW & DCC, as well as their Executive Directors. Everyone he has spoken with has given their full support and they are ready to move forward. No one has been opposed, so far. Jason informed them that no actions will be taken until after the Board of Directors meeting on December 10, 2009.

OLD BUSINESS/ACTION ITEMS

Chairman Tom Jankowski addressed Ron Lieberman's comment to rescind the vote taken at the last meeting. He explained that, if the information had been received earlier during the process, it could've been quite helpful and been discussed by the committee. Unfortunately, Chairman Jankowski stated that the Ad-Hoc Committee is on a very tight schedule, and he feels it would not be wise to rescind the vote at this time. Also, reiterated was the fact that all communities would be represented. Currently, the 34 member communities receive updates directly from TSA no more than once per year. With the new Board structure, they will receive 9 updates per year through their membership in DCC and CWW, as TSA staff will be attending the meetings on a regular basis.

Helen Morrison stated that she strongly appreciates having the PSA represented on the Board of Directors. However, she said she would have a problem rescinding the vote.

Tony Woods disagreed with Tom and Helen. Mr. Woods thought the Ad-Hoc Committee should consider rescinding the vote. He thought the committee should've eliminated all conflicts of interest within the current Board structure, but not make any other changes. He stated he would like to rescind the vote, but no motion to that effect was offered.

David Ippel said he has been looking at all points mentioned, and feels the Board of Directors is too large. He believes in full representation, and feels that DCC & CWW would accomplish that.

DISCUSS AND ADDRESS UNRESOLVED ISSUES

Cherie Mollison announced that all unresolved issues have been addressed in the proposed by-laws that were passed out. The Ad-Hoc Committee reviewed all proposed changes throughout the document. A lengthy discussion ensued for all changes and the committee made their suggestions. The by-laws, inclusive of all the discussed changes, will be presented at the final Ad-Hoc meeting on November 4, 2009.

A motion was made by David Ippel and seconded by Helen Morrison to:

**ALLOW STAFF TO MAKE ALL CHANGES TO THE BY-LAWS, AS
RECOMMENDED BY THE AD-HOC COMMITTEE.**

MOTION CARRIED UNANIMOUSLY.

A motion was made by Helen Morrison and seconded by Tony Woods to:

**APPROVE THE MATRIX FOR SUGGESTED QUALIFICATIONS FOR
BOARD MEMBERSHIP.**

MOTION CARRIED UNANIMOUSLY.

PUBLIC COMMENT

Ron Lieberman: Mr. Lieberman commented on a few instances in the by-laws he felt should be re-worded. He stated he would discuss them, more in depth, with the staff since the committee was out of time. Mr. Lieberman also felt that CWW & DCC should be informed on the policy for unexcused absences.

ADJOURNMENT

The meeting adjourned at 11:50 a.m.

A motion by Tony Woods and seconded by Helen Morrison to:

ADJOURN THE MEETING.

MOTION CARRIED UNANIMOUSLY.

Recorded by:

Approved by:

Jessica Larsen, TSA Staff

Tom Jankowski, Chairman

October 29 2009
Mr. Chairman, members

Enc. 1

At the October 22 TSA board meeting I requested the board and the ad hoc committee to consider "another alternative" (alternative #4). Copies are available.

Alternative #4 satisfies the directive to remove senior center directors and others who have a conflict of interest but with the added benefit to accomplish that change with a minimum of confusion, ease of implementation and the most important added benefit of maintaining good will and continued support of municipalities.

Implementation could be a direct phone call to each municipality head explaining the problem and the proposed solution followed by a written confirmation. In addition, the persons who will be replaced could be asked to contact their appointer and assist them to appoint a new member. In many cases the replacement would be the current alternate. This can be easily done prior to 12-31-09.

Only about one half of the current board members would have to be replaced since many do not have a conflict of interest. This is good because continuity of board expertise will be maintained and will permit the TSA to continue to operate effectively particularly with a new board in the first few months of 2010. This alternative has support of most of the current board members and would reduce the angst of making a major change.

The solution would be easier to implement than alternative #2. Appointments by the DCC and WCC may require meetings, discussions and consensus which may jeopardize meeting the 12 31 09 implementation date.

This solution permits municipalities to continue community matches which are important to ensure municipality partnership.

The solution does not address the concern that OSA has regarding the size of the board. At the TSA board meeting October 22, the OSA representative stated that reducing the board size is not a requirement but a recommendation. This recommendation may be a very good one but action on that recommendation should be deferred to 2010 to permit the new board to make that decision.

Changes in committee structures should also be deferred to the new board.

Other decisions made by the ad hoc committee should be utilized such as use of alternatives and the age of the board members.

Alternative #2 is a valid solution. Alternative #4 is a better solution.

Today I am asking the ad-hoc committee to rescind your votes taken at your October 14 meeting regarding appointments of board members, accept alternative #4 and recommend that alternative to the TSA board.

Roberts rules #37 states: Any vote taken by an assembly.....may be rescinded without notice by a two-thirds vote.....It may be made by any member....Copies of rule #37 are available.

Thank you