

ATTACHMENT 1

<i>DRAFT AGENDA</i> <i>Wider Horizons Board of Directors</i>		Monday, February 14, 2022 11:30 – 2:00 Zoom	
DRAFT AGENDA		Facilitator: Debbie Ward (DW)	
Time	Item	Presenter/ Facilitator	Outcome
11:30	President’s Report	Nancy Hooyman	Grounding & inspiration
11:35	Consent Agenda [need motion to accept all of these without discussion]: <ul style="list-style-type: none"> • Agenda (Att. 1) • Minutes of the 1.10.21 Board Meeting (Att. 2) • Executive Directors Report (Att. 3) • End of Year Financials (Atts. 4, 5) • Covid Precautions Policy (Att. 6) • New Norm re Consultation with ED (Att. 7) 	Mailed in advance	A member may request an item be moved from the consent agenda. That item may then be considered at once or at the end of the meeting, at the President’s discretion.
11:45	Purpose Statement (Att. 8)	Denise Lishner	Purpose statement will be adopted
12:15	B R E A K		We have the strength to go on
12:25	Discuss Scope of Work for Member Input Task Force (Att. 9)	Ann Lawrence	Task Force Scope of Work will be adopted
1:15	Input to Governance Task Force (Att. 10)	Jeanne Marie	Provide direction to Governance Task Force
1:35	Report on All-Member Meeting	Ann	Information for those not in attendance; debrief for future meeting planning
1:45	Other Business	Debbie	
1:50	Acknowledge contributions to the success of this Board meeting	Nancy	Closure and evaluation
2:00	Adjourn	Nancy	

Invited: Susan Adler, Bob Anderson, Nancy Hooyman, Ann Lawrence, Denise Lishner, Nancy Robb, John Rochford, Jeanne Marie Thomas

Facilitator: Debbie Ward

Staff: Denise Klein

Next Meeting: Monday, March 14, 2022 - 11:30 am to 2:00 pm

ATTACHMENT 2

<i>D R A F T Minutes</i> <i>Wider Horizons Board of Directors</i> <i>Facilitator: Debbie Ward</i>		Monday, January 10, 2022 11:30 – 2:00 Zoom
Time	Item	
11:30	<p>President’s Report, Nancy Hooyman</p> <p>Nancy applauded the fact that the Fundraising Committee exceeded the 2021 goal by raising in excess of \$65,000. She also noted we are well-poised to move ahead on critical issues because we have the assistance of Debbie and others who have helped both agenda-building and meeting facilitation.</p> <p>These are Nancy’s hopes for how our Board will function:</p> <ul style="list-style-type: none"> • Everyone is fully engaged and feels their voice is heard • The Board will focus on policy and not implementation and operations (domains of the ED and committees/task forces). Its members will concern themselves with the What and the Why rather than the How • We will look at issues and discern underlying policy issues • We will develop effective strategies for member input • At some point, we will have internalized what Debbie has to offer in terms of facilitation so she will be out of a job • Nancy is an introvert; prefers email first, then phone call when needed • She likes to use time and perform tasks efficiently and effectively • Once tasks are delegated, she will try to trust the process and empower those on the group to which a matter is delegated • She aims for transparency and honesty and wants a grace period for herself while she “learns the ropes.” • She will set aside certain days of the week for WH work. unless an emergency arises <p>Bob noted it would be desirable for the entire Board to review a draft of the agenda earlier than when the packet is distributed, thus engaging the Board more fully in that process, if feasible.</p> <p>Starting with this meeting, Denise Klein will take the Minutes and send them to Denise Lishner for review before they go out to the Board and then the Membership.</p>	
11:35	<p>Consent Agenda</p> <p>The “Consent Agenda” was accepted unanimously.</p>	
11:45	<p>Covid Precautions Policy</p> <p>A motion to adopt the proposed policy was adopted with the following changes which Denise will make (new policy attached):</p> <ul style="list-style-type: none"> • Per John, members’ declaration is not sufficient. They can show their vax cards to Denise who will “check them off.” • When the CDC’s definition of fully-vaccinated includes a 3rd (or more) shot, we will add that as part of being “fully vaccinated” and will ask for members to show that proof in the meantime. 	

	<ul style="list-style-type: none"> • Per Jeanne Marie, if you host an event at your home, you can say what you want (like masking and distancing or outdoors), but if it is an official WH event, you need to be “fully vaccinated.” • At a larger event, we will accept members without looking again at their cards but will check others’ cards.
12:00	<p>Reports on PGF programs (Att. 7) and SW Policy Issues to be addressed by the Board (Att. 8)</p> <p>There were no questions about the report on implementation.</p> <p>Having a social worker will not deter the engagement of volunteers but will rather be complementary.</p> <p>Jeanne Marie is looking forward to hearing about updates on metrics for success. She also has comments about confidentiality to share with the Committee.</p> <p>Bob sought and received clarification that the Social Worker limit of 10 hours/month is for a single individual member.</p> <p>We decided that if we needed to limit free use because of robust demand, that would be a good problem to have and we would see about adding funds.</p> <p>Next steps: The Committee (Nancy, Sue Lerner, Jean Lanz, and Joanne Donohue and staffed by Denise) will meet on January 17th and their focus will be recruitment of the social worker. A draft of the position announcement will be shared with all Board members. They hope to have someone hired in March (no later than the end of March).</p> <p>John pointed out we need a sub-contractor template. Denise Klein will send this and the IRS guidelines to John & Debbie.</p> <p>A motion to support this iteration of the policy document passed unanimously.</p>
12:30	<p>B R E A K</p>
12:40	<p>Discussion of how to approach the three topics: Organization Purpose (Att. 9); Organization Governance; Roles and Responsibilities</p> <p>A motion to adopt the draft Purpose process passed unanimously.</p> <p>Board feedback on the four purpose questions needs to be sent to Denise Lishner by January 25.</p> <p>Meanwhile, a randomly-selected group of 10-11 members will be interviewed by the Task Force. As well, those who attend the all-member meeting will be asked to weigh in on the questions in small groups. After that a statement drafted by Task Force members (Denise L., Debbie, and Denise K.) based on the input will be sent to the Board for consent, and the final version to all members.</p> <p>Nancy went over the order and timeline for the three major pieces of work (Purpose, Governance, and Roles and Responsibilities. She gave a rationale for this order, including her belief that the work on Governance may have implications for Roles & Responsibilities. The draft Board agendas mailed recently have timelines for these pieces of work.</p> <p>John wondered if the same Task Force could do both Governance and R & R. Bob leans toward separating them. Jeanne Marie thought if R & R went first, that would surface problems with governance; she also advocated for giving the R & R group more time. To be determined.</p> <p>This discussion wil clarify member engagement in decisionmaking.</p> <p>Nancy Robb asked how the goals were going to be incorporated? John noted the activities under the goals reflect roles and responsibilities but are what we do so they wouldn’t change. Denise K. noted the Board retreat could influence goals since we may find some new directions.</p>

	<p>Susan Adler noted that involving members in task forces gives us a sense of how they would function as Board members.</p> <p>Ann suggested that we need to weave in discussion of recruitment of new Board members.</p>
1:15	<p>Input to a Task Force that will make recommendations about how we can best get member input into Board meeting discussions (Att. 10)</p> <p>Nancy has asked Ann to lead a Task Force on Member Input and the purpose of today’s discussion is to give direction to that Task Force</p> <p>Nancy Robb stated that in terms of a metric/evaluation, we need to go back to the membership. Do members feel they have been heard and their thoughts are being reflected in Board decisions? There needs to be a specific mechanism or mechanisms for getting member thoughts back to the Board.</p> <p>Bob said that questions to ask of members (to be reflected in the TF purposes): Were you given opportunities for input? Were you satisfied? Are you getting what you want?</p> <p>The latter question does not presume that everyone is dissatisfied which was confirmed by Denise Lishner who stated in her work on Denise K.’s evaluation, very few were dissatisfied even though many responded “don’t know” to questions about finances and the Board; their comments indicated for the most part they they had little interest in these matters.</p> <p>Susan Adler pointed out that what is important is making the effort.</p> <p>Jeanne Marie stated we need to come up with a collective culture about how we respond to people who express a concern. The Board member who hears a concern needs to listen and bring it back so concerns can be resolved, with Denise K. always involved. We as a Board could have a process whereby we always have on our agenda as a sub-context “should this involve member input?” “was member input requested?” etc.</p> <p>Bob: We should inventory and summarize the mechanisms that are already in place and then identify what more should happen.... At the end of the year, survey members: For those interested, were you able to....?</p> <p>John noted that we are giving out to all members the Meeting Minutes and Agendas. Member input was added in our Norms. We held a Budget 101 session—we need to make sure members know we did this intentionally; we haven’t taken credit for these actions.</p> <p>Ann pointed out it’s important to set realistic expectations.</p> <p>Denise L. – hold time for discussion of purpose at all-member meeting</p> <p>Ann appreciated the discussion process and Nancy opined that we don’t need a vote; rather, this is a time for input. Ann will bring back a charge to the next meeting.</p>
1:30	<p>All Member Meeting (Atts. 11 & 12)</p> <p>The purpose of today’s discussion is to provide feedback to Ann on what should be included in the meeting (January 18).</p> <p>Ann wants us to personally invite new members and also members who could testify to their involvement.</p> <p>We will promote the meeting in an appealing way. Ann wants a colorful poster to go out to everyone.</p> <p>We can do the small breakout groups on purpose like we do at all-member Zooms, including a report back. Those facilitating the small groups on purpose need to take good notes. Board members will be assigned new members to call.</p>

	Bob and John will think up quiz/contest questions and there will be prizes!!! Nancy wants the fun stuff to begin earlier than the end of the meeting.
1:40	Other Business
1:50	Acknowledge contributions to the success of this Board meeting Debbie stated her job is <i>process</i> and she wants to do herself out of a job. Ann said that the creation of the Board agenda is and needs to be transparent. Bob: We had all hands on deck today; engagement & listening went well. Norms followed well. Debbie: I chose to not interrupt the discussion of the all-member meeting because it was so vibrant. Susan Adler: I don't want a separate timekeeper from a facilitator; I trust the facilitator's judgment. Jeanne Marie: I look forward to the year and liked everyone's contribution. I hope we are all supporting Nancy and I like that she is making her needs knowns.
2:00	Adjourn Nancy: I thought it was a great Board meeting. We do tend to verge into implementation, e.g., when discussing the Covid Protection policy. Please send me your comments on the calendars/agendae within 2 weeks.

Invited: Susan Adler, Bob Anderson, Nancy Hooyman, Ann Lawrence, Denise Lishner, Nancy Robb, John Rochford, Jeanne Marie Thomas

Facilitator: Debbie Ward

Staff: Denise Klein

Next Meeting: Monday, February 14, 2022 - 11:30 am to 2:00 pm (unless it changes)

ATTACHMENT 3

February 2022 Executive Director's Report

1.29.2022

Goal 1. For ourselves as members: Support our members to age successfully and safely with as much independence, choice, and sense of well-being as possible.

- a. Louise Andersen has agreed to take on the social activity coordination duties. She is designing a survey for members to get more specifics about the interests that we've identified so far (see attached).
- b. Recruitment for our contracted social worker is underway. The announcement went out to an extensive list of individuals and organizations. We've gotten four resumes thus far; all arrived after we posted on a jobs website. We hope to have someone performing in this role by April.
- c. Other member-driven activities are already moving forward (including a civic engagement gathering hosted by Sue Lerner and Audrey Hansen on Zoom on Sunday, February 13).
- d. The **Somesuch Players** read *Our Town* in January. Four new people were readers and most will continue on some basis. This has been such a successful, member-led initiative (led by **Victoria Bestock**)
- e. **Michael Kischner** of Somesuch is giving a 4-session workshop on Shakespeare's *The Winter's Tale* in February and March and that has brought more new readers in.
- f. A new Movie Group watched (separately or in small groups) its first planned film, *Lincoln*. The group was suggested by the **Lippes** and led by **Denise Lishner**. Next up is *The Peacock Spring*, a romantic/political/cultural movie about India moving toward independence.
- g. The January *Storytelling* event, moderated by **Michael Kischner**, had its usual robust attendance (more than 40 people). February will be moderated by **Dick Zerbe**, whose storytellers are **Denise Lishner, Kathleen O'Connor, and Wolfgang Kluge**.
- h. **Susan Adler** and **Denise Klein** are working with a committee to plan and implement 2022 Forums, including a session on **Sunday, March 6**, about the "denial of death" with the Ernest Becker group and a workshop (not yet scheduled) by *Grandmothers Against Gun Violence* (**Kay Beisee** is organizing).
- i. The phone tree was "triggered" for the 34th time on February 1.
- j. **Eleanor Dills** and **Ann Lawrence** organized a field trip to visit the Arboretum's Winter Garden on January 28. At least 10 people attended. **Eleanor** will likely sponsor more of these. Participants were elated to meet face-to-face (some of them had never seen each other before) on a beautiful day in a beautiful place!
- k. **Sue Lerner, Audrey Hansen** and **Denise Klein** are collaborating on a list of members' volunteer activities.

Goal 2. For our organization: Nurture a responsive and dynamic organization that will be sustained over time.

- a. Membership is holding at 107. No new members this month. Quite a few in the pipeline with no predictable joining date.
- b. Multiple Board task forces are carrying out their work:
 - The Purpose Task Force, led by Denise Lishner (with Debbie Ward and Denise Klein) will present its recommendations for Board approval at today's meeting.
 - The Member Input Task Force, led by Ann Lawrence (with Nancy Robb, Audrey Hansen, and Denise Klein) will present its Scope of Work for Board approval at today's meeting.
 - The Governance Task Force, led by Jeanne Marie Thomas, is getting underway and will seek initial feedback from the Board at today's meeting.
- c. The Board will adopt a Covid Protection Policy on 2nd reading at today's meeting.
- d. Jeanne Marie Thomas, Treasurer and Denise Klein have begun working with **Zach Glass**, a CPA who would like to learn more about non-profit accounting, on our books. Together, the 3 of them came up with new budget categories and reporting for 2022 and will work with our bookkeeper, Heidi Turner, to implement these. Zach has also been invited to join the Finance Committee.
- e. Our Covid EIDL/SBA loan of \$9,000 was repaid on January 25, 2022.
- f. Jeanne Marie, Denise K., and Zach Glass (who has agreed to join the Finance Committee—he is a member and a CPA who wants to learn more about non-profit accounting) have created a 2022 version of our budget that will be loaded into Quickbooks by our bookkeeper. The categories have been collapsed in some cases, but expanded to show details of PGF-funded project expenditures.

Wider Horizons Profit & Loss Budget vs. Actual

January through December 2021

	B	C	D	E	F	G	H	I
2			ATTACHMENT 4 - 1.29.22	Jan - Dec 21		Budget	\$ Over Budget	NOTES
4	Income							
11			Total Direct Contributions	59,271		50,000	9,271	Primarily Individual
12			Program Revenue					
13			Personal Assistant	7,281			7,281	
15			Membership Dues	44,486		42,000	2,486	
18	Total Income			111,038		92,000	19,038	
19	Expense							
20			Member Support Purchases	2,801			(2,801)	
21			Bank Service Charges	149		0	(149)	
22			Communications	2,041		1,500	(541)	
23			Dues & Memberships	608		475	(133)	
28	Total Event-related expenses			257		1,500	1,243	
29			Grants & Contributions	558		600	42	
30			Insurance	1,703		1,850	147	
34			IT-related expenses	4,790		3,200	(1,590)	
35			Licenses, Fees, Taxes	186		250	64	
36			Meals & Entertainment	738		750	12	
41			Office Expense	4,666		4,850	184	
52			Payroll-related Expenses	60,539		56,500	(4,039)	Bonus
53			Printing & Reproduction	412		550	138	
54			Photography	100			(100)	
55			Personal Assistant	8,706			(8,706)	-1425.23 net
56			Accounting Services	3,964			(3,964)	
57			Consultant Services	1,781			(1,781)	
59	Total Professional Services			14,551		7,000	(7,551)	
60			Program Supplies	336			(336)	
61			Publications & Subscriptions	257			(257)	
62			Local Travel Expense	37		500	463	
63	Total Expense			94,627		79,525	(15,102)	Member Support, IT, Bonus and Personal Assistant
65	Net Income			16,411		12,475	3,936	
66								
67	Planned Giving Fund			69,656				
68	Reserves			30,000				
69	Bank Balance			132,816				Includes PGF and Reserves
70	Liabilites							
71			Loan	9,000				
72			Other	616				
73	Total Liabilities			9,616				

**Wider Horizons
 Profit & Loss Budget vs. Actual**

January through December 2021

	B	C	D	J
2			ATTACHMENT 4 - 1.29.22	
4	Income			
11	Total Direct Contributions			
12	Program Revenue			
13	Personal Assistant			
15	Membership Dues			
18	Total Income			
19	Expense			
20	Member Support Purchases			
21	Bank Service Charges			
22	Communications			
23	Dues & Memberships			
28	Total Event-related expenses			
29	Grants & Contributions			
30	Insurance			
34	IT-related expenses			
35	Licenses, Fees, Taxes			
36	Meals & Entertainment			
41	Office Expense			
52	Payroll-related Expenses			
53	Printing & Reproduction			
54	Photography			
55	Personal Assistant			
56	Accounting Services			
57	Consultant Services			
59	Total Professional Services			
60	Program Supplies			
61	Publications & Subscriptions			
62	Local Travel Expense			
63	Total Expense			
65	Net Income			
66				
67	Planned Giving Fund			
68	Reserves			
69	Bank Balance			
70	Liabilites			
71	Loan			
72	Other			
73	Total Liabilities			

Wider Horizons
Statement of Financial Position
As of December 31, 2021

	Dec 31, 21	Dec 31, 20	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
1st Security Bank Checking	132,816.33	44,978.68	87,837.65	195.3%
Total Checking/Savings	132,816.33	44,978.68	87,837.65	195.3%
Other Current Assets				
Reimbursements Receivable	139.64	0.00	139.64	100.0%
Prepaid Expenses	305.00	624.59	-319.59	-51.2%
Undeposited Funds	0.00	300.00	-300.00	-100.0%
Total Other Current Assets	444.64	924.59	-479.95	-51.9%
Total Current Assets	133,260.97	45,903.27	87,357.70	190.3%
TOTAL ASSETS	133,260.97	45,903.27	87,357.70	190.3%
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Other Current Liabilities				
Sales Tax Payable	1.38	1.38	0.00	0.0%
EIDL Loan	9,000.00	9,000.00	0.00	0.0%
Reimbursements Payable	0.00	-63.15	63.15	100.0%
Payroll Liabilities				
Labor & Industries	82.91	82.83	0.08	0.1%
WA Family Leave	31.66	31.66	0.00	0.0%
State Unemployment	501.21	340.00	161.21	47.4%
Social Security Company	0.00	0.02	-0.02	-100.0%
Total Payroll Liabilities	615.78	454.51	161.27	35.5%
Total Other Current Liabilities	9,617.16	9,392.74	224.42	2.4%
Total Current Liabilities	9,617.16	9,392.74	224.42	2.4%
Total Liabilities	9,617.16	9,392.74	224.42	2.4%
Equity				
*Unrestricted Net Assets	36,510.53	16,106.49	20,404.04	126.7%
Net Income	87,133.28	20,404.04	66,729.24	327.0%
Total Equity	123,643.81	36,510.53	87,133.28	238.7%
TOTAL LIABILITIES & EQUITY	133,260.97	45,903.27	87,357.70	190.3%

Covid-19 Protection Policy

Because we are concerned about the health and well-being of our members, especially with regard to Covid-19 and its variants, we are establishing the following policy. This policy and its implementation will be guided by the standards and guidelines of the CDC and the King County Health Department.

1. All attendees at WH-sponsored face-to-face events will be fully vaccinated per whatever is the current CDC guideline for this.
2. Meanwhile, we will ask for all members to show the Executive Director their vax cards and she will make a record of these.
3. We will examine the vaccination cards of any non-members attending face-to-face events.
4. All WH contractors will provide evidence of full vaccination status to the Executive Director.
5. Member volunteers who are helping other members (and the members themselves) will be fully vaccinated. They will wear masks unless both agree otherwise.
6. If a member requests other safety precautions (rapid testing, distancing, etc.), we will try to honor these. If we are unable to do so, the member in question may decline participation.

Explanatory Statement:

To succeed in shaping policy decisions, it is necessary for the Board to understand how policy choices might impact the daily operations of Wider Horizons. The additional proposed norms serve to ensure that Board members consult with the Executive Director to consider possible benefits and challenges of policy choices before finalizing decisions.

New Proposed Norm:

Request feedback from the Executive Director before finalizing decisions.

Attached are the norms that we have adopted to date, with this norm added in two places within a) Norms re conduct for Board members...and b) Facilitator engagement norms. The two proposed new norms are bolded and highlighted in yellow.

Norms related to Conduct for Board Members, the Executive Director, and Members of Committees and Task Forces

Engage in your Board role

Arrive on time and avoid distractions when on Zoom.

Read all materials for understanding.

Ask clarifying questions before the meetings.

Get a briefing if you miss a meeting.

Reach out to Village members regularly to listen to their needs and interests and to influence your Board decision making.

Acknowledge each other

Listen deeply.

Recognize each other's contributions and offer credit when appropriate.

Be open to opinions that differ from yours.

Fulfill your responsibilities; don't do someone else's job.

Speak intentionally

Be concise, avoid repetition, and share the air time.

Voice dissent during, rather than outside of, meetings.

Raise interpersonal complaints directly with those involved and get assistance in doing so if needed.

Keep content of executive sessions confidential.

Promote positive results

Carefully identify problems and present potential solutions.

Give clear instructions to committees and task forces, with timelines.

Request feedback from the Executive Director before finalizing decisions.

Support Board decisions, even when you are not in full agreement.

Facilitator Engagement Norms

The Facilitator will help members follow conduct norms as well as:

1. Manage discussions according to the times in the agenda unless there is agreement to revise time frames at the meeting.
2. Call on Board members in the order they have raised their hands.
3. Engage Board members who have not spoken during a discussion.
4. Intervene in a constructive manner if tension arises in the discussion.
- 5. Request feedback from the Executive Director before finalizing Board decisions.**

Board Organizational Norms

Meeting Preparation and Communication

1. Requests to add items to the agenda will be made to the President two weeks in advance of meetings.
2. There will be a time on the agenda for new business.
3. Each Board agenda item will identify a desired outcome, and this will be the focus of board member remarks.
4. Information items not requiring action will be included in the packet, separate from the consent agenda.
5. Updates and reports will be sent in writing to the President and Executive Director at least a week before the Board meeting.
6. Board packets will be sent to the entire membership and to the board via email 5 days before Board meetings.
7. Board packets will include context and background as needed for transparency.
8. Members should ask questions of the Committee Chair before requesting removal of an item from the consent agenda item for discussion at the Board meeting.
9. Minutes will list topics that are flagged for attention at a later time.
10. Minutes of Board meetings will be sent to Board members for review within one week of the meeting. Two days after that, they will be sent as “draft” to all WH members.

How We Work Together

1. Key work assignments, such as to ad hoc committees, will define the project scope, rationale, project lead, and outcome. At the following Board meeting, the assigned lead will present a timeline and process for engagement of the board, and may also include engagement of members and others, as deemed appropriate.
2. Simplified Roberts Rules of Order will be followed in decision-making.
3. The exact wording of a motion will be stated before a vote is taken.
4. Time will be taken to regularly celebrate together.

Final Report of Purpose Task Force

Four Questions were posed to members:

1. What is the main reason you joined Wider Horizons?
2. Have you found it or something else valuable?
3. Why is what you found important to you?
4. What is the purpose of Wider Horizons? Why does it exist?

Data on Board and Member input:

1. Four Board members gave written responses to these questions
2. Nine randomly selected members were interviewed
3. More than 50 people participated in small group discussions at an all-member meeting
4. The three task force members (Denise Lishner, Chair; Debbie Ward, and Denise Klein, staff) also drafted purpose statements and shared them.
5. The task force reviewed all of the data and together came up with a draft purpose statement that reflected the themes gleaned from member responses.

We identified these necessary elements of a Purpose Statement and incorporated them in the draft below:

1. The structure (WH)
2. The target group
3. Why does WH exist?
4. Outcomes

DRAFT STATEMENT OF *Wider Horizons*' PURPOSE

Wider Horizons purpose is to provide the structure for building and maintaining a caring community of peers that shares knowledge, experience, and resources to foster belonging, social and intellectual stimulation, security, and contribution as we age.

Draft Scope of Work for Membership Input Task Force

A Board Task Force consisting of Ann Lawrence, Nancy Robb, and Audrey Hansen and staffed by Denise Klein met 3 times in January to consider ways to engage members in conveying their ideas to the Board and Executive Director in more formal ways. These are in addition to the many informal approaches already in use. The recommendations of the Task Force, including 4 draft proposals/motions follow in the text below. They take into consideration that we want input from members who may feel outside their comfort zone in giving such input and that we especially want to give the proper weight to all member input and not just that from “squeaky wheel” people who tend to get more attention.

Proposed Policy: Members’ voices and ideas will be heard and their input seriously considered by the Board and Executive Director. Structure to facilitate this will be implemented as per the attached proposals.

The Task Force considered these three types of member input:

1. Input on important questions of policy or strategy pertinent to Board decisions. **See the process we recommend the Board follow when deciding about member input on matters of policy and strategy.**
2. Members expressed ideas, concerns, or criticisms. **When a Board member hears an idea, concern, or criticism expressed by a member, they should ask the member if they wish to have them presented to some individual or a wider audience for responsive action. This can be done on the spot or afterwards. If the ensuing discussion does not resolve the concern, the Board member will ask for more information,¹ along with considering what confidentiality issues may apply.**
3. Members suggest new programs and activities. **All ideas for programs and activities will be forwarded to the Executive Director who will follow through appropriately.**

¹ Such as the following:

What the member would like to see as a result of bringing up the idea or concern?

If a concern, what would be an acceptable resolution?

Proposals/Motions²

Proposed Policy: Members’ voices and ideas will be heard and their input seriously considered by the Board and Executive Director. Structures to facilitate this will be implemented as per the attached proposals.

Proposed Member Input Vehicle: Establish a pilot twice-a-year Member Input Circle to be led by a member or a Board member.

This is a sort of semi-annual Fireside Chat, but primarily from the bottom up, wherein members can bring up whatever they want to discuss, share their ideas, and give input to anything they choose. It is premised on the belief that gathering face-to-face (in real space or on Zoom) has a quality that is missing when we get input in written form or over the phone. Also, some people form their ideas by listening to others.

Proposed Ombudsman: Member input that represents a concern or criticism will be referred to an Ombudsman—a member selected from among those who express interest.

Proposed Agenda Item: On each Board meeting agenda, under New Business, there will appear an item “Members Concerns.”

Timeline:

1. The above motions will be discussed 2.14.22 and adopted 3.14.22, after member input has been received.
2. If adopted, the above proposals will be implemented immediately. The first Member Input Circle will be held in May in time to influence Board retreat strategic thinking.
3. We will have on the agenda for the November, 2022 Board meeting a discussion of how well we are doing with regard to the member input policy and procedures.

² In addition, here is the process we are planning to use to get member input on these proposals:

We would like to hear from at least 25 members (more than 20%). To achieve this, we’ll take the following steps:

- *Denise will send out an email, over her signature and that of Nancy Hooyman, with the recommendations as forwarded by the Board after their 2.14.22 discussion. Members will be told that if at least 25 people respond, all respondents’ names will “go into a hat” for a drawing whose prize is a meal cooked by a Board member for the person whose name is drawn and a guest of their choice.*
- *If fewer than 25 people respond, a second reminder email will be sent a week later and, in addition, Board members will each call at least two members (drawn from members who are less active) to discuss the recommendations and get their input, thereby increasing the response rate to nearly 40% of members.*

RECOMMENDED DISCUSSION TO BE HAD BEFORE SEEKING MEMBER INPUT ON POLICIES AND STRATEGIES

1. Is this a situation or decision that calls for member input? Why? Will the input sought give members a chance to influence a decision in a meaningful way?
2. Members can be asked for input on *whether to do something, what to do, how to do it, or when to do it*. Be clear what is being asked for and provide adequate context to members when requesting their input. Tell them, for example, “why” the Board wants their input; what decisions the Board needs to make, etc.
3. *Often members’ input is not sought before Board discussion when that would have been the most fruitful time to get/hear it*. Ask when the input should be sought and considered: Is it before in-depth discussion by the Board? Mid-discussion? Or after-the-fact input?
4. *Avoid just asking members for their rubber stamp*. Provide sufficient time to request, receive, and process member input.
5. Consider how many members need to weigh in before their input is meaningful and appropriate to a particular issue or decision. Use appropriate techniques for getting to that number (a random sample, phone interviews, discussion group, etc.)
6. Identify who is responsible for getting the input. Consider asking members themselves to lead efforts to get input from other members (rather than having Board members or the Executive Director always lead).
7. Consider whether, when, and how to tell members about how their input was used. Often it is enough to share the final decision and state that member input was sought and how.

Jeanne Marie Thomas, Chair, Governance Task Force

Background

Nonprofit governance is defined by Boardable as the process of providing strategic leadership to a nonprofit organization. It entails the functions of setting direction, making policy and strategy decisions, overseeing and monitoring organizational performance, and ensuring overall accountability. Nonprofit board governance is the combination of systems, guidelines, and processes used to make decisions, hold decision makers accountable, and take action.

There are currently efforts underway to clarify *Wider Horizons* organizational purpose, systems and processes so that they are transparent, accountable and well understood by members, the ED, and Board members, and are endorsed by all parties. One key element of this effort is to review our governance policies and identify issues needing clarification. This effort will be informed by the current work to define the purpose of *Wider Horizons* and how the Board listens to and considers member input.

Because the topic of governance is wide-reaching and potentially time-consuming, I propose that the Task Force members take incremental steps to identify and schedule key discussion points.

Governance topics will be segregated into those requiring input from *Wider Horizons* members, and those that are more appropriately decided by the Board members directly.

After this initial Board discussion, the Task Force will meet and provide a more developed scope of work and schedule. This will include more opportunities for the Board to influence the scope and process.

PRELIMINARY LIST

Topics requiring member input:

1. Electoral
 - a. Who nominates board members?
 - b. How elected?
 - c. Can non-members be on the board?
2. Who evaluates ED: How and with what scope?
3. When and how can WH members participate in a Board meeting?
4. Define strategies for member Input into Board processes.

Topics more appropriate to be decided by Board members directly

1. How does the Board establish new standing committees?
2. What is the best size for the Board?
3. How often should the Board meet?
4. How is the Board evaluated?

Questions for the Board and the Executive Director:

Do you have additional topics to suggest?
What are the highest priority items?