

Board of Trustees Meeting

September 14, 2011

Board Members Present:

Janice Whiteman Michael Towner Craig Palmer Janice Totleben Michael Jenkins

Board Members not in attendance: A.J. Grack, Gwendolyn Cooley

Also in attendance: Anthony Pirrello, CEO/Administrator, Tom Pendleton, Board Solicitor, Rebecca

Schauffele and Jane Binder, Office Administrator

Public in Attendance: None

Call to Order: Michael Towner, President, opened the meeting by leading the Pledge of Allegiance and

called the meeting to order at 6:04 PM

Public Comment: None

Approval of Minutes:

Motion to approve minutes of August 10, 2011 Board meeting:

Moved by: Janice Whiteman Seconded by: Janice Totleben

Motion passed by a show of hands 5-0

President made call for separation on Consent Agenda (see attached)

No separation called for on Consent Agenda

Motion to approve items on Consent Agenda

Moved by: Janice Whiteman Seconded by: Michael Jenkins

Motion passed by a show of hands: 5-0

Motion to accept the commitment letter proposed by Northwest Savings Bank bank dated August 29, 2011 to be executed by the CEO as per the terms outlined.

Moved by: Mike Jenkins Seconded by: Michael Towner

Motion passed by a show of hands: 5-0

CEO Report: Anthony Pirrello (copy in packet)

Motion to accept CEO report:

Moved by: Craig Palmer Seconded by: Janice Totleben

Motion passed by a show of hands: 5-0

Committee Reports

<u>Financial Oversight Committee Report</u> – Mike Jenkins – Treasurer (see packet)

Moved by: Janice Totleben Seconded by: Craig Palmer

Motion passed by show of hands 5-0

<u>October Executive Limitation Monitoring Report</u> – Craig Palmer – Committee Chairperson **EL#2b: Treatment of Faculty and Staff (see report)**

Motion to accept committee report:

Moved by: Mike Jenkins Seconded by: Janice Whiteman

Motion passed by show of hands: 5-0

October Executive Limitation Monitoring Report —Anthony J. Pirrello EL#2e — Emergency CEO Succession Plan — Plan submitted

Motion to accept the EL#2 Emergency CEO succession plan:

Moved by: Mike Jenkins Seconded by: Craig Palmer

Motion passed by show of hands: 5-0

New Business:

The MRCS Board of Trustees hereby resolves:

To create an Ad Hoc Committee with the following directives:

To execute the October Monitoring Schedule for Executive Limitations #EL 2A Treatment of Families and Perspective Families

The committee will be made up of the following:

CEO Anthony Pirrello
Committee Chair: Janice Totleben
Members Janice Whiteman
Michael Towner

Moved by: Craig Palmer Seconded by: Janice Whiteman

Motion passed by show of hands: 5-0

The MRCS Board of Trustees hereby resolves:

To empower an Ad Hoc Election Committee to conduct the November 2011 Board Member Ratification Process per the attached May 11, 2011 Resolution entitled "Board Election Process, GP#2g".

CEO Anthony Pirrello

Members: Craig Palmer Chairperson

Janice Whiteman Michael Towner

Moved by: Janice Totleben Seconded by: Michael Towner

Motion passed by show of hands: 5-0

Board Convened Executive Session at 6:48 pm

Reason for Executive Session: Board Training Purposes

Board reconvened Public Session at 7:34 pm

Adjourned at 7:34 pm

Recorded by: Jane Binder, Board Recorder Submitted by: Craig Palmer, Board Secretary

Craig Palmer, Board Secretary

Date