



**Minutes of the LLI Council Meeting
January 18, 2022
Video Conference 9:30 - 11:04 a.m.
Via Zoom**

Council Members Present: Robert Beaury, Tom Esposito (ex officio), Felice Gelman, Carmela Gersbeck, Carol Goss, Robert English, Nanci Kryzak, Deborah Lanser, Linda LeGendre, Jill Lundquist, John Mathews, Chuck Mishaan, Marge Moran, Deborah Schwartz, Linda Stanley

Also Present: Diane Miskit

Call to Order

At 9:30 a.m. President Nanci Kryzak called the meeting to order and welcomed the guest.

Approval of Minutes

Upon a motion by John and seconded by Marge, the minutes of the December 20, 2021 Council meeting were unanimously approved.

P&E Jill Lundquist

Congressman Jamie Raskin has agreed to do a program on March 9th or, if he has to be on the floor for a vote, March 10th. Bill Press, a DC journalist, has agreed to be the interviewer. Oblong Books will help with tech, using their webinar license and session manager. The technical and registration details will be worked out later.

Motion: Upon a motion by Carmela and seconded by Felice, Council unanimously approved coordinating with Oblong Books to create a special program. The program may be open to members of the Bard community through CCE, and Oblong will invite people on their mailing list.

Executive Committee Reports

President's Report: Nanci Kryzak

Bard is willing to welcome vaccinated and boosted LLI members back to campus. Nanci and Robert English will collaborate on a process for verifying vaccination status of all members who come to campus.

Marge has confirmed that the Afghan Student Meet and Greet won't be held until April.

Before the meeting, Nanci forwarded a memorandum from the law students at the Arts and Entertainment Advocacy Clinic from George Mason University about developing a policy for

recording classes. P&E reviewed the memorandum and recommended that we do not go forward because of the financial risk to presenters and LLI.

Motion: Upon a motion by Robert Beaury and seconded by Linda Stanley, Council unanimously agreed to table the development and implementation of any recording of LLI classes.

Because Bard does not have a policy about recording classes, Nanci will share our decision and the reasons for it with them.

First Vice President's Report: Linda Stanley

There are several candidates for member at large, and candidates for president and treasurer. As of January 18, there were no candidates for first vice president. Linda asked for recommendations for suitable candidates.

Second Vice President's Report: Felice Gelman

Felice incorporated the revisions to the bylaws suggested by Council members and reviewed at P&E (Appendix). After Council has approved the revised bylaws, she will set a date for sending the document to the membership. She also reviewed a suggested letter to the membership explaining the changes. If approved by the membership, Felice, as Bylaws Review Committee chair, will present the revised bylaws at the annual meeting.

Motion: Upon a motion by Robert Beaury and seconded by Marge, Council members unanimously approved the revised bylaws.

Action point: Nanci, Felice, and Linda S will meet separately to discuss a date for sending out the bylaws. They will also check with Chuck about how distribution of revised bylaws was handled previously.

Updating the workflow documents has been a bit of a moving target, and several people with important functions have resigned. Several standing committees have reviewed and updated or are updating the documents. The documents can be updated on the shared drive. We all have access to it.

Secretary's Report: Deborah Lanser

Deborah reported we received two pieces of mail: acknowledgements from Bard for recent donations and a thank you from the Yun family to Nanci for her recent condolence message.

Treasurer's Report: Robert Beaury

We had no income in December. Operating expenses ran \$256.77. There were two unexpected expenses: \$173 for advertising and \$1,200 for the Afghan Student Fund. Bard provides a monthly report of what they are paying out of our account.

Motion: Upon a motion by Linda Stanley and seconded by Carmela, Council voted unanimously to approve the budget report.

Standing Committee Reports

Admin/Infrastructure: Deborah Schwartz

The Catalog team is working on the spring semester catalog. Bill Tuel has resigned as chair of the team, effective with the completion of the spring semester catalog. Curriculum and Catalog are working together to develop a clear process for producing the catalog.

The most opened articles in the recent newsletter were the announcement of spring classes and thoughts from new members.

The MailChimp process has been working more smoothly.

Tech training on the new version of ProClass for registration has begun.

Deborah is thinking about ways to break up technology tasks into smaller pieces so more volunteers can help. She has started redesigning the organization area of the website.

Curricular and Special Programs: Linda LeGendre

WinterFest is going well. Spring classes are scheduled for Passover and Good Friday. For presenters who wish to observe a holiday, we may offer the option of rescheduling. Tom noted that our policy has always been to continue classes on these holidays, as per Bard's schedule, but allow presenters and attendees to take the day off if they wish.

Action point: Alert producers to the possible conflicts with religious holidays.

Tom will work on getting classrooms once the class schedule is finalized.

Governance: Nanci Kryzak

The points made in Nanci's report have been covered in reports from committee chairs.

Membership Development: Robert English

A new member reception is tentatively scheduled for May 4 at Greig's Farm in Red Hook and a collage workshop for 10 people is scheduled at the Starr Library on April 11. A tour of the Fisher Center is on hold because of the surge in Covid cases.

Robert is working with Nanci about ways to confirm member vaccination status. They will also consider ways to distribute member lanyards and name tags.

Barbara Burns has resigned as volunteer coordinator. Nanci will discuss the role of volunteer coordinator with Membership Development.

Program Support: Carmela Gersbeck

Carmela suggested that Linda Still might replace Barbara as volunteer coordinator.

Four new session managers will start training at the beginning of February. There are 25 active session managers, but we only need 16 for spring. Carmela has started recruiting for class

managers. There may be one hybrid class; Carmela will convene the hybrid team once the spring course schedule is confirmed.

Old Business

Deborah Lanser read the following policy:

ORG 03/19-A. The LLI Council will determine membership cap annually in April. Council voted to let the policy stand.

Deborah then read the following policy:

ORG 12/20. In the event of bad weather, LLI follows decisions made by the Red Hook Central School District. When RHCSD cancels classes: LLI will also cancel its classes and all other programs. When RHCSD delays the start of classes: 1) LLI first-period classes will be canceled; 2) second-period classes will begin, as usual, at 10:10 a.m.; 3) LLI WinterFest programs will be held as usual. For information: RHCSD: redhookcentralschools.org or cancellations.com, or call: 845 758-2241.

Tom suggested adding a sentence to the policy stating that all Zoom courses will be held as scheduled regardless of school closures.

Action point: Robert and Nanci can look at rewriting the policy.

New Business

No new business was discussed.

Adjournment

Upon a motion by Linda Stanley and seconded by Robert English, Council voted unanimously to adjourn the meeting at 11:04 a.m.

Respectfully submitted,
Deborah Lanser
Secretary

Appendix

LLI Bylaws, 2022 Revision

Article I – Name

The name of the organization shall be Lifetime Learning Institute (LLI) at Bard College. The mailing address shall be PO Box 22, Annandale-on-Hudson, NY 12504, and listed on our website. LLI shall be sponsored by Bard College, under the auspices of the Center for Civic Engagement, and shall be affiliated with the Road Scholar Lifelong Learning Institute (LLI) Resource Network.

Article II – Purpose

The purpose of the Lifetime Learning Institute shall be to provide educational and social opportunities for our members and invited guests to share their love of learning and to exchange ideas and experiences. LLI offers noncredit and noncompetitive courses and other events under the sponsorship of Bard College. LLI strives to be an inclusive organization and welcomes applicants and members from all backgrounds.

Article III – Membership

Membership shall be open to all adults who have interest in the purposes and activities of the organization upon written application and payment of annual dues as set by the governing body, subject to maximum Council-approved enrollment. Members shall have the right to vote to elect officers and members at large, to vote on proposed amendments to the bylaws, to vote on the annual budget, to hold office and participate in the benefits of the organization, and to receive notices and/or reports as issued by LLI. Members are encouraged to volunteer.

Article IV – Governing Body

The governing body of LLI shall be an eleven (11) to fifteen (15) voting member Council consisting of an Executive Committee of five (5) elected officers, plus four (4) elected members at large and six (6) appointed standing committee chairpersons. Additionally, there shall be two (2) ex officio members. The ex officio member appointed by Bard shall have no voting rights and shall not be counted in the quorum.

The immediate past president shall be an ex officio member with no voting rights and shall not be counted in the quorum. A quorum shall consist of a majority of current, voting Council members. A Council member having five (5) absences within a period of twelve (12) consecutive months shall be deemed to have resigned from Council. No Council member shall have more than one vote on matters brought to the Council.

Article V – Nominations and Election

The Nominations and Election Team shall be appointed by the president, as needed, and approved by a majority of current voting Council members. The team shall consist of the first vice president as chair, the four (4) members at large, and at least one (1) non-Council member.

The Nominations and Election Team shall solicit recommendations from the membership for the nomination of elected officers and members at large, and shall recommend candidates to be voted upon by the membership. At the request of the president, the Nominations and Election Team shall also recommend candidates for appointment or replacement of standing committee chairs, to be approved by a majority of current voting Council members.

The Nominations and Election Team shall conduct annual elections each spring by means of membership voting, and shall report results to the membership at the annual meeting in May.

Elections for Council shall be as follows:

1st year: president, first vice president, treasurer, and two (2) members at large

2nd year: second vice president, secretary, and two (2) members at large

The president shall serve for a two (2) year term, with the option to be nominated for one (1) additional two (2) year term. All other elected officers and the members at large shall serve for terms of two (2) years, with the option to be nominated for two (2) additional two (2) year terms. Chairpersons of the standing committees shall be appointed by the president, with approval by a majority of current voting Council members. They shall serve at the pleasure of the president.

Officers and members at large shall be chosen from the membership by a majority of LLI members voting in the annual election. The Nominations and Election Team shall report on the results of the annual election to the membership at the annual meeting in May. Elected members of Council shall take office

on July 1. If any officer or member at large leaves his/her position before the term expires, the Nominations and Election Team shall make recommendations to the president for replacement for the remainder of the unexpired term. Appointments for replacement shall be made by the president and approved by a majority of current voting Council members. The replacement Council members shall have full rights as voting members of the Council for the remainder of the unexpired terms they fill.

Article VI – Officers and Members at Large

The president shall:

- Preside at all Council and annual meetings
- Serve as chairperson of the Executive Committee
- Serve as an ex officio member of all other committees
- Oversee LLI finances
- Appoint committee chairs, subject to approval by Council
- Create ad hoc teams
- Maintain a connection with Bard

The first vice president shall:

- Perform the president's duties in case of absence
- Serve as a member of the Executive Committee
- Serve as an ex officio member of all other committees
- Ensure provision of orientation and training of the second vice president
- Ensure provision of orientation and training for new Council members
- Conduct, at least annually, a survey of the membership on LLI matters and prepare a report.
- Chair the Nominations and Election Team
- Perform other duties as assigned by the president

The second vice president shall:

- Perform the first vice president's duties in case of absence
- Serve as a member of the Executive Committee
- Serve as an ex officio member of all other committees
- Conduct a bylaws review every five (5) years or as needed

- Maintain a current workflow/operations manual
- Perform other duties as assigned by the president

The secretary shall:

- Serve as a member of the Executive Committee
- Record and distribute the minutes of all Council meetings
- Record attendance for all Council members at required meetings and annual meetings
- Maintain a file of approved minutes
- Maintain a file of confidential executive session minutes and other meetings as requested by the president
- Maintain a current policy manual
- Perform other duties as assigned by the president

The treasurer shall:

- Serve as a member of the Executive Committee
- Work with the office of the comptroller of Bard College to process disbursements and receipts of LLI at Bard
- Prepare a financial statement for all Council meetings
- Prepare an annual budget and finance report for Council approval and report to the membership at the annual meeting for adoption
- Serve on the Finance Team
- Perform other duties as assigned by the president

The members at large shall:

- Represent the interests of the general membership
- Serve on the Nominations and Election Team
- Perform other duties as assigned by the president

Article VII – Committees

Executive Committee: president, first vice president, second vice president, secretary, and treasurer

The six (6) standing committees of the Council shall be:

- Administration/Infrastructure
- Curriculum
- Governance
- Membership Development
- Program Support
- Planning and Evaluation

Ad hoc teams: appointed by the president as needed.

The chairpersons of all committees shall serve at the pleasure of the president.

Article VIII – Meetings

The annual general membership meeting shall be held in May. At the annual meeting the Nominations and Election Team shall present the results of the annual election and, when appropriate, the Bylaws Review Team shall present amendments to the bylaws that have been approved by the membership. (See Article XII below). The treasurer shall present the annual budget for approval by a majority of the members present.

Council: The Council shall meet a minimum of nine (9) times per year. Special Council meetings may be called at the request of the president or at the request of three (3) Council members with seven (7) days notice. A quorum shall consist of a majority of current, voting Council members.

Executive Committee: Meetings shall be called by the president as needed. This committee shall have general supervision of LLI between Council meetings and in the event of an emergency.

Committees: Meetings shall be called by the committee chairpersons as needed.

Special: Special membership meetings may be called by the president or upon written request of at least ten percent (10%) of LLI members, the purpose to be indicated in the request. Seven (7) days prior notice shall be given to the membership. Special membership meetings requested by members are limited to one per fiscal year.

Article IX – Fiscal Year

The fiscal year shall coincide with that of the sponsoring institution, Bard College, July 1 to June 30.

Article X — Dissolution

In the event of the dissolution of the Lifetime Learning Institute at Bard College the net assets of the organization shall be distributed to Bard College, a 501(c)(3) organization, under the oversight of the pPresident and the Finance Team. No funds shall benefit any member.

Article XI — Parliamentary Authority

The rules contained in *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

Article XII – Amendments

The sSecond vVice pPresident shall chair a Bylaws Review Team appointed by the pPresident consisting of a minimum of two (2) members from the Council and one (1) from the general membership. This team shall be appointed at least every five (5) years or as needed to consider amendments to the bylaws. The team's recommendations shall be presented to the Council for approval by a majority of current, voting members of the Council, and then to the membership for adoption prior to the annual meeting.

Notice to members of proposed amendments to the bylaws must be given at least thirty (30) days prior to commencement of voting on the proposed amendments. Amendments to the bylaws must be approved for adoption by two-thirds (2/3) of those members participating in the voting. Voting on amendments shall be conducted prior to the annual meeting.. Results of the voting shall be announced by the Bylaws Review Team at the annual meeting in May, and the amended bylaws shall become effective immediately on the date of the annual meeting.

| | |
|--|------------|
| adopted at Annual Meeting: | 08/17/2001 |
| amended at Annual Meeting: | 09/12/2003 |
| amended at Annual Meeting: | 09/18/2006 |
| revised and adopted at Annual Meeting: | 09/11/2009 |
| amended at Annual Meeting: | 09/23/2010 |
| amended at Annual Meeting: | 09/01/2012 |
| amended at Annual Meeting: | 09/09/2013 |
| adopted at Annual Meeting: | 09/08/2014 |
| revised and adopted at Annual Meeting: | 09/06/2017 |