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# NORTHEAST DUPAGE SPECIAL RECREATION ASSOCIATION

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## BOARD OF TRUSTEES MEETING MINUTES

Wednesday, September 7, 2011

1. Call to Order: Vice Chairman Cec Sullivan called the meeting to order at 1:33 p.m., at the NEDSRA Administrative Office, 1770 West Centennial Place, Addison, Illinois. The following roll call was taken:

Members Present  
Mark McKinnon, Addison Park District  
Steve Cherveney, Bensenville Park District  
Larry Reiner, Butterfield Park District  
Cec Sullivan, Village of Glendale Heights  
Maryfran Leno, Itasca Park District  
Paul Friedrichs, Lombard Park District  
Tom Connolly, Medinah Park District  
Laura Barron, Oakbrook Terrace

Greg Gola, Village of Villa Park, arrived at 1:35 p.m.  
John Bealer, Village of Schiller Park, arrived at 1:37 p.m.  
Greg Kuhs, Wood Dale Park District, arrived at 2:40 p.m.

Members Absent  
None

Staff & Guests  
Jeena Greenwalt, Executive Director  
Rosanna Furman, Recording Secretary  
Staff: Susan Balling, Lisa Deets and Karen Lesniak  
Guest: Michael Walaszek, Addison Superintendent of Recreation

2. Approval of Minutes, August 3, 2011:

Vice Chairman Sullivan asked if there were any questions regarding the minutes from the August 3, 2011, Board of Trustees meeting. Trustee Leno indicated that she was not at the August 3, 2011 meeting. Trustee Friedrichs moved to approve the minutes from the August 3, 2011, Board of Trustees meeting with any necessary corrections. Trustee Cherveney seconded the motion. On a voice vote, the motion was passed with 8 ayes and an abstention from Trustees Leno, Sullivan and Reiner.

3. Comments and Communications:

NEDSRA received a letter from the Illinois Dept. of Human Services thanking us for participation in the Americans with Disabilities Celebration, at which NEDSRA provided a 3-on-3 wheelchair basketball exhibition.

In addition, NEDSRA received a letter from the Butterfield Park District appointing Lawrence S. Reiner to the NEDSRA Board of Trustees and Dayna Heitz as the Alternate. Larry was recently appointed to the Butterfield Park District as their new Executive Director to Butterfield.

(Greg Gola, Village of Villa Park, arrived at 1:35 p.m.)

4. Introduction of Guests and Staff:

Trustee McKinnon introduced Michael Walaszek, Superintendent of Recreation for Addison. He is the NEDSRA Board Alternate.

(John Bealer, Village of Schiller Park, arrived at 1:37 p.m.)

5. “State of NEDSRA” Presentation:

Director Greenwalt reviewed the many transitions that have taken place at NEDSRA during the past year. In addition to the appointment of a new Executive Director, NEDSRA has also acquired two new Board of Trustee members from Bensenville and Villa Park. NEDSRA also experienced staff turnover with a Youth Coordinator, Marketing Manager and Registrar. These changes resulted in an 86% retention rate.

Director Greenwalt reported that she has been busy developing and strengthening new relationships, and reviewing all systems to improve efficiencies (Business, Legal, IT, facility, personnel and capital needs). Legislative connections have also been effected by the transition and reserve fund balances will have an impact.

Director Greenwalt highlighted program services, which saw a slight increase in programs, registrations and also exceeded the revenue goal in regards to fees and charges. The Healthy Minds/Healthy Bodies program was initiated at five Member Partner communities and received the 2011 ITRS Outstanding Program Award.

Director Greenwalt indicated that in regards to fund development, the support from Service Clubs was maintained during the year. Individual donations were less, however, NEDSRA minimized the impact by reducing fundraising expenses and eliminating a few events that didn't prove to be financially beneficial. Fortunately, the grants received by NEDSRA helped to offset these slight declines. NEDSRA ended the year in a strong financial position, recently received an unqualified and clean audit from Lauterbach and Amen, LLP, and ended the year 9% under budgeted expenditures.

The reserve funds continue to be healthy in spite of the allocations to the operating budget. Member Partner contributions were held flat for fiscal year 2010-2011. This, coupled with reduced reliance on state funds will have an impact on reserve funds. It is hoped that future discussions regarding the funding formula will decrease the need to dip into reserve funds.

Trustee Leno asked if Director Greenwalt would be providing service statistics for each district and attend home Board meetings. In addition, Trustee Leno asked if a one-page snapshot could be provided to identify participation trends by community. Director Greenwalt asked for time to compile the information and schedule presentations with each Member Partner.

Several copies of the 2010-2011 Annual Service Report were provided for each Board Member.

6. Financial Report:

a. NEDSRA Consolidated Financial Report – August 15, 2011

Vice Chairman Sullivan asked if there were any questions regarding the financial report ending August 15, 2011. There being no questions or comments, Trustee Leno motioned to approve the August 15, 2011, Consolidated Financial Report as presented. Trustee Friedrichs seconded the motion. On a roll call vote, the motion was passed unanimously.

7. Approval of Disbursements:

a. NEDSRA Disbursements Report – August 2011

Vice Chairman Sullivan referred to the claims list presented for August 2011, which included checks #43429 to #43465, interim checks #43395 to #43428 and transfers totaling \$213,575.47. Director Greenwalt indicated that 63% of Member Partner contributions had been received.

Vice Chairman Sullivan asked if there were any questions or comments. There being no questions or comments, Trustee Leno motioned to approve the disbursements of August 2011 as presented. Trustee Friedrichs seconded the motion. On a roll call vote, the motion was passed unanimously.

8. Chairman of the Board Comments:

Vice Chairman Sullivan welcomed Larry Reiner from Butterfield Park District.

9. Committee Reports:

Personnel Committee: Trustee Leno had anticipated an Executive Session for the Personnel Committee meeting, but this meeting has not occurred, yet. A committee meeting has been established for the Request for Qualification for Legal Services. Trustee Leno indicated that this sub-committee is comprised of Trustees Leno, Connolly and McKinnon. The information from this sub-committee meeting will be reviewed with the entire Board of Trustees.

10. Director's Report:

*Administrative Report* – Director Greenwalt reported again that Larry Reiner was the new Executive Director for Butterfield and welcomed him.

The vehicle replacement funds of \$25,000 for a new non-wheelchair lift van were established for this year. However, another wheelchair accessible van has been deemed more necessary. It was decided to hold off on the purchase of a new van for this year, because the existing vans are holding up well. Instead, a new van will be purchased next year, delaying the purchase by 6-months without any negative financial impact. Trustee Connolly indicated that they have a van that can be utilized, if necessary.

The evaluation of IT service with Price Consulting was conducted and they have done a good job overall, but we've had some issues with accountability. After discussing these concerns with Price Consulting, NEDSRA was assured that they would move forward in a positive direction. This was conducted without a contract and their hourly consulting price is nearly half in comparison to the research of several other providers. Currently, we budget for approximately 4 to 6 hours a week for IT services. Fortunately, they are able to address many issues remotely. Director Greenwalt commented that NEDSRA is also looking at investigating new fund development software.

The capital grant survey process is continuing. We recently passed an Eco-Cat survey through the Department of Natural Resources. This process was conducted for 2 different grants, totaling \$250,000.

Superintendent Deets reported that the 4<sup>th</sup> Annual Welcome Home Celebration and Valor Games took place at Soldier Field. This event provided an opportunity for injured veterans to learn about resources in the Chicagoland area. NEDSRA provided information regarding the Healthy Minds/Healthy Bodies program as well as adaptive sports opportunities.

Superintendent Deets also reported that a group of adults with mental disabilities participated in a trip to Steamboat, Colorado and she provided pictures of their event.

Director Lesniak reported that NEDSRA received a grant from the Alfred Bersted Foundation for \$10,000. This is the third year in a row that NEDSRA received a contribution from this organization. In addition, NEDSRA was presented with a check from the Silver Lining Foundation for \$1,300 for our Adult and Transportation programs. The Golf Classic is approaching and reservations for approximately 216 golfers have been received. In addition, NEDSRA has surpassed their hole sponsor count for the Golf Classic compared to last year.

11. Unfinished Business

No unfinished business to report.

12. New Business

a. The Alfred Bersted Foundation Resolution #1-09-11

The Alfred Bersted Foundation requires that we provide a resolution as part of their grant application process. This is the third year that NEDSRA has received funds from this foundation. The foundation has provided NEDSRA with \$10,000 grant.

Vice Chairman Sullivan asked if there were any questions or comments regarding the resolution. There being no questions or comments, Vice Chairman Sullivan asked for a motion to approve The Alfred Bersted Foundation Resolution #1-09-11. Trustee Connolly made a motion to approve The Alfred Bersted Foundation Resolution #1-09-11. Trustee Leno seconded the motion. On a voice vote, the motion passed unanimously.

b. Staff Background and Qualifications

An updated summary of the professional backgrounds for NEDSRA's staff was provided to the Board for their review.

C. Articles of Agreement

Director Greenwalt emailed copies of the Articles of Agreement earlier in the month to all Board Members for their review, and areas they would like to discuss. She received many suggestions for areas to review.

Trustee Leno indicated that any suggested changes should be reviewed by an attorney. In order to do so, she felt that waiting until NEDSRA hired a new attorney would be advantageous, before moving ahead with any changes.

Vice Chair Sullivan suggested that the Board proceed to discuss the Articles of Agreement, and that the attorney review could come later, before any changes are made. General discussion and input followed on several areas of the articles of agreement. No votes were taken at this time.

**Board Representatives and Alternates** – Trustee Leno suggested that since there are no elected officials currently appointed as the NEDSRA Trustee, that the Board representative should be either the Director of the Park District or Recreation Department, and Board Alternates could be the Superintendent of Recreation or elected official. This would not preclude allowing the appointment for a home Board Member as an Alternate to the NEDSRA Board of Trustees. Trustee Cherveney suggested that the decision regarding appointments should be left to the individual district. Trustee Leno stated that parents or general community

members not be allowed as Board representatives.  
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**Sunset Provision** – Director Greenwalt commented that the Sunset Provision, requiring 80% of votes, expired two years ago. As a result, NEDSRA's vote requirement has reverted back to 67% for items that were 80%.

**Simple Majority, Super Majority and Special Majority Vote** - Criteria such as Simple Majority Vote, Super Majority Vote and Special Majority Vote were discussed. There was discussion as to whether the majority percentage was required from only those in attendance at a meeting or if it encompassed all 11 districts. Director Greenwalt indicated that 2/3's vote is the maximum that the other SRA's require. The Board was surveyed for their input and following are the results:

Trustee Bealer – 2/3's vote  
Trustee Barron – super majority for large/important items (80%)  
Trustee Connolly – 2/3's, but goal should always be for as many to approve  
Trustee Gola – 2/3's vote  
Trustee McKinnon – is ok with either 2/3's or 80%, as it is only the difference of 1 vote  
Trustee Reiner – 2/3's vote  
Trustee Cherveney – Strategic plans, annual budget, and admittance of new Member Partner should require 51% majority. The current contribution formula requires 2/3's vote and could be taken out as it is part of the Articles of Agreement. The involuntary removal of a Member Partner should require 100% vote. The dissolution of NEDSRA should require 8 out of 11 affirmative votes (67%).  
Trustee Leno – 80% of vote  
Trustee Friedrichs – 80% vote  
Vice Chair Sullivan – 2/3's vote

(Greg Kuhs, Wood Dale Park District, arrived at approximately 2:40 p.m.)

**Proxy Vote** - Trustee Cherveney and Sullivan stated that if a Member Partner was not present for a vote, then they shouldn't vote (no proxy allowed). Director Greenwalt indicated that the Proxy Vote could be eliminated if the Special Majority Vote was no longer required.

**Partner Board Votes** – Trustee Leno indicated that all partners should require their NEDSRA representative to discuss pertinent information and changes with their home Board Members and not have authorization by way of letter on file to do otherwise. Some Villages operated this way in the past.

**Election and Duties of Officers** – Trustee Connolly indicated that it might be a good idea to see what the other SRA's have in their Articles of Agreement. He also suggested that clarification regarding NEDSRA's Executive Director and Director's role vs. Board role be reviewed and discussed. Trustee Leno suggested this be included in the Policies and Procedures. Director Greenwalt indicated that she recently met with Chairman Kuhs regarding expectations that the Board has from her and what each Member Partner roles include.

**Administrative Agency** – Trustee Leno didn't feel this should be included any longer, as an Administrative Agency hadn't been necessary for a number of years. Trustee Reiner indicated this had been required as part of the bond sale, to build the buildings, but may no longer be necessary.

**Executive Director Selection** – Trustee Leno indicated that this section may need to be expanded to include "evaluated, fired, compensation," etc., in addition to being hired. Director Greenwalt indicated she could compare this with the other SRA's.

**Partner Contribution** – Director Greenwalt indicated that this will be reviewed at the October Board meeting. She asked that Board Member ideas be sent to her and that she would provide the Board Members

**Timely Payments and Underpayments** – Trustee Friedrichs indicated that his district receives approximately 7 yearly payments from the County, which does not coincide with the “...2<sup>nd</sup> yearly tax disbursement from the County”, as indicated in the Articles of Agreement. He suggested word such as, “Upon receipt of the proceeds of the first installment of general taxes levied by the Partner, and upon each installment thereafter, each member Partner shall turn over within 30 days of receipt, its proportional share of the yearly contribution. Underpayments would continue to be regarded as receivables and due before the end of the fiscal year”

**Overpayment** – Trustee Friedrichs suggested the removal of “...after approval of the annual audit.” His annual budget runs January through December. According to the Articles of Agreement, he would receive the funds too late if overpayments were provided in accordance to the Articles of Agreement. Trustee Connolly suggested that this be checked to ensure this was not instituted because of a mandatory accounting principle.

**Admittance of New Members** – Trustee Leno suggested that when the Board is voting on admitting in a new member partner that we should include the parameters such as their contribution amount, so it is clear to all Board Members if there are any special terms.

**Termination of Membership** – Voluntary Withdrawal of a Member Partner – Trustee Leno suggested that this be reviewed in addition to Admittance of New Members. She also suggested that some language regarding that the exiting Member Partner have no claim again NEDSRA and NEDSRA have no claim against the exiting Member Partner, beyond money due from the partner.

**Involuntary Removal of Member Partner** – Trustee Leno indicated that other reasons besides financial should be discussed.

**Contract and Leases** – Trustee McKinnon indicated that he thought the statutory limit required for all contracts and leases entered into by the Association was increased to \$30,000. Currently, the Articles of Agreement read \$20,000. It was suggested to take the dollar amount out and replace with “statutory limit”.

**Regular Review and Amendments To This Agreement** – (see page 5, Partner Board votes)

**Sunset Provision** – Trustee Leno indicated that she felt there should be no Sunset Provision. She indicated that her preferred 80% votes be permanent and then the Sunset Provision wouldn't be necessary (see previous discussion on Vote, page 5).

No votes were taken and general discussion on revisions to Articles of Agreement concluded.

13. Executive Session – For the purpose of discussion issues related to the hiring, firing, disciplining or compensation of personnel 5 ILCS 120/2(c) (1)

There was no Executive Session.

14. Take Action, if any, on Items Discussed in Executive Session

There was no Executive Session.

15. Adjournment – There being no further business before the Board of Trustees, a motion to adjourn the meeting was made by Trustee Friedrichs at 3:20 p.m. The motion was seconded by Trustee Leno. On a voice vote, the motion was passed unanimously.

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Rosanna Furman, Recording Secretary

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Greg Kuhs, Chairman

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Mark McKinnon, Secretary