

BCAS – New Board Members

At the August board meeting Don McCarthy asked if the board had considered the nomination of Laurie Webster (his daughter). I was asked to speak to the topic since I had recommended to the Executive Committee at its May 2017 meeting that the nomination be tabled until after the board conducted its Visioning Meeting. I also said I would bring the subject back to the E-board for reconsideration at its next meeting.

As you recall, the Visioning Meeting was postponed in the hope of getting good board participation at some time after the fair. That meeting has not been convened. Also, you will recall that the agenda of the Visioning Meeting was to include an analysis of Leadership and Organizational Structure.

Without prejudice to Laurie who is a respected and valued long-term Associate Director, I recommended the nomination be tabled because we were in the beginning stages of a Visioning exercise that would potentially consider board composition as part of the organizational structure and it would be fair to bring in new board members as we possibly change the organizational structure in ways that could be undesirable to one or more members.

We have not had a board retreat to plan for the future of the Society nor have we visited our business policies and practices as intended. As a result, we have not given the General Manager the tools she requires to ensure she can plan and budget or lead with a clear mandate for the short term nor for the long range.

I have personally been looking forward to the Visioning Meeting for an opportunity to express my views about board governance, staffing order, the future of the facility, and the stability of the Society. I've actively participated in the updating of the Temporary and Full Time Employee Handbooks as part of that effort.

In this challenging economy, we must be proactive in our management of the Society's affairs or possibly languish. I have shared my views with many of you and have listened to many of your concerns in return. There is room for improvement and the time to act is before us.

Among my concerns is the composition, size, and casual custom of nominating and inducting board members and the resulting constraints on reaching consensus and timely management of the Society's affairs. Massachusetts General Law Chapter 180 is explicit in its requirements for directors and the IRS is actively focusing its attention on good board governance practices, board expertise, and internal controls employed by nonprofits. Nonprofits like us are under scrutiny to demonstrate due diligence in all areas under our purview.

With more than 40 board members and no necessity to immediately expand, I respectfully request this board continue to table nominations for the immediate short-term future to allow us time to meet and adequately plan for the years ahead.

Respectfully submitted,

Jay Zavala
20 September 2017