

## Board of Directors Meeting – April 23, 2015

President Wesley Horton called the meeting to order at 5:10 p.m. at the New Haven Lawn Club. Others present were: Kathy Calibey, Judge Cohn, Prof. Collier, Greg D'Auria, John Farley, Chuck Howard, Barbara Schellenberg, Jon Weiner, Jeff White and Justice Zarella.

Atty. Calibey moved the approval of the minutes of the Board's March 9, 2015 meeting (attached). Atty. Schellenberg seconded the motion, and the minutes were approved.

Atty. D'Auria moved acceptance of the Treasurer's Report (attached). Judge Cohn seconded the motion and the report was accepted.

Atty. D'Auria offered a report for the Nominating Committee (attached) and summarized the Committee's recommendations. After discussion, he moved acceptance of recommendations 1, 2, 3, 4 and 6. Atty. Howard seconded the motion and those recommendations were approved. Upon approving recommendations 1 through 4, the composition of the Board, assigned to appropriate classes, is as follows:

Class A directors (terms ending in 2018): Horton, Collier, Farley, Widener and Rogers;

Class C directors (terms ending 2016): Cohn, D'Auria, Huddleston, White, Schellenberg and Frederick;

Class B directors (terms ending 2017): Howard, Calibey, LeVan, Besso and Weiner.

Upon approving recommendation 6, the following officers were reappointed: Mr. Horton, President; Prof. Collier, Vice President; Attorney D'Auria, Secretary; Atty. Howard, Treasurer; Atty. White, Assistant Treasurer/Secretary.

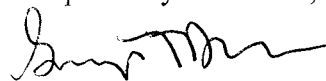
President Horton then discussed with the Board that he had determined to appoint a Long Range Planning Committee and had asked Jeff White to chair it with the goal of making a report to the board by the end of 2015.

Atty. Farley reported for the Finance Committee that the Society had 122 members, including 17 new members who had signed up at the recent Young Lawyers Section event at the Hartford Club.

Atty. Calibey noted that Mr. Widener's talk and tour preceding the Board's meeting and the Society's dinner was, as usual, stellar. All who attended agreed.

There being no further business before the Board, the meeting was adjourned at 5:25 p.m., upon the motion of Atty. Howard, seconded by Atty. Calibey.

Respectfully submitted,



Gregory T. D'Auria, Secretary

Connecticut Supreme Court Historical Society  
Financial Accounting  
As of 4/21/15

OPENING BALANCE (as of 03/05/15): \$ 69,193.86

REVENUE:

Membership - Transfers from PayPal Account 3/24/15	96.50
Membership - Deposit 3/25/15	100.00
Membership - Deposit 4/8/15	50.00
Membership - Transfer from PayPal Account 4/21/15	48.25
	<u>294.75</u>

EXPENSES:

Deposit - Annual Dinner/NHLC Catering, Inc., 3/22/15	2,500.00
Connecticut Bar Association/Sponsorship for Young Lawyers Section, 3/25/15	1,000.00
	<u>3,500.00</u>

OTHER:

0.00

ENDING BALANCE:

65,988.61

# CONNECTICUT SUPREME COURT HISTORICAL SOCIETY

## BOARD OF DIRECTORS

### NOMINATING COMMITTEE REPORT

APRIL 23, 2015

The Society's bylaws permit as many as 25 directors. The Board's action last year in adopting the recommendation of the nominating committee resulted in a Board with 14 directors assigned to three different classes:

**Class A directors** (terms ending in 2015): Horton, Collier, Babbin, Farley and Widener;

**Class C directors** (terms ending 2016): Cohn, D'Auria, Huddleston, White, Schellenberg and Frederick;

**Class B directors** (terms ending 2017): Howard, Calibey and LeVan.

The terms of those in class A expire this year. The nominating committee asked the directors in class A if they wished to continue as directors. All expressed interest except Mr. Babbin, who expressed his wish to step down for now. With regret, the committee has honored that wish and recommends reelecting Mr. Horton, Prof. Collier, Mr. Farley and Mr. Widener as directors.

There had been interest expressed by those on the committee, along with others in the Society, to find a greater role in the Society for Prof. Donald Rogers, inasmuch as Prof. Rogers has been active in the Society and has contributed significantly to its programs and to the Journal. The committee therefore recommends electing Prof. Rogers as a director in Class A.

In undertaking its work, the committee also noticed two past oversights it recommends rectifying.

First, a number of years ago, the Board resolved that the Editor of the Journal would also serve a director. When Michael Besso returned to the Editor's position in 2013, the minutes reflect that he was elected a director upon the recommendation of the nominating committee, but he was not assigned a class at that time.

Also, when the Board resolved to make the chairs and co-chairs of the Society's committees directors of the Society, Jonathan Weiner's committee (the Liaison Committee) had not yet been created. When it was later created, there appears to have

been no resolution making Mr. Weiner a director. Given his commitment to and efforts on behalf of the Society, the other members of the nominating committee (with Mr. Weiner abstaining) recommend that the Board elect him a director.

To balance out the classes, the committee further recommends that the Board assign Mr. Besso and Mr. Weiner and to Class B, such that their terms will end in 2017 and that class will have 5 directors.

Part of the goal of the committee also had been to consider finding new directors for the Board from among the membership or otherwise. A number of names were discussed and suggestions had been made to some of the committee's members.

But, after discussion and some consideration of who might best be invited to join the Board, the committee concluded that this process should be undertaken with greater input from the active committees of the Society and with greater deliberation than the weeks between our last meeting in March has afforded us. Specifically, although the Board has flexibility to grow to as many 25 directors, it is worth discussing as a Board what number we are comfortable growing to. Also, although a number of good candidates were identified (although not approached), we felt that at this stage of the Society's existence (our 10 year anniversary), a broader committee should take stock of its membership and its goals before proceeding to solicit new directors.

Our recommendation is that a committee be created to receive input from our various committees about whether and to what extent we should expand the Board, and to solicit views on who would be good candidates to serve as directors. This process should address goals we have been trying to address as a Board for a number of years, including enhancing the Board's diversity and settling on its geographic mission. The process should also take account of who is (or who has been) a member; who is attending and participating in our programs; and who might have an interest in writing for our Journal.

Next year, the terms of our largest class of directors (class C) will expire. But, the nominating committee does *not* suggest that the Board necessarily has to wait for next year's annual meeting to take action if individuals are identified as candidates for directors.

## **RECOMMENDATIONS**

The nominating committee's recommendations are therefore as follows:

1. Re-elect Mr. Horton, Prof. Collier, Mr. Farley and Mr. Widener to new 3 year terms as Class A directors.

2. Elect Prof. Rogers as a Class A director.
3. Assign Mr. Besso, who was previously elected a director, to Class B.
4. Elect Mr. Weiner as a Class B director.
5. Appoint a committee to take sufficient time to consider the appropriate number of directors for the Board and to consider electing new directors during the 2015-2016 year consistent with the Society's identified goals.
6. The committee also recommends that the current officers continue in their positions:

President – Mr. Horton

Vice President – Prof. Collier

Secretary: Mr. D'Auria (Mr. D'Auria abstaining)

Treasurer: Mr. Howard

Assistant Treasurer/Secretary: Mr. White

Respectfully Submitted

Greg D'Auria

Molly LeVan

Jonathan Weiner