How a Board Meeting Is Structured

The following agenda is a real example included to help new board members understand how meetings are typically organized. Topics, presenters, timing, and supporting materials will vary from meeting to meeting.

Understanding the Agenda

INFORM	Presented for awareness or discussion; no vote is expected.
ACTION	The board will be asked to consider and vote on an item.
CONSENT AGENDA	Routine items approved together unless one is removed for discussion.
RECOMMENDED ACTION	The motion or decision the board is being asked to consider.
EXECUTIVE SESSION	A closed portion of the meeting for permitted confidential matters.

Before Each Meeting

- Review the agenda and all supporting materials in advance.
- Pay special attention to items marked Action and Recommended Action.
- Write down questions and identify any potential conflicts of interest.
- Notify the Board Chair or appropriate staff member if you may need to recuse yourself.
- Arrive on time and be prepared to participate in discussion and voting.

Typical Meeting Flow

1. Welcome	**2. Consent Agenda**	**3. Committee Updates**
4. Board Actions	**5. Leadership Update**	**6. Adjournment**

The sample agenda on the following pages is for orientation purposes only.

Board of Directors Meeting: *Wednesday, September 17, 2025*
Lunch 11:30 A.M. / Business Meeting 12:00–1:45 P.M. / CFGCR Offices
AGENDA

TIME	DESCRIPTION	ACTIVITY
12:00 – 12:10 P.M	**Welcome & Introductions** – *Belinda Hilton & John Eberle* ➢ Welcome New Board Members ➢ Code of Ethical Conduct & Conflict of Interest Disclosure (DocuSign) ➢ Board Committee Assignments & Commitment Form (DocuSign)	*Inform*
	Consent Agenda – *Belinda Hilton* ➢ May 14, 2025 - Board Meeting Minutes ➢ Grants & Scholarships 7/24/2025 – 9/10/2025 **Recommended Action:** Approve Consent Agenda Items (new members abstain) *Record Grant Recusals*	***Action***
12:10 – 12:30 P. M.	**Audit Committee –** *Chris Cimijotti and Terry Mariano* ➢ *Presentation of 2024 Audit & Required Communication Letter* *Guest: Ann DeLucco, CPA, Partner, BST & Co. CPAs, LLP* **Recommended Action:** Approve 2024 Audit	***Action***
12:30 – 12:40 P.M.	**Governance Committee** – *Chris Bender* ➢ Standing Committee Membership & Tenure **Recommended Action:** Approve New Policy	***Action***
12:40 – 12:50 P.M.	**Grants & Initiatives Committee** – *Melisa Logan, Dylan Hall & John Eberle* ➢ Community Impact Grantmaking & Scholarships ➢ Community Leadership Activities	*Inform*
12:50 – 1:00 P.M.	**Development Committee –** *Heidi Knoblauch, PhD and staff* ➢ Activities and Statistics ➢ Annual Report Theme / Year-End Annual Fund ➢ Marketing & Communications	*Inform*
1:00 – 1:15 P.M.	**Finance Committee** – *Jean Bedell, Terry Mariano & John Eberle* ➢ CFGCR Signature Authority: Key Bank Custody Account & Key Private Investment Bank Account **Recommended Action:** Approve Updates to Bank Signature Authority ➢ Operating Statement & Balance Sheet for the period ending July 31, 2025 ➢ Investment Report for the period ending July 31, 2025	***Action***
1:15 – 1:25 P.M.	**CEO Update** – John Eberle	*Inform*
1:25 P.M.	**Executive Session(s) if needed** – *Belinda Hilton*	
	Adjournment – *Belinda Hilton*	

the COMMUNITY FOUNDATION FOR THE GREATER CAPITAL REGION

Documents

<u>Board Service Materials</u>

- Code of Ethical Conduct & Annual Potential Conflicts Disclosure
- Board Committee Assignments
- Board Commitment Form
- Board Contact List & Office-Staff Flow Chart

<u>Consent Agenda Items</u>

- Board Meeting Minutes: May 14, 2025
- Grants and Scholarships 7/24/2025 – 9/10/2025

<u>Audit Committee</u>

- 2024 Audit & Required Communication Letter

<u>Finance</u>

- 2025-2026 Banking Signature Authority
- CFGCR Operating Statement & Balance Sheet - Period ending July 31, 2025
- Investment Report for the period ending July 31, 2025

Board Calendar (see supplement)