

**Approved UMRA Annual Meeting Minutes**  
Tuesday, May 25, 2021 12:00 noon  
Zoom meeting

Frank convened the meeting at noon, welcomed everyone, and called for a remembrance of George Floyd. He then reported that a quorum was present and reviewed the agenda.

Before taking up the first item, Frank expressed thanks to the University of Minnesota Foundation for sponsoring the meeting and thanked those who provided the technical and production support that made it possible: Virgil Larson, John Anderson, Kris Mortensen, and Mary Koppel. He thanked Regent Powell for joining the meeting.

Frank then turned the meeting over to Bill Donohue to present the first two items on the agenda, approval of bylaw changes and election of officers and Board members for 2021-22.

Bill noted the memo that had been sent to UMRA members:

To: UMRA Members

From President Frank Cerra, Past President Bill Donohue

Re Amendment of UMRA Bylaws

In October the membership voted to approve amendments to our Bylaws. You did so in overwhelming numbers. However since our Bylaws require that changes be voted on at a meeting of the Association we are again presenting the changes. The only difference between the to be voted on amendments and the October amendments is the correction of typos and a phrase that was dropped in the making of the PDF. We encourage you to vote in favor of the amendments.

The amendments were developed over the summer by a group composed of Frank Cerra, Jan Morlock, Jerry Rinehart, Chip Peterson and Bill Donohue. They have been presented to and discussed by the Executive Committee and the Board of UMRA. Both bodies have approved the changes and authorized us to submit them to the members of UMRA for adoption.

The major changes in the proposed bylaws are the following:

1. Changing the terms of officers and Board members to coincide with our fiscal year. That is the term of all officers would be from July 1 through

June 30. Currently the officers and board members serve through the end of the summer with appointments ending on September 1. The change would not only follow our fiscal year but would comport with the practical reality that our activity usually ends in May with our annual celebration and election of officers and board members.

2. Providing more authority to the president of the organization to run the operation of the Association. It became obvious during the pandemic that there needed to be clear authority to cancel or reschedule meetings, to conduct meetings remotely through Zoom and other technologies and to control our finances and expenditures.

3. There are also other proposed changes of somewhat less significance. For example, we propose eliminating the council of past presidents. We have added several past presidents to the Board and the council of past presidents has been largely inactive for the last couple of years. We have also added the president elect to the nominating committee so she can have a more direct voice in helping to select her successor. As a practical matter the president elect has been very involved in this selection in the last few years.

Thank you for your cooperation in considering the proposed amendments. If you have concerns or questions please contact either of us by email. Cerra001@umn.edu or Donohue@umn.edu.

Bill recalled that the bylaw amendments had been developed last summer and were approved by the Executive Committee and the Board for presentation to the membership. UMRA members voted electronically, by email, 137-1 in favor of the changes last October, but he realized that the bylaws require voting at the annual meeting. He moved approval of the changes; Jan Morlock seconded the motion.

The vote on the bylaws was 91 in favor, 0 opposed, 1 abstention.

Bill next moved approval of the nominees for the Board and the officers, as outlined in a memo to the Board.

To: UMRA Board

From: Nominations Committee

Re: Nominations for Board and Officers

The nominations committee was approved by the Board at its February meeting. The members are:

Jan Morlock

John Romano

Peggy Mann Rinehart  
Barbara Shiels  
Jeanne Markell  
Bill Donohue, Past President and Chair

We began our work by seeking nominations and suggestions from the membership both on the website and in the Newsletter. We met on March 2, 2021 to discuss those who had been nominated or suggested regardless of source. We also determined to nominate the current Treasurer and the Secretary. They had just turned over last year and appear to be doing a fine job. We then contacted those who had been nominated for the Board to determine their level of interest.

On March 10 we met again to discuss the candidates and how to proceed. In our view we found a fair level of interest in the positions and we spent a good deal of time discussing the candidates. Happily, all the candidates were found to be well suited for the Board and the position of President Elect respectively.

There was a fair debate about whether the nominations committee should nominate more than one person for each of the available positions. Since we had more qualified candidates than positions available the thought was that we should nominate more than one person and let the election decide who got the position. It was argued that this often occurs in professional societies with no ill effect.

On the other hand, many felt that it was the job of the nominations committee to exercise judgement and select a person to be nominated for each position. Moreover, the Bylaws already provide that individuals can be nominated from the floor with the consent of the individual. In practice there have not been nominations from the floor and the slate is elected by acclimation.

We resolved this debate by following the past practice and agreeing to raise the issue for future elections with Board. The majority of the committee supports the idea that the nominations committee recommend one nominee for each position.

Accordingly, the Nominations Committee will nominate the following at the May 25 annual meeting for the term set forth(John Bantle will be nominated to serve the remainder of the Matross term):

Ron Matross, President Elect (2021-22)  
Greg Hestness, Treasurer (2021-22)  
Gary Engstrand, Secretary (2021-22)

Laurie Koch, Board Member (2021-24)  
Diane Young, Board Member (2021-24)  
John Bantle, Board Member (2021-22)  
KaiMay Terry, Board Member (2021-24)

The Nominations Committee thanks all those people who participated in our nomination process and particularly their cooperation and good will. We believe that each of these nominees will be great assets to help the Retiree Association continue to be a vital force for our members and the University.

Bill noted, per the memo, that the Nominations Committee was approved in February; they solicited names for the open positions, met several times via Zoom, and identified what they believe to be strong candidates. The slate was approved by the Executive Committee and the Board. Jan Morlock seconded the motion.

Frank asked for nominations from the floor, pointing out that anyone so nominated must have given their consent prior to the meeting. Hearing no nominations, he declared that nominations were closed and called for the vote.

The vote on the slate of officers was 96 in favor, 0 opposed, and 0 abstentions.

At this point Frank turned over the president's gavel to Jan Morlock and asked her to make a few remarks.

A year and a few months ago Jerry Rinehart called and asked if I would agree to be nominated to be President Elect for UMRA. He said, "Don't worry, there will be good people all around you." He was right.

Many of these good people are the past presidents of UMRA, who stay with the organization and are there for you. Some of the past presidents who've helped me find my way around UMRA are John Anderson, Ron Anderson, John Adams, Jean Kinsey, Donna Peterson, Chip Peterson, Jerry Rinehart, and Bill Donohue.

And now Frank Cerra is about to become a past president. He's been our organization's leader in a year when other organizations like ours took a long break from programming and conducting business. But UMRA forged ahead and adapted to a different way of getting together. Participation in our workshops and forums this year has been as strong as ever. Three new interest groups were formed and are meeting virtually. The financial strains

at the University caused by COVID affect UMRA too, and with Frank's calm leadership our organization is responding.

Frank is my role model for doing a lot with a few words. I asked thirty or so UMRA people to tell me a word or two about Frank as our president. Here is what they said:

Wise  
Quick to laugh  
Patient leader  
Decisive  
Includes everyone  
Wealth of knowledge  
Gracious  
Incredible job  
Calm  
Great guidance

As one person said, "Great leadership through a very difficult year."

So thank you, Frank, from all of us. We wanted to take you out for breakfast, but here's the next best thing, a gift card from the Zumbro Cafe on 43rd Street in Minneapolis.

Frank thanked Jan for her comments and said that UMRA is a team sport—he thanked the team he had worked with that made all this possible: Kris and company, Virgil, John Anderson, Bill Donohue, Ron Matross, Mary Koppel, committee leaders, all volunteers, Mary Ford, and the outgoing board members—Claudia Parliament, Donna Peterson, Chip Peterson, and Gloria Williams. He said he appreciated all the help and looked forward to a bright future for UMRA.

Frank thanked everyone for joining the meeting and adjourned it at 12:20.

-- Gary Engstrand

