



BETTER
HEALTH
COLLECTIVE

Minutes for Meeting Book - Tuesday, March 11, 2025 Board of Trustees Meeting

Tuesday, March 11, 2025 | 4:00 PM - (GMT-06:00) Central Time (US & Canada)

Sourcewell Headquarters

Attendees:

Scott Veronen, Sharon Thiel, Steven Barrows, Chris Kircher, Nick Broyles, and Sara Nagel

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1. Call to Order by Chair Veronen

- 1.1 Determination of Quorum
- 1.2 Additions or corrections to the agenda
Recommendation: Approve the agenda as presented/corrected

Moved by: Steven Barrows

Seconded by: Nick Broyles

Carried

2. Resolution to Combine Treasurer and Clerk

- 2.1 [Resolution No 10 Clerk Treasurer.docx](#)  5 - 6
Recommendation: Approve the Resolution as presented. 5 - 6

Moved by: Steven Barrows
Seconded by: Chris Kircher

Carried

3. Election of Board Officers

- 3.1 Chairperson
Newley elected Chairperson assumes Chair
- 3.2 Vice-Chairperson
- 3.3 Treasurer/Clerk
Recommendation: Approve the Board officer nominations.

Moved by: Sara Nagel
Seconded by: Steven Barrows

Carried

4. Consent Agenda

Recommendation: Approve the consent agenda as presented

Moved by: Sara Nagel
Seconded by: Nick Broyles

Carried

- 4.1 2025 Board Meeting Schedule 7
[2025 BOT Meeting Date Calendar.pdf](#) 
- 4.2 Designations of Official Depository, Legal Counsel, Official Newspaper, Auditor, Facsimile Signatures, Legal Representation 8
[2025 BOT Consent Agenda.docx](#) 
- 4.3 Board of Trustees Roster 9
[Board of Trustee Roster 2025.docx](#) 

5. Advisory Representation

- 5.1 [2025 Better Health Collective Labor Management Committee.docx](#)  10

Recommendation: Approve the advisory representation as presented. 10

Moved by: Sharon Thiel

Seconded by: Nick Broyles

Carried

6. **Board Compensation**

[Board of Trustees Compensation Memo.docx](#) 

Recommendation: Approve the compensation plan as presented.

Moved by: Steven Barrows

Seconded by: Chris Kircher

Carried

Trustee member Nick Broyles has declined any compensation for his role as trustee

7. **Mileage Reimbursement and Meal Per Diems**

Recommendation: Approve / Adopt the IRS mileage rate and GSA meal per diem rates

Moved by: Sharon Thiel

Seconded by: Sara Nagel

Carried

7.1 Adoption of IRS mileage rate

7.2 Adoption of the GSA meal per diem rates

8. **Adjournment**

Motion to adjourn at _4:10_p.m.

Moved by: Sharon Thiel

Seconded by: Steven Barrows



**BETTER HEALTH COLLECTIVE
STATE OF MINNESOTA**

Member _____ moved the adoption of the following Resolution:

**RESOLUTION TO COMBINE THE BOARD OF DIRECTORS OFFICER POSITIONS OF
CLERK AND TREASURER**

March 11, 2025

Resolution No. 2025_01

Resolution to Combine the Board of Directors Officer Positions of Clerk and Treasurer

WHEREAS, Better Health Collective Board of Trustees recognizes the need for efficient management and operations of its administrative functions; and

WHEREAS, Board of Trustees has reviewed the duties and responsibilities of the Clerk and Treasurer positions, and no conflicts of interest have been identified in combining these roles; and

WHEREAS, the merger of the Clerk and Treasurer positions will enhance operational efficiency and reduce redundancies for Sourcewell; and

WHEREAS, the Board of Trustees has consulted legal counsel and determined that this action complies with all applicable laws and regulations.

NOW THEREFORE BE IT RESOLVED

1. The Board of Trustees hereby authorizes the combining of the officer positions of Clerk and Treasurer into a single officer position, to be known as the Clerk-Treasurer.
2. The Board of Trustees will oversee the election of a qualified individual to the Clerk-Treasurer position. Concurrently, the existing separate positions of Clerk and Treasurer will be dissolved.
3. The Clerk-Treasurer will assume all statutory and administrative duties currently assigned to the Clerk and Treasurer positions, as outlined in Minnesota Statutes, Chapter 13, 13D, 60A, 62A, 26E, 62L, 70A, 72A, 72C, and 471.

The motion for the adoption of the foregoing resolution was duly seconded by Member _____ and the following voted in favor: (list names here)

and the following voted against: (list names here or "NONE")

whereupon said resolution was declared duly passed and adopted.

Chair, BHC Board of Trustees

ATTEST:

Clerk to the Board of Trustees

The Board of Trustees meets quarterly, beginning at 4:00 p.m. at Sourcewell Headquarters, Staples, Minnesota. (unless otherwise noted)

2025

JANUARY

Mo	Tu	We	Th	Fr	Sa	Su
30	31	1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31	1	2
3	4	5	6	7	8	9

FEBRUARY

Mo	Tu	We	Th	Fr	Sa	Su
27	28	29	30	31	1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	1	2
3	4	5	6	7	8	9

MARCH

Mo	Tu	We	Th	Fr	Sa	Su
24	25	26	27	28	1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31	1	2	3	4	5	6

APRIL

Mo	Tu	We	Th	Fr	Sa	Su
31	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	1	2	3	4
5	6	7	8	9	10	11

MAY

Mo	Tu	We	Th	Fr	Sa	Su
28	29	30	1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	1
2	3	4	5	6	7	8

JUNE

Mo	Tu	We	Th	Fr	Sa	Su
26	27	28	29	30	31	1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	1	2	3	4	5	6

JULY

Mo	Tu	We	Th	Fr	Sa	Su
30	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31	1	2	3
4	5	6	7	8	9	10

AUGUST

Mo	Tu	We	Th	Fr	Sa	Su
28	29	30	31	1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31
1	2	3	4	5	6	7

SEPTEMBER

Mo	Tu	We	Th	Fr	Sa	Su
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	1	2	3	4	5
6	7	8	9	10	11	12

OCTOBER

Mo	Tu	We	Th	Fr	Sa	Su
29	30	1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31	1	2
3	4	5	6	7	8	9

NOVEMBER

Mo	Tu	We	Th	Fr	Sa	Su
27	28	29	30	31	1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
1	2	3	4	5	6	7

DECEMBER

Mo	Tu	We	Th	Fr	Sa	Su
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31	1	2	3	4
5	6	7	8	9	10	11

Consent Agenda Enclosure

Designation of Official Depository(ies)

- Last year, the Board gave the fiscal agent authority to make investments at financial firms that meet the requirements set forth by the Statute, including MSDLAF+, and the authority to make wire transfers to: Bremer Bank

Designation of Legal Counsel

- Appoint, Stephen Warch of Nilan Johnson Lewis as Legal Counsel.

Designation of Official Newspaper

- Staples World

Designation of Auditor

- Eide Bailly

Facsimile Signatures

- Approval of the use of Facsimile signatures for disbursements and that we use the old signature plate until the new one arrives.



Public entities, pooling for premium stability

Sourcewell Board of Trustees 2025

Sourcewell	Seat 1	Steve Barrows 12679 Noble Fir Dr. Baxter, MN 56425 steve.barrows@sourcewell-mn.gov	218-820-8199	12-31-2025
	Seat 2	Sara Nagel 11059 Richmond Rd. SW Pillager, MN 56473 Sara.nagel@sourcewell-mn.gov	218-746-4478	12-31-2026
	Seat 3	Sharon Thiel 22959 County 24 Staples, MN 56479 sharon.thiel@sourcewell-mn.gov	218-639-5635	12-31-2025
CCOGA	Seat 1	Greg Zylka 17474 Caroline Lane Little Falls, MN 56345 greg.zylka@sourcewell-mn.gov	320-232-9336	12-31-2028
School Districts	Seat 1	Chris Kircher 30046 County 13 Burtrum, MN 56318 chris.kircher@sourcewell-mn.gov	952-240-9101	12-31-2027
Elected Official/ Staff Person	Seat 1	Scott Veronen 522 South Lane Verndale, MN 56481 s.veronen@mynationalbroker.com	218-639-2086	12-31-2026
	Seat 2	Nick Broyels 501 Laurel Street Brainerd, MN 56401 nbroyels@ci.brainerd.mn.us	218-828-2307	12-31-2027



Labor Management Committee Representation

Each trustee will be asked to attend at least one Labor Management Committee (LMC) meeting. The schedule for these meetings will be based on a rotation system, ensuring that all trustees have the opportunity to participate throughout the year.

Labor Management Committee	
Committee Date	Representative
February 12, 2025	<ul style="list-style-type: none">Chris KircherSara Nagel
May 14, 2025	<ul style="list-style-type: none">Scott VeronenSharon Thiel
August 13, 2025	<ul style="list-style-type: none">Nick BroylesSteve Barrows
October 15, 2025	<ul style="list-style-type: none">Greg ZylkaChris Kircher
December 10, 2025	<ul style="list-style-type: none">Sara NagelScott Veronen



TO: Better Health Collective Board of Trustees
FROM: Chad Coauette, Chief Executive Officer, and Jennifer Roelke, Chief Talent and Culture Officer
DATE: February 19, 2025
RE: Board of Trustees Compensation

History

The Sourcewell Board of Directors asked staff to develop a more systematic and scalable system for Board compensation. A decision was made to hire Korn Ferry to complete an analysis of our Board of Directors and Board of Trustees (BOT) compensation program. Several compensation recommendations were discussed and reviewed with Board Members Zylka, Thiel, and Nagel.

Proposed Solution

Effective in March, we propose updating our BOT compensation to an annual stipend and per-board-meeting payment, as outlined in the PowerPoint included in this information packet. Upon approval, the current hourly rate practice would be discontinued. Meals, lodging, and other travel-related expenses would continue per policy and practice.

	Officers	Members	Sourcewell Board of Directors Representatives
Fixed Annual Stipend	\$900.00	\$400.00	\$0
Per Meeting Payment	\$525.00	\$450.00	\$525.00
4 Meetings Total	\$2,100.00	\$1,800.00	\$2,100.00
Total Annual Compensation	\$3,000.00	\$2,200.00	\$2,100.00

The meeting stipend covers attending regularly scheduled board of trustee meetings but does not include special or emergency meetings, which are covered by the annual stipend. The annual stipend encompasses all duties necessary for a board member to fulfill their role, such as reviewing materials in advance, reading relevant documents, participating in the labor-management committee, and engaging in board development activities. Trustees are also expected to engage in regular professional development, including the option for regional and national conferences.

For Trustees who are asked to perform duties beyond the typical scope, additional time may be compensated using the meeting stipend amount. For instance, extra travel may be compensated equivalent to additional board meeting stipend payments. Any additional compensation for duties beyond the typical scope must be pre-approved by the Executive Committee.

Additional Context

- The recommendation is based off the same system being used for the Sourcewell Board of Directors (scaled back appropriately for the Board of Trustees) for a compensation philosophy that factors in: organizational complexity, time commitment, level of organizational support, and competitive market data for board talent.

- Providing fixed and annual stipends combined with per-meeting payments is consistent with the approach used by comparable tax-exempt organizations and by most comparator school districts and service coops.
- The use of hourly pay is unusual; this practice has not been observed among any tax-exempt organizations.
- Eliminating hourly compensation will enhance the user experience and optimize our administrative processes. Board members will no longer need to track or submit time.
- Members of the Sourcewell Board of Directors who also serve on the Board of Trustees for the Better Health Collective will only receive one monthly stipend for the BOD position; however, they will be eligible for per-meeting payments for both BOD and BOT official board meetings.

Approval

This recommendation is for your consideration and approval at the Better Health Collective organizational meeting on March 11th, 2025.