

Minutes
Board of Trustees Meeting (at VOTF office)
Voice of the Faithful, Inc.
August 26, 2008, 7:00pm - 10:00pm Eastern

Approved Sept. 23, 2008

Board Members Present: Bill Casey (presiding, phone), Ron DuBois (phone), Mary Pat Fox (phone), Elia Marnik (phone), Jayne O'Donnell (phone), Svea Fraser (phone), John Hushon (phone), Ed Wilson (phone), Dan Bartley (phone).

Officers Present: Kevin Connors (phone), Julie McConville (phone).

Executive Director: Donna Doucette.

Opening Prayer was led by Mary Pat Fox.

1. Administrative Matters:

- a. Upon a motion duly moved and seconded, the Board approved, as presented, the revised minutes of the June 3, 2008 meeting and the June 24, 2008 meeting (9-0-0).
- b. Ron Dubois was welcomed back by the Board. He expressed his appreciation for everyone's prayers, loving expressions and support during this difficult time for him and his wife, Kay.
- c. For future meetings, Bill Casey asked members to send reports for the agenda several days before the meeting so all can give them due consideration.

2. Development:

Committee Chair Jayne O'Donnell reported on several initiatives.

- a. The Red Sox ticket drawing offer increased giving by almost three times between mid- June and mid-July. For national appeal, the committee will seek the next opportunity outside of New England.
- b. The need to cultivate new donors is a top priority and a recent letter to affiliate leaders had three requests:
 - To compile contact information for potential donors;
 - To consider a fundraiser for National once a year;
 - To designate a liaison to the development committee for better communication.
- c. Under Bill Casey's signature, a letter, requesting a donation, was sent to major donors and a shortened version to all membership. Committee members will each contact 25 donors to ensure ongoing communication and feedback.
- d. Other ideas under consideration are planned giving; monthly sponsorship of "In the Vineyard", and a VOTF "Wish List" that will appear on the VOTF webpage.

3. Finances:

- a. Treasurer Kevin Connors reported that the June 2008 financial results compared favorably *with June 2007*.
- b. Kevin said that we must continue to insist on a thoughtful and disciplined approach to all spending, particularly in view of cyclical peaks and valleys.

4. Committee Reports:

Governance. Elia Marnik proposed committee recommendations to the By-Laws based on the Board's request for a review of concerns relating to **Articles IV and VI**. The Committee recommended revised wording under **Article IV, Members** and the elimination of **Article VI, Working Groups** in favor of inclusion of Working Groups under **Article I, Section 9, Committees**. Upon a motion duly moved and seconded, the Board approved the following resolution.

Resolved, the BOT endorses the changes recommended, as amended, by the Governance Committee to Articles IV and VI of the corporate By-Laws (see attachments). When the Governance Committee completes its administrative review of the complete By-Laws in 2008, the BOT, in accordance with Article XII, agrees to amend the By-Laws with these and any other administrative changes it endorses (9-0-0).

The Board also requested that the Executive Director add to the VOTF membership form a box that applicants for membership will check to indicate that they agree with and support VOTF's mission statement and three goals.

5. Leadership Reports:

a. Officers. President Dan Bartley reported that the September 19-20 meeting of the SYNOD Planning Partnership will discuss issues such as: venue, duration, topics, etc. in order to determine if there is common agreement among the variety of committed organizations. The partners are utilizing a new blog to generate data for the meeting in Washington DC. The Officers will have an Executive Summary of the Strategic Plan for presentation for the October BOT meeting and for the NRC meeting in Dayton in November. The Project Safety Net proposal is awaiting feedback from the survivor advocates. It will be offered to affiliates across the country as an opportunity to support Goal 1 by assisting survivors with emergency needs. The WG-2 committee has developed a letter that VOTF will send in mid-September to all bishops regarding the mandatory requirement celibacy among diocesan priests for the upcoming Bishops conference.

b. NRC. Ed Wilson reported that Mark Schmeider is the new representative for Region 6. Region 3 and 10 vacancies are still to be filled. He added that an NRC committee is expected to propose soon an implementation plan on the NRC's resolution on the role of women in Church ministry. The next NRC Conference is Nov. 7-9 in Dayton.

c. Executive Director. Donna Doucette announced new office staff: Communications/Development, Jessica Lille, and Brian Roylance, office assistant.

6. Miscellaneous:

a. Venue for October face to face meeting: Mary Pat Fox reported she has secured The Passionate Retreat House, Bronx/Riverdale, NY for October 17-19. She will provide final cost information based upon individual needs for rooms and meals.

Upon a motion duly made and seconded, the Board adjourned the meeting at 9:35 p.m. (9-0-0).

Next meeting: Tuesday, September 23, 2008, 7:00 p.m.

Attachment One to Board of Trustees' Minutes for August 26, 2008

Revisions to Article IV Approved by the Board of Trustees on August 26, 2008

(subject to the provisions of Article XII before they can be adopted as official revisions)

Members

1. Members

The Corporation shall include Members. Subject to the last sentence of this Paragraph 1, any person submitting a completed registration form to the national office and any member of an affiliate whose name has been submitted to the national office by the affiliate leader shall be a member of the Corporation. A completed registration form shall include a commitment by the prospective member to support VOTF's mission statement and its three goals, the applicant's full name and mailing address. In the case of registrations submitted by an affiliate, the affiliate leader shall certify that each registrant has committed to VOTF's Mission Statement and three goals and will obtain from the applicant their full name, street address and commitment before sending the applicant's registration information to the national office. If the President and a Trustee designated on an annual basis by the Chairman of the Board of Trustees, after consultation with the Executive Director, agree that the public words or actions of an applicant appear to be contradictory to the mission and goals of VOTF, they may reject the application for membership.

2. Rights

The members of the Corporation have the right to elect Representatives to serve on the National Representative Council. Members shall vote for the Representative(s) from that member's designated geographic region.

Members have the right to elect the President, Vice President, Treasurer, and Secretary.

Members have the right to vote on any national issue submitted to the members, pursuant to Article I, Section I_H. The Board of Trustees shall make the determination as to whether such issue will be submitted to members for a vote, after consultation with the Officers and the National Representative Council.

Eliminate Section on Voting (but consider the provision elsewhere in the By-Laws)

3. Meetings

A. There shall be no annual or regular meeting of the members of the Corporation.

B. Special meetings of the members may be called by the President or the Board of Trustees, and shall be certified by the Secretary, or in the case of the death, absence, incapacity or refusal of the Secretary, by any other officer, upon written application of members representing at least one (1%) of the total number of members (as determined by the most recent list of members maintained by the Secretary). In case none of the Officers is able and willing to call a special meeting, the Massachusetts Supreme Judicial Court or a Massachusetts Superior Court, upon application of said number of members,

shall have the jurisdiction in equity to authorize one or more of such members to call a special meeting by giving such notice as it is required by Massachusetts law.

C. If authorized by the Board of Trustees, any special meeting of the members need not be held at any place, but may instead be held solely by means of remote communications. The Corporation shall implement reasonable measures to provide members a reasonable opportunity to participate in the meeting.

D. If a special meeting of members is called, the Corporation shall give notice of such special meeting. The notice shall be given in ways that are reasonably likely to make all members aware of the special meeting.

Attachment Two to Board of Trustees' Minutes for August 26, 2008

Revisions to Article I, Section 9 Approved by the Board of Trustees on August 26, 2008

(subject to the provisions of Article XII before they can be adopted as official revisions)

Board of Trustees

9. Committees

The Board of Trustees, by resolution adopted by a majority of the entire Board of Trustees, may designate standing committees, and may delegate such powers and duties thereto as the Board may deem advisable to the extent permitted by law. The Board of Trustees may provide for non-Board members to serve on standing committees as long as the majority of the committee are Board members.

The Board may provide for special committees of the Board which shall have such powers as the Board may lawfully delegate. The Board may designate Board or non-Board members to special committees and it will specify the specific responsibilities and expectations of these committees.

The Board may also provide for standing working groups of the corporation to advance the corporate mission and goals. The Board delegates the authority to the President to appoint the chairs, and after consultation with the chairs. Subject to the approval of the President, the chairs of the working groups will develop the charter for the specific mission, responsibilities and annual plans of the working groups. The President will submit all requests for expenditures of working groups either as part of the preparation of the annual corporate budget or will seek approval of non-budgeted expenditures from the Board.

The Board may by majority vote, at a meeting in which a quorum is present, remove a member of any committee created pursuant to this Article of the By Laws.