

Minutes
Board of Trustees Meeting (at VOTF office)
Voice of the Faithful, Inc.
January 27, 2009, 7:00pm – 10:00pm Eastern

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

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

Executive Director: Donna Doucette.

Opening Prayer was led by Elia Marnik.

1. Administrative Matters:

- a. Upon a motion duly moved and seconded, the Board approved, as amended the minutes of November 25, 2008 (10-0-0).
- b. The documentation regarding the Dec. 1, 2008, decision to remove an NRC representative was reviewed and will be stored on the VOTF server for reference as needed by the Board.

2. Development:

- a. Committee Chair Jayne O'Donnell reported that two small fundraisers were launched. One is an on-line raffle for members in New England for tickets to a men's basketball game between the University of Connecticut and Pittsburgh on February 16; the other is for members in the Boston area for tickets to a play about Galileo at a Boston theatre on March 10.
- b. President Dan Barley will send a letter inviting members to become Foundation Members based on an increase in their previous giving levels as a way of ensuring a steadier stream of revenue for ongoing operational costs.

3. Finances:

Treasurer Kevin Connors reported on VOTF's continuing risks to VOTF's cash-flow and reserves as reflected in monthly financial statements, as well as from the worsening economic conditions in the national economy. Upon a motion duly moved and seconded, the Board approved the following resolution:

Resolved: In recognition of the substantial downturn in our national economy, the adverse impact on revenue development among non-profit organizations, and the prudent exercise of fiduciary responsibility underway at major corporations and non-profit organizations throughout the country, the Board of Trustees authorizes a Special Committee to develop contingency plans should VOTF's financial condition and cash-flow challenges warrant significant changes to its budget and operations in FY 2009-

2010. The Board tasks the committee with developing options for changes and with making recommendations to the Board no later than its meeting on April 3-4, 2009. The Board appoints the following Trustees to the committee: Dan Bartley, Bill Casey (chair), John Hushon, Jayne O'Donnell, and Jim Post and directs the Treasurer and Executive Director to work closely with the committee (10-0-0).

4. Committee Reports:

Governance Committee.

NRC committee representative Ron DuBois reported that the Steering Committee invited all 23 current representatives to join a new listserv through which they can communicate and conduct business. So far, 17 have joined and others are expected, but no business has yet been initiated. Nor is there any movement by them to develop a report on civil interactions requested by the Board no later than Feb. 1, 2009, in order for the Board to consider reinstating the NRC listserv it suspended in October. The Board supports the resumption of activity by the NRC.

Governance Committee Chair Elia Marnik reported that the committee is discussing options for Board consideration should the NRC not resume its operations and will make recommendations to the Board, particularly with respect to actions that require consultation with the NRC in the upcoming months.

Elia also asked the Board's endorsement of the committee's proposal to amend the By-Laws once the Board completes a review of specific recommendations on technical and some substantive changes, in accordance with By Law provisions relating to amendments. The Board agreed to the recommended changes to Articles VII-XII and will take up the others at its meetings in February and April.

Nominations Committee. Committee Chair Mary Pat Fox announced the formation of a Nominations Committee to seek candidates for four Board positions whose incumbents' terms expire in June. Board members Mary Pat Fox, Svea Fraser, Jim Post, and Ed Wilson will join with NRC representative Jim Beyers and two other leaders that Mary Pat will next solicit to serve on the Nominating Committee. Mary Pat will work with Executive Director Donna Doucette to send an email to members and announce, In the Vineyard, that members can submit nominations with the concurrence of anyone they nominate. There is also an "appointed" trustee vacancy to be filled on the basis of his/her special skills. VOTF members can make nominations to the Board until February 18. The four new trustees will be seated in June 2009.

- c. Audit Committee. Committee Chair John Hushon said that the FY 2008 Audit Report was positive and there were no exceptions or management recommendations.

5. Leadership Reports:

a. Officers. President Dan Bartley reported the Strategic Plan's five Platform Leadership Teams have met several times, have made solid progress and some have established a Yahoo listserv to communicate and conduct business. Committee Platform action plans are due to the Officers by March 31, in anticipation of a face-to-face meeting of all Platform Leadership Teams on May 1-2 in Hartford, CT. Dan has worked with affiliate

leaders who expressed a need for more opportunity for input on actions such as VOTF's recent press release that called for six named bishops to resign. Dan reported that he and Judge Merz, the Chair of the NRB, are working to set up an informal meeting between representatives of the NRB and VOTF (which include Dan, Bill Casey and Patricia Gomez).

b. NRC. Ron DuBois and Ed Wilson indicated that the terms of 17 positions on the NRC expire in June and that it will be very difficult to fill them based on the current state of NRC inactivity. They hope that the new NRC listserv will overcome the inactivity during the past several months.

c. Executive Director. Donna Doucette reported that the staff is preparing an electronic Annual Report based on the VOTF slide show of year-end accomplishments reported to members earlier. It will also include a synopsis of the Strategic Plan and a financial statement from the audit report. The newly-designed web site is about ready for full implementation and has a number of improved features.

6. Miscellaneous:

The Board agreed to hold its April face-to-face meeting at the Wellesley College Club in Wellesley, MA on Friday and Saturday, April 3-4, 2009. As before, Trustees will bear expenses for the meeting.

Upon a motion duly made and seconded, the Board adjourned the official meeting at 9:00pm and moved into executive session to discuss its expectations and concerns for the Special Committee that will develop contingent financial plans in accordance with the resolution approved under Finances (#3 above).

Next meeting is February 24, 2009.