

Minutes
Board of Trustees Meeting (at VOTF office)
Voice of the Faithful, Inc.
March 6, 2007
7:05 -10:10 PM (EST)

Board members: Present in office: Bill Casey (presiding, on phone), Jim Post, Svea Fraser, Ron Du Bois, David Castaldi;

present by phone: Dan Bartley, Maura O'Brien, Elia Marnik, Bill Casey, Mary Pat Fox

Officer present in office: Mary Freeman; Officer present by phone: Gaile Pohlhaus (clerk who recorded minutes),

Others in attendance: Mark Mullaney, interim Executive Director

Opening Prayer was given by Elia Marnik

Administrative matters were discussed first. The minutes of 2/6/07 meeting were approved as corrected. It was decided to record actual voting counts in the official minutes.

Leadership Reports were the next items on the agenda.

Mary Pat Fox gave the Officers report. Two hundred people were present at the priest of integrity award ceremony held in Washington D.C. Bishop Gumbleton was given the award. He gave an address which talked on conscience, subsidiarity, role of laity leadership, and bishops' moving from power to authority. The officers are scheduled to hold their second annual retreat at Mary Freeman's house in Rhode Island on the weekend of March 23 – 25. Conference calls were made with affiliates by region. There were ten to twelve people per call.

Ron DuBois and Dan Bartley gave the National Representative Council (NRC) report. Elections for NRC representatives are being held. Resolutions on financial accountability and statute of limitation laws have been sent out and eight regions have reported back with both affiliate and individual responses.

Bill Casey reported on his communication with NRC steering committee concerning Board of Trustee vacancies. He also reported that the NRC had given time on their agenda at their April meeting to the Board.

The Board concluded that it was inappropriate to respond to NRC resolutions in progress.

Mark Mullaney reported on VOTF office staffing. Presently, the search committee in addition to the National Executive Director search is also looking for an office manager and a bookkeeper. All three positions are posted on the VOTF website and several professional websites. The Executive Director search will include ads placed in the *National Catholic Reporter*, *Commonweal* and *America*.

Mary Pat Fox presented the need for a part time development position which had no other responsibilities than development. During the discussion agreement emerged that a development director was needed to

increase the organization's revenue base. Because the development position would initially add cost, Mary Pat Fox and Mark Mullaney agreed to present a preliminary budget for fiscal year 2008 at the April Board meeting.

After this discussion and upon motion duly made and seconded, it was:

RESOLVED: That the organization hire a part-time development director at an annual salary not to exceed \$50,000 and that the development director would report to the Executive Director and would particularly focus on major gifts and grants. The resolution was passed 10-0-0.

A development initiative with respect to grants has been started.

Mary Freeman assisted by Mark Mullaney gave the Treasurer's report. The Financial Statements for January were reviewed and Mary Freeman estimated that the deficit in the current fiscal year would approximate \$100,000. She also noted that because of a mix up in coordinating donor lists, 1500 – 2000 prospective donors did not receive the direct mail solicitation in the winter appeal. The March appeal is scheduled to go out on time.

The executive director recommended, based on member feedback, that the priest of integrity award be given more often, and that VOTF publicize positive news more often so as to give balance on the website. This will give donors a reason for giving. *FOCUS* (a biweekly e-mailing) needs better publicity externally as well as internally. He also suggested that VOTF be a national voice in public square.

Mary Pat Fox reported that the new website should be up and running some time this month (March) and that the VOTF Annual Report should be published by end of week. (March 10)

Next followed committee reports and issues.

David Castaldi made the report for the Audit Committee. Parent, McLaughlin, and Nangle (the auditing firm) recommended that a best practice and standard practice for not-for-profit organization is to have a conflict of interest policy for trustees, officers, and employees. He reported that the two conflict of interest policies that had been distributed to trustees prior to the meeting had been tailored by the Audit Committee for VOTF needs from templates provided by PM&N.

After discussion and upon motion duly made and seconded, it was:

RESOLVED: That the two conflict of interest policies (one for trustees and officers and one for employees) distributed to trustees in advance of the meeting be adopted.

The resolution passed 10-0-0

Mark Mullaney stated that he would insure that the policies were implemented.

After a discussion as to whether the NRC should have a conflict of interest policy, a sense of the Board

emerged that the NRC will be informed of the new policies and allowed to make its own determination as to whether it should have such a policy

The Finance and Development Committee report was made by its Chair, Jim Post. He committed to providing the Board with a written statement providing a compelling rationale for donors to give money to VOTF. Bill Casey suggested that each member of Board seek major donations to offset a portion of the deficit. Although his plan was not adopted, Bill indicated that he would implement the plan personally and report his results back to the Board. Mary Pat Fox will get a list of major donors to members of the Board.

The Governance Committee report was made by its Chair, Elia Marnik, who presented the upcoming Board vacancies and the criteria to be used when considering candidates. The timetable for identifying the candidates is to present them to the Board in May for election in time for the Annual Meeting of the Board on June 4th.

The next order of business was the proposed Identity Statement that had been discussed by conference call on Feb. 27. Bill Casey, Chair of the Strategy Committee, led the discussion. After discussion a statement containing a few revisions to the draft approved at the Feb. 27th meeting was moved and duly seconded. It was thereupon:

RESOLVED: The Board of Trustees approves the third-person version of the Identity Statement and solicits the concurrence of the officers and the National Representative Council for review and approval. The Board endorses the statement for the purposes of

- reaffirming and clarifying VOTF's mission and goals in the context of 2007;
- providing a model for gaining consensus around issues of significant disagreement;
- providing a common platform for leaders and members;
- replacing the Who We Are statement on the VOTF website;
- providing a foundation for developing VOTF's strategy;
- providing a set of boundaries generally sufficient to resolve differences over and priorities among proposals for VOTF's attention/action, and

defers a decision on what action to take if either or both of the officers or the NRC do not concur.

The motion passed by a vote of 9 in favor and 1 (David Castaldi) opposed.

The Officers made their response to revised Identity Statement and approved it (see attachment). Bill Casey will consult with steering committee of NRC about the next steps.

David Castaldi reminded the Board of the need to talk about the statement on "hot button" issues which is on web site.

The closing prayer was given at 10:10 and the meeting was adjourned.

A true record. Attest:

Gaile M. Pohlhaus, Clerk

VOTF STATEMENT OF IDENTITY ¹

Voice of the Faithful (VOTF) arose in 2002 in response to shocking revelations in the life of the Catholic Church: widespread clerical abuse of children; silence of both clergy and laity in the face of known or suspected abuse; and the moral, governance and pastoral failures of Catholic bishops in response to abusers and survivors alike. In the face of such breaches of trust, VOTF emerged from the determination of Catholic laity to find their voice and to claim their proper role in the governance of the Church.

Drawing on their baptismal responsibility for the life and work of the Church, VOTF members commit themselves to supporting survivors; supporting priests who are helping to heal survivors and correct institutional flaws; and working to reform governing structures so that abuse of authority could not happen again. Nourished by its members' deep love for the Body of Christ, VOTF seeks full transparency and accountability in Church governance and full incorporation of lay Catholics in the life and work of the Church at every level.

The patterns that led to abuse and cover-up, and to increasing instances of clerical financial misconduct, still prevail. It is simply unreasonable to trust in exclusively clerical governance or to expect meaningful reform from the hierarchy acting alone on these issues.

Affirming their responsibility for the good of the Church, VOTF members continue to offer their experience of faith and their competencies in the Church. They willingly collaborate with bishops and clergy who welcome such relationships. They also pursue independent avenues to exercise their role of fully-initiated lay faithful in the life and governance of the Church. In doing so, VOTF stands in full communion with the Church through sacrament, proclamation and service. It bases its work on the Gospel, the guidance of the Holy Spirit, and on the rich sources of Catholic tradition, particularly the understanding of the Church articulated in the documents of the Second Vatican Council.

VOTF welcomes the active participation of all Catholics who share a commitment to assisting survivors, supporting priests of integrity, protecting children, and working for full lay participation in Church governance. VOTF will continue to seek structural reforms that will correct the problems that led to the abuse scandal, and, if unchanged, could enable other

¹ adopted by BOT and Officers at March 6, 2007 meeting of the BOT for the purposes of:

- reaffirming and clarifying VOTF's mission and goals in the context of 2007.
- demonstrating a model for gaining consensus around issues of significant disagreement.
- providing a common platform for leaders and members.
- replacing the Who We Are statement on the VOTF website.
- providing a foundation for developing VOTF's strategy.
- providing a set of boundaries generally sufficient to resolve differences over and priorities among proposals for VOTF's attention/action.

scandals to occur. Joining VOTF is a commitment to work to strengthen and renew the Church, and to assume shared responsibility for its governance.