

Board of Directors' Meeting Minutes

NAMI Whatcom

January 14, 2021

Virtual (Zoom)

Approved by Motion 2021-02-11.1a

Present

Board: Rosemary Webb (President), Brian Estes (VP), Bruce Smith (Treasurer), Tom Scott (Secretary), Gracie Lamb, Russ Sapienza (emeritus).

Staff: Kim Sauter (Executive Director), Amy Armstrong

Volunteers: None.

Guests: None.

Called to Order by Rosemary 12:06pm.

Executive Director's Report

Submitted in writing, see attached.

Consent Agenda: Motion 2021-01-14.1 Accept the consent agenda as presented.

Moved by Brian, Gracie. Passed by unanimous consent.

- **Motion 2021-01-14.1a** Approve Board Meeting Minutes of 2020-12-10.
- **Motion 2021-01-14.1b** Accept Treasurer's Report as presented.
- **Motion 2021-01-14.1c** Accept Executive Director's Report as presented.

Bylaws Subcommittee

Tom had presented the Subcommittee's results of redrafting the Bylaws for review and possible approval by the Board via e-mail.

Tom reported that the Subcommittee was taking a hiatus after meeting almost every week for the last few months. He reported that the Subcommittee would like first review the Conflict of Interest Form then other policy documents and forms to assure they comply with the new Bylaws, once the new Bylaws are approved.

The general consensus was approval with the Bylaws except for the requirement for all needing to submit a signed a Conflict of Interest Form annually. The consensus was to return the Bylaws to the Subcommittee to return that requirement to just once.

Annual Meetings

The Annual General Membership Meeting was previously set to Thursday January 21, 2021 at 7pm. The Annual Board of Directors' Meeting, again previously set, was to start immediately after the Annual General Membership Meeting.

The "State of the Organization" was discussed as to be a presentation led by Rosemary and Kim with support from others as needed.

As noted in

Next meeting The **Annual Board Meeting, January, 21 @ Immediately following the Annual General Membership Meeting (@ 7pm), at/via Zoom.**

Adjourned 1:12pm

Action Items (outstanding from previous meetings)

- Brian leading Facebook Video project with assistance from Amy and others. – Ongoing.
- Board members providing regular, preferably monthly financial contributions. – Ongoing.
- Kim to work with 501 Commons to polish grant writing process and output. – Ongoing.
- Kim & Rosemary: Publish the Annual Report on NAMIWhatcom.org in the Board section.
- Kim to poll Board members for fundraising networking leads.
- Tom to change registration on new laptop to reflect ownership change.
- Completion of Bylaws amendments:
 - Subcommittee to supply Board to have final “reading” Board Meeting early in 2021.
 - Board to place on agenda and present at a special General Membership Meeting in early 2021.
- Recover documentation of existing Boards term expiration dates for use with Bylaws amendments and discussion regarding next elections.

Action Items (from this meeting)

- Bylaws Subcommittee to review Board individual terms and recommend any adjustments based on the revising terms per the amended Bylaws.
- Kim to provide 2021 budget, well in advance of the January regular Board Meeting for Rosemary to present at that meeting.
- Bylaws, Policies & Procedures Subcommittee – Discuss and recommend “Policy” for standing and ad hoc committees such as Advocacy, Outreach, Public Policy, Volunteer Appreciation and others.
- Secretary to send “Thank You” messages (and distribute hardcopies) to Kim, Rosemary and Deana of the Motion of appreciation regarding the expansion of the grant program during 2020. (Motion 2020-12-10.4).

Parked/Tabled Items

- Brian to keep Board up to date on activities of Public Policies Committee particularly on the “Behavioral Framework” document.
- Under Policies (Subcommittee) review and determine “Standing” and “Ad hoc” committees as Policies and NOT as part of the Bylaws (which does not currently specify).
- At Annual Board Meeting after Officers Election, formally note the appointed officers such as X Liaisons so that Board and other members may know to whom to refer when needed.
- Annual Review of compensation for staff by the Board.
- Meeting and present at the same meeting.

Supporting/Relating Documents

- NAMI Board Minutes 2020-12-10 - Executive Director's Report 2020-12-02.pdf
- NAMI Board Minutes 2020-12-10 - Treasurer's Report 2020-12.pdf
- NAMI Board Minutes 2020-12-10 - IT Committee-Workgroup Report 2020-12-10.pdf
- NAMI Board Minutes 2020-12-10 - Bylaws Policies and Procedures Report 2020-12-10.pdf

Respectfully submitted

Thomas R. Scott, Secretary