

BOARD OF DIRECTORS MEETING

Date: July 13, 2015

**Attendance:**

Maurice Dutton – President

Deborah Schaefer – Secretary

Katrina Hall

Jim Lafayette – Vice President

Cynthia Cunningham – Executive Director

Lola Hull

Janet Enders

Tancy Horn-Johnson - Treasurer

**Absent:** DeLisa Duncan

**Guest:** Trenia Cooper

**I. Call to Order:** at 12:01 p.m.

• **Consent Agenda:**

- Determination of a Quorum

- Conflict of Interest with BOD Meeting

- Approval of Agenda: *Agenda modified to place New BOD Vote before old business*

- Minutes Approval: *Maurice moved to approve minutes with one change. "Show that Tancy was voted in as Treasurer." Lola seconded the motion and minutes were approved with one change.*

- Financial Statement:

**II. Introductions for Guest:** *Trenia Cooper introduced herself. She works at the Methodist Children's Home and made a statement: "I am very passionate about mental health." Trenia was voted in as a new NAMI-Waco Board Member.*

**III. Old Business:**

- **Board Pledge** – *Maurice stated that BOD are expected to make a pledge to give or raise funds each year. He stated that this can be done by asking or raising funds instead from the BOD pocket. Jim LaFayette discussed his plan to raise funds with a "get together" at his home. "We need to use the 'soft' approach." Planned for August 22<sup>nd</sup> at the LaFayette home from 5-8 p.m. B.O.D. are expected to attend and to invite people. This is a friendship building opportunity and a 'come and go' event. "We are keeping it simple. Head count is not necessary" per Jim. Jim suggested that this become a monthly event once up and running. Maurice asked the whole board to be mindful of fundraising events so that we can meet Cynthia's salary and keep her as Executive Director. Maurice also mentioned that we need to make education a priority as part of our community through Executive Director.*
- **Conflict of Interest Serving on BOD** – *Maurice stated that it is important that each year the BOD read over and sign a conflict of interest form; verifying that there is no conflict.*
- **Savor – Baylor Fundraising** – *Cynthia discussed the Baylor Fundraiser. She asked board to review volunteer sheet and note that 2 hours of training are needed prior to each game. We need 10 people per game. Trenia suggested that she will talk with administrator at The Methodist Home to see about opportunities for the children to volunteer and serve the community. Cynthia needs volunteers within the next 2 weeks and 10% of what is made goes to NAMI-Waco.*
- **Committees** – *Maurice discussed the committees and noticed that the standing committees stated are not functioning as stated in bylaws. Maurice suggested that people that are not board members may serve on our committees; but we can have people not on the board serve as a critical part of our committees. One committee brought up was the Audit Committee. It was brought to the board's attention that it would cost about \$4,000-6,000 to hire an outside auditor to audit the NAMI Waco books. Our books are in good order according to our internal auditors from 2014. (Lola, Tancy and Deborah) Tancy voiced that NAMI-Waco would be closer to receiving United Way funding/support if we hired an auditor. Maurice suggested that we need to find a pro-bono auditor.*

- Expo – Cynthia stated that the Expo Planning Committee was off to a great start putting together this event. There is a kick-off breakfast being planned a month prior to the Expo to introduce a group of professionals to the Expo's purpose. It is expected that this group will help us advertise the event. The Expo will have a key note speaker speak during lunch and then the audience will split up into two groups for additional speakers.

IV. **New Business:**

- Bylaw Revision – Maurice reviewed the suggested Bylaw revisions:

**Proposal #1:**

**ARTICLE IV**

**Board of Directors**

**Section 2: Qualifications**

*The Board of Directors shall be NAMI WACO members in good standing, residents of Texas and be willing to serve/fulfill their duties and elected term/s and consist of, ~~at least fifty-one (51) percent, persons who have or have had mental illness, or parents or other relatives thereof.~~*

**Section 3: Nominations**

*A. Nominations for all directors shall be made by the members according to procedures developed by the Board of Directors. Nominations and resumes shall be in writing and forwarded to the Nominating Committee not less than thirty (30) days prior to the commencement of the annual business meeting. The office of the president shall publish the name and resume qualifications of each individual so nominated.*

**Section 4: Terms of Office**

*A. At each annual meeting, the membership shall elect ~~ten (14 or 15) directors as needed.~~ Term of office shall be two (2) years. The terms of any Officer or Director shall be extended, if necessary, until his or her successor is duly elected.*

*Jim made motion to accept modifications to the bylaws and motion was seconded by Lola.*

- Baylor Community Engagement – Cynthia stated that she had recently had a very promising meeting with the Baylor Director for Civic Engagement. There has been some plans started to Coordinate Baylor students with NAMI Waco programs. This would give us More people to help us get our education out into the community.

V. **Adjournment:** Meeting was adjourned at 12:53

Minutes submitted by: Deborah Schaefer

Adopted by the Board during the meeting on: 8-10-15

President's Signature: Maurice H. Dutton