



It is the mission of Vera House, Inc. to prevent, respond to and partner to end domestic and sexual violence and other forms of abuse.

**Board of Directors**

**MINUTES**

**APRIL 16, 2024**

Attendance: Dawn Penson (President), Kamesha Graves, Susan Petrisillo (Treasurer), Stefanie Savory (Secretary), Sapna Kollali, Kyle Metzler (1st VP), Emilija Postolovska, Sandra Russell (virtual), and Nelisha Barron (virtual)

Excused: Monica Coles , Daquetta Jones (CEO)

5:39 Roll call

1.Approval March Minutes:

- a.Kamesha motioned approval.
- b.Susan seconded the motion.
- c.Discussion: Nelisha was present but reflected in the notes as excused.
- d.Motion modified to include an acceptance of the minutes with attendance modified to reflect Nelisha as present.
- e.Kyle abstained; absent March meeting.
- f.None opposed.
- g.Motion carries; minutes approved.

2.Elections:

- a.Board President
  - i.Nomination: Dawn Penson by Sandi.
  - ii.Discussion
  - iii.Motion to appoint Dawn as Board President, Sandi.
  - iv.Seconded by Emilijah.
  - v.Discussion included process questions as it relates to the Vice President role.

- vi. None opposed; none abstained.
- vii. Motion carries; Dawn Penson is Board President.

b. Board Vice President

- i. Kyle (2nd VP) expressed interest in becoming 1st VP following Dawn's transition to Board President.
- ii. Stefanie motioned to appoint Kyle Metzler as 1st VP.
- iii. Seconded by Dawn.
- iv. None opposed.
- v. Motion carries; Kyle Metzler is 1st VP.

c. 2nd Board Vice President vacancy

- i. To be addressed in May.

3. Annual Documents:

a. The following documents were identified and listed for consent approval:

- i. Annual Conflicts of Interest Disclosure Form
- ii. Board Attendance Policy
- iii. Board Development Legal Responsibilities
- iv. Board Self Evaluation
- v. BOD Confidentiality Policy
- vi. Conflict of Interest Policy
- vii. Records Retention and Destruction Policy
- viii. Roles and Responsibilities
- ix. Staff Contact Policy
- x. Vera House Board Member Email Policy
- xi. Whistleblower Policy

b. Sapna made motion to approve; Kamesha seconded motion; no opposed.

c. Motion carries; documents approved.

4. Consultant Discussion: Board Development

- a. Pursuant to the Board Development committee's request, the agency is seeking funding for hiring a consultant to provide two, 2-hour sessions with the Board for training and supporting a dashboard for the agency to provide real-time information to the Board.

b. The Board discussed the need for quality data for this to be worth it; Dawn indicated that once the agency is caught up on financials (with Capital CFO support), then the necessary information will be in.

c. Next steps: Finding grants and meeting with the Board

5. Board application:

a. Discussed with adjustments made:

i. Middle Eastern was moved to be an individual option leaving Multi-racial/Multi-ethnic to be a separate option. Added “other” as a selection.

ii. Box next to gender identity was removed.

iii. Motion to approve as amended by Kamesha; seconded by Kyle; no opposed.

6. Personnel Committee:

a. Motion to create Personnel Committee and therefore, modify the Audit and Finance Committee description (responsibilities).

b. Language to be provided in advance and discussed in May.

c. This requires modification to by-laws; quorum was met and the intent to motion this edit was provided to the Board prior to the meeting.

7. Financial:

a. 2022 Audit: The Audit was paused due to capacity challenges in the accounting department.

b. Budget: There is no budget to review due to capacity challenges.

c. Capital CFO was approved and will focus on billing with support towards the Audit.

i. Agency will pay the consulting fee and will not seek Foundation funding.

ii. At this time it was unknown the billing process and if there was a contractual agreement between Capital CFO and the agency.

8. Executive Team Report:

a. Due to the staff not being present, there was not an Executive Team Report discussed.

b. Template: Due to the staff not being present, the template was tabled until the May meeting.

9. Contingency Planning:

- a. Due to the staff not being present, this was not discussed beyond general overview discussion.
- b. In general the team discussed it being prudent and necessary to have a plan given the agency is not cash positive. The team agreed contingency planning will include the Chief Executive Officer.
- c. The Contingency Planning discussion and plan review will be tabled to May. Stefanie will provide the documents to all members with the May meeting materials.

10. CEO Support/Expectations

- a. Discussion
- b. Personnel committee will lead the CEO evaluation process development; CEO will be asked for input; and the Board will review and discuss.

11. White Ribbon

- a. 6 People/Organization sponsors
- b. Walk 4/30

12. Program Committee:

- a. Chair: reassigned following Mitayah's departure.
- b. Chair: Sandi
- c. Thank you, Sandi!

13. Motion to adjourn, Dawn; Seconded by Sandi; none opposed; motion carries.

Meeting adjourned, 7:41

Respectfully Submitted,

Stefanie Savory

Secretary, Board of Directors