



Minutes of VGEC Regular Board Meeting

Date: Wednesday, January 2, 2019

Location: Online at meet.vergers.org

Chair: Scott Smith

Recording Secretary: Vyonne Carter-Johnson

Members Present (8)

Barry Norris (2019), Diane Carlisle (2021), John Whitaker - Treasurer (2020), Michael Sanchez (2020), Richard Parker - Vice President (2019), Scott Smith - President (2020), Vyonne Carter-Johnson - Secretary (2021), Walt Kindergan (Ex-Officio)

Members Absent (1)

Bob Mikrut (2021)

Definition of a Quorum from the VGEC Bylaws: "For a Board meeting a minimum of six members constitute a quorum for the transaction of business. The vote of a majority of those voting at a meeting at which a quorum is present constitutes the action of the annual meeting or Board."

Guests

Duke DuTeil, Financial Secretary, Training Advisor, Current Annual Conference Co-Host

The meeting was called to order at 8:09 pm EST by Scott Smith, Chair.

A quorum was present.

The minutes for the October 17, 2018 VGEC Board Meeting were approved as read.

The finance report was provided orally by John. The Balance Sheet and P&L as of December 2018 were reviewed. Net income for the calendar year 2018 was \$3,800.

Scott provided an oral report on the VGEC committee structure with some committees being functional and others not. The "Communication and Technology" committees have been split into "Communication and Marketing" and "Technology" committees. By-Laws on how our committees are formed were reviewed. Work on the committee structure and members is ongoing.

The board discussed establishing strategic goals for 2019 as:

- Grow Membership and Revenue
- Invest in Technology (MMS maintenance and improvements)
- Simplified Annual Conferences
- Robust working committees
- Leadership development and transition

Richard provided an oral report for the Annual Conference committee. He and Scott are meeting regularly to plan 2020 to 2022 using alternating "Conference Center" and "Metro" models.

Richard provided an oral report for the Chapters committee. Current activity taking place in the Diocese of West Michigan.

Michael provided an oral report for the Communications and Marketing committee. The committee is recruiting an editor for the Vergers Voice blog. Michael will roll off the board next year (2020) and it will be time soon for new leadership and direction for this committee. The committee hopes to meet more regularly.

John and Duke provided an oral report for the Finance Committee. A discussion about the need for budgeting was discussed.

A motion was made by Barry and seconded by Diane. Reported by Chair, "Motion to upgrade our subscription to Quickbooks Online for approximately \$400 per year which will enable us to add budgeting to our financial reporting." The motion was adopted.

Yvonne provided an oral report for the Governance Committee. The Financial Review for 2018 will be ready for review at the mid-year board meeting.

Diane provided an oral report for the Membership Committee. The committee is meeting once a week to set policies and procedures to better work together and coordinate their work.

Scott provided an oral report for the Nominations Committee. This is an area that needs immediate attention and additional help.

Scott led a discussion on a proposed amendment for the VGEC Bylaws for the 2019 Annual Meeting that would establish an online voting system for the election of Board members. Elections at the Annual Meeting severely limit the number of members who are eligible to vote - an ability that we promote as a value of membership and one that is limited to those who can afford or chose to attend the annual meeting. The board recommended creating a group to evaluate this. Potential members: Duke, Michael, Darin...

The date of the next meeting was changed to Wednesday, February 27, 2019 at 8pm EST.

Action Items from the January 2019 Board Meeting

- **Vyonne:** Create templates from January meeting so all meetings can use this Agenda and Minutes format
- **Vyonne:** Review these minutes with the video and update as needed.
- **Vyonne:** Present these to Scott, then to the Board via email link to this document
- **Vyonne:** Work with the Financial Review Committee to have their report for the mid-year board meeting. Will work with John to plan best process for this.
- **Vyonne:** Create the February board meeting minutes. Present to Scott, then to Board meeting with a link to the document.
- **Vyonne:** Notify ALL committee chairs that the Board would prefer a written committee report for each board meeting.
- **Scott:** Continued work needed on the Committee Structure
- **Scott:** Work on Nominations Committee, members, roles and responsibilities, and documentation
- **Scott:** Convene group to evaluate Bylaws amendment for election of board members
- **Michael:** Communications Committee needs to meet regularly