

# **Board of Directors Meeting Minutes**

20 November 2024, 6:30 pm ET

#### Attendees

#### Board

Elizabeth Herman, President Danielle Villegas, Vice President Roberta Werner, Treasurer Timothy Esposito, Immediate Past President Jackie Damrau, Secretary Timothy Shaw, STC Executive Director Guiseppe Getto, Director Jennifer Goode, Director Amanda Patterson, Director Wendy Ross, Director Jamye Sagan, Director

#### Agenda Items

- Call to Order
- Consent Agenda Items (5 mins)
- Executive Director Report (25 min)
- Finance Committee Report (10 min)
- Committee Reports
  - Governance (5 min)
  - CAC (5 min)
- Unfinished Business (5 min)
  - Chapter Restructuring (5 min)
- New Business
  - N/A
- Executive Board Session (30 min)
- Adjourn (5 min)

Herman Shaw Werner Villegas

Herman

Sagan Herman

Herman

Herman Herman

#### **Consent Agenda Items**

- Approval of November 20 Agenda
- Review/Approval of October 23 Minutes
- Approval of September and October 2024 Financials
- Committee Reports

## Call to Order

The meeting was called to order at 6:30 pm ET. Quorum was declared and the meeting proceeded.

#### Agendas

The agenda was adopted. The consent agenda was adopted.

#### **Executive Director's Report**

Shaw updated the Board on the following:

- 2025 Draft Budget
- 2025 Membership Updates
- Compass Conference
- Community Budget Messaging
- 2024 Financials (November)

Compass Conference, formerly 4Rs, dates decided for Feb 11-12; 8 hrs total programming; 2 CEUs; recording available; 1 pm to 6 pm ET; participants will get access to recordings; reg fee kept the same as the last conference. Shaw to finalize a message and then alert Villegas to work with the Marketing team to announce it.

Tabled discussion on the STC Summit 2025 until the December meeting as Unfinished Business. Board may consider an email vote or special meeting to vote on the aspects of sharing Summit dates, vendors, hotel, etc. to start bringing in registration money to bolster the financial situation.

#### **Finance Committee Report**

Werner reported the 2024 October financials. The September financials were part of the Board's Consent Agenda.

Werner moved that the Board accept the Finance Committee Report for the month of October 2024. The motion passed.

#### **Committee Reports**

#### Governance

Villegas reviewed the current STC Mission Statement and proposed a shorter, reworded Mission Statement for Board consideration.

Villegas motioned on behalf of the Governance Committee that the Board accept this revision of the STC Mission Statement to be put into effect immediately. The motion passed.

#### CAC Updates

Sagan provided updates on CAC activities and other Community-related updates.

Sagan reported the dates for the CAC Town Hall for January - April 2025. The February meeting date may need to change due to the Compass Conference. Sagan will post the Town Hall dates on the website and the Events calendar soon.

## **Unfinished Business**

**Chapter Restructuring** 

- Board asked to entertain a motion to approve empaneling an ad-hoc committee to develop a strategy for chapter restructuring to be chaired by Danielle Villegas.
- Patterson made a motion to approve empaneling an ad-hoc committee to develop a strategy for chapter restructuring to be chaired by Danielle Villegas. Sagan seconded. The motion passed; Herman and Villegas abstained.
- Patterson and Sagan requested to be added to the ad-hoc committee as they are dealing with communities. They will need to be added to the December meeting for consideration.

## **New Business**

None

#### **Executive Board Session**

An Executive Board session followed the monthly Board meeting to allow the Board to discuss Society-related business that needed further discussion.

# **Closing Remarks/Reminders**

Herman reminded the Board of the date for the next monthly Board meeting being earlier due to the end of year holiday season. She thanked the Board members for attending this month's meeting.

#### **Next Meetings**

December 18, 2024 (changed due to Christmas holiday)

## Adjournment

The meeting adjourned at 7:00 pm ET.