

VA FAMILY AND CHILDREN'S TRUST FUND

(VA-FACT) Board of Trustees Sustainability Committee Meeting, Nov 22nd, 2022

Participation:

Trustees Present: Linda Wilkinson (Committee Chair), Ginny Powell, Allison Lawrence (joining virtually)

Trustees Absent: Tavares Floyd, Season Roberts

Staff Present: Nicole Poulin (Executive Director) and Taylor Hohle (Senior Research Associate) (joining virtually)

Others Present: Claire Guthrie Gastanaga

Opening: Chairperson Wilkinson called the meeting to order at 10:02 AM

Bylaws

- There is currently a clause in bylaws (Article III, Section 7) that prevents the ability to pay any current or former FACT Board member. Our current sustainability consultant (Lisa Spector-Dunaway) is a former FACT board member/chair.
 - A motion was made by Trustee Powell to recommend that the Board amend the bylaws by striking Section 7 of Article III completely. This motion was seconded by Trustee Lawrence.
- Counsel for FACT brought attention through email of new FOIA code released on September 1st which would allow changes in virtual participation for board members as long as a quorum is physically present.
 - Discussion to place regarding a possible recommendation that the Board strike "a simple majority" and replace it with "1/3rd" in Article VI, Section 4 to meet a quorum criteria.
- Nicole will work with Counsel for FACT to communicate this committee's recommendation and provide a draft of the proposed bylaw changes to the Board by Monday November 28th for discussion at the December 8th meeting.

Revised Timeline

- The next Board meeting is currently set for Thursday Dec 8th 1-4pm with the sustainability session Friday Dec 9th 9:30am-4pm.
- Due to changes in the bylaws, the sustainability session on Friday will be cancelled and recommended to move this session to March 30th or 31st after the March Board meeting which is currently set for March 10th.
- In order to accommodate new Board members, FACT will have an individual authorized to do swearing ins present at the December 8th Board meeting for new members who have not been able to do so.
- Due to additional agenda items added, the Board meeting on December 8th will be moved from 1-4pm to 10am-3pm and include lunch. Topics covered will be; new members swearing in, a mission moment, an overview of FOIA, update and discussion of proposed by-law changes, update and discussion of sustainability planning and timeline and an update from the Child Abuse and Neglect (CAN) Committee.
- A consent agenda will be utilized to preserve time for new Board members to become acclimated and learn more about FACT's CAN Committee.

There was discussion about potential legislative changes that may need to occur to move the sustainability plan forward.

Meeting adjourned at 11:32am.