Forma Board Meeting Face-Face
November 5, 2014

<u>Board Present:</u> Randall Curtis, Kyle Mathew Oliver, Shannon Kelly, Emily Given, Missy Morain, Myra Garnes Shuler, Sue Vogelman, Laurie Bailey, Lisa Puccio, Luke Fodor, Andrew Kellner, Lyle SmithGraybeal

<u>Also Present :</u> Jamie Martin-Currie (on Nov 5, 2014)

Randall opened with Morning Prayer at 9:04 (Led by Andrew Kellner)

Report from the Working Group (see attached form)
- Lyle recapped the Working Groups Progress (see Appendix A)
    - o Rooted in the Forma Charter

- Results of Survey (see the PowerPoint)
    - o **Top Priorities**
        - ▪ Resources
        - ▪ Connections of Support (pure relationship)
        - ▪ Professional Network Folks
    - o Conferences
        - ▪ Most folks have attended 1-3 conferences
    - o Resources
        - ▪ Listserv
        - ▪ Website Use
        - ▪ Facebook
        - ▪ Certificate Program
- The Motions
    - o Motion #1
        - ▪ Rationale: The Board needs to be prepared (and streamlined) to support an Executive Director
            - ● Continuity of Board President and President-elect
            - ● Odd Number to facilitate Voting
        - ▪ Andrew Kellner moves Motion #1; Lyle seconded it
        - ▪ Discussion:
            - ● Why Membership is not allowed to vote on Board Members Slate:
                - o Limits the power of the Board to create real diversity (demographic and skill based)
                - o Careful thought into how to present this shift is needed (lots of pre-conversations): When/how will the Membership hear about this? Plan to record a video…
                - o The
            - ● Does this reconfiguration of the Board, predicated on an Executive Director, cause difficulties in achieving our work and

alienate longtime members?
- o This creates a project-based; mission-oriented Board
- o Facilitates decision making & widens the work and better utilizes the membership's skills as part of (standing) Working Groups
- o Official Application Process to the board and working groups
- o How to address: particular concerns with this shift : Board is better able to **serve** the needs of our membership
  - ● Lisa Puccio called the vote
  - ● The Motion carries unanimously
- o Motion #2
  - ▪ Andrew Kellner moves Motion #2; Kyle seconded it
  - ▪ Discussion:
    - ● There were numerous attempts to explain each plan (Charts were very helpful!)
    - ● Plan #1 is simpler and it immediately empowers the Board to do the work that it has committed itself to do.
  - ▪ The Motion carried unanimously
  - ▪ Lisa Puccio moves that we pick plan #1; Emily Given seconded
  - ▪ Missy calling vote for motion for Plan #1
  - ▪ The Motion carried unanimously.

- o Motion #3 was tabled until after all the other motions were passed and then the Board returned to it.
  - ▪ Andrew move, Kyle seconded.
  - ▪ The Working Group accepted the following friendly amendment:
  - ▪ "Move that the Forma Board of Directors, in establishing several working groups, further engaging membership and adopting a new board structure resolves to hire a full-time Executive Director at such time as the funds are available in support of vision, mission and programmatic goals."
  - ▪ Missy called the vote.
  - ▪ The Motion carried unanimously.

- o Motion #4
  - ▪ Myra moves motion #4; Andrew seconded
  - ▪ The Working Group accepted the following friendly amendment (to place priorities in alphabetical order):
  - ▪ "Move that the Forma Board of Directors adopt the following priorities and make efforts on the following programmatic areas:
    - o Advocacy
    - o Annual Conference
    - o Faith Formation Academy

- o Local/Regional Partnerships
- o Resources (website, listserv, Facebook, etc)"
  - ▪ Missy called for the vote, Emily seconded.
  - ▪ Motion Carried unanimously.

- o Motion #5
  - ▪ Myra moves motion #5; Andrew seconded
  - ▪ The Working Group accepted the following friendly amendment:
  - ▪ "The Board will establish Ethnic/Cultural Diversity working group to meet the above goals and to administer funds of $5,000 for: 1) for scholarship for ethnic minorities to attend that annual Forma Conference, 2) to send Forma Members to attend various other ethnic/cultural diversity, and 3) to facilitate their work via face-to-face meeting."
  - ▪ Andrew called, Sue seconded.
  - ▪ Motion Carried unanimously.

- o Motion #6
  - ▪ Myra moves motion #6; Andrew seconded
  - ▪ The Working Group accepted the following friendly amendment:
    - ● "Move that the Forma Board adopt membership expansion goals for each of the subsequent five years with a goal to have a 1,000 by 2020. The board will establish a Membership Working Group to develop and lead the implementation of a plan to meet this goal. The Board will designate $2,500."
  - ▪ Lyle called, Shannon seconded.
  - ▪ Motion Carried unanimously.

- o Motion #7
  - ▪ Lyle moves motion #7, Missy seconded
  - ▪ Discussion: Lyle accepts a friendly motion (moved by Kyle, seconded by Emily) to merge motion #7 and #8
  - ▪ Amendment: "Move that the Forma Board of Directors initiate a two-year advancement campaign to raise a minimum of $160,000. The board authorizes the expenditure of up to $7,500 for use in support of this campaign, and the establishment of an Advancement Working Group. Once $80,000 has been raised and an additional $80,000 has been pledged, the Forma Board of Directors adopts a two-year budget to support staff and program growth, which relies upon $160,000 in fundraising."
  - ▪ Myra moves to close the discussion and asks. Missy seconds.
  - ▪ Motion Carried unanimously

FINAL APPROVED BOARD MOTIONS

MOTION 1 – BOARD STRUCTURE
Move that the Forma Board of Directors be comprised of nine members each serving a six-year term. Members to the board will be appointed by a vote of the board, from a pool nominated by a group comprising the exiting class plus three additional Forma members selected by the board. Board members will no longer be elected by the membership. Appointments to the board will be made biennully. The board will have as officers: a president (two-year term); a president-elect (two years as president-elect and two years as president); a secretary (two-year term); and a treasurer (two-year term). The board will elect a secretary from the incoming class to serve a term of two years. The membership will elect a president-elect during the third year of a board class; the president-elect will assume the presidency of the organization in their fifth year of service and serve as president for two years. The board will also appoint a treasurer for the organization, who need not be a member of the board, to serve a two-year term. Exiting board members will no longer serve as advisors to the board. The organization's corporate lawyer will draw up all necessary changes to the organization's Articles of Incorporation and Bylaws, to reflect this new structure.

MOTION 2 – IMPLEMENTATION OF STRUCTURAL CHANGE
Move that the Forma Board of Directors extend the length of term for the Class of 2017 by one year and the length of term for the Class of 2018 by two years. At the annual meeting in 2015 no new board members will be appointed or elected. At the annual meeting in 2015 the membership will elect, from the Class of 2016, a president to serve a one-year term. The membership will also elect, from the Class of 2017, a president-elect, who will assume the role of president in 2016 and serve a two-year presidential term at that time. Board will elect a secretary from the Class of 2018 and appoint a treasurer to both serve one-year terms.

At the annual meeting in 2016 board appoints Class of 2022. Membership elects president-elect from Class of 2018, now Class of 2020, to serve two years then assume the role of president for additional two-year term. Board also elects a secretary from the Class of 2022 (two-year term) and appoints a treasurer to serve a two-year term expiring in 2018.

MOTION 3 – EXECUTIVE DIRECTOR
Move that the Forma Board of Directors, in establishing several working groups, further engaging membership and adopting a new board structure resolves to hire a full-time Executive Director at such time as the funds are available in support of vision, mission and programmatic goals.

MOTION 4 – Program Goals and Commitments
Move that the Forma Board of Directors adopt the following priorities and make concerted effort to expand initiatives to achieve the following programmatic areas:
   - Advocacy
   - Annual Conference
   - Faith Formation Academy
   - Local/Regional Partnerships
   - Resources (website, listserv, Facebook, etc)"

MOTION 5 – ETHNIC/CULTURAL DIVERSITY

Move that the Forma Board of Directors adopt these four priorities and values/activities for ethnic/cultural diversity:

invite Ethnic Missioners to be active participants in Forma conferences and events while also identifying members of their networks as potential Forma leaders and members

board recruitment and member recruitment of constituencies not currently represented in the membership who identify as Asian American, Black, Indigenous, Hispanic/Latino

invite the Missioner for Racial Reconciliation, to serve as a diversity consultant to the board

establish formal dialogue between Forma and ethnicity based organizations, e.g. UBE, New Community, Asiamerica Ministries, Latino Ministries, Black Ministries, Indigenous Ministries, etc.

The Board will establish Ethnic/Cultural Diversity working group to meet the above goals and to administer funds of $5,000 for: 1) for scholarship for ethnic minorities to attend that annual Forma Conference, 2) to send Forma Members to attend various other ethnic/cultural diversity, and 3) to facilitate their work via face-to-face meeting.

MOTION 6 – MEMBERSHIP EXPANSION

Move that the Forma Board adopt membership expansion goals for each of the subsequent five years with a goal to have a 1,000 by 2020. The board will establish a Membership Working Group to develop and lead the implementation of a plan to meet this goal. The Board will designate $2,500.

MOTION 7 – FUNDRAISING AND BUDGET

Move that the Forma Board of Directors initiate a two-year advancement campaign to raise a minimum of $160,000. The board authorizes the expenditure of up to $7,500 for use in support of this campaign, and the establishment of an Advancement Working Group. Once $80,000 has been raised and an additional $80,000 has been pledged, the Forma Board of Directors adopts a two-year budget to support staff and program growth, which relies upon $160,000 in fundraising.

Submitted by Luke Fodor