

VTAA BOD Regular Meeting Minutes
12/28/2020, 6:30-8 PM EST

Meeting called to order at 6:38 PM.

In attendance: Deirdre Kelley, Catherine Lumenello, April Brumson, Scott Moylan, Charles Murdock & Montana Burns

Presiding officer: Deirdre Kelley

Absent: Christina Ducharme

The session meets quorum requirements. Six out of the seven members are present.

1) Welcomes and introductions. Discussion of how people work best.

Deirdre called the meeting to order. She emphasized the importance of introductions and wanted to ask how people work best in a group. This way we can be supportive of each other and the organization.

Scott: enjoys being in a supportive role (to everyone, but also the secretary and president specifically), appreciates open communication, problem solving, and sincere effort being put forth from individuals. He practices in Essex Junction.

Charles: likes a solutions-based approach, works well in a group and by himself, is a good mediator and connector. He practices in South Burlington, lives in Charlotte. Charles is a long-time practitioner of martial arts as well.

April: graduated NESAs in 1986 and is a long-time practitioner. She does best in supporting roles and is good at executing tasks. April lives in Westminster.

Montana: lives in Burlington, 7 years into practice and has temporarily closed due to COVID with two small children. She gets excited with the possibilities and can interject often. Montana does well with feedback and wants to engage the membership more. She tends to take on too much at times.

Catherine: is a clear communicator, frank, good with creative thinking and specific tasks. Delegated structure works well for them. They live and work out of their home in Townshend. Catherine also wrote a book and is doing more public speaking this year along with mentoring and completing doctoral programs.

Deirdre: believes that everyone has unique talents and wants to foster collaboration. Her path has led from the individual to the collective and she truly enjoys working together with a group. Deirdre is direct and clear in her communication styles and takes feedback very well. She lives and works in Brattleboro.

2) Answering questions about new positions and duties.

The secretary's role was discussed with respect to list serve management, dues, updated committee engagement, and obtaining the key for the VTAA mailbox from Diana. Montana and Diana have not connected yet, but plan on doing so ASAP. Scott has already met with Diana and offered to help as well. Diana planned on writing a detailed list of duties that Montana will assume.

The new debit card was obtained by April. Scott asked to use it to put the Zoom account in the VTAA's name instead of his own. They will coordinate at the end of the meeting to complete that task.

Email addresses for the president, vice president and secretary need to be passed on to the new people in the roles. Former administrators will coordinate the hand off to the incoming members.

3) Recap of meeting, approving annual meeting minutes.

MOTION: April made a motion to approve the annual meeting minutes distributed to the membership by Diana. Montana seconded. There was no discussion, and it was unanimously approved.

4) Financial update/Treasurer's Report (finish up the annual meeting loose ends related to finance report).

April needs to contact both Diana and Dianne in order to fix the balance sheet from our latest financial report. There were some difficulties with discerning dues from donations with PayPal. This will be done by our next meeting in January. Deirdre wants this BOD to be financially accountable and step forward with good information and transparency about our spending.

The Necrason contract was renewed by our membership at the annual meeting. April requested the details so that she can set up the payments. Formerly, Scott was the contact for Jessica our lobbyist. Scott will write an email introduction to both Deirdre and Jessica, but also offered to be our continued contact if desired. Scott is also the ASA representative and offered to do the same for that role or pass it along to Deirdre.

Catherine Lumenello had to leave the meeting at this time. We still have a quorum with 5 members. For future reference, a quorum for the BOD is 4 out of the 7 members.

5) Update on the Google map issue on the website.

April received the new debit card and gave the information to Diana who was successfully able to update the google account. Beth verified that the Google map issue was completely resolved.

- 6) Ideas for the committee mid-year meeting and discussion for how to engage committees for the future- structure design for engaging committees.

A mid-year May meeting and/or regional meet ups was suggested by Deirdre for engaging out membership and having some more structure/intention for the committees. This could be for just the committees, but Deirdre was open to suggestion and changes. A 45-day notice needs to go to the membership before membership meetings or special meetings can be called. Please see reference below to the relevant instructions in our board manual. Upon reviewing, according to these bylaws a letter in the USPS mail is required.

ARTICLE IV

MEETINGS OF MEMBERS

Section 1. Annual Meeting. *A convention of members shall be held each year for the purpose of electing officers and directors, amending by-laws, reviewing the activities of the Association and such other items as the membership and the Board of Directors may deem necessary.*

Section 2. Place of Annual Meeting. *The Board of Directors may designate any place within the boundaries of the State of Vermont as a place of meeting.*

Section 3. Notice. *Written notice of the Annual Meeting shall be made no less than forty-five (45) days prior to the meeting. This notice shall be deemed delivered upon posting with the United States Postal Service and via VTAA group email.*

Section 4. Special General Meetings. *Upon call of two-thirds (2/3) majority of the Board of Directors or at least three-quarters (3/4) of the general voting membership, a special meeting may be convened for the body of the membership and notification provided in accordance with the provisions of Section 3 of this article.*

Section 5. Proxies. *A proxy is a member who is entitled to vote, authorizing another member to vote in his/her place. No proxies are authorized in any meeting.*

Montana supported this mid-year meeting and had some ideas about how to organize and plan for it. Scott mentioned the structure of the ASA committees as an example for how we can organize our own. Montana will obtain the membership roster and committee information from Diana ASAP. Deirdre suggested that perhaps the committee chairs are invited to 1-2 BOD meetings a year as a way to engage them. Most BOD meetings will be open for our membership to attend except for closed sessions with sensitive material. Scott recommended that our meeting minutes will be made available to our membership on the membership only documents section of our website. This mid-year meeting will be a continued item for discussion at our next meeting.

- 7) Any unfinished business or additions from board.

Deirdre suggested that the BOD create a membership newsletter. Montana thought it could be sent out by the Lunar/Chinese New Year on Friday, February 12th, 2021. Project will be led by Deirdre, Montana, Scott (and Christina if she is interested?) who will coordinate via email to hammer out the details. Montana suggested summarizing the VTAA achievements of 2020 and goals/vision for 2021 including the committees and mid-year meeting. This will be a continued item for discussion at our next meeting before the deadline.

There was no further new business.

Next VTAA BOD meeting is scheduled for Monday, January 25th, 2021 from 6:30-8:00 PM.

Meeting adjourned at 7:39 PM.

Respectfully submitted by Montana Burns, VTAA Secretary.