DISPUTE RESOLUTION CENTER
BOARD OF DIRECTORS MEETING
May 20, 2024
Noon Virtual Meeting

AGENDA

I Welcome — Bettye Benten

II. Minutes — Bettye Benten

III. Executive Director Report — Erin Patterson

- ED Report
- Updates on goals
  - Progress on new website
  - February and April trainings
  - Move to county office
  - Market to new targets, such as law firms and mental health organizations
  - 8 new mediators
  - Propose new fees
  - Board survey of dashboard
  - Lola Wright grant update
  -
- Questions for me?

IV. Committee Report — Bettye Benten

Legal/Finance:
Katie Tousignant
Review of monthly financials

Executive Committee: — Bettye Benten
Strategic Plan/Operational Plan

V. Old Business — Bettye Benten

VI. New Business — Bettye Benten

Phone allowance request
Indemnity clause in current Bylaws

“LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS”

V.1 Liability. An officer or director of the corporation is not liable to the corporation or any other person for an action taken or omission made by the officer or director in the person’s capacity as an officer or director unless the officer’s or director’s conduct was not exercised:

a. in good faith;

b. with ordinary care; and

c. in a manner the officer or director reasonably believes to be in the best interest of the corporation.

V.2 Indemnity. The corporation shall defend, indemnify and hold harmless the directors and officers of the corporation to the fullest extent now or hereafter permitted by law in connection with any actual or threatened action or proceeding (including civil, criminal, administrative or investigative proceedings) arising out of their service to the corporation or to another organization or enterprise at the corporation's request. This defense and indemnification obligation shall include, but not be limited to, any alleged act or omission of the directors and officers. Persons who are not directors or officers of the corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board. The corporation may at any time, to the extent authorized by the Board, take such steps as may be deemed appropriate by the corporation, including purchasing and maintaining insurance, entering into contracts (including, without limitation, contracts of defense or indemnification between the corporation and its directors and officers), creating a trust fund, granting security interests or using other means to insure the payment of such amount as may be necessary to effect the corporation’s obligation to defend and indemnify the directors and officers. These obligations will survive any amendment or repeal of this Article, with respect to any act or omission occurring prior to the time of such repeal or modification. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a director or officer or former director may be entitled under any by-law, agreement, insurance policy or otherwise. The corporation will take reasonable steps to ensure that any insuring agreements covering this obligation will have appropriate endorsements to effect the provisions of this paragraph.”

VII. Adjourn