National Foster Parent Association
Board of Directors Meeting
February 4, 2019 7:30pm Central Time (Log in 15 minutes early!)
Please join my meeting from your computer, tablet or smartphone.
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Mission
To serve as a respected national voice of foster, kinship and adoptive families through education, networking and advocacy.

MINUTES CORRECTED BASED ON MARCH 4, 2019
BOARD OF DIRECTORS MEETING MINUTES

I. Call to Order **Karen Poteet**
Meeting called to order at 7:30 PM CST recording started.

II. Roll Call/Board, Staff and Guest Recognition **Karen Poteet**
Board
Present: Antoinette Cotman (arriving 7:36 pm), Brian Donahue, Mary Beth Dondiego, Jim Hatch, Cate Hawks, Shawn Johnson, Peggy Kirby, Pat Llewellyn, Eileen Mayers Pasztor (arriving 8:07 pm), Bonnie McNulty (departing 8:35), Karen Poteet, Tom Rector, Bob Ruble, Tammy Wells
Excused: Sue Dondiego, Marcus Stallworth
Unexcused: Eshele Williams
Staff
Present: Irene Clements
Excused: Sharon Holman
Guests: None

III. Presentation of the Agenda **Karen Poteet**
Financials not available at this time, therefore, no Treasurer's Report. **Motion** by Bonnie McNulty, second by Peggy Kirby to accept agenda as discussed. No opposition, no abstentions, **motion carried**.

IV. Treasurer's Report **Peggy Kirby**

W-2's

No update at this time – paperwork has been filed for W-2's.

Name on NFPA Wells Fargo Bank Account

It was learned from the account at Wells Fargo Bank in Houston that the Key Executive (owner of account) of the NFPA account was listed as Aubrey Manual. Board approved a resolution to remove Aubrey Manuel as signatory. Sharon Holman and Irene Clements took the resolution to the Bank however it could not be accepted without Karen Poteet (new signatory) present. Other option would be for Aubrey Manuel to go to a Wells Fargo Bank in Los Angeles informing that he steps down as Key Executive and names Karen Poteet as the lead person. Sharon Holman would need to be signatory on the account. Action was needed to move the bank card information for auto bills that come out of the account.

Finance committee and Audit Committee Chair met by phone to discuss options. Irene Clements was instructed to go to the Wells Fargo Bank to obtain all necessary information to resolve the issue. It was decided that Karen Poteet could go to the Wells Fargo Bank in Houston on Monday, February 11.

Also discussed was the benefit of moving to a new bank, such as JP Morgan Chase.
Possible contacting Corporate for answers and action. Signers on account Karen, Peggy, Irene
Federal ID of NFPA was not on account it was tied to Aubrey's SS#.

Motion by Bob Ruble, second by Jim Hatch for Karen Poteet to go to the Wells Fargo Bank in Houston to address this issue. No opposition, no abstentions, **motion carried.**

Motion by Tom Rector, second by Peggy Kirby, that upon Karen Poteet getting the bank account squared up, we should issue a card for Sharon Holman to allow the same restrictions that are presently used, and add Sharon Holman as a signatory on the account. No opposition, two abstentions, **motion carried.**

It also was suggested to research another account either with Chase or Bank of America. Peggy Kirby will look into Chase.

V. Old Business—Legal Shield discussion **Karen Poteet**

Legal Shield remains on the NFPA website yet no revenue stream is coming from them. Legal Shield does not link back to NFPA website from their website. Irene Clements has contacted Jerry Bundy at Legal Shield three times since the last Board of Directors meeting with no response. May go to Corporate office for answers; Legal Shield will stay on NFPA website until further agreement/documentation can be reviewed.

VI. Governance Committee **Mary Beth Dondiego**

Recommendation sent via email to approve the Governance Committee recommendation regarding the Board Meeting packet procedures. No opposition, no abstention, recommendation carried.

VII. Conference Committee **Bob Ruble**

Recommendation to sign contract for conference in Reston, VA venue for 2020 conference and 50th anniversary.

For the 2019 conference, it is suggested to have a reception for all participants instead of the Champions reception.

Hotel is 16% booked, need more hotel bookings. There are seven out of 20 exhibit tables booked.

Helen Stone Scholarship with funds from Dave Thomas Foundation, has ten with three carried over from 2018.

Keynote will be Josh Shipp, a former foster youth from Oklahoma who now is a motivational speaker. Contact came from Karen Poteet knowing his foster parents. UHC will sponsor the keynote and following reception.

Centene is giving $23,000 for lunch and bags.

$20,000 is coming from S.A.V.E. organization – unrestricted possibilities for audio-visual/food.

VIII. Presentation of the Minutes **Eileen Mayers Pasztor**

Changes in December 2018 minutes were clarified. **Motion** by Peggy Kirby, second by Mary Beth Dondiego to approve the minutes. No opposition, no abstention, **motion carried.**

For the January 2019 minutes, the Secretary asked for content corrections made as follows: Peggy Kirby unexcused as request came after the meeting. Eileen Mayers Pasztor asked for a discussion on circumstances that preclude the ability to ask to be excused. Karen Poteet stated that this is not the time for that discussion, should be discussed at a later time.

Motion by Peggy Kirby, 2nd by Mary Beth Dondiego to approve the minutes with corrections. No opposition, no abstentions, **motion carried.**

IX. Finance Committee Update **Tom Rector**

State Affiliate website is coming out of NFPA funds, not COSA funds. Need to transfer funds to show appropriate funding lines. Working on budget, but regular expenditures are approval until March 2019 meeting.

X. Council of State Affiliates/Code of Ethics Update **Jim Hatch**

Ad hoc sub committee working on Code of Ethics will be meeting on February 12. Thanks to Jim Hatch for the participation of State Association chairs (from Maryland and Oregon), Eileen Mayers Pasztor was appointed as Committee chair.

Fostering Forward Michigan gave $100 toward the Council of State Affiliates. Shawn Johnson is assisting with web design. Helen Stone Scholarship/hotel link/registration link sent to Affiliates.

XI. Public Policy Committee **Mike Peterson**

No update at this time.

XII. Audit Committee Update **Tammy Wells**

Audit Committee has been meeting on a weekly basis discussing and drafting a resolution for the alleged bylaw infraction. At the special meeting, the Board requested that the Audit Committee work in conjunction with the Executive Committee to create a draft resolution to bring to the Board. The Audit Committee is in the final stages of a resolution and will be setting a date to meet with the Executive Committee. The Audit Committee also was requested to have a draft resolution available at the February 2019 Board Meeting with voting at the March 2019. Audit Committee Chair, Tammy Wells, requested an extension of time for the draft resolution from NFPA President Karen Poteet on January 27th to bring the draft to the Board at the March meeting with voting to be held at the April meeting. This would allow more time for the Audit and Executive Committees to meet; extension granted on January 29.

Audit Committee Chair continues to monitor IRS correspondences with the auditor, Irene Clements, and Karen Poteet. No new update at this time.

XIII. Executive Director's Report **Irene Clements**

See Executive Director's report on the Portal. American Academy of Pediatrics looking to possibly partner in some way with NFPA and State Affiliates.

IV. New Business **Karen Poteet**

No new business.

XV. Adjournment **Karen Poteet**

Motion by Eileen Mayers Pasztor, second by Peggy Kirby to adjourn the meeting. No opposition, no abstentions. **Motion carried**. Meeting adjourned at 9:22 PM CST.

Respectfully submitted:
Eileen Mayers Pasztor
Secretary

Special thanks to *Bob Ruble* for recording, *Loretta Oliver* for transcribing, *Tom Rector* for financial support of the transcription, and extra thanks to *Tammy Wells* for sharing her detailed notes.