

EATING DISORDER COALITION OF IOWA (EDCI)
BOARD OF DIRECTORS MEETING MINUTES

March 5, 2021 at 6:15AM CST/ Zoom

Present: Amy Crane, Tanya Hargrave-Klein, Suzanne Hull, Michelle Kellar, Lynn Moore, Holly Paulsen, Kim Pontius, Kristy Rieken, Sara Schwatken, Kim Tallon, Kathryn Wierda

Item 1: **Agenda approval (Kristy Rieken):**

- Meeting was called to order at 6:15am.
- Quorum established.
- Motion to approve the agenda for today's meeting was made by Kim Pontius; seconded by Tanya Hargrave-Klein.
- Motion to approve the February Board meeting minutes was made by Michelle Kellar; seconded by Sara Schwatken.

Item 2: **Treasurer Report (Amy Crane)**

- Account balance is \$57,905.20.
- Record number of traffic on website in February 2021.
- Grant For Good: Amy to collaborate with Sara to complete this. No deadline to submit.
- #NotAWalk: Amy to email thank you to all donors and inquire about social media thank you.
- Directors & Officers Insurance: Amy is securing quotes for liability insurance with D&O insurance.
- Motion to approve the March treasurer report was made by Lynn Moore; Amy Crane seconded the motion.

Item 3: **Action Item: Approve the removal of EDCI co-founders from access to financial accounts.**

- Motion to remove the EDCI co-founders from access to financial assets was made by Kim Pontius; Sara Schwatken seconded the motion.
- Discussion:
 - Kim Pontius noted the difficulty in transferring signature authority annually with many individuals on the account.
 - Michelle Roling felt the process for doing this made her feel dismissed. The Policies and Procedures were written to ensure continuity of access to financial accounts. Updating the policies and procedures with the proposed change makes sense to her. It was the process that made her uncomfortable. She is disappointed that there has not been a meet and greet scheduled for co-founders and Suzanne to exchange information. The co-founder role is as a "consultant" and their intent is to ensure that the vision and wishes of the founding board members are heard and carried forward.
 - Carrie Leiran expressed desire for a meet and greet with Suzanne. She feels it is time for her to come off financial accounts.
 - Kim Pontius acknowledged that the Exec Board approached the process clumsily as there was confusion about which by-laws and policies and procedure documents were approved by the Board.

- Michelle Kellar apologized that there were hurt feelings. It is important that Board members feel trusted. It is great that Board members can reach out to co-founders for counsel when needed.
- Amy Crane expressed frustration that she did not have an updated list of passwords and security questions to access accounts. She felt very uncomfortable accessing accounts without signature authority. Her desire is to ensure that future incoming treasurers' do not encounter these challenges.
- Kristy Rieken put forward a vote asking "Are you in favor of amending the policies and procedures to remove the EDCI co-founders from the financial assets?".
- Holly Paulsen requested to amend the motion. She made a motion to amend that the policies and procedures state that access to the financial accounts is held exclusively by the President, Treasurer, and Executive Director. Michelle Kellar seconded the motion. Approved by Board.

Item 4: **Discussion Item:** Review and discuss co-founders "ultimate VETO power" listed in the by-laws and policies and procedures. Is this something EDCI wants to have in place? **(Kristy Rieken)**

- Carrie Leiran provided historical background on why this clause was added to by-laws and policies and procedures. It was put in place as a safeguard for the organization. She noted that Ruth Harbour, another non-profit organization, has included in their by-laws that a founder can return to the Board as a full voting member at any time with no questions asked.
- Michelle Roling reported that it was the founding Board members that would be able to step in if the current Board was deviating from the original intentions of the founding Board. This was burdensome given the number of founding Board members so co-founders were listed in lieu of founding Board members. It is an attempt to ensure that the Board holds on to core values and it protects the vision put forth by the founding Board. An example would be if the Board partnered with an organization that supported the diet industry. This clause would allow the co-founders to step in and VETO the decision in order to stay true to the founding Board's vision.
- Kim Pontius noted that the wording sounds "all-reaching" and authoritarian. It also needs to be more specific as it is currently very difficult to understand what they can and cannot VETO.
- Lynn Moore expressed concern that the co-founders could step in and block a Board decision without having attended Board meetings and engaged in the work that went in to the decision.
- Michelle Roling clarified that she wishes to be involved when the by-laws or policies and procedures are changed. She would like to have conversation around why a change is made and how it affects the organization. She would like to discuss what it might look like.
- Kristy Rieken suggested that we schedule a meeting as Board members update these two governing documents.

Item 5: **Executive Director Report (Suzanne Hull)**

- Suzanne requested e-newsletter content from Board members.
- Written report was attached to agenda.

Item 6:

Events Report

- Lunch and learn program with ACUTE had 42 registered.
- EDCI was contacted for 3 media interviews for NEDA week.
- QCED 2020 recorded sessions are available on website.
- Kim Tallon reported there are 30 individuals registered for the upcoming professional consult group.

Item 7:

Development (Sara Schwatken)

- #NotAWalk event has raised over \$3,000.
- Work is underway for virtual fall conference. Sara has researched vendors to host the conference and contacted treatment centers regarding speakers and sponsorship.

Item 8:

New Item

- Four Oaks contacted Kristy to request a presentation on children and food issues that they could utilize with their foster/adoptive parents. Contact Kristy if you are interested in assisting with this.

Item 9:

Adjourn

- Meeting adjourned at 7:30am.