

NAMI Keystone Pennsylvania
Virtual Board of Directors Meeting Minutes
May 10, 2023
6:05– 7:20 pm

PRESENT: Kathy Testoni, Charma D. Dudley, Neen Davis, Michelle Hottenstein, Mim Schwartz, Jack Cahalane. Michelle Gerwick, Kim Mathos, Jerri Bourjolly,

NOT PRESENT: Cherie Brummans

STAFF: Christine Michaels, Debbie Ference, Nikki Weigand

I. Call to Order and Welcome

Board President Kathy Testoni called the meeting to order at 6:05 p.m.

II. Approval of Minutes of the January 11, 2023 Board Meeting

MOTION: Michelle Hottenstein made the motion to approve the minutes of the January 11, 2023 Board Meeting; Charma D. Dudley seconded; the motion passed.

III. Approval of Audit Reports for FY 2021-2022 as recommended by the Finance Committee

MOTION: Jack Cahalane made the motion to approve the audit reports for FY 2021-2-22 as recommended by the Finance Committee and Michelle Gerwick seconded. The motion passed unanimously. ^(OBJ)

IV. Approval of Financial Statements for the Period Ending March 31, 2023

Discussion: Treasurer Michelle Hottenstein reviewed the notes to the financial statements Total agency revenues are over budget by .24% and total agency expenses are under budget by 10.48%. There is a net income of \$189,266.

MOTION: Mim Schwartz made the motion to approve the financial statements for the period ending March 31, 2023, Charma D. Dudley seconded; the motion passed.

V. Approval to Endorse NAMI Berks County for Reaffiliation Status

MOTION: Charma Dudley made the motion to approve NAMI Berks County PA for reaffiliation. Michelle Hottenstein seconded, and the motion passed unanimously.

VI. Approval to Endorse NAMI Bucks County for Reaffiliation Status

MOTION: Kim Mathos made the motion to approve NAMI Bucks County PA for reaffiliation. Michelle Gerwick seconded, and the motion passed unanimously.

VII. Approval to Endorse NAMI Mainline PA County for Reaffiliation Status

MOTION: Kim Mathos made the motion to approve NAMI Mainline PA for reaffiliation. Charma Dudley seconded, and the motion passed unanimously.

VIII. Approval and recommendation of new board nominations, Joan Erney JD and Sushma Sharma PhD as members of the Board of Directors. ^(OBJ)

MOTION: Michele Hottenstein made the motion to approve Joan Erney, JD and Sushma Sharma, PhD to the Board of Directors. Kim Mathos seconded, and the motion passed.

IX. Approval of a one-time action in contravention to our Bylaws and in the best interest of NAMI Keystone PA to offer one additional term to Neen Davis, Michelle Hottenstein and Michelle Gerwick.

MOTION: Charma Dudley made the motion to offer one additional term to Neen Davis, Michelle Hottenstein and Michelle Gerwick. Jerry Bourjolly seconded, and the motion passed.

X. **Approval and recommendation to the Membership that the Articles of Amendment be approved by the members to enable the Board to do the Amendment filing and to change the Bylaws in accordance with the change reflected in the Articles of Amendment and PA law.**

Chris Michaels explained that this change will allow NAMI Keystone PA to be a board driven organization as currently the affiliates are corporate members. Additionally, she explained the conflict of Model B affiliates being voting members as they are programs under NAMI Keystone PA.

MOTION: Jerri Bourjolly made the motion to approve the Board to do the Amendment filing and change the Bylaws in accordance with the change reflected in the Atticles of Incorporation and PA Law. Kim Mathos seconded, and the motion passed.

XI. **Chief Executive Officer's Report**

CEO Christine Michaels and COO Debbie Ference met with consultant Leslie Bonner regarding strategic planning. Ms. Bonner recommended that NKPA put together a Capitalization Plan, which is like a sustainability plan. The goal is to look toward the future. Ms. Bonner discussed working with her colleague, Kate Sphar, who specializes in sustainability. CEO and COO will work with consultants to lay groundwork before staff and Board get involved. Process needs to be completed by Sept. 2023.

XII. **Staff Reports**

- Debbie Ference shared that NAMI Keystone PA was approved for the IRS Employment Retention Credit and will receive \$237,000.
- Kathy Testoni issued a call for sponsorships and volunteers for the GALA. She will share the sponsorship packet information with all board members.

XIII. The meeting was adjourned at 7:20 p.m.