

Dear Colleagues,

Attached are the minutes of the January 2009 Accountability Council meeting held in Houston, Texas in conjunction with the annual NSRF Winter Meeting. While the minutes provide a description of the actions and outcomes of the AC meeting, I would like to offer additional background information and highlight the outcomes.

### **Background**

During the January 2009 Accountability Council meeting we continued to operate in response to the call to action from the NSRF community to insure that all of our work and operations are aligned with and advance the NSRF mission. As we did in June, we were guided by the historic documents and artifacts generated by our colleagues including the minutes and action steps from previous AC gatherings, the letter generated following the Tampa Facilitators meeting, the Chicago Ad Hoc Centers Meeting recommendations, and multiple list serv conversations and postings. From those artifacts we identified three major areas of work including 1. Design of Governance **Council** to oversee and make decisions regarding the organizational and fiscal elements of NSRF, 2. Formation of a **Task Force** to take on the creation of a representative membership organization to guide the programmatic work of NSRF and, 3. Generation of a **Memorandum of Agreement** to outline the structural and financial requirements of NSRF in regard to our relationship with our fiscal agent.

It became apparent during the meeting on Wednesday, January 14 that the AC would not be able to take action on all of the pressing work before us in the time available. We decided, therefore, to form a sub group, made up of members not otherwise involved in leading the 2009 winter meeting, to take up the work before the Accountability Council on behalf of the full Council. Angela Breidenstein, Wendy Brannan, and Frances Hensley were appointed to this working group and charged to create documents and processes based on agreed upon needs, and priorities. Most often the sub group met during the day throughout the four day period we were in Houston and presented the results of its work to the entire AC at the end of each day, at which time the AC would offer feedback and input to the subcommittee. All AC members in attendance unanimously agreed upon the resulting documents and processes.

The Accountability Council took the following specific actions:

### **In regard to NSRF Governance**

#### *Design of a Governing Board*

The Accountability Council began to develop a proposal for the creation of a Governing Board for NSRF (currently operating as the Accountability Council), which will be responsible for organizational and fiscal decisions and oversight of NSRF. The Accountability Council offered extensive feedback on an initial draft version. The subcommittee will continue its work on this document. A final version will be offered to the full AC for its approval at its upcoming Spring 2009 meeting along with a new organizational chart that will illustrate the relationship between and among the various elements of NSRF.

### ***Development of a Representative Membership Council***

The Accountability Council created a Task Force to develop a representative group that would assume multiple roles and governance responsibilities including oversight of the programmatic development of NSRF and involvement on the Governing Board. Jay Davis from the Upper Valley Center of Activity and Susan Adams from the Indianapolis Coalition of Equitable Organizations agreed to co-chair this Task Force. Wendy Brannan, an Accountability Council member, will serve as a liaison between the AC and the Task Force. The new Task Force began its work at the Centers Council meeting on Saturday, January 17, 2009 in Houston and will continue its work in the coming weeks. Wendy, Susan, and Jay will be communicating directly regarding the Task Force's work. Minutes from the Centers meeting will also be forthcoming.

### **In regard to Organizational Structure and Fiscal Oversight**

#### *Construction of a Memorandum of Agreement*

The Accountability Council crafted a Memorandum of Agreement (MOA) between NSRF and its fiscal agent, Harmony Education Center. The MOA outlines the needs of NSRF to be a vibrant and sustainable organization regardless of its organizational home or fiscal agent.

The AC considered the three courses of action identified during the December 2008 Ad hoc Centers Group meeting in Chicago, i.e., 1. Formation of an independent 501 C3 status, 2. Negotiated agreement with Harmony Education Center (HEC), and 3. Alliance with another organization. We opted to initiate a MOA with Harmony Education Center after considering a number of factors, which included a desire to maintain the flow of activity, to retain experienced national staff, to acknowledge the long term relationship between NSRF and HEC, and to avoid the significant costs of a transition in terms of time, money, and infrastructure. However, the AC is aware of its obligation to serve well the interests of NSRF. To that end, we established firm time lines and a series of progress checks to insure that the MOA is being fully implemented by both NSRF and HEC.

A draft of the MOA was presented to Roc Boncheck, as the Executive Director of HEC on January 16, 2009. The major areas of the Agreement include: I. Organizational Governance – NSRF program autonomy and NSRF intellectual property rights; II. Financial Autonomy of NSRF III. Fiscal Transparency of HEC; and, IV. Relationship Between NSRF and the HEC Board. It was agreed to keep the specific content of the MOA confidential among the organizational leadership until such time as it is either accepted or rejected by either party. NSRF has requested a written response to the MOA be received from HEC no later than February 11, 2009. If accepted by both parties, full implementation of all aspects of the MOA will be realized by the fiscal year transition date of August 31, 2009.

Additional details of the Accountability Council's meeting, deliberations, considerations, and actions are described in the attached minutes.

We believe that we have taken actions that will allow NSRF to be a thriving and sustainable organization that is fully aligned with its mission. Thank you for your trust. We look forward to continuing our work together.