

Accountability Council Meeting Minutes
April 30, 2009
Chicago, Illinois

Purpose: To initiate new organizational, governance and financial structures and processes for NSRF while engaging in strategic planning for the future

Present: Daniel Baron, Wendy Brannen, Angela Breidenstein, France Hensley, Teri Schrader, Steven Strull, Gene Thompson-Grove, Heidi Vosekas, Diana Watson.

Goals: At the end of the day, we will

- Understand the current financial and membership status of NSRF
- Make a decision related to the future organizational structure of NSRF
- Adopt an interim governance structure
- Identify organizational design principles to guide creation of future organizational structure, governance, and leadership
- Articulate and explore the core tasks of NSRF
- Take up the recommendations from the Membership Council work group
- Establish an implementation plan to continue planning related NSRF organizational, governance, and financial structures and processes.

Focus	Guiding Questions	Purpose of Discussion	Minutes
8:00-8:30 - Opening <ul style="list-style-type: none"> • Connections • Logistics - Heidi • Review Norms 		To connect To support our collaborative work	<ul style="list-style-type: none"> - Opened with Connections - Reviewed logistics - Reviewed and updated/revised norms
8:30-8:45 - Review Agenda Presenter: Frances	In what ways does the agenda support us in our evolution as an organization? What are the evolving roles of the accountability council? And how do those changes impact our work together? How do we distinguish between the purposes and outcomes of our discussions and deliberations? What is the decision making process that we will use to make decisions?	To understand To decide how we will decide	<ul style="list-style-type: none"> - Review of agenda - Discussion of decision-making process and determination of process by which to make decisions - Agreed upon decision-making process: (1) consensus, with consensus formed knowing that if two disagree but can live with the decision then the decision can be made; (2) agreement to use the power of the negative poll, so we will ask who cannot live with the decision; and (3) we would consider alignment of principles as a way to reach agreement on a particular issue when needed (can you see principles upon which the issue under consideration was based; do you see alignment between the pending decision, principles of the organization, and purpose of the decision)
8:45-9:15 - Financial and Membership Status of NSRF Presenters: Steven and Heidi <ul style="list-style-type: none"> • Presentation of current budget including income and expenses to date • Update on current membership 	What is the current financial health of NSRF? What is the status of the NSRF's current membership?	To inform	<ul style="list-style-type: none"> - Update from Steven and Heidi regarding financial status of NSRF and budget of in-progress fiscal year - Questions and discussion regarding the budget and finances - Update from Steven and Heidi regarding membership - Questions and discussion regarding aspects of the membership report, including data, database, work and initiatives taking place around the country

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<p>9:15-10:30 - Organizational Structure – Memorandum of Agreement Presenters: Frances, Angela, and Wendy</p> <ul style="list-style-type: none"> • Update on progress related to the MOA • Presentation of proposal regarding future organizational structure of NSRF • Consideration and decision 	<p>What progress has been made on realizing the MOA?</p> <p>What are the implications of the proposed organization of NSRF?</p>	<p>To decide</p>	<ul style="list-style-type: none"> - Reached consensus to accept recommendation of attorneys to incorporate as an independent not-for-profit organization. Reached consensus to invite Harmony to serve as our fiscal sponsor. Authorized Frances to advise attorneys to proceed with filing for incorporation as well as non-profit status as soon as possible - Discussed next steps and implications.
<p>10:30 – 11:45 - Organizational Structure – Interim Governance</p> <p>Presenter: Steven</p> <ul style="list-style-type: none"> • Presentation of proposal regarding interim officers and board of directors • Consideration and decision 	<p>What governance structure might guide NSRF during an interim period?</p>	<p>To decide</p>	<ul style="list-style-type: none"> - Presentation of interim governance board proposal, clarifying and probing questions - Discussion led to the development and presentation of a second alternate proposal for the composition of an interim board. That second proposal was amended to provide a third proposal. There was an agreement to hold the second and third proposals until later in the meeting as the next segment of the agenda might inform the decision.

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<p>12:00 – 4:00 *- Organizational Structure – Design Principles and Core Work</p> <p>Facilitator: Teri</p> <p>*Includes breaks and set up for working lunch</p>	<p>How do we create organizational structures that are viable and robust?</p> <p>What principles will guide us in creating NSRF as a new organization?</p> <p>What is the work of NSRF? What advances our mission? What do we do – initiatives, work products?</p> <p>What is most essential?</p> <p>What structures and leadership are needed for NSRF to carry out its core tasks?</p>	<p>To expand our thinking and conversations</p> <p>To explore possibilities</p>	<p>Teri led us through a process to think about design principles and organizational structure of a “new” NSRF:</p> <ul style="list-style-type: none"> - What is the work of NSRF? What is our professional practice as an organization? What’s the most essential work we would identify among all that we’ve identified? (Individual writing followed by sharing and discussion) - What’s the evidence of that work? How do we know it is taking place? (Individual writing then sharing) - Fifty years from now, what will be the important traces of this work and organization? (Individual writing then sharing) - What would we identify as our resources? (Group brainstorming) - What’s most essential among those resources? (Discussion) - Can what’s most essential in terms of our work and resources be managed/support on the current resources and structures? (Discussion) - What are our starting ideas for an organizational structure that would support our work and help us manage our resources? (Individual and small group brainstorming, sharing, discussion) <p>These notes were compiled and photos were taken of the structural brainstorming. (These notes are attached.)</p>

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<p>5:00-5:15 Break</p> <p>5:15-5:45 Organizational Structure, Governance, and Leadership – Action Plan</p>	<p>What are our next steps?</p> <p>How do we organize ourselves to carry out these steps?</p> <p>How do we invite other colleagues to participate?</p> <p>How do we communicate our plan and actions to colleagues?</p>	<p>To generate an implementation plan and process</p>	<ul style="list-style-type: none"> - Returned to consideration of governance and interim proposals. Reviewed and discussed the two proposals on the table. Called for a decision. Made the decision to dissolve the Accountability Council and constitute an interim board of directors. Frances will serve as president of the interim board. Current active members of the AC will become members of the new interim board (Wendy, Teri, Gene, Daniel, Diana, Angela, Lois, dependent upon her availability). Steven and Heidi will participate on the board as ex-officio members, which represents a change from their prior status as full voting members of the AC. (Note: It was also agreed that if at some time during the interim period, Steven were to no longer serve as director, he would become a voting member of the interim governing board.) - Among the implications and work associated with this action, we identified: <ol style="list-style-type: none"> 1. Need to define the work and role of the interim board, board president, director and staff vis-à-vis the board. 2. Determine the requirements for board officers required by the application for filing to become a not-for-profit organization and assign officers as needed. 3. Need to define the interim period and work on the development of a governance board structure and selection process. 4. Need to communicate outcomes and ongoing work with the NSRF membership – tomorrow and beyond. 5. Need to continue organizational structure work. 6. Need for the subcommittee on feedback and evaluation to share a report of their work with the interim governing board, as there was not time during the present meeting due to pressing organizational and governance work.