



Minutes of the Meeting of the Board of Directors
Friday, November 16, 2018
Arlington, VA

Board Members Present

Adrienne Kennedy, President	Shirley Holloway	Micah Pearson
Lacey Berumen	Carlos Larrauri	Steve Pitman
Joyce Campbell	Amanda Lipp	Barbara Ricci
Charma Dudley	Jackie Martinez	Carrie Roach
Jim Hayes	Stacey Owens	Dave Stafford

Board Members Absent

Vanessa Fernandes (excused)

Staff Present

Mary Giliberti	Cheri Villa	Susan Gaffney
Bob Scott	David Levy	Chuck Harman
Kelly Griffin	Joanne McKinney	

Others Present

Brenda Scott, *Executive Directors Council Chair*
Darla Denton, *Peer Leadership Council Chair*
Nadine Lewis, *Service Members, Veterans and Their Families Council Chair*
Eric Harkness, *State Presidents Council Chair*
John Kern, VP, *Community Wealth Partners*
Megan Coolidge, Consultant, *Community Wealth Partners*
Karla Renschler, Senior Associate, *Community Wealth Partners*

Call to Order

Board President Adrienne Kennedy called the regular meeting of the NAMI Board of Directors to order on Friday, November 16, 2018 at 9:01 a.m. in the NAMI Office.

A quorum was declared present.

Adrienne Kennedy opened the meeting by welcoming the board members elected at the June meeting and the newly elected council chairs to their first onsite meeting in Arlington.

Consent Agenda

Upon motion by Micah Pearson, seconded by Jackie Martinez the consent agenda was approved unanimously.

1. Minutes, NAMI Board of Directors' meeting, June 26, 2018
2. Minutes, NAMI Board of Directors' organizational meeting, June 29, 2018
3. Minutes, NAMI Board of Directors' officer elections meeting, June 30, 2018

4. Minutes, NAMI Board of Directors' special meeting, October 15, 2018
5. Minutes, NAMI Board of Directors' executive committee meeting, July 26, 2018
6. Minutes, NAMI Board of Directors' executive committee meeting, August 16, 2018
7. Minutes, NAMI Board of Directors' executive committee meeting, August 30, 2018
8. Minutes, NAMI Board of Directors' executive committee meeting, September 27, 2018
9. Minutes, NAMI Board of Directors' executive committee meeting, October 11, 2018
10. Minutes, NAMI Board of Directors' executive committee meeting, November 1, 2018
11. Minutes, NAMI Board of Directors' executive committee meeting, November 8, 2018
12. Quarterly Reports:
 - a. Chief Executive Officer's Report
 - b. Council Reports
13. Committee Reports & Committee Reports of Conference Calls
 - a. Development Committee:
 - b. Finance & Audit Committee:
 - c. Governance Committee:
 - d. Planning Committee:
 - e. Policy Committee:

Conflict of Interest forms were signed.

Planning Committee

Community Wealth Partners, the consulting firm working with NAMI to develop the 2020-2025 Strategic Plan, presented the status of the initial listening sessions and insights gained from the first phases of the process.

Using the pre-read deck that was provided to the Board, John walked the board through the SWOT analysis from both the listening sessions and additional research of like organizations. Discussion highlighted:

- Priority should be data collection and analysis – great stories, no numbers
- Need to be forward thinking about who NAMI wants to serve/reach, how does NAMI do this
- How does NAMI fund the Alliance? How does NAMI sustain its human capital?
- Where does NAMI have the potential for most impact as advocate/partner – healthcare, education, criminal justice system?
- Additional threat – lack of a long-standing funding model

Board Development Session

Shirley Holloway opened the Board Development Session explaining the purpose of the development session and conducted activities to identify Group Agreements to be adopted for board work in this board year.

At 12:00 p.m., the Board adjourned for lunch.

The Board reconvened after lunch at 12:30 p.m.

Board Development Session

Using the BoardSource publication, *The Source*¹²: Twelve Principles of Governance That Power Exceptional Boards, as a launching point, the board members presented interpretations of each principle through the NAMI lens.

Dave Stafford then led the board through the steps of determining which of the principles are priority for the board to improve its effectiveness, narrowing to 6:

- Sustaining Resources
- Results-oriented
- Ethos of Transparency
- Constructive Partnership
- Mission-driven
- Strategic Thinking

During Step 2 of the ranking exercise, Dave instructed board members to rate the six prioritized principles based on individual board members' assessment of the board's level of weakness/opportunity for growth in each of the 6 principles. As Dave explained, the results of this board assessment on Principles will inform the Executive Committee in formulating the Board's SMART goals, which will be presented to the board at its next meeting.

Shirley presented the Compass Exercise, a model that employs directions on a compass, related to preferred work and processing styles, to engage board members, council chairs and key staff in identifying personal work styles. This activity prompted individual and group insight about how individual styles contribute to the whole, and how each style balances, challenges and contributes to other styles around the compass.

Introduction, Director of Human Resources

Dave Stafford introduced Joanne McKinney, NAMI's new Director of Human Resources. Joanne gave the Board a brief summary of her first month at NAMI based on a series of one-hour meetings with individual staff members and her overall impression of staff's feelings about working at NAMI. To this date, she has spoken with nearly 90% of the staff. "We can fix what is wrong and highlight what is right."

At 3:33 p.m., the Board broke into afternoon Committee meetings

There being no further business of the Board, the meeting was declared adjourned for the rest of the day.



**Minutes of the Meeting of the Board of Directors
Saturday, November 17, 2018
Arlington, VA**

Board Members Present

Adrienne Kennedy, President	Shirley Holloway	Micah Pearson
Lacey Berumen	Carlos Larrauri	Steve Pitman
Joyce Campbell	Amanda Lipp	Barbara Ricci (by phone)
Charma Dudley	Jackie Martinez	Carrie Roach
Jim Hayes	Stacey Owens	Dave Stafford

Board Members Absent

Vanessa Fernandes

Staff Present

Mary Giliberti	Susan Gaffney	Bob Scott
David Levy	Angela Kimball	Joanne McKinney

Others Present

Brenda Scott, *Executive Directors Council Chair*
Darla Denton, *Peer Leadership Council Chair*
Nadine Lewis, *Service Members, Veterans and Their Families Council Chair*
Eric Harkness, *State Presidents Council Chair*

The Chair called the 2nd day of the meeting to order at 12:20 p.m.

Chief Executive Officer's Report

Mary Giliberti, Chief Executive Officer, provided her regular quarterly report in writing, and went over a few highlights on upcoming philanthropic and awareness projects. She and the board then engaged in a thorough discussion on the annual 2018-19 organizational goals that she has developed with the Executive Committee.

Upon motion by Micah Pearson, second by Jackie Martinez, the board moved into Executive Session at 1:00 p.m. to discuss matters related to the organizational assessment data gathered by Community Wealth Partners with Mary Giliberti and Joanne McKinney.

Upon motion by Jackie Martinez, second by Joyce Campbell, the board returned from Executive Session at 2:00 p.m.

Committee of the Whole

Convention Workgroup

Led by Amanda Lipp, Chair of the Convention Workgroup, the Board discussed how to address the work of this workgroup within the new committee structure. Lacey explained that the workgroup needs to move ideas and changes forward through the Planning Committee which then will be raised to Board or staff as needed. The board and council chairs all expressed an interest in being included when possible in planning calls for convention going forward. Staff will incorporate

information flow from monthly Planning Committee meetings to the Convention Workgroup going forward.

Education and Support Programs Workgroup

Led by Jackie Martinez and Lacey Berumen, the Board discussed how to address the work of this workgroup within the new committee structure. One of the first steps would be to determine a vision for the workgroup – break out the efforts of the board members versus getting involved in staff everyday work. Suggested areas of focus: looking at data points available and seeing where gaps exist; look at programs being developed in the field and help spread the word about systems that are working outside the slate of NAMI signature programs.

Upcoming Reaffiliation Deadline and Implications

Led by Susan Gaffney, the Board discussed what will happen and how to be prepared for the decisions to be made in early 2019. Susan started with a quick historical overview of Standards and re-affiliation and where we are right now. She then explained the termination process for affiliates who cannot meet the deadlines as will be formalized later in a vote to update the Board Ops. The two key messages Susan brought forward to the board: 1) the board should be empowered to stand behind the final decisions based on clear datapoints and specific procedures in place, and 2) that, with all the messaging to the field plus extensive support and direct communication from staff to field leaders, there should be no surprises.

Council Reports

Chairs of the advisory councils reported on their activities and areas of interest/concern. Darla Denton reported for Peer Leadership Council. Nadine Lewis reported for Service Members, Veterans and Their Families Council, and Eric Harkness reported for State Presidents Council. Brenda Scott of the Executive Directors Council departed for a pre-arranged flight.

SPC and EDC want to make a commitment to increase council membership on the SMVFC and PLC via their own council memberships.

Committee Recommendations for Board Action

Jim Hayes, Amanda Lipp, Jackie Martinez and Barbara Ricci all left the meeting prior to any votes that occurred during Committee of the Whole.

Governance Committee

Approve for re-affiliation:

- NAMI Windham County (CT) [Model C]
- NAMI Central Georgia, Inc. [Model A]
- NAMI DeKalb (GA) [Model A]
- NAMI Savannah Georgia [Model A]
- NAMI Upper Valley (ID) [Model A]
- NAMI Champaign (IL) [Model A]
- NAMI DuPage County Illinois (IL) [Model A]
- NAMI Jackson Co. (IL) [Model A]
- NAMI Kane County North (IL) [Model A]
- NAMI Lake County Illinois (IL) [Model A]
- NAMI Mid Central Illinois (IL) [Model A]
- NAMI Northwest Suburban (IL) [Model A]
- NAMI South Suburbs of Chicago (IL) [Model A]
- NAMI Will-Grundy County (IL) [Model A]
- NAMI Greater Indianapolis [Model A]
- NAMI Topeka (KS) [Model A]
- NAMI Wichita (KS) [Model A]
- NAMI Somerset (KY) [Model B]
- NAMI Washtenaw County (MI) [Model A]
- NAMI Billings (MT) [Model A]
- NAMI Missoula (MT) [Model A]
- NAMI Southern Nevada [Model A]
- NAMI Columbia County (NY) [Model A]
- NAMI Alamance, Caswell, Rockingham (NC) [Model A]
- NAMI Appalachian South, NC [Model A]
- NAMI Cabarrus (NC) [Model A]
- NAMI Durham (NC) [Model A]
- NAMI Lake Norman/Iredell (NC) [Model A]
- NAMI Moore Co. (NC) [Model A]
- NAMI N.W. Piedmont (NC) [Model A]
- NAMI Transylvania (NC) [Model A]
- NAMI Wilmington (NC) [Model A]
- NAMI Tulsa (OK) [Model A]
- NAMI Chattanooga (TN) [Model A]
- NAMI Northern Virginia [Model A]
- NAMI Skagit (WA) [Model A]
- NAMI South King County (WA) [Model A]
- NAMI Walla Walla (WA) [Model A]
- NAMI Fox Valley Inc. (WI) [Model A]
- NAMI Greater Milwaukee (WI) [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; ELEVEN MEMBERS PRESENT

Approve for re-affiliation:

- NAMI Butte County (CA) [Model A]
- NAMI Humboldt County (CA) [Model A]
- NAMI Mendocino County (CA) [Model A]
- NAMI Merced County (CA) [Model A]
- NAMI Placer (CA) [Model A]
- NAMI San Joaquin County (CA) [Model A]
- NAMI Tulare County (CA) [Model A]
- NAMI Tuolumne County (CA) [Model A]
- NAMI Urban Los Angeles (CA) [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT, STEVE PITMAN
ABSTAINED

Approve for re-affiliation:

- NAMI Boulder County (CO) [Model A]
- NAMI Southeast Colorado [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT, LACEY BERUMEN
ABSTAINED

Approve for re-affiliation:

- NAMI Bay County (FL) [Model A]
- NAMI Collier County (FL) [Model A]
- NAMI Broward County, Inc. (FL) [Model A]
- NAMI Marion County (FL) [Model A]
- NAMI Pensacola (FL) [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT, CARLOS LARRAURI
ABSTAINED

Approve for re-affiliation:

- NAMI Dakota County (MN) [Model B]
- NAMI Hennepin County (MN) [Model A]
- NAMI Scott County (MN) [Model B]
- NAMI Southwest Minnesota (MN) [Model A]
- NAMI St. Cloud Area (MN) [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT, CARRIE ROACH
ABSTAINED

Approve for re-affiliation:

- NAMI Westside, NM [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT, MICAH PEARSON
ABSTAINED

Approve for re-affiliation:

- NAMI Anderson-Oconee-Pickens (SC) [Model A]
- NAMI Charleston Area (SC) [Model A]

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; NINE MEMBERS PRESENT, STACEY OWENS,
DAVE STAFFORD ABSTAINED

Recommendation of changes to the Board Ops:

Approve changes to NAMI Board OPPs sections 5.3 NAMI Advisory Councils and 10 Appendix B - NAMI Advisory Council Operating Procedures.

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; ELEVEN MEMBERS PRESENT

Recommendation for Charter:

Approve NAMI Keystone Pennsylvania to be granted a charter agreement

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT
CHARMA DUDLEY ABSTAINED

Recommendation of changes to the Board Ops:

Approve changes to NAMI Board OPPs sections 3.7 Procedures for Termination of Organization Charter and Affiliate Member Status.

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; ELEVEN MEMBERS PRESENT

Recommendation of changes to the Board Ops:

Approve that the name of the Policy Committee be changed to Public Policy Committee within all areas of the Board Ops. Motion approved unanimously.

COMMITTEE MOTION, NO SECOND REQUIRED
MOTION APPROVED; TEN MEMBERS PRESENT VOTED YES.
DAVE STAFFORD VOTED NO.

Executive Committee

Approve the CEO Organizational Goals for 2019

COMMITTEE MOTION, NO SECOND REQUIRED

MOTION APPROVED; ELEVEN MEMBERS PRESENT

The meeting was adjourned at 5:07 p.m.

Respectfully submitted,

David Stafford, Secretary
NAMI Board of Directors 2018 - 2019

Adrienne Kennedy, President
NAMI Board of Directors 2018 - 2019

Approved by the Board of Directors on _____