



BOARD RESOLUTION FOR BOARD MEETING CONFIDENTIALITY

At the Thursday January 30, 2025, meeting of the Board of Directors of Society of St. Vincent de Paul Archdiocesan Council of St. Louis, the following recommendation was proposed and approved.

WHEREAS the Board Manual says Members must keep confidential discussion in board meetings and the Bylaws say any Vincentian can attend any Board Meeting that is not an executive (aka closed) session, and

WHEREAS it is important that Board members be able to have open discussions in meetings to arrive at effective results, and

WHEREAS communications of results of board meetings are important to a vibrant organization,

THEREFORE, BE IT RESOLVED, that:

- Discussions in Board meetings, when no non-Board Vincentians are present, shall be considered confidential even if not officially closed.
- Minutes shall be routed for approval within 7 days of each meeting for member approval. If no objections are raised, the minutes shall be considered approved after an additional 7 days. These minutes shall be in language that the information is appropriate for sharing with Vincentians, though actual copies of the minutes shall not be distributed in total. Details of discussions and who expressed what opinion shall not be included in the minutes.
- Staff members present at any board meeting shall maintain complete confidentiality in the same fashion; only excerpts from the approved minutes shall be available for discussion.
- Each topic in board meetings shall be reviewed in the meeting as to importance to communicate to the balance of the organization, that is, while the minutes identify what MAY be communicated, this would specifically identify what SHOULD be communicated.
- Per the Board manual states: "...only the Board president and his/her designee is the official spokesperson for the Board". Therefore, unless so designated, no Board member should communicate with the media or outside of SVdP.

David M. Little

Board Secretary

January 30, 2025

Date