



SOCIETY OF ST. VINCENT DE PAUL

NEIGHBORS HELPING NEIGHBORS

Council Board Meeting – Minutes

January 26, 2023

4:00-8:00 p.m.

Presiding: Carole Johnson, President

Present:

- *District Council Presidents:*
Jeanette Aubuchon, Judy Belford, Jeff Bunten, Wes Karna, David Little, Mary Murphy, John Stephan, Russ Struttman
via teleconference:, Bill Blow, Ernestine Jackson
- *Members at Large:*
Yolanda Diaz, Lyle Gilbertson, Bernie Sammons
via teleconference: John Fallah, Dan Schlafly, Dave Winslett
- *Ex Officio Members:*
John Foppe, Fr. Daniel Thiess
- *SVdP staff:*
Gena Bast, Denise Chachere, John Fitzpatrick, Mike Goering, Julie Komanetsky, Steve Poppe, Barry Schoedel, Eric Weible
- *Guest:*
Lucie Huger

Absent: Christine Novalis, Clay Whitener

Quorum: Yes

1. **Welcoming Remarks and Agenda Review – Carole Johnson**

Carole displayed a drawing of an infant reminding that children come into the world needing love regardless of their financial and social status, as are our Neighbors in Need and our fellow board members. We are committed to each other as friends through our work as Vincentians and should always remember to thank and value each other for sharing our ideas.

Carole recognized new Board Members and everyone present introduced themselves and their positions.

2. **Opening Prayer and Commissioning Rite for Board Members – Fr. Daniel Theiss, CM**

Fr. Dan read from St. Vincent's memoirs on the founding of the Congregation of the Mission and everyone participated in the Commissioning Rite.

3. **Motion to approve the Consent Agenda – Carole Johnson**

- Minutes of Previous Meeting
- Voice of the Poor Committee report
- Credit Empowerment Task Force report
- Disaster Committee Report
- Development Committee report
- Stores Committee report
- Programs and Formation FY2022 Report
- Governance Committee Report

The Board approved the minutes and reports

4. **Decisions to be made**

a. Resolution regarding Store Volunteers – Lucie Huger

Lucie Huger presented the legal risks of maintaining volunteers in our Thrift Stores as outlined by the Fair Labor Standards Act (FLSA). The Act separates the roles of employees and volunteers in a commercial enterprise such as our Thrift Stores. FLSA does not allow volunteers to replace the work of paid employees, even in a non-profit commercial environment.

Lucie's presentation was followed by much discussion and several suggestions, but the potential legal fees that would be necessary to defend maintain volunteer work in our stores resulted in approval of the resolution to cease using volunteers in SVdP Thrift Stores as approved.

RESOLUTION: CEASING THE USE OF VOLUNTEERS IN THRIFT STORES

b. Resolution on personal identifiable information (PII) – Lucie Huger

This proposed resolution is to formally define (PII) Personal Identifiable Information and reaffirm SVDP practice of not collecting, storing or transmitting such information of our Neighbors in Need. The Board approved the Resolution.

RESOLUTION: PROHIBITING THE COLLECTION OF SENSITIVE PERSONALLY IDENTIFIABLE INFORMATION

c. Treasurer's report – Lyle Gilbertson and Eric Weible

Store revenue is under budget. Expenses are over budget, Eric, Julie and John Foppe are meeting to discuss program expense management. BDF Account balance is \$2.1 million, overall UBS balance is \$4.1 million.

Missouri Department of Revenue granted an exemption from collecting sales tax for the next three years.

IRS replied to our response to our 2020 filing which disagreed with a proposed penalty giving us additional time to provide information supporting our corrective actions around 1099 filings. Going forward we are requesting check registers from all conferences and districts for 2022.

Sage (new accounting system approved and budgeted for FY 2023) is set to begin implementation and kick-off around February 6. This is to replace QuickBooks.

The new audit firm Wipfli, LLP, was approved by the audit committee, field work to begin in February.

The council received a \$98K refund for property taxes from STL County and future exemptions for personal and real estate tax.

The Board approved the Treasurer's report

d. Resolution for Signing Authority

The Board approved John Foppe, Carole Johnson and Lyle Gilbertson to act and/or sign on behalf of the Society of St. Vincent DePaul Council of St. Louis

RESOLUTION: SIGNING AUTHORITY FOR BEQUESTS AND ESTATE GIFTS

e. Resolution to renew the lease for the St. Charles store – Mike Goering

This is a good store in an excellent location. The rent is increasing, but the positive Net Income will more than cover the additional expense. Risks are minimal.

The Board approved the resolution to renew the lease for the St. Charles Store.

RESOLUTION: STORE LEASE RENEWAL – ST CHARLES STORE

- f. Resolution regarding the Property Management Handbook

The Board approved the new Property Management Handbook which includes purchase, sale, and lease of all vehicles, trailers, land and buildings. The new handbook will be available on the website.

RESOLUTION: PROPERTY MANAGEMENT

- g. Resolution to form a Programs Committee – Julie Komanetsky

Strategic Plan calls for the formation of a Program Committee to review current programs and create new programs to better serve our Conferences. This committee will replace the Homeless and Housing Task Force.

The Board approved creation of a Program Committee.

RESOLUTION: ESTABLISHMENT OF THE PROGRAM COMMITTEE

5. Information for Board Members:

- All Things New initiative – Barry Schoedel

Conferences that are aligned with parishes that do not survive have to be dissolved and their resources and members merged to surviving parishes. The Merged Conference, in terms of Governance, will be considered a new conference and need to hold new elections. Conferences will need to cover larger areas.

Member recruitment and growth will be vital because Diocesan re-organizations like this are usually attended by a 10-15% loss in Catholics from parishes.

Spring Assembly with Vicar of Strategic Planning, Fr. Chris Martin, with strategy to group Vincentians together by planning area to foster friendship/relationship building.

All Things New Council-Wide Zoom monthly information & support sessions will begin in March 2023. Other workshops and events will be tied to ATN Transition support such as our upcoming webinar on Minimum Conference Requirements and the Standards of Excellence.

Every Conference experiencing a merger meet with a staff member personally for support and to receive a 1” Binder of support documentation to guide transition. We will be working with finance to account for transition of Conference assets, such as vehicles, buildings, etc, and with ServWare to prepare Conference merger functionality and with conference to move into full production with ServWare.

- Committee report for 2023 National Assembly in St Louis – Dave Little

Dave passed out “Save the Date Cards” to all Board members in attendance.

Bishop Rice will celebrate Mass at the Old Cathedral at 8:30 am on Wednesday, September 6th. Bishop Hying will celebrate the Mass and install newly elected National Board Members on Friday, September 8th at 3:30 pm. John Foppe has sent a letter to Archbishop Rozanski requesting him to celebrate the Mass at the Hyatt on Saturday September 9th at 5:00 pm. John Heithaus is inviting Fr. Pat McDevitt to celebrate Mass on Thursday, September 7th at 8:00 am.

The marketing Committee will have a presence at the Mid-year meeting scheduled for March 15-18 at the Hilton Hotel Ballpark Village to remind those in attendance of the National Assembly that will take place in St. Louis. They will also be attendance at the Spring Assembly to recruit volunteers for the National Assembly.

National will pick up the cost of transporting those in attendance to the New Cathedral, thus saving us approximately \$14,000.00.

There will be a church tour on Wednesday September 6th from 9:30 to 4:00. Stops will be at Mary of Victories, St. Francis de Sales, and the St. Joseph Shrine, and stop for lunch at St. Raymond’s. The cost is \$35.00.

The Host City Event will be at the Hyatt on Friday night, September 8th from 6:30 to 11:00 pm. The cost will be \$40.00. A Swing Dance band will perform and swing dance lesson will be given.
- FY 2023 Strategic Progress Report – John Foppe and Leadership Team

The Quarter 1 Strategic Progress report provided an overview of the achievements and challenges of the past quarter. The FY2023 Strategic Priorities Scorecard Summary shows 24.6% of goals completed, 49.2% in progress and 26.2 goals not yet started.
- Annual Board Responsibilities and Giving Packet were distributed and reviewed by Jeff Bunten. He also strongly encouraged Board members to read all reports and documents prior to the Board meeting. The Council Office organizational chart will be updated. The Conflict of Interest Policy and Statement was given to all members for signature. Carole provided the list of Committee Assignments for this year and invited Board members to request a change if they believe their talents and special interests could be used to better advantage on a different committee.

6. Executive Session

The Board reviewed John Foppe's Appreciative Performance Self-Appraisal and discussed his contributions to the Society.

Denise Chachere provided AAIM data for Executive Director salaries and recommended a 7% increase for John, bringing his salary to \$195,000.00 (an increase of \$12,610.00).

The Board approved the increase in John's salary.

The Board also approved continued use of the Evaluation Process.

7. Closing prayer – Fr. Theiss

The Meeting adjourned at 8:00 p.m.

Respectfully submitted by Judy Belford
SVdP Interim Board Secretary