

## **Minutes for BOD meeting for Breastfeeding USA**

**Meeting:** Dec. 8, 2010 Began at 8:10 pm. EST via telephone conference call using FreeConferenceCall.

**Present:** Jolie Black Bear, Norma Ritter, Beth Lichey, Sharon Knorr, Patty Jacobs

**Excused:** Carol Kelley

**Auditors:** Gail Gesley, Ruth Tintcoff

**Introductions:** BOD members introduced themselves to one another (some have never met in person or by phone before.)

Jolie Black Bear – lives in Alabama  
Sharon Knorr – lives in central NY  
Patty Jacobs – lives in Alameda, CA  
Norma Ritter – lives near Albany, NY  
Beth Lichey – in Maryland

**Election of Officers:** Motion by Patty to accept slate of candidates; seconded by Jolie; agreement by unanimous consensus.

- President: Jolie Black Bear
- Vice-President: Norma Ritter
- Treasurer: Patty Jacobs
- Secretary: Sharon Knorr

**Formalize committee chair positions:** Members discussed their present work on various committees and formalized their positions as chairpersons for some committees.

- Patty: Chair of Finance
- Norma: Chair of Education
- Sharon: Chair of Breastfeeding Resources and Information
- Jolie: Chair of Online Communications
- Beth: Will work with Accreditation as that develops
- Also noted: Funding and Development being headed up by Rachel Link and Gail Gesley
- Also noted Laura Wright would like to help with applications, she has raised interesting questions in the past and is working on degree in psychology
- Noted that committees will overlap to some degree and folks will have multiple responsibilities as we develop our volunteer base

**Discussion of accreditation/prerequisites:** Still a work in progress; there is a survey presently on the founderscircle about this, everyone is urged to reply.

**Discussion of database/member management:** F&D will maintain their own donor database. Beth B. is doing the general membership database, including voting memberships. Handling membership forms coming in the mail: check is deposited, photo-copy of check goes to Anne (bookkeeper), membership form goes to Beth B., donation form goes to Rachel/Gail. Sharon will check with Beth B. and F&D to clarify how this information will be transmitted. Do not want to send irretrievable documents through the mail-need copies of everything. Also need to hook up with merchant services with BOA – will transfer contact person to Patty to set up credit card processing. We already have a PayPal account.

**Acknowledge Incorporation:** We are incorporated in the state of New York as of November 17, 2010. Once our 501c3 is approved, all donations will be tax-deductible from the date of incorporation.

**Authorization of 501c3 filing:** Yes by unanimous consensus. We will continue to talk with CharityNet about the filing and if our bylaws and other information are sufficient. Sharon will file as soon as all documents are in order.

#### **Approval of Official Documents**

- **Bylaws:** Patty proposed and all agreed to table this until we run them by CharityNet.
- **Conflict of Interest:** All agreed to approve as written.
- **Code of Ethics:** All agreed to approve as written.

**Adoption of budget for this fiscal year (2010-2011):** Jolie proposed and all agreed to adopt the first year budget.

**Three-year Budget:** Jolie proposed and all agreed to approve as written to be submitted with our 501c3 filing. Thank you to the Finance Committee for their hard work on this difficult project.

**Discussion of the keeping of official documents:** Secretary of the BOD is the official keeper of documents for the organization. All original copies will be maintained in a fire-proof box at the residence of the secretary. Copies of all documents will be kept in the group files in yahoo. This will include the Policy Manual. Also discussed was the need to carefully document all changes to the bylaws after they are formally adopted. Secretary will keep original with signatures, each BOD member should have a copy of the bylaws.

**Launch Plan:** Will be launching on Friday, December 10, 2010. We will launch with Facebook and Twitter, then follow-up with the Website, possibly on Monday. Discussed how to keep Facebook page engaging by rotating taglines. Twitter will be used to reference back to Facebook/website, post interesting factoids about breastfeeding. Necessary documents such as membership forms and donation forms are in the process of being finalized in their committees. The education committee is working hard to finalize the pretest – we hope to be able to start processing breastfeeding counselor applicants in the first quarter of the new year. Cathy and Sara, as well as Jolie, are working very hard on the website – this is a huge undertaking and they are trying very hard to make it a solid launch. The BOD is supportive of not launching the website until the creators are confident that it will work as planned. We understand that the content is limited at this time, but we want what is there to look good and all buttons to function. Many, many thanks to those involved with website development.

**Voting Members:** Patty proposed that we should acknowledge the very hard work being done by the founding members of the organization by immediately declaring each of them to be a voting member of Breastfeeding USA. There was unanimous support for this action. Jolie agreed to make a list of all volunteers who have been working toward the launch of this organization through their committee or other work. Sharon will contact each person. Our only reservation is the possibility of hurting the feelings of someone who would want to be a part of this group, but was not acknowledged. We will try to include everyone who has done significant work.

Motion to adjourn the meeting by Patty at 9:55 pm EST. Seconded by Jolie. All agreed.

There was a brief informal discussion between the BOD and those auditing the meeting. The auditors congratulated the BOD for concluding their first official meeting and felt it went well.

Respectfully submitted by  
Sharon Knorr, Secretary, Breastfeeding USA