

New Jersey Breastfeeding Coalition (NJBC) Board of Trustees Quarterly Meeting January 17, 2019 Central Jersey Family Health Consortium (CJFHC)

Trustees Present: Cassandra Leahy, Jessica Libove, Ellen Maughan, Kay O'Keefe, Judy Schneider, Ellen Shuzman, Mary Turbek, Jill Wodnick, and John

Worobey

Trustees Absent: none Quorum Present: Yes Others present: none

The meeting was called to order by (2018) Co-President Kay O'Keefe at 10:15 am.

AGENDA ITEM (TOPIC)	DISCUSSION	ACTION
1. Welcome and introductions	Kay O'Keefe welcomed everyone and led an activity for the members to get to know each other.	Infomational
2. New Trustee Orientation Trustee Position Descriptions	Overview of NJBC led by Kay O'Keefe, with assistance of other ongoing Trustees General trustee desciption and responsibilities provided Kay O'Keefe referred to th ByLaws for descripitions and duties of President and/or copresidents, Secretary and Treasurer. Other Board members are assigned Committee duties	Handout provided on Position Description: Trustee ByLaws were sent out in email prior to meeting.

	or roles needed for the operation of the board,	Determination of Trustees for President,
	e.g. website design/oversight.	Secretary, and Treasurer to be done later in the
		meeting.
NJBC Board meetings	Kay presented information on types of meetings and frequency	
•	Board of Trustees have: An Annual Meeting at	Informational
	the start of the year (inperson meeting) and 5-	
	one hour, preplanned conference call. 4 may	
	occur on the same day as the Quarterly General	
	Membership Meetings.	
	In person- Biennial General meeting is held for the purpose of voting for the Board Officers.	2018 Audit of cash records will need to occur with 2 Trustees following an upcoming in-person
	Finance and Audit Committee – 2 members of	General Meeting (not February 5 th , 2019).
	the Board conduct an audit and designated in	deficial Meeting (not replically 3 , 2019).
	the ByLaws.	
ByLaws	Ellen Maughan presented a brief summary on the revised ByLaws which was done in consultation with the attorneys from the Pro Bono Partnership (PBP) as part of the work needed for NJBC to apply for federal 501(c)(3) tax exempt status. Changes included, but were not limited to, removing duplicative language, a separate Conflict of Interest Policy which required Trustees to sign, and to clarify sections relating to ballots, minutetaking and posting of minutes for general and Board meetings, No longer need to use Robert's Rules. Kay O'Keefe had emailed a copy of the ByLaws	Final, signed, ByLaws will be re-sent by Ellen Maughan to the Board. All Board Members will read.
	to the Trustees.	

	Ellen Shuzman noted that the ByLaws, under Article VI, Section 1b Finance and Audit Committee, states there will be an Audit Committee consisting of no less thatn two members of the Board. She asked if there is ever an audit by an outside auditor. Kay O'Keefe reported she did ask the PBP attorneys, and currently not warranted. (NJBC has low income/assets.)	
3. Conflict of Interest	As a result of the recommended changes to the ByLaws based on advise of the probono lawyer and the application for 501(c)3 status, there is now a separate Conflict of Interest form that all Trustees must sign. Kay O'Keefe emailed it out form.	Kay O'Keefe is keeping tract of forms. To date all Trustees have submitted signed forms to Kay O'Keefe.
4. Election of New Board Officers (President, Secretary and Treasurer)	Responsibilities discussed for each position. The position of President can be held by two Co-Presidents. President and or Co-Presidents, duties, include but not limited to, sending out meeting notice, agenda, arranges for location, and speakers. Secretary responsible for minutes. Treasurer – responsibilites include, but not limited to annual financial report of expenses and cash flow, bookkeeping oversight, IRS and NJ tasation filing and reporting, 2 year term 1/2019-12/2020 The following Trustees volunteered to serve:	Unanimous decision to accept the following as the new Board Officers: Mary Turbek- President; Kay O'Keefe- Treasurer; Ellen Shuzman –Secretary

	Mary Turbek- President; Kay O'Keefe- Treasurer; Ellen Shuzman –Secretary	
	Jessica Libove said she could assist with minutes.	
5. Trustee Questionnaire	Purpose of questionaire to stimulate thinking	To use information when reviewing the Mission
	about NJBC in 2018. Brief group discussion	statement, Vision, Priorities and Goals
6. Annual Reports/Updates	IRS application for federal 501(c)(3) tax exempt	Informational.
a. Co-President	status- was completed and sent in in 2018 and	
IRS Application	have not heard anything yet. Uncertain when	
	IRS will respond due to Government shut down.	
NJBC/CJFHC Grant from NJDH	NJBC, in collabotation with CJFHC, is seeking a grant from the SNAP-Ed of the NJDOH, that uses Federal monies, to develop the New Jersey Breastfeeding Plan. CJFHC will be the grantees and will hire a project manager. NJBC and key NJDOH, other keystakers will help to develop the Plan. Work will involve focus groups. The Plan will consider how to continue funding. The grant period is January to September 2019. Cudos to Mary Turbek for keeping on top of the it.	Informational
NJBC Registered Agent /Business Address	Need to change Registered Agent/Business Agent for filings.	New Treasurer's name and address will be used Kay will begin the process
b. Acting Secretary	Ellen Maughan stated that changes in ByLaws necessitates that minutes be posted. This will need to be done going forwarded.	Ellen Maughan will send out last meeting minutes.
c. Treasury Report	Kay O'Keefe presented the Treasury Report from 2018 on behalf of past Treasurer, Marilyn Hines.	

12/31/18 balance of \$2756.40, then received from Paypal \$500 and \$47.77, leaving \$3304.23. Paypal were from dues paid.

Expected expenses: a small amount to NJ taxes, and change of registered agent fee, but not especting small determination of Federal tases until 2020.

Kay has started get information on a computerized program for bookkeeping. She will look for someon to set up the books.

Jessica Libove suggested looking at a company called Bookminders which does do accounting for non-profits on a sliding fee scale.

Two Board members needed to do the Audit in the Spring.

Kay O'Keefe presented a draft of a dues policy. Membership has always been based on paid membership. Casi Leahy and John Worobey had looked at the membership and it was not always clear who was an active member. It was easy to reconcil if payment by PayPal but not if by check. Paid up membership allows the individual to vole. Dues are \$30.00 annually. Discussion centered around the need that not everyone can afford the dues. The question was raised if we can have a "donation dues", i.e. each person pays what they want to give. This would then not exclude any individuals. The dues policy needs to be developed. The Board would like to pilot a donation of dues approach.

Kay O'Keefe will followup on a computerized bookkeeping system.

Mary Turbek and Kay O'Keefe will do the audit.

Kay O'Keefe will write a proposal for a piloting a donation dues.

d. Dues Policy

e. Legal Affairs	Legal affairs deals with Lobbying. Ellen	Handout on lobbying provided
	Maughan explained that lobbying is only if you	
	convince a legislator to do something. For	Informational
	nonprofits whose members are volunteers, IRS	
	does 2 tests- how much time and how much	
	effort was used; and how much of the budget.	
	The expenditure needs to be under 20%. NJBC	
	does not exceed what is allowed.	
	We primarily do advocacy and education, not	
	lobbying.	
	Current Bills:	
	Lactation Consultant Licensure Bill- DOH is	
	examining licensure of IBCLCs. Others question	
	if there should be another Tier. Healthy Children	
	is opposed.	
	Family Leave Act	
	Lactation Policies/Room- refining language o	
	requiring employees time and space to pump	
	and modify work schedule	
	Child Infant Mortality; Ellen reported that NJ	
	child infant mortality data does not include	
	exclusive breastfeeding rates .	
	Ellen Maughan was invited to speake to	
	"Leaguers in Newark about legal rights of	
	breastfeeding families. Also aked to speak at	

John Worobey reported that the old list needed

to be cleaned up. Some names repeated. As

f. Membership

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	noted in above in dues, current membership as defined by paid dues has been reconciled.	Informational
g. NJBC website	Need to look at literacy of content of handouts.	
g. Habe website	Allyson Murphy is designing graphics.	Informational
	(See discussion under facebook for disclaimer)	
h. ZipMilk	Casi Leahy has reported that ZipMilk does not take a lot of time to administer. If participants	
	need to change their information, they need to	Informational
	call Casi so she can delete the old information and then the participants can put in the new.	
	Kaaba Chenault Maynard was the representative	
	from NJBC to USBC. Need a new representative.	
i. USBC		Mary Turbek will update the profile on the USBC website. New representative needed.
	Judy Schneider had prepared an update and	.
: Facebook	emailed it out prior to the meeting. Policy on	
j. Facebook	facebook posits from May 2017 also provided	Informational
	Discussion that we need disclaimer that posts may not be the opinion of NBJC. Also discussed	
	that the website postings must also have a disclaimer.	Judy Schneider and Casi Leahy to follow-up.

k. Board Insurance	Discussion if Board needs insurance. Need information from Pro Bono attorneys	Kay O'Keefe will speak with Kent from PBP about Board Insurance.
7. Strategic Planning: Brainstorming	Brainstorming about on what we see are the challenges and the opportunties.	Use to develop Strategic Plan
	Intentions: Force, Change Agent, Increase Breastfeeding rates	
	Assumptions: know we can, what is our purpose, we can do it all, do we welcome others	
	Issues: need diverse membership, equity lens, disparities	
	Opportunities: NJ Breastfeeding Plan, Partnerships can be made	
	Dilemnas: Silos, Lack of Diversity, Volunteers, Dues	
	What would make you feel fully engaged: Program Outcomes	
Resource	Reminders tof the Surgeon Generals Call to Action	
7. Strategic Planning : Mission Statement "To imporve the health of New Jersey families by working collaboratively to promote, protect and support breastfeeding"	Trustees all felt the statement can be shortened: To promote, protect, and support breastfeeding by working collaboratively.	Unanimous decision to use the revised Mission Statement in 2019

8. Strategic Planning: Vision Statements	The three vision statements were reviewed and discussed. 4 vision statements were developed: 1. Normalizing breastfeeding 2. Supporting an inclusive breastfeeding environment 3. Promoting evidence-based and culturally sensitive breastfeeding education, information, and support 4. Ensuring that everyone who breastfeeds or provides human milk has the resources to meet their goal	Unanimous decision to accept these changes
9. Strategic Planning: Smart Goals and Strategies for 2019	Three goals with strategies were developed by the Board. Goal 1- To complete the NJ Breastfeedin g Strategic Plan by September 30, 2019. Activities/Tasks: provide oversite of the grant and project coorinator Tasks by the Trustee group Timeline: Jan 31- Sept 30, 2019 Goal 2- To increase diversity in membership by 25 individuals in 2019 Activities/Task to accomplish: personally ask members to invite people, Flyer to inform others at any gathering we attend. Vary locations of meetings to North, South and Central NJ. Task by Trustees and members	Strategic Plan will be shared with the General Membership

2019 General Membership Meetings	Pilot change in membership dues to donation dues Task of proposal by the Treasurer Goal 3- To increase the number of diversity lactation support provider theough education Activity/Task- cost analysis of CLC course in order to sponsor breastfeeding education for lactation support providers from diverse populations; and consider partnership with other organizations to sponsor the education Jessica Libove and Casi Leahy will follow up. Discussion: in the past there has been an education portion of the meeting. Discussed that members do not always value the education presentation. Members do want to share news, roll out information, and network. Meetings are 4 times a year. Previously proposed date of February 6, 2019 at CJFHC has been confirmed. Additional meetings had been in April, June and October as determined by general membership availability and meeting room availability. Kay O'Keefe reported that she will be writing the agenda for the the next General Membership Meeting. Kay asked for someone to volunteer to set up the room for the upcoming meeting.	Format of General Meeting will be changed to focus on sharing news, information and networking. Participants will be given opportunities to share issues. Kay O'Keefe has arranged for the location for the next General Membership meeting which was planned prior to this Board meeting. Next General Membership Meeting Wednesday Feb 6th (confirmed) to be held in CJFHC. Jessica Libove and Mary Turbek will help set up the room. Water for the February meeting has been purchased and it is stored in Ann Mruk's office for use on 2/6/19. Ellen Shuzman will send out email to ask for Board member to take minutes and have attendance list.
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	At the meetings held at CJFHC: 1. Need Board member to set up the room, get water, ensure coffee and hot water available for tea which is provided by CJFHC	Furture General Meetings tentatively will be held in: South Jersey in April, Northern Jersey in June, and Cenral in Octorer, 2019.
	 Need minutes and attendance. Finalize Committees and Task Force Workgroups Kay O'Keefe and Ellen Shuzman will not be at that meeting . 	Ellen Shuzman will help make arrangements for rooms in the North and South by reaching out to the MCH Consortia.
Trustee Conference calls	Proposed March, May July/August, Sept, November or based upon dates chosen for general meetins.	Next Conference Call on Thursday March 7, 2019 from 12:30 pm to 1:30 pm.
Meeting Adjourned 4 pm		

Minutes respectively submitted by Ellen Shuzman

Sent out for comments to Board Members; no changes or additions received.

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