

Truth Has A Voice Foundation
Minutes of
Board Meeting of
April 27, 2023

Call to Order

The meeting was convened in-person at the Salida Regional Library, Tolkien Room at 5:00 p.m.

At this date, the Board of Truth Has a Voice (THAV) Foundation consists of four members: Merrell Bergin, President; Joe Jordan, Treasurer and Secretary; Director; JoAnne Allen, and Tonya Wyles, Director.

All were duly notified of the meeting via email on April 17 and provided with an agenda. The agenda was followed by a full board packet emailed to the parties on April 25, 2023.

Present were Merrell Bergin, Joe Jordan, Joanne Allen and Ark Valley Voice Managing Editor/Publisher, Jan Wondra. Tonya Wyles had a family emergency and was excused.

Consent Agenda

Minutes of the November 28, 2022 Board Meeting and March 28, 2023 Special Board Meeting were reviewed and approved.

Treasurer's Reports by Fund/Program

President Merrell Bergin reviewed the most current Statement of Financial Position (Balance Sheet) for the Ark Valley Voice Fund as of March, 31, 2023. In addition, he presented the Statement of Activities (Profit and Loss) for the period January 1, 2023 through March, 2023. All balances have been tied out from QuickBooks to bank accounts as well as to the monthly financial statements produced by the fiscal sponsor, the Institute for Nonprofit News (INN).

Bergin addressed the separate Truth Has Voice Foundation outreach fund, stating no activity since Dec. 31, 2022. Bookkeeping for this fund is done by Treasurer Joe Jordan and again, has been tied out to the local bank account as well as to the monthly statements produced separately by the Institute for Nonprofit News (INN).

Jordan suggested that the costs of annual Charitable Organization and Secretary of State filings be paid by the THAV fund reflecting the consolidated scope of THAV dba Ark Valley Voice.

Bergin and Wondra suggested that it would be appropriate to transfer already paid costs from the Ark Valley Voice fund to the Truth Has A Voice Foundation fund, specifically to have THAV pay for the cost of the Directors and Officers Liability insurance policy (\$570), reflecting the combined scope of both programs and single board. No action was taken at this time.

THAV fund will also be responsible for paying to the AVV fund the \$1,000 grant awarded for the (now) Summer, 2023 AVV intern.

A budget for the fiscal year beginning July 1, 2023 is being drafted and will be sent to the Board for review and potential adoption at the May Board meeting.

General

There were no proposed resolutions requiring formal board action. The primary purpose of the meeting was to update all board members on tasks completed and in-progress, as outlined in the agenda.

Merger Update, Corporate and Legal Filings – all are current. The SBA EIDL Loan assumption process is still underway due to a shift in SBA office responsibilities. All requested documents are submitted.

AVV Editorial Guidance

At the request of Director JoAnne Allen, Wondra provided a recap of current policies regarding the vetting of comments to the WordPress site and social media as well as acceptance of Letters to the Editor. Monitoring these sites is time-intensive, but functional. Egregious postings are handled on a case-by-case basis in order to retain freedom of speech rights, up to the point of receiving any personal threats.

Board Governance

Additional Board members are being sought. Bergin distributed a Board Matrix and requested that Board members self-assess and submit to him for a combined summary and help in recruiting future members. In support of recruitment, Bergin discussed a “Role of The Board of Directors” document included in the meeting packet.

Regarding THAV Bylaws, Jordan and Bergin agreed to meet, review and update the Bylaws to align with the combine missions of THAV and AVV, further helping define Board and staff responsibilities. Finally, a sample Conflict of Interest policy was provided, to be proposed for adoption at a future board meeting.

The Board will continue to pursue adopting or updating governance polices covering topics such as Crisis Communications and Data Privacy/Security.

Grants Update

Recent awards include: \$2,750 from the Chaffee County Community Foundation (CCCF) for “Diverse Voices Partnership with CMC Pilot Program”, and a \$360 full scholarship to use CCCF “[VIACHaffee](#)” volunteer recruiting/tracking platform, just launched.

Concluding the meeting, Bergin demonstrated the Little Green Light (LGL) Constituent Management (CRM) software now configured, complete with entry of all donations for the 2022-2023 fiscal year.

The meeting was adjourned at 6:50 p.m.

/S/ Merrell Bergin, President

/S/ Joseph R. Jordan, Acting Secretary

Approved: 05/24/2023