

Truth Has a Voice Foundation
Board Meeting Agenda
January 18, 2024
Time: 4:00 p.m.
101 North F Street, 2nd FL Conference Rm, Salida, CO

Call to Order: The meeting was called to order by the President at 4:07 p.m.

Members in Attendance:

At this date, the Board of Truth Has a Voice (THAVF) Foundation consists of six members: Merrell Bergin, President; Joe Jordan, Treasurer and Secretary; JoAnne Allen, Director; Tonya Wyles, Director; Maisie Ramsay, Director and Kate Garwood, Director. All were duly notified of the meeting via email, and provided in advance with an agenda and financial statements. Joe Jordan was absent due to a family emergency. All other members and *Ark Valley Voice (AVV)* Managing Editor/Publisher, Jan Wondra, were in attendance.

Consent Agenda

- Approval of Dec. 05, 2023 Minutes (to follow) – ***Continued, pending availability of Joe Jordan***
- ***Moved: Henceforth, all minutes will be “action minutes”, following best practices of nonprofit boards and public agencies/government bodies. Motion by Garwood, seconded by Allen. Approved: All***

Board of Directors

Terms were reviewed and the Board welcomed Kate Garwood to her first meeting

- *The term of Merrell Bergin is set to run through June, 2024 at which time he may choose to stand for to a second two-year term*
- *The term of Maisie Ramsay (joined Aug. 2023) is set to run through June, 2025 at which time she may choose to stand for to a second two-year term*
- *The term of Tonya Wyles (joined Mar. 2023) is set to run through June, 2025 at which time she may choose to stand for to a second two-year term*
- *The term of Joe Jordan is set to run through June, 2024 at which time he may choose to stand for to a third two-year term*
- *The term of JoAnne Allen is set to run through June, 2024 at which time she may choose to stand for to a third two-year term*
- *The term of Kate M. Garwood is set to run through June 30, 2025*

2023-2024 Officers

Election of officers continued to next regular meeting, Feb. 15, 2024

Terms of officers run to fiscal year, ending June 30, 2024 at which time new officers will be chosen. Interim volunteers for vacant/acting positions are welcome!

Amended Bylaws:

Moved: The updated Bylaws of Truth Has A Voice Foundation (as presented on January 18, 2024) including five (5) cosmetic corrections suggested by board members shall be adopted. Moved: Garwood, seconded Ramsay. Approved: All. A copy of the adopted Bylaws has been posted to the [Truth Has A Voice Foundation website](#).

Committee Assignments

Committee overviews were given and board members asked to consider where they might serve. Action continued to the regular meeting on Feb. 15

- Executive Committee (the officers)
- Finance Committee: (min. Treasurer, President)
- Development Committee: (min. 2)
- Governance Committee: (min. 2)
 - Policies/Support Needed
 - Journalism Trust Initiative (JTI) Audit support
 - Crisis Communications/Board Statements
 - Data Privacy
- Civics/Outreach Committee (Public events, collaborative forums, democracy advocacy)
- Community Advisory Committee: (min. 3, one from AVV)
 - Candidates:
 - *Dan Smith (AVV)*
 - *Ed Cooper*
 - *Kimberly Tubbs*
 - *Jim Baker*
 - *Wendy Gordon*
 - *Frank Haas*

Managing Editor/Publisher Report

Given by Jan Wondra

Treasurer's Report by Fund/Program

- Application for THAVF own 501(c)(3)
In process, targeting to submit by Feb. 1

- **PROPOSED RESOLUTION:** authorize \$1,000 to be transferred to AVV from \$1,000 (unused THAVF funds previously earmarked for 2023 high school intern) to use as seed money for Roberta Rodriguez, DEI Coordinator (Contractor).
 - ***Continued to Feb. 15 regular meeting***

Continuing Business

- Confirm 2024 meeting dates: Third THURSDAY alternate months
 - February 15 (next meeting)
 - Meeting times suggested to change to 5:00 p.m. to accommodate board member work schedule.
 - ***Moved: Allen, seconded Ramsay; Approved: All***
 - April 18
 - June 20
 - August 15
 - October 17
 - December 19

Motion to Adjourn

Allen moved to adjourn, seconded by Wyles, Approved: All; Adjourned at 5:38 p.m.

/S/ Merrell Bergin, President_

/S/ Merrell Bergin, Acting Secretary

Approved: February 15, 2024