COMMUNITY. SPIRIT. JUSTICE.

Board Packet

8-21-25

COMMUNITY. SPIRIT. JUSTICE.

Accola Board of Directors Meeting
Thursday, August 21, 2025, 4:00-6:00 pm
Hybrid
In-Person: 2nd Floor Conference Room, CSJ Administration Center,
1884 Randolph Ave., St. Paul, MN 55105

Zoom:

https://us02web.zoom.us/j/85155711226?pwd=8x6WUN22sneJafs6GkoaVNybjxfQiK.1Meeti

Meeting ID: 851 5571 1226 **Passcode:** 114742

A G E N D A

Time	Agenda Item	Presenter	Attachment
4:00	Welcome and Equity Statement *We will use a lens of racial and economic justice by working on seeing, hearing, and identifying how to change and improve both individually (in our everyday interactions), and through systemic change in communications, policies, and procedures within the Accola.*	Steve	
	II. Spiritual Centering	Adele	
	III. Approval of June 26 Minutes	Steve	Attachment 1 (Pg. 4)
	IV. Annual Document Review & Signing • Board Commitment • Conflict of Interest • Board Information	Steve	Attachment 2 (Pg. 7)
4:10-5:10	V. Staff Reports and Discussion • President ○ operations plan ○ moving ritual • Finance and Operations	Matt Tiffany	Attachment 3 (Pg. 19) Attachment 4 (Pg. 24) Attachment 5 (Pg. 25)

	• Advancement and Marketing • Wisdom Ways • Learning In Style • Sarah's…an Oasis for Women	Andrée Haven Elisabeth/Jenine Cheryl	Attachment 6 (Pg. 28) Attachment 7 (Pg. 32) Attachment 8 (Pg. 35) Attachment 9
5:10-5:15	VI. Elevator Pitch and Practice	Andrée	Attachment 10 (Pg. 37)
5:15-5:30	Stretch Break	All	

5:30-5:45	VII. Committee Reports *(+ Reminder to Submit Goals)*
	• Finance and Audit
	• Investment
	• Nomination and Governance
	  ○ Board Self-Assessment
	
	• Programs and Opportunities
	  ○ '25-'26 focus
	• Advancement
		Steve
		
		Brian
		Mary
		Anita
		
		Anne
		
		Joel
			Attachment 11 (Pg. 39)

5:45-5:50	VIII. Other Business • Marketing • Board Retreat • Facilities Study • Earned Revenue	 Andrée Anne Matt Tiffany	
5:50-6	IX. Executive Session	Steve	Attachment 12 (Pg. 55)

Additional Attachment: Accola's org chart - Attachment 13 (Pg. 56)

Attachment 1

Accola
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Accola Board of Directors
Thursday, June 26, 2025; 4:00-6:00 PM
In-Person & Zoom

DRAFT

In Attendance: Kevin Berg; Marjie Blevins; Anita S. Duckor, CSJ-C; Karen Gervais; Stacy Jacobson; Steve Kenney; Mary Lydon; Brian Mallaro; Brian Mullen; Susan Oeffling, CSJ; Colleen O'Malley, CSJ; Adele O'Sullivan, CSJ; Joel Rainville; Mark Richards; Gabrielle Rohde; Angela Schreiber, CSJ; Kris Smyth; Jill Underdahl, CSJ; Sandy Vargas ; Anne Weyandt; Jean Wincek, CSJ

Staff: Cheryl Behrent; Matt Halley; Lacy Sietsema; Elisabeth O'Toole

Excused Absences: Comfort Dondo; Tiffany Melnik; Maya Missaghi; Fr. Larry Snyder

The Accola Board of Directors meeting convened in-person and on Zoom on Thursday, June 26, 2025. The meeting was called to order at 4:01 p.m.

DEI Statement: Read by Kevin.

Spiritual Centering: Led by Steve.

Minutes: The April minutes were presented for approval. Hearing no changes, all present members voted in favor of the minutes.

President's Report
Introduction of New Directors: Matt announced that Accola is now fully staffed. He welcomed two new Directors: Andrée Aronson (Director of Advancement) and Haven Green (Director of Wisdom Ways). Introductions were made.

It was reported that the end-of-year campaign is in full swing. The 2023-2024 annual report has also been mailed out.

LIS Update: Elisabeth reported that the school year has ended. She provided a review of the 2024-2025 school year and noted that her full report is on the Board Portal. There was a discussion about the use of emergency funds and the policy of how these funds are distributed.

Sarah's Update: Cheryl reviewed the Sarah's Fundraiser event that took place in early June. It was a successful event that raised $36,000, with expenses equaling $1,000. She would like feedback about the event from those who attended.

Committee Updates
Finance & Audit: Brian reported that the committee has been very focused on developing the FY26 budget.

Investment: Mary reported that the Investment Committee meets quarterly and has not met recently. She has been working with Tiffany to hire a professional money manager to manage asset allocations.

Nomination and Governance: Anita reported that the self-assessments have been emailed out and will be compiled for the August meeting. She reminded the Board of why these assessments are important. The President's evaluation will be emailed out shortly. She explained the purpose of this survey and emphasized that it is okay to not know everything.

CSJ Mission Education: Susan thanked those who were able to attend the CSJ Bus Tour. She reviewed the results of a post-event evaluation. Currently, the committee is reviewing the list of topics that were brainstormed at the December Board meeting.

Programs & Opportunities: Anne welcomed Haven to Accola.

Advancement: Joel reported that Advancement continues to meet and the Marketing subcommittee met recently. The subcommittee is developing the messaging needed to position Accola to donors and the community. Advancement is looking at its role in the FY26 budget with regards to fundraising. The fundraising goal is mildly aggressive, but it is doable. The committee is discussing a future Board training session about Advancement and Fundraising. He requested feedback or ideas for this training.

Discussion/Presentation – Sustainability Plan

Matt presented the Accola Sustainability Plan. This plan includes a 10-year financial projection and the development of a theory of change. The plan is meant to serve as a guide, not necessarily a strategic plan. Matt reviewed where Accola was a year ago and the need to figure out how all the programs fit together and how we can tell the story of Accola. A model has been developed to map out donations and fundraising. Each section of this plan was reviewed.

The workgroups determined that for Accola to become sustainable, it would have to focus on community engagement, earned income, and facilities planning. Matt reviewed each of these ideas and the challenges that have arisen/will arise moving forward.

Matt explained that these initiatives have been built into the new FY26 budget. There was a discussion about sustainability and what it will entail. The Board discussed the need to assess all Accola programs.

Action – Approval of Proposed 2025-26 Budget

The proposed FY26 budget was presented to the Board. Brian Mallaro explained that this budget has gone through the Finance Committee twice and it has been reviewed by the Executive Committee. Expenses are increased due to open positions being filled and there is a need to focus on revenue. The budget includes an aggressive fundraising goal. There was a discussion about in-kind revenue/in-kind rent, expenses and contracted services.

Brian Mallaro moved to approve the FY26 budget and Sandy seconded. All present members voted to approve.

Action – Election of Accola Board Officers for 2025-2026

On behalf of the Nomination and Governance Committee, Anita presented the following Board Slate:

- Steve Kenney – Accola Board Chair
- Kevin Berg – Accola Vice Chair

- Jean Wincek, CSJ - Secretary

These new positions will be effective as of July 1. There was a discussion about the Vice Chair position. Anita moved to approve the slate and Brian Mullen seconded. All present members voted to approve.

Action – Appointment of Ministries Foundation Board & Officers
Kevin reviewed the changes made to the Ministries Foundation. The organization has been simplified and is a supporting organization for Accola. The Accola Board appoints the Ministries Foundation Board. Kevin read the recommendation for who should serve on this Board.

All present members voted to approve the slate for the Ministries Foundation.

Recognition
Kevin reported that this is Stacy's last Board meeting and thanked Stacy for all her work and service.

Kevin recognized Lacy for her work.

Anita read a proclamation recognizing Kevin's work as Chair.

Executive Session: 6:11 p.m.

Board Adjournment: The meeting adjourned at 6:30 pm.

Respectfully Submitted,
Lacy Sietsema, Accola

Attachment 2

Board Policies

Commitment Form

Accola Board Member 2025-26 Commitment

As a board member of Accola, I commit to supporting in the following ways:

1. ☐ I understand my presence is required at designated meetings and will attend Board meetings, assigned Committee meetings, and Education meetings.
2. ☐ I will donate to Accola Annual Fund a gift that reflects my personal financial ability and a commitment to the programs. In doing so, I will help Accola Board of Directors reach a 100% Annual Fund participation rate.
3. I will participate in or donate to the following Accola activities or events:

   ☐ Other fundraising and education events

   ☐ Give to the Max (Nov. 2025)

If Other, explain:

I would like to offer the following gifts and/or talents to Accola and its Board of Directors:

From my experience with this Board, I would like to gain:

Additionally, I desire to assist Accola in the following ways.
(Check all that apply.)

☐ 1. Go on a tour of Accola programs.

☐ 2. Host a House party. Accola staff will help organize it! ***Suggested date:***____________

☐ 3. Arrange and accompany a new prospect on a tour of Accola programs.

☐ 4. Solicit a donor or accompany staff on one or more donor solicitations.

☐ 5. Connect Accola staff with names and contact information on five or more new donor prospects.

☐ 6. Make thank you calls to donors.

☐ 7. Arrange Accola staff or board member to speak to a civic club, church group, or business association.
Suggested Group: ___________________ ***Date:*** __________

☐ 8. Recommend a potential candidate for Board membership to the Nominations & Governance Committee.

☐ 9. Secure an in-kind gift for one or more Accola event(s): ☐ Give to the Max

☐ Review and consider my capacity and willingness to make a planned gift or bequest to Accola.

☐ 10. Be a mentor to a new Board member.

☐ 11. I have other ideas and/or questions. Please have a staff member contact me.

Signature:______________________________ Date: ____________

PLEASE NOTE: When you have completed this form, save it as a document in your personal file; then email a copy of the saved document as an attachment to lsietsema@accolamn.org no later than [To be determined]. Thank you.

Conflict of Interest Policy

Conflict of Interest Policy – Accola

After reading the following Conflict of Interest Policy, each board member will annually complete and sign the Annual Statement Concerning Possible Conflict of Interest.

<u>Purpose</u>

The purposes of this policy are:

1. Protect the integrity of Accola decision-making process.
2. Protect the integrity and reputations of Accola volunteers, President, staff, Board of Directors, and supporters.
3. Enable our constituencies to have confidence in our integrity.

This conflict-of-interest policy is designed to help directors, officers, committee members and Accola identify situations that present potential conflicts of interest and to provide Accola with a procedure which, if observed, will allow a transaction to be treated as valid and binding as a Responsible Person, as defined below. All capitalized terms are defined in Part 2 of this policy.

<u>Procedure</u>

1. **Conflict of Interest Defined.** For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

a.Outside Interests.

i. A Contract or Transaction between Accola and a Responsible Person or Family Member.

ii. A Contract or Transaction between Accola and an entity in which a Responsible Person or Family Member has a Material Financial Interest or of which such person is a director, officer, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator or other legal representative.

b.Outside Activities.

i. A Responsible Person competing with Accola in the rendering of services or in any other Contract or Transaction with a third party.

ii. Responsible Person's having a Material Financial Interest in; or serving as a director, officer, employee, agent, partner, associate, trustee, personal representative, receiver, guardian, custodian, conservator or other legal representative of, or consultant to; an entity or individual that competes with the Accola in the provision of services or in any other Contract or Transaction with a third party.

c.Gifts, Gratuities and Entertainment.

A Responsible Person accepting gifts, entertainment or other favors from any individual or entity that:

I. does or is seeking to do business with, or is a competitor of Accola; or
II. has received, is receiving or is seeking to receive a loan or grant, or to secure other financial commitments from Accola;
III. is a charitable organization operating in Minnesota;
under circumstances where it might be inferred that such action was intended
influence or possibly would influence the Responsible Person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any particular transaction or activity of Accola.

2. Definitions.

a. A "Conflict of Interest" is any circumstance described in Part 1 of this Policy.
b. A "Responsible Person" is any person serving as an officer of the Board of Directors of Accola; member of the Board of Directors of Accola; member of a committee of the Board of Directors of Accola;
c. A "Family Member" is a spouse, domestic partner, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of a Responsible Person.
d. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a Responsible

Person’s or Family Member’s judgment with respect to transactions to which the entity is a party. This includes all forms of compensation.

e. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, the establishment of any other type of pecuniary relationship, or review of a charitable organization by Accola. The making of a gift to Accola is not a Contract or Transaction.

3. Process.

a. Prior to board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting.
b. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
c. A person who has a Conflict of Interest shall not participate in or be permitted to hear the board’s or committee’s discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
d. A person who has a Conflict of Interest with respect to a Contract or Transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person’s ineligibility to

vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Board of Directors of Accola has a Conflict of Interest when he or she stands for election as an officer or for re-
election as a member of the Board of Directors.

e. Responsible Persons who are not members of the Board of Directors of Accola or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to the Chair or the Chair's designee any Conflict of Interest that such Responsible Person has with respect to a
Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect Accola participation in such Contract or Transaction. In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Chair or the Chair's designee, who shall determine whether there exists a Conflict of Interest that is subject to this policy.
f. Any Responsible Person who is uncertain about possible conflict-of-interest in any matter may request the Executive Committee to determine whether a possible
conflict exists; the Executive Committee shall resolve the question by majority vote. If required, the question of potential conflict might be referred to counsel for an opinion prior to the Executive Committee vote.

4. Confidentiality.

Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be averse to the interests of Accola. Furthermore, a Responsible Person shall not disclose or use information relating to the business of Accola for the personal profit or advantage of the Responsible Person or a Family Member.

5. Review of policy.

a. Each new Responsible Person shall be required to review a copy of this policy and to acknowledge in writing that he or she has done so.

b. Each Responsible Person shall annually complete a disclosure form identifying any relationships, positions or circumstances in which the Responsible Person is involved that he or she believes could contribute to a Conflict of Interest arising. Such relationships, positions or circumstances might include service as a director of or consultant to a nonprofit organization, or ownership of a business that might provide goods or services to Accola. Any such information regarding business interests of a Responsible Person or a Family Member shall be treated as confidential and shall generally be made available only to the Chair, the President, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
c. This policy shall be reviewed annually by each member of the Board of Directors. Any changes to the policy shall be communicated immediately to all Responsible Persons.

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Annual Statement Concerning Possible Conflict of Interest

The undersigned acknowledges receipt of a copy of Accola Conflict-of-Interest Policy.

By my signature affixed below, I acknowledge my agreement with the spirit and intent of these policies, and I agree to report to the Chair of Accola Board of Directors any possible conflicts (other than those stated below) that may develop before completion of the next annual statement.

________I am not aware of any conflict of interest.

________I do or may have a conflict of interest in the following area(s):

____

____

____

Name: ____

Date__________________________________

Signature: ____

Excerpted from *The Nonprofit Policy Sampler*, Second Edition by Barbara Lawrence and Outi Flynn, a publication of BoardSource, formerly the National Center for Nonprofit Boards. For more information about BoardSource, call 800-883-6262 or visit www.boardsource.org.

Confidentiality Policy and Agreement

Board Use and Confidentiality Policy and Agreement

Accola maintains biographic and gift/pledge information (data) about Accola donors, donor prospects, members, vendors, sponsors, and other constituents of Accola in its relationship database, Blackbaud Raiser's Edge, and contact database, Outlook.

While some of the information may be public, much of it is exempt from public disclosure. Accola may, at times, provide access to the information in these systems to you under the following terms and conditions:

1. You are aware of the Use and Confidentiality Policy regarding data stored in the databases (this document).
2. You are aware of Accola privacy policy regarding data and financial information.
3. You will use the data in the system only for legitimate Accola activities for which you are authorized. These activities can include, but are not limited to, the following: a) mailing lists, b) donor contact, c) reporting.
4. You agree to only use Blackbaud Raiser's Edge to access individual or organizational contact details and donation information when it is necessary to complete board-related deliverables/expectations.
5. You will not modify or delete a record in Blackbaud Raiser's Edge without reason that can be determined in "good faith" meaning to act in sincere belief or motive without malice or the desire to defraud others.
6. You will not exhibit or divulge the contents of any data (paper or electronic) to any person except in the conduct of your work with Accola.
7. You will report any security or privacy violation to the Board Chair and/or the President.

I have read, understand, and agree to operate in the restrictions outlined above.

____

Board Member Name

____

Board Member Signature and Date

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Expense Reimbursements Policy

If Board members incur cost because of conducting organizational business, they may seek reimbursement. Accola reimburses Board members for reasonable expenses that were incurred while conducting business on behalf of or representing Accola

All expenses and travel requests must be in writing and sent in advance to the Board chair for approval. Such expenses may include transportation, food, or lodging. Original receipts or other documentation needs to be submitted before reimbursement can be processed.

Attachment 3

Accola Annual Operations Plan

By Quarter

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Quarter One

Initiative	Goal	Mission Impact Criteria
Foster a culture that recognizes and nurtures Accola (staff, participants, board, and volunteers) sense of spirituality	Broad definition developed by August 2025	Spirituality Stability
Build awareness about Accola's work, make connections across Accola programs and partner organizations, and grow the donor base	Start community scan, outreach, intake process. Promote opportunities via partner newsletters and targeted meetings. Newsletter distribution	Social Justice Sustainability
Implement earned income strategies for expanding opportunities across Accola	Refined list of sources	Sustainability
Comprehensive programmatic review at LIS	Scope Defined	Stability
Design and launch the expanded Wisdom Ways to Accola and the community	Create overall design for FY26 offerings; determine what to strategically pilot Begin promotions. Announce Community Gathering date by end of August and dates for all other Q2 events by mid-September. Define outreach strategy to new audiences. Define a partnership strategy; identify key partners and new prospects.	Spirituality
Conduct a facilities feasibility study of Sarah's property and make recommendation for future use	Meeting with key officials by end of Q1 Visit comparable properties currently on the market	Sustainability

Quarter Two

Accola
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Initiative	Goal	Mission Impact Criteria
Respond to the needs of the time by incorporating participant and community voices in the evaluation and continuous improvement of Accola	Review tools & data, and identify criteria source	Empowerment
Foster a culture that recognizes and nurtures Accola (staff, participants, board, and volunteers) sense of spirituality	Develop infomration gathering strategy by November 2025	Spirituality Stability
Practice ways to achieve a cohesive Accola staff culture	First quarterly meeting is held by December 2025	Sustainability
Build awareness about Accola's work, make connections across Accola programs and partner organizations, and grow the donor base	Complete community scan, outreach, intake process. Develop tier framework, conduct partner assessment. Start to plan and co-host educational, healing, or cultural events. Promote opportunities via partner newsletters and targeted meetings. Start conducting interviews, collect testimonials, highlight impact.	Social Justice Sustainability
Implement earned income strategies for expanding opportunities across Accola	Defined list of criteria	Sustainability
Establish participant informed Accola standards and education for those interacting with participants/residents/clients	Definition of the baseline needs requiring standards and education by October 2025	Sustainability Stability
Comprehensive programmatic review at LIS	Analysis complete	Stability
Design and launch the expanded Wisdom Ways to Accola and the community	Carry out pilot events; seek and integrate feedback to inform development of Q3-Q4 offerings Continue Q2 registration and promote Q3 Implement outreach strategy for initial offerings and assess results Undertake reciprocal engagement efforts	Spirituality
Conduct a facilities feasibility study of Sarah's property and make recommendation for future use	Assemble project team	Sustainability

Quarter Three

Accola
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Initiative	Goal	Mission Impact Criteria
Respond to the needs of the time by incorporating participant and community voices in the evaluation and continuous improvement of Accola	Tools modified	Sustainability Stability
Foster a culture that recognizes and nurtures Accola (staff, participants, board, and volunteers) sense of spirituality	All surveys and conversations complete by March 2026	Spirituality Stability
Build awareness about Accola's work, make connections across Accola programs and partner organizations, and grow the donor base	Start conducting strategic 1:1s, invite to advisory councils or program planning. Plan and co-host educational, healing, or cultural events. Promote opportunities via partner newsletters and targeted meetings. Conduct interviews, collect testimonials, highlight impact.	Social Justice Sustainability
Implement earned income strategies for expanding opportunities across Accola	Complete study and recommendations	Sustainability
Establish participant informed Accola standards and education for those interacting with participants/residents/clients	List of existing standards and education, with gaps, by January 2026. List of needs identified by March 2026	Sustainability Stability
Comprehensive programmatic review at LIS	Recommendations complete	Stability
Design and launch the expanded Wisdom Ways to Accola and the community	Continue implementation Continue Q3 registration and promote Q4 Adapt and continue implementation Begin conversations about co-creating offerings for next FY	Spirituality
Conduct a facilities feasibility study of Sarah's property and make recommendation for future use	Make recommendation to either: renovate, rebuild, or purchase.	Sustainability

Quarter Four

Accola
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Initiative	Goal	Mission Impact Criteria
Respond to the needs of the time by incorporating participant and community voices in the evaluation and continuous improvement of Accola	New process and schedule defined	Sustainability Stability
Foster a culture that recognizes and nurtures Accola (staff, participants, board, and volunteers) sense of spirituality	Data reviewed by team by April 2026 Opportunities identified by June 2026	Spirituality Stability
Practice ways to achieve a cohesive Accola staff culture	Identify programs sharing staff resources across Accola, and any identified benefits by June 2026	Sustainability
Increase access to support and referrals	Increased number of hours legal services are offered at program site, increased capacity of staff to support legal needs by 50%, Fulfill spiritual requests made to WW (% TBD)	Empowerment
Capture and build upon Accola's unique community building model	Participants validate (or provide additional feedback to) the model Community responds to the model	Community Sustainability
Build awareness about Accola's work, make connections across Accola programs and partner organizations, and grow the donor base	Finish conducting strategic 1:1s, invite to advisory councils or program planning. Plan and co-host educational, healing, or cultural events. Promote opportunities via partner newsletters and targeted meetings. Conduct interviews, collect testimonials, highlight impact	Social Justice Sustainability
Implement earned income strategies for expanding opportunities across Accola	Start any high opportunity, low implementation complexity porjects.	Sustainability
Conduct a facilities feasibility study of Sarah's property and make recommendation for future use	Present results and recommendation.	Sustainability
Design and launch the expanded Wisdom Ways to Accola and the community	Complete planned events and develop offerings for next FY Complete remaining event registrations; internally review and segment participant lists for next FY Assess outreach strategy and plan for next FY Engage in co-creation of offerings for next FY	Sustainability Stability
Comprehensive programmatic review at LIS	Plan complete	Stability

Attachment 4

Matt Halley's Welcome Message
Accola's Moving Ritual, July 31, 2025

Good afternoon, everyone.

Thank you for being here today. Your presence means a great deal to us, especially as we mark this *significant and tender* moment in Accola's journey.

Today we gather in gratitude to acknowledge a milestone: our administrative and Wisdom Ways staff are transitioning from these beloved CSJ buildings into new community-based sites. While our physical offices may be moving, our connection to this place, **and** to the community it represents, remains strong and enduring.

We are profoundly grateful to the CSJ's—our founders, our greatest supporters, and our trusted mentors. You have nurtured Accola from its beginning. Your vision, generosity, and moral courage have shaped who we are. This move is not a departure from you—it is a continuation of your legacy. And for that, we thank you.

Accola and the CSJs are bound by shared values and a common vision: a world that is more just, more compassionate, and more connected. As we take this next step—integrating more fully into the communities we strive to support—we do so with humility and hope. This transition is part of our calling to become a more diverse and impactful partner in justice.

We also want to name what's real: for many of us, this change brings a sense of loss. The relationships we have formed in these buildings have provided sanctuary, support, and a deep sense of belonging. But alongside that grief is a spirit of anticipation. We are hopeful for what this change makes possible—for the new partnerships, the fresh perspectives, and the renewed commitment it invites.
Even as our day-to-day work shifts to new spaces, **our roots here remain strong**. Wisdom Ways will continue to offer programs in this sacred space, as well as in other community settings. Our Board of Directors will continue to meet here. And our administrative staff will return often—to stay grounded in this legacy, to share updates on our work, and to continue learning from the wisdom that lives here.

Today is not a goodbye—it is a moment of gratitude and recommitment. We give thanks for what has been, we honor the meaning of this transition, and we step forward with open hearts and deep appreciation.

With that, I invite you to join us in a ritual of reflection and intention, led by Haven Green, Director of Wisdom Ways.

Attachment 5

Operations Highlight – July 2025

Finance	IT	Human Resources	Operations/Facilities
• Currently working with CLA on the FY2025 audit, simultaneously working through 990. • Transferring Retirement and spending accounts to new vendor (tied to new HR and payroll vendor) • Increased transparency of Client fund accounts and tracking between finance and program staff • Starting work on Earned Income Sustainability Project with Controller • Revising monthly financial review process with Program Directors • Ongoing FP&A with leadership	• Switched Managed Services Provider from Brave North Technology to Nology, improving support model, compliance and cyber security services. • Will launch a Share Point project to clean up and restructure all Accola program and Foundation documents and construct an Accola Intranet site. Will include a Board Share Point site. • Currently drafting IT, Cybersecurity, and hardware policies in partnership with Nology • Implementing VoIP phone lines for remote staff.	• Recently took HR and payroll over from the Province. Contracting with Optima HR Solutions to start soon. • Finished implementing new HR & Payroll system as of the end of June. • FY 2025 HR projects include: Compliance baseline review/audit MN Paid Leave readiness Employee handbook update Onboarding process refinement Benefits renewal and fiduciary compliance Comp structure review • Currently supporting HR needs until contractor starts.	• Completed the move of Wisdom Ways, Advancement, and Administration Offices out of 1884 and 1890 Randolph Ave. • Establish hoteling office space at Sarah's and Learning in Style for staff • Hired a Facilities Coordinator to support needs outside of leases • Completed Annual Operations Plan • Draft Finance and Operations Policy and Procedure manual complete • Transitioned PCL Insurance brokers for cost savings

MANAGEMENT DASHBOARD | As of: June 2025 Accola

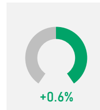
Balance Sheet

	AS OF JUNE 30, 2024	AS OF JUNE 30, 2025
CASH	$223,000	$217,747
OTHER ASSETS	$26,764,835	$28,195713
TOTAL ASSETS	$26,987,835	$28,418,905
ACCRUED LIABILITIES	$228,641	$176,385
TOTAL LIABILITIES	$365,296	$217,230
NET ASSETS	$26,622,539	$27,978,483
TOTAL LIABILITIES AND NET ASSE	$26,987,835	$28,195,713

YTD INCOME FROM OPERATING ACTIVIES

$3,312,116

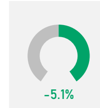
Target: $3,291,507



YTD OPERATING EXPENSES

$3,381,956

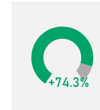
Target: $3,563,228



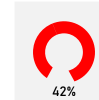
YTD NET OPERATING INCOME

$(69,840)

Target: $(271,721)



ADMINISTRATIVE EXPENSE RATIO



ADMIN & FUNDRAISING EXPENSES

$1,420,087

Target: 30%

PROGRAM EXPENSES

$1,961,869

YTD Budget to Actual by Functional Area

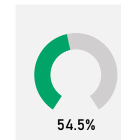
	Actual	Budget	Variance
Administration	$1,099,655.52	$1,077,161.26	$22,494.26
Advancement	$181,451.83	$408,908.93	($227,457.10)
Sarah's...An Oasis for Women	($483,733.91)	($668,150.97)	$184,417.06
Learning In Style	($503,391.69)	($567,433.20)	$64,041.51
Wisdom Ways	($363,823.91)	($522,206.88)	$158,382.97
TOTAL	($69,842.16)	($271,720.86)	$201,878.70

RESTRICTED DONATIONS ARE RECORDED IN THE PROGRAM THEY ARE RESTRICTED TO, AND NOT INCLUDED IN ADVANCEMENT

CURRENT MONTH BUDGET TO ACTUAL

$(75,782)

Target: $(166,496)



INCOME BY SOURCE

Income	Total	%
Province Payments	$ 1,000,000	30.2%
Accola Annual Distribution	$ 817,688	24.7%
Contributions	$ 572,581	17.3%
Unanticipated Estate Gifts	$ 282,226	8.5%
In Kind Revenue	$ 267,939	8.1%
Government Contracts	$ 123,447	3.7%
Fundraising Service Fees	$ 88,779	2.7%
Grants	$ 78,800	2.4%
Program Fees	$ 71,657	2.2%
Latin America Emergency Fund	$ 9,000	0.3%
Total	$ 3,312,116	100.0%

ADVANCEMENT PERFORMANCE

Operating Revenue	2024-2025 YTD	2024-2025 Budget
Grants	78,800	$75,000.00
Contributions	495,990	$700,000.00
Unanticipated Estate Gifts	282,225	$100,000.00
Events Revenue	76,590	$51,000.00
Total Revenue from Solicitation	**933,605**	**926,000**
Endowments		
Planned Giving- Endowment	$ 410,274	$ -
Total Revenue from Solicitation & Endowments	**$ 1,343,879**	**$ 926,000**

RESTRICTED DONATIONS ARE INCLUDED IN ADVANCEMENT PERFORMANCE

INVESTMENT ACTIVITY-YTD

VALUE $25,136,043

BEGINNING BALANCE (July 1, 2024)	$22,950,606
MONTHLY ADDITIONS & SUBTRACTIONS	$(1,251,195)
CHANGE IN INVESTMENTS	$3,026,358
ENDING BALANCE June 30th, 2025	$25,136,043

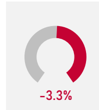
Balance Sheet

	AS OF JUNE 30, 2025	AS OF JULY 31, 2025
CASH	$217,747	$1,067,065
OTHER ASSETS	$28,195,713	$26,713,082
TOTAL ASSETS	$28,418,905	$27,785,592
ACCRUED LIABILITIES	$176,385	$194,135
TOTAL LIABILITIES	$217,230	$254,270
NET ASSETS	$27,978,483	$27,531,321
TOTAL LIABILITIES AND NET ASSETS	$28,195,713	$27,785,591

YTD INCOME FROM OPERATING ACTIVIES

$1,062,181

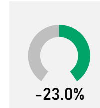
Target: $1,097,930



YTD OPERATING EXPENSES

$253,225

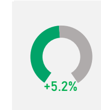
Target: $328,928



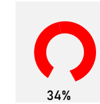
YTD NET OPERATING INCOME

$808,956

Target: $769,002



ADMINISTRATIVE EXPENSE RATIO



ADMIN & FUNDRAISING EXPENSES

$86,384

Target: 30%

PROGRAM EXPENSES

$166,841

YTD Budget to Actual by Functional Area

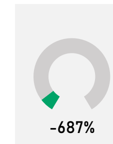
	Actual	Budget	Variance
Admin	$175,337	($8,427)	$183,764
Advancement	($35,677)	$31,674	($67,351)
Sarah's...an Oasis for Women	$89,903	($3,951)	$93,855
Learning in Style	$108,238	($38,577)	$146,815
Wisdom Ways	($42,093)	($31,133)	($10,960)
Total	$295,708	($50,415)	$346,123

RESTRICTED DONATIONS ARE RECORDED IN THE PROGRAM THEY ARE RESTRICTED TO, AND NOT INCLUDED IN ADVANCEMENT PROVINCE PROVINCE PAYMENTS NOT INCLUDED IN BUDGET TO ACTUALS.

CURRENT MONTH BUDGET TO ACTUAL

$295,708

Target: ($50,415)



INCOME BY SOURCE

Income	Total	% of Income
Province Payments	$500,000	47%
Accola Annual Distribution	$491,317	46%
Contributions	$40,157	4%
In Kind Revenue	$22,328	2%
Latin America Emergency Fund	$5,000	0%
Program Fees	$2,879	0%
Fundraising Service Fees	$500	0%
Unanticipated Estate Gifts	$0	0%
Government Contracts	$0	0%
Grants	$0	0%
Total	$1,062,181	100%

ADVANCEMENT PERFORMANCE

Operating Revenue	2025-2026 YTD	2025-2026 Budget	Variance
Grants	0	$9,616.00	($9,616.00)
Contributions	40,157	$70,000.00	($29,843.28)
Unanticipated Estate Gifts		$10,416.66	($10,416.66)
Events Revenue		$8,333.33	($8,333.33)
Total Revenue from Solicitation	**40,157**	**98,366**	**($58,209.27)**
Endowments			
Planned Giving- Endowment		$ -	
Total Revenue from Solicitation & Endowments	**$ 40,157**	**$ 98,366**	**($58,209.27)**

**RESULTS INCLUDE RESTRICTED DONATIONS*

INVESTMENT ACTIVITY-YTD

VALUE $24,380,001

BEGINNING BALANCE (July 1, 2025)	$25,136,043
MONTHLY ADDITIONS & SUBTRACTIONS	$(768,452)
CHANGE IN INVESTMENTS	$12,410
ENDING BALANCE (July 30th, 2025)	$24,380,001

Attachment 6

2024-25 YTD Solicitation Revenue

	2024-2025 YTD	2024-25 Budget
Operating Revenue		
Grants	$78,800	$75,000
Contributions	$495,990	$700,000
Service Fee Income	$88,779	$75,000
Unanticipated Estate Gifts	$282,225	$100,000
Events Revenue	$76,590	$51,000
Total Revenue from Solicitation	**$1,022,384**	**$1,001,000**
Investment Income		
Planned Giving- Endowment (sent directly to investments)	$410,274	$0
Total Revenue from Solicitation and Endowments	**1,432,658**	**1,001,000**

2023-24 Year-End Actual	2023-24 Budget
10,000	$10,000
561,865	600,000
59,000	115,000
782,166	100,000
294,254	350,000
$1,752,785	**$1,475,000**

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SUCCESS MEASUREMENTS

Gifts from all donors including individuals and organizations, excluding bequests and grants	**2023-24 Goal**	**2023-24 Actual**	**2024-25 Goal**	**2024-25 YTD 6-30-2025**
Financial Goal (AF, events, and designated gifts only)	**$1,255,000**	**$623,636**	**$1,165,000**	**$638,235**
Overall Donor Count	1,600	1,081	**1,600**	**767**
Acquisition/First Time Donor				
First time gift				
• Number of new donors	350	180	**350**	**108**
• Dollars raised from new Donors		$128,629		**$58,109**
Recaptured Donors				
Donors who gave anytime in the past but not the previous fiscal year				
• Number of recaptured donors	500	249	**400**	**148**
• Dollars raised from recaptured donors		$80,594.98		**$117,783.68**
• Dollars raised from recaptured sponsorships				
First Time Donor Renewals				
NEW donors from last year who gave again this year				
• Number of new donor renewals	75	27	**60**	**19**
• Dollars Raised from First Time Donor Renewals		$16,965		**$16,254**
Repeat Donors				
Donors from last year who gave again this year (inc. new donors)				
• Number of Repeat Donors	1,100	**647**	**1,035**	**506**
• Percent of Goal		58%		49%
• Dollars raised from repeat donors		$376,816		**$450,762**
• Dollars raised from repeat sponsorships		$135,823		
ADDITIONAL CROSS SECTION OF DATA				
Memorial Donors				
Memorial Donors are included in donor counts and revenue (for example, if memorial gift is a first-time gift.) Memorial donors who choose to give again become repeat donors.				
• Number of memorial donors		124		**21**
• Dollars raised from memorial donors	$25,000	$19,828		**$2,300**

Donor Advised Funds				
DAF are third party entities who administer funds on behalf of the donor. The named fund is credited with the gift, with soft credit being given to the donor.				
• Number of donors giving through DAF		77		**52**
• Dollars raised from DAF		$158,582		**$60,955**
Change in Donor Giving				
Snapshot of all giving categories at fiscal year end				
Number of FY23 or FY24 donors upgrading gifts in FY24 or FY25	300			
Number of donors whose gifts equal previous gifts	325			
Number of donors decreasing gifts				

Scorecard Metrics Definitions:

Individual Prospects: An individual who has never given a contribution or has never given to the Annual Fund.

New Individual Donor: An individual that has contributed to any of the ministries, annual fund or events.

Recaptured Individual Donor: An individual that did not give last year.

Repeat Individual Donor: An individual that has given the past year to any of the ministries, annual fund or events.

Upgraded Donor: The number of donors that have given a larger annual total gift than the previous year.

Attachment 7

At Wisdom Ways, we're redesigning our program to:

- identify and address unmet spiritual needs in the community,
- expand and diversify our roster of participants and presenters, and
- tie spiritual enrichment more explicitly to action that advances social justice,

while

- developing earned revenue streams,
- deepening reciprocal engagement with mission-aligned community partners and strategically establishing new partnerships,
- resourcing Accola programs to better support participants' spiritual lives, and
- weaving meaningful spiritual reflection throughout Accola's work.

Overview of Offerings in Development

Offering	Event	Target Audience
Rituals for the Rest of Us: Offerings to help individuals and small groups recognize, reflect on, and ritualize the spiritual aspects of life events. We'll equip and coach participants to create meaningful rituals that build on received traditions and go beyond them.		
Rituals for the Rest of Us	Creative Rituals for Passover	Jewish community members
Rituals for the Rest of Us	Book Study: *Praying Our Goodbyes* by Joyce Rupp, OSM	Christians experiencing loss
Rituals for the Rest of Us	Creative Rituals for Transition	Transgender folks and their loved ones
Rituals for the Rest of Us	Creative Rituals for a Changing Climate	People whose wisdom traditions involve attention to the natural world
Rituals for the Rest of Us	Crafting Meaningful Marriage Rituals	Religiously unaffiliated or religiously mixed partners (and their officiant of choice)

Rituals for the Rest of Us	Life-Affirming Rituals for a Good Death	Individuals approaching death and those who accompany them
Rituals for the Rest of Us	Croning Celebration	Women in perimenopause and menopause
Rituals for the Rest of Us	Mid-Life Passages into Disability	Adults adjusting to acquired disabilities
Receiving the Mystery: Opportunities for contemplative practice, emphasizing the value of insight as one of many Ways of Knowing.		
Receiving the Mystery	*Lectio Divina*	Christians and seekers
Receiving the Mystery	Labyrinth Walk	All wisdom traditions
Receiving the Mystery	Advent Day of Reflection	Christians and seekers
Receiving the Mystery	New Year's Day Retreat: A Still Point in the Turning Year	All wisdom traditions
Receiving the Mystery	Lenten Day of Reflection	Christians and seekers
Receiving the Mystery	Holy Saturday Meditation	Christians and seekers
Knowing Myself & My Neighbors: Opportunities for participants to recognize the Sacred in their neighbors, develop empathy and grow in love for those experiencing social injustice, cultivate hope, respond to ethical imperatives by taking action, and make meaning out their experiences.		
Knowing Myself & My Neighbors	Story-Sharing Forum: Stories of Belonging and Longing	LIS and Sarah's participants (storytellers); those wanting to better understand their neighbors who have experienced displacement and migration (audience)
Knowing Myself & My Neighbors	Learning and Discussion: Religious Pluralism and Christian Nationalism	Christians seeking to understand siblings in faith whose worldview challenges their own vision of a just society and beliefs about the role of faith in our common life
Knowing Myself & My Neighbors	Interactive Workshop: How to Have Hard Conversations Across Lines of Difference	All wisdom traditions

Knowing Myself & My Neighbors	Neighborhood Small Groups: Neighbors engaging a structured process of spiritual reflection, listening to self and others, building trustworthy relationships, discerning purpose, and taking meaningful action with a visible local impact	All wisdom traditions
Knowing Myself & My Neighbors	Facilitator training for neighborhood small groups	Diverse leaders who have the religious and cultural literacy and the linguistic skills to effectively engage their local community (advancing equity and empowerment)
Community Consulting and Facilitation: Fee-for-service offerings that leverage in-house expertise to provide needed interventions at the intersection of spirituality and social justice.		
Community Consulting and Facilitation	Spiritual enrichment workshops to help staff & volunteers of human service or mission-oriented organizations reconnect with the sense of values, purpose, and personal meaning behind their work	Benefits staff & volunteers, and indirectly benefits those they serve
Community Consulting and Facilitation	Training on religious diversity in the workplace for HR staff or managers in corporate and nonprofit settings	Indirectly benefits employees, especially those from minority religious traditions
Community Consulting and Facilitation	Accessibility audits and workshops for faith communities	All faith communities
Community Consulting and Facilitation	Training with CEUs for clinical mental health providers to increase competence around religious identities and religious trauma	Indirectly empowers clients to address and integrate spirituality in their healing process

Attachment 8

Accola's Learning In Style School
August 2025 Board Update

Janine Capelle (re)joins LIS. In August, Janine Capelle rejoined LIS as co-director. Janine has a long history with LIS, both as a teacher and administrator. Janine was not only a small business owner, but has particular experience with brand development and project management. Following an onboarding period this fall, Janine will assume the primary responsibility for oversight of Accola-wide initiatives, including senior leadership team representation and board communications. Elisabeth O'Toole will maintain primary responsibility for leading program development and management as well as identifying and providing community support for students.

Summer at LIS. LIS's June summer school program saw strong year-to-year growth and engagement. We expanded our classes to offer three classes at 9:00 AM and 10:30 AM, and one at 1:00 PM. We also hosted a volunteer-led conversation group, allowing our more advanced students time to practice and improve their conversational English skills. Though a small program, 44% more students attended classes this June, resulting in a 30% increase in contact hours over the same period last year. And St. Thomas social work students continued to provide summer services to LIS students via visits in June and August.

Summer at LIS is always a time for building maintenance. This year's updates included repainting the interior spaces, deep cleaning the carpeting, and repairing the outdoor fence in the child care area. We appreciate the support we receive to ensure a safe, maintained, welcoming learning and work environment. Attention to our building and grounds is another way we try to be a good Whittier neighbor, too, home to many of our students. Last, many additional Accola staff are now officing at LIS (in the attic space once used by the Sponsor A Family program), offering further opportunities for collaboration and greater insights into the communities we serve.

Launching the 25-26 school year. Over the last week of August we will again hold an in-service week of training for teachers and staff. This year's sessions will include sessions around new curriculum materials for English instruction, and an overview of computer classes being piloted this fall by digital literacy coordinator Melody Stapleton. And our adult volunteers will join us for lunch and a brief meeting with volunteer coordinator Lindsey Albrecht. Upcoming early fall activities include our second annual on-site vaccine clinic and health classes for students led by community health worker Hawo Dakane.

Finally, we're pleased to welcome two new teachers to our team, Jennifer Stockdale and Mike McKeever. Classes resume Tuesday, September 2, at 9:00 a.m.!

Accola Board Report

Sarah's… an Oasis for Women

Cheryl Behrent

6/15/2025 - 8/15/2025

Program utilization…

- Capacity: 29
- Current residents: 29
- Lived at Sarah's between June 15th 2025 and August 15th 2025: 29

Employment…

- Found employment: 4
- Working full-time: 19
- Working part-time: 6

Financial Independence

- Paying for their own groceries: 5
- Paying for their own phone bill: 7
- Paying for their own bus passes: 4
- Cover own expenses and contribute financially to Sarah's: 4

Education…

- In college or work training classes: 10
- In driving instruction classes: 4
- Completed college or work training: 2
- Going to English classes: 8

Transportation…

- Bus passes distributed: 20
- Passed the written test and got their learner's permit: 0
- Passed the driving test and got their driver's license: 1

Therapy for trauma….

- Started therapy for trauma: 0
- Graduation from or significant mile marker in therapy for trauma: 0
- Monthly in-house[1] group therapy sessions: 3

Permanent housing and Family reunification…

- Reunified with family: 0
- Moved into permanent housing: 0

In-House Legal[2] Services...

- Forms submitted/pending: 6
- Forms in preparation: 6
- Applications approved: 2

[1] Provided by the Center for Victims of Torture (CVT)

[2] Department of Justice (DOJ) Accredited

ACCOLA OVERVIEW: SUMMARY STATEMENTS

Attachment 10

1)Accola is about building a world where everyone belongs. Rooted in spirituality and justice, we walk alongside immigrants and neighbors—offering housing, education, and resources that connect people's spiritual lives to social justice. We believe that when neighbors care for each other, whole communities flourish.

2)At Accola, we walk alongside immigrants and neighbors. We provide safe housing for women healing from trauma, equip immigrants with the tools to thrive, and connect people's spiritual lives to social justice. Rooted in the legacy of the Sisters of St. Joseph, we believe that when we act with purpose, we collectively build a more just and joyful world.

3)Accola responds to the needs of the time for our communities, neighbors, and selves. Built on a strong foundation of spirituality and justice, we serve through three core programs: transitional housing, education in language, culture, and everyday skills, and opportunities for spiritual exploration and community involvement.

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ACCOLA OVERVIEW: SUMMARY STATEMENTS

1)Accola is about building a world where everyone belongs. Rooted in spirituality and justice, we walk alongside immigrants and neighbors—offering housing, education, and resources that connect people's spiritual lives to social justice. We believe that when neighbors care for each other, whole communities flourish.

Spirituality and justice are two elements that run through all of our programs. They are elements that become a lens through-which we make organizational decisions.

2)At Accola, we walk alongside immigrants and neighbors. We provide safe housing for women healing from trauma, equip immigrants with the tools to thrive, and connect people's spiritual lives to social justice. Rooted in the legacy of the Sisters of St. Joseph, we believe that when we act with purpose, we collectively build a more just and joyful world.

This statement combines program area, impact and identifying who it is intended to serve.

We can refer back to the deep connections to the sisters and the foundational beliefs and actions they have acted on.

3)Accola responds to the needs of the time for our communities, neighbors, and selves. Built on a strong foundation of spirituality and justice, we serve through three core programs: transitional housing, education in language, culture, and everyday skills, and opportunities for spiritual exploration and community involvement.

Ever evolving organization that will always remain relevant.

Simple way to talk about who we serve.

Straightforward areas of focus.

Accola

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Attachment 11 ACCOLA BOARD OF DIRECTORS SELF-ASSESSMENT
2024-2025 SURVEY RESULTS
SOLELY FOR THE USE OF THE ACCOLA BOARD

BOARD SELF ASSESSMENT PURPOSE

Board self-assessment enables the board to hold itself, its members, and its processes accountable, to identify gaps between current performance and expected or hoped-for performance, and to chart a course of improvement, refinement and/or further progress.

BACKGROUND

In May 2025, the Nomination and Governance Committee conducted the first Accola Board of Directors Self-Assessment that will be continued annually.

The refined 2024/2025 survey, was approved by the Nomination and Governance Committee, powered by Survey Monkey, and emailed to Board Members on May 30, 2025, with a requested completion date of June 6th. A reminder was sent on June 6th requesting them to complete the survey if they had not already done so. Twenty-one out of twenty-five Board members completed the survey (84% response rate).

The survey included two sections:

Section 1: Key Areas of Governance (32 questions)

1. Structure
2. Leadership
3. Board Performance
4. On Boarding and Education
5. Administration: Meetings.

Section 2: Individual Board Commitment (2 questions)

The respondents rated their answers to the 34 questions in these areas on a scale of 0-5 (0=Don't Know, 1=Strongly Disagree, 2= Somewhat Disagree, 3= Disagree, 4= Agree, 5=Somewhat Agree, 6=Strongly Agree).

Due to an oversight in the ordering of the options in the "Agree" category, (which should have read, "4=Somewhat Agree, 5=Agree, 6=Strongly Agree"), respondents' interpretations of "Somewhat Agree" likely vary. So, the Board's percentage results appear **in bold** in the categories: **Don't Know – Disagree – and Agree.** This approach to quantifying survey results gives us a slightly less granular, but still substantially similar direction in grasping Board Members' leanings and meeting the survey's purpose: namely, to determine whether there is at least 80% Agreement on each of the 34 issues posed. The Best Practices standard is 80% Agreement among Board Members. Questions with less than 80% Agreement will need Board attention, and are bolded in this report.

Finally, Board Members were encouraged to expand their feedback by using the Comments sections for each question. Board Members' comments are included here in their own words. Their thoughtful comments, as well as the more "granular" numbers for their responses, provide valuable insights. .

SURVEY RATINGS BY SECTION/QUESTION

*Please note: Percentage ratings include Agree/ Somewhat Agree/Strongly Agree responses. Questions that are **bolded** need attention (80% or lower).*

SECTION I

I. GOVERNANCE STRUCTURE

1. Board size is appropriate:
4.76% Don't Know; 28.57% Disagree; 66.66% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	4.76%	23.81%	0%	57.14%	9.52%	0%

Comments:

- Too many people!
- I do think that for an organization our size and for the programs it offers, the Board is too big. 15 - 18 would be my recommendation.
- Although the Board is a good size, I think we have room to add a few Board members if we find people that fill the roles I describe below.
- Too large for a small organization.
- Too many?
- The current board size is just about right. Although more board members are permitted, I would be concerned about expanding it too much at this time.
- Seems too large for the number of ministries
- As we move toward a capital campaign, we will need to engage people with multiple contacts and the ability to give a substantive gift in our board.
- I think we need 2-4 additional board members to have enough depth for committee work and subcommittee work and for growth in diversity of the board.

2. Board has appropriate committees with clear charters:
4.76% Disagree; 19.05% Somewhat Agree/42.86% Agree/33.33% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	4.76%	0%	42.86%	19.05%	33.33%

Comments:

- Agreed and appreciate the work that has gone into creating, reviewing and updating on a regular basis.
- Although I admit I am not completely familiar with the Charters of all Committees
- Good committee work this year for the most part.
- The committee charters are clear, but there are too many committees for our small organization. We need to become more efficient.
- It's not clear to me what the Marketing Committee has for its scope of responsibility. Does it include oversight for resource development efforts?
- The charters need to be looked at on a yearly basis to ensure that they match current needs, but what we have is a good starting place.
- The charters are clear but our board needs to determine our role within the organization. Are we a working board or a governance board. What is our role with the staff?

3. Board composition is appropriate ensuring that all necessary skills, stakeholders, and diversity are represented:
14.29% Don't Know; 28.57% Disagree; 57.14% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
14.29%	0%	9.52%	19.05%	38.10%	9.52%	9.52%

Comments:
- I trust Nominations and Governance Committee are monitoring this closely. Yes?
- I haven't seen a matrix of board members skills.
- Need more representation in age diversity - need younger aged members - with resources that are just starting to think about the philanthropy dollars. My assumption is that many that we bring in have already established organizations that they have been significantly contributing to and are supporting in their wills.
- Diversity has many dimensions. Our Board is primarily retired people. I think we would be well served to get a little younger. I do not believe we have any sitting corporate executives. I think adding people from the corporate world would enhance our understanding of important institutions and possibly enhance our ability to address our LT funding issues. Our Board is very homogenous politically, which I don't think is helpful in a very divided political climate. We are doing work in a 'space' that has been highly politicized. Understanding the diverse points of view on immigration, and other topics, would be helpful in deciding what we can realistically accomplish and equally importantly-- what we can't accomplish. Our organizational 'attitude' towards the Federal government creates a barrier to some of the funding sources that would be helpful to the work we aspire to do.
- Might we consider the addition of a younger member?
- I think we need to add some younger people and people with skills related to messaging and PR, as well as savvy and desire for fundraising - with connections to people of means. We also need to continue to be intentional about adding people from diverse perspectives and backgrounds. It's challenging and takes time, but we must stay on it.
- Need more of a generational mix.
- I think we need more people with advancement experience.
- We have a good set of skills represented at this time.
- The diversity and inclusivity of the Board is improving slowly.
- Caveat: I am somewhat new to the board so am not clear on what skills are needed
- We have much work to do to continue to engage people of color in our board work and its committees. The board has been strengthened considerable in the last 8 years, with more work to be done.
- We need to strengthen the diversity of the board of in terms of ages, experiences, and backgrounds.

4. Six board meetings annually are appropriate to effectively govern the organization:
14.28% Disagree; 86.72% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	9.52%	4.76%	57.14%	14.29%	14.29%

Comments:
- Seems necessary at this time.
- Too many meetings with very to show!
- My opinion is that 6 is to many and that they could be quarterly with an annual retreat being the 5th meeting or an extension of one of the quarterly meeting.

- The executive committee meets on the off months and can act with the power of the full board between meetings if absolutely necessary, and we have other tools to deal with issues that come up between board meetings, such as special meetings, voting by email, and using the education session to conduct business.

- For the current time. Hopefully in the future 4xayear.
- I think six meetings are sufficient as long as we have the Board Education times that can also be used as special meetings if necessary.
- I have noticed that we have used the morning education sessions as Board meetings several times in the past year. Is that telling us something?
- As a young organization it may be necessary to look at our meeting structure. Perhaps adding two more meetings during the Sept-June period might make sense. I will note having executive committee meetings and board education sessions does allow for regular interactions.

5. There is enough time at Board meetings for presentation, discussion of topics and decision-making:
9.52% Disagree; 90.47% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	4.76%	4.76%	52.38%	33.33%	4.76%

Comments:

- Do need more intentional social time
- I think it should be very rare that consultants attend our meetings. I recognize that we need consultants in some circumstances, but management should 'own' the scope of their work and the implementation of their suggestions.
- I agree, assuming we use the full two hours we schedule for meetings. I believe we can use our time more efficiently if we find ways other than committee reports to share info with the board, such as the portal or interim communications from the president. I like hearing from program staff. It keeps us focused on the people we serve. Perhaps that can be tailored a bit to gain back time.
- I think there are times when more explanation and discussion of an issue are needed.
- We will always fill the time allotted. We should seek opportunities to be more efficient with the time.
- When there is an important topic on the agenda, the meeting could be lengthened to accommodate the necessary discussion.
- I wonder if some of the agendas might be a bit ambitious, or if enough time is allocated for the 'big ticket' items like sustainability and budget. Continue to work on managing staff and committee reports to allow adequate time for Board discussion and deliberation.
- Sometimes I feel like discussion is short because the agenda is full. We need to be able to hear people out completely and then come to a stated summary of where we landed. Kevin is good at doing that.
- I would hate to suggest we need longer board meetings, but as a new organization some of our weightier topics that require deeper conversation aren't allowed sufficient time for board discussion/presentation.

6. Board has effective processes for identifying, cultivating, and integrating new directors: 19.05% Don't Know; 4.76% Disagree; 76.19% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
19.05%	0%	4.76%	0%	47.62%	28.57%	0%

Comments:

- Multiple directions with little to show.
- I think the Governance Committee has established a good process. I would recommend that new directors are brought on no more than twice a year, starting at the beginning of the fiscal year, and at mid-point (if it is twice a year). Need it clear and as consistent as it can be. A board education session

on building a board - what is needed, what it takes and making it clear how important it is for each board member to help us build our board.
- I am not familiar with the processes used to identify and cultivate new directors.
- I think the Nominating and governance committee is on top of this, but would like to see more Board members take personal responsibility for connecting us to prospects. Perhaps we can do a better job of communicating to the Board the needs we are looking to fill.
- still haven't seen our onboarding process or had it described to the board.
- We have a well-defined onboarding process. I don't believe we have used it consistently.
- I don't know enough about the orientation and onboarding process to agree with this statement completely.
- A process has been articulated for new board members, and now we need to implement it well.

II. BOARD LEADERSHIP

7. The right leaders are in place as board chair and committee chairs:
   100% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	0%	0%	38.10%	38.10%	23.81%

Comments:
- With the size of the Advancement committee, there should be a "Vice-Chair", for Joel to have a back-up or "side-kick". Need to get someone in place to be "Chair-elect" (not that title) for Governance. We need someone who will easily be able to step-in/step-up when Anita is no longer in that role. Someone that can shadow now and someone that can do that role for a number of years.
- We have good leadership across the board and committees.
- The board leadership is outstanding. We may have one committee chair struggling to establish clarity and consistency.
- We need to maintain fidelity with our CSJ legacy and its commitment to inclusivity and representation, particularly with regard to advancing the leadership of women and other underrepresented persons. Since the entire Board and presidential leadership are male for the foreseeable future, I wonder if some of our supporters and allies might view that as a departure from the CSJ charism. (This is not an observation about the capacity of individual leaders, but more a wondering about the impression we are leaving with our current leadership array.)
- Committees have gotten off to uneven starts. Some committees faced issues that needed attention almost immediately, e.g., Programs and Opportunities. Institutional Advancement had a more difficult start partly because it is the only committee that has a staff and the motivation of the person leading the Advancement efforts on behalf of Accola lacked motivation and initiative. I would like to see all Committee chairs who wish to stay in their positions for the coming year invited to do so.
- As a new organization I think we've had leaders in place that have stewarded our board through the process efficiently and competently.

8. **Board has an effective process for selecting, developing, and transitioning new leaders:**
   23.81% Don't Know; 9.52% Disagree; 66.66% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
23.81%	4.76%	4.76%	0%	33.33%	28.57%	4.76%

Comments:
- I am still too new to know what this process is.

- Do you mean staff leaders or board leaders? I do think that we do need to ask to all directors if they are interested in a leadership position and if that would be in the very near future or a few years out. Often people are chosen based on who we think will be good but there maybe others that are interested. If staff leaders, we need to remember the role of management. If we are talking President - yes!
- Is there a succession plan in place? I don't know.
- It's pretty informal and falls mostly on the Chair
- I like the process as recently defined. It is clearly laid out, adequately flexible, and includes the President's input.
- Do we do this? Seems like we are perpetuating the status quo, which might be fine for a nascent organization, but not for one that is oriented to growth and inclusivity.
- This process is newly developed by the Nomination and Governance Committee. However, the process did not seem to be very open this year. I am puzzled as to why the outgoing Board Chair is on the slate for being Vice Chair of the Board for 2025-2026.
- As a new organization of board members primarily from the Ministries Foundation board, I'm not sure there is a clearly defined process for developing board members to positions of leadership and clear process for that transition. Should there be an immediate past chair position on the executive committee?

III. BOARD PERFORMANCE

9. Board receives adequate pre-reading materials, including budget and financial reports when appropriate, in advance of Board meetings:
4.76 Don't Know; 95.24% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	0%	0%	0%	66.67%	19.05%	9.52%

Comments:
- Information is good and adequate. We do not always get in a timely fashion. Especially for the Advancement committee.
- This feels like a moving target. Staff do not have the capacity to prepare materials that are not read. It is difficult to assess how many people desire additional information on a given topic.
- Most of the prereading materials are sent ahead of time, but at almost every meeting, something comes out at the last minute.
- It would be helpful to get materials further in advance and links/reminders to accessing the board portal.

10. Board Members come to meetings well-prepared and focused on the work, and all directors effectively participate in Board decisions:
9.52 % Don't Know; 90.47% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
9.52%	0%	0%	0%	61.90%	19.05%	9.52%

Comments:
- Based on comments and questions at the committees I serve, I do believe they come prepared and feel that way for most at Board. A suggestion would be to make a board book and take all documents for a meeting and put them together in one PDF to scroll thru so you do not need to go back and forth opening different docs.
- I agree for the most part, but there are definitely opportunities to deepen engagement.
- For the most part, I agree. One or two board members are not tracking with what Accola has become and how it is different from the MF. Sometimes the board struggles to stay out of the weeds of

management. I'd like to see board members interested in deep dives in particular governance areas join the relevant committees.
- It is hard to know if everyone comes prepared. Also, it is my experience that Board members do not generally speak up at meetings. I don't know why this is, so it is hard to know their opinions on various topics.
- I think as its been stated, that 30% of board is totally engaged, 30% of board is moderately engaged, and 30% of board is minimally engaged.

11. Board devotes enough time to understand, and appropriately influence the Accola mission and strategic direction:
9.52% Disagree; 90.48% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	4.76%	0%	4.76%	38.10%	28.57%	23.81%

Comments:
- Too much time for direction and strategic planning and nothing seems to be happening.
- mission yes, need more time or reiteration and update on strategic directions.
- I think the Mission Committee should lead an annual full board inservice/discussion about the mission.
- We are getting better at this, but more work is needed for all Board members to feel that they have accepted and internalized the mission, vision, and key strategies.
- My experience is that the full Board is brought into a discussion when the topic is already quite well formulated by the staff. Thus, the Board reacts to a proposal rather than having input as the idea is being formulated. This seems to cause defensiveness of the part of the staff which could have been avoided if the full Board had information as plans were emerging.
- I think the board needs to examine its role in being a steward/driver of the Accola mission. Should the board be completing the strategic plan and then directing the staff on its vision for Accola or should staff be completing the strategic plan and asking the board to support it?

12. Board has a good sense of the future of the Accola and its goals:
9.52% Don't Know; 14.28 Disagree; 76.19% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
9.52%	0%	4.76%	9.52%	33.33%	38.10%	4.76%

Comments:
- The planning that is in process now is integrating the future expectations.
- I understand current, not sure on future - a few years out. It is time to move on from the transition of CSJ Ministries to Accola to just moving Accola forward.
- We have significant long-term funding issues. While that is broadly recognized, I don't think we have a coherent or realistic approach to dealing with it. Our decisions on programs we offer needs to be connected to our ability to fund them. I think we can do better in that area.
- It took awhile for us to get there but I think the work we did on our mission, vision, and values was helpful in getting the board on the same page, and as the organization matures, this will improve.
- We need a clear definition of who we are and what we stand for in the community that is concrete and actionable and promotes support from the community, both financially and in volunteer participation
- As a new organization, we are still working to define the relationship between the four ministries adopted as our programs. Given our commitment to "responding to the needs of the time" we need to better articulate what we do now and plan to do in the future. This is largely an exercise in marketing and communications. The work is underway.

- Agree, to the extent this is possible for a new organization that is still in its 'start up' phase in many respects.
- One reason I disagree is that the Board asks for things like out "elevator speech." I believe there should be one elevator speech that every Board member internalizes and makes their own. The Board seems to have various pieces of information/knowledge but doesn't have an overarching story that ties all the strands together. We don't need another consultant to do this for us; We need to do this ourselves. Does this call for a half day working session of all Booard members?
- Again, examining the role the board wants to have in outlining and setting the strategic direction of Accola is important so that board members all have a clear understanding of the board's role. How involved should the board be in this process?

13. Board deliberations are open and constructive, and Board members effectively name and address the most important issues:
4.76% Disagree; 95.24% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	4.76%	0%	61.90%	19.05%	14.29%

Comments:
- Strong voices prevail at times and unintentionally makes it hard/uncomfortable for soft voices to speak up.
- There are times when I feel that more background information could be presented, for instance, on issues such as moving the offices or relocating Wisdom Ways.
- I don't know why, but I perceive that Board members are reluctant to speak.
- It appears that a lof of discussion happens at the committee level and in ad hoc groups and that the whole board doesn't have much opportunity to weigh in on the topics. It sometimes feels that board members are unwilling or scared to speak up.

14. Board has adequate access to external and internal advisors, such as an independent auditor and legal counsel:
14.26% Don't Know; 85.71% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
14.26%	0%	0%	0%	42.86%	9.52%	33.33%

Comments:
- I believe so but cannot say that I really know.
- I asked the question regarding legal consultants recently and was happy to hear that we do have legal counsel available.
- We have gotten valuable legal help as we worked through some structural startup issues. I also believe that the consultants we have used provided value, with possible exception of the very first one.
- I trust our auditors and legal counsel. They have been with the CSJ community for many years. I appreciate the fact that Matt seems to have a plethora of persons to call on as consultants for various things, but I question whether they are all necessary after a year and a half after Accola's fouding.
- It seems that the board would request additional resources whenever necessary.

15. Board creates a culture of accountability, for itself and for the President, and evaluates both on an annual basis:
4.76% Don't Know; 95.24% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	4.76%	0%	71.43%	0%	23.81%

Comments:
- Happy that these processes are in place. We need to show our trust in Matt and let him move forward in his role.
- I am counting this evaluation and the upcoming process for the president as our first annual go at this. I think both processes are strong and will help us and Matt improve and develop, assuming robust participation by the board.
- I agree to a certain extent that there is a culture of accountability. Evaluations are now in place for annual reviews.
- I think reexamining the board's role within Accola and how the board should be interacting with the President is important. There is a conflict between wanting to be a working board and being a governing board. Committee work plans and charters could use revision to make sure they clearly align with their purpose and roles.

16. Board is both appropriately challenging of, and supportive of, the President:
4.76% Don't Know; 95.23% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	0%	0%	0%	61.90%	28.57%	4.76%

Comments:
- Board needs to continue to be reminded what is management vs Board. Because the staff organization is so small it, they want to know more than the need to or should. I understand the need to keep the board informed, but we need to trust and let management be management.
- I think the Board is very supportive of Matt and his team.
- I agree with this, but perhaps a little more grace and space can be afforded to Matt at times. We are all new at this and learning together, and last time I looked, I didn't notice that he wears a cape with a big 'S' on the back. We are all human!
- The President has admitted he has hard time hearing feedback that seem/is critical. This may stop people from giving honest feedback on things that come up at Board meetings. I know every one of us wants the President to be successful; his success is Accola's success. An area of growth for both the Board and the President is seeing challenging statements as opportunities to step back and listen to what is being said. Leading a start-up organization is immensely challenging in and of itself.
- The board needs to determine/define its role within Accola, how it relates to crafting and supporting the organization's activities and how it relates to setting Accola's strategic direction. Then being able to hold the President accountable for the goals/activities of the organzation.

17. Board clearly communicates goals, expectations, and concerns regarding the President's performance:
9.52 Don't Know; 90.47% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
9.52%	0%	0%	0%	61.90%	19.05%	9.52%

Comments:
- the executive session of the Board meeting is great for discussion, so the chair can then follow up with Matt

- If there are concerns I don't know about them
- I know the Board Chair meets with the President regularly and I assume he gives the President the information we discuss in our Executive Sessions. Kevin has often said, "I'll talk to Matt about that."
- Clear, regular, and transparent communication is always better. I think the board could use some training on how to effectively supervise a President, what are the responsibilities and roles of the board in keeping a President accountable. What are best practices?

18. Board has enough input into and effectively oversees President's evaluation, compensation, and succession planning:
23.81% Don't Know; 9.52 Disagree; 66.67% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
23.81%	0%	4.76%	4..76%	47.62%	14.29%	4.76%

Comment:

- I assume that all of the above are in place but since I am new I haven't participated in these oversight actions.
- I do not if the board does as a whole, but assume they Executive committee does and that is where it should be.
- Again, I am relying on the upcoming process, which I have seen and which looks very good and thorough, assuming robust board participation.
- This is work in development, yes?
- Although we have not implemented it yet, there are clear guidelines in place for doing this. These procedures were developed, with the President's input and collaboration, by the Nomination and Governance committee.
- I think discussions happen offline and within the officers that aren't always shared with the board and so it sometimes feels like the entire board is left out of the process.

19. Board adequately monitors financial performance during the year:
4.76% Don't Know; 4.76% Disagree; 90.48% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	0%	4.76%	0%	42.86%	19.05%	28.57%

Comments:

- Too much money has been spent on outside consultants with little to show for it.
- And with the new finance person, this will be even better.
- We do a good job on the current year, more focus needed on the long-term challenges
- I would strongly agree but for much of the year we have not had the tools to do this. We have made significant progress and I think this will be a solid area next year.
- Matt is 58 years old. The board should begin to define a succession plan.
- The Board should receive current financial statements before each meeting.
- Now we have the tools to do that. Also, Brian, Chair of the Finance Committee, is a first rate professional.

20. Board members understand that they are responsible for making personal financial contributions to Accola and for supporting the fundraising events:
4.76% Don't Know; 9.52% Disagree; 85.71% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	4.76%	4.76%	0%	57.14%	19.05%	9.52%

Comments:
- I believe we do. I have never personally been asked to give a gift. I receive the emails to support, give, silent auction contributions, etc. but not once have I been individually asked for a gift.
- I don't think those of us who are Sisters on the Board have discussed this
- Event participation could be better.
- I would like to see this clarified. For example, we might ask board members to make a 'meaningful financial commitment to Accola, and ask that Accola be among a board member's top three targets for giving. That is just an example, of course.
- We do not yet have an institutionalized process for discussing board giving with its members.
- Being told that possibly isn't enough since we have not had full Board participation in the 2025 annual giving.
- I don't think there are clear expectations of board giving and support. If the expectations are clear, they aren't recognized.

21. Board members understand that they are responsible for being Ambassadors including making family, friends, and colleagues' connections for Accola:
4.76% Don't Know; 9.52% Disagree; 85.71% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
4.76%	0%	9.52%	0%	57.14%	9.52%	19.05%

Comments:
- Yes. Let's provide a few elevator speech bullet points for them to make it even easier.
- I think this is an area for development for some board members. Have we clearly communicated this expectation? I am not sure we have.
- I estimate that about 75% of the board sees themselves as ambassadors for the organization.
- I think Board members are aware of this responsibility, but it's unclear how broadly accepted this is. Engagement and acceptance should improve once the key messages are clearer and we work through a process that enables each board member to understand, accept, and internalize both the message and their responsibility for sharing and advocating for it.
- We need to discuss how this is done more thoroughly.

IV. ONBOARDING AND EDUCATION

22. My on-boarding experience was helpful as I began my service on the Board:
20% Don't Know; 25% Disagree; 55% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
20%	10%	15%	0%	40%	10%	5%

Comments:
- Too long ago to remember.
- IIs was though there should be refreshers along the way. Learning when you start makes it heard to retain and understand - once you are in it a bit, onboarding information is easier to understand.
- I did not have one. Came from the MF board.

- There was not much of a formal process. At the same time, I started my journey as a member of a committee only, and that helped once I joined the full board. Beyond that, joining any board typically involves a fairly long learning curve in understanding the board issues.
- NA
- I didn't have an on-boarding experience when I joined to Board.
- I didn't have an onboarding process.

23. The Accola educational seminars/workshops have been insightful and meaningful:
5% Don't Know; 5% Disagree; 90% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
5%	0%	0%	5%	45%	20%	25%

Comments:
- Yes.
- Bus tour was awesome
- I have missed some because they are very early in the morning in my time zone
- NA

24. Moving forward, Accola's educational seminars might focus on the following topics:
CSJ Mission & Education; Accola's Ministries/Programs; Fundraising & Marketing; Finance & Investments:
5% Don't Know; 95% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
5%	0%	0%	0%	60%	20%	15%

Comments:
- one thing I would like to know and learn about is other twin cities programs that are out there that are similar to Accola's - current "competition" - future partners - program growth because of need.
- What would be the process for surfacing new ministries within Accola
- We also need to have less structured time to build relationships. I'd like to see an annual board retreat.
- We need to keep our eye on the broader landscape as well and not focus exclusively on internal and operational topics. We are charged with remaining vigilant and responsive to the needs of the time! I also think we need to stop referring to Accola programs as ministries--not appropriate for a secular nonprofit organization.

IV: ADMINISTRATION: MEETINGS

25. Meetings begin and end as scheduled:
100% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	0%	0%	55%	40%	5%

Comments:
- At times we have more to deal with than the time allows. and so we have to extend the time or table issues until a future meeting. When you only meet every other month that can be problematic.
- See comments about agenda management shared in response to a previous topic.

26. The length of meetings is appropriate and respectful of the agenda:
5% Disagree; 95% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	5%	0%	55%	35%	5%

Comments:
- Kevin runs a great meeting. Excellent chair.
- We will always fill the time allotted. I believe that meetings are most productive when they are an hour or less.

27. Meeting time is consistently used well. Issues get the time and attention proportionate to their importance:
5% Disagree; 95% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	5%	0%	65%	30%	0%

Comments:
- We still rely too heavily on repeating reports that board members should have already read.
- Agenda management continues to be an issue but it's getting better as we go.
- This is usually true
- Some meeting items aren't allowed the attention they deserve. Sometimes we attempt to pack too much into a set agenda.

28. The location of meetings is conducive to positive group interaction and discussion:
11.11% Disagree; 88.89% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	11.11%	0%	66.67%	22.22%	0%

Comments:
- Not sure what the most ideal location is. When I've been on Zoom, I've found the Administration Center Assembly Room technically difficult.
- Carondelet Center set-up is not comfortable and conducive with tables used though space is better for mingling before and after meeting. Ad Center is better for meeting, not social - can barely move around in that room.
- Perhaps there might be consideration of at least one meeting that was face-to-face, including members at a distance
- Difficult having Zoom and in person, understand the reasoning, but difficult not having everyone present.
- We need to invest in quality hybrid meeting equipment.
- We still do not have the ideal spot for meetings.
- It would be great if most members could attend in-person. Or we had some all-board member social time.

29. In the future, I prefer a combination of ZOOM and in person meetings:
10% Disagree; 90% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	0%	5%	5%	45%	15%	30%

Comments:

- Necessary for full board participation.
- Yes - for a variety of reasons - those that do not live local, those that are traveling and still want to attend, those that are under-the-weather to come but do not miss the meeting, those that have work commitments but can at least join online, and those that have family commitments that they need to be virtual.
- I have a strong preference for in person meetings, but I do understand and respect the need for occasional zoom participation. It should be the exception, not the norm.
- Read above
- I'm glad there is the zoom option for those who are not able to attend meetings in person, but I miss the interaction that happens in in-person settings.
- Virtual meetings honor the limitations of people's time. In-person meetings support relationship building. We need a mix.
- Busy volunteers need the flexibility that the hybrid option represents.
- It gives all board members access to the meetings
- I think having the zoom option is helpful if travel or circumstance don't allow for in-person attendance. But the expectation should be that the meetings happen in person unless circumstances prevent in-person attendance.

30. In the future, I prefer to meet only in person meetings:
89.48% Disagree; 10.52% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	47.37%	10.53%	31.58%	0%	5.26%	5.26%

Comments:

- If we do that, then we need to rethink directors that do not live locally and be clear "attendance" expectations.
- Subject to legit exceptions that are warranted by weather, occasional conflicts, living far away, etc.
- I actually DO prefer in person meetings, but I realize that is impractical and so I am not in favor of that as a policy.
- All in person meetings would not work for me.
- My schedule is too unpredictable, and Zoom is sometimes the only way that I can participate, and I believe that needs to be respected in meeting planning (don't think I'm alone in this).
- I prefer in person but understand Zoom is an important option for certain occasions
- There are many people who could not come.

31. In the future, I prefer to have only Zoom meetings:
100% Disagree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
0%	50%	5%	45%	0%	0%	0%

Comments:

- The board does not know each other well and this would make it harder. I know that there is one board member that if I ran into "on the street" I would never recognize them. And I ran into a board member recently, though I knew who they were, they had no clue who I was.
- Not for the Board.
- Retreats and meaty, interactive topics should be done in person.
- Having the option to attend in person is always preferable if schedules and Minnesota weather allows!
- No chance to have personal interaction.

32. Please share if you have any suggestions, questions, comments, or concerns?

- Excited to see Accola evolving and look forward to its future.
- I hope that as we come to know each other better, there is broader participation in board discussions.
- None at this time.

Section Two: Individual Board Commitment

33. My Individual Board Commitment	0	1	2	3	4	5	6
a) I wholeheartedly embrace Accola's mission and vision. **100%**	0%	0%	0%	0%	5.26%	21.05%	73.68%
b) I wholeheartedly embrace Accola's values. **100%**	0%	0%	0%	0%	10%	15%	75%
c) I share Accola's mission, services and programs with my family, friends and colleagues. **90%**	0%	0%	0%	10%	35%	15%	40%
d) I share Accola's mission, accomplishments, and goals to the public and garner support from the community through advocacy. **84.21%**	5.26%	0%	0%	10.53%	26.32%	21.05	36.84%

34. I have personally fulfilled the a) participation, b) engagement and c) financial goals to which I committed myself at the beginning of the fiscal year:
5.26% Don't Know; 5.26% Disagree; 89.48% Agree

Don't Know	Strongly Disagree	Somewhat Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree
5.26%	0%	5.26%	0%	31.58%	31.58%	26.32%

Comments:

- I plan to attend more meetings in person.
- I would give myself a B-
- Illness precluded attendance for a while
- I do not miss meetings and feel fully engaged and have made a financial commitment, but I do not remember a formal process where I was asked to or expected to clarify that commitment.
- I personnal feel "burned out" and I'm not sure I provide as much value to the board as I used to. I will be ready to retire from the board sooner than later.
- My committee attendance has sometimes lagged because of conflicts.
- Accola is a priority for me, so I show up whenever it is possible.
- I didn't make any commitments or wasn't aware of making a commitment at the beginning of last fiscal year.

Executive Sessions: How to Use Them Regularly and Wisely

BoardSource wishes to thank Gregg Behr, The Grable Foundation; Marc L. Fleischaker, Arent Fox; and Frederick T. Miller, The Chatham Group, Inc., for sharing their professional insights and expertise on this document about executive sessions.

What are executive sessions?

Nonprofit board meetings are convened for the board to transact business and address important organizational issues with the chief executive and, often, senior staff. While many nonprofit boards choose to conduct their meetings in private, some organizations are required to operate in the public arena due to their states' open meeting laws. For all boards, however, specific instances warrant that some portion of the meeting be conducted in *executive session*.

An executive session — sometimes called a *closed meeting or an in camera session* — is a useful tool for protecting and advancing the best interests of an organization. Executive sessions provide a venue for handling issues that are best discussed in private, for fostering robust discourse, and for strengthening trust and communication. Distinguished by their purpose and participants, executive sessions serve three core functions: (1) they assure confidentiality, (2) they create a mechanism for board independence and oversight, and (3) they enhance relationships among board members and with the chief executive.

By the board and for the board, executive sessions enable the board to manage itself. They create an appropriate forum for board members to talk openly about topics that warrant special treatment. In effect, executive sessions are a kind of special meeting-within-a-meeting. Executive sessions may take place before, in the middle, or at the end of a regular board meeting. They are, by definition, exclusive to board members, but others, such as the chief executive or professional advisors, may be invited to join for part or all of the session.

The notion of a private conversation for board members may seem contrary to the ethos of transparency expected of nonprofit organizations and to the development of a constructive partnership between the chief executive and the board. However, executive sessions are an effective mechanism for boards of all organizations to deal with certain kinds of issues, provided that they are called for the right reasons and handled appropriately. This BoardSource white paper offers guidance on who, what, when, why, and how to use executive sessions.

Why are executive sessions needed?

According to BoardSource research conducted in 2014, 61 percent of boards met in executive session as needed and 18 percent met in executive session at every board meeting. Common reasons for these sessions include executive performance and/or compensation review, personnel issues, and peer-to-peer board discussions. While the rationale for an executive session varies depending on the organization's culture and circumstances, certain issues require more candid, confidential conversations and, consequently, a more limited audience (See the exhibit at the end of this resource).

First, the board needs time alone to strengthen relationships and communication among board members and with the chief executive. For example, board members may be reluctant to challenge the chief executive in front of staff for fear of undermining their authority. In other instances, board members may wish to discuss sensitive topics like succession planning, senior staff performance, or executive compensation. Likewise, the chief executive may want to discuss future retirement plans without causing consternation among staff.

Second, board members need an opportunity to get to know and trust each other, personally and collectively. They need to be able to speak freely to air concerns and explore all aspects of issues. Executive sessions afford the board an opportunity to raise warning flags, discuss time-sensitive opportunities that can't yet be made public, and allow the board to explore different courses of action. Some issues involve the board itself, such as board performance or individual member participation. Other issues might warrant further board discussion with the chief executive, such as negative community reaction to a recent decision.

Third, as a governing body, the board needs to demonstrate and exercise its independence from the chief executive. For example, a nonprofit board serves as a check-and-balance when accepting the financial audit and determining chief executive compensation. These oversight activities require the board to make decisions that are not controlled by the chief executive.

Fourth, the board has a responsibility to maintain confidentiality to protect the organization. The law allows boards to handle certain situations in a restricted setting. For example, if an organization has been sued, the board, chief executive, and legal counsel may meet in executive session to decide whether to settle the case and the terms of the settlement. Sound business sense may also require that key strategic decisions be discussed privately. For example, if an organization is considering a merger, the board, chief executive, and chief financial officer may need to consider the pros and cons before discussing alternative courses of action with various stakeholders.

Who participates in executive sessions?

Participants in board meetings vary from topic to topic, meeting to meeting, and organization to organization. In addition to board members and the chief executive, board meeting participants may include senior staff, constituents, professional advisors, and sometimes interested members of the community. United by an interest in the organization, these individuals play different roles — decision makers, experts, commentators, guests, and observers.

During an executive session, the board room looks different. The full board will almost always be there, but the chief executive may participate for only a portion of the session. Outside advisors (e.g., lawyers, auditors, consultants) may be invited to issue findings or provide professional guidance. On a very limited basis, select senior staff members (e.g., chief financial officer, general counsel, development director) may be included to present a report or provide their perspective, or they may be excluded altogether. Deciding whom to include and when should be determined by the purpose of the session, bearing in mind that an individual can be invited to join for a portion of the discussion and then excused at the appropriate time.

Cause for Confusion: Executive Committee vs. Executive Session

An executive session is a special closed meeting of the board. An executive committee is a special committee of the board whose composition and purpose are defined in an organization's bylaws. When an executive committee meets, it is not called an executive session. Many, but not all, boards have executive committees. They are often composed of the officers, chief executive, and perhaps committee chairs or other board members. Some executive committees meet only in emergencies. Others meet more regularly and are charged with handling business between regular board meetings

What is appropriate to discuss during executive sessions?

Board meeting agenda items serve different purposes — from team building and information sharing to deliberation and decision making. The particular items on the docket shape who needs to attend the meeting and its degree of openness. When planning executive sessions, the board chair and chief executive should specify the timing, purpose and topics, and attendees.

Executive sessions with the chief executive

Executive sessions with the chief executive may be essential to advancing the organization's business interests and to cultivating a constructive partnership between the board and the chief executive. Many operational issues that require confidentiality may also require the presence of the chief executive and sometimes others to enable an informed conversation. Common issues for executive sessions with the chief executive include the following:

- **KPAWN Sessions**

  To support the chief executive, many boards have adopted KPAWN sessions to discuss what Keeps the President AWake at Night. These executive sessions, with just the board and chief executive, create an informal setting that is "off the record." They are intended not for taking action, but rather for thinking together. For example, they may be used to take the board's temperature on an industry issue or to identify potential operational problems (e.g., high staff turnover). Because chief executives do not have true peers within an organization, KPAWN sessions are a unique forum for meeting with the board without other staff or outsiders present.

- **Alleged Illegal or Improper Activities**

  The Sarbanes-Oxley Act has drawn attention to the importance of whistleblower policies and protection for employees who report suspected illegal or unethical activities (e.g., embezzlement, sexual harassment, discrimination). If such issues are raised, the board may need to meet in executive session to ensure appropriate discussion and confidentiality. If the chief executive is implicated, obviously, he or she should be excluded from the executive session.

- **Litigation**

  We live in a litigious society, and nonprofits are not immune from lawsuits. The board needs to be apprised of potential or actual litigation against the organization. Depending on the nature and stage of the litigation, the board may meet in executive session to discuss progress, decisions, and repercussions resulting from any lawsuits. Often, the organization's legal counsel (internal or outside) and sometimes chief financial officer may also be included in executive sessions focused on litigation.

- **Major Business Transactions.**

  Nonprofits, like all enterprises, need to be able to strategize, plan, and negotiate business deals without divulging inside information. Certain opportunities — from real estate deals (e.g., purchasing a new building) to operational transitions (e.g., undertaking a strategic alliance) to organizational failures (e.g., filing for bankruptcy) — require frank discussions about proprietary matters. Executive sessions emphasize the need for confidentiality and allow the board to explore the situation without prematurely revealing information. Key staff and professional advisors may be included in these executive sessions.

- **Crisis Management.**

  When facing a crisis — be it a natural disaster or a scandal — the board may need to meet with the chief executive in private to discuss the situation and evaluate the consequences of various courses of action. To avoid creating unnecessary tension, the board needs to be away from the eyes and ears of employees and other constituents who may not be pleased with the trade-offs under consideration. Under these difficult circumstances, an executive session helps minimize unnecessary concern by limiting the number of people involved. For planning purposes, key staff and outside advisors may also be included in these executive sessions.

Case in point: Defining roles

The executive director and board chair of a local organization met monthly for breakfast. These informal conversations, which covered a range of strategic and operational issues, helped them work as a team in leading the organization. Realizing that these informal conversations helped the board chair focus on strategic matters and become more engaged in the organization's work, the executive director suggested they use executive sessions with the full board as a way to get all board members similarly committed to their cause and engaged in their work.

The executive director had always considered the board as his boss. But, he found it lonely at the top of the organizational chart and wanted a group of peer executives for brainstorming. The board already met twice a year in executive sessions for the financial audit and for executive performance review and compensation. He and the board had great confidence in each other. By suggesting the board meet in executive session without him, he felt he would inspire even greater confidence, commitment, and performance from the board.

Executive sessions without the chief executive

Just as it is important for the board and chief executive to tackle critical organizational situations together, the board also needs time to focus on its governance duties without any staff present. Some of this has to do with the board's oversight function, and some has to do with the board's need to take responsibility for itself and to function as a cohesive team. Understanding the value of executive sessions and developing routine procedures for using them can help alleviate a chief executive's anxiety. A confident chief executive sends a powerful message of trust to the board and staff when he or she regularly and voluntarily steps out of the boardroom.

Case in point: Lessons learned among business leaders

The board of a national, federated organization was wrestling with protecting its brand. Local chapters, despite a common mission and similar programs, operated with widely divergent definitions of quality, sustainability, and impact. A few, as is often the case, ended up on the front page of their local papers with questionable business practices. The chief executive turned to the board, which included quite a few captains of industry, for guidance and insight.

Thanks to a pre-existing culture of openness and the privacy afforded by an executive session — without other staff present — the nonprofit chief executive was able to facilitate a dialogue about the role of headquarters in managing far-flung franchises. Corporate board members freely shared similar problems, attempted fixes, and solutions from their firsthand professional experience. In the end, not only did the federated organization tap into a wealth of knowledge, but board members learned valuable leadership lessons from each other.

Executive sessions without the chief executive are essential for strengthening board oversight and building board capacity for robust discussion. Common issues that necessitate the board meeting in executive session without the chief executive (regardless of whether he or she is a voting member of the board) or any other staff present include the following:

- **Meeting with the Auditor.**

  As part of its fiduciary responsibilities, a nonprofit board is responsible for the financial audit. The auditors should be selected by and report to the board, and the board should review and accept the financial audit. At some point in the board's review of the financial audit, the board should meet in an executive session with the auditors without any staff present. This allows the board — directly or via a designated committee — to receive unfiltered feedback about the organization's financial health and practices, as well as its finance staff. It also allows the board to have a less inhibited discussion than might otherwise occur with the chief executive or other staff present.

- **Chief Executive Performance.**

  Nonprofit boards are responsible for managing the chief executive. This is a difficult, sometimes awkward task to carry out collectively, so the board needs to find appropriate venues for this important duty. An executive session allows board members to share their individual perspectives and to provide input to the board committee or officer assigned to convey the board's message. These discussions are best held after information has been gathered in advance using an appropriate performance review tool.

- **Chief Executive Compensation.**

  As with the annual performance review, executive compensation also requires a highly confidential conversation. An executive session is an essential requirement to ensure that the full board understands the compensation philosophy and approves the details of the complete compensation package. It is common, perfectly appropriate, and highly recommended that the board discuss the specifics of the arrangement in private before the information is disclosed publicly through the IRS Form 990.

- **Executive Succession Planning.**

  Nonprofit boards cannot delegate responsibility for hiring the chief executive, and one often-overlooked step in this process is succession planning. Just as the board needs to pay attention to its current chief executive, it also needs to pay attention to future leadership needs. Some succession planning conversations should take place between the board and chief executive, and others need to occur exclusively among board members. This helps the board not only plan ahead, but also be better prepared should the unexpected happen.

- **Board Self-Management.**

  Nonprofit boards serve as a leadership team. To function better, collectively, team members need time to assess and adjust their own performance — to pay attention to their behavior, to bolster relationships — away from the chief executive's observation and direction. Executive sessions allow board members to relate to each other as peers and partners. They can be a productive way to deal with difficult and delicate board conversations. For example, they can be used to identify board and staff members who go beyond the call of duty, encourage quieter board members to participate more fully, ease into a potentially divisive discussion, and correct unproductive or inappropriate board meeting behavior. These kinds of executive sessions facilitate greater candor among board members and strengthen the board's independence from the chief executive.

Case in point: A self-correcting board

At an association's annual retreat, the board found itself fragmenting between the larger and the smaller institutions. The chief executive struggled to mediate a conversation about how changes in the industry should drive its programs. Board members continued to act as a focus group, expressing concerns about their individual institutions' needs rather than the future of the association. At a break, one of the board members suggested that the board dismiss all staff, including the chief executive, from the conversation for 45 minutes.

During the executive session, board members acknowledged that they felt pressured to stand their ground in front of staff for fear of losing member benefits and that they too readily dismissed the opinions of some board members in favor of others. A candid conversation touched upon the association's mission, the common values that motivated board members, and the chief executive's powerful presence.

Before returning to the meeting, the board chair summarized the gist of the conversation for the chief executive. When the retreat resumed, board members rearranged themselves so that the larger institutions were no longer seated opposite the smaller institutions. The strategic planning conversation resumed, with a more intentional focus on the needs of different constituents and the relationship between programs.

What are the legal boundaries around executive sessions?

Nonprofit organizations must follow federal and state statutes that regulate businesses and their transactions with individuals. These laws are designed to protect constituents, clients, staff, and organizations. Nonprofit leaders need to be familiar with and abide by the applicable laws and regulations. For instance, the Health Insurance Portability and Accountability Act of 1996 (HIPAA) requires that hospitals keep patients' medical records private. Boards should rarely, if ever, be involved in such private client matters, but if such details surface during a board meeting or are linked to a board issue, they must be handled appropriately and all those present must agree not to disclose this information.

In addition, some organizational business may legitimately be kept confidential. For example, certain discussions with legal counsel are subject to attorney-client privilege or some donors may wish to remain anonymous to the public. An executive session gives the board a private setting for these kinds of confidential discussions.

Practice tip: The board huddle

A regular debriefing at the end of each board meeting, without the chief executive, brings conversations that would otherwise happen in the parking lot into a collective forum. It gives board members a place for both praise and probing. Not only can this bring the board together, but it also reserves a moment for the board to identify potential problems without causing undue concern. However, chief executives often get nervous — understandably — when the board meets without them. To assuage this anxiety, try these five tips to build an atmosphere of trust between the board and chief executive:

1. Make executive sessions a regular part of your board meeting agenda. Hold one every time the board meets. This diffuses the notion that executive sessions are convened only to deal with matters involving the chief executive or in times of crisis.
2. Set the agenda for the executive session in conversations between the board chair and the chief executive prior to the board meeting.
3. Invite the chief executive to join part of the executive session for a private conversation with the board, unless the business at hand makes that inappropriate. This sends a clear message that the relationship between the board and the chief executive is paramount.
4. Keep the conversation in the executive session on topic. Do not let it devolve into gossip. It is the board chair's responsibility to guide the discussion to a productive conclusion.
5. Summarize the executive session for the chief executive as soon as possible. The board chair should communicate the gist of the conversation, especially those issues that reflect the board's views of the chief executive's or the organization's performance, to the chief executive.

Sunshine in the boardroom

Some organizations, such as those receiving certain kinds of government funding, are subject to sunshine laws that require open meetings and define the use of executive sessions. Most sunshine laws clarify which records do not need to be disclosed (e.g., litigation, disciplinary matters, job interviews) and which do (e.g., budget discussions, salaries of public officials).

While state sunshine laws vary considerably in their specificity, they generally define what constitutes an executive session, how and whom to notify of their scheduling, and what can be handled in closed session. Nonprofit leaders need to be familiar with these legal limits to know when an executive session is allowed and the proper procedure for handling it. For example, the board may need to cite the state sunshine law, identify the issue that warrants a closed session, and reference the closed session in the board meeting minutes.

Case in point: Governing in the sunshine

By law, a well-established cultural organization was required to hold public board meetings and announce the agenda in advance. Periodically, a few members of the community attended these meetings, but they did not often make comments or suggestions. At one meeting, the board was considering a significant change in strategic direction that would affect many of its beloved programs. In order to have a substantive discussion of the proposal, the board needed to delve into proprietary organizational matters, including financial performance and personnel implications.

When the board reached this item on the agenda, it first invited comments from the public because so many people had expressed interest in the issue. Then, having previously consulted its attorney, the board went into executive session. After a complete discussion of the proposal and its ramifications, the board resumed its meeting in public. The board chair explained why the meeting had been adjourned to executive session, summarized the highlights of the conversation that had taken place during the executive session, and called for a vote on the proposal. In front of the public audience, the board voted to approve the proposed change.

This process ensured that the full board was able to discuss a critical business decision while complying with the legal requirement for open meetings. At the same time, it also ensured that the public was able to voice its views on the matter, understand the process used to consider the issues, and to hear the votes of individual board members.

How should executive sessions be handled?

The following procedures provide step-by-step guidance for facilitating executive sessions:

1. Policies.

Begin by establishing a board policy that articulates the process for calling and conducting an executive session. Establish guidelines for the routine use of executive sessions and, if necessary, identify issues that are acceptable for closed meetings. Use the following sample policies, which represent two different approaches to executive sessions, as starting points for drafting a policy appropriate to your organization's needs and culture.

Sample Policy 1. The board of directors will hold an executive session, without the chief executive, in conjunction with each regularly scheduled board meeting.

Sample Policy 2. An executive session of the board may be called by the chair under the following circumstances: (a) on the advice of counsel, (b) to discuss current pending legal matters, (c) to consult with the auditors and compensation consultants, (d) to acquire or dispose of property, (e) to discuss or act on personnel issues, or (f) to address such other matters as the board deems appropriate. At the option of the chair, or upon majority vote of the directors, an executive session of the board may be called.

While in executive session, only board members and individuals invited by the chair may be present. At the option of the chair, the chief executive may be excused. Board members may discuss the business conducted in an executive session only with other board members including or not including the chief executive as directed by the chair, persons present in the executive session by invitation of the chair, and others upon advice of counsel. Those present will be reminded that the executive session deliberations and minutes are confidential.

2. Calling an Executive Session.

Most executive sessions are planned by the board chair and chief executive in advance and listed in the agenda itself. But, choosing the right moment to call an unplanned executive session often demands tact and courage. Usually the chair has the authority to call an executive session. Should a board member request an executive session, some boards require that a majority or super majority confirm the decision. Under difficult circumstances, the chair needs to use discretion when announcing the purpose of the executive session.

3. Attendance.

The meeting agenda should identify executive session participants, including any non-board members. If confidentiality is required, even if everyone present is a board member, the board should still go into executive session. Some nonprofits choose to have legal counsel present for all board meetings, including executive sessions.

4. Subject.

The chair should facilitate the conversation so that the issue at hand gets addressed during the executive session. When the purpose of the executive session has been accomplished, the regular board meeting resumes.

5. Discussion.

Executive sessions should be for discussion, negotiation, and in some instances decision making. For example, the board chair may use the closed doors to take a straw poll, or the chief executive may want to gauge the board's appetite for a new initiative. After discussion, should the board wish to take action, it can be done back in the board meeting. Other formal decisions, such as determining executive compensation or settling contract disputes, are best decided in an executive session and ratified back in the board meeting.

6. Informing the Chief Executive.

After an executive session without the chief executive, the chair should summarize the substance of the executive session. This immediate follow-up helps eliminate unnecessary worry by the chief executive about these meetings.

7. Documentation.

- **Minutes of the Executive Session.** If the session is an informal discussion, detailed minutes may not be necessary, but the general substance of the executive session itself should be noted. If the session contributed to a board decision about a difficult or important issue, minutes may be necessary. Some organizations have legal counsel maintain minutes of all executive sessions. Executive session minutes should be shared only with participants and should not be attached to the regular board meeting minutes. Any confidential documents distributed for an executive session should be clearly marked as confidential and maintained by the chief executive and/or the board chair.
- **Board Meeting Minutes.** The regular board meeting minutes should indicate when the board went into an executive session, what the primary reason was, any formal decisions that were made in executive session, and when the board came out of executive session.

How can we avoid misusing executive sessions?

As with many practices that are not fully understood, executive sessions can cause consternation. And, as with practices that are not completely open, they have the potential for misinterpretation and misuse. When not well managed, executive sessions can fuel problems, ranging from a lack of transparency and disregard for public accountability to inappropriate board member behavior and distrust between board and staff members. But, they need not.

Executive sessions are one of many valuable tools nonprofit boards can use to strengthen governance and organizational leadership. They create an environment for important conversations among board members, sometimes alone and sometimes with the chief executive. Time spent in direct, unencumbered conversations creates stronger relationships among nonprofit leaders that can help them weather ups and downs together. A thoughtful, attentive, and even-handed board chair can be critical in managing difficult conversations.

Case in point: What wasn't said in the boardroom

The incoming board chair of a private foundation contemplated the issues facing the organization, its grantees, and the community they served. She feared that current board meetings did not allow the board to get granular enough. While efficient and productive, meetings were driven by a carefully scripted agenda. Board members asked questions and offered observations, but all from a polite and respectful distance. She worried about what was not being said.

While the board/staff relationship was strong, this trustee felt that periodic executive sessions could make it stronger. The board valued its time with senior staff and greatly appreciated their knowledge of program areas and the community. Both board and staff found it helpful to ask questions of each other. This gave board members a chance to hear staff present the logic behind recommendations and staff a chance to hear how board members analyzed recommendations. But, at times, trustees were hesitant to voice ideas that might make a staff member feel unduly challenged or criticized.

Board and staff agreed to experiment with executive sessions. After using them periodically, board members became more comfortable with the very candid discussions that ensued. Over time, this ability to have more candid discussions seeped into the regular sessions with staff. Board members and staff agree that executive sessions created a space for the board to have real discussions, which helped enhance overall board performance.

The following guidelines can help ensure that executive sessions become a productive, rather than a dubious, practice:

- **Facilitate executive sessions judiciously.**

  Executive sessions exist for particular purposes that the board should clearly define and follow. When in executive session, stick to the issue at hand — grounded in facts and circumstances, not gossip or speculation. Do not let executive sessions be used to scheme behind the chief executive's back, fuel rumors, isolate dissenting board members, or manipulate the results of a vote.

- **Create a safe haven.**

  Board service often requires uncompromising, independent decision making. Use an executive session to create a forum for thoughtful discussion, not to hide behind a cloak of secrecy. In the absence of staff, encourage board members to feel more comfortable asking questions, expressing doubts, and challenging assumptions. These private discussions can help nurture a robust discussion style that can spill over into the boardroom.

- **Communicate, communicate, communicate.**

  A closed door discussion provides privacy when a board needs to handle delicate matters, but eventually the message needs to be shared. Tell those being excused when, why, and how the board uses executive sessions. The board chair should clearly state when the executive session begins and concludes. After an executive session, share the results with those who need to know.

- **Take action in meetings.**

  The majority of board business belongs in the standard board meeting, regardless of the difficulty of reaching the ultimate decision. Use executive sessions for frank open conversations but, when possible, return officially to the board meeting to take formal votes. Remember, final board decisions are recorded in the minutes and shared with staff, and the results often become public knowledge when the organization takes action.

A board must know how to address the right issues in the right setting with the right individuals present. A savvy board manages itself and relationships thoughtfully. It distinguishes between inappropriate secrecy and legitimate privacy. Relying on good judgment, it is able to take advantage of the seclusion an executive session provides when private communication is necessary. At the same time, knowing how not to abuse executive sessions, a savvy board manages to maintain trust and confidence in the organization's integrity and processes.

Exhibit: Basic Guidelines for Executive Sessions

	Board With Chief Executive	Board Alone
Rationale	• To maintain the confidentiality required by law and further the organization's interests • To discuss highly sensitive business issues in private • To foster a more constructive partnership between the board and the chief executive • To build capacity for robust discussion	• To create a forum that is not unduly influenced by the presence of the chief executive • To encourage more open communication among the board • To discuss issues related to the way the board operates • To address issues related to the chief executive • To build capacity for robust discussion
Topics	• Legal issues • Major strategic and business issues • Crisis management • Roles, responsibilities, and expectations of the board and the chief executive	• Audit • Chief executive performance • Chief executive compensation • Succession planning • Legal issues involving the chief executive • Board practices, behavior, and performance
Possible Invitees	• Senior staff • Professional advisers	• Professional advisers
Frequency	• At the start or end of regular meetings • As needed, e.g., litigation	• At the start or end of regular meetings • As needed, e.g., for audit

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Attachment 13