



NFI Board Meeting FY 2021 – 2022 End of Year Meeting

**Thursday, October 6, 2022
0900 – 1700 CET**

Attending: Deborah Buehler, PhD, Fatima Clemente, MD, Mandy Daly, ACII, DLDU, Maria López Maestro, MD, Gloria McAnulty, PhD, Jean Powlesland, MS, RNC, Dalia Silberstein, PhD, RN, Juzer Tyebkhan, MBBS, FRCPC, Dorothy Vittner, PhD, RN, FAAN

Absent (excused): Jennifer Degl, MS, Apoorva Sudini, BS.

Executive Director of Administration and Finance: Sandra Kosta, BA

Quorum Present: Yes

Our Mission

The NFI improves the future for all infants in hospitals and their families with individualized, developmental, family-centered, research-based NIDCAP care. (Adopted 29 June 2022).

Highlights of the Meeting

- *The End of Year Reports from the President and the Program, Advancement, Finance and Governance Committees were approved.*
 - *Minutes from July 2022 Board of Director's meeting were approved.*
 - *The NFI Proposed Budget for the interim 3-month period October through December 2022 was approved.*
 - *The NFI By-Laws were amended so that the fiscal year will match the calendar year.*
 - *Samantha Butler, PhD, was approved as a NIDCAP Trainer.*
 - *Discussion continued on the NFI's updated Strategic Plan.*
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Meeting Minutes

D. Buehler called the meeting to order at 0903, welcoming everyone and noting that this is the last meeting for the NFI Fiscal Year 2021-2022. She acknowledged and thanked Maria Lopez Maestro for her term of service and for her willingness to continue on as a member of the Finance Committee. D. Buehler then invited everyone to share in a short reflection.

Board Business

Consent Agenda

Goal: To approve the End of Year Reports submitted by the President and Committee Chairs.

Discussion: The End of Year Reports from the President, Program Committee, Finance Committee Advancement Committee and Governance Committee had been circulated among the Board. The Program Committee Report was removed from the consent agenda and the Finance committee report was scheduled to be discussed later in the meeting.

Outcome: D. Vittner motioned that the Advancement Committee, Governance Committee and President’s report be approved. M. Maestro seconded. There was no further discussion.

Upon motion duly made, it was unanimously

Voted: to accept the End of Year Reports of the President, the Advancement Committee and the Governance Committee.

Board Meeting Minutes

J. Powlesland noted that the Minutes from the July meeting had not been approved and she had recently redistributed them for review. She motioned to approve the Minutes from the July 13 meeting. M. Daly seconded the motion. There was no further discussion.

Upon motion duly made, it was

Voted: to approve the meeting minutes from July 13, 2022. (6 ayes and 3 abstentions)

NFI By-Law change

Goal: To amend the NFI’s By-Laws referring to timing of the NFI fiscal year.

Discussion: J. Powlesland noted that at the September meeting the Board of Directors voted to change the fiscal year dates from October 1 through September 30 to January 1 to December 31. However, this requires a change in the By-Laws, and this was not stated in the motion or discussion. She asked that the Board vote to approve a change in By-Laws so that the ending date is listed as December 31st in Article VIII.

Outcome: M. Maestro motioned that the By-Laws be amended so that the NFI Fiscal Year ends December 31st of each year. Article VIII will read “the fiscal year of the corporation shall be the year ending December 31st in each year.” M. Daly seconded.

Further Discussion: The Board of Directors will decide in the future if this change in dates effects the Board Members’ terms, including their start/end dates. Also noted, this change allows the Finance Committee to present a proposed budget in October for membership input and have time to take that into consideration before the Board approves the budget in December.

Upon motion duly made, it was unanimously

Voted: to approve the amendment of the NFI By-Laws to end the fiscal year on December 31st of each year.

Strategic Plan Implementation

Goal: To further refine the NFI Strategic Plan with input from the Board of Directors.

Discussion: D. Buehler recapped the Board’s work on the strategic plan to date, including; the Mission Statement was been revised and two main goals and a number of strategies have been decided upon. The Board had reworked the NFI Mission Statement and identified goals and strategies. It was noted that the Board had discussed our internal strengths and challenges, yet examination of the external environment had been more superficial and that it would be beneficial to do a thorough examination. NFI members involved in similar organizations or know of others in their networks may provide information to include. The Board is considering a different organizational structure than the current one. The Board discussed inviting others involved in similar organizations to give examples and suggestions (such as members of the family advisory council). NIDCAP will be featured at the Graven’s conference next year, which is an important opportunity to raise awareness and network. It was also noted that the strategic plan should determine alternative wording for “gold standard” as this may not be an accurate concept for NIDCAP and the NFI.

Action Item: Each Board Member should review the strategic plan and send comments to D. Buehler by 1 November. The November 9 meeting will be a two-hour call with a focus on the Strategic Plan.

Program Committee

Goal: Approval of new NIDCAP Trainer and approval of Program Committee Report.

Discussion: D. Vittner had circulated documentation supporting Samantha Butler PhD’s application to be approved as a NIDCAP Trainer.

Outcome: D. Vittner motioned that S. Butler be approved as a NIDCAP Trainer. D. Silberstein seconded. There was no further discussion.

Upon motion duly made, it was unanimously

Voted: to approve Samantha Butler as a NIDCAP Trainer.

End of Year Program Committee Report

D. Vittner summarized the content of the Program Committee Report that had been submitted. Priorities for the next year include:

- Further collaboration and communication with NICU parent groups, and to share information about NIDCAP with the lay public.
- A comprehensive look at the amount of training each Training Center is engaged in and has the capacity is fundamental to the mission.
- An upgrade to the training database to improve the NFI’s ability to understand and plan for training activities.

Discussion: The Board had a preliminary discussion on the type of data would be useful to collect and on how to engage the training centers and members in these projects. NIDCAP Trainers raised their interest in time to network and discussion of specifics of logistics on how to train in different types of situations and “Trainers Only” forums.

Action Item: J. Tyebkhan motioned to approve the Program Committee Report. M. Maestro seconded the motion. There was not further discussion.

Upon motion duly made, it was unanimously Voted: to approve the Program Committee Report.

Committee Updates

Governance Committee

Governance Co-Chairs, J. Powlesland and D. Silberstein summarized the Governance Committee Report, noting that the membership numbers had grown slightly, apparently related to the World NIDCAP Day Gala events. Other Governance activities of note: Appointment of a new Board member, running the nomination and election process, financial oversight and strategic planning input.

Advancement Committee Family Council Update

M. Daly stated that members of the Family Council are interested in supporting the NFI and could use direction from the Board on where their participation would be useful. The Board discussed a few possibilities where assistance would be useful:

- Review the NFI materials that are available to the public to offer feedback on the messaging.
- Assist with upgrade to training and membership databases.
- Provide insight into plans for organizational restructuring (with non-profit experience).

M. Daly also stated that it would be useful for the family advisors to have access to a webinar on NIDCAP fundamentals so that they can describe and advocate for NIDCAP.

Finance Committee

Goal: To approve the three-month Proposed NFI Budget for October, November and December 2022.

Discussion: G. McAnulty reviewed year-to-date income and expenses and the proposed budget for the three-month Proposed NFI Budget. This proposal was devised by taking projected income and expenses for a full year and dividing by four (one quarter of a fiscal year).

Outcome: J. Powlesland motioned to accept the end-of-year Finance Committee report and the three-month Proposed NFI Budget for October-December 2022. M. Daly seconded.

Continued Discussion: G. McAnulty explained the relationship with Children’s Hospital in determining the salary and payment for the Executive Director for Administration and Finance. It was noted that establishing a succession plan for Finance Committee/Treasurer is a critical need for the coming year.

Upon motion duly made, it was

Voted: to accept the NFI FY 2021-2022 End-of-Year Finance Committee Report.

J. Tyebkhan motioned to approve the three-month Proposed NFI Budget for the interim budget period of October-December 2022. M. Maestro seconded the motion. There was no further discussion.

Upon motion duly made, it was

Unanimously Voted: to approve the three-month Proposed NFI Budget for October-December 2022. (8 ayes and 1 abstention)

Board Reorganization (Governance/Operations)

J. Powlesland stated that the Governance Committee will be arranging a longer meeting to discuss possible different models for NFI structure. M. Daly suggested specific Family Council members who might be good choices to join a Board Development Task Force. She suggested graphically outlining Board/Committee structures to support understandings of the different models. She also suggested that the transition and separation between a governing board and operational committees take place slowly, and that perhaps M. Hiland could provide some guidance on that process.

D. Buehler closed the meeting by reminding all to provide comments on the strategic plan by the end of October. The Board members who are liaisons for specific strategies will give updates every other month.

The meeting was adjourned at 1712 CET.

Submitted by Secretary,



Jean Powlesland

