

Homeward Bound Board Meeting Minutes

11/4/2017, 2:00 PM

OlyCAP Offices in Port Angeles (228 W 1st St., Suite J) and Port Townsend (823 Commerce Loop) via videoconference

Attendees

Port Angeles: Regan Harrison, Vanessa Indelicato, Melinda Szatlocky (via phone)

Port Townsend: Monica Bell, Mark Cooper, Kate Dean, Catherine Herrick, Christine Jacobson, David Whipple, Matt Woodward

Absent: Serenity Lumbard, Krista Paradise, Kristina Hestenes Stimson

Agenda

1. Read Existing Vision
2. Old Business
 - a. Keeping 501(c)(3) status, other filing deadlines
 - b. Cherry Street Contracts
 - c. Other Contracts and Commitments
 - d. Finances
3. New Business
 - a. Election of President
 - b. Election of Other Officers
 - c. Determination of Trustee Term Lengths
 - d. Conflict of Interest Forms for Trustees
 - e. Meeting Schedule
 - f. Schedule Board Training
 - g. Discuss Committee Formation
 - h. Discuss Communications
4. Action Items

Notes

Old Business

1. Keeping 501(c)(3) status
 - a. Need to elect new officers today and give information to Melinda for filing
 - b. Deadline for filing paperwork with State of Washington is 11/25/2017; filing can be done electronically
 - c. Need to file 990 with the IRS by 5/15/2018

- d. Vanessa and Melinda will look into other paperwork that needs to be filed to do fundraising
- 2. Current Contracts Related to Cherry Street Project
 - a. City of Port Townsend
 - i. need to agree on financing terms to move forward
 - b. Nickel Brothers (moved Cherry St building from Vancouver)
 - i. Currently paying monthly rent on blocks under Cherry St building
 - ii. When the steel beams are removed the move is considered complete, and we'll owe a balance of \$8000
 - c. Mark Bowman (financial consultant)
 - i. In grant from City of Port Townsend there is a \$5000 line item for Mark
 - ii. Payment in two phases
 - 1. Work on pro forma for building to make sure it would work; agreement between City Manager Timmons and Mark on financing
 - 2. Work on strategic plan, operating pro forma
 - iii. To date Mark hasn't been paid anything
 - d. Clarity Bookkeeping
 - i. Contract was originally for three months, paying about \$400-500/mo currently
 - e. Kevin Coker (building designer)
 - i. Budgeted for up to \$5000
 - ii. Have paid \$2500-3000 thus far
 - iii. Kevin has been working on the building plans since the building was delivered
 - f. Mark Blatter (project consultant)
 - i. Originally had \$12,000 in the budget
 - ii. Mark was reimbursed \$1791.70 on August 24, 2017 for expenses incurred on the Cherry Street project. Mark is no longer associated with the project.
 - g. Brian Finch, Sustainable Structures Northwest (Contractor)
 - i. No specific amount or payments yet, waiting on final budget numbers for Cherry St
 - ii. Working with Doug Mason on the proper form of the contract
 - iii. Big holdup at this point is getting a bid from a plumber
 - h. Fred Kimball (PT area builder with experience in Planned Unit Developments)
 - i. PT City Manager Timmons pledged to recruit Kimball to review and approve reliability of budget on Cherry St
 - ii. Waiting on Kevin Coker to get permits file with the city
 - iii. City Manager Timmons committed to getting as realistic a number as possible on the project by mid-October, have been delays in getting this
 - i. Doug Mason (attorney)
 - i. Hasn't given us an hourly billing rate

- ii. Has been working pro bono thus far to answer questions, deal with some forms
 - iii. May be some expenses when we need to meet with him in person in the future
 - j. Mike Szatlocky and Kers Clausen (structural engineers)
 - i. Mike working on waterline design and replacement
 - 1. Plans submitted, bids going out in the next week or so
 - 2. City's understanding is Homeward Bound will do the waterline as soon as possible, and city will reimburse Homeward Bound for those costs
 - k. If there are clarifying questions on any of the contracts send them to Vanessa and she'll work with Melinda
 - l. Suggestion from Melinda for the new Board: form a committee to go over Cherry St, involve people knowledgeable with finance and construction
- 3. Other Contracts/Commitments
 - a. Commitments to the State of Washington and to HUD for some financing on Port Angeles houses
 - i. Nothing needs to be paid back unless the houses are taken out of affordability
 - ii. These are grant agreements, no money in or out
- 4. Finances
 - a. Homeward Bound
 - i. Melinda has forwarded financial statements
 - ii. Mark Bowman has funds allocated, can ask Mark to review financial statements
 - b. Cherry St
 - i. Bookkeeper has been doing bookkeeping on the project since the start

New Business

- 1. Election of President
 - a. David Whipple nominates Monica Bell for President, Christine Jacobson seconds
 - b. Monica accepts nomination
 - c. Monica elected unanimously
- 2. Election of Other Officers
 - a. Vice President
 - i. Vanessa Indelicato nominated by Monica, multiple seconds
 - ii. Vanessa accepts nomination
 - iii. Vanessa elected unanimously
 - b. Secretary
 - i. Matt Woodward nominated by Kate, multiple seconds
 - ii. Matt accepts nomination
 - iii. Matt elected unanimously
 - c. Treasurer
 - i. Mark Cooper nominated Kate, multiple seconds

- ii. Mark accepts nomination
 - iii. Mark elected unanimously
- 3. Determination of Trustee Term Lengths
 - a. Bylaws call for staggering terms for continuity
 - b. Discussion results in the following terms:
 - i. Monica Bell, President: 2 years (President specified to be a two-year term in the bylaws)
 - ii. Vanessa Indelicato, Vice President: 2 years
 - iii. Matt Woodward, Secretary: 1 year
 - iv. Mark Cooper, Treasurer: 3 years
 - v. Kate Dean: 1 year (depending on potential conflict of interest if Prop 1 passes)
 - vi. David Whipple: 2 years
 - vii. Regan Harrison: 2 years
 - viii. Catherine Herrick: 1 year
 - ix. Christine Jacobson: 1 year
 - x. Kristina Hestenes Stimson: TBD (absent)
 - xi. Krista Paradise: TBD (absent)
 - xii. Serenity Lumbard: TBD (absent)
- 4. Conflict of Interest Forms for All Trustees
 - a. Monica received some examples from Doug Mason, will distribute
- 5. Meeting Schedule
 - a. The Board will meet every two weeks for the time being since we have a lot of work to do
 - b. Meetings will be held the first and third Saturdays of the month, from 2 PM - 4 PM, at OlyCAP offices in Port Angeles and Port Townsend with video conferencing
 - c. The first meeting of the month will be formal Board meeting, second meeting of the month as an informal working meeting
 - d. Revisit meeting schedule in January when Catherine is done with school
- 6. Schedule Board Training
 - a. Siobhan Canty, Director of Jefferson Community Foundation, has offered to do non-profit Board training with us
 - b. Washington State Non-Profit Organization -- does webinars, some in person, some free, some member only/pay
 - c. Northwest Grant Writing Council
 - d. Sequim Dungeness Community Foundation -- trainings for non-profits -- they're doing a meet and greet in a couple of weeks
 - e. Need to identify people who want to look into availability and scheduling of training, likely after the first of the year
- 7. Discuss Committee Formation
 - a. Bylaws allow Board to create standing and ad hoc/temporary committees as needed

- b. Standing Committees -- will have a chair, report monthly at the formal Board meetings
 - i. Finance
 - 1. Mark Cooper
 - 2. Others TBD
 - ii. Outreach / Community and Public Relations
 - 1. Vanessa and Regan will work to identify spokespeople
 - 2. Matt Woodward (membership logistics)
 - 3. Others TBD
 - iii. Development / Fundraising
 - 1. David Whipple
 - 2. Others TBD
 - iv. Others TBD
 - c. Ideas for Project-Specific Committees -- will have a Chair/lead, report at either formal Board meetings or informal working meetings as needed
 - i. Legal
 - 1. Bylaws subcommittee to review bylaws and suggest changes
 - 2. Contracts subcommittee to review contracts and job descriptions on projects
 - ii. HR
 - 1. Recruiting an Executive Director
 - iii. Cherry Street
 - 1. Vanessa will convene, would like 2-3 additional trustees involved
8. Discuss Communications
- a. Internal
 - i. Need a training session to make sure everyone has access to and understands how to use the Google Group
 - b. External
 - i. Need to identify a point of contact for communications with City of Port Townsend about Cherry St agreement

Action Items

1. Invitations for the 11/18 working meeting
 - a. Kate will invite David Timmons, Mark Bowman, and Kevin Coker
 - b. Vanessa will work with Melinda on inviting Brian Finch
2. Kate will talk to the Jefferson Community Foundation about Board training
3. Mark will forward training webinar schedule to the Board
4. Vanessa and Matt will work on getting web hosting and creating a website

Next Meeting

November 18, 2017, 2 PM - 4 PM, OlyCAP Offices