

RAP
FOUNDATION
BOARD OF DIRECTORS – APPROVED MINUTES
9:00 AM MAY 24, 2017

41550 Eclectic Street Palm Desert, CA 92260 303 Singapore Court Douglas, MI 49406

- I. CALL TO ORDER-** Roll Call at 9:01 AM Present: Chairman Mark Moran, Vice-Chair Craig Borba, Secretary Rosemary Ortega, Treasurer Jan Pye, Ann Dew, Joe Hayes, Larry Parrish, Mike Gialdini joined by phone, Ricardo Loretta, Rudy Gutierrez, Tori STjohns, Tricia Gehrlein, Van Tanner, Bill Kroonen, Anayeli Zavala and Supervisor V. Manuel Perez. All votes taken by roll call.

Excused absences: Annica Meza-Dawe, Claudia Galvez.

Unexcused absences: Brandy Cox, Beatriz Gonzalez.

- II. CHANGES OR ADDITIONS TO THE AGENDA - None**

- III. PUBLIC COMMENT / PRESENTATIONS**

Office on Aging (OOA) presentation on the Desert Volunteer Connect Program funded by RAP - Jared Katchmar was joined by Michael Knight, Deputy Director of OOA.

- IV. CONSENT CALENDAR – Action Required**

Staff Recommendation: Approve the April 26, 2017 Minutes. Receive and file the Grant, CNA, CEO Reports and Financials as submitted.

Motion: J. Pye to accept staff recommendation. Second: C. Borba Approved: 12 Opposed: 0 Abstention Name(s): R. Gutierrez, T. Gehrlein, A. Zavala, Supervisor Perez.

- A. MEETINGS MINUTES** of April 26, 2017 Board meeting (attach. #1)
- B. GRANT/ PROGRAM OFFICER REPORT** (attach. #2) – Receive and File.
- C. CENTER FOR NONPROFIT (CNA) Report** (attach. #3) - Receive and File.
- D. CEO’s REPORT** (attach. #4) – Receive and File.
- E. FINANCIAL REPORTS-**Receive and File Draft Financials up to April 30, 2017 (attach. #5)

- V. NEW BUSINESS ITEMS – Action Required**

- A. Review and Adopt the 2017-2019 Strategic Plan Yearly Update**

The RAP Board of Directors met on March 22 from 8 AM to 12 PM for the annual Strategic Planning session. The meeting was facilitated by Debra Williams.

Staff Recommendation: That the Board adopt the Strategic Plan 2017-2019 with revisions requested at the April 26 board meeting. (attach. #6)

*Motion: J. Hayes to accept Staff Recommendation Second: V. Tanner Approved: 16
Opposed: 0 Abstention Name(s): 0*

- B. Removal of Director Brandy Cox- Action Required**

Ms. Cox has two unexcused board meeting absences, March and April. RAP staff have made several attempts to make contact by email and voice messages and have not succeeded. The Executive Committee discussed the issue on May 16 and directed CEO to send a letter to Ms. Cox. (attach. #7).

Executive Committee Recommendation: The Executive Committee recommends to the board to remove director Brandy Cox for cause and declare a vacancy on the board.

Motion: C. Borba Second: V. Tanner Approved: 16 Opposed: 0 Abstention Name(s): 0

C. Building Naming Opportunities Campaign- Action Required

The Facilities Committee made some suggestions regarding Purpose, Financial goal, Timeline, and Levels. The Executive Committee reviewed and modified the four areas. (attach. 8)

Executive Committee Recommendation: The board adopt the revised Naming Opportunities Campaign Plan.

Purpose: Improve energy efficiency of building to reduce operational costs.

Goal: \$400,000 plus associated costs of signage and plaques.

Timeline: Two years

Levels: Building, meeting rooms, miscellaneous rooms, and Patron's Wall of Recognition.

Motion: J. Hayes to approve the Executive Committee recommendation with the following two changes: 1. Propose a "creative and inspirational" case statement to be used when approaching potential donors. 2. Consider adding a naming opportunity in the walk way using bricks with donor names. Second: B. Kroonen Approved: 16 Opposed: 0 Abstention Name(s): 0

D. Accept the donation from the Desert Legal Foundation (DLF) approximately \$39,875.00 – Action Required

RAP was invited to submit a one page proposal to DLF (attach. #9) to be considered for a one time only financial contribution of DLF monies as they plan to close their Foundation. The DLF Board selected RAP as the recipient of their remaining funds and will make the contribution if the RAP board agrees to the following conditions:

1. Funds will be used in the Coachella Valley for legal services for nonprofits.
2. Two members of the DLF Board will participate on a RAP committee when applications for legal service financial assistance are reviewed;
3. DLF Board members will participate until its contribution is entirely disbursed;
4. Notices or ads will be placed on RAP's website announcing this funding source and also in the newsletter.

Motion: J. Hayes to accept the DLF donation along with the four conditions listed above.

Second: C. Borba Approved: 16 Opposed: 0 Abstention Name(s): 0

E. Authorize CEO to submit the 2017-2018 County of Riverside Community Development Block Grant Program (CDBG) application – Action Required

The Facilities Committee decided against pursuing 2016-2017 CDBG Facilities funds for the interior improvements because of the delay it would cause and the unexpected increase in costs. At the direction of the Facilities Committee, the CEO has completed the Riverside County CDBG application. RAP has been encouraged to submit the application for \$100,000 for exterior ADA improvements. (attach. #10)

Motion: C. Borba authorizing CEO to submit the 2017-18 County of Riverside CDBG application

Second: J. Hayes Approved: 16 Opposed: 0 Abstention Name(s): 0

F. Select a Logo for the 25th Anniversary (three choices attachment #11) – Action Required

Motion: by J. Hayes to select the #2 design with some refinements to the dark blue "2" Second: R. Ortega Approved: 13 Opposed: R. Gutierrez, B. Kroonen Abstention Name(s): M. Gialdini

G. New Funding Requests- Action Required

Review of Annual Allocations and current budget. – Stuart McClain

1. Small Grant - Desert Recreation District (DRD) Request for \$5,000 – Action Required
Senior Services at the North Shore Community Center for two days a week. The services will be coordinated with the DRD Senior Program in Mecca. (attach. #12)
On May 15, the Committee consisting of C. Borba, R. Ortega, A. Dew, V. Tanner and A. Zavala interviewed Karina Rodriguez, Community Services Supervisor for DRD.

Grants Committee Recommendation: To recommend approval of \$5,000 to DRD for North Shore seniors.

Motion: C. Borba to accept the Grants Committee Recommendation Second: A. Dew

Approved: 16 *Opposed:* 0 *Abstention Name(s):* R. Gutierrez left the room prior to the start of the discussion to recuse himself due to a potential perceived conflict of interest.

2. Small Grant - Community Action Partnership (CAP) Request for \$20,000 – Action Required
The County of Riverside's CAP request is for the Eastern Riverside County Warm/Cool Centers. This is an 11th year request. (Attach. #13)

The Grants Committee met on May 15 and heard a presentation from Olga Sanchez, Senior Community Program Specialist.

Grants Committee Recommendation: To recommend to the Board to approve \$20,000 to support this program with two changes:

1. Remove the Well in the Desert from the list of locations since they currently do not have a physical location.
2. Strongly recommend to CAP to add a location in Palm Springs.

Motion: A. Dew to accept the Grants Committee Recommendation Second: V. Tanner

Approved: 16 *Opposed:* 0 *Abstention Name(s):* 0

3. Sponsorship Requests – Action Required

- a. HARC, Inc. \$5,000 requested
The 2nd Annual Coachella Valley Workplace Wellness Awards. (attach. #14)

On May 15, the Committee consisting of C. Borba, R. Ortega, V. Tanner, A. Dew, and A. Zavala interviewed Jenna LeComte-Hinley, CEO of HARC.

Grants Committee Recommendation: The Committee is recommending that the Board approve the \$2500 to support this event.

Motion: J. Hayes to accept the Grants Committee Recommendation. Second: R.

Ortega Approved: 15 *Opposed:* 0 *Abstention Name(s):* T. Gehrlein left the room prior to the start of the discussion to recuse herself due to a potential perceived conflict of interest.

H. CENTER FOR NONPROFIT ADVANCEMENT (CNA) NEW BUSINESS ITEMS FOR BOARD APPROVAL– Action Items

1. Review and Recommend Logo for Center for Nonprofit Advancement – Action Required
The Board reviewed three alternatives at the April 26 board meeting and selected one design. They directed staff to modify the design and bring it back for final approval (attach. #15)

Motion: J. Hayes to accept the logo with direction to staff to make the added word acknowledging RAP to be more visible. Second: C. Borba Approved: 13 Opposed: 3 A. Dew, R. Gutierrez, and T. Gehrlein Abstention Name(s): 0

- I. Update on Building Improvements – Action needed
The Facilities Committee will provide a brief update.

1. Update on Facilities Committee Policy –
On Dec. 7, 2016 the RAP Board approved the creation of a Facilities Committee. The adopted policy includes the Objective, Process, Membership, and Structure. However, due to anticipated problems with attendance during the summer months, it will be difficult to establish a quorum with two active board members out of our service area. Therefore, the Committee is recommending that we add two more RAP board members, for a total of 5 voting members. (attachment #16).

Motion: C. Borba to adopt the revised policy to add two additional board members to the Facilities Committee. Second: V. Tanner Approved: 16 Opposed: 0 Abstention Name(s): 0

- J. AUDIT COMMITTEE – Selection of auditor for Fiscal Year ending June 30, 2017. The committee will have met immediately prior to board meeting to provide a recommendation to the board on whether or not to initiate an RFP for a new auditor or remain with current firm for 2nd year.

No action necessary.

Motion: Second: Approved: Opposed: Abstention Name(s):

- K. FINANCE COMMITTEE - - Action Required

The Finance Committee will have met on May 23. The Committee is seeking Board action on the following:

1. Recommending changes to their membership. The attached Policy will formalize the Objective, Process, Membership and Structure (attach. #17).
2. Request to Desert Community Foundation to grant RAP the remainder of investment funds held to pay for construction costs. Although formal action was taken on Oct. 19, 2016, Resolution 2016-06, staff wants to ensure we can complete this transaction.

Motion: J. Pye to accept the recommended changes to membership and send the letter to Desert Community Foundation. Second: C. Borba Approved: 16 Opposed: 0 Abstention Name(s): 0

VI. INFORMATIONAL ITEMS– No Action

- A. COMMITTEES - No Action

1. EXECUTIVE COMMITTEE – Met May 15. Have directed CEO to invite our attorney Eve Fromberg to a future board meeting to present on Board responsibilities, ethics and conflicts of interest. Date TBD.
2. NOMINATION COMMITTEE- Will meet in the Fall 2017.
3. MENTAL HEALTH COMMITTEE- Next meeting May 25.
4. GRANTS COMMITTEE- Met on May 15. Next meeting TBD.

5. POLICIES PROCEDURES/PROCESS & BYLAWS COMMITTEE – Bylaws being revised.

B. BOARD MEMBER / STAFF COMMENTS

RAP sponsored event, The Carreon Foundation Event is taking place on May 26 from 6:30 – 9:00 PM at the Doubletree Hotel in Cathedral City. *R. Loretta reminded all of the annual event and mentioned that this year they will be awarding scholarships from students from 14 different high schools.*

CNA bimonthly mixer scheduled to take place on June 21 at 5:30 PM.

T. Gehrlein apologized to the board for her two previous excused absences due to professional commitments.

V. **ADJOURNMENT:** The next regularly scheduled Board meeting will be held at 9:00 A.M. on June 28, 2017 at 41550 Eclectic St. Palm Desert.

Agenda Posting: Agendas will be posted on the Foundation website – www.regionalaccessproject.org - a minimum of 72 hours prior to the meeting date. All public record documents for matters on the open session of the Agenda are available for inspection at the meeting listed in this Agenda, and at the following location three (3) days prior to the meeting date: Regional Access Project Foundation, 73-710 Fred Waring Dr., Palm Desert, CA 92260. If a public record document that relates to a matter on the open session of the Agenda is distributed less than 72 hours prior to the meeting date, the public record document shall be available for inspection, at the same time it is distributed, at the address listed above. Upon request, this agenda will be made available in appropriate alternative formats to persons with disabilities, as required by Section 202 of the Americans with Disabilities Act of 1990.

At 10:15 AM, motion by C. Borba to adjourn. Seconded by J. Pye. Unanimous.