

BOARD OF DIRECTORS
BOARD MEETING APPROVED MINUTES
February 24, 2021 9:00 AM
Join Zoom Meeting
<https://us02web.zoom.us/j/81893909105>
Call In: 669 900 6833 Meeting ID: 818 9390 9105

I. CALL TO ORDER- at 9:01 AM by Chairperson C. Borba Roll Call: C. Borba, J. Pye, M. Gonda, M. Gialdini, B. Kroonen, C. Galvez, B. Gonzalez, V. Hudson, R. Gutierrez, J. Hayes, M. Moran, T. St.Johns, A. Wilson, M. Blue, P. Cooper, R. Ortega and V. Tanner joined at 9:02.
Absent: A. Martinez, and E. Romero

Also present: Neftali Galarza and Theresa Fowler with RCOE, RAP staff: L. De Lara, E. Guenther-James, M. Reyes, C. DeMonaco, N. Duffy, and T. Arredondo.

II. Approval of the AGENDA -In order to meet Brown Act requirements, items may be added to the agenda only upon decision by a majority of the Board of Directors to add the item because of a need for immediate action.

Motion: B. Kroonen to move agenda item V.J. to follow Public Comment/Presentations and approve the Agenda.
Second: V. Hudson Approved: 15 Opposed: 0 Abstention Name(s): 0

III. PUBLIC COMMENT / PRESENTATIONS -

Supervisor V. Manuel Perez or Pat Cooper, Deputy Chief of Staff - Update on COVID 19 and Vaccine Distribution
Pat Cooper gave a presentation and addressed questions on the Pandemic and the vaccine distribution.

IV. CONSENT ITEMS:

- A. MEETINGS MINUTES OF January 27, 2021 BOARD MEETING (Attach. #1)
- B. GRANTS PROGRAM MANAGER REPORT (Attach. #2) – Receive and File.
- C. CNA DIRECTOR REPORT (Attach. #3) – Receive and File.
- D. CEO’s REPORT (Attach. #4) – Receive and File.
- E. FINANCIALS - The Finance-Investment Committee met on February 8 and are recommending approval of Statement of Financial Position (Attach. #5A) and Statement of Activity, (Attach. #5B) and the Wells Fargo Investment Account up to Jan. 7. (Attach. # 6)
- F. The Board Member List with Names and Terms. (Attach. #7)
- G. Organizational Chart (Attach. #8)

Finance – Investment/Staff Recommendation: To receive and file the Wells Fargo Account Performance, the January 27 Minutes, CNA Report, CEO Report, Board Member List, and Organizational Chart.

Motion: B. Kroonen to approve the Consent Agenda after pulling item F. Board Member List which needs to be corrected. The Treasurer addressed questions about the Financials which are still in the process of being simplified by the new RAP accountant, but there is progress being made. Second: M. Moran Yes: 17 Opposed: 0 Abstention Name(s): 0

V. NEW BUSINESS ITEMS – Action May Be Required

- A. Approve RAP serving as a Fiscal Agent and Fiscal Sponsor – Agreement with YH Advisors (Attach. #9) And Comparison Chart (Attach. #10)

In October of 2020, the Executive Committee considered a request from a nonprofit, The Salvation Foundation, to serve as a Fiscal Agent for it since it was in the process of obtaining its 501c3 status. Although the Executive Committee had planned to recommend approval to the Board, it became apparent in the discussion that additional expertise was needed to understand what the difference between the two and what impact it would have on RAP. In November, the Executive Committee authorized the CEO and Treasure to enter into an agreement with YH Advisors in the amount of \$3,000 so that we could compile the necessary information to allow the Board to make an informed decision. Brian Yacker with YH Advisors made a presentation to the Executive Committee on January 11 and the Committee decided to continue the item until the next month to allow them time to absorb/consider the information. At the Feb. 8 meeting, the Executive Committee discussed the two options and took into consideration that we are currently serving as a Fiscal Agent to the County and they want to continue this service and offer both services to other groups which are in need. The service will be provided at a reasonable cost.

Executive Committee Recommendation: To authorize proceeding with becoming a Fiscal Agent and Fiscal Sponsor. Contract with YH Advisors to perform phases 1-5 (phase 1 was previously authorized) for a total cost of \$14,500. If approved, requests would review and make a recommendation to the Board.

***Motion: V. Tanner to approve the Executive Committee Recommendation Second: M.
Moran Approved: 17 Opposed: 0 Abstention Name(s): 0***

- B. Resolution 2021.03 to Terminate contract with Inland Empire Community Foundation. (Attach. #11).
The County recently requested that RAP provide documentation for the CEO's authority to sign on behalf of RAP for an agreement. Sufficient documentation was provided but matter was brought forward to the Executive Committee and a Resolution was determined as necessary.

Finance Committee Recommendation: To adopt Resolution 2021-3 to terminate the Investment Agreement with IECF and transfer funds to the Wells Fargo Investment Account.

***Motion: B. Kroonen to approve the Finance Committee Recommendation Second: M.
Moran Approved: 17 Opposed: 0 Abstention Name(s): 0***

- C. Resolution 2021.04 on Charitable Gifts Policy (Attach. #12)
The Board directed the Governance Committee to review the current Policies and determine if additions/changes were required. The Governance Committee determined that there is a need for a Social Media Policy which they will forward to the Board at a later date. They also decided to make a change to the Charitable Gifts Policy. The change is to have the Executive Committee consider Gifts/Donations and make a recommendation to the Board.

Governance Committee Recommendation: To adopt Resolution 2021.04 which replaces Resolution 2015.17.

Motion: No motion was made. Instead there was consensus to send this back to the Finance Committee for additional input and bring it back after their input.

- D. Amend the Bylaws
The Governance Committee reviewed the Bylaws, per the Board direction at the last meeting. The Bylaws currently state:

ARTICLE V: EMERGENCY PROVISIONS

During any emergency resulting from an attack on the United States or on a locality in which the Corporation conducts its activities or customarily holds meetings of its Board, or during any nuclear or atomic disaster, or a declared public health emergency, or during the existence of any catastrophe, or other similar emergency condition, as a result of which a quorum of the Board or an authorized committee, if any, cannot readily be convened for action, a meeting of the Board or of said committee may be called by any one officer and one Director and the Chief Executive Officer. Such notice need be given only to such of the Directors or members of the committee, as the case may be, as it may be feasible to reach at the time and by such means as may be feasible at the time including, without limitation, publication or radio. The Executive Committee, comprised of officers of the Board has the authority to act on behalf of the Corporation in the event of an emergency or crisis where it is not possible or feasible or reasonable to bring together the whole Board.

Governance Committee Recommendation: To amend the Bylaws to add the words “or a declared public health emergency.”

Motion: V. Tanner to approve the Governance Committee Recommendation. Second: M.

Moran Approved: 17 Opposed: 0 Abstention Name(s): 0

E. Modifications on the 2021 Employee Handbook - The Board adopted the 2021 Employee Handbook at the January 24 meeting. After the meeting, Board member M. Gonda and I met with our HR Consultant to address questions he raised after the meeting. The following changes are to be made to the 2021 Employee Handbook.

- Removed Paid Donation Program
- Exempt employees effective 1/1/2021 are required to complete T-shirts
- Added the following verbiage under Telecommuting Policy
State or County Required Work From Home

In the event the state, Riverside County or CEO mandates employees work from home for any reason, i.e.: pandemic, natural disaster, building issues or acts of God, employees will be required to maintain established productivity quotas and expectations while telecommuting. When the mandate is lifted employees will be required to return to the office.

Staff Recommendation: To approve the revisions to the 2021 Employee Handbook.

Motion: V.Tanner to approve the Staff Recommendation. Second: M.

Moran Yes: 17 No: 0 Abstentions: 0

F. SMALL GRANT FUNDING Requests – Review Budgets (Attach.13)

Palm Springs Boxing Club’s “Health Motivation Boxing Program – Requested \$5,000

This program will reinstate the Palm Springs Boxing Club members in an active role by providing them with free boxing equipment (e.g. boxing gloves, wraps, jump ropes, etc.) for home use during the pandemic and for the foreseeable future in order to keep our youth and adult members motivated to continue training, staying fit and healthy and making positive life decisions.”

Representative: Mark Anthony Tristan, Secretary/CFO

Rating: 76%

Grants Committee Recommendation: To approve \$5,000 for equipment only and for RAP to pay for one year’s Platinum level CNA membership.

Motion: V. Tanner to approve the Grants Committee Recommendation. Second: R.

Ortega Approved: 17 Opposed: 0 Abstention Name(s): 0

G. Reallocate \$12,000 from Sponsorships to Small Grants

Due to COVID-19, there are no community events and therefore no requests for sponsorships. However, we have had an increase in Small Grant requests and we have exceeded this year's allocation.

Grants Committee Recommendation: To reallocate \$12,000 from Sponsorship allocation to Small Grants.

Motion: M. Moran to approve the Grants Committee Recommendation. Second: J.

Pye Approved: 17 Opposed: 0 Abstention Name(s): 0

H. COVID Recovery Grant in Collaboration with Desert HealthCare District (DHCD)- Action Item

RAP partnered with DHCD in 2020 to each contribute \$100,000 to a joint pool for nonprofits in the Coachella Valley and Blythe (for RAP's benefit only) negatively impacted by COVID-19 to apply for. The Health Mental Health Committee met on Feb. 4 and Feb. 18 to review the previous process and to improve it. The Committee wants to ensure that the process is streamlined for nonprofits, is the same for both entities, and that a greater role for each respective board to take action is included. (Attach. # 14)

Grants Committee Recommendation: To adopt this process for this Funding Collaborative with the DHCD.

Motion: M. Moran to approve the Grants Committee Recommendation. Second: B.

Kroonen Approved: 17 Opposed: 0 Abstention Name(s): 0

I. Center for Nonprofit Advancement (CNA) Presentation- Action May Be Required

CNA Director Stephanie Minor will be making a presentation that will require board members to sign-up and download the following CNA resources found online in advance of the board meeting.

Ultimate Donor and Volunteer Appreciation Kit for Nonprofits:

https://www.cnalaunchpad.com/DonorVolunteerAppreciationKit?r_done=1

3 Tactics to Turn Any Board Member Into A Fundraiser

https://www.learnwithcna.com/3tactics_blog

30 Day Nonprofit Social Media Content Calendar

<https://www.cnalaunchpad.com/30DayContentCalendar>

Beat Nonprofit Burnout Starter Kit

<https://www.cnalaunchpad.com/FreeBeatBurnoutStarterKit>

Postponed this agenda until next month due to CNA Director not being available today.

J. Promise Neighborhood Grant – Riverside County Office of Education (RCOE)

RCOE is planning to apply for a US Dept. of Education Federal Grant. It is a 5 year grant due March 1 and is from Jan. 1, 2022 – Dec. 31, 2026. The amount is up to \$6M per year with a 50% Match which requires 10% to be private funds. The purpose of the grant is to improve the academic and developmental outcome of children living in the most distressed communities in the US. It is a "Cradle to Career" approach and will build from existing structure, services, and supports through collaborative, coordinated, and streamlined effort intentionally designed to meet the needs of

eastern CV (Mecca, Thermal, Oasis and North Shore). RAP and RCOE staff met to discuss the grant and determined that RAP's role could include:

- 1) Providing free meeting rooms for partner organizations to meet and collaborate
- 2) Potentially continue to support community events such as the Annual Dia de los Ninos event in Coachella and Mecca
- 3) Provide list of funded organizations supporting families such as recent grants given to The Riverside County Latino Commission, Borrego Health, Pueblo Unido, etc.

Staff Recommendation: To authorize CEO to enter into an MOU (Attach. #25) with RCOE to support their efforts for this Grant. RAP's commitment would be limited to the three activities listed above.

Motion: B. Kroonen to approve the Staff Recommendation. Second: V. Tanner
Approved: 17 Opposed: 0 Abstention Name(s): 0

K. Committee Assignments for 2021:

Review Committee Assignments for 2021. Please notify staff if you have an interest in making a change (add or drop) a committee due to interest or availability.

Executive: Craig (Chair), Jan (Vice- Chair), Matt (Treasurer), Mike (Secretary), Mark (Past Chair), Joe, Bill, Aurora

Nominations: Mark (Chair), Claudia, Joe, Anna

Finance/Investment: Matt (Chair), Jan, Bill, Craig, Mike

Audit: Van (Chair), Jan, Mark, Bea, Maria, Chairperson

Governance: Rudy (Chair), Aurora, Elizabeth, Mark, Craig

Grants: Craig (Chair), Rosemary, Van, Mike, Aurora, Maria: Non board members: Tricia Gehrlein, Ann Dew

Facilities: Mike (Chair), Craig, Mark, Rudy, Claudia, Aurora, Matt

Ad Hoc Capital Campaign: Mike (Chair), Mark, Aurora, Pat

CNA: Mike (Chair), Van, Jan, Aurora, Anna, Maria and non-RAP members: Jenai Morehead, Armando Ehrenzweig, Shannon Shea

Health- Mental Health: Tori (Chair), Valerie, Greg Rodriguez (representing Sup. Perez), Bea.

non-RAP Members: Jim Grisham, Robin McCall, Donna Craig, Sylvia King, Ann Dew, Alexa Marquez, Doug Morin.

No Changes. The Chair directed each Committee Chair to select a Vice-Chair for each of their committees so that person can take over should the Chair be absent.

VI. INFORMATIONAL ITEMS- No Action

A. BOARD ATTENDANCE for 2021 (Attach. #15)

B. EXECUTIVE–Met on Feb. 8. Jan. 11. Minutes (Attach. #16). Next meeting is Feb. 8 at 9 AM.

C. HEALTH-MENTAL HEALTH – Met on Feb. 4. Oct. Minutes Attached (Attach. #17). Will meet in March 2021.

D. GRANTS –Had a Special Meeting on Feb.18. Feb. 8 Minutes (Attach. #18). Will meet next March 8 at 1:30 PM.

E. CNA– Met Jan. 27 (Attach. #19). Next meeting Feb. 24 at 11 AM.

F. FACILITIES- Met on Jan. 27 (Attach. #20). Next meeting Feb. 24.

G. GOVERNANCE – Met on Feb. 16. January 25 Minutes (Attach. #21). Will meet in March 16.

H. AUDIT – Met on Jan. 13. Nov. 18 Minutes (Attach. #22). Next. Meeting in September.

I. FINANCE & INVESTMENT – Met on Feb. 8. Jan. Meetings (Attach. #23). Next mtg. March 8.

J. NOMINATIONS COMMITTEE– Met on Oct. 20. Minutes for Dec. 2019 (Attach. #24). Next meeting in October

VII. BOARD MEMBER / STAFF COMMENTS

Guidestar Platinum Status; Development underway; Conflict of Interest Forms due by Feb. 24

Form 700 due by Feb. 24 – check with Mireya if you need help with on-line access.

VIII. ADJOURNMENT: Next meeting is March 24, 2021 at 9:00 AM. ***Adjourned at 10:10 AM***

RAP Foundation Annual Board Meeting Approved Minutes

Date: March 24, 2021

Attest: **Mike Gialdini** _____

Mike Gialdini, Board Secretary

Minutes respectfully submitted by Mireya Reyes, Executive Assistant

Signature: *Mike Gialdini*
Mike Gialdini (Mar 24, 2021 10:36 PDT)

Email: mikegialdini@gmail.com