

BOARD OF DIRECTORS
BOARD MEETING
APPROVED MINUTES
May 26, 2021 9:00 AM

I. CALL TO ORDER- at 9:01 by Chair 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. Martinez, R. Ortega, E. Romero, V. Tanner, A. Wilson, M. Blue and Supervisor Perez. RAP Staff: L. De Lara, M. Reyes, N. Duffy, C. Drabkin, G. Montano. Ann Dew.

E. Romero joined the meeting at 9:15.

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 approve the agenda as presented. Second: M.

Gialdini Approved: 18 Opposed: 0 Abstention Name(s): 0

III. PUBLIC COMMENT / PRESENTATIONS - None

Persons wishing to speak are requested to be recognized at the appropriate time. General comments regarding non-agenda items will be called for at this time. Specific comments regarding agenda items will be called for during discussion of each item. Please be prepared to limit your Public Comment remarks to three (3) minutes.

Supervisor V. Manuel Perez or Pat Cooper, Deputy Chief of Staff – Report on the status of COVID 19 and anticipated June 15 Re-Opening. – **Supervisor Perez provided an update and addressed questions.**

V. CONSENT ITEMS:

A. MEETINGS MINUTES OF April 28, 2021 BOARD MEETING (Attach. #1)

B. CNA DIRECTOR REPORT (Attach. #2) – Receive and File.

C. CEO’s REPORT (Attach. #3) – Receive and File.

E. FINANCIALS ending March 31, 2021– (Attach. #4)

Staff Recommendation: To receive and file the April 28, 2021 Minutes, CNA Report, CEO Report, and Tobacco Project Report.

Motion: B. Kroonen to approve as submitted. Second: M. Moran

Approved: 18 Opposed: 0 Abstention Name(s): 0

VI. NEW BUSINESS ITEMS – Action May Be Required

A. Resolution 2021-XX - Regional Access Project Foundation Board Policy on Social Media (Attach. #5)

The Board directed the Governance Committee to review all current policies and to address any gaps. This is the one policy that they decided was needed. The CNA Director conducted some research and presented this proposed policy which was modified slightly to address RAP’s needs.

Governance Committee: To approve the Social Media Policy as submitted.

Motion: V. Tanner to approve this Resolution. Second: J. Pye

Approved: 19 Opposed: 0 Abstention Name(s): 0

B. Review and Recommend Insurance Policy Renewals.

The annual renewals of our policy are due. Per the Executive Committee's direction last year, the CEO looked at another insurance broker to compare coverage and costs. Due to insufficient time before the expiration date on some of the policies, the Executive Committee has not reviewed the information. The plan is to provide the information to the Executive Committee and allow them time to comment/question and to act accordingly based on their feedback or schedule a Special Meeting.

- General Liability Policy # 6012172848
- Commercial Umbrella Policy # 612172865
- Workers Comp. Policy # 6021048070
- Employees, Practices Liab., (EPLI) and Directors & Officers (D & O) #EPP3898489
- Professional Liab. Policy # 596578856

Staff Recommendation: To authorize the Executive Committee to act on behalf of the Board to make a decision on action(s) to take and ratify their decision at the June Board meeting.

Motion: to authorize the CEO to change insurance broker firm. It will now be Desert Cornerstone which offered the same Workers Comp. coverage at a \$1,000 savings. The amount is \$1,169. The CEO will present information on the other 4 policies at the next board meeting. They are due to expire 6/30/21. Policies will be discussed at the Executive Committee prior to the Board. Second: J. Pye Yes: 19 No: 0 Abstain:0

C. Closure of one of two Mechanics Bank account, number ending 6558 in order to transfer balance of \$85,083.66 to the CNA account at First Republic

RAP staff has determined that it is unnecessary to have this account open if the "Restricted" funds were intended for CNA, they can/should be transferred to the CNA account. If we were to leave this account open, there would be a \$15 monthly fee.

Motion: B. Kroonen B. Kroonen to close the Mechanics Bank account and transfer funds to First Republic Bank to the CNA restricted account Second: J. Pye Yes: 19 No: 0 Abstain: 0

D. Center for Nonprofit Advancement (CNA) - Action May be Needed

1. The CNA name/Logo can not be trademarked because of potential legal issues. The Committee has convened three meetings to discuss different scenarios and decided that they want a name that can be trademarked. The new name proposed is NPO Centric. NPO is not an acronym, it is left open for interpretation and can stand for many things. A logo has been chosen as well. (attachment # 6)

CNA Committee Recommendation: To approve the new name, NPO Centric, and new logo to replace Center for Nonprofit Advancement. To authorize staff to proceed with steps to trademark the name, cost NTE \$4,000.

Motion: M. Gialdini to accept the CNA Committee Recommendation but to authorize an amount NTE \$10,000 for costs associated with trademarking the name, sign and others costs associated with name change. Second: B. Kroonen Approved: 18 – V. Tanner left the meeting prior to vote being taken. Opposed: 0 Abstention Name(s): 0

VII. INFORMATIONAL ITEMS- No Action

A. BOARD ATTENDANCE for 2021 (Attach. #7)

B. EXECUTIVE–Met on May 10. Minutes (Attach. #8). Next meeting is June 14 at 9 AM.

C. HEALTH-MENTAL HEALTH – Will meet in June.

D. GRANTS –There was no meeting in May due to lack of agenda items. Will meet on June 14.

E. CNA– Met April 12 and 28. Minutes (Attach. #9A and 9B). Next meeting TBD.

F. FACILITIES- Met on April 28. Minutes (Attach. #10). Next May 26.

- G. GOVERNANCE – Met on May 18. Minutes (Attach. # 11). Next meeting May 26 at noon.
- H. AUDIT – Next Meeting to take place in September.
- I. FINANCE & INVESTMENT – Met on May 24 (Attach. # 12). Next meeting on June 14.
- J. NOMINATIONS COMMITTEE– Next meeting to take place in October.

VIII. BOARD MEMBER / STAFF COMMENTS

RAP staffing changes: Welcome Gracie Montano and Anna Montano will start on May 27.

RAP staff is working from our facility

T. St.Johns mentioned how pleased she was with the Blythe Mental Health meeting held on May 20.

V. Hudson agreed and thanked the County and RAP staff who coordinated it.

J. Pye mentioned that there will be Public Memorial Service for Corky Larson on Sat. Jan. 5 at 11 at Hope Lutheran Church in Palm Desert.

M. Gialdini shared pictures and video of the development at the corner of Monterey and Dinah Shore on the east end.

Supervisor Perez mentioned that there will be a community clean-up on June 5 and June 12 and more in the Fall.

IX. CLOSED SESSION:

Personnel: CEO Performance Evaluation

Board Chair reported out that there was no action taken.

- X. ADJOURNMENT: **at 9:50 AM** Next meeting is June 23, 2021 at 9:00 AM. Continental Breakfast will be provided and ready at 8:30.