*Chaffee County Community Foundation*

 **Board Meeting**

**Feb. 25, 2019 ♦ 3:00 pm**

Participating Board Members:

|  |  |
| --- | --- |
| Merrell Bergin | Lisa Martin |
| Jordan Brown | Gordon Schieman |
| Ed Cooper | Syd Schnurr via phone |
| Wendy Hall |  |
| Rick Hum | Michael Hannigan, Exec. Director |

Ed asked if significant revisions needed for the Board Covenants; with no revisions required, members signed and dated their Agreements. Wendy will hold for the records. **[Syd, Cindy, Gordon – need yours]**

Discussing Board terms: Merrell and Jordan’s term will be for 3-yrs starting Jan 2019. Ed asked that other Board members express their wishes for terms to him. Lisa said she would like to step down at the end of 2 yrs, which is Dec 2019; Cindy has expressed that also, both due to other time constraints and responsibilities.

Rick noted that he applied for the new Common Ground Board overseeing expenditure of the new 1A tax revenue. If he is appointed, he said he will remain with CCCF but will resign from the METAB.

Minutes from the January meeting were approved.

**I. Executive Director’s Report**

* “Friends of Salida Skate Parks” selected CCCF to be its fiscal sponsor (5% mgmt. fee).

Rick said he had some issue that DAF and Fiscal Sponsorship funds should “reside” somewhere besides the CCCF checking account. Michael said in his experience it doesn’t matter where the funds sit, that the partitioning/compartmentalizing occurs in the accounting records. However, Rick feels that it is important for perception that the funds be separate. Michael said this is a Board decision and he can do whatever the Board wants. We will consider this when configuring the Foundant Community Suite software

* Michael did his first workshop in Leadville in cooperation with Lake County’s Foundation; 18 ppl
* Re: E.D. job description – Rick said be sure language in Bylaws related to E.D.’s responsibilities is covered in the job description.

> Ed said job descriptions need to be drafted for all Board officers/positions and Adv Teams

> Search Committee should be formed to review applications, decide when/where to post

> Michael said he will be happy to continue as a mentor and volunteer to help guide new E.D.

> Asked if he might return to the Board, Michael said he believes the new Exec. Dir. needs time to get going w/o feeling he’s being “watched” by the previous Director. So, after a break, “**maybe”**.

* Emergency Relief Fund: Michael mentioned it to the Commissioners and they like the idea. He recommended the Board create a “placeholder” for this Fund, to be used primarily for events affecting community-wide, like wildfires or floods. It will be put in place; Michael will get on the Commissioners’ agenda to detail for them how it will work (and so it is in the public record), then announcements/press releases as soon as possible so that if/when an emergency fund is needed, people know how and where they can donate and will be able to get the nonprofit donation tax benefit. Michael reiterated that the IRS says funds cannot go directly to individuals but would go to agencies in place who are already assisting individuals such as Caring & Sharing, the 1st Presbyterian Church, Grainery food bank, etc.

A question was asked how much is needed to make a difference for the community in the event of an emergency. Michael said $50K was fairly easily raised in the Springs.

**Motion to create ERF made by Rick, seconded by Merrell; approved unanimously.**

* D&O Insurance – After research, Michael found the appropriate company that specializes in insuring nonprofit foundations. He’ll do the application. Cost is expected to be under $1,000.

**Motion that Michael can acquire D&O insurance if cost is $1K or less made by Rick, seconded by Gordon. Passed unanimously.**

* Memo of Understanding (MOU) with METAB: The $10,000 budgeted by the Commissioners for CCCF to purchase the Foundant CommunitySuite software has been received. Foundant has agreed to allow the cost to be made in four quarterly $2,000 payments. CCCF is purchasing the Foundant CommunitySuite to start with; the Grants Module (GLM) is an add-on. Since METAB, Common Ground, and CCCF are planning to share the Grants Module, decisions need to be made about who owns GLM, who is responsible for what. All demographic data will reside in the CCCF Foundant CommunitySuite, which is good in that if any nonprofit applies for funding from perhaps all three organizations, much of the information needed for their application will already be stored in Foundant CommunitySuite rather than having to re-input over and over.

Question: it might actually be cheaper if CCCF owns everything . . . Michael will check. The question then would be if the County be comfortable with that and just reimbursing CCCF for its portion.

 Rick suggested the following arrangement might work best: The County pays the upfront cost for the Grants Module (GLM) . After the initial 2-yr licensing period, the cost would then be shared based on a “weighted” scale based on the dollar volume of grants made.

Rather than starting from scratch, Michael will talk with Foundant to see if they have an MOU template. Rick has already sent sample wording to Ed for review. Michael, Merrell, and Rick will be the leads on this and draft the MOU. Michael said he is still awaiting CCCF’s Colorado sales tax-exempt # to purchase the software; will save hundreds of dollars on taxes. Rick noted the Grants Module will not be needed until late summer for METAB. In addition, Rick said he wants Ben Doon, who is the Grants Mgr for METAB to be dialed in on this effort. He has already invited Ben to participate in the on-line training demo, which is March 6th.

A few positives were noted: ♦ the spirit of collaboration with the Commissioners and between different organizations; ♦ nonprofits only have to enter all of their demographic information one time.

It was stated that the Commissioners want the municipalities to “step up” and join this effort for providing funds like they have, and they look to CCCF to facilitate this.

* Michael has had two conversations with Patti Arthur that he described as “great.” Said she is very supportive of CCCF and will most likely make a monetary donation. Patti strongly recommended Rachel Walke & Associates to do a quick lookover of CCCF’s tax filing; expected to cost maybe a couple of hundred dollars. Merrell said a Letter of Engagement is required and Michael agreed to obtain this.

**Merrell made a motion made to engage Rachel Walke & Associates with a defined Scope of Work to Review CCCF’s Form 990; Rick seconded. Passed unanimously.**

* Town of BV is considering purchase of Trout Creek Reservoir and the surrounding land, which is owned by the Moltz family (owners of ACA). Michael said he has attended some of these meetings, but only as an advisor. The Moltz family may need a charitable organization to receive the land for the Town. May be a long-shot for BV due to the enormous cost.
* Community Resource Center’s Rural Philanthropy Days is in 2020 in our Region but need to have it on the radar to plan. The 2019 meeting is in Del Norte 9/17 – 9/19. CCCF should send a representative to the 2019 RPD (perhaps the new E.D?) See https://crcamerica.org/
* At this time, 34 ppl have already registered for the Grant Writing Workshop at the Scout Hut with Syd and RuthAnn.

**III. Fundraising** – Syd said not much new related to fundraising. She did say that she feels strongly that all Founders Circle members know about the Exec Dir position transition prior to it being posted or announced. Michael said he knows all the Founders and will make sure of that.

**IV. Nominating Committee** – Lisa said the Mellsops were just too busy, too many other commitments. Michael said same with the Krasnows. Gordon & Ed are talking with Art Hutchinson this Wednesday over beer.

 Wendy will arrange a hookup with Arden Trewartha and Michael or Ed.

**V. Advisory Teams**

The original list created is most likely in need of significant updating. Ed asked for the electronic version again to work on possible other candidates. Ed said Andrew Walker of 7000’ Running Company is very interested in being on the Board.

Michael re-emphasized that unless there is a member of the Board who “champions” each Team, nothing will get done; they will not keep themselves motivated and working. Lisa said she could absolutely be in community with them once a month.

**VI. Other**

Michael presented a budget update. He is confident of the $100k pledges from the Founder’s Circle; some shortfall to date was just a timing issue. Michael stated that we need to select a Finance/Investment Committee to safely maximize our funds and oversee audit and financial controls.

The website was discussed briefly. Previous minutes have noted challenges with the proprietary user interface that make updates by us awkward and slow. In addition, response time from the host has varied. Wendy, Jordan and Merrell felt that using a common platform like WordPress would make updates much easier and reduce risk of dependency on a single vendor. It makes sense to move our hosting and platform as soon as possible, before too much time is invested in the current setup. Agreed that this topic should be added to next agenda for further work and assignment to a committee for cost/feasibility and planning.

**NEXT MTG Mar. 25th – Ed’s home.**

**Action Items**

1) Succession plan / Board training to be developed

~~2) Directors & Officers insurance –~~ **~~Michael?~~**

2) Discussion re: Julie Klein – **Ed**

~~3) Search Committee – need to create for E.D. search –~~ **~~ED~~**

3) HR manual – Syd /Merrell to start

4) Position description for Board officers – **Wendy to draft**

5) CCCF needs Grants Committee; needs AdvTeam members selected for this

6) Agreement to be signed by Advisory members for term through 2019

7) Proposals written for ~~Chaffee County,~~ BV, Salida and Poncha **(Michael / Ed ????)**

8) Determine the specific initiatives CCCF wants to support in the short- and long-term

9) Method for recording In-Kind donations, like if printing is donated. - **Michael**

10) Roundtable discussion with 10-15 top stakeholders/leaders/nonprofits about their needs and concerns - **(?? and when?)**

11) Discuss proprietary website platform with Michael DiLillo – **(down the road)**

12) Identify non-supporters and determine what their concerns are via sit-down conversations with them.

13) Cindy to provide Syd list of everyone Envision is contacting for funding. **(Cindy – done?)**

~~13) Purchase and implementation of Foundant software –~~ **~~in process (Michael)~~**

Submitted by Wendy Hall 3/6/2019.

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# **Chaffee County Community Foundation**

# **Board Meeting Agenda**

## **February 25, 2019 ▪ 3 PM**

## [The Bergin’s: 126½ F Street, Salida]

I. Chair’s Report

II. New Business

* Executive Director updates, timing of transition, job description, position announcement **- Ed**
* Emergency Relief Fund - **Michael**
* Terms for existing Board members - **Nominating Committee**
* Update on Directors/Officers insurance - **Michael**
* MOU w/METAB for Grants module - **Michael, Rick**
* Paying for Foundant and User group - **Michael**
* Walke & Assoc. for CCCF accounting support - **Michael**
* Other items from the E.D. (engagements, 990, Rural Philanthropy Days, Foundant training, etc.)

III. Continuing Business:

* Fundraising Promotion – Sydney, Jordan, Michael

 Website completion, etc.

* Nominations for new Board Members
* Advisory Teams - enabling activities in coordination with the Board progress report – **Lisa**

\* Education and Training

 \* Fundraising

\* Community outreach, publicity, PR, reaching new stakeholders

\* Long-range Planning

\* Grants Committee

1. IV. Meeting and Event Reminders
2. V. Other Business
3. Adjourn

 ++ Next meeting March 25, 2019 @ 3 PM ++ ***Determine location.***