

North Kitsap Fishline

Board of Directors Meeting Minutes

January 15, 2018 Poulsbo City Hall – Council Chambers

Board members present: Tom Eckmann, Bruce McCain, Judy Dougherty, Betty Herman, Judy Granlee-Gates, Tracy Russell, Michael Philbrick, Karen Timken, Becky Hall, Becky Erickson, Nick Johnson and Roger Zegers

Board members absent: Danielle Murphy, Stuart Grogen

Staff Present: Mary Nader

President Tom Eckmann called the meeting to order at 6:00.

The Secretary declared that a quorum was present.

Introductions:

- Betty introduced Elaine Roecker, a potential Board member. Elaine works at Martha and Mary and is responsible for all the Medicaid billing.

Secretary Report:

- **Minutes:** Minutes of the December 18, 2017 minutes were approved as presented.

- **Motion: 18-01: Resolve that the Board approves the following individuals as check signers for NK Fishline bank accounts: Tom Eckmann, Board President; Judy Dougherty, Vice President; Becky Hall, Treasurer; Roger Zegers, Secretary. Motion Passed.**

- The regular February meeting falls on President's Day. There was a consensus to reschedule the February meeting from the 19th to the 12th.

Executive Director's Report:

- Mary answered questions about the ED report previously emailed to the Board. To keep staff more informed, she will begin summarizing the Board meetings in her regular Tuesday staff meetings. She will also consider revising the ED report format to highlight 'action items' from the staff to make sure issues are followed up on. Judy D offered to meet with the staff to answer questions on the Board meetings and, on a rotating basis, staff will come to the Board meetings to report on their departments.

- Development highlights:

- Mary has hand written year end Thank You notes to all the major donors.

- Will be following up with former donors who are no longer contributing to Fishline. The plan is to conduct the inquiries in a format to ensure anonymity in the hope of getting completely honest feedback.

- Working with Michael to implement the donor tools available in Salesforce.

- Second Season Thrift / Home Store updates:

- A full price offer has been received for the 3rd Avenue property. It is now in the feasibility study

phase.

- The new Second Season space is being prepared for a mid – late February move in date. The concrete floor has been refinished, the walls have been painted. The building permit for tenant improvements has been submitted to the City.

President's report:

- **Sale of 3rd Avenue property:** As Mary reported, we have received a full price offer for the 3rd Avenue property. ***Motion: 18-02: The Board accepts the full price offer from TV Jones to purchase the property on 3rd Avenue, and authorizes Board President to finalize negotiations, close the sale, and if needed, negotiate a short-term lease-back to facilitate continued operations of the home store. Motion carried.***

- Tom will research whether we are required to pay excise tax on the sale transaction.

- **First Security Bank Financing:** Tom reviewed the proposed terms of the bridge financing proposal from First Security Bank. ***Motion: 18-03: The Board accepts the terms offered by First Security Bank to provide bridge and permanent financing for the Transforming Lives Project per attached term sheet. Board President is authorized to proceed with the closing at the end of January or soon thereafter. Motion carried.***

Treasurer's report:

- Becky had previously emailed the December financial statements and Transforming Lives Flow of Funds Statement.

- 2018 Budget was presented and reviewed. There are many ongoing issues which may have some impact on the budget as the year progresses (CSC, personnel changes, etc.) so it is possible the budget will have to be adjusted in the future. ***Motion: 18-04: The Board approves the proposed Fishline Operating Budget for calendar year 2018. Motion carried***

Transforming Lives Project:

- Construction:

- The foundation has been finished. The crew is onsite to begin erecting the metal building components. It is estimated to take 30 days.

- The City requires a bond of 1½ times the cost of labor and materials for the landscaping. As an alternative, we could place funds in a reserve account for two years. After some discussion it was the consensus that securing the bond was the most fiscally responsible option. Judy G will provide Tom with the contact info of a bonding company she recommends.

- CSC Operations:

- Provider meetings are being held monthly.

- As of now there is a waiting list of other agencies that would like to participate in the CSC

- David Graves will begin the process of updating our existing phone system in anticipation of the additional requirements of the CSC. The new system will allow for more direct dial numbers as well as many other new features. It will be implemented in the existing facilities and easily moved as the new building is completed.

- CSC Build-out:

- The team agreed to swap the position with the City building department in order to expedite the approval of the new Second Season permit.
- Tom updated the Board on the negotiations with PCHS. FPH will be submitting a bid to PCHS to complete their buildout. ***Motion: 18-05: The Board authorizes Fishline to negotiate and finalize a long-term lease with PCHS per attached Lease Agreement Summary. Motion carried.***

Board Development:

- Betty asked Elaine Roecker to attend a Board meeting as a potential new member.
- Betty and Tom E met with Tony Hinson (former Board member) about his availability to rejoin the Board. He expressed interest in possibly coming back in March or April.

Auction:

- There are only 4 seats remaining for the auction.
- All Board members are requested to help set-up before the auction or help clean up after (or both). Karen circulated a sign-up sheet – if you did not sign up, please contact Karen ASAP.
- We have secured \$33,000 in sponsorship funding!
- If you have not gotten your auction items and 2 bottles of wine to Karen, you need to do it this week.

Human Resources:

- The committee is reviewing our current employee compensation packages with the goal of ensuring that we retain and attract great employees. They are also evaluating staff skills and if there are gaps within our current staffing that need to be addressed.

Website / Marketing:

- Nick continues to work on:
 - signage for the new Second Season store location.
 - materials for the auction.
 - coordinating with Kristi Tanaka on the newsletter
 - design of new tri-fold general information brochure.
 - ChocMo partnership project.

IT / Salesforce Project:

- Michael again reported great progress on the Salesforce project. The Receiving module has gone live and data has been entered through 1/11/2018. The committee has decided to implement the fund raising/donor management module ahead of the check-in/check-out.

New Business: Due to the significant changes in fiscal management coming due to the CSC, Becky is considering the option of having an accountant review of Chart of Accounts as well as determining specific monthly and year-end reporting requirements. No Board action required at this time.

Next Meeting: 6:00, February 12, 2018 (note change of date)

The meeting was adjourned at 8:00

Respectfully submitted,

Roger A. Zegers,
Secretary