Marion-Polk Food Share

Board of Directors Meeting Minutes

December 7, 2017

**Board Members Attending:** Alex Beamer, Warren Bednarz, John Burt, Jim Green, Courtney Knox Busch, Esther Puentes, Bahaa Wanly, Cheryl Wells, George Happ

**Staff Members Attending:** Eileen DiCicco, Aalicea Dominguez, Ian Dixon-McDonald, Rick Gaupo, Julie Hambuchen, Corrina Hawkins, Mattie Jenkins, Robbin Kerner, Allen Pfeiffer, Lexi Stickle, Savannah Langdon, Cheryl Young

**Call to Order**

**Alex Beamer** called the meeting to order at 8:15 a.m.

**Guest Introductions**

Rick Gaupo introduced staff, guest Ryan Pasquarella, and financial consultant Holly King (formerly Holly Larson).

**Audit Report**

Ryan Pasquarella from Grove, Mueller & Swank presented the FY17 audit report.

Comments included: Amount of food donated was up quite a bit and emergency food distribution expenses were also up. Cash up $470,000 from last year. No compliance and process findings. The auditors made recommendations regarding Review of Journal Entries (second set of eyes needed) and Accuracy of the Schedule of Expenditures of Federal Awards (minor errors). He noted the audit process was slowed down because year-end details were still be wrapped up when the auditors arrived. Financial health of the Food Share is very good.

**Bahaa Wanly** asked whether the ratio of program expense to administration was in the audit. Rick said that will be in the 990.

**Farewell to George Happ**

Alex Beamer asked that we take a moment to honor George Happ as this is his last Food Share board meeting. Rick Gaupo praised George for the kinds of questions he has asked over the years that were future thinking.

George said it has been a great 20-plus year run during which he has seen the Food Share move from a small leased warehouse on Pine Street to our current location. He said the Food Share has a great board, is in top notch hands to move forward, and has a great community reputation. He noted he’s lived in Portland the last three years and, as a result, he’s not as connected to the Food Share community. He quipped that he’s a grant reviewer for OCF and now he’ll be able to review our proposals. Rick gave George a photo album that was created as a token of appreciation.

**Board Member Spotlight**

Bahaa Wanly briefly told the board about himself. He’s a first generation Syrian-American, whose wife is Puerto Rican. The couple has 3 children. Faith and health are important to his family and culture. Most members of his family are in the health care field. He grew up in Corvallis and lived in Seattle 12 years. He moved back to Oregon 3 years ago. Bahaa is Chief Operations Officer for Salem Health and sees joining the Food Share board as an important partnership for addressing food and nutrition issues which impact community health. His personal interests include sports and food.

**October Financials**

Jim Green noted that information in the board packet is significantly reduced from past financial reports. Nevertheless, detailed reports will be available to board members on the Food Share website’s board portal. The Finance Committee will continue to view statements in detail. YTD we are above budget in net. $174,000 surplus. Donations up $190,000 from last year. Salaries higher. Some expenses down. Organization is healthy. Welcome comments about what appears in packet and availability of detail.

**Consent Agenda**

**ACTION: Courtney Knox Busch** moved and **Warren Bednarz** seconded adoption of the following items. The motion was approved without dissent.

* Board Meeting Minutes, October 26, 2017
* Financial Statements ending October 31, 2017

**Development Update**

VP of Development Julie Hambuchen presented an update on Food Share Development activities.

* Thanked board members for completing thank you notes to donors.
* Announced there are holiday cards for each of board member to send.
* CNO gift deliveries are ready to pick up. Means so much to CNO participants.
* If need a new nametag, let Julie know.
* City of Salem Resolution

A board resolution is required in order to submit a proposal to the City of Salem for $170,000 in emergency food program support from the city’s general fund.

**ACTION: George Happ** moved and **Warren Bednarz** seconded adoption of the City of Salem Resolution. Motion carried. Courtney abstained.

**Courtney Knox Busch** expressed concern about the impact of the rising number of community requests for support on the Food Share’s ability to fundraise. Julie Hambuchen says she too is concerned about the potential volatility and noted that there is a trend among donors to focus their giving on fewer organizations. This fact of life makes it all the more important to focus, as we are, on communicating to donors that the work of the Food Share could not happen without them. Holiday cards are a way to build relationships. Courtney added that it’s important for the board to cultivate donor relationships.

**Food report**

**Jim Green** expressed concern about both food distribution and food receipts being down.

Rick said he’s more concerned about the receivables drop. He said we will have a 6-month report of what’s happening around the state and locally at the January meeting.

**Public Policy**

Rick Gaupo presented the “Influencing Public Policy” document to establish a clear understanding of the process and issues on which Marion-Polk Food Share staff and Board may advocate. The policy outlines public issues that staff and Board members can support without seeking additional Board review or direction, and those where prior Board discussion and vote are needed. This document was in the board packet.

**ACTION:** **Courtney Knox Busch** moved to approve the policy; **Esther Puentes** seconded. The motion carried.

**CEO Review**

At 9:30 a.m., staff was asked to leave the room and the Board went into Executive Session to conduct its CEO review.

**Adjournment**

**Alex Beamer** adjourned the meeting following that review.

Next board meeting is January 25, 2018.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Courtney Knox Busch

Board Secretary