

RAP
FOUNDATION
BOARD OF DIRECTORS - MEETING AGENDA
9:00 AM January 24, 2018
41550 Eclectic Street Palm Desert, CA 92260

Annual Board of Directors APPROVED Meeting Minutes

- I. CALL TO ORDER- at 9:03 AM. Present: Mark Moran, Chair, Craig Borba Vice-Chair, Jan Pye Treasurer, Rosemary Ortega Secretary, Amber Amaya, Ann Dew, Bill Kroonen, Rudy Gutierrez, Mike Gialdini, Claudia Galvez, Joe Hayes, Larry Parrish, Tori StJohns, Ricardo Loretta, Van Tanner, Anayeli Zavala, Tricia Gehrlein and Supervisor Perez.**
- Excused absence: Beatriz Gonzalez.**
- II. CHANGES OR ADDITIONS TO THE AGENDA - None**
- III. PUBLIC COMMENT / PRESENTATIONS**
None
- Wells Fargo Capacity Building Grant Check Presentation – Karen Suarez, Community Development Officer, Inland Empire - **Ms. Suarez made brief remarks and presented check.**
- UCR Certificate in Nonprofit Advancement 2 minute video regarding RAP Sponsorship of the program - **Video was shown.**
- IV. CONSENT CALENDAR – Action Required**
Staff Recommendation: Approve the December 13, 2017 Minutes. Receive and file the Grant, CNA, CEO Reports and Financials as submitted.
- Motion: L. Parrish to accept the Staff Recommendation. Second: C. Borba Approved: 18**
Approved: 0 Opposed: 0 Abstention Name(s): 0
- A. MEETINGS MINUTES of December 13, 2017 Board meeting (attach. #1)**
B. GRANT/ PROGRAM OFFICER REPORT (attach. #2) – Receive and File.
C. CENTER FOR NONPROFIT (CNA) Report (attach. #3) - Receive and File.
D. CEO’s REPORT (attach. #4) – Receive and File.
E. FINANCIAL REPORTS-Receive and File Draft Financials up to December 31, 2017 (attach. #5)
- V. NEW BUSINESS ITEMS – Action Required**
- A. Nomination of Officers- Action Required**
Chair Person

Vice- Chair

Secretary

Treasurer
- Nominations Committee Recommendation:** The Committee met on Jan. 22 to review nominations submitted by RAP board members. Committee Chair Ricardo Loretta will direct process.

Motion: B. Kroonen to postpone the nomination of officers until the next board meeting and to add 3 board members (R. Gutierrez, J. Hayes, Tori StJohns) to the nominating committee to replace M. Moran and Rosemary Ortega who have been nominated. Second: C. Borba Approved: 18 Opposed: 0 Abstention Name(s): 0

B. Reappointment of Board Members – Action Required

Term expirations for Claudia Galvez, Rose Mary Ortega, Ricardo Loretta and Rudy Gutierrez.

All have expressed an interest to continue to serve.

Nominations Committee Recommendation: To reappoint the four board members to four year terms.

Motion: A. Dew to accept the Nominations Committee's Recommendation. Second: J. Pye Approved: 18 Opposed: 0 Abstention Name (s): 0

C. Nomination of new Board Members (attachment #5A)– Action Required

The Committee consisting of Ricardo Loretta, Mark Moran, Rosemary Ortega and Claudia Galvez interviewed Valerie Hudson and Elizabeth Romero.

Ms. Hudson lives in Blythe and employed as a Forensic Technician by Blythe Police and as a part-time instructor with Palo Verde College. Ms. Hudson started actively participating on the RAP Mental Health Committee in early 2017.

Elizabeth Romero lives in Indio and is employed by UCR as an Assistant Vice Chancellor of Government and Community Relations and serves on the Riverside County Board of Education.

Nominations Committee Recommendation: To appoint Valerie Hudson for a 4 year term. Also, to appoint Elizabeth Romero to a three year term, by staggering the term it will avoid more than 5 members' term expiring in one year.

Motion: C. Borba to accept the Nominations Committee's Recommendation Second: R. Ortega Approved: 18 Opposed: 0 Abstention Name (s): 0

D. RAP Bylaws to be updated - Action Required

The Bylaws committee consisting of Rosemary Ortega, Rudy Gutierrez and previous board member Annica Meza Dawe reviewed the changes made originally at the Nov. 13 Committee Meeting. As directed by the RAP board on Dec. 13, only changes to content are highlighted. Also, per the recommendation by RAP Attorney, Artice IV. Section 1 is to be deleted because this language does not need to be included in the bylaws. (Attachment #6).

Governance Committee Recommendation: To adopt the revised Bylaws as presented.

Motion: C. Borba to approve the Bylaws, after following modifications:

Agenda Item V. D. RAP Bylaws - Add the following language:

No board member who has been nominated or is interested in serving as an officer will serve on the Nominations Committee for that particular nominating period/process.

Before the vote is taken to accept the slate of officers proposed by the Nominations Committee, the Board Chair will entertain or accept additional nominations from the floor for consideration.

Second: R. Ortega Approved : 18. Opposed: 0 Abstention Name(s): 0

- E. Resolution No. 2018-01 Renewal of Existing Policies and Procedures (Attachment #7)– Action Required

Staff Recommendation: To approve the renewal of Policies and Procedures on listed resolutions. Board members are asked to read and sign the Conflict of Interest Policy.

**Motion: V. Tanner to accept Staff Recommendation. Second: B. Kroonen Approved : 18
Opposed: 0 Abstention Name(s): 0**

- F. Update the 2018 Employee Handbook (Attachment #8) – Action Required
The annual revisions to be in compliance with new laws have been made by RAP's Human Resources' consultant. The Governance Committee has reviewed the changes and made no modifications.

Governance Committee Recommendation: To approve the 2018 Employee Handbook.

**Motion: To accept the Governance Committee Recommendation by C. Borba. Second: J. Pye
Approved: 18 Opposed: 0 Abstention Name(s): 0**

- G. GRANTS and SPONSORSHIP REQUESTS – Action Required
Review of Annual Allocations and current grants budget – Stuart McClain

1. GRANT- California Care Force (CCF) request of \$15,000 (Attachment #9)
To provide free medical, dental and vision care to those in need at a 3 day clinic in March 23-26 at Indio Fairgrounds. The funding request is to purchase 2 additional phoropters – instruments to test individual lenses on each eye during an exam- to serve an additional 2-4 more vision patients per hour per phoropter, resulting in an additional 150-200 patients served per weekend.

Executive Committee Recommendation: The Executive Committee met on January 9 for a presentation by Kate Spates, CCF Volunteer CV Community Relations & Development. The amount requested exceeds the \$5,000 Small Grant limit. The Executive Committee invited California Care Force to submit an application to be considered by the full Board at the next meeting.

**Motion: To approve \$15,000 to California Care Force to purchase a phoropter by J. Hayes.
Second: B. Kroonen Approved: 18 Opposed: 0 Abstention Name(s): 0**

2. SMALL GRANT - Pueblo Unido Community Development Corporation (PUCDC) Request \$5,000.00 for a project, East Coachella Valley Leadership Institute (Attachment #10).
Pueblo Unido CDC is partnering with Rural Community Assistance Corporation to develop skills and tools to enable participants to enhance their respective projects, programs and to become effective leaders in their community. Anticipate 50 persons to attend the program over a four-month period, for a total of 12 meetings.

Grants Committee Recommendation: The Committee interviewed Ramiro Aguilar Ochoa on January 18. The Committee is impressed with the program and the target area. There is concern about the Program being able to recruit 50 participants to commit to the full 12 week

program. Therefore, they recommend funding \$2,000 for the first six weeks and based on the number of enrollees still participating provide \$10.00 for each for their meals.

Motion: To accept the Grants Committee Recommendation by C. Borba but to allocate from Small Grants budget item. Second: A. Amaya Approved: 18 Opposed: 0 Abstention Name(s): 0

3. SPONSORSHIP- Palm Desert Rotary Club Request of \$2,500 for Event-Spirit of Rotary Education Lunch (Attachment #11)

Grants Committee Recommendation: The Committee interviewed Leah Goodsell on January 18. The Committee appreciates that the revenue generated from the event will support youth scholarships and leadership training. Also, the positive exposure of RAP and CNA to more people who may not be aware of our programs. Therefore, they recommend funding \$2,000 to support this event.

Motion: H. Hayes to approve Grants Committee Recommendation. Second: B. Kroonen Approved: 17 Opposed: 0 Abstention Name(s): R. Loretta recused himself and left the room during discussion and vote.

H. APPROVE THE COMMITTEE ASSIGNMENTS FOR 2018 ACTION REQUIRED

RAP board members have indicated an interest in serving on the following committees:

Executive: Four officers, Joe Hayes (*past Chair*), Bill Kroonen

Nominations: Ricardo Loretta (Chair), Mark Moran, Claudia Galvez

Governance: Rosemary Ortega, Rudy Gutierrez, Craig Borba

Finance/Investment: Treasurer - Chair, Mark Moran, Bill Kroonen, Larry Parrish, Craig Borba, Mike Gialdini

Audit: Van Tanner, Mark Moran, Anayeli Zavala

Can't include Treasurer and Finance Committee members can not make up more than 50%.

Grants: Craig Borba, Rosemary Ortega, Van Tanner, Ann Dew, Anayeli Zavala, Mike Gialdini

Tricia Gehrlein to continue as a non-voting member due to resignation from Board effective 1/31/18.

Facilities: Mike Gialdini (Chair), Mark Moran, Craig Borba, Rudy Gutierrez, Claudia Galvez.

C N A: Van Tanner, Amber Amaya, Jan Pye

Mental Health Initiative: Craig Borba, Bea Gonzalez, Tori StJohns, Ann Dew, Greg Rodriguez (representing Supervisor Perez).

Non-RAP members: Robert Blackford (Chair), Jim Grisham, Robin McCall, Garth Dale, Cristine Castro, Sylvia King, Valerie Hudson, Donna Craig.

Nominations: R. Loretta, C. Galvez, T. StJohns, R. Gutierrez, and J. Hayes.

Staff Recommendation: To review, modify if needed and then approve committee assignments.

Motion: To adopt the list above by A. Dew. Second: C. Borba Approved: 17 (Sup. Perez left prior to the vote) Opposed: 0 Abstention Name(s): 0

VI. INFORMATIONAL ITEMS–No Action

- A. EXECUTIVE COMMITTEE – Met on Jan. 9. Next meeting TBD.
- B. NOMINATION COMMITTEE- Met on Jan. 22.
- C. MENTAL HEALTH COMMITTEE - Will meet next on January 25.
- D. GRANTS COMMITTEE- Met on Jan. 18. Will meet next in March.
- E. GOVERNANCE COMMITTEE – Met on Nov. 13 and provided input by email in January.
- F. FINANCE AND INVESTMENT COMMITTEE – Met on January 19.
- G. AUDIT COMMITTEE – will meet late spring 2018 – TBD to review auditors
- H. FACILITIES COMMITTEE- Met on January 3.

I. BOARD MEMBER / STAFF COMMENTS -

R. Gutierrez mentioned that he would like staff to check on status of CV Youth Leadership Program and demonstrate the board's support of the program to CVUSD.

J. Pye asked that the CVAG Homelessness Committee representation be discussed at the next board meeting.

Please RSVP for the "Spirit of Education" Palm Desert Rotary Luncheon on March 27.

Reminder to complete the Annual Conflict of Interest Forms and return by February 9, 2018.

Reminder to complete the Form 700 and submit by February 21 (next RAP meeting).

- V. ***ADJOURNMENT:*** The next regularly scheduled Board meeting will be held at 9:00 A.M. February 28, 2018 at 41550 Eclectic St. Palm Desert.
- Agenda Posting:** Agendas will be posted on the Foundation website – www.rapfoundation.org - a minimum of 72 hours prior to the meeting date. All public record documents for matters on the open session of the Agenda are available for inspection at the meeting listed in this Agenda, and at the following location three (3) days prior to the meeting date: Regional Access Project Foundation, 41550 Eclectic St. Palm Desert, CA 92260. If a public record document that relates to a matter on the open session of the Agenda is distributed less than 72 hours prior to the meeting date, the public record document shall be available for inspection, at the same time it is distributed, at the address listed above. Upon request, this agenda will be made available in appropriate alternative formats to persons with disabilities, as required by Section 202 of the Americans with Disabilities Act of 1990.