

BOARD OF DIRECTORS  
ANNUAL BOARD MEETING AGENDA  
**APPROVED MINUTES**  
January 27, 2021 9:00 AM

I. CALL TO ORDER at 9:02 by Chair B. Borba. Roll Call: C. Borba, J. Pye, M. Gonda (joined at 9:08) , M. Gialdini, B. Kroonen, C. Galvez (joined at 9:15), B. Gonzalez, J. Hayes, M. Moran, T. StJohns, A. Martinez, R. Ortega (joined at 9:08), E. Romero (joined at 9:05), A. Wilson, M. Blue and P. Cooper, Supervisor Perez joined at 9:10.

*Absent: V. Hudson, R. Gutierrez, V. Tanner.*

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: M. Moran to accept the agenda with no changes. Second: B.**

**Kroonen Approved: 12 Opposed: 0 Abstention Name(s): 0**

III. PUBLIC COMMENT / PRESENTATIONS -

*Supervisor V. Manuel Perez or Pat Cooper, Deputy Chief of Staff - Update on COVID 19 and Vaccine Distribution*  
*Supervisor Perez provide an update on the pandemic and the vaccine distribution. There were several board members who asked questions commented that they were grateful of the Supervisor's leadership during this difficult time.*

*The VA in Loma is making vaccines available to all nonprofits. Persons can call at 909-825-7084 X 5085 to make an appointment.*

IV. CONSENT ITEMS:

A. MEETINGS MINUTES OF December 9, 2020 BOARD MEETING (Attach. #1)

B. GRANTS PROGRAM MANAGER REPORT (Attach. #2) – Receive and File.

C. CNA DIRECTOR REPORT (Attach. #3) – Receive and File.

D. CEO's REPORT (Attach. #4) – Receive and File.

E. FINANCIALS - The Finance-Investment Committee met on January 11

Due to transition from one accountant to another, the Committee is continuing the approval of the October Financials until the next month. The Treasurer has provided a brief summary. (Attach. #5).

*Finance – Investment/Staff Recommendation: To receive and file the Inland Empire Community Foundation and Wells Fargo Financial Reports for period ending December 2020. Approve December 9, 2020 Minutes. Receive & file Grant, CNA, & CEO Reports.*

**Motion: M. Moran to approve the Recommendation. Second: B.**

**Kroonen Approved: 12 Opposed: 0 Abstention Name(s): 0**

V. NEW BUSINESS ITEMS – Action May Be Required

A. Reappointment of Board Members: Craig Borba, Mike Gialdini, and Tori St. Johns.

The three board members have expressed an interest in continuing to serve. The Nominations Committee met on October 20 and reviewed their participation and are recommending re-appointment.

*Nominations Committee Recommendation:* To re-appoint C. Borba, M. Gialdini, and T. St. Johns to 4-year terms.

**Motion:** A Wilson to approve the Recommendation. **Second:** B. Kroonen **Approved:** 15

**Opposed:** 0 **Abstention Name(s):** C. Borba, M. Gialdini, and T.S.J. abstained from voting on their respective appointments.

- B. Review and Adopt the 2019-2020 DRAFT Form 990 (Attach. #6). The Audit Committee met on Jan. 13 for a presentation by Nicole Taylor with Maryanov, Madsen, Gordon & Campbell and had an opportunity to address questions.

*Audit Committee Recommendation:* To adopt the Form 990 for FY 2019-20 and submit to the State.

**Motion:** M. Moran to approve the Recommendation. **Second:** B.

**Kroonens Approved:** 14 **Opposed:** 0

**Abstention Name(s):** 0

- C. Review the Request for Proposals for Audit Firm for the 2020-21 Audit- RAP initiated the search for an audit firm with experience with conducting A133 Audits for 2020-2021. A letter was sent to 20 regional firms. We received two responses, Lund and Guttry and GYL CPA. The Committee reviewed both proposals and discussed pros and cons.

*Audit Committee Recommendation:* To enter into an agreement with Lund and Guttry. The one year agreement includes: Issuance of audited financial statements, management letter and Audit Committee and Board of Directors meetings as requested for \$13,000 and Issuance of Uniform Guidance Audit and Compliance Report for \$7,500.

**Motion:** M. Moran to approve the Recommendation. **Second:** R. Ortega **Approved:** 15 (C. Galvez joined) **Opposed:** 0 **Abstention Name(s):** 0

- D. Review Resolution 2021 – 01 (Attach. #7) Renewal of Existing Policies and Procedures.

The following Resolutions have been deleted:

- 2014.02 – Authorizing the establishment of a new bank account at First Foundation Bank for the benefits of the Senior Inspiration Awards (SIA) luncheon.
- 2015.24 – Authorizing the establishment of a new money market bank account at First Foundation Bank for the benefit of the Regional Access Project Foundation.
- 2018.04 - Amending Authorized signatures required on Bank Accounts – Amending Resolution 2015.23. Replaced in 2019
- 2018.08 - Authorizing the Establishment of a New Bank Account at Provident Bank for the Benefits of Lift to Rise - Replaced in 2020
- 2019.02 - Amending Authorized Signatures Required on Mechanics Bank Account

*Executive Committee Recommendation:* To adopt Resolution 2021.01 which have been reviewed and determined to be relevant and correct.

**Motion:** J. Hayes to approve the Recommendation, but pointed out the two corrections that the Executive Committee made. **Second:** M. Moran **Approved:** 16 **Opposed:** 0 **Abstention Name(s):** 0

- E. Resolution 2021-2 To Delegate Authority to CEO to Carry Out the Business of the Organization (Attach. #8).



The County recently requested that RAP provide documentation for the CEO's authority to sign on behalf of RAP for an agreement. Sufficient documentation was provided but matter was brought forward to the Executive Committee and a Resolution was determined as necessary.

*Executive Committee Recommendation:* To adopt Resolution 2021-2 To Delegate Authority to CEO to Carry-Out the Business of the Organization.

*Motion: M. Moran to approve the Recommendation. Second: B.*

*Kroonen Approved: 16 Opposed: 0 Abstention Name(s): 0*

- F. Review the Employee Handbook for 2021 (Attach. #9) and make recommendation to the Board for adoption. RAP's HR Consultant has updated our annual Handbook for the past Four Years. She is familiar with all the State and Federal Laws and has made the changes to ensure compliance. The Governance Committee met on Jan. 25 to review and discuss.

*Governance Committee Recommendation:* To approve and adopt the 2021 Employee Handbook.

*Motion: M. Moran to accept the Recommendation. And to add two Holidays, Veterans Day and Cesar Chavez Day to the vacation days. Second: B. Kroonen Yes: 16 No: 0 Abstentions: 0*

- G. Earthquake Insurance Policy Extension (Attach. #10)

The policy is due to expire in early February. The cost for the policy for last year was \$5,917.59 and this year's cost is proposed to be \$ 6,826.19.

*Motion: M. Moran to authorize the CEO to extend the contract. Second: B.*

*Kroonen Approved: 16 Opposed: 0 Abstention Name(s): 0*

- H. Approve The James Irvine Foundation Re-granting Request for Proposal 2021.1 (Attach. #11)

The James Irvine Foundation Re-granting Funds RFP 2021.1 are specific to Immigration Services in the following four areas – Communications, Know Your Rights, Deportation Support and Direct Mental/Behavioral Health Services for Immigrant Population. The Re-granting funds are specific to 501 c 3 status nonprofit organizations who provide services for the immigrant population in the Coachella Valley. The amounts to be allocated are as follows:

- a. Direct Mental/Behavioral Health therapeutic/counseling services: for impacted populations – undocumented immigrants, mixed status families and legal immigrants -*Total allocation for this category is \$125,000.00*  
Provide Direct Mental/Behavioral Health therapeutic/counseling services including traditional and nontraditional models and methods including cultural competencies. Professionals providing services must be certified, licensed and/or credentialed by accredited and recognized institutions.

- b. Immigration Services: to impacted populations-undocumented immigrants, mixed status families, legal immigrants. - *Total allocation for this category is \$90,000.00*

1. Communications – ensuring the right people receive the right information at the right time
2. Know Your Rights – educate immigrant populations of their rights to reduce anxiety and fear
3. Deportation Support - legal representation and/or other support to keep families intact

*Grants Review Committee Recommendation:* To approve the RFP as represented.

*Motion: M. Moran to accept the Recommendation. Second: R.*

*Ortega Approve: 16 Oppose: 0 Abstention Names: 0*

- I. Request to waive Performance Grant requirement of reduction in funding request in 2<sup>nd</sup> (25% reduction) and 3<sup>rd</sup> (50% reduction) years, for remainder of FY 2020/2021 due to COVID adverse impact on nonprofits. Action Required

*Grants Committee Recommendation:* To waive the requirement that does not allow applicants to apply for 100% for Performance Grants for FY 2020/2021. Also, to add a question in the application asking if they received CARES Act Funding and how was it used.

**Motion:** *B. Kroonen to accept the Recommendation. Second: A. Martinez Approve: 16 No: 0*  
**Abstention Names:** 0

J. Sponsorship Requests – Review Budgets (Attach. #12)

1. American Jazz Institute - \$2,500

Representative: Alan Schultz, Board of Directors/Treasurer

Palm Desert High School students will participate in a free jazz concert proposed for March 19 and dependent on the pandemic conditions. All students are able to engage in a professional jazz concert live to show them the value of the arts and music. Following the concert the students will have the opportunity to be mentored by professional jazz musicians on stage with all types of questions and direct access. The students will be able to engage with the musicians in groups respective the instruments that the students are currently learning.

*Grants Committee Recommendation:* To approve \$2,500. To draw down \$1000 from the Desert Sands Education Budget and \$1,500 from the Sponsorship fund budget.

**Motion:** *B. Kroonen to approve the recommendation. Second: M. Moran Approved: 14 (E. Romero left the room) Opposed: 0 Abstention Name(s): T. St. Johns*

2. Big Hearts for Little Hearts Desert Guild, Loma Linda Univ. Children's Health (LLUCH) – Indio Clinic - \$2,500

Representative: Josh Zahid, Guilds Manager

The Indio Clinic is the medical home to more than 3,600 Specialty Care, Dental Services, Valley children. Children receive specialized outpatient care at this facility, which offers General Pediatrics, Urgent Care Services, and Sports Medicine. Build Joy with LEGOs™ Campaign was created to bring much needed happiness to those receiving medical care at our Indio Clinic. These therapeutic LEGO™ building blocks will be provided to each child.

*Grants Committee Recommendation:* To approve \$1,500.

**Motion:** *J. Hayes to accept the Recommendation. Second: R. Ortega Approved: 16 Opposed: 0*

**Abstention Name(s):** 0

K. Center for Nonprofit Advancement (CNA) - Action Required *None*

L. Committee Assignments for 2021:

Review Committee Assignments for 2021. Please notify staff if you have an interest in making a change (add or drop) a committee due to interest or availability.

Executive: Craig (Chair), Jan, Matt, Mike, Mark, Joe, Bill, Aurora

Nominations: Mark (Chair), Claudia, Joe, Anna

Finance/Investment: Matt (Chair), Jan, Bill, Craig, Mike



Audit: Van (Chair), Jan, Mark, Bea, Maria

Governance: Aurora (Chair), Rudy, Elizabeth, Mark, Craig - *Correction that the Chair is now Rudy.*

Grants: Craig (Chair), Rosemary, Van, Mike, Aurora: Non board members: Tricia Gehrlein, Ann Dew - add Maria

Facilities: Mike (Chair), Craig, Mark, Rudy, Claudia, Aurora, Matt

Ad Hoc Capital Campaign: Mike (Chair), Mark, Aurora, Pat

CNA: Mike (Chair), Van, Jan, Aurora, Anna, Maria and non-RAP members: Jenai Morehead, Armando Ehrenzweig, Shannon Shea

Health- Mental Health: Tori (Chair), Valerie, Greg Rodriguez (representing Sup. Perez), Bea.

non-RAP Members: Jim Grisham, Robin McCall, Donna Craig, Sylvia King, Ann Dew, Alexa Marquez, Doug Morin.

***Motion: M. Moran to approve the list with changes. Second: B.***

***Kroonen Approved: 16 Opposed: 0 Abstention: 0***

## VI. INFORMATIONAL ITEMS- No Action

A. BOARD ATTENDANCE for 2020 (Attach. #13)

B. EXECUTIVE–Met on Jan. 11. Nov. Minutes (Attach. #14). Next meeting is Feb. 8 at 9 AM.

C. HEALTH-MENTAL HEALTH – Met on Oct. 15. Minutes Attached (Attach. #15). Will meet in Jan./Feb. 2021.

D. GRANTS –Had a Special Meeting on Jan. 20. Dec. 3 Minutes (Attach. #16). Will meet next Feb. 8 at 1:30 PM.

E. CNA– Met Nov. 25 (Attach. #17). Next meeting Jan.27 at 11 AM.

F. FACILITIES- Met on Dec. 9 (Attach. #18). Next meeting Jan. 27.

G. GOVERNANCE – Met on Jan. 25. March 17 Minutes (Attach. #19). Will meet in Feb.

H. AUDIT – Met on Jan. 13. Nov. 18 Minutes (Attach. #20). Next. Meeting in September.

I. FINANCE & INVESTMENT – Met on Jan. 13. Nov. 30 Minutes (Attach. #21). Next mtg. Feb. 8.

J. NOMINATIONS COMMITTEE– Met on Oct. 20. Minutes for Dec. 2019 (Attach. #22). Next meeting in October

## VII. BOARD MEMBER / STAFF COMMENTS

Conflict of Interest Forms due by Feb. 24

Form 700 due by Feb. 24 – check with Mireya if you need help with on-line access.

*CEO introduced Trini Arredondo as the newest RAP Board member.*

*CEO acknowledged that we had 100% Board contribution for 2020.*

*CEO acknowledged board member Rosemary Ortega's end of the year \$15,000 contribution to RAP in 2020.*

*Board Chair C. Ortega/CEO mentioned that the Governance Committee will be reviewing th policy to a appoint a Vice Chair on Committees with similar time limits as the board officers.*

VIII. ADJOURNMENT: Next meeting is February 24, 2021 at 9:00 AM. Adjourned at 10:24 by J. Pye.

**RAP Foundation Annual Board Meeting Approved Minutes**

**Date: February 24, 2021**

Attest: Mike Gialdini

**Mike Gialdini, Board Secretary**

**Minutes respectfully submitted by Mireya Reyes, Executive Assistant**