



REGIONAL ACCESS PROJECT FOUNDATION BOARD OF DIRECTORS
ANNUAL BOARD MEETING DRAFT MINUTES

January 26, 2022 9:00 AM

I. CALL TO ORDER at 9:02 by Chair C. Borba - Roll Call: M. Blue, C. Galvez, M. Gialdini, M. Gonda, B. Gonzalez, R. Gutierrez, J. Hayes, B. Kroonen, A. Martinez, M. Moran, R. Ortega (joined at 9:09), J. Pye, T. St. Johns, A. Wilson, Supervisor Perez.

Also present: L. De Lara, M. Reyes, S. Minor, G. Montano, K. Quintanilla, A. Figueroa.

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:	Second:	Approve:	Denial:	Abstention Names:
<i>M. Moran to approve the agenda as is.</i>	<i>B. Kroonen</i>	<i>15</i>	<i>0</i>	<i>0</i>

III. PUBLIC COMMENT / PRESENTATIONS - None

IV. CONSENT ITEMS: Action Required

- A. Draft Minutes of Board Meeting on December 8, 2021 (Attach. #1)
- B. NPO Centric DIRECTOR REPORT (Attach. #2) – Receive and file.
- C. CEO’s REPORT (Attach. #3) – Receive and file.
- D. FINANCE DIRECTOR REPORT (Attach #4) - Receive and file.
- E. FINANCIAL REPORTS FOR: (Attach. #4a.....)
- F. GRANT DIRECTOR’S REPORT (Attach #5) – Receive and file.
- G. RESOLUTION 2022.02 (Attach. #6)

In order to continue to have the flexibility to hold remote public meetings, AB 361 requires the public agency’s Board of Directors to pass a resolution re-ratifying the state of emergency and reauthorizing remote teleconference meetings on a monthly basis.

Staff Recommendation: To receive and file the December 8, 2021 BOD Minutes, NPO Centric Report, CEO Report, Finance Report, Grants Director Report and Resolution 2022.05.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>V. Tanner to approve the Consent Agenda, excluding items E. F. and B.</i>	<i>M. Moran</i>	<i>15</i>	<i>0</i>	<i>0</i>
	<i>B. Kroonen</i>	<i>15</i>	<i>0</i>	<i>0</i>
<i>M. Moran to approve item B., after discussion.</i>				

V. NEW BUSINESS ITEMS – Action Required

- A. Appoint Officers: Chair, Vice-Chair, Treasurer, and Secretary. This is a two-year term. Per the Bylaws, the Nominations Committee recommends a “slate for officers”. Board members can nominate other members to be considered at this time.

The Nominations Committee Recommendation: To appoint the following persons for officers: Chair- Jan Pye; Vice- Chair -Mike Gialdini; Treasurer- Matt Gonda; Secretary – Aurora Wilson.

Chair: *Jan Pye recommended by Nominations Committee. No other nominations.*

Vice- Chair: *Mike Gialdini recommended by Nominations Committee. No other nominations.*

Treasurer: *M. Gonda recommended by Nominations Committee. No other nominations.*

Secretary: *A. Wilson recommended by Nominations Committee. No other nominations.*

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>B. Kroonen to appoint the four members recommended by the Nominations Committee.</i>	<i>V. Tanner</i>	<i>16 (R. Ortega joined the meeting)</i>	<i>0</i>	<i>0</i>

- B. Reappointment of Board Members: Elizabeth Romero, Rudy Gutierrez, Rosemary Ortega, Claudia Galvez.

The four board members have expressed an interest in continuing to serve.

Staff Recommendation: To re-appoint Elizabeth Romero, Rudy Gutierrez, Rosemary Ortega, and Claudia Galvez to a 4-year term.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>Mark to appoint the four members recommended by the Nominations Committee.</i>	<i>B. Kroonen</i>	<i>16</i>	<i>0</i>	<i>0</i>

- C. Appointment of Board Member: Karina Quintanilla

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>V. Tanner to appoint K. Quintanilla.</i>	<i>M. Moran</i>	<i>16</i>	<i>0</i>	<i>0</i>

New board member K. Quintanilla introduced herself and mentioned her interest in student mental health issues which she sees as being in alignment with RAP’s values. Supervisor Perez welcomed Karina and acknowledged her role on the Palm Desert City Council and being the first Latina to serve on the council.

- D. Review the Employee Handbook for 2022(Attach. #2 Summary of Changes)

RAP’s HR Consultant has updated our annual Handbook for the past Five Years. She is familiar with all the State and Federal Laws and has made the changes to ensure compliance.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>R. Ortega to include the Floating Holidays concept in the Employee Handbook.</i>	<i>A. Wilson</i>	<i>17</i>	<i>0</i>	<i>0</i>
	<i>J. Pye</i>	<i>16</i>	<i>0</i>	<i>1- J. Hayes</i>

M. Moran to include the “generic best practice policy” recommended by HR consultant, direct CEO to proceed with a comprehensive Covid Prevention Program (CPP) for consideration. Adopt the Employee Handbook with these two changes.

Executive Committee Recommendation:

E. Earthquake Insurance Policy

The policy is due to expire in early February 8, 2022. The policy cost with Desert Insurance Solutions (DIS) for last year was \$6826.19. DIS requested that RAP obtain a replacement Earth Quake Quote for this with our new agent so all of our insurance policies are with the same agent. The quote is attached (Attach#3)

Executive Committee Recommendation:

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve the policy at the \$7674.87 cost.</i>	<i>A. Martinez</i>	<i>17</i>	<i>0</i>	<i>0</i>

F. Review Resolution 2022.01 (attach. #4) 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.
 - 2016.05 Transfer of Investment Funds and Beneficial Interest
 - 2016.06 Transfer of Investment Funds and Beneficial Interests
 - 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
 - 2020.01 Renewal of Existing Policies and Procedures – Amending Resolution 2021.01
 - 2020.03 To address COVID – 19 Impacts
- Resolutions included in Resolution 2022.01 have been reviewed by staff and have been determined as being relevant and correct.

Executive Committee Recommendation: To approve Resolution 2022.01.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>V. Tanner to approve the Executive Committee’s Recommendation as submitted.</i>	<i>B. Kroonen</i>	<i>17</i>	<i>0</i>	<i>0</i>

G. Resolution 2022.03 -Credit Authorized Use & Maintenance Policy for RAP Foundation Funds

(Attach. #6). Amending Resolution 2019.06 and incorporating changes approved to include positions previously designated as authorized users.

Executive Committee Recommendation: To approve Resolution 2022.03 as submitted.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve the Executive Committee's Recommendation.</i>	<i>B. Kroonen</i>	<i>17</i>	<i>0</i>	<i>0</i>

H. Resolution 2022.04 Amending the Investment Accounts and Restating Signatories (Attach. #7) Amending Resolution 2015.03 which referenced the investment accounts with Desert Community Foundation and Inland Empire Community Foundation; both accounts are now closed. RAP has only one investment account which is with Well Fargo Investments.

Executive Committee Recommendation: To approve Resolution 2022.03 as submitted.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>B. Kroonen to approve the Executive Committee Recommendation,</i>	<i>V. Tanner</i>	<i>17</i>	<i>0</i>	<i>0</i>

I. Resolution 2022.05 Review and Update the Board Reserve Funds Policy (Attach. #12) Replaces Resolution 2020.07 which include accounts no longer used. We currently only have one Investment account with Well Fargo.

Finance Committee Recommendation: The Committee will meet on January 24 and the Finance Director will report on the recommendation.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve Resolution 2022.05 as submitted.</i>	<i>B. Kroonen</i>	<i>17</i>	<i>0</i>	<i>0</i>

J. Adopt Resolution 2022.06 To Amend the Plan and Trust Required to complete the Form 5500-SF for 2021 for Reporting Small Employee Benefit Plan (401k) Future Plan (Pensys) Retirement Plan Documents (Restatement Package) – (Attach. #13) This is a package we must submit every 6 years to continue with our 401k plan, replaces Resolution 2015.22.

Finance Committee Recommendation: The Committee will meet on January 24 and the Finance Director will report on the recommendation.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve Resolution 2022.06 as submitted.</i>	<i>B. Kroonen</i>	<i>17</i>	<i>0</i>	<i>0</i>

K. Decision on Information Technology (IT) Support

The IT 3-year contract with Acorn expired in October and we have continued on a month-to-month basis. Seven entities were reviewed and the two finalists were ACORN and Google Workspace. Due to limited knowledge of Google Workspace, the Executive Committee granted Staff’s request to allow until December to provide an opportunity to explore the two options further (Attach. #14)

Executive Committee Recommendation: To approve one year contract with ACORN at \$1325 a month.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>V. Tanner to approve the Executive Committee Recommendation.</i>	<i>B. Kroonen</i>	<i>17</i>	<i>0</i>	<i>0</i>

L. Funding Requests. Review YTD Grants Tracker (Attach. #15)

Funding Request -Action Required SMALL GRANT FUNDING REQUESTS:

Organization:	VISION TO LEARN
Program:	Free Eye Exams and Glasses for Coachella Valley Students in Need
Requested Amount:	\$5000
Representative:	Nora MacLellan
Reviewer’s Scores (7):	High: 97%/ Low: 83% = Avg: 92%
Prior RAP Funding:	None – New program of a National Program in Coachella Valley
Vision To Learn provides a proven, cost-effective, and scalable solution bridging a structural gap in healthcare access and directly addressing educational inequity. Our mobile clinics, staffed by licensed doctors, bring eye exams and glasses to children at schools in underserved communities, free of charge. The funds provided will be used to provide free eye exams and glasses to children in the Desert Sands Unified and Coachella Valley Unified Districts elementary schools. It is VTL’s expectation that we will partner with the local Rotary Clubs to provide every child at the elementary school selected with vision screenings.	

Grants Committee Recommendation: To approve grant at \$5000 and offer NPOC annual membership and cover cost but not conditional to receive the funds.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>J. Hayes to approve the Grants Committee Recommendation.</i>	<i>M. Moran</i>	<i>17</i>	<i>0</i>	<i>0</i>

Supervisor Perez stated that RAP’s \$25, 000 contribution to the North Shore emergency was appreciated. C. Borba acknowledged Supervisor Perez’s leadership for making it possible to assist the community with our resources as well as others stepping forward.

M. Reallocation of \$66,000 budgeted for Spring 2022 Desert Fast Pitch

The Board previously approved funding for an event scheduled for November 2021 which was postponed to the Spring of 2022 due to COVID concerns. The NPOC Committee agreed with staff to cancel the Spring 2022 event due to COVID disruptions which made it difficult to plan and raise funds for the event.

NPO Centric Committee Recommendation: To reallocate the funds in the following manner:

- \$20,000 – RAP Foundation Small Grants
- \$16,000 – Special Grants for local nonprofits for Board Development, Strategic Planning, Fundraising Coaching, Website Development, Collaboration Coaching

- \$25,000 – Creation of digital products, creation of content, and marketing to increase membership and awareness of the program
- \$5,000 – Event for local nonprofits in the late Spring to relaunch NPO Centric
 - Paid speaker(s)
 - Networking and Learning Event to keep RAP Foundation and NPO Centric at the top of mind, and allow a space for nonprofits to reconnect with and support each other.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve the NPOC Committee's recommendation.</i>	<i>J. Pye</i>	<i>17</i>	<i>0</i>	<i>0</i>

N. Desert Fast Pitch Fall 2022

The Board will consider allocating funds for the event for FY 2022-2023. However, the event takes planning which requires financial commitment now to initiate the planning. The amount requested, \$66,000, is for grants and the cost of the event will be covered through sponsorships which need to be secured early on.

NPO Centric Committee Recommendation: For the Board to commit to having the event in the Fall of 2022 and commit funding to cover the grants, \$66,000.

Motion:	Second:	# Approve:	#Denial:	Abstention Names:
<i>M. Moran to approve the NPOC Committee's Recommendation</i>	<i>R. Gutierrez</i>	<i>17</i>	<i>0</i>	<i>0</i>

VI. NPO Centric (NPOC)

Stephanie Minor will provide a brief presentation of NPOC activities.

Presentation was made.

VII. INFORMATIONAL ITEMS- No Action

- a. BOARD ATTENDANCE for 2021 ([Attach. #16](#))
- b. EXECUTIVE–Met Nov. 23, Dec. 8, Dec. 10, January 19. December Minutes ([Attach. #17a](#), [Attach. #17b](#), [Attach. #17c](#)).
- c. HEALTH-MENTAL HEALTH – Met on Dec. 16. November 18 Minutes ([Attach. # 18](#))
- d. GRANTS –Met January 20. 15 Minutes attached ([Attach. #19](#)).
- e. NPO Centric–Met January 19. Minutes for June 23, 2021 meeting. ([Attach. #20](#)) Next meeting in February.
- f. FACILITIES– Met October 27 and Nov. 1. October Minutes ([Attach. #21a](#)) November 1 Minutes ([Attach. #21b](#)). Next meeting Jan. 26.
- g. GOVERNANCE – Met Jan. 8. Minutes for July 20 meeting. Next meeting Feb. 8. ([Attach. #22](#))
- h. AUDIT – Met Nov. 15. January 2021 Minutes. Next Meeting in early February. ([Attach -#23](#))
- i. FINANCE & INVESTMENT – To meet Jan. 24. Minutes ([Attach. # 24](#)). Next meeting in February.
- j. NOMINATIONS COMMITTEE– Met January 5 and Jan. 20. Minutes for Oct. 20. ([Attach.#25](#)). Next meeting TBD.

VIII. BOARD MEMBER / STAFF COMMENTS

Committee Assignments will be presented at the February meeting. Please notify the CEO if you have an interest in making a change in committees. Each member is required to participate in a minimum of one, as many as he or she likes so long as they can commit to attending.

The Board Chair will determine the Executive Committee membership.
Form 700s are ready. Please complete by February 26 Board meeting.

Supervisor Perez shared information about Thrillville which will take place at Fairgrounds Feb. 18-27 this year but the Date Festival will return the next year.

Ann Dew expressed appreciation for the board's decision to have her as an Emeritus board member and allowing her to participate in committees and board.

IX. Closed Session: Property Government Code 54956.8

No action taken.

X.ADJOURNMENT *at 10:37* : Next meeting is February 23, 2022 at 9:00 AM. Continental Breakfast will be ready at 8:30.