



Devoted to serving, supporting and empowering Marin's LGBTQ community and everyone in the county living with and affected by HIV.

## **Board of Directors**

### **Minutes of Meeting of April 15, 2019**

Present: Whitney Hoyt, Ruth Dell, Marshall Grimes, Ricardo Segura, Vicki Marti, Stan Swanson, Bryan Cohen. Absent: Andrea Devoto. Staff present: Dana Van Gorder, Leslie Gallen

Whitney Hoyt called the meeting to order at 4:04 pm.

Minutes of the March 11 Board meeting were read, and on a motion made by Grimes and seconded by Hoyt, approved unanimously.

Van Gorder reported that a contract has been signed with Shining Star Consulting (SSC) for accounting and financial reporting services. Segura agreed to serve as Board Treasurer. He will meet with SSC to review their scope of work, assure coordination among CCS, staff and Board, and review of internal controls. Leslie Gallen presented a financial statement at March 29, 2019, subject to closing statements to be prepared for January, February and March by SSC. Van Gorder reported that he and Gallen are beginning budget preparation for Fiscal Year 2019-20. Van Gorder will present a draft budget to the Executive Committee on June 12, and a resulting proposed budget will be presented to the full Board of June 17 for approval. The Board discussed requirements for check signing. Segura moved and Grimes seconded a motion that all checks for monthly fixed expenses may be signed by one authorized signer (Grimes, Van Gorder and Andy Fyne). Additionally, any non-payroll check written to an employee must be signed by two authorized signers, and may not be signed by a person receiving a check. The motion was unanimously approved. The members requested a report from staff on the number and sizes of non-recurring checks written by the agency in order to consider whether any additional changes should be made to current policy to have two signers on all checks.

Van Gorder reported that he, Gallen and Bri Silva met to review administrative functions of the agency: division of labor, possible duplication, possibilities for simplification, and the need for cross-training. The administrative function appears to be well organized and efficient. There is a need for cross-training on Salesforce and Fund Easy.

On a motion by Hoyt, seconded by Grimes the Board agreed to establish a \$2,500 annual "give or get" policy for its participation on fundraising in each calendar year. The motion was unanimously approved. Van Gorder will assure a fundraising training for Board members at the May 9 meeting.



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On a motion by Hoyt, seconded by Grimes and approved, Board members will write biographies for placement on the agency website, and approved minutes of Board meetings will be placed on the website.

The Board discussed moving forward on the search for Executive Director. The agency will conduct the search unless the quality of candidates necessitates identifying an executive search firm.

The Board held an Executive Session starting at 5:55 pm

The meeting was adjourned at 5:58 pm.

Respectfully submitted by

Marshall Grimes