

MINUTES
of
HARBOR COMMUNITY BENEFIT FOUNDATION
Regular Board Meeting

Friday, August 16, 2013
Wilmington Municipal Building: 544 N. Avalon Blvd., Wilmington, CA

CHAIR SEAN HECHT PRESIDED **Call to Order: 10:10 AM**

Present: Chair Sean Hecht, Vice Chair Michele Prichard, Treasurer Silvia Prieto, Secretary Jesse Marquez, Director Peter Peyton, Director David Sloane, Director Kathleen Woodfield (7)

Absent: None

Staff: Executive Director Mary Silverstein, Program Associates Arturo Alvarez and Ata ul Malik Khan

Counsel: General Counsel Michael Jenkins, Jenkins & Hogin, LLP

ITEM A. **OPENING COMMENT – AN OPPORTUNITY FOR MEMBERS OF THE PUBLIC TO ADDRESS THE BOARD ON NON-AGENDA ITEMS**

Public comments were made by:

- Erin Loveridge, Port of Los Angeles High School
- Susan Prichard, Hawaiian Avenue Elementary School
- John Maldonado, Wilmington Community Resident

ITEM B. **STAFF & EXECUTIVE DIRECTOR REMARKS**

- San Pedro's First Annual Food Fest: Saturday, August 17, 2013, hosted by Harbor Community Clinic, in partnership with HCBF, to include over 50 participating organizations. Announced receipt of donations from several Board Members and Ata Khan's family & friends.
- Salud y Vida's Wilmington Healthy Living Conference: Saturday, September 21, 2013. HCBF sponsored.
- 2013 SoCal Environmental Excellence Development (SEED) Awards: September 26. HCBF nominated for its role as a Community Bridge Builder. Winners to be announced at event.

ITEM C. **BOARD MEMBER REMARKS**

- Directors P. Peyton, S. Prieto, J. Marquez and K. Woodfield gave remarks.
- Chair Sean Hecht announced HCBF will be honored October 27 as "Start Up of the Year" at the annual Los Angeles Sustainability Collaborative awards. Nominated by Adrian Martinez.

CONSENT AGENDA

ITEM NO. 1 REVIEW AND APPROVAL OF MINUTES: HCBF BOARD MEETING 6/28/2013

Motion to approve the minutes of the HCBF Board meeting dated 6/28/2013.

ITEM NO. 2 FORMATION OF AD-HOC COMMITTEE - AQMD/AIR FILTRATION PROGRAM

Motion to appoint an ad-hoc committee to support staff and collaborate with AQMD, as needed, on the TraPac Air Filtration School Program that is administered and controlled by AQMD. Committee to consist of three board members: S. Prieto, J. Marquez, and K. Woodfield.

Motion to approve all items on the consent agenda.

Motion by K. Woodfield, seconded by M. Prichard. Motion carried unanimously:

Ayes: 7 (S. Hecht, J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane & K. Woodfield)

REGULAR ITEMS

ITEM NO. 3 GOVERNANCE GUIDANCE: HCBF BOARD OF DIRECTORS & STAFF

Consultant David Norgard presented Governance Report #3 to the Board, intended to 1) offer guidelines to define the roles and responsibilities of the Board of Directors and the Executive Director, 2) establish a Financial Policies and Procedures Manual, and 3) adopt an Employee Handbook, to include Employment Policies and Practices, Standards of Conduct, Operational Policies, Employee Benefits, Whistleblower Policy, Harassment and Grievance Policies.

The Board discussed and deliberated the content of each document, providing editorial comments. The Board directed staff and the consultant to extract one section from the guidelines, titled "Board Member Position Description", to be refined and presented at a later date for further consideration and approval.

Motion to adopt, in substantial form:

- 1) Guidelines for Board and Executive Governance & Management, specifically three sections:**
 - a) Executive Director's Position Description,
 - b) Guidelines Concerning the Board-Executive Relationship, and
 - c) Division of Fiscal Authority.
- 2) HCBF Financial Policies & Procedures Manual, and**
- 3) HCBF Employee Handbook.**

Motion by D. Sloane, seconded by K. Woodfield. Motion carried unanimously:

Ayes: 7 (S. Hecht, J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane & K. Woodfield)

ITEM NO. 4 MID-YEAR FINANCIAL REPORT (as of June 30, 2013) – prepared by NFM Solutions

Previously reviewed and approved by HCBF's Vice Chair and Treasurer, HCBF's Internal Financial Reports, as of June 30, 2013, were provided. Executive Director M. Silverstein presented the mid-year highlights, including variances, if any, found in each major budget category as well as a forecast of expenditures through the end of the calendar year. It was also reported that the Port Community Mitigation Trust Fund (PCMTF), administered by a third-party, has experienced continued weak performance, attributed in part to multi layered management fees charged by the administrator.

Board Treasurer S. Prieto requested clarification on the timing to engage a new investment manager for the trust fund. Executive Director M. Silverstein confirmed the Port of LA and HCBF, joint signers on the account, have provided the requisite notice to CCF, facilitating a change by mid October; interviews for a new fund manager will continue during the September board meeting. The Chair requested staff present a final recommendation for a new fund manager at the October Board meeting.

Motion to receive and file HCBF's Financials for the Second Quarter of 2013, prepared by NFM Solutions.

Motion by M. Prichard, seconded by D. Sloane. Motion carried unanimously:

Ayes: 7 (S. Hecht, J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane & K. Woodfield)

ITEM NO. 5 STAFF REPORTS

Staff presented the following reports:

- a) **Community Benefit Grant – Pilot Program:**

Supported by an ad hoc committee formed during the June board meeting, the grant application guidelines and \$500,000 funding announcement were finalized and released on July 19, 2013. Staff reported two community workshops have occurred, in San Pedro and Wilmington, collectively attracting about 60 attendees. A third and final workshop is scheduled on August 29. Applications are due September 20, 2013.

- b) Health Care Grant Program - Round 1 and Round 2:
Total Awards to date: \$800,000. Funds Disbursed to grantees as of June 30 = \$315,267 (Round 1) plus \$218,500 (Round 2), for a total of \$533,767 or roughly 67%. Grantee performance monitoring is on going through quarterly gatherings and reports.
- c) Social Media
HCBF is building and growing the Foundation's stakeholder community through the use of Social Media. Recent marketing campaigns used HCBF's WebPage, FaceBook, and YouTube. The email distribution list - for monthly meetings, funding announcements, and community news - has grown to over 1500.

Motion to receive and file the staff reports.

Motion by S. Prichard, seconded by S. Prieto. Motion carried unanimously:
Ayes: 7 (S. Hecht, J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane & K. Woodfield)

ITEM NO. 6 CLOSED SESSION

The Board adjourned into closed session at 12:19 p.m.

Anticipated litigation [Government Code Section 54956.9(d)(3)].

ITEM NO. 7 CLOSED SESSION – REPORT OF ANY ACTIVITY TAKEN IN CLOSED SESSION

The Board reconvened into open session at 12:45 p.m.

Chair S. Hecht reported the Board took no reportable action.

ITEM NO. 8 ADJOURNMENT

Chair S. Hecht adjourned the meeting at 12:50 p.m.

I hereby certify that these minutes have been approved.



Jesse N. Marquez, Secretary

8/20/2017
Date