



**HARBOR COMMUNITY
BENEFIT FOUNDATION**

MINUTES

Board of Directors Regular Meeting
February 21, 2014
544 N. Avalon Blvd, Wilmington, CA 90744

Sean Hecht, Chair, Presided, Call to Order: 10:10 A.M.

Board Members Present

Sean Hecht, Chair; Michele Prichard, Vice Chair; Jesse Marquez, Secretary; Dr. Silvia Prieto, Treasurer; Peter Peyton, Director; David Sloane, Director, and Kathleen Woodfield, Director (7)

Absent

None

Legal Counsel

Michael Jenkins, Jenkins & Hogin LLP

Item A. Public Comments on Non-Agenda Items

There were no public comments on non-agenda items.

Item B. Staff & Executive Director Remarks

Mary Silverstein, Executive Director, made the following announcements:

SA Recycling "Crush the Bus"

Thursday, 02/27/14, 10 am; 901 New Dock Street, San Pedro, CA

Regular March Board Meeting Cancelled, HCBF to host 2nd annual Wilmington Health Fair

Ata Khan, Program & Communications Manager, made the following announcements:

Wilmington Second Annual Community Health Fair

Saturday, 03/22/14, 10 am - 2 pm; 1355 Broad Ave, Wilmington

Walk 4 Humanity Donation Recap

Hawaiian Ave ES Field Trip to Catalina Island

Item C. Board Member Remarks

There were no remarks from board members.

CONSENT ITEMS

Item 1. Review and Approve Minutes of the January 17, 2014 HCBF Board meeting

Motion to approve the items on the consent agenda.

Motion by Peter Peyton, seconded by David Sloane, carried unanimously.

REGULAR ITEMS

Item 2. School Air Filtration Program/Noise Mitigation Program

Presented by Patricia Kwon, South Coast Air Quality Management District

Ms. Kwon provided a progress report, recognizing representatives from LAUSD in attendance. Funded from the TraPac MOU before the formation of HCBF, the school air filtration program is controlled and administered by AQMD. Her report indicated initial implementation and installation of high-quality air filters at San Pedro and Wilmington schools had occurred in 2013, noting that some classrooms were not mitigated, yet, because those wall units generate excessive noise, disrupting the learning environment. Potential solutions take into consideration a collaboration of HCBF's noise mitigation program and AQMD's air filtration program.

HCBF Staff acknowledged the HCBF 2013-2016 Strategic Plan anticipated obligating \$250,000 for noise mitigation in the schools during the calendar year ending December 2013.

Motion for Staff to receive and file the AQMD report, and to return with a proposal on how to move forward with a noise mitigation/air filtration collaboration.

Motion by Michele Prichard, seconded by David Sloane, carried unanimously.

Item 3. 2013 Community Benefit Annual Report

Presented by Staff

Meghan Reese, Program Associate, presented a draft Community Benefit Annual Report. The report highlights HCBF's major accomplishments in 2013, including the pilot round of the Community Benefit Grant Program, Healthy Harbor Grants with data from grantee six-month (Round 2) and annual reports (Round 1), Noise Mitigation in the Schools, a trio of annual community events (Wilmington Health Fair, San Pedro Food festival, and Harbor Area Toy Drive), and donor recognitions. The annual report will be supplemented by a condensed web posting and corresponding e-mail announcement.

Board members commented on the content and design. Staff was directed to finalize the annual report, indicating no further input from the Board is required.

Item 4. Great March for Climate Action

Presented by Alicia Rivera, Communities for a Better Environment

Ms. Rivera introduced the Wilmington event on climate change, to be hosted by CBE. On Saturday, March 1, 2014, the "So Cal Climate Action 350" and regional partners will launch a "Great March for Climate Action," walking from Wilmington to USC, participants will advocate for legislative and executive action on policies that address climate change challenge.

Board was requested to support the Wilmington Health Fair and to sign on to the letter writing campaign to congressional delegates regarding climate change. Board discussed the campaign, concluding they needed additional information on the national campaign.

Motion to support the kickoff of the Great March for Climate Action, by supporting the local health fair, to be held at Wilmington Jaycee Park.

Motion by David Sloane, seconded by Michele Prichard, carried unanimously.

Item 5. Renew Contract with Independent Auditor for Calendar Year 2013

Staff presented the renewal of the contract with RBZ, LLP, hired to perform a financial audit of Harbor Community Benefit Foundation for the Calendar Year 2012, to satisfy that the Foundation's financial affairs were in order. Contract terms and rates remain the same as the prior year. The terms reviewed and approved by the Audit Committee.

Motion to approve the letter of engagement, retaining RBZ, LLP, as an independent certified accountant (CPA), to satisfy that the financial affairs of the Corporation were in order for Calendar Year 2013; to conduct meetings with the Staff, audit committee and/or Board of Directors; and to prepare the requisite tax filings for the Corporation, including Form 990, and California forms RRF-1 and 199.

Board further resolves to authorize the Executive Director, with assistance from Counsel, to finalize and execute the professional services agreement between RBZ, LLP and Harbor Community Benefit Foundation for Calendar Year 2013 financial statement audit and tax filings in an amount not to exceed \$21,000.

Motion by Silvia Prieto, seconded by Michele Prichard, carried unanimously.

Item 6. Presentation of Internal Financial Reports:

Mary Silverstein, Executive Director, presented a series of internal year-end 2013 financial reports prepared by NFM solutions, including:

1. Operating Expense Budget Summary as of December 31, 2013
2. Statement of Operating Activities for year ending December 31, 2013
3. Projects & Programs Summary—PCMTF-funded & HCBF Board-approved
4. Projects & Programs Expenditures through December 31, 2013
5. Combined Statement of Cash Flows as of December 31, 2013

Motion to receive, approve and file annual financial reports.

Motion by Silvia Prieto, seconded by Michele Prichard, carried unanimously.

Item 7. Adjournment

Chair S. Hecht adjourned the meeting at 12:01 p.m.

I hereby certify that these minutes have been approved.



Jesse N. Marquez, Secretary

April 25, 2014

Date