



## MINUTES

### BOARD OF DIRECTORS ANNUAL MEETING

May 19, 2014

Think Cafe

302 West 5<sup>th</sup> Street, San Pedro, CA

**Sean Hecht, Chair, Presided, Call to Order: 10:11am**

Board Members Present (7):

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

Absent: None (0)

Legal Counsel: Laura Langer, Jenkins & Hogin LLP

HCBF: Executive Director, Mary Silverstein

#### **ITEM A. PUBLIC COMMENTS ON NON-AGENDA ITEMS**

Stephanie Mardesich, Director of the LA Harbor International Film Festival, commented favorably on HCBF's work in Wilmington and San Pedro, in particular the Vic and Bonnie Christensen Math & Science Center.

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

Executive Director Mary Silverstein confirmed comment letters were submitted to the City of Los Angeles, on three draft planning documents, including a health and wellness General Plan element, a revision to the zoning code, and an update to the mobility General Plan element.

##### **Staff Presentations:**

**1. Community Benefit Grants, Round 2, San Pedro Workshop Recap**

Ata Khan, Programs & Communications Manager, reported on the grant workshop that took place on Wednesday, May 14 at the San Pedro Service Center. 36 representatives from community organizations attended. Ata announced the Wilmington workshop would be held on May 28. In response to questions from Board Member David Sloane, Ata estimated about one-third of the workshop attendees were new.

**2. 2013 Community Benefit Annual Report - Released**

Meghan Reese, Program Associate, presented the newly released 2013 Community Benefit Report. Meghan thanked the Board for its feedback, and announced the report is available on HCBF's website.

#### **ITEM C. BOARD MEMBER REMARKS**

Vice Chair Michele Prichard announced the UCLA Community Scholars Program would make recommendations to the Los Angeles City Council for an allocation of cap-and-trade funds by three underserved neighborhoods, including Wilmington. On May 21, Michele, fellow Board Members Jesse Marquez and Peter Peyton, and Executive Director Mary Silverstein will coach the preliminary presentation by the scholars. A final presentation to the City Council will be held on June 6<sup>th</sup> at City Hall.

Jesse Marquez commented on potential bond funding for projects to include school gardens, murals, and water quality.

## CONSENT ITEMS

*Board Member David Sloane requested Item 3. Records and Retention Policy be moved from Consent Items to Regular Items.*

### **ITEM 1. REVIEW AND APPROVE MINUTES OF HCBF BOARD MEETING DATED APRIL 25, 2014**

Recommended Motion: Approve the minutes of the HCBF Board meeting dated April 25, 2014

### **ITEM 2. OFFICE LEASE – SECOND AMENDMENT**

Amendment to office lease at 150 W. 6<sup>th</sup> Street, Suite 203, San Pedro, CA to extend the term to May 31, 2015, and increase the rentable office space from 700 to 850 square feet. The address will not change.

Recommended Motion: Approve and authorize execution of the second amendment to the office lease for space located at 150 W. 6<sup>th</sup> St., Suite 203, San Pedro, CA 90731, extending the term to May 31, 2015.

### **ITEM 4. HCBF FINANCIALS FOR FIRST QUARTER 2014**

Prepared by NFM Solutions, the unaudited financials for the quarter ending March 31, 2014 were presented to the Board for review and consideration.

Recommended Motion: Receive and file the unaudited HCBF Financial Statements for the quarter ending March 31, 2014.

**Motion to approve Consent Items 1, 2 and 4, by Michele Prichard, seconded by Silvia Prieto, carried unanimously (7 votes).**

## REGULAR ITEMS

### **ITEM 3. GOVERNANCE PRACTICES - HCBF RECORDS RETENTION POLICY**

*Moved from Consent Items to Regular Items*

To fulfill the requirements of auditing best practices, HCBF staff drafted a "Records Retention Policy," with a framework for the length and manner by which Staff manages, archives, and destroys physical and electronic records. HCBF embraces green practices with numerous paperless strategies. Its Records Retention Policy has been tailored to focus on electronic records.

Director David Sloane commented on the general procedure for the maintenance of archives. Board directed staff to create a supplementary policy, to expand on the details in the retention policy, to periodically identify and store archived documents, beyond the legal or audit requirements, including, but not limited to projects and programs funded from the Port Community Mitigation Trust fund.

**Motion to approve and adopt HCBF's Records Retention Policy, with direction to staff to draft a supplemental Archival Policy, as a natural extension, for future consideration.**

**Motion by David Sloane, seconded by Kathleen Woodfield, carried unanimously (7 votes).**

### **ITEM 5. SPECIAL PRESENTATION BY COMMUNITY BENEFIT GRANTEE: SHAREFEST**

Chad Mayer, Executive Director of Sharefest, presented highlights of their 11<sup>th</sup> Annual Workday, including cleaning and beautifying three Wilmington locations, funded by HCBF: Wilmington Rec Center, Broad Avenue Elementary, and the historic Powder Magazine. Chad thanked HCBF for their \$45,000 grant that made the work possible.

In response to questions from HCBF staff Ata Khan, and Director David Sloane, Chad provided an historical overview of Sharefest's contributions over the past decade, benefitting communities throughout LA County, noting in 2014 Sharefest mobilized over 3,200 volunteers, at multiple locations.

## **ITEM 6. REVIEW OF 2013 ANNUAL FINANCIAL REPORTS/AUDIT & TAX**

Auditor Presentation, Renee Ordeneaux, Principal, RBZ

RBZ recapped the discussions with the Audit Committee, presented the 2013 tax filings and 2013 Audited Financial Reports. She recapped her firm's experience with HCBF; commended HCBF's management, its contracted accountant, NFM Solutions, and the Board Audit Committee, for exceptional recordkeeping and transparency that resulted in an unqualified opinion in the audit report.

**The Board reviewed and received the 2013 tax filings and Audited Financial Reports.**

## **ITEM 7. HCBF ANNUAL MEETING - BOARD OF DIRECTORS & OFFICERS ELECTION**

The Board and staff discussed the qualifications, election procedures, and term limits outlined in the Bylaws; Board terms were staggered during the 2013 election, board members are limited to three terms of service, inclusive of partial terms, whether or not such terms are consecutive.

### **Board of Directors Election:**

Three qualified Directors' seats, E, F, and G; David Sloane; Silvia Prieto; and Sean Hecht, respectively; were recommended for renewal, subject to the concurrence of the BOHC. Affirmation by the nominating parties for the three qualified seats was received and filed.

**Seat E: Motion to approve the nomination and renewal of elected and appointed Board Member, David Sloane, for a second term of two years.**

**Motion by Peter Peyton, seconded by Jesse Marquez**

Ayes: (6) S. Hecht, J. Marquez, P. Peyton, M. Prichard, S. Prieto and K. Woodfield

Abstained: (1) D. Sloane.

**Seat F: Motion to approve nomination and renewal of elected and appointed Board Member, Silvia Prieto, for a third and final term of one year.**

**Motion by Kathleen Woodfield, seconded by David Sloane**

Ayes: (6) S. Hecht, J. Marquez, P. Peyton, M. Prichard, D. Sloane, and K. Woodfield

Abstained: (1) S. Prieto

**Seat G: Motion to approve nomination and renewal of elected and appointed Board Member, Sean Hecht, for a third and final term of two years.**

**Motion by Silvia Prieto, seconded by David Sloane**

Ayes: (6) J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane, and K. Woodfield

Abstained: (1) S. Hecht

### **Officer's Election:**

The Bylaws state Board members may serve as an Officer for no more than four years in the positions of Chair, Vice Chair, Secretary, and Treasurer. On May 19, 2014, the Board considered and voted to elect the officers, Chair, Vice Chair, Secretary, and Treasurer, for a one-year term concluding at the next annual meeting, on or about May 2015. The 2014 election marks the beginning of the fourth one-year term for each Officer.

**Chair: Motion to elect Sean Hecht, for a final one-year term.**

**Motion by K. Woodfield, seconded by S. Prieto**

Ayes: (6) J. Marquez, P. Peyton, M. Prichard, S. Prieto, D. Sloane and K. Woodfield

Abstained: (1) S. Hecht



**Vice Chair: Motion to elect Michele Prichard, for a final one-year term.**

**Motion by D. Sloane, seconded by S. Prieto**

Ayes: (6) S. Hecht, J. Marquez, P. Peyton, S. Prieto, D. Sloane, and K. Woodfield

Abstained: (1) M. Prichard

**Secretary: Motion to elect Jesse Marquez, for a final one-year term.**

**Motion by D. Sloane, seconded by M. Prichard**

Ayes: (6) S. Hecht, P. Peyton, M. Prichard, S. Prieto, D. Sloane, and K. Woodfield

Abstained: (1) J. Marquez

**Treasurer: Motion to elect Silvia Prieto, for a final one-year term.**

**Motion by D. Sloane, seconded by P. Peyton,**

Ayes: (6) S. Hecht, J. Marquez, P. Peyton, M. Prichard, D. Sloane, and K. Woodfield

Abstained: (1) S. Prieto

#### **ITEM 8. GOVERNANCE GUIDANCE: HCBF BOARD OF DIRECTORS ANNUAL SELF EVALUATION**

Consultant: David Norgard, OD180 Consulting

Consultant presented a summary of the Board of Directors' second annual self-evaluation. Anonymous evaluations contained 1) Individual performance and satisfaction, noting ratings were high and service on the board was rewarding; and 2) Board performance, offering suggestions to achieve a more productive and comfortable work relationship amongst board members. The consultant also shared high ratings from all Board Members regarding the annual performance of the Executive Director.

The HCBF Board reviewed and considered the board self-evaluations and consultant recommendations.

#### **ITEM 9. STRATEGIC PLAN: INTERACTIVE PLANNING SESSION**

Consultant: David Norgard, OD180 Consulting

Board and staff reviewed and discussed the adopted 2013-2016 Strategic Plan, followed by an interactive planning session conducted by the Consultant. Staff presentation included a progress report – identifying research, grant making, and community engagement programs underway, compared to its adopted strategic goals. Program Expenditures from the Port Community Mitigation Trust Fund, from inception to calendar year end 2013, were compared to the adopted spending plan, followed by projections thru calendar year ending 2015.

Consultant led a strategic planning session to address Board fiduciary responsibilities. He offered guidance to the Board to build and strengthen its collaborative relationships and develop new resources for strategic growth and organizational sustainability. Discussions included Board involvement in fundraising to 1) support and enhance the foundation's research, grant making, and community engagement and 2) develop new funding sources in support of its mission and vision.

Board approved the formation of a temporary ad-hoc Resource Development Committee, comprised of board members Sean Hecht, Jesse Marquez and Michele Prichard. The committee will offer guidance to staff in the development of a new funding initiative, including funding through the Port and other potential sources, to ensure the sustainability of the organization, to be presented to the Board at a later date.

Board approved the formation of an ad-hoc Green School Initiative Committee, comprised of board members Peter Peyton and David Sloane. The committee will offer guidance to staff in the development of an RFP for a new grant program to benefit Wilmington and San Pedro, to be presented to the Board at a later date.

**ITEM 10. MEETING ADJOURNED**

Chair S. Hecht adjourned the meeting at 2:13 P.M.

*I hereby certify that these minutes have been approved.*

  
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Jesse N. Marquez, Secretary

7/11/2014  
Date