



BOARD OF DIRECTORS MEETING
Friday, April 21, 2017, 10:00 A.M.
San Pedro Municipal Building
638 S. Beacon Street, Room 452, San Pedro, CA 90731

BOARD MEMBERS:

David Sloane, Chair; Gisele Fong, Vice Chair; David Thornburg, Treasurer; Kathleen Woodfield, Secretary; Michele Prichard, Director; Cristin Mondy, Director; and Ed Avol, Director

HCBF: Meghan Reese

LEGAL COUNSEL: Michael Jenkins, Jenkins & Hogin LLP

AGENDA

ITEM A. PUBLIC COMMENT ON NON-AGENDA ITEMS

ITEM B. STAFF REMARKS

ITEM C. BOARD MEMBER REMARKS

ITEM D. GUEST PRESENTATION(S) – None

CONSENT ITEM(S)

ITEM 1. REVIEW AND APPROVAL OF HCBF BOARD MEETING MINUTES DATED MARCH 17, 2017 (Attachment 1).

Recommendation to Board:

- 1. Approval of the minutes of the HCBF Board meeting dated March 17, 2017.**

REGULAR ITEM(S)

ITEM 2. REVIEW AND APPROVAL OF AUDIT FOR 2016 (Attachment 2)

SUMMARY: A copy of the proposed Audit for 2016 is attached for the Board's review and discussion. The documents were reviewed by HCBF's Treasurer, David Thornburg, and HCBF's Board Chair, David Sloane. A copy of the following drafts are attached:

1. Board Letter
2. Financial Statement
3. Internal Control Letter
4. Management Comment Letter

Recommendation to Board: Approval of the annual Audit for FY 2016.

ITEM 3. REVIEW AND APPROVAL OF CONSULTING AGREEMENT WITH BEN SCHIRMER (Attachment 3)

SUMMARY: As a result of the Executive Director's resignation, the board finds itself in need of professional aid to train our current staff in duties that she has not been involved with previously. The following documents are attached for the Board's review and discussion:

1. A draft of the consulting agreement with Ben Schirmer.

Recommendations to Board:

1. **Approve the execution of a consulting contract with HCBF's previous Executive Director, Ben Schirmer, on a part-time basis.**
2. **Approve the Foundation to retain Mr. Schirmer at \$100 an hour for no more than 10 hours per week for a period not extending beyond six months from the date of signing of the contract.**

ITEM 4. APPROVAL FOR RESOLUTION TO GRANT AUTHORITY TO MEGHAN REESE AS AUTHORIZED SIGNER

SUMMARY: Ben Schirmer, former Executive Director, and authorized signer on behalf of HCBF, resigned from the Foundation as of March 31, 2017, with Meghan Reese as the remaining HCBF employee. The Board shall vote to grant authority to her as signator on behalf of HCBF, as provided in HCBF's by-laws sections 13.1 and 13.2, until an Executive Director or authorized signer is selected.

Recommendations to Board:

1. **Board shall consider and vote to authorize Meghan Reese as Interim Executive Director of HCBF, until a replaced is selected.**
2. **Board shall consider and vote to authorize Meghan Reese, in her capacity as the Interim Executive Director, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Foundation, and such authority may be general or confined to specific instances as detailed in the proposed Resolution.**
3. **Board shall consider and vote to authorize Meghan Reese, in her capacity as the Interim Executive Director, to sign checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness on behalf of the Foundation as detailed in the proposed Resolution.**

ITEM 5. DISCUSSION OF SPENDING AND FUTURE DIRECTION OF HCBF (Attachment 4)

SUMMARY: The Board will discuss and vote on the future of HCBF spending for the remainder of 2017, if different than the original Board vote on January 27, 2017 to spend \$500,000 on Round 6 of Community Benefit grants, and potential funding for 2018. A copy of the following documents are attached for the Board’s review and discussion:

1. Memo from Ben Schirmer regarding the current status of HCBF and potential scenarios for the future.

Recommendations to Board:

1. **Maintain the previously approved \$500,000 in funding for Round 6 of Community Benefit grants, or approve a revised amount for the remainder of 2017.**
2. **Approve an annual amount of grant funding for 2018 grant cycles.**
3. **Discuss and vote on direction of HCBF future funding.**

ITEM 6. DISCUSSION AND APPROVAL OF LAND USE STUDY REVISIONS AND DISEMMINATION PLAN (Attachment 5)

SUMMARY: At the last board meeting, Board members discussed options for moving forward with the Final Land Use Study, as well as a dissemination plan. It was determined that the Land Use Ad-Hoc committee would meet to discuss these options. The Land Use Ad-Hoc committee, consisting of David Sloane, Kathleen Woodfield, and Sean Hecht, met via conference call on April 6th to discuss and create a list of revisions to the Final Land Use Study document presented by Raimi + Associates at the February 24th Board meeting. The Ad-Hoc committee will also make recommendations to the Board regarding a dissemination plan for the Land Use Study. A copy of the following documents are attached for the Board’s review and discussion:

1. Memo from the Land Use Ad-Hoc committee regarding next steps.

Recommendation from Ad-Hoc Committee:

1. **Approve the hiring of BlinkTag (with Raimi + Associates) to produce a website to support the Land Use Impacts Study.**
2. **Approve the hiring of Raimi + Associates to complete the tasks laid out in the attached memo.**

ITEM 7. DISCUSSION AND APPROVAL OF AMENDED ANNUAL BOARD OF DIRECTORS MEETING DATE CURRENTLY SCHEDULED FOR MAY 19, 2017

SUMMARY: David Sloane, Board Chair, has a scheduling conflict on May 19th, for the Annual Board of Directors meeting.

Recommendations to Board:

1. **Approve an amended date for the annual meeting.**
2. **Approve location for the 2017 Annual Board of Directors meeting.**

ITEM 8. CLOSED SESSION

Gov't Code Section 54957
Employee Appointment
Title: Executive Director

ITEM 9. MEETING ADJOURNMENT

Next Meeting:

Meeting date and location TBD within this agenda

PUBLIC BOARD MEETINGS:

Public Input: An opportunity for the public to address the Board on Agenda items or other items germane to the business of the Board will be provided before or during consideration of the item. Members of the public who wish to speak on any item are requested to complete a speaker card for each item they wish to address, and present the completed card(s) to the Staff. A speaker will be limited to (3) minutes to speak on public interest items.

Agendas: Agendas contain a brief description items to be considered. Where Staff recommendations are made, please note that the Board may exercise its discretion to take action on any action item, up to and including final approval.

Quorum: 4 members of the Board constitute a quorum for the transaction of business. Consent items may be approved without discussion.

Regular Meetings: The Board shall meet regularly, typically on a monthly basis (times and locations To Be Determined). Agenda is subject to revision in accordance with the Brown Act. Agendas will be available in hard copy at the meeting.

Harbor Community Benefit Foundation does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services, and activities. Sign language interpreters, assistive listening devices, and translation services may be provided. If you require special assistance to participate in this meeting, you must submit your request in writing to the above address at least one week prior to the meeting. HCBF can be contacted at (310) 997-7116. www.hcbf.org