



**HARBOR COMMUNITY
BENEFIT FOUNDATION**

**MINUTES OF
BOARD OF DIRECTORS MEETING
Wilmington Chamber of Commerce
544 N. Avalon Blvd., Wilmington, CA 90744
Friday, April 15, 2016, 10:00 A.M.**

BOARD MEMBERS:

Present: Sean Hecht, Chair; David Sloane, Vice Chair; David Thornburg, Treasurer/CFO; Kathleen Woodfield, Secretary; Cristin Mondy, Director; Gisele Fong, Director; and Michele Prichard, Director

HCBF: Ben Schirmer, Meghan Reese, and Ata Khan

LEGAL COUNSEL: Michael Jenkins, Jenkins & Hogin LLP

Meeting called to order at 10:01 AM

ITEM A. PUBLIC COMMENT ON NON-AGENDA ITEMS

Salvador Lara announced that Clean Wilmington, a program funded by HCBF, will now be managed under SBCC Thrive LA. Salvador Lara also mentioned that he will be meeting President Barack Obama.

ITEM B. EXECUTIVE DIRECTOR REMARKS

Ben Schirmer provided the following updates:

- Received preliminary scope of work from consultant for planning
- Conference call being scheduled Gift and donation acceptance policy
- Form 990 received this week, to be sent to Finance Committee members and then presented to the full Board at the May meeting
- Staff received 8 applications for \$520,459 in Round 5 of Healthy Harbor and is currently reviewing submissions and preparing for site visits.

ITEM C. BOARD MEMBER REMARKS

Gisele Fong mentioned the nexus study being conducted by the Port of Long Beach and congratulated Michele Prichard on the approval of Clean Up Green Up. Michele Prichard requested to formally commemorate the meeting in the memory of Ray Marquez, the son of former Board member Jesse Marquez, who recently passed away.

ITEM D. GUEST PRESENTATION

None

CONSENT ITEM

ITEM 1. REVIEW AND APPROVAL OF MINUTES FOR HCBF BOARD MEETING DATED MARCH 4, 2016

Motion by David Sloane. Seconded by Kathleen Woodfield. Carried unanimously.

REGULAR ITEMS

ITEM 2. REVIEW AND APPROVAL OF AUDIT FOR 2015

A copy of the proposed Audit for 2015 was provided for the board's review and discussion. The documents were reviewed by HCBF's Treasurer, David Thornburg, and HCBF's Board Chair, Sean Hecht. A copy of the following drafts were also provided for the board's review and discussion:

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

Ben thanked the auditors. Auditors remarked that audit findings are an "unmodified opinion," which is the highest quality finding, and there are no internal control recommendations made. Ben mentioned two comments from the auditor notes: that bank statements be received electronically, and that the Board review and approve any payroll changes. The Board recommended that David Thornburg receive electronic statements as part of his duties as Treasurer.

Board voted to approve the annual Audit for FY 2015.

Motion by Michele Prichard. Seconded by Kathleen Woodfield. Carried unanimously.

ITEM 3. GRANT REVIEW PRESENTATION

As a follow-up to the discussion held at the March 4th board meeting, Staff presented a review of grant funding from inception to date. The Board provided initial comments to Staff on the review and recommended edits. Staff will incorporate Board edits and provide an update at the next meeting.

ITEM 4. DISCUSSION OF RECENT DEVELOPMENTS RELATING TO THE PORT OF LOS ANGELES AND ANY IMPLICATIONS FOR HCBF

Recent revelations about the status of mitigation of impacts of the China Shipping and TraPac terminal projects may have implications for HCBF. A copy of the following were provided for the board's review and discussion:

1. Los Angeles Times article, dated October 14, 2015.
2. California State Controller Betty Yee's letter to the Port of Los Angeles regarding the current state of mitigation measures related to China Shipping., dated January 19, 2016.
3. Los Angeles Times article, dated February 19th, 2016.
4. Coalition for A Safe Environment Press Release, Port of Los Angeles \$500 million BNSF SCIG Rail Project Halted by Environmental Justice Groups, dated March 30, 2016.
5. Port of LA BNSF SCIG CEQA lawsuit, Opinion and Order

The Board discussed recent events related to the Port of Los Angeles. A public comment was provided by Jesse Marquez on other recent Port-related updates. Board agreed to incorporate this conversation into planning discussions in future meetings.

ITEM 5. CHINA SHIPPING AIR QUALITY MITIGATION FUND, NEXT STEPS

Staff and the Board chair updated the board about the status of efforts to establish the Air Quality Mitigation Fund account. A copy of the following were provided as background for the board’s review and discussion:

1. Memorandum to HCBF Board from Chair Sean Hecht re Status of China Shipping Air Quality Mitigation Fund, dated February 24, 2016.
2. Memorandum to HCBF Board from Chair Sean Hecht re Board Consideration of Proposed HCBF/China Shipping Agreement, dated September 9, 2015.
3. HCBF China Shipping Agreement.

Board voted to create an ad hoc committee to explore an agreement with a potential financial manager for the Air Quality Mitigation Funds. Committee consists of Michele Prichard and Gisele Fong.

Motion by Michele Prichard. Seconded by David Sloane. Carried unanimously.

Board adjourned to closed session at 11:35 AM.

ITEM 6. CLOSED SESSION – DISCUSSION OF EXECUTIVE DIRECTOR PERFORMANCE EVALUATION

Employee Performance Evaluation
Government Code Section 54957

Title: Executive Director

No reportable action from closed session.

ITEM 7. MEETING ADJOURNMENT

Meeting was adjourned at 12:01 PM.

Kathleen Woodfield, Secretary

Date