



GOVERNING BOARD MEETING MINUTES
956 South Main Street, Colville, WA 99114
March 27, 2019

ATTENDANCE

Regular Member

- Fran Bessermin
- Don Dashiell
- Nathan Davis
- Dana DePaulo
- Mike Hanson
- Pax Howes
- Steve Kiss
- Dorothy Knauss
- Janet Koeppen
- Nicole Miller
- Joanie Matter
- David Nielsen
- Russell Pelleberg
- Matt Schanz
- John Smith
- Mark Stedman

Alternate Member

- Alyssa Arrell
- Keren Crum
- Mike Frizzell
- Lynne Guhlke
- Scott Hutsell
- Judy Hutton
- Gary Kohler
- Mike Manus
- Steve Parker*
- Shirley Sands
- Ken Smith
- Amy Trenkle*
- Robert Willford

Staff

- Carolyn Campato
- Kelly Charlton
- Lori Fogle
- Nancy Foll
- Rick Thompson
- Connie Mahugh
- Alex Panagotacos
- Nancy Williams
- Terry Titmus
- Nancy Williams

Guests

- Andrew Engle
- Robert Rosencrants

Indicates attendance

*Indicates attendance by an alternate member in place of a regular member

Convene, Agenda Additions/Corrections.....	Page 1
Minutes Approval, Public Comments, Holding Company, Program Overview, Public Comments, RR Holding Company Membership, Victim Services Program Overview, Executive Session, Executive Director Report, Board Chair Report	Page 2
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Old Business, New Business, Governing Board Comments, Evaluation, Adjourn	Page 5

- Governing Board Chairperson Matt Schanz called the meeting to order at 4:08 PM and all in attendance introduced themselves.
- Agenda Additions/Corrections:
 - As the Head Start Policy Council representative was absent, the Head Start Policy Council Report was removed from the agenda.
 - Executive Director hiring process was added to New Business.
 Dorothy Knauss moved to approve the agenda, David Nielsen seconded and the motion carried.
- January 23, 2019 Meeting Minutes: Nathan Davis moved to approve the January 23, 2019 minutes, David Nielsen seconded and the motion carried.

PUBLIC COMMENTS

There were no public comments.

RURAL RESOURCES HOLDING COMPANY BOARD MEMBERSHIP

Rural Resources Holding Company Executive Director, Barry Lamont, reported that the Rural Resources Holding Company is a C501(25) company that holds property for Rural Resources Community Action. Holding Company Bylaws require the Holding Company Board to consist of current Rural Resources Governing Board members. Barry asked for volunteers from the Rural Resources Governing Board to also serve as members of the Holding Company Governing Board. After discussion, it was presented that Janet Koeppen, Matt Schanz, Mike Hansen, Joanie Matter and Don Dashiell would serve as Holding Company Board members. Steve Parker moved to approve, Dorothy Knauss seconded and the motion carried.

VICTIM SERVICES PROGRAM OVERVIEW

Alex Panagotacos, Victim Services Division Director, provided an overview of the Victim Services' programs including a detailed description of the services, service area, number of employees, number of clients served and funding sources. Alex also presented the Governing Board members with a detailed orientation packet. A question and answer session followed Alex's presentation.

EXECUTIVE SESSION

Governing Board Chairperson, Matt Schanz, called for an Executive Session at 4:30 PM. The session was called for 10 minutes. All non-Board members were excused from the meeting except for Rural Resources Interim Executive Director Nancy Foll.

At 4:40 PM Nancy Foll announced the Executive Session was continued to 4:45 PM

At 4:44 PM Nancy Foll announced the Executive Session was completed.

At 4:45 PM Governing Board Chairperson Matt Schanz called the general meeting back into session.

Matt Schanz stated he would entertain a motion to accept the recommendation of the Administrative Committee regarding a previous employee request. Steve Parker moved to approve the motion, David Nielsen seconded and the motion carried.

EXECUTIVE DIRECTOR REPORT

Interim Executive Director, Nancy Foll, presented an informative power point on the Rural Resources organizational structure, programs offered under each department and an outline of current revenue and expenses.

GOVERNING BOARD CHAIRPERSON'S REPORT

Governing Board Chairperson, Matt Schanz, presented two items which required Governing Board approval.

- **Resolution 01-19 Authorization to Obligate and Bind**

This resolution authorizes the Rural Resources Governing Board Chairperson and the Executive Director to obligate and sign documents on behalf of the Agency. Dorothy Knauss moved to approve the resolution, David Nielsen seconded and the motion carried

GOVERNING BOARD CHAIRPERSON'S REPORT (continued)

- **Head Start Grant Application Approval**

The Executive Committee approved the Head Start Grant Application between Governing Board meetings. Matt Schanz stated he would entertain a motion to ratify approval of the FY2019 Head Start Five Year grant, including an in-kind waiver of \$194,415 and 1.77% increase for Head Start salaries. John Smith moved to approve, David Nielson seconded and the motion carried.

FINANCE COMMITTEE REPORT

As Finance Committee Chairperson Don Dashiell, was not present, his Alternate Representative, Steve Parker, reported for the Finance Committee.

- **January and February 2019 Finance Reports**

Steve reported the Finance Committee reviewed and discussed the January and February 2019 Finance Reports. Steve moved to approve the reports, Amy Trenkle seconded and the motion carried.

- **January and February 2019 Credit Card Reports**

Steve reported the Finance Committee reviewed and discussed the January and February 2019 Credit Card reports. Steve moved to approve the reports, John Smith seconded and the motion carried.

- **FYE Feb 28 2018 Form 990**

Steve reported the Finance Committee Due received the Form 990 however due to time restraints, this will again be reviewed in depth and discussed at the May Board meeting.

- **Fixed Asset Purchase**

Steve discussed the need for Head Start to purchase a commercial dishwasher for one of the Head Start facilities, with Governing Board approval, to allow the purchase with a maximum cost of \$9,000. Steve moved to approve the purchase, Amy Trenkle seconded and the motion carried.

- **Resolution 02-19 Key Bank Operating Account Check Signing Authority**

Steve presented Resolution 02-19 which identifies those persons authorized to sign checks at Key Bank for the agency corporate account. Steve moved to approve the resolution, Nathan Davis seconded and the motion carried.

- **Resolution 03-19 Key Bank Security Deposit Account**

Steve presented Resolution 03-19 which identifies those persons authorized to sign checks at Key Bank for the Security Deposit account. Steve moved to approve the resolution, John Smith seconded and the motion carried.

- **Resolution 04-19 Access to Key Bank Safe Deposit Box**

Steve presented Resolution 04-19 which identifies those persons authorized to access the safe deposit box at Key Bank in Colville. Steve moved to approve the resolution, John Smith seconded and the motion carried.

- **Resolution 05-19 Washington Federal Bank Account**

Steve presented Resolution 05-19 which identifies those persons authorized to sign checks at Washington Federal Bank for an agency account. Steve moved to approve the resolution, Nathan Davis seconded and the motion carried.

COMMITTEE REPORTS

Executive Committee

Governing Board Chairperson, Matt Schanz reported the Executive Committee discussed the benefits of having legal counsel on retainer for the agency and that Nancy Foll discussed bringing in an outside management consultant to address organization issues. The consultant would meet with Governing Board members and Management staff independently and together as a group.

Administrative Committee

- **Employee HR Request**

Steve Kiss, Administrative Committee Chairperson, reported this item was discussed by committee members during the Administrative Committee meeting and with all Governing Board members during the Executive Session.

- **Governing Board Membership**

Steve reported the committee had further discussion regarding the need for another low-income representative on the Governing Board. The Hunger Coalition may step into the Ford Senior Sunset Club position. The committee will continue the discussion at future meetings.

- **Bylaws**

Steve Kiss reported the committee would continue to review and discuss the current Bylaws at future meetings.

Planning Committee

- **Opioid Addiction and Recovery Grant Application**

David Nielson, Planning Committee Chairperson, reported the committee reviewed the Opioid Addiction and Recovery Grant. This grant is funded through the Providence NE Washington medical group in the amount of \$56,250 and will provide funding for programs addressing opioid addiction and recovery services. David Nielson moved to approve the grant Steve Parker seconded and the motion carried.

Head Start Committee

As Head Start Committee Chairperson Mark Stedman was absent, Joanie Matter reported for the committee.

- **Policy Council Bylaws**

Joanie reported the committee reviewed the Policy Council Bylaws. Joanie reported there were minimal changes regarding action items that addressed membership. Joanie moved to approve the Policy Council bylaws, David Nielsen seconded and the motion carried

- **Nonfederal Share (Inkind) Wavier Request**

Joanie reported on the Nonfederal Share (Inkind) Wavier Request in the amount of \$25,000 for the 2018-2019 school year. Joanie moved to approve the request Dorothy Knauss seconded and the motion carried.

- **Absentee Reason Report**

Joanie reported the committee reviewed and discussed the Absentee Report. Joanie provided an overview of the information in the report.

- **January and February Monthly Program Reports**

Joanie reported the committee reviewed and discussed the January and February Monthly Program Reports. Joanie provided an overview of the information in the reports.

- **January and February WINS Reports**

Joanie reported the committee reviewed and discussed the January and February WINS reports. Joanie provided an overview of the information in the reports.

HEAD START POLICY COUNCIL REPORT

No report

OLD BUSINESS

No old business

NEW BUSINESS

- **Executive Director Hiring Process**

Matt Schanz presented the need to assemble a Hiring Committee to address the appointment of a new Executive Director. John Smith moved to approve the current Executive Committee members as the hiring committee, Amy Trenkle seconded and the motion carried.

GOVERNING BOARD MEMBER COMMENTS/ANNOUNCEMENTS

David Nielson addressed the need to authorize Interim Executive Director, Nancy Foll the ability to contract with professional employment recruiters in the recruitment of the Fiscal Director and Executive Director positions. David Nielson moved to approve up to \$20,000 total to be spent for recruitment of the two positions, John Smith seconded and the motion carried.

EVALUATION OF MEETING

Evaluation forms were distributed to all Governing Board members in attendance, so they could provide input on the meeting process.

ADJOURN

At 5:35 PM Governing Board Chairperson Matt Schanz stated he would entertain a motion to adjourn the meeting. Dorothy Knauss moved to adjourn. Steve Kiss seconded, the motioned carried and the meeting adjourned.

NEXT MEETING

The next meeting is scheduled for May 22, 2019