



MINUTES

BOARD OF DIRECTORS OF THE EUREKA SCHOOLS FOUNDATION

January 13, 2016

6:00 P.M. Eureka Union School District Office

The Board of Directors of the Eureka Schools Foundation, a California nonprofit public benefit corporation, held its regular meeting on Wednesday, January 13, 2016, at 6:00 p.m. at the Eureka Union School District Office, 5455 Eureka Road, Granite Bay, California.

1. Meeting called to Order at 6:06 pm.

Attendees: Matt McGarty, Kinh Hoang, Sandra Urosevic, Lori Dangberg, Mark Goozen, Jessica Keefe, Lyn Kleinbach, Jessica Rafanan, Steve Schorer, Vilma Stoberlein, Kim Vincent, Tony Corado, Tom Janis, Sean Healy, Renee Nash, Trici Jones, Annette Stalker, Stephanie Kerns, Jack Moore, Tina Runyen.

Welcome Tony Corado as EUSD Board of Trustees Representative.

2. November Minutes

BOARD VOTE:

MOTION: MOTION TO APPROVE NOVEMBER MINUTES MADE BY LORI DANGBERG. SECOND MADE BY JESSICA RAFANAN. NO OPPOSED. NO ABSTAIN. ALL IN FAVOR. MOTION APPROVED.

3. Lafler Moore

Lafler Moore presented audited financials to ESF Board of Directors. Lafler Moore noted that it is important to ensure that all event chairs maintain proper event records. Event binders need to be expedited after the event and given to our treasurer, Kinh Hoang. Kinh to provide originals of event records to Lafler Moore and return copies to event chairs.

Audited Financial Statements included in minutes.

BOARD VOTE:

MOTION: MOTION TO APPROVE THE AUDIT REPORT AS PRESENTED MADE BY MARK GOOZEN. SECOND MADE BY LYN KLEINBACH. NO OPPOSED. NO ABSTAIN. ALL IN FAVOR. MOTION APPROVED.

4. Financial Report (KhinH Hoang)

ESF financials as of Dec 7, 2015 presented and attached to minutes. Net income for Auction Gala was \$165,067. Year-by-year Auction Gala comparison presented. Event chairs interested in reviewing event analysis should reach out to Khinh Hoang for further information.

From Governance perspective, as we review and approve event budgets, best practice would be to review event trends and previous years' analysis before providing budget approvals.

5. Executive Committee Report (Matt McGarty)

VP of Governance & Internal Affairs position is still open. If anyone on the Board is interested or knows someone who would be a good fit, reach out to Matt McGarty. Skill set desired includes previous board experience, possible legal/HR knowledge, etc.

Executive Committee is reviewing Board vacancies and has identified a few potential candidates. Meetings with candidates will be scheduled over the next few weeks.

6. Revision of Bylaws (Matt McGarty)

Hunt Jeppson & Griffin LLP agreed to serve as counsel of record. Renee Nash to be listed as Registered Agent for Service of Process.

Only previous Operating Committee will be allowed to vote for approval of bylaw revisions. Operating Committee members present: Matt McGarty, Lori Dangberg, Kim Vincent, Lyn Kleinbach, Mark Goozen, Jessica Rafanan, Sandra Urosevic and Steve Schorer.

A few things to note regarding revised Bylaws:

Board Members have 1, 2 or 3 year terms. Currently there are no limits on years of service.

Fiscal year July 1 – June 30 is consistent with school year.

Quorum is now defined as the majority of the Board.

A provision was added from Governance perspective. It is the responsibility of the Event Chair to present proposed budget for Board review and approval 90 days prior to event. Feedback received that 90 days may be too early for certain events. Amendment proposed to reduce minimum time from 90 to 60 days by which a committee needs budget approval for event.

Nominating Committee to review Board terms in addition to election of officers at the end of each fiscal year.

BOARD VOTE:

MOTION: MOTION TO APPROVE REVISIONS TO BYLAWS AS PRESENTED WITH AMENDMENT TO REDUCE MINIMUM TIME FOR PRIOR APPROVAL OF EVENT BUDGET FROM 90 TO 60 DAYS MADE BY LORI DANGBERG. SECOND MADE BY STEVE SCHORER. ALL IN FAVOR. NO OPPOSED. NO ABSTAIN. MOTION APPROVED.

7. Board Structure (Margot Birch & Sandra Urosevic)

Margot Birch and Sandra Urosevic working on a document that outlines roles, responsibilities and reporting structure of Board committees and subcommittees.

8. Events

- a. Art Auction (Trici Jones & Gerica Coad)

Art Auction is scheduled on March 4, 2016. Art Auction budget presented to Board by Trici Jones (budget attached to Minutes). Projected income is approximately \$19,000. El Sombrero and Scoreboards Pizza will provide a percentage of proceeds to ESF. Working with Bayside Church to determine whether they will cover printing costs again this year.

a.i. Budget

BOARD VOTE:

MOTION: MOTION TO APPROVE ART AUCTION BUDGET AS PRESENTED MADE BY KIM VINCENT. SECOND MADE BY JESSICA KEEFE. NO OPPOSED. NO ABSTAIN. ALL IN FAVOR. MOTION APPROVED.

b. Annual Giving Campaign (Kim Vincent)

Annual Giving Campaign (AGC) budget presented to Board by Kim Vincent (budget attached to Minutes). Participation number is aggressive based on assumption. AGC will participate at Art Auction, which may increase participation over last year.

b.i. Budget

BOARD VOTE:

MOTION: MOTION TO APPROVE ANNUAL GIVING CAMPAIGN (AGC) BUDGET AS PRESENTED MADE BY LORI DANGBERG. SECOND MADE BY JESSICA KEEFE. NO OPPOSED. NO ABSTAIN. ALL IN FAVOR. MOTION APPROVED.

c. Golf Tournament (Mark Goozen)

Golf Tournament is scheduled on May 11, 2016. Currently 27 foursomes have verbally committed (target is 34 foursomes). \$30,000 committed in sponsorships. Wells Construction will be the title sponsor.

Budget to be presented at next board meeting.

d. Fund Run

No event chair currently identified.

Race directors are quite costly. Discussed possibility of making changes that involve less time commitment and number of volunteers. 125 volunteers are needed to pull together the Fund Run. So much of an event chair's ability to pull off a successful event is due to being able to connect with the community and participants. Race Director may not have the same community connections.

Expo is a vehicle for sponsors to be visible to community at the event.

Given previous considerations of moving the Fund Run to the fall and looking at some of the challenges we are facing with finding an Event Chair, the general consensus of the Board is to move the Fund Run to the fall and utilize the event as a great way to kick off the new school year.

9. Committee Updates

a. Sponsorship (Mark Goozen)

The Sponsorship Committee has \$80,500 of committed sponsorship money for current fiscal year. Broken down as follows: \$34,500 - Auction Gala, \$30,000 – Golf Tournament,

\$3,500 - Art Auction, \$2,500 - Fund Run, \$10,000 - AGC. Continuing to reach out to secure sponsorships for events.

b. Website (Rick Randolph)

Follow up from Board members needed on test site before going live.

c. Board Training & Evaluation (Lisa Bader)

No update.

d. Volunteer Recruitment (Jessica Keefe and Lyn Kleinbach)

Coffee chats are scheduled on Tuesday, January 26 at Maidu and Wednesday, January 27 at Greenhills. Volunteer sign up forms will be provided at each site. Goal is emphasize value of ESF organization.

10. Superintendent's Report (Tom Janis)

Parent Educator Workshop – ESF to partner with EUSD for day care costs and desserts for the event.

Reminder that ESF has a standing agenda item at the monthly EUSD Board of Trustees meeting – opportunity for ESF Board to provide update to EUSD.

11. President's Report (Matt McGarty)

Amount of talent and dedication on this Board is incredible. Appreciate everyone's support.

12. Meeting adjourned at 8:21 pm.