MANO EN MANO HAND IN HAND

BOARD OF DIRECTORS MEETING MINUTES
August 11, 2010

51 Main Street
Milbridge, Maine

I. Call to Order and Attendance

Chloe calls the meeting to order at 5:30 p.m. Chloe says Terrie Anne isn't able to be here. We haven't heard from Arthur. Juan Carlos Valencia isn't officially on the Board yet, and it's unclear whether or not he will become a member because he has a lot of conflicts. Ian doesn't think he's necessarily interested in a three year commitment, although in future he can be relied on for help with programming. Chloe says later that there will be a discussion on Board Development.

In attendance: Ian Yaffe, Sasha Alsop, Chloe Dowley, Eric Kelley, Morna Bell. Chloe is facilitating.

II. Approval of the Minutes

Eric moves to accept the minutes. Board approves the minutes.

III. Public Comment Time

No public comment at this time.

IV. Committee Reports

a. Fundraising: Chloe Dowley, Chair

Chloe says that the committee hasn't met recently and there will be an update at the Board Retreat.

b. Scholarship: Beth Russet, Chair

Scholarship committee hasn't met and there isn't need for an update at this time.

c. Finance: Arthur Emerson, Treasurer

Finance tabled until next meeting. Ian says we are waiting on a monthly review from Arthur. Arthur has reviewed everything on a monthly basis already, we just need to enter his opinion on our financial statements into the minutes.

V. Director's Report: Ian Yaffe, Executive Director

Please see attached Director's Report.

Additionally, Ian would like separate out scholarship money (specifically for the Dollars for Scholars Program) to hold it in a separate account. Ian would like to have the Board to sign a resolution to open a new banking account with Bangor Savings Bank for this purpose. Chloe moves to open a bank account with Bangor Savings bank to hold a separate scholarship fund. Eric seconds it. The Board votes unanimously in favor of the new resolution.

Ian points attention to modified financial statements (see attached financial documents) and gives updates on the recently secured Francis Hollis Brain Foundation grant and the Sewall Foundation grant. Morna asks if these grants are new. Ian says that Francis Hollis Brain gave Mano en Mano grant money three years ago, but the Sewall foundation is new.

Lastly, Ian would like to officially adjust his job description to include an estimation of the percentage of his work divided between development (30%), programs (20%), and operation costs (50%). Chloe thinks the Board should decide on those numbers now. Ian would also like these numbers set so that the Board can use them to help evaluate his performance on an annual basis. Ian's time is marked 50% operations, 30% development, and 20% programs. (Management is considered part of operations). Chloe formally amends the Executive Director job description to include the breakdown of numbers.

VI. Old Business

a. Finance Report (7/7/2010).

See above under Finance Committee Report.

b. Housing Assistance Council Follow-up (7/7/2010).

No new business.

c. Board Member Terms (7/7/2010)—please let Ian know when you started your term prior to the meeting.

Board member terms are addressed. It has been brought to Ian's attention that some of the Board member terms have expired. This does not mean that Board members should no longer be on the Board, just that we need them to be re-elected. Ian thinks that we could adjust the by-laws to allow Board members a permanent position on the Board after their initial term of three years, pending further discussion. This was tabled for a session at the September retreat.

d. Board Development Committee (7/7/2010).

Chloe would like to create a Board development committee. This committee would look at qualifications for Board members and would think about the Board and recruiting new members through the year. This

group would also focus on Board development and what technical assistance could be useful to the Board. Additionally, this committee could replace the Board Governance committee, which is basically defunct at this point.

Chloe moves to establish the Board Development Committee. Chloe agrees to chair the committee for the short term. Sasha says she may be able to take over in January. Eric says he would like to assist and be active, but would to like to be working alone. Eric and Chloe discuss how the Development Committee would work. The Board votes to form the Board Development committee to replace the Governance Committee, and institute Chloe as Chair. Chloe will send an email to gage interest from the Board.

VII. New Business

a. Recent Development – Conflict of Interest Charge

Before going further, Ian would like to address a new issue. He says a charge of Conflict of Interest was brought against Board member Terrie Anne Bennett by the by the Migrant Ed division, regarding her position as head recruitment coordinator for Migrant Education, which also funds Mano en Mano for our OSY program. Ian reads the Conflict of Interest bylaw (see attached). It is unclear who leveled the charge. Additionally, there is some indication in the charge that accuses Terrie Anne of being compensated for some of her work on the Board. However, any extra evidence is non-existent and the information is unclear. Ian does not think a Conflict of Interest occurred, and says Terrie Anne has absolutely never been compensated for her volunteer work.

Ian says he recently sent an email to the State and involved supervisors regarding this charge, but Ian would like an official Board response to send to the State. Ian received a letter of resignation from Terrie Anne, which he felt she did not want to submit. Chloe recommends that the Board not accept her resignation, hoping that it will blow over. Chloe says that Mano en Mano doesn't see a conflict of interest in Terrie Anne's involvement, and neither does Terrie Anne's supervisor at ESCORT, the agency contracted by the State for identification and recruitment. ESCORT does not want Terrie Anne to have to give up her Board position either.

Ian says the Board can table accepting Terrie Anne's resignation pending further information, but it would be fruitful to produce an official response. Chloe suggests that the Board send a letter stating that the Board has met, has not accepted Terrie Anne's resignation, and is waiting to hear more evidence or information about the charges of conflict of interest. Ian and the Board determine that no conflict of interest exists, and close the issue.

b. **Farmworker housing final approval. Discussion about the name of the site (currently "Coastal Casas")**

Chloe and Sasha think the Board should discuss new names for the Wyman Road property, also because Coastal Casas implies a dwelling for just Latino families. Ian would like to pick a new name this evening, because it is more troublesome to change the name of the property after documents are generated by the architects and the project is up and moving. Eric thinks the name should reflect the *inclusive* nature of our organization.

Eric and the Board suggest qualities in looking for a name: earthy; respectful; farm workers; coastal; taking care of the environment or people; connected to the land; salt water housing; salt water farm; working seasonally; forest

Potential Ideas: Hand in Hand; Brookside; Saltwater Estates; Woodland Farms

The Board would like to come up with a name or for WBRC to use that is not Coastal Casas. Ian suggests using Hand in Hand Apartments for now, so that there's some continuity and not a lot of name-changing once the project gets started. Ian would like either a permanent name to be picked, or to use the temporary name of Hand in Hand Apartments. Sasha moves that the temporary name of the property be Hand in Hand Apartments. Chloe seconds the motion. The Board unanimously accepts the motion. A formal name will be decided at the Board Retreat.

VIII. President's Review and Board Member Comments

No official comments. Chloe says she liked the Board reception before the meeting.

IX. Adjournment

Chloe adjourns the meeting at 7:00 p.m.