

**ECHO (Emergency and Community Health Outreach) Board of Directors
Meeting
Minutes May 5, 2010
AMC/ECHO, St Paul, MN**

Meeting attendance

Board Members	Membership Position	1/6	3/3	5/5	7/7	9/1	11/3
Astrid Ollerenshaw			X	X			
Bob Herman		X	X	X			
Chris Kuhlman		X	By phone	X			
Jay Elepano	Vice Chair	X	X	X			
Jill DeBoer		X	By phone				
Julie Ring	Secretary	X		X			
Kevin Verzal	Treasurer	X	X				
Kristen Norman-Major	Chair	X	X	X			
Maritza De Jesus	Resigned	X					
Sandy Lien		X	X	X			
Troy Dickinson		X	X	X			
Staff:		1/8	3/3	5/5	7/7	9/1	11/3
Lillian McDonald	Executive Director	X	X	X			
Suzanne LaPalm	Administrative Board Support	X	X	X			
Guests:		1/8	3/3	5/5	7/7	9/1	11/3
Buddy	MN Department of	X					

Ferguson	Health						
Mary Mackenberg-Mohn	Potential Board Member			X			

TOPIC	DISCUSSION	DECISION/FOLLOW-UP ACTION
1. Welcome and approve/alter agenda	<p>Chair Norman-Major called the meeting to order and welcomed those in attendance.</p> <p>Lillian introduced Mary Mackenberg-Mohn, potential Board member, who told the group about herself.</p> <p>Kristen requested adding to the agenda under “Board Action Items” the incentive pay policy.</p> <p>March minutes for approval.</p>	Bob motioned to approve the March minutes. Sandy seconded – motion passed.
2. ECHO financials, review of 2010 budget	<p>Lillian reviewed the current financials and the 2010 budget. ECHO still has 6 months in reserves.</p> <p>Bob asked about website timeline and if the extension increased the cost. Lillian explained that Mary Harpin has been working as a consultant carrying out some of Tatiana’s duties at a higher rate and that, along with some increases in translations charges, has increased the web project approximately \$5-7 thousand.</p>	Julie moved to approve the financial report. Sandy seconded – no further discussion – motion passed.

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	<p>Jay suggested possibly forming a subcommittee to look into growth issues, including moving ECHO offices out of the AMC building and the group could run some proformas.</p>	
<p>3. Report from the Executive Director</p>	<ul style="list-style-type: none"> • Audit 2009 finalized –Lillian explained that the auditor gave a full report to the Executive Committee. Changes for next year’s audit – a couple line items – insurance, growth & development issues going forward, challenges around adding employees and having payroll being separate from AMC. Thus, the subcommittee Jay mentioned. • Development updates (LPHA-State Contract-Programming Sponsorships-Legislative-Grants, etc.) – <ul style="list-style-type: none"> ○ Komen – ECHO has won a \$100,000 grant for a year’s worth of programming on breast cancer prevention and treatment geared toward the Spanish, Hmong, low literacy, and Somali communities. This is our first national grant as a stand-alone organization. ○ Sponsorship 2010 – Listing was reviewed and now most everyone wants to work through a contract. We are hoping to get \$100,000 State of 	

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	<p>MN contract tied to some deliverables. Sponsorships – goal of 10 new in 10 months and we have 7 of ten, for \$300,000 in revenue. Regional local – nothing yet – have been turned down on some. We’re about half way through our revenue goals.</p> <ul style="list-style-type: none"> • 2010 Event updates: <ul style="list-style-type: none"> ○ November 16 ECHO Stakeholder Summit Breakfast at Wilder – this would be a place where we might get some individual donations. ○ Keynote Update – Some suggestions are listed on the agenda. The committee should be deciding in next few weeks. • Update on MDH and ECHO H1N1 OR Exercise activities – H1N1 contract finished; the postal exercise is on track to happen. • Update on MDA Fish Advisory – Lillian used discretionary funds in the budget on April 23, to get information out to the Somali and Oromo communities on botulism in fish. As a result, ECHO received a letter from the Ag Commissioner which we’ll be able to use for fundraising and with other state agencies. Lillian has a meeting with DHS on possible 	

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	<p>programs later this year.</p> <ul style="list-style-type: none"> <li data-bbox="682 300 1323 836">• AMC ED Hire (Affiliate or Absorbed? Committee to look at options?) – By September the new Executive Director should be in place. We would like to see us stay located at AMC for a while; however the new person could make or break on whether we stay here. Lillian explained that ECHO contract staff is paid separately and regular staff is paid through the AMC payroll. Our options include being absorbed by AMC or another organization or become a stand along agency over the next 5-10 years. Bob noted the going rate for space for nonprofits is about \$8 sq ft in St. Paul and there is a lot of that space available. <li data-bbox="682 876 1323 1388">• BOD membership and staffing updates (80 resumes) - Two additional board candidates are being considered in addition to Mary. Staffing – we now have two part-time community outreach coordinators. Eighty resumes were received for Tati’s position and the caliber was quite high. Eight were interviewed two were brought back for a second interview, with Joanna Olson being offer the position. She will start May 17 and comes from Thrivent Financial, plus she and has done free-lance and contract marketing work for nonprofits. She’ll be attending the next board meeting for introduction. 	

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	<ul style="list-style-type: none"> • New format ED Performance review SMART format – reviewed. 	
<p>4. Board Action Items or Discussion</p>	<ul style="list-style-type: none"> • D & O (and other) Insurance Policies (review and vote – Looked at three different agencies for estimates on general liability, workers comp, and directors and officers and we’re able to secure all three for \$3600 annually, which will be reflected in the budget. We’ll be going with American Family Insurance. Lillian reviewed the coverage, which includes \$1 million general liability, minimum workers comp, and \$1 million D & O. Proof of this insurance will be asked for by funders/grantors. • COI Policy (revise, vote, and sign) - Chris reviewed the conflict of interest policy. Will look at it once a year and will disclose any conflicts. Lillian explained that if she was approached by a funder who might be controversial for any reason, she will bring it to the board before we accept funding. We now need to have Board Members sign this every year and there are two places to sign in the new document. This is required for the Charities Review Council to give us the seal of approval to receive donations from individuals. Bob pointed out a typo on question 6, which will be corrected. • New Discontinue Policy (vote and sign) - 	<p>Jay moved to approve the Conflict of Interest Policy. Julie seconded-no further discussion-motion passed.</p> <p>Astrid moved to approve the Discontinue</p>

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	<p>Lillian reviewed the policy.</p> <ul style="list-style-type: none"> • Charities Review Council (approval for accountability) – We need this to move forward so people will see ECHO is a legitimate organization for their dollars. • Personnel policy (update) – Lillian and Chris will present in July. • Incentive pay for Executive Director – discussed at last meeting and recommended revision to make it as a percentage scale instead of flat rate. Discussion ensued as to when the incentive pay is disbursed to the Executive Director. 	<p>Policy. Chris seconded-motion passed.</p> <p>Jay moved to approve Lillian going forward with ECHO getting qualified under the Charities Review Council’s review. Bob seconded the motion, which carried unanimously.</p> <p>Sandy moved to approve the incentive pay policy. Troy seconded the motion-no further discussion-motion passed.</p> <p>Julie moved that grants are considered valid toward the year-end incentive pay once a signed contract is in place; donations count as they are received. Sandy seconded the motion, which carried unanimously. Formal language to add to the incentive pay policy will be brought to the Board at the next meeting.</p>
5. Committee Updates	<ul style="list-style-type: none"> • Executive Committee – Kristen explained the committee is starting to look at some models regarding what happens as we move forward and expand: locations, staffing, etc. Anyone willing to work with Bob & Jay on this please step forward. <p>The committee has also had discussions on staffing and the hiring of the communications</p>	.

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	<p>manager, stating we also need to bring in an assistant director to take on some of the administrative responsibilities that Lillian has. At this point, the only way to hire additional staff is on a contract basis and bringing on someone by contract with no desk isn't conducive to making someone feel like they are an integral part of the organization. The committee decided Lillian can look at bringing in a contract part-time assist director/grants manager. The Board should seriously look at the question of any additional hires and what that means for space considerations, etc. Until AMC fills the Executive Director position, ECHO will need to continue operating this way. Any changes with AMC would involve going to their Board and Julie pointed out other complications that would come from adding a third person. Lillian reported the two part-time outreach staff are doing really well.</p> <p>The Executive Committee also discussed making our July meeting into a half day retreat for the Board so that we can look at some of the bigger issues we are facing and do some Board capacity-building things. Pencil in a half day, from lunch to 4:30. Agenda items will be sent out and other items can be added. The mid-year review for Lillian will also be on that agenda. Lillian will give an update on mid-year goals. This will be a combination business meeting/retreat.</p>	

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	<p>An electronic meeting notice will be sent to the committee working on the keynote speaker.</p> <ul style="list-style-type: none"> • Programming Committee – The committee met a couple weeks ago. Sandy will be routing a preview of a survey that will be on the website. After a baseline of how many we reach is established, we will have goals to reach each year. The survey will be launched on the new website in June. • Communication Committee – The committee is currently without a chair and a volunteer would be welcome. Staffing of the committee will be done by Joanna. If any Board Member is interested, let Lillian know. • Development Committee – Our ask event did not occur yesterday. Anyone interested in helping in on the Development Committee would be appreciated because Jay isn't able to serve as he'd like with his new job. Lillian noted she still needs names in the organizations we'd like to approach for funding. She will be sending a new list, and would appreciate any type of contacts at these organizations. • Activation and Emergency Preparedness – Lillian, speaking on behalf of Jill, noted that committee has been inactive. The State vendor work has been completed. Jill is not sure what 	

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	<p>direction to take committee now that we are a state vendor and the FOG and EOP are complete. Co-Chair Bill Belknap hasn't been coming to Board meetings because the Committee hasn't been meeting. Jill's term expires soon. The suggestion of using Barrett Lane was made and the question arose of whether it would be a conflict of interest. Discussion on whether he could be a Board Member and contracted. Chris did not think there would be a conflict. Julie raised the idea that having a chair who isn't a Board Member may work since we can't have a government employee sitting on the board. Discussion of the different options for board member recruitment ensued. Lillian will be recruiting for this committee chair. Julie asked about John Hick and Lillian noted he would be great, but he is spread so thin, however, she will ask him for the record.</p> <p>Lillian referred to the Somali community in crisis right now that Jay mentioned earlier; their gang problem which develops as they plant roots here because the problems they brought from Somalia reemerge in smaller pockets. There have been homicides in the double digits already this year and the feeling is that ECHO should at least talk about it. The Programming Committee has looked at some programming specifically for the Somali community and the producer wanted to do something on how to</p>	

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	<p>help parents guide their children to not get into trouble. Discussion.</p> <p>Sandy suggested SHIP with MDH to communicate what activity is available for the ages that get involved with gangs. Discussion. Lots of ideas thrown around—possible major grant – the Programming Committee will be looking at possibilities, and responding to the lead list with names will greatly help.</p>	
8. Adjourn with reminders:	<ul style="list-style-type: none"> • Next Executive Committee Meeting, 9:00 a.m., Monday, June 14, ECHO (NOTE DATE CHANGE) • Next BOD Wednesday, July 7, ECHO – Half day retreat/business meeting. 	Bob moved to adjourn. Sandy seconded the motion. Motion carried.

Respectfully submitted by,
Suzanne LaPalm