

**ECHO (Emergency and Community Health Outreach) Board of Directors**

**Meeting**

**Minutes March 3, 2010**

AMC/ECHO, St Paul, MN

Meeting attendance

<b>Board Members</b>	<b>Membership Position</b>	<b>1/6</b>	<b>3/3</b>	<b>5/5</b>	<b>7/7</b>	<b>9/1</b>	<b>11/3</b>
Bob Herman		X	X				
Chris Kuhlman		X	By phone				
Jay Elepano	Vice Chair	X	X				
Jeff Cook							
Jill DeBoer		X	By phone				
Julie Ring	Secretary	X					
Kevin Verzal	Treasurer	X	X				
Kristen Norman-Major	Chair	X	X				
Maritza De Jesus		X					
Sandy Lien		X	X				
Troy Dickinson		X	X				
<b>Staff:</b>		<b>1/8</b>	<b>3/3</b>	<b>5/5</b>	<b>7/7</b>	<b>9/1</b>	<b>11/3</b>
Lillian McDonald	Executive Director	X	X				
Suzanne LaPalm	Administrative Board Support	X	X				
Tatiana Sainati	Marketing & Communications Mgr.						

<b>Guests:</b>		<b>1/8</b>	<b>3/3</b>	<b>5/5</b>	<b>7/7</b>	<b>9/1</b>	<b>11/3</b>
Buddy Ferguson	MN Department of Health	X					
Astrid Ollerenshaw	Potential Board Member		X				

<b>TOPIC</b>	<b>DISCUSSION</b>	<b>DECISION/FOLLOW-UP ACTION</b>
1. Welcome and approve/alter agenda	<p>Chair Norman-Major called the meeting to order and welcomed those in attendance.</p> <p>Lillian introduced Astrid, potential Board member, who told the group about herself.</p> <p>Kristen suggested changing item 4 to number 3 on the agenda and adding the incentive pay proposal.</p> <p>January minutes for approval.</p>	<p>Sandy motioned to approve the minutes. Bob seconded – motion passed.</p>
2. ECHO financials, review of 2010 budget	<p>Kevin reviewed the financial report for 2009 year end. The year in general ended ahead of projections and the cash reserves were strengthened. able to strengthen the cash reserves. Lillian noted the auditor cautioned against holding reserves that large going forward.</p> <p>Bob asked if the auditor might recommend starting a foundation for the additional reserves. The auditor’s recommendations will be presented by him at the April Executive Committee meeting. Kristen mentioned we also are going to</p>	<p>Sandy moved to approve the financial report. Troy seconded – no further discussion – motion passed.</p>

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	<p>look into hiring an assistant director. The outreach coordinator will start March 15.</p> <p>Kevin reviewed financials from January 2010.</p>	
<p>3. Report from the Executive Director</p>	<p>Lillian McDonald Report:</p> <p>Lillian has looked into SMART goals and after reworking, gave them to Kristen and will ask for feedback from the Executive Committee and then will present to full board.</p> <ul style="list-style-type: none"> <li>• BOD membership and staffing updates – There is a Board candidate who is probably transferring to Chicago so he is tabled for now. Also there is another candidate who may come to the next meeting. The posting for outreach coordinator was recirculated and we had many applicants this time and two were very strong and were both hired to work 10 hours/week each with the potential to increase that as time allows.</li> <li>• Update on MDH and ECHO H1N1 or Exercise activities – ECHO is not on the master contract yet, but maybe in 2014. MDH, as a work-around, has us with procurement numbers and non</li> </ul>	

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	<p>procurement numbers, with the potential for commodity services. Now we can move forward with some of the emergency preparedness concerns, and we still need something in writing so we can be activated.</p> <ul style="list-style-type: none"> <li data-bbox="680 516 1325 1219">• D and O Insurance – It was determined that we need to have this insurance and also should have our own general liability and employee insurance. It will probably cost around \$3000 for all, which would be for \$1 million barebones policies. Lillian will present the proposals from the three vendors she is working with to the Executive Committee and hopes policies will be in place by May. AMC Executive Director Jim Mulder is retiring next week. Once a replacement is hired, Lillian will meet with him or her. Our contract with AMC is through this year and Jim thinks we’ll be okay in the future—their Board likes our work. This issue is on the agenda for the next Executive Committee meeting.</li> <li data-bbox="680 1260 1325 1406">• 2010 Event dates: <ul style="list-style-type: none"> <li data-bbox="873 1325 1325 1406">○ May 4<sup>th</sup> (Development Ask – Jay, Lillian, Kristen required /</li> </ul> </li> </ul>	

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	<p>Others welcome) – tentatively May 4 – just a coffee event.</p> <ul style="list-style-type: none"> <li>○ November 16<sup>th</sup> (ECHO Stakeholder Summit Breakfast @ Wilder) – Event is confirmed. It was suggested that sponsorships be secured early because dollars are so tight.</li> <li>● Funding updates (LPHA/State Contract/Programming Sponsorships/Legislative) – Negotiating lots of contracts. Metro 11 counties are voting on a set of deliverables and will send funding once this is done. The same was done with MDH and we hope to have those in place by May meeting – both about \$100k each. We are now funded through June for sponsorships. The Postal Exercise is scheduled for August, and there may be one other exercise.</li> <li>○ FYI: Audit week of February 22<sup>nd</sup> (annual report due) – Audit went well. Lillian asked for comments/feedback on annual report and the audit will be included with this. The annual report will be posted on the website.</li> </ul>	

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	<p>Feedback due by April 1. Next year all Board Member pictures will be included with their names and emails addresses. Also, in the financials we'll add a snapshot of our books. Sandy pointed out a comma needs to be put between Medica and Council of Health Plans on page 10.</p> <p>Lillian explained that Jeff Cook is retiring from the Board due to work and home constraints.</p> <p>Kristin asked whether we are in contact with the Red River Valley about a potential flood. Lillian noted we may be able to sell our PSAs. Last year we absorbed \$5700 in unreimbursed costs and this year we have \$30,000 in budget for emergencies. Bob feels if any emergency is within the \$30,000, the Executive Director should be able to move forward at their own discretion rather than waiting for Board approval.</p>	<p>Bob moved to allow the Executive Director discretionary authority to spend from the \$30,000 annual emergency budget on emergency communications without feedback from Board of Directors. The ED would report to Board on any use of these funds and if the budget is depleted, would request additional funds from Board. Kevin seconded – motion carried.</p>

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<p>4. Board Action Items or Discussion</p>	<ul style="list-style-type: none"> <li>• Mission statement – Kristen reviewed two proposals. Discussion followed.</li>   <li>• Bylaw amendment(s) - Kristen reviewed the proposed bylaw amendments, including increasing to between 9-13 members. Discussion of “not required to be resident of MN,” which was agreed to not change. Another amendment deals with the partnership with AMC and MCRF, which was in place before we became a 501(c)(3), and is no longer necessary, so that amendment is to remove the language, which would eliminate section 2.06 and sections would be renumbered. Noted for the record, this doesn’t alter the relationship with AMC and MCRF.</li>   <li>• Charities Review Council “investigation” for suitable donor status – ECHO has started the process to get suitable donor status, but we must have on record in our board minutes that the board has approved this step. Approved</li> </ul>	<p>Kevin moved and Bob seconded to approve the following mission statement:</p> <p><b>“The mission of ECHO Minnesota is to leverage partnerships to deliver vital health, safety, emergency and civic engagement information to help the ever-changing, diverse population integrate and become successful in our communities.”</b></p> <p>Motion carried.</p> <p>Kevin moved to amend the bylaws to state between 9 and 13 Board members. Sandy seconded. Motion carried.</p> <p>Bob moved to eliminate section 2.06 of the bylaws. Troy seconded. Motion carried.</p> <p>Kevin moved to approve the Charities Review Council “investigation” process. Sandy seconded. Motion carried.</p>

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	<p>charities are listed on the Charities Review Council's website.</p> <ul style="list-style-type: none"> <li>• Funding policy (new) – Chris presented an update and will try to get this out to everyone with a month to review before the April meeting.</li> <li>• Incentive pay – Kevin reviewed issue, explaining an incentive pay program was proposed for the Executive Director. The Executive Committee put together a draft plan, which does not replace the annual review or raise associated with the annual review. Lillian does not have to accomplish these items, the organization does, and the plan is set at \$4000 with specific and measureable goals. Discussion. Bob suggested rather than specific dollar amounts, it be a percentage with a floor and a cap. This will go back to the Executive Committee to fine tune and bring back to the next meeting for approval.</li> <li>• FYI: Next meeting – there will be a vote on discontinue policy and if needed, liability policy. COI, Whistleblower, and Document Destruction Policies under review but changes not likely in 2010.</li> </ul>	
5. Committee Updates	<ul style="list-style-type: none"> <li>• Executive Committee – They have been looking at insurance policies and performance review format and at next meeting will look at</li> </ul>	.

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	<p>Smart goals, etc.</p> <ul style="list-style-type: none"> <li>Programming Committee – Sandy will send programming schedule to Board. If we have a funder for one of next year’s show, we’ll bump them up. Teen suicide prevention slated for 2011, but if we find funding it would be moved up. Sandy will circulate list to board and ask for leads. The program tracking sheet is tied into the web redesign. ECHO staff will tweak the review and destruct policy and the Program Committee will vote on it. Script approval process in the work. Need to finalize survey and will have it translated. Also need to plan to bring survey into community agencies and clinics to get their feedback. Lillian suggested only in English but then face-to-face Q &amp; A by an ECHO ambassador.</li> </ul> <p>Sandy noted she is speaking at a conference in Baltimore on collaborations to get kids in for preventive care and she has a couple slides referencing ECHO and our website in her presentation.</p> <ul style="list-style-type: none"> <li>Communication Committee – Lillian encouraged members to check out the link to the new website. The layout is good and the vendor is great to work with. The site has a searchable database and survey mechanism, and is divided into two major sets of audiences, community members and stakeholders. The</li> </ul>	

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	<p>launch date has been moved to May 1. The expense for translation is \$10,000 and once the English version is drafted and laid out Lillian will send link to board and request a careful pass through from each Board Member. There will be hard deadline for this being finalized.</p> <p>Lillian pointed out we are in need of a new Communications Committee Chair.</p> <ul style="list-style-type: none"> <li>• Development Committee – Lillian explained that sponsorships are great through June. Worried about funding for rest of shows. Looking to BC/BS for funding the obesity topic. Will need master of ceremonies and/or keynote for the stakeholder event. A subcommittee to work on the event was formed at last meeting.</li> <li>• Activation and Emergency Preparedness – Jill mentioned they need to think proactively on the flood and we are in a good position based on our previous work.</li> </ul>	
8. Adjourn with reminders:	<ul style="list-style-type: none"> <li>• Next Executive Committee Meeting, 9:00 a.m., Monday, April 5, ECHO</li> <li>• Next BOD Wednesday, May 5, ECHO</li> </ul>	Kevin moved to adjourn. Sandy second. Motion carried.

Respectfully submitted by,  
Suzanne LaPalm