

Harry Chapin Food Bank of Southwest Florida, Inc. | Board Meeting Minutes
3760 Fowler Street, Fort Myers, Florida | Tuesday, 12/02/14, 8:00 AM – 10:00 AM

Social: 8 – 8:30am (Optional) Meeting: 8:30 a.m. OR by conference call- (888) 236 8522; Guest ID: 352316#

Present: *Board Members in person:* Noelle Melanson, Ray Pavelka, Craig Folk, Bill Dillon, Jan-Erik Hustrulid, Maura Matzko, Ken O'Donnell, Anne Rose, Dr. Brian Schwartz, and Keith Scoggins. *Prospective Board Member* Derek Jones. *Via Conference Call:* Stephanie Campbell. *Staff:* Lisa Scott, Miriam Pereira, Dave Najar, Al Brislain, and Beatrice B. Pizarro.

Absent: Kristina Rodriguez, Rabbi Jeremy Barras, John Belisle, Bianca Ross, and David Fry.

1. Welcome and Introductions – Noelle Melanson

Noelle Melanson called the meeting to order at 8:30 a.m.

2. Consent Agenda – Noelle Melanson

MOTION: Upon motion duly made, seconded, and adopted the Board approved the consent agenda.

3. Discussion/Action Items

a. Governance Committee Update – Keith Scoggins

- i. The Governance Committee nominated Derek Jones as a prospective board member.

MOTION: Upon motion duly made, seconded, and adopted the Board approved to elect Derek Jones to the board.

- ii. Stephanie Campbell resigned from the board.

- iii. The Governance Committee approved changes to the Board Candidate Nominating procedure, eliminating the necessity of obtaining and checking a candidate's personal references when we already know the candidate and have received recommendations to make him or her a board member. Keith will propose revisions to the Board Recruitment and Nomination Policy which will be reviewed at the next Governance Committee meeting.

b. October Financials Craig Folk presented the financial reports ending October 2014.

Overall, we continue to have a good year financially. Revenue is 8.3% above plan, while expenses are only 1% above plan compared to budget. Government programs are down but that is due to timing. Fundraising and donations are impressively above budget.

MOTION: Upon motion duly made, seconded, and adopted the Board accepted financial reports ending October 2014.

c. Audit Results and IRS 990 Submittal Tuscan & Company, our auditors, successfully completed auditing our financials with an unqualified opinion, and prepared and filed our 990.

MOTION: Upon motion duly made, seconded, and adopted the Board moved approval of the audit results.

d. Northern Trust Financing Update – Noelle Melanson confirmed the Executive Committee's decision to refinance our mortgage with Northern Trust.

4. Unfinished/New Business

a. Capital Campaign Update Al Brislain reported that through the efforts of the Bradshaws we received an additional \$100K commitment towards the capital campaign. Our halfway goal of \$2.67 MM has been reached, and we are ready to publicly announce our capital campaign at the 'Peeling Back Hunger' event scheduled for February 4, 2015.

b. Hunger Walk – Anne Rose reminded members about the Hunger Walk event scheduled for January 17, 2015. She reported that we are at about two thirds of our goal of \$315K, though we exceeded the corporate sponsorships goal, pledges are about the same compared to previous year.

- c. **Office expansion project** – Al has been discussing pros and cons with Pat Nevins, a retired consultant and HCFB volunteer, either to move forward with the initial office expansion plan or to extend our current lease agreement for offices across the way. An analysis will be completed and proposal will be presented to the Board to ensure that funds are being spent wisely.
- d. **Feeding America (FA) Contract Changes and Benefits of Membership** – Al reviewed contract changes and benefits membership with the Board. Governance committee will review FA contract closely as it relates to Board's responsibility.
- e. **Staff Updates /AmeriCorps Project Update** – AmeriCorps program is moving forward, hired eight full-time and four part-time members. Members are continuing their work with nutrition education, volunteer recruitment, and surveying clients at mobile pantries.
- f. Upcoming events: WGPU Pledge Drive, Feeding America Conference, and Empty Bowls.
- g. Thanksgiving update – Successfully distributed 18,600 birds in addition to trimmings.

5. **Meeting adjourned at 9:42 a.m.** ***Next board meeting Tuesday, February 24, 2015