

**Franciscan Ministries Inc.
Board of Directors Meeting
April 21, 2021 via ZOOM**

I = Information D=Discussion A = Action

Present: Jason Bruns, Michael Barnett, Don Evers, Basette Smith II, Sr Marilyn Trowbridge, Sr June Casterton, Sharon Lea Cooke, Waleed Fadayel, Brian Forschner, John Payton, Don Rohling, David Roth, Guillermo Villa, Elaine Ward

Absent: Timothy Dressman

Agenda Item	Item type	Comments
Welcome, Opening Prayer, and Call to Order	I, A	Jason welcomed everyone, and Sr. June led the opening prayer
Review of last meeting's minutes	A	Motion made by Jason to approve January minutes the motion was seconded, all approved.
Comments on Board transitions	I	Jason reported that Tim Dressman will be resigning from the board. There is currently a vacancy. Elaine reported on possible candidates, noting a meeting with an individual for the Development committee that did not work out, as well as an individual (referred by John Payton) who was sent an application.
ED report	I	Elaine reported on activity. Reported on winning the Cincinnatus Association/Donald and Marian Spencer Award. Award ceremony was cancelled in 2020 - and was transitioned to a virtual event - sharing profits with award winners. Elaine will post and send a link to the virtual event May 12. Cincinnatus was very impressed with the work at Tamar's Center.
Program Report	I, D, A	Barn: Elaine reported results on the Barn. The first 3 months of 2021 had no bookings, but now have bookings through the rest of the year. Tau House: 1/2 groups in March vs last year, with summer looking down as well. Elaine noted a few bookings but most schools have cancelled with 4 groups remaining for summer, reflecting ongoing effects of COVID. Elaine reported that she is working to try to have Tamar's, in particular, provide and report on demographics, as there is a grant from PNC Charitable Trust. Elaine shared the need to

		<p>get into the habit of reporting demographics, but there are still some kinks to work out. Elaine shared preliminary results on demographics (largest group of Tau House participants are in the age range 31-45) and shared that they will begin reporting on the following: race, ethnicity, gender, age range, whether trafficked, whether homeless.</p> <p>Haircuts: The part time stylist who had been furloughed, has decided not to come back - social services agencies for our mobile operation aren't ready for us to return.</p> <p>Barn (continued): The Director is no longer there. Elaine reported that the Director was given the opportunity to give the position a try but it didn't work out and has been gone since last week.</p> <p>Annual Appeal: Elaine reported on the follow-up to appeal. Received a \$5,000 check from an individual donor, in addition to \$10,000 from the Sisters for Raise the Roof, as well as donations from the Peddler.</p> <p>Sharon inquired regarding what events are this weekend, with Elaine stating that there are three. The event center business has a backlog as many folks that have rescheduled. As a result, a freeze has been put in place for any new events until we have staff to handle.</p>
Barn Outsourcing	I, D, A	<p>Don Evers reported that he and Elaine have met with Funky's Catering three times over the past 1.5 months, both at the Barn and at Funky's location. The meetings have gone well, with high interest in having Funky's take over operations beginning January 2022. If the contract is signed, we will be in position to have them take over all operations. FM staff would be allowed to remain in the administration offices and can still hold their own events. Once a contract is signed, will begin scheduling events for 2022.</p> <p>Discussion raised by Sr. June concerning the nature of the agreement.</p> <p>Don Evers: We were provided with a sample contract that was used for Funky's partnership with Pinecroft Mansion. Roughly the terms look like: Rental years 1-3: \$50,000/year + 3% catering 3% beverages, utilities. Will negotiate maintenance costs (estimated at \$16,000/year) for a total year 1-3 of \$103,000, which is considerably more than what is currently being received.</p>

		<p>Years 4-7 ~\$122,000 Years 8-11 ~\$130,000</p> <p>Don stated that the figures are estimates, and will depend on number of bookings, size of events, etc; but even if estimates fall short, will still be a positive. We will need to go back and forth with Funky's Catering to iron out details of the contract, then send to attorneys. The hope is to have the final contract executed by Q3/Q4 2021.</p> <p>Discussion included questions about liability, signage, security, the liquor license (they would take this on), the chapel use (still managed by the Congregation), setting of rates- rental fees, insurance, the use of the kitchen next door, and other aspects of the business.</p> <p>Sr. Marilyn: Was impressed by how involved Funky's is with their other venues (Freedom Center, Great American Ballpark, etc.).</p> <p>Jason: Funky's also involved with Transcept in OTR, another location in Mt Adams Jason thanked the group for their work during retreat, as well as Don E's work and due diligence.</p> <p>Don E: Stressed confidentiality - not for discussion outside of the Board.</p> <p>Guillermo: Has Barn staff been informed?</p> <p>Don E: Barn staff aware but no one outside of that.</p> <p>Waleed asked: Have we done our due diligence to see if they have been true to their other agreements? Perhaps check references? Elaine replied, stating that we can definitely do that.</p> <p>Basette noted that Funky's involvement with Pinecroft began early on in Pinecroft's redevelopment, noting that the Barn is in a much more developed stage.</p> <p>Guillermo asked: Do we need authorization from the Board to go into agreement? Jason replied: we will look into that to see what action is necessary.</p>
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		Sr. Marilyn: In contact with Sr. Licia regarding the potential agreement and has been given the green light - looks promising.
Letter to Congregation regarding Tamar's	I, D, A	<p>Jason shared a draft letter to the Council to advocate for the purchase of a building, noting the importance of painting the reality of our situation over the years. The letter will also include an attached case statement. The plan will be to deliver the letter during the upcoming congregation meeting in June.</p> <p>Jason noted that this doesn't mean we would spend down our reserves - would allow us to have a foundational piece to fundraise on, or potentially go into partnership with someone.</p> <p>Jason asked if there were any concerns (regarding the draft letter).</p> <p>Michael shared that the draft was very good and doesn't come across confrontational - the case statement lays out the case well. Noted a small correction to the letter; "...<i>challenge we face in trying to lease <u>a</u> building.</i>"</p> <p>Jason noted that the board should vote on this. Michael made the motion, Guillermo seconded. The Board approved.</p> <p>Sr. Marilyn shared that she has also advocated separately to the congregation on behalf of the request.</p>
Finance Committee Report	I	Don E shared the financials (see Report). Revenue, expenses both favorable - revenue increase due primarily to second Paycheck Protection Program disbursement of \$98,995 on 2/12/2021. Elaine noted that the first PPP was forgiven, and feels confident that the second PPP will be forgiven as well.
Development Committee Report	I	<p>Elaine: Annual appeal was good - contributions on balance have been good, tracking up if you do not account for bequests - will do online auction again - gathering items again, will hold during 3rd week of October.</p> <p>Elaine thanked the sisters for contributing stimulus money to every employee - a considerable sum to help them during this difficult time.</p>

Executive Committee Report	I, D	<p>Jason reported that the Executive Committee was tasked with defining the organizational structure as the first step in defining the new Executive Director (ED) role. Jason also shared the ED job description (JD) for board review.</p> <p>The committee discussed the following: 1) whether to create a full-time Development position or folding the role into the ED position; 2) whether to supplement the ED with other support positions, etc. The committee has incorporated development duties into the ED role, and will look for those related skills in a new ED. Also agreed to elevate another director into a larger operational scope beyond just one role - as well as add support positions for communications, grant activities with the goal of freeing up the ED to focus on the bigger picture.</p> <p>Guillermo noted that the JD looked good and inquired about the reporting structure (who reports to whom). Jason replied, stating that ultimately the committee is not talking about any major sweeping changes. Estelle, Tamar's leadership will report directly to the ED. Elaine noted that the current structure assumes that the Barn will be outsourced. With the Barn out of the way, it would allow the ED to be more outward-focused, being in the community, fund development, etc.</p> <p>There was discussion about covering the work of the Barn until a management situation is set up and at least needing a PT director. Guillermo suggested Kelly Staffing as an option to perhaps help cover the Barn.</p> <p>Elaine: If we go too long without a person and utilizing current staff, Don E and I have considered a small bonus - will consult with Christine in HR.</p>
Wrap-up and Adjournment		<p>Jason thanked everyone, and adjourned the meeting.</p> <p>Next Board meeting is scheduled for Wednesday, July 21, 2021.</p>