

Friends of Tri-Valley Foundation
Board of Director's Meeting
Tri-Valley Administrative Office, 521 W. 35 Ch Pkwy, Chanute, KS 66720
November 19, 2019

Present: Judy Brigham, Mike Hofer, Vic Anderson, Ruth Spangler, Mike Reid, Sandi Eggers, Max McReynolds, Shane Schauf, Steve Sewell, Lynette Emmerson, Tim Cunningham

Not Present: Don Koester, Dwayne Umbarger

Staff Present: Bill Fiscus, Tricia Campbell

1. Call to Order
Vice Chair Mike Hofer called the meeting to order at 6:10 pm.
2. Adoption of Agenda
Motion made to accept agenda as presented (Vic Anderson/Steve Sewell). Motion passed.
3. Audit Presentation
Bill Fiscus presented the financial audit for FY19. The Foundation was given a clean opinion. Motion made to approve audit as presented (Steve/Max McReynolds). Motion passed.
4. Minutes of Last Meeting
The minutes from the September 24, 2019 meeting were presented. Motion made to approve minutes as presented (Vic/Sandi Eggers). Motion passed.
5. Treasurer's Report
Bill Fiscus gave the financial report for the period ending September 30th. Motion made to accept report as presented (Sandi/Ruth Spangler). Motion passed. Steve suggested that we look into our credit card processing. Bill has spoken to the auditors about the upcoming consolidation between Tri-Valley and New Beginnings Enterprises (NBE). The auditors recommended that for FY20 we do two audits; with the first audit covering the period from July 1st to December 31st and the second audit covering the consolidated entity from January 1st through June 30th. After that, we would return to an annual audit.
6. Board Member Reports
None
7. Director's Report
Tim Cunningham's report will be covered in both old and new business.

8. Old Business

8.1 Fundraisers

a. Golf Tournament Update

At the September meeting, it was reported that we made a profit of \$3,649.53 from the Fort Scott Golf Tournament. We have a new profit amount of \$4,268.99.

b. Cruise Night

The date is set for the 2020 Cruise Night fundraiser. It will be Tuesday, April 14th at Central Park Pavilion in Chanute. We have begun to receive items for the auctions.

c. 20th Annual Truck Raffle Drawing

The prize for the 20th raffle drawing has been selected; it will be a 2020 Ford F150 Platinum Edition Truck. We received two bids that were very competitive. As of today, we have 207 entrants and have brought in \$9,750. Our 4th mailing has gone out. We also have tried a new email blast system called Mail Chimp. We received \$1,000 in entries from the email blast.

d. Holiday Card Sales

So far this year, Tri-Valley has sold 164 sets of holiday cards for a total of \$463. Money from the card sales goes to the art therapy programs at the Service Centers.

8.2 Building Renovation

Several months ago, the Foundation voted to pay for half the cost of bathroom renovations at the Chanute Service Center. Hofer & Hofer won the bid and work began. We are now getting close to completing phase 1 of the remodel. The men's restroom is almost done and looks good. Phase 2 will renovate the women's restroom and phase 3 renovating the staff bathroom. Everyone is excited about the changes.

8.3 Fairway Renovation

Work continues on the newest Foundation home in Fort Scott. We are hoping for a move-in date of January 1st. Originally, we were adding a fifth bedroom to the four-bedroom home. We received word that we have another individual coming into services, so plans were changed to add a sixth bedroom to the home. With that additional room, we had to make some additional changes to the home. The additions included adding a sprinkler and fire alarm system, new windows in the bedroom and putting up a wall in the garage.

8.4 Consolidation

The Tri-Valley board voted to approve the consolidation with NBE on November 7th. The effective date for the consolidation of January 1st. As part of the consolidation, the Friends of Tri-Valley Foundation Board will need to approve the merger agreement and accept transfer of property from NBE. Three lawyers have reviewed the paperwork.

NBE has three homes which, if the Board agrees, will be transferred to the Foundation. Two of the homes have loans. The first house is a HUD home and the second home was sold to NBE by a family with a child in services. The three homes are located in Moline and Neodesha. With the HUD house, we will need to set up a separate board of directors. The HUD board can be made up of the Foundation board; they just must hold separate meetings and minutes. Currently, the NBE board is also the HUD board and they hold short meetings following their regular board meetings. Tim and Bill have visited all three homes and they look great. We will, however, need to add storm shelters.

Following the consolidation update, the board decided to discuss New Business Item 9.1 "Acceptance of NBE Homes". Motion made to approve the merger agreement as presented (Max/Steve). Motion passed.

Following approval of the merger agreement, the board moved to New Business Item 9.2 "HUD House Payoff." NBE still owes \$65,000 on the HUD house and \$75,000 on the Norris House. It was Tim's suggestion that we pay off the HUD House loan. At the end of September, the Foundation has \$122,000 in the bank. Our next project was to remodel Jent House in Fort Scott. We have enough money to pay-off the loan and renovate Jent. Motion made to give Tim authorization to sign on the Foundation's behalf to pay off the HUD House loan in the amount of \$65,000 (Steve/Shane). Motion passed.

The Foundation is also taking over the \$75,000 loan for the Norris House. The payments are \$800 a month with 3% interest. Motion made to give Tim authorization to sign on the Foundation's behalf to assume the loan on the Norris House (Vic/Mike Reid). Motion passed.

8.5 Policy Approval

At the September board meeting, the Foundation Board reviewed changes to the following policies: Administration 3 (Grants and Solicitations), 4 (Inventory of Assets), 5 (Record Retention), 7 (Policy Format), 8 (Open Records), 9 (Volunteers); Board 3 (Audit), 4 (Board and Committee Meeting Minutes), 5 (Real Estate Purchases and Leases), 7 (Conflict of Interest), 10 (Separation of Policy from Administration), 11 (Personal Use of Assets); Financial 1 (Cash Receipts/Deposit), 2 (Invoicing), 3 (Donations), 4 (Investment of Funds), 5 (Transferring Money), 6 (Returned Checks), 7 (Cash Disbursements and Check Writing), 9 (Credit Card Usage), 10 (Bidding Procedures); and Residential 1 (Rent/Board and Utilities). We need to make a change to Administration Policy 4; changing amount from \$1,000 to \$2,500. Motion to approval all policy revisions as presented with amendment to Administration 4 (Steve/Lynette Emmerson). Motion passed.

8.6 By-Laws Approval

With the approved consolidation, we need to make changes to the By-Laws. The Foundation board will retain the three members per county on the Tri-Valley side and

add two members per county on the NBE side. The plan is to add video conferencing in Chanute, Fort Scott, Neodesha and Moline. The by-laws will be brought back to the board in March for approval.

9. New Business

Items 9.1 Acceptance of NBE Homes, 9.2 HUD House Payoff, and 9.3 Board Members from NBE was covered under 8.4 consolidation and 8.6 By-laws approval.

10. Acceptance of All Donations

For the period from September 1st through October 31st, the Foundation received \$8,769 in donations. Motion made to accept donations as presented (Mike R/Lynette). Motion passed.

11. Announcement

The next board meeting will be March 24th at the Allen Community College Board Room located at 1801 N. Cottonwood, Iola, KS.

12. Adjournment

Motion made to adjourn meeting (Steve/Mike R). Motion passed.

Respectfully Submitted,

<u>Ruth Spangler</u>	<u>11/27/19</u>
Secretary	Date