

Harry Chapin Food Bank of Southwest Florida, Inc. | Board of Directors Meeting Minutes
Tuesday, October 25, 2016 | Social: 8:00 AM, optional Meeting: 8:30 AM – 10:00 AM
Meeting Site: 3760 Fowler Street, Fort Myers Conference Room
or by conference call: 1.888.236.8522; Guest ID: 352316#

Present: *Board members:* Keith Scoggins, Anne Rose, Bill Dillon, Bob Leadbetter, David Fry, Craig Folk, Maura Matzko, Lois Thome, Jeff Maddox, John Clinger and Gary Gardner, Lois Thome.

Via conference call: Pat Nevins and Bianca Ross.

Staff: Richard LeBer, Dave Najar, Eric Hitzeman, Kari Lefort, Miriam Pereira, Madeline Paniagua.

1. Keith Scoggins called the meeting to order at 8:30 AM.
2. **Mission Moment** – Bill Dillon spoke about his mission moment.
3. **Consent Agenda** – Board acknowledged receipt of the board packet prior to the meeting.
MOTION: Upon motion duly made, seconded, and adopted the Board approved the Consent Agenda.
4. **Discussion/Action Items** –
 - a. **CFO's Report/Audit Report** – Jeff Tuscan and Lisa McKenzie from Tuscan & Co. – Jeff discussed the audit report and the fact that although we are a non-profit (501(c)(3)), we still need to file income taxes. No instances of non-compliance were noted in the audit. Jeff presented the audit report, along with a benchmarking analysis. He issued an unqualified audit, the highest available rating. The audit will be filed and posted to our website today.
MOTION: Upon motion duly made, seconded, and adopted the Board approved the Audit Report.
 - b. **Form 990 Tuscan & Co.** – Jeff Tuscan – Jeff discussed the Form 990; all board members were given a copy. Jeff presented an advance copy of the tax return to be filed and posted to our website today.
MOTION: Upon motion duly made, seconded, and adopted the Board approved the Form 990.
 - c. **Treasurers Report** – Anne Rose – Dave stated that our cash position remains strong. Dave discussed a system issue regarding new USDA pricing that needs to be worked out. Richard explained the 8 to 1 dollar value. He stated that the valuation of the food comes from Feeding America.
Anne stated that the Finance Committee met and spent the majority of their time hearing from Tuscan and going through the audit documents. Fundraising is performing extremely well.
MOTION: Upon motion duly made, seconded, and adopted the Board approved the Treasurers Report.
 - d. **Quarterly 2017 Strategic Plan Update** – Richard LeBer – Richard stated that we are moving along nicely with the plan and we are not behind on any of the objectives.
Eric spoke about the fact that a lot of the food banks were not prepared for the hurricane relief effort. Luckily we ended up not needing the supplies.

- e. **Marketing Report** – Miriam Pereira – Miriam stated that September was a very busy month. There was a Hunger Walk breakfast, 24 hour online giving challenge sponsored through the Sarasota foundation, our first Food for Thought with Richard and the insect repellent distribution. Miriam stated that the 1 to 8 ratio information will be released on November 1. She is planning on doing an op ed piece and a media/advisory press release. Richard said that we're working on visuals and graphs to explain the ratio and make it more easily understood.
- f. **Operations Report** – Eric Hitzeman – Eric stated that we are in the process of buying two new Chevy express heavy duty cargo vans to replace our two old vans. Eric stated that this is being made possible through grants. The trucks will also be wrapped.
- g. **Programs Report** – Kari Lefort – Kari stated that currently we have 165 partner agencies. Our CSFP program, which is the senior food program, is at 100% distribution for the months of July, August and September.
Kari also mentioned the mosquito repellent distribution. We received 28,000 bottles of mosquito repellent through SC Johnson and Feeding America. We were able to distribute them through our partner agencies.
We are doing gift cards instead of turkeys this year. We have received an overwhelmingly positive response from the agencies. The turkeys were difficult for us to get to the agencies and it was difficult for the agencies to store them.
- h. **Board Improvement Plan** – Keith Scoggins/Richard LeBer – Keith discussed that at the last board meeting we adopted a Board Improvement Plan, which had a number of steps to improve the board.
 - i. Fundraising
 - 1. Summarize Fundraising for the past quarter – Miriam Pereira – Miriam stated that overall fundraising was going well. Grants were also going well.
 - 2. Summarize compilation of Board Pledge and Commitment Forms – Richard LeBer – Richard stated that he has signed Board Pledge and Commitment forms from every member of the board. Keith asked for a tally of the board pledges for the next board meeting.
 - 3. Board Skills Assessment Survey – Pat Nevins – discussed the project, stating that the intent is to catalog board expertise. When major strategic issues come up, a board member with expertise in that area can assist.
 - 4. Board Diversity Project – Pat Nevins – Pat stated that this was another project that came out of the Board Implementation Plan. This issue was also raised by Feeding America in their audit. A team has already been formed to handle this project. Pat said that they will report back as it proceeds.
 - i. **Proposed Governance Committee Charter**
 - 1. Proposed Charter – Pat Nevins – Pat stated that upon his review of the Governance Committee Charter he felt that some changes to the Charter needed to be implemented.
MOTION: Upon motion duly made, seconded, and adopted the Board approved the Governance Committee Charter.

2. Proposed Bylaw Change – Keith Scoggins – Keith stated that he conformed the bylaw provision and changed some language in section 6(1)(b) of the bylaws. This bylaw will be considered for adoption at the next board meeting.

- j. Food Banking Strategic Topic: Development Assessment** – Miriam Pereira, Matt Hackler (Feeding America) teleconferenced in. – Matt works with Feeding America’s fundraising services arm. Matt and his team reviewed our data and came back with a 180 page report on our development plan. Matt and his team also visited the food bank and spoke with board members and staff. Matt discussed some opportunities to grow and reach our strategic goals. He stated that it’s an 18 month-2 year project, and we will have an opportunity to do some realignment in the coming months. Richard stated that going forward we have a lot of potential and opportunities.

k. Unfinished/New Business Announcements

Adjourned 10:06 am