

OCWCOG EXECUTIVE COMMITTEE
August 27, 2015
MINUTES

- ATTENDEES:** Mayor Sharon Konopa, Albany; Commissioner Anne Schuster, Benton County; and Councilor Bob Elliott, Lebanon.
- STAFF:** Executive Director Fred Abousleman; Deputy Director Lydia George; Finance Director Sue Forty; and Administrative Assistant Terri Sharpe.
- VISITORS:** Sarah Giboney, Senior Services Foundation President; Steve Uerlings, SSF Board Member; Suzette Boydston, SSF Board Member.

Chair Sharon Konopa convened the meeting of the Executive Committee at 9:00 a.m. at the Cascades West Center in Albany, Oregon.

1. Approval of Previous Meeting Minutes

The approval of the June 25, 2015 Executive Committee Minutes were tabled until the October 22, 2015 meeting.

2. Review of Financials

Finance Director Sue Forty reviewed the snapshot by major line item report along with the July 1, 2014 – June 30, 2015 yearend financial report. COG auditors from Acuity are in the process of conducting the yearend audit. They have completed their pre-work, and everything is looking great at this time. Acuity will attend the December Executive Committee meeting to discuss PERS and the new GASB 68 rules.

Executive Director Fred Abousleman informed the Executive Committee that the COG continues discussions with the State about their Title XIX allocations for the next biennium. COG was the only AAA in the state that suffered a budget cut. Executive Director Abousleman believes this is the State's error and is hopeful that it will be corrected. Negotiations with the State continue and Executive Director Abousleman will take any and all appropriate measures in getting this corrected.

3. Discussion with Senior Services Foundation (SSF) Board on the Relationships Between SSF and the OCWCOG

SSF President Sarah Giboney, provided a brief history of the Foundation stating that SSF started as a vision of COG's to secure funding resources in support of the Senior Meals program and is now in its 21st year. Along with Senior Meals, the Foundation also supports the Senior Companion Program and the Retired Seniors Volunteer Program (RSVP).

SSF Board Member Steve Uerlings stated that the COG Board took action three years ago to broaden the scope of the Foundation mission in order help other programs outside of COG secure funding opportunities.

SSF President Giboney went on to explain that in the past, COG has provided support for the Foundation and a year ago hired a part-time resource coordinator to assist with fundraising. Unfortunately, the SSF could not raise the target figure that was required of them to justify the continued funding of the COG coordinator position. Through discussions with Executive Director Abousleman, SSF President Giboney suggested bringing in new Foundation Board members that were in line with COG's fundraising vision. It was reported that the Foundation has raised approximately \$94,000 this year, with more grants and programs coming in under their 501(c)3 status.

The SSF Board proposed Executive Director Abousleman encourage COG's Board in joining the SSF Board as active fundraisers. At this time, three OCWCOG Board members have applied and will be voted in by the September 1st SSF Board meeting.

Chair Konopa stated it would be of great value to not only have COG members on the SSF Board, but other community members as well. Executive Director Abousleman clarified that all Executive Committee members should be a part of the SSF Board to ensure a smooth transition. He proposed that a recommendation be made to the COG Board that all Executive Committee members join the SSF Board. In December, the SSF Board can take whatever action needed. Executive Director Abousleman stated that there were three very valuable Foundation assets: 1) the name; 2) the 501(c)3 status; and, 3) philanthropic investments.

SSF President Giboney said the Foundation's election of officers will take place at their December meeting and that all current SSF Board members have agreed to stay on to ensure a smooth transition. SSF President Giboney went on to say that she will be leaving the Foundation after the December meeting.

Executive Director Abousleman asked why the SSF Board decided to disburse most of their funds without COG's knowledge, considering they are the fiscal agent for the SSF. Finance Director Forty stated she will need to consult with the Auditors to make sure the disbursement of funds were made appropriately. Executive Director Abousleman said the biggest concern is that SSF Board's decision to liquidate all of their assets may not be beneficial for COG's purpose should they try to apply for other money. As a new Board, they may be viewed as unsustainable. It is not clear as to why the SSF Board made the decision to disperse the money before the transition under the COG.

SSF Board Member Uerlings said that the SSF Board felt they had the responsibility to fund the programs they had funded in the past, with the consensus being to fund the COG programs first. Executive Director Abousleman expressed his gratitude for the resource, but expressed his concern about taking on the Foundation with little to no financial security of a \$4,000 balance.

SSF Board Member Uerlings explained the SSF Board felt it was their duty to disburse the allocations they were responsible for raising, before transitioning the Foundation back to the COG. SSF President Giboney stated that other expenses were also paid for, including the renewal of the Board's liability insurance. Some of the funds dispersed were from a restricted endowment fund. Finance Director Forty asked whether the SSF Board received anything in writing from the donor allowing for the disbursement of the endowment to be different than its original designation.

Executive Director Abousleman stated that the concern was not about the Foundation's funding decisions, but rather why COG was not informed of these decisions; as COG is the Foundation's fiscal partner and agent.

SSF Board Member Uerlings explained that SSF's Treasurer Michelle Hawkins is the Linn County Treasurer and had the knowledge and the documents to disperse the funds, and he reassured the Executive Committee that everything was in order. SSF Board Member Uerlings also suggested that the Foundation discuss, at their next meeting, the possibility of retracting the endowment money from Benton Community Foundation. SSF President Giboney stated she received verbal consent from the endowment donor, and would follow up to obtain written consent.

Executive Director Abousleman wanted to keep on the table the fact that the money raised by the Foundation was performed under the Memo of Understanding (MOU) with COG's support and services, and not independent of COG.

Councilor Bob Elliot stated initially he was in favor of dissolving the Foundation. After today's discussion, he sees there is value, as well as some concern, so at this time he is undecided about joining the SSF Board. Chair Konopa said there is work to be done, but she would like to build a relationship with the SSF Board members and she foresees a great future in working together.

4. United Way Alliance Agreement and Signing

Executive Director Abousleman updated the Executive Committee on the United Way Alliance Agreement jointly committing to promoting, supporting, and advancing the missions and goals of each association and to working together whenever possible and appropriate. At this time, both the United Way of Benton & Lincoln Counties, and the United Way of Linn County have agreed to form an alliance with COG. Executive Director Abousleman proposed a formal signing of the Alliance be held during the September 17th Full Board meeting. The Chairs of both United Ways will be in attendance and plan to sign with Chair Konopa.

5. Cascades West Financial Services Inc. (CWFSI)

Executive Director Abousleman stated that Cascades West Financial Services Inc. (CWFSI) is a Small Business Administration (SBA) lending program that COG contracts with to provide business loans promoting economic growth in our communities. There is an interesting dynamic occurring between CWFSI and OCWCOG, Lane COG, and Mid-Willamette Valley COG, who are all contract agents for SBA. Executive Director Abousleman will keep the Board informed as things happen.

6. State of the Region Update and Logistics

Executive Director Abousleman provided to the Board a draft of the 84 page *State of the Region* Report. The report consolidates three counties' worth of data and information on housing, demographics, food, economics, and geography into one regional snapshot. The document will be released in conjunction with the *State of the Region* Summit on September 17th. COG Executive Committee members will be speaking on individual sections of the report at the Summit, along with guest speakers from Selmet and Trawlers Cooperative. The keynote speaker will be Kelly Kaiser, Samaritan Vice President of Samaritan Health Services.

There will be a patent pavilion at the event that includes Hewlett Packard and seven other patent developers and their products. The event will be live-streamed, and food that has been raised and prepared within the tri-county area will be served at the event.

The Full Board meeting is scheduled to take place immediately following the Summit.

7. Regional Accelerator and Innovation Network (RAIN)/OCWCOG Proposal

RAIN is a two year old partnership between Oregon State University and the State of Oregon to promote startup businesses. It is funded at \$2 million for the biennium. COG is looking at contracting with RAIN, using RAIN resources, in hiring a Resource Development Officer to serve as the main fundraiser for the Foundation. COG and RAIN will split the Development Officer's time 50/50. Executive Director Abousleman will present more details with the Executive Committee as he receives them.

8. September Full Board Agenda Items

The Executive Committee reviewed and approved the proposed Full Board agenda items:

1. Consent Calendar

- a. Approval of Previous Full Board Meeting Minutes

2. Recommendation to have the Senior Services Foundation come back to the COG and the Executive Committee Members join the SSF Board.

3. Signing of a Memo of Understanding between the OCWCOG and the United Way of Benton & Lincoln Counties; and between the OCWCOG and the United Way of Linn County.

4. Update on the Health and Transportation Forum

5. Update on 501C3 Actions

6. OCWCOG Update, Policy, and Regional Developments

7. Information Sharing

8. Other Business

9. Adjournment

6. Other Business

Executive Director Abousleman reported that the COG sponsored event with Congressman DeFazio announcing the *Foster Grandparent Program* and the swearing in of the first Foster Grandparents was a big success.

7. Adjournment

Meeting adjourned at 10:54 a.m.

Minutes by Terri Sharpe

Minutes Approved October 22, 2015