

Mid-Columbia Children's Council, Inc.

Board Meeting

Location: 1100 E. Marina Way, Suite 215

Hood River, OR 97031

November 2, 2017

Board Members: Warren Anderson (PC Chair) Joella Dethman
Becca Sanders Marilyn Butler
Kim Granville Taylor

Absent: Tad Connors Bud Lacey
Tracy Olmstead

Guests: Paul Runyon Sandy Brown

Minutes Taken By: Kathy Martin

Marilyn Butler, MCCC called meeting to order

Action: 5:35 p.m. meeting called to order, quorum established.

Item: Select Pro-Tem Chairperson

Discussion: Chair and Vice Chair not present. Per Bylaws Article V, Section 2 (b) (ii) those present will select a pro-tem Chairperson to act for and perform the duties of the absent officers.

Action: Joella Dethman moved to elect Marilyn Butler as Pro-tem Chairperson. Kim Granville Taylor seconded it. Motion was approved unanimously.

Item: Community Meeting

Item: Additions and Deletions to Agenda

Discussion: Add Articles of Amendment to New Business.

Action: Joella Dethman moved to approve the agenda as amended. Becca Sanders seconded it. Motion was approved unanimously.

Item: Minutes – October 5, 2017

Discussion: Minutes presented.

Action: Warren Anderson moved to approve the October 5th, 2017 minutes as presented. Becca Sanders seconded it. Motion was approved unanimously.

Item: Guest Speaker

Discussion: N/A

Item: Human Resources Hiring & Personnel Report

Discussion: Hiring and personnel reports were presented by Sandy Brown.

Action: Warren Anderson moved to accept the hiring and personnel report as presented. Joella Dethman seconded it. Motion was approved unanimously.

Item: Standard of Conduct Policy

Discussion:	Sandy presented revised policy.
Action:	Joella Dethman moved to approve the Standard of Conduct policy with noted changes. Becca Sanders seconded it. It was approved unanimously.
Item:	Treasurer's Report: Credit Card, In-Kind and Parent Funds
Discussion:	Finance Committee recommends approval of the September credit card, In-kind and parent fund reports as presented.
Action:	Kim Granville Taylor moved to approve September 2017 credit card, In-kind and parent reports as presented. Joella Dethman seconded it. Motion was approved unanimously.
Item:	September Financial Reports
Discussion:	Finance Committee recommends approval of the September financial reports as presented.
Action:	Joella Dethman moved to approve the September financial reports as presented. Warren Anderson seconded it. Motion was approved unanimously.
Item:	2017-18 Proposed Agency Budget
Discussion:	Finance Committee recommends approval of the 2017-18 proposed agency budget. <ul style="list-style-type: none"> • Federal Financial Report & SF425 QE – 2017 were filed on time.
Action:	Joella Dethman moved to approve the proposed 2017-18 agency budget as presented. Becca Sanders seconded it. Motion was approved unanimously.
Item:	Old Business – Fund Raising & Recruitment Committees
Discussion:	Fund Raising: No report. Recruitment: No report
Item:	New Business: By-Laws
Discussion:	No changes. Will bring to December meeting for signature.
Action:	Joella Dethman moved to approve the By-Laws as presented. Warren Anderson seconded it. Motion was approved unanimously.
Item:	Rescind Program Policies (ratify email)
Discussion:	Policies reviewed and based on New Performance Standards were either combined with other policies or no longer needed.
Action:	Joella Dethman moved to ratify the list of rescinded program policies as emailed. Warren Anderson seconded it. Motion was approved unanimously.
Item:	EHS Waiver (ratify email)
Discussion:	Emailed for review and approval.
Action:	Warren Anderson moved to ratify the EHS Waiver as emailed. Kim Granville Taylor seconded it. Motion was approved unanimously.
Item:	Revision 2017-18 HS/EHS Continuation Grant Application
Discussion:	Minimal changes requested, however changes did not change the scope of the application.

Action:	Joella Dethman moved to approve the revised 2017-18 HS/EHS Continuation Grant Application revision as presented. Kim Granville Taylor seconded it. Motion was approved unanimously.
Item:	2018 Board Goals for Paul
Discussion:	Ask Bud to send out last year's goals and outcomes. Members, including Paul, will send proposed goals to Bud. Goals will be reviewed and with Paul's input establishing and prioritize his goals. Discussion should also include what Board can do to assist Paul with accomplishing these goals.
Item:	Articles of Incorporation
Discussion:	<p>Each year we are required to submit a Form CT-12 for Oregon Charities and any amendments to the Articles of Incorporation or Bylaws. We have received a letter on October 31, 2017 from the Department of Justice Charities Registration indicating we need to make an amendment to our Articles of Incorporation to reflect the information under Article III of our By Laws that we are a non-membership corporation, which is what we should be.</p> <p>Paul researched and found the original Articles of Incorporation as well as an Article of Amendment from 1987. The Amendment, he believes, box 2 was mistakenly check that there were voting members of the organization when Box 1 would have been sufficient based on how the corporation was structured at that time.</p> <p>Submit record of action that shows a resolution of the Board in respect to the articles of amendment.</p>
Action:	Joella Dethman moved to approve submitting the articles of amendment with the record of action to clarify the articles of incorporation pending Tad's review and approval. Warren Anderson seconded it. Motion was approved unanimously.
Item:	Director's Report
Discussion:	Paul presented.
Action:	Joella Dethman moved to accept the Director's report as presented. Kim Granville Taylor seconded it. Motion was approved unanimously.
Item:	Correspondence
Discussion:	MCCC letter to The Dalles Parents; Wahtonka Child Care Licensing Acknowledgement; MCCC Eligibility and Selection Criteria meeting invite; DLH Corp FY 2018 Monitoring; The Dalles Immunization Review; MCCC 2017-18 Service Matrix; Region X Connect Newsletter; Letter from Governor Kate Brown; 990 clarification of officers.
Item:	Adjourn Meeting
Action:	Kim Granville Taylor moved to recess the meeting and go into Executive Session. Warren Anderson seconded the motion. Motion passed unanimously. Meeting adjourned at 7:16 p.m. to go into Executive Session.
Item:	Executive Session
Discussion:	Review of MCCC Human Resources Xenium report and proposal.
Action:	Warren moved to close Executive Session and reopen MCCC Board meeting at 7:40 p.m. Kim Granville Taylor seconded the motion. Motion passed unanimously.

Action:	Becca moved to authorize the MCCC Executive Director to negotiate an HR Solutions contract with Xenium. Kim Granville Taylor seconded the motion. Motion passed unanimously.
Action:	Kim Granville Taylor moved to adjourn the meeting at 7:43. Warren Anderson seconded the motion. Motion passed unanimously.

Next meeting: December 7, 2017