**Special Olympics Iowa**

**Minutes of the Board of Directors Meeting (DRAFT)**

**Wednesday, February 21, 2018 5:30 p.m., Grimes, Iowa**

**Board Members Present:** Jill Southworth (Chair), Steve Palmer (Former Chair), Stu Sorrel (Vice Chair), Ted Oberlander (Treasurer), Kathy Lively (Secretary), Neil Berns, Marta Codina, Deb Eldred, Judy Eyles, JoAnne Whitmore

**Board Members Present via Conference Call:** Mike Lightbody, Lana Voga, Lou Flori, Matt Dougan

**Board Members Not Present:** Joe Ramirez, Lynn Clayton, Pam Jochum, Jack Ohle, Ken Riser, Dr. Mary Stevens, Brian Wessels, Traci Long

**Welcome (Jill Southworth):**

* Jill Southworth welcomed the board. Group discussion regarding whether we had a quorum and could proceed. Confirmed we have 19 voting members, with 12 in attendance.
* Jill recognized Angela Orberlander was featured by Hy-Vee.
* Matt Dougan will be participating in the upcoming Polar Plunge. Looking for our support.

**Board Athlete Report (Ted Oberlander):**

* Traci Long continues to battle with health issues. Recovering from heart surgery. Now on dialysis three days/week. She is hoping to come back to the Board, as well as continue as a Global Messenger.
* Stu inquired if we should nominate another athlete.
* Wendy Olinger will be asked to provide a list of proposed nominees.

**Acceptance of Prior Meeting Minutes:**

* Edit needed to prior minutes to include Steve Palmer and Jill Southworth are elected for 2 years.
* Steve Palmer moved to accept the prior minutes with the correction. Joanne Whitmore seconded the motion. The motion passed with unanimous consent.

**Recognition of Service:**

* Jill Southworth thanked Steve Palmer for his years of service, including his tenure as Special Olympics Iowa(SOIA) Board Chair. She presented Steve with a plaque. Additionally, a brick paver will be placed in the SOIA courtyard.

**CEO Report (John Kliegel):**

* With the departure of Jerimiah Johnson, we posted the position. John was not satisfied with any of the applicants. Decided to outsource to CFO Advantage.
	+ Introduced Jackie Pullin from CFO Advantage.
	+ CFO Advantage is a local company.
	+ They will provide AP, Internal Controls, Month End Closing and KPIs.
* John wanted to make us aware of an issue that will likely be in the news in the coming months. An individual in Sioux City was raising monies, representing it to be for SOIA. The individual was also using a school Tax Id number, without the school’s knowledge.
	+ John and Jackie are having discussions regarding how to manage centralized accounting.
* Tanner Nisson has been working on the Athlete Census.
	+ Cleaned up the database.
		- Checking for current physical on file. (Within the last 3 years)
	+ Athletes have increased 2,500 from 2017.
	+ Now tracking athlete experience - 20,000 athlete experiences
	+ 7,000 athletes
		- Neil Burns asked if the data is better, or have we experienced actual growth. John has asked Tanner the same question.
		- Does not included Unified Athletes
		- Includes everyone 8 years and older. Does not include the 2 – 8-year old.
	+ Now capturing volunteers and coaches, also.
	+ 14,000 was our count in 2017 for all athletes, including Unified and Young Athletes. Was not a true count of our athletes.
	+ Stu asked how the increase will impact our budget?
	+ Neil asked what has driven the growth?
	+ John will follow-up with Tanner and Sally Briggs to provide additional information.
		- Deb identified Bruce has been adding new delegations.
* Unified Champion Schools has been a primary focus.
	+ Bryan has done a great job!
	+ We now have 29 schools
	+ Bryan has added all 11 of the Des Moines Middle Schools
	+ Pursuing the High Schools and Elementary Schools, as well.
	+ Want each school to sign up as a traditional delegation.
* Capitol Hill Day – Washington D.C.
	+ John and Abby went to lobby the legislature.
	+ All 50 states were in attendance.
	+ They provided the money for Unified Champion Schools.
* Variety Telethon
	+ John will be attended. Raising money for another non-profit is important. If we call to donate, identify you are from SOIA.
* Additional discussion regarding the Sioux City Issue
	+ Stu asked how to handle the separate regions? There are 11 districts.
	+ Rhonda provided historical insight. Approximately 20 years ago, each delegation was raising their own money. Then, SOIA made everyone go to centralized. Each delegation must put their (95% - 99%) money with us. If they ask for a check to an individual, we require two signatures for approval. If the check is to a business, with receipts, we will simply pay.
	+ Stu asked Jackie if fraud would be difficult? As a CPA, Jackie will not say ‘Never’, but we have ‘Checks and Balances’ in place to protect. John must sign. Then, it goes to CFO Advantage.
	+ Sioux City was a new delegation, without centralized money. So, it didn’t get stopped.
	+ Marta asked if we keep any of the delegation money?
		- 100% is available to the delegation
		- Ted also identified we provided $1,000 additional to each of the delegations.

**Department Updates**

* **Finance Report (Ted Oberlander/Jackie Pullin):**
	+ CFO Advantage started December 31, 2017.
	+ Ted identified a lot of work has been accomplished in a short amount of time.
	+ Jackie’s overview included:
		- We are in “Good Order”
		- Need to schedule our Annual Audit
		- Does not expect any material changes
		- Wants to dig deeper into the In Kind and Volunteer numbers
		- Get additional from the finance report
	+ Value for coaches is $15 for Head Coach, and $12 for Assist Coach
	+ Neil identified we target 75% of budget dollars. Should we increase and target 77%-78%?
		- Ted said the costs to run the organization are not that easy. We need to get all the In Kind numbers included.
		- John shared that he, Rhonda, Bruce and Ted have all discussed. Only have counted coaches. Historically we have not included volunteers. Ultimately, we cannot run events without volunteers. (i.e. Summer Games)
		- Neil asked if we can include in 2017. Ted shared we do not have the data. Rhonda shared we could identify the numbers for the State events. (Sports) Additionally, we should be able to identify the special programs, such as Challenge Days and Young Athletes. Just not the Area events.
		- John identified a sizable number we do not capture is for Ray Strekal and Deb Eldred hours.
		- We need to research further.
		- Will make a difference in grant writing and fund-raising. Currently we ride the line of 74-75%.
	+ Jackie identified we need to disclose personnel issues as non-reoccurring.
	+ John, Jackie and Ted will meet and figure out different options to present to the Board.
		- Ted plans to have the Finance Committee to meet soon to discuss.
	+ Ted Oberlander voted to approve the Finance report and Marta seconded. The vote passed with unanimous consent.
* **LETR Report (Jeanette Steinfeldt)**
	+ Upcoming Special Events include:
		- Texas Roadhouse, April 5 from 11a to 2p
		- Ames Polar Plunge, April 5 4pm to 9pm. Would love to have Board members show up. Bringing a swimming pool into the Triangle. Ted and Jill both shared they had attended and it is a fabulous experience.
* **Program Report (Rhonda Schwarzkopf/Bruce Wilson)**
	+ Rhonda reviewed:
		- State Bowling. We had increased numbers in both Des Moines and Council Bluffs.
		- Winter Games. We had great weather (Rhonda was in charge). Everything went very well, with the best attendance ever.
		- Basketball has now ended.
			* Iowa City – 9th & 10th. Mid-Winter Games. Maxed out the rooms in two hotels, had to add a third.
		- Team Iowa Delegation for National Games – had the last uniform fitting. Delegation will include: 34 athletes, support staff and coaches.
		- Summer Games – had the first planning meeting.
		- Bocce is increasing the number of athletes. We will move to a new location to support all requests from every delegation.
		- “Move” fitness bands. Goal is 1 million steps, 7,000/day. Every athlete registers with a smartphone. All sports specific coaches have received also. Intent is to focus on practicing and getting in shape for National Games.
	+ Bruce reviewed:
		- Full report was provided with the Board Meeting materials.
		- Tanner’s work on the Census, as discussed earlier.
		- New Release & Medical Forms. 6 page document. Have processed 800 athletes.
		- Wendy has been working on Healthy Athletes. Looking for doctor for physicals for the Mid-Winter Athletes who have expired or will expire in 2018.
		- All Training is now available on-line.
		- Added 26 new Delegations in 5 months.
	+ Steve Palmer showed the 2018 Torch Run t-shirts. $20 for a long sleeve. $15 for a short sleeve.
* **Development Report (John Kliegel)**
	+ Full report was provided with the Board Meeting materials.
	+ John, Ted and Angela meet with Brad at Hy-Vee to discuss their commitment.
	+ We received $69,000 from Grace Aiko Amemiya Memorial (Ames)

**Old Business:**

* Steve provided an update on the Hall of Pride Project.
	+ We have had some “Big Bumps”. We had worked with the director from the Hall of Pride, then he left. John has now met with the new director.
	+ Current material is all very outdated. (Joyce Allard had created the original, and she has been gone for several years.)
	+ They will be doubling the space available to us, increasing from 6’ to 12’.
	+ We have a new smart TV.
	+ Have identified the criteria for what type of material to include.
	+ We need to identify a Selection Committee.
	+ We announced at 2017 Summer Games.
	+ The first banquet is scheduled for September 2018.
	+ We would like to have a mini Hall of Fame at the State Office to show each year’s inductee.
	+ Other exhibits have quizzes, interactive videos.
	+ Approximately $10,000-$15,000 to get it updated. Will require, software, printing and fabrication
	+ Steve would like us to fund this. Wants Board support, however not currently in the 2018 Budget.
		- Rich and Jerimiah had indicated it is not a fixed budget item.
	+ FBL is a big sponsor of the Hall of Pride. We have a meeting with them in March.
	+ All the costs are unknown, or yet to be identified.
	+ We have already received a donation from Chris Scott, and his parents for the smart TV. Steve believes they will provide additional support. i.e. Fund-raising, Seed Money
	+ We will be able to update remotely. (Stephanie can update from SOIA office).
	+ The Board had several questions regarding the costs. Both one-time and annual, reoccurring.
	+ Board agreement we are supportive. We need to understand all the costs, including the on-going.
	+ Software company is from Davenport, Iowa.
	+ Discussed how to fund, as we do not meet again until April.
	+ John will have a more concrete number in the next 2 weeks. We paid cash for the smart TV.
	+ Jill identified there are two parts for approval. Part 1 is does the Board approve with proceeding with the project? Part 2 is to approve the money.
	+ Board agreed in theory. However, not willing to give a blank check.
	+ Discussed whether we can vote Electronically. Lana confirmed the By-Laws allow Electronic voting.
	+ Motion was made to move forward pending approval of funding in 2 weeks. The motion passed with unanimous consent.
	+ John will get itemized costs, then Jill will distribute to the Board for review.

**New Business:**

* Need to identify a date and topic for the Annual Retreat.
	+ Prosed Topic: Update to the Strategic Plan.
		- SONA Strategic Plan is 2016 – 2020. Proposing we align with their dates.
		- Stu and Ted have offered to lead.
		- Marta Codina moved the Strategic Plan will be the topic for the Annual Retreat. Neil Berns seconded the motion. The motion passed with unanimous consent.
	+ Date Discussion:
		- Half or Full Day?
		- Does not need to be completed until the end of the year.
		- We could include training, as Aureon has multiple training sessions available. ie. Workplace Conduct, Violence in the Workplace
		- September 19th is currently a meeting date. Ted will be too busy after the 19th, so possibly combine the Board Meeting with the Retreat.
		- Jill will send Doodle Calendar Invites for possible dates.
* Hall of Fame Banquet is scheduled for Friday, September 7 at 5pm.
* Board Minutes
	+ Neil is currently storing. The drafts are on the SOIA website. He has a version with the Closed Session minutes and a version without the Closed Session minutes.
	+ Neil and Kathy will coordinate a location to store.
	+ Jill has the previous minutes back to 2014.
	+ We have a safety deposit box at Bankers Trust where we can store the hardcopies.

Neil Berns motioned to move into Closed Session and Stu Sorrel seconded the motion. The motion passed with unanimous consent.

**Closed Session:**

* We have had some new “Firsts”
	+ 4 x 100 Race at the Drake Relays
	+ Played basketball at ISU basketball games
* Employment Agreement with John
	+ At will employee. Jill circulated a draft contract she had drawn up.
		- Salary of $132,500
		- Everything else in the contract follows the SOIA Employee Handbook
	+ Steve motioned to move forward with the contract. Joanne seconded the motion. The motion passed with unanimous consent.
* Annual Conflict of Interest Statement was circulated.
	+ We need to read and sign
	+ Upon review, it was the incorrect version. Jill will update and send to all of us.
* Board website
	+ Stu identified we have used the same password for a long time, and with turnover he proposed we need to change the password.
* We have three Board Members who have not been engaged, including non-responsive to communications, and not attending meetings. Jack, Pam and Brian
	+ Ted identified Jack had been very involved in the CEO search, including the vote.
	+ Jeanette had reached out to Jack multiple times to assist with fund-raising and received no responses.
	+ Neil is concerned. Understands Brian, as he has not been involved for a long time. Pam has only attended via phone call.
	+ Lana identified we need to reach out to Jack. Did anyone reach out to him after the last Board meeting to make him aware of the results of the voting? (Jack was on the ballot) We should have contacted him with the results.
	+ We definitely need to keep Pam, as Ken Riser has officially resigned. We need to reach out to Pam.
	+ Ken has recommended a replacement to Steve with a possible replacement – Ashley Hinson, Vice Chair of Appropriations.
	+ Lana asked if we need to replace anyone. The maximum members on the Board is 25, with a minimum of 15. We currently have 21.
	+ Steve identified he would rather only have 15 active, than 21 who are inactive. He is not saying we need to replace. He just wanted to make us aware of Ken’s offer. It is a challenge for the political Board members to attend while they are In Session.
	+ Agree we need to reach out with a personal phone call.
	+ Brian has a full voicemail. Has not returned multiple phone calls.
	+ All three of their terms expire at the end of 2018.
	+ Problem with leaving inactive members on the Board is getting a quorum.
	+ Board Bylaws from August 2016 state a quorum is two-thirds.
	+ Jill will reach out and provide an update in April.
* CFO Advantage discussion
	+ Ted has reviewed the contract.
		- Cost of $6,000 / month.
		- We can walk away at 30 days
		- We had dropped the salary for the position by $25,000, so we were only receiving entry level candidates.
		- They are in the office 3 days per week.
		- Always available though.
		- Neil is comfortable with trying them out. Only questions: what we are giving up? What is the risk? Did we really need a FTE. We have a PT accountant.
* Annual Conflict of Interest Statement
	+ Item #7 and #9 are incorrect. Jill will rework and get us a new copy.
* Upcoming Events – Karaoke Night
	+ Joanne is helping with Karaoke night on April 10, from 4p to 7p. Planning to do it one night a month. Area Games at Indianola are the same day, so may impact attendance.
	+ Mike shared that Iowa City is doing karaoke weekly. Huge hit!

Steve Palmer motioned to move out of Closed Session and Lana Voga seconded the motion. The motion passed with unanimous consent.

**Adjournment:**

Lana Voga motioned to adjourn the meeting and Steve Palmer seconded the motion. The motion passed with unanimous consent.