

# Food Bank of Northern Nevada Board of Directors Meeting

**RBL: “Come with meeting results in mind. Leave with action commitments in hand.”**

<b>Meeting Title</b>	<b>Board of Directors Meeting</b>
<b>Date &amp; Time</b>	Thursday, January 28 <sup>th</sup> , 2021 – 5:00 p.m. – 7:00 p.m.
<b>Location</b>	Zoom
<b>Meeting Details</b>	<a href="https://zoom.us/j/2726793871?pwd=RkpjLzQ4UVZPZ3gyWlJBeitmKzU1Zz09">https://zoom.us/j/2726793871?pwd=RkpjLzQ4UVZPZ3gyWlJBeitmKzU1Zz09</a>  Meeting ID: 272 679 3871; Passcode: 999517
<b>Attendees</b>	<p><u>Attendees:</u> Letitia Anderson, Sherman Baker, Lynne Barker, Dusty Casey, Heidi Foster, Evelyne Harvey, John Lipinski, Karen Munson, Jeremiah Relaford, Nancy Wong, Tony Wynn.</p> <p><u>Absent:</u> Barbara Allen, Craig Etem, Ben Hayes, Rodger Stone.</p> <p><u>Staff:</u> Nicole Lambole, Brian Edwards, Lori D’Amico, Leah St. Marie, Kerry Kelly, Shane Piccinini, Stacey Puentes.</p>
<b>Meeting Purpose:</b>	<ul style="list-style-type: none"> <li>• Review and approve audited financials and Form 990 filing</li> <li>• Board Member enrichment</li> <li>• Take action on November minutes</li> <li>• Review and approve financials</li> <li>• Approve HR Charter</li> <li>• Staff presentations</li> <li>• Board discussion items</li> </ul>

<b>Agenda</b>	
<b>Time / Lead</b>	<b>Task / Result</b>
5:00 / John	<p><b>I. Welcome / Call to Order</b></p> <p>A. Introduction of Guest – Beth Farley, Eide Bailly</p> <p><i>Result:</i> Orient to desired outcomes of meeting</p>
<p><b>Notes / Insights Next Steps</b></p> <p>John called meeting to order.</p> <p>Participants are reminded that Board discussions, presentations, and documents contain sensitive and FBNN proprietary information. Information is shared to facilitate Board discussions and is NOT to be shared with third-parties.</p> <p>John introduced and welcomed Beth Farley and Heidi Sachs from Eide Bailly.</p>	
5:02 / John, Beth Farley, Heidi Sachs	<p><b>II. FY20 Audited Financials and Form 990 Filing</b></p> <p>A. Presentation and Review FY20 audited financials and Form 990 filing</p> <p>B. Accept FY20 audit and Form 990 filing</p> <p><i>Result:</i> Review and approval of FY20 audited financials and Form 990 filing</p>

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<p><b>Notes / Insights Next Steps</b></p> <p>Prior to the meeting, Board Members were provided the Eide Bailly audited financial report for the fiscal year ending June 30, 2020. Ms. Farley gave an overview of new accounting policies that were required to be adopted, noted three audit adjustments, reviewed the FBNN's mission and governance, and answered Board Member questions about the audit.</p> <p>Board Members also were provided the draft Form 990 for 2020 prior to the meeting. Ms. Sachs highlighted three sections to focus on: the summary comparison of last year and current year, governance and management questions, and narrative included in Schedule O. She indicated it was a solid 990 with best practices being followed, and she complimented the FBNN Staff for their assistance and cooperation during the audit. John thanked Ms. Farley, Ms. Sachs, and the FBNN staff.</p> <p>Tony moved to accept the FY 2020 audit and IRS Form 990, which was seconded by Karen, and passed unanimously by the Board Members present.</p> <ul style="list-style-type: none"> <li>➤ ACTION: Follow-up with absent Board Members to confirm that they received and reviewed the audited financials and Form 990. (Owner: John)</li> </ul> <p>Addendum – All Board Members affirmed – either at the Board Meeting or via email - that they received the documents and were able to review them.</p>	
5:19 / Kerry	<p><b>III. Board Member Enrichment</b></p> <p>A. Supplemental Nutrition Assistance Program (SNAP) – Kerry Kelly, SNAP Outreach Manager</p> <p><i>Result:</i> Enhance understanding of FBNN programs and operations</p>
<p><b>Notes / Insights Next Steps</b></p> <p>Kerry prepared a video presentation and handouts regarding the SNAP, Medicaid, and Energy Assistance programs. Each member of the team is a Certified Community Health Worker and is trained to assist clients on multiple levels. Board Members reviewed the recording and handouts prior to the meeting. Kerry answered questions regarding the EBT cards, recertification requirements, and FBNN responses to challenges due to COVID.</p> <p>John thanked Kerry for her presentation and for the Staff's work in this program.</p>	
5:40 / John, Tony,	<p><b>IV. Action Items</b></p> <p>A. Consent Agenda</p> <ol style="list-style-type: none"> <li>1. Approve Minutes from November 19, 2020 Board Meeting</li> </ol> <p>B. Finance Committee Reports</p> <p>C. HR Committee Charter</p> <p><i>Result:</i> Approval of Meeting Minutes, Financials, and HR Charter</p>
<p><b>Notes / Insights Next Steps</b></p> <p>The Board reviewed minutes and action items from the November 2020 meeting. There were no questions or corrections to the draft minutes. Tony moved to approve the November 2020 minutes, which was seconded by Dusty, and passed unanimously.</p> <p>Tony presented the Financial Report and highlighted items on the Balance Sheet as of the end of December 2020; generous community donations, government support in the form of Payroll Protection</p>	

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	<p>Program, and fundraising in response to COVID, total revenue was significantly higher than projected. Expenses remain within budget.</p> <p>Tony also reviewed the balance sheet. The Finance Committee indicated that the cash position exceeds projected operating expenses, and the committee will meet to discuss recommendations for a short/mid-term investment strategy.</p> <p>Karen moved to accept the Financial Report as presented, seconded by Lynn, and passed unanimously.</p> <p>Brian reviewed the FBNN 403B retirement plan, and the FBNN’s budgeted contribution during fiscal year 2020. With the audit complete, Brian requested Board approval to transfer the liability from the balance sheet and distribute 403B funds.</p> <p>Tony moved to fund the 403B, seconded by Sherman, which passed unanimously.</p> <p>John expressed the Board’s thanks to Brian and Meghan for their excellent work.</p> <p>The HR Committee reviewed the HR Committee Charter and presented to the full Board for approval. Heidi moved to approve the Charter, which was seconded by Sherman, and passed unanimously.</p>
5:56 / Nicole, Lori, Shane, Stacey	<p><b>V. Staff Presentations</b></p> <ul style="list-style-type: none"> <li>A. President’s Report</li> <li>B. Development Update/Metrics</li> <li>C. Policy Priorities – Shane Piccinini, Public Policy Advocate</li> <li>D. Employee Engagement Survey Results – Stacey Puentes, HR Generalist</li> </ul> <p><i>Result:</i> Report and discussion of staff presentations</p>
<b>Notes / Insights Next Steps</b>	<p>Nicole’s summarized the many incredible accomplishments during the previous calendar year. She indicated the new warehouse addition was completed in record time, and acknowledged the hard work of FBNN Staff in completing these many tasks.</p> <p>Nicole also provided an update on the FBNN’s response during recent winter weather.</p> <p>John thanked Nicole and asked her to convey to the FBNN Staff that they are all heroes.</p> <p>Lori reviewed development metrics. The Development Team is working to ensure all holiday donations are captured and donor letters are distributed by the end of January. John thanked the Development Team for its hard work.</p> <p>Shane provided a January 2021 Advocacy Update, both on a state and federal level. The 81<sup>st</sup> Nevada Legislature will be starting on Monday, February 1, 2021. While funding increases are not expected, there appears to be support to revisit previous legislation regarding SNAP eligibility. John thanked Shane for his presentation and offered the Board’s support to advocate for any upcoming policy and legislative efforts.</p> <p>Stacey reviewed both the 2020 Employee Engagement Survey, developed by Feeding America for all Food Bank members, and the mid-year, in-house Employee Pulse Survey. Stacey also presented plan to share results and address the employee feedback. In addition to 1:1 sessions with Managers and their employees, Nicole will present at upcoming All Staff Meeting and engage employees to share their inputs regarding their top four issues to guide future action and response. John extended his appreciation to Stacey for her efforts, especially her sense of ownership with the survey results. He emphasized the value of our employees and that the entire organization shares responsibility to ensure that we promote a positive work environment.</p>

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6:20 / John, Board	<p><b>VI. Discussion Items</b></p> <p>A. Board Engagement B. March Meeting/Retreat</p> <p><i>Result:</i> Report and discussion of Board member presentations</p>
<p><b>Notes / Insights Next Steps</b></p> <p>John presented the overall mid-term Board Engagement Scorecard. Usually, the CANstruction event occurs in March. The event is expected to occur in May 2021 with potential for off-site participation. John shared the initial Board design and will provide additional details and costs for the Board's entry.</p> <p>The annual Board Retreat/March Board meeting will be held on April 1, from 3 to 7 PM, to accommodate Spring Break. John collected articles on food insecurity from several sources, and he will send out prior to the retreat.</p> <ul style="list-style-type: none"> <li>➤ <b>ACTION:</b> John previously assigned "homework" to share an experience or client interaction from the holiday distributions or food collections. This exercise was postponed and will be a part of the Board Retreat. (Owners: All Board Members)</li> </ul> <p>FBNN holds a Partner Agency Conference in September; the 2020 event was postponed due to the pandemic. Leah is working on a virtual conference for Partner Agencies, and the format maybe helpful to facilitate the Board Retreat.</p>	
6:47/ John	<p><b>VII. Upcoming Meetings</b></p> <p>A. Next Governance Committee: Monday, February 8<sup>th</sup>, 2021 at 4:00 p.m. B. Next Finance Committee: Monday, March 22<sup>nd</sup>, 20021 at 8:00 a.m. C. Next Board Meeting and Retreat: Thursday, April 1<sup>st</sup>, 2021 at 3:00 p.m.</p> <p><i>Result:</i> Determine attendance at meetings</p>
<p><b>Notes / Insights Next Steps</b></p> <p>Board reviewed upcoming meeting schedule.</p>	
6:49 / John	<p><b>VIII. Other</b></p> <p><i>Result:</i> Determined by topics brought forward by Board members</p>
<p><b>Notes / Insights Next Steps</b></p> <p>The Board discussed options for future meetings. For the near future, the Board will continue to comply with health guidelines and meet in virtual venues, but we look forward to resuming in-person events as circumstances allow.</p> <p>John thanked the Staff for participating and excused them from the rest of the meeting.</p>	
7:05 / John	<p><b>IX. Adjournment</b></p>
<p><b>Notes / Insights Next Steps</b></p> <p>Tony made a motion to adjourn, which was seconded by Lynne, and passed unanimously.</p>	
7:05 / John	<p><b>X. Executive Session Call to Order</b></p> <p>A. Goals/Scorecard Review</p> <p><i>Result:</i> Review year to-date progress.</p>

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<p><b>Notes / Insights Next Steps</b></p> <p>John provided additional feedback on mid-term scorecards. He also provided suggestions on how to complete remaining actions before the end of June 2021.</p> <p>John met with Nicole to review progress on CEO Goals and Objectives for FY21. All objectives are on track for successful completion. He also provided a revision to Objective 2.2.</p>	
7:10 / John	<b>XI. Executive Session Adjournment</b>
<p><b>Notes / Insights Next Steps</b></p> <p>Executive Session adjourned at 7:10pm.</p> <p>Prepared and Submitted by:</p> <p style="margin-left: 20px;">Nancy Wong, Secretary</p> <p style="text-align: right;">Approved by:</p> <p style="text-align: right; margin-right: 20px;">John Lipinski, Chair</p>	

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