



**DSANV Board of Directors Meeting
Sunday, May 17, 2020 @ 6:00pm
Virtual Meeting via Google Meet**

Present: Samantha Fredieu, Justin Knapp, Kim Hudson, Amanda Hunt, Dave Hoffman, Erin Thompson, Robert Di Brienza, Marcela Souaya, Sarah Español, Abel Sussman, Charlotte Woodward, Andrew Humes and Mary Ford

Absent: David Egan (technical difficulty in connecting)

6:03 meeting called to order

Welcome and President's Report

- President Samantha Fredieu welcomed all new and returning Board members and presented the list of officers: Justin returning as Vice-President; Kim Hudson accepting the role of Treasurer; Secretary currently vacant

Approvals

- Consent Agenda – meeting minutes from ad hoc meetings conducted on March 29, 2020 (2020-2021 Board Officer selections) and April 2, 2020 (approval of Paycheck Protection Plan loan application) – Abel motioned, Amanda seconded; motion passed unanimously
- Membership Approval - no new member applications filed since March 15, 2020

Executive Director Update

- Mary shared information about how Board members can work with staff to promote and participate in Development; invited all Board members to serve on the 2020 Buddy Walk committee as pandemic stay at home order(s) will likely force a complete restructuring of this event which historically brings in 60% of our annual income

Committee Reports

- Finance – Kim, committee Chair, provided an overview of the May 5 meeting at which members reviewed and approved a revision to the 2020 operational budget capturing changes due to the economic impacts of the COVID-19 pandemic; Kim motioned the Board vote to accept the revision as a rebaseline; Justin seconded; motion passed unanimously
- Development – Mary provided an overview of the April 14 meeting at which the Resource Plan developed by staff to define the source of income listed in the 2020 budget was reviewed as a starting point for development efforts over the coming months; a Grants subcommittee was formed and has been active since
- Governance – Samantha provided an overview of recent efforts to continue the work started in 2019 to document a three-year Strategic Plan; the committee will work to complete the plan and seek Board approval by summer before work begins in earnest on the 2021 operational budget

New Business: Board Orientation

- Board Member & Officer Vacancies
 - Samantha announced that incoming Board member George Mathew notified DSANV he must step down due to demands of his work schedule
 - Samantha motioned to approve Alain Noriega's application to serve on the Board. Amanda seconded; motion passed unanimously
 - Samantha requested Board members consider filling the role of Secretary; Sarah Español agreed to fill the vacancy

- Fiduciary Responsibilities and Bylaws Highlights
 - Samantha reviewed fiduciary responsibilities of all Board members providing examples of each
 - Samantha reviewed term limits and thanked Board members for volunteering for DSANV Board committees
 - Mary provided an overview of DSANV insurance policies to include Directors and Officers Liability insurance and what it covers
 - Samantha explained the role of Board members in Development: as DSANV exists solely on donations, and as there are no dedicated Development staff, all Board members are expected to participate in Development activities, create a Buddy Walk team and participate in Buddy Walk events, and to make an annual financial donation in an amount that is personally meaningful

- Board Member Introductions

Executive Session

Next Meeting: 12 July 2020 @ 6:00PM

2020 Board Meeting schedule: 13 Sep, 15 Nov