



CCPA Board Meeting Minutes 21 February 2023 via Zoom

Board Members present:

- Thomas Hiura, Vice-Chair
 - Allison Carter, Secretary
 - Linda Dievendorf, Treasurer
 - David Hughes
 - Jaci Guarena
 - Debrae Firehawk
 - Mike Walker
 - Sherry Franzen
 - Deb Maher, Executive Director, (non-voting)
- **Board Members absent:** Ed Kashin, excused.

Staff and support:

- Steven Berkson, tech volunteer
- Sandra Bishop, contract scribe

Other participants:

- Jonathan Pincus
- Kathy Ging
- Tom Wilt

Welcome and Remarks from Vice Chair – Thomas Hiura

7:04 pm

The Chair welcomed everyone, took attendance. Board member Ed Kashin is excused.

Agenda Review

No changes to the agenda.

1. Public Comments

7:08 pm

Kathy Ging – Wondered why the recent three-hour Board meeting was a closed meeting. She stated that the 43 year-old protection against building and using nuclear power in Oregon is under discussion at the state legislature. She proposes people oppose HB 2215. she said keep the dues low. Thanks to Board and everyone for all your work.

Response from Board and Executive Director:

It was explained that the recent meeting was a Board training. Deb, ED, explained that it was about the mechanics of working together as a board, no business was done.

- 2. Minutes Approval** **7:10 pm**
Minutes of Jan. 17, 2023 CCPA Board Meeting
APPROVED with 8 YES votes.
- 3. Organizational Highlights – Deb Maher, Executive Director** **7:15 pm**
Deb mentioned new staff and new programs and grants.
For details see: **ED Highlights Jan-Feb 2022 2023.docx**, 3 pages.
- 4. Financial Report – Deb Maher, ED** **7:25 pm**
Deb Maher, Executive Director reported on financial condition of the organization.
For details see: **CCPA BUDGET to ACTUAL_thru 31Jan2023.pdf**, one page; and
Production Report-thru Jan 31-2023.pdf, one page.
- 5. Internal Affairs Committee – Linda Dievendorf, Chair** **7:31 pm**
Linda reported on committee work and work group activity:
- Sherry has joined the historic preservation work group.
 - Sherry and I have formed a new work group to find projects to use the maple logs --- think functional art and structures.
 - Sandra and I have identified policies and how to collect in one place. This is the Policies and Records Retention Work Group. To standardize our records.
 - Planning for Legacy Donors is being done.
- MOTION:**
Move that the WOW/CCPA minimum membership through donation be increased to \$20 from the current \$15. To be effective April 1st 2023. Current members are not affected until the renewal date of their membership.
Motion was made by Linda Dievendorf and seconded by Allison.
- Discussion: The following points were made in discussion of the motion:**
- It was suggested that increase could be posted before voting on it. Not a good process.
 - This is a modest increase. Last increase was 30 years ago. \$20 is reasonable.
- Member comment:**
Jonathan Pincus – Membership also includes 10 hours volunteer time. Article 3 in the bylaws address dues. Membership requirements are not intended to be a funding mechanism. Governance costs money. Process – there was no link to a policy. Wait a month to adopt so members can be informed.
- Steven Berkson** – I concur (with suggestion to post before adopting this increase). Membership is a funding mechanism and should include voluntary (volunteer hours worked).

Kathy Ging – Current members are not affected until their annual membership comes due. What about the Living Lightly category – is that term going to be retained? Can a member get in free to events as CCPA is a non-profit? Isn't that one of the benefits of being a member?

Further Board discussion:

- Membership includes volunteer hours.
- There is only one level (or type) of membership.
- It is not certain that \$20 will cover the cost (of communicating with members).

MOTION restated:

Move that the WOW/CCPA minimum membership through donation be increased to \$20 from the current \$15. To be effective April 1st 2023. Current members are not affected until the renewal date of their membership.

Motion was made by Linda Dievendorf and seconded by Allison.

PASSED with 8, YES; 0, NO, and no Abstentions.

Anyone willing to join any of the Internal Affairs work groups please contact Linda at: internal.affairs@wowhall.org

6. Governance Committee Report – Thomas Hiura, Chair & Deb, ED 8:05 pm Membership Policy Updates & Highlights from Board Workshop

Deb explained the Board Workshop material as presented by Catherine Tornbom, nonprofit consultant on Feb 11, 2023 at a training for the Board.

Deb emphasized the good work of the Board and highlighted aspects of this board training including suggestions for facilitating better board interactions, so that:

- The business gets done and the Board speaks with one voice after decisions have been made at the board level.
- As all board members agree to support what come out of a board vote.
- A lot of work will be done offline and then presented to the Board at a meeting.
- A second to motions can still be taken. Motion will be passed or not passed. More details are available in the recordings of the Board meetings (on the website).

For specifics see: **Board mechanics highlights (2-11-2023).pptx**, 7 pages.

Thomas reported that Membership Policy Update would likely be on the March Board agenda. He further explained that passing the membership policy tonight to increase minimum dues from \$15 to \$20 annually will help to codify, explain and allow the new website to function properly when activated.

7. External Affairs Committee Report – Co-Chairs Mike & Allison 8:21 pm

Mike reported on the work group raising funds for replacing the roof.

- He is looking for more people to join the work group or do a one-time or more consultations.
- An anchor event would bring awareness to the fundraising.
- A campaign, timeline and messaging is being worked on: Raise The Roof.
- Deb is getting more bids and looking into the historic aspects.
- Cost is expected to be in the \$50,000 to \$70,000 range.
- Looking at a spring 2024 completion of the roof.
- There are a lot of components. All the funding doesn't have to come from the fundraising campaign. It can be augmented with grants. Deb is looking into funding grants that fund capital projects.
- A special thank you to Tom Wilt for the jumpstart on this roof raising fundraising. Total so far brought in from sales Tom is coordinating is \$5,498.

Next Board meeting

Monday March 20, 2023 at 7:00 pm via Zoom

Monthly board meetings will take place on the 3rd Monday of the month, unless Monday is a holiday; in which case the meeting will be held on Tuesday:
Tuesday June 20, 2023 (following Juneteenth)

8. Adjourn 8:35 pm

Thomas Hiura, Vice-Chair – Meeting is adjourned.

SUMMARY of ACTION:

Minutes of Jan. 17, 2023 CCPA Board Meeting:

APPROVED

MOTION:

Move that the WOW/CCPA minimum membership through donation be increased to \$20 from the current \$15. To be effective April 1st 2023. Current members are not affected until the renewal date of their membership.

PASSED