

HUMANE SOCIETY OF HURON VALLEY
Minutes of Board of Directors Meeting
November 23, 2009

Present: Nancy Culotta, Del Dunbar, Peter Fink, Diane Heidt, Mark Heusel, Diana Kern, Jane Lumm, Robert Tetens, Teresa Welsh, Dennis Wojcik

Absent: Anne Ferris, Mike Walsh

Others Present: Tanya Hilgendorf, Deb Kern, Bob Martel, Jaci Nicols, Carolyn Raschke

Bob Tetens called the Board of Directors meeting to order at 6:05 pm.

Minutes Approved

- Jane Lumm motioned to approve the September 28, 2009 Board meeting minutes with minor changes. Del Dunbar supported. All approved. The motion carried.

New Construction Update – reported by Bob Martel

- Parking lot – The parking lot will be fully functional by the first full week in December. Bob is hoping for one asphalt layer this year but can't guarantee due to weather and the asphalt plants. Lot may have to be gravel for this winter and finished in the spring.
- Turnover of the building was rough due to DTE not providing full power until very late and slow contractors due to the lack of future prospects.
- Remaining issues: floor covering in several areas and HVAC system. Colored concrete was the original flooring in hallways and other areas and it was unacceptable. Epoxy paint has been used to cover the concrete but it remains unacceptable due to imperfections and color. By year end, vinyl flooring will be installed. The HVAC system is not performing air exchanges in several areas. Exhaust fans are being upsized and tested.
- Phoenix contingency remains at \$156,000. Owner's contingency is \$150,000 under budget currently. Equipment costs were \$28,000 more than originally budgeted but HSHV received a grant to cover \$83,000 of clinic equipment.
- Demolition of old buildings has gone well. We found more asbestos and more concrete than expected.
- We are interested in retaining the staff parking lot and will investigate with the road commission.
- Mark Heusel is working on the clear view easement.

Treasurer's Report – reported by Carolyn Raschke

- Our year-to-date financial report through October was reviewed. Revenue is 1% over budget and expenses are 6% under budget. Net operating loss is \$156,500 compared to a budgeted loss of \$312,000.
- Operating balance sheet remains strong. Old building and assets have not yet been removed from the books.
- Capital campaign revenue is currently \$7.4 million. HSHV received a \$100,000 matching grant from The Matthaei Foundation, \$10,000 of which is booked as revenue. Capital campaign expenses total \$278,700 since 2006.
- The capital campaign balance sheet lists the trust fund balance and investments in cds as well as new construction and equipment. Phoenix Contractor's retainer and other equipment invoices make up the liability.

Diana Kern asked about the availability of a 2010 budget. Carolyn Raschke responded that it will be available at the January board meeting for review and possible approval.

Diana Kern requested the board's opinion on the timing to raise the remaining \$1.2 million for capital campaign. Del Dunbar stated that it should be completed by year end 2012. Tanya Hilgendorf stated that one \$50,000 pledge may not be paid. Carolyn Raschke clarified that an allowance for uncollectable accounts is currently being booked at \$10,000 per month beginning January 2009.

Peter Fink moved to accept the Treasurer's Report. Teresa Welsh supported. All approved. The motion carried.

HSHV Holiday Party – presented by Jaci Nicols

- A staff holiday party has been planned for December 11th. Concerns were raised over the party taking place at HSHV. Carolyn was asked to request additional information on liquor liability from Hylant Group and to investigate a hold harmless statement. She will send information to the board.

Director's Report – presented by Tanya Hilgendorf

Shelter Activities

- Adoptions are increasing. I hope and expect this number to continue to increase as word spreads and parking lot is completed.
 - 10/28/08 through 11/19/08 = 271 adoptions
 - 10/28/09 through 11/19/09 = 344 adoptions
- November Rescue Waggin' puppy transfer was cancelled due to move. Next transfer expected to be second week of December.
- Staff stress is beginning to settle down. Administrative staff have been helping with cleaning/feeding in the morning to make sure everything gets done before opening for adoptions at noon.
- Todd St. Clair, HSHV Intake Coordinator, has begun doing monthly "support groups" for volunteers and staff on Compassion Fatigue.

Clinic

Proposal submitted to PetSmart Charities for \$45,000 to do free/low cost spay/neuters of pitbulls in Ypsi. Twp.

- Clinic is fully operational—shelter and out-patient.
 - Spay/Neuters
 - Oct. 28/2008-Nov. 19/2008 = 438 sterilizations
 - Oct. 28/2009-Nov. 19/2009 = 537 sterilizations

Cruelty/Rescue Department

Matt Schaecher has been selected as permanent Supervisor of Cruelty and Rescue Department. We have posted to replace his position.

- Brownie pre-trial set for 3/4/10. Brownie has been adopted by HSHV outreach volunteer who plans on training her to be a therapy dog.
- Proposal submitted to Sheriff on how HSHV and WCSD can work more closely together and how WCSD can support animal cruelty investigations and prosecutions.
- Statewide Committee meeting to discuss ways to prevent horse starvation this winter. Currently planning an adoption event in January for people needing to relinquish their horses.
- Ypsilanti Township – Matt Schaecher can now issue tickets. Becoming deputized is next step and would be very useful.

Peter Fink congratulated the staff on the euthanasia rate being at an all-time low.

Diana Kern moved to accept the Director's Report. Jane Lumm supported. All approved. Motion carried.

Development Report – presented by Jaci Nicols

Jaci Nicols presented the Development Report attachment. Jane Lumm commented positively on the activities and their success.

Diana Kern moved to accept the Development Report. Jane Lumm supported. All approved. Motion carried.

Bylaw Changes – presented by Bob Tetens

The bylaw changes did not make it into this meeting's packet and they have been tabled.

Nominating Committee Report – presented by Teresa Welsh

- The Nominating Committee suggested that the HSHV board increase to 18 and stressed the importance of the members in development and fundraising. The Nominating Committee presented a list of potential candidates.
- Diana Kern voiced a concern that the goal of a diverse board will not be met and she proposed the current board compile a list of current goals such as strong ambassadorship, passion for mission, etc.

- Mark Heusel requested the rationale for the increase to 18. Teresa responded that more board members would be useful to reach the development department's goal to establish planned giving and to raise the additional \$1.2 million for the capital campaign. Diana Kern stated that this work could be done by 13-15 high energy individuals and the number may not need to be increased.
- Jaci Nicols reminded the board that the development department is a good source for nominees and offered to provide a list of potential candidates who are known strong supporters.
- Del Dunbar moved to nominate Susan Kornfield to serve a vacant board seat with term ending in 2012. Peter Fink supported. Nancy Culotta abstained. All others approved. Motion carried.

New Business

Diana Kern commended Tanya Hilgendorf on her blog and suggested that board members forward to their personal networks. She reminded board members of the ambassadorship opportunities that exist through the Home for the Holidays and the Bountiful Bowls programs.

Jane Lumm motioned to adjourn regular meeting at 7:45 pm. Dennis Wojcik supported. All approved. Motion carried.

Jane Lumm motioned to enter into Executive session at 7:45 pm. Teresa Welsh supported. All approved. Motion carried.

Del Dunbar motioned to adjourn the Executive session and return to the regular meeting at 8:10 pm. Teresa Welsh supported. All approved. Motion carried.

Del Dunbar motioned to approve the Separation and Release of Claims Agreement with Julie Curtis dated 10/08/2009. Diana Kern supported. All approved. The motion carried.

Jane Lumm motioned to approve the Expectations Letter with Tanya Hilgendorf dated 10/29/2009. Diane Heidt supported. All approved. Motion carried.

Bob Tetens appointed Diane Heidt, Mark Heusel and Del Dunbar to serve on a committee to oversee staff training and development. Diane Heidt agreed to serve as Chair, and to schedule an introductory meeting as soon as possible with the HR consulting firm.

Del Dunbar motioned to adjourn the meeting at 8:15 pm. Jane Lumm supported. All approved. Motion carried.