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**Board Meeting Minutes**

(January 31, 2013)

**Location**

West Building

835 E. 2nd Ave., Suite 444, Conference Room

Durango, CO 81301

**Board Members Present:**

Bruce Baizel

Eric Bussian

Robert Dawes

Werner Heiber

Rebecca Kauffman

Peter May-Ostendorp

Roy Peterson

Paul Senecal

Mark Schwantes

**Absent:**

None

**4CORE Staff in Attendance:**

Gregg Dubit

Bonnie Rozean

Teresa Shishim

**Guests**

None

**Call to Order** – Rob Dawes called the meeting to order at 3:02 pm. Introductions were made and new board members welcomed. Gregg passed around a board contact sheet to be updated by the members.

**Consent Agenda:**

Approval of previous meeting minutes. Date to be corrected at top to date of meeting, December 13th.

**Motion:** Bruce made a motion to approve the December board meeting minutes as corrected; Werner seconded.

**Vote:** All in favor with no opposition.

**Old Business**

* Review and Approval of previous meeting minutes – September and November 2012.

The spelling of Enid Brodsky’s last name and Rob Dawes first name were requested to be corrected.

**Motion:** Werner made a motion to approve the board meeting minutes for September and November with correction; Peter seconded.

**Vote:** All in favor with no opposition.

* CNG for Fleets.

Rob noted that an email vote was conducted to approve the CNG initiative. There were no objections at the meeting. It was noted that no further discussion was needed at this time.

**New Business**

* Board Development Update, Elect New Board Members

Discussion was held on appointing Enid Brodsky to the board. Enid was unable to attend the meeting. It was noted that Enid has an extensive background working with for profit and nonprofit companies and is well connected in the community. Enid’s husband Herb is on the LPEA board and any potential conflicts of interest will need to be reviewed.

**Motion:** Bruce made a motion to appoint Enid Brodsky to the board; Eric seconded.

**Vote:** All in favor with no opposition.

Gregg asked for an update on Gwen Lachelt’s interest in serving on the board to replace Wally White. Bruce stated that he understands that Gwen is willing to serve on the County’s behalf on the 4CORE board. Bruce is not sure what the process would be for the commissioners to appoint her to the board.

**Motion:** Mark made a motion that the 4CORE board welcomes the participation of County Commissioner Gwen Lachelt; Werner seconded.

**Vote:** All in favor with no opposition.

Rob requested this be communicated to Commissioner Lachelt.

**Motion:** Bruce made a motion that the 4CORE board welcomes the City’s appointment of Roy Peterson and Mary Beth Miles to the 4CORE board to serve as one seat; Mark seconded.

**Vote:** All in favor with no opposition.

* 2013 Budget.

Rob noted that Rebecca had stated that all budget questions had been resolved. Rob recommended that the board pass the budget as it currently stands noting that the budget will be amended due to the defunding of the Wx program in Region 4.5 as of July 1st, 2013. Gregg noted that staff will be researching the impact of the lower revenue amount. Budget changes will be brought to the board as information is learned. Discussion was held on the conceptual program revenue and expenses presented in the budget. Discussion was held on how often the budget would be reviewed. Rob noted that the Executive Committee reviews the budget in between board meetings. Discussion was held on raising the funds needed to enact the PSF (Program Support Fund) portion of the budget.

Rob entertained a motion to adopt the budget with future amendments. The current budget reflects an $87,000 shortfall and is being adopted with the understanding that funds will be raised to cover the shortfall. ***(Finance Manager’s note: The HomeRx and Educational programs represent $65,500 of the total revenue rather than $87,000.The budget as presented shows a net gain of $8,778.)***If these funds are not realized, then the conceptual programs will not be implemented. The conceptual programs are the HomeRx and Educational programs. Gregg discussed potential educational and training opportunities including a commercial building operators training which 4CORE would offer as a fee for service. This training will be available through Santa Fe Community College. The local realtors have approached 4CORE on training to understand energy efficiency. Additional sponsorships will be solicited.

**Motion:** Werner made a motion to adopt the budget as presented; Paul seconded. Gregg discussed cash flow and reserves. Gregg stated that staff would not draw on the line of credit or the CD without board approval.

**Vote:** All in favor with no opposition.

* 2013 Board Officer Position Elections

Current officers are as follows: Rob Dawes - Interim Chair, Bruce Baizel - Secretary, Rebecca Kauffman –Treasurer. Rob is currently serving as chair and willing to continue to do so. Bruce is willing to serve as Vice Chair and Rebecca had let Rob know that she was willing to continue to serve as Treasurer. Duties and responsibilities of the Secretary position were discussed which includes participation on the Executive Committee. The Executive Committee meets as needed. Peter May-Ostendorp stated he would be willing to serve as Secretary.

**Motion:** Werner nominated Rob Dawes as Chair, Bruce Baizel as Vice Chair, Rebecca Kauffman as Treasurer, and Peter May-Ostendorp as Secretary; Mark seconded.

**Vote:** All in favor with no opposition.

* Review draft of Board Member Job Descriptions.

Mark stated he had some comments on the draft of the board member job descriptions and will submit his edited copy to the board. Gregg noted that he and Claire had attended a “Good to Great Boards” presentation done by the Colorado Nonprofit Association. Having a job description is an example of what a “great” board has. There are many other examples which Gregg would like to share with the board.

Bruce commented that some of the fundraising language may need to be revised for the city, county, and utility board members. Roy confirmed these conflicts. A revised draft will be revisited at the board orientation next month. Rob noted the financial contribution needed from board members in addition to the contribution of service. Rob requested these donations earlier rather than later in the year. Many foundations will not fund an organization unless 100% of the board is invested in the success of the nonprofit. Annual contributions are requested. Discussion was held on city, county, and utility members personally contributing in addition to the funding awarded by their organizations. As 4CORE is an approved Enterprise Zone qualified project, any contribution over $250 is eligible for a 25% state tax credit. Gregg noted that he had just learned that the minimum enterprise contribution could be $100. Discussion was held on the enterprise zone minimum contribution amount being taken to the Ways and Means committee for re-evaluation.

The order of review and editing of the job description for those members present at the meeting was decided as follows: Mark will be first then Roy, Paul, Peter, Erich, Bruce, Werner and Rob.

* Revisit Board Meeting Schedule

Discussion was held on the length of the meetings noting that if the meetings were more frequent they could be held in less time. Discussion was held regarding holding a monthly meeting for an hour and a half – 3:30 pm to 5:00 pm on the third or fourth Thursday of the month. Orientation is scheduled for the third Thursday in February. It was decided to schedule the orientation at 2:00 pm for an hour and a half and follow the orientation with an hour and a half board meeting. Roy will be out of town and Mary Beth will attend. Gregg will prepare a list of current programs and which staff is in charge of these programs. Mark noted he would be unable to attend.

* Wx 2013-2014 RFA Update

Rob requested a press release be created regarding the Weatherization (Wx) RFA defunding for region 4.5. Gregg gave a short summary of the weatherization program over its lifespan. Gregg stated that some states will likely shut down their programs due to federal budget cuts. Projections for 2013-14 are 50% below the current program year. During ARRA approximately $40 million was awarded to the state Wx program. Prior to ARRA, the program was managed by Housing Resource Center in Grand Junction. With the expansion of the program Region 4.5 was created and 4CORE was awarded the grant in 2009. Region 3 in Alamosa was operating under Veteran’s Green Jobs in Denver and opted not to bid on the 2013-14 RFA. 2012 - 2013 production is budgeted at 102 units. 2013-14 funding amounts would allow for 40 units. There are 75 people on the waiting list. Gregg, Bonnie, and Marcy McKeon from Housing Solutions attended the CEO grant guidance meeting in Denver on January 23rd and 24th. Gregg informed the board that $457,000 in DOE funding from 2008-2009 remains unspent by the state. There was talk of these funds being available for Regions 3 and 4.5. The remaining nine agencies in the state requested these funds be allocated to each region per the state allocation formula. Expanding to merge Region 3 and 4.5 was discussed at the grant guidance meeting. Gregg noted that this would be difficult with decreased funding. The State must provide equal access to weatherization services to all citizens of the state. 4CORE requested to extend the program through December 2013 waiting to hear what the final funding numbers would be. The CEO staff met without their Executive Director who has resigned and called Gregg on January 30th to let 4CORE know that Region 3 would be managed by Region 10 in Colorado Springs – Energy Resource Center and Region 4.5 would be managed by Region 4 – Housing Resource Center in Grand Junction.

Rebecca arrived at the meeting after 4:00 pm and apologized for arriving late.

An all staff meeting was held this morning to update everyone on this new development. Rob informed the board of 4CORE’s initial directives which did not include weatherization. During ARRA 4CORE ran with a subcontractor model to include Housing Solutions for the Southwest, Southwest Conservation Corps, and for profit subcontractors. The letter from the state noted that the defunding decision was not based on performance as 4CORE has done a good job of implementing the program.

A press release is in draft form for the board’s review. Five of the current nine staff work in weatherization so significant staffing losses will be incurred. Staff has been extensively trained, and vehicles and equipment were procured. The details of the transition will need to be worked out, including the costs of winding down the program. Gregg noted that 4CORE currently utilizes capital equipment that belongs to the Wx program (trucks, computers, etc.) and that some of this equipment may be necessary for 4CORE to operate. Gregg will determine whether this equipment could be leased back from CEO after the end of the 2012-2013 funding cycle. Rob stated that he was in communications with Ellen Roberts regarding the defunding of Region 4.5 to keep her informed of this development.

4CORE has leveraged funds from LPEA, EEA, as well as a grant from the USDA Rural Housing Preservation Grant for health and safety measures in the population served by the weatherization program. 4CORE would like to meet with LPEA and Housing Solutions regarding the funding for 2013 along with the other leveraged partners to determine if a change of contract could be made for these funds.

Ideas were discussed about how to use the USDA funds.

Discussion was held on if there would be any way to renegotiate with CEO for funding and if it would be in 4CORE’s best interests. A question was raised if the State has the authority to do this. Gregg noted that Region 4’s director expressed interest in hiring local staff to work in the field. The Director will be visiting Region 4.5 next week. Teresa led a discussion on taking the time to review the implications and possible reorganizing. This will allow time to talk to the funding partners. The board would like to know what staff recommends. Gregg led a discussion on other programs that would be available for 4CORE to pursue to direct 4CORE’s energies without the burden of weatherization. Bruce requested that a pro/con list be created for letting the program go or fighting for it. Discussion was held on updating the board as the path develops with a summary to the board in a week and what the board’s role would be.

The press release was discussed. A hard copy draft was handed out. Rob stated that he was in favor of issuing a press release to get ahead of the information and if things change a revised release would be issued. Rebecca suggested that the letter from the state be posted on the website. Discussion was held on holding off for a week before issuing a release. Bruce suggested adding language for the number of jobs lost in the community. Rob stated that the point of the release is to note that it is not performance based and to highlight 4CORE’s other programs and assure that 4CORE will continue operations.

Discussion was held on the message to the community. It was suggested that all questions and inquiries be directed to Gregg. The board was in agreement on this.

Peter May-Ostendorp left at 5:03 pm.

It was suggested that Housing Resources and CEO be contacted to see if they are also doing press releases and the possibility of issuing a joint press release.

Discussion was held on the 4CORE strategic plan.

Bruce left at 5:08 pm.

The BP support draft press release is also available for board review to possibly be sent out prior to the Wx release. A release with the new board members can be released.

**Additional New Business**

**Motion:** Mark made the motion to adjourn; Eric seconded.

**Vote:** All in favor with no opposition. The meeting was adjourned at 5:10 pm.

**Next Meeting:**  Thursday, February 21st – 3:00-5:00 pm.

Respectfully submitted by:

Peter May-Ostendorp, Secretary, 4CORE Board of Directors