

MINUTES
Board of Directors Meeting
Friday, May 15, 2009
Broetje Orchards Main Office
Prescott, Washington

ATTENDANCE

Members present: Roger Bairstow, Donn Etherington, Marty Miller, Judith Olsen, Robbie Scott, John Smith, Mario Villanueva, and Mike Youngquist. Members participating by phone: Guillermo Castaneda and Alicia McRae. Ex Officio members present: Janet Abbett, Washington State Department of Community, Trade, and Economic Development. Staff present: Laura Flores Cantrell, Rosalinda Mendoza and Brien Thane. Guests Present: Amy Clark and Celia Small, The Washington Low-Income Housing Alliance.

Members not present: Gloria Burton, Mike Gempler, Billie Heath, Mary McBride, Tomás Villanueva, and Steve Witte.

WELCOME AND INTRODUCTIONS

Since Mario Villanueva had not arrived, Mike Youngquist was asked to chair the meeting. Mike Youngquist called the meeting to order at 10:47 a.m., there being a quorum present.

I. APPROVAL OF AGENDA

The May 15th Meeting Agenda was reviewed. *Roger Bairstow moved approval of the May 15th Meeting Agenda. Marty Miller seconded the motion which passed unanimously.* Mike Youngquist introduced the new Farmworker Advocate Representative on the Trust Board, Robbie Scott. All Board Members welcomed Robbie. Brien Thane introduced the new Trust Development Director, Laura Flores Cantrell. Brien also introduced and welcomed guests, Amy Clark and Celia Smalls from the Washington Low-Income Housing Alliance.

II. APPROVAL OF CONSENT AGENDA

The Consent Agenda was reviewed. *Guillermo Castaneda moved approval of the Consent Agenda (April 17th Board Minutes, April 2009 Financial Statements, and Program Updates/Executive Director's Report). John Smith seconded the motion which passed unanimously.*

Mario Villanueva asked Brien to give an update on his meeting with Rogers Weed, the new Director of the Department of Community, Trade and Economic Development (CTED). Affordable housing stakeholders requested the meeting because the Department will be reorganized as the Department of Commerce. Brien reported that the housing community urged Mr. Weed that it is essential to keep housing finance and stability services programs together as a departmental division, and that the Housing Division is highly effective. The Department of Commerce legislation that passed this session requires a stakeholder process to inform reorganizing the Department. Brien also briefed Mr. Weed on the importance of housing to our state's agriculture and economy.

III. FY 2008 Audit Report & IRS 990 Form

The Finance Committee met on 5/6 to review the FY 2008 Audit Report and the IRS 990 Form. The Finance Committee recommends the Board accept the Audit Report. Brien reported that there weren't any audit findings and thus a management letter was not issued. A few directors stated that audit and 990 requirements will change next year and that we will need to form a separate audit committee. Mario noted that the Trust's assets increased in the past fiscal year but that cash flow this fiscal year is decreased. *Donn Etherington moved approval of the FY 2008 Audit Report. Judith Olsen seconded the motion. The motion passed unanimously.* Guillermo asked if staff will send out an annual report to all our funders. Brien replied that an annual report is an important marketing tool and staff will consider that in developing the fundraising plan.

Brien presented the 990 Form to the Board. He noted that lobbying expenses were very low and well below allowable thresholds. Also, Laura Flores Cantrell stated that the Trust improved in reducing administrative and fundraising costs to 26% of total expenses, which is within industry standards. Brien reported that the Finance Committee did not find any concerns with the IRS 990 Form and it has been submitted by the due date.

IV. 3-Year Work Plan: Housing Production Goals

Brien presented the historical housing production data the Board requested. Staff incorporated the Board's comments and included additional data. General discussion ensued regarding the many variables affecting production. The Board also reviewed the development pipelines. Brien pointed out that the data suggests that public funding policy changes, NIMBY opposition and securing land do correlate with housing production variations. Marty stated that there are many external (policies, NIMBY, capital financing, etc.) and internal factors (Community Capacity Fund) that affect production and thus it will be challenging for the Trust to develop production goals. Brien suggested that the Program Committee develop the Trust production goals and present them to the Board at the July 17th meeting. Directors present agreed.

Brien thanked all directors for contacting their legislators to support the Housing Trust Fund. Brien also thanked Mike Youngquist for his extensive work in helping maintain the On-Farm Housing Loan Program.

V. Fundraising

As the new Development Director, Laura introduced herself to the Board. Laura was formerly with Big Brothers Big Sisters and also worked with the Northwest Regional Primary Care Association (NWRPCA). She was the lead staff person for NWRPCA's migrant health center policy and advocacy efforts. Laura stated that she will begin to work with the Fundraising Committee to develop a Fundraising Plan for the Trust. The Board welcomed Laura to the Trust.

VI. Community Capacity Fund Update

Brien reported that the Program Committee Members provided samples of other Capacity grant applications to the staff. The staff drafted and finalized a Trust Community Capacity Grant Application and posted Request for Proposals to the website on Thursday, May 7th. Staff also emailed the Request for Proposals to potential applicants. Brien stated that staff will begin to bring together an Independent Investment Review Team. Brien also stated that Janet Abbett has volunteered to be the liaison between the Board and the Independent Review team. Staff is also looking into a potential partnership with Impact Capital to help conduct the organization

assessments. Marty and Mario noted that it will be challenging to increase housing production because of the current economic climate.

VII. Board Retreat

Several directors suggested at the November 2009 meeting that the Trust have an Annual Board Retreat and that we use that time to evaluate the entire Board and governance structure. Last year's retreat expenses were \$9,460.91, not including staff time. Staff is looking for ways to cut costs by either having a one day retreat or having the retreat in the Yakima area. We currently have our Board Retreat scheduled for September 17-18, 2009. Staff proposed that we instead have our Board Retreat in the Spring 2009 or Fall 2009 considering that the 3-Year Work Plan was approved at the February 20, 2009 Board Meeting. Brien noted that in moving back the retreat will give staff more time to implement our 3-Year Work Plan. Board Members present agreed that a mini-retreat in the spring would be most appropriate but that a major retreat should be held every 3 years. Staff will work with the Executive Committee to plan the next Board Retreat.

VIII. WLIHA Focus Group

Amy Clark and Celia Smalls of the Washington Low Income Housing Alliance (WLIHA) conducted a focus group with Trust Board Members to gather feedback on how to better represent the interests and needs of its membership. As a member of WLIHA, the Trust Board provided input on the needs of housing providers and advocates in rural Washington. General discussion ensued.

IX. Tour Facilities

Roger Bairstow led a tour of the Broetje Orchard facilities, including their new farmworker seasonal-occupancy housing development.

ADJOURNMENT

There being no further business, the Board adjourned by consensus at 2:25pm to tour the Broetje facilities.

Respectfully Submitted: _____
Secretary

Approved: _____
President/Vice President