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**DCARA Regular Board Meeting
Tuesday, August 14, 2007
Deaf Community Center, San Leandro, CA**

MEETING CALLED TO ORDER: 6:40 PM

PRESENT: Don Baer, Clark Brooke, Jenny Cantrell, Jennifer Cook, Dodi Ellis, Charles Farr, Jeannie Leighton, Ken Mikos, Karina Pedersen, Jesada Pua, Phillip Smith and Robert Solorzano

EXCUSED: Raine Cheng, Patty Lessard, and Liann Osborne

STAFF PRESENT: CEO Herron
CFO Cooper
Patty Souza
Tracee Marizette

VISITORS: Deryn Grey
Lisa Williams

MO8/14/07-1

Pedersen (Leighton) moved to approve the June 2007 minutes as accepted. MSPASSED

MO8/14/07-2

Mikos (Farr) moved to approve CEO Diana Herron and COO Jim Brune as representatives of DCARA and Dodi Ellis as President of the Board and Karina Pedersen as Vice President of the Board to be authorized to sign any documents effective April 16, 2007. MSPASSED

MO8/14/07-3

JAC (Mikos) moved to approve to repeal "Board motion M0111406-4 – Cantrell (Brooke) moves to authorize DCARA to spend up to \$10,000 for rewiring the San Leandro Client Service office next to DCC and use best judgment to hire contractor."
MSPASSED

MO8/14/07-4

Solorzano (Baer) moved to approve closing the Deaf Store effective September 30, 2007.
MSPASSED

MO8/14/07-5

Mikos (Leighton) moves to approve converting the San Leandro House to a storage space for DCARA's inventories and files. MSPASSED

1 **MO8/14/07-6**

2 Farr (Leighton) moves to authorize to increase DCARA's line of credit with Wells Fargo Bank
3 from \$200,000 to \$300,000. MSPASSED
4

5 **MO8/14/07-7**

6 Solorzano (Pua) moved to remove the Board Member, Michael Mac Aulay effective
7 immediately. MSPASSED.
8

9 **MO8/14/07-8**

10 Farr (Solorzano) moved to approve the motion that each Board member will be responsible
11 for raising a minimum of \$5,000 (which does not include events) by June 2008. FAILED
12

13 **MO8/14/07-9**

14 Brooke (Farr) moved to approve the motion that Board will be responsible for raising a
15 minimum of \$30,000 from Board hosted events. MSPASSED.
16

17 **MO8/14/07-10**

18 Mikos (Solorzano) moved to have Dodi Ellis and Di Herron arrange to get a fundraising
19 consultant to speak to the Board about fundraising ideas within the next two weeks.
20 MSPASSED
21

22 **MO8/14/07-11**

23 Brooke (Cantrell) moved that we **sincture** an hour in our next meeting that will allow us to
24 talk about fundraising ideas for 07-08. MSPASSED
25

26 **MO8/14/07-12**

27 Farr (Leighton) moved to approve that \$400,000 dollars be undersigned from the New
28 DCC Fund and allocated to the General Fund. Brooke (Mikos) moved to amend that we talk
29 with Financial Advisor first on how we will protect our capital and withdrawal funds scheduled
30 as needed. Amendment passed. MSPASSED.
31

32 **MO8/14/07-13**

33 Mikos (Farr) moved to approve the revised Board Policy. Brooke (Pedersen) moved to table
34 this motion. TABLED
35

36
37 **CORRECTIONS TO THE JUNE 2007 MINUTES:**

38
39 No corrections
40

41 **MO8/14/07-1**

42 Pedersen (Leighton) moved to approve the June 2007 minutes as accepted. MSPASSED
43

44 **OFFICERS' REPORTS**

45
46 **President Dodi Ellis:** No report
47

1 **Vice President Karina Pedersen:**

2 Dodi and I have not entirely completed our meetings with everyone. We are still working on
3 doing so. We are collaborating information we gathered from you to assist us with the Board
4 Retreat we will plan. Basically, we are categorizing concerns/issues we need to face and
5 reviewing suggestions/ideas. Some of the suggestions and concerns are being visited or
6 already taken care of and put in effect.
7

8 Speaking of putting in effect some of your concern was mainly about time of the meeting. Dodi
9 and I agreed to put timed reports in effect. I will warn you of time left you have and please
10 proceed giving us your reports and just take note to wrap up. The committee reports are given
11 for the chair to present report of activity not a time slot to discuss new ideas or debate the
12 committee's activities. Thank you for understanding.
13

14 Time is of essence for many of us and we hope timed reports put in effect would allow us to
15 have productive meetings in timely matter!
16

17 **Secretary Don Baer:** No report
18

19 **Treasurer Patty Lessard:**
20

21 **RECOMMENDATIONS FOR BOARD APPROVAL:**

22
23 **1. The Finance Committee recommends that the Board approve that \$400,000**
24 **dollars be undesignated from the New DCC Fund and allocated to the General**
25 **Fund.**

- 26 a. Rationale: A total of \$450,00 of the total amount in new DCC fund was
27 identified as unrestricted funds and was designated by the Board members in
28 the past as new DCC fund rather than putting it back in program fund where it
29 originally came from.
30 b. Staff are asking that \$400,000 be designated as "general fund" so that the
31 staff may use the fund to pay off the exiting deficit.
32 c. Staff asked that the fund be left in the existing investment plan until specific
33 funds are needed to withdrawn to cover the deficit throughout the fiscal year.
34

35 **2. The Finance Committee recommends that the Board approve the motion that**
36 **each Board member will be responsible for raising a minimum of \$5000 (which**
37 **does not include events) by June 2008.**

- 38 a. Rationale: DCARA is in dire need of individual donations both in number of
39 donor base and total fundraising dollars.
40 b. According to staff and Marilyn Smith, ADWAS ED, board members are
41 expected to commit to about \$5000 individual fundraising per fiscal year.
42

43 **3. The Finance Committee recommends that the Board approve the motion that**
44 **Board will be responsible for raising a minimum of \$10,000 from Board hosted**
45 **events.**

- 46 a. Rationale: DCARA is in dire need of funds and the Board can help by bringing
47 additional funds from other sources of fundraising activities.

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4. The Finance Committee recommends that the Board approve the motion that Board will be responsible for raising a minimum of \$10,000 from Board hosted events.

- b. Rationale: DCARA is in dire need of funds and the Board can help by bringing additional funds from other sources of fundraising activities.

The Finance Committee had several meetings over the last two months to discuss the financial situation of DCARA at this time. The preliminary 2007- 2008 budget reported by staff shows that there is a \$237,000 deficit. This budget does not include fundraising goals and allocation of unrestricted funds from the new DCC fund.

The Finance Committee has discussed the rationale and budget impact of each of the recommendations. The committee hopes that the Board will approve the above recommendations.

In addition, the Finance Committee discussed a few different scenarios regarding the addition of a *CBO onto the staff and the importance of this position for revenue (resource) generation for operational expenses of the agency.

Normally the *CBO would be included in the budget as a normal business expense, but we would like to separate it out so that we can prepare a budget that the Board will approve.

*Note: CEO sent an email on August 11, 2007 to the Finance Committee and President Ellis to share her decision to suspend the CBO until future time due to dealing with more important and immediate need to reduce deficit and to focus on fundraising efforts.

STANDING COMMITTEES

Finance Committee:

It was conducted under Treasurer's Report.

Audit Committee: No report

Fundraiser Committee:

1. Final report on progressive dinner – We grossed \$4,765. After expenses of \$1240, we made a profit of \$3,525.
2. I had the opportunity to meet with CEO Di Herron this afternoon to discuss fundraising for DCARA. Because of the financial situation DCARA is currently facing, we need to stress the importance of each Board member donating at least \$20 a month. A suggestion was made for each Board member to actively raise \$5,000 for DCARA each year.

Board members can contribute to DCARA through its paypal website.

1 Another suggestion was made to maybe have a CEO fundraising committee that is
2 separate from the Board and whose sole function is to raise funds for the agency.
3

4 3. DCARA will be hosting a Wine Appreciation Workshop and and Wine Tasting at DCC on
5 Saturday, October 13th. Admission is \$20. Per person. , \$25 at the door. We ask that
6 Board members donate at least one wine bottle.
7

8 4. Please fill out referral forms for the capital fundraising that we do annually ASAP and
9 turn them in to Di or Emily.
10

11 5. Look for DCARA's online auction in the fall. Board members are encouraged to donate
12 items or services.
13

14 **New DCC Fund:** No report

15 **Diversity Committee:** No report

16 **Deaf Lecture Series:** No report

17 **Board Development & Recruitment:** report?

18 **Bylaws & Policy Update:** No report
19

20 **CEO Herron:** *Attached*
21

22 **UNFINISHED BUSINESS**

23 None
24

25 **NEW BUSINESS**

26 **MO8/14/07-2**

27 Mikos (Farr) moved to approve CEO Diana Herron and COO Jim Brune as representatives of
28 DCARA and Dodi Ellis as President of the Board and Karina Pedersen as Vice President of the
29 Board to be authorized to sign any documents effective April 16, 2007. MSPASSED
30
31

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34 to authorize DCARA to spend up to \$10,000 for rewiring the San Leandro Client Service office
35 next to DCC and use best judgment to hire contractor."
36 MSPASSED
37

38 **MO8/14/07-4**

39 Solorzano (Baer) moved to approve closing the Deaf Store effective September 30, 2007.
40 MSPASSED
41

42 **MO8/14/07-5**

43 Mikos (Leighton) moves to approve converting the San Leandro House to a storage space for
44 DCARA's inventories and files. MSPASSED
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28 Fund and allocated to the General Fund. Brooke (Mikos) moved to amend that we talk with
29 Financial Advisor on how we will protect our capital and withdrawal funds scheduled as needed.
30 Amendment passed. MSPASSED.
31
32 **MO8/14/07-13**
33 Mikos (Farr) moved to approve the revised Board Policy. Brooke (Pedersen) moved to table
34 this motion. TABLED
35
36 **MEETING ADJOURNED** at 9:05 PM
37
38 Respectfully submitted,
39
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41
42 Don C. Baer
43 Secretary
44
45 _____Accepted as read _____Approved as corrected
46
47

1 CHIEF EXECUTIVE OFFICER REPORT

2 Diana Herron

3 August 2007

4 Revised August 13, 2007

5
6
7 PROPOSED MOTION:

- 8
9
- 10 1. **Board moves to approve CEO Diana Herron and COO Jim Brune as**
11 **representatives of DCARA and Dodi Ellis as President of the Board and Karina**
12 **Pedersen as Vice President of the Board to be authorized to sign any documents**
13 **effective April 16, 2007.**
 - 14 a. Rationale: To authorize CEO, COO, President and Vice President to sign any
15 documents related to DCARA business.
 - 16 b. Since April 16, 2007 the COO has signed some documents in which all three
17 CEO, CFO and COO thought he had a signing authority. After reviewing the
18 April 16th, 2007 motion that was passed, we realized that the authorization did not
19 include Jim Brune.
 - 20 2. **Board moves to approve to repeal “Board motion M0111406-4 – Cantrell (Brooke)**
21 **moves to authorize DCARA to spend up to \$10,000 for rewiring the San Leandro**
22 **Client Service office next to DCC and use best judgment to hire contractor.”**
 - 23 a. Rationale: If we are not going to pursue this motion, it needs to show that the
24 board is aware of the change by repealing the motion.
 - 25 b. See below report on San Leandro House under Problems Facing the Organization
26 section for details.
 - 27
28 3. **Board moves to approve closing the Deaf Store effective September 30, 2007.**
 - 29 a. Rationale: See below report on Deaf Store under Problems Facing the
30 Organization section for details.
 - 31
32 4. **Board moves to approve converting the San Leandro House to a storage space for**
33 **DCARA’s inventories and files.**
 - 34 a. Rationale: See below report on San Leandro House under Problems Facing the
35 Organization section for details.
 - 36
37 5. **Board moves to authorize to increase DCARA’s line of credit with Wells Fargo**
38 **Bank from \$200,000 to \$300,000.**
 - 39 a. Rationale: The State California Legislature has yet to approve the state’s 2007-08
40 budget and DSS is unable to issue an advance to DCARA per contract until
41 Governor Schwarzenegger signs the budget.
 - 42 b. Currently, DCARA has about \$45,000 available in the LOC. This will not be
43 enough to cover next payroll and essential expenses.

DCARA Regular Board Meeting

August 14, 2007

Deaf Community Center, San Leandro, CA

Page 7 of 11

1
2 PROGRESS TOWARDS GOALS:
3

4 Goal #1: To establish a communication system and working relationship between the new CEO
5 and the Board.

- 6 • July 19, 2007: CEO gave a one-on-one presentation on DCARA's Financial Plan to
7 Jeannie Leighton, Board Member, who was not present at the July 10th meeting.
- 8 • July 20, 2007: CEO provided Charles Farr, Board Member, a tour of DCARA's offices
9 at EDD-Fremont, Fremont Resource Center (FRC), San Jose Outreach Office, and
10 Fremont Oak Gardens.
- 11 • July 24, 2007: CEO met with Dodi Ellis, President, and Roberto Solorzano, Chair of
12 Development Committee to develop plans for recruiting and providing orientation to
13 new members. Future topics: retreat and training plans.
- 14 • August 7, 2007: CEO gave another presentation on the DCARA's financial plan to
15 Karina Pedersen, Vice President, and Don Baer, Secretary, who also were not present at
16 the July 10th meeting.

17
18 Goal #2: To boost employee and community morale.

- 19 • July 20, 2007: CEO met with Marilyn Finn, HLA-CA President and Nancy Hammons,
20 ALDA-East Bay Chapter President to discuss improving services for the hard of hearing
21 population at DCARA.
- 22 • CEO continues to meet with individual employees to learn more about their experience
23 working at DCARA. (At this writing, there are 3 more staff remaining to meet.)
24

25 Goal #3: To maximize the organizational infrastructure and fiscal management.

- 26 • June – August 2007: CEO met with management team on several occasions and analyzed
27 DCARA's finances and staffing needs.
- 28 • July 31, 2007: CEO met with Finance Committee to review 2007-08 budget proposals.
- 29 • August 3, 2007: CEO and management team had a retreat to review DCARA's program
30 and services and to plan for 1) cut expenses where possible, 2) services for the hard of
31 hearing population and 3) streamline and strengthen the overall services.
- 32 • August 6, 2007: CEO and management team had a retreat to review DCARA's overall
33 budget. Goals: 1) to stop the long-term financial drain, 2) to address the need for
34 renovation/maintenance work at the San Leandro "house" and 3) to reorganize staffing, if
35 needed.
 - 36 ○ The recommendations are: (See Problems Facing the Organization section below
37 for further details)
 - 38 ▪ To close the Deaf Store
 - 39 ▪ To close the Deaf Store manager position
 - 40 ▪ To close the second San Leandro Outreach's Client Support Services
41 position that was vacated by Susie Lai
 - 42 ▪ To close the San Leandro "house" and convert to a storage facility

- 1 ▪ To relocate the San Leandro Outreach staff to the soon-to-be former Deaf
- 2 Store
- 3 ▪ To renovate the Deaf Store to accommodate staff members' office space
- 4 needs
- 5 • More money will need to be budgeted in FY 2007-08 to increase activities, materials, and
- 6 staffing to boost public relations and fundraising efforts.
- 7

8 PROBLEMS FACING THE ORGANIZATION:

9

10 Deaf Store: After a team of staff members analyzed the 2007-08 budget and the impact of the

11 budget on future fiscal year budgets, it became obvious that Deaf Store salary and operating

12 expenses will continue to be a burden on DCARA's overall budget in future years.

13

14 Staff can always refer clients to other vendors such as Harris Communications' and Dawn Sign

15 Press's online stores. It will not cost DCARA any thing and yet we will count it as information

16 and referral when we submit our monthly stats. Closing this store will enable us to redistribute

17 funds to other services that deserve more attention and support. Also, we have researched future

18 options to see whether we would be able to generate profits and unfortunately, in the world of

19 selling books, it is just not a profitable venture except for a couple of big name stores such as

20 Barnes and Nobles and Borders'. In the Deaf world, we face the same kind of competition with

21 Harris Communications and Dawn Sign Press. The best option is to close and stop any future

22 financial drain on our finances.

23

24 There will be expenses incurred to close the store. This will be included in the revised 2007-08

25 budget or 2008-09 budget, if needed.

26

27 This will also free up the new CBO's, if and when approved by the board to create this position,

28 time and resources to focus on creating a new business venture that would have a more positive

29 long-term impact on DCARA's finances.

30

31 CEO and staff recommend that we close Deaf Store.

32

33 San Leandro House: DCARA hired a house inspector to provide a report on the condition of the

34 San Leandro "house" before we invest in repair work on the electricity that was estimated to cost

35 about \$10,000. The report indicated significant amount of damages and wear and tear of the

36 facility requires extensive work to bring the facility up to commercial standards. CFO and CEO

37 decided that the renovation or repair work would be too extensive, estimated between \$75,000

38 and \$150,000, to invest in it considering the fact that the house may be demolished within a few

39 years. Also, given the current budget deficit, DCARA is unable to fund the repairs immediately.

40 The safety and comfort of staff and clients are of concern to the Agency. As a result of this

41 analysis, the house id recommended to be closed and staff relocated to the soon-to-be former

42 Deaf Store in the DCC.

43

1 CEO and staff recommend that the house becomes a storage facility for DCARA. There will be
2 a minimal repair work of no more than \$5,000 to protect items stored in this house. The repair
3 expense will be included in the revised 2007-08 budget.

4
5 DCC Renovation Project: DCARA will need to invest in renovation of the new offices and
6 general repairs of the DCC facility. The expenses will be included in the revised 2007-08
7 budget, if approved by the board.

8 Telecommunications Relay Service Providers and DCARA Business Partnership: DCARA has
9 been formally proposed by a couple of telecommunication companies that provide video relay
10 services to become a partner with them to market their respective businesses. DCARA
11 management team reviewed the business proposals and DCARA's mission statement and the
12 services provided to clients and community. We provide advocacy services that protect Deaf,
13 HH, LD, and DB people's rights to communication access including the use of
14 telecommunication devices or services. DCARA would not be able to advocate for its clients
15 and community members IF we have a business contract with one or any of the
16 telecommunications company. The management team decided against entering any contract
17 agreement with telecommunication companies to either operate a telecommunications-related
18 business or to market the business for them.

19
20 DCARA will continue to accept sponsorships and sell advertisement spaces in our newsletters
21 and websites from telecommunication companies.

22
23 DCARA Budget and DSS/EDD Funding: At this writing, the California State Legislators have
24 yet passed the state budget. This has an impact on our budget, as we cannot receive any 2007 -
25 2008 funds DSS or EDD until they pass the budget and signed by Governor Schwarzenegger.
26 We are monitoring this situation each day.

27
28 CEO's Performance Expectations: CEO is concerned that she has yet to meet with the Evaluation
29 Committee to agree on performance goals and a rating plan. CEO asks that this be accomplished
30 before September 11, 2007 board meeting.

31
32 Strategic Planning/Self-Study: CEO is concerned that the Board is faced with financial crisis and
33 fundraising issues that they will not have the time to deal with the strategic plan. It may not be a
34 good time for the organization to undergo strategic planning at this time. CEO would like to
35 have a dialogue with the Board about this issue and perhaps consider having board and staff
36 members to organize town hall meetings to encourage community members to communicate
37 their service needs.

38 39 PLANS FOR THE FUTURE:

40
41 Reorganization: The reorganization of programs, services, and staffing will evolve over a period
42 of time and hopefully to complete the transition by November 2007. CEO will be meeting with

1 staff to develop a timeline to close the Deaf Store and to renovate the soon-to-be former Deaf
2 Store into a new office space for staff members.

3
4 Public Relations and Fundraising: CEO and staff will meet with a graphic arts specialist to
5 develop a marketing plan and to develop marketing materials for public relations and
6 fundraising.

7
8 Ken Mikos, Chair of the Fundraising Committee and CEO is scheduled to meet on August 14,
9 2007 to discuss the need for a long-term fundraising plan. (We were not able to find a date/time
10 to meet during the month of July.)

11
12 Online auction and direct mail campaign are gearing up for action. Board and staff members'
13 help are much needed to help this fundraising effort to succeed. Staff members have donated to
14 online auction such as tennis lessons, head shaving, bleaching, etc. CEO has donated a dinner
15 with CEO for up to 4 persons.

16
17 DCARA will be hosting a Movie Benefit Night on September 7, 2007 with HOVRS. We will be
18 showing "A Permanent Grave" by Mosdeux. Please see DCARA's (www.dcara.org) website for
19 further details.

20
21 Hard of Hearing Program/Services: CEO and staff will meet with Marilyn Finn, HLA-CA and
22 Nancy Hammons, ALDA, to discuss short- and long-term plans to implement services and a
23 program for the hard of hearing population. We propose that we ensure all of our services be
24 accessible to the hard of hearing people during FY 2007-08. In the meantime, we will look and
25 apply for additional funding to implement a Hard of Hearing Program including a Hard of
26 Hearing Specialist position effective July 1, 2008.

27
28 ANNOUNCEMENTS:

29
30 Thomas "TJ" Jaramillo will be joining us on Monday, August 27th as a new Job
31 Developer/Interpreter. He comes to us from Florida where he has been a free-lance
32 interpreter. He is actually returning to California; before re-locating to Florida, he worked as a
33 volunteer and office assistant at CSD-Fremont so he is familiar with the Fremont area.