

Kodiak Reentry Board of Directors Meeting Minutes: 6:00pm, February 26, 2024

Board of Director Attendance

Present	Late	Absent	Excused	Name	Position
√				Jill Wallace	President
		√	√	Tammy Crabb <i>(resigned)</i>	Vice President
√				Shannon Kitka	Treasurer
√				Rhea Hayes	Secretary
		√	√	Elaine Olsen	Member
√				Ann Kirven	Member
		√	√	Dave Baldukas	Member
√				Constance Jensen	Member
√				Illa Macinko	Member

Other Attendees *(staff, guests, members)*

Name	Position

Attendance Notes: Dave was unable to attend due to work. Elaine was out of town. Tammy submitted her resignation prior to the meeting. Constance left early at 7:06pm due to a previous commitment. All others were in attendance and the meeting was held over Zoom. A quorum was met with six (6) members present.

COMMITTEE MEETINGS

Committee	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Finance	07/31/23	11/07/23	01/17/24	
	08/03/23		01/24/24	
	08/15/23		01/31/24	
	08/29/23		02/03/24	
	09/12/23		02/07/24	
	09/27/23		02/10/24	
			02/21/24	
			02/22/24	
Membership & Nominating		10/09/23		
		10/16/23		
501c3			02/15/24	

QUORUM PRESENT

YES	NO
√	

Mission Statement: *We are committed to creating and maintaining an inclusive, healing environment for individuals returning to the community from incarceration. We pledge to educate and advocate for reentrants from all walks of life in a concerted effort to inspire long-term change and success.*

Call to Order: 6:02pm

Guest Introductions: *(none)*

Approval of Agenda: Regular Meeting Agenda for Monday, February 26, 2024

- Rhea motioned to approve the agenda as written.
- Constance seconded the motion.
- The board voted to approve the agenda as written.

Approval of Minutes: Regular Meeting Minutes for Monday, February 5, 2024

- Constance motioned to approve the minutes as written.
- Ann seconded the motion.
- The board voted to approve the minutes as written.

Kodiak Reentry Board of Directors Meeting Minutes: 6:00pm, February 26, 2024

Financial Report: Petty Cash Log still at \$100

Committee Reports:

- Bylaws Committee- *(nothing to report at this time)*
- Finance Committee- Met 2/7/24, 2/10/24, 2/21/24, 2/22/24
 - DRAFT Accounting Manual & Grant/ Budget Project
 - Shannon, Ann, and Jill updated the board on the grant and budget we worked on.
 - Shannon shared the accounting manual has been completed and is ready for review and is up for a vote.
 - Jill mentioned she approves the document as it is an excellent group of documents.
- Membership & Nominating Committee
 - Ann shared that we should plan a meeting of the committee before the end of the quarter and that we should decide a strategy for recruiting members. Constance will follow up with the committee members to set a meeting.
- 501c3 Committee- Met 2/15/24
 - Rhea shared that she was selected as the committee chair and during our first meeting those present took an IRS 501c3 application training together.
 - Shortly following the first meeting the committee decided it needed to pause in order to focus all efforts on the Reducing Recidivism Grant before the deadline.

Old Business:

- **Long Term Goals**
 - ~~Fill seats for directors and officers as required by the State of Alaska for starting a nonprofit corporation.~~
 - ~~Establish Articles/Bylaws Committee.~~
 - Complete necessary nonprofit corporation to-dos with the State of Alaska.
 - Establish 501c3 nonprofit status with the IRS.
 - Hold board elections.
 - Take board development training through Foraker Group etc.
 - Ensure the implementation of a grant funded program for reentry on Kodiak Island.
- **UPDATE: City of Kodiak Business License**
 - Quarterly Sales Tax Reporting
 - Ann explained that she has started with the city business license application and that until we obtain our 501c3 determination letter from the IRS we will have to file sales tax reports (zero sales) regularly to the city.
- **UPDATE: Bank Account Signers & Set Up**
 - Those in attendance discussed an alternative bank account signer to Tammey who recently resigned.
 - **Vote**

Kodiak Reentry Board of Directors Meeting Minutes: 6:00pm, February 26, 2024

- Ann nominated Illa to be the 3rd signer on the account in addition to Jill and Elaine who were previously approved.
- Shannon seconded the motion.
- The board voted to approve Illa as the 3rd signer on the account.
- **Start Up Funds- (Ongoing discussion)**
 - We can start to accept memberships and unsolicited donations.
 - We **CANNOT** yet start soliciting for donations or fundraisers.
 - Ann provided a little more detailed explanation that until we apply for the 501c3 letter and subsequent Dept of Law Charitable Organization registration we can accept funds, but we can't solicit them.
- **1st Organizational Meeting**
 - Due to a grant filing deadline on Monday, March 4th and the need to submit our elected board roster with term expirations, those in attendance decided the best path going forward was to hold a quick first organizational meeting.
 - **Election Vote**
 - Ann nominated all remaining members of the founding board: Jill, Shannon, Rhea, Elaine, Ann, Dave, Constance, and Illa to serve as our first elected board members.
 - Constance seconded the nomination.
 - All board present voted in favor of electing all remaining founding board members.
 - Ann will reference past meeting minutes to see who volunteered to serve an initial one-year vs. two-year term so that elections are staggered in the future. She will then send the board an updated roster with their term expiration.
 - **Bylaws Adoption Vote**
 - Ann briefly explained that during our first organizational meeting we needed to also adopt our bylaws.
 - Ann motioned to approve our DRAFT Bylaws as written and presented.
 - Shannon seconded the motion.
 - The board voted to approve the DRAFT Bylaws as written and presented.
- **UPDATE: Kodiak Reentry Partnership with KAMP for Lunch & Learn Classes**
 - Jill provided a quick update to the board that the class will now be free and KAMP will be providing lunches at no cost. James Price and Thia Falcone will be presenting as well.
 - Jill also briefly provided information about Community Reinforcement and Family Training (CRAFT) and Ann shared that a YouTube video about this was shared with our Facebook page if anyone would like to learn more and watch it.

Kodiak Reentry Board of Directors Meeting Minutes: 6:00pm, February 26, 2024

New Business:

- **DRAFT Account Manual-** *Tabled for next meeting*
 - After brief discussion it was determined it would be best to table voting on the manual until the next meeting so everyone had adequate time to thoroughly review.
- **Board Packets & Memberships**
 - Board Candidate Letter- Ann shared that everything included in the packet for future board members to fill out has previously been approved by the board. The only item in the packet still needing board approval is the cover letter/ Board Candidate Letter.
 - Vote
 - Shannon motioned to approve the Board Candidate Letter as presented.
 - Ann seconded the motion.
 - The board voted to approve the Board Candidate Letter as presented.
- **Reducing Recidivism Grant** *(Alaska DHS Behavioral Health)*
 - The Finance Committee is working quickly to prepare a grant and accompanying budget for the state. The grant application deadline is 3:59pm, Monday, March 4th. The committee has broken up into two teams to work through the task. Jill and Rhea are handling the grant language and submission. Shannon and Ann are working on creating DRAFT Budget for FY25.
- **FY25 Budget** *(see Reducing Recidivism Grant above)*
- **Zoom Subscription** *(exp. 3/3/24, \$160 per year)*
 - Ann shared that our Zoom subscription is set to auto-renew on 3/3/24. The cost is \$160 for another year of the subscription level we currently have.
 - The board present were asked if they could to please pitch in what they were able if they are able.

Mini Training:

<https://www.forakergroup.org/lets-ensure-prompt-payment-parity-we-need-your-voice/>

- The board engaged in discussion about the Foraker President Blog Post. Ann explained this may be an issue for Kodiak Reentry and our status as just beginning. Other established nonprofits typically have reserve funding that they can utilize when grant payments are running behind. Those reserve funds can act as a stop gap to be able to continue paying staff and bills. Without reserve funding we may have an issue keeping our doors open while awaiting grant payments.

Comments or additional info for the good of the meeting:

- **Quorum**
 - The board was meant to discuss how Tammy's long-term absence due to a major medical issue would impact our meeting quorum. Prior to the meeting Tammy emailed her board resignation so that she

Kodiak Reentry Board of Directors Meeting Minutes: 6:00pm, February 26, 2024

can focus on healing and improving her health. The board discussed whether the resignation was premature or if Tammev was sure this was the course of action she wanted to take. Rhea shared that yes this is what Tammev wanted in the discussions Rhea has had with her.

- **Ann read into the minutes the following resignation from Tammev:**

“My dear friends and colleagues at reentry coalition Inc. It pains me to have to say that I will no longer be able to perform my duties as vice president on the board. Do to unforeseen illness and unknown recovery time or outcome. I will need to take this time to humble step aside so the job can be performed in the best way possible for coalition by a new board vice president.” *(received 2:12pm, Monday, Feb. 26th via email to Ann)*

- **Vote to Accept Resignation**

- Ann motioned to accept Tammev’s resignation.
- Rhea seconded the motion.
- The board voted to accept Tammev’s resignation.
- The board will turn the vacant director position over to the Nominating & Membership Committee for follow up and recruitment.

Board Training Reminder & Resources:

- National Council of Nonprofits www.councilofnonprofits.org
- Foraker Group www.forakergroup.org/resources/
- Board Source www.boardsource.org/fundamental-topics-of-nonprofit-board-service/
- Blue Avocado www.blueavocado.org

Next Board Meeting: 6pm, Monday, Mar. 11th

Adjourn: 7:22pm