



## EXECUTIVE COMMITTEE MEETING MINUTES

August 25, 2023 | 8:30-9:00am | Via Zoom

### ATTENDANCE

<b>ExComm Members Present</b>	Dave Weaver (Chair) Kat West (Vice Chair) Doug Waugh (Treasurer)
<b>Staff Present</b>	Nanci Champlin (Executive Director) Matchu Williams (Neighborhood Planning & Liaison Manager)
<b>Guests Present</b>	Lisa Sloan (SEUL Board Administrator, consultant) Sharon Wynde (outgoing SEUL Board Administrator, consultant)
<b>ExComm Members Excused</b>	Kim Bandy (Secretary)

### EXECUTIVE COMMITTEE MEETING

**8:30** Call the meeting to order (*Dave Weaver, Chair*)

Welcome and Chair's Remarks (*Dave Weaver, Chair*)

**8:32** Fiscal Sponsorships

We are now in the new fiscal sponsorship year. We voted to raise the fee cap last year from \$150k to \$250k effective 7/1/23. There aren't many FSPs that will be impacted by this. B3C is expected to cycle off when they obtain their 501c3 status. If they continue into the next calendar year, it may impact them.

Nanci presented a [summary of the two applicants](#) based on their applications and staff-performed evaluations:

- **Consider Fiscal Sponsorship Application from Liberated Stories**

The mission of Liberated Stories is to “create premier immersive experiences that invite everyone to learn about BIPOC stories of greatness through art and captivating experiences.” They are mission-aligned and based in the district. They don’t have aspirations of becoming a 501c3. They aspire to Tier 3 (over \$25k) and have grants coming up they’ll be applying for in September. They’re new, and recently organized. Staff recommends sponsoring Liberated Stories.

- **Consider Fiscal Sponsorship of Royal Rose Foundation (Nanci)**

Royal Rose Foundation “partners with others to promote awareness about illicit fentanyl, counterfeit pills made with fentanyl and to honor those whom we have lost due to this drug epidemic.” They prioritize serving the African American, Hispanic, and Native American communities. They aspire to become a 501c3 and anticipate being in Tier 3 (over \$25k).

<b>Motion</b> (Dave)	To approve these two organizations for fiscal sponsorship.
<b>Amended</b> ( )	
<b>Seconded</b> (Kat)	
<b>In favor</b>	3
<b>Opposed</b>	0
<b>Abstentions</b>	0
<b>Result:</b>	<b>The motion passed.</b>

### **8:38 Discuss and Adopt New Technical Assistance Agreement (Nanci)**

Nanci reviewed the draft [Technical Assistance Agreement](#). The existing Fiscal Sponsorship Agreement is for those organizations that we fiscally sponsor. Our role as fiscal sponsor is to make sure the organization’s funds are used as prescribed by the funder. We have a couple of formerly fiscally sponsored projects who now have their own 501c3 status, but who need bookkeeping support. SE Uplift consulted with the Center for Nonprofit Law to see if we can use our existing FSP agreement with modifications. Our role in providing technical assistance will be to provide transaction reports on expenditures. The organizations are fully responsible for managing their annual budget, grant contracts and 501c3 compliance around the use of their funds. Our bookkeeper, Kris, has the capacity to provide this support. The orgs will be required to do their own reporting and financial tracking of their budget to actuals. The Center for Nonprofit Law reviewed our proposed agreement and made a few suggested changes, which we incorporated into the version presented.

These are the highlights from the proposed Technical Services Agreement:

- The organization (Contracted) needs to file its own Form 990 with the IRS.
- The org is responsible for managing its grants and obligations to funders.
- Financial Responsibilities, Section A (p2), calls out that they are an independent organization, and as such, they are responsible for additional bookkeeping. These orgs may have another account that doesn't include charitable funds. We don't have a lens into all of their finances therefore we are offering limited bookkeeping services.
- Section B., Disbursements: the org needs is responsible for meeting the terms of their funding contracts.
- Section C., Record Keeping (p3): the org needs to keep a copy of all check requests. SE Uplift isn't their record-keeper.
- Section D, Fees: We'll charge a 3% fee on all funds we receive. No tiers. They should factor those fees into any grants they apply for.
- Section IV., Fundraising (p4): they need to factor in fees to their budget.
- Section VI., Prohibited Activities: We want to go above and beyond to make sure they're aware they have lobbying limits and must stay on top of annual state and federal IRS filings.
- Section VII. C. Termination (p5): we have a clause in the event they lose their 501c3 status, the contract could be terminated. As well as if funds are mishandled.

**Motion** (*Dave*)            To approve the Technical Assistance Agreement.

**Amended** (*)*

**Seconded** (*Doug*)

**In favor**                    3

**Opposed**                    0

**Abstentions**              0

**Result:**                    **The motion passed.**

**8:48    Discuss Draft Agenda for September Board Meeting (Dave/Nanci)**

(1 hr, 45 mins) Discussion Agenda

- (5 mins) Welcome, intros and agenda overview
- (10 mins) Seating of new board members (Agha, Mireaya and Sharon)
- (15) Vote to elect board officers for a one-year-term
- (10 mins) ED Report
- (40 mins) Presentation and Call to Action: Critical Energy Infrastructure Preparedness. CJA committee recommends that we host a screening of the movie *Once a Braided River*, planned for the fall.
- (25 mins) Committee Updates

(15 mins) Business meeting

- Approving August meeting minutes
- Vote to support Critical Energy Infrastructure coalition sign-on letter
- Motion to open a new operating account at Advantis Credit Union, to replace the account at First Interstate Bank.
- Motion to update authorized signers on all SE Uplift bank accounts to chair and vice chair.
- Motion to transfer \$50,000 from unrestricted reserves to the Operating Reserve account to maintain six months of Operating Reserves.

**8:55 Response to Grievances filed by Allen Field**

**Motion** (*Kat*) Motion to allow Nanci Champlin to review and write a response to the grievances that were recently filed by Allen Field.

**Amended** (*)*

**Seconded** (*Dave*)

**In favor** 3

**Opposed** 0

**Abstentions** 0

**Result:** The motion passed.

**8:57 Review draft SE Uplift Public Comment Letter re: Metro’s Regional Transportation Plan (Matchu)**

Matchu presented a [draft comment letter](#) prepared by the Land Use and Transportation Committee (“LUTC”) to Metro Regional Transportation Plan (“Metro RTP”), attached. Metro RTP guides federal dollars to partner agencies, such as PBOT and the various counties within Metro and it evaluates criteria for funding. This draft letter would go to the Metro for consideration on their Draft 2023 Regional Transportation Plan during the public comment period.

Dave asked what we hope the comment letter will accomplish. Matchu explained that in the past, Metro has used different evaluation metrics. The policy we are advocating includes new metrics. For example, in the past Vehicle Traveled Miles used volume divided by capacity. This missed a lot of people, since it only looks at car volume, not the number of people.

**Motion** (*Dave*) Vote to support SE Uplift issuing this letter to Metro RTP Public Comment

**Amended** (*)*

**Seconded** (*Kat*)

**In favor** 3

**Opposed** 0

**Abstentions**            0  
**Result:**                The motion passed.

**9:09**    The meeting adjourned.

**Next Executive Committee meeting: Tuesday, September 19, 2023, 5:30–6:30pm, via Zoom.**