

ORNCC Board Meeting – September 7, 2003

Board Members Present: Sophia Douglas, Tiffany Meyer, Lisa Marie DiVincent, Michael Dreiling, Bob Hall, Stuart Watson. Guest: Dorothy Ann Cole

ACTION SUMMARY:

Action: Stuart and Michael will discuss how to contact individuals we will now process through American Express.

Action: Michael will prepare and distribute a final accounting of actual expenses and revenue from MBR 2003.

Action: Michael will contact the State Department of Justice to clarify our status as a Membership Organization.

Action: Bob will research how to bring ORNCC accounting practices in line with IRS requirements so we are not liable for 2003 taxes.

Action – Michael and Dorothy Ann will clarify the process for CNVC product orders, distribution and accounting.

Action: Tiffany will negotiate fee with Elly Gross on September 13.

Action: Tiffany will offer online registration/payment options to key board members (Michael, Bob and Stuart) by email week following September 13 meeting. All will vote on option by email.

Action: Stuart will share with Tiffany current merchant account information prior to her September 13 meeting.

Action: When Tiffany distributes the meeting minutes, she will highlight the deadline to submit Partnership Criteria forms to Bob prior to the next board meeting – primarily for board members not present at this meeting.

Action: Partnership Criteria Procedures are approved and implemented with requested changes.

Action: NVC for educators day is left loose for now, purposely. Salem and Bend not decided today. Tiffany will make a list of decided topics and redistribute to board.

Action: Proposed MRB schedule will be shared with CNVC by the Stuart (as new State Director).

Action: Stuart is offered, and accepts, position as State Director for ORNCC, effective immediately. Additional clarification regarding the specific method we'll use for compensation will be provided by the board at a later date.

Action: Tiffany is offered, and accepts, position as Promotion Director, a new board Officer position. Additional clarification regarding the specific method we'll use for compensation will be provided by the board at a later date.

Action: Dorothy Ann and Sophia will create a tentative agenda for a short October 11 brainstorming, and the October 12 meeting. Other board members will submit their ideas before or after the draft agenda is distributed.

Meeting began at 9:45.

Group Check-in

Sophia initiated a group check in. Sophia asked to use our extra time to allow for a less-abstract check in about where everyone is about where people are in their lives right now. The group agreed.

Gathering and Remembering

Lisa Marie led us through an introspective gathering ceremony.

Agenda Additions

Michael added brief financial report

Michael wanted to clarify who will attend retreat

Michael wanted to clarify inventory of books/materials – added

Tiffany added reports on web site and identity development process

Stuart wanted to add short conversation about Brietenbush/Mini IIT

Michael wanted to add report/discussion on Department of Justice letter he received

Voted and determined 15 minutes just for reports before going into Proposals

REPORTS began reports at 10:45)

Stuart wanted to acknowledge everyone being on time for today's meeting.

Financial Report from Treasurer, Michael

- Current account \$18,198.06
- Michael envisions better focus/clarity between workshop revenue & sales revenue by developing new processes for bookkeeping in future – including specifics about where each specific deposit came from and what each expense paid for; some confusion now. Bob agreed, particularly as we move toward 501c3 status. Sophia asked if Bob requests more than the current Treasurer report; Bob suggested better software that provides more control.
- Some outstanding expenses: \$1460.00 to Stuart; Editing expense for a video (workshop on social change).
- Part of current account is including Coordinator's 10% revenue as an expense (the amount now going to Stuart). The amount does not include current purchase of books/materials.
- Sophia requested a composite statement of expenses/revenues from Marshall's workshops. Stuart reminded Sophia that he provided a report at our last meeting; but it was not as complete as the information Michael now has.
- Sophia requested producing one complete financial statement for the record, on Marshall's workshops.

- Michael – American Express did not set us up as a Merchant Account to take American Express at the Marshall Workshops; which resulted in unprocessed AE cards. (5) transactions total were not processed. = \$600 +
- Michael - State Department of Justice sent letter wanted updated files on ORNCC as a "membership organization." They also wanted an updated/clarified form regarding our fiscal year.

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Action: Bob will research how to bring ORNCC accounting practices in line with IRS requirements so we are not liable for 2003 taxes.

Books and Materials Report - Michael

- Michael – has a number of books, CDs, puppets in car
- Dorothy-Ann requested clarification on the books/materials on process for ordering/purchasing and distributing
- Discussion ensues – some confusion/communication needs unmet about books and materials not being available for the Raw Foods table; request for ordering not going in on time; more than a week is critical – Dorothy

Action – Michael and Dorothy Ann will clarify the process for CNVC product orders, distribution and accounting.

Website Report - Tiffany

- Tiffany gathered portfolio, resume and availability from three web developers provided by Stuart, Michael and Lisa Marie. Elly Gross has been selected among the three for expertise relevant to our needs.
- Tiffany is meeting with web developer, Elly Gross, Saturday, September 13 after interviewing her on the phone and seeing her portfolio. Elly indicated that our cheapest online registration option may cost us 2.9% for each transaction. Stuart indicated that our current merchant account may be used for this. Sophia recommended that the board be offered a vote in which online option we chose; all agreed that opportunity to vote would be offered by email between now and next board meeting.
- Tiffany requested clarification of web developer budget from board. A cap of \$2,000 was approved for this expense.

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Action: Tiffany will offer online registration/payment options to key board members (Michael, Bob and Stuart) by email week following September 13 meeting. All will vote on option by email.

Action: Stuart will share with Tiffany current merchant account information prior to her September 13 meeting.

Identity Development Task Force Report - Tiffany

- Tiffany proposes to lead us through an organization identity process at the Oct. retreat, taking 60 to 90 minutes. Agreed. Any feedback on T.'s proposal should be emailed directly to her. Agreed.

Partnership Criteria Report – Bob

- Bob requests that we move forward with identifying and creating relationships with other potential partners; OPI partnership is now essentially defunct. Bob requests that we use new Partnership Criteria form and procedures and submit form by next board meeting if we would like to pursue a new partner. Discussion ensues. Sophia prefers it be an on-going process. Stuart, feeling very anxious, wants to know we're going to have a financial structure for our expansion; if we don't have any attractive proposals for new partners, we should pursue our own non-profit status.

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- Discussion continues. Dorothy Ann brought up the Empowerment Community and will get their information to Bob. Group agreed that by the end of the year, we want to have replaced OPI, or have applied for nonprofit status
- Stuart gives report about OPI, which has in effect collapsed as an organization. The question is whether or not we can do our accounting with them through the end of the year. We're in the process of talking with their accountant to protect ourselves as soon as possible. Bob says we can separate the year into two parts to protect our tax interests. Stuart is worried about meeting our needs with them for support since they no longer have a board or staff. We need them to report our revenue for us and we need to find out whether they are willing to do this reporting for us, which would make us clear until Jan. 04.
- Michael requests that a tax consultant be on next month's agenda.
- Tiffany requests that we table the Sponsorship Criteria and Form to next mtg.
- Modification requested by Dorothy Ann to the Policy section, adding clarification that the intention is for obtaining 501.3c. Agreed.
- Procedures, section 5. Tiffany has a question about whether it's a majority vote v. consensus. Discussion ensues. Agreement to use consensus.

Action: Partnership Criteria Procedures are approved and implemented with requested changes.

Marshall Schedule Task Force Report – Tiffany

- Tiffany requests that we add topics to each day that are not listed, and then vote on topics for each day. Sophia requested that we not vote on Bend or Salem in Karen and Brynn's absence. Agreed.
- Stuart requested that we first identify what values we're using to guide our decisions on topics. Values expressed: learning/growth needs of each community; individual goals to target the education community; building on last year's workshops; contributes depth (anger, therapists); no repeats; marketability; introduce to different communities

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Action: Proposed MRB schedule will be shared with CNVC by the Stuart (as new State Director).

Staff Position Proposal – Stuart and Tiffany

- Stuart - The bigger question is how do we manage all of the tasks and responsibilities? Web site is a key part of managing these responsibilities
- Stuart referring to charts and summarizes the SD, RTL and BR proposals.
- Bob asked for clarification if RTL would be an employee or ORNCC. If they are not an employee of ORNCC, and they are handling local expenses/finances, we may run into trouble with the IRS – IRS may declare them as employees. Disadvantage is question of having to pay employment taxes; issue/question of who's taking on the economic risk. Discussion ensues. Michael clarified that RTL proposal is similar to how CNVC organizes this. Action Item – clarify with IRS method of payment and it's ramifications.
- Tiffany asked what is sustainability plan for SD salary for years when Marshall doesn't come to Oregon. Stuart reiterated importance of tax-deductible donations as long-term sustainability plan.
- BR – Tiffany summarized
- Sophia – Adding a fund Development Officer position – this person may not necessarily be responsible for fulfilling all of these positions.
- Discussion ensues regarding level of responsibilities under role of Promotion Director. Stuart suggested considering compensation for this position. Michael wants to considering compensating some of these annual promotion responsibilities into a contractual position/function and paying that person that way. Bob – pay attention again to language used in descriptions and process for considering these contractual people employees. Bob agreed to research this. Michael also suggested we hire an attorney to work through these legalities as well as file our 501.c.3 status.
- Suggestion from Michael – acquire info above f/Bob's research, and compensate RTL, SD and Promotion Director based on what we determine.
- Stuart went over details of RTL responsibilities and discussion ensues about ideas, concerns.
- Board approved the concept of the positions.

- Michael suggested forming task force to integrate NVC language into the positions descriptions. Lisa-Marie agreed to do this, and will request Bryn and Maya work with her. Bob will look what language we can use that would fit with a nonprofit independent contractor.
- Suggestion was made to fill Stuart in the Statewide Director position over the next year as we work out some of the details of how the position functions. Sophia will contact absent board members to take their vote on this decision. Stuart had some additional concerns/considerations – clarify compensation; if Stuart did fundraising would a percentage come back to him to support a more liveable wage; and that Promotion Director receives some sort of compensation as a direct support to the state director; Stuart clarified he's only interested in the position for a year.
- Sophia proposed taking a look at revenues in May from Marshall and determine as a group where that revenue will be allocated.
- Tiffany requested if board agreed to have her fill the Promotion Director position. Board agreed. Question of compensation will be clarified at the Board retreat.

Action: Stuart is offered, and accepts, position as State Director for ORNCC, effective immediately. Additional clarification regarding the specific method we'll use for compensation will be provided by the board at a later date.

Action: Tiffany is offered, and accepts, position as Promotion Director, a new board Officer position. Additional clarification regarding the specific method we'll use for compensation will be provided by the board at a later date.

Board Retreat - Michael

- Michael described location, and confirmations from Board and Ashland.
- Friday dinner, fun. Saturday, several fun options. Sunday, board meeting from 9:30-3:30.

Action: Dorothy Ann and Sophia will create a tentative agenda for a short October 11 brainstorming, and the October 12 meeting. Other board members will submit their ideas before or after the draft agenda is distributed.

Meeting ended at approximately 4:35pm.