

ORNCC Board Meeting  
January 16, 2004 5  
Draft Minutes - PLEASE REVIEW

Absent: Stuart, Dorothy Ann, River, Bryn  
Present: Michael, Lisa-Marie, Bob, Teresa (Board); Wendy, Michelle, Sophia, Karen (Governing Council)

**Reviewed agenda and added items.**

**Financial report.** Treasurer distributed financial report. ACTION ITEM: Wendy agreed to pursue information about how much of 10% allocations (from Marshall's May 2004 workshops) local teams have spent.

**Relationships between ORNCC and regional teams.** The board would like to receive information ASAP about changes in core team memberships (resignations, reassignments, additions, etc.) that may affect communication and collaboration between ORNCC and the regional teams.

Discussed needs for

- 1 compliance and safety (relating to legal issues),
- 2 autonomy, trust, safety, ease, simplicity and information (regarding ORNCC/regional team relationships and communications), and
- 3 needs for consistency, honesty and reliability (to distinguish/nurture ORNCC/regional team identities).

Current strategies for meeting those needs vary depending on the regional teams involved. Occasionally, strategies do not meet the board's needs. The board agreed that at this time, it chooses to review and respond to such situations on a case-by-case basis. This will enable both local teams and the board to respond to problems within the NVC model.

The board discussed a recent situation in Portland, in which a dispute arose between a client who hired an ORNCC volunteer for private, professional services. ORNCC legal counsel advised the board that ORNCC bears no legal liability, but recommends creating and adding a clarifying disclaimer to the Web site.

Aside from legal issues, board members expressed the desire to express empathy for the pain of those affected, to express gratitude for the lesson, and to prevent similar situations. The board agreed that a "voice of the board" response would not meet those needs, but encouraged board members to respond individually as they felt called to do so.

**Lunch. Quorum reached with late arrival.**

**IRS status briefing.** After lunch, David Atkin, Nonprofit Support Services, briefed the board about new responsibilities and benefits that come with 501(c)(3) status.

501(c)(3) creates another layer of regulation on top of nonprofit status, and Michael received from David a booklet detailing that information.

The overview covered

- 1 Responsibilities and benefits that come with 501(c)(3) status
- 2 Common mistakes and ramifications
- 3 Unrelated business income
- 4 Maintaining public charity status
- 5 Lobbying rules
- 6 Liability as directors and governors
- 7 Responsibilities as directors and governors
- 8 Governing Council - most effective use of, how it fits in, role of members, differences between

- council and board
- 9 Deductability of donations before 501(c)(3) status
- 10 Conflicts of interest

Another set of forms are due Dec 31, 2006, for final determination as a permanent public charity. David's office will send a reminder six months prior to the deadline to ensure compliance. Tax-exempt status is retroactive to Mar 26, 2002. ACTION ITEM: Bob can file amended tax returns.

Most important ongoing requirements to maintain public charity status are to

- 1 File required forms, on time, with required federal and state government agencies.
- 2 Monitor funding sources. If less than one-third income comes from public support (fee income, small donations, and other specific sources), 501(c)(3) status becomes endangered. There are also other income limits, e.g., on Unrelated business income (UBI).
- 3 Monitor expenditures. There are limits on amounts spent for direct/indirect lobbying, for example.

**November minutes were approved.**

**Susan Skye workshop.** Some members were surprised to see sponsorship wording on flyer because they did not know a request for sponsorship had been received. Board agreed to sponsor event, but needs clarity about how events become ORNCC-sponsored. Requests adding language to ORNCC Sponsored Events document. (See below.)

Stuart requested reimbursement for negotiating Skye workshop. ACTION ITEM: Request that Stuart and Amy fill out the ORNCC Sponsored Events form and explain arrangements and financial expectations so the board has more clarity. Also hear from other stakeholders. Needs are for consistency, trust, inclusion, and integrity of the process.

Concerns arose about typos and confusing sentences in the Susan Skye flyer. ACTION ITEM: Sophia, Teresa, and Lisa-Marie will form a committee to contact creator of Skye flyer to address issues of consistency, integrity and publicity. ACTION ITEM: Michelle will request people stop distributing typo-containing flyers until corrections can be made.

**Documents approved.** "ORNCC sponsored events" and "Trainer Agreement" documents were approved.

The sponsored-event document describes mutual requests, but how exactly does ORNCC say "Yes, we agree to sponsor"? Request Stuart add line to sponsored events: "ORNCC Board approves unless notification otherwise is given within a week of submission to the board by state coordinator." Board will reevaluate process if track record of financial success changes. ACTION ITEM: Michelle will give edited document to Stuart.

**Marshall's 2006 visit.** Marshall may be able to address Spiritual City Club. ACTION ITEM: Teresa will discuss with Stuart.

**T-Shirt project.** Wendy described proposed design for T-shirt project. REQUEST: Wendy would like to hear from anyone interested in helping on the project.

**Next meeting.** ACTION ITEM: Michael will contact Dorothy Ann to request she write the agenda and facilitate the February board meeting conference call.

Business unaddressed - schedule for next meeting:

- Participation of board members, and bylaws relating to that (also, GC needs to clarify schedule for annual meeting/election of board);
- Approve financial report (quorum not present when report distributed at this meeting)
- Strategic examination/overview of leadership (with Bryn, Bob and Michael welcoming)

replacement as Secretary, Treasurer and President);  
Approve dates of upcoming meetings:

- 1 Feb 20 conf call
- 2 Mar 20 Portland
- 3 Apr 17 conf call
- 4 May 15 Eugene or Salem

**Adjourned 4:20 PM**