

**ARC BOARD MEETING**  
**MAY 18, 2021**  
**MINUTES**

Noon – 2 pm | Via Zoom

**ATTENDANCE:**

**Board:** Justin Umagat, (President & Interim Treasurer), Frana Milan (Secretary), Heather Van Nuys, Kyle Serikawa, Payel Vengalil, Michael Cuadra, Brad Wilken, Bernardo Ruiz (joined at 1:35 pm), Leon Preston (1<sup>st</sup> VP) (joined at 1:45 pm)

**Excused Absence:** Caitlin Doughty (2<sup>nd</sup> Vice-President), Jackie Mitti, Jonathan Hartung (Ex-officio)

**ARC Staff:** Jackie Jainga-Hyllseth, Sonya Claxton, Sonia Doughty, Katherine Ichinoe, John Bray

**Seattle Parks & Recreation:** Justin Cutler (left at 1:15pm)

**Visitor(s):** Judy Tangen; Robert Feldstein (CRG)

**MATERIALS:**

Dropbox link: <https://www.dropbox.com/sh/nzb5wa0ahhwwdg8/AADkOyDTkH4HOVwjvebZkhiHa?dl=0>

1. Consent Agenda\_May Meeting Agenda
2. Consent Agenda\_March Meeting Minutes
3. Executive Directors Report\_Directors' Updates for May 2021
4. Budget & Finance Committee Update\_4.5.2021 Meeting Minutes
5. Executive Committee\_4.1.2021 Notes
6. Executive Committee\_5.6.2021 Notes
7. Constituency Committee\_4.8.2021 Notes
8. Constituency Committee\_ARC COVID Impacts
9. Constituency Committee\_Q&A ARC COVID Impacts
10. Constituency Committee\_Community Voice Final Report
11. Fundraising & Sustainability Committee\_3.21.2021 Notes
12. Fundraising & Sustainability Committee\_5.10.2021 Notes
13. Staff Reports\_Virtual Programming PowerPoint
14. RESJ Committee\_4.2.2021 Notes
15. RESJ Committee\_4.14.2021 Notes
16. Policies & Procedures Task Force\_Attorney's memo re: proposed Bylaws Amendments
17. Policies & Procedures Task Force\_Resolution re: Bylaws & Quorum for LOA
18. Policies & Procedures Task Force\_Memo to Board re: Manual
19. Policies & Procedures Task Force\_Final Manual Outline

- 20. Policies & Procedures Task Force\_3.18.2021 Notes
- 21. Policies & Procedures Task Force\_4.1.2021 Notes
- 22. Policies & Procedures Task Force\_4.15.2021 Notes
- 23. Policies & Procedures Task Force\_5.6.2021 Notes

**ASSIGNMENTS**

- Justin/Heather: Follow up with a Doodle to schedule the June RESJ work session.
- Kyle: Add CRG ppt to May board packet materials folder in dropbox.
- Payel: Send draft Board Pitch document to board for review and feedback.

**MOTIONS**

- Motion #: 2021.05-1 – Approve consent agenda. Approved unanimously.
- Motion #: 2021.05-2 – Approve Final P&P Manual Outline, V.12. Approved unanimously.

**RESOLUTIONS**

- Resolution #: 2021.05-1R - Adopt RESJ work session schedule and June content. Adopted unanimously.
- Resolution #: 2021.05-2R - Amend the by-laws regarding determination of a quorum when a board member is on an approved extended leave of absence. Adopted unanimously.

**MINUTES**

TOPIC	MINUTES
<b>Meeting called to order – Justin U.</b>	7 board members present at start of meeting for quorum; 2 additional members joined later.
<b>Land Acknowledgement – Michael C.</b>	<i>As we begin our meeting today, we respectfully acknowledge that Seattle is occupied Coast Salish land and is the homelands of the Duwamish people. We pay respect to Coast Salish Elders past and present and extend that respect to their descendants and to all Indigenous people. To acknowledge this land is to recognize these lands and waters and their significance for the peoples who lived and continue to live in this region, whose practices and spiritualities were and are tied to the land and the water, and whose lives continue to enrich and develop in relationship to the land, waters and other inhabitants today.</i>

<p><b>Review meeting norms – Justin U.</b></p>	<ul style="list-style-type: none"> <li>• Take risks and experience discomfort</li> <li>• Maintain confidentiality</li> <li>• Reflect</li> <li>• Use Constructive Dialogue</li> <li>• Trust Each Other’s Learning Process</li> <li>• All voices are valued and respected</li> <li>• Practice self-care Show grace for each other</li> <li>• Assume best intentions and manage impact</li> <li>• Acknowledge our humanity</li> </ul>
<p><b>Consent Agenda</b></p> <ul style="list-style-type: none"> <li>• May Meeting Agenda</li> <li>• March Meeting Minutes</li> </ul>	<p><b>Motion #: 2021.05-1: Approve consent agenda</b>  Motion to approve: Justin U.   Second: Heather V.  Motion carries - Unanimous</p>
<p><b>Public Comment</b></p>	<p>Judy T. thanked ARC staff for hosting the virtual COVID Impacts info sessions recently for the Advisory Councils.</p>
<p><b>Executive Director’s Report – Jackie JH</b></p>	<p>See ED Report included in board packet</p> <p>Other updates</p> <ul style="list-style-type: none"> <li>• Staffing <ul style="list-style-type: none"> <li>○ New accountant onboarding</li> <li>○ New COVID coordinator onboarding (staffer who was covering those tasks now moved back to regular HR position )</li> <li>○ Admin staff – still have several people on shared work and would like to transition back, depending upon funding</li> <li>○ Hiring summer instructors/staff</li> </ul> </li> <li>• Board <ul style="list-style-type: none"> <li>○ 2 board treasurer candidates identified so far; Staff doing 1<sup>st</sup> interviews and will forward recommended candidates to board for final consideration</li> </ul> </li> <li>• ACs <ul style="list-style-type: none"> <li>○ Staff held COVID impacts info sessions for ACs – good engagement during meeting, but not great participation from ACs in SW Seattle</li> </ul> </li> <li>• Financials <ul style="list-style-type: none"> <li>○ \$400k in pending proposals – should know by June</li> <li>○ Rec’d \$85k in grants (childcare support and gen ops)</li> <li>○ Rec’d \$15k for SPR for flag football</li> </ul> </li> <li>• Recovery Planning <ul style="list-style-type: none"> <li>○ Meeting weekly with SPR – focus on fall re-opening</li> </ul> </li> <li>• Incident at Yesler Community Center: shooting incident by someone outside in plaza, not related to community center activities, but building needed to close/shelter in place. ARC and SPR cooperated to ensure staff and participant safety and providing support/assistance to staff, participants. Example of real situations that ARC staff and SPR deal with.</li> </ul>

<p><b>SPR Update – Justin C.</b></p>	<p>SPR-ARC Partnership</p> <ul style="list-style-type: none"> <li>• ARC 8-month budget approved by SPR – took SPR longer than anticipated to review so just returned it to ARC this week.</li> <li>• Thanked ARC for hosting COVID impact info sessions and for the Cedar River Group report on ARC and AC advocacy</li> </ul> <p>Activities</p> <ul style="list-style-type: none"> <li>• Summer childcare – heading to 50% registration</li> <li>• Activity camps – 4 sites (1600 typical; 400 this year)</li> <li>• Mt baker – may ; Green lake – June – rowing centers</li> </ul> <p>Recovery - Still trying to understand state guidance about what “re-open” means and what SPR will do to adjust at that time (June 30)</p> <p>Incident at Yesler: SPR reviewing procedures and other physical safety measures that they can make to building</p>
<p><b>Budget &amp; Finance Committee Report Justin U. / John B.</b></p>	<p>See committee report in board packet.</p> <p>ARC 8-month operating budget</p> <ul style="list-style-type: none"> <li>• Just approved by SPR this week, so not available to vote on today.</li> <li>• Will call a special board meeting in June to vote on budget</li> <li>• First 4 months of budget will reflect actuals (Jan thru April)</li> <li>• Assumes both PPP loans will be forgiven</li> </ul> <p>ARC Financials</p> <ul style="list-style-type: none"> <li>• COVID implications – operating at a loss of ave. \$250k/month</li> <li>• absorbing losses through one-time inputs (ex: PPP loans)</li> <li>• sustained total of \$4.3m operating loss during pandemic, which includes nearly \$1m in grants/one-time funding</li> <li>• PPP loans – waiting on forgiveness request from SBA for 1<sup>st</sup> loan; 2<sup>nd</sup> PPP loan w/ Sound Community Bank</li> <li>• John B providing report to SPR that shows real costs of programming and how ARC is positioning itself to be financially sustainable</li> </ul>

<p><b>Executive Committee Report</b> Justin U.</p>	<p>Board member update: Brad W. is resigning from board effective July1, due to personal reasons. Will still stay involved on certain projects/sub cmtes as time allows.</p> <p>Sound Community Bank attended May Exec Cmte meeting to present about its services and community involvement. ARC's 2<sup>nd</sup> PPP loan is with SCB. ARC Exec Cmte is considering recommending switching banks to SCB – may bring to full board for a vote at future board meeting.</p>
<p><b>Board Development Committee Report</b> Payel V.</p>	<p>Treasurer Candidates</p> <ul style="list-style-type: none"> <li>• 2 people so far. ARC staff doing first interviews and will forward candidate recommendations.</li> </ul> <p>Board Recruitment</p> <ul style="list-style-type: none"> <li>• Discussed starting to recruit members again. Board members supportive of idea to target recruitment to ARC “family” (ex: ACs, past staff/alumni, long-time donors, etc) to facilitate on-boarding and engagement</li> <li>• Justin C. mentioned that the Seattle Parks Commission and Levy Oversight Board are merging, so won't assign someone to the ARC board until that is complete, maybe later this year.</li> </ul>
<p><b>Constituency Committee Report</b> Kyle S. / Robert Feldstein, CRG</p>	<p>Community Voices Report</p> <ul style="list-style-type: none"> <li>• Overview of recommendations presented by Robert Feldstein of Cedar River Group. Will provide slides to Kyle to share with board.</li> <li>• Refer to board packet for report.</li> <li>• What's next? Cmte considering how to share with ACs; who does the work (ex: trainings); what exists that we can re-purpose and build on (ex: PACE academy)</li> </ul> <p>Note: AC Presidents meeting coming in September</p>
<p><b>Fundraising &amp; Sustainability Committee Report</b> Payel V.</p>	<p>Cmte is working on a “board pitch” document to help board members have fast facts about ARC (ex: basic info, elevator pitch, history, etc.). Will share draft with board soon; will do a training session at a future meeting for board members to practice</p> <p>Fundraising for gen ops for ARC: how to support ARC's development team considering competing demands, what are realistic goals, funding sources, etc?</p>

<p><b>ARC Staff Report: Virtual Programming Update</b> Katherine I.</p>	<p>ARC and SPR collaborated to pilot 7 virtual classes in Fall 2020</p> <ul style="list-style-type: none"> <li>• 50% were free / Offered scholarships for those classes w/ fees</li> <li>• Established recording studios in 5 community centers</li> <li>• Classes included hockey with Kraken reps; arts and crafts; piano lessons, bridge; martial arts</li> <li>• Not a huge revenue source, but classes are financially sustainable</li> <li>• Planning to continue some virtual programming beyond pandemic – benefits included attracting new/different sorts of participants</li> </ul>
<p><b>RESJ Committee Report</b> Heather V.</p>	<p><b>Resolution #: 2021.05-1R</b> Resolve that the Board adopt the schedule for RESJ work sessions in June, Aug, Oct, Dec 2021 for whole board. Content remains undefined, but June content is defined as exploring structure racism.</p> <p>Roll call vote. Resolution adopted unanimously.</p> <p>Proposed June dates – will follow up with Doodle to select date.</p>
<p><b>Policy &amp; Procedures Task Force</b> Heather V.</p>	<p><b>Resolution #: 2021.05-2R</b> Resolve that the Board amend the by-laws regarding determination of a quorum when a board member is on an approved extended leave of absence.</p> <p>Roll call vote. Resolution adopted unanimously.</p> <p><b>Motion #: 2021.05-2:</b> Approve Final P&amp;P Manual Outline, V.12 (included in board packet) Motion to approve: Heather V.   Second: Kyle S. Motion carries - Unanimous</p>
<p><b>Review Assignments &amp; Adjourn</b></p>	<p>Brad W left at 1:55 pm Payel left at 1:55 pm Kyle left at 2 pm</p> <p>Lost quorum. Meeting ended at 2:03 pm.</p>