



**California Fire Safe Council
BOARD OF DIRECTORS MEETING
OPEN SESSION MINUTES
February 12, 2020 10:00am – 3:00pm**

Deleted: October

Those Present: Bob Roper, Kate Dargan, David Horne, Pat Kidder, Ed Mertens, Steve Hawks, Bob Raymer, Frank Stewart, Jay Lopez, David Shew

On Phone: Laura Blaul, Pat Frost, Jerry Davies

Staff: Patty Ciesla, Larry Davis, Amber Gardner, Elizabeth Lamar

1. Bob Roper opened the meeting at 10:00am

2. Consent Calendar

- A. December Minutes – Open and Closed
- B. January Minutes – Open and Closed

Motion to approve Consent Calendar by Ed Mertens, Second by David Shew, unanimous approval with abstention by Jay Lopez

3. Informational Agenda (receive and file)

- A. NV FSC Legal Status
- B. Dee Tokimitsu Status
- C. IDC Rate Letter
- D. ED Press Release
- E. CFSC MEMO Template

Motion to receive and file informational items by David Shew, Second by Jay Lopez, unanimous approval

4. Budget Presentation – Larry (draft in agenda packet)

- Final budget not ready for release
- Budget has been fairly simple due to structure of administrative agreement with Feds - outgrown
 - New structure is broader and more complex, as needed for decision making with new grant types
- Core competency of CFSC is Fed grant administration; departure is significant and don't have all required information
 - Larry confident Shana can get us there
- Patty added draft budget is well constructed, by account
 - Need to add expenses by program area, by month
 - She will work with Shana to complete

- Patty has a week before starting and she needs to work with staff – completion estimated by mid-March for Finance Committee review and April BOD consideration
 - Kate’s role as co-chair is to work with staff and committees on Financial issues, including budget
 - Patty can be iterative with BOD and discuss structure first
 - 3rd Quarter meeting to include budget review and fiscal process overview to improve decision making (4-hours)
 - David reiterated process is new and will take time to get everyone on board
5. Executive Director Transition – Larry and Patty
- Everyone needs to complete Board viewpoint sheet as input to our strategic plan/direction
 - Larry reported transition going well and he will be available by phone, as necessary
 - Patty feels oriented and understands critical needs from Larry; orientation by staff pending
 - Leaving Santa Clara as ED with interim in place
 - Project she’s involved with is ¾ complete with complex part finishing but won’t move until timber portion complete (done by May) – 30 hours for CFSC until May when she’ll work 40
 - Staff received a CUPUC inquiry about the role of CFSC – Bob explained who we are/what we do and then requested \$5M of unrestricted dollars. Made same ask at Insurance Industry dinner.
 - Have 150 FSCs and need 800-1000
6. Legislative Update – Kate
- Working on Leg Day platform for May 7 Leg Day
 - Will seek input from local FSCs on priorities
 - 3 priorities
 - Our Ask
 - Local FSC needs
 - What’s in play statewide that we can support or oppose
 - Pending:
 - SB 182 (Jackson) – land use planning
 - SB 290 – insurance
 - SB 462 (Stern) – workforce development (private citizens trained)
 - AB 352 – Bond Act for Nov for \$1B in mitigation
 - SB 944 – home income tax credit for home hardening
 - AB 1516 concept (no new # yet) – develop public risk model at parcel level and map
 - Kate discussed 10-point plan for insurance issue – need to vet with partners and admit it won’t be easy; no sharing at this point (see draft)
7. May 7/8 Update – David Shew
- Started making revisions to documents
 - Need names for positions
 - Walk is Thursday May 7 with prep Wednesday evening, May 6
 - Elizabeth Logs; Laura Plans; Jerry PIO; David Horne Finance
 - No press conference but will schedule press interviews
 - Awards banquet evening of 7th

- Need awards list and criteria for nominating and choosing winner – need by next month
 - Bob can make plaques
 - May 8th roundtable Board meeting/network opportunity with FSCs until noon
 - Review Lessons Learned
 - Holiday Inn at river
 - PhosChek invoiced for \$10k and they would like to sponsor again next year (\$20k) – Awards dinner funding
 - Can sponsor FSC members to stay one night - May 7
8. 90-Day Update – Bob
- Work session to identify list of items to use for transition and strategic plan – see document
 - ED task list also developed
 - Members send Bob additions
 - Bob and Kate will then prioritize
 - Within 3 months, Bob and Kate will provide goals for the following 6 months
 - Members send Bob additions
 - Divided co-chair responsibilities
 - Both will sign documents
 - If they disagree, Vice-Chair will serve as referee
 - Bob will concentrate on Admin
 - Kate will focus on Fiscal and Grants
 - ED will handle staff
 - Please use new email address if you want to address both co-chairs:
chairs@cafiresafecouncil.org
 - Kate added that Pat Kidder will manage committees as Vice Chair
 - Patty's proposal via email to Kate & Bob
 - Reconsider HR policies and traditions and draft new HR policies – current is not compliant with law
 - Work with new HR consultant to strip manual to essentials and give ED authority to revise and present revisions to Board as information
 - Board adopt formally a subset of HR policies, e.g., nondiscrimination
 - Board delegate all employment and employee decisions to ED
 - Rescind Board policy on telework and give ED authority
 - ED authority for hourly, part-time or full-time hiring
 - Bob stated Patty needs to communicate with our attorney
 - Patty bring pros and cons of telework to Board
 - Bob would like time before issuing blank check
 - Kate stated Board will work with Patty on hiring staff ahead of revising HR procedures
 - Kate has confidence in Patty but reservation regarding telework policy – can let it go

Bob made a motion that Kate and Bob have authority to work with Patty on hiring issues and telework policy and make decisions. Kate added friendly amendment to add Pat Frost to team. Second by Frank Stewart, motion carried with one opposed (Kidder).

9. Committee Process/Calls – Bob

- Trim meeting frequency/prep
- EC change to once/month – first Mon of month at 4pm
- Policy – 3rd Friday at 7:30am
- Finance – Troy may not be able to have a set-time; will determine if possible
- All Board members invited to all meetings with specific members eligible to vote
- Please use format for position paper and submit to members at least 3 days prior to meeting

10. Fundraising Goals/Process – Bob (see report/proposal)

- David reported that Norm called to state the deficient due to two grants was somewhat resolved
 - \$20k of overruns in 2019 Edison covered by 2018 Edison
 - Shrank that deficient to \$8k
 - SFA deficient shrunk to \$44k with application of new IDC
 - Overall, \$26k rather than \$150k if apply \$25k in unrestricted
- Past grant payment issue remains pending
 - Patty will address in next few months and negotiate repayment schedule, if necessary
 - Need to raise \$212k over whatever negotiated period is reached
 - USFS stated we owe
 - Kate stated we need to send second letter to NPS and F&G before sending third letter stating we consider issue closed? NO
 - Bob suggested we determine legal requirements first? NO
 - Patty will work on relationships and Board will pursue fundraising
 - USFS is notified – we should remain in wait mode until Wendy shares a plan
 - David noted that it will come up as a liability in the next audit
 - Bob will attempt to intercede at Fed level to have debt erased (USFS only)
- Need to ensure we stick to 20% IDC for everything
- These are bottom line fundraising goals with knowledge we will need more to move forward
- Bob will bring a more detailed plan to March meeting for Corporate Giving - \$100k in unrestricted funds is target for short-term goal
- Patty will determine if staff has file of past communications

11. Strategic Plan – Bob

- A. Vision – comments/revisions to Bob ASAP on any revisions
- Need to reach out to local FSCs for input
 - They are autonomous franchises and we need a formalized process to reach out to them
 - Bob will create a two-way communication tool – webinar?
 - Patty suggested rebranding as pivoting to a leadership role – new identity for new purpose
 - Kate suggested convergence of current planning efforts may create an opportunity
 - Frank and Jay suggested regional meetings and Board members attending local FSC meetings
 - Bob stressed that communication is two-way – not us talking down to them
- B. Board Development/Expansion – see memo from Bob

- Next meeting he'll present proposed state division
 - **Members consider expanding Board to 18, 3 additional at-large, with criteria for what we need – HR, Finance, Corporate**
 - ✓ High level of involvement and dedication
 - ✓ Regional reps voted from region – 1/region
 - ✓ Pat Frost asked if 3 regions is the right number – workload and representation
 - Other concepts
 - ✓ Advisory Council – rep from each County with annual meeting
 - ✓ Patty stated SCFSC has Advisory Council with reps from every local FSC, public agencies, FDs, insurance, land managers, etc. – provide connections
 - **April draft of SP needs to include local FSC input**
 - **June deadline for completion of plan**
 - ✓ Bylaw changes needed?
- C. Board Viewpoints
- **Leave with Bob today or email him by tomorrow to ensure input on direction and priorities**

12. New Business

- Pat Kidder asked about status of hiring new staff
 - Patty stated urgent priority for her
 - Survey staff to determine if positions suite them or they may want to seek new roles, as available
 - Match positions to grants and budget
 - Prepare staffing plan
- Pat Kidder clarified RFFC grant is in their court
- Pat Kidder asked about status of Cal Volunteer agreements for grant – unknown
- **David Horne stated Amber and Elizabeth working on 19 SCE – needs to be high priority to ensure future funding**
- Jay announced workshop, Protecting your City from Wildfire, March 11 & 12 in San Diego
- David Shew asked if CFSC is administering Greenhouse Gas Grants for CAL Fire – Steve Hawks stated working on agreement
- David Shew asked about status of \$6M
 - Kate answered 3 interagency transfers in play with CAL FIRE
 - Should arrive mid-year and live June 2022/23
 - **Kate working on SOWs/write-ups**

13. March 23 meeting agenda items – conf call (April 15 alternate date – in person)

- Revised budget
- Board Terms
- HR Manual/Hiring
- First annual FSC convention - \$250k, Spring 2021
- Legislation
- Leg Day Dinner Awards
- Rest of 2020 calendar dates

3:00pm: Motion by Jay Lopez to adjourn meeting, second by Pat Kidder, unanimous approval