



**BOARD OF DIRECTORS MEETING- HYBRID**  
**FINAL - OPEN SESSION MINUTES**  
**November 3, 2022, 9:00 AM – 11:30 AM (PST)**

**Board Present:** Bob Roper, Pat Frost, Kate Dargan, David Horne, Laura Blaul, Rex Frazier, Steve Hawks, Ed Mertens, Chris Ochoa, David Shew, Troy Whitman

**Staff Present:** Bruce Martin, Jeremy Boone, Felicia Dunn, Amber Gardner, Becca Joyner, Julia Marsili, Jessica Martinez, Lara Popyack, Lori Vance, Nina Evans, Jamie Mach, Britney Munoz

**MEETING CONVENED AT 9:03 PM**

**I. Welcome**

**A. Agenda Review**

Bob Roper will share details for an upcoming event and lead an activity during the Informational Agenda. Kate Dargan will present a grant update from Southern California Edison during the Open Session. During the Standing Agenda Items, Amber Gardner will present an overview of the Clearinghouse department and provide an update on the Bureau of Land Management grant, Jessica will provide an update on the Community Wildfire Defense Grant and Lara Popyack will present the Communications Report.

**B. Board of Directors and Staff Introductions**

A round-table of welcomes and introductions was conducted.

**II. Approval of Past Minutes – Open Session**

August 31, 2022, Open Session Minutes

**Motion to approve the August 31, 2022, Open Session Minutes by Pat Frost, seconded by David Horne-** with unanimous approval.

**III. Informational Agenda**

Bob Roper shared information about an upcoming film screening for “Elemental”, a documentary directed by Gayatri Roshan and Emmanuel Vaughan-Lee. An activity was conducted for in-person meeting attendees wherein, on post-it notes, participants drew a line horizontally in the middle of the page and rated their perceived probability of success of the organization after the Board Retreat above the line and the value of the Board Retreat below the line, on a scale of 1-5 with 1 being the lowest score. Results of this activity were compiled by Laura Blaul and disclosed during Announcements.

**IV. Consent Agenda**

No agenda items.

**V. Open Session**

#### **A. Resilience Brilliance Event- Rescheduled**

Lori Vance is in communication with the Sheraton Grand Hotel; all previous contracts are closed and negotiations are underway to finalize a new date for 2023. Laura Blaul and David Shew will represent the Board of Directors on the Resilience Brilliance Planning Committee. Kate Dargan will join during the first meeting to present lessons learned regarding hosting the event in conjunction with the Sacramento Legislative Day in 2022. Planning for the 2023 event will begin in mid-November.

#### **B. Legislative Platform & Positions**

Chris Ochoa provided November Updates for the Bill Status in Legislative Process; regarding wildfire defense and prevention projects and other related issues.

#### **C. Board Retreat- November 1-3**

Bob Roper reported on the outcome of the Board Retreat meeting regarding the personnel structure of the organization. No official action was taken, but general reflections and dialogues ensued between the Board of Directors and Bruce Martin.

#### **D. Executive Director Recruitment**

Bruce Martin provided an update on the Executive Director recruitment process on behalf of the Executive Director Recruitment Subcommittee of the Personnel Committee. The third-party recruitment firm, MRG, has taken on this project and is in the process of developing a recruitment brochure to solicit quality candidates. This brochure will contain a job description and characteristics of a desired leader. Solicitations will last for about two weeks once the position is opened. MRG will gauge interest during this time and reevaluate the timeline as necessary.

#### **E. SCE Grant Update**

Kate Dargan provided an update regarding the Southern California Edison grant opportunity, which will provide long-term discretionary grants of \$100-\$300K/year for 1-3 years for projects within the Ventura and Santa Barbara regions. Discussion ensued regarding the timeline and logistics of this grant. Amber Gardner and Jessica Martinez will develop a proposal for Board Approval.

#### **F. 2023 Budget Development Process**

Lori Vance provided a preliminary draft 2023 budget, which was reviewed by the Finance Committee. After the Board discusses strategies for 2023, the budget will most likely be adjusted and operationalized by the management team. A final budget will be ready for Board approval during the first meeting of 2023. The same overhead as 2022 has been assumed for the 2023 budget.

#### **G. Audit Committee Report**

David Horne provided an update for the audit on behalf of the Audit Committee. Due to missing information and scheduling difficulties, the audit will not be finished until late November.

#### **H. Roundtable of Business Milestones for the Next Six Months**

Kate Dargan summarized upcoming business milestones including hiring a new Executive Director in January/February, a joint Strategic Planning session with the Board of Directors and

Staff, and the Resilience Brilliance event in April/May. Bob Roper proposed adjusting the Board Meeting schedule to once every three months, in January, April, July and October. The Executive Committee would be available during the intervening months if any urgent decisions need to be made.

**Motion to host Board Meetings quarterly by Laura Blaul, seconded by Steve Hawks-** with unanimous approval.

Discussion ensued regarding traveling to different regions in California for these meetings and inviting local Fire Safe Councils to attend. Associated costs would need to be reflected in the 2023 budget. The December Board Meeting was cancelled; Board meetings will begin again in January. During the January meeting, Conflict of Interest forms need to be signed by all Board Members and filed. HR training will be scheduled for Board Members in 2023. David Horne reported that the Finance Committee will be putting out a Request for Proposal for an independent CPA position and a new audit team. Bruce Martin reported on the IT Data Administration projects that are underway, managed by Jeremy Boone.

### **I. Nominations for Board of Director Officers for 2023**

The election will be held in January 2023 for Officer positions. Preliminary candidates include Laura Blaul for Secretary, David Horne for Treasurer, Angie Gibson as Vice-Treasurer, Bob Roper for Chair and Pat Frost, Kate Dargan, Steve Hawks and Laura Blaul for Vice-Chairs. Special consideration will be taken to re-evaluate term limits and the creation of leadership and co-leadership pathways for Board Members. Pat Kidder will be stepping down from the Board in January; signing authority will be transferred to Angie Gibson.

## **VI. Standing Agenda Items**

### **A. Financial Report**

David Horne provided the overview of the Finance Committee October 21, 2022, Status Report. Lori Vance corrected the report by identifying the Cal Fire Wildland grant increased to \$22M.

**Motion to approve the Finance Committee October 21, 2022, report by Pat Frost, seconded by Steve Hawks-** with unanimous approval.

The Quarterly Financial Report was forgone for audit and budget priorities. Final grant closure letters will be distributed after the audit- starting with the smaller grants and working up to the highest grants last.

### **B. Grants Clearinghouse Report**

Amber Gardner provided a Grants Clearinghouse Staff Report and a general overview of the Clearinghouse department. The County Coordinators program has been approved to expand to all counties in California, including San Francisco and Sutter, which do not have State Responsibility Areas. Rex Frazier will follow up with Amber Gardner to discuss which insurance organizations support the organization currently, in order to be more purposeful about engagement opportunities moving forward. A suggestion arose to highlight the success and impact of the grants program in the Annual Report, and to use this as a tool to raise unrestricted funds and foster new relationships with agencies and other grant makers.

### **C. Programs & Outreach Report**

Jessica Martinez provided a Programs & Outreach Staff Report. Becca Joyner supported the report by highlighting recent community events that were attended by the staff and other upcoming events. Jessica Martinez prepared and presented a Grant Evaluation Proposal for the Meta Disaster Preparedness and Climate Resiliency Fund. The grant amount is \$50,000, \$50,000 in ad credits and other additional in-kind services. This is an open-ended project to collaborate and test new partnerships. Funding will be utilized to prepare a wildfire awareness and preparedness ad campaign in alignment with Meta's ethic of "information is aid"; to educate, empower, and mobilize communities for wildfire prevention and risk reduction efforts.

**Motion to approve the Meta Disaster Preparedness and Climate Resiliency Fund by David Horne, seconded by Rex Frazier-** with unanimous approval.

Jessica Martinez provided an update on the Community Wildfire Defense Grant.

### **D. Business & Operations Report**

Lori Vance provided a Business & Operations Staff Report.

### **E. Communications Report**

Lara Popyack provided a land acknowledgement for the Nisenan people and presented the Communications Staff Report. Bob Roper suggested that the analytics for social media posts and email newsletters be included in the Annual Report to strengthen the organization's story. Laura Blaul suggested gathering data between the Northern, Central and Southern California Regions to inform engagement trends. Uptown Studios provides monthly website analytics.

### **F. Executive Director's Report**

Bruce Martin provided an update on the outcomes of the Staff Retreat, which had 100% staff participation: (1) Foundational Values & Norms (2) Team Strengthening & Bonding (3) Acknowledging Our Past, Taking Stock of the Present & Envisioning the Future (4) Empowerment (5) Celebration. Jeremy Boone and Felicia Dunn are in the process of updating IT & Data Administration requirements as it relates to integrating the Board of Directors into the organization to decrease cybersecurity risks.

## **VII. New Business**

New business for the January Board Meeting includes acknowledging Pat Kidder's transition off the Board, the audit report, election of Officers, and the 2023 budget review. Steve Hawks is retiring from Cal Fire; he will handle the grant management transition internally. New name tags and t-shirts were requested by the Board of Directors to wear during events and meetings in 2023.

## **VIII. Closed Session**

**Motion to Close Open Session and Open Closed Session by David Shew, seconded by Pat Frost-** with unanimous approval.

CLOSED SESSION BEGAN AT 11:24 AM

## **IX. Reconvene Open Session**

OPEN SESSION RECONVENED AT 11:26 AM

### **A. Announcements**

The result of the post-it note activity was compiled by Laura Blaul. Overall, there was an average score of 4.2 for both the perceived probability of success of the organization after the Board Retreat and the value of the Board Retreat.

### **X. Wrap-up and Adjourn**

**Motion to adjourn the November 3, 2022, Board Meeting at 11:33 AM by Rex Frazier, seconded by David Shew-** with unanimous approval.

**MEETING ADJORNED AT 11:33 AM**

*Next meeting January 18 at 9:00 AM*