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## Board Meeting

Shot Tower Rec Room  
February 1, 2018

Board Members Attending: Eleanor Ingersoll (President), Melissa Donnelly (Executive Vice President), Jordan Schwartz (Vice President), Justin Fishman (Treasurer), Jeff Hornstein, Maria Frizelle Roberts, Liz Grimaldi, Dahvia Dalton, Mark Grabarits, Inez Green, Latasha McKnight, Emily Perschetz.

Board Members Absent: Joe Felicetti.

Guest: Jake Peterson.

Eleanor called the meeting to order at 7:05 p.m.

Introductions.

Eleanor called a **motion that the full board needs to review and actively vote yea or nay on minutes**, even if an individual was not present at the meeting for said minutes, as they reflect the full board as a record of activities and they are posed publicly to the QVNA website.

11: yea. 1 opposed. **Motion passed.**

Per ensuing discussion, Mark reminded all that the board is about to have a facilitated retreat led by experts in non-profit management, who can guide us in governance practice if we're unclear.

Eleanor thanked Jeff for his service as Secretary. She nominated Liz Grimaldi to serve as Secretary and Officer of the Board. The motion was made, seconded. **Motion passed unanimously.**

### Treasurer's report:

Justin commended Bonnie's work and distributed December and January financials (attached.)

Justin went through December financials and pointed out account line adjustments, mostly due to timing between December and January. Reminder: QVNA operates on a cash basis. Justin made **motion to approve revised December financials**. Eleanor second. **Motion passed unanimously.**

Justin presented a motion to start a Parking Lot Subcommittee, that reports to finance committee. It's too large a responsibility for treasurer to also take on, and its beneficial to have a second set of eyes. Justin introduced Jake and Mark, who have volunteered to serve on the committee.

The purpose of the Subcommittee will be to:

1. To be a single point of contact.
2. Proactively manage Parkway relationship/contract and monitor performance.
3. Troubleshoot neighbors' concerns.
4. To report to the board.

Jeff offered to bring the Subcommittee up to speed as he has been managing the relationship with Parkway for at least 10 years.

**Motion to start Parking Lot Subcommittee chaired by Mark passed unanimously.**

Justin addressed some of the questions that came up in January. Parkway income fluctuated in 2017: lowest month \$13K (Oct), highest \$17K (May). A request was made to the subcommittee to understand why income fluctuates. Additional requests included to create documentation on how QVNA's relationship with Parkway and ILMC functions and add to the QVNA Standard Operating Procedures (SOP), and to ask Parkway to pay direct deposit.<sup>1</sup>

The second question addressed had to do with Friends Groups and donations. QVNA will make a transfer into restricted funds to balance out discrepancies between balance sheet and checking account. We do not pay taxes on income captured through holding Friends Groups, but we do incur costs through financial management, including \$1500-\$5000 to pay for an audit (the amount in the restricted funds pushes us over the threshold for an audit.) Mark asked to look into whether we're passing on processing fees for donations made via square, Eventbrite, and the website to the friends groups.<sup>2</sup>

A question arose on whether Friends of Nebinger has signed a Friends Group agreement and also how the Nebinger HSA differs from the Nebinger Friends Group. Should QVNA be holding funds for the HSA as it is not technically a Friends Group and falls under Nebinger's umbrella? By comparison, the Meredith HSA is it's own 501c3.<sup>3</sup>

Recommendations for new Friends Groups policies include:

- If any of the groups are 501c3, then they should go on their own.
- We will offer Bonnie's services to help them secure 501c3 status.
- QVNA should charge a 3% service fee based on funds QVNA is holding from all Friends Groups, with a 6-month grace period.

Justin proposed a **motion to create a standing board liaison for all the Friends Groups** to provide consistency and oversight, i.e. a Friends Group Subcommittee reporting to the Finance Committee. **Motion passed unanimously.** Dahvia volunteered to chair. The new Friends Group Subcommittee will now take the above recommendations into consideration and develop documentation for the QVNA SOP.

The third question was about the \$5,500 in individual contributions, and whether we should we be issuing donor recognition letters. The answer was that while not required, it is best practice. Justin and other board members recommended that a letter automatically generate and send electronically when donations are made.

Justin proposed a **motion to start a Fundraising Committee.** Purpose would be:

- Review and wrap up loose ends with the mysterious \$5,500.
- Develop and maintain best practices and standard operating procedures.

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<sup>1</sup> Action item: Mark.

<sup>2</sup> Action item: Justin.

<sup>3</sup> Action item: Dahvia to review collected agreements and confirm 'check requester'.

- To drive donations.

**Motion passed unanimously.** Committee will include: Jordan (chair) and Mark.

Grants: a request was made, instead of receipts/reimbursable based, can we just issue the check upfront?<sup>4</sup>

A conversation began on the Operating Reserve. Jeff mentioned that QVNA had voted many years ago on \$35,000 as an operating reserve<sup>5</sup>. The executive committee will revisit this number with Bonnie and La Salle to confirm that it is best practice<sup>6</sup>.

Maria reminded the board that many of these tasks will be under the purview of the Executive Director.

Justin laid out a timeline for annual budget preparation and management.

Justin went through PnL: again, most variances attributed to timing.

TD Bank Checking & Savings should correspond with Restricted Funds Balance, and may require a journal transfer. There was a question on why is there a savings account<sup>7</sup>.

**Justin presented a motion to pass January financials. Motion passed unanimously.**

Justin made a request moving forward that all finance questions/action items are brought up in meeting and captured in minutes so that answers can be reported on in subsequent meetings.

Justin also mentioned that the timing of the board meeting in the first week of the month makes closing month-end financials extremely tight, and requested that we move the board meeting. Liz mentioned, alternatively, we could report on previous month's financials and that would be normal practice. Discussion ensued on whether QVNA, as a cash-basis organization needs to have up-to-minute reports. No decision was determined<sup>8</sup>.

*End of treasurer's report.*

## **President's Report**

A discussion began on salting/shoveling on east side of Front Street, and on LRC invoices. Ed Carolan from ILMC sent Eleanor how they bid out for contracts. Melissa agreed to be point person. There is no contract with LRC. Eleanor asked Melissa to pursue a scope of work with LRC.<sup>9</sup>

Meagan Regina, QVNA's part time office manager, submitted a letter of resignation. She has accepted an exciting new opportunity with Powell House.

The Saturday retreat will take place at the new and improved Courtyard community space.

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4 Action item: Fundraising Committee

5 Confirmed: November 2013 minutes determined 25-50% of annual operating budget to be set aside as operating reserve, resulting in a reserve of \$25,000-\$30,000. It was previously set at \$60,000.

6 Action item: Executive Committee. Add decision to Finance SOP.

7 Action item: Justin

8 Action item: Finance Committee to decide

9 Action Item: Melissa

Safety Committee: A joint meeting takes place the second Thursday of every month at the mini-station on South St. Joe unable to attend. Emily volunteered to attend on behalf of QVNA.<sup>10</sup>

2018 will focus on straightening out organizational policies and procedures, and hiring new Director. QVNA will unlikely develop Strategic Plan.

Eleanor stressed the need for a Safety Taskforce between Society Hill, SSHD, and QVNA to handle increase in crime emanating from South Street. Melissa illustrated growing concerns with the assault she personally experienced at 6<sup>th</sup> and South at 3pm on Saturday, January 27.

Emily presented an example of flawed procedure with the Special Assembly Occupancy License granted by the mini-station to *His & Hers* without neighbors' input, which addresses level of noise, time of operations, onsite security.<sup>11</sup>

Jeff reminded the group of the history of the mini-station, initiated and funded by QVNA. Justin confirmed that program-related budget line items (for example for Mini-Station) is requested by Committee Chair, not the Finance Committee.

Eleanor gave an update on the Comfort Women memorial. We are in ongoing communications with Shinjoo who is leading the statue process on behalf of the Korean American Association of Greater Philadelphia (KAAGP). The Art Commission has its own process, and have expressed concern with artistic value due to it being a replicated work of art. Discussion arose on whether QVNA, or KAAGP should be active in soliciting neighbors' feedback. Eleanor pointed to the advantage of being a neutral 'space' for feedback on controversial issues. Furthermore, Jordan pointed out that it's a good opportunity for QVNA to get to know neighbors and raise our profile of proactive leadership. All agree, and a process was laid out of soliciting neighbors' feedback, which included a presentation by KAAGP at the March General Meeting, communication of this meeting through social media, QVNA website and e-newsletter, and an open commentary period via the QVNA website. There was much informal support behind physically posting large signage on the site of the memorial.

Eleanor reported on general board meetings:

January: MLK Day at Weccacoe was a success!

February: Jazz

March 15: Comfort Women presentation

Discussion began on facilities. We expect that by January 2019, dismantling of the Weccacoe community center will begin. A proposal on moving to Shot Tower was presented. Squilla has offered to support necessary renovations.

Jeff asked: what's the plan for Weccacoe space, if we move here? A small construct to house camera equipment will be necessary and is planned for the NW corner of tennis court, as well as bathrooms for the public. For more details, the minutes from the Weccacoe meetings are kept by the OACCE, and available upon request from Kelly Lee, Chief Cultural Officer.

Several members of the board supported a storefront presence for greater visibility to QVNA. Members acknowledged that a rent-free move to the Shot Tower would not preclude the storefront option in the future.

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<sup>10</sup> Action item: Eleanor and Melissa to talk with Joe about Safety Committee.

<sup>11</sup> Action item: Emily to look into definition of Special Occupancy License, and what elements of the license would impact neighbors

Eleanor made a **motion that QVNA approve moving forward with exploring the Shot Tower option. Motion passed unanimously.**

Liz proposed a Design Taskforce to support Eleanor in exploring design options for the Shot Tower facility to develop a Program of Requirements for renovations. Liz, Melissa, Emily, Eleanor offered to sit on it.<sup>12</sup>

Adjourned at 9:30 p.m. Thank you for the Tim Tams, Melissa.

Respectfully submitted on 2/1/18 by Liz.

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<sup>12</sup> Action item: Liz to ask Joe to join.