



## BOARD OF DIRECTORS MEETING MINUTES

### Details

Date: April 25, 2019 @ 7:30am  
Location: YMCA OC – BOD room

### Presiding

Rosanna Coveyou, Board Chair

**Call to order** – Rosanna Coveyou, Board Chair  
7:35am

**Invocation** – Lisa Alonso

**Approval of Minutes** – Michael Hahn, Secretary

- February 28, 2019
  - Michael asked the BOD if everyone has reviewed the minutes and asked if there were any questions. No questions or discussion needed
  - Don Saulic motioned to approve the minutes as presented
  - Dave Lamb seconded the motion
  - All Ayes, no nays or abstentions
  - Motion approved

**Installation of Officers 2019-2020** – Rosanna Coveyou

- Chair – Rosanna Coveyou
- 1<sup>st</sup> Vice Chair – Juliette
- 2<sup>nd</sup> Vice Chair – Mike Proud
- 3<sup>rd</sup> Vice Chair – Michael Hahn
- President – Jeff McBride
- Treasurer – Sean Peasley
- Secretary – John Rochford
- Asst. Secretary – Dolores Daly
- Past Chair – David Lamb
  - Rosanna presented the above slate of officers to the BOD and opened the floor for any questions or comments. No questions or discussion needed
  - Jess Meyers motioned to approve the slate of officers as presented
  - Don Saulic seconded the motion
  - All Ayes, no nays or abstentions
  - Motion approved



## **BOARD OF DIRECTORS MEETING MINUTES**

- Rosanna explains section 6.8 of the bylaws which requires the Executive Committee to be made up of the year's current slate of offices (as identified above) and called for a motion to approve the new Executive Committee
  - Greg Custer motioned to approve the 2019-2020 newly appointed slate of offices to also be members of the executive committee.
  - Lisa Alonso seconded the motion
  - All Ayes, no nays or abstentions
  - Motion approved

### **Action Items**

- 2019-2020 Slate of Officers – as voted in above
- Resolution to appoint 2019-2020 officers as new Executive Committee – as voted in above
- Approval of New Board Members – Rosanna, as BOD Chair, recommends two new BOD members: Brian Constable and Ryan Fessler. Rosanna gave the BOD a brief bio of each proposed member and asked if everyone had the opportunity to reach their full bio and background that was part of the BOD packet and asked if anyone had any comments or concerns
  - Brian Constable
    - Jess Meyers motioned to approve Brian Constable as a new 2019-2020 BOD member
    - Michael Hahn seconded the motion
    - All Ayes, no nays or abstentions
    - Motion approved
  - Ryan Fessler
    - Jess Meyers motioned to approve Ryan Fessler as a new 2019-2020 BOD member
    - Greg Custer seconded the motion
    - All Ayes, no nays or abstentions
    - Motion approved
- Term Renewals 2019-2022 – Rosanna identified the below 3 BOD members whose term expired in 2019 and called for a motion to approve their renewals through 2022
  - Rosanna Coveyou
  - David Lamb
  - Jay Scott
    - Jess Meyers motioned to approve all three renewal terms as presented
    - Greg Custer seconded the motion



## **BOARD OF DIRECTORS MEETING MINUTES**

- All Ayes, no nays or abstentions
- Motion approved
  
- Rosanna closes with her vision for this BOD – highlights bulleted below
  - Our BOD is a BOD with a vision of inquiry and generative conversations
  - The theme for the past year was unity and bringing back the staff and bringing the BOD together. (Rosanna) feels this was accomplished and would like to keep the trajectory going for our new slate of officers and BOD members.
  - The BOD engagement has been great this last year and the hope is that the BOD will continue to be present at more YMCA events. The BOD role is to be out there to enhance the community.
  - Mission Vision statement for the BOD. How do we bring this to life and bring this out to the community. (Rosanna) is looking forward to our 2 day “retreat” to map this out (July 12<sup>th</sup> and August 2<sup>nd</sup>)
  - BOD Governance – We are renaming the Board Development Committee. We have decided to rename this committee as the Board Governance Committee. This committee will be made up of the (new) executive committee members and Juliette Meunier has graciously agreed to be the committee chair.
  - Strategic Plan – This strategic plan is currently placed on a “bridge plane” until we have defined more of the above. This has been uploaded to the BOD portal

### **Consent Calendar**

- Approval of YOC Addendum to the Y of Orange Budget – Joyce Kirchhofer
  - Jess Meyers motioned to approve the Y of Orange Budget addendums as presented
  - Greg Custer seconded the motion
  - All Ayes, no nays or abstentions
  - Motion approved

### **Annual Campaign –Sarah Steffen**

- Sarah gave an update on campaign
  - Sarah reported that the staff has agreed to meet their goals by June and we would love for the BOD to make the same commitment
  - John Rochford verbally pledged \$10k



## **BOARD OF DIRECTORS MEETING MINUTES**

### **Committee Reports/Minutes Attached**

- Finance Committee
  - Joyce stated that we have an audit committee meeting scheduled for May 6<sup>th</sup> and we will bring the Audit to the BOD during our May meeting.

### **Closing Presidents Report – Jeff McBride**



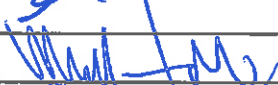



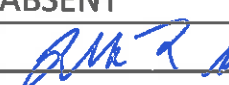
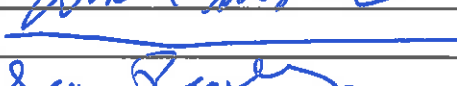




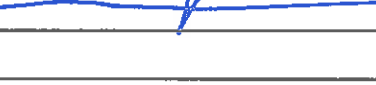


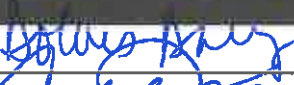



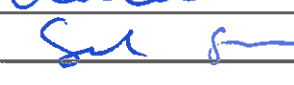

- Jeff thanked Rosanna for the past year and is looking forward to another year as working together as Chair and President. Jeff is excited about this BOD and equally excited for the BOD to “own” this organization and to set the direction on the strategic plan

### **Other Business/QA**

- N/A

**Adjourn @ 8:57am**

**YMCA of ORANGE COUNTY  
BOARD OF DIRECTORS  
SIGN IN SHEET**

BOD MEMBER				
1	Alonso	Lisa	21	
2	Coveyou	Rosanna	19	
3	Custer	Greg	20	
4	Hahn	Michael	20	
5	Hoang	Minh	20	
6	Lamb	David	19	
7	McBride	Jeff		
8	Meunier	Juliette	20	ABSENT
9	Meyers	Jess	21	
10	O'Connor	Katie	19	
11	Peasley	Sean	20	
12	Proud	Mike	21	
13	Rochford	John	21	
14	Saulic	Don	21	
15	Scott	Jay	19	
16	Wirta	Weikko	19	
STAFF AND GUESTS				
1	Daly	Dolores	COO	
2	Immerman	Crystal	EA	
3	Kirchhofer	Joyce	CFO	
4	Romiti	Anna	VPM	
5	Salas	Christine	DHR	
6	Steffen	Sarah	ADD	
7				
8				
9				
10				
11				



## BOARD OF DIRECTORS MEETING AGENDA

### Details

Date: April 25, 2019 @ 7:30am  
Location: YMCA OC – BOD room

### Presiding

Rosanna Coveyou, Board Chair

**Call to order** – Rosanna Coveyou, Board Chair

**Invocation** – Lisa Alonso

**Approval of Minutes** – Michael Hahn, Secretary

- February 28, 2019

**Installation of Officers 2019-2020** – Rosanna Coveyou

- Chair – Rosanna Coveyou
- 1<sup>st</sup> Vice Chair – Juliette
- 2<sup>nd</sup> Vice Chair – Mike Proud
- 3<sup>rd</sup> Vice Chair – Michael Hahn
- President – Jeff McBride
- Treasurer – Sean Peasley
- Secretary – John Rochford
- Asst. Secretary – Dolores Daly
- Past Chair – David Lamb

### Action Items

- 2019-2020 Slate of Officers
- Resolution to appoint 2019-2020 officers as new Executive Committee
- Approval of New Board Members – Recommended by BOD Chair
  - Brian Constable
  - Ryan Fessler
- Term Renewals 2019-2022
  - Rosanna Coveyou
  - David Lamb
  - Jay Scott

### Consent Calendar

- Approval of YOC Addendum to the Y of Orange Budget – Joyce Kirchhofer



BOARD OF DIRECTORS  
MEETING AGENDA

**Annual Campaign** –Sarah Steffen

**Committee Reports/Minutes Attached**

- Finance Committee

**Closing Presidents Report** – Jeff McBride

**Other Business/QA**

**Adjourn**

# Board of Directors Meeting Minutes

## Details

Date: February 28 @ 7:30am

Location: YMCA OC – BOD room

## Presiding

Jeff Mc Bride/Mike Proud, Cares  
Committee Chair

**Call to order** –Jeff McBride, CEO  
7:35am

**Invocation** – Jay Scott, 5 minutes  
Reference Book of James 1-3

**Approval of Minutes** – Michael Hahn, Secretary, 5 minutes

- Minutes of January 31, 2019
    - **Sean Peasley**, Motioned to accept the minutes
    - **Don Saulic**, Seconded the motion
    - No discussion
- Vote: 11 ayes, 0 nays and 0 abstentions – Approved Minutes as presented

**Task Team Report** (Forensic Overview–Last Two Years) – Jay Scott, 40 minutes

Jeff gave a brief overview of why this group was formed. This group was from to evaluate and investigate the events that have taken place over the last couple of years. Jeff indicated that all of us can all learn from what has happened, so we are better equipped to move forward and navigate these types of things in the future.

- Task Team Members: Jay Scott, Lisa Alonso (Phone), Jess Meyers
- This task team was formed to take a deep dive into the events over the past 2 years and the report will be a review of their findings and recommendations
  - Jeff: We put this task force together, so we can learn from the past events and be better equipped to navigate these types of issues in the future.
  - Jay: This information will help us to improve as a BOD and how we can work more effectively with the “Y” staff.
  - Jess: We met with several staff members and reviewed the correspondence to determine some of the problems or potential problems. Our goal was to provide framework for board guidance to understand and know our responsibilities, what they are and are on the same page on how to handle any issues and/or when whistle blower allegations are raised? Going forward, we must have to have specific processes and procedures to ensure that we meet our responsibilities, as board members, for the organization.
  - Lisa: This is just another step to ensure our BOD is in alignment. We must create and maintain a sustainable environment, within the BOD.



We need to identify how we can better support the board chair and staff going forward if unexpected events reoccur in the future.

- Whole BOD discussion regarding report, findings & recommendations
  - Michael Hahn: Asked the question about ethics point and the process for how a person should be referred to ethics point. What is the process?
  - Jay Scott: Responded that we should send the board a link for ethics point.
  - Sean: Should the BOD member hearing the complaint also put the info into ethics point?
  - Task Team: BOD members should NOT put the complaint/information into ethics point but should refer the complaining party to ethics point.
  - BOD members should verbally notify the CEO, Board Chair and Director of HR
    - Christine/HR will put together a bulleted “actions” list to include instructions on referring someone to ethics point.
    - Once this list has been vetted and approved by the BOD it will be put up on the BOD portal for easy access.
  - Greg: Suggests “stiffening up” the bullet points 2&3 so that it is clear about what, how and when the BOD/person needs to bring it up.
  - Michael Hahn: How much detail should we take from the person?
    - Jay: There are going to be nuances. You should listen but also have to say something to the effect of “depending on what you tell me I might have to report this to someone else”.
    - Lisa: This is going to be on a “Case by Case” basis and personally, I would make a phone call to Jeff and Rosanna.
  - Juliette: If the BOD needs to vote on something we need at least 2 days’ notice and be provided the required information to make a decision.
  - Mike: We need a “New BOD member” orientation
  - Task Team: Will take all feedback and suggestions and will change/update the Process and will report back to the BOD.

#### **Mission Process (framing) – Mike Proud, 40 minutes**

- Continuance of prior meeting
- Mike Proud gave a brief overview of his “Why the Y” and background.
- Presents PowerPoint (see Board Packet)
  - Mike: One thing to remember is the vision will change the mission will NOT. We will continually revisit the vision to ensure it is in line with our mission.
  - Mike: The BOD has the freedom and responsibility to craft the vision for this YMCA.
  - Mike: The compelling component from last month’s meeting that arose was “Mission/Direction”

- The BOD must come up with our own mission statement. It has to be a defining director that we continue to discuss in everything we do.
  - What will we be doing to accomplish our mission?
- Mike: Where do we go from here:
- 

## Where we go from here...

- 1. **Develop Mission-Vision-Values for the Board of Directors- 12 months**
      - a. Will help develop ownership of roles and responsibilities
      - b. Will provide a clear understanding to Board of Directors roles for current and future members- (Board Orientation/Review)
      - c. Will establish a baseline for integrating Y & Board Mission into committee operations for continued integrity
      - d. Will provide a mechanism for self-correction
      - e. Establish Governance Committee to ensure all of the above
    - 2. **Suspend Strategic Planning Process (Bridge Plan)-12 months**
      - a. This will allow framing (direction) to take place before planning
      - b. Planning without clear direction can put us into a position from which we have to retreat/backtrack-poorer use of resources
      - c. This will ultimately provide greater results though the process will take longer
    - 3. **Continue Fiduciary Role-reporting and deciding as needed**
      - a. Monitoring must be carried out but does not need to be the central focus of time spent
      - b. Create a culture of celebration for what is accomplished
- 
- BOD: Everyone agrees that a 12-month timeline for developing the Mission-Vision Values is too long to wait.
  - Crystal will find 2 full days (Saturday's are best) for the BOD to come together to accomplish this sooner.

### Other Business/QA

- Dave Lamb: Graciously thanked everyone for their pledges thus far and stated that we are already at \$89,000 of our \$100,000 goal.

**Adjourn: 9:06am**

**YMCA OF ORANGE COUNTY  
BOARD OF DIRECTORS  
ACTION ITEM**

**FOR BOARD ACTION ON:**

April 25, 2019

**RECOMMENDED BY:**

Executive Committee  
Rosanna Coveyou, Chair  
Jeff McBride, President

**RECOMMENDATION:**

The Board of Directors approves the 2019-2020 Slate of Officers to be installed at the 2019 Annual Meeting. All proposed officers have agreed to serve in the capacity stated below. Terms become effective annually with installation at the Annual Meeting.

Term of 2019-2020:

Effective date: April 25, 2019

**BOARD OFFICERS**

<b>Position</b>			<b>2019-2020 Term</b>
<b>Required Officers</b>	<b>1</b>	Chair	Rosanna Coveyou
	<b>2</b>	President	Jeff McBride
	<b>3</b>	Treasurer	Sean Peasley
	<b>4</b>	Secretary	John Rochford
	<b>5</b>	1 <sup>st</sup> Vice Chair	Juliette Meunier
	<b>6</b>	2 <sup>nd</sup> Vice Chair	Mike Proud
	<b>7</b>	3 <sup>rd</sup> Vice Chair	Michael Hahn
	<b>8</b>	Asst. Secretary	Dolores Daly
	<b>9</b>	Past Chair	David Lamb

**REASON FOR ACTION:**

Per the By-Laws of the Association

**FINANCIAL IMPACT AND FUNDING SOURCE:** None

**YMCA OF ORANGE COUNTY  
BOARD OF DIRECTORS  
ACTION ITEM**

**FOR BOARD ACTION ON:**

April 25, 2019

**RECOMMENDED BY:**

Executive Committee  
Rosanna Coveyou, Chair  
Jeff McBride, CEO

**RECOMMENDATION:**

The Board of Directors approves the resolution appointing the 2019-2020 Board Officers as the members of the Executive Committee.

**REASON FOR ACTION:**

Section 6.8 of the bylaws requires members of the Executive Committee to be specified by a Board resolution duly adopted by a majority of the number of Directors then in office

**FINANCIAL IMPACT AND FUNDING SOURCE:**

None

# **CERTIFICATE OF RESOLUTION OF THE YMCA OF ORANGE COUNTY**

**WHEREAS**, the YMCA of Orange County Board of Directors revised its bylaws on November 30, 2017;

**WHEREAS**, Section 6.8 of the bylaws requires members of the Executive Committee to be specified by a Board resolution duly adopted by a majority of the number of Directors then in office;

**WHEREAS**, the bylaws require all members of the Executive Committee shall be Directors;

**WHEREAS**, the Executive Committee term becomes effective on the date of the Annual Meeting April 25, 2019, and the term is for one year;

**NOW, THEREFORE, BE IT RESOLVED**, that the YMCA of Orange County Board of Directors hereby appoints and authorizes the following Directors to be members of the Executive Committee and serve as officers of the Board:

- Chair – Rosanna Coveyou
- 1<sup>st</sup> Vice Chair – Juliette
- 2<sup>nd</sup> Vice Chair – Mike Proud
- 3<sup>rd</sup> Vice Chair – Michael Hahn
- President – Jeff McBride
- Treasurer – Sean Peasley
- Secretary – John Rochford
- Asst. Secretary – Dolores Daly
- Past Chair – David Lamb

The undersigned certifies that the following resolution was adopted at a duly called and convened meeting of the Board of Directors of the YMCA of Orange County on April 25, 2019.

Date: April 25, 2019

Signed:

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Michael Hahn  
Secretary 2018-2019  
Board of Directors

**YMCA OF ORANGE COUNTY  
BOARD OF DIRECTORS  
ACTION ITEM**

**FOR BOARD ACTION ON:**

April 25, 2019

**RECOMMENDED BY:**

Executive Committee  
Rosanna Coveyou, Chair  
Jeff McBride, President

**RECOMMENDATION:**

The Board of Directors nominates and approves the following candidates to the Board of Directors for a three year term with expiration date of 2022.

Brian Constable  
Ryan Fessler

All Board member terms end and may be renewed at the Annual Meeting of the Board of Directors of the year of their term expiration.


**REASON FOR ACTION:**





The Board of Directors goal is to recruit Board members that meet the profile as set by the Board Development Committee. The above candidates will bring needed expertise to the board and bring new, fresh ideas and resources to the board. The above members have completed the behavioral assessment per the new Board Member Recruitment Guidelines.

**FINANCIAL IMPACT AND FUNDING SOURCE:**


None

Brian was traveling and did not have access to his BIO. Below is a snip it of his linked in profile and his current resume follows.





HomeMy NetworkJobsMessaging




**Brian K Constable** • 1st


National Manager of Enterprise Banking


Orange County, California Area


Message

More...

 ECCU

 Saddleback College

 See contact info

 See connections (500+)

Throughout my 30+ years working in the financial services industry, I have built a strong record of inspiring diverse teams to exceed aggressive growth targets in both expanding and contracting markets. I attribute this record of success to my ability to accurately assess risk and drive bold initiatives as well as my inherent ability to influence key stakeholders, change organizational culture, and mitigate conflicts.

Supplementing my interpersonal skills and deep knowledge of the banking sector, is a keen eye for identifying wasted spend and inefficient processes. Implementing measures that addressed performance gaps have regularly resulted in cost reductions and streamlined operations that increased the profitability of the units I managed.

My management philosophy is rooted in providing regular, tactical training to the individuals under my supervision. I have built cohesive team units in multiple organizations that outperformed through making a committed investment to ongoing education and training and a passion to see associates reach their professional goals and potential.

# Brian K. Constable

Coto De Caza, CA | (714) 603-8513

<http://www.linkedin.com/in/brianconstable/> | [BrianKConstable@gmail.com](mailto:BrianKConstable@gmail.com)

## Senior Vice President, Business Banking Territory Manger

Sales Team Management | Business Development | Revenue Generation

Driven professional with 20+ years of expertise in leading diverse teams to exceed aggressive growth targets for financial institutions. Leverage strong relationship building skills to influence key stakeholders, change organizational culture, and mitigate conflicts. Talent for identifying wasted spend and inefficient processes matched with ability to design and implement actionable solutions. Passion for recruiting and training top talent to achieve both professional aspirations and organizational objectives.

- |                                 |                          |                                  |
|---------------------------------|--------------------------|----------------------------------|
| ▪ Strategic Planning & Analysis | ▪ Branch Openings        | ▪ Conflict Resolution            |
| ▪ Cost Reductions               | ▪ Team Development       | ▪ Negotiations                   |
| ▪ Budgets                       | ▪ Cross-Functional Teams | ▪ Client Relationship Management |
| ▪ Financial Product Launches    | ▪ Process Improvement    | ▪ Cross-Selling                  |

### PROFESSIONAL EXPERIENCE

**BANK OF THE WEST**, Newport Beach, CA

2015 – Present

#### **Senior Vice President, Business Banking Territory Manager – Southern & Rocky Mountains**

- Surpassed all annual targets each year during tenure; achieved 293% of projected goal for deposits and 182% of projected goal in merchant card services.
- Spearheaded creation of Private Practice Finance Group and Pac Rim Small Business Banking Group; both groups have subsequently become most profitable units in the bank.
- Direct 7 regional teams comprised of 8 direct reports and 86 indirect reports across 5 lines of business including Lending, Deposit, Corporate Credit Card, Merchant Services, and Treasury Management.
- Recruited top performing candidates and mentored high performing associates to expand operations into 5 new territories. Team produced \$551 million in loans, \$71.3 million in deposits, \$372 million in corporate card, \$710 million in cash management and \$982 million in merchant service.

**COMMERCE WEST BANK**, Irvine, CA

2014 – 2015

#### **Regional President**

- Streamlined cross-selling operations and introduced centralized technology platforms; measures more than tripled cross-sell average from 2 to 7 products per client.
- Grew loan outstanding's by 24% and non-interest income by 19%.
- Revamped role of Relationship Manager and selected 6 Business Development Officers to lead C&I, Deposit, and CRE business units.
- Identified untapped opportunities such as requiring 20% minimum deposit for all new borrowers; measure resulted in revenue growth of 21%, \$41.3 billion in loan outstandings, and \$21 billion in deposits.
- Served as in-house expert for enterprise on business development, portfolio management, recruiting, compliance, internal audit and budgeting best practices.

**CTBC**, Los Angeles, CA

2013 – 2014

#### **Executive Vice President, Head of Banking Group**

- Charged with opening 5 new banking offices across 3 states and entering 1 new out of state market.
- Held responsibility for leading bank out of 2012 consent order and meeting growth targets; generated \$1.4 billion in deposits, \$1.2 billion in loans, and \$50 million in income from wealth management fees.
- Developed and implemented personnel and operations strategy that transformed reactive retail environment into proactive business banking development center.



# Brian K. Constable

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**SUNWEST BANK**, Irvine, CA

2007 – 2014

**Executive Vice President, Chief Commercial Banking Officer**

- Key architect of project plan that integrated 4 FDIC assisted acquisitions with \$512M in assets; generated 27% growth in assets for one newly acquired location.
- Collaborated with cross-functional teams to build rollout plan that successfully introduced 4 new loan products.
- Dramatically expanded loan portfolio by 42% and core deposits to \$141M, exceeding goal by 63% and 37% respectively.

**PROVIDENT BANK**, Riverside, CA

2006 – 2007

**First Vice President, Commercial Sales and Marketing Manager**

- Oversaw \$700M in annual production including leading division of x associates and introducing new streams of revenue.
- Slashed budget expenses by \$1.7M while increasing loan production to \$60M.
- Recognized for strong leadership abilities with selection to following internal positions: Vice Chair, Provident Bank Charity Foundation Board of Directors and Member of Provident Bank Information Committee, Product Development Committee, and Strategic Growth Committee for Retail Banking.

**CITY NATIONAL BANK**, Riverside, CA

1998 – 2006

**Regional Business Banking Manager**

- Recruited to lead largest division in California comprised of 28 existing banking offices and opening of 4 new locations.
- Achieved significant increase in customer service score; improved average weighted score from 83% to 98%.

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## EDUCATION & CREDENTIALS

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**Psychology and Business**, Saddleback College, Mission Viejo, CA

Risk Management Association Lending Academy | Richardson (Omega) Sales Training | American Institute Of Banking and Credit Builder Institute Credit Training | Business Efficacy, Clarity Advantage Sales Training | BTI, Xerox, Cohen Brown: Sales Training and Buyer Focused Sales Training | Dale Carnegie: Leadership Mastery Course, Public Speaking Mastery, Sales Training, High Impact Presentation | Wells Fargo Bank: Retail & Management University Training | City National Bank: Business Banking Academy

## Executive Bio



**Ryan M. Fessler**  
**CPA**

Ryan Fessler has over 20 years of finance experience with large organizations including publicly-held and private investment-backed companies in a variety of industries including high technology, retail, internet-based, e-commerce, real estate and manufacturing industries. He has broad-based experience in technical accounting, SEC reporting, financial analysis, audit, foreign currency, corporate governance, budgeting, forecasting and consolidations.

Mr. Fessler is currently CFO for Pieology, a high growth fast-casual pizza restaurant concept with over 150 locations around the U.S. Previously, he served as Vice President, Corporate Controller for a BJ's Restaurants, Inc. (NASDAQ: BJRI) a growing restaurant corporation with almost 159 operating units and a market capitalization over \$1 billion. In that capacity he had responsibility over the areas of accounting, financial reporting, payroll, leases, treasury operations, Sarbanes-Oxley compliance, external audits, corporate governance, and banking relationships. He also participated in the annual budgeting and forecasting processes and attended all Audit Committee meetings.

Prior to this role, Mr. Fessler held various finance and accounting roles of increasing responsibility with large retailers and technology companies with the positions of Director of Finance & Accounting, Director of External Reporting, Asst.

Corporate Controller, Senior Manager of SOX Compliance, and Internal Audit Manager.

Mr. Fessler began his career at a Big 4 accounting firm where he was a Manager in the Assurance & Advisory practice where he oversaw the independent audits of public and private corporations in many types of industries ranging in size from development stage enterprises to large multi-nationals.

Mr. Fessler is a licensed Certified Public Accountant (inactive) in the state of California and held the designation of Certified Treasury Professional (CTP) with the Association for Finance Professionals. He has held membership in the American Institute of CPAs and the Institute of Internal Auditors. He received his Masters of Business Administration (MBA) from Pepperdine University's Graziadio School of Business and Management.

Mr. Fessler currently resides in Orange County, California with his wife and 3 children. As the son of a career Naval officer, he had the opportunity growing up to travel the world including living abroad in Scotland and Japan. His interests include travel, hiking, golf, boating and church activities.

**YMCA OF ORANGE COUNTY  
BOARD OF DIRECTORS  
ACTION ITEM**

**FOR BOARD ACTION ON:**

April 25, 2019

**RECOMMENDED BY:**

Executive Committee  
Rosanna Coveyou, Chair  
Jeff McBride, President

**RECOMMENDATION:**

The Board of Directors approves the term renewals for the following Board members whose terms expire in 2019. This term renewal hereby extends their terms for another three (3) years to 2022:

1. Rosanna Coveyou
2. David Lamb
3. Jay Scott

The following Board members terms expired on March 31, 2019, and their terms will not be renewed:

1. Katie O'Connor
2. Weikko Wirta

Term renewals and expirations become effective on the date of the annual meeting.

**REASON FOR ACTION:**

Section 5.3 of the Bylaws.

**FINANCIAL IMPACT AND FUNDING SOURCE:**

None

## 2019-2020 Committee Assignments

2019-2020 Board Officers	Audit Committee	Board Governance	C.A.R.E.S.
<b>Coveyou, Rosanna (Chair)</b> Daly, Dolores (Asst. Secretary) Hahn, Michael (3rd Vice Chair) Lamb, David (Past Chair ) McBride, Jeff (President) Meunier, Juliette (1st Vice Chair) Peasley, Sean (Treasurer) Proud, Mike (2nd Vice Chair) Rochford, John (Secretary)	Chacon-Bidwell, Alicia Fessler, Ryan Hahn, Michael <b>Kirchhofer, Joyce</b> <b>Meyers, Jess (Committee Chair)</b> O'Connor, Katie	Coveyou, Rosanna Daly, Dolores Hahn, Michael Lamb, David McBride, Jeff <b>Meunier, Juliette (Committee Chair)</b> Peasley, Sean Proud, Mike Rochford, John	Alonso, Lisa Chacon-Bidwell, Alicia Cho, Jin Daly, Dolores Hahn, Michael McBride, Jeff <b>Proud, Mike (Committee Chair)</b> Romiti, Anna Scott, Jay Stannard, Julia <b>Steffen, Sarah</b> Svajda, Matt
Exec. Compensation Committee	Executive Committee	Finance	Investment
Coveyou, Rosanna <b>Lamb, David (Committee Chair)</b> <b>Salas, Christine (AO)</b> Scott, Jay (BOD)	<b>Coveyou, Rosanna (Committee Chair)</b> Daly, Dolores Hahn, Michael Lamb, David McBride, Jeff Meunier, Juliette (1st Vice Chair) Peasley, Sean Proud, Mike Rochford, John	Chacon-Bidwell, Alicia Constable, Brian Daly, Dolores Fessler, Ryan Hoang, Minh <b>Kirchhofer, Joyce (AO)</b> McBride, Jeff Meunier, Juliette <b>Peasley, Sean (Committee Chair)</b>	<b>Custer, Greg (Committee Chair)</b> <b>Kirchhofer, Joyce</b> Lamb, David <b>McBride, Jeff</b> Meyers, Jess Saulic, Don
Legal/HR Affairs Committee	Program Development Fund		
Alonso, Lisa Giovanonne, John Lamb, David McBride, Jeff <b>Salas, Christine</b> <b>Scott, Jay (Committee Chair)</b>	Chacon-Bidwell, Daly, Dolores Proud, Mike <b>Rochford, John (Committee Chair)</b> Romiti, Anna Scott, Jay <b>Steffen, Sarah</b>		

Committee Chair, **Staff Liaison**

DRAFT FOR VOTE: 04172019



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**YMCA of OC  
Proposed Budget Addendum  
for  
YMCA of Orange**

# YMCA of Orange County - Orange Service Area Programs

## 2019 Proposed Budget

### Net Outcome By Major Account Groups

DESCRIPTION	2019 BUDGET	
	AMOUNT	% of REV
0100 Contributions	87,376	19%
0900 Govt Contracts/Grants	361,800	79%
1400 Child/Senior Day Care	7,305	2%
<b>REVENUE TOTAL</b>	<b>456,481</b>	<b>100%</b>
2100 Salary Expense	284,325	62%
2200 Employee Benefits	11,533	3%
2300 Payroll Taxes	36,067	8%
2500 Supplies	1,863	0%
2600 Telephone	7,751	2%
2700 Postage	17	0%
2800 Occupancy	17,963	4%
2900 Equipment	1,293	0%
3000 Public Relations/Promotio	3,485	1%
3200 Travel Expense	1,042	0%
3300 Meetings/Training/Confer.	4,018	1%
3400 Program Expense	9,962	2%
3500 Program Vehicle Expense	790	0%
3600 Administrative Expense	412	0%
3700 Fair Share	1,177	0%
4700 Inter-Branch Transfers	0	0%
5000 Fixed Asset Purchases	2,092	0%
<b>EXPENSE TOTAL</b>	<b>383,790</b>	<b>84%</b>
<b>OPERATING NET</b>	<b>72,691</b>	<b>16%</b>
4800 Core Branch Services	72,691	16%
<b>NET OUTCOME</b>	<b>0</b>	<b>0%</b>



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## **Financials through 03/31/19**

**YMCA of Orange County**  
**Financial Highlights – Year to Date**  
**March 2019**

<b>Assets</b>	<b>\$ 37.2M</b>
<b>Liabilities</b>	<b>\$ 9.6M</b>
<b>Net Assets</b>	<b>\$ 27.6M</b>

	<u>Actual</u>	<u>Budget</u>	<u>Variance</u>
<b>Operating Revenue</b>	\$ 11,034,606	\$ 11,094,734	\$ (60,128)
<b>Operating Expenses</b>	9,278,749	9,634,901	356,152
<b>Operating Net</b>	1,755,857	1,459,833	296,024
 <b>Scholarships Awarded</b>	 (230,743)	 (244,732)	 13,989
<b>Investment Income - Net of Fees</b>	780,024	40,633	739,391
<b>Depreciation</b>	(357,759)	(363,434)	5,675
<b>Investment in Subsidiary-Tipper</b>	(57,861)	(78,742)	20,881
<b>Interest Expense</b>	(12,805)	(20,621)	7,816
<b>Gain/(Loss) Sale of Assets</b>	(8,911)	-	(8,911)
<b>CARES/PDF - YTD (Unspent) Budget</b>	-	(41,500)	41,500
<b>Net Outcome</b>	<u>\$ 1,867,802</u>	<u>\$ 751,437</u>	<u>\$ 1,116,365</u>

**Balance Sheet Summary - Statement of Financial Position report**

YTD assets increased \$1.4M (+3.8%), primarily due to an increase in Cash and Investments of \$1.6M. The Investments alone have increased \$780k, primarily from the valuation change. Of the \$1.25M cash asset transfer from the Orange YMCA, we have used \$43k in the service area leaving \$1.21M restricted. The unused portion of the restricted funds appears in the liability section of the Balance Sheet. In January additional large cash outlays were incurred due to the final payment on the Murrieta lease termination settlement payment of \$332k, delayed monthly credit card payment of \$340k and other miscellaneous payables from December paid in January. These items also affected the Prepaid Rent and Accounts Payable. YTD Consolidated Net Assets has increased \$1.5M (+5.7%).

**Profit & Loss Summary**

Year to date has produced an Operating Net of \$1.8M (16% vs 13% budgeted) and a Net Outcome Surplus of \$1.9M (17% vs. 7% budgeted). \$739k of the \$1.1M favorable variance is due to the investments, primarily the unbudgeted investment valuation and investment gain/(loss) on sales. While we are ahead of budget, there is about \$230k (2.1% of revenue) that was budgeted already that may be spent later.

Challenges in Operations: 1) The city's construction continues to impact Laguna Niguel's membership but staff continue to work their plan to acquire and retain membership during the disruption. The 3<sup>rd</sup> Party Memberships have helped to offset 60% of the membership revenue variance. Branch revenue is down 5.3% from budget and down 12.3% from prior year. The branch missed Operating Net by .2% of revenue; it still has the highest Operating Net to date at \$291k. 2) The other branches not hitting the Operating Net are small, all .1% or less of overall revenue.

Successes in Operations: 1) Fullerton, Santa Ana, Orange, Huntington Beach, Newport Mesa, New Horizons, Mission Viejo, Camp Elk, San Gabriel and Pomona Valley, all exceeded their budgeted Operating Net outcome 2) A switch at the beginning of the year from Silver Sneakers to Renew Active and AARP for 3<sup>rd</sup> party memberships for seniors is resulting in \$40k higher YTD revenue than budgeted and 3) Another improvement was seen in wages, March alone was under budget \$31k bringing the YTD on target.



**YMCA of Orange County**  
**Statement of Financial Position-Consolidated**  
**3/31/2019**

	<u>3/31/2019</u>	<u>12/31/2018</u>
<b>ASSETS</b>		
<b><i>Current Assets</i></b>		
Cash and cash equivalents	3,966,835	3,187,320
Investments	11,263,177	10,483,166
Accounts Receivable - Net Allowance	805,667	787,924
Annual Pledges Receivable - Net Allowance	85,251	26,642
Deposits and Prepaid Rent	101,348	37,930
Prepaid Insurance	154,725	9,865
Other Prepaid Expenses	248,766	439,829
<b>Total Current Assets</b>	<b>16,625,769</b>	<b>14,972,676</b>
<b><i>Other Assets</i></b>		
Property, Plant and Equipment, Net	20,546,098	20,831,332
<b>Total Other Assets</b>	<b>20,546,098</b>	<b>20,831,332</b>
<b>Total Assets</b>	<b>37,171,867</b>	<b>35,804,008</b>
<b>LIABILITIES AND NET ASSETS</b>		
<b><i>Current Liabilities</i></b>		
Accounts Payable	414,554	1,602,210
Liability Under Trust Agmt	5,255	5,255
Accrued Payroll and Employee Benefits	1,960,083	2,139,582
Program Fees Received In Advance - Other	2,601,557	1,228,300
<b>Total Current Liabilities</b>	<b>4,981,449</b>	<b>4,975,347</b>
<b><i>Long-term Liabilities</i></b>		
Self-Insurance Liability and Other Reserves	119,345	175,000
Notes Payable	4,472,244	4,536,801
<b>Total Long-Term Liabilities</b>	<b>4,591,589</b>	<b>4,711,801</b>
<b>Total Liabilities</b>	<b>9,573,038</b>	<b>9,687,148</b>
<b><i>Net Assets</i></b>		
Current Operations - YMCA	1,867,805	2,786,556
Current Operations - Tipper, LLC	(57,861)	(167,294)
Current Operations (Restricted,Capital & Endowment)	(327,974)	(622,027)
Unrestricted/Temporarily/Permanently Restricted	26,116,859	24,119,625
<b>Total Net Assets</b>	<b>27,598,829</b>	<b>26,116,860</b>
<b>Total Liabilities And Net Assets</b>	<b>37,171,867</b>	<b>35,804,008</b>

# YMCA of Orange County

Statement of Activities By Branch Operating Net  
For the Three Months Ending  
3/31/2019

	Current Year YTD				Prior Year YTD Comparison		
	Actual	Budget	Variance	% Variance	Prior YTD	Curr YTD vs Prior YTD	% Variance
<b>Operating Revenue By Branch</b>							
Fullerton Family	709,985	699,779	10,206	1.5%	667,928	42,057	6.3%
Santa Ana Family	176,976	164,547	12,429	7.6%	147,813	29,163	19.7%
Orange Family	28,467	24,955	3,512	14.1%	0	28,467	#DIV/0!
Huntington Beach Family	387,762	381,427	6,335	1.7%	435,888	(48,126)	-11.0%
Yorba Linda/Placentia Family	80,545	99,549	(19,004)	-19.1%	160,910	(80,365)	-49.9%
Newport Mesa Family	669,923	761,587	(91,664)	-12.0%	629,111	40,812	6.5%
YCS New Horizons	259,853	254,709	5,144	2.0%	256,614	3,239	1.3%
Laguna Niguel Family	790,888	835,117	(44,229)	-5.3%	901,947	(111,059)	-12.3%
Mission Viejo Family	809,723	760,317	49,406	6.5%	888,420	(78,697)	-8.9%
Rancho Mission Viejo	5,375	17,670	(12,295)	-69.6%	0	5,375	#DIV/0!
Childcare	6,728,471	6,810,532	(82,061)	-1.2%	6,055,089	673,382	11.1%
Camp E.L.K.	75,268	43,168	32,100	74.4%	29,723	45,545	153.2%
San Gabriel Valley	4,247	4,579	(332)	-7.3%	0	4,247	#DIV/0!
Murrieta Family	(227)	0	(227)	#DIV/0!	183,581	(183,808)	-100.1%
Pomona Valley	164,671	122,120	42,551	34.8%	178,107	(13,436)	-7.5%
Maple Hill Family	33,431	40,444	(7,013)	-17.3%	29,706	3,725	12.5%
Corporate Initiatives	1,058	0	1,058	#DIV/0!	31,650	(30,592)	-96.7%
Association Office	14,574	2,400	12,174	507.3%	0	14,574	#DIV/0!
Board Fundraising	93,616	71,834	21,782	30.3%	131,977	(38,361)	-29.1%
<b>Total Operating Revenue</b>	<b>11,034,606</b>	<b>11,094,734</b>	<b>(60,128)</b>	<b>-0.5%</b>	<b>10,728,464</b>	<b>306,142</b>	<b>2.9%</b>
<b>Operating Net by Branch</b>							
Fullerton Family	255,015	234,603	20,412	8.7%	229,939	25,076	10.9%
Santa Ana Family	46,000	40,163	5,837	14.5%	19,292	26,708	138.4%
Orange Family	9,118	3,904	5,214	133.6%	0	9,118	#DIV/0!
Huntington Beach Family	(13,716)	(41,486)	27,770	66.9%	(13,078)	(638)	-4.9%
Yorba Linda/Placentia Family	48,178	54,916	(6,738)	-12.3%	75,114	(26,936)	-35.9%
Newport Mesa Family	155,842	154,963	879	0.6%	179,744	(23,902)	-13.3%
YCS New Horizons	101,264	95,159	6,105	6.4%	100,131	1,133	1.1%
Laguna Niguel Family	290,571	308,248	(17,677)	-5.7%	397,184	(106,613)	-26.8%
Mission Viejo Family	253,004	176,578	76,426	43.3%	270,044	(17,040)	-6.3%
Rancho Mission Viejo	(4,325)	(1,175)	(3,150)	-268.1%	0	(4,325)	#DIV/0!
Childcare	2,349,711	2,355,443	(5,732)	-0.2%	2,190,670	159,041	7.3%
Camp E.L.K.	(16,591)	(64,671)	48,080	74.3%	(90,162)	73,571	81.6%
San Gabriel Valley	335	(358)	693	193.6%	(4,772)	5,107	107.0%
Murrieta Family	(32,845)	0	(32,845)	#DIV/0!	(79,544)	46,699	58.7%
Pomona Valley	(238)	(49,145)	48,907	99.5%	(10,703)	10,465	97.8%
Maple Hill Family	(36,318)	(31,386)	(4,932)	-15.7%	(32,585)	(3,733)	-11.5%
Corporate Initiatives	(55,003)	(46,436)	(8,567)	-18.4%	11,969	(66,972)	-559.5%
Association Office	(1,664,289)	(1,770,920)	106,631	6.0%	(1,870,370)	206,081	11.0%
Board Fundraising	70,144	41,433	28,711	69.3%	129,755	(59,611)	-45.9%
<b>Total Operating Net</b>	<b>1,755,857</b>	<b>1,459,833</b>	<b>296,024</b>	<b>20.3%</b>	<b>1,502,628</b>	<b>253,229</b>	<b>16.9%</b>

# YMCA of Orange County

Statement of Activities By Branch Operating Net  
For the Three Months Ending  
3/31/2019

	Current Year YTD				Prior Year YTD Comparison		
	Actual	Budget	Variance	% Variance	Prior YTD	Curr YTD vs Prior YTD	% Variance
Scholarships Awarded	(230,743)	(244,732)	13,989	5.7%	(246,207)	15,464	6.3%
Cares/PDS Funding - Source	(28,520)	(48,503)	19,983	41.2%	(20,419)	(8,101)	-39.7%
Cares/PDS Funding - Allocated/Used	28,520	7,003	21,517	307.3%	20,419	8,101	39.7%
Gain/(Loss) Sale of Assets	(8,911)	0	(8,911)	#DIV/0!	1,051	(9,962)	-947.9%
Interest Expense	(12,805)	(20,621)	7,816	37.9%	(22,010)	9,205	41.8%
Depreciation Expense	(357,759)	(363,434)	5,675	1.6%	(402,268)	44,509	11.1%
Gain/(Loss) In Subsidiary	(57,861)	(78,742)	20,881	26.5%	(60,689)	2,828	4.7%
Investment Income/(Loss) - Net of Fees	(1,891)	40,633	(42,524)	-104.7%	8,827	(10,718)	-121.4%
Investment Valuation	781,915	0	781,915	#DIV/0!	(76,504)	858,419	1122.1%
Association Services	0	0	0	#DIV/0!	2,400	(2,400)	-100.0%
<b>Total Net Outcome</b>	<b>1,867,802</b>	<b>751,437</b>	<b>1,116,365</b>	<b>148.6%</b>	<b>707,228</b>	<b>1,160,574</b>	<b>164.1%</b>

## Orange YMCA asset transfer - Restricted Balance

(Unused portion not reflected in the amounts above) 1,206,966

**Note:** The following investment activity is not budgeted but is in the actual numbers above.

	Current YTD	Prior Year YTD
Investment Valuation - Gain / (Loss)	781,915	(76,504)
Short Term Gain (Loss)	(49,240)	(12,247)
Long Term Gain (Loss)	(30,951)	(24,669)
<b>Total</b>	<b>701,724</b>	<b>(113,420)</b>

**YMCA of Orange County**  
**Investment Activity**  
**For the Three Months Ending**  
**March 31, 2019**

	<u><b>YTD Actual</b></u>
<b>Beginning Balance</b>	<b>\$ 10,483,166</b>
Transfers In / (Out)	-
Interest	18,699
Dividends	69,830
Investment Valuation Change	781,915
Short Term Gain (Loss)	(49,240)
Long Term Gain (Loss)	(30,951)
Less: Investment Fees	<u>(10,241)</u>
<b>Net Investment Income/(Loss)</b>	<b>780,011</b>
	<hr/>
<b>Ending Balance</b>	<b><u><u>\$ 11,263,177</u></u></b>
	<hr/>
<b>YTD Growth/(Decline) %</b>	<b>7.44%</b>

**Tipper, LLC**  
Profit & Loss Statement  
For the Three Months Ending  
3/31/2019

	<b>Current Year YTD</b>				<b>Prior Year YTD Comparison</b>		
	<b>Actual</b>	<b>Budget</b>	<b>Variance</b>	<b>% Variance</b>	<b>Prior Year</b>	<b>Curr YTD vs Prior YTD</b>	<b>% Variance</b>
<b>Total Revenue</b>	<b>78,396</b>	<b>77,695</b>	<b>701</b>	<b>1%</b>	<b>80,530</b>	<b>(2,135)</b>	<b>-3%</b>
<b>Operating Net</b>	<b>26,515</b>	<b>8,917</b>	<b>17,598</b>	<b>197%</b>	<b>20,149</b>	<b>6,366</b>	<b>32%</b>
Depreciation	(54,464)	(55,665)	1,201	2%	(46,184)	(8,280)	-18%
Investment Revenue	20	0	20	#DIV/0!	0	20	#DIV/0!
Interest Expense	(29,931)	(31,194)	1,264	4%	(30,654)	723	2%
Income Taxes	0	(800)	800	100%	(1,600)	1,600	100%
Association Services	0	0	-	#DIV/0!	(2,400)	2,400	100%
<b>Net Outcome</b>	<b>(57,861)</b>	<b>(78,742)</b>	<b>20,881</b>	<b>27%</b>	<b>(60,689)</b>	<b>2,828</b>	<b>5%</b>



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# **Finance Committee Meeting MINUTES**

**April 17, 2019**

# **FINANCE COMMITTEE MEETING AGENDA**

**April 17 @ 11:30am**

**YMCA – Tustin Office – Front Conference Room**

**Present: Dolores Daly, Jeff McBride, Joyce Kirchhofer, Juliette Meunier, Sean Peasley, Minh Hoang, David Lamb**

**Via Conference Call: Brian Constable**

**Guests: Bonanni Development (exited meeting at 12:27pm)**

1. Newport Mesa Presentation/Discussion – Ed, Cole and Bret Bonanni/Bonanni Development
  - Presentation given by Bonanni development to generate ideas and options to start the conversation around possibilities for the Newport Mesa location
    - Renovate (ADA kicks in), Rebuild, Sell (in whole or part), Sell/Lease, Other
    - Obstacles noted: Parcel is located in the OC Airport Zone, Coastal Commission Zone
    - Possible city zoning issues
    - Possible neighbor issues
  - Recommendation for the BOD from Finance Committee
    - Jeff recommends assigning a task team to dive into the options and details. Proposed initial members for the task team:
      - Dave Lamb
      - John Rochford
      - Tony Spriggs
      - Jeff McBride
      - Dolores Daly
      - Joyce Kirchhofer
2. Review/Approve Meeting Minutes - Juliette Meunier
  - March 20, 2019
  - Sean Peasley motioned to approve minutes as presented
  - Minh Hoang seconded the motion
  - All members approve, no objections
3. Huntington Beach Branch Update - Joyce Kirchhofer & Dolores Daly
  - Joyce gave a recap of the Huntington Beach location and reiterated that the only way we will be able to keep this property open is if landlord reduces the rent significantly
  - It is less of a financial impact if we wait out the lease verses closing the doors early
  - Will have an answer from landlord and other info to the committee for the May BOD meeting
4. Financials - Joyce Kirchhofer
  - Joyce Kirchhofer gave a brief overview of the financials in the packet. She mentioned when comparing to prior year the majority of the variances are due to a 2018 Adventure Guides adjustment. There were no questions from the committee
  - Tipper, LLC
    - Welfare Tax Exemption Update Tipper received an exemption on the Property taxes (welfare tax exemption) and the exception is for roughly 50% of the building
    - Tipper, LLC – The Franchise Tax Board granted exemption at the state level
5. Chart of Work date changes/updates - Joyce Kirchhofer
  - Juliette suggested to remove multiyear budget from COW or move it down to another month
  - Joyce mentioned that the current COW is a little too tactical and this committee needs to stay more at the strategic level
    - Will add the Chart of Work onto the next FC agenda

**FINANCE COMMITTEE MEETING AGENDA**  
**March 20 @ 11:30am**  
**YMCA – Tustin Office – Front Conference Room**  
**Conference Call Jay Scott for HR/Legal**  
**712.775.7100, access code 187065#, press 1**

Present:

Ryan Fessler, Sean Peasley, Juliette Meunier, Dolores Daly, Joyce Kirchhofer, Crystal Immerman

VIA Conference Call:

Brian Constable, Jay Scott (11:50am – 12:48pm), Minh Hoang 11:30am-1:00pm;

Meeting called to order at 11:37am

- Intersection Points w/ HR Legal Committee - Joyce Kirchhofer/Juliette Meunier
  - Jay Scott and Christine gave a brief overview of the intersection points and reiterated to everyone that this document will always be a “work in progress” and is not set in stone.
  - Juliette recommends to add a sub bullet under #1 as follows:
    - If a lawsuit is filed against the association....., the Finance Committee does not need to be notified.
      - (SUB BULLET) – The Finance Committee will be notified if a pattern of similar cases arise during a short duration of time.
  - Committee agrees to change all dollar amount thresholds in the document to \$150,000 except for #7 Significant HR/Payroll Costs, 2<sup>nd</sup> bullet dollar amount will remain at \$250,000.
  - Changes to 1. 2<sup>nd</sup> bullet point, add “(s)” to event and correct spelling for notify.
  - Changes to 3. Significant Potential.
    - Add “and legal counsel” after will work with HR....
    - Add to the first bullet point “...evaluate and quantify potential penalties and evaluate the impact of new laws or changes to the business.”
    - Add same notification bullet as identified above.
  - Changes to 4. Insurance Considerations.
    - Spell out EPLI.
  - HR/Legal to give Finance Committee a quick 30 second update once or twice per year regarding all potential areas of concern.
  - Christine to provide information on equal pay and wage and hour penalties.
- Tax Returns
  - Juliette: What other tax returns besides the 990 does the Y have and why aren’t all of the returns being reviewed.
    - ~~tax~~ Tax returns = 5500, 1094c, 1095c, Business Property Tax Returns.
    - Sean: The BOD is asked to approve the 990 but we are not experts. What level of review we be doing as BOD members?
    - Joyce: The audit committee reviews all in detail and the ~~y~~ board needs to rely on that.
    - FC would like the audit committee to discuss the expectations of the board and give guidance.
- Security
  - Sean asked if we have evaluated the penalty amounts.
    - Joyce noted that our attorney looked into it and nonprofits are not required to conform to the CA Privacy Act that goes into effect in 2020 but we will require our vendors to be in compliance.
    - Sean and Joyce will get together offline to discuss.





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# **Finance Committee Meeting MINUTES**

**March 20, 2019**

**FINANCE COMMITTEE MEETING AGENDA**  
**March 20 @ 11:30am**  
**YMCA – Tustin Office – Front Conference Room**  
**Conference Call Jay Scott for HR/Legal**  
**712.775.7100, access code 187065#, press 1**

Present:

Ryan Fessler, Sean Peasley, Juliette Meunier, Dolores Daly, Joyce Kirchhofer, Crystal Immerman

VIA Conference Call:

Brian Constable, Jay Scott (11:50am – 12:48pm), Minh Hoang 11:30am-1:00pm

Meeting called to order at 11:37am

- Intersection Points w/ HR Legal Committee - Joyce Kirchhofer/Juliette Meunier
  - Jay Scott and Christine gave a brief overview of the intersection points and reiterated to everyone that this document will always be a “work in progress” and is not set in stone.
  - Juliette recommends to add a sub bullet under #1 as follows:
    - If a lawsuit is filed against the association....., the Finance Committee does not need to be notified.
      - (SUB BULLET) – The Finance Committee will be notified if a pattern of similar cases arise during a short duration of time.
  - Committee agrees to change all dollar amount thresholds in the document to \$150,000 except for #7 Significant HR/Payroll Costs, 2<sup>nd</sup> bullet dollar amount will remain at \$250,000.
  - Changes to 1. 2<sup>nd</sup> bullet point, add “(s)” to event and correct spelling for notify.
  - Changes to 3. Significant Potential.
    - Add “and legal counsel” after will work with HR....
    - Add to the first bullet point “...evaluate and quantify potential penalties and evaluate the impact of new laws or changes to the business.”
    - Add same notification bullet as identified above.
  - Changes to 4. Insurance Considerations.
    - Spell out EPLI.
  - HR/Legal to give Finance Committee a quick 30 second update once or twice per year regarding all potential areas of concern.
  - Christine to provide information on equal pay and wage and hour penalties.
- Tax Returns
  - Juliette: What other tax returns besides the 990 does the Y have and why aren’t all of the returns being reviewed.
    - Tax returns = 5500, 1094c, 1095c, Business Property Tax Returns.
    - Sean: The BOD is asked to approve the 990 but we are not experts. What level of review we be doing as BOD members?
    - Joyce: The audit committee reviews all in detail and the board needs to rely on that.
    - FC would like the audit committee to discuss the expectations of the board and give guidance.
- Security
  - Sean asked if we have evaluated the penalty amounts.
    - Joyce noted that our attorney looked into it and nonprofits are not required to conform to the CA Privacy Act that goes into effect in 2020 but we will require our vendors to be in compliance.
    - Sean and Joyce will get together offline to discuss.

- Chart of Work
  - Move existing meetings w/ intersection points.
- Review and Approve Minutes – Juliette Meunier
  - Minutes of January Finance Committee Meeting.
  - Sean motioned to approve, Juliette seconds the motion.
  - All in favor, no objections.
- Orange Y Budget – Joyce Kirchhofer
  - Overview given by Joyce.
    - Orange Y is in process of dissolving and YOC has acquired the service areas.
    - As of 12/1/2018 their programs are on the YOC books.
    - This budget represents the 5 programs coming from the Orange Y.
      - This is an addendum to our regular budget.
      - This is January through December; integrated into our YOC overall budget.
      - \$87,000 is going toward developing new programs; lead by Jane Avila who was the manager of the Orange Y.
  - Dolores: The goal is to dissolve by June 30<sup>th</sup>.
  - Questions:
    - Brian: Are we responsible for TI's or anything else when we move out?
      - Dolores: No, we gave the landlord a 30 day notice so we will not be responsible for anything. We just need to take all “personal” belongings out of the building and remove any non permanent fixtures from the walls.
    - Juliette: Will the Orange Financials need to be audited by our auditors?
      - Joyce: No, we have their QuickBooks and used that as a basis. Orange Y does not meet requirements for auditors.
    - Minh: How many employees were there and did we have to let anyone go?
      - Dolores: Orange Y had about 30 employees and we are not bringing over 3 of them. This all happened on the Orange Y side so there is no liability for us in this aspect.
  - Vote to approve budget
    - Ryan motioned to approve the budget as presented.
    - Sean seconds the motion
    - All in favor, no objections
  - Joyce – thank you. This will be taken to the BOD
- Huntington Beach Branch - Joyce Kirchhofer/Dolores Daly
  - Joyce gave a brief recap of the evaluation (details in the packet)
    - We have put in all efforts to make this branch profitable. We hired a new director last year and she has made some strides but it's just not enough.
    - If we cannot get the landlord to significantly reduce the rent we will not be renewing the lease.
  - Ryan: Why wouldn't we just close it now?
    - Joyce: We will bring additional scenarios to you next month
- Financials – Joyce Kirchhofer
  - YMCA OC
  - Joyce: We've made a few changes on how the financial are reported to you.
    - When we get into the end of 2019 the Orange Y funds transferred will be reported for audit showing “with donor” restrictions

- Adventure guides revenue from 2018 clean up is skewing the year over year revenue comparisons.
- Juliette: What is Rancho Mission Viejo?
  - Dolores: It's a new master planned community and we are providing the services for the city parks and recreation. It's a service area with community based programs.
- Juliette: Thoughts on reducing the narrative?
  - Sean, Ryan and Brian agree with the reduction done
  - Brian asked: How often do we get a full narrative?
  - Joyce: The narrative is one page only. The Financial Committee is high-level and we will do a deep dive 2x per year.

Adjourn 1:15pm

## Contact Information

### 9th Annual YMCA Golf Tournament

Presented By South County Lexus at Mission Viejo

Now Accepting:  
Sponsors, Foursomes, and Auction Items

For more information please contact  
**Jennifer Heinen** Branch Director of Operations  
at [jheinen@ymcaoc.org](mailto:jheinen@ymcaoc.org)

#### MISSION VIEJO FAMILY YMCA

27341 Trabuco Circle  
Mission Viejo 92692  
(949) 859-9622

#### LAGUNA NIGUEL FAMILY YMCA

29831 Crown Valley Parkway  
Laguna Niguel 92677  
(949) 495-9622

[ymcaoc.org](http://ymcaoc.org)

The YMCA is a 501(c)(3) charitable, non-profit organization open to the entire community, tax ID #95-1644055. Donors enable the YMCA to offer financial assistance for individuals and families that qualify.



# FOR THE KIDS

## 9th Annual YMCA Golf Tournament

Presented by South County Lexus at Mission Viejo  
Benefitting the Laguna Niguel & Mission Viejo Family YMCAs

### Arroyo Trabuco Golf Club

Friday, September 13th, 2019



**SOUTH COUNTY LEXUS**  
at Mission Viejo



## Sponsorships

### Tee or Green Sponsor \$250

- Logo/name displayed on one course sign

### Exclusive Tee Sponsor \$500

- Logo/name display at one hole
- Two reception/dinner tickets
- Recognition in program

### VIP Foursome Sponsor \$1,600

- Tournament entry for four
- Four additional reception/dinner tickets
- Recognition in program
- Logo/name display at one tee or green

### Bronze Sponsor \$3,000

- All Benefits of the VIP Foursome Sponsor
- Reserved table for eight at dinner
- Logo/name placement on tournament banners
- Year-long listing on YMCA facility donor boards
- Listing in YMCA of Orange County Annual Report
- Listing on YMCA donor website
- Logo/name recognition in Fall YMCA newsletter, 20,000+ subscribers
- Opportunity to include promotional item in golfer bags

### Silver Sponsor \$5,000

- All benefits of the Bronze Sponsor
- Half page advertisement in golf program
- Dedicated social media posting, 27,000 followers
- Logo/name on dinner & lunch signage

### Gold Sponsor \$10,000

- All benefits of the Silver Sponsor
- Full page advertisement in golf program
- Logo/name placement on golfer bags
- Post tournament check presentation & press release



"As a single mom of two I would not have a **safe place** for my girls to go afterschool if it was not for the YMCA scholarship program. The **great staff** provide my girls with homework support, recreation and a whole lot of fun. And, I am able to have **peace of mind** at my job knowing they are **happy** and **well cared for.**"

- Melissa



## Additional Opportunities

### Evening Dinner & Reception

#### Individual Golfer \$275 (\$250 by August 1st)

Every golfer will receive lunch, dinner, entry into all contests and players package.

#### Foursome \$1,100 (\$1,000 by August 1st)

#### Reception/Dinner Guest \$50 or \$400 for a Table

The evening dinner and reception will feature complimentary wine, appetizers, entertainment, and dinner.

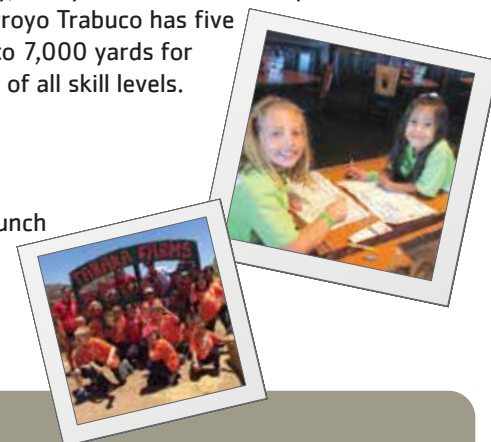


## Arroyo Trabuco Golf Club

The Arroyo Trabuco Golf Club is an 18-hole championship-length golf course set amidst Trabuco Creek and The Reserve at Rancho Mission Viejo. The 240-acre Arroyo Trabuco Golf Club provides an unforgettable golf experience on par with South Orange County's finest high-end clubs. Conveniently located off Avery Parkway, Arroyo Trabuco offers unparalleled value in a pristine, park-like setting. Arroyo Trabuco has five sets of tee boxes, playing from 5,045 to 7,000 yards for the challenge and enjoyment of golfers of all skill levels.

## Tournament Schedule

- 10am** Registration, Contests & Lunch
- 12:00pm** Shotgun Start
- 5:30pm** Dinner & Auction



## The 9th Annual YMCA Tournament

presented by South County Lexus at Mission Viejo  
benefits YMCA youth programs like After School Care, Earn a Bike, Safety Around Water, and Summer Camp.

Your support helps us provide essential solutions to the following Orange County community issues:

**1 in 4 children** are without adult supervision after school

**1 in 5 5th graders** is considered obese

**Drowning** is the number 1 cause of accidental deaths of children