



Protectors of Animals, Inc.

Board Meeting – January 28, 2014 (postponed from January 21, 2014 due to inclement weather)

Location: 144 Main Street, Unit E, East Hartford, CT

Board Members present: Jody Macrina, Stacey Doan, Ron Plante, Sara Taylor, Greg Simpson, JoAnn Azzara, Jordan Price, Roopa Rajaramadoss, Zachary Stewart, Mukesh Sharma, Debbie Nichols

Staff Members present: John Thomas, Director of Shelter Operations

1. **Call to Order:** J. Macrina called the meeting to order at 6:30 p.m.
2. **Minutes of the November 19, 2013 Board of Directors meeting.**

S. Doan made a motion to accept the minutes as written; Z. Stewart seconded. The motion unanimously passed.

3. **President's Report:**

- J. Macrina stated that Board members' two-year terms will be coming to an end this spring. The Nominating Committee meets in March, so Board members should express their plans prior to that (i.e., run for another term or transition off the Board). S. Doan suggested that Board members who do want to transition off the Board could consider postponing their transition off the Board until after the Strategic Plan is rolled out. By doing so, the Board could maintain continuity until the Strategic Plan is in place. There was general agreement among Board members that this proposal was acceptable.
- J. Macrina discussed the Independent Contractor Agreement that would be signed by Kerry Bartoletti.
 - K. Bartoletti had expressed that it made sense for her to report directly to John Thomas and that this reporting structure should be reflected in the Agreement. S. Taylor proposed making a change to Exhibit A to the Agreement to reflect that the President (J. Macrina) could designate another person to supervise the Contractor (K. Bartoletti) and that J. Macrina could then designate John Thomas as that person.
 - There was general agreement among Board members that once the foregoing change was made, the Agreement was acceptable. S. Taylor committed to make the change to the Agreement and to circulate it to K. Bartoletti for signature.
 - There was further discussion regarding K. Bartoletti's request to have access to the software that is used to produce the POA newsletter. R. Plante stated that he would look into what needs to be done for that to happen and he will report back.

4. **Treasurer's Report:**

- Z. Stewart stated that there is a procedure in place regarding the use of New England Veterinary Center and Cancer Care (NEVCC a/k/a Kennedy Road). Now and going forward, all use of NEVCC must be pre-approved by J. Thomas.
- A new volunteer will be helping with thank you letters. All thank you letters should be up-to-date by the end of January.

5. **Director of Shelter Operations Monthly Report – John Thomas**

- J. Thomas distributed his monthly report to the Board, which will be attached to these minutes when they are posted on the POA website.
- J. Thomas stated that a volunteer had been bitten by a cat that day. He suggested that the volunteer go to the doctor to get checked out. The cat is up-to-date on all vaccinations. J. Thomas stated that he put a note in the volunteer's file.
- J. Thomas provided additional detail around the Kennedy Road procedure and stated that he is watching the use of Kennedy Road very closely.

6. **Grant Update – Kerry Bartoletti**

- K. Bartoletti could not attend the meeting, but she submitted a grant report prior to the meeting.

7. **2014 Budget – Zach Stewart and Jordan Price**

- Z. Stewart stated that the proposed budget is very conservative and captures the “worst case scenario.”
- In the context of the discussion of the fundraising budget, S. Doan discussed Board involvement in the March fundraiser. If each Board member pledges at least \$250 toward the March fundraiser (either through a donation or through procuring the funds through other means – selling ads, obtaining sponsors, etc.), the yield will be more than \$2,500. That amount will go toward the cost of the food at the event and will lead to POA making close to 100% profit on all ticket sales. The fundraising goal for the March event is \$20,000.
- Z. Stewart and J. Price stated that they would tweak the proposed budget to include a slightly higher fundraising budget. Z. Stewart stated that he would discuss raising the grant budget with K. Bartoletti.
- R. Rajaramadoss agreed to make a presentation at the April Board meeting regarding the 2014 fundraising plan.
- It was also discussed that expenses could be tweaked to limit veterinary costs because of the controls around the use of Kennedy Road. J. Thomas stated that the expenses at Kennedy Road could be lowered by as much as \$20,000 for 2014.

8. **Unit E Discussion – Sara Taylor**

- S. Taylor discussed the possibility of making an offer to the landlord to lease Unit E. Currently, POA is allowed to use Unit E at a cost of \$500/month, unless and until the unit is leased to another tenant. We had received information that Unit E was being shown to potential tenants. There was a general Board discussion about how Unit E is the only vacant space in the building and, as a result, there is the real possibility that POA could be asked to vacate the space. Unit E is a convenient location for POA because it is in the same building as the cat shelter and it provides much needed storage and meeting space. Z. Stewart stated that POA's budget could accommodate a monthly rent of \$1,000 for Unit E if the landlord was willing to agree to that. S. Taylor stated that she would contact Jim Williams at the management company to discuss possibly leasing the space at \$1,000/month for a term that runs concurrent with the lease for Unit O (where the cat shelter is located).

S. Doan made a motion that a proposal should be made to lease Unit E for \$1,000/month; Z. Stewart seconded. The motion unanimously passed.

9. **March 2014 Fundraiser – Roopa Rajaramadoss**

- Tickets for the fundraiser are \$55/each, which is the same as last year.
- The ads deadline is February 22. Any ads received after February 22 will be loose insert pages.
- There will be an update on ticket sales and specialty table sales at the February Board meeting.

- The target is 50 silent auction baskets. The ticket raffle is not likely to happen, but a 50/50 raffle on the night of the event will happen.
- S. Doan's discussion regarding Board involvement in the March fundraiser is captured in the 2014 Budget discussion (#7 above).

10. **New Business**

- S. Taylor stated that HOPE has agreed to settle the lawsuit that POA filed. HOPE will pay POA \$5,000. The total debt was \$16,000, but since POA has learned that HOPE is dissolving, there was a real fear that POA could end up receiving nothing as an unsecured creditor. The check for \$5,000 is required to be delivered by January 31, 2014. The Settlement Agreement was being signed by J. Macrina at the January Board meeting.
- J. Azzara raised an issue that she had discussed at the November Board meeting regarding an adopter of several POA cats who have had significant and costly health issues. The individual has not asked POA to contribute to the veterinary care costs. There were varying opinions on whether POA should offer to pay anything when no request has been made, but a compromise was suggested – that POA could refund the adoption fees that the adopter paid. There was general agreement among the Board members that POA could refund the \$400 in adoption fees that the adopter paid. J. Azzara agreed to be responsible for handling the matter from this point forward.

11. **Adjournment**

- The meeting adjourned at 8:45 p.m.
- The next Board of Directors meeting is scheduled on February 18, 2014 at 6:30 p.m. at 144 Main Street, Unit E, East Hartford, CT.

Submitted by: Sara Taylor, Secretary