



PROTECTORS OF ANIMALS

Protectors of Animals, Inc.
Board Meeting – January 19, 2016
144 Main Street, Unit E
East Hartford, CT

Board Members Present: Jody Macrina, Stacey Doan, Zach Stewart, Ron Plante, Beth Smith, Mukesh Sharma, Jordan Price

Board Members Absent: JoAnn Azzara; Jim Byrne

Staff Member Present: Pam Knoeklein

1. Call to Order: The meeting was called to order at 7:07 p.m.
2. Consent Agenda:
 - a. Minutes of Dec. 15, 2015 Board Meeting
 - Requested correction on page 3 from “Z. Thomas” to “Z. Stewart.”
 - S. Doan made a motion to approve the minutes with change. Z. Stewart seconded. All approved.
 - b. Treasurer’s Report:
 - Treasurer’s report was called from consent agenda to allow for points from Z. Stewart and for some group discussion.
 - Z. Stewart noted that in 2016 he would like to focus more on tracking incoming/outgoing donations of food, supplies, and gifts in-kind. He would like to have a better system for tracking incoming/outgoing donations.
 - S. Doan inquired about the status of a new auditor, to which Z. Stewart responded that he has a proposal from a candidate and he will present it for approval for the February board meeting.
 - Z. Stewart lead the group through a review of monthly financials. Various Q&A included:
 - M. Sharma: Food & supplies...why is a donation shown as an expense? Z. Stewart: Such is standard accounting practice for tracking in-kind donations.
 - Z. Stewart to P. Knoeklein: Suggested a separate, offline discussion about how we might track clinic budget and operations separately from POA budget and operations.

- M. Sharma: Will there be a clinic budget for the next board meeting, as well as a POA budget for 2016? Z. Stewart: Yes, very likely, but clinic budget may have to be presented separately by Kerry and Pam.

3. President's Report:

- J. Macrina advised that she is adjusting to the absence of John Thomas in the operations and executive director role, and could use a bit of help from willing board members for: returning certain calls; requests for educational speaking engagements; misc. event requests, including a request from the Apple store. P. Knoeklein, S. Doan, and M. Sharma offered to handle the calls discussed. Also, M. Sharma agreed to reach out to John Thomas to explore how events were handled previously, and how they might be handled going forward.

4. Development Update – Clinic Campaign:

- R. Plante submitted a detailed job description and proposed hiring timeline for hiring or contracting a development professional to manage a fundraising campaign for the clinic. A brief discussion ensued, and J. Price recommended that the individual or firm be hired on a contract basis, versus an employment basis, much as the strategic plan was accomplished through use of an outside, contracted consultant. The board was in agreement with this approach, and R. Plante agreed to morph the job description into an RFP that could be submitted to outside parties for proposal. R. Plante also presented a timeline that would result in candidates being vetted and proposed for the February board meeting. J. Price and M. Sharma offered to share the RFP template from the strategic planning committee.
- P. Knoeklein and J. Price inquired if the expense would be tracked against the clinic budget, and the agreed approach was that POA-proper would front the capital for the development consultant as part of the start-up for the clinic.
- S. Doan offered a motion for the development committee to initiate an RFP to outside individuals or organizations for the management of a capital campaign for the clinic. M. Sharma seconded. All in favor.

5. Proposal for Clinic Architectural Plan:

- S. Doan presented a proposal from Russell & Dawson to create an architectural plan for the clinic, and the board reviewed. S. Doan added that Greg Grew from East Hartford planning and zoning advised that we would NOT have to go through planning and zoning. Total costs for Phase I and Phase II of the project (creation of the plan, not the clinic) would be \$7200. Q&A from the board members, included:

- P. Knoeklein Q: Has this architect/firm worked with veterinary hospitals previously? S. Doan: Yes.
- R. Plante Q: What is the end game of this plan? S. Doan: To create an actionable plan for the build out of the clinic, and to have more concrete expectations for costs of the build-out. Following an architectural plan, there would be a separate step/recommendation for a contractor for the build-out.
- Z. Stewart and B. Smith Q: Can we request other proposals from other firms as due diligence? S. Doan: Yes. She will solicit other proposals and provide to the board via email.

6. SpayCT Subsidy Expansion Plan:

- S. Doan presented Kerry Bartoletti's recommended plan for use of the \$87.5k grant/donation, provided to enhance the public outreach of the SpayCT programs. The request to the board is for approval to begin directing the grant according to K. Bartoletti's recommendation, which for the time-being, would only use a portion of the grant. J. Price and Z. Stewart inquired as to what portion of the grant would be required. J. Macrina responded that there is not clear answer to the question, but noted that Kerry would be starting slow in order to test the approach, and evolve the program as she sees what works. She added that there is some urgency on behalf of the donor to spend this grant within the calendar year, so additional funding may be considered, if the programs are successful.
- Z. Stewart offered a motion to accept the plan. J. Price seconded. All in favor.

7. New Business:

- a. J. Price offered that he would like to resurrect the investment committee charter for consideration of a working budget, which might include regular direction of funds from daily operation into directed investment for growth. All agreed that it would be a great idea, and J. Price agreed to examine offline for update at next meeting.

8. Adjournment: The meeting adjourned to Executive Section at 8:14 p.m. (Motion: J. Macrina; Second: S. Doan; All in favor.) P. Knoeklein was dismissed in advance of the executive session.

Next Board Meeting: February 16, 2016

Respectfully Submitted by: Ron Plante