



Protectors of Animals, Inc.
Board Meeting – March 15, 2016
6:30 p.m. – Wells-Turner Memorial Library, 2407 Main St.
Glastonbury, CT

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

Board Members Absent: None

Staff Member Present: Pam Knoecklein

Other Attendees: Donald Pendagast, Kerry Bartoletti

1. **Call to Order:** The meeting was called to order at 6:45 p.m.
2. **Development Committee:** On behalf of the Development Committee, R. Plante introduced Donald Pendagast of the Academic Excellence Group to the Board as the proposed Capital Campaign Manager for the POA clinic. Mr. Pendagast shared his background and experience in fundraising and non-profit development, and shared an outline of the phases of the proposed capital campaign engagement. S. Doan and P. Knoecklein inquired about the timing and duration of the proposed capital campaign relative to the proposed timeline of launching the clinic. It was determined that the timeline for the capital campaign will not constrain any progress being made towards building out and launching the clinic in the current year.

A Board discussion ensued regarding the cost of professional capital campaign services relative to the value provided to the organization.

S. Doan made a motion to accept the engagement proposal from Academic Excellence Group accompanied by, but not subject to, a fee negotiation discussion between R. Plante and Mr. Pendagast. J. Price seconded the motion; the motion was passed with 8 in favor and 1 abstained.

3. **Clinic:** P. Knoecklein shared information regarding the ability to purchase medical and office equipment for the clinic, including various medical supplies and machinery, prep and exam tables, a surgical table, and various office equipment items including printers and computers. P. Knoecklein asserted that the equipment could most likely be purchased at prices well below clinic-discounted prices. The equipment, located at a practice in Rhode Island, would need to be transported and stored while the clinic is being built out. K. Bartoletti stated she

would gather pricing for local storage units to be used during the build out of the clinic.

S. Doan made a motion for the Board to authorize up to \$10,000 for the purchase of the identified clinic equipment; B. Smith seconded the motion; the motion was passed unanimously.

4. **Grants:** J. Macrina and K. Bartoletti outlined the \$50,000 grant awarded to POA by the Wiederhold Foundation and the conditions that accompanied it. A Board discussion ensued regarding the usefulness of the grant relative to the conditions placed upon the organization in order to receive it. The Board agreed that the terms and conditions of the grant needed to be clarified before moving forward. K. Bartoletti will draft a letter to the Wiederhold Foundation, which will be distributed to the Board for comment and sent before the next board meeting.
5. **Architecture Firm-Clinic Build Out:** S. Doan shared the findings of further due diligence she performed on three architectural firms that submitted proposals for the POA clinic build out. She reiterated from a prior meeting that Russell & Dawson is the only firm with clinic/veterinary experience, which P. Knoecklein supported from an operational perspective, and the references that were contacted provided positive feedback. A discussion ensued revisiting the qualifications of each firm from prior meetings, as well as the open litigation against Russell & Dawson and any potential risks POA might be exposed to as a result. J. Byrne stated that none of the legal actions were brought against the firm by its clients, and none were related to client engagement contracts or service disputes.

S. Doan made a motion to accept the engagement proposal from Russell & Dawson; J. Azzara seconded the motion; the motion was passed with 8 in favor and 1 against.

6. **CT State Employee's Campaign for Charitable Giving (CSECCG):** S. Doan indicated that as part of the organization's membership and affiliation with Local Independent Charities of America (LICA), the Board needed to adopt the CSECCG's Nondiscrimination Policy Requirement in order to remain a party to the campaign. The policy agreement attests that the organization has a non-discrimination policy in place and agrees to incorporate CSECCG language into the existing policy. The Board agreed that such a policy was in place and had no objections to the CSECCG language.

S. Doan made a motion to adopt the CSECCG Nondiscrimination Policy Requirement; B. Smith seconded the motion; the motion was passed unanimously.

7. **Consent Agenda:** J. Price made a motion to accept the minutes of the 2/16/2016 Board meeting subject to the correction of the date referenced in item #3 to 1/19/2016; S. Doan seconded the motion; the motion passed unanimously.
8. **New Business:** J. Macrina notified the Board that a POA volunteer has requested part-time employment with the organization. S. Doan requested that a list of duties and responsibilities for this volunteer be provided before the next meeting. This item will be added to the April 2016 agenda.

9. **Passed Agenda Items:** The following agenda items were tabled until the April 2016 meeting.
- a. March 2016 Treasurer's Report
 - b. Update/Redesign of POA Website
 - c. Leadership Greater Hartford Match Meeting

There being no further business to discuss, the meeting was adjourned at 9:00 p.m. The next Board of Directors meeting will be held on Thursday, April 14th at 6:30 p.m.

Submitted by: Jordan Price