

NDNTA

Executive Meeting Minutes

Date: June 17, 2020 **Time:** 10:14 am **Location:** CC

President, Les Thomas called for an executive meeting at 10:14am.

Roll Call by Secretary, Selina LaFontaine

MHA - Vice President Darin Morsette - **Not Present**

TM - President, Les Thomas - **Present**

TM - Secretary, Selina LaFontaine - **Present**

SL - Treasurer, Doug Svengniy - **Present**

SR - At Large, - Jen Jewett - **Not Present**

There is no Rep for SW

No quorum could be established so we went into discussion on the following Topics from NDNTA Subcontract requirements that are needed before we can hire a contracted person.

Advisory Committee

Anna Barerra-GW

Stacey LaCompt - GW

Doug - Prayer

Prior to receiving \$5k*, the following measures to be implemented by NDNTA

Topic 1: Board approved, legal-reviewed financial policies (currently with legal)

- **Discussion** - **Les** states that he once again left messages with robin out of larson law firm and says they are still in review. Les stated that he told Robin to inform Greg that he has till the end of month or we are going elsewhere. **Doug** states that we should not wait any longer and that this has gone on way too long and we need to reach out to other firms and even if we have to pay a small fee to get this done. Everyone agreed. **Les** states that he has a niece out in WA who works in law and could possibly look over our policies. **Selina** states to Les, to remember you will need to sign a conflict of Interest. **Stacey** states yes Les you will need to do that then remove yourself when there is any discussion or voting on her if the whole board brings her in. Les states ok. **Stacey** asks Selina who was the law firm we worked with in TM again. **Selina** states

BigFire and the Lawyer is Leonika Charging who is from MHA. She reviewed our Personnel, Financial and Conflict of Interest, being that we had already had them typed up, she did not charge us very much for her time or the few updated changes she made so that we were current within the IRS new recommendations for non profits and also with the Fair labor laws in ND. Her charge was less than \$500.

- Second talking point - **Doug**, asked if it is possible to reach out to UTTC BODs lawyer and see if they could review for free. **Stacey** states it would have to go before their chairman. **Les** states he will call Russ and get their lawyers number and ask him if he can do that for us. **Selina** states, wait now so I hear two different things. Doug is asking to go before the UTTC Chairman and ask to utilize their lawyer for free but Les wants to call the lawyer and ask him in which he could charge us. Everyone said yes. Anna states that she likes Doug's suggestion in going before the Chairman and asking as UTTC is a partner and could in kind their services.
- Third talking point - NONE
- Actions to bring before whole board-
 - Action - Selina to reach out to BigFire, Leonika Charging on possibly reviewing as probo or at a small set cost for \$500 or less.
 - Action - Les to request going before UTTC President for NDNTA to utilize their lawyer in reviewing and give the whole board feedback with any additional and or subtraction of language.

Topic 2: Activate 501 c3 status (work with StrenthenND)

1. **Discussion** - Stacey gave an update on the loss of our 501c3 and after lengthy conversation with the IRS and StrenthenND it was recommended for NDNTA to re apply for our 501 c3 and the grounds for this is because NDNTA does not have in its possession the originals from the initial application of the short form. It is recommended by all for NDNTA to apply for the long form and usually takes IRS 6 to 9 months. Stacey states that because of Covid 19 they can expedite the process. Stacey suggests to continue working with Selina and Megan (StrenthenND) on the long form paperwork. Stacey stated that from now on and Selina was doing this as treasurer giving a second person (Selina gave Stacey) all the passwords, usernames to all that is in NDNTA name so that what happen when the previous S/T never happens again.
2. Second talking point- Anna stated that that will also be for the NDNTA Website and there will be a back login for all board members and a google drive back up.
3. Third talking point - NONE
4. Actions to bring before whole board
 - a. Action - Stacey, Megan (StrenthenND) and Selina to continue to work on bringing back our 501 c3 status. Also there will be filing fees associated with the forms.

Topic 3: Board-approved hiring policy and professional services template (currently drafted)

- A. Discussion - Anna stated that she will send out the ones that were drafted back in late 2018 for us to refresh and send out to the new potential law reviewers in there Selina had drafted a hiring contractor/consultant with revisions.
- B. Second talking point - NONE
- C. Third talking point - NONE
- D. Actions to bring before whole board - NONE

Topic 4: “Hiring” Subcommittee in place

- I. Discussion - **Les** asked who do we think would volunteer their time to work on the subcommittee? **Selina** stated we have not gotten a person from the whole board to volunteer their time to any sub committee brought up in past discussions or even when put into action. **Doug** states the executive officers with the advisory committee should do this. **Selina** states that she agrees with this. **Selina** then asks Anna, when does this need to be completed by and does this grant end in August? **Anna**, very good question, yes the grant ends at the end of August which means we have to have the person on board and trained and starting to run the bookings by end of August. **Les** states ok our next monthly board meeting is July 7, and UTTC Meeting is July 3rd if they don't reschedule. **Stacey** states Les they are already looking to reschedule till after the 4th. **Selina** states plus all the work for the 501 c3, I really think we can't wait for a monthly meeting with all of the work that needs attention to and I suggest we ask the whole board to switch temporarily to every other week meeting for updates from the subcommittee and if there are actions needing a vote. The subcommittee should meet weekly until we have this person on board working as this is time stamped critical and we should call for a special meeting next week on these topics and suggestions. Les states for Selina to get this Discussion out to the whole board and he will call for a special meeting with the whole board for next tuesday or Wednesday. Selina also stressed that if we are all conflicting with a morning meeting we can suggest an afternoon or evening meeting. Les states that is a good option to give the board. Everyone agrees.
- II. Second talking point - Anna stated that she was informed by the GW finance department that GW can not give NDNTA the 5K and NDNTA would have to submit for this person payroll through them. Reasoning - It was not a part of the original submission to BIA.
- III. Third talking point - NONE
- IV. Actions to bring before whole board
 - A. Action - Request to change from once a month to every other week BODs meetings until the person is on board.

- B. Action - Request to ask BODs if the Executive officers can work as the Hiring Committee and work on the Subcontract requirements and meet every week in which the subcommittee will give updates every other week to the whole BODs along with any part of the project that may require a vote.
- C. Action - Special BODs Meeting for next tuesday (6/23) or wednesday (6/24) with the option to choose a later time in the day. Suggested times: 10am; 1pm; 3pm; 5pm.

Discussion ended at 11:07am
