Minutes
BoCo LTRG Meeting
February 8, 2022, 10:00am - 12:00pm

Location:
Old Nordstrom at Flatirons Mall (Next to Dicks)
https://goo.gl/maps/owcqGzEocSrJyN89A
1 W Flatiron Crossing Dr, Broomfield, CO 80021
Enter through the east entrance marked "Volunteers"
Take the escalator up to the 2nd Floor
All Minutes and Agendas: http://bit.ly/ltrgmeetings
Recording:
https://zoom.us/rec/share/9yx3-et_cryTx6AjUXqlFPo_3ZsA5p77SlaWGLmAn1ZiK4-6K94Jr8TPccxp2Q.KcC0U54ueugCDzkZ

The purpose of the BoCo LTRG is to support and empower individuals and households affected by the Marshall Fire and windstorm to lead their own recoveries by identifying needs and coordinating assistance on their behalf. The LTRG is a collaborative coalition of existing agencies. LTRG services will be provided without regard to race, creed, color, gender, disability, religious affiliation, documentation status, or sexual orientation.

Present (In Person and Remote)

Anders, Carlene: Disaster Leadership Team
Anderson, Ian: The Salvation Army
Banks, Brennan: Boulder Community Foundation
Baum, Stacy: Catholic Charities
Brown, Valerie: United Policy Holders
Cedar, Matt: FEMA
Chullino, Katie: Bethlehem Lutheran Church
Crowell, Jen: Boulder Area Rental Housing Association
Culver, Jan: WK Real Estate, MRC
Edelstein, Ben: Superior Rising
Eldred, Mary: Boulder County ESF19
Fox, Brenda: MDS
Gerrity, Karen: IMA
Gregg, Mikaela: Town of Superior
Harlos, Kasey: 211 Colorado & United Way
Hernandez, Tatiana: Boulder Community Foundation
Higgins, Kimberly: FEMA
Houston, Mike: FEMA
Huang, Ellen: Broomfield VOAD Emotional Spiritual Care
Huggins, Ann: Sister Carmen Community Center
Hughes, Dennis: American Red Cross
Johnson, Carolina: FEMA
Jones, Joni: Just Serve
Kane, Phyllis: Lutheran Family Services
Knapp, Barb: Spark the Change
Korth, Heather: Our Front Porch
Little, Sarah: Broomfield VOAD
Martinez, Sadie: DHSEM
McCord, Noah: DHSEM
Miller, Anne: DOLA
Welcome

Aaron Titus, Co-Chair, BoCo VOAD, welcomed everyone. This focused primarily on incorporation and governance.

Recap of Last Week

We met all of our objectives during the February 1st Meeting. Several committees met for the first time, we established a Mission Statement, and created initial lists of participants. All meeting agendas and minutes will be posted here: https://bit.ly/ltrgmeetings

No meeting minutes were approved. Minutes will be approved next week, so everyone can review them first.

Incorporation and Fiscal Agent, Community Foundation of Boulder County

Community Foundation of Boulder County (https://www.commfound.org/, or the “Foundation”) has agreed to act as the fiscal agent for BoCo LTRG, provided that we can incorporate, which is a fairly simple process. However, the incorporation process requires that we name initial officers. Today we will need to choose some officers.

Tatiana Hernandez of the Community Foundation addressed the LTRG, and made the following points:

- The Foundation is happy to be the fiscal sponsor for the LTRG.
- Caveat: Because the Foundation accepted cannabis dollars, they are therefore unable to accept Federal dollars for this disaster. This would include CBDGE or DCM funds.
- Aaron and Tatiana agreed that should a need arise to funnel Federal dollars, that is a solvable problem.
- We need collective effort to get this done. The needs are far beyond what philanthropy can provide. We must find and meet people where they are.
- There are hundreds of millions of dollars of unmet needs. The foundation has raised $27.4 million, ~⅓ of which has been allocated to date.
The Foundation has issued financial assistance to 90% of the affected households, independent of whether they own, rent, or are undocumented. They simply ask, “where did you live, and do you need help?”

Note: The BoCo LTRG will not seek 501(c)(3) status at this time because: Extra formalities and paperwork required; the LTRG has many other more immediate challenges; and the Boulder Community Foundation is willing to act as a fiscal sponsor, lending the LTRG its 501(c)(3) status. The LTRG may need 501(c)(3) status in the future, but that is not a priority problem to solve right now.

Staffing

The LTRG will need some paid staff, starting as soon as possible. Tatiana from the Foundation indicated they are willing to sponsor an administrative assistant. She clarified that the Foundation earns 2% fee on incoming funds, which is lower than others. It’s a “gift fee” rather than a “balance fee.” 2% of $27 million is not insignificant. Admin costs for the LTRG would be coming out of Admin fees, not out of grantmaking budget.

Governance

The past week we have been working very hard to create a vision of how the BoCo LTRG should be structured. We’ve had dozens of conversations with experts from across the country, and 250+ pages of reading.

Principles

Governance: Organizations like VOADs are membership-based organizations with almost no budget. Consequently, the members all have a vote, and the stakes are low. In contrast, an LTRG is a community organization, not a membership organization with a significant budget and community trust. Consequently, the LTRG leadership should look like the community, rather than just the member organizations of which it is composed.

Focus: Organizations go off the rails when they focus on bright, shiny objects, and lose focus on their target. For an LTRG, the target must always be the clients or survivors. In practice, this means paying a huge amount of attention to getting DCM right, and then organizing all of the other LTRG activities around the needs identified in DCM. We also need criteria to understand when DCM is complete.

Possible Implementation

As with everything we consider, the following suggestions are simply starting points to spur a discussion.
Government Participation

The LTRG had an extremely thorough conversation about what role that government should have in the LTRG. The LTRG must have an extremely close relationship with government representatives. Government will determine rebuilding, permits, debris pickup, deadlines, waivers, and many other important aspects of rebuilding. On the other hand, experience has shown that if elected officials and government representatives have full voting rights, they can sometimes apply undue pressure on the LTRG to direct resources to a constituency that may not meet DCM criteria. The LTRG and government often have complimentary responsibilities, and fill gaps the other cannot. Sometimes they play off one another. Government officials can be in a difficult position when they must take one position in their official capacity, and then a different position when they serve on the LTRG Board.

Several government partners were present from the Federal, State, and local levels. Most participated in the conversation and generally agreed that government’s role should be limited in some manner.

Aaron facilitated a conversation about four possible models for government participation. Four possible participation models have been suggested for government participation. The group discussed the four options illustrated below.

Option 1:
Voting, Full Participation on the Board

In Option 1, government and non-government participants would be treated exactly the same, serving on the board as well as in officer positions. Government representatives would have full right to participate and vote on the board, and serve as officers (Chair, Vice Chair, etc.)
In Option 2, Government participants could fully participate on the Board of directors in any capacity, but not vote.

In Option 3, Government participants could fully participate and vote on the Board, but not serve as officers of the Board.
In Option 4, Government participants would not serve on the board, but would instead serve on an Advisory Council in a non-voting role.

Discussion

The LTRG ensued in extensive discussion about the pros and cons of each model. Representatives from Federal, State, and Local government agencies were present and actively participated in the discussion. The following points of consensus were reached:

- Everyone agreed that there must be a very tight relationship between government and the LTRG for the reasons first listed in this section.
- There is a difference between the pressures local government staff and elected officials are under. The group felt generally positive about staff participation on the board, but more reticent about elected officials.
- Matt Cedar, and Jack Payne, FEMA, suggested an advisory council without voting rights as a best practice. Government should not have a vote.
- Mike Moore, UMCOR, emphasized the importance that the LTRG not be perceived as a government agency, and thus the officers should probably not be government.
- Sarah Little, Broomfield VOAD, asked if committee chairs would serve on the board.
- Aaron Titus, BoCo VOAD, clarified that has not been decided, but we anticipate that would be the case. Consequently, if a committee chair is a government employee but we banned government from participating on the board, there could be challenges.
- Brenda Fox, MDS, emphasized the importance of ensuring representation is equitable. An Advisory Council casts a wider net to increase the support network.
- Phyllis Kane, Lutheran Family Services, asked if the limited number of government seats would constitute a guaranteed minimum, or a maximum.
Aaron Titus, BoCo VOAD, clarified that the number of seats reserved for government on the Board in Options 1-3 would be a maximum, and not a guarantee. He also emphasized that for Option 4 to work, the relationship between the Advisory Council and the Board must be very close.

Carina Martin, A Precious Child, asked if we could arrange government staff to vote, while elected officials are non-voting.

Aaron Titus, BoCo VOAD, cautioned against that arrangement, as it would complicate matters unnecessarily, and often influence has little to do with votes compared with reputation and relationships.

Garry Sanfacon, Boulder County, recommended one seat per jurisdiction.

Aaron Titus reiterated that we would make this and other decisions by consensus whenever possible, and suggested a model of consensus that would work in this situation: Consensus is that everyone has an opportunity to be heard, have their concerns discussed and adequately addressed so that the person feels comfortable not openly opposing the motion, or in other words, they do not have a “sustained objection.” If more than one person has a sustained objection, then the motion fails.

Converted to voting terms, this is the equivalent to everyone voting “Yes” or “Abstain,” and no more than one “No” vote. The LTRG reached consensus on the final model adopted:

**Option 5:**
Final Hybrid Option

The Board of Directors should have 5-15 members.

The Board of Directors comprises voting, non-governmental organization representatives and a limited number of non-voting government staff members.

The Advisory Council would include any number of elected officials, government staff, and other organizations who cannot or choose not to participate on the board.
● Members should reflect the diversity of the community, have leadership skills, work collaboratively, and have authority to make commitments on behalf of their organization.
● Board participation should be generally limited to those whose organizations are making resources available to the community in coordination with the LTRG, those who represent an under-represented or important segment of the community, those with special expertise or relationships that will further the LTRG’s mission.
● First round of the Board elected by members. Future rounds appointed by the Board.
● Members should retain the right to hold a vote of no confidence on any board member or officer.
● If the qualifying reason for Board membership no longer exists (i.e. if an organization has resources for the community that they are making available to the LTRG, but runs out of resources), any member of the Board should be able to bring a motion to administratively remove that Board member.
● Details of governance will be referred to a Governance Committee to make recommendations consistent with these decisions.

The number of Government Board seats would be limited to some number that will be recommended by the Governance Committee.

Prior to adopting this governance model, the following motion was made, seconded, and carried unanimously:

**To establish the Boulder County Long Term Recovery Group (BoCo LTRG) as an unincorporated association.**

Executive Committee or Board of Directors

As of right now, BoCo LTRG does not need to apply to become a 501(c)(3), however, we may need to do so in the future. Consequently, we recommend setting up a Board of Directors.

Because we technically do not need to comply with non-profit requirements at the moment, we have more flexibility in our governance structure than a non-profit. However, it is also wise to set up our governance in a way that is familiar to donors, will reflect the community, and creates a culture of accountability.

**Consensus:** The LTRG should have a Board of Directors, not an Executive Committee.

Board Chair or President

Should the officers be Chair, Vice-Chair, Secretary, Treasurer; or President, Vice President, etc.?  
**Chair/Vice-Chair:** Inward-facing, implies collaboration and more equality.  
**President/Vice President:** May be more useful for outward-facing purposes. If the Chair/President must interface with the community, participate in public forums, etc., introduction as the “President” of the LTRG may be more understandable by the public.  
**Consensus:** The LTRG Board should have a Chair/Vice Chair, not a President/ Vice President.

Community Engagement Officer

Community Engagement must be a core function of the LTRG.
The Community Engagement Officer’s responsibility to ensure that the Committee reaches out to underrepresented survivor groups is especially important on the Board and DCM Committee. The Engagement Officer would have a PIO function, to make sure that the LTRG is communicating its value and impact, keep the finger on the pulse of community needs (i.e. online, Slack groups, etc.), alert the LTRG of needs or potential problems, etc. The Engagement Officer may act as a community liaison, but their job is to make sure that the LTRG is listening to the community, communicating with the community, and seeking out those without a voice. **Consensus:** The Community Engagement Officer should be a Board Officer and the concept should be considered for committees.

**Executive Director**

We do not need to decide whether to have an Executive Director at this time. However, this subject will probably come up again. Volunteers may not be regularly available. Accountability rules and availability are stronger for paid positions.

**Disaster Case Management (DCM)**

Although there are no decisions that need to be made about DCM, Case Management is the key to keeping the LTRG from going off the rails. In the coming weeks, we will need to pay very careful attention to developing eligibility criteria and completion criteria. DCM will keep the LTRG focused on meeting community needs, rather than using community resources, and drive all of the activities of the various committees. 

Updates: The DCM Committee is beginning to meet. FEMA can authorize a DCMP grant to fund disaster case management, which may be subcontracted to others.

**Website**

One of the most important (and difficult) responsibilities of an LTRG is to communicate with the public regarding our work, mission, priorities, guidelines, eligibility requirements, and impact. To that end, we have registered the domain bocoltrg.org as a way to communicate with the public. However, the website is NOT yet running. Jonathan Pevarnek, Team Rubicon, and Barb Knapp volunteered to set up a simple Wordpress website. Aaron Titus can help with ideas for organizing the site.

**Governance Committee**

The next step is to form a temporary Governance Committee to draft bylaws and share them with the LTRG. We need volunteers to serve on this committee. Fortunately, we have examples to start from. Aaron Titus, Mike Moore, Ian Anderson, Joycelyn Fankhouser and Valarie Brown volunteered to be on this committee.
Formalize the LTRG

Based upon the discussion so far, we have enough information to take our first steps to formalize the LTRG. The first step will be to hold elections for five Board of Directors officers. This will give us enough information (and authority) to incorporate the LTRG. Floor nominations for Chair, Vice Chair, Secretary, Treasurer, and Community Engagement Officer were taken. Before elections were held, each nominee introduced themselves to the group. Phyllis Kane questioned whether we were ready to hold elections, since membership requirements and officer responsibilities had not yet been established.

Aaron Titus suggested that creating positions and identifying officers now will jumpstart the process of creating the LTRG, but that the concerns were valid. The question on how to proceed was opened for general discussion.

Consensus: Today’s elections will be for interim officers, who would be empowered to start the work of the LTRG. After bylaws are adopted, formal elections will be held.

Elections

Elections by secret ballot were held. Individuals participating online were asked to participate, but none did. Votes were counted by two volunteers who were not nominated for any position. The following individuals were elected:

- Interim Chair: Aaron Titus
- Interim Vice Chair: Lisa Rice
- Interim Secretary: Ian Anderson
- Interim Treasurer: Mike Moore
- Interim Community Engagement Officer: Kevin Peed

Motions

After the elections, the following motions were made, and each carried unanimously.

1. To direct the Chair to incorporate BoCo LTRG as a not-for-profit Corporation under the laws of the State of Colorado, and to obtain an Employer Identification Number (EIN) from the IRS. The legal name of the entity will be “Boulder County Long Term Recovery Group, Inc.” Note: BoCo LTRG will not apply to be a 501(c)(3) at this time.

2. To create a temporary Governance Committee composed of the following members, as well as those deemed necessary by the Chair of that committee, to draft Bylaws, recommend membership requirements, and draft and other policy documents for the operation of BoCo LTRG, which will be ratified at future dates. The Governance Committee: Aaron Titus, Mike Moore, Ian Anderson, Joycelyn Fankhouser and Valarie Brown

3. To direct the Chair to request the Boulder Community Foundation (Community Foundation) to serve as the BoCo LTRG’s fiscal agent and registered agent. If the Community Foundation accepts this request, to appoint the Community Foundation to be the fiscal agent and registered agent of the BoCo LTRG.

4. To direct the Chair to negotiate and execute a Memorandum of Understanding (MOU) with the Community Foundation outlining the relationship between BoCo LTRG and the
Community Foundation. To further direct the Chair to share the details of the MOU with the BoCo LTRG membership.

5. To request and authorize the Community Foundation to hire an administrative assistant to assist the LTRG Board, to assist with the business of the LTRG.

Immediate Next Steps

- Identify Leadership- committee chairs
- Operating committees
- Create basic organizational documents, policies, and guidelines

Next Meetings

Committees should begin meeting right away. Establish committee and full LTRG meeting schedule.