OLESS Minutes

(Old Lyle Elementary School Supporters)

October 12, 2020 at 6:00 PM

Mission: Working together to preserve and maintain the Old Lyle Elementary School building and park as an activity center and green space to improve the quality of life for the Lyle community.

Attendees: Stefanie Boen, Don Starkin, Julie Larson, Rocky Shultz, Kevin Oldfield, Kelly Johnson (Note Taker)

1. Introductions of guests - Michele Jasperson, Farmers Insurance Representative

2. Overview of D&O insurance Quote from Farmers

- What is D&O coverage for? Covers individuals and board for each occurrence regarding "intellectual" activities (i.e. practices)
- What is general liability for? Bodily Injury/physical claims
- Employment practices Covers contractors filing claims
- Should OLESS request any proof on insurance from the School District? OLESS should know what general liability the school covers. Kelly to reach out to Ann Varkados for coverage information.
- Offer of optional coverages What is this?
 - Fiduciary liability Offers coverage regarding mistakes in money
 - Defense within limits if we take discount defense and settlement falls within or under limit.
 Otherwise, money comes from board members pockets
- Coverage for small renters, Bday's etc.
 - o All events are exposures to the board. All events should require coverage from the host/renter.
 - Wedsafe.com for short term renters insurance
- Does our MOU give us coverage? Yes, to some degree. Depends on the lawyer.
- OLESS board votes on purchasing D&O insurance from Farmers Kelly abstains due to conflict of interest. Board votes to purchase coverage in the following manner:
 - Separate Limits \$1,000,000 plus Fiduciary
 - Yes on Option 1 Fiduciary Liability
 - No on Option 2 Defense within limits 15% credit
 - Kelly to request quote from Farmers

3. Review and approval revised September minutes - Approved

4. Treasurer's Report - Don

- Don's last month as Treasurer will be December 2020. Don is willing to prepare the December report for January's meeting but will not be attending the meeting.
- Steffanie Johnson anticipated to take over fully on January 1, 2021
- Update on Steffanie's training on treasurer duties
- Rocky to meet with Don and Stefanie for training
- Stefanie Boen to sign off on audit of 2018 Treasurer Reports Don to give sheets to Stefanie. Stefanie
 to call Don and make plan.
- 2019 & 2020 Treasurer reports will need to be audited Stefanie Boen to audit

5. Rental Insurance

- All non-sponsored events and rentals needs to be insured
- 05/05/20 Status: Below is the response from Kari at McCoyHolliston:
 - 1. A birthday party, wedding shower, baby shower etc. ask them if they have a homeowner's or renters policy that will extend coverage for their event. This should be the first thing asked and it won't cost the renter anything. Their agent will give you a certificate showing they have coverage.
 - If they don't have coverage that can be extended please ask them to quote the event online
 <u>specialeventinsurance.com</u>. If this the route they need to use, then they should quote 1,000,000 liability limit and list OLESS and CEKC as additional insured
 - **3.** A contract should be in place for short term rentals:
- 05/12/20 Status: Don to get quotes for D&O coverage from additional insurance providers. Kari is looking into current coverage will quote us a new policy if she feels it's necessary.
- 06/08/20 Status: Jonathan Blake to send form to OLESS for short term rentals. Need approval through CEKC for all OLESS Activities, no fiscal sponsorship written at this time. May be able to be written into fiscal sponsorship. Waiting to see best process to set up. OLESS is to supply the school board with proof of insurance. Consider spend down of grant money and start own insurance policy and move away from fiscal sponsorship. Kelly to email Linda and Jonathan with feedback from OLESS board. OLESS to get hold harmless agreement from insurance company to avoid special occasion insurance/special event. Jonathan Blake to send agreement to Kelly.
- 07/13/20 Status: Agreement received from Jonathan. Kelly to combine document with current rental form and send to Jonathan and OLESS board for approval.
- 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
- 09/14/20 Status: CEKC-OLESS Facility Lease and Indemnification Agreement, McCoy-Hollison has implemented a new policy for all CEKC subsidiaries. All renters (short term and long term) must sign the Facility Lease and Indemnification Agreement.
- 10/12/20 Status: Continue with MOU and CEKC-OLESS Facility Lease and Indemnification Agreement until insurance details are all addressed.

6. Director and Officers Insurance - Don, Kelly

- Don Overview of Quote: See email from Don. D&O quote sent out in email, all board members to review and respond via email. Discussion regarding insurance. Kelly to discuss information with Linda and get copy of certificates from Jonathon.
- Kelly Overview of conversation with Jonathan Blake of McCoy Holliston General Liability insurance through CEKC, posted to expire 6/1/2020. Jonathan to confirm that OLESS has Directors and officers insurance. Kelly to follow up with Jonathon Blake to know exactly how we are insured. Unclear of what we really have. Able to change criteria of events based on writing of fiscal sponsorship. We need clear definition of coverage. Kelly to follow up the Jonathan and Linda.
- 07/13/20 Status: Kelly to draft email for board's approval to send to Jonathan
- 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
- 09/14/20 Status: OLESS can not get D&O under the CEKC policy because all subsidiaries are considered volunteer and advisory to CEKC's board of directors. Therefore, OLESS is not considered Directors and Officers. OLESS can get Errors and Omissions (E&O) through CEKC.
- 10/12/20 Status: OLESS board voted to purchase D&O from Farmers. This item is considered resolved.

7. Drafting a Fiscal Sponsorship Agreement

- All OLESS contractual agreements must first be approved by CEKC?
- Review of consistency between bylaws and practices
- OLESS meeting requirements

- CEKC renting from OLESS Appropriate way to move money
- Kelly to draft fiscal sponsorship agreement using template from CEKC
- 05/08/20 Status: First draft emailed to OLESS board
- 05/12/20 Status: Board to go over first draft and email Kelly with feedback.
- 06/08/20 Status: 1st draft was sent out to group. Linda responded and Kelly emailed back to Linda with more questions. Waiting for feedback from CEKC. Refer to email from earlier today.
- 07/13/20 Status: Waiting for feedback from CEKC.
- 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
- 09/14/20 Status: TBD until insurance gets figured out
- 10/12/20 Status: TBD until insurance gets figured out

8. Events & Rentals - Emily

- Current COVID phase 2 -https://www.governor.wa.gov/sites/default/files/SafeStartPhasedReopening.pdf
- Mindy Rude's Request Kevin to provided details
 - Every Thursday through next month Teacher from White Salmon School District helping kids with language barrier issues
 - PO? Kevin to contact Mindy to get details
 - Proof of insurance Kevin to request from Mindy
 - Kevin to let Mindy know that rooms are not cleaned after each use and she would need to address that issue.
- Strong Women meet Monday, Wednesday and Friday 8-9AM
- Strong Women want to use building again- All OK with it.

9. State Grant Status - \$1,409.82 balance

- Paint baseboards Don is working on project himself
- Chuck Hunter emailed on 01/23/20 asking if we will be using the funds. We need to decide how to spend this money relatively soon.
- Maybe work party?
- 03/03/20 Status: Rocky and Don to lead planning of event. Others to help once plan is in place.
- 05/12/20 Status: COVID hiatus.
- 06/08/20 Status: Consider purchasing items for baseboard project in order to complete grant
- 07/13/20 Status: No actions at this time due to COVID.
- 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
- 09/14/20 Status: No actions at this time due to COVID restrictions.
- 10/12/20 Status: Stef and Don to look for old reader board quote so we can purchase and get this grant closed out.

10. Building Issues

- Katrina to up cleaning schedule to every other week Kelly to ask Katrina
- Fire Extinguisher group no longer in business.
 - Don to find new inspector.

- Kelly to update building maintenance log.
- Missing fire extinguisher Inspector to replace
- Measurements of Building Ask Robert, Robert not present. Don to measure.
- Relocation of BBQ
 - Compliance considerations
 - Needs to be investigated regarding county compliance TBD
 - 05/07/19 Status: Kelly met with LHS Super Intendent and speaker for the school board, Barbara Mills. TBD after review of RCW's.
 - o 06/04/19 Status: TBD after review of RCW's. Kelly to reach out to Ann
 - o 07/02/19 Status: Meeting cancelled due to no quorum.
 - o 08/06/19 Status: Kelly to notify stake holders about notifying county
 - 09/03/19 Status: Kelly spoke with Ann. Ann to see is she can find any information before we approach the county.
 - 10/01/19 Status: Ann confirmed that the school has no permit on file for the Pavilion.
 - 02/04/20 Status: All stakeholders have confirmed no permits on file. OLESS board needs to vote notify county. Yes, board believes we should notify the county for a permit.
 - 02/15/20 Status: Kelly spoke with permits specialist for Klickitat County. She said the maximum square footage for a non-permitted structure is 100 square ft. However, there are efforts to change it to 200 square ft. So, if the building is 200 square ft. or less we should wait to see if the update goes through.
 - o 03/03/20 Status: Kelly to measure.
 - 05/12/20 Status: Pavilion is 16ftX36ft (576 square feet). Kelly to call county about getting it permitted.
 - /06/08/20 Status: Need structural engineer to certify and then turn in an application. Building permit application located on website. Tennison or Bell in Bingen, John Grimm, Pioneer Engineering in Goldendale. Anyone with at WA license. Julie to request quote.
 - o 07/13/20 Status: Quote received for \$4,100. Kelly to meet engineer on July 16th for additional quote.
 - o 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - o 09/14/20 Status: Julie to follow up
 - 10/12/20 Status: Julie had to leave meeting early

11. Inside Lock Box

- How many keys are inside?
- What do they do?
- 09/14/20: Robert not present
- 10/12/20 Status: Robert not present

12. New Board Member Orientation Document

- What needs to be added or changed? Add lock box information: enter before and to return key. Must enter code to return key. Kelly to add to document.
- 06/08/20 Status: Kelly to make updates to document and send out to board for review.
- 07/13/20 Status: Kelly to add box and padlock codes for box located at the south building and then post the document

- 08/10/20 Status: CEKC's bylaws are we governed by them?
- 09/14/20 Status: CEKC's bylaws are we governed by them?
- 10/12/20 Status: No, OLESS is not governed by CEKC's bylaws. OLESS is bound by the Washington State Non-Profit handbook to generate and follow its own bylaws. OLESS is bound to CEKC by their Fiscal Sponsorship Agreement. Kelly to remove this portion from the New Board Member Orientation Document. This item is considered resolved.

13. Review of findings between bylaws and assigned documents

- Kelly
 - Washington State Non-profit Handbook
 - > 07/13/20 Status: No actions at this time
 - ➤ 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - > 09/14/20 Status: No actions at this time
 - > 10/12/20 Status: No actions at this time
 - Fiscal Sponsorship Agreement between CEKC and OLESS Still in process so is malleable at this time. Waiting for feedback from Linda Williams.
 - > 07/13/20 Status: No actions at this time
 - 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - > 09/14/20 Status: No actions at this time
 - 10/12/20 Status: No actions at this time
- Kevin 2016 Lease Agreement between CEKC/OLESS and LSD
 - Insurance requirements stated in lease agreement Is our current plan compliant? Johnathan Blake confirmed that OLESS insurance is compliant on 06/08/20. Notification of insurance to LSD needs to be done in accordance with lease agreement. Treasurer to perform this duty. Kelly to get document from Jonathan for Treasure to report.
 - 07/13/20 Status: Not Present at Meeting
 - o 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - o 09/14/20 Status: No actions at this time
 - o 10/12/20 Status: No actions at this time
- Rocky Washington Department of Commerce Grant Rocky was out of the room at time of overview.
 Will get updates at next meeting
 - 07/13/20 Status: Not Present at Meeting
 - 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - 09/14/20 Status: No actions at this time
 - 10/12/20 Status: No actions at this time
- Julie Educational Revised Codes of Washington (RCW's) No updates at this time.
 - o 07/13/20 Status: No actions at this time
 - o 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
 - o 09/14/20 Status: No actions at this time
 - o 10/12/20 Status: No actions at this time

14. Sign for Roof Issue - Kids on roof

- Kelly to email Ann Varkados to see about verbiage/options
- 08/10/20 Status: Meeting cancelled due to COVID phase 2 revisions
- 09/14/20 Status: No actions at this time
- 10/12/20 Status: No actions at this time

15. Building Maintenance Schedule

- VP will track
- Schedule will be located on the LAC website
- Needed additions? All to look over and tell Kelly if additions are needed
- 10/12/20 Status: All agree current Building Maintenance Schedule is complete. Kelly to post on LAC website.

16. Incident and Corrective Action Tracking

- Do we want to generate a formal tracking procedure for incidents and how we correct them?
 - > Trip and fall on steps
 - ➤ Graffiti
 - > Kids on roof
- Kelly to generate format
- 10/12/20 Status: No actions at this time

17. Elections - OLESS Bylaws state that elections are in November

- Stefanie to generate election roster
- Recruiting new board members
 - All to ask around
 - o Kelly to add advertisement to the website

18. Open Forum

ACTION ITEMS:

Don:

- Find LAC building measurements
- Find new inspector for fire extinguishers
- Send new inspector for fire extinguishers information to Kelly
- Locate old reader board quote
- Meet with Stefanie Boen to give her the 2018 Financial Audit paperwork
- Look over LAC building maintenance and email Kelly with additions Complete
- Make appointment with Steffanie and Rocky to go over Excel spreadsheet for Treasurer related expenses
- Email about verbiage for sign regarding kids being on roof
- Begin training Steffanie on Treasurer related duties
- Go over first draft of Fiscal Sponsorship agreement between CEKC and OLESS
- Read 2016 lease agreement looking for details about educational RCW's
- Schedule and manage baseboard painting project

- Give baseboard painting receipts, pics and copy of checks to Kelly for reimbursement
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting
- Talk to KPUD to find out what would be involved to increase community share of water for greenspace:

Emily:

- Update Ruth with OLESS board responses to her questions
- Update Google business listing
- Update any Google and Facebook information listing Marsha Pope's contact information
- Update MOU Word Doc for Top Gear Driving School Rental
- Create flier for LAC to hand out at events
- Email Facebook about removing old LAC page
- Post pictures of last year's Halloween Trunk or Treat Event on social media outlets

Julie:

- Look over LAC building maintenance and email Kelly with additions Complete
- Ask the Lyle Museum about management of items in the glass case in LAC hallway
- Get dumpster key from Robert to give to WAGAP
- Update board with details about LAC request as COVID testing site
- Place heater in storage closet
- Review D&O quote sent out by Don
- Email about verbiage for sign regarding kids being on roof
- Work with LSD to determine what educational RCW's are applicable to the LAC
- Check out details on listing the LAC as a WiFi hot spot on the OSPI
- Go over first draft of Fiscal Sponsorship agreement between CEKC and OLESS
- Read 2016 lease agreement looking for details about educational RCW's
- As Facebook administrator, work with Emily to transfer authority to the LAC Activity Manager
- Work with LHS to see if students can earn leadership credits for helping at the LAC
- Work with local community groups to generate community calendar
- Follow up with Ann about receiving donation of basketball hoop
- Work with Kevin regarding community service hours for LHS students
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting

Kelly:

- Add board member recruitment to website
- Post LAC Building Maintenance on website
- Update OLESS New Board Member Orientation Document to remove CEKC's bylaws as a governing document
- Ask Katrina to start cleaning every other week at the LAC and to pick up garbage in green space
- Update building maintenance schedule with new fire extinguisher inspector information
- Request evidence of coverage from LSD No 406
- Request quote from Farmers as voted on by board
- Request D&O Quote from Farmers Insurance Complete
- Add crime and incident reporting procedure to New Board Member Orientation Document Complete
- Generate Incident and Corrective Action tracking process
- Generate Incident and Corrective Action Report for the trip on steps
- Generate Incident and Corrective Action Report for graffiti incident #1
- Generate Incident and Corrective Action Report for graffiti incident #2
- Generate Incident and Corrective Action Report for kids on roof
- Send combined rental request form to Jonathan Blake and OLESS Board for approval
- Quote for sign to deter kids from getting on roof
- Review D&O quote sent out by Don Complete
- Get proof of coverage from Jonathan for Treasure to present to LSD No. 406
- Go over WA State Non-Profit Handbook and Fiscal Sponsorship Agreement and compare to OLESS Bylaws to confirm compliance.
- Read 2016 lease agreement looking for details about educational RCW's
- Update any Stripe information still listing Marsha Pope Complete
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting
- Look into window rebates from PUD
- Add Gorgeswap to LAC website
- Fix stairs at entryway on west side of building When weather allows, Interface with Klickitat County about entry way/ADA accessibility on North/West portion of building
- Write grant request for 2021 Consider daycare requirements

Kevin:

Kevin to contact Mindy to get details about PO

- Request proof of insurance from Mindy
- Let Mindy know that rooms are not cleaned after each use and she would need to address that issue
- Look over LAC building maintenance and email Kelly with additions Complete
- Review D&O quote sent out by Don Complete
- Email about verbiage for sign regarding kids being on roof
- Go over 2016 Lease agreement between OLESS/CEKC and LSD and compare to OLESS Bylaws to confirm compliance.
- Go over first draft of Fiscal Sponsorship agreement between CEKC and OLESS
- Read 2016 lease agreement looking for details about educational RCW's
- Get copy of form from Char. Informational form from non-profit to parents
- Work with Julie & LHS to see if students can earn leadership credits for helping at the LAC
- Reach out the LHS about community service hours for students
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting
- Fix stairs at entryway on west side of building When weather allows, Interface with Klickitat County about entry way/ADA accessibility on North/West portion of building

Robert:

- Look over LAC building maintenance and email Kelly with additions
- Purchase copy of dumpster key for WAGAP and give to Julie Larson
- Give receipt for dumpster key and painting supplies to Steffanie for reimbursement
- Determine appropriate watering for green space
- Install rack in Supply Room
- Investigate entry way heater issue
- Investigate rugs for hallway
- Construct a cage around the HVAC unit
- Investigate wireless thermostats for heaters for two rooms
- Investigate contacts to potentially restore chimney
- Replace boards near skate park as soon as the weather allows 8 total
- Investigate roof leak in boiler room Flashing has been replaced.
- Replace timer for outside faucet
- Change four fixtures in cat rescue room
- Replace hose with PVC pipe
- Replace electrical box by the BBQ with outlet with USB port

Investigate repair of door bar closest to skate park

Rocky:

- Meet with Don and Steffanie for backup training on Treasurer duties
- Look over LAC building maintenance and email Kelly with additions Complete
- Review D&O quote sent out by Don Complete
- Email about verbiage for sign regarding kids being on roof
- Go over Washington Department of Commerce Grant and compare to OLESS Bylaws to confirm compliance.
- Go over first draft of Fiscal Sponsorship agreement between CEKC and OLESS
- Work with Vern the generate plan for staining NWP
- Read 2016 lease agreement looking for details about educational RCW's
- Plan baseboard painting project
- Research options for counter top in pavilion
- Check out Mt Adams Chamber and Dallesport News Letter for advertising space for room rentals
- Look into covers for hallway ceiling lights
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting

Steffanie Johnson:

- Make appointment with Don to go over spreadsheet
- Look over New Board Member Orientation document
- Begin training with Don on Treasurer related duties

Stefanie Boen:

- Locate old reader board quote
- Audit 2019 Financial Reports
- Audit 2020 Financial Reports
- Sign off on 2018 Financial Audit report
- Meet with Don to get 2018 Financial Audit paperwork
- Look over LAC building maintenance and email Kelly with additions Complete
- Review D&O quote sent out by Don Complete
- Email about verbiage for sign regarding kids being on roof
- Go over first draft of Fiscal Sponsorship agreement between CEKC and OLESS

- Read 2016 lease agreement looking for details about educational RCW's
- Generate board member tracking form
- Make Thank You's from the Lyle Activity Center
- Send Thank You to Janette Petty
- Research storing documents on Weebly site Moved to Kelly's action items
- Work with Don and Kelly to generate audit work instruction and documentation process for internal auditing of OLESS/CEKC checking account
- Research cloud space/best form to store OLESS documents Moved to Kelly's action items
- Manage documentation of audit findings
- Begin tracking donation forms Kelly will send you the form. No need to retroactively track.
- Begin tracking volunteer hours Kelly will send you form. No need to retroactively track.
- Review WA Non-Profit Handbook for review at next meeting:
 https://www.sos.wa.gov/_assets/corps/washington-nonprofit-handbook-2018-edition.pdf
- Review bylaws for review at next meeting
- Instagram Follow up on Brielle's email (Forwarded from Marcia B)

Vern:

Manage flags appropriately/legally - Ongoing

PARKING LOT

- Generate more formal lease agreement other than MOU that is currently in use
- Relocate BBQ
- Determine how many alarm codes exist in the alarm system
- Cycle Oregon Research possibility of becoming a stop for Cycle Oregon as a Fundraiser
- Car Club Ride Fundraiser
- Resolve issue of perpetual loss of the key in key box outside
- Replace West facing doors on North end of building
- Seal the tops of the bricks around the pavilion and maybe make it a counter top
- Generate Routine Maintenance Schedule for the building
- Outdoor exercise park Skyline Foundation interested in hearing about a project at the LAC for potential donation
- Resolve issue of people pulling picnic tables over to building and on crawling roof. Perhaps post a trespassing sign?
- Thatch green space

- Generate process for requiring proof of insurance from renters and/or green space users Insurance
 Requirements Once figured out needs to be added to the form. Kari from McCoy Holliston may have
 a way to link them to the necessary insurance.
- Liability Clause Add question "Do you have liability insurance?"
 - Add section about alcohol
- Create LAC Activity Manager email address so impact of personnel changes are minimized
- Create process for renting tables and chairs to green space users
- Work Instruction for draining pipes in the winter
- Sound system
- Humanities of Washington Affiliate of National Endowment for the Humanities, Do we want them to give presentations at LAC?
- Cleaning work parties
- Should tree lighting ceremony be an annual event
- Open house for completion of restoration grant Maybe Gina Mosbruckers performs ribbon cutting ceremony
- Look over statement of work for Housekeeping and consider adding kitchen and popcorn maker
- Area above boiler room needs fascia to keep the birds and bats out
- Projector for rental
- Mixing valve in janitors closet needs to be replaced
- Fire inspections requirements?
- Greenspace How to reduce water bill
 - Low flow sprinkler heads
 - Community contribution
 - Sharing expenses with LHS
- Reader board
- Sell fence space on Hwy 14 for advertising
- Relocation of HVAC
- Where do we go from here?
 - Planning session for reimagining LAC
 - Reach out to community
- Gorge Grown kiara@gorgegrown.com (503) 490-6553
- OLESS business plan
- Future funding for OLESS/Fundraising
- Solar panels to replace outlets
- Relocate bench to south-east portion of building
- Advertise glass on website

- Identify way to remedy issue with heat being left on in the rooms
- Develop program for orientation for new board members Complete
- Should we generate a common place to document everyone's contact information
- Puncture vine How to control
- People/renters are not leaving the rooms as the found them, even with a checklist New ways to manage.
- Lost and found procedure
- Generate scale for charging for-profit entities that want to use space

Next General Meeting Scheduled:

Monday November 09, 2020 at 6:00 PM via Conference Call Facilitated by Secretary, Stefanie Boen