

Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
Tuesday, January 23, 2018 at 6pm
Chair: Jennie Hill, Board President

Action Item 1: Board member removed

Present: Jennie Hill (Pres.), Laurie Thompson (Treasurer), Lou Ella Hill, Dennis Russell, Charles Frankfort (Vice Pres.), Salome Baugher, Rev. Rod Ronneberg, Alan Biskey (Sec.), Sarah Crenshaw, Pamela Patrick, Andy Beasley, Lance Barton (Exec. Dir.).

Not present: Tom Montgomery

Minutes:

Meeting opened in prayer. Minutes approved. Board members introduced themselves and new members were welcomed.

Lance gave a brief overview of bylaw changes in 2017 and an introduction to all board members of the push to improve decision making abilities on the board. Some of the decisions the board will make in the coming year include: how to improve consistency to our mortgage structure, as well as address and consider changes to inconsistency with our current portfolio of 37 mortgages; have the board define what “graduating” from Habitat for Humanity looks like; a second location for the ReStore; increased building capacity; initial strategy for a development in Waynesboro. Lance gave a demonstration of the Board Member Portal through our new website at www.sawhfh.org.

At 6:43 pm the board went into Executive Session. The meeting resumed at 7:51, a motion was made to remove _____ from the Board of Directors under Section 2.5 of the bylaws, specifically “Failure to actively participate and support Board activities and decisions, Failure to actively participate and support Board Committee activities and decisions, Failure to attend three (3) Board meetings without notice in a single calendar year”. There was no further discussion and the vote was unanimously approved with 1 abstention from a new board member.

Financials are on target overall. Salaries and benefits is running about 2.5% and continues to be monitored by the staff and board. ReStore sales have broken historical records for 12 months in row. Mortgage and CHR payments are currently at 0% delinquency. Audit results will be put off until the next board meeting.

Gala preparations continue. We are expecting 262 (200 original goal) in attendance and might see an increase of up to \$5000 over the budgeted amount of \$27,500. Income is at \$67,000 which is just \$2,000 short of the original overall goal of \$69,000.

Panelized build continues to go up very quickly. 520 B Street is close to completion. We hope to close by end of February. The workforce from the Middle River Regional Jail has begun working on the construction site and initial response is very positive. We are providing transportation for these workers and need to address this issue at the next board meeting. The organization is looking into using this workforce to help in the ReStore. Neighborhood Stabilization Funds have been used on 2 properties including 520 B Street. These funds have been put on hold for an estimated 2-3 weeks. They are expected to restart at that point.

Meeting Closed at 7:40pm.

Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
02/27/2018 Chair: Jennie Hill

In attendance: Jennie Hill, Chair; Dennis Russell; Laurie Thompson, Treasurer; Sarah Crenshaw; Pamela Patrick; Salome Baugher; Lou Ella Hill; Andy Beasley; staff: Lance Barton, Exec. Dir., Tammy Rowzie, Finances, Anthony Whitehead, Family Partnerships.

Not in attendance with proxy votes: Charles Frankfort, Vice Chair (proxy); Alan Biskey, Secretary (proxy), Rev. Rod Ronneberg.

Meeting opened in prayer at 8pm following a planning session from at 6pm. Minutes from January Board Meeting were approved without discussion (LH/DR).

Reports:

Treasurer gave the **financial report**, staff and board continue to monitor wages as they are currently 15% high in the ReStore and 8% high in the affiliate. The reasoning is increased sales in the ReStore (15% above budget) and increased construction activity in the affiliate. **Audit Results and Management Letter** (LB, TR) were reviewed. The auditors were not able to make two previously scheduled meetings and another attempt will be made before the next board meeting. **Gala Results** (JH) ended with over \$88,000 for programs and an ROI of 294%, it was considered very successful.

Old Business:

Construction Update (JH) discussed that 130 Stafford is very close to “closed in” and the foundation is starting at 126 Stafford for work with the Caravanners beginning in March. 520 B Street is very close to completion, and work continues on 110 Stafford. **ReStore Update** (JH), a new assistant manager will start working on March 20. Sales continue to increase and Bill M thinks we could top 300k in sales by years’ end. Two **interns** will be working at SAWHHF during June and July, they will work with Lou Ella Hill as an assessment team to interview past homeowners and residents in the neighborhood we are working in. **Board Retreat** is scheduled for April 21.

New Business:

Anthony Whitehead presented two family partnership candidates as recommended by the **Family Partnership** Committee, both families were unanimously approved (LH/PP & LH/SC).

Vote on Policies and Board Resolutions:

- I. **Basement/Shed Policy**. This policy is a combination of two existing policies, no changes to either were made: Vote to combine policies accepted (LT/AB)
Unanimous
- II. **Criminal Background/Sex Offender Policy**: Vote to adopt as presented (DR/PP)
Unanimous, 1 Abstain (AB)

- III. **Garden Policy:** This policy is tabled to investigate donor intent for the property used as a community garden.
- IV. **Closed on Monday:** Vote to remove policy accepted (SB/SC) Unanimous
- V. **Home Cleanliness:** Vote to remove policy accepted (DR/SC) Unanimous
- VI. **20-year cap on mortgage:** Vote to remove policy accepted (LH/DR) Unanimous
- VII. **Homeowner Partner Selection:** Vote to adopt as presented accepted (DR/AB) Unanimous
- VIII. **Family Support Policy:** Vote to adopt as presented under the condition that it be reviewed and returned to the board within 90 days (PP/LT) Unanimous
- IX. **Management Safety Policy:** Vote to adopt as presented under the condition that it be reviewed and returned to the board within 90 days (PP/LT) Unanimous
- X. **Safety Plan:** Vote to adopt as presented under the condition that it be reviewed and returned to the board within 90 days (SB/AB) Unanimous

Habitat for Humanity Covenant: consensus agreement and signed by all board members present. **Quality Assurance Checklist:** unanimously approved by the board. **Anti-Money Laundering resolution:** accepted by unanimous vote and signed by the chairman of the board. Board Chair delegated the development of a “**land use/land bank policy**” to the Real Estate/Construction Committee, results to be brought back to the board at the next meeting. Board Chair delegated the development of a statement from the ReStore Committee of the “**purpose of the ReStore**” and the **profit percentage goals** for FY19. Create committee for **Deed Restrictions:** this was tabled until the next Board Meeting Board Chair delegated to Outreach Committee to **define annual Volunteer Awards** Board Chair delegated to the Finance committee to evaluate **Investment Policy** and return with findings and recommendations by the Board Retreat on April 21. Board Chair activated the **nomination committee** for potential new board member, this committee is chaired by Charles Frankfort (Vice Chair) and volunteers to serve for this nomination are Pamela Patrick and Dennis Russell. Board Chair called for an **ad-hoc committee to evaluate the safety policies** in place and present finding/recommendations at the next board meeting. A tally of **Board Members on Board Committees** was made: Real Estate/Construction is Charles Frankfort, Salome Baugher and Andy Beasley. Outreach Committee is Alan Biskey and Dennis Russell. Family Partnership is Lou Ella Hill and Jennie Hill (monitor). Finance Committee is Laurie Thompson (Treasurer) and Jennie Hill. ReStore Committee is Charles Frankfort and Laurie Thompson.

Meeting Closed

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors Meeting MINUTES
March 27, 2018 at 6pm
Chair: Jennie Hill**

Action Item 1: Land at Theado & Heydenreich recognized as an unrestricted gift

Action Item 2: Annual Awards reviewed and guidelines accepted as policy

Action Item 3: Preparations for annual Board Retreat

Attended by: Jennie Hill, Chair, Laurie Thompson, Treasurer, Alan Biskey, Secretary, Charles Frankfort, Vice Chair, Louella Hill, Pamela Patrick, Sarah Crenshaw, Rev. Dennis Russell, Salome Baugher, Lance Barton, Dir.

Not present: Rev. Rod Ronneberg, Andy Beasley.

Minutes:

Meeting opened in prayer. February minutes approved. Financial report accepted. Meeting with auditors went well with four board members attending. Following an incident involving a Board Member who had been dismissed, the Board was reminded that the organization is committed to operating with integrity and transparency and will not discuss internal issues regarding personnel and board members with uninvolved third parties. All concerns from the public are to be addressed by the Board President, the Executive Committee, and/or the Executive Director at which time they will be reported to the rest of the board. The land being used as the **community garden** at Theado and Heydenreich was found to be an unrestricted gift and the policy to make it a "permanent garden" was overturned (M: CF, 2: LH, UNAN). Louella will be talking with area residents and garden clubs to gauge their interest in its further use and report back to the board. The Outreach Committee made recommendations to continue evaluating and making recommendations for **annual awards** based on the following criteria: Millard Fuller Award presented every three to five years for distinguished service, John Zinn Award presented annually to the volunteer of the year, Distinguished Service and Innovation Award presented annually by the affiliate staff for those contributing an unusual level of commitment and/or innovation on behalf of the organization (M: CF, 2: LH, UNAN). **Policy for Land Bank/Land Use** is tabled until end of fiscal year. **Property offered in Verona** was declined due to condition and expense of moving the two houses. **ReStore Purpose and Profit Policy** is tabled until end of fiscal year. 5 Board members attended a homeowner program orientation. Draft of revised **Safety Manual** to be tabled until May board meeting. The annual **Board Retreat** will be held on Saturday, April 21 at 9am. The Retreat will begin with assessment findings by Habitat for Humanity International representatives during the week prior. The reason for this voluntary assessment by HFHI is: "on an annual basis the organization will do some kind of assessment and the request from this organization for this assessment demonstrates our commitment to constant improvement... it's always good to stop and evaluate how things are going...the SWOT analysis is one of the most engaging ways to evaluate the different perspectives of the board and staff members...the organization is committed to an annual assessment followed by the Board Retreat... a full assessment is recommended every three years and the Capacity

Building grant includes covering the cost of a full assessment and formal evaluation, which may be difficult or cost-prohibitive under normal circumstances...we are building/rehabbing 4 homes right now and that makes it even more important to monitor and evaluate this growth". The first **Care-a-Vanners** will be arriving April 2, followed by a second group on April 16. A van has been purchased to help transport volunteers to the work-site. The annual report is being prepared for distribution in June.

The meeting was adjourned at 8:40.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors Meeting & Annual Retreat MINUTES
April 21, 2018, 9am – 5pm
Chair: Jennie Hill**

Action Item 1: Full Assessment of SAWHFH presented by HFHI staff member Tami Page

Action Item 2: Financial Analysis presented by HFHI Staff member Todd Fox

Action Item 3: Board agrees to present a 3-year strategy to Tami Page for a follow-up meeting to be held on August 18, 2018.

Attended by: Jennie Hill, Chair, Laurie Thompson, Treasurer, Alan Biskey, Secretary, Charles Frankfort, Vice Chair, Louella Hill, Pamela Patrick, Rev. Dennis Russell, Andy Beasley, Salome Baugher, Lance Barton, Dir.

Not present: Rev. Rod Ronneberg, Sarah Crenshaw.

Minutes:

Introductions with HFHI staff and the Board of Directors was made. Lance B led a devotional and prayer.

The full organizational assessment was presented by Tami Page. There were 141 points broken down into the categories of Board Governance, Resource Development, Community Relations, Human Resources, Management, Sustainability and Service Delivery. SAWHFH received a score of 4.1 out of 6 on the organizational assessment. The organization scored well on management, sustainability, and service delivery while recommendations for areas of improvement included human resources, community awareness, resource development and continuing the on-going work in board development. The assessment team stated there was some “low-hanging fruit” that would increase the score and also strongly encouraged the participation of family partners in the work of SAWHFH. The financial analysis was presented by Todd Fox and SAWHFH received a score of 3.5 out of 4. The organization was found to have \$3 in assets for every \$1 in liabilities. The assessment team strongly recommended reducing the organization’s assets to decrease liabilities and increase construction. The board agreed to have a follow-up retreat on August 18, 2018 to present a new 3-year strategic plan and will use this assessment as the foundation for that plan.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors Meeting MINUTES
Tuesday, May 22, 2018
Chair: Jennie Hill**

Action Item 1: The following policies were approved unanimously: Safety, Whistleblower, and Emergency Succession.

Action Item 2: ReStore Statement of Purpose and Profit Goals was accepted by the Board.

Action Item 3: The Board has decided not to sell the Kirby and C Street property in Waynesboro at this time.

Action Item 4: The Board agreed to release 75k from reserves for increased construction activity.

Action Item 5: The Board agreed to accept a rental option for 434 Richmond Road

Action Item 6: The Board requested staff research availability of the Big Lots building on West Beverly for potential use by SAWHFH.

Attended by: Jennie Hill, Chair; Charles Frankfort, Vice Chair; Laurie Thompson, Treasurer; Alan Biskey, Secretary (P); Salome Baugher, Pamela Patrick, Louella Hill, Andy Beasley.

Not present: Rev. Rod Ronneberg, Rev. Dennis Russell.

Minutes:

Meeting opened in prayer. **March and April minutes** were accepted as presented (LH/LT). **Financial report** was accepted (CF/LH) with a projection that the end of year expenses will run 6% high and that income will run 6.9% high.

Reports: The **ReStore** has hired an assistant manager who comes to the organization from the Habitat Store in Charlottesville. He also said they predict the ReStore will end the year about 50,000 above income goals. Space continues to be an issue and the staff is exploring options for the future. A customer loyalty program was started. **Family Partnerships** report there are currently 6 partner families in the program and it is expected to be 8 by the end of the fiscal year. FP will also be leading the work to be performed by 2 interns in June and July. This work will include interviewing the majority of past Partner Families to learn about their experience as homeowners and how changes in life have affected their housing needs. They will also be interviewing people in the neighborhood we are working in to see what critical home repairs are needed. Pamela P recommended that the questionnaire also look for opportunities to get past family partners involved in the organization's current activities. **Real Estate/Construction** report stated that 520 B is complete and is closing soon. The majority of current work is going towards 110 Stafford and it is 55%-60% complete. 126 and 130 Stafford is at dry-in and will have the siding put on in the next couple of weeks. The Care-A-Vanners were here during the entire month of April and the feedback from them was very positive. **Outreach** did not submit a report, but it

was noted that the ReStore will host an Open House on June 16th, a signup sheet was passed around for board members to choose 2 hour segments to volunteer and to bring a side dish.

The following policies and resolutions were presented:

Safety Policy with full activation by July 1, 2018 (PP/CF), unanimous; Whistleblower **Policy** (LH/PP), unanimous; **Unlawful Discrimination and Harassment Policy** is tabled until June; **Deed Restriction** is tabled until June meeting; **Emergency Succession Plan** (LH/PP) unanimous; **Family Support** was reviewed at the 90-day point and no changes were made, it now goes to annual review; a resolution was accepted regarding the **ReStore Statement of Purpose and Financial Goals**.

Jennie H told the Board that a verbal offer was made to “buy the property at **Kirby and C**” in Waynesboro but no amount was discussed. A decision by consensus was made by the Board that at this time the organization is not interested in selling this property at this time. Jennie H will notify the party in writing of this decision.

Construction activity is at a 17-year high and a **request to release 75k from our reserves** was accepted. Lance B explained an offer to rent the space at 434 Richmond Road as an option to our current arrangement. The financial impact of this arrangement was explained in a later discussion about the FY19 Budget Draft. The board agreed to release from **Right of First Refusal** the property at 905 Western Blvd. in Waynesboro.

The **FY19 Draft Budget** was presented to the Board. A few changes to the P&L were recommended to clarify the actual income and expenses of the Affiliate, Construction and the ReStore. The Board was also presented with options regarding Occupancy costs of the location at 434 Richmond Road. Option 1 was to not change the current arrangement of using NAP Credits, paying for rent on a portion of the current space and continuing to have a loan balance for improvements made in 2009. Option 2 would be to pay a flat rental rate for the entire space. Option 3 would pay the rental rate and also rent storage in the building allowing for more retail space. Option 4 would include all of Option 3 and use current assets to pay off loan balance for improvements. Option 5 would include all of Option 4 and also pay off property loan. The board **agreed to Option 3** (CF/SB), unanimous, and gave affiliate staff the permission to move forward with a lease agreement under condition that the board understand the terms of the lease and cost of improvements. They also asked that the record reflect an interest in Option 4 if a reasonable return for the sale of assets could be found. During a financial analysis in April it was found that the organization’s assets exceeded its liabilities by 3:1 and it was highly recommended that some of these assets be liquidated or leveraged to increase the organization’s construction capacity.

The **resignation** of Sarah Crenshaw from the Board of Directors was accepted. Sarah C expressed that her busy schedule did not allow her to commit the time to the organization that she feels it deserves. She also said that she will proudly continue to be an advocate for affordable housing through SAW Habitat for Humanity.

Salome B asked for research to be done on the Big Lots building on West Beverly as an option for SAWHFH’s future needs.

SAW Habitat for Humanity will celebrate its 25th year in operations and will be highlighting this in all marketing, events and communications in FY19.

Meeting Closed at 8:17

DRAFT

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Director MINUTES
June 26, 2018 at 6pm
Chair: Jennie Hill**

Action Item 1: FY19 Budget Approved

Action Item 2: Approval to offer 40 – 45k for property on West Johnson

Action Item 3: Approval to take back 2 mortgages from VHDA with escrow only payments for 1 year.

Attended by: Jennie Hill, President, Charles Frankfort, Past President, Alan Biskey, Secretary, Laurie Thompson, Treasurer, Salome Baugher, Lou Ella Hill, Andy Beasley, Pamela Patrick

Not present: Pastor Dennis Russell, Rev. Rod Ronneberg

Minutes:

Meeting opened at 6pm, minutes approved, financials approved.

New homeowner (closed on 7/31/18): at the request of the family member they would like it to be a little more intimate with no reporters, board, volunteers, staff.

Family Partnership: 6 families in the program, four are currently in the application process.

Construction: Siding is scheduled to go up for 126 and 130 Stafford.

Outreach: Currently housing the Presbyterian group from DC.

ReStore: May was another record month for sales.

Letter was sent to party interested in purchasing property at Kirby and C in Waynesboro, letter stated that we are not interested in selling the property at this time.

No further information regarding HFHI's request for information about issues of Conflict of Interest. They have been sent all policy documents and it has been made clear to them that there is no conflict of interest regarding employees applying for a Habitat house.

ReStore expansions of retail space is awaiting input from an engineer regarding new openings in the concrete wall.

The landlord has agreed to a flat rental rate 30,000 annual. We have been giving him 32,000 in tax credits and another 6000 for a small section of the building. This reduces our expenditures by at least 8000 annually. This will reflect on our expenses (account Occupancy: ReStore Rent and Occupancy: Affiliate Rent) as opposed to years past. This is why there is a significant increase in the Occupancy category on the FY19 budget.

Our tithes to HFHI is just \$500 because of the timing of closings. Next year we expect it to be over 12,000 due to closings.

During budget discussions on wages the board went into executive session.

Board came out of executive session and a question was asked about whether wages in the ReStore would go up if there is expanded retail space. The answer from Bill M (ReStore Manager) is little if any.

Board went back into executive session.

Board came out of executive session.

Lance explained the new financial reporting format to reflect direct and indirect expenses and income such as NAP, NSP, mortgage closings, mortgage income, CHR income, etc. The goal of the affiliate is to “break even”, while the ReStore is to always “make a profit” to support affordable housing. Construction can run a deficit at the discretion of the board as it is our primary mission. Future builds will have a “strategic budget analysis” before construction. Motion to approve FY19 budget was made by Charlie F, seconded by Pamela P, unanimous.

Executive session entered to discuss real estate purchase opportunity.

Returned from executive session with unanimous approval in response to Construction Committee recommendation to offer 35 – 40k for property on West Johnson.

Nominating committee has been activated to interview two board candidates.

A request was made to take back two mortgages from VHDA for restructuring. Board agreed to restructure at escrow only for 1 year, adding 1 year to mortgage maturity.

Board agreed to make the annual tithes as “unrestricted” instructing HFHI to use it “where it is most needed.”

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Director MINUTES July 24, 2018 at 6pm Chair: Jennie Hill**

Action Item 1: Sexual Harrassment Policy Accepted

Action Item 2: Revised Investment Policy Accepted

Action Item 3: 2 year engagement with Didawick & Co.

Action Item 4: Amendments to current Mortgage Delinquency Policy

Attended by: Jennie Hill, Chair, Charles Frankfort, Vice Chair, Alan Biskey, Secretary, Laurie Hamilton, Treasurer, Pamela Patrick, Pastor Dennis Russell, Andy Beasley.

Not present: Rev. Rod Ronneberg, Salome Baugher, Lou Ella Hill.

Minutes:

Opened in prayer. Interns gave a report on interviews with 27 homeowners. Board minutes to be evaluated in August. Financial report is accepted as presented, accepted.

Construction: West Johnson property offer was not accepted.

Family Partnership: 6 families in the program, 3 are up for vote.

Financial: new financial layout for FY19 and procedures are full accrual.

Outreach: many groups lined up including a Women's Touch, Ball Corporation, and Gloucester group.

ReStore: another record month.

Motion for approval of revised Sexual Harassment Policy as presented: Jennie H, motion, Charlie F, second, unanimous.

Motion for approval of revised Investment Policy to allow investments outside of "no risk" restrictions. Motion Charlie F, second by Pamela P, unanimously passed.

2-year engagement with Didawick & Co. approved by consensus.

Recommendation by Executive Committee to align mortgage handling procedures by SAWHFH with VHDA. Changes to current Delinquency Policy: at least annual communication to homeowners of their current state. Motion by Pamela P, second by Charlie F, unanimous.

Family partnership vote:

201805-01: Vote is 6 to 1 for approval. Dissenting vote is "don't see adequate need".

201806-02: Vote is 6 to 1 for approval. Dissenting vote is "concerns about applicant's answer regarding housing subsidy".

201806-03: Board requested that it be returned to Family Partnership for more information. The family is 1 adult and 2 children aged 17. Vote at night is 3 for and 4 against. Follow-up email vote after further information is 5 for, 3 against, 2 abstain. Vote passes on accepting this Family Partner.

Board self-evaluations are due by August 10.

Meeting closed at 9 pm.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
August 22, 2018
Chair: Jennie Hill**

Action Item 1: Partner Family 201807-02 accepted

Action Item 2: Partner Family 201807-01 accepted

Action Item 3: Board approved release of 50,000 in reserve funds for current construction

Attended by: Jennie Hill, President, Charles Frankfort (P), Past President, Alan Biskey, Secretary, Laurie Thompson, Treasurer, Salome Baugher, Lou Ella Hill, Pamela Patrick, Rev. Rod Ronneberg.

Not present: Andy Beasley

Minutes:

June minutes accepted unanimously. July minutes accepted unanimously with one abstain due to not attending. ReStore Manager Bill McKenna presented information for proposal of a second ReStore located in Waynesboro. Vote for this proposal to be made at the September meeting. Financial report accepted unanimously. Auditors have begun work for the annual audit.

Construction: 110 Stafford is within 3 weeks of completion. 110 Stafford homeowner has requested a private ceremony with Board members, staff and volunteers. 520 B Street is complete and occupied. "Blessing of the House" is scheduled for a month out as the homeowner is just moving in. Outreach: Workforce can no longer work on Saturdays. ReStore: proposal for 2nd location in Waynesboro. Nominating Committee: Reactivated with Charlie, Rod and Pamela. Board accepted resignation of Rev. Dennis Russell.

After reviewing FY18 mortgage records, the delinquency rate was adjusted up at 40% for In-house mortgages and 36% for CHR payments. Staff will be putting into place the VHDA servicing model and they expect to see changes to this rate in a timely manner.

Mortgage handling responsibilities have been transferred to the Family Partnership Director as of July 1, 2018.

The board received a recommendation for two new Partner Families. Family 201807-02 was accepted unanimously. Family 201807-01 was also accepted unanimously. The Board has requested that Anthony Whitehead attend a Board meeting to fully explain the process of selection and how and what information can be communicated to the Board.

A request for 50,000 from reserves was approved by the Board unanimously.

The retreat will be held on September 22 at 9am at the United Way.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
September 22, 2018 9am-5pm
Chair: Jennie Hill**

Attended by: Jennie Hill, Charles Frankfort, Alan Biskey, Laurie Hamilton, Pamela Patrick.

Not present: Andy Beasley, LouElla Hill, Rev. Rod Ronneberg, Salome Baugher

Minutes:

Minutes for August meeting were accepted.

Financials for August meeting were not accepted and will be presented at the October meeting.

Anthony Whitehead gave an explanation of our current partner family demographics and the reasoning behind why information given to the Board for accepting a Partner Family is limited.

There was a long discussion regarding the opening of a second ReStore in Waynesboro but a vote was tabled.

Meeting closed at 3pm.

Special Meeting Minutes October 8, 2018 6 pm

Per email request to board on Friday October 5, 2018 there was a 10 am walk through inspection of property located at 246 & 252 Arch Avenue, Waynesboro, VA on Monday October 8 2018, with a special meeting to follow at office at 6 pm to vote on purchase and price of property for second Restore retail and storage space.

Present at walk-through was board members Alan Biskey, Andy Beasley, and Jennie Hill with Realtor, Mr. Hausrath. After both buildings and grounds were viewed we met at 6pm to discuss and decide with additional board member Laurie Thompson. Lance Barton was on speaker phone with proxy vote from Charlie Frankfort.

This property has one low building in flood plain of 3,000 sq foot and one raised building of 5,000 sq foot owned by Salvation Army; city assessment of \$422,000 and asking price of \$425,000. Andy moved we make a 12% lower offer of \$375,000 and be prepared to accept a counter offer up to \$400,000 and Alan seconded.

We discussed rent on Willow Oak store with 10,000 sq foot of retail space would equal that amount in 6 years with no equity; types of financing from VHDA 3% loan, traditional bank loan up to 6%, grants for downtown renewal as possible sources of funding. Income projections were based on figures from rental retail property as well as records from current Restore in Staunton.

All present plus Charlie's proxy voted to accept which gave a 5-4 majority. It was agreed Jennie Hill would give verbal offer to Mr Andersen the Salvation Army representative on same day. Representative has to send offer to Atlanta, GA for approval.

Meeting adjourned at 7:35pm

Jennie Hill, Chair

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors Meeting MINUTES
October 23, 2018 at 6pm
Chair: Jennie Hill**

Action Item 1: Board agreed to delay responding to purchase response for Arch Street property

Action Item 2: Board agreed to accept a restricted donation of \$10,000

Action Item 3: Board agreed that partial mortgage and CHR payments will be held in a suspense account until it is a full payment amount.

Attended by: Jennie Hill, Chair, Charles Frankfort, Vice Chair, Alan Biskey, Secretary, Laurie Thompson, Treasurer, LouElla Hill, Andy Beasley, Pamela Patrick.

Not present: Rev. Rod Ronneberg, Salome Baugher.

Minutes:

Meeting opened in prayer. Minutes for September regular meeting and special called meeting approved with correction to Board Members name (PP/CF, unan). September and October Financial Reports accepted as is (LH/PP, unan).

Motion to delay answering the response from the Salvation Army for 3 weeks regarding the property on Arch Street in Waynesboro to house ReStore 2. During this time, we will research other properties for sale or lease in the same price range (JH/LT, unan).

First Bank, Union Bank and DuPont Credit Union are scheduled to present financing options for the purchase of the property on Arch Street in Waynesboro.

The appraised value of the vacant lot adjacent to the Salvation Army building came from Blue Ridge Appraisals at \$84,500.

A vote by consensus was approved to continue negotiations with the tenant at 114 Stafford Street to explore a rehab/purchase agreement. A decision to proceed with the agreed upon terms will have to be approved by the Board of Directors.

Motion to accept a RESTRICTED DONATION of \$10,000 under the following terms: \$5000 to be given to increase the Executive Director's salary, with the understanding that this does not change the current approved salary which will have to be voted on during the next budget cycle at the end of FY18. \$5000 is also to be used at the sole discretion of the Executive Director to assist employees as needed (LH/AB, unan).

Motion to accept that partial payments for mortgages and CHRs will be held in a suspense account until full payment is made (CF/LH, unan). This has been clarified in the mortgage handling procedures.

The Board of Directors accepted all committee reports (AB/LH, unan).

There was no old business. There was no other discussion.

Meeting closed at 7:44.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
Tuesday, November 27, 2018
Chair: Jennie Hill**

Action Item 1: Board accepted loan proposal from First Bank for ReStore 2.

Attended by: Jennie Hill, Charles Frankfort, Alan Biskey, Laurie Thompson, LouElla Hill, Pamela Patrick, Rev. Rod Ronneberg, Andy Beasley. **Guests:** Pat Katz, Richard Bolstein, Taylor Smith, Overton McGehee, McKenzie Raber.

Not present: Salome Baugher.

Minutes:

Meeting opened in prayer. Presentation was given by HFH VA President Overton McGehee and McKenzie Raber regarding an upcoming statewide capital campaign facilitated by the state affiliate and the Compass Group. October minutes were accepted (CF/AB, unan). Financial report accepted (LH/RR, unan). Committee Reports accepted as presented (AB/RR, unan).

Gala will be held on January 26, 2019 at Stonewall Jackson Hotel. Board members will be table captains and the deadline for submitting names is Monday, December 3 at 5pm. Contract is signed for ReStore 2 property on Arch Street in Waynesboro has been submitted and is being considered by the Salvation Army. The board considered three proposals: First Bank and Trust, First Bank and DuPont Credit Union. By consensus the Board agreed that it was not necessary to acquire more bids. A motion was made to accept the loan terms from First Bank, loan officer Angel Negron. Board voted approval to accept the terms of the First Bank offer (LT/RR, unan). The Board wished to state their appreciation to the financial institutions for putting together the proposals.

A Christmas party is planned for December 15 at 5:30 at Christ UMC.

Meeting closed.

Committee Reports:

Restore Report

We had the best month ever in October breaking 30K in sales for the first time. As of the end of October we had more pick-ups than all of last year. Calendar YTD we had 799 vs 787 all last calendar year. We still have two busy months to go! We stopped doing deliveries in October. There was little adverse customer reaction, we are currently directing customers to two local movers. We need our truck for pick-up and deliveries were taking away from our pick-ups. Our customer count for the month was almost 4,000 with almost 1,200 paying customers and our average transaction was \$31.56. A good part of the month was spent working on plans for ReStore2.

Construction Report

Work on 110 Stafford Street has been completed. Moffett Paving & Excavating put in a driveway for this house and it looks absolutely beautiful. The siding for 126 and 130 is almost complete and we are awaiting subcontractors to begin electrical, plumbing, and the rest of the quotes on HVAC. The construction team took on a short term project of building a deck for the Makerspace, a non-profit organization that has moved into the neighborhood we're working in. The Makerspace is a STEM (Science, Technology, Engineering and Math) based organization that allows young people in our community access to tools and education in woodworking, 3d printers, pottery, metalwork, computer programming and design. They are located on Jefferson, across from our community garden.

Family Partnerships

Partners Families are putting our Holiday Lights Display for Gypsy Hill Park; we can't wait to see the finished product the week after Thanksgiving! We have two Partner Applications still in Committee process, and will be to the December Board Meeting. Our Holiday Party – for both staff and Partner Families – is scheduled for December 15th (Saturday) at 5:30, to be held at Christ United Methodist on Churchville Ave., Staunton; meats will be catered, sides and desserts will be potluck. Very Brown is sending out thank you cards to all our gala attendees who participated in the “110 Stafford auction”, purchasing major items for that home. Speaking of 110 Stafford, we hope to close on it with Very by Christmas, but it may stretch to January, based on other agencies and their personnel being on holiday vacations. Our Mortgage Delinquency Rate (a.k.a. Mortgage Recovery Rate) this month is 8%. We attribute this directly to improved and sustained communication with Homeowners about late payments.

Outreach & Volunteers

While Winter is usually a slower time of the year for volunteers, we are seeing our numbers go up with several groups committed over the next few weeks. An open house for KlineMay took place in October at 110 Stafford and we are currently working with the Family Partnership committee for the Holiday Party on Saturday, December 15 at 5:30 at Christ United Methodist Church in Staunton. This event will include staff, board members, partner families and volunteers.

**Staunton-Augusta-Waynesboro Habitat for Humanity
Board of Directors MINUTES
December 15, 2018
Chair: Jenny Hill**

Action Item 1: Offer for property on W Johnson was declined

Action Item 2: Consensus to investigate property opportunities in the area for consideration of development in FY20

Action Item 3: Board voted to accept two new members: Pat Katz and Taylor Smith

Action Item 4: Board voted to accept the officer positions as follows: Jennie Hill, Chair, Andy Beasley, Vice Chair, Pat Katz, Secretary, Laurie Thompson, Treasurer.

Attended by: Jennie Hill, Chair, Charles Frankfort (P), Vice Chair, Alan Biskey, Secretary, Laurie Thompson, Treasurer, Pamela Patrick, Andy Beasley, Louella Hill, Taylor Smith (guest) and Pat Katz (guest).

Not present: Salome Baugher and Rev. Rod Ronneberg

Minutes:

Meeting opened with prayer.

Reports: Motion to approve November minutes (JH/LH, unan). Motion to accept December financial report (LH/AB, unan). Motion to accept Committee Report as presented (PP/LH, unan).

Old Business: The Gala is coming up, seats are filled to approximately 45%. The event is by invitation only, but this was not decided until after the distribution of the Annual Report where it is stated that the event is open to reservation. It is decided to accept those reservations as guests if any are made. There are three properties being offer to the organization. The property on West Johnson was offered for \$75,000, with SAWHFH holding a balance of \$15,000 on the mortgage. Motion was made to decline the offer on the property at West Johnson (LH/JH, unan). The point was made during this vote that SAWHFH still holds the "right of first refusal" if the property is put up for sale and a bona-fide offer is made. The other two property offers in the area have been tabled until further information is gathered. Lance B requested a consensus vote (accepted) to allow him to further investigate the property available in the area with a deadline of the January meeting for a vote to accept a proposed construction plan for FY20. Motion to accept the revised Mortgage Handling Policy (LT/PP, unan).

New Business: Staff bonuses will remain the same as last year and will be distributed to all employees. The Board stated that they are very proud of the work by the employees over the year and support the bonuses. The Nominating Committee has recommended two new Board Members: Pat Katz and Taylor Smith. The vote for approval of these two members was unanimous. Nominations for 2019 Officers of the Board are Jennie Hill for Chair, Andy Beasley for Vice Chair, Pat Katz for Secretary, and Laurie Thompson for Treasurer. The votes for all four candidates was unanimously accepted. A motion was made to accept the application for Partner Family #201809-02 and to decline the acceptance of Partner Family #201809-01 until more information is gathered and presented to the Board (AB/LH, unan).

Addendum 01/07/19: An electronic vote was made on January 1, 2019 calling for a 2/3 vote to have outgoing Board Member Charlie Frankfort fill a vacancy on the Board. The Board had 8 members on 12/31/18 and the minimum amount in our bylaws is 9. The 2/3 vote was necessary for an exception to the bylaws. The vote was passed (JH/PP) and Charles Frankfort returns in his position as Past President on the Executive Committee.

Board Member	Yes	No	Abstain
Jennie Hill, President	X		
Laurie Thompson, Treasurer	X		
Andy Beasley, Vice President	X		
Pat Katz, Secretary	X		
Salome Baugher			
Taylor Smith	X		
Pastor Rod Ronneberg	X		
Pamela Patrick	X		

CONFLICT OF INTEREST STATEMENT

This document is to officially acknowledge there is a business relationship between Lance Barton/ SAWHFH Executive Director and Jennie Hill/ SAWHFH Board Chair.

Mr. Barton and his family are renting the property at 525 Oak Hill Road; Staunton, Va.; paying fair market rent of \$900 / month to property owner/landlord Jennie Hill beginning 12/21/18 with an annual renewable lease.

To avoid any conflict or appearance of conflict of interest due to this business transaction, Ms. Hill will recuse herself from any Board votes regarding compensation, evaluation or disciplinary action affecting Lance Barton while both are actively and simultaneously engaged in SAW HFH transactions.

Lance Barton

Lance Barton

Jennie Hill

Jennie Hill

Date 12/30/18

Date 12/30/18