

MINUTES
MEETING OF IMPACT HARRISBURG
May 19, 2015, 2 P.M.
Pennsylvania Housing Finance Agency
211 North Front Street
Harrisburg, PA 17105

Officers of the Board Present:

Neil Grover, Chair
Doug Hill, Vice-Chair
Les Ford, Secretary

Board of Directors Present:

Dale Laninga, Director
Jackie Parker, Director
Karl Singleton, Director

Board of Directors Absent:

Brittany Brock, Treasurer
Brian Hudson, Sr., Director
Gloria Martin-Roberts, Director

Others Present:

Fred Reddig, Coordinator for the City of Harrisburg
Anne Morrow, Recording Secretary

Mr. Grover called the meeting to order at 2:09 p.m. Mr. Grover noted those absent – Brittany Brock, Brian Hudson, Sr. and Gloria Martin-Roberts, had notified the Board in writing in advance of the meeting that they would not be present.

1. Minutes of the May 5, 2015 meeting

It was moved by Mr. Laninga and seconded by Mr. Hill that:

“The minutes from the Impact Harrisburg Board of Directors meeting of May 5, 2015 be approved.”

MOTION CARRIED UNANIMOUSLY

2. Board Insurance

During the last Board meeting Ms. Brock noted she would submit an application to Enders Insurance for Board insurance coverage. An email update was provided by Ms. Brock prior to the meeting which noted Mr. Enders was working diligently on obtaining quotes for insurance for the Board. Further updates will be provided as she receives them.

3. Depository RFP

An email update was provided by Ms. Brock prior to the meeting which noted 4 out of 5 local banks had submitted proposals by last week's deadline. She has distributed them to the Board for review.

Proposals were received from:

- Fulton Bank
- M&T Bank
- Metro Bank
- Mid Penn Bank - RFP is incomplete; no fees were disclosed.

PNC Bank did not submit a proposal for consideration. Ms. Brock is working on completing a summary comparison.

Mr. Hill disclosed his organization is listed as a reference for Mid Penn Bank. Mr. Grover disclosed the City presently and/or in the past has used all 4 banks for various services. Mr. Reddig also disclosed that the funds for Impact Harrisburg are currently in an escrow account with Metro Bank.

Further discussion is needed on the investment policy and selection of an investment firm once a depository is in place. A proposed Investment Policy that was prepared by the Harrisburg Strong Task Force can be found in the Court Order approving the Governance Proposal and Action Plan. Once an Investment RFP is finalized, the Investment Policy from the Harrisburg Strong Task Force should be included in the RFP packet and posted to the DCED Act 47 website.

ACTION: The Board will request a recommendation from Ms. Brock regarding how to proceed with the 4 depository proposals. Mr. Grover asked the Board to review the proposals and provide any comments prior to the next Board meeting on June 2nd.

4. Executive Director Search Committee status

Mr. Grover reported a spreadsheet was handed out showing there are currently 32 applicants who submitted resumes through the Board's Gmail account. One resume was received by mail at this time. It should be disclosed if any member of the Board has a working, personal or family relationship with any of the applicants. The due date to apply for the Executive Director position is Friday, May 22, by 5 p.m. All applications will then be reviewed by the Board for consideration.

Mr. Grover noted Ms. Martin-Roberts finalized the list of core interview questions, which was circulated to the Board. It was noted the list of interview questions will be a good starting point and will help structure interviews. Mr. Antonacci offered via email prior to the meeting to have an employment attorney in his office also review the questions.

5. Office Space

Mr. Singleton reiterated Pinnacle Health (PH) is able to provide the Board with office space, office furniture, computers and a printer along with a shared meeting room free of

charge. PH will not be able to supply a copier due to their medical privacy considerations and that their fax and other services are linked to a specific PH Network. As a disclosure, PH noted there could be a possibility in the future that PH would need additional office space. If that need should arise Impact Harrisburg would be asked to relocate its office. Mr. Singleton is waiting to hear if IT support will also be provided by PH. A timeframe for when the Board would like to begin using the office space and meeting room will need to be determined. Mr. Grover noted he and the other Directors who had planned to tour the office space were unable to go like they had intended but still wanted a tour.

ACTION: Mr. Singleton will contact Pinnacle Health for additional dates to tour the office space and meeting room. Dates and times will be circulated.

6. Accountant

Further discussion on the selection of an accountant is needed.

ACTION: Ms. Brock noted at the May 5th Board meeting she would provide a list of accountants to the Board for consideration.

7. Discussion on Application Guidelines

Further discussion is needed on the funding structure for reviewing applications. The Board should begin reviewing the proposed guidelines to determine the most efficient way to structure the application process.

Proposed Timeframe:

- Have an Executive Director in place by the end of June/beginning of July.
- Have the application process opened by early August/beginning of September.
- Issue funding awards, for both economic development and infrastructure improvements, in the 4th quarter/beginning of 2016.

The Board also discussed different avenues that will help promote the feasibility of obtaining additional funding for economic development projects in the city.

8. Other Business

Mr. Grover noted the Board received its first invoice from McNees Wallace & Nurick in the amount of \$9,142.40 for the work related to the formation of Impact Harrisburg. The invoice covers services rendered from April 30, 2014 for the Harrisburg Strong Task Force up and through April 2015 for Impact Harrisburg. At the initial meeting between members of the Harrisburg Strong Task Force and Mr. Antonacci, it was agreed that billing would be delayed until Impact Harrisburg was formed and had funds with which to pay expenses.

ACTION: A copy of the invoice will be circulated via email to the Board for review. Further action will be taken once a depository has been selected and the Board's account is opened and funds transferred to it.

Mr. Grover noted he received 2 questions, one publicly and the other semi-publicly. The first question was directed towards the State's Ethics Act and if there was a conflict of interest with the Board of Directors. Mr. Grover was told in no uncertain terms that the

representatives from the City should not be voting on applications to fund economic development or infrastructure improvement projects. Mr. Grover noted this is the way the Board was structured per the Court confirmed Harrisburg Strong Plan. This question accelerates the need for the Board to file a Declaration with Commonwealth Court validating that the Board is not in violation of the State's Ethics Act.

The second question was whether this Board was working in the dark, behind closed doors. Mr. Grover noted, as it has been noted in past meeting minutes, this Board is not a public body and is not subject to the Sunshine Act; however, he did note that their funds are public funds and that the Board desires complete transparency. The Board needs to determine how and when to have public meetings. The Board is currently posting meeting minutes along with other information to the DCED website at www.newPA.com/act47.

It was moved by Mr. Ford and seconded by Mr. Laninga that:

"Mr. Antonacci draft language for the filing of a Declaration with Commonwealth Court protecting Impact Harrisburg from any conflict of interest concerning the State's Ethics Act."

MOTION CARRIED UNANIMOUSLY

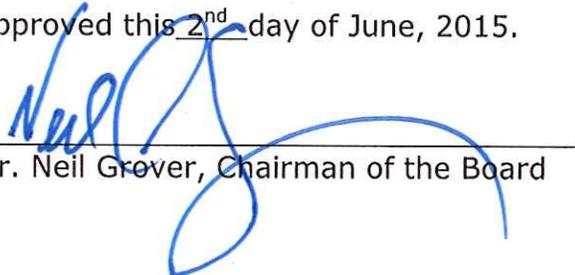
ACTION: Further discussion is needed regarding public meetings. Once an Executive Director is in place, the Board will discuss creating a separate website for Impact Harrisburg.

The Chair adjourned the meeting at 2:41 p.m.

Meeting minutes were submitted by Recording Secretary, Anne Morrow.

The next meeting will be held at the Pennsylvania Housing Finance Agency on Tuesday, June 2, 2015, at 2 p.m.

Approved this 2nd day of June, 2015.


Mr. Neil Grover, Chairman of the Board


Mr. Les Ford, Secretary