

**MINUTES**  
MEETING OF IMPACT HARRISBURG  
December 6, 2016, 10:30 A.M.  
Pennsylvania Housing Finance Agency  
211 North Front Street, Harrisburg

Officers of the Board Present:

Neil Grover, Chair  
Doug Hill, Vice-Chair  
Brittany Brock, Treasurer  
Brian Hudson, Secretary

Board of Directors Present:

Gloria Martin-Roberts, Director  
Russ Montgomery, Director  
Jackie Parker, Director  
Karl Singleton, Director

Others Present:

Sheila Dow-Ford, Executive Director  
Fred Reddig, Coordinator for the City of Harrisburg  
Anne Morrow, Recording Secretary

Officers of the Board Absent

Dale Laninga, Director

Mr. Grover called the meeting to order at 10:44 a.m.

Mr. Williams and Mr. Sporcic, representatives from Wilmington Trust, the Board's Investment Manager, presented the Board with an update on the Investment Portfolio. The October 31, 2016 investment report illustrated the status of the Asset Allocation, Investment Performance, Fixed Income Analysis and Account Overview of the Board's investment portfolio.

The Chair expressed the Board's concern with moving forward and questioned how the Board should proceed with the investment account now that grant awards have been made.

Mr. Sporcic advised that the investment portfolio currently is invested approximately 60% in cash and 40% in fixed income. The portfolio was originally set up this way and until directed otherwise will stay this way. The investment maturities are short in duration to preserve capital and provide liquidity.

Mr. Hudson inquired as to the amount of fees that are being charged. Mr. Williams noted he didn't have that information readily but would email it to the Treasurer after the meeting.

Mr. Sporcic reported a buy and hold type of portfolio was built and wanted the Board to understand that even though bonds are fluctuating on a daily basis the bonds will settle at par once they mature. This will move the value of par back up as it gets closer to some of the longer fixed income holdings. It was also noted the Board will need to be mindful of having enough cash on hand to meet project funding needs so they do not have to sell in what may be a volatile market in the future.

Mr. Sporcic noted if there is a portion of money that has not been approved for a grant these funds could be invested for a longer term on the yield curve as opposed to keeping everything short and rolling it over in smaller increments. Mr. Hudson commented and recommended investments should not be invested longer than 12 months maximum. Mr. Williams also recommended the Board not try to reach for yield and stay with short-term investments.

**1. Regular Meeting Minutes of November 15, 2016**

It was moved by Ms. Martin-Roberts and seconded by Mr. Hudson that:

**"The minutes from Impact Harrisburg's Board of Directors regular meeting of November 15, 2016 be approved as printed."**

**MOTION CARRIED UNANIMOUSLY**

**2. Treasurer's Report**

The Treasurer advised there are several invoices for approval. The first invoice is for Cincinnati Insurance Companies in the amount of \$60 to add the additional insurance on the policy for the HACC office space.

It was moved by Ms. Martin-Roberts and seconded by Ms. Parker that:

**"The invoice from Cincinnati Insurance Companies, in the amount of \$60.00, for coverage for the HACC office space be approved for payment."**

**MOTION CARRIED UNANIMOUSLY**

The additional invoices to be approved are from Gift & Associates, in the amount of \$315 for January's monthly service accounting fee and from HACC, in the amount of \$375 for January's monthly rental fee of office space. The Treasurer recommended adding Gift & Associates and HACC to the reoccurring list of invoices to pay automatically each month.

It was moved by Mr. Singleton and seconded by Mr. Hudson that:

**"The invoices received from Gift & Associates, in the amount of \$315, for the January monthly accounting service fee and from HACC, in the amount of \$375, for the January monthly rental fee for office space, be approved for payment and that beginning in January 2017 these invoices be paid automatically each month for these amounts only."**

**MOTION CARRIED UNANIMOUSLY**

The Treasurer noted she will be initiating a wire transfer from Wilmington Trust to the Operating Account at Fulton Bank in the amount of \$155,937 to cover operating expenses for 2017. The account balance at Fulton Bank is currently below \$20,000. The Treasurer will copy the Chair, Vice-Chair, Executive Director and Finance Committee Chair on the email to Wilmington Trust when requesting the wire transfer.

It was noted the tax return for the period of March 17, 2015 through June 30, 2015 was received from the Accountant. The tax return shows there was no financial activity for this time period. Executive Director Dow-Ford will execute the tax return and forward it on to the IRS. The

tax return for the 2016 fiscal year-end has not been received at this time. An extension has been filed and the 2016 tax return is expected any time now.

The Treasurer and Executive Director met recently to discuss the current audit. Executive Director Dow-Ford will further discuss some policies the Auditors are requesting regarding document retention and destruction in her report. All documents are expected to be given to the auditors by the due date of Friday, December 9.

### **3. Executive Director Report**

Executive Director Dow-Ford reported the Auditors requested further documentation from the Board regarding a document retention and destruction policy. A draft policy was created and presented to the Board for review. The Chair proposed that the Board accept the document retention and destruction policy that the Executive Director presented but task the Executive Director in the course of 2017 to see whether their documents fit in to the policy and make any modifications at that time.

It was moved by Mr. Grover and seconded by Mr. Hudson that:

**“The document retention and destruction policy as presented by the Executive Director be accepted and task the Executive Director in the course of 2017 to determine whether the Board’s documents fit in to the document retention and destruction policy and make any modifications at that time.”**

### **MOTION CARRIED UNANIMOUSLY**

Mr. Reddig further noted given the nature of Impact Harrisburg being relatively short-term, part of the document retention and destruction discussion in 2017 should be given to deciding on a permanent location where documents and records can be housed once Impact Harrisburg goes out of existence.

Executive Director Dow-Ford provided an update on the meetings she has had to date with the grantees.

Grantee Name	Dollar Amount	Met With	Meeting Scheduled	Discussion
Salvation Army	\$ 500,000.00	X		
Harrisburg Redevelopment Authority	\$ 500,000.00			
City of Harrisburg/Capital Region Water Playground Resurfacing Collaborative	\$ 250,000.00			
YMCA-Camp Curtin	\$ 500,000.00	X		
WebpageFX, Inc.	\$ 500,000.00		12/6/2016	
Harrisburg River Rescue	\$ 81,369.00	X		
TLC Construction and Renovations	\$ 500,000.00	X		
Paxton Street Home Benevolent Society	\$ 100,000.00	X		
Tri-County Housing Development Corporation	\$ 350,000.00	X		
East Shore YMCA	\$ 138,592.00		X	
Gamut Theatre	\$ 250,000.00			X
Tri-County Community Action Commission	\$ 204,759.00	X		
Community First Fund	\$ 350,000.00	X		

Meetings have been scheduled with East Shore YMCA and Gamut Theatre. Executive Director Dow-Ford noted an ambitious goal has been set to have as many executed contracts back as possible by the end of the year.

Executive Director Dow-Ford handed out language from the proposed Grant Contract relating to Article XIII – Financial Responsibility for the Boards review and discussion. The language relates to the City of Harrisburg’s grant contract for the Microsoft 365 computer software.

The Grantee shall be financially responsible to Impact Harrisburg, for any and all claims, demands, and actions based or arising out of the malfeasance, nonperformance, negligence or misconduct of its employees, agents or subcontractors under this Contract and shall defend any and all actions brought against Impact Harrisburg based upon such claims or demands, including mechanic lien claim.

Executive Director Dow-Ford noted she had a good discussion with the City regarding the City’s internal grant process. Those involved were Mr. Grover and his team, Ms. Parker and Ms. Joyce Davis. The City expressed concern over the language that resides around the City’s indemnification. As a government instrumentality, the City is in a position where it can’t enter into a standard indemnification clause. However, it is vital that Impact Harrisburg is protected as an entity in the event that something happens. The position the City is comfortable with is to add the language to the beginning of article XIII that states “To the extent permissible by law...”. The Board was in agreement this language can be added to the City’s grant contract. No motion was required.

**To the extent permissible by law**, the Grantee shall be financially responsible to Impact Harrisburg, for any and all claims, demands, and actions based or arising out of the malfeasance, nonperformance, negligence or misconduct of its employees, agents or subcontractors under this Contract and shall defend any and all actions brought against Impact Harrisburg based upon such claims or demands, including mechanic lien claim.

Executive Director Dow-Ford handed out a draft for Request for Proposal (RFP) for a Compliance Manager. Past minutes indicate this position had initially been called a construction manager or project manager. Over the next week the Board agreed they will review the RFP and provide any edits electronically to the Executive Director. A final RFP will be presented at the December 20 Board Meeting for approval.

There was further discussion regarding the 2017 Board Meeting schedule and the consensus was to continue to hold two Board meetings per month in 2017. Meetings will be held on the first and third Tuesday of each month at 10:30 a.m. at the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg. An advertisement of the Board’s meeting schedule will be published in the local newspaper.

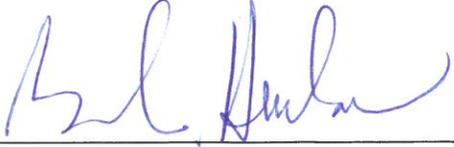
There being no further business, the Chair adjourned the meeting at 12:03 p.m.

Meeting minutes were submitted by Recording Secretary, Anne Morrow.

The next Board meeting is scheduled for December 6 at 10:30 a.m. at the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, PA.

Approved this 20<sup>th</sup> day of December, 2016.

  
Mr. Neil Grover, Chair

  
Mr. Brian Hudson, Secretary

