

**MINUTES**  
**IMPACT HARRISBURG**  
May 21, 2019, 12:00 p.m.  
Dixon University Center  
2986 N. 2<sup>nd</sup> Street  
Duncan Hall, Rooms 304 & 305  
Harrisburg, PA 17110

Officers of the Board Present:

Neil Grover, Chair  
Doug Hill, Vice-Chair, and Interim Treasurer  
Gloria Martin Roberts, Second Vice-Chair  
Brian Hudson, Secretary

Board of Directors Present:

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

Others Present:

Sheila Dow-Ford, Executive Director  
Larry Segal, Impact Pennsylvania Strategies, Compliance Consultant  
Keith Ellison, The Ellison Group, Inc., Retreat Facilitator  
Anne Weaver Morrow, Recording Secretary

The Chair called the meeting to order at 12:38 p.m.

Executive Director Dow-Ford arrived at the Board meeting at 12:52 p.m.

**1. Regular Board Meeting of April 16, 2019**

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

**"The minutes from the Impact Harrisburg Board of Directors regular meeting of April 16, 2019, be approved as printed."**

**MOTION CARRIED UNANIMOUSLY**

**2. Interim Treasurer Report**

Interim Treasurer Hill reported the Fulton Bank Operating Account balance is approx. \$600,000. There are sufficient funds to cover the draw requests in the Operating Account for the next several months. No transfer from Wilmington Trust is required at this time.

Interim Treasurer Hill presented two motions for approval:

The first motion is for the approval to pay three (3) draw requests -

1. Final draw request for Gamut Theatre in the amount of \$18,895.40
2. City of Harrisburg Multi-Modal Project draw request in the amount of \$310,410.67
3. Tri-County draw request in the amount of \$20,000

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

**"The three (3) draw requests presented be approval for payment."**

**DISCUSSION: Mr. Singleton inquired if the City provided any updates to the Multi-Modal project DBE participation targeted goal.**

**Mr. Segal noted the City has not provided any recent updates on the Multi-Modal DBE participation level.**

#### **MOTION CARRIED UNANIMOUSLY**

The second motion was reviewed and approved by the Finance Committee and recommended to approve a six-month Compliance Consulting Agreement between Larry Segal with Impact Pennsylvania Strategies LLC and Impact Harrisburg in the amount of \$3,500/month. The Executive Director and Mr. Segal have worked with Milligan & Company to transfer the data from the Sharefile to another platform for the Executive Director and the Compliance Consultant to utilize for viewing and/or uploading documentation.

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

**"The Board approve the Compliance Consulting Agreement between Impact Pennsylvania Strategies LLC and Impact Harrisburg in the amount of \$3,500/month for a period of six-months to continue the consulting work on the projects."**

#### **MOTION CARRIED UNANIMOUSLY**

No report updates were given on Wilmington Trust. The current investments will remain as they are.

Interim Treasurer Hill noted the FY2018-19 budget has yet to be adopted. FY2018-19 and FY2019-20 budgets were circulated. The FY2019-20 is a projected budget and will not be considered for approval today but for informational purposes. The FY2018-19 proposed budget is a working document. A final reconciliation between the audit and the FY2017-18 budget is being undertaken. The FY2017-18 audit shows approx. \$200,000 less in grant payouts than we show by date. This doesn't mean there's an issue, as there's not a single accounting method. It's assumed the \$200,000 moved into FY2018-19. Interim Treasurer Hill is within \$1,000 on what's estimated that has been paid out to the Grantees. The amount shown under Grants - \$2.4 million will be higher by \$500,000. This will be reconciled.

A Bank Reconciliation Worksheet prepared by Gift & Associates for April was circulated. The Interim Treasurer will begin to distribute the worksheet to the Board for review. This was a

recommendation by the auditors. The Chair noted the audit was successfully filed on time. Another recommendation from the auditors is to begin taking meeting minutes of the Finance Committee meetings.

The Chair asked for a motion to approve the FY2018-19 working budget.

It was moved by Mr. Hudson and seconded by Mr. Laninga:

**"To adopt the FY2018-19 working budget and financial internal controls presented by the Interim Treasurer and Executive Director Dow-Ford."**

**MOTION CARRIED UNANIMOUSLY**

## **5. Executive Director Report**

### **Motion to approve the FY2017-18 Audit**

Executive Director reported the Finance Committee met on Monday, May 13, to review the FY2017-2018 financial audit.

After discussion the committee moved to bring before the full board, via email vote, a motion to approve the FY2017-18 financial audit.

**The motion was sent to the Board via email. The motion received unanimous Board approval.**

Mr. Segal thanked the Board for renewing his contract for an additional six-month. Mr. Segal reported a new portal is being used to view and upload project documentation and is working well.

Project updates were provided for –

- a) CRW Parks & Rec – two playgrounds are completed; final documentation is pending with an anticipated draw down next month; the third playground is to be completed in September or October 2019
- b) City of Harrisburg Multi-Modal project - Phase I is over 50% completed and should be completed by the fall with a draw down request forthcoming; Phase II and III work will likely take place in 2020
- c) East Shore YMCA project is moving forward
- d) Harrisburg Redevelopment Authority project should be jump starting and complete in 2019
- e) Salvation Army project is moving along nicely and will be completed in 2019
- f) Tri-County Community Action project is projected to begin in late winter of 2019

Mr. Singleton raised the question again to Executive Director Dow-Ford for an update to the City's Multi-Modal project DBE participation. Executive Director Dow-Ford confirmed the City has not provided any recent updates on their DBE participation numbers. After further

discussion by the Board, the Executive Director was instructed to request a full written report from the City that will provide an update on the DBE participation percentages, efforts being put forth, and statistics by the City's awarded contractors for the Multi-Modal project. This requirement is very important, and the Board stands behind its mission to not only spur economic development but to increase the DBE participation work environment in the City.

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

**"A full written report will be request from the City of Harrisburg's awarded contractors that provides the Board with updates on disadvantaged business enterprise (DBE) participation percentages; specifically, on the efforts, opportunity and statistics taken for the Multi-Modal Impact Harrisburg project by the June Board meeting."**

**DISCUSSION:** Mr. Singleton noted Impact Harrisburg clearly stated from the beginning what the Board's DBE participation requirements and expectations are, which are referenced in the Bylaws and Guidelines. The City agreed when applying for grant funding to honor these requirements when they executed the Grantee Agreement. Mr. Hudson noted he wants to see the efforts that are being put forth to determine if assistance can be provided from the Board to help increase the DBE participation levels.

**MOTION CARRIED; Yes - 7  
Mr. Grover Abstained**

Executive Director Dow-Ford noted the project data has been transferred to the new platform and all documentation is present and accounted for. The next step is to install additional security features.

## **5. Other Business**

Considering Community First Fund's underwriting work for smaller loan applications in the City, the Chair noted Ms. Parker, Mr. Montgomery, and Mr. Singleton have had discussions amongst themselves and others on further possibilities the Board can consider that addresses the micro loan needs in the City. The above-mentioned Directors met with Della Clark on April 14 to discuss the Harrisburg Business Opportunity Fund held through Community First Fund. The Directors expressed the Board's desire to focus on the population in the City that cannot access capital and how the Board can assist to reach this arena with micro loans.

The Chair noted at the upcoming annual June Board meeting, the Board will review the Bylaws, service contracts along with financial and administrative fiscal year-end reports. At that time, the Board can further discuss if a new loan fund is the course the Board wants to move forward with, and if so, select a sub-committee that will begin to create guidelines, parameters, and projection.

A Finance Committee meeting is scheduled for Tuesday, June 18, 2019 at 10:00 a.m., at the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, PA, prior to the annual Board meeting.

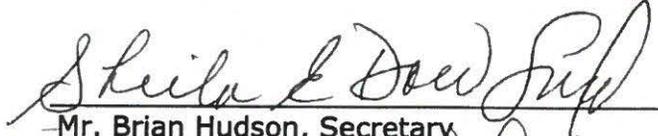
There being no further business to discuss, the Chair adjourned the meeting at 1:32 p.m.

Meeting minutes were written by the Recording Secretary, Anne Morrow.

The next Board meeting is scheduled for June 18, 2019 at 10:30 a.m. at the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, PA.

Approved this 18<sup>th</sup> day of June 2019.

  
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Mr. Neil Grover, Chair

  
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-Mr. Brian Hudson, Secretary  
Sheila E. Drew  
E.D.