

ACTION 22 FOUNDATION, INC.
BOARD OF DIRECTORS MEETING
January 16, 2004

Present were: Emily Tracy, Edi Sheldon, Doug Moss, Marc Dettenrieder

Guests were: Dennis Murphy, Charlotte Bobicki

Staff: Cathy Garcia

The first organizational Board meeting of the Action 22 Foundation, Inc., was called to order by Cathy Garcia.

Cathy gave an overview of what a Foundation, in partnership with Action 22, can do to further the mission and goals of Action 22. Many organizations and/or businesses do not sponsor events or donate to Action 22 because they cannot write it off. With a 501 (c) 3 organization, those entities will be able to sponsor leadership training, forums, etc., and have an opportunity to write it off their income tax as a deductible contribution.

Emily Tracy represents the Upper Arkansas Valley Region; Marc Dettenrieder the North Front Range Region; Edi Sheldon, South Front Range Region; Annajo Sanchez, San Luis Valley Region and Doug Moss, at large member. A board member from the Lower Arkansas Valley and one at large member is needed on the Board.

Cathy asked Emily Tracy to serve as Chair of the Foundation Board because of her background in Action 22, having served as an alternate Board member for the organization.

Emily Tracy took over the meeting and continued with the agenda.

Objects and Purposes

General discussion was held on the objects and purposes of the Foundation, as listed on both the Articles of Incorporation and Bylaws.

Motion was made by Edi Sheldon, seconded by Marc Dettenrieder to approve the Objects and Purposes of the Foundation. Motion carried.

Articles of Incorporation

The Articles of Incorporation were reviewed. Motion was made by Edi Sheldon, seconded by Doug Moss to approve the Articles of Incorporation, as amended, subject to final legal review. Motion carried.

Bylaws

The bylaws were reviewed. Motion was made by Doug Moss, seconded by Edi Sheldon to approve the Bylaws of the Foundation, as amended, subject to final legal review. Motion carried.

501 (c) 3 Application

Cathy updated the Board as to the status of the 501 (c) 3 application. A final draft will be produced and mailed to all Foundation Board members for a final review.

Elections

In accordance with the Bylaws of the Foundation, elections were held.

Motion was made by Doug Moss, seconded by Edi Sheldon to elect Emily Tracy as Chair. Motion carried.

Motion was made by Marc Dettenrieder, seconded by Doug Moss to elect Edi Sheldon as Chair-elect. Motion carried.

Marc Dettenrieder was elected Secretary of the Board on motion of Edi Sheldon, seconded by Doug Moss and carried.

Doug Moss was elected Treasurer of the Board on motion of Marc Dettenrieder, seconded by Edi Sheldon and carried.

Process and Procedures

General discussion was held on criteria for application, program and project approval by the Action 22 Board, etc. From the discussion, a very draft list of policies were discussed and will be approved at the next Foundation Board meeting:

- Criteria for program/projects should formulate through careful analysis plans and programs for the development, improvement and general welfare of the 22 counties. These criteria include providing leadership development programs; training and collaborative programs to advance the commercial economic and agricultural interests of the Action 22 region and to sponsor debates, forums and discussions to educate votes on candidates and/or issues affecting the state.
- Any project or program for which a grant application is made must affect a minimum of 2/3 of the Action 22 member counties – at least 12.
- Programs or projects must support Action 22's mission, positions or Committee missions.
- Grants applied for should be self-sustaining grants unless the potential for matching funds is proven to the Foundation Board of Directors.
- Any and all programs or projects for which a grant application is to be made must first be approved by the Action 22, Inc., Board of Directors to be considered by the Action 22 Foundation, Inc., Board of Directors.

NEXT STEPS

The Articles of Incorporation and Bylaws, as amended, will be sent to the Foundation Board of Directors for final review. The goal is to have them ready to go to the Secretary of State by the first week of February.

The draft 501 (c) 3 application will be produced and sent to the Foundation Board of Directors for review. The goal is to have it ready by the 1st week of March to send into the IRS.

In the meantime, the draft policies listed above will be reviewed by the Board for the next meeting.

The next meeting will be called once the 501 (c) 3 application has been approved. The process will take approximately 6-8 months.

There being no further business, the meeting adjourned on motion of Doug Moss, seconded by Edi Sheldon and carried.

Respectfully submitted,

Cathy Garcia