

Food Bank of Delaware
Board of Directors Meeting Minutes
October 26th, 2017

In Person: Julie Miro-Wenger, Patricia Beebe, Ruth Mayer, Stephen Thompson, Sue Snider, April Birmingham, Renee' Roberts, Scott Lammers, Tim McCann, Jason Jowers, Ali Khan, LaKresha Roberts, Shawn Williams, Karen Williams, Dave Marvel

By Phone: Nick Davis, Thomas Neylon

Absent: Andy Larmore, Mack Wathen

Staff: Sanjay Malik, Michael Zeltt, Ashley Michini, Chad Robinson

Visitors: Joe Giordano, Jr., Ted Dwyer

The meeting was called to order by Julie Miro Wenger at 3:05 PM.

Approval of Minutes

The Board of Directors reviewed the minutes from September 28th meeting. Julie Miro Wenger asked for a motion to accept the minutes as written. An amendment was made to add Karen Williams to the meeting; she was present in Milford. Ali Khan made the motion and Ruth Mayer seconded the motion. All voted in favor to accept the minutes as written.

Presentation of the Audit

Joe Giordano, Jr. joined the Board meeting to present the audit to the Board on behalf of Whisman, Giordano and Associates. They reported a clean audit with no recommendations and no disagreements from the managers. Board members were provided with a narrative report, single audit packet and a performance review. A discussion occurred about the methodology of the audit process, and whether it changes each year. Mr. Giordano explained they rely on methods that encompass random sampling techniques and vary year by year based on meeting industry standards and required procedures.

Julie Miro Wenger asked for a motion to approve the audit. Stephen Thompson made the motion and Ruth Mayer seconded the motion. All voted in favor to approve the audit.

Capital Campaign Flow

Sanjay Malik reviewed the Capital Campaign Flow document that provided an overview of gifts awarded, prospective gifts and the level of confidence in receiving them. Clarification was made about how the contributions from individuals are included in the overall totals. Upcoming submissions, targets, and levels of certainty were discussed for FY'18, 19 & 20. Sanjay Malik then reviewed the funding sources for 222 Lake Drive construction. It was discussed that the project budget should be below \$12 million given the cash on hand, anticipated proceeds from the sale of the Garfield Way building, Capital Campaign fundraising prospects, and our borrowing capacity, which is not to exceed \$4,000,000. A discussion about excess cash on hand occurred.

Throughput Analysis

Tim McCann presented the Throughput Analysis and discussed our physical capacity in our current location compared to the average industry capacity levels. We are currently operating at 105% of Dry Storage, 113% of Refrigerated Storage and 69% of Freezer Storage. He specified that a business should operate at no more than 85% capacity. Our relocation will improve our capacity as follows: 141% increase for Overall Capacity, 83% increase in Cold Storage capacity, and a 171% increase in Dry Storage Capacity. It was discussed that value engineering will be emphasized continuously throughout the process of the 222 project.

Ted Dwyer's Estimate

Owner's Representative Ted Dwyer presented a proposed construction budget for the relocation project. He explained that the team is doing value engineering to cut costs without reducing the scope of Food Bank of Delaware programs. His budget reduced Whiting Turner's 10% contingency costs to 5% to bring the project costs down. The start date of the project is to be determined, and is contingent on county approvals.

Other Business

Julie Miro Wenger had asked Patricia Beebe to update the Board on the Dashboard Organizational Goals. Patricia Beebe shared that in light of the Executive Committee developing a new process for the CEO evaluation, she will wait for direction from the Executive Committee on how these metrics would best be displayed to meet their needs as they relate to the CEO's evaluation.

Julie Miro Wenger shared that the meeting on November 16th, 2017 will include a training with the Capital Campaign Consultant, Richard Przywara, on "How to make the ask," as well as another update from Ted Dwyer.

With no further business, Julie Miro Wenger asked for a motion to adjourn. The motion was made by Ali Khan and seconded by Sue Snider. The meeting was adjourned at 4:50 pm.

Respectfully submitted,

Michael Zeltt
Executive Coordinator