

**Minutes of the Regular Meeting of the Board of Directors of
Poetic Justice Foundation
DECEMBER 2020**

***Meeting took place over FaceTime due to COVID 19 Crisis**

Meeting Held through FaceTime due: Thursday, December 10, 2020

Board Members Present: Kellie Shaw, David Ferguson, Joe Bryan

Faculty Present: Sandy Bacharach

Public Present: Carrie Fuentes, Matt Mount, Ron Williams, Margaret Carter and Huborth (Skip) Dailey

Call to Order: The meeting was called to order at 6:10

Approval of Minutes:

- Kellie Shaw moved to enter October minutes into the public record. David seconded. The motion unanimously passed and the minutes will be moved into the public record.
- Kellie Shaw moved to enter November minutes into the public record. Joe seconded. The motion passed unanimously and the minutes will be moved into the public record.

Introduction to New Board Members (Kellie Shaw):

- Carrie Fuentes, Matt Mount, Ron Williams, Margaret Carter and Hubert (Skip) Dailey all attended the PJF board meeting today to be introduced to the mission and work of Poetic Justice Foundation. Each of these people are considering joining the board.
- Kellie Shaw nominated Carrie Fuentes (she/her) to join the PJF board as a board member at large. Joe Bryan seconded. The vote passed unanimously. Welcome to the PJF board, Carrie Fuentes!

- Joe Bryan nominated Matt Mount (he/him) to join the PJF board as a board member at large. David Ferguson seconded. The vote passed unanimously. Welcome to the PJF board, Matt Mount!
- David Ferguson nominated Margaret Carter (she/her) to join the PJF board as a board member at large. Joe Bryan seconded. The vote passed unanimously. Welcome to the PJF board, Margaret Carter!
- Kellie Shaw nominated Huborth (Skip) Dailey (he/him) to join the PJF board as a board member at large. Joe Bryan seconded. The vote passed unanimously. Welcome to the PJF board, Skip Dailey!
- Kellie will ask Sandy to create email PJF addresses for the new board members tomorrow, December 11th

Building Remodel Updates (Kellie Shaw):

- Kellie Shaw will be visiting the building some time in the next week with our new board members to show them around and to check on the progress of the remodel
- There was another change order of approximately \$132,000. We are approaching the limit to our budget for the remodel
- The deadline for completion of the remodel is April 1st.
- After April 1 there will be a \$50 per diem cost to Eastside Remodeling Company.

Building Insurance (Sandy Bacharach):

- We received an insurance quote that was higher than the initial quote because the building is currently unoccupied. This puts us into a different and much more costly insurance category.
- Building insurance is typically offered in three month increments.
- Construction on the building is projected to continue for three months.

- Once tenants have moved in our insurance cost we can cancel the more expensive insurance and purchase cheaper insurance for an occupied building.
- Sandy will shop around for other quotes for purchasing insurance in the more expensive 'high risk' category, while the building is uninhabited (approximately three months).

Creating a Donation Button (Sandy Bacharach)

- Sandy has been researching creating an online donation option, finding what sort of software infrastructure is available
- Her research recommended linking with stripe, paypal, venmo etc. These services all carry nominal fees
- Sandy has reached out to our attorney, Deb Dyson, to determine what sort of tax recording will be necessary for tax deductible donations. Sandy is waiting for a response from Deb.
- We will keep the former Trillium Employer Identification Number even though we have re-incorporated as Poetic Justice Foundation
- Sandy will replace the EIN on the Poetic Justice Website for tax deductible donations

Deed Transfer (David Ferguson)

- We need to change the name of the holder of the deed from Trillium Foundation to Poetic Justice Foundation
- David has contacted the former owner of the building and they have agreed to refile this paperwork with us
- David is waiting for a response from our real estate attorney. If he doesn't hear from the attorney by Monday, December 14th he will hire another attorney

Educational Project (Joe Bryan):

- Joe Bryan has proposed a free, educational web series for young children featuring an all or mostly Black, femme cast of actors. The name of the show is The Material Condition
- Joe has learned to use Open Broadcasting Software (OBS) and taken television production classes at Open Signal, the local public access station
- Joe has a written treatments for the three episodes and character synopsis for 5 characters
- Joe has secured on a volunteer basis:

Veronica Avola, episode and Technical Director

Colin Rackelman- Sound Engineer

- Several Black, femme artists have expressed interest in learning more and potentially collaborating once more information is available

Oregon Department of Revenue Letter (Joe Bryan):

- Trillium Charter School has received a letter from ODR stating that we have failed to pay employer taxes for the 2020 year
- We had no employees during this year, because Trillium Charter School has closed
- Joe will forward this letter to Kellie Shaw on Friday, December 11th. Kellie will contact ODR to correct this mistake.

CPA/ 2019 and 2020 Taxes (David Ferguson):

- David has contacted a Certified Public Accountant who is awaiting specific banking information
- Our former contract employees (specifically Karen Bennett) need a 1099 for 2019 and 2020

Access (Kellie Shaw):

- Access Data Storage sent us an invoice for paying the entire data storage amount in advance. The invoice amount is \$19,529.66
- This amount does not appear to include a discounted rate.
- Joe Bryan will contact Access via email on Friday, December 11th to request a discounted rate. Joe will bcc Kellie Shaw and David Ferguson on this email.

Electing Vice President of the PJF Board of Directors

- Because Jamila Tai has resigned from the PJF board it will be necessary to elect a new vice president.
- Kellie Shaw nominated David Ferguson as vice president. Joe seconded. David Ferguson abstained from the vote. The vote unanimously passed. David Ferguson will temporarily assume vice presidential responsibilities in addition to his duties as board treasurer.
- We will elect a new treasurer during our January board meeting
- **Meeting Adjournment:** Meeting was adjourned at 8:22

*** The date for our, January 2021 board meeting will be determined via email ASAP**