

Friends of The Volcano School of Arts & Sciences
Minutes
February 7, 2019
4:30 PM
Keakealani Campus
Approved Minutes

Directors Present: Mara Saltzman, Kalima Kinney (ex-officio), Jeffrey Mermel, David Goodman, Lorna Larsen-Jeyte, Melissa Fletcher

Directors Absent: Ian Cole

Members/Guests Present: Lynn Melena, Bev Garrett

Call to Order: Jeffrey Mermel called meeting to order at 4:35 PM.

Welcome/Introductions: Directors introduced themselves.

Bev Garrett introduced himself as a guest, interested in something to do. He was president of Rotary Club last year; he is retired from the military, a former policeman, and retired from the DOE.

Minutes from January 2019: There was a discussion on the minutes. **David Goodman motioned to accept minutes as is; Lorna Larsen-Jeyte seconded; all in favor none opposed.**

Mara Saltzman will check with Ted Pirsig about the former filing of the constitution and filing the bylaws (as changed) with any agency. (what was done and what we need to do). Possibly post the 501c3 certifications in Teamwork 501c3. Possibly, Hawaii Community Foundation can help clarify processes.

Treasurer's Report: There is an omission in income report: depreciation of buildings at Old Volcano Road campus owned by Friends of VSAS. Expenses include insurance, filing fees, and website cost. Architect fees are on balance sheet.

On state land, permanently attached buildings will be state-owned. New buildings will be lease holder improvements not assets down the road.

Evote of 3 audits: audits will cost approximately \$16,000 and come out of rent.

To bill the school rent and collect on time has been a discretionary decision between School Business Manager and Treasurer. Jeffrey Mermel has asked that David Goodman, Treasurer, come to the FVSAS Board to have that decision made for better checks and balances.

Jeffrey Mermel motioned to accept Treasurer's Report; Melissa Fletcher seconded, discussion above, all in favor, none opposed.

Project Administrator's Report:

Representative Onishi put building funding on his legislative request for this season. Kalima Kinney does not know how much Representative Onishi requested but she will find out. If he put in for whole amount, it would be 15 million. If he put in for 6 million, we would be on good track to start building.

DAGS got back to FVSAS (Kalima Kinney) about documents: That GIA was allotted just for Pre-K learning center in amount of \$450,000 (which has not been spent yet, allotment request is with DAGS currently). To build Pre-K, it will cost just under 1.8 million, which includes off-site prep and sitework that will be needed for Pre-K. Kalima Kinney will send the board the quote for Pre-K construction.

\$50,000 from Atherton Grant will be released once FVSAS has permits: \$50,000 is for kitchen. We need to do a Capital Stack Development Plan, which involves searching grants. There are no grants with a due date before March.

Management of grants is a large project. Kalima Kinney suggested that school staff perform administration tasks in the spending down of grant money for the FVSAS building project and charge FVSAS. Kalima Kinney will put together a proposal for work that has been done already by school staff this year and future work.

Plan Approval of the master plan is still in process with County of Hawai'i Planning Department. DOE provided signatures per direction of DLNR.

Construction Committee Report: Lynn Melena has been collecting contract samples from the Project Management Institute. Jeffrey Mermel provided a book of construction contract samples. Kitchen trailer is in storage through June. **Cost for storage was included in what was paid, but David Goodman will check on this in the invoice.** Lynn Melena asked about payment terms for invoices. David Goodman said he aims for paying invoices within 30 days (net 30). Concessions for small companies may need to be made down the road. **David Goodman will look into status of FVSAS credit card.**

New Directors: Jeffrey Mermel presented on how beneficial Aubrey Hawk would be FVSAS as a director. Her resume was sent to the FVSAS board. She worked on leading fundraising for the Harvest Festival. **Melissa Fletcher motioned to accept Aubrey Hawk as Director; Lorna Larsen-Jeyte seconded; no further discussion, all in favor; none opposed.**

Unfinished Business: Since the last meeting, three e-votes were presented and approved through votes and are pasted in minutes:

I Mara Saltzman, motion to accept the minutes 'as is' for September 2017 and for February 2018, as attached here; Ian Cole seconded; all in favor; none opposed.

I move to accept registering the Commercial Kitchen trailer under the FVSAS name and approving its storage with the seller for 6 months. Lorna Larsen Jeyte; Jeffrey Mermel seconded; all in favor, none opposed.

“I move that we directors of the Friends of VSAS hereby instruct our Treasurer to move forward ASAP to obtain audits of the FVSAS for FY 2017 and FY2018, in addition to the already approved audit for FY 2019.” Jeffrey Mermel; Lorna Larsen-Jeyte seconded; discussion was on cost and funds to cover cost; 5 yes; 1 abstain.

Next Meeting: March 7, 2019 at 4:30 PM.

Adjournment: **David Goodman moved to adjourn at 5:29 PM; Melissa Fletcher seconded; all in favor, none opposed.**

Minutes respectfully Submitted by
Mara Saltzman, FVSAS Secretary

Draft February 7, 2019

Approved March 7, 2019