

MINUTES OF THE SEVENTH MEETING
BOARD OF DIRECTORS
MERCY HOUSE OF SARATOGA, INC.

The seventh meeting of the Board of Directors of Mercy House was held on the day and place set forth as follows:

Time: 7:00 p.m.

Date: January 6, 2020

Place: 43 Washington Street, Saratoga Springs, New York 12866, (First Baptist Church Parish House)

Present: Gordon Boyd, Mary Withington, Mark Claverie, Howard Nelson, Tom Remington, Mary Sanders Shartle, Mark Griffin, Karen Finkbeiner (invited guest)

Gordon Boyd, President, chaired the meeting. The meeting convened at 7:00 p.m.

MINUTES

RESOLVED, that the meeting minutes of November 25, 2019 be entered into the record. A motion was made by Howard Nelson and seconded by Mary Withington. All ayes.

TREASURER'S REPORT

There was a brief discussion of the donation of \$25,000 to the Garrett Smith Memorial fund. The donor seemed happy with the allocation of the money to Mercy House, although there was no indication on the check that was her intent. Gordon called to thank the donor, and also to inform Scott Smith, Garrett's son, of the generous donation. A meeting is planned with Scott and Rolfe Lawson to decide how to handle the specific allocation of the money.

The legal fees listed on the report print-out are on-going since the inception of Mercy House. The fees were divided based on tasks accomplished by counsel, but approximately equally between the Bethesda Church and Mercy House. Snyder, Kiley, Toohey, Corbett and Cox have a policy to return fifty percent of their fee to Mercy House as a charitable donation.

RESOLVED, that the treasurer's report, November 18, 2019 through December 31, 2019, be hereby approved. Mary Withington moved to approve, seconded by Mary Sanders Shartle. All ayes.

OLD BUSINESS

Annual Board Elections

- Doug Huston's position on the board is now vacant after serving one year. Tom Remington is replacing him for a full three-year term.
- Mary Withington and Gordon Boyd would like to serve another term.
- There's vacancy for the balance of Laura Bradigan's term.
- All members of the board are asked to serve as the governance committee. Under the by-laws (Article III, Section 2), the Vestry will send a slate of nominations to the governance committee (i.e. this board). We will have an annual meeting in February at which time Vestry nominees will be chosen from that slate.

RESOLVED to appoint a governance committee, being the current board as a whole. Motion was made by Mark Claverie and seconded by Mary Withington. All approved.

Gordon sent a note to Darren Miller and the Vestry calling attention to our by-laws that we would like to include in the election slate Gordon, Mary Withington and Tom Remington to serve for three-year terms ending in 2023, and a new person to fill the unexpired term of Laura Bradigan.

The board is currently eight strong. The governance committee would remain in session after the coming annual meeting. We should recruit some people outside the parish to get to a minimum of eleven board members, preferably doing so after breaking ground on the project. Suggestions include Dawn Oesch who owns the Saratoga Candy Company on Washington Street, and who was a head of the Downtown Business Association. Also people from the Franklin Community Center and Embassy Suites, who have been supportive of our project. Also the First Baptist congregation, who have been great partners to Bethesda and Mercy House. These community friends as well as other suggestions will be recommended to the Vestry

Further on the proposed Annual Meeting: It was suggested that we have an annual meeting dinner and use the occasion this year to recognize Doug Huston's service and invite the Vestry to join us. The date considered would be Monday night February 3rd—the date of the next board meeting. Mary Shartle recommended Embassy Suites restaurant, which is often not very busy. Make it a Mercy House expense and treat the Vestry and perhaps encourage them to make their own contributions to Mercy House.

Howard Nelson made the first motion to adopt this as a plan, perhaps an annual event. Mary Sanders Shartle seconded. All ayes.

Project Status

- *Construction bids:* The church has selected Sano Rubin as our contractor for the building project. We are currently reviewing the draft contract, an American Institute of Architects contract form provided by John G. Waite. Sano Rubin has been to the City of Saratoga Springs to begin the process with the building permit.

The city has requested that the Sano Rubin provide drawings of the mechanical, electrical and plumbing rather than the current detailed written narrative from our technical consultants, Kohler Ronan Engineers. The City also wants to see a "life safety plan" in writing from Kohler Ronan on building safety, fire prevention, evacuation, emergency lighting, etc. This request for detailed drawings was just given today. This creates a time crunch with the deadline of March 9th for the term of the current planning approval, since the City requires six to eight weeks to issue a building permit. If we had those drawings *today*, we would have just eight weeks. Our attorney, Jim Cox, advised that once we get requested material in to the City, it will be up to them to request more time to finish the process. We will have to address that issue in February.

- *Financing:* There will be a meeting tomorrow (Tuesday, January 7th) on having a "credit facility"—a line of credit we can draw on to begin the project, and would be paid back with interest once the donor's funding becomes available. The meeting tomorrow to discuss this "credit facility" includes the Community Preservation Corporation (started by David Rockefeller in the 70s)—a statewide, non-profit bank consortium that underwrites (or guarantees) loans for disadvantaged communities. The donor has been committed to the Mercy House project for nearly a year now, just waiting to convert their business holdings into liquid assets.

- *Diocesan Approval:* The meeting with the diocese was on December sixth and the vote to approve the project was unanimous. They were enthusiastic.
- *Housing Partnerships:* There is an interest from the Salvation Army. They are getting an ESSHI (Empire State Supportive Housing Initiative) grant to support ten units of housing, five for people in drug or alcohol recovery and five for young people, age eighteen to twenty-five, who may have been through CAPTAIN (homeless or couch-surfing youths). Transitional Services (TSA) has first pick on which available units they can count on. On the second floor of Mercy house, in addition to the space we're holding for CREATE, the art therapy group, TSA will have three one-bedrooms, two two-bedrooms. This leaves two one-bedrooms on the second floor. On the third floor there are seven one-bedrooms for TSA, twelve apartments for TSA altogether, which is what was agreed to in our original letter of intent. On the third floor that would leave a one-bedroom, two-bedroom and a studio in addition to the one-bedroom on the second floor—four units with space for five people for Salvation Army.

TSA has seen the Salvation Army's grant proposal and is comfortable with the combined allocation of spaces, since their mission, people and programs are so similar to the Salvation Army. TSA wants the mix of the two groups on the two floors. This list and the drawings will go to Jim Cox, to be made into an addendum to the lease for TSA, for them to sign, thereby providing us a little security as well. Gordon believes that Salvation Army will sign for the four rooms available to them. This is beneficial for us because the Salvation Army has brand recognition, community outreach and an ecumenical working relationship, and they may want more space, if available This would include the fourth floor (BEST) which is seasonally available (November - April). Eleven units could be available to take overflow from either of these groups. Salvation Army may be able to fill those spots, getting people out of the SRO motels where they currently occupy space at considerable expense and inconvenience.

RESOLVED that the Salvation Army be included in the Mercy House family, and the allocation of suites for TSA be approved. Tom Remington moved to approve. Howard Nelson seconded. All approved.

Development - see previous discussion of the Garret Smith Memorial donations under Treasurer's Report. Mary Withington and Gordon will meet with Scott Smith and Rolfe Lawson.

NEW BUSINESS

Community outreach opportunity – to accompany Gordon to the annual Chamber of Commerce dinner at the City Center on Thursday, January 23rd and sit with Sybil from Salvation Army and the TSA folks to make a table.

The EOC has its Agency Awareness Day on March 11th at the City Center, tables are \$25, \$75 including a program listing. Mercy House would have a table and by then we will have swag to display. Motion made to participate. Howard moved to accept, and Mary Withington seconded. All ayes.

Motion to adjourn at 7:50 p.m. by Tom Remington and seconded by Howard Nelson.

Next meeting is scheduled for February 3rd, 2020 for dinner at the Embassy Suites Hotel.

MSS

Mary Sanders Shartle, Secretary