



**Governing Board of Directors  
Agenda**

**Monday, September 21<sup>st</sup>, 2020  
5 to 7 p.m.**

Via Teams

- 5:00 p.m.      **Convene** (Miki Herman, Board Chair)
- 5:01            **ACTION: Approve Consent Agenda**  
pp. 2-6            -Approve Minutes of the July 20<sup>th</sup> Board Meeting  
pp. 7-10            -Accept CEO Written Report  
pp. 11-13           -Accept the Fundraising Report  
pp. 14-17           -Approve Board Resolution Accepting Responsibilities &  
                              Requirements as Outlined in the OHCS Loan Application  
pp. 18              -Appointment of Janice Jacobs as Corporate Treasurer
- 5:10            **Quick Recap of 24 Hours of Kerr** (Anne Adler)
- 5:15            **Financial Update – July FY2020-2021** (Janice Jacobs)  
pp. 19-21
- 5:25            **Finance, Audit & Compliance Committee Report** (Karen Rasmussen)
- 5:30            **Program & Accreditation Committee Report** (David Wilson)
- 5:35            **ACTION: Approve Updated Board Policies** (Owen Gibson, All)  
pp. 22-34
- 5:40            **Discussion: Agency Acquisition & Merger Analytics Matrix** (Matthew  
pp. 35-38           Warner, Owen Gibson, Craig Rusch, Derrick Perry)
- 6:05            **Board Strategic Plan, Continued** (Linda Carpenter)  
pp. 39-55
- 6:50            **Executive Session** (Miki Herman)  
pp. 56-65            -Approve the CEO Performance Evaluation
- 7:00            **Adjourn** (Miki Herman)

**ALBERTINA KERR CENTERS**  
**Governing Board Meeting Minutes**  
**July 20, 2020**  
**5 to 7 p.m.**  
Via Teams

**Governing Board Members Present**

Teri Barichello, David Boxberger, Kim Curry, David Connell, Miki Herman, Susan Hobbel, David Lake, Paul Litwinczuk, Melissa May, Jill Nickerson, Craig Payne, Karen Rasmussen, Laura Shipley, Heidi Steeves, Dennis Warneke, David Wilson

**Excused**

Rod Malone, Lisa Powell

**A quorum was present.**

**Staff Present**

Anne Adler, Van Fields, Owen Gibson, Janice Jacobs, Craig Rusch, Matthew Warner, Derrick Perry

**Guest**

Linda Carpenter of Carpenter Smith Consulting

**Convene** (Miki Herman, Chair)

Miki convened the meeting at 5:05 p.m.

**One Word** (Miki Herman)

Miki invited members to share one word that describes their feeling about the world as we know it now. Responses included the following: Blessed, enthusiastic, busy, frazzled, disappointed, resilient.

**Approve Consent Agenda**

- Minutes of the June 22, 2020 Joint Governing Board & Foundation Trustees Meeting
- CEO Written Report
- Fundraising Report
- Board Goals for FY2020-2021

David Connell provided an explanation for a revision to the minutes regarding the resolutions adopted at the June 22<sup>nd</sup> meeting. The motion listed in the minutes will be revised to include the exact language in the resolutions that were included in the June 22<sup>nd</sup> board packet sent in advance of the meeting. The updated bylaws, articles and first amendment will be attached as well and filed with the corporate records.

**ACTION: Karen Rasmussen moved that, upon revision of the June 22<sup>nd</sup> minutes as stated, the consent agenda be approved. David Boxberger seconded. The motion passed via unanimous vote.**

**ACTION: The updated June 22<sup>nd</sup> minutes and related documents will be distributed with the minutes of this meeting.**

**May Financial Report** (Janice Jacobs)

Janice reported that May performance was solid even with some losses due to COVID-19. Contract revenue was up 2.2%, with a quality metric payment from the Kaiser Subacute contract and COVID

assistance from the State. Investment performance was good. Spending was controlled. Total revenue is within 1% of budget YTD. June expenses are looking strong as well, however, the PALS write-off of approximately \$300k will impact final performance. The Balance Sheet shows cash is in a good position. The audit will begin soon. The fiscal year beginning July 1<sup>st</sup> is starting in a strong position. The State implemented a 5% increase in reimbursements for adult IDD services. With the good performance, all things considered, potential cuts in the future are expected and many things are uncertain.

Anne Adler shared the excellent news that a single donor gave Kerr a surprise donation of \$500k via a hand-written check. The donor's sister was a participant at Port City before it transitioned into PALS. The sister has passed and her family wanted to donate from remaining funds kept in a trust set up for her care to care for others with IDD. In addition, three donors have made pledges for \$25k each to 24 Hours of Kerr, and two others gave \$10k today. Funds raised so far for 24 Hours of Kerr are at 50% of goal.

### **Quick Review of Work Completed at the Board & Foundation Retreat in January/February**

Linda Carpenter reviewed the process of the retreat held on January 31<sup>st</sup> and February 1<sup>st</sup> of this year. Several themes emerged in that process to guide the Board's strategy and work to be done to take Kerr into the future.

### **Updating the Conversation**

- Jeff Carr shared that, with much thanks to Miki Herman and the Executive Committee, all Board standing committees have Chairs and Chair Elects in place. Jeff also thanked everyone who stepped up to fill these roles. The Board and Foundation structure shift has taken place after several years of discussion and debate. Jeff thanked Melissa May and David Connell for their time and expertise in re-writing the bylaws for both Albertina Kerr Centers (AKC) and the AKC Foundation.
- Linda Carpenter congratulated everyone on how quickly, once decided, the Board and Foundation were able to act on and implement the new structure.
- Jeff reported on the continuing impact of COVID-19 on Kerr. Jeff likened the challenges to an Iron Man Triathlon in which we may be in the early stages of the second event. After swimming 2.4 miles, we are starting a 112 mile bike ride, and we still have a 26.2 mile marathon to run. People at Kerr, like everywhere, are tired and yet know we face a very long road ahead. Leadership is heavily focused on maintaining safety protocols and not getting lax about the necessary diligence. Financially, Jeff was informed that services Kerr provides are not on the proposed list of cuts from the State at this current fiscal year. The next biennium starting in July of 2021 is a risk factor, however. With expected cuts in the State budget, plus the negative impact COVID-19 is having on businesses and individuals, decreases in funding could lead to smaller agencies similar to Kerr having to merge, sell or close. This may open opportunities for Kerr to expand. With that in mind, Owen Gibson, Craig Rusch, Derrick Perry and Matthew Warner have been working to create a merger and acquisition matrix to guide decision-making should an opportunity arise.
- Kerr staff and leadership have been engaging in meaningful conversations and listening sessions around race, diversity, equity and inclusion in response to recent events. Matthew Warner is working on a framework for advancing DEI activities and goals, and changing the culture at Kerr. This moment is an opportunity and much is coming from the employee perspective. The framework will bring thinking together to build action plans, assemble groups of people, and create a collection of data and measurements and goals.

**ACTION: Board members will be included in DEI work, conversations and action plans.**

## **Board Strategic Plan: Creating the Board that can take Kerr into the Future**

Linda Carpenter led the group through an exercise to review and refine the lists of Vision, Obstacles and Initial Areas of Focus identified at the Board and Foundation Retreat. The following captures the reports from breakout groups.

### **From the work done on Vision, what additions, deletions or changes would better reflect today's environment?**

- Group 1: Fundraising needs to be highlighted and strengthened.
- Group 2: 1 - The new Board and Foundation structure is good.  
6 - A new Board member job description is needed and should speak to fundraising. Regular Board education around fundraising is needed.  
2 - Diversity among Board members is needed in both race and industry knowledge. Board members need space to be more engaged and participate in active debate around advancing Kerr and the vision.
- Group 3: The word “Bold” needs better definition. What does it mean to be Bold? The Board should act quickly and decisively, and a great way to think is Bold.
- Group 4: 4 - Add “engaged” to the list including respectful, collaborative, bold and accountable. Board diversity should also reflect the community and support Kerr’s efforts to continue work toward diverse experiences and deep connections.
- Group 5: 1 - A better definition of the Executive Committee function and expectations of the standing committees is needed. Define the goals and expectations within the new Board structure. Define “success” for both the Board and the organization.  
2 - Add networking, connecting to community, define and combine with item 6 regarding ownership and fundraising.  
3 – Add a high level of passion. What measure of high passion do we have, and what do we do if passion is lacking? Clarify that at recruitment. Include succession planning.  
4 – Add “inclusive” to the list.  
6 – Add self-evaluation as a Board member.
- Group 6: Focus on the staff and Board diversity goals. Figure out how to engage Board members and how to facilitate their understanding of what is happening at Kerr, and what nuances exist. Enlist Board members’ expertise. Set aside time at Board meetings to explore and have deep conversations.
- Group 7: 1 – The new Board structure supports Kerr. Re-engage members as a whole new team, get to know each other and remind the group of the strengths in the room.  
2 – Explore Board members’ backgrounds and expertise and identify gaps to fill with new members.  
4 – Define in very clear terms what “collaboration” means and what it looks like.  
5 – Goals and responsibilities need to be restated and defined. Group clarity and common understanding around what we do and mean is needed.  
More work is needed around diversity.

**From the work done on Obstacles to achieving the Board Vision, what additions, deletions or changes would better reflect today's environment?**

- Group 1:           2 – The process of recruitment of Board members needs to be reworked to be much more expansive.  
                      3 – This item may need to be restated toward focusing on making more connections with the people Kerr serves.  
                      4 – Define processes and build solid agendas toward goals.  
                      6 – Expand orientation to be more than a board book. Create a funding culture.
- Group 2:           There is competition for diverse talent. Difficult economic times could create some risk in keeping Board members given fundraising commitment required. An engaged board is needed to establish traditions.  
                      3 – The item can be removed.  
                      2 – A board member pipeline is needed.  
                      5 & 6 – Combine these items to clarify and develop a comprehensive process.
- Group 3:           This group talked about the difficulty of recruiting and connecting during a pandemic. This board will need to consider COVID-19's impact on the ability to recruit.
- Group 4:           1 – Good progress was made by restructuring the Board. Board agendas and meetings need to be more work/strategic orientated and less report oriented to keep members engaged.
- Group 5:           Board recruiting needs to be defined end to end, from recruiting, orientation, onboarding, self-replacement.  
                      Prospects and new members will need to connect with and be educated about Kerr's clients.  
                      Keeping board business to a minimum at meetings will increase member engagement. Engaging conversation and materials, and being prepared, will energize meetings. The Board should complete an evaluation of performance including metrics for individual contributions.
- Group 6:           Regular reconnection with and reorientation of who Kerr's clients are is needed. A review of the Board member matrix of industry and expertise would be helpful.
- Group 7:           Share the Board member matrix with the whole Board, not just the Executive Committee. Discover Kerr is a good prospecting event.  
                      Mission Moments should be reintroduced at meetings from time to time to stay connected with the work and clients.  
                      Refreshers are needed as Board policies are updated.

**Initial Areas of Focus**

- Clear roles and responsibilities
- COVID-19 fundraising impacts
- Fundraising training and education
- Reinvigorate excitement to serve on the Kerr Board
- COVID-19 fundraising impact

- Reengage and reenergize everyone
- Fundraising is about passion, should feel natural, make sure people are supported
- Diversity
- Engagement, project based, work with staff
- Stay energized, be a good Board member in the new world
- Meeting structure, functional opportunities, project oriented
- Board matrix update
- Senior staff roles vs. Board roles – define/differentiate
- New rhythm to Board meetings, make them something to look forward to
- Growth, strategic vision
- Board engagement
- Revise Board agendas
- Diversity
- Fundraising
- Challenging, uncertain future, need mutual priorities, a starting lane
- Board big picture strategy
- Kerr staff succession if COVID-19 outbreak
- What opportunities has COVID-19 presented
- Work toward a diverse board
- Find balance in meetings, more discussion, create opportunities
- Start on an action plan for diversity, project based
- Board matrix review, leverage talents and skills
- Baseline training
- Look at agenda, more engaging style

Top items will be pulled together for prioritization. Follow-up will be shared with the Executive Committee and full Board. Members are in a great deal of alignment which is a good place. Board members are encouraged to reach out to help Kerr with expertise and passion.

### **Executive Session**

Board and Foundation members did not hold executive session.

### **Adjourn**

Miki Herman adjourned the meeting at 7:25 p.m.

Recorded by Holly Edgar, Corporate Secretary

# ALBERTINA KERR

September 21, 2020  
Report to the Albertina Kerr Board  
Jeff Carr, CEO

## **Introduction**

Well, 2020 has been quite a year. Right when you thought we had seen it all, we see fires like we've never seen before here in Oregon. While the last 6 months seems like both a blur and an endless nightmare, I have been so proud of our leaders and employees as they have risen to the challenges we have been faced with over and over again. What follows are some of the highlights and evidence that in spite of all the challenges, the work goes on.

## **Staffing Updates**

We continue to search for a Director of Children's Mental Health, but have yet to find the candidate that we think will be a good fit for the organization and move our Children's Mental Health Program in the direction we hope to go in the future. In spite of this vacancy, our leaders in this program (Dr. Soto – Medical Director, Ben Treckman – Subacute Program Manager, and Robb Markell, Assistant Director of Children's Mental Health) under the leadership of Derrick Perry, continue to drive amazing outcomes for kids and families.

## **Organizational Highlights**

### *July Financials*

Janice will share more of the details of what drove our financial results for the first month of the new fiscal year, but we performed even better than we could have expected. While there were some one-time items that came through (\$500k individual gift, some ODDS "retention funding" and HHS funding), much of our positive performance was the result of really strong census numbers in our DD Residential programs and in Subacute. We believe we can maintain this momentum and are hopeful as we move into the fall that our finances will remain strong.

### *24 Hours of Kerr*

Anne Adler will provide more details on the results from 24 Hours of Kerr, but I want to thank the entire Board for your contributions and energy in helping make our first (and I hope our last!) "virtual" event such a huge success. We couldn't have made this happen without your support and the generosity of so many Oregonians. Finally, I want to also recognize Anne's

leadership and her team for pivoting to this new fundraising model and putting in the work (with a smaller Development team) to make it all happen. They really did an outstanding job!

### *TOKNA Businesses – Albertina’s Place*

As you all know, we made the very difficult decision in early May to not re-open our TOKNA businesses – Albertina’s Place – and we were able to liquidate everything at the Thrift Shop, Heirlooms (antique shop), and the Gift Shop. Thanks to Miki Herman and the TOKNA Senior Leadership Team for their help in communicating with hundreds of volunteers about this decision, and for Chris Canter in managing the liquidation process. These businesses were established by a small group of women 39 years ago and have been a tremendous asset to Albertina Kerr’s mission. We are working with the TOKNA leadership group to plan a 40-year celebration sometime next year and to brainstorm ways to maintain the “esprit de corps” of this volunteer group and keep them engaged with Kerr into the future.

### *Launch of Tiered Huddles*

Some of the “lemonade” that we’ve made at Kerr from the lemons that we’ve been handed from this pandemic is improving our use of technology around communication and accelerating our Lean Continuous Improvement work through daily huddles and “tiered huddles”. In late July, we launched our new daily tiered huddle schedule that has various groups meeting daily, largely between 9am-11am, to discuss problems, solve them whenever possible at the source of the problem, and then escalate the problems to the leadership level required to solve them.

This work has gone extremely well and problems that would have taken us weeks to solve in the past are now being solved the day they are identified and escalated or usually within 24-48 hours. This was largely designed and has been driven by our Associate Director of Lean Continuous Improvement, Aimee Reichert, who has done an outstanding job of pushing us this far and will continue to help us refine this over the rest of this calendar year.

### *Kaiser Contract & Continuum of Care*

We have almost completed contract negotiations with Kaiser Permanente for our Children’s Mental Health programs (Subacute and Outpatient) and I think we have come to a very fair agreement and we have solidified a Quality Metric payment system that rewards/incentivizes Kerr for delivering certain outcomes. We have been doing this the last two years, but have taken a great step in honing in on what really will drive quality and value through these metrics.

I think this will be good for both Kaiser and Kerr, as this is the future of health care: paying for helping make or keep people well, rather than for when they are sick. In addition, we are beginning discussions about how we might create a “continuum of care” for kids from our inpatient program (Subacute) all the way down to the lowest level of outpatient care to help kids and families have a “warm handoff” when moving through that continuum.



### *Workforce & Inclusive Housing Update*

As you all know, on September 1<sup>st</sup> the Gresham City Council voted to provide Kerr with \$12.3 million from their share of Metro Housing Bond funds, which is the final piece of financing we needed to secure to move our project into construction. We have been continuing the design process and have submitted for building permits and hope to be ready to start some remediation work on the Wynne Watts building in late October, with demolition/construction starting late November/early December when we close all our financing. We are also submitting for HUD 811 Project Rental Assistance vouchers for the 30 Universal Design units and believe we will be granted these vouchers prior to closing on the project, which will only make the project even more financially sound.

Edlen and Company will be making a presentation to the Finance, Audit and Compliance Committee at our October 7<sup>th</sup> meeting to go through the financing terms and the various legal work that is being done to put the entire project together and we will come to the Board at our November 16<sup>th</sup> meeting with the final details for approval so we can close the deal and start building. This has been quite a journey over the last four years and I am grateful for the support the Board has given to make this a reality. If all goes well, we will begin leasing units in the first quarter of 2022.

### *Kuni Foundation Study & Advisory Committee*

I've been serving on an Advisory Committee for the Kuni Foundation that is looking at the issue of affordable housing for people who experience I/DD and they have commissioned a report that they will be releasing on September 23<sup>rd</sup>. One of the things the report will highlight is how few affordable options there are for people who experience I/DD and the silent tsunami that is coming of I/DD people who have been cared for their entire lives by their families who are now likely to outlive their parents due to advances in medicine.

As you all may remember, this issue was a topic of conversation at our Jan/Feb Board retreat and since that time I have been working with Craig Payne, David Boxberger, and Mark Edlen to explore a "Hybrid Housing Concept" that would look like a combination of a senior living facility with a group home for kids. Our plan is to submit to Kuni Foundation and/or other foundations a planning grant/concept exploration of this idea similar to what we did for Workforce Housing back in 2017. Based on the little research we have done, there is currently nothing out there on the market addressing this need the way we are thinking about it.

## **Conclusion**

### *CEO Evaluation*

I want to thank the Executive Committee for the wonderful conversation we had last month regarding my evaluation, and the process for that to include all of you, as well as other key staff leaders here at Kerr. As you will see from reading my self-evaluation, I believe we had a very good FY2019-20, especially given the challenges we were faced with in the second half of the year, but I certainly want the feedback necessary to continue to improve in my leadership skills and look forward to the results from the survey that will be conducted by Linda Carpenter.

Most of you are not aware that I recently discovered the need to have surgery on September 16<sup>th</sup> to remove a malignant melanoma on the back of my leg and have some lymph nodes removed for biopsy to make sure the cancer has not spread. While I hope to attend the Board meeting next Monday, the surgeons have said I may need a couple of weeks to recover. Thanks in advance for good thoughts/prayers/vibes/etc. and I hope to at least join in for part of the Board meeting to say hello.

I continue to be honored to have the privilege to lead this organization and am so proud of how our staff and this board are raising our game to meet the challenges we face in these unprecedented times. I believe the future of Kerr is bright and I look forward to leaning into that future with all of you.

## **FY21 Fundraising to date**

A preliminary FY21 Fundraising Update is outlined on page 13.

As shown, we have made significant progress against our annual fundraising goals, primarily due to a successful 24 Hours of Kerr virtual gala and the extraordinarily generous gift of \$500,000 secured by Chris Canter from the Ruth Olleman Trust – Nice Work, Chris! This fiscal year to date, we have secured 39% of our annual fundraising goal compared with 16% for last year at the same time.

Thank you, to all Board Members who generously supported 24 Hours of Kerr this year. Special mention goes to David Wilson, who not only gave generously himself (again!) but also solicited many gifts including Dennis and Marie Gilliam's \$25,000 matching challenge gift, which in-turn facilitated additional, leadership matching gifts from Norm Russell, Roger Cooke, Carilyn Alexander and others. Also deserving special mention are David Lake, Craig Payne, Susan Hobbel, Laura Shipley, Heidi Steeves, and Dennis Warneke. David and Susan, thank you so much for helping to keep Kaiser Permanente "in the tent" this year, no easy feat given all that is happening there.

Preliminary revenues for 24 Hours of Kerr total \$435,500+ in cash and pledges, exceeding our \$380,000 revenue budget by 15%. We expect revenues to increase over the coming days and weeks as outstanding asks and runner up auction bids come in. We have exceeded net proceeds from last year's 24 Hours of Kerr, which is pretty exciting given that it was a banner year. If Board Members have not yet given to our 24 Hours Special Appeal to expand Kerr's Children's Mental Health Services, we hope you will – as reported, we are seeing expanded need for these services in light of so much disruption and trauma that has occurred this year. You can make your gift and watch our gala on Kerr's website at [24 Hours](#). We have received countless, glowing comments from Kerr's community regarding the 24 HOK virtual experience, like "I just wanted to send a quick message that I really enjoyed Albertina Kerr's Virtual Gala on Saturday! It was well done and the best "virtual" event I've been to in the pandemic." 24 HOK Fun facts: We sold 188 Golden Tickets, our most ever and up from 100 last year. Michelle Kidwell, Director of Kerr's Adult Group Homes was our Golden Ticket winner – so well deserved.

I would like to take a moment to recognize the great work of the Development Team on 24 Hours of Kerr this year. The learning curve has been steep and fast and everyone rose, together, to meet the challenge. As noted, we've received wonderful feedback from event guests and donors regarding the quality of the event and its storytelling. I couldn't be more grateful or proud of the work of the entire team. I would like to give special mention to Jeanette Weston, whose creative direction, resourcefulness, energy, and professionalism make all the difference and make Kerr shine. Chris, Chris, Chloe and Katherine all have been working tirelessly over the past weeks and months to make the event successful and keep all other development related balls in the air. Thank you!

## **FY21 Fundraising Outstanding and Beyond**

### ***Grants***

We are so pleased and excited with the City of Gresham's commitment to provide the \$12.3 Million requested for our Workforce Housing Project! And we are now eligible to receive \$425,000 in pledges outstanding from Meyer Memorial Trust and Murdock Foundations accordingly. We expect to receive the latter pledges in October or November. Thank you, and kudos to Chris Wiens who has led WFH grant writing efforts on the Development Team.

### ***Individual Giving***

We have begun preparations for our fall/end of year campaign. It would help greatly if each board member would work with development staff to update/prepare a list of people they would be willing to reach out to by phone, email, and/or letter by mid-October (those who have not supported 24 HOK or in another way). This year's campaign will again be supported by Kerr's inclusion in the Willamette Week Give guide. The Give Guide campaign will run for two months starting on November 1. Board members are asked to help promote giving to Kerr through the campaign via email and social media.

We would also like to have board members make thank you calls and/or add personal notes to letters for certain donors as this helps with engagement.

### ***Corporate Giving***

We are laying the ground work to begin 2021 race sponsor recruitment immediately and 24 HOK sponsor recruitment for next year in October and November. We appreciate the assistance of Board Members to renew sponsorships with their companies along this timeline, please stay tuned.

### ***Grant-a-Wish***

The ground work is being laid for GAW and we hope Board Members will support the effort again this year – stay tuned for more details.

### **Board Development**

While we are pleased with the progress of our fundraising and brand awareness efforts to date, we believe we must resume robust, proactive and strategic recruitment of new Board Members in order to fulfill Kerr's potential and achieve our strategic plan goals. A clear and concise job description for new Board Members would be an extremely helpful first step to resume this work.

### **Marketing and Communications**

We continue to work proactively to provide exposure for Kerr's work and story through strategic partnerships (e.g. Trailblazers, Entercom, The Portland Business Journal, KOIN) as well as through traditional paid – mostly digital - advertising (e.g. PBJ, Portland Monthly) and SoMe channels.

Thank you to all for making Kerr's continuing work and success possible!

Anne

**FY21 Campaign Performance through 9/14**

Description	Total Given 9/11/2020	Goal FY21	%Goal	Last Year Total Given 9/23/2019	Variance (FY20 vs. FY21)	Outstanding to raise or below budget	Notes
24 HOK	\$ 435,500	\$ 380,000	115%	\$ 458,659	\$ (23,159)	\$ (55,500)	
Race for the Roses	\$ 9,847	\$ 150,500	7%	\$ 40,778	\$ (30,931)	\$ 140,653	(1)
Corporate and Workplace Giving	\$ 6,334	\$ 107,193	6%	\$ 17,608	\$ (11,274)	\$ 100,859	
Endowment Funds	\$ 16,229	\$ 150,000	11%	\$ -	\$ 16,229	\$ 133,771	
Individual Giving	\$ 530,433	\$ 550,000	96%	\$ 27,921	\$ 502,512	\$ 19,567	
Grants	\$ 16,037	\$ 1,117,750	1%	\$ 39,011	\$ (22,974)	\$ 1,101,713	
Dues/Other	\$ 17,020	\$ -	n/a	\$ 10,027	\$ 6,993	\$ (17,020)	
<b>Total Cash &amp; Pledges</b>	<b>\$ 1,031,400</b>	<b>\$ 2,455,443</b>	<b>42%</b>	<b>\$ 594,004</b>	<b>\$ 437,396</b>	<b>\$ 1,424,043</b>	
Grant a Wish Holiday Giving		\$ 35,000	0%	\$ -	\$ -	\$ 35,000	
Non-GAW In-Kind	\$ 40,518	\$ 250,000	16%	\$ 2,161	\$ 38,357	\$ 209,482	
<b>Total In-Kind</b>	<b>\$ 40,518</b>	<b>\$ 285,000</b>	<b>14%</b>	<b>\$ 2,161</b>	<b>\$ 38,357</b>	<b>\$ 244,482</b>	
<b>Grand Totals</b>	<b>\$ 1,071,918</b>	<b>\$ 2,740,443</b>	<b>39%</b>	<b>\$ 596,165</b>	<b>\$ 475,753</b>	<b>\$ 1,668,525</b>	

**FY20 Results for the same period:**

FY20 YTD - Cash	\$ 594,004
FY20 YTD - In-Kind	\$ 2,161
<b>FY20 YTD Total</b>	<b>\$ 596,165</b>
FY20 Goal	\$ 3,617,324
FY20 YTD %	16%

**Notes:**

(1) Deferred from FY20 + FY21 early bird registrations

# MEMO

To: The Board of Albertina Kerr Centers, Inc

From: Jill Sherman and Carly Harrison, Edlen and Company

Date: 9/14/2020

Re: Board Resolutions for signature and upcoming Board Presentations

## Message

AKC's Workforce and Inclusive Housing project is moving into the financing stage and will be applying for various funding sources which will include Low-Income Housing Tax Credits (LIHTC) with Oregon Housing and Community Services (OHCS) and Tax-Exempt Bonds with OHCS, and will ultimately execute legal documents with a construction and permanent mortgage lender and LIHTC equity investor in the project. In order to initiate this process, OHCS requires two authorizing documents to be signed by the Board. They are as follows:

- 1. Authorization and Acceptance Form** for the OHCS Pre-Application. This document authorizes Signatories to apply for these OHCS funds (LIHTC and Bonds), to execute associated legal documents, and to sign monthly draw requests (requests for funding once we have started construction). We have included both Jeff Carr and Janice Jacobs as signatories.
- 2. Application – Board Resolution** for the OHCS Application. This document is a more formal board resolution of the form above.

As we continue to structure the financing for this project, we would like to come do a presentation to AKC's Finance Committee on October 7, 2020 to go over the financing structure and terms in detail and follow with a presentation to the AKC Board on November 16, 2020.



1477 NW Everett St  
Portland, OR 97209

W [edlenandco.com](http://edlenandco.com)

# AUTHORIZATION AND ACCEPTANCE FORM

Owner/Board of Directors of: Albertina Kerr Centers, Inc  
Project Name: Albertina Kerr Workforce and Inclusive Housing  
Project Address: 930 NE 162<sup>nd</sup> Ave, Portland, OR 97230

**By this action the Owner/Board of Directors accepts the responsibilities and requirements of any tax credit, grant and loan programs applied for in this Application. In accordance with the corporation's by-laws, effective this date, authorization has been given by the Owner/Board of Directors to the following named parties:**

**1. To apply for programs, grants or loans in this application:** The undersigned, being duly authorized to submit this application on behalf of the named Applicant, hereby represents and certifies that all required documents have been submitted in this application packet, and that the information provided in this application, to the best of his/her knowledge, is true, complete, and accurately describes the proposed project. The undersigned further authorizes the release of project information to Oregon Housing and Community Services ("Department," "OHCS") from all financial partners listed in the Application and authorizes the Department to verify any Application information, including financial information, as required to complete its due diligence.

_____	<u>Chief Executive Officer</u>
Signature	Title
Jeff Carr	_____
Print Name	Date

_____	<u>Chief Financial Officer</u>
Signature	Title
Janice Jacobs	_____
Print Name	Date

**2. To execute all legal documents associated with tax credit, grant and loan programs (including the encumbrance of valuable property owned by the corporation).**

_____	<u>Jeff Carr, Chief Executive Officer</u>
Signature	Title
_____	<u>Janice Jacobs, Chief Financial Officer</u>
Signature	Title

**3. To sign all draw requests, monthly progress reports and miscellaneous forms associated with the tax credit, grant and loan programs awarded to the project.**

_____	<u>Chief Executive Officer</u>
Signature	Title
Janice Jacobs	_____
Signature	Title

**Signed:**

_____	_____
Owner/ Board Chair Name	Signature

Albertina Kerr Centers, Inc

Organization

Date





**BOARD OF DIRECTORS RESOLUTION**  
**OHCS RESOLUTION FOR TAX CREDIT APPLICATION**

**Albertina Kerr Centers**, acting through its Board of Directors, at its regularly scheduled meeting, with a quorum present, did after due deliberation, authorize **Jeff Carr, Chief Executive Officer**, and **Janice Jacobs, Chief Financial Officer** to apply to Oregon Housing and Community Services for funding for **150 units** of affordable housing in a project to be known as **Albertina Kerr Workforce and Inclusive Housing**. The person(s) named on the Authorization and Acceptance Form are duly authorized to encumber, by this action, the Board of Directors accepts the responsibilities and requirements of any tax credit and/or grant, bond or loan programs applied for in this application for this project. The site is located at **930 NE 162<sup>nd</sup> Ave, Portland, OR 97230**.

Motion was made by \_\_\_\_\_ and seconded by \_\_\_\_\_

Signature of Board President \_\_\_\_\_  
(Typed name of president)

Date: \_\_\_\_\_

**ACTION: Appointment of Janice Jacobs as Corporate Treasurer**

Official appointment of Janice Jacobs, Chief Financial Officer, as the Corporate Treasurer has been added to the September 21<sup>st</sup> consent agenda to maintain consistency with historical corporate records, documenting Board appointment of Corporate Officers through Board motion and vote.

Under the Amended and Restated Bylaws of Albertina Kerr Centers, Article V, Section 5.2:

“The Officers of the Corporation shall be a President, who shall be the Chief Executive Officer; a Secretary; a Treasurer, who shall also be the Chief Financial Officer unless otherwise determined by the Board of Directors; and such other officers of the corporation as the Board of Directors shall from time to time deem advisable. Officers of the corporation are not required to be members of the Board of Directors. An individual may hold more than one office, provided that the same person may not serve simultaneously as the President, Secretary and Treasurer.”

# Albertina Kerr

## Consolidated Statement of Activities

	This Month			
	Actual 07/31/2020	Budget 07/31/2020	Variance F/(U)	% Change F/(U)
<b>Revenue</b>				
Contract and Program Revenue	\$4,098,789.34	\$3,618,298.71	\$480,490.63	13.28 %
Contribution and Event Revenue	\$622,908.85	\$69,515.95	\$553,392.90	796.07 %
Kerr Bikes	\$14,507.64	\$27,303.18	(\$12,795.54)	(46.86)%
Investment Spend Rate	\$27,909.91	\$27,909.91	\$0.00	0.00 %
In-Kind Contributions	\$6,325.14	\$4,166.63	\$2,158.51	51.80 %
<b>Total Revenue</b>	<b>\$4,770,440.88</b>	<b>\$3,747,194.38</b>	<b>\$1,023,246.50</b>	<b>27.31 %</b>
<b>Expenses</b>				
Salaries & Wages	\$2,687,109.60	\$2,630,966.93	(\$56,142.67)	(2.13)%
Employee Benefits	\$348,564.85	\$324,228.00	(\$24,336.85)	(7.51)%
Payroll Taxes	\$261,741.67	\$267,156.07	\$5,414.40	2.03 %
Contracted Direct Labor	\$3,338.24	\$7,586.41	\$4,248.17	56.00 %
Other Employee Related Costs	\$15,792.36	\$27,392.16	\$11,599.80	42.35 %
Professional Fees & Insurance	\$38,817.82	\$53,493.94	\$14,676.12	27.44 %
Telecommunications	\$7,296.83	\$8,760.33	\$1,463.50	16.71 %
Facilities & Occupancy	\$176,430.05	\$212,496.72	\$36,066.67	16.97 %
Utilities	\$44,913.33	\$57,015.98	\$12,102.65	21.23 %
Equipment	\$15,995.32	\$27,247.25	\$11,251.93	41.30 %
Program & Office Supplies	\$114,622.36	\$111,513.68	(\$3,108.68)	(2.79)%
MIS	\$68,252.71	\$115,521.02	\$47,268.31	40.92 %
Vehicles	\$25,373.34	\$39,537.36	\$14,164.02	35.82 %
PR & Fundraising	\$2,292.67	\$14,389.03	\$12,096.36	84.07 %
Cost of In-Kind Goods/Services	\$6,325.14	\$4,166.66	(\$2,158.48)	(51.80)%
Training & Other	\$2,506.80	\$60,921.17	\$58,414.37	95.89 %
Interest Expense	\$16,542.60	\$17,956.04	\$1,413.44	7.87 %
<b>Total Manageable Expenses</b>	<b>\$3,835,915.69</b>	<b>\$3,980,348.75</b>	<b>\$144,433.06</b>	<b>3.63 %</b>
<b>OPERATIONAL NET SURPLUS/(DEFICIT)</b>	<b>\$934,525.19</b>	<b>(\$233,154.37)</b>	<b>\$1,167,679.56</b>	<b>N/A</b>
Investment Income	\$263,981.86	\$0.00	\$263,981.86	N/A
<b>CONSOLIDATED NET SURPLUS/(DEFICIT)</b>	<b>\$1,198,507.05</b>	<b>(\$233,154.37)</b>	<b>\$1,431,661.42</b>	<b>N/A</b>

# Albertina Kerr Centers Program Operating Recap

For July 2020

	MTD Grant & Contribution Revenue	MTD Other Revenue	MTD Total Revenue	MTD Direct Expenses	MTD Margin Generated	MTD Indirect Allocations	MTD Total Expenses	MTD Operating Results	MTD Budget	Actual vs. Budget Variance	
<b>Programs</b>											
Adult Group Homes											
Clackamas County Adult DD	415,277.05	0.00	3,744.96	419,022.01	448,758.58	(29,736.57)	52,950.42	501,709.00	(82,686.99)	(25,284.50)	(57,402.49)
Multnomah County Adult DD	337,393.07	0.00	3,221.36	340,614.43	310,723.27	29,891.16	42,854.45	353,577.72	(12,963.29)	(23,105.85)	10,142.56
Washington County Adult DD	192,969.73	0.00	4,377.93	197,347.66	116,654.87	80,692.79	21,170.52	137,825.39	59,522.27	(13,215.24)	72,737.51
Marion County Adult DD	346,125.70	0.00	11,761.67	357,887.37	360,183.62	(2,296.25)	46,578.56	406,762.18	(48,874.81)	(22,609.80)	(26,265.01)
	1,291,765.55	0.00	23,105.92	1,314,871.47	1,236,320.34	78,551.13	163,553.95	1,399,874.29	(85,002.82)	(84,215.39)	(787.43)
Employment Services	104,602.87	0.00	42,118.15	146,721.02	119,534.09	27,186.93	10,677.24	130,211.33	16,509.69	(9,568.10)	26,077.79
Studios	4,084.17	0.00	50,932.65	55,016.82	42,405.86	12,610.96	3,531.29	45,937.15	9,079.67	(45,044.40)	54,124.07
Kids DD Group Homes	1,582,090.09	0.00	5,756.79	1,587,846.88	1,121,492.80	466,354.08	128,327.23	1,249,820.03	338,026.85	129,941.02	208,085.83
Transition-Aged Group Homes	241,898.66	0.00	0.00	241,898.66	252,685.53	(10,786.87)	39,366.99	292,052.52	(50,153.86)	(18,644.70)	(31,509.16)
Kerr Bikes	15,926.02	0.00	0.00	15,926.02	22,173.64	(6,247.62)	1,997.92	24,171.56	(8,245.54)	(1,814.74)	(6,430.80)
Outpatient Mental Health	103,353.22	0.00	11,378.95	114,732.17	99,092.27	15,639.90	6,231.08	105,323.35	9,408.82	(54,207.86)	63,616.68
Subacute	520,544.03	0.00	106,232.96	626,776.99	453,630.74	173,146.25	46,571.69	500,202.43	126,574.56	(63,181.25)	189,755.81
Program Oversight and Other	0.00	2,940.84	0.00	2,940.84	34,135.06	(31,194.22)	4,553.62	38,688.68	(35,747.84)	(49,985.07)	14,237.23
Behavioral Specialists	8,677.06	0.00	49.09	8,726.15	52,845.89	(44,119.74)	5,594.55	58,440.44	(49,714.29)	(43,697.31)	(6,016.98)
<b>Total Programs</b>	<b>3,872,941.67</b>	<b>2,940.84</b>	<b>239,574.51</b>	<b>4,115,457.02</b>	<b>3,434,316.22</b>	<b>681,140.80</b>	<b>410,405.56</b>	<b>3,844,721.78</b>	<b>270,735.24</b>	<b>(240,417.80)</b>	<b>511,153.04</b>
Admin & Other											
Campus Buildings	0.00	0.00	0.00	0.00	(5,576.71)	5,576.71	0.00	(5,576.71)	5,576.71	(6,059.18)	11,635.89
Indirect Admin	0.00	629,233.99	780.80	630,014.79	406,591.92	223,422.87	(406,591.92)	(5,827.15)	635,841.94	(11,184.62)	647,026.56
Investment Spend Rate	0.00	24,969.07	0.00	24,969.07	0.00	24,969.07	0.00	0.00	24,969.07	24,969.07	0.00
Other Pooled Direct Costs	0.00	0.00	0.00	0.00	2,597.77	(2,597.77)	0.00	2,597.77	(2,597.77)	(461.84)	(2,135.93)
<b>Total Admin &amp; Other</b>	<b>0.00</b>	<b>654,203.06</b>	<b>780.80</b>	<b>654,983.86</b>	<b>403,612.98</b>	<b>251,370.88</b>	<b>(406,591.92)</b>	<b>(8,806.09)</b>	<b>663,789.95</b>	<b>7,263.43</b>	<b>656,526.52</b>
<b>Total Operating (Before Contingency)</b>	<b>3,872,941.67</b>	<b>657,143.90</b>	<b>240,355.31</b>	<b>4,770,440.88</b>	<b>3,837,929.20</b>	<b>932,511.68</b>	<b>3,813.64</b>	<b>3,835,915.69</b>	<b>934,525.19</b>	<b>(233,154.37)</b>	<b>1,167,679.56</b>
Contingency	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(41,666.66)	41,666.66
Investment Income	0.00	0.00	263,981.86	263,981.86	0.00	0.00	0.00	0.00	263,981.86	0.00	263,981.86

## Albertina Kerr Consolidated Balance Sheet

	<b>07/31/2020</b>	<b>06/30/2020</b>
Cash and Cash Equivalents	\$1,567,690.74	\$1,525,559.49
Cash held for others	\$151,906.22	\$152,233.00
Contract/Program Receivables	\$2,554,283.06	\$2,835,333.90
Less: Allowance for Doubtful Accounts	(\$47,277.75)	(\$41,977.40)
Investments	\$9,437,199.62	\$9,174,564.55
Charitable remainder trust receivables	\$344,574.49	\$344,574.49
Contributions Receivable	\$8,950.38	\$102,629.00
Less: Allowance for Pledge Receivable	(\$20,837.82)	(\$20,837.82)
Other Receivables	\$44,178.59	\$42,745.07
Prepaid Expenses, Deposits & Other Current Assets	\$271,309.86	\$429,223.68
Other Long-Term Assets	(\$92,810.59)	(\$84,864.84)
Fixed Assets, Net	\$22,178,781.44	\$22,291,639.61
Due From / (To) Other Funds	\$903.05	(\$59.45)
<b>Total Assets</b>	<b>\$36,141,830.08</b>	<b>\$36,750,763.28</b>
Accounts Payable and Accrued Expenses	\$337,106.67	\$853,386.08
Accrued Payroll Liabilities	\$297,044.01	\$1,356,902.96
PAL Liability	\$813,170.80	\$789,661.46
Contract Overpayments/Advances	\$217,050.32	\$208,021.88
Unemployment Reserve	\$252,441.68	\$222,742.32
Long-term debt	\$4,293,354.59	\$4,329,760.09
<b>Total Liabilities</b>	<b>\$5,864,644.95</b>	<b>\$7,760,474.79</b>
Available for Operation	\$7,767,594.20	\$6,577,856.02
Investment in Fixed Assets	\$17,792,616.26	\$17,877,014.68
<b>Temporarily restricted</b>	<b>\$2,368,503.10</b>	<b>\$2,275,702.94</b>
<b>Permanently restricted</b>	<b>\$2,259,969.66</b>	<b>\$2,259,714.85</b>
<b>Total Net Assets</b>	<b>\$30,277,185.13</b>	<b>\$28,990,288.49</b>
<b>Total Liabilities and Net Assets</b>	<b>\$36,141,830.08</b>	<b>\$36,750,763.28</b>

# Chapter: Financial Management

## SECTION: BUDGETING

The Board of Directors of Albertina Kerr Centers shall plan and control revenues and expenditures through the development and monitoring of an approved budget for each fiscal year. ~~and that t~~ The responsibility for the development of the annual budget and monthly monitoring and reporting will lie with the ~~President/~~Chief Executive Officer and ~~Chief Financial Officer, Vice President, Finance.~~ This material shall be reviewed by the ~~Finance, Audit & Compliance Committee.~~ ~~AKC Treasurer and Operations Committee.~~ The budget process shall include:

- Operating and capital budgets
- Conservative projections of available revenues
- Conservative reliance on fund raising proceeds
- Cash flow budget
- Identification of special projects to be implemented if funding is secured
- Adequate cost-control analysis
- Annual review of staff wage scales and benefits by the ~~Finance, Audit & Compliance Committee~~ ~~AKC Operations Committee~~ in annual budget development process-
- Schedule of critical dates related to draft development and review prior to board approval of the annual budget on or before the July board meeting
- Contingency plans to be implemented to reduce deficits that may become evident during the monitoring phase of the budget process

Performance bonuses for employees eligible to participate in the ~~executive~~ bonus program per the Employee Handbook, ~~(i.e. President & CEO, Vice President and Directors)~~ and an allocation shall ~~not~~ be included and accrued in management's recommended annual operating budget. Such bonuses, if earned, may only be paid out of any annual operating budget surpluses that may be achieved.

All budgeted Albertina Kerr Center program functions and activities shall be in keeping with the mission statement and stated objectives of the strategic plan and mindful of the tax exempt status of the organization.

## SECTION: FINANCIAL CONDITIONS

The overriding policy of AKC is that the financial condition shall never result in fiscal jeopardy to the organization, or disruption in the integrity of our client services.

Other key policies are as follows:

1. Individual programs may have budgeted deficits; however, in aggregate, budgeted results of operations must exceed zero.

2. Budgets shall take into consideration seasonality and timing of cash flows; net surpluses (deficits) from month to month shall meet budget targets.
3. Capital expenditures in total must be approved as follows:
  - a) ~~Finance, Audit & Compliance Committee~~~~Operations Committee~~, as part of the annual budgeting process
  - b) Board of Directors, as part of the annual budgeting process
  - c) Management can change line items within the approved capital budget, but cannot exceed total budget. Capital updates will be provided by management in excess of the total budget.
4. Unbudgeted capital expenditures must be approved as follows:
  - a) ~~President/~~CEO, up to ~~\$100,000~~ ~~\$50,000~~ in the aggregate per fiscal year
  - b) ~~Finance, Audit & Compliance Committee~~~~Operations Committee~~, between ~~\$100,000-250,000~~ ~~\$50,000 and \$100k~~ in aggregate per year, action reported to the Board of Directors
  - c) Board of Directors, in excess of ~~\$250,000~~~~\$100k~~
5. Aggregate annual assumption of any long term debt obligation must be approved as follows:
  - a) ~~President/~~CEO, up to \$50,000
  - b) ~~Operations Committee~~, if between to \$50,000 and \$100,000
  - c) Board, if \$100,000 or more.

Any debt agreements below this threshold shall be reported to the Finance, Audit & Compliance Committee~~Operations Committee~~ by the CFO in the annual budgeting process.

Long-term debt shall include any monetary obligation of the agency that has a repayment period in excess of twelve months.
6. Sale of Real Estate must be approved as follows:
  - a) ~~President/~~CEO, up to ~~\$250,000~~ ~~\$50,000~~
  - b) ~~Finance, Audit & Compliance Committee~~~~Operations Committee~~, if between ~~\$250,000~~ ~~\$50,000~~ and ~~\$500,000~~ ~~\$100,000~~
  - c) Board, if ~~\$500,000~~ ~~\$100,000~~ or more
7. Establishing or changing the amount or other terms of the credit line requires the approval of the Board of Directors.
8. Authorized signers for all debt instruments shall be the CEO and CFO, acting in combination
9. Contributions received by the agency, if restricted and designated by donor, must be used only for the restricted and designated purpose.

10. Amounts accumulated or set aside in designated funds must be used only for the designated purpose.
11. The ~~President/~~CEO and ~~CFO Vice President, Finance~~ shall see that agency debts are settled in a timely manner.
12. The ~~Finance, Audit & Compliance Committee Operations Committee~~ and the Board shall monitor financial performance by reviewing monthly agency financial information.
13. The ~~Finance, Audit & Compliance Committee Operations Committee~~ and the Board shall review summary financial information of the Foundation on a quarterly basis.
14. The ~~Finance, Audit & Compliance Committee Operations Committee~~ and the Board shall have access to any and all financial information deemed necessary to carry out their responsibilities.
15. The ~~Finance, Audit & Compliance Committee Operations Committee~~ shall review annual federal 990 tax forms for Albertina Kerr Centers and the Foundation prior to filing. The Foundation shall review their 990 tax form even if the review occurs post filing.
16. The ~~Finance, Audit & Compliance Committee Operations Committee~~ functions as an audit committee for AKC and the Foundation. In that capacity, the Committee will select an independent public accounting firm, review the scope of the audits prior to commencement of the audit and meet the auditors at the conclusion of the audits to review findings and recommendations.

## SECTION: SIGNATORY AUTHORITY

The ~~President/~~CEO shall have the authority to sign in the name and on behalf of the Agency all duly authorized contracts, deeds, legal and financial documents, and other official documents necessary for the conduct of Agency business, including estate and trust documents, planned giving agreements, and other gift instruments accepted by the Agency. Such documents may also be signed by the Board Chair or any other person designated for that purpose by the Board of Directors or by the ~~President/~~CEO.

The ~~President/~~CEO may, from time to time, delegate signatory authority to the Treasurer/CFO. During an extended absence, the ~~President/~~CEO may also delegate such authority to another officer who is temporarily acting as the ~~President/~~CEO.

Pursuant to the Financial Conditions policy, authorized signers for all debt instruments shall be the ~~President/~~CEO and the Treasurer/CFO, acting in combination.



Transactions affecting Agency accounts may be signed by the following:

- ~~President/~~CEO
- Treasurer/CFO
- Board Chair

The Corporate Secretary is authorized to sign payroll and accounts payable checks, and follow up with a timely reporting of checks signed for approval by the ~~President/~~CEO or Treasurer/CFO.

~~Further, the Senior Vice President of Developmental Disabilities Services shall be an authorized check signer on the following accounts:~~

- ~~—KDDS Petty Cash Account~~
- ~~—Lane County Payroll Account~~

#### Revision and Approval History:

Policy	Revised by	Revision Date	Approved by / Date	Approved by / Date
Budgeting	Holly Edgar	03/04/2020	FAC Committee 03/04/2020	Board
Financial Conditions	Holly Edgar	03/04/2020	FAC Committee 03/04/2020	Board
Signatory Authority	Holly Edgar	03/04/2020	FAC Committee 03/04/2020	Board

# Chapter: Governance

## SECTION: BOARD COMMITTEE PRINCIPLES

The Board may establish committees to help carry out its responsibilities. Board committees are established to assist the agency in accomplishing its mission.

- 1) Board committees may only speak or act for the Board when formally given such authority for specific and time limited purposes. Such authority will be carefully stated in order to be consistent with authority delegated to the Chief Executive Officer.
- 2) Board committees will assist the Board in preparing policy alternatives and implications for Board deliberation.
- 3) Board committees cannot exercise authority over staff members.
- 4) The Board of Directors approves committee appointments of its members. Each individual committee may approve appointments of community members to their committee. The Board will be informed of appointments of community members to committees.

## SECTION: BOARD COMPOSITION

The Albertina Kerr Board shall address the following criteria in its recruitment to the Board of Directors:

- A balance of skills, ages, genders and ethnicities to bring a variety of perspectives to board deliberation
- People of wealth and/or access to wealth, or consumers of Kerr services
- Committed people who believe in and will work for the mission and good of the organization

## SECTION: BOARD MEMBER JOB DESCRIPTION

I, \_\_\_\_\_, recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of Albertina Kerr ~~Centers~~, hereby personally pledge to carry out in a trustworthy and diligent manner all duties and obligations inherent in my role as a Board Member.

### MY ROLE:

I acknowledge that my primary role as a member of the Board of Directors is to contribute to the development of Albertina Kerr ~~Center's~~ mission, ~~and~~ to participate in governing the implementation of that mission, and to participate in fundraising and campaign activities that contribute to the sustenance of the agency in carrying out that mission.

My secondary role is to fulfill the functions of office set forth in the organization's bylaws and described in the job descriptions incorporated into the Board of Directors Policy Manual. The implementation of this role is expressly limited to those activities and functions not directly or indirectly delegated to staff, committees and task forces.

I understand that I have a fiduciary responsibility to the organization and that it is my duty to approve all budgets and programs of work.

### MY DUTIES:

I pledge to willingly use my best efforts to carry out the following duties as a Board Member with integrity, due care and enthusiasm.

- 1.) To attend all meetings of the Board of Directors as scheduled meetings, and any special (e.g., board dinner & work session) or emergency meetings as may be required. On the occasion when I am unable to attend a meeting, I will notify staff that I will be unable to attend in advance of the scheduled meeting.

2.) To actively participate and attend meetings of committees or task forces, including fundraising committees, on which I serve. I understand that I will be asked to serve on at least one standing committee and/or hold one leadership position.

3.) To come prepared to contribute to the discussion of issues and business to be addressed at scheduled meetings, having read the agenda and all background support material relevant to the meeting.

4.) To willingly support the organization financially with a contribution via gift or "get" of \$10,000 annually. ~~what is a substantial contribution for me. I will be a member of the Champions of Kerr Membership Society (i.e., make an annual contribution of at least \$1,000)~~

~~5.) — To actively participate in at least one fund raising committee of the organization; e.g. personal solicitation/major gift campaigns, special events etc.~~

6.) To assist and support cultivation activities of new or existing corporate, foundation, individual and planned gift donor prospects which includes: attending and/or hosting prospects at Kerr's fundraising events~~annual meeting~~; support fundraising events through corporate sponsorships, table sponsorships, and/or auction package contribution; organize and/or participate in scheduled tours and other cultivation events.

~~7.) — Attend Kerr's fund raising events and support the event through corporate sponsorship, table sponsorship and/or auction package contribution.~~

8.) To avoid conflicts of interest between my position as a Board member and my personal and professional life as outlined in the organization bylaws. If such a conflict does arise, I will declare that conflict before the Board, will refrain from participating in the discussion and voting on any matters in which I have such a conflict of interest.

9.) To thoughtfully review all actions taken by the Board and vote for what I believe. If I hold a minority position on an issue, I will express my opinion prior to voting. After the vote, so long as my conscience dictates, I will support all actions taken by the Board in a positive manner.

10.) To agree to chair or serve on committees and task forces to which I am appointed, attend their meetings and participate in the accomplishment of their objectives. If I chair a committee or task force, I agree to: (a) hold its meetings on a regularly scheduled basis until all objectives are accomplished; (b) ensure that agendas and support materials are mailed to all members in advance of meetings; (c) refrain from implementing strategies or taking actions that have not been reviewed and approved by the Board of Directors or expressly delegated for action to the committee or task force within Board prescribed guidelines; (d) conduct meetings in an orderly, fair and efficient manner; and (e) make progress reports as requested by the Board of Directors.

11.) To keep confidential client information of all kinds, Albertina Kerr Centers' business and financial situation including, without limitation, financial projections and budgets; the names of donors or foundations that support or may support Albertina Kerr Centers; litigation matters; and personnel and workforce information. I agree to safeguard all confidential information by not revealing, communicating or disclosing this information through conversation or in writing.

12.) I acknowledge that my responsibility as a Board Member is to deal with policy issues and to support the professional staff in their decisions regarding administration and management.

13.) To represent the organization in a positive and professional manner at all times and in all places.

If, for any reason, I find myself unable to carry out the above duties as best I can, I agree to discuss with the Chair of the Executive Committee my future obligations in serving on the Board of Directors.

## SECTION: BOARD OFFICERS RESPONSIBILITIES

Officers of the Board are in the service of the Board. As such they are bound by Board wishes and by limits of Board authority. The officers may meet as a group with the CEO for purposes of preparing agendas and other pre-Board work (as defined by its policy on Committee Process), but they may not act in place of the Board, except as it specifically delegates.

1. Chair: The Chair is to assure the integrity of the Board process including effectiveness of meetings and the succession, in cases of temporary absence of Chair, Chairperson Elect, Treasurer and Secretary. In the absence of the Chair, the term Chair shall be construed to apply in the due turn to this succession of officers.

2. Chair Elect: The Chair Elect shall assist the Chair in carrying out the work of the Corporation and shall serve as the Chair in the absence of the Chair at all meetings of the Board. The Chair Elect shall succeed to the office of Chair in accordance with the By-laws, Article II, Section 7.

3. Secretary: The Secretary, by affixing his/her signature, shall attest formally to the legitimacy of Board documents. The Secretary also is responsible to the Board for reporting on and noting any inconsistencies of Board actions.

4. Treasurer: The Treasurer is to perform duties in connection with finances of the agency as may be required by the Board. Duties of the Treasurer will neither lessen nor add to the CEO accountability to, and only to, Board policies on fiscal conditions and budgeting.

## SECTION: BOARD MEETINGS

Board meetings are for the single task of getting the Board's work done (see Primary Board Duties policy):

1. Agenda Control: The Board is the sole authority over its own agenda. The Chair will exercise this control on behalf of the Board, though any board member - with a majority agreeing - can add or delete business from the agenda. Normally, material related to the agenda will be given to board members with adequate lead time for preparation.
2. Agenda Content: Only those issues which are within the Board's chosen areas of responsibility (see Primary Board Member Duties policy) shall consume board time. That is, the Board will work only on the Board's job, not on the staff's jobs, though the Board may review staff performance against Board Policies any time it wishes.
3. Board members are obligated to prepare for meetings and to participate productively in discussion, always within the boundaries of discipline established by the Board.



## SECTION: PRIMARY BOARD DUTIES

The job of the agency is to achieve the mission in a prudent and ethical way. The job of the Board is to make certain contributions to the total which are unique to its public trusteeship role and necessary for proper governance and management of the corporation. Consequently, the “products” of the Board itself shall be:

1. Connection between the agency and its “ownership,” the community at large
2. Written governing policies that concern:
  - Ends (what benefits; which needs; what cost)
  - Executive limitations (prudence and ethical limitations binding upon the staff)
  - Governance process (how the Board carries out its task)
  - Board-staff linkage (delegation of power and measurement of its use)
3. The assurance of staff performance (through control and evaluation of the CEO)
4. Take an active role in raising funds to assist with the financial stability of the organization and to assure the financial integrity of Albertina Kerr ~~Centers~~
5. Each Board member receives a copy of the State of Oregon Office of the Attorney General: “A Guide to Nonprofit Service in Oregon.”

### Revision and Approval History:

Policy	Revised by	Revision Date	Approved by / Date	Approved by / Date
Board Committee Principles	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board
Board Composition	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board
Board Member Job Description	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board
Board Officer Responsibilities	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board
Board Meetings	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board
Primary Board Duties	Holly Edgar	05/18/2020	Exec Committee 05/18/2020	Board



# Evaluating Potential Acquisitions or Mergers

September, 2020

ALBERTINA  
**KERR**

The document/grid that has been included in your board packet is:

- A guide to help evaluate potential acquisition or merger targets
- A tool to help make sure we gather information that can help us determine if it makes sense to pursue a relationship
- A document that can be easily shared with the potential acquisition to help speed the delivery of documents/ information to Kerr and increase transparency of our evaluation process

The document/grid that has been included in your board packet is **NOT**:

- A scorecard
- A decision-making tool
- A replacement for discussion and analysis
- A prescribed set of data points that must be gathered in all potential transactions

- Merger/Acquisition concepts are categorized for clarity and organization, but are not weighted or prioritized
- Questions included in the matrix are recommendations, but each situation will be unique
- Risks & Fit are specified to help us think logically and dispassionately about opportunities, but will not dictate decisions

## Evaluating Potential Acquisitions or Mergers

The grid below is a GUIDELINE for questions to be asked and documents to be collected in a potential acquisition or merger. Each category includes evaluation criteria to indicate if the merger/acquisition is a poor, uncertain, or a good fit with Albertina Kerr’s operations. During the process, additional information may be requested based on the response from the potential organization. This grid is not scored, and categories are not weighted.

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
<b>Programmatic Alignment</b>					
Array of Services	<ol style="list-style-type: none"> <li>1. Describe your current Mission, Vision, and Values. How do those fit within Kerr?</li> <li>2. Please provide copies of all business licenses, certifications, or authorizations, and information about any encumbrances or disciplinary actions against the same.</li> <li>3. Please share your current Strategic Plan.</li> <li>4. Do you have any national accreditations (Joint Commission, CARF, COA)? Please provide your current accreditation documentation and your last accreditation report from the accrediting body.</li> <li>5. Please provide metrics and capacity of each service line and occupancy or utilization.</li> </ol>	The services are starkly different from the services we provide now, and we do not have the existing internal expertise to provide them competently.	Services are different from what we currently provide but are aligned to our overall mission and represent an area for growth that is reflective of how we want to evolve our services or to enrich what we do today. Our management and professional staff can competently guide them in conjunction with the talent coming from the other organization.	The services are very similar to the services we currently provide, and our existing management and professional staff can completely guide or deliver them today. We expect demand for these services to maintain or grow over an extended time period (7-10 years for services that do not require dedicated real estate investment, 15-20 years for those that do).	

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<ol style="list-style-type: none"> <li>6. What demographics do you serve? Do your services meet the community need?</li> <li>7. What are your entry and exit criteria for each service line?</li> </ol>				
Outcomes and Goals of Services; Philosophy of Care	<ol style="list-style-type: none"> <li>1. Describe your Person-Centered Philosophy</li> <li>2. What improvement projects do you have in process?</li> <li>3. Please provide any current cultural competency and diversity plan.</li> <li>4. Please provide your current policy and procedure guide for programs.</li> </ol>	Services do not have clear outcomes, treatment theories, or defined programmatic approaches. There is no current way or no willingness to clearly identify how people benefit from services and to demonstrate that they have.	Outcomes are difficult and costly to assess. Many factors contribute to outcomes, and it's difficult to discern the impact of a program or service.	Services have clearly defined outcome metrics and a demonstrated history of delivering them. Philosophy of "treatment" appropriate to the clients and services. We can clearly identify "what's next" for the client and demonstrate when they've achieved treatment goals.	
<b>Finances and Physical Assets</b>					
Operating Finances	<ol style="list-style-type: none"> <li>1. Please provide your three most recent 990s (1120s if for-profit) and audited financial statements.</li> <li>2. Please attached your current annual budget and year-to-date/current financial statements.</li> <li>3. What metrics do you use to establish capacity or utilization of programs (census, productivity, etc.)</li> </ol>	Service line revenue is insufficient to cover basic operating expenses. Nature of service line revenue and programmatic expenses is unlikely to change as a result of Kerr acquisition and is likely to require long-term subsidy.	Service line revenue is sufficient to cover direct expenses. Economies of scale at Kerr would improve financial outcomes to a degree that deficit results would be limited in time and eventually reversed.	Service line revenue is sufficient to fully fund programs and overhead and provides a surplus. Independent, realistic assessment of revenue and expense tests out that financials are fundamentally sound.	



Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<ol style="list-style-type: none"> <li>4. What are your key financial metrics?</li> <li>5. Provide a listing of all professional liability, D&amp;O, P&amp;C or other insurance claims from the last three years and their disposition.</li> </ol>	<p>Unable to competently test financial models because of a lack of understanding of the funding model, extremely uncertain environment, or unreliable information.</p>	<p>Program requires some modest subsidy to meet operating expenses but provides significant programmatic gains in terms of service line expansion or improvement.</p>		
Real Estate Owned	<ol style="list-style-type: none"> <li>1. Please provide a list of your real estate portfolio, including any encumbrances on its transfer or disposition.</li> <li>2. Include any recent surveys of the property that address their overall state of repair.</li> </ol>	<p>Real estate has significant environmental contamination or similar health concern.</p> <p>Physical plants are insufficient in size, quality, location, or repair to be relevant to program demands or standards.</p>	<p>The physical plant requires some amount of investment to meet our standards of good repair but is justified by the expected remaining useful life and relevance to ongoing program demand and may strengthen Kerr’s balance sheet.</p>	<p>Physical plants are in good repair, are appropriate to services provided, and are not over-leveraged. Real estate holdings are likely to be relevant to services that are in demand in the future.</p>	<ol style="list-style-type: none"> <li>1. Are the real estate assets well located for the business needs?</li> <li>2. Determine debt/equity ratios.</li> <li>3. Can the real estate be monetized and help offset the cash required for the acquisition?</li> </ol>
Leases	<ol style="list-style-type: none"> <li>1. Please provide a copy of all leases.</li> <li>2. Provide a functional architecture of your technology infrastructure (e.g. what applications do you use for major business functions such as EHR,</li> </ol>	<p>Leases are above current market rates or fail to secure safe, effective, and adequate space to meet program needs. Leases for inadequate spaces are “locked-in”</p>	<p>Leases are at or above current market rates but can be renegotiated or terminated without risk to Kerr.</p>	<p>Leases are at or below current market rates while providing space that is high quality and meets program needs for the leasehold period and beyond.</p>	<ol style="list-style-type: none"> <li>1. Do your leases contain any “gotcha” clauses?</li> <li>2. Are the leases overpriced relative to market?</li> </ol>

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	HR/Payroll, Email, Constituent Management, etc.) 3. Specify annual costs for each of the major technology components identified above.	for a substantial period of time.			
Furnishings, Fixtures, and Equipment	1. Please provide a complete listing of all assets with a high-level assessment of current condition, acquisition cost and date, and current book value.	FFE are at or beyond their useful life and require significant immediate investment to allow staff to do their daily work.	FFE are nearing the end of life or may require significant updates to meet Kerr’s standards, though today’s needs are met and can be supported.	FFE are in good repair, are adequate to meet daily working needs, and have appropriate remaining useful lives based on costs.	
<b>People and Culture</b>					
Staffing	1. Please provide an organizational chart with copies of current Job Descriptions 2. Describe your Board of Directors, composition, length of service. 3. Please provide a brief summary of your onboarding and training programs. 4. Please provide a list of all staff including date of hire, title, supervisor, current rate of pay, most recent performance rating.	Significant staffing challenges exist broadly through the organization or in key, difficult to recruit positions. Employees have begun leaving already, and future staffing is questionable.  Employment agreements exist with current management that cannot be terminated or that require continued	Staffing challenges in easy to place and train roles exist, but a core team is dedicated and likely to remain in place.  Some specialist roles exist that are less common in the market, but it is unlikely that a single key departure would stop operations.  Existing administration and support teams will require new skills or additional resources to support the new	Good employees with relevant skills and positive orientation to the work are likely to remain on staff through an acquisition.  Staff positions are easily recruited in the local labor market, and full staffing can be generally maintained over time.  No employment agreements exist that would restrict our decision making around whom to hire from the	

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<ol style="list-style-type: none"> <li>5. Please provide a copy of all employment contracts currently in force.</li> <li>6. Please provide details on your senior leadership – longevity, interest in participating in a merger/acquisition, future plans.</li> <li>7. Please provide a copy of your most recent employee engagement/satisfaction survey and results.</li> </ol>	<p>employment with a successor.</p> <p>Effective administration and support will require bringing on the entire team from the previous organization.</p>	<p>program. However, overall headcount growth is less than bringing the full existing team from the previous organization.</p>	<p>current staff or leadership.</p> <p>Existing administration and support teams at Kerr can readily absorb the support needs from the new program.</p>	
Pay and Benefits	<ol style="list-style-type: none"> <li>1. Copies of all health and welfare or retirement plan documents, last three 5500s and audited financials (where relevant) for each.</li> <li>2. Copies of all pay programs, compensation plans, commission or productivity-based pay structures.</li> </ol>	<p>Pay and benefits are significantly misaligned to Kerr’s.</p> <p>Pay and benefit payments are not current and may not be made current by the use of acquisition funds.</p> <p>Unacceptable pay and benefit risks are likely to transfer to Kerr as a successor employer.</p>	<p>Pay and benefits are not directly comparable but on balance, are likely to be attractive to candidates.</p> <p>Pay and benefit payments are not current but will be made current by the use of acquisition funds.</p>	<p>Pay and benefits on the current offer are equitable and are similar to Kerr’s to allow for retention of existing staff through and past acquisition.</p> <p>All pay and benefit payments are current.</p>	
Readiness for Change	<ol style="list-style-type: none"> <li>1. Describe significant changes that have been made in the organization in the last couple of years and how employees reacted.</li> </ol>	<p>Employees are hostile to the idea of an acquisition.</p> <p>Commitment to “their way” is strong and</p>	<p>Employees are skeptical but open to discussing change.</p>	<p>Employees are open and interested in change and opportunities to contribute. Kerr is seen as a strong partner, and</p>	

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<ol style="list-style-type: none"> <li>2. Do you have a formal program focused on change/improvement? If so, please describe it.</li> <li>3. What are some of the major areas that you think should be changed in your organization?</li> <li>4. How many times a day do you hear the phrase, "Because that's the way we've always done it."</li> </ol>	<p>likely to stop progress toward innovation and growth.</p> <p>An attitude that Kerr is a lifeboat that allows them to keep doing what they're doing in the same way.</p>		<p>people show efforts toward alignment.</p>	
Labor Relations	<ol style="list-style-type: none"> <li>1. Please provide copies of all current collective bargaining agreements.</li> <li>2. If applicable, provide information regarding any unfair labor practice charges or findings over the last three years.</li> <li>3. Is an active organizing drive underway?</li> <li>4. What do the online reviews say about your labor relations?</li> </ol>	<p>Represented groups exist and are or have recently threatened to boycott.</p> <p>Online employee reviews, such as Glassdoor have overwhelmingly negative reviews in large numbers.</p>	<p>Represented groups exist and will follow to Kerr with existing CBAs.</p> <p>Staff show significant dissatisfaction and are actively discussing organizing.</p>	<p>No labor agreements or represented groups in place. No signs or reasons to assume organizing activities are underway.</p>	
<b>Reputation and Risk</b>					
Community Reputation	<ol style="list-style-type: none"> <li>1. Please list your primary community partners/donors and contacts.</li> <li>2. What is your process for gathering information from stakeholders? How is that</li> </ol>	<p>Scandal, bad outcomes, or misconduct have significantly tarnished the community reputation of the</p>	<p>Recent trouble has tarnished reputation in a way that is contained to the current organization. Kerr would be seen as bringing them forward</p>	<p>Strongly positive general community view of the organization and its work. It has a compelling story about how it helps the community that will expand our existing base</p>	

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<p>information used to drive care?</p> <p>3. Describe your regular fundraising events and annual campaign efforts, including financial and engagement results.</p>	<p>provider in a way that will transfer to Kerr.</p>	<p>and not itself be brought down.</p>	<p>of donors, funders, and friends while maintaining or improving Kerr’s reputation.</p>	
Professional Reputation	<p>1. How do you think your referrers, regulators, peers, and payers would describe your service? Your employee relations? Your reliability? Their willingness to work with you?</p> <p>2. What opportunities for improvement would your partners point out?</p>	<p>The prevailing view among referrers, regulators, and peers that the quality of service is poor and unimprovable.</p>	<p>Reputations can be deceiving and need to be scrutinized. What appears to be true to the general public, payers, and consumers about an organization may or may not be accurate.</p>	<p>Significant view among referrers, regulators, and peers that work is of high quality, innovative, or unique in the marketplace. Significant well of goodwill that will transfer to Kerr.</p> <p>Meets relevant accreditation standards and is in good standing with accrediting bodies, as applicable.</p>	<p>We’ll need to do our own due diligence on what others think about the organization.</p>
General Risk	<p>1. Please provide a copy of your Risk Management Assessment or Plan.</p> <p>2. Attach a copy of your Corporate Compliance Plan.</p> <p>3. Attach a copy of your current Policies and Procedures as well as any Articles of Incorporation and By-Laws.</p>	<p>Lack of understanding regarding business risks and tools for managing same, particularly in areas where Kerr does not have existing expertise to support sound risk management.</p>	<p>There is a bare-bones risk management process in place that, while checks off the boxes, is not adequate or sufficient to address associated risks.</p>	<p>Sound policies, practices, and safeguards are in place to mitigate unavoidable risks.</p> <p>No pending litigation or events likely to give rise to litigation that would transfer to Kerr.</p>	<p>Documentation of policies, practices, and safeguards is important, but even more so is the adherence to those documents. How are those policies ensured, and what trainings are in place to help staff understand the details.</p>

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	<ol style="list-style-type: none"> <li>4. Please disclose founded Abuse Allegations in the last 24 months.</li> <li>5. Please attach your agency Code of Conduct.</li> <li>6. List any current or past litigation (within the last 4 years)</li> <li>7. Please indicate all current insurance coverage and disclose any claims over \$10,000 for the last 4 years.</li> <li>8. What is your current worker’s compensation experience modifier? Please provide a copy of your current policy and last renewal.</li> <li>9. Provide copies of all OR-OSHA/OSHA citations, BOLI complaints, and citations, EEOC complaints, and citations, or other regulatory or litigation filings, citations, or judgments, except to the extent they are covered under non-disclosure agreements (in past 5 years).</li> <li>10. Attach a copy of your Privacy Policy.</li> </ol>	<p>There is pending litigation, or there are outstanding judgments that may transfer to Kerr. Recent events are likely to give cause to an action that would transfer to Kerr.</p>			

Category	Questions for Investigation and Documentary Requirements	High Risk/ Poor Fit	Risk Continuum Moderate Risk/ Uncertain Fit	Low Risk/ Good Fit	Notes
	11. How is your protected health information maintained? 12. How to your track incidents of adverse client events (elopement, medication errors, injury, etc.)				

## Albertine Kerr Board Planning 'You are Here'

**Board Retreat  
January 31 / February 1, 2020**

**Creating the Board  
that can take Kerr  
into the Future**

### **Vision**

- High Levels of Passion & Commitment to Kerr's Mission
- Board Structure Supports and Facilitates Kerr's Success
- Guided by Clear Goals, Roles, Responsibilities & Expectations
- Attract and Retain Visionary, Strategic, and Effective Board Members
- High Levels of Passion & Commitment to Kerr's Mission
- Respectful, Collaborative, Bold and Accountable
- Share Ownership for Reputation Building and Fundraising

### **Obstacles to Living this Vision Today**

- Current Board Structure Undermines a Sense of Shared Ownership for Kerr's Success
- We have Relied on Contacts vs. Doing Conscious, Intentional Recruiting
- Many People (Potential Bd Members and Donors) are Not Comfortable with Our Clients
- Unclear about How to Make Best Use of Meetings and Facilitate the Meeting to Get the Best from our Board Members & Staff
- Lack of Clear Roles, Responsibilities, & Expectations and the Commitment to Manage to Them
- Board Orientation and Development is Not Systematic / Ways the Board can Contribute to Fundraising is not Adequately Supported

**July 20, 2020 Board Meeting**

**Review and Refine Vision & Obstacles  
Identify Initial Areas of Focus**



## Kerr Board Strategic Plan Revised 7/20/20

### Vision

#### The Governing Board of Kerr:

- Provides Governance, Leadership, and Strategic Insights to Ensure Kerr's Sustainability, Leadership in Our Region, and Ability to Take Advantage of Opportunities (within and beyond our Industry) and Mitigate Risk
- Has Committee, Meeting, and Communication Structures that are Strategically Determined to Support Kerr's Mission and Vision and to Engage and Utilize the Expertise and Passion of the Members
- Is Guided by Clear Goals, Roles, Responsibilities, and Policies
- Assesses Individual and Board Effectiveness Annually (or Biannually)
- Intentionally Identifies, Attracts, and Engages Diverse, Visionary, Strategic New and Current Board Members who are Committed to Actively Participating in Taking Kerr into the Future
- Has an Anti-Racist Culture that is Inclusive, Respectful and Collaborative; Values Bold, Innovative Thinking; and has Clear Norms and Tools to Manage Accountability
- Board Members Commit to Contributing to Communicating Externally on Behalf of Kerr, Building Community Connection, and Participating in Fundraising

### Obstacles to Living Our Vision Today

- Current infrastructure is fragmented and needs updating: Roles, Responsibilities, Accountabilities for Individuals/Committees
- Few agreed upon goals for ourselves individually, and as a board, to guide how we create infrastructure, expectations, and accountabilities
- Board Recruiting has not been Intentional, strategic, nor systematic and we are now in an environment with both significant competition for talent and health and economic impacts of COVID-19
- Board Members have limited experience of the wonderful clients and families we serve to inspire and engage them
- Board Meetings are perfunctory rather than deeply engaging board members in bringing their passions, gifts and talents to our lived mission and our clients
- As a Board we can get caught in day-to-day management vs. embracing the importance of governance, understanding the climate and environment in which we live, and contributing to innovative and creative strategic directions
- Board Orientation and Development are unevenly executed and don't invite passion and engagement in creating the future of Residential and Community Solutions to our region nor develop the skills necessary to contribute to fundraising success

### Initial Areas of Focus

- ✓ **Refine Board Internal Structure** to Increase Strategic Agility and Support our Vision for the Future
- ✓ **Develop a Strategic Recruiting Plan** to Identify and Attract the Diversity, Passion, Expertise, and Networks Kerr needs to Succeed into the Future
- ✓ **Restructure Board Meetings** to Ensure Board Members are Aware of and Understand Information Needed to Govern and to have the Opportunity to Work Together on Efforts of Strategic or Operational Importance in their Role as Governance
- ✓ **Engage Board Members** in the Purpose, People and Promise of Kerr from the very First Conversation to Long-After they have Left the Board
- ✓ **Training and Development Curriculum** to Support: Effective Governance, an Anti-racist, Diverse Culture, and Developing Member's Unique Efforts to Support Kerr's Fundraising

**See below for brain-stormed action items in each area of focus**

**Kerr Board Strategic Plan  
Revised 7/20/20**

Initial Areas of Focus		Brain-Stormed Actions/Tactics	
Priority		Priority	
<b>Executive Committee Recommends this as Priority #1</b>	<b>Refine Board Internal Structure</b> to Increase Strategic Agility and Support our Vision for the Future		Define the goals and expectations of the Board / Define success for the Board that supports the definition of success for the organization.
			Review and refine the expectations and functions of the Executive Committee and other standing committees of the Board to ensure they support moving into a new future
			Clarify roles and responsibilities of board leaders and individual board members and support living those in our day-to-day <ul style="list-style-type: none"> <li>• Define and differentiate Senior Staff roles vs. Board roles</li> <li>• Create job descriptions / expectations</li> <li>• Include expectations for networking, connecting to the community, being a spokesperson for Kerr, and contributing in various ways to Development efforts</li> <li>• More clearly yet broadly define what we mean by ‘passion and engagement,’ ‘collaboration,’ ‘bold and innovative’</li> <li>• Determine what expectations we need to reward and recognize to build the board culture we are trying to create</li> </ul>
			Ensure that succession planning is ongoing and influences our recruiting plan
			Determine what accountability looks like to our board members and annually do an individual and board level assessment of our success
			Use best practices to increase effective behaviors / See <a href="#">The 5 Behaviors of an Effective Team</a> attachment

**Kerr Board Strategic Plan**  
**Revised 7/20/20**

<b>Priority #2</b>	<b>Develop a Strategic Recruiting Plan</b> to Identify and Attract the Diversity, Passion, Expertise, and Networks Kerr needs to Succeed into the Future	Determine the different groups we are recruiting for including the Board, perhaps an advisory board, or a CEO's Club Group, or a Kerr's Angels group. Ensure we have ways to engage and maintain engagement with those people who can profoundly help Kerr succeed.
		Develop a vision for the qualities, skills, connections, relationship to clients, history with Kerr, and characteristics of the board members we need on our board to take Kerr into the future
		Develop a similar vision for people who won't want to be on the board but who we need to engage (see above)
		Create a composition matrix for the board (and other matrices for other groups we create) to assess how closely our current board fits that vision <ul style="list-style-type: none"> <li>• Conduct a gap analysis</li> </ul> Use that gap analysis to identify ideal candidates for the board and a plan for recruiting them
		Tap the wisdom, connections, and expertise of the whole board not just the executive committee
	<b>Restructure Board Meetings</b> to Ensure Board Members are Aware of and Understand Information Needed to Govern and have the Opportunity to Work together on Efforts of Strategic or Operational Importance in their Role as Governance	<p>Develop an agenda template that fosters leadership, engagement, and collaboration of board members / that ensures all voices matter and are heard. Utilize the consent agenda and check for understanding of key content</p> <p>Track and communicate Board or Kerr policies that need shared awareness</p> <p>Utilize Board meetings to foster understanding of shared information, to identify key strategic needs including visioning, innovation, fundraising, media work, legislative work, etc.</p> <ul style="list-style-type: none"> <li>• Develop a Plan for Utilizing Meetings Effectively and in Ways that Engage the Best of Board Members and SLT</li> <li>• Revise Board Agendas</li> <li>• Develop commitment to complete prework</li> <li>• Make time for project based updates</li> <li>• Keep Anti-racism / DEI efforts central</li> <li>• Develop the practice of looking for the Opportunities Inherent in the Obstacles and Challenges, including COVID</li> <li>• Use Matrix to create Principles for decisions from recruiting to M&amp;A, to buying properties, to determining strategic initiatives</li> </ul>

**Kerr Board Strategic Plan**  
**Revised 7/20/20**

	<p align="center"><b>Engage Board Members in the Purpose, People, and Promise of Kerr</b>  from the very First Conversation to Long-After they Have Left from the Board</p>	<p>Engage all Board Members in the Purpose, People, and Promise are the Foundation for the Engagement of Board Members as they contribute to the future of Kerr</p>
		<p>Ensure that how we live our purpose, support and care for all of our people, and fulfill our promise is lived through every stage of Board membership</p> <ul style="list-style-type: none"> <li>• Recruiting plan</li> <li>• Orientation / Mentoring</li> <li>• First year successes</li> <li>• Ongoing engagement</li> <li>• Development and client connections</li> <li>• Succession</li> </ul>
		<p>Develop a Board engagement plan for current Board members using the composition matrix and personal interests</p> <ul style="list-style-type: none"> <li>• Build connections across the Board and in work groups</li> <li>• Create a calendar of develop topics including those that are needed from a regulatory or legal standpoint as well as best practices for various aspects of fundraising, leading on non profit boards, innovative ideas emerging in the literature, media, culture, and projects that could benefit from board member expertise</li> <li>• Identify ways to connect with clients from mission moments, to client’s attending meetings for discussion of specific topics, to visits in homes</li> <li>• Identify ways to connect with and acknowledge staff so that they know that they deeply matter to you and to Kerr</li> </ul>

**Kerr Board Strategic Plan  
Revised 7/20/20**

<p><b>Create a Training and Development Curriculum to Support: Effective Governance, an Antiracist, Diverse Culture, and Developing Member's Unique Efforts to Support Kerr's Fundraising</b></p>		Develop a training curriculum that is built on moving Kerr closer to the vision for the Board and is aligned with and furthers the Kerr Strategic plan
		In preparation for strategic planning, identify and prioritize trainings that will make that process most successful
		Educate the Board in important regulatory, fiduciary, and strategic thinking skills
		Ensure Kerr Board is getting training on working well together / creating an engaged, passionate board
		DEI

**Kerr Board Strategic Plan  
Revised 7/20/20**



**August 17, 2020 Executive Committee Meeting**

**Proposed Priorities  
Pending Board Review and Approval**



**September 21, 2020  
YOU ARE HERE**

**Review Executive Committee's Rational for Top 2 Priorities  
Board Determines Final List of Top 2 Priorities  
Board Approval of Top 2 Priorities  
Discussion and Agreement on Approach to the Work**

**DRAFT Board Planning**  
September 21, 2020

**You Are Here:**

**45 minutes**

- Where we are in the process / See attached summary
- Vision / Obstacles / Initial Areas of Focus: Revisions from the July 2020 Board meeting
  - How the 5 Areas of Focus were identified
- Overview of Executive Committee's August 2020 proposal of how to proceed
  - Start the work with the 1 -2 areas of focus that are most critical to success
  - Executive Committee recommendations
    - **Refine Board Internal Structure** to Increase Strategic Agility and Support our Vision for the Future
    - **Develop a Strategic Recruiting Plan** to Identify and Attract the Diversity, Passion, Expertise, and Networks Kerr needs to Succeed into the Future

**Executive Committee Rationale / Board Discussion and Identification of starting Priorities:**

- Executive Committee members share their rationale for starting with these two areas of focus
  - More strategic
  - Important infrastructure
  - Builds a foundation for the other areas of focus
- Discussion
- Aim for alignment on the starting areas of focus / they may have changed from the Executive Committee's recommendations, based on the discussion

**Ad hoc Workgroup Leadership**

- Miki H. will co-lead one work group and David L. will co-lead the other, they will partner with an SLT member for staff support

**Board Member / SLT Breakout**

- In breakout groups, Board and SLT members will review the action items under each of the two starting areas of focus and will recommend the 1 - 2 actions they believe the work group should start with.
- Using the same process for each of the two areas of focus
  - they will have 1 minute to consider their individual thoughts then 5 minutes to create a group recommendation for the first workgroup
  - then they will repeat the process to create a recommendation for the second workgroup. They will take 1 minute to consider their individual thoughts and then have 5 minutes as a group to create a group recommendation for the second work group.

**Recommendations to Ad hoc Workgroup Leaders**

- Each breakout group will share their best thinking about where Miki's group should focus its efforts.
- Then, each breakout group will share their best thinking about where David's group should focus its efforts.

**Board Members are Encouraged to Participate on an Ad hoc Workgroup**

- If you have interest in one of the areas and have the time to be a part of the ad hoc group, please let Miki know of your interest by Weds. September 23, at the end of the day.

August 18, 2020

**Jeff Carr, CEO, Albertina Kerr Centers  
CEO Self-Evaluation  
Fiscal Year 2019-20**

*Introduction*

This last fiscal year has been like none other I've faced in my 30+ year professional career, and yet I feel like I've learned a great deal about leadership and what's required when you face three all-consuming events at the same time: a global pandemic, a financial crisis, and the most sustained racial equity/justice movement in the last 50 years.

Below are the goals that the Board and I agreed on for this fiscal year and my assessment of progress on these goals embedded for each one:

**Goal: Deliver the highest quality services – overall 25%; each measurement value 25%**

- **Finalize a conceptual program design for a new IDD Subacute 6-bed unit by June 30, 2020.**

While the conceptual program design was basically completed, we paused going much deeper after the onset of COVID-19 and the realization that the Oregon Health Authority would not be funding any new programs with grant funds they had received in the 2019-21 Legislative Session, due to the forecast of serious State deficits for the current biennium and in the next biennium (2021-2023). We did re-purpose the 165<sup>th</sup> facility that we had vacated to downsize four of our Kids DD homes from 5 bed homes to 4 bed homes, thus increasing our profitability margin for Kids DD homes in the 2020-21 fiscal year. Once we have more clarity about the State budget for the next biennium, we will determine how and when we can pursue the new unit expansion in the future.

- **Integrate new CPO into Kerr with preliminary assessment report on current program findings and goals for improvement by CPO shared with Board by Q3.**

Derrick provided his initial assessment of Kerr programs to the board at our 3<sup>rd</sup> quarter board retreat, has comfortably assumed his role as CPO, and is actively working on a number of program improvements at Kerr. Some of the key projects he's working on are creating multi-disciplinary teams (I/DD, Behavioral Supports, & mental health) for programmatic support, as well for our access and assessment team in our Kids DD group homes. Expansion of intake hours and referral sources for Subacute, as well as improved expectations and accountability for program managers across all programs. Derrick has become a trusted partner, we can challenge and expand one another's thinking, and then come to alignment on the direction of our programs going forward. He's also brought helpful insights regarding our important DEI work and culture.



- **Develop tool to track and gather baseline data on Y/Y improvements on customer satisfaction, program measurement systems/processes, client events, safety and billing errors.**

A client management system tool has been developed in Sharepoint to track data on the above goals. Currently, Client and Safety events are being tracked through this tool and billing errors are being tracked through regular auditing by our Compliance Team. Customer satisfaction surveys are being compiled for Subacute, but due to the delay in implementing Epic because of COVID-19, our group homes (surveys are conducted face-to-face) have not been added yet. Once we are completely in Epic across Kerr, this will be integrated with our Sharepoint tracking system. Finally, our program measurement system and processes has not been implemented yet, but is planned as part of our move to tiered huddles.

- **Open minimum of one new Kids' Group Home and add residential beds for Kids' I/DD system.**

We converted our Autzen group home in Clackamas County to a Kid's DD group home and added an additional four new beds to Kerr's Kids' I/DD system (85 to 89 total beds). This was completed in the 3<sup>rd</sup> quarter of the fiscal year.

**Goal: Build a thriving, effective and sustainable work force – overall 25%; each measurement value 25%**

- **Demonstrate Direct Care Staff turnover rate improvement from a 63% rate in August, 2019, by at least 5 points per year for the next two years.**

Our DSP turnover rate in June 2019 was 69% and had dropped to 56% by June 2020.

- **Demonstrate high employee satisfaction through maintenance or improvement of scores on Kerr Employee Satisfaction Survey.**

The Kerr Employee Satisfaction Survey was conducted in December 2019 with a global mean score of 3.82 on a 1-5 scale. The agreement rate to statements was 71%. This compared to our last survey which was conducted in March 2018 with a 3.78/68% score. We continue to receive positive responses from our employees and utilize critical feedback to improve our workforce management.

- **Maintain progress towards all Kerr employees at lowest wage level targeting 125% of relevant state minimum to be achieved by 2022.**

In June 2019, only 48% of our employees were at or above 125% of the relevant state minimum wage. By June 2020, 74% of our employees were at or above 125% of minimum wage, in spite of minimum wage having increase \$.75 per hour compared to the previous year. This goal will be challenging to maintain progress over the next few years with the looming State budget crisis.

- **Finalize financial commitments for workforce housing project and substantially complete design process to be ready to mobilize construction by 2021.**

Over \$1.25 million was committed in private funds for our workforce and inclusive housing project and a request for the final piece of financing was submitted to the City of Gresham on June 3, 2020 for a portion of their Metro Housing Bond funds. A notice of an award will be made in August 2020 and if granted, construction should begin by November 2020.

**Goal: Ensure financial stability – overall 25%; each measurement value 25%**

- **Hire new CFO that appropriately implements effective financial system controls for all functions; hires and maintains an effective financial staff in a thriving environment.**

Janice Jacobs was hired as our new CFO and began her tenure at Kerr in September 2019. She has effectively hired an almost entirely new accounting team, worked to address the issues that were highlighted in the management letter from our FY 2018-19 audit, and upgraded most of our financial systems. While the team is still relatively new, we have made tremendous progress in this area, and Janice has become a valued member of our senior leadership team.

- **Deliver a positive financial margin with target of 1% Net Operating Income.**

Preliminary results for the consolidated FY 2019-20 show that Kerr delivered a positive margin of \$337,130 on total revenue of \$49,281,606. While our margin is slightly less than 1%, I believe the leadership team at Kerr deserves a lot of credit for achieving this result given all the challenges we faced in the final 3.5 months of the fiscal year.

- **Maintain progress towards building and maintaining minimum of a 3-month operating reserve by 2022.**

Our average daily expenses in FY 2019-20 was \$127,590. With the goal of achieving a 3-month operating reserve, reserves needed would be \$11,738,360. As of June 30, 2020, Kerr had \$8,292,306 in total reserves or 65 days of spending. Achieving this goal is going to continue to be a challenge given the current financial headwinds we will face in the future.

- **Fundraising continues to increase to 10% of 2018 annual budget (\$4.2 million) by 2022 and creates substantial new giving at all levels.**

Below is the baseline data from Raiser’s Edge for our fundraising since 2017 with one caveat. Due to the way we were accounting for TOKNA net revenues, this was being tracked only in Power Plan, and since we discontinued both the use of Power Plan and the shops closed in March, I’ve excluded TOKNA revenue for all years for an accurate comparison. The baseline of 2017 included \$603,702 of sales. Thus, our goal of \$4.2 million by 2022 will either need to be adjusted or we will need to identify other ways to make up for that lost gross revenue.

**Kerr Fundraising Revenues - from Raiser's Edge - unaudited**

	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>FY20 Projected</b>	<b>Notes</b>
Foundations	\$200,274	\$811,000	\$1,764,095	\$1,207,365	(1)
Events	\$538,004	\$581,824	\$646,391	\$626,397	(2)
Individual Giving	\$464,827	\$442,039	\$400,643	\$628,158	
Realized Planned Gifts	\$177,350	\$92,603	\$122,790	\$201,145	
<u>Corporate Giving (non event)</u>	<u>\$207,945</u>	<u>\$251,000</u>	<u>\$114,765</u>	<u>\$152,717</u>	
	\$1,590,417	\$2,180,484	\$3,050,703	\$2,815,782	
<b>Percent change</b>		37%	40%	-8%	
In-Kind Revenues	\$54,525	\$249,546	\$438,238	\$498,562	(3)
<b>Total including in-kind</b>	<b>\$1,644,942</b>	<b>\$2,430,030</b>	<b>\$3,488,941</b>	<b>\$3,314,344</b>	
		48%	44%	-5%	

(1) FY20 projected lower to due \$425,000 in conditional WFH and Covid-19

(2) FY20 projected lower to due to Covid-19 impacts to Race for the Roses

(3) Estimated for 2017 and 2018

- **Develop baseline brand awareness-related metrics that span very high (i.e. new donors), medium (i.e. art studio purchases), and modest engagement (i.e. web page views, likes, and shares) and improve year over year.**

Below is data related to trends on the three different metrics in this goal:

**Count of New Donors - FY17 - FY20**

	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>
Cash	343	465	503	573
InKind	322	160	234	205
<b>Total</b>	<b>665</b>	<b>625</b>	<b>737</b>	<b>778</b>

**Revenue from New Donors FY17-FY19**

	<b>2017</b>	<b>2018</b>	<b>2019</b>	<b>2020</b>
Cash	\$127,470	\$512,961	\$263,648	\$284,207
InKind	\$40,244	\$80,151	\$79,696	\$41,239
<b>Total</b>	<b>\$167,714</b>	<b>\$593,112</b>	<b>\$343,344</b>	<b>\$325,446</b>

**PALS Art Sales**

- FY 17-18 \$9,210
- FY 18-19 \$20,736.40
- FY 19-20 \$21,369.70

Facebook - Kerr	<i>BASELINE (7/1/18-6/19/19)</i>	FY20 (7/1/19-6/30/20)	% change
Net Followers	4,253	4,367	3%
Posts	238	291	22%
Total Reactions	5,496	12,573	129%
Shares	1,039	2,366	128%
Comments	483	1,165	141%
Clicks	704	1,288	83%
Traffic	411	1,145	179%
Engagement	7,018	16,104	129%
Facebook - R4R	<i>BASELINE (7/1/18-6/30/19)</i>	FY20 (7/1/19-6/30/20)	% change
Net Followers	5,914	5,912	0%
Posts	68	54	-21%
Total Reactions	unknown	9,139	n/a
Engagement	unknown	11,633	n/a
Instagram - Kerr	<i>BASELINE (7/1/18-6/30/19)</i>	FY20 (7/1/19-6/30/20)	% change
Net Followers	575	863	50%
Posts	157	184	17%
Engagement	2,303	2,857	24%
Likes	2,233	2,779	24%
Comments	70	78	11%
Instagram - R4R	<i>BASELINE (7/1/18-6/30/19)</i>	FY20 (7/1/19-6/30/20)	% change
Net Followers	170	228	34%

LinkedIn	BASELINE (7/1/18-6/30/19)	FY20 (7/1/19- 6/30/20)	% change
Net Followers	1,772	1918	8%
Page views	n/a	373	n/a
Twitter -Kerr	BASELINE (7/1/18-6/30/19)	FY20 (7/1/19- 6/30/20)	% change
Net Followers	1,561	2,392	53%
Likes	295	158	-46%
Tweets	186	180	-3%
Retweets	74	37	-0.5
Positive Sentiment	31	40	29%
Twitter (R4R)	BASELINE (7/1/18-6/30/19)	FY20 (7/1/19- 6/30/20)	% change
Net Followers	805	796	-1%
Vimeo	BASELINE (7/1/18-5/31/19)	FY20 (7/1/19- 6/30/20)	% change
Impressions	3,764	1,400,000	37094%
Views	71	1,472	1973%
Finishes	20	474	2270%
WEBSITE	BASELINE (6/1- 6/18/19)	FY20 (7/1/19- 6/30/20)	% change
Users	1,296	61,025	4609%
Pageviews	2,945	137,947	4584%
Unique pageviews	2,321	113,740	4800%
Bounce rate	57.44%	60.25%	5%
Engagement	1,539	78,553	5004%
GLASSDOOR	BASELINE (7/1/18-6/30/19)	FY20 (7/1/19- 6/30/20)	% change
Would recommend	49%	45%	-8%
Positive Outlook	45%	56%	24%
CEO Approval	61%	67%	10%
Company Rating	3	3	0%

**Goal: Leadership competencies – overall 25%; each measurement value 25%**

- **Relationship with Boards and external constituents (government, clients, philanthropic sponsors, enterprise partners, coalitions and community) is based on direct regular positive engagement that represents Kerr values.**

I was regularly involved in meeting with external partners and representing Kerr with a number of funders and organizations such as the Oregon Resource Association (statewide I/DD association), a CEO Cohort with Partners in Diversity on leading DEI work in your organization, an invitation only two-day leadership event with M.J. Murdock Trust, and regular contact with various legislative leaders at the City, State, and Federal levels. I also worked with our Development team in their fundraising efforts on behalf of Kerr, and have worked hard to continue to develop our board and enhance relationships with individual members.

- **External awareness of trends, challenges, opportunities, competition and policies that affect Kerr is evidenced by new offerings and innovations through regular reports.**

I am committed to staying informed about the external environment, trends, etc. and to use that information to be forward thinking in my leadership and bring insights to Kerr that will positively impact our work as an organization. The Workforce and Inclusive Housing project is one example of this, as it started out as workforce housing, we added units for adults with I/DD, and have figured out how to make the entire project “net zero”, which will be the largest affordable housing project to date in the Northwest that will achieve this “green” milestone. In addition, I spent a great deal of time trying to anticipate the impacts of COVID-19, both from a health and safety perspective, as well as financial, and led our team to try and anticipate how we could stay ahead of the curve in all areas of our response. And as you know, we are working systematically and thoughtfully to elevate our DEI efforts and to ensure our culture is one of inclusion and respect.

- **Develop processes that ensure leadership succession and effectiveness at the top level.**

Since I joined Kerr in 2016, I have been working to develop the skill, confidence, and leadership abilities of the SLT, Managers, and all members of our staff. I am pleased that we currently have every SLT position filled and am proud of the work the team has done in response to COVID-19. As a group, we have been interacting regularly to manage the organization through this pandemic. Now that the team is filled, my goal has been to build comradery on the team and a sense of unity in purpose. At this point, I feel quite confident that if I were unable to lead, there is a strong team that could pick up the leadership during my absence. In the upcoming year, I will be talking with the board to determine what a detailed succession plan would look like for each of our SLT members, including my role.

- **Continue with positive development as leader through 360 confidential evaluation.**

Linda Carpenter will be conducting a 360 confidential evaluation as she did last year that includes feedback from my direct reports and other senior leaders, a subset of board members, and external organizational peers and leaders.

## Albertina Kerr

### Recommendation for CEO Evaluation 2020

**Objectives:** The CEO review is typically meant to achieve three key objectives, to:

- Build alignment between the Board and the CEO / ensure agreement on long- and short-term strategy.
- Focus Board / CEO communications on the state of leadership, strategy, people management, financial position, operating effectiveness, and relationships with external partners and stakeholders.
- Provide feedback and support for growth of the CEO and by extension, their team.

#### **Kerr 2019 - 2020 Metrics in a Year of Significant Change**

- The Board has articulated the priorities for the year and the metrics by which Jeff will be measured.
  - These priorities successfully built understanding and alignment between the Board and Jeff and enhanced the focus of his leadership, the implementation of a mission-centric strategy, the expectations for recruitment and management of SLT and Kerr staff, the standards for financial positioning, expectation for operational effectiveness/achievement, and the importance of external partnerships and stakeholders.
  - In addition to meeting the expectations for organizational leadership, this year has brought significant change: a new CPO, CFO, Medical Director, movement on WFH, a global pandemic, a struggling economy, workforce reductions and program temporary/permanent closures, a major change in board structure, a passion within the board to engage more actively in governance level work, and a higher level of commitment to diversity, equity and inclusion (DEI).

#### **2020 Self Evaluation**

- Using the agreed upon 2019-2020 priorities and metrics, the Board has an excellent start on assessing Jeff's performance. His self-evaluation provides organizational data and his description of the work and the status of that work to facilitate discussion.

#### **2020 Board, SLT, and Director Input**

- While the clarification of priorities, the data from Kerr, and Jeff's description of his work is a great base, it is missing the voices of his key partners inside the organization and from the Board.
  - Additional input is vital for the Board's understanding of Jeff's leadership, as well as for his team to know that their experience of his leadership and the culture of Kerr matters to the Board and to Jeff.

#### **Linda's 2020 CEO Evaluation Recommendation**

- Normally, I would suggest repeating the DiSC 363 that was used in 2018 to do a comparison of the experience of Jeff's leadership.
- However, under the current circumstances, with the magnitude of change internally for Kerr (new executive hires, Board structure) and the demands and challenges of the current environment (COVID-19, a struggling economy, and higher demands for DEI), I would recommend gathering input and hearing people's voices that are specific to the 2019-2020 expectations / metrics and to this time in history, and then follow up with the DiSC 363 next year.
- **After several discussions Miki Herman and Linda Carpenter have aligned behind the following recommendation for getting input from the Board, SLT, and Directors:**
  - Our recommendation would be a simple and confidential Survey Monkey assessment asking Board members, SLT, and Directors to identify the top three things that they have most appreciated about Jeff's leadership this past year and the top three things that they would have liked to see in Jeff's leadership this past year. This will cover all leadership, culture and interpersonal skills identified as critical for Jeff's role and representative of the 2018 DISC 363 review.
- Linda will review all of the input, identify the themes that emerge, and share the themes with Jeff and with the Board to use in establishing goals and priorities for the upcoming year.
- A summary of the feedback will also be shared with the SLT and Directors who have participated in this process.
- The following is a summary of what will be included in the Survey Monkey assessment.

# Albertina Kerr

## Recommendation for CEO Evaluation 2020

### Feedback for Jeff

#### Three things you have most appreciated about Jeff's leadership this past year:

Please check the three things you have most appreciated about Jeff's leadership this past year and share the reasons why you identified these three areas in the space below.

- Jeff leads from our mission and strategic plan and has a clear vision for how to move it forward.
- Jeff has a strong working relationship with the Board as a group and individually.
- Jeff quickly assesses the changing market forces and conditions, adjusts to protect Kerr, and explores opportunities within the obstacles and challenges.
- Jeff provides timely, professional, and appropriately transparent communications to the Board, SLT, Directors and Kerr staff and engages them effectively to the level necessary to ensure success and shared ownership for results.
- Jeff has attracted / developed / managed performance / retained a strong, cohesive senior leadership team and effective directors and managers.
- Jeff is skilled at influencing the Board, SLT, Directors, and Kerr staff and is open to being influenced by them in return.
- Jeff supports and empowers his leaders in their roles.
- Jeff is leading in a way that fosters a culture that is mission-driven, collaborative and respectful, and willing to learn and grow to ensure Kerr's success.
- Jeff ensures that leaders / managers are growing a thriving, well trained, and sustainable work force that have the support to handle the ongoing stresses of the work, so that all members of Kerr succeed.
- Jeff ensures the quality and safety of Kerr's clients, programs, and services.
- Jeff understands the financials and manages them effectively delivering positive financial margins; using the key metrics relevant to the business of Kerr to define success and evaluate opportunities.
- Jeff works effectively with government funders and is a recognized leader for the social service sector.
- Jeff cultivates donors and supports the Development team in creating success.
- Jeff stretches the organization to think, act, and move forward in new ways, thoughtfully balancing innovation with the demands of the day-to-day work that sustains Kerr.
- Other area of leadership you would add:

Please share why these three areas stood out for you:



## Albertina Kerr Recommendation for CEO Evaluation 2020

### Three things you would have liked to see in Jeff's leadership this past year:

Please check the three things you would have liked to see in Jeff's leadership this past year and share the reasons why you identified these three areas in the space below.

- Jeff leads from our mission and strategic plan and has a clear vision for how to move it forward.
- Jeff has a strong working relationship with the Board as a group and individually.
- Jeff quickly assesses the changing market forces and conditions, adjusts to protect Kerr, and explores opportunities within the obstacles and challenges.
- Jeff provides timely, professional, and appropriately transparent communications to the Board, SLT, Directors and Kerr staff and engages them effectively to the level necessary to ensure success and shared ownership for results.
- Jeff has attracted / developed / managed performance / retained a strong, cohesive senior leadership team and effective directors and managers.
- Jeff is skilled at influencing the Board, SLT, Directors, and Kerr staff and is open to being influenced by them in return.
- Jeff supports and empowers his leaders in their roles.
- Jeff is leading in a way that fosters a culture that is mission-driven, collaborative and respectful, and willing to learn and grow to ensure Kerr's success.
- Jeff ensures that leaders / managers are growing a thriving, well trained, and sustainable work force that have the support to handle the ongoing stresses of the work, so that all members of Kerr succeed.
- Jeff ensures the quality and safety of Kerr's clients, programs, and services.
- Jeff understands the financials and manages them effectively delivering positive financial margins; using the key metrics relevant to the business of Kerr to define success and evaluate opportunities.
- Jeff works effectively with government funders and is a recognized leader for the social service sector.
- Jeff cultivates donors and supports the Development team in creating success.
- Jeff stretches the organization to think, act, and move forward in new ways, thoughtfully balancing innovation with the demands of the day-to-day work that sustains Kerr.
- Other area of leadership you would add:

Please share why these three areas stood out for you: