

*PVS is the only nationwide visitation program in the United States authorized by the Federal Bureau of Prisons and the Department of Defense to visit all federal and military prisons and prisoners. Our nationwide network of volunteer visitors provides face-to-face contact with prisoners to help them cope with prison life and prepare for successful reentry into society.*

**Prisoner Visitation and Support  
Board of Directors Meeting  
January 14, 2021  
2:00 pm EST  
Session One of Two, Conducted via Zoom**

**In attendance:** Rachel Osborn (Chair); Michael Guerra; Marc Levin; David Poundstone; Susannah Rose; Virginia Rinella; Tom Slick; Dan Struble. **Staff in attendance:** Emily Cashell-DeSilva (*Assistant to the Director*); Molly Clifford (*Executive Director*); Eileen Gilkenson (*Visitor Recruiter*).

**1. Welcome Rachel Osborn**

Rachel Osborn called the meeting to order at 2:00pm and welcomed all. A quorum was present. Attendees introduced themselves. Marc Levin joined the call at 2:10pm.

We will be using the Board portal on the PVS website for all meeting materials. Rachel noted a Board and staff directory is placed there. If you would like to change any information in the directory, please contact Emily Cashell-DeSilva.

Board members need to sign and return the “Board Agreement” document. This will also be uploaded to the Board portal.

Rachel thanked the staff for all their help in preparing for the Board meeting.

**2. Minutes from Previous Meeting All**

Rachel called for a review of the minutes from the November 20, 2020 Board call. Eileen Gilkenson requested two changes be made, the first at item 3 of Session One, under ‘visitors.’ She indicated her main concern with writing to USP Thomson prisoners was not that it is a new prison, but that it is a high security prison. The second one was at item 4 of Session Three, under ‘letter writing.’ She indicated that she views the current letter writing project as a vehicle to reach prisoners in facilities where PVS does not currently have a presence. Virginia Rinella stated she would email her revisions or questions on the minutes after the meeting.

**Action taken:** The Board approved the minutes of the November 20, 2020 meeting with the above changes.

**Action to be taken:** The changes will be made, and the minutes added to the Board portal.

### **3. Staff Report Molly Clifford**

*(See item 3a - PVS staff report Jan 2021)*

Molly Clifford reviewed the distributed report:

#### **Administration**

The 18-month lease for the new office space at Friends Center has been signed. Our official move date is February 8, 2021. We are still in the process of converting from QuickBooks desktop to online after encountering technical problems with the file that Bookminders cleaned up. We will continue to work with Bookminders to access the file. The 2020 financial reconciliation is still underway.

#### **Development**

The year-end appeal was a success, raising a total of \$32,203 from 214 donors as of January 11, 2021, including the \$10,000 Board challenge match. Molly continues to make calls to major donors and is adding her contact notes to DonorPerfect.

The 2021 development and communications calendar was shared on screen for review. The development committee is planning public presentations with guest speakers to be held via Zoom. The first speaker suggested was Anthony Ray Hinton, an exoneree from Alabama's death row who works for the Equal Justice Initiative (EJI). He was scheduled to be the speaker for our 2019 training conference but was not able to attend. Per EJI, he is available for speaking engagements in the spring; his standard honorarium is \$2,000. One of our visitors in Kentucky, Jean Rosenberg, was approached about being interviewed about PVS for a radio show. Molly will work with her to prepare.

#### **Communications**

We continue to send regular email updates to our visitors. A holiday greeting card was sent to our federal prison contacts, mainly reentry affairs coordinators, thanking them for their help. Molly spoke to Scott Sussman, Deputy Administrator, National Reentry Affairs Branch, who has been our main contact within the Bureau of Prisons. The representative for the Department of Defense has not yet responded to Molly's email.

#### **Visitors**

Visitors continue to write letters to the prisoners they were visiting before the lockdown. Responses to visitor letters continue to come into the office. Emily Cashell-DeSilva scans and emails the letters to their respective visitors. Eileen has been focusing on staying in touch with visitors, especially those who visit at FCC Terre Haute and are struggling with the recent string of executions. Zoom calls with coordinators and visitors continue.

#### **Current Projects**

Molly is currently calling major donors. Her next focus will be on contacting those currently listed as sponsors, first sending a letter and then following up with a phone call.

The logo that was favored at the November 2020 meeting was presented again and approved to replace the existing PVS logo. It was noted that in addition to the approved two-color horizontal layout, we will also need a vertical format, and one that is in black ink. There was also a question about the tile or button version of the new logo. These items will be brought to the attention of designer Christina Drexler.

**Action taken:** The Board approved the new PVS logo for immediate use.

**4. Personnel Report      Marc Levin**

Marc Levin reported he completed Molly's 2020 performance review and developed her 2021 PWP with her, organized by major tasks. Marc reported he is pleased with the work the staff has been doing and thanked everyone for their hard work.

**5. Development Report      Rachel Osborn**

*(See item 5 - PVS Development Committee report for 1.2021 Board meeting)*

Rachel Osborn reported. The committee will meet monthly, following tasks on the 2021 development calendar. It will be clarifying major donors, endorsers, and sponsors, identifying strategies for each. It also noted the role PVS plays in the issues of the day. The next meeting is February 3, 2021.

**6. Financial Report      David Poundstone**

*(See item 6a - Financial Report 1.14.2021)*

David Poundstone reported. There is still a discrepancy between QuickBooks and DonorPerfect recorded revenue. The balances listed on the financial reports are from January 1, 2020 through December 31, 2020.

Looking at his P&L for 2020, Dave explained expense discrepancies per the budget. We spent less on printing and mailing, but still owe pension payments for 2020, Emily's pension for 2019, and the auditors' expenses. In 2021 we will be saving on rent. Dave reported he is encouraged PVS ended 2020 as positively as we did, given the difficult pandemic year. In answer to questions, Dave stated:

- We did not meet budgeted income goals for 2020, but lower expenses in some areas, as noted, assisted with the overall positive 2020 year-end budget.
- Regarding the 2021 auditor's cost, Dave noted that last year we paid \$6,500 and he assumes the fee will be the same this year.
- In terms of how much pension in total is owed, it is all 2020 pension obligations plus \$4,000 from 2019 for Emily's pension. (Her pension check was lost in the mail, so payment was stopped; it needs to be reissued.)
- We will probably need to draw upon our Friends Fiduciary account to meet our stated obligations.

Tom Slick offered to assist Dave and staff with financials using his accounting background, in a separate Zoom meeting. This offer was accepted.

Rachel presented a DonorPerfect report listing total 2020 giving by donor group. In 2020 we received 799 donations totaling \$125,828. When asked how this compares to other years, Rachel noted a report can be run to identify the differences in giving between this year and prior years.

The Board thanked Dave, Molly and Emily for their help.

**7. Training Report      Dan Struble**

*(See item 7 - PVS Training Committee Report for January 2021 Board Meeting)*

Dan Struble reported. The committee is looking at how to best handle a rollout of the new training manual, which is ready to go to the designer, and also how best to approach training in 2021, especially with the ongoing pandemic. The committee added an ad hoc subcommittee to focus on virtual training. It consists of trainers Gary Wolff, Denise Carpenter and Susannah Rose, and will meet on January 26, 2021.

The Board thanked the training committee and the new ad hoc subcommittee.

**8. Executive Session      Board**

The Board went into executive session at 3:24pm; staff left the meeting.

The purpose of the session was to receive the Personnel Committee's positive review of Molly Clifford and to review pension obligations.

The meeting concluded at 3:58pm, to resume for Session Two on Friday January 15, 2021 at 3:00pm EST.

Rachel Osborn, Secretary pro tem  
With thanks to Emily Cashell-DeSilva

**Prisoner Visitation and Support  
Board of Directors Meeting  
January 15, 2021  
3:00 pm EST  
Session Two of Two, Conducted via Zoom**

**In attendance:** Rachel Osborn (Chair); Mike Guerra, Marc Levin; David Poundstone; Susannah Rose; Virginia Rinella, Tom Slick, Dan Struble. **Staff in attendance:** Molly Clifford, Executive Director.  
**Invited guest:** Carl Pope (executive session).

**Welcome Rachel Osborn**

Rachel Osborn called the meeting to order at 3:00pm. A quorum was present. A revision to the previously distributed agenda included extending the executive session with invited guest Carl Pope, shortening the time of some items and extending the conclusion of the meeting to 5:00pm.

**9. PVS Bylaws Tom Slick/Board**

Tom Slick reported on the work of the bylaws revision task force from its first meeting on January 8, 2021, referring the Board to the previously distributed list of 15 questions and recommendations for the purpose of drafting proposed revised bylaws for Board review.

In preparing the questions, Tom noted he had reviewed current PVS bylaws, Pennsylvania statutes, input from our November Board meeting and other organizations' bylaws. Our bylaws need to be consistent with our articles of incorporation (such as continuation of the word "committee"). Tom noted a distinction between the bylaws, in terms of covering legal issues, and a board policy statement that would expand on these and provide further guidance for the Board.

In addressing the questions, the Board approved all the task force recommendations with the exception of or comments about the following:

- Number of Board members (1). What if we do not meet the minimum of 6 as recommended? Should we lower the number, and/or address the issue of not meeting it in the bylaws itself?
- Officers. The 4 positions should be held by 4 different people.
- Threshold to remove a Board member (10). Should it be 75%, or simply a majority, or some other number? Also, how does that percentage relate to the threshold to remove an officer (13), and to the percentage of votes necessary to carry a decision by the Board?
- Committees. In addition to the 5 standing committees in the bylaws, operational committees under the direction of the Executive Director would include training and could include communications, with others added at her/his discretion.

The Board approved replacing 'consensus' with 'voting' in the bylaws, noting that voting makes clear and also legally documents the decisions of the Board.

The Board also discussed its role in appointing PVS visitors, concluding that the Board endorses the list of visitors as appointed by staff and that removal of any visitor is a staff, not Board, function. This should be in the Board policy document, along with clear policies for the removal of a visitor by PVS.

The goal for the task force is to complete a bylaws draft by the end of the second quarter, 2021.

**Action taken:** The Board authorized the bylaws task force to proceed, taking the above discussion into consideration.

#### **10. Board Member expertise matrix All**

The Board reviewed the Board member expertise matrix excel spreadsheet previously distributed. As in the document, Board members were asked to rate their expertise and access in each category using a 1 – 5 scale; and to add other categories they thought important. It was noted this tool will be used to assess current Board strengths, and in identifying prospective Board members. Susannah Rose offered to compile the results.

**Action taken:** Board members agreed to use the tool to self-evaluate as above, and to send their completed documents by January 31, 2021 to Susannah for compilation.

The Board will continue discussion of Board member qualifications at the upcoming meeting.

At this time the Board also approved the addition of Liz Leshner to the PVS Board.

#### **11. Strategic Plan Board**

The Board discussed two documents distributed in advance: a sample strategic plan from another organization, and the November 16, 2020 composite document of Board members' top three priorities/issues for our strategic plan. Susannah also referenced a document she had found useful for strategic planning. The Board agreed the next steps in our strategic planning process was to appoint a Board task force to outline an action plan and return to the Board for its approval. Susannah, Virginia Rinella, and Rachel offered to serve with Molly on the task force.

**Action taken:** The Board appointed Susannah Rose, Virginia Rinella, Rachel Osborn and Molly Clifford to the strategic planning task force, with Susannah as facilitator.

#### **12. New Business**

None.

#### **13. Next Board Meetings All**

The Board affirmed our standard multi-day April Board meeting in four Zoom sessions in the April 6 - 16, 2021 timeframe. Molly Clifford will send another Doodle poll to the members for their availability during these dates, including weekends if necessary.

#### **14. Executive Session Board**

At 4:23pm Molly left the meeting and Personnel Committee member Carl Pope joined. The purpose of the session was to review and discuss the PVS employee pension plan. First, the Board determined that the 2020 pension contribution for Emily Cashell-DeSilva and Eileen Gilkenson would be 10% of 2020 compensation. Next, the Board adopted the annual pension contribution range of 0 – 10% of compensation for 2021 and all subsequent years. Each year the Board, after review of the financial health of the organization, will determine the contribution percentage, preferably in the first quarter of the year following the year for which the contribution applies. The contributions will be made to each employee on or prior to the date PVS files the annual IRS financial notification. This timing will include any extensions. In addition, the Board requested that the Personnel Committee draft a Summary Plan Description (SPD) which will be given to each employee.

The meeting adjourned at 5:17pm with thanks to all.

Rachel Osborn, Secretary pro tem  
With thanks to Molly Clifford