

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, encourage personal growth, and prepare for successful reentry into society.

**Prisoner Visitation and Support
Board of Directors Meeting Minutes**

DRAFT as of 07/30/2023

Friday, 12 May 2023

5:00 pm ET

Session One of Two, conducted via Zoom

In attendance: Tom Slick (*Chair*); Shazad Carbaidwala, Michael Guerra, David Poundstone (*Treasurer*), Virginia Rinella (*Vice-Chair*), Steve Schwab, Dan Struble (*Secretary*)

Absent: Erika Janifer, Suave Gonzalez, Scott Sussman, Esther Zeledon.

Staff in attendance: Molly Clifford (*Executive Director*); Emily Cashell-DeSilva (*Program Manager*).

1. Welcome

Tom Slick

Tom called the meeting to order at 5:07 pm ET following a period of informal socializing. A quorum was present. Tom noted during the agenda review that Eileen Gilkenson had been invited but was unable to attend the meeting; Esther Zeledon was out of the country so her presentation and discussion of the Strategic Plan vision and mission would be postponed until the next Board meeting.

Chair report: Tom gave a summary of the recent Zoom meeting between Molly, Scott and himself with BOP central office staff, including the Deputy Director, Chief of Staff, and Acting Assistant Director of Reentry Alison Leukefeld. Topics discussed at the meeting included PVS history; visitor recruitment; board priorities of diversity, fundraising, and national conferences with an invited speaker from the BOP. Issues of concern raised by PVS focused on timely BOP volunteer training, both for new visitors and experienced visitors' annual training; letter writing for inmates at prisons without visitors; allowing prisoners to email requests for visits to the PVS office; difficulties encountered in scheduling visits. The tone of the meeting was cordial.

Discussion ensued regarding potential backlash if PVS asks for too much all at once. Shazad raised a question on our messaging and approach to requesting BOP change.

It was announced that the November Board meeting will coincide with the training conference scheduled for Wednesday, 11/8/2023 through Sunday, 11/12/2023 in Lexington, Kentucky. Training content will run from Wednesday to Saturday morning; the Board meeting will follow from Saturday afternoon to Sunday morning.

2. New Board Members

Tom Slick

Tom introduced new Board member Steve Schwab, CEO of the Elizabeth Dole Foundation; Board members introduced themselves to Steve. Steve will chair the Development Committee.

Eileen Gilkenson, long time PVS volunteer, retired staff member and Interim Director, was put forward as a new Board member. Dave Poundstone made a motion to accept, seconded by Virginia Rinella; approval was unanimous.

3. Consent Agenda

All

Tom asked for a motion to approve the minutes of the February 2023 Board meeting and the committee reports as presented on the Board portal. Dave Poundstone so moved, Virginia Rinella seconded, all were in favor.

4. Old Business

Molly Clifford

Molly provided an update on the latest iteration of the PVS video which now includes portions of an interview with Suave Gonzalez. A short clip of the video might be presented at the Salem, Oregon event in June. Discussion ensued on rethinking distribution and best use of the video on social media and for development purposes.

5. New Business

Tom Slick

- a. Friends Center Lease Extension. The annual lease renewal, at a 5% increase, was presented. Dave Poundstone moved to accept the extension, Steve Schwab seconded, all approved.
- b. Employee Retention Tax Credit (ERC). The ERC is available to organizations that retained employees during the Covid pandemic. Tom reported that Stephanie Farley was in contact with Hundredfold, a firm that helps not-for-profits get maximum ERC return, with a 10% fee payable upon receipt of refund; the potential PVS refund could be \$56K. Discussion ensued with the recommendation PVS hold any refund for three years as a precaution were an audit to show we were not fully qualified. Steve Schwab made a motion to engage Hundredfold to obtain the ERC refund and, when received, to hold it in prudent reserve for three years; Dave Poundstone seconded the motion; all approved.
- c. Creation of Endowment. Steve Schwab reported the Development Committee has explored creation of a formal endowment, funded through such means as legacy giving, campaigns, and restricted gifts, with the purpose to provide for long-term stable operating budgets. Policy will need to be established

regarding receipt, investment, and distribution of funds. The committee recommends increased annual support in the short term with no immediate major endowment campaign. Following discussion, Steve made a motion to establish an endowment for PVS, seconded by Dan Struble and approved by all.

- d. Strategic Plan Mission and Vision. As Esther Zeledon was out of the country her presentation and discussion of the Strategic Plan vision and mission was postponed until the next Board meeting in September.
- e. Art4Giving Grant. Molly announced that PVS was the recent recipient of a \$20K grant from the Art4Giving donor advised fund (Art4Giving.org). Discussion followed with recommended allocations of \$10K for the operating budget, \$5K to subsidize costs for first-time attendees at the November training conference, and \$5K to be held in reserve in the Friends Fiduciary account. Steve Schwab moved to accept those allocations, seconded by Mike Guerra, and approved by all.

6. Financial Reports

Dave Poundstone

Dave presented the financial reports prepared by Stephanie Farley and located on the Board Portal. He noted the reports are in good shape with her able accounting assistance. DonorPerfect records are reconciled with QuickBooks accounts. Tom expressed optimism with current financial status following the recent grant.

7. Executive Session

Board Members

The Board went into executive session at 6:20 pm ET. With no additional issues, the executive session, and Board meeting, adjourned at 6:21 pm ET, to reconvene at 11:00 am ET on Saturday, May 13, 2023 for the second session of the Board meeting.

**Prisoner Visitation and Support
Board of Directors Meeting Minutes
DRAFT as of 07/30/2023
Saturday, 13 May 2023
11:00 am ET
Session Two of Two, conducted via Zoom**

In attendance: Tom Slick (*Chair*), Shazad Carbaidwala, Michael Guerra, David Poundstone (*Treasurer*), Virginia Rinella (*Vice-Chair*), Steve Schwab, Dan Struble (*Secretary*)

Absent: Suave Gonzalez, Erika Janifer, Scott Sussman, Esther Zeledon

Staff in attendance: Emily Cashell-DeSilva (*Program Manager*); Molly Clifford (*Executive Director*).

1. Welcome

Tom Slick

Tom called the meeting to order at 11 am ET.

2. Executive Director's Report

Molly Clifford

Molly presented topics in the areas of Administration, Development, Communications, and Visitors/Training as detailed in the written "Executive Director's Report to the Board, May 2023," located on the Board portal. In addition to those points, Molly noted the following:

- The hoped-for summer intern wasn't able to serve this year to help with social media promotion of the June 27 Salem event. On a positive note, there is an organization in Philadelphia, "Catchafire" that matches professionals who want to donate their time with nonprofits who need their skills. This may prove to be of help with developing a PVS presence on social media going forward.
- The staffing model changed in November, with Emily taking over the functions of the Volunteer Coordinator role and Molly spending more time on fundraising.
- PVS was introduced to Jenna Epplin, BOP Director of Women and Special Populations, which include those prisoners who are trans, veterans, aging, with disabilities, pregnant. We look forward to open dialogue as well as increased PVS visibility through participation in meetings to discuss shared interests.

3. Standing Committee Highlights

Committee Chairs

- A. Executive Committee. Tom reported that the Executive Committee met once to prepare for the present Board meeting.
- B. Development Committee. Steve reported the committee has met twice since he became Chair. The focus has been on establishing the priorities and strategies detailed in the committee report (located on the Board Portal). Steve also noted that all Board members need to make a pledge of financial support as the demonstration of Board involvement in the aggregate is a statistic important to new funders.
- C. Finance Committee. Dave reported that the committee held two meetings. In addition to the written committee report, he noted that the work of Stephanie Farley has resulted in the “rationalization” of financial reports. He was also happy to have Linda Roberts join the committee, with her knowledge and depth of experience as a CPA at FINRA and treasurer for a non-profit organization. He also noted that the conference budget will be reported in a separate class with its own profit center.
- D. Governance and Nominating Committee. Mike reported the committee met twice. In addition to the items in the written report, he noted that as members are replaced or reappointed we need to assure that at least one third of the Board remains comprised of visitors. A skills matrix is used to identify desired characteristics of potential Board members. He also noted the committee was considering further tweaks to the annual Board self-assessment tool; further feedback and comments are welcome.
- E. Personnel Committee. Virginia reported the committee met once. She exhorted the Board not to wear out current staff. She noted the immediate concern is to hire a part-time administrative assistant to take pressure off of Emily; Carl Pope is researching the appropriate job title and market cost. A long-term concern is to establish a development position, easing the burden on Molly.

4. Other Business

- Insurance — Tom noted we’re still looking for brokers and bids.
- Next meeting — scheduled for September 8 - 9, 2023

With no further business, the Board meeting concluded at 12:25 pm ET.

Respectfully submitted,
Dan Struble, Board Secretary