#### URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS MEETING SEPTEMBER 16, 1993 MINUTES

The Urban League of Portland's Board of Directors meeting was called to order at 7:40 a.m. by Chair, Gina Wood.

The following board members were present: Lou Boston, Faye Burch, Ed DeWald, James Francesconi, Kevin Fuller, Laura Glosson, Bryan Hicks, John Holley, Elizabeth Kutza, Michael Lewellen, Charu Manchanda, Terry Rogers, Peggy Ross, Gina Wood.

The following board members were absent with excuse: James Boehlke, Rita Lucas.

The following board members were absent without excuse: Duane Bosworth, Joan Brown-Kline, Rian Brown, Ed Hardy, Judi Pitre, Bill Wyatt.

Staff present were: Darryl Tukufu, Cletus Moore and Gloria James.

The July 15th minutes were amended to show the following changes: Lou Boston was absent from the July 15th meeting; James Francesconi's absence was excused; Paragraph 3, Line 3 of the Chair's report amended to read "...advocate on behalf of Efficacy at the Delegate Assembly".

Motion made and seconded <u>(BOSTON/HOLLEY)</u> to approve the minutes of July 15, 1993 as amended. The motion passed.

#### REPORT FROM THE CHAIR

Introduction of Peggy Ross, new board member and Guild President.

Gina Wood reported on the National Urban League Conference which was held in Washington, D.C., August 1-4, 1993.

The Community Relations/Advocacy Committee has been assigned to review the possibility of giving its support to putting the Sales Tax on the ballot in November by the Portland Citizens for Oregon Schools.

The board is looking for a place to have its retreat on October 16th. John Holley said he would check to see if the Conference Room at the Boy Scouts of America administrative offices (2145 S.W. Front Avenue) is available on that day. If it is he will reserve it and get the particulars to Gloria James.

Board of Directors Minutes

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Suggested that program directors send their monthly reports to the appropriate committee and have the committee make a report to the board instead of including them in the board packet every month.

Based on Dr. Tukufu's memo in January in which he stated that he and his family had made a 3-5 year commitment to stay in Portland, the Chair feels the board should move ahead with a recruitment process to select a new president/CEO in the event that Dr. Tukufu receives an offer. She stated this is a priority for the Executive Committee. She also stated that a succession plan will be a part of the long range planning process.

Dr. Spivey has agreed to chair a task force to review the personnel policies on record and work with staff on the manual. Cletus Moore will work with him.

#### REPORT FROM THE PRESIDENT

Dr. Tukufu reported that the staff training in TQM is scheduled to begin on September 17th;

The "E" (Efficacy) team is working on a vision statement that will be presented first to the management team then to the board; Whitney Young fund raiser netted approximately \$870.00. This fund raiser was approved although we contacted them late in the process by United Way prior to its occurrence. We had no control over the date, and it was less than \$5,000.00.

The Computer Training Center started last week.

A budget request has been submitted to the board of education for a Street Academy (school for dropouts). We should find out if the request has been approved early next week. Staff is confident the request will be approved and staff is in place to begin work.

Dr. Tukufu reported that he met with the CEO's of the Metropolitan Seattle and Tacoma Urban Leagues to discuss a joint fund raising venture. One idea is to have a football game at the Tacoma Dome between black colleges and their bands. The venture has already been approved by the Seattle and Tacoma boards. A committee will be formed

[bdminsep.93]



**Oregon Association of Minority Entrepreneurs** 

1130 N.E. Alberta Street Portland, Oregon 97211 (503) 249-7744/FAX (503) 249-2027

Peggy C. Ross Development Services Manager consisting of CEO/board member/staff and will meet early next month. He recommended that the board follow the lead of the executive and fund raising committees and vote to enter into a fund raising venture with the Tacoma and Metropolitan Seattle Urban Leagues.

Motion made and seconded <u>(BURCH/HOLLEY)</u> to accept enter into a fund raising venture with the Tacoma Urban League and the Urban League of Metropolitan Seattle. The motion passed.

Motion made and seconded <u>(ROGERS/SPIVEY)</u> to accept the President's Report. The motion passed.

#### FINANCE COMMITTEE

Merle Waterman, of Peat Marwick reviewed the draft audit report and answered questions regarding the audit. The report was "unqualified". The board was pleased with the report. Ed DeWald reported that the committee reviewed the year end audit. The official report will be published in October.

Motion made and seconded <u>(GLOSSON/LEWELLEN)</u> to accept the Finance Report. The motion passed.

#### FUND RAISING COMMITTEE

Michael Lewellen reported that the League is 90 days into the process of surpassing last year's corporate membership. Funds are coming in every week at the corporate and individual level.

Dr. Tukufu stated he had received a call from United Way who expressed concern about fund raising during the black out period. We assured them that we are aware of the black out period and the fund raising would not create any conflict.

#### AD HOC COMMITTEES

#### By-Laws:

Draft will be presented for discussion at the board retreat.

[bdminsep.93]

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#### Long Range Planning:

Draft will be presented for discussion at the board retreat.

#### AUXILIARY REPORTS

#### Guild:

Peggy Ross reported that the Guild is planning a trip to Ashland, Oregon to see the Play "Joe Turner's Come and Gone" for the end of October. They are also planning an outing to see the play "Voices".

#### Young Professionals:

John Holley reported that David Crippens, Senior V.P. of Educational Enterprises, of KCET-TV will present his program "A Sense of Place; Education as Survival at Cascade Hall Auditorium, PCC Campus tonight.

Reported on changes in the upcoming year and it's primary focus will be in the area of professional growth development.

Meeting adjourned at 8:40 a.m.

Submitted by:

/Ğloria L. James Administrative Assistant Urban League of Portland

Approved By:

Laura Glossón Secretary Board of Directors

[bdminsep.93]

#### PRESIDENT'S REPORT

Activities from: September 8 - October 7, 1993

#### Visibility/Advocacy

#### Meetings:

Representatives of Quality Med Health Plan, Derrick Harris and Sandra Terra regarding leads for health care clinics, etc., in North/Northeast.

Urban League Guild meeting.

David Crippens (from Los Ángeles Educational TV) and Maynard Orme, President & CEO, Oregon Public Broadcasting. Later attended Crippens speech/fundraiser for the Young Professionals.

Top brass of PGE along with other invitees to answer how the utility is doing or what it should be doing.

Community issues update with Ron Herndon and Sam Brooks.

Joanne Rosevear, MyCap-Portsmouth, and Maura White, Police Athletic League regarding their programs.

#### Presentations:

Retired Railroad Workers at their Annual Dinner.

African-American students at Marshall High School.

To our students attending the Street Academy regarding Efficacy.

#### Additonal:

Attended the groundbreaking for Villa de Clara Vista.

Attended the Port of Portland dinner honoring the delegation from the Port of Chiba (Japan).

Attended the Eliot Neighborhood Association Gospel Fest.

Advocacy work regarding the Tim Hawley beating at Lloyd Center.

Participated on the PDC executive director search community interviews.

Spent considerable time in and around the Jefferson High School area in the aftermath of gang and other neighborhood problems.

Involved with interviews by a free lance reporter with Willamette Week.

Attended the fashion focus fundraiser for the National Black Leadership Initiative on Cancer's, Breast Cancer Education Program....

Attended the open house for Valerie Curries tax service.

#### Program Effectiveness/ Satisfaction

Met with Norm Monroe regarding some of County Chair Bev. Stein's plans for youth and family services.

Made a presentation to the Bank of America's United Way Team.

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Participated on the panel with Derrick Bell and Rev. Rodney Page, after the formers lecture to benefit the Whitney Young Education and Cultural Center.

Participated on interviews with possible Street Academy employees.

Participated in press conference regarding the Computer Training Center, the Street Academy, and my resignation.

#### Management/Creative Skills

Management Team and staff meetings. The entire staff has been trained through the first half of the TQM training.

Met with the "E" Team and asked them to look at the personnel evaluation forms and make recommendations as to how to "efficacize" them.

#### Financial Information

Financial information included in this packet.

#### Board Development/Fundraising

Attended the board finance, community relations, and executive committee meetings.

### THE FINANCIAL STATEMENT IS NOT

### INCLUDED IN THIS PACKET.

### THE FINANCE COMMITTEE WILL

### PRESENT THE FINANCIAL STATEMENT

### AT THE BOARD RETREAT.

#### MINUTES OF URBAN LEAGUE GUILD MEETING October 10, 1993

Attending: Peggy Ross, Yollanda Nins, Odessa Hendrix, Janice Booker, Thelma Golden, Mike Pullen, Wanda Irving, Patricia Warren, Alene Grice, Bernadette Plummer, Brenda Sherman-Sanders, Judi Pitre, D'Norgia Price.

Members introduced themselves.

Peggy reviewed the minutes of the last meeting.

Fundraising Projects: Yollanda announced that the Ashland trip hs been cancelled due to lack of sign-up.

Peggy distributed information about the committees that need members, and asked for volunteers to work on them.

ASSISTANT SECRETARY: Thelma Golden will be the temporary secretary, until Seona returns.

MEMBERSHIP: Pat Warren will be the temporary chair. Odessa Hendrix, Janice Booker and Gwen Johnson will be members.

PROGRAM: Alene Grice and Bobbie Nunn will co-chair.

FUNDRAISING: Yollanda Ninns and D'Norgia Price

COURTESTY: Pat Warren and Janice Booker

PUBLIC RELATIONS: Brenda Sherman-Sanders will chair, and Judi Pitre will work with her.

HISTORIAN: Bubbie Nunn, Alene Grice and Myrtle Carr.

PARLIMENTARIAN: Odessa Hendrix

"WELCOME TO NEWCOMERS" Wanda Irving and Brenda Sherman-Sanders will work with Program committee to welcome new people to Portand.

Members attending were asked to call other Guild members to remind them of future meetings. This will let people know that the Guild is active again.

FAREWELL PARTY FOR DR. TUKUFU: Members are encouraged to attend the Rip City event on October 29th. Pat and Odessa will arrange for a plaque for Dr. Tukufu, and an appropriate gift for Myra. Peggy will make the presentation.

FUNDRAISING PROJECTS: Mike Pullen said that volunteers are needed to help in Our Children's Store. Volunteers are a requirement for the Urban League to sell things thru the store.

Coupon Card: Mike explained the coupon card, which was enthusiasticaly received--many members bought cards, or took them to sell.

-OVER-

West African Art Collection: Judy Pitre has been contacted by the Portland Art Museum to see if the Guild would like to help with showing the Camaroon art in the Museum's collection. Members were very interested. Yollanda and D'Norgia will work with Judy and the Museum on this project.

There was also discussion of a New Year's Ball, and having the members go out to dinner as a group, just to get to know each other.

The meeting was adjourned.

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### The Urban League of Portland

URBAN PLAZA

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10 North Russell Street

Portland, Oregon 97227

FAX (503) 281-2612

(503) 280-2600

### SATURDAY, OCTOBER 16, 1993

9:00 A.M.

### BOY SCOUTS OF AMERICA COLUMBIA PACIFIC COUNCIL 2145 S.W. FRONT AVENUE PORTLAND, OR 97201

[A:BDCOVER.DIR]

A NATIONAL URBAN LEAGUE AFFILIATE

> A United Way Agency

#### URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS MEETING & RETREAT OCTOBER 16, 1993 MINUTES

The Urban League of Portland's Board of Directors Meeting was called to order at 9:00 a.m. by chair Gina Wood.

The following board members were present: Jim Boehlke, Lou Boston, Duane Bosworth, Joan Brown-Kline, Rian Brown, Faye Burch, Ed DeWald, Laura Glosson, John Holley, Elizabeth Kutza, Michael Lewellen, Rita Lucas, Charu Manchanda, Judi Pitre, Terry Rogers, Peggy Ross, Bill Spivey, Gina Wood.

Board members absent with an excuse: Jim Francesconi, Kevin Fuller, Bryan Hicks, Bill Wyatt.

Board member absent without excuse: Ed Hardy.

Staff present: Darryl Tukufu, Cletus Moore and Gloria James.

#### APPROVAL OF MINUTES

Corrections to Minutes for last meeting:

Dr. Spivey stated he was present at the September 16, 1993 meeting and the minutes be amended accordingly.

Staff reviewed the tape of the Minutes for September 16, 1993 at the request of Mr. Boston. Page 2, paragraph 2 of the minutes are amended as follows:

"Based on Dr. Tukufu's memo in January in which he stated that he and his family had made a 3-5 year commitment to stay in Portland, the Chair feels the board should move ahead with a *Succession Plan* process to select a new president/CEO in the event that Dr. Tukufu receives an offer. She stated this is a priority for the Executive Committee. She also stated that a Succession Plan will be *done separate but become* a part of the long range planning process."

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#### MOTION MADE AND SECONDED (<u>ROGERS/SPIVEY</u>) TO ACCEPT THE MINUTES OF THE SEPTEMBER 16, 1993 BOARD MEETING AS AMENDED. THERE WAS ONE OPPOSITION. THE MOTION PASSED.

#### Nominating Committee

Joan Brown-Kline, committee chair, recommended Faye Burch to the board. Ms. Burch has served on the board as President of the Guild. A profile of Ms. Burch was distributed.

#### MOTION MADE AND SECONDED (BROWN-KLINE/BOSTON) TO ACCEPT FAYE BURCH ON BOARD OF DIRECTORS FOR A TERM OF THREE (3) YEARS. THE MOTION PASSED.

#### President's Report

Dr.Tukufu asked if there were any questions regarding his report. Dr. Kutza asked about the meeting with Norm Monroe regarding Youth and Family Services. The meeting was to update the community on structure of the agency and staff reductions.

### MOTION MADE AND SECONDED (BROWN-KLINE/ROGERS) TO ACCEPT THE PRESIDENT'S REPORT. THE MOTION PASSED.

#### **Executive Committee**

Gina Wood, board chair, stated that there were some action items that required board ratification. The board decided to ratify actions items individually.

#### Selection of Recruiter for CEO Search

The Board requested the executive committee get information from the last firm that did the recruiting. The issue was raised about how to select someone to do the recruitment. Ms. Wood referred to a list of vendors, which was included in the board packet, that she received from the Office of Minority Women in Emerging Small Business (OMWESM) of qualified and experienced recruiting firms for executives, locally, regionally, and nationally. Ms. Wood contacted everyone on the list and shared her findings with the executive committee. Based on this information, the executive committee recommended S. Brooks & Associates as the firm to assist the board in recruiting a President/CEO. Gina Wood has kept National Urban League office informed. National was involved in the last recruitment process. Lou Boston stated he did not want to belittle Dr. Tukufu or his accomplishments but he was uncomfortable that notice of resignation was received from Dr. Tukufu on September 30th and the next day a press conference was held without the board knowing in advance that he had accepted a position elsewhere.

Ms. Wood responded that after the last board meeting she sent out a memo to clarify the discussion at the meeting. She indicated in the memo any calls and concerns should be directed to her. She had not received any calls. This was communicated prior to Dr. Tukufu's resignation.

Ms. Wood informed the Board that when Dr. Tukufu turned in his resignation most board members acknowledge that they received a fax. Ms. Wood was aware that his letter of resignation was faxed or mailed to all board members immediately. Also the executive committee was called regarding the resignation.

Joan Brown-Kline stated she was not at the previous board meeting. She did receive a phone call the day Dr. Tukufu resigned, as well as a fax the next day.

Dr. Tukufu did not know how anyone could call a week before he accepted the position. He mentioned at the September board meeting he had an interview, but had not accepted any position until the week the board was notified. In regards to funders, he spoke with all major funders and discovered that funders were not calling (not him anyway). Funders were informed. Some of them were surprised, but appreciative of his call. He also mentioned everything was stable, where we were and they spoke highly of our staff.

Ms. Wood informed Dr. Tukufu of her conversation with Mr. Boston regarding calls from funders and others. She was confused as to communication breakdown occurred but both she and Dr. Tukufu have tried to be responsive.

#### MOTION MADE AND SECONDED (<u>DEWALD/LEWELLEN</u>) TO RETAIN S. BROOKS & ASSOCIATES TO ASSIST WITH THE BOARD IN THE RECRUITMENT PROCESS FOR ITS NEW PRESIDENT/CEO.

Lou Boston asked what other firms were considered for the executive search. Ms. Wood indicated the names were included in the packet with the outline of the work schedule from S. Brooks giving an overview of the process and timeline.

Rian Brown asked if the board is approving the agreement with S. Brooks, or the selection. Gina responded that the selection and agreement combined. She also stated that the finance and personnel committee reviewed the draft contract. The Finance Committee recommended the change to retain their services until selection and acceptance of a new President/CEO. This was acceptable to S. Brooks & Associates.

Boston expressed concern about S. Brooks & Associates, as he reflected back to the last search they conducted for the Urban League. He did not question their ability, but was concerned that some possible future publicity about Sam Brooks. He did not want the Urban League to be embarrassed.

Ms. Wood responded that the board needs to be very clear that the role of S. Brooks & Associates is only to provide us with information. They are not going to be involved with making any recommendation to the board with regards to our selection. That decision lies with the Board of Directors.

Ms. Wood responded with regards to the Urban League and what it is asking S. Brooks & Associates to do should not be an issue. If there is an issue, the board needs to know about it now.

Michael Lewellen (NIKE, Inc.) responded that as one of the Oregon Association of Minority Entrepreneurs (OAME) primary funders, they have been aware of the story from the Oregonian for quite some time. It is their understanding that the focus of the story is primarily going to be about OAME and some of Sam Brooks' other board activities. The actual consulting firm, S. Brooks & Associates is not a target of the story. NIKE still supports OAME. Michael feels an excellent choice was made by the executive committee to use them.

Another factor is the national perspective in the midst of The National Urban League is own turmoil of seeking a new President, it is highly recommended, as a means of continuity, that we give preference to those who are familiar with the process. National is trying to encourage city to city, and affiliates to affiliate to try to be reasonably consistent in the way they do business is done. When the Urban League has been called to task before, it has been about inconsistencies in the way it does business.

Joan Brown-Kline stated she is not aware of any story coming out, but she does know the professional executive recruitment through S. Brooks & Associates over a number of years has been very good.

Call for question. Question called.

It was moved and second.

## THE MOTION TO SELECT S. BROOKS & ASSOCIATES TO ASSIST THE BOARD IN ITS RECRUITMENT PROCESS OF ITS NEW PRESIDENT/CEO. THE MOTION PASSED.

The next action item was with regard to the interim process. The executive committee recommended that Cletus Moore who is currently Vice President of Finance & Administration assume the responsibilities as Interim Director.

The committee had several conversations with Dr. Tukufu in terms of the status of the organization and the best way to proceed. Included in the packet was a document from the National Urban League entitled "Certification and Selection of Urban League Affiliate". There is a section on local affiliates and the process for selecting an interim person during a vacancy at a local affiliate. There are some specific options given (page 6 of 6, item 8). The criteria listed in this section is what was used by the committee in making its selection for an Interim Director. To maintain the continuity and stability of the organization and ensure that the board knows what's going on during this interim period, an operating committee shall be appointed. The committee will consist of Dr. Spivey, Joan Brown-Kline and Dr. Kutza to work with the Interim Director in that capacity. It was decided not to call this person "Interim President/CEO". We want to be very clear that the focus would be to **maintain the operations**, and not to assume all the responsibilities that the current President/CEO had. We need to focus on making sure that the organization continues and that we are meeting our obligations, particularly within our contracts.

### MOTION MADE AND SECONDED (BROWN/SPIVEY) TO APPOINT CLETUS MOORE INTERIM DIRECTOR.

Lou Boston stated he had no problems with Cletus's qualifications. He has done a tremendous job from a financial standpoint. His concern is what exactly would his duties be. Dr. Tukufu has been out there in the community doing a lot of things. That is a full time job. What do we expect Cletus to do?

Gina Wood responded that the executive and operating committee will be working with him. She spoke to the finance/personnel committee about drafting up the duties. There will be a signed contract. It is anticipated that he would continue to serve as the Vice President of Administration. The finance/personnel committee will talk about compensation. There has been significant discussions about what compensation will be and how that process will work. The purpose of establishing the criteria was for the operating committee to sit down and establish the criteria for how he would function as Interim Director.

Lou expressed concern about appointing him interim director without telling him what has to be done and the other part is compensation. If we vote on accepting him now we have not even discussed compensation. That should be a part of this consideration and discussion.

Michael Lewellen questioned how the media found out about the decision to appoint Cletus interim director prior to board ratification today.

Gina responded that a press release was already issued.

Gina said the board is only ratifying the decisions of the executive committee today. Based on the by-laws the executive committee can act in the interim of the board. This morning's goal was to ratify those decisions.

Lou stated that he appreciates the decision of the committee, but thinks that when there is an issue as important as this which affects what's going to happen in the next three to six months that the entire board is brought into the loop before announcements go out. He stated that he does understand Gina's responsibility as Chair and the responsibility of the executive committee. These are some really important decisions the executive committee is making for the entire board without really a chance for some good input back to the executive committee.

Gina responded that there was discussion between the executive committee and other boardmembers in terms of what we saw that role being. The operating committee is made up of two members of the executive committee and they have a clear sense of what the expectations are. It is now a matter of sitting down and writing that up and getting a contract signed.

Terry Rogers asked what kind of provisions are being made for coverage on the accounting level.

#### October 16, 1993 Page 7

Gina responded that the finance/personnel committee report that an accounting manager was hired.

Lou asked if it make sense to hear the recommendations that are coming from the finance/personnel committee?

### As the subject of discussion Cletus Moore was asked to leave the room during this portion of the meeting.

After further discussion regarding the rational that the executive committee used in making its decision clear to everyone at the table, Michael Lewellen called for question. Terry Rogers seconded.

It was moved.

#### MOTION MADE AND SECONDED (<u>ROGERS/GLOSSON</u>) FOR CLETUS MOORE TO CONTINUE SERVING AS VICE PRESIDENT OF ADMINISTRATION AND FINANCE AND ALSO SERVE AS INTERIM DIRECTOR TO MAINTAIN THE OPERATIONS OF THE ORGANIZATION AND WILL BE REPORTING TO AN OPERATING COMMITTEE CONSISTING OF DR. SPIVEY, DR. KUTZA AND JOAN BROWN KLINE. THE MOTION PASSED.

Gina stated that Dr. Tukufu has been asked to prepare a status report of the agency for the executive committee which will be helpful to the operating committee and the board as it moves through this interim period.

Jim Boehlke, Finance/Personnel Committee Chair reported that the finance committee met this past week and recommended that Cletus' compensation during his period as interim director be 10% greater than his current salary. That returns him to the salary he was receiving prior to the time he took the reduction.

#### Finance/Personnel Committee:

Jim Boehlke reported that the financial reports were not included in the packet because there were some discrepancies. The report has been corrected and they still have discrepancies in the budget comparisons. The actuals are correctly stated.

The finance committee was requested to review the salary range for the new director and to comment on exactly what, if anything, should be placed in the ads for that position regarding salary. The committee recommended that salary not be mentioned and the term "salary negotiable" be used.

The committee will also be working on an agreement with Cletus specifying and formalizing what his responsibilities and compensation will be.

Gina stated that there should be some coordinating between the operating committee and finance/personnel committee.

## MOTION MADE AND SECONDED (BROWN/BOSTON) TO APPROVE THE COMPENSATION OF A 10% SALARY INCREASE FOR CLETUS MOORE WHILE SERVING AS INTERIM DIRECTOR. THE MOTION PASSED.

Gina noted that the position description for the President/CEO and recruitment announcement.

Mike Lewellen asked if the operating committee could have position description for the interim director for the board to review at the November board meeting. The committee responded they would.

Dr. Spivey responded that the operating committee will be operating over the next thirty days as well as making those decisions in the interim. He would like to make certain that the board is and will be supportive of any decisions that the committee makes prior to the next board meeting. Otherwise, the operating committee will begin operating after that meeting.

# MOTION MADE AND SECONDED (<u>BOSTON/LEWELLEN</u>) TO ENPOWER THE OPERATING COMMITTEE TO MAKE DECISIONS FOR THE NEXT THIRTY DAYS REGARDING THE DAILY OPERATION OF THE URBAN LEAGUE. THE MOTION PASSED.

The committee reported that the League has acquired the Street Academy grant which comes with a good amount of funds that will support on-going operations. Revenues will cover costs that will not increase, particularly operating costs.

Boehlke reviewed the financial report.

Cletus has hired a new accounting manager, Phillip Sandstrom. This will provide the League with a lot more financial strength than we had supporting Cletus previously. Our recommendation is for Cletus to reduce his staff by one bookkeeper and he will be working to do that.

Terry Rogers asked if we should reduce by one bookkeeper with Cletus as Interim Director. Jim Boehlke responded that this would not occur within the next three weeks but that it could occur by the end of the year.

Dr. Spivey asked if this person is being considered as a potential replacement in the succession planning activity of the board.

Cletus Moore responded that this candidate is a potential replacement in terms of his current duties dealing with personnel and operations management and finance.

Draft copy of personnel manual is being reviewed by the finance/personnel committee and will have material for the board's review by the November or December meeting.

### MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO APPROVE THE MONTHLY FINANCE/PERSONNEL COMMITTEE REPORT. THE MOTION PASSED.

#### Fund Raising Committee

Michael Lewellew, committee chair, requested the board review:

- Recommended increases of: 15% dues increase for business membership;
  7 1/2% increase in ticket prices for EOD/Annual Dinner;
- (2) Formally approve a resolution that the net proceeds from "Our Children's Store" in its charitable activities that come to us go directly to youth programs;
- (3) Selling discount cards that are being donated by Metro fund raiser for \$5.00. They are entertainment cards that provide discounts at various vendors in and around the city. We get 50% for every card that's sold. A competition within the staff has been organized with team leaders in the respective departments. (Cards were distributed to board members for review and purchase).

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#### MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO ACCEPT A 15% INCREASE IN DUES FOR BUSINESSES IN THE NEXT FISCAL YEAR. THE MOTION PASSED.

MOTION MADE AND SECONDED (<u>LEWELLEN/DEWALD</u>) TO ACCEPT AN INCREASE OF 7 1/2% IN TICKET PRICES FOR EOD/ANNUAL DINNER. THE MOTION PASSED.

MOTION TO ADOPT A RESOLUTION THAT THE NET PROCEEDS RECEIVED FROM THE CHILDRENS STORE GO DIRECTLY TO YOUTH PROGRAMS. THE RESOLUTION WAS ADOPTED.

#### **By-Laws Committee**

Duane Bosworth reviewed draft of by-laws. Several changes were noted which Duane will make when preparing the final copy.

#### <u>Community Relations/Advocacy Committee</u>

Judi Pitre, co-chair reported that the committee had been asked to meet with and discuss the sales tax ballot with representatives of the Portland Citizens for Oregon Schools. She requested a few minutes off the record with the board chair. Upon her return to the meeting she stated that after meeting with a representative of the group, the committee was so divided that it decided not to take a stand on this issue at this time.

The committee distributed the criteria for selecting EOD award recipients.

#### MOTION MADE AND SECONDED (<u>LEWELLEN/HOLLEY</u>) TO ACCEPT THE CRITERIA FOR THE SELECTION OF EOD AWARD RECIPIENTS. THE MOTION PASSED.

Gina stated that the by-laws required that the board approve the position description for the President/CEO.

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#### MOTION MADE AND SECONDED <u>(LUCAS/HOLLEY)</u> TO ACCEPT THE DRAFT POSITION DESCRIPTION FOR THE PRESIDENT/CEO WITH A RANGE OF \$55,000-65,000 SALARY. THE MOTION PASSED.

Other issues discussed were: A resolution for Dr. Tukufu to take with him; Gloria James has resigned to accept a position with the Urban League of Metropolitan Seattle; going away parties for Dr. Tukufu in the upcoming weeks. Dr. Tukufu stated, he hoped he had done a good job of representing the board in his advocacy of the Urban League's mission.

Meeting adjourned at 11:30 a.m.

#### SUBMITTED BY:

#### **APPROVED BY:**

Herron

Làura Glosson Secretary Board of Directors

Gloria L. James Administrative Assistant Urban League of Portland

#### URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS MEETING & RETREAT OCTOBER 16, 1993 MINUTES

The Urban League of Portland's Board of Directors Meeting was called to order at 9:00 a.m. by chair, Gina Wood.

The following board members were present: Jim Boehlke, Lou Boston, Duane Bosworth, Joan Brown-Kline, Rian Brown, Faye Burch, Ed DeWald, Laura Glosson, John Holley, Elizabeth Kutza, Michael Lewellen, Rita Lucas, Charu Manchanda, Judi Pitre, Terry Rogers, Peggy Ross, Bill Spivey, Gina Wood.

Board members absent with an excuse: Jim Francesconi, Kevin Fuller, Bryan Hicks, Bill Wyatt.

Board member absent without excuse: Ed Hardy.

Staff present: Darryl Tukufu, Cletus Moore and Gloria James.

#### APPROVAL OF MINUTES

Corrections

Dr. Spivey stated he was present at the September 16, 1993 meeting and the minutes be amended accordingly.

Lou Boston expressed concern/that the content of page 2, second paragraph, was not accurate and after some discussion as to what actually took place staff was asked to review the tape and amend the minutes to make sure of the accuracy of the discussion that took place at the September 16th meeting with regard to the recruitment process.

Staff has the tape of the Minutes of September 16, 1993 at the request of Mr. Boston, (page 2, paragraph 2), minutes are amended as follows:

"Based on Dr. Tukufu's memo in January in which he stated that he and his family had made a 3-5 year commitment to stay in Portland, the Chair feels the board should move ahead with a *Succession Plan* process to select a new president/CEO in the event that Dr. Tukufu receives an offer. She stated this is a priority for the Executive Committee. She also stated that a Succession Plan will be *done separate but become* a part of the long range planning process."

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October 16, 1993 Page 2

#### MOTION MADE AND SECONDED (<u>ROGERS/SPIVEY</u>) TO ACCEPT THE MINUTES OF THE SEPTEMBER 16, 1993 BOARD MEETING AS AMENDED. THERE WAS ONE OPPOSITION. THE MOTION PASSED.

#### Nominating Committee

Joan Brown-Kline, committee chair, recommended Faye Burch to the board, she has previously served on the board as President of the Guild. Joan distributed her profile. A WS B

#### MOTION MADE AND SECONDED (<u>BROWN-KLINE/BOSTON</u>) TO ACCEPT FAYE BURCH ON BOARD OF DIRECTORS FOR A TERM OF THREE (3) YEARS. THE MOTION PASSED.

#### **President's Report**

Dr. Tukufu asked if there were any questions regarding his report. Dr. Kutza asked about the meeting with Norm Monroe regarding Youth and Family Services, mentioned in the report. Dr. Tukufu responded there is not much to report, the meeting was to update us the on the structure of the agency and the reduction of some positions.

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### MOTION MADE AND SECONDED (BROWN-KLINE/ROGERS) TO ACCEPT THE PRESIDENT'S REPORT. THE MOTION PASSED.

#### **Executive Committee**

Gina Wood, board chair stated that there were some action items that required board ratification. The board decided to ratify actions items individually.

Community

Selection of recruiter for CEO search. The Board requested the executive committee get information from the last firm that did the recruiting. The issue was raised about how to select someone to do the recruitment. Ms. Wood referred to a list of vendors, which was included in the board packet, that she received from the Office of Minority Women in Emerging Small Business (OMWESM) of qualified and experienced recruiting for executives, locally, regionally, and nationally. Ms. Wood contacted everyone on the list and shared her findings with the executive committee. Based on this information, the executive committee recommended S. Brooks & Associates as the firm to assist the board in recruiting a President/CEO. Gina Wood has kept National Urban League office informed. National was involved in the last recruitment process.

Lou Boston stated he did not want to belittle Dr. Tukufu or his accomplishments but he was uncomfortable that notice of resignation was received from Dr. Tukufu on September 30th and the next day a press conference was held, without the board knowing in advance that he had accepted a position elsewhere.

October 16, 1993 Page 3

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She also stated that when Dr. Tukufu turned in his resignation most board members Actional stated that they did receive a fax and she knew that his letter of resignation was faxed or mailed to all board members immediately. Also the executive committee was called with regards to the resignation.

> Joan Brown-Kline stated she was not at the previous board meeting and she did receive a phone call the day Dr. Tukufu resigned, as well as a fax the next day.

Dr. Tukufu responded that did not know how anyone could call a week before he accepted the position. He did mention at the September board meeting that he had been on an interview but did not accept anything until that week the board was notified. Also, in regards to funders, he spoke with all the funders previously and as things were going on and discovered that funders were not calling (not him anyway). But he did call and Funders informed them. Some of them were surprised, but appreciative of his calling them before anything was done. He also mentioned everything was stable, where we were and they spoke highly of our staff.

Spoke nignly of our stan. MS W informed DoT g for conversation with the faster Mgmding Gina stated that in a conversation between herself and Lou over the phone in which he indicated that he had been getting calls from funders and others, she informed Dr. Tukufu of that. She is confused as to why that communication breakdown occurred but both she and Dr. Tukufu have tried to be responsive.

With no further other discussion a motion was made on the recommendation of the executive committee to select S. Brooks & Associates to assist the board in the recruitment process for its new President/CEO.

#### MOTION MADE AND SECONDED (<u>DEWALD/LEWELLEN</u>) TO RETAIN S. BROOKS & ASSOCIATES TO ASSIST WITH THE BOARD IN THE RECRUITMENT PROCESS FOR ITS NEW PRESIDENT/CEO.

Mr. Wood

Lou Boston asked what other firms were considered for the executive search. Gina indicated the names were included in the packet. Also included in the packet is an with The outline of the work schedule from S. Brooks, which gives an overview of the process and timeline. Reviewed

Rian Brown asked if the board is approving the agreement with S. Brooks, or the selection. Gina responded that the selection and agreement combined. She also stated that the finance and personnel committee has had a chance to look at the draft contract, to do the recruitment. One of the issues in the contract had to do with retaining their services until selection and acceptance of a new President/CEO. This was acceptable to S. Brooks & Associates.

Boston expressed concern about S. Brooks & Associates, as he reflected back to the last search they conducted for the Urban League. He did not question their ability, but was concerned that some possible future publicity about Sam Brooks. He did not want the Urban League to be embarrassed.

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Gina responded that the board needs to be very clear that the role of S. Brooks & Associates, is only to provide us with information. They are not going to be involved with making any recommendation to the board with regards to our selection. That lies with the Board of Directors.

S. Brooks & AssociATES

Gina responded that with regards with the Urban League and what it's asking them to do -she doesn't think that should be an issue. If there is an issue that the board needs to know about now is the time to do it.

Michael Lewellen (NIKE, Inc.) responded that as one of the Oregon Association of Minority Entrepreneurs (OAME) primary funders they have been aware of the story from the Oregonian for quite some time and it is their understanding that the focus of the story is primarily going to be about OAME and some of Sam's Brooks' other board activity and He that his actual consulting firm, S. Brooks & Associates is not a target of the story. NIKE still supports OAME. Michael feels an excellent choice was made by the executive committee to use them 4 Another factor, that needs to be kept in mind, is the national perspective, of the National Urban League through all of this. In the midst of their own turmoil of seeking a new President, they highly recommended that as a means of continuity that we give high consideration, to those who are familiar with the process. NATION They are trying to encourage city to gity, affiliates to affiliate to try to be reasonably consistent in the way they do business because when the Urban League has been called to task before, it has been about inconsistencies in the way it does business.

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Joan Brown-Kline stated that she is not aware of any story that is coming out but she does know that the professional executive recruitment that has becurred through S. Brooks & Associates over a number of years has been very good.

Call for question. Question called.

IT was males and second

THE MOTION TO SELECT S. BROOKS & ASSOCIATES TO ASSIST THE BOARD IN ITS RECRUITMENT PROCESS OF ITS NEW PRESIDENT/CEO. THE MOTION PASSED.

The next action item was with regard to the interim process. The executive committee recommended that Cletus Moore who is currently Vice President of Finance & Administration assume the responsibilities as Interim Director.

The committee had several conversations with Dr. Tukufu, in terms of the status of the organization and the best way to proceed. Included in the packet is a document from the National Urban League entitled "Certification and Selection of Urban League Affiliate" there is a section on local affiliates and the process for selecting an interim person during a vacancy at a local affiliate. There are some specific options given (page 6 of 6, item 8). The criteria listed in this section is what was used by the committee in making its selection for an Interim Director. To maintain the continuity and stability of the organization and ensure that the board knows what's going on during this interim period, an operating committee shall be appointed. The committee will consist of Dr. Spivey, Joan Brown-Kline and Dr. Kutza to work with the Interim Director in that capacity. It was decided not to call this person "Interim President/CEO". We want to be very clear that the focus would be to maintain the operations, and not to assume all the responsibilities that the current President/CEO had. We need to focus on making sure that the organization continues and that we are meeting our obligations, particularly within our contracts.

### MOTION MADE AND SECONDED (BROWN/SPIVEY) TO APPOINT CLETUS MOORE INTERIM DIRECTOR.

Lou Boston stated he had no problems with Cletus's qualifications, the has done a tremendous job from a financial standpoint. His concern is what exactly would his duties be. Dr. Tukufu has been out there in the community doing a lot of things. That is a full time job. What do we expect Cletus to do?

October 16, 1993 More Page 6 Signel

Gina Wood responded that the executive and operating committee will be working with him. She has talked to the finance/personnel committee about drafting up the exactly duties and here will be a contract, that will be signed and it will clarify exactly what that means in terms of interim. It is anticipated that he would continue to serve as the Vice President of Administration and when we get to the finance/personnel committee they will talk about additions associated with that in terms of compensating him as well. There has been significant discussions about what compensation will be and how that process will work. The purpose of establishing the criteria was for the operating committee to sit down and establish the criteria for how he would function in that capacity. As in the finance divector.

Lou expressed concern about appointing him interim director without telling him what has to be done and the other part is compensation. If we vote on accepting him now we haven't even discussed compensation. That should be a part of this consideration and discussion.

Michael Lewellen questioned how the media found out about the decision to appoint Cletus interim director prior to board ratification today.

Gina responded that a press release was already issued.

Gina said the board is only ratifying the decisions of the executive committee today. Based on the by-laws the executive committee can act in the interim of the board. This morning's goal was to ratify those decisions.

Lou stated that he appreciates the decision of the committee but thinks that when there is an issue as important as this which affects what's going to happen in the next three to six months that the entire board is brought into the loop before announcements go out. He stated that he does understand Gina's responsibility as Chair and the responsibility of the executive committee. These are some really important decisions the executive committee is making for the entire board without really a chance for some good input back to the executive committee.

Gina responded that there was discussion between the executive committee and other boardmembers in terms of what we saw that role being. The operating committee is made up of two members of the executive committee and they have a clear sense of what the expectation is. It is now a matter of sitting down and writing that up and getting a contract signed.

Terry Rogers asked what kind of provisions are being made for coverage on the accounting level.

Gina responded that the finance/personnel committee report that an accountant has been hired.

Lou asked if it make sense to hear the recommendations that are coming from the finance/personnel committee?

As the subject of discussion Cletus Moore was asked to leave the room during this portion of the meeting.

After further discussion regarding the rational that the executive committee used in making its decision clear to everyone at the table, Michael Lewellen called for question. Terry Rogers seconded.

IT WAS Waved

**MOTION** MADE AND SECONDED (<u>ROGERS/GLOSSON</u>) FOR CLETUS MOORE TO CONTINUE SERVING AS VICE PRESIDENT OF ADMINISTRATION AND FINANCE AND ALSO SERVE AS INTERIM DIRECTOR TO MAINTAIN THE OPERATIONS OF THE ORGANIZATION AND WILL BE REPORTING TO AN OPERATING COMMITTEE CONSISTING OF DR. SPIVEY, DR. KUTZA AND JOAN BROWN KLINE. THE MOTION PASSED.

Gina stated that Dr. Tukufu has been asked to prepare a status report of the agency for the executive committee which will be helpful to the operating committee and the board as it moves through this interim period.

Jim Boehlke, Finance/Personnel Committee Chair reported that the finance committee met this past week and recommended that Cletus' compensation during his period as interim director be 10% greater than his current salary. That returns him to the salary he was receiving prior to the time he took the reduction. (Current salary is \$50,000 he will go to \$55,000)

#### Finance/Personnel Committee:

Jim Boehlke reported that the financial reports were not included in the packet because there were some discrepancies. The report has been corrected and they still have discrepancies in the budget comparisons. The results are correctly stated. The finance

Actures

#### October 16, 1993 Page 8

committee was requested to review the salary range for the new director and to comment on exactly what, if anything, should be placed in the ads for that position regarding salary. The committee recommended that salary not be mentioned and use the term "salary negotiable". be will

The committee will also be working on an agreement with Cletus specifying and formalizing what his responsibilities and compensation will be.

Gina stated that there should be some coordinating between the operating committee and finance/personnel committee.

## MOTION MADE AND SECONDED (BROWN/BOSTON) TO APPROVE THE COMPENSATION OF A 10% SALARY INCREASE FOR CLETUS MOORE WHILE SERVING AS INTERIM DIRECTOR. THE MOTION PASSED.

Gina noted that the position description for the President/CEO and recruitment announcement.

Mike Lewellen asked if the operating committee could have position description for the interim director for the board to review at the November board meeting. The committee responded they would.

Dr. Spivey responded that the operating committee will be operating over the next thirty days as well as making those decisions in the interim. He would like to make certain that the board is and will be supportive of any decisions that the committee makes prior to the next board meeting. Otherwise the operating committee will begin operating after that meeting.

MOTION MADE AND SECONDED (<u>BOSTON/LEWELLEN</u>) TO ENPOWER THE OPERATING COMMITTEE TO MAKE DECISIONS FOR THE NEXT THIRTY DAYS REGARDING THE DAILY OPERATION OF THE URBAN LEAGUE. THE MOTION PASSED.

The committee reported that the League has a acquired the Street Academy grant which comes with a good amount of funds that will support on-going operations. Revenues to will cover costs that will not increase. Particularly operating costs.

He then reviewed the financial report.

October 16, 1993 Page 9 . supporting

Cletus has hired a new accounting manager, Phillip Sandstrom (has an MBA in accounting) at a salary of \$25,000. This will provide the League with a lot more financial strength than we had beneath Cletus previously. Our recommendation is for Cletus to reduce his staff by one bookkeeper and he will be working to do that.

Terry Rogers asked if we should reduce by one bookkeeper with Cletus as Interim Director. Jim Boehlke responded that this would not occur within the next three weeks but that it could occur by the end of the year.

Dr. Spivey asked if this person is being considered as a potential replacement in the succession planning activity of the board.

Cletus Moore responded that this candidate is a potential replacement in terms of his current duties dealing with personnel and operations management and finance.

Draft copy of personnel manual is being reviewed by the finance/personnel committee and will have material for the board's review by the November or December meeting.

### MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO APPROVE THE MONTHLY Preak ant FINANCE/PERSONNEL COMMITTEE REPORT. THE MOTION PASSED.

#### Fund Raising Committee

Michael Lewellew, committee chair, requested the board review: (1) recommended increases of: 15% dues increase for business membership; 7 1/2% increase in ticket prices for EOD/Annual Dinner; (2) formally approve a resolution that the net proceeds from "Our Children's Store" in its-charitable activities that come to us go directly to youth programs; (3) selling discount cards that are being donated by Metro fund raiser for \$5.00. They are entertainment cards that provide discounts at various vendors in and around the city. We get 50% for every card that's sold. A competition within the staff has been organized with team leaders in the respective departments. (Cards were distributed to board members for review and purchase).

MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO ACCEPT A 15% INCREASE IN DUES FOR BUSINESSES IN THE NEXT FISCAL YEAR. THE MOTION PASSED.

MOTION MADE AND SECONDED (LEWELLEN/DEWALD) TO ACCEPT AN INCREASE OF 7 1/2% IN TICKET PRICES FOR EOD/ANNUAL DINNER. THE MOTION PASSED.

#### MOTION TO ADOPT A RESOLUTION THAT THE NET PROCEEDS RECEIVED FROM THE CHILDRENS STORE GO DIRECTLY TO YOUTH PROGRAMS. THE RESOLUTION WAS ADOPTED.

#### **By-Laws Committee**

Duane Bosworth reviewed draft of by-laws. Several changes were noted which Duane will make when preparing the final copy.

#### Community Relations/Advocacy Committee

Judi Pitre, co-chair reported that the committee had been asked to meet with and discuss the sales tax ballot with representatives of the Portland Citizens for Oregon Schools. She requested a few minutes off the record with the board chair. Upon her return to the meeting she stated that after meeting with a representative of the group, the committee was so divided that it decided not to take a stand on this issue at this time.

The committee distributed the criteria for selecting EOD award recipients.

#### MOTION MADE AND SECONDED (LEWELLEN/HOLLEY) TO ACCEPT THE CRITERIA FOR THE SELECTION OF EOD AWARD RECIPIENTS. THE MOTION PASSED.

Gina stated that the by-laws required that the board approve the position description for the President/CEO.

## MOTION MADE AND SECONDED <u>(LUCAS/HOLLEY)</u> TO ACCEPT THE DRAFT POSITION DESCRIPTION FOR THE PRESIDENT/CEO WITH A CEILING OF \$55,000-65,000 SALARY. THE MOTION PASSED.

Other issues discussed were: A resolution for Dr. Tukufu to take with him; Gloria James has resigned to accept a position with the Urban League of Metropolitan Seattle; going away parties for Dr. Tukufu in the upcoming weeks. Dr. Tukufu sated he hoped he had done a good job of representing the board in his advocacy of the Urban League mission.

Meeting adjourned at 11:30 a.m.

#### URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS MEETING & RETREAT OCTOBER 16, 1993 MINUTES

The Urban League of Portland's Board of Directors Meeting was called to order at 9:00 a.m. by chair Gina Wood.

The following board members were present: Jim Boehlke, Lou Boston, Duane Bosworth, Joan Brown-Kline, Rian Brown, Faye Burch, Ed DeWald, Laura Glosson, John Holley, Elizabeth Kutza, Michael Lewellen, Rita Lucas, Charu Manchanda, Judi Pitre, Terry Rogers, Peggy Ross, Bill Spivey, Gina Wood.

Board members absent with an excuse: Jim Francesconi, Kevin Fuller, Bryan Hicks, Bill Wyatt.

Board member absent without excuse: Ed Hardy.

Staff present: Darryl Tukufu, Cletus Moore and Gloria James.

#### **APPROVAL OF MINUTES**

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Corrections to pre-minutes for no last meeting !

Dr. Spivey stated he was present at the September 16, 1993 meeting and the minutes be amended accordingly.

Staff reviewed the tape of the Minutes for September 16, 1993 at the request of Mr. Boston. Page 2, paragraph 2 of the minutes are amended as follows:

"Based on Dr. Tukufu's memo in January in which he stated that he and his family had made a 3-5 year commitment to stay in Portland, the Chair feels the board should move ahead with a *Succession Plan* process to select a new president/CEO in the event that Dr. Tukufu receives an offer. She stated this is a priority for the Executive Committee. She also stated that a Succession Plan will be *done separate but become* a part of the long range planning process."

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October 16, 1993 Page 2

#### MOTION MADE AND SECONDED (<u>ROGERS/SPIVEY</u>) TO ACCEPT THE MINUTES OF THE SEPTEMBER 16, 1993 BOARD MEETING AS AMENDED. THERE WAS ONE OPPOSITION. THE MOTION PASSED.

#### Nominating Committee

Joan Brown-Kline, committee chair, recommended Faye Burch to the board, Mrs. Brown-Kline has served on the board as President of the Guild. A profile of Ms. Burch was distributed.

#### MOTION MADE AND SECONDED (BROWN-KLINE/BOSTON) TO ACCEPT FAYE BURCH ON BOARD OF DIRECTORS FOR A TERM OF THREE (3) YEARS. THE MOTION PASSED.

#### President's Report

Dr. Tukufu asked if there were any questions regarding his report. Dr. Kutza asked about the meeting with Norm Monroe regarding Youth and Family Services. The meeting was to update the community on structure of the agency and staff reductions.

### MOTION MADE AND SECONDED (BROWN-KLINE/ROGERS) TO ACCEPT THE PRESIDENT'S REPORT. THE MOTION PASSED.

#### **Executive Committee**

Gina Wood, board chair stated that there were some action items that required board ratification. The board decided to ratify actions items individually.

#### Selection of Recruiter for CEO Search / \*

The Board requested the executive committee get information from the last firm that did the recruiting. The issue was raised about how to select someone to do the recruitment. Ms. Wood referred to a list of vendors, which was included in the board packet, that she received from the Office of Minority Women in Emerging Small Business (OMWESM) of qualified and experienced recruiting firms for executives, locally, regionally, and nationally. Ms. Wood contacted everyone on the list and shared her findings with the executive committee. Based on this information, the executive committee recommended S. Brooks & Associates as the firm to assist the board in recruiting a President/CEO. Gina Wood has kept National Urban League office informed. National was involved in the last recruitment process.

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Lou Boston stated he did not want to belittle Dr. Tukufu or his accomplishments but he was uncomfortable that notice of resignation was received from Dr. Tukufu on September 30th and the next day a press conference was held, without the board knowing in advance that he had accepted a position elsewhere.

Ms. Wood responded that after the last board meeting she sent out a memo to clarify the discussion at the meeting. She indicated in the memo any calls and concerns should be directed to her. She had not received any calls. This was communicated prior to Dr. Tukufu's resignation.

Ms. Wood informed the Board that when Dr. Tukufû turned in his resignation most board members acknowledge that they received a fax, Ms. Wood was aware that his letter of resignation was faxed or mailed to all board members immediately. Also the executive committee was called regarding the resignation.

Joan Brown-Kline stated she was not at the previous board meeting. She did receive a phone call the day Dr. Tukufu resigned, as well as a fax the next day.

Dr. Tukufu did not know how anyone could call a week before he accepted the position. He mentioned at the September board meeting he had an interview, but had not accepted any position until the week the board was notified. In regards to funders, he spoke with all major funders on and discovered that funders were not calling (not him anyway). Funders were informed. Some of them were surprised, but appreciative of his call. He also mentioned everything was stable, where we were and they spoke highly of our staff.

Ms. Wood informed Dr. Tukufu of her conversation with Mr. Boston regarding from calls from funders and others. She was confused as to that communication breakdown occurred, but both she and Dr. Tukufu have tried to be responsive.

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With no further discussion a motion was made on the recommendation of the executive committee to select S. Brooks & Associates to assist the board in the recruitment process for its new President/CEO.

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October 16, 1993 Page 4

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Lou Boston asked what other firms were considered for the executive search. Ms. Wood indicated the names were included in the packet with the outline of the work schedule from S. Brooks giving an overview of the process and timeline.

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Call for question. Question called.

It was moved and second.

## THE MOTION TO SELECT S. BROOKS & ASSOCIATES TO ASSIST THE BOARD IN ITS RECRUITMENT PROCESS OF ITS NEW PRESIDENT/CEO. THE MOTION PASSED.

The next action item was with regard to the interim process. The executive committee recommended that Cletus Moore who is currently Vice President of Finance & Administration assume the responsibilities as Interim Director/

The committee had several conversations with Dr. Tukuful in terms of the status of the organization and the best way to proceed. Included in the packet was a document from the National Urban League entitled "Certification and Selection of Urban League Affiliate". There is a section on local affiliates and the process for selecting an interim person during a vacancy at a local affiliate. There are some specific options given (page 6 of 6, item 8). The criteria listed in this section is what was used by the committee in making its selection for an Interim Director. To maintain the continuity and stability of the organization and ensure that the board knows what's going on during this interim period, an operating committee shall be appointed. The committee will consist of Dr. Spivey, Joan Brown-Kline and Dr. Kutza to work with the Interim Director in that capacity. It was decided not to call this person "Interim President/CEQ". We want to be very clear that the focus would be to maintain the operations, and not to assume all the responsibilities that the current President/CEO had. We need to focus on making sure that the organization continues and that we are meeting our obligations, particularly within our contracts. 2 SPACES

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# Gina stated that Dr. Tukufu has been asked to prepare a status report of the agency for the executive committee which will be helpful to the operating committee and the board as it moves through this interim period.

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Gina noted that the position description for the President/CEO and recruitment announcement.

Mike Lewellen asked if the operating committee could have position description for the interim director for the board to review at the November board meeting. The committee responded they would.

Dr. Spivey responded that the operating committee will be operating over the next thirty days as well as making those decisions in the interim. He would like to make certain that the board is and will be supportive of any decisions that the committee makes prior to the next board meeting. Otherwise the operating committee will begin operating after that meeting.

# MOTION MADE AND SECONDED <u>(BOSTON/LEWELLEN)</u> TO ENPOWER THE OPERATING COMMITTEE TO MAKE DECISIONS FOR THE NEXT THIRTY DAYS REGARDING THE DAILY OPERATION OF THE URBAN LEAGUE. THE MOTION PASSED.

The committee reported that the League has acquired the Street Academy grant which comes with a good amount of funds that will support on-going operations. Then revenues will cover costs that will not increase, particularly operating costs.

Boehlke reviewed the financial report.

Cletus has hired a new accounting manager, Phillip Sandstrom. This will provide the League with a lot more financial strength than we had supporting Cletus previously. Our recommendation is for Cletus to reduce his staff by one bookkeeper and he will be working to do that.

Terry Rogers asked if we should reduce by one bookkeeper with Cletus as Interim Director. Jim Boehlke responded that this would not occur within the next three weeks but that it could occur by the end of the year.

Dr. Spivey asked if this person is being considered as a potential replacement in the succession planning activity of the board.

Cletus Moore responded that this candidate is a potential replacement in terms of his current duties dealing with personnel and operations management and finance.

Draft copy of personnel manual is being reviewed by the finance/personnel committee and will have material for the board's review by the November or December meeting.

# MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO APPROVE THE MONTHLY FINANCE/PERSONNEL COMMITTEE REPORT. THE MOTION PASSED.

#### Fund Raising Committee

Michael Lewellew, committee chair, requested the board review:

- Recommended increases of: 15% dues increase for business membership;
  7 1/2% increase in ticket prices for EOD/Annual Dinner;
- (2) Formally approve a resolution that the net proceeds from "Our Children's Store" in its charitable activities that come to us go directly to youth programs;
- (3) Selling discount cards that are being donated by Metro fund raiser for \$5.00. They are entertainment cards that provide discounts at various vendors in and around the city. We get 50% for every card that's sold. A competition within the staff has been organized with team leaders in the respective departments. (Cards were distributed to board members for review and purchase).

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# MOTION MADE AND SECONDED (BOSTON/HOLLEY) TO ACCEPT A 15% INCREASE IN DUES FOR BUSINESSES IN THE NEXT FISCAL YEAR. THE MOTION PASSED.

MOTION MADE AND SECONDED (<u>LEWELLEN/DEWALD</u>) TO ACCEPT AN INCREASE OF 7 1/2% IN TICKET PRICES FOR EOD/ANNUAL DINNER. THE MOTION PASSED.

MOTION TO ADOPT A RESOLUTION THAT THE NET PROCEEDS RECEIVED FROM THE CHILDRENS STORE GO DIRECTLY TO YOUTH PROGRAMS. THE RESOLUTION WAS ADOPTED.

#### **By-Laws Committee**

Duane Bosworth reviewed draft of by-laws. Several changes were noted which Duane will make when preparing the final copy.

#### **Community Relations/Advocacy Committee**

Judi Pitre, co-chair reported that the committee had been asked to meet with and discuss the sales tax ballot with representatives of the Portland Citizens for Oregon Schools. She requested a few minutes off the record with the board chair. Upon her return to the meeting she stated that after meeting with a representative of the group, the committee was so divided that it decided not to take a stand on this issue at this time.

The committee distributed the criteria for selecting EOD award recipients.

# MOTION MADE AND SECONDED (<u>LEWELLEN/HOLLEY</u>) TO ACCEPT THE CRITERIA FOR THE SELECTION OF EOD AWARD RECIPIENTS. THE MOTION PASSED.

Gina stated that the by-laws required that the board approve the position description for the President/CEO.

Board of Directors Meeting Minutes

October 16, 1993 Page 11

# MOTION MADE AND SECONDED <u>(LUCAS/HOLLEY)</u> TO ACCEPT THE DRAFT POSITION DESCRIPTION FOR THE PRESIDENT/CEO WITH A GENERATOR OF \$55,000-65,000 SALARY. THE MOTION PASSED.

Other issues discussed were: A resolution for Dr. Tukufu to take with him; Gloria James has resigned to accept a position with the Urban League of Metropolitan Seattle; going away parties for Dr. Tukufu in the upcoming weeks. Dr. Tukufu sated he hoped he had done a good job of representing the board in his advocacy of the Urban League mission.

Meeting adjourned at 11:30 a.m.

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#### SUBMITTED BY:

#### **APPROVED BY:**

Gloria L. James Don Chalmes Administrative Assistant Urban League of Portland

Laura Glosson Secretary Board of Directors

#### URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS EXECUTIVE COMMITTEE MEETING NOVEMBER 3, 1993 MINUTES

The Executive Committee was called to order by Chair Gina Wood at 10:00 a.m.

The following members were present: Joan Brown-Kline, Elizabeth Kutza, Judi Pitre, Gina Wood, Laura Glosson and Cletus Moore.

- I. Update on Recruitment Process for President and Chief Executive Officer
  - S. Brooks and Associates presented information for perusal and approval.

1) Position description; 2) Application Packet; 3) National advertisement and 4) press release. (This material is available for board members to see.)

He stated they had notified 120 Urban League affiliates. All questions about the position should be directed to S. Brooks and Associates. They are computerized and capable of keeping record of all inquiries.

A press release, not advertisement, could cost a small fee, depending on the newspaper.

The committee suggested that the ad be sent to all African American National Organizations re sororities, fraternities, lawyers, social workers, journalist and NABSE etc.

#### **II.** Follow Up on Retreat

- Ground rules to be mailed inboard packet.
- Community Relations/Advocacy Committee will have an advocacy statement, to be attached.
- Nominating Committee to report on sample packet for future members.
- Suggest one mailing a week to board members to include news items and events.

III. Review Issues from September Board Meeting.

The concern was about a discussion and not an action matter that would involve entire board.

- Status Report on League/Operating Committee IV.
  - Cletus Moore, Interim Director reported the Urban League status was good. Dr. Spivey will make a report at Board of Directors meeting.
  - Contract stating Interim Directors responsibilities has been written.
  - The National Urban League Policy Portland is not in default with National Urban League dues (4 1/2% of United Way).
  - Walnut Park Property A surprise windfall or headache? back taxes (word?) - future taxes? Jue & Froff is taxt researching, bugive, New telephone system has been installed. in Fin Reputs.
- ν. Agenda Items for November Board Meeting
  - By Laws Discussion/Possible Action (check for conflict of interest - see National Urban League policy)
    - **Potential Guest Speakers**
  - Frank Kalinowski, Quality Through Leadership
  - Beverly Stein, Multnomah Co. Board Chair
  - Charles Moose, Chief of Police -
  - Senator Hatfield
  - Others who could be important in long range planning.

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VI.: Other Business

Fifty Year Anniversary Plans Community Relations/Advocacy Community Responsibility

Meeting adjourned - 11:45 a.m.

## SUBMITTED BY:

## **APPROVED BY:**

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Laura Glosson Secretary Executive Committee Gina Wood Board Chair

[BD/ECNOV.93]

#### URBAN LEAGUE OF PORTLAND **BOARD OF DIRECTORS** EXECUTIVE COMMITTEE MEETING

Wednesday, November 3, 1993 Administrative Conference Room 10:00 a.m.

#### AGENDA

I.	Update on Recruitment Process for President and Chief Executive Officer
	S. Brooks and Associates

Follow Up to Retreat П. Ground Rules

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Completion of Long Range Plan Matrix of Bd milg:

- Review Issues from September Board Meeting III. Clarification of Minutes during August Board Meeting-Concern 2000 ufduscession, not an action exerce.
- Status Report on the League/Operating Committee IV. NUL New Dues Policy - Portland in not endyault will dues /2 Walnut Park Property Walnut Park Property
- Agenda Items for November Board Meeting V. Note: NUL Business Conduct and Conflict of Interest Policy of Herent

Potential Guest Speakers

- Frank Kalinowski, Quality Through Leadership
- 🐜 Beverly Stein, Multnomah Co. Board Chair
  - Charles Moose, Chief of Police
  - Others who could impact long range planning
  - Sten Hatfeld

VI. Other Business

- √ Status of Employment Partnership Program w/Tacoma Urban League Oregon Minority AIDS Coalition
  - Fifty Year Anniversary Plans ~ Comm. Relaten/ Advocary.
- *Joint Fundraiser with Tacoma and Seattle Urban Leagues*

GEW:ms

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Urban Leigue of Portland Board of Directore Executive Committee Minutes 11/3/93 The Exercutive Committee was called to order by Chair Gene Hord at 10:00 Am. Membere present : Joan Brown-Rline, Elezabeth Keitze, Judi Pitre, Gene Wood, Laws Blosson and Oletus morres. I. Update on Reculment Process -S. Brooke ad desociates presented information for period and approval, D'Position description; 2) application parket; 3) national advertisement and 4) prese release. (this miterial is available for board members to see.) He stated Thy had notified 120 Urbon Lergere affiliates, - Allquestions about the position should be derested to Stook and procioter. They are compateryed and capable of theeping record of all Muguardel, - a grees in leave, not advertisement, could Cost a small fee, depending on the nouspiper. - The committee suggested that the ad be Sent to all agricow American Matsall Ungangationes is sororither, Indernities, Vacogers sound workers, yournalists and MABJE, etc.

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bock tayes forgener - future tayes? New telephone suptem has been instatted. T Agente for etemospo Nov. Bl Mtg. - Bylacos Discussion/ Possible Actim (checkfor Conflict of interest ser MI. L. Joleg) - Ptenter Greet Speckers Spork Kalenowski Devely Stein Charle Mones Sen Holfred Others ether could be important in long nava planing. Other Buseness - Fifty Gen Anneversary Plans -Community Relations Holococy Comm responsibility. Meeting adjourned 11:45.

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## November 10, 1993

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# **INTEROFFICE MEMORANDUM**

TO: Brenda Sherman-Sanders

FROM: Don

SUBJ: Board of Directors Meeting

Brenda, here is a copy of the Agenda for the Board of Directors Meeting - November 18, 1993 at 7:30 a.m.

You open up this session (smile).

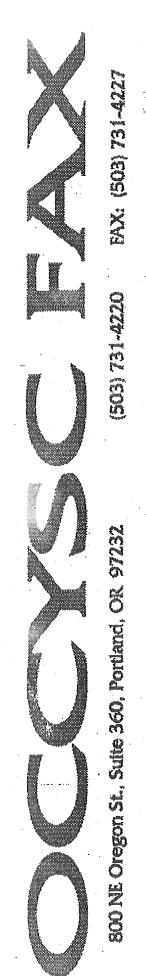
Thanks.

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Don

12:35

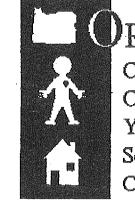
TO: Cletus Moore / Don



Number of pages (Including this cover page):

DATE: 11-9-93

2



REGON Community Children & Youth Services Commissio

# FAX #:

FROM: Gina Wood

# **COMMENTS:**

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## URBAN LEAGUE OF PORTLAND BOARD OF DIRECTORS EXECUTIVE COMMITTEE MEETING NOVEMBER 3, 1993 MINUTES

The Executive Committee was called to order by Chair Gina Wood at 10:00 a.m.

The following members were present: Joan Brown-Kline, Elizabeth Kutza, Judi Pitre, Gina Wood, Laura Glosson and Cletus Moore.

- I. Update on Recruitment Process for President and Chief Executive Officer
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1) Position description; 2) Application Packet; 3) National advertisement and 4) press release. (This material is available for board members to see.)

He stated they had notified 120 Urban League affiliates. All questions about the position should be directed to S. Brooks and Associates. They are computerized and capable of keeping record of all inquiries.

- A press release, not advertisement, could cost a small fee, depending on the newspaper.
- The committee suggested that the ad be sent to all African American National Organizations e.g. sororities, fraternities, lawyers, social workers, journalist and NABSE etc.
- **II.** Follow Up on Retreat
  - Ground rules to be mailed in board packet.
  - Community Relations/Advocacy Committee will have an advocacy statement, to be attached.
  - Nominating Committee to report on sample packet for future members.
  - Suggest one mailing a week to board members to include news items and events.

## Board of Directors Executive Committee Minutes

### III. Review Issues from September Board Meeting.

The concern was about a discussion and not an action matter that would involve entire board.

- **IV.** Status Report on League/Operating Committee
  - Cletus Moore, Interim Director reported the Urban League status was good. Dr. Spivey will make a report at Board of Directors meeting.
  - Contract stating Interim Directors responsibilities has been written.
  - The National Urban League Policy Portland is not in default with National Urban League dues (4 1/2% of United Way).
  - Walnut Park Property A surprise windfall or headache?
    back taxes forgiver future taxes due. Staff is searching, and will report outcome in Financial Reports.
  - New telephone system has been installed.
- V. Agenda Items for November Board Meeting
  - By Laws Discussion/Possible Action (check for conflict of interest - see National Urban League policy)
    - Potential Guest Speakers
  - Frank Kalinowski, Quality Through Leadership
  - Beverly Stein, Multnomah Co. Board Chair
  - Charles Moose, Chief of Police
  - Senator Hatfield
  - Others who could be important in long range planning.

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Page X Cover X = Agenda - Report fran U, Chains - Osenting Camming Per - Turter Director's Report χ -----EX MIN ar V X Committee Reports Executing Fir Hevsen For haising Paugeon Pens munter Melatian

# **POSITION DESCRIPTION**

TITLE: Interim Director, Urban League of Portland

REPORTS TO: Operating Committee/Board of Directors

# BASIC FUNCTIONS

The Interim Director serves as the Administrator and is responsible to the Operating Committee/Board of Directors. Provides leadership to the organization, administering its functions and operations. Assists in the implementation of short- and long-range objectives, plans and policies for the approval of the Operating Committee/Board of Directors. Responsible for planning, administering and monitoring the day-to-day operations of the Urban League of Portland. With approval of the Operating Committee, acts a spokesperson, in conjunction with the Board Chairperson, representing the needs and interests of the Urban League of Portland.

# GENERAL ADMINISTRATION

- 1. Directs the day-to-day operation of the Urban League of Portland.
- 2. Implements and administers the League's policies and procedures.
- 3. Maintains existing programs and services approved by the League's Operating Committee/Board.

# PLANNING, PROGRAM, AND SERVICE DEVELOPMENT

- 1. Maintains League's existing internal structure.
- 2. Plans for personnel resources to meet the needs of the League and ensures the maintenance of programs and services.
- 3. Provide oversight of the League's programs and services and ensures that goals and objectives are met according to prescribed standards.

## FISCAL ADMINISTRATION

- 1. Assists the Operating Committee/Board in strategic financial planning and development of League's budget.
- 2. Provides complete, accurate and timely financial reports to the Operating Committee/Board and funding sources.

POSITION DESCRIPTION Interim Director Urban League of Portland Page 2

# FISCAL ADMINISTRATION cont.

3. Implements systems of internal controls to safeguard agency funds; ensures fiscal accounting and reporting in accordance with standards of accounting for voluntary non-profit organizations and agencies.

# HUMAN RESOURCES ADMINISTRATION

- 1. Assists in the implementation of personnel policies including benefits.
- 2. Supervises League personnel, providing performance appraisals and other developmental activities.
- 3. Exercises authority for the selection, training, and corrective action of staff within the limit of policy and budget.
- 4. Maintains confidentiality of personnel information, action, and records.

# COMMUNITY RELATIONS/ADVOCACY

1. Maintains liaison with community groups and agencies; ensures activities of the League are coordinated with appropriate groups which impact African Americans and others.

## MONITORING

- 1. Monitors the policies, plans and procedures of the League.
- 2. Monitors programs and services to ensure constituent needs have been met.
- 3. Monitors the League's fiscal administration to ensure accordance with standards of accounting for voluntary non-profit organizations and agencies.
- 4. Monitors all phases of human resources administration.

Note: This position description is effective on November 1, 1993 and is contingent upon the signed contract agreement between the Interim Director and the Urban League Board of Directors.

## Board of Directors Executive Committee Minutes

VI. Other Business

Fifty Year Anniversary Plans Community Relations/Advocacy Community Responsibility

Meeting adjourned - 11:45 a.m.

# SUBMITTED BY:

**APPROVED BY:** 

Laura Glosson Secretary Executive Committee Gina Wood Board Chair

# **ATTACHMENTS:**

# **INTERIM DIRECTOR JOB DESCRIPTION**

# **GROUND RULES**

# **GROUND RULES**

- Open Mind
- Everyone Participate
- One Speaker At A Time
- Honor All Questions
- Be Flexible
- Be Time Conscious
- If consensus Is Reached By the Team -It will honored
- Be Good Oriented
- No Personal Attacks
- No Hidden Agendas!!!

# **URBAN LEAGUE GUILD OF PORTLAND**

# **MINUTES**

# November 10, 1993

Attending: Carol Aquino, Janice Booker, Cynthia Brooks, Evie Crowell, Lolita A. Darby, Rich Dudder, Gwen C. Hightower, Helloise C. Hill, Gwen Johnson, Mike Pullen, Peggy C. Ross, Olga A. Talley, and Patricia Warren.

Members introduced themselves. "Mission Impossible" - was accomplished by: Janice brought Gwen Hightower and Peggy brought Cynthia Brooks (who has roots in the Urban League - her father was a former League President). REMEMBER lets all starting bring a guest - who we know will become a member.

Minutes of the last meeting were read and approved.

Cletus Moore, Interim Director gave us a summary of his background and his responsibilities with the Urban League and that he fully supports the Guild.

Gwen Johnson and Lolita will join the Fundraising committee and Helloise will join the membership committee.

Reports from committees:

Courtesy - Janice Booker reported that Sherra Neal had been in the hospital and she came home today. A card will be taken to her tomorrow.

Fundraising - Gwen reported the committee had met and came up with figures for the "New Year's Eve Celebration." That it would be an invitation only to keep it elite. The members were quite excited and a motion was passed to go ahead with this event. We MUST start right away because we have to give a count to the Hotel by December 15. We will have an addressing party to do the invitations - and we will try to get the printing sponsored. Cost \$50.00 per person which includes dinner, party favors, champagne at midnight and dance. Overnight accommodations will including the above and a light continental breakfast. After the invitations are sent out we will do phone calling.

The committee reported they are looking into lecture series. More information to come.

Mike reported the deadline has been extended for Coupon Cards to December 8, and the Our Children's Store is open to the end of December. Revenue from Urban League items will benefit the League. The store is at 510 S.W. Broadway. Gina Wood wanted volunteers for the 50 year anniversary committee.

Peggy said she felt that this was one of the responsibilities of the Guild. And that we wanted to host the dinners again. It was the consensus of the group that this was the responsibility of the Guild and that we want to do more in these areas.

Rich wanted to know if we were going to do the Christmas party for the young people on the wait list for Big Brother-Big Sister Program. Discussion was with the emphasis for the New Year Eve's Party that we should not do the Christmas party this year. Lolita suggested instead a Valentine's Party this was approved.

The treasure reports \$710.33 in checking account and \$551.08 in savings. Carol is to get with Carla of the Urban League to get the money for Guild membership transferred to the Guild account.

Meeting was adjoined at 7:00 p.m. Next meeting with be at the Urban League, in the Shelley Hill Conference Room, December 8, 1993 at 6:00 p.m.

# THURSDAY, NOVEMBER 18, 1993

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# 7:30 A.M.

# **URBAN PLAZA**

# **E. SHELTON HILL CONFERENCE ROOM**

# **ATTACHMENTS:**

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# INTERIM DIRECTOR JOB DESCRIPTION

# **GROUND RULES**

# THE URBAN LEAGUE OF PORTLAND

#### The Report of Interim Director for October, 1993

Appreciation is not a vague theme or generality. Appreciation is a very real force of gratitude. It is with this force that I express my appreciation to the Urban League of Portland Board of Directors for the opportunity as Interim Director effective November 1, 1993. Your trust is guarded. My expectations of myself and the performance of the staff shall be strengthened with resolve to continue to achieve and succeed at the mission for which we have been entrusted.

Prior to his departure Dr. Tukufu presented to the operating committee a status of the League with recommendations. The details of his report are on file in the main office. The following is a compendium of that report.

The Senior Department is meeting its objectives. The Grandparents "Parenting" Program, and Living with Alzheimer's or Normal Forgetfulness Support Program is becoming well known in the community.

The Education Department is at 67% of its goal for students in the Computer Training Center. This first class of 25 students is a proud addition to the Urban League programs. The Male Responsibility Program was still in the preparation stage at the end of September. The Street Academy began meeting in October. If we meet our goal the full grant allocation will total \$202,000 for this fiscal year. The Whitney Young Education & Cultural Center after school program has always been a consistent plus for the Urban League.

The Youth report for the month indicates some of their units are low and others high with the expectation that they will even out as the year progresses. The **Youth and Family Services Department** has reported that the County Chair Beverly Stein has consolidated a number of departments. The end result will be Parent/Child Development Centers sometime next year. The staff will continue to monitor this development. The **Youth Employment and Empowerment (YEEP)** contract is scheduled for six months. Staff will need to determine if this program is worth our participation.

The **Employment Department** is doing quite well in regards to the Meyer Memorial Trust funding. For the quarter we have already reached 47% of the goal for clients served, 40% of placements, and have conducted 34% of workshops for the year. Job orders are over 100% of contract. The problem area is fundraising. Contribution to the Employment Department of \$27,000 has not materialized during the first quarter. Although EOD Dinner and Career connections will help obtain this amount, we are not sure at this point if it will be enough.

You may have noted a change in the format of this months board packet...the size. The board had requested staff to streamline the packet. Information regarding specific programs, agency operations, and special events will be forwarded directly to respective committee chairs and/or members as directed by the committee. As we workout the timetable for this process committee reports will be included in board packets. **Information in the board packet must be received ten (10) days prior to the board meeting to be included in the packet.** The staff will be working close with the committees to assist in timely processing of information and meeting committee needs. The operating committee is being kept informed of agency activities.

Respectfully, Cletus B. Moore, Jr.

# **Board of Directors**

# THURSDAY, NOVEMBER 18, 1993

# 7:30 A.M.

# **URBAN PLAZA**

# E. SHELTON HILL CONFERENCE ROOM



The Urban League of Portland URBAN PLAZA

10 North Russell Street

Portland, Oregon 97227

(503) 280-2600

# URBAN LEAGUE OF PORTLAND BOARD OF DIRECTOR'S MEETING URBAN-PLAZA - E. SHELTON HILL CONFERENCE ROOM

Thursday, November 18, 1993 7:30 a.m. to 9:00 a.m.

## AGENDA

7:30 a.m. to 7:35 a.m.

7:35 a.m. to 7:45 a.m.

7:45 a.m. to 7:50 a.m.

7:50 a.m. to 8:00 a.m.

8:00 a.m. to 8:10 a.m. 8:10 a.m. to 8:20 a.m. 8:20 a.m. to 8:30 a.m. 8:30 a.m. to 8:35 a.m. 8:35 a.m. to 8:40 a.m. 8:40 a.m. to 8:45 a.m. 8:45 a.m. to 8:50 a.m. 8:50 a.m. to 9:00 a.m. APPROVAL OF MINUTES (Enclosed/Action Required)

Special Guests: Career Connections Marketing Committee Brenda Sherman Sanders, Employment Department Lynn Frank, Job Market Weekly Newspaper Boyd Levitt and Ray Mirabella, KGW Channel 8

REPORT FROM THE CHAIR \*Memo/Executive Committee Minutes Enclosed

#### COMMITTEE REPORTS

OPERATING (Enclosed/Action Required) \*Interim Director/Agency Update

BY LAWS (Revised Draft/Discussion Only)

LONG RANGE PLANNING (Updated Draft/Discussion Only)

FINANCE/PERSONNEL (Report Enclosed/Action Required)

COMMUNITY RELATIONS/ADVOCACY

FUNDRAISING

PROGRAM AND PLANNING

NOMINATING

OTHER BUSINESS/MEETING ADJOURN \*Auxiliary Reports (Guild and Young Professionals)

GEW:ms

# **GROUND RULES**

- Open Mind
- Everyone Participate
- One Speaker At A Time
- Honor All Questions
- Be Flexible
- Be Time Conscious
- If consensus Is Reached By the Team -It will honored
- Be Good Oriented
- No Personal Attacks
- No Hidden Agendas!!!

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20m 11/18/93

#### Cletus take notes

In the employment division had a big month 43 people were placed in jobs in the month of October but 30 of those went to positions at marshall which was opening a new store at Lloyd Center is that what Brenda said of those places 55 percent of those were African-American 36 percent whites 7 percent 2 percent Asian in the Education and Career Development Department program our new computer training center is now open with 14 regular attending students 13 of whom are African-American females so that is the Primary population that we are surveying October was the first month of service for the Portland Street Academy which is the big contract which we just amended our budget to reflect which came from the budget from Portland Public Schools 38 student are enrolled although the contract calls for 50 One problem in meeting this goal is the Eligibleity is quite restricted they are restricted to those students who only if they have not been registered in Portland Public Schools before October 1st so that your it does doesn't seen to so that some who have started school them dropped out that kinds of excludes them or then the alternative school kids may be excluded so that there is a problem with recruitment this report said that there was going to be a push on to try to bring those figures up to 50 again this has to do with our contract obligations because we are committed to certain numbers and it said that there that it was a targeting to meet that goal for 11/15 which is now past but i don't know the update about how successful

last week there was 39 so its still raising and this is a fee for service so in order for us to meet the contract to make the 202,000.00 budget to buy all that we have to have we have to have 50 students to make it and i have been keeping in touch with Herman as to his progress and we are out doing some recruiting and also we have been informed recently and I've asked Herman to get some documentation for us for our records easing of some of these restrictions want they found is different schools different communities projects count the numbers differently and some of them are counting numbers dual and that's when the state gets concerned about whether some is on the roll for the school system on the roll for street academy and both areas are getting when there is only one student involved every monday here at the Urban League this new employment group sixteen different agencies and a lot of people meet right here on the employment side Katie had noticed that it would be a perfect time to bring to that group say the hey listen we have 11 more spots for young people youth services is working with education department also youth employment trying to find out where we get students from so they are working together now currently so announce that in the monthly meeting here cause I think that other program can send young folks just for your information while we know that we have had to male responsibility program for several years we now have adopted a female responsibility program so we have a little gender equability here at the league and the report was kind of cute it said that the women were kind of secretive about what they were doing so that didn't have a clear vision of what was being done in fact they had there first meeting and that they were getting organized and so we are know going to have a comparable program like the male responsibility 63 students made 274 visit the wylc in oct since the beginning of the school year 75 students have been served although I don't know how that compares to last year or previous years and finding the aging program aging services I think the most vigorous activities know is surrounding

the grandparent parent program there is a under barbara cotton they have developed a program to bring in and provide support for the many grandparent that are serving as parents for there grandchildren and that group has know got a 113 members associated with so that they have activities organized they have support that is going on and there is a effort to try and get some external funds to support that program there have been applications from various foundations really critical for funding in that area the program has grown because there has been a need but there is no funding it just started with a hand full of people now it has mushroomed in a year or so and very active so obviously there is a need

that is the end of the report Thank you

# I think that was a great Idea to not

by the way while we're at this particular point bob recording you may know In the bottom interim director that Mention that if there is anything that the board member wants to include in the board packet or the committee wants in the board packets we need to have 10 days before the board meeting in order to have it in that packet do we do mail out every friday to the board any updated information related to any new articles and these types of things and the same thing we will be working with other committees with the same type of things working with elizabeth

Joan is not here so we will skip the nominating report for the next meeting

Peggy is there a guild report well I have the minutes from the last 2 meeting in the packet other than that we're working on a couple of fund raisers small and large one also our membership is growing we had about 3 new member at the last meeting and 2 guest we are also going to join so there is interest that is starting to pop up in that area John Holley is not so we will skip the young Professional report

I just also wanted to bring to your attention to the ground rules and the board rules and Gina ask that we include in the board packet we will do that periodically you will see these ground rules come up as to how we want to work each other and what your ground rules are and matter of fact we do the same type of thing with the staff now we say do not attack people attack the issues is that a hint Cletus no that's not a hint at all its just a suttle reminder right so I just have one question or one suggestion maybe to the minutes is there a way to number \\\? \\\ so when people are referring to something they can go to that particular number we can try and find method it might it may require that we number sections because the minutes are one group and you may send a packet of something else the finance report and that are all put together but maybe we could come up with a number system that will work very good some kind of reference you career connection 94 march 18 and 19 at red lion lad center this is the second year of our to be annual event of a major fundraiser the employment services department and part of our marketing strategy for the 94 campaign last year we had 3,000.00 job seekers to participate of the 2 days in the career connection 93 this year we anticipate 10,000.00 job seekers we had 61 employers that were \\\\\\ this anticipate 84 we had a full house

and to help us and make all that come together my marketing committee co-chair person is Mr. Lynn Frank for a organization called Job market Weekly Newspaper we will tell you more about that and our guest from KGW Ray Mirabella and Boyd Levett who may recognize from television I have a couple of hand outs that I wanted to pass out to you so you can have a idea what it is that we are talking about i wanted to give this information to the board for a couple of reasons this is the first time that we will do it this way so i kind of want some feedback suggestions and critique please don't critique us to hard but i am really interested in what thought and opinions are and i would like to know if there are any gaps that are missing any avenue and strategies that we haven't come up with and so I just end there and let boyd take it from there thank you Brenda

I told Brenda that I don't do morning but for her a would make a exception my name and is Lynn Frank career connection is very important to me personally for many years //////// department of energy and now the private sector affirmative action has been very important to us and everything that it is trying to do but for me career connections is more that than that it's a opportunity to about affirmative action it's a opportunity to really make a difference in people lives and to help people get jobs and in the state of oregon there are over 125,000.00 people unemployed if you got them all together it would be the 2nd largest city in the state which is sad in many respects we also know that people of color can representative a portion interestingly this month the employment division reported that the employment levels have gone down but I think that first Interstate Bank simply have just given there social sarcurity up to go out and look for work so with the economy /// career connection is a chance to give people hope a change to help them selves and for all of envoled this year is to make it bigger and stronger and more successful event than it was last year Brenda did a super job last year and she did a super job all by her self i felt bad many of us could have helped her but we didn't this year we are going to change that I trying to help her understand the value of delegation and turn to someone else and say will you work this and give someone else a chance to help her succeed she did a I tried to help her get job seekers there and a few other folks to come and experience

the opportunity that would be offered there what we tried to do was to get started a lot earlier this year to devlope a much more comprehensive hopely much more effective marketing campaign what Brenda gave you is part but only a small part of your marketing

enshitive it is also what we want to do is we also want to build partnership and relationships with other folks in the community who can help us along the way for example portland chamber of comerence I worked with those folks we not only can get more employers at the event but in fact who can get more come get more job seekers at the event so one of the things that we put together for example we put these little blue boxes together inside the box is a little announcement that says that we have 2 days of events coming up and if you have any interest in getting more information to participate just go to the back of the room drop your business card in this little box also collect little envoples inside and mail them to the urban league one of the i would like for you to do is I'll pass around this signout sheet so when your out involed with the community organizations activities that your involved with you can take one of this little boxes around and share it with the group and ask people to drop there business card inside for more information about the event and that will help us get the word out about the group

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more quarter and building partners and getting the word out and being more effective and building those relationships and so what I will do is pass around this little sign out sheet you can write down what organization that you would like to take the box to and bring a lot more participates to the event we are also going to be working much more aggressive with others for in the community mayor's office the mayor's office for example has sent us over a wish list and we will do our best to fulfill it I think that Vera can help us get the word out and making cameo appearances on some of the morning talk show and the radio shows and television shows were going to be working under. Many weeks actually having their annual meeting, business meetings and the annual dinner meetings wouldn't it be someone logically to have this meeting sometime before the office at the beginning of the year.

Duane Bosworth - A report from the Chair

Reporting on the Executive Committee Meeting, unfortunately I was out of town, but, Elizabeth Kutza was there and I will ask if she has any comments to make about the Executive Committee, the minutes are in your material there.

(Elizabeth Kutz) - The Minutes are in your packet, the main thing that went on that meeting was that we met with Sam Brooks and so, he shared with us some material that they have now have developed for the recruitment of our CEO, it includes recruitment announcement, sample of a national advertistiment, sample of press release, as well as the packet, the application packet, the person would be requesting and to have to fill out. I will circlet these things, that you folks can take a look at them. The closing date for applications is the 10th of December, we have arranged the Executive Committee to meet with Sam Brooks again a few days in advance of the first week of December. The 23rd, oh is it the 23rd of November. It's next week already. To meet again, to have him sort of report back to us, how the applications might be coming, although, everyone expects that most things will come right before the deadline.

(Rita - question)

(Elizabeth Kutza) responds - we talked about that at the meeting, or ask about it and said that we do review at that time if we felt we needed to extend the deadline and wanted the Board to get better applications in, that we would do that, rather than just closing it and making decisions that you didn't want to do.

Even when we had the first meeting with Sam with Dr. Tukufu, one of the last one that he participated in with the Committee, that was contigents that felt then built in

automatically, as an extension of the deadline.

(Elizabeth Kutza) - I guess

The other thing that we talked a little about, if the Board members have people that they know, would be interested in the position or qualified or other organizations if you belong to organizations that you know that there know eligible people out there, that would be interested in qualify, get that information to Sam Brooks or Margaret, she will follow up and send the information out to them.

And the main point that they are making, Don't refer them to the League. Refer them to S. Brooks & Associates.

Cletus - By the way the staff, has been instructed to give the Sam Brooks number for any information while regarding the search. The staff is not to be involved. Joan Brown-Kline also mention at the meeting, that the Board would not limit it's self to what National's says as to the number of canidates that the Boards wants to review, the Board will do what it's wants to do and will deal with National, the Board is going to look at the League's interest first.

Have the Ads been placed nationally?

Yes

Has anyone express interest or anything?

Are people expressing

We have some calls of interest which we have refer over to Brooks & Associates, I know that personally from some other Urban League organizations where they have gotten information about the opening.

After the 10th deadline, then we will have, what is the procedure all the way through?

You mean in as far as interviews

The initial screening, by time the Board gets the list of what we as the Executive Committee view as finalist that will be down to anywhere from 3 to 5 was the plan certainly no more than that just in the interest of time, as well as the cost, that would be associated with it, cause we would take esstenially same procedure that was followed 3 years ago, when not only is there an opportunity for the finalist who ever those 2 or 3 are to meet with the Board, but there also the same provision of those individuals who spending time with the community and essentially presenting their vision of how they would take on this task. Literally, on almost cookie cutter to the approach that was used before.

Are the recommendations made by Executive Committee to the Board?

Yes they are.

Priority are first, second or third choices

As far, I don't think we talked about tainting your opinions in that regard.

We would almost want you to be completely objective, as far as who is best, in that sense now. Certainly once we get through that process of review, I guess our preferences will surface as I guess as a matter of discussion. That's never come up. I wouldn't want to taint anyones opinion one way or another.

Concerning the process of 3 years ago. Dr. Tukufu was kind of a windfall, we didn't know that he existed till last minute here, we did have 3 canidates presented to the entire Board they all gave an oral presentation and that was certainly the primary factor as the selections go. I don't know what you are going to do this year or we going to do.

Cletus - Again, since Joan is not here, I know she made some strong comments about this issue. The other one, if there were 7 people, let's say, that executive committee were all qualified then they would present 7 people, if there were 3, they would present 3, if it was 5, present 5, other words, her feelings were, we don't want to be confide to a small group as the execute committee as the Board.

Then certainly we will

We'll cull them down, just turn over a staff of resumes and see who lands at the top, we want throw them in the air, but we will do as much screening, that's what the executive committee been charged with. Screen it down to a workable numbers

Anything else on this matter.

The only other items that the acting chair wanted to report on -

Welcome Cletus as Interim Director and also make sure everyones know Don Chalmers, he was administrative assistant, I hope that everyone has met him. If you had a chance to talk to him

Let's move on to the Committee Reports

The Operating Committee

Again, Elizabeth and Bill -

William Spivey - The operating committee has been active since Darryl resignation, one of the first order of business was to put together position description for the

interim director, part of your hand-out, although comments are welcome at this point we have spent a fair amount going through it and what you see is the final version, and we are open to comments the position description is a derivet of what Darryl had and the basic underline changes relate more toward the interim director maintain the active of the Broad, maintain the activities of the League more a day to day basis oppose to doing some of the long range things that are actively part of the CEO function. The position description was also written in the context the interim director reporting to a operating committee which you know is form as well, shortly after Darryl's resignation, so that's one of the main activity of the operating committee, in addition, to that Operating Committee acted as a committee that did the exit interview for Darryl as well as Gloria. Those exit interviews in my opinion went as well as any of the ones that we had to do in corporate america, I have no comparisons similar within the League itself. But they were completed and we gather informative information. As how we should improve the League going forward. We establish a role for the Operating Committee and have shared with the Interim Director and each one of the committee members there are 3 will play different roles in their individual relationships with the Interim Director, I will primary focus is a administrative assistant to Interim Director that place role of counseling primarily on the committee activity and Joan focuses on the community activitie. I think that we have it covered as individuals, I think that we have it covered as a group. I will just say that Cletus has been very responses to the committee in keeping the individuals informed, am I am acting as chair of that committee .

Let me ask Cletus if you have any comments relative the operating committee role with you over the past month?

Cletus - I think it's been a great relationship in terms of programmic, advocacy and operations with the committee, I visit each one in that respected when vary issues has come up, also I can provide, part of this Interim Report, a synosis of what Darryl had shared with the operating committee since I wasn't Director in October but wanted to give a since of where we were in that point in time for the Board, its working out great sofar. and I have survied 2 1/2 weeks.

I believe it is referred to in the Minutes what we are talking about is the adjustment to Darryls, Cletus's pay as Interim Director. I think it is referred to in the Minutes. That there has been adjustment to this period in time. That we all agreed at the last meeting that it was part of the Board activity. That completes the Report.

Thank you.

Duane -Would be appropriate for the Board to ratify the position description? We need to do that. I entertain a motion

Second, Second

Any further discussion? All in favor, by say "I" "I" oppose

(Duane) -BYLAWS - I did not bring the complete version with me today, I did receive a purpose statement from Community Relations Advocacy, thank you for that, that was the only missing piece, I think for next Meeting we'll actually distribute the whole thing and see if we can't vote it in.

My Report Long Range Planning - back to Elizabeth again.

Elizabeth - This is a revised version of the Long Range Plan that we worked on at the Retreat, I incorporated, I believe all the changes and suggestions that was made by the various committees there at the Retreat, what our decisions where we at right now is, I would like for you to review this thing, make sure that I have caught everything that all the committees wanted caught, We added another goal, having to do with Advocacy as as separate piece which was recommended by, at the Retreat, I guess what we would like for you to do is look at this and see if we missed anything, see how it reads, whether you are prepared to go forward with it and at the next meeting we will discuss it and vote on it. Not at this Meeting, but the next, give you an opportunity to look at it more carefully if you have anything things that I missed or not gotten guite right from the scratching, chalk boards, or chart boards that was done at the Retreat, I will happy to just make amends, I have it on a disk. So it's not difficult, Nexit time we might also discuss what next, what I have not incorporated here anywhere or time lines and since a lot of this under committee juridiction, what I would prefer to have done is to send this to the various committees and have them work on how they want to implement this and what sort of time frame. But this should be our near to final draft of what our Long Range Planning is going to look like.

Looks Good

Thank you.

Duane - Finance Personnel - Neither Jim or Ed are here, think Rian you been deferred to Cletus, is that right?

Correct - alright

OK

An

Cletus - I would like to point out a couple of things - Finance Statement, one concerns is some adjustment in the Budget, the actual Dollars in last month's Report were correct, but there some modification to reflect the events that passed, such as the annual Dinner had passed, I am going to show the entire budget being expend so the Dollars reality compared to budget relative to, the same applies to the the Membership Drive, so those adjustment have been made in the budget, I also would like to point out to the Board on this budget revision, on the very last page of this whole packet, you'll see a budget that has Street Academy, Urban League and then a revised Urban League Budget, I would like to request an endorsement by the Board from that Committee to bring if to the Board this revised Budget, what it does is two things - one, it incorporates the Street Academy, so that we modified the Agency Budget in reflects in all of our coming Reports and the other is that we received 17,500 dollars, from Portland Public Schools that was in our program last year that was told was taken out, last minute we got the money, but it was not reflected in the budget the Board had passed back in May, I think it was, so those modifications was made to the overall budget.

Is that money from Portland Public School earmarked for a specific program or general?

It is earmarked for the P. Richman Program, we thought we it had lost that particular program and the reinstituted 17,500 that reflects that program. NAMIAN

Had we compensate in any way in the original budget for the shortfall?

No, we had plan to stop it completely. Also, I would like to point out to the Board that we anticipate, there's a question about the showing the decift, the large var/in salary and wages, you'll notice it shows a negative 17,800 dollars, the reason for that is the way the budget was agreed upon, that we would not layoff any people during the first 6 months of the fiscal year. So therefore, we will be writing a defict in our salary and wages, but when you lay people off in the second 6 months of the fiscal year, you start making up for that defict because of reduce staff. So that why that var is like that is.

Duane - Do I understand that you want a motion to accept the revised budget?

So moved.

Second.

Duane - Any further discussion on revised budget?

All those in favor say "I" those oppose

Motion passes.

Thank you Cletus.

**Duane - Community Relations** 

This will be short -

Judi - We are at the deadline today, after 5:00 p.m. you will have to submit any EOD nominiations that you have on you, I will take them now, or you can fax them to me or to the Urban League by 5:00 p.m. this afternoon. So far, we have 5 nominiations, I havn't seen one of them I know about. I have not seen the other 4, I will pick those up this morning. Community Relations Committee will be meeting again early December to review the nominiations, we will then bring up to 3 nominations to the full Board meeting in December for the Board to approve the nominations.

#### How do we fax to you?

my Fax # is 228-4872 that's at the Housing Authority, just say "Urgent"

Alright -

Duane - Alright, Thank you, we'll forward to that in December.

Fund Raising -

Lewellen -Update on some things that are current underway.

The United Way blackout period is through end of November, so we arn't able to resume the followup work on the Fund raising until that time, but as of the 12th of November as far as the business campaign, we are up over 88,000 dollars and this is without any followup work whatsoever. With any kind of luck at all, with some good followup, I still think that we can reasonably hit 100,000, the individual campaign has been lagging behind, it always has, I think we'll be luck to if we make '10,000 dollars, they right at about 6,000 right now and I don't know if the individual chair has much plans for followup work, unlike the business campaign where there's a letter prepared, there will be phone calls, to individuals who have not renewed or who have not responded any way one way or another in that sense. The Metro Fundraiser, those of you were at the Board Retreat we handed out cocerise and sold some of you the discount cards for the various merchants, the 5.00 cards where the Urban League is going to get back into its cost 2.50 from every card that been sold. Sales are not going very well and I think that its more on the line a lot of us like to get and sell, but, we are going to extend at least the first half of the campaign until the 15th of December to try and sell some of the cards as stocking stuffers and holiday gift items, we will stop selling on the 15th of December completely regardless of how good they may be going at that time. and we will resume selling in spring, we have printed 5,000 of the cards, there is no financial risk in that sense, that is the only way we got into the project to begin with. I think it still easy money to be made, I think its just of staff priorites. We will continue the campaign. You got your Career Connections update, so that's already been covered. Nothing new to report on the event in 94 in Seattle-Tacoma Urban League over the football game, they have been to my knowledge contacting the schools, to be sure that there is interest and the available dates to add to the individuals schedules for 1994, but I think that we will have a much more focus report on that next month, most of the colleges were going after still playing right now and are not really prone to devote a lot of attention to additional schedules at this time, the EOD Dinner, we toss a whole list of names to be considered as Co-Chair for the Dinner, it was the consensus of the Fund Raising that we would approach John Jones, Regional Operational Manager of UPS, Bruce Scott, Head of Association for Portland Progress as Co-Chair for EOD, this year 1994, one thing I would like to throw out for the Board to discuss, we approve increases in dues, we approve increases ticket prices that action is already reflected in the Minutes from the last meeting, it is the opinion of Fund Raising consider sending a letter to our Funders that actually plays two roles, one certainly to inform them, since they are in the budgetting

phases, most of them for next year.

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TO: Urban League of Portland Board

FROM: Elizabeth Kutza, Chair Program and Planning Committee

RE: October Program Update

#### Youth and Family Services

A proposal for \$3,000 has been submitted to the Tri-County Youth Services Committee to allow the League to hire an assistant to help with the Big Brothers/Big Sisters Program. We have gou 46 youth waiting for a match and only 18 prospective Big Brothers or Sisters. We need to do more in the recruitment and training of volumeers in order to meet our contractual obligations.

#### oyment Division

Forty-three (43) persons were placed in jobs in the month of October, 30 of them in positions at Marshall's new store in the yd Center. Of these, 55% were African-American, 36% were white, re Hisparic, and 2% were Asian.

#### ii o & Career Development

our new computer training center is open with 14 regularly doing students. Thirteen of these are African-American

tober was the first month of service for the Portland Street themy. Thirty-eight (38) students are enrolled although our stract calls for 50. One problem in meeting this goal is the gibility friteria set out by the school district which states that students are only eligible if they have not registered in the Portland Public Schools before October 1st." An aggressive recruitment campaign is planned in order to reach our goal contracted goal of 50 students.

In addition to the Male Responsibility Program, the League now sponsors a Female Responsibility Program. A first meeting was held in October. These programs will also be integrated into the Street Academy.

Sixty-three (63) students made 274 visits to the Whitney Young Center during October. Since the beginning of the year, 75 students have been served.

#### <u>Aqinq Services</u>

Significant activity has gone into the development of the Grandparent "Parent" Program. This support program for grandparents who have primary responsibility for their grand-children has grown and now has 113 members. The League is pursuing external funding to continue to have someone to staff this program.