



BOARD OF DIRECTORS MEETING

MINUTES

Monday, May 23rd, 2022

1545 Hotel Circle South, Suite 300, San Diego, CA 92108

ATTENDANCE

Board of Directors:

Chair:	Matt Ellis
Vice Chair:	Amrita Nat-Booter
Secretary:	Jesse Jones III
Treasurer:	Josh Jensen
Members:	Doug Sampson (absent)
	Ruth Rosas (absent)
	Tony Ronco
	Laura Preston
	Tamana Gundara

Staff Members:

Executive Director:	Monique Ball
Deputy Director:	Allie Rice
Accounting Manager:	Emmanuel Felix

Guests:

Interpreter:	Jennifer Austin (on Zoom)
Interpreter:	Suzanne Lightbourne (on Zoom)
Technician:	Donny Jacob (on Zoom)

MEETING

Call to Order

Ellis called the meeting to order at 6:07 PM.

Review of the Minutes

The minutes from the April 26th meeting was reviewed and approved with majority votes.

Chairperson's Report (Ellis)

Board's Priorities

The Board is moving forward in many directions, with the members focusing on the financials, fundraising, and the continued support of our Executive Director.

We are nearing the end of our Executive Transition with Innivee Strategies. Shane, Monique, Amrita, and I meet weekly since Monique joined us over two months ago. We have refined and developed a quarterly evaluation system and now are working on an annual version.

The Board is now working on the dates of our annual retreat, in which we will discuss those following topics:

- ...Board roles and responsibilities- review and updating (including bylaws)
- ...DCS Strategic plan- implementation and execution
- ...DCS Sustainability plan- the framework

I am looking into finding a trainer for Bias training, as well. It may be a separate session for the board outside of the retreat.

Board's roles and responsibilities

Last month I mentioned the purpose of DCS. Now I will delve into the role of the Board of Directors.

The DCS Board of Directors are responsible for providing overall leadership and strategic direction consistent with the functional governance board requirements of a 501(c)(3) authorized non-profit organization.

It does this by defining the organization's Vision and Mission; providing input to. and monitoring of the implementation of programs and services; setting policy; and ensuring that the organization has adequate resources to carry out its Mission.

The Board also provides support, direct oversight, and performance evaluation for the Executive Director (ED) who in turn, directs the day-to-day DCS operations and DCS staff.

The Board also evaluates its own effectiveness as a governing body, the participation of its members, and its representation of the constituencies served by the organization.

The DCS Board of Directors Legal Responsibilities

1. Duty of Due Care
 - a. Governance
 - i. Policies
 - ii. Business Plan
 - b. Fiduciary Oversight
 - c. Strategic Planning
 - d. Effectiveness
 - i. Organizational Development
 - ii. Executive Director Evaluation
 - iii. Board Member Evaluation
 - e. Sustainability
 - i. Organization
 - ii. Executive Director
 - iii. Board of Directors
2. Duty of Obedience
 - a. Ensure Compliance with regards to
 - i. Legal Requirements
 - ii. Mission
 - iii. Bylaws
 - iv. Ethical Conduct.
 - v. Code of Conduct
3. Duty of Loyalty
 - a. Act in the Best Interests of the Corporation
 - b. Prevent Conflicts of Interest
 - c. Executor of Ethical Code / Code of Conduct

Executive Director's Report (April) – 5/23/22

COVID-19 Update: DCS continues to be open two days a week – Tuesdays and Thursdays – from 8:30 to 5:00pm and will continue to meet in-person with clients/visitors by appointment only. In light of the COVID pandemic cases recent increase, DCS continues to implement safety protocols, employees are to social distance in offices and lunch rooms. Employees will be required to wear masks in hallways, common areas and in shared offices. COVID-19 symptom check-in will be continued for clients/visitors. Want to continue encouraging community members and staff to self- check and practice safety protocols not only in office but out in the community as well.

Community concerns:

I, Monique Ball, want to take this brief moment to acknowledge and inform everyone community members that I am aware and listening to your concerns being shared during the board meeting and to board members. Some of your questions, which we are able to provide answers to will be provided as we review tonight updates. I want to

remind you all to kindly be patient with us, board and myself, and the changes as I have now been with DCS going on three months. A change is coming and we must remain hopeful, optimistic, be accountable and coming together in unity. Change is a process and takes time, and we will begin to proactively make the necessary changes. Would like for us to focus our energies on coming together and bringing solutions to the table regarding concerns. In order for us to build stronger bond we must be able to positively elevate, learn and support eachother.

Administration:

Cash Flow Update: Before I begin, questions of why there are billing issues which impacted cash flow. This was due to the high turnover of staffing in several departments and not just accounting department. Contract base invoices are complicated and not just financial but also rely on statistical information and reports to be submitted together in order for approval and processing. Due to contract base invoices/reporting being complicated training is needed. Accounting department is now obtaining further trainings and staffed. Few other department billing positions are filled and all are working collaboratively to complete the required reports along with invoices. The current breakdown of DCS' finances reflects that 47% of its funding comes from major contracts such as DSS, EDD, and the County whilst 53% of its funding comes from the interpreting department revenue, grants, fundraisers, and donations.

In the month of April, some of our employees are still on partial and full furloughs and some of our services continue to be impacted greatly. Currently, our county contract based invoices have been caught up to the month of January for BHS and SOL. CH, DSS and EDD contract based invoices have been caught up to the month of February and soon March in the next few weeks. Our goal is to be caught up to April by mid June and this will leave us with 1 month gap which is average for contract base invoicing.

One of the questions from community members during most recent past board meeting was: How were the staff selected to be furloughed and who made the decision? When will staff return from furlough?

With regards to these questions, some positions are full 100% on certain contracts for example EDD staff, CSS staff under DSS, and CH/SOL/BHS staff under the county. Pertaining to CSS staff being on partial or full furlough, it is primarily due to the fact that we are behind with DSS invoices and experience insufficient funding in our general funds to cover personnel costs for the time being. These positions salaries are guaranteed to be covered and fully billable to contract base for payment. This is why these staff were not placed on furlough. However, Interpreter Department, YFS, LIT, and Administrative, are not 100% on contracts, which is why some staff are on partial or full furlough. Interpreter Department staffing are covered by interpreter revenue/general funds, along with freelance interpreters. YFS/LIT /Administrative/CSS staffing are covered largely under general fund with small percentage from Department of Social Services (DSS) funding. This is where we are re-evaluating and restructuring positions

Comment [T1]: (This is Allie, using a trainee laptop). We may want to tread carefully with funding under CSS. Technically, it is covered 100% by DSS. From my understanding, the ultimate reason that they are on furlough is because of invoices being behind and insufficient funding from the general admin fund to cover CSS personnel while awaiting payment from DSS.

within the contracts and general funding. When will staff return to full employment, that is a good question and again still being evaluated based on financial stability.

In further review of general funding/interpreter revenue, we have discussed the possibility to bring on board 1-2 staff interpreters to provide more interpreting services for clients (fill jobs), which in turn helps us to bring in more revenue to cover positions and interpreting needs of other programs.

Staffing Update: There are several vacant positions and those are as follows: Clinical Director, Behavioral Health Services (BHS) Program Manager, Behavioral Health Therapist, SOL Peer Support Specialist, Interpreting Services Director, and Benefits and Compliance Administrator.

Few of these positions are under county contracts, which is why we are able to market the positions for hiring. DCS has put the second round interview for interpreter director position on hold as few concerns have come up to be discussed. I will be having an open floor meeting with the interpreting community to further discuss concerns regarding this position. Recently, had several interviews for Benefits and Compliance Administrator position. We have received several applicants for Peer Support Specialist position and will begin screening interviewing candidates 1 to 2 weeks. DCS is currently evaluating few other positions and making internal staffing changes for the purpose of organizational restructuring and restoring financial stability.

One of the questions from community members: why non SD residents are being considered for jobs. All residents SD and non -SD are considered for positions, however, candidates are selected based on qualifications and experience closely compatible for jobs they applied for. If any of you have qualifications for the vacant positions, we encourage you to apply.

Annual Reports and Board Minutes: The Annual report for 19-20 Fiscal Year has been completed and is in the final stages of edits and review. DCS will be sharing the annual report during first or second week of June. Will begin working on 20-21 Fiscal Year annual report release date TBD. Board Minutes for 2021-2022 Fiscal Year have been added up to March on DCS website. It is currently being discussed about the live stream video of board meetings to be posted on the website and DCS youtube channel. However, live stream video of past board meetings can be found on FaceBook.

Organizational Healing Revised Report: DCS is in its final stage in completing its response to the Organizational Healing revised report that was released back in October 2021. We are expecting it to be released in mid-June. Once it is released, there will be regular updates provided regarding the internal process being made within the agency.

Departments:

Behavioral Health Department:

Behavioral Health Services	Mar.	April.	YTD
Unduplicated clients (adult/child)	0	0	7
DSS cases	0	0	2
Signs of Life (SOL)			
Unduplicated clients	1	1	8
SOC vacancies	3	3	6
SOC2 (SOH) vacancies	2	3	5
Clubhouse			
Unduplicated clients	5	7	67
Client contacts	91	102	830

Update: For the SOL program, client base has remained consistent, with some of our most challenging clients showing significant growth and progress in their recovery, their relationships with friends and family, and their plans for the future. Implementation of chart audit forms has streamlined the checks and balances of file maintenance and proven very efficient. The new RADT hired back in December has made major contributions to the team and been positioned as the lead in client matters as they relate to recovery residences, and being trained in case management processes.

Interpreting Services:

	Mar.	April	YTD
Total # of Requests	613	607	4,916
Total # of Last Minute Requests	34	33	342
# of Last Minute Requests Filled	22	18	242
Total # of Community Requests	413	455	3,890
# of Community Requests Filled	385	397	3,527
Total # of Educational Requests	197	152	1,017
# of Educational Requests Filled	176	138	873
# of requests canceled (Billable)	18	22	240
# of requests canceled (non-billable)	33	19	700
# of Trilingual Interpreting Requests Filled	4	4	19
# of Requests for CART Services Filled	2	1	10
# of DeafBlind Interpreting Requests Filled	10	5	138
# of Deaf Interpreter Requests Filled	17	14	121
Total Requests of Pro Bono Services Provided	16	16	60

Employment Services:

	Mar.	April	YTD
Enrollment	4	3	62
Job Placements (Goal: 55 placements)	1	0	41

Adult Literacy Services:

	Mar.	April	YTD
LEAD			
Duplicated trainees (combined)	3	3	45
Unduplicated trainees (combined)	0	0	6
HQ (unduplicated)	0	0	4
PVSA			
Duplicated participants (combined)	2	2	23
Unduplicated participants (combined)	1	0	3
HQ (unduplicated)	1	0	3

Youth and Family Services:

	Mar.	April	YTD
Deaf Mentorship Program			
Unduplicated # of families	0	0	2
Deaf coaches (unduplicated)	0	1	2
# of families on the wait list	20	20	20
e5	n/a	n/a	n/a
Family ASL			
# of participants	0	32	32
# of families in attendance	0	15	15
BBBS			
# of matches	0	3	3
# of Bigs on the wait list	5	5	5
# of Littles on the wait list	13	15	15
Deaf Youth Literacy Camp (DYLC)			
# of campers	n/a	n/a	14

Update: The YFS department had a few meetings with different entities such as the HOPE Infant Family Support Program, San Diego Unified School District, and San Diego Regional Center. All discussions focused on what Deaf Coach Services provide and the benefits of the program. In addition, the BBBS has returned back from a long hiatus and is open to potential littles and bigs.

Client Support Services:

	Mar.	April*	YTD
Advocacy Services			
Unduplicated clients (combined)	6	3	73
Client Contacts (combined)	63	50	1,202
Information and Referrals			
Referrals (combined)	25	12	2,173

***unverified numbers**

Update: In the month of April, the CSS department has identified an increase in client walk-ins at the DCS Headquarters and the department is quite busy with handling general inquiries at the front desk, as well as providing more in-person appointments.

The department is pleased to see an increase in volunteers at the front desk and DCS appreciates volunteers and their support.

Media:

	Mar.	April	Projected Goals for Apr.	YTD
FB Likes	n/a	n/a	n/a	n/a
FB Followers	6,346	6,361	45	56,709
Twitter	4,412	4,428	25	39,413
Instagram	3,206	3,206	65	27,666
YouTube	757	763	60	6,573
Subscriber	n/a	n/a	n/a	n/a
DCS Website Users*	2,102	2,191	2,450	10,398 (Feb./Mar./Apr.)

*This represents the number of people who have visited the DCS website, even if they have visited the site multiple time.

Events: EOY Celebration of DCS staff. SD Rebellion Female Football team: Dre Hollingsworth signed with team March 31st attended her game April 16th.

Financial Report (Jensen)

As you are aware that we are still in the furlough phase, and I want to share some of the information that led us to the furlough.

1) DCS Interpreting Service Revenue %

2019-2020 vs 2020-2021: loss of 8%

2020-2021 vs 2021-2022: loss of 10.49% (still have 2 months left of current FY).

2) Net Asset %

2019-2020 vs 2020-2021: loss of 10.9%

2020-2021 vs 2021-2022: loss of 56.48% (still have 2 months left of current FY).

3) Invoice Status

During the month of October 2021, most of the invoices that were already submitted are between January and February of 2021. Currently, most of the invoices that were already submitted are mostly February except COR one of our vendors is the month of January. The reason why we did not submit the invoices in a timely manner is that the accounting manager position has been vacant for many months.

Reason for Furlough

The reason why we had to put some of the positions on furlough was that we were depending heavily on the G&A and equity funds due to loss of revenue. The positions that are covered 100% by contracts such as SOL, Clubhouse, BHD, EDD, etc are not being affected. The positions that are covered by the contracts do not affect our cash flow.

Actions to end Furlough

Our main goal is to end the furlough phase. So, we are working closely with the executive team weekly. We have discussed ensuring the invoices are caught up, restructuring the DCS to fit the budget, and revising the budget to not depend mostly on general and admin funds (G&A). The revenues coming from both interpreting and literacy services cover some of the positions and expenses. Our goal is to shift all contracts to cover both salaries and expenses. That way, we will maximize the profits returned to the San Diego Deaf community.

Internal Audit

The internal audit completed last week for both the 2019-2020 and 2020-2021 fiscal years. Per Auditor's finding that 47% funding from grants and 53% from general funds. I want to say a big thank you to the accounting team, the executive team, and some of the staff for their cooperation to make the audit a smooth process.

Budget Projection for FY 2022-2023

I was informed by the accounting team that the budget projection for FY 2022-2023 will be ready for our review soon within a week.

This concludes my report.

Fundraising Committee Report (Preston)

Hi! How are you all doing? I am doing good!

Thank you to those who came to Bayside Landing Fundraising event, and we earned \$1,022.26!! Did you see my vlog on DCS social media?

What a wonderful turnout at Meet and Greet/Open House last weekend on Saturday! For those who donated the "tickets" from the two fundraisers that were cancelled, thank you so much! We used the funds to provide snacks and water for last Saturday.

We will have fundraisers at different locations. There will be a possibility of having a fundraiser at Urbn Pizza in El Cajon on July 11th. I am currently in touch with the manager to finalize details. I also have reached out to other restaurants, as well for June and August.

Please be patient with us as we are trying to get back into groove after a long hold from COVID. It will take time to get things going smoothly. Thank you for your support!

Our fundraiser events will be with vlogs from now on.

One more thing, there is a way for you to support DCS through Amazon. If you have Amazon account and you shop through Amazon, for whatever total your eligible purchases is for, AmazonSmile will donate 0.5% to DCS. The best part of this, it is FREE. AmazonSmile is available at smile.amazon.com on your web browser and can be added in the Amazon app on your Android or iPhone.

Thank you and that's all!

Personnel Committee (Nat-Booter)

Our rolling agenda since September:

- Staff liaison job description (on hold due to budget restriction and restructuring under new leadership)
- DEI statement is posted on the DCS website with objectives. DCS will add action plans as more training continues throughout the years.
- The Benefits and Compliance administrator position is still open. BCA will work with the personnel committee.

Deaf Service Advisory Council (Rosas)

DSAC was not active due to the pandemic and we had our second meeting and the next meeting will be in July. For this reason, I will make sure I will provide reports at every board meeting relating to DSAC. We had the meeting on May 12th. Now we have a new secretary! Welcome AJ! YAY! So far, there is one nomination for one position-chair, so we will continue with nominations and voting on the next meeting. Monique will come to the next meeting. It is possible that the date-July 12 will be rescheduled. AJ will send a poll for the best meeting date and time and then the highest vote will pick our new future meeting dates. Speaking of future meetings, town hall meeting will be happened sometime this year and it will be leaded by DSAC with Board and ED's support.

Thank you

Board Governance Committee (Ronco)

The Committee is currently working on Grievance Whistle Blower Policy

The going forward strategy is to improve the current catch-all document; making it more concise by separating it into its three components.

1. Grievance Policy - Individual complain and resolution seeking over something believed to wrong or unfair treatment.

2. Whistle Blower Policy – Reporting & seeking resolution on suspected operational malpractice
3. Operational Suggestion – Provide a formal path to communicating operational improvements and/or concerns.
4. The Next Steps: We will baseline/review ADP suggested policies for these three areas.

We will also review supporting documentation for communicating expectations & implementation.

Old Business

(none)

New Business

(none)

Announcements

Next board meeting will be on Monday, June 27th, 2022.

Adjournment / Closed Session

Ellis adjourned the meeting at 7:21 PM.

~~Feb 7~~ ~~Feb 28~~ ~~Mar 28~~ ~~Apr 25~~ **May 23** **Jun 27** **Jul 25**
Aug 29 **Sep 26** **Oct 24** **Nov 28** **Dec (no meeting)**

Respectfully Submitted By,



Jesse Jones III