

MINUTES OF THE EIGHTH MEETING
BOARD OF DIRECTORS
MERCY HOUSE OF SARATOGA, INC.

The eighth meeting of the Board of Directors of Mercy House was held on the day and place set forth as follows:

Time: 7:00 p.m.

Date: February 2, 2020

Place: Embassy Suites Hotel, Congress Plaza, Saratoga Springs, New York, 12866

Present:

Board Members: Gordon Boyd, Mary Withington, Mark Claverie, Howard Nelson, Tom Remington, Mary Sanders Shartle, Mark Griffin, Doug Huston.

Honored invited guests from the Vestry of Bethesda Episcopal Church: The Very Reverend Marshall J. Vang, Darren Miller, Catherine White Berheide, John Van Der Veer, Sara Manny, Ann Casey Bullock, Field Horne, Pamela Houde, John S. Huppuch, Junior and Steve Rucker.

Honored invited guests from the Endowment Committee: Craig Walton, Chair, and Richard Wisler.

Also James Cox, attorney.

Gordon Boyd welcomed the guests to the first annual dinner of the Mercy House Board. After refreshments and appetizers, the meeting of the Mercy House board convened in the presence of the Bethesda Church Vestry and invited guests at 7:15 p.m.

As Gordon's and Mary Withington's terms had expired, Mary Sanders Shartle was asked to act as temporary president until the election was complete.

MERCY HOUSE BOARD ELECTIONS

The slate of nominees nominated by the Bethesda Vestry was as follows:

Gordon Boyd, Mary Withington, and Tom Remington, who would be replacing Doug Huston on the board. All three would be elected for three-year terms.

Howard Nelson moved to nominate the slate proposed by the Vestry for election to the Board of Mercy House. The motion was seconded by Mark Claverie. There being no discussion, Mark Griffin moved to close the floor to nominations. Howard Nelson seconded. All agreed, no nays and no abstentions.

The nominations being closed, the meeting returned to the Election of Officers nominated by the Governance Committee appointed for this purpose in the January 6th, 2020 board meeting and said Committee including all the current members of the board of Mercy House of Saratoga, Inc. All agreed to approve the slate, no nays, no abstentions.

The terms of both the President and Vice President having expired, both were eligible for re-election, along with the incumbent Secretary, Mary Sanders Shartle and Treasurer, Mark Claverie. A motion to re-elect the current officers for new terms as established in the by-laws was made by Howard Nelson and seconded by Doug Huston. On a motion to close the floor to further nominations made by Doug Huston and seconded by Howard Nelson, all approved, none against and none abstained. All nominations for officers of Mercy House for 2020 were approved unanimously, none voted against and no one abstained. Pursuant to the by-laws, the terms are two years for President, and one year each for Vice President, Secretary and Treasurer.

Gordon Boyd, President, re-assumed the chair and proceeded with the balance of the agenda.

MINUTES

RESOLVED, that the meeting minutes of January 6, 2020 be entered into the record. A motion made by Mark Griffin was seconded by Tom Remington. All affirmed, no one against. The minutes were approved.

TREASURER'S REPORT

Mark Claverie presented the balance sheet showing that as of December 31, 2019 we had total liabilities and equity of \$64,908.70, including the liability of \$30,000 loan from the Endowment Committee of Bethesda. The statement of profit and loss reflects the generous memorial donations of \$25,450 in honor of Garrett Smith and new donor contributions of \$25,100. With a net income of \$34, 908.70 after expenses (professional outside legal and accounting services, bookkeeper, rent, supplies, etc.) There being no questions, Gordon asked for a motion to accept the Treasurer's Report.

RESOLVED, that the Treasurer's Report, December 31, 2019, be hereby approved. Mary Withington so moved and Howard Nelson seconded. All ayes. None opposed, no abstentions.

PRESIDENT'S REPORT

Highlights of Mercy House year 2019:

The lease between Mercy House and Bethesda was approved by the diocese in December for 50 years with two 25-year renewals.

Housing Partnerships are solid:

Transitional Services Association (TSA) remains very enthusiastic about their prospects with us. Gordon received a thank you note from them (2/3/2020) for the gift cards that Bethesda collected on their behalf before Christmas.

TSA along with the Backstretch Employee Service Team (BEST) have letters of intent which were forwarded on to attorney, Jim Cox, to convert into lease agreements. In another month we will execute those agreements.

CREATE, the art therapy group, has agreed to a relationship with Mercy House for five years. They will rent office space on the second floor and use the parish house music facilities and other spaces on the ground floor when those spaces are not otherwise in use by the church.

In Our Name, the daytime café, is expected to sign for three years.

Also under review is a **confidential** proposal from the Salvation Army. They have a need for housing for ten individuals—five of those are recovering from substance abuse and five are young adults who have aged out of the CAPTAIN program but still require supportive housing. We can provide five of those units and are currently drafting a letter of intent. This can be a beneficial ecumenical relationship as well as close association with the mission of TSA. Parishioner, David Wilder, is on the Salvation Army's committee advisory board.

We also have interest from Caffé Lena. Sarah Craig has offered artists booked at the café to go around to local venues to perform for people who could not otherwise manage or afford to come to the café.

Saratoga Hospital recently appeared again as a potential partner. A social worker there is interested in having a space where the hospital can discharge people who have no known location to return to—those who are homeless or housing challenged—and the nurse in charge of patient follow-up must be able to find those patients and attend to their needs. We may be able to work with the hospital to provide a location for those patients.

Development: We have gotten very generous support from the New York Thoroughbred Horsemen's Association, the Garrett Smith Memorial and other direct unsolicited gifts as well as the loan from the parish Endowment, for which we are enormously grateful to the Endowment Committee and the Vestry. Once ground-breaking occurs there will be opportunities to solicit donations for furnishings, interior finish work and appliances—things that are not part of the construction contract per se. To this end we have a gift acceptance policy, drafted by Howard Nelson and adopted by the Board in September 2019.

Otherwise, Mercy House has assisted the Endowment Committee, Vestry, Wardens in the construction planning and architect's design of the spaces that Mercy House will occupy. We also supported Darren and the Vestry in the bidding process and negotiation of the construction agreement with Sano Rubin, with thanks to Karen Finkbeiner (who could not attend tonight). We also worked with Rose and Kiernan on our insurance for Mercy House directors and officers. R&K is also preparing the builders' risk policy for Bethesda, for which we expect to see quotes in the near future. We have also worked on a security policy for the whole building with parishioner, Fred Scheidt, and with Ed Moore, the retired chief of police for Saratoga Springs.

Communications and Outreach: We have a good website which is up and up-to-date. There is a fact sheet (each of the guests received a copy in an envelope). We keep the board and the vestry apprised with regular activity reports

We are optimistic about starting construction within a month or so. We are optimistic that we will be able to raise additional funds for furnishings and conclude the partnership agreements that are now pending.

Thanks to the Vestry and the Endowment Committee for their support. This is a transformational project for Bethesda, for the community and we welcome the opportunity to share a meal together with our partners on the Vestry.

With that, Dean Vang gave a blessing for the meal and the mission of Mercy House.

John Huppuch relayed best wishes from Paul Ruchames, Executive Director of BEST.

There was a motion to adjourn at 8:32 p.m. given by Mark Claverie. Seconded by Mark Griffin.

The next meeting is scheduled, if possible, for April 6, 2020, which is the Monday of Holy Week at 43 Washington Street.

MSS

Mary Sanders Shartle, Secretary