

UPPER PENINSULA ANIMAL WELFARE SHELTER

BOARD OF DIRECTORS MEETING

Monday, March 27, 2023 / 6 p.m. / Cliffs-Eagle Mine Community Room

Mission:

Our mission is to improve the quality of life and welfare for domestic animals and to provide a safe haven while finding lifelong homes for the animals in our care. We embrace the No Kill* philosophy, seeking to end the euthanasia of healthy and treatable animals.

Vision:

A community where there are no homeless, neglected or abused animals, and where everyone understands and practices the level of commitment and responsibility that pet guardianship entails.

Agenda

1. Call to Order/Attendance
2. Approval of Agenda
3. Mission Moment
4. Public Comment
5. Approval of Minutes
 - a. February 27, 2023 Regular Meeting
 - b. February 27, 2023 Closed Session
6. Unfinished Business
 - a. Municipal Contract template
7. New Business
 - a. Report & Recommendation from Policy & Bylaw Committee RE: UPAWS Board of Directors Policy: 10.0 Board Appointed Committees
 - b. Report & Recommendation from Policy & Bylaw Committee RE: UPAWS Board of Directors Policy: 16.0 Board of Directors: Officer Description of Duties
 - c. Board Resignation Letter from Karen O'Meara
 - d. Board Resignation Letter from Colleen Whitehead
 - e. 2023 Annual Report
8. Communications
9. President's Report
10. Treasurer's Report
 - a. Treasurer's Report
 - b. February 2023 Financials
11. Shelter Operations Report(s)

- a. Shelter Operations Report
- b. Stats

12. Committee Reports

- a. Board Development Committee Report (Colleen) - written
- b. Finance Committee Report (Chris) - Written (revised Feb included)
- c. Fundraising Committee Report (Lynn) - written
- d. Strategic Planning Committee Report (Brian)- did not meet
- e. Personnel Committee Report (Leslie) - written
- f. Policy / Bylaw Committee Report (Colleen) - written
- g. Donor Development (Ad Hoc) (Leslie) - did not meet

13. Public Comment

14. Board Comment

15. Closed Session - Personnel Discussion

16. Adjournment

Next Board Meeting Date: April 24, 2023, 6 p.m. at the Shelter

**UPPER PENINSULA ANIMAL WELFARE SHELTER
BOARD OF DIRECTORS MEETING
Monday, February 27, 2023
Cliffs-Eagle Mine Community Room**

PRESENT: Lynn Andronis, Chris Danik, Brian Hummel, Leslie Hurst, Hailey Kimball-Dexter, Karen OMeara (virtual), Colleen Whitehead (virtual)

ABSENT:

STAFF: Adda Lamon, Lealand Angthius, Laura Rochefort, Ryan McLaren

GUESTS:

1. Call to Order/Attendance: Meeting called to order at 6:05 p.m.
2. Approval of Agenda: Lynn moved to approve the agenda as presented. Brian seconded. Motion passed unanimously.
3. Mission Moment: None.
4. Public Comment:

Laura noted, in relation to the municipality contracts, Michigan law says 4-7 days are required for stray hold, but it does not specify business days or calendar days. The municipality pays starting on the day the stray comes in, but we do not start the stray hold until the next business day. Leslie said we could discuss this when we get to the municipality contracts, and noted that different people have different opinions on this matter.

Laura also asked about reducing the fee for a service call out during business hours because she would rather the municipalities call UPAWS for assistance, if the fees are deterring anyone from calling. Leslie said we could discuss this when we get to the municipality contracts.

5. Approval of Minutes:
 - a. January 23, 2023 Regular Meeting
 - Colleen:
 - i. Jessie Hurd was not at the meeting
 - ii. Approval of Minutes December 19, 2022 (not 202)
 - iii. Bottom of page 4, "Colleen" not Collen
 - Lynn
 - i. 7a New Business, "issue" not "issued"
 - Chris moved to approve the minutes as amended, seconded by Brian, the motion passed unanimously.
 - b. January 25, 2023 E-Vote Results Approving New Garbage Removal Contract
 - The email will be entered into the minutes
 - c. February 13, 2023 Special Meeting

- Lynn made a motion to approve the minutes, Karen seconded, the motion passed unanimously.
- d. February 13, 2023 Closed Session
- Colleen made a motion to approve the minutes, Karen seconded, the motion passed unanimously.

6. Unfinished Business: None.

7. New Business:

- a. Report & Recommendation from Finance Committee RE: 3 Year Contract with MTHNK for Audit and 990 Preparation
- Chris summarized the R&R, the Finance Committee was hoping for some comparable bids to consider, although we have had a good relationship with MTHNK. No bids were received other than MTHNK's.
 - Hailey made a motion to approve the R&R, Lynn seconded, the motion passed unanimously.
 - Chris will be the point of contact for MTHNK for the audit.
- b. Report & Recommendation from Finance Committee RE: Sally's Fund Savings Proposal
- Colleen said the Finance Committee meeting minutes don't show the approval, it only says they approved the audit. Chris will correct the meeting minutes. It was a typographical error in the finance committee meeting minutes.
 - Chris noted that we were getting better rates than what were approved last month for the UPAWS savings account.
 - Lynn made a motion to approve the R&R, Brian seconded, the motion passed unanimously.
- c. Report & Recommendation from Executive Director RE: Municipal Service Contract Revision
- Colleen said that when reading the revised version, it says the changes are in red, but if you go back to the old version, there was language that was deleted that was not shown in the changes. Chris said there is something he thinks is missing from the contract too. Lynn made a motion to table this R&R, Brian seconded, the motion passed unanimously. Leslie said that in working on this, the staff should be included in the discussion. Colleen asked that it be referred to the Policy & Bylaws Committee. Lynn said she would have proposed for it to be reviewed by an ad hoc committee with a couple of Board members and a couple of staff members. Lynn said she can put together the original in a redline. Lynn said she thinks we would get faster turnaround with an ad hoc committee than with Policy & Bylaws Committee. Lynn, Hailey, Laura and Ryan will serve as an ad hoc Contract Review Committee. The goal is to have all the municipalities using the same contract.
- d. Report & Recommendation from Executive Director RE: Sally's Fund Trailer
- Colleen asked if we have anything in writing reflecting Sally's Fund's desire

to purchase the trailer. Chris said that Sally's Fund provided all of the materials.

- Lynn made a motion to approve the R&R, Hailey seconded, motion passed with majority support (Colleen abstained).
- e. Resignation Letter from Executive Director Bill Brutto
 - Lynn made a motion to accept with regret the resignation, Hailey seconded, motion passed unanimously.

8. Communications: None.

9. President's Report: Written.

10. Treasurer's Report:

- a. Treasurer's Report February 2023
- b. January 2023 Financial Report
 - Colleen asked about the direct solicitation line item, it is \$6,500 charged as an expense in January, she wanted to know how that will be offset. Chris said they would journal it back to 2022 for the audited financial statements.
 - Lynn made a motion to accept the January financial report, seconded by Brian, the motion passed unanimously.

11. Shelter Operations Report(s):

- a. Report from the Executive Director: None.
- b. Stats: Lynn looked into how our reduced hours due to staff shortages has impacted our numbers. We are below average for typical, but that seems to be tied to not having any transfers. She does not think animal stay length has been impacted.

12. Committee Reports:

- a. Board Development Committee Report (Colleen) – Written. Colleen added that we have two potential board members in the works. One she is waiting to hear back from, the other is scheduled for an interview in March.
- b. Finance Committee Report (Chris) – Written.
- c. Fundraising Committee Report (Lynn) – Written.
- d. Strategic Planning Committee Report (Brian) – None.
- e. Personnel Committee Report (Leslie) – Written. Leslie posted one big report this afternoon because the Personnel Committee has been meeting a lot.
- f. Policy / Bylaw Committee Report (Colleen) – None.
- g. Donor Development (Ad Hoc) (Leslie) – None.

13. Public Comment: None

14. Board Comment: None.

15. Closed Session for Personnel Discussion: Chris motioned for closed session, Lynn

seconded, the motion passed unanimously, and the Board went into closed session at 7:01 p.m. The Board exited closed session at 8:47 p.m.

Lynn moved to hire a shelter manager, seconded by Karen, the motion passed unanimously.

16. Adjournment: Brian made motion to adjourn, seconded by Karen, the motion passed unanimously. The meeting was adjourned at 8:48 p.m.

Respectfully submitted,

Hailey Kimball-Dexter, Secretary

Leslie Hurst, President

Next Board Meeting Date: March 27, 2023, 6 p.m. at the Shelter

NOTE: Red-lined version taken from proposal submitted at Feb 2023 Board Meeting. Items in BLUE are changes proposed by Ad Hoc Committee members.

~~Contract~~ Animal Care Agreement

The Upper Peninsula Animal Welfare Shelter, Inc., whose address is ~~Post Office Box 968, Marquette, Michigan 49855~~, **815 S. M-553, Gwinn, Michigan, 49841**, (hereinafter referred to as "UPAWS") and ~~City of Marquette, 300 W Baraga Ave, Marquette MI 49855~~, **County of Marquette, whose address is 234 W. Baraga Ave, MI 49855 (Example of Municipality)** _____, whose address is _____ (hereinafter referred to as the "Municipality"), **(UPAWS and the Municipality are collectively referred to herein as the "Parties")**, do hereby agree and contract as follows:

I. SERVICES

In consideration of the ~~agreements and Fee Schedule~~ **mutual promises** contained in ~~this contract~~, herein and for other good and valuable consideration, the sufficiency of which is **acknowledged by the Parties**, UPAWS agrees to provide the following services to the Municipality **in accordance with the Fee Schedule contained in Section II.**

A. **CARE OF STRAY ANIMALS** - UPAWS shall accept all stray domestic animals **(hereinafter, "Strays")** found within the Municipality and brought to its shelter at ~~84 Snowfield Road, Negaunee, Michigan~~ **815 S. M-553, Gwinn, Michigan, 49841**, **(hereinafter, the "Shelter")** by law enforcement officers of the municipality or private citizens, up to its capacity ~~for of stray animal~~ **Stray** impoundment, **with such capacity being determined solely** by UPAWS. UPAWS shall provide care for ~~such animals~~ **Strays** for the period required ~~by~~ **pursuant to** ~~Michigan~~ law after which the animal ~~Stray~~ shall become exclusive property of UPAWS. ~~The Municipality shall pay per the fee schedule in IV for each animal brought to the shelter.~~

Ad Hoc Committee Combination Draft 3/24/23

B. EMERGENCY CARE FOR INJURED ANIMALS - UPAWS shall arrange emergency care for all injured Strays brought into the shelter. The municipality shall be charged per pay/reimburse UPAWS in accordance with the fee schedule in Section ~~IV~~ II for all emergency medical treatment provided to ~~veterinary care~~ for injured Strays brought to UPAWS by the Municipality requiring emergency medical treatment within the first 24 hours. for the 24 hour period immediately following the Stray's admission to UPAWS. UPAWS will assume 100% of the cost of medical care provided to Strays beyond the first 24 hours.

C. SERVICE CALL OUT – ~~The municipality can call for assistance from the UPAWS staff in the case of need of removal of an animal from a property in which law enforcement needs to intervene.~~ UPAWS will assist law enforcement agencies of the Municipality as necessary in the extraction of animals from properties within the Municipality. UPAWS staff will only ~~remove~~ extract an animal from a property with the authority of a law enforcement agency and with the agency being present.

~~C~~ **D. ANIMAL CONFINEMENT QUARANTINE/EUTHANASIA** - Strays domestic animals brought to the shelter which that are suspected of having rabies or having bitten citizens, shall be either confined by UPAWS or euthanized with the head being removed and sent to the Michigan Department of Public Health for laboratory examination as determined by UPAWS according pursuant to the guidelines that shall be established jointly by UPAWS and the Marquette County Health Department. At the end of confinement period, animals will be disposed of or re-homed at the discretion of UPAWS. If UPAWS is made aware that a Stray has bitten a citizen and needs to quarantine the animal for 10 days, the Municipality shall be required to reimburse UPAWS for those 10 days at boarding cost. If the animal is required to be euthanized and tested, the municipality shall be required to reimburse UPAWS for the actual cost of the procedure and test in addition to the costs listed in the fee schedule below in Section II.

~~D~~ **E. ANIMALS HELD FOR INVESTIGATIVE PURPOSES** - UPAWS shall accept
Ad Hoc Committee Combination Draft 3/24/23

all domestic animals brought to its shelter by law enforcement officers of the municipality which are placed on hold for purposes of investigation **and/or** prosecution. Said animals will be held until released by impounding agency. **Fees will be based on fee schedule and needs** listed in Section II. **The Municipality shall be required to reimburse UPAWS for the actual cost of any veterinary exams in addition to the costs contained in the Fee Schedule in Section II.**

II. FEES

The Municipality agrees to pay UPAWS for services provided under Article I of this contract on the following Fee Schedule.

IV Fee Schedule

Boarding	\$19.50 \$25.00 per animal per day
Euthanasia	\$15.00 \$100.00 per animal
Euthanasia of animal at other facility	\$18.00 per animal
Head Examinations	Actual cost incurred to UPAWS as charged by Veterinarian and/or other participating agency.
First 24 Hours Emergency Veterinary Care	Actual Cost of all emergency medical treatment during the 24-hour period immediately following Stray admission
Cremation	\$50.00 per animal
Service Call Out	\$45.00 per hour *SEE NOTE IMMEDIATELY BELOW
Animal Medical Care	Based on need and actual cost (ex: vaccines, dewormer, local veterinary exam)

***Staff would like to discuss a change in this charge:** "If UPAWS has the staff to accommodate a callout during normal operating hours, no fee is charged. For after hours callouts or if a staff member not currently working must assist, the Municipality will be

charged at cost for those working hours and mileage at the federal rate.”

It is their belief that it would incentivize the municipalities to call for a Service Call Out during normal operating hours which would not only benefit our staff but also the welfare of animals coming into the shelter at a time where we would have optimal staff present to assist.

A.CALCULATION OF DAYS

Fees as set forth in Section II above, shall begin on the first day shall mean the day the animal is admitted to the animal-shelter Shelter. If an animal has evidence of ownership (e.g., collar with tags or microchip), the stray hold will be seven (7) days. If an animal has no evidence of ownership, the stray hold will be four (4) days. When an animal is required to be held for four ~~of or~~ seven business days the Municipality shall be required to pay for any intervening Saturdays, Sundays or Holidays.

~~III Redemption of Animals~~

~~Owners seeking the return of stray animals from UPAWS shall be charged appropriate boarding fees, examination fees, and veterinarian service charges as determined by UPAWS, and the Municipality shall not be charged for the boarding days or emergency vet care.~~

B.CREDIT FOR PAYMENTS BY OWNER –

The Municipality shall receive as a credit against any invoice from UPAWS for any amounts paid by owners seeking the return of stray animals under the provisions of Article I(A) above or quarantined animals under the provisions of Article I (D) above: who have redeemed a Stray.

✓. C. INVOICING AND PAYMENTS

UPAWS shall bill invoice the Municipality on a monthly basis and shall include the following information on the invoice:

1. Case Number
2. Description of Animal(s)
3. Date Received
4. Date Released

5. Boarding Days
6. Law Enforcement Report Number
7. Agency Issuing Report Number
8. Individual Admitting the Animal(s)
9. Location where the animal(s) was/were found
10. Disposition of the animal(s)
11. ~~Animals Redeemed~~
12. Credit for animals(s) redeemed (if applicable)
13. Name of Person(s) Redeeming Animals(s) (if applicable)
14. Billing Date

The Municipality shall remit payment for all invoices ~~received from~~ sent by UPAWS within forty-five days of billing date.

III. ~~NOTIFICATION~~ - EFFECTIVE DATE AND TERMINATION OF AGREEMENT

This Agreement shall become effective upon signing and continue unless terminated by either party. Either party may terminate this Agreement by providing ten days prior written notice. ~~on a month-to-month basis, subject to termination by either party on ten (10) days written notice.~~

IV. HOLD HARMLESS

The Municipality agrees to indemnify and hold UPAWS harmless against any and all claims, suits, orders, or judgments brought or issued against UPAWS as the result of any action taken or not taken by UPAWS pursuant to this Agreement.

V. AGREEMENT MAY BE SIGNED IN COUNTERPARTS

This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same document. This Agreement may be executed by signatures exchanged via facsimile or other electronic means.

VI. ~~SOLE~~ ENTIRE AGREEMENT

~~This Agreement constitutes the sole entire agreement of between the parties with respect to the subject matter hereof and supersedes all oral representations of any kind or nature.~~
other prior agreements, understandings, and negotiations, both written and oral, between the Parties with respect to the subject matter hereof.

~~Terms of Agreement~~

~~This Agreement shall become effective upon signing and continue in effect through _____, 20__.~~ If either party desires to amend and/or terminate this Agreement, they shall, sixty (60) calendar days prior to the above expiration date, give written notification of the same. If neither party shall give such notice, this agreement shall continue in effect from year to year thereafter, subject to notice of amendment or termination by either party, on sixty (60) calendar days' written notice prior to the current year's expiration date.

~~Any amendments that may be agreed upon shall become and be part of this Agreement without modifying or changing any of the other terms of this Agreement. Notice of termination or modification shall be in writing.~~

Dated:

~~6/1/2022-~~

~~FOR UPAWS:-~~

FOR UPAWS

~~William Brutto~~

~~Executive Director of the Upper Peninsula Animal Welfare Shelter~~

President of the Board, Upper Peninsula Animal Welfare Shelter

Municipality Authority, Name, Title

CLAUSES/SECTIONS THAT ARE A PART OF THE 1992 CONTRACT WITH THE COUNTY OF MARQUETTE WHICH HAVE NOT BEEN INCLUDED NOR HAVE THEY BEEN INCLUDED IN ANY OTHER MUNICIPAL CONTRACT:

III

INSURANCE PROVISIONS

A. INDEMNIFICATION - The Humane Society shall provide these

4

services as an independent contractor. The County does not assume any liability for the actions of the Humane Society or its employees. The Society agrees to hold harmless and indemnify the County for all liability arising out of this contract, except that arising out of the sole negligence of the County.

B. LIABILITY INSURANCE REQUIRED - The Humane Society shall procure and maintain for the duration of this contract insurance against claims for injuries to persons or damages to property which may arise from or in connection with the performance with the work hereunder, by the Humane Society, its agents, representatives, and employees, volunteers or subcontractors.

C. LIABILITY INSURANCE COVERAGE - Coverage shall be at least as broad as Insurance Services Office Form Number GL0002 (Ed. 1/73) covering commercial general liability and Insurance Services Office Form Number GL0404 covering broad form endorsement comprehensive general liability. The Humane Society shall maintain limits on said policy of no less than \$1,000,000.00 combined single limit per occurrence for bodily injury, personal injury and property damage. If commercial general liability insurance or other form with a general aggregate limit is used, either the general aggregate limit shall apply separately to this contract or the general aggregate shall be twice the required occurrence limit.

5

D. DEDUCTIBLES - Any deductibles in said insurance policy shall be approved by the County.

E. REQUIRED PROVISIONS OF LIABILITY INSURANCE - The County, its officers, employees, and volunteers are to be covered as additional named insureds as respects: liability arising out of activities performed by or on behalf of the Humane Society; products and completed operations of the Humane Society; premises owned, occupied or used by the Humane Society or automobiles owned, leased, hired or borrowed by the Humane Society. The coverage shall contain no special limitations on the scope of protections afforded to the County, its officials, officers, employees or volunteers.

The Contractor's Insurance Coverage shall be primary insurance as respects the County, its officers, officials, employees and volunteers. Any insurance or self insurance maintained by the County, its officers, officials, employees or volunteers shall be in excess of the Humane Society's insurance and shall not contribute to it.

Any failure to comply with the reporting provisions of the policy shall not affect coverage provided to the County.

The Humane Society's insurance shall apply separately to each insured against whom claim is made or suit is brought, except with respect to the limits of the insurer's liability.

Each insurance policy required by this contract shall be endorsed to state that coverage shall not be suspended

6

voided, canceled by either party, reduced in coverage or in limits except after 60 days' written notice by certified mail, return receipt requested, given to the County.

-, given to the County.
- F. NOTIFICATION AND VERIFICATION OF COVERAGE - The Humane Society shall furnish the County with certificates of insurance and with original endorsements effecting coverage required by this clause. The certificates and endorsements for each insurance policy are to be signed by a person authorized by that insurer to bind coverage on its behalf.
- G. SUBROGATION - The insurer shall agree to waive all rights of subrogation against the County, its officers, employees and volunteers for losses arising for work performed by the Humane Society for the County.
- H. NOTICES AND VERIFICATION - The workmen's compensation insurance purchased by the Humane Society shall be verified in accordance with the paragraph entitled "Notification and Verification of Coverage" in paragraph III of this Contract.

IV

Policy / Bylaw Committee
Report & Recommendation
March 16, 2023

Recommendation to the UPAWS Board of Directors

The Policy/Bylaw Committee is recommending the adoption of the revised UPAWS Board of Directors Policy: **10.0 Board Appointed Committees**, as attached, to be effective upon approval by the Board of Directors on March 27, 2023.

All policy changes are noted in red.

Respectfully Submitted;

Colleen C. Whitehead
Chair, Policy/Bylaw Committee

10.0 Board Appointed Committees

- A. The Board of Directors may appoint Standing or Ad Hoc (Temporary) Committees to assist in its function. The Committees shall report to the Board.
- B. The Board may also, on occasion, appoint a Board member to serve as a representative of UPAWS at meetings, conferences, seminars, etc. which may be in the best interests of UPAWS to have representation. With prior approval, Board members may be eligible to receive per diem reimbursement if approved by the Board. Board members shall provide a written update/report to the Board a minimum of 30 calendar days after their attendance at the respective meeting/training/seminar to be recorded in the official Board meeting minutes.
- C. Appointment: The President shall appoint the Chair of each Standing and Ad Hoc Committee. Ad Hoc Committees may be appointed by the Board from time to time as warranted. These Committees shall be discharged upon completion of their function.
- D. Guidelines for Committees:
 - a. Committees may be comprised of persons who are not UPAWS Board members, such as volunteers or members of the public; however, one Board member must be named to each Committee.
 - b. The Chair of each Committee is responsible for determining Committee membership.
 - c. The Board should establish Committees when it's apparent that issues are too complex and/or numerous to be handled by the entire Board.
 - d. For ongoing, major activities - establish Standing Committees; for short-term activities, establish Ad Hoc Committees that cease when the activities are completed. If a Standing Committee is established, it should be included within the Board By-Laws.
 - e. Committees should have a specific charge or set of tasks to address, should ensure Board members understand the Committee's charge and should be noted in the Board meeting minutes.
 - f. If a Committee chooses to utilize a voting procedure, as defined within Parliamentary Procedure, those Committee members who are UPAWS employees shall not be eligible to vote on a Board level Report & Recommendation or decisions which may impact Board action. To protect the employee and ensure transparency, employees shall not vote on a work related "product".
 - g. At each monthly Board meeting, the Committee Chair shall report the Committee's work since the past Board meeting.

g.h. Committees can recommend policy for approval by the entire Board.

h.i. Committees should make full use of Board members' expertise, time and commitment, and ensure diversity of opinions on the Board.

i.j. Committees should not supplant responsibility of each Board member; they operate at the Board level and not the staff level.

j.k. Committees may meet weekly, monthly, or quarterly; dependent on the task and purpose of the Committee.

k.l. Minutes or a Meeting Summary should be recorded for all Board Committee meetings. The next scheduled meeting of each Committee should be noted in the meeting summary. In addition, if possible, the next scheduled meeting of each Committee (with the exception of the Personnel Committee) should be posted on the UPAWS website.

l.m. Each of the Committees shall be limited to study and investigation within its particular area of concern and the making of reports and recommendations to the Board for its ultimate action.

Board Development Committee

The Board Development Committee is charged with the following responsibilities:

- a. The Board Vice President shall serve as the Board Development Committee Chair;
- b. As deemed necessary, the Chair of the Board Development Committee shall have the ability to delegate responsibilities and/or assign a Board member designee to serve in their capacity as Chair.
- c. Identifying the skills and expertise required for a high performance, competent Board and identify any gaps in the current Board Matrix;
- d. Creating a plan for identifying prospective Board members, interviewing and recommending qualified candidates for Board approval;
- e. Advising the Board of any and all applications received;
- f. Planning and conducting orientation for new Board members;
- g. Conducting follow up interviews with new Board members;
- h. Organizing continuing education programs for Board members;
- i. Leading an annual evaluation of the Board;
- j. Facilitating Board member appointments in accordance with the Board Bylaws;
- k. Conducting exit interviews with Board members; and
- l. Chair of the Board Development Committee is responsible for monitoring the

boarddev@upaws.org email account and responding to inquiries and suggestions.

Finance Committee

The Finance Committee is charged with the following responsibilities:

- ~~a.~~ The Board Treasurer shall serve as the Finance Committee Chair;
- ~~b.~~ As deemed necessary, the Chair of the Finance Committee shall have the ability to delegate responsibilities and/or assign a Board member designee to serve in their capacity as Chair.
- ~~a.c.~~ Formulating and presenting annual budget recommendations for the upcoming fiscal year in coordination with applicable Board Committees;
- ~~b.d.~~ Reviewing current budget on a quarterly basis; making recommendations for adjustments;
- ~~e.e.~~ Overseeing endowment accounts and loans; and
- ~~f.~~ Reviewing investments and making recommendations to the Board.

Fundraising Committee

The Fundraising Committee is charged with the following responsibilities:

- a. Reviewing and approving all proposed fundraisers, including third party fundraisers;
- b. Each UPAWS fundraiser has a designated Event Chair who is required to attend the Fundraising Committee meetings throughout the planning and execution of the fundraiser. In the case of third-party fundraisers, a liaison from the Committee is appointed to keep in touch with the coordinator of the fundraiser;
- c. Preparing and maintaining a schedule of fundraisers, preparing budgets and reports, and reviewing the fundraisers on an annual basis;
- d. With larger fundraisers, the Event Chair forms a subcommittee to share in the duties of planning, preparing and putting on the fundraiser (this is especially useful for events);
- e. On an annual basis, reviewing the fundraising manual and third-party fundraising agreement;
- f. The Chair of the Fundraising Committee is responsible for
 - i. Monitoring the fundraising@upaws.org email account and responding to inquiries and suggestions;
 - ii. Making sure the annual schedule is reviewed and kept up-to-date, as well as

ensuring the budgets are prepared and provided to the Treasurer for incorporation into the budget and that fundraising reports have been prepared and placed on file;

- iii. Preparing agendas, meeting minutes, and disseminate those to the committee along with any other agenda materials; and
- iv. Maintaining the canister spreadsheet and updating the Fundraising Calendar and Contact list (including providing a copy of the calendar to the Shelter Manager on a monthly basis).
 - 1. The Canister Committee Chair will maintain a list of canister locations and who is responsible for collection. Copies will be provided to the Shelter Manager.
- v. Performing an annual evaluation of fundraising events, and set up annual fundraising schedule, estimating income and expenses per event; and
- vi. Assigning Event Chairs for each event.

Strategic Planning Committee

The Strategic Planning Committee is charged with the following responsibility:

- a. Ensuring the creation of, or finding outside sources to create, the Strategic Plan; which will identify and guide the organization in achieving its goals; and
- b. Review and update the Strategic Plan on an annual basis, in coordination with the UPAWS Board of Directors and Staff.

Personnel Committee

The Personnel Committee is charged with the following responsibilities:

- a. Board President, or Board designee, shall act as the immediate supervisor to the Executive Director and act as the liaison between UPAWS Staff and Board members;
- ~~b.~~ The Board President shall serve as the Personnel Committee Chair;
- ~~b.c.~~ As deemed necessary, the Chair of the Personnel Committee shall have the ability to delegate responsibilities and/or assign a Board member designee to serve in their capacity as Chair;
- ~~e.d.~~ Ensuring the completion of performance evaluations for the Executive Director;
- ~~d.e.~~ Meeting with the Executive Director and Shelter Manager on a monthly basis for the purposes of creating a joint relationship with the Executive Director and Shelter

Manager and to be available for advice, have a “listening ear” as well as act as a “sounding board”; and


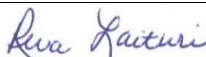
f. Reviewing Personnel Policies and employee job descriptions on an annual basis, making recommendations to the Board regarding any changes in the policies or employee benefits.

e.g. Employees of UPAWS shall not be eligible to serve on the Personnel Committee.

Policy/Bylaws Committee

The Policy/Bylaws Committee is charged with the following responsibilities:

- a. Ensuring the review and approval of the UPAWS Mission Statement, Bylaws and Policies on an annual basis. Includes making necessary recommendations to the Board for formal Board approval of the following policies;
 - i. Reviewing and updating the Board of Directors Policies and Procedures;
 - ii. Reviewing and updating the Board of Directors Bylaws;
 - iii. Assisting, upon request, in the review of Personnel Policies and ensuring the Personnel Committee maintains updated and current policies; and
 - iv. Assisting, upon request, in the review of Finance Policies and ensuring the Finance Committee maintains updated and current policies.
- b. Assisting, upon request, in the review of applicable Board Committee Policies and assisting the Committee to ensure updated and current policies are in place; and
- c. Reviewing UPAWS Standard Operating Procedures (SOP's) with Shelter Manager and Executive Director to ensure updated and current policies are in place.

EFFECTIVE: 12/17/2018	REVISED DATE: 07/27/2020	REVISED DATE: 03/28/2022
BOARD SIGNATURE:		

REVISED DATE:	REVISED DATE:	REVISED DATE:

Policy / Bylaw Committee
Report & Recommendation
March 16, 2023

Recommendation to the UPAWS Board of Directors

The Policy/Bylaw Committee is recommending the adoption of the revised UPAWS Board of Directors Policy: ***16.0 Board of Directors: Officer Description of Duties***, as attached, to be effective upon approval by the Board of Directors on March 27, 2023.

All policy changes are noted in red.

Respectfully Submitted;

Colleen C. Whitehead
Chair, Policy/Bylaw Committee

16.0 Board of Directors: Officer Description of Duties

All Board Officers are accountable to the Board and, like any other members of the Board, have no authority to direct staff or act on matters outside the duties outlined in their elected position.

President

The Board President is the chair of the Board and of the organization. As such, their main role is to support, promote and advocate for mission/vision of UPAWS. The President serves as the executive officer for UPAWS and, under the direction of the Board of Directors, shall have the power to perform all acts, execute and deliver all documents and take all steps that the President may deem necessary or desirable in order to effectuate the actions and policies of the Board.

Vice President

The Vice-President is typically the successor to the President and shall assume all duties as outlined for the President, if needed.

Secretary

The Secretary provides administrative support to the Board of Directors through the timely and accurate collection and sharing of information directly related to its' activities. The Secretary ensures that the Board is well informed and that its activities are well documented for the use of Board members.

Treasurer

The Treasurer works closely with the Executive Director, Bookkeeper, Finance Committee and Board of Directors, to safeguard the organization's finances. The Treasurer is responsible for ensuring that effective financial systems and procedures have been established, are being consistently followed and are in line with best practice and legal requirements. It is important to note that although the Treasurer ensures that financial responsibilities are met, much of the work may be delegated to the Finance Committee, paid staff or volunteers.

President duties and responsibilities are as follows:

- A. Represent the Board of Directors at meetings throughout the State, as deemed necessary, and to report back to the Board of Directors about such meetings.
- B. Coordinate with the Directors to develop and present agenda(s) for all regular monthly Board meetings and convene Special Board meetings when required.
- C. Preside at all Board meetings, ensure UPAWS Bylaws are properly followed and ensure that there is a quorum at Board meetings. In this role, the President should keep order, be fair and impartial, protect the rights of all the members and allow for full discussion (even from minority voices) but implement majority decision or consensus.
- D. Ensure that the Board's directives are implemented and monitored.
- E. Does not vote on motions except in the case of a tie vote.
- F. Serves as the Chair of the Personnel Committee and as the direct supervisor of the Executive Director. As Committee Chair, the President is the liaison with shelter management and staff.
- G. Ensures that annual performance evaluations and reviews are completed for the ED and that Personnel Policies are reviewed and updated (if necessary) on an annual basis.
- H. On an annual basis, confirms or appoints Committee Chairpersons.
- I. Responsible for checking email for president@upaws.org on a consistent basis.
- J. If the Secretary is unable to attend a meeting where minutes or notes are to be taken, it is the President's responsibility to find an alternate.

Vice President duties and responsibilities are as follows:

- A. Represents the President, when requested, at meetings, and reports back to the Board of Directors about such meetings
- B. Acts in the capacity of the President, in absence of the President, and assumes all duties outlined above.
- C. Assist Board Officer's in the execution of their duties and responsibilities.
- D. Responsible for planning and facilitating the annual Board Retreat
- E. Serves as the Chair of the Board Development Committee. As Committee Chair, the Vice President shall mentor and provide orientation to UPAWS for new Board members.
- F. Responsible for checking email for boarddev@upaws.org on a consistent basis.
- G. Responsible for ensuring the completion of an annual Board member evaluation, conducted in coordination with Board Development Committee.

Secretary duties and responsibilities are as follows:

- A. Maintain an up-to-date contact list of Board members, including Board member appointment dates, term of appointments and Board member bios.
- B. Forward most recent Board Bylaws and Board Member list to Executive Director and UPAWS legal counsel when amended.
- C. Maintain lists of Officers, Standing Committee Chairs and members of Standing and Ad Hoc Committees
- D. Responsible for the monthly Board meeting minutes through the accurate recording and distribution of the minutes of Board of Directors meetings. At a minimum, the minutes should reflect Board member attendance, all motions and decisions of meetings including specific names of those abstaining from voting and a record of all corrections to a previous month's Board Meeting Minutes.
- E. Responsible for maintaining copies of Minutes for both monthly Board meetings and Closed or Special Session meetings (Closed Session minutes, confidential motions and/or votes are kept in sealed envelopes). After meeting minutes are approved, they should be signed and filed at the Shelter.
- F. Board packet materials/documents should be posted to the UPAWS website prior to each month's meeting and a hard copy brought to the monthly Board meeting.
- G. As requested, maintain and write external correspondence and ensure that requests made of the Board of Directors, or relevant to the governance of UPAWS, is reported and responded to in a timely manner.
- H. In the absence of the President and Vice President, chair Board meetings until the election of an alternate President.

Treasurer duties and responsibilities are as follows:

A. Typically acts as an information and reference point for the Board, clarifying financial implications of proposals, confirming legal requirements, outlining the current financial status, and retrieving relevant documentation.

B. Responsible for coordinating the timing of the annual financial statement audit to ensure completion within a reasonable time frame after year-end and shall serve as the primary Point-of-Contact. Prior to the audit start, the Treasurer will meet with relevant UPAWS staff and discuss the management and scope of the audit process.

A.C. Ensures compliance and the Board's review and understanding of their financial responsibility to the organization.

B.D. Provides general financial oversight by presenting budgets, accounts and financial statements for review and approval by the Board of Directors.

C.E. Ensures sufficient funds are available to cover operational and capital investment needs, appropriate financial systems and controls are in place, record-keeping and accounts meet the conditions of funders or statutory bodies and compliance with relevant legislation.

D.F. Provides compliance oversight through working with designated staff about financial matters, identifies and mitigates risks to the organization's assets, data, and confidential information, monitors third party activities handling outsourced treasury functions and maintains a calendar of filing requirements and deadlines and have clear assignments to help ensure they are met in a timely manner.


E.G. Serves as Chair of the Finance Committee, responsible for:

- a. Presenting revised financial forecasts based on actual revenue and spending identifying any variances between actual and budget, determining the reason for any discrepancies.
- b. Advising the Board on the organization's fundraising status to include ensuring compliant use of funds, fundraising and sales in relation to relevant legislation and effective monitoring and reporting of fundraising revenues.
- c. Providing general financial management activities such as advising on financial implications of strategic and operational plans and the organization's reserves and investment policy.

F.H. Prepares accounts for audit and liaises with the auditor and presents accounts at the Annual Meeting and for the Annual Report.

G.I. Manages UPAWS bank accounts through appropriate systems for bookkeeping – payroll, payables, receivables and petty cash; and ensuring proper records and documentation for staff handling funds.

H.J. Provides general control of fixed assets and stock/annuities by ensuring appropriate records are kept and required insurances are in place.

EFFECTIVE: 12/28/2020	REVISED DATE:	SUPERSEDES:
BOARD SIGNATURE:		



Leslie Hurst <lhurst@upaws.org>

Letter of Resignation

1 message

Karen OMeara <komeara@upaws.org>
To: UPAWS Board <board@upaws.org>

Fri, Mar 24, 2023 at 6:13 AM

After careful thought and consideration, I believe it is best to resign my position on the UPAWS Board of Directors effective immediately.

I appreciate the time working with UPAWS and hope to be able to support the organization in the future through other means.

Thank you,
Karen OMeara

March 24, 2023

UPAWS Board of Directors,

I am respectfully submitting my letter of resignation from the UPAWS Board of Directors effective immediately.

I have the upmost respect for the staff and volunteers who strive to provide and support the best care possible for the animals on a daily basis and fulfill the mission of UPAWS. I am proud to have been a part of UPAWS over the years and have appreciated the opportunity to serve as both a foster provider and volunteer.

A handwritten signature in blue ink, appearing to read 'Colleen Whitehead', with a stylized, cursive script.

Colleen Whitehead
UPAWS Board of Directors

**UPAWS Treasurer's Report
March 2023**

Activities Since Last Report:

- Assumed bookkeeping and payroll responsibilities temporarily until a replacement is hired. Check signing and oversight has been temporarily transitioned to Leslie as president.

February 2023 Financial Reports:

The February 2023 financial reports are presented to the Board of Directors for approval after being reviewed and approved by the Finance Committee.

Treasurer's Notes:

Statement of Financial Position:

- Nicolet Money Market account split into new Money Market and CDs per board recommendation. This lowered our number of days cash on hand since that cash has been locked into CDs.

Revenue:

- Adoption revenue is about 50% under budget for the year to date. Other areas of shelter revenue are about budgeted amounts.
- Direct Public Support is lower this month. It will go up next month with the solicitation letter.
- No interest recorded this month since Nicolet pays interest on the last day of the month. The new Money Market pays on the 1st of the following month. CDs pay throughout the month.

Expense:

- Computer Software includes the licenses from the server purchase authorized last year.
- Utilities over budget due to the time of year with propane usage.
- Building / Auto Insurance includes annual premium for property insurance.

Respectfully Submitted,
Chris Danik
Treasurer

Upper Peninsula Animal Welfare Shelter
Statement of Financial Position
As of February 28, 2023

	Feb 28, 23	Feb 28, 22	\$ Change
ASSETS			
Current Assets			
Checking/Savings			
1010 · Nicolet Checking	147,052.91	270,392.72	(123,339.81)
1012 · Nicolet Sally's Fund Savings	47,565.66	31,072.61	16,493.05
1018 · Nicolet Money Mrkt Savings 5336	0.00	663,714.14	(663,714.14)
1030 · First Bank Money Market	551,278.92	0.00	551,278.92
1070 · PayPal account	214.12	69.50	144.62
1090 · Cash in Drawer	333.78	299.99	33.79
Total Checking/Savings	746,445.39	965,548.96	(219,103.57)
Accounts Receivable			
1200 · *Accounts Receivable	12,957.12	1,549.00	11,408.12
1524 · Capital Campaign Pledges	8,420.00	16,665.00	(8,245.00)
Total Accounts Receivable	21,377.12	18,214.00	3,163.12
Other Current Assets			
1080 · Petty Cash	400.00	318.89	81.11
1540 · Allowance for Uncol Promises	(1,384.00)	(1,384.00)	0.00
1550 · Discount-CC Pledges Receivable	(2,395.00)	(2,395.00)	0.00
1606 · Allowance for Uncollectible A/R	442.50	442.50	0.00
1607 · Employee loan	(1,013.41)	(1,013.41)	0.00
Total Other Current Assets	(3,949.91)	(4,031.02)	81.11
Total Current Assets	763,872.60	979,731.94	(215,859.34)
Fixed Assets			
1611 · Land - County Rd 553	20,586.75	20,586.75	0.00
1615 · Buildings	3,631,114.80	3,631,114.80	0.00
1640 · Vehicles	44,792.00	44,792.00	0.00
1643 · Land Improvments	20,617.85	0.00	20,617.85
1645 · Office & Kennel Equipment	7,882.14	5,615.86	2,266.28
1650 · New Shelter-Furniture & Equip	95,830.01	95,830.01	0.00
1670 · Accumulated Depreciation	(425,195.52)	(261,352.86)	(163,842.66)
Total Fixed Assets	3,395,628.03	3,536,586.56	(140,958.53)
Other Assets			
1074 · WF Endowment Fund Investments	341,602.08	282,324.18	59,277.90
1078 · First Bank CD	200,000.00	0.00	200,000.00
1700 · Beneficial Interest in MCCF	113,820.05	113,820.05	0.00
1702 · Beneficial Interest-Dixon F B	593,809.47	721,283.64	(127,474.17)
Total Other Assets	1,249,231.60	1,117,427.87	131,803.73
TOTAL ASSETS	<u>5,408,732.23</u>	<u>5,633,746.37</u>	<u>(225,014.14)</u>
LIABILITIES & EQUITY			

Liabilities			
Current Liabilities			
Accounts Payable			
2001 · *Accounts Payable	8,092.15	4,858.93	3,233.22
Total Accounts Payable	8,092.15	4,858.93	3,233.22
Other Current Liabilities			
2002 · AP-New Shelter Retainage	(140.81)	(140.81)	0.00
2025 · Accrued Benefits	11,690.86	11,690.86	0.00
2100 · Payroll Liabilities			
2101 · Federal Tax W/H Payable	563.60	563.60	0.00
2102 · Medicare and SS Payable	1,596.55	1,596.55	0.00
2103 · Michigan W/H Payable	2,277.86	2,707.28	(429.42)
2104 · Suta Tax Payable	(165.27)	122.48	(287.75)
2108 · AFLAC pre-tax	(59.43)	(59.43)	0.00
2111 · Simple Plan Payable	654.04	(6.00)	660.04
2100 · Payroll Liabilities - Other	7,469.63	12,561.74	(5,092.11)
Total 2100 · Payroll Liabilities	12,336.98	17,486.22	(5,149.24)
2550 · Sales Tax Payable	(295.36)	975.30	(1,270.66)
Total Other Current Liabilities	23,591.67	30,011.57	(6,419.90)
Total Current Liabilities	31,683.82	34,870.50	(3,186.68)
Total Liabilities	31,683.82	34,870.50	(3,186.68)
Equity			
3001 · Beg Net Assets Temp Restricted	1,230,388.00	1,230,388.00	0.00
3002 · Beg net Assets Perm Restricted	294,517.00	294,517.00	0.00
3040 · Beg net Assets Unrestricted	95,970.45	95,970.45	0.00
3900 · Retained Earnings	3,812,634.33	3,944,158.85	(131,524.52)
Net Income	(56,461.37)	33,841.57	(90,302.94)
Total Equity	5,377,048.41	5,598,875.87	(221,827.46)
TOTAL LIABILITIES & EQUITY	5,408,732.23	5,633,746.37	(225,014.14)

Upper Peninsula Animal Welfare Shelter
YTD Budget to Actual
February 2023

	Feb 23	Budget	Jan - Feb 23	YTD Budget	Annual Budget
Ordinary Income/Expense					
Income					
4000 · SHELTER REVENUE					
4005 · Pet Adoptions	3,702.02	8,333.33	8,406.77	16,666.66	100,000.00
4010 · Redeemed Animals	330.00	333.33	390.00	666.66	4,000.00
4012 · Boarding Fee	150.00	166.66	704.00	333.32	2,000.00
4015 · Vet/Optional Care	50.00	166.66	120.00	333.32	2,000.00
4017 · Dog Park	107.78	333.33	232.78	666.66	4,000.00
4018 · Rentals Revenue	0.00	208.33	50.00	416.66	2,500.00
4020 · Government Contracted Services	12,389.62	4,166.66	12,984.12	8,333.32	50,000.00
4030 · Dog License Revenue	0.00	33.33	60.00	66.66	400.00
4031 · Microchipping	125.00	166.66	225.00	333.32	2,000.00
4032 · Nail Clipping / Grooming	280.00	250.00	480.00	500.00	3,000.00
4033 · Community Spay/Neuter Revenue	1,165.50	416.66	2,493.50	833.32	5,000.00
4050 · Miscellaneous Services	0.00	50.00	0.00	100.00	600.00
4060 · Cremation Services Revenue	221.00	125.00	354.00	250.00	1,500.00
Total 4000 · SHELTER REVENUE	18,520.92	14,749.95	26,500.17	29,499.90	177,000.00
4100 · DIRECT PUBLIC SUPPORT					
4006 · Pet Care Sponsorship	215.00	1,000.00	1,555.62	2,000.00	12,000.00
4008 · Pet Promotion Sponsorship	0.00	41.66	1,000.00	83.32	500.00
4109 · Pink Lady	25.00	166.66	80.00	333.32	2,000.00
4110 · Donations	9,117.91	20,000.00	45,110.72	40,000.00	260,000.00
4119 · Stock Dontations	524.97		524.97		
4120 · Special Gifts	0.00	1,500.00	0.00	3,000.00	18,000.00
4123 · Memorial Bricks/Tiles	0.00	250.00	0.00	500.00	3,000.00
4125 · Donated Svs/Material In Kind	1,126.39	2,083.33	2,530.39	4,166.66	25,000.00
4135 · Bequests	0.00	6,250.00	0.00	12,500.00	75,000.00
4188 · Naming Opportunities	0.00	2,500.00	0.00	5,000.00	30,000.00
Total 4100 · DIRECT PUBLIC SUPPORT	11,009.27	33,791.65	50,801.70	67,583.30	425,500.00
4156 · GRANT REVENUE					
4157 · General Grants	0.00	1,250.00	0.00	2,500.00	15,000.00
Total 4156 · GRANT REVENUE	0.00	1,250.00	0.00	2,500.00	15,000.00
4200 · FUNDRAISING REVENUE					
4128 · Misc/3rd Party Fundraisers	3.00	0.00	3.00	0.00	1,400.00
4140 · Canisters	900.70	750.00	1,708.33	1,500.00	9,000.00
4143 · Econo Receipts	0.00	0.00	0.00	0.00	7,200.00
4144 · Cause for Paws	0.00	0.00	1,000.00	0.00	23,600.00
4147 · Strut Your Mutt	0.00	0.00	1,000.00	0.00	16,200.00
4151 · Raise The Woof	0.00	0.00	3,477.65	6,350.00	6,350.00
4170 · TUFT Golf Outing	0.00	0.00	1,000.00	0.00	26,100.00
4183 · Rescue Raffle	0.00	0.00	0.00	0.00	7,700.00
4197 · Calendar	0.00	0.00	19.28	0.00	23,190.00
Total 4200 · FUNDRAISING REVENUE	903.70	750.00	8,208.26	7,850.00	120,740.00
4500 · OTHER Revenue					
4205 · Resale Items Revenue	2,350.04	3,100.00	3,225.96	6,200.00	65,000.00
4215 · Interest Revenue	0.00	2,500.00	1,589.87	3,500.00	28,500.00
4220 · Miscellaneous Revenue	166.85	66.66	498.07	133.32	800.00

4221 · Endowment Fund Earnings	0.00	0.00	0.00	0.00	4,000.00
4223 · MCCF B.Reider Fund Distribution	0.00	0.00	0.00	0.00	19,000.00
4227 · Distribution from Dixon Estate	0.00	0.00	0.00	0.00	32,000.00
Total 4500 · OTHER Revenue	2,516.89	5,666.66	5,313.90	9,833.32	149,300.00
46000 · Merchandise Sales	0.00		0.00		
Total Income	32,950.78	56,208.26	90,824.03	117,266.52	887,540.00
Gross Profit	32,950.78	56,208.26	90,824.03	117,266.52	887,540.00
Expense					
5000 · Employee Expense					
5129 · Employee Uniforms	0.00	83.33	0.00	166.66	1,000.00
5200 · Payroll Expenses	0.00	16.66	0.00	33.32	200.00
5201 · Wages & Salaries	31,111.65	33,386.62	60,996.66	66,773.24	434,026.00
5202 · Overtime	1,268.57	833.33	1,547.64	1,666.66	10,000.00
5203 · Bonuses	0.00	0.00	0.00	0.00	14,000.00
5225 · Simple Plan Employer	206.65	225.00	421.64	450.00	2,700.00
5230 · Michigan Unemployment Payable	27.88	51.66	55.01	103.32	620.00
5235 · Employer Social Security	2,007.57	2,294.13	3,877.73	4,588.27	27,529.61
5240 · Employer Medicare	469.53	536.53	906.90	1,073.06	6,438.38
5245 · Worker's Compensation	1,469.00	222.91	1,735.00	445.82	2,675.00
5246 · Employee Relations	145.08	416.66	145.08	833.32	5,000.00
5247 · QSEHRA	0.00		0.00		
5248 · Health Ben / Dental / Vision	639.21	750.00	1,452.99	1,500.00	9,000.00
Total 5000 · Employee Expense	37,345.14	38,816.83	71,138.65	77,633.67	513,188.99
5500 · OPERATING EXPENSE					
5009 · Phone/Network Access	592.56	400.00	1,005.98	800.00	4,800.00
5011 · Merchant Service Fees	229.81	666.66	676.45	1,333.32	8,000.00
5012 · Bank Service Charges	0.00	12.50	0.00	25.00	150.00
5050 · Utilities	4,330.75	3,166.66	7,141.98	6,333.32	38,000.00
5100 · Cleaning Supplies	526.17	375.00	748.17	750.00	4,500.00
5102 · Animal Supplies/Equipment	386.12	541.66	767.72	1,083.32	6,500.00
5105 · Repairs/Maintenance	1,653.65	1,083.33	3,184.28	2,166.66	13,000.00
5106 · Garbage/Snow Removal	229.02	508.33	1,690.89	1,016.66	6,100.00
5115 · Office Supplies/Postage	262.59	416.66	1,319.08	833.32	5,000.00
5117 · Community Spay/Neuter Expense	337.00	583.33	1,392.00	1,166.66	7,000.00
5119 · Small Equipment	119.99	250.00	119.99	500.00	3,000.00
5120 · Building/Auto Insurance	6,160.00	818.18	6,160.00	26,818.18	35,000.00
5125 · Food	819.84	833.33	1,836.55	1,666.66	10,000.00
5127 · Microchips	0.00	0.00	0.00	0.00	0.00
5130 · Medical Supplies-Vaccines	1,066.78	1,380.83	3,141.98	2,761.66	16,570.00
5135 · Vet Care	3,504.07	4,166.66	4,765.57	8,333.32	50,000.00
5140 · Spay & Neuter Expense	2,909.00	2,083.33	5,204.00	4,166.66	25,000.00
5145 · Vehicle	204.91	125.00	358.68	250.00	1,500.00
5146 · Dog License Expense	50.00	37.50	70.00	75.00	450.00
5150 · Mileage	122.16	150.00	251.73	300.00	1,800.00
5160 · Depreciation	11,703.05		23,406.10		
5165 · Cash over/short	0.00	8.33	(8.22)	16.66	100.00
5530 · Cremation Services Expense	0.00	125.00	0.00	250.00	1,500.00
6138 · Pink Lady Expense	0.00	166.66	0.00	333.32	2,000.00
6539 · Computer Software	1,339.32	583.33	1,798.32	1,166.66	7,000.00
6565 · IT Consulting	404.50	125.00	404.50	250.00	1,500.00
Total 5500 · OPERATING EXPENSE	36,951.29	18,607.28	65,435.75	62,396.38	248,470.00

5550 · GRANT EXPENSE					
5551 · General Grants	0.00	83.33	0.00	166.66	1,000.00
Total 5550 · GRANT EXPENSE	<u>0.00</u>	<u>83.33</u>	<u>0.00</u>	<u>166.66</u>	<u>1,000.00</u>
5600 · FUNDRAISING EXPENSE					
5280 · Live Trap Fundrasier Expense	0.00		1,806.00		
6307 · Calendar Expense	0.00	0.00	9.40	0.00	3,905.00
6311 · Cause for Paws Expense	0.00	0.00	0.00	0.00	7,080.00
6315 · Misc/3rd Party Fund Expense	0.00	8.33	8.44	16.66	100.00
6317 · Raise The Woof Expense	0.00	0.00	1,147.20	2,100.00	2,100.00
6322 · Rescue Raffle Expense	0.00	50.00	0.00	50.00	2,280.00
6324 · Miscellaneous Expenses	0.00	16.66	0.00	33.32	200.00
6330 · TUFT Golf Outing Expense	0.00	0.00	0.00	0.00	7,233.00
6550 · Strut Your Mutt Expense	0.00	0.00	0.00	0.00	2,350.00
6551 · Canisters Expense	0.00	0.00	0.00	0.00	0.00
Total 5600 · FUNDRAISING EXPENSE	<u>0.00</u>	<u>74.99</u>	<u>2,971.04</u>	<u>2,199.98</u>	<u>25,248.00</u>
6000 · OTHER EXPENSE					
5142 · Volunteer Program	194.26	100.00	274.95	200.00	1,200.00
6313 · Direct Solicitations	0.00	0.00	6,483.05	0.00	10,800.00
6503 · Community Outreach	553.21	166.66	837.31	333.32	2,000.00
6504 · Memorial Bricks/Tiles	0.00	166.66	0.00	333.32	2,000.00
6505 · Professional Fees	318.92	833.33	438.92	1,666.66	10,000.00
6510 · Publications	0.00	0.00	46.65	0.00	10,000.00
6511 · Pet Promotion Expense	354.38	150.00	521.04	300.00	1,800.00
6515 · Promotions & Advertising	218.81	83.33	384.79	166.66	1,000.00
6525 · Resale Items Expense	3,580.53	1,200.00	7,087.15	2,400.00	30,000.00
6530 · Conferences / Training	379.80	333.33	379.80	666.66	4,000.00
6532 · Donor Development	0.00	83.33	60.00	166.66	1,000.00
6533 · Strategic Planning	0.00	100.00	0.00	200.00	1,200.00
6535 · Licenses, Dues, Permits & Fees	0.00	100.00	0.00	200.00	1,200.00
6540 · Miscellaneous Expense	31.97	166.66	159.82	333.32	2,000.00
6561 · Investment Expense	0.00	1,703.33	838.48	3,406.66	20,440.00
6688 · Naming Opportunity Expense	0.00	50.00	0.00	100.00	600.00
Total 6000 · OTHER EXPENSE	<u>5,631.88</u>	<u>5,236.63</u>	<u>17,511.96</u>	<u>10,473.26</u>	<u>99,240.00</u>
Total Expense	<u>79,928.31</u>	<u>62,819.06</u>	<u>157,057.40</u>	<u>152,869.95</u>	<u>887,146.99</u>
Net Ordinary Income	<u>(46,977.53)</u>	<u>(6,610.80)</u>	<u>(66,233.37)</u>	<u>(35,603.43)</u>	<u>393.01</u>
Other Income/Expense					
Other Income					
4300 · Unrealized Gain/Loss	(8,989.02)		9,650.00		
4400 · RESTRICTED REVENUE					
7400 · SALLY'S FUND					
4218 · Sally's Fund Revenue	0.00		540.00		
6518 · Sally's Fund Expense	(130.00)		(418.00)		
Total 7400 · SALLY'S FUND	<u>(130.00)</u>		<u>122.00</u>		
Total 4400 · RESTRICTED REVENUE	<u>(130.00)</u>		<u>122.00</u>		
Total Other Income	<u>(9,119.02)</u>		<u>9,772.00</u>		
Net Other Income	<u>(9,119.02)</u>		<u>9,772.00</u>		
Net Income	<u><u>(56,096.55)</u></u>	<u><u>(6,610.80)</u></u>	<u><u>(56,461.37)</u></u>	<u><u>(35,603.43)</u></u>	<u><u>393.01</u></u>

Upper Peninsula Animal Welfare Shelter

Days Cash On Hand as of February 2023

	Cash Less Restricted Funds*	Annual Expense	Daily Expense	Days Cash on Hand	
2023	\$712,236.85	\$887,146.99	\$2,430.54	293	(Year to Date)
2022	\$969,199.36	\$776,458.72	\$2,127.28	456	
2021	\$882,513.53	\$774,749.62	\$2,122.60	416	
2020	\$645,045.70	\$753,663.47	\$2,064.83	312	
2019	\$415,591.49	\$741,157.74	\$2,030.57	205	
2018	\$311,797.49	\$521,136.55	\$1,427.77	218	
2017	\$215,192.09	\$536,174.67	\$1,468.97	146	
2016	\$201,661.55	\$602,450.00	\$1,650.55	122	
2015	\$152,858.00	\$576,669.00	\$1,579.92	97	
2014	\$191,970.00	\$520,354.25	\$1,425.63	135	
2013	\$146,529.00	\$431,923.23	\$1,183.35	124	
2012	\$147,882.00	\$451,620.63	\$1,237.32	120	

Notes

February 2023 \$200,000 moved to four Certificates of Deposit (CD) per board R&R

Cash Less Restricted Funds includes: General Checking Account, Money Market Account, Accounts Receivable, Square balance, Paypal balance, Petty Cash, Cash in Drawer, and Undeposited Funds

Operations Report March 26, 2023

- Volunteers & Fosters:
 - Multiple new applications.
 - Volunteer found to help with our Pet Portal
 - Still in need of one morning volunteer shift – Fridays (had it filled but the volunteer had a change of schedule).
 - Many new fosters volunteers. Posted twice on social media about the need for fosters and TV6 ran a story.
 - Animals in foster care: Mom cat and litter, 2 adult cats, 2 guinea pigs & 2 dogs.
- Spay Day U.S.A
 - Shout out to the following wonderful Vets for participating this year:
 - Gwinn-Sawyer Veterinary Clinic
 - Negaunee Veterinary Clinic
 - Northern Vet Associates
 - Marquette Veterinary Clinic
 - Stuga North Veterinary Care
 - Approximately 40 spay/neuters
- Vet Area Updates
 - New large dog scale is up and running.
 - The Damaged surgery table is now ok and working.
- Big Surgery Day
 - Laura Rochefort, UPAWS Vet Tech Assistant, drove 16 of our cats up north for spay and neuters on March 20th.
- Maintenance
 - enclosed documents on Google Drive
- Bissell Empty the Shelters Upcoming:
 - May 1-15 event
- Media:
 - TV6 – Food Bank story; Foster Home Need story
 - Q-107 Pet of Week, Radio Results Pet of the Week.
- Community Room Rental
 - March 26th – U.P. Rainbow Pride. Very nice group. Great feedback
- State of MI Department of Agriculture drop in visit March 24th
 - Detailed report sent to Board President
 -
- Upcoming Community Outreach Events for April
 - Easter Craft Show Westwood Mall April 8th from 10am to 4pm
 - Home Based Business Bazaar Westwood Mall April 29th from 10am to 4pm

Submitted March 26, 2023

Ann Brownell

February 2023		DOGS		CATS		OTHER	TOTAL	
	In Shelter	14		16		14	44	
	In Foster	15	0-true foster	35	5-true foster	8	58	
	TOTAL Beginning Count	29		51		22	102	
INTAKE		DOGS	PUPS <5 mos.	CATS	KITS <5 mos.	OTHER	TOTAL	YTD
	Owner Surrender	6	6	7	5	15	39	90
	Returned Adoption	1	0	0	0	0	1	2
	Stray (from Police, Public and Shelter Pickup)	12	0	10	1	1	24	33
	Born in Care	0	0	0	7	0	7	11
	Transferred from Other Shelters	1	0	0	0	0	1	4
	Special Hold/Service In	1	0	2	0	0	3	3
	Seized/Custody (Cruelty & Neglect)	11	5	2	0	4	22	22
	Total Intakes	32	11	21	13	20	97	165

OUTCOMES

Adoptions (shelter, foster home or special event)	18	1	32	1	15	67	132
Total Adoptions YTD	35	5	58	7	27	132	
Returned to Owner	12	0	4	0	3	19	26
Transferred to Rescue Groups/Shelters	1	0	0	0	0	1	5
Total Live Outcomes	31	1	36	1	18	87	163
EUTHANIZED/DEATHS/MISSING/STOLEN							
Dangerous	0	0	0	0	0	0	0
Dying	0	0	0	0	0	0	3
Animal's Name and Reason							
TOTAL ANIMALS EUTHANIZED	0	0	0	0	0	0	3
Died at shelter/foster home - Unknown	0	0	0	0	0	0	1
Missing/Stolen/Escaped	0	0	0	0	0	0	0
Animal's Name and Reason							
Total Euth/Died/Other Outcomes	0	0	0	0	0	0	4
In Shelter	24		21		0	45	
In Foster	16	1-true foster	27	4-true foster	0	43	
TOTAL Ending Count (per formula)	40		48		24	112	
TOTAL Ending Count (per report)	40		48		24		
SAVE RATE (Intake- Euthanasia Outcome)/Intake						100.0%	98.2%
ASPCA Live Release Rate (Live Outcomes/ Intake)						89.7%	98.8%

OTHER INFO

	Dogs	Cats
Avg. Length of Stay	51.3	41.8
Monthly Return Rate (returns/adoptions)	5%	0%

February 2023 - CLINIC SERVICES	DOGS	CATS	OTHER	TOTAL	YTD
Owner Requested Euthanasia	0	0	0	0	0
Bite Hold (for Owner)	0	0	0	0	0
Spay/Day	10	9	0	19	40
Community Spay/Neuter (Spay It Forward)	0	0	0	0	0
Microchipping	2	3	0	5	9
Domestic Violence	1	2	0	3	3
Pending Investigation	16	2	4	22	22
Boarding	0	0	0	0	0
Dog Park Permits	4	0	0	4	7
Service - Home 2 Home	0	0	0	0	0
Service - Nailtrims	0	4	9	13	29
Service - Dog Licenses	0	0	0	0	2
Service - Cremation Services	0	1	1	2	3
Total	33	21	14	68	115

**Board Development Committee
March 9, 2023 Meeting Minutes**

Chaired by: Colleen Whitehead

Date: March 9, 2023 5:30 pm – meeting held at Border Grill (Negaunee)

Members Present: Reva Laituri, Linda Roncaglione, Colleen Whitehead

❖ Committee discussion on Board Development

- Review and discussion of current and past recruitment efforts. Committee agreed to repost the Board Recruitment flyer for both Board members and Board Committee members.
- Discussion on plan for the Board evaluation process. Committee agreed to create a final draft of this form; but put the implementation of the evaluation on hold due to current changes in UPAWS leadership and Board member vacancies.
- Colleen will compile input from Reva and Linda to finalize the Board exit interview questions currently in revision.

❖ Discussion and review of current Board vacancies

- Face-to-face interview was scheduled with potential individual; however, the individual was a no-show for the interview. No further communications have been received to date. There are no additional Board member applications for consideration.
- As of now, there are 5 vacant Board positions – two expiring in 2024 and three expiring in 2025.

❖ Completed Items

- The Board Matrix has been updated and uploaded to the Google drive.
- The Board Member list has been updated and uploaded to the Google drive.
- Exit interview questions have been updated and uploaded to the Google drive.
- The Committee has reviewed and updated the Board Evaluation form. A revised DRAFT is attached to this report and has been uploaded to the Google drive.
- Committee members have scheduled and/or held exit interviews with former Board members; Reva Laituri, Amber Talo and Jessi Hurd.

Next Meeting:

Monthly meetings are currently held the 2nd Thursday of each month.

UPAWS: 2023 Board of Directors Evaluation

Date Completed: _____

If you answer with a “3” or below, please explain in the comment section, with any suggestions for improvement.

Disagree				Agree
1	2	3	4	5

1. The Board understands and supports the vision and the mission of UPAWS.

--	--	--	--	--
2. The Board complies and adheres to the Bylaws and policies of UPAWS as a framework for Board decisions.

--	--	--	--	--
3. The Board achieved its financial goals for meeting the approved budget for UPAWS operations.

--	--	--	--	--
4. Financial reports are understandable, accurate, and timely.

--	--	--	--	--
5. The Board adequately oversees the financial performance and fiduciary accountability of the organization including an annual audit.

--	--	--	--	--
6. The Board has a strategic vision of how UPAWS should be evolving over the next 3 to 5 years.

--	--	--	--	--
7. The following committees function well in assisting the Board in conducting its business.

Board Development →
 Finance →
 Fundraising →
 Strategic Planning →
 Personnel →
 Policy/Bylaws →

8. The Board has used effective delegation to committees or staff when deemed appropriate.

--	--	--	--	--
9. The time commitment for Board and committee work is reasonable (do not include other volunteer activities).

--	--	--	--	--
10. The Board is a productive working body.

--	--	--	--	--
11. The length of Board meetings is adequate to ensure they accomplish the Board’s agenda.

--	--	--	--	--

12. Board members are listened to, and their opinions treated with respect during meetings.

--	--	--	--	--
13. Board members demonstrate preparation for meetings through active participation in decision-making. (Board members fully and positively participate in discussions.)

--	--	--	--	--
14. Board members receive appropriate materials for timely decision making.

--	--	--	--	--
15. The Board recognizes the separation of responsibility between shelter operations and the Board.

--	--	--	--	--
16. The Board is actively engaged in the Board development process.

--	--	--	--	--
17. UPAWS has invested in your growth as a Board member.

--	--	--	--	--
18. Board members intentions are trustworthy and there is no reason to be protective or careful when interacting with other Board members.

--	--	--	--	--
19. Newly elected Board members receive adequate orientation to their role and what is expected of them.

--	--	--	--	--
20. The Board maintains good relations and a positive presence within the community.

--	--	--	--	--
21. The Board has achieved the following primary goals:

--	--	--	--	--
- 1)
- 2)
- 3)
22. The Board successfully created or implemented policies that assisted in achieving these primary goals.

--	--	--	--	--
23. What is the one thing Board members are doing now that we should stop doing?
24. What is the one thing Board members are doing now that we should continue doing?
25. What is the one thing Board members are not doing now that we should start doing?

COMMENTS:

DRAFT

** Revised March 2023*

UPAWS Finance Committee Minutes

Meeting Date: Thursday, February 23rd, 2023 at 5:00pm

Meeting Location: Google Meet

Present: Chris Danik (Chair), Bill Brutto, Cole Zybert, Leslie Hurst (Ex-Officio)

Excused: Jill Compton, Dale Dexter, Corey Hollowell

New Business

- **Review January 2023 Financial Reports**: No questions or issues noted from the committee. **It was moved by Cole and seconded by Bill to recommend that the Board of Directors approve the January 2023 financial report. The motion passed unanimously.**
- **3 Year Contract with MTHNK for Audit and 990 Preparation**: Chris noted that a request for proposal had been sent to five local accounting firms. None of them responded for a comparison bid to what MTHNK submitted. **It was moved by Cole and seconded by Bill to recommend the Board of Directors approve the 3-year proposal by MTHNK for audit and 990 preparation services. The motion passed unanimously.**
- **Sallys Fund Savings Proposal**: The committee reviewed a similar proposal to what was done with the UPAWS savings account for the Sallys Fund savings. Chris and Bill met with Andi and Cheri from Sallys Fund and they supported the idea. Cole noted that the rates came in even higher than what was originally recommended in all CDs and the money market. **It was moved by Chris and seconded by Bill to recommend the Board of Directors approve the Sallys Fund Savings Proposal. Cole abstained from the vote. The motion passed.**
- **Interim Contracted Bookkeeper / CPA**: The committee had a discussion on the status of an interim bookkeeper and contracted CPA consulting hours. Corey is resigning as of March 9th and UPAWS will at least need someone on a contract basis until the position is posted. Chris contacted Anderson, Tackman & Company in Marquette for the mentioned services at the advice of our auditor and is waiting on a proposal. Chris noted that the committee may need to have a discussion over email once we have a proposal for the board.

Old Business

- **December Financial Reports - AR Reports**: Detailed reports of the A/R accounts were provided to the committee per the request of the last Finance Committee meeting after the corrections were done.

- **Endowment Fund Updates:** Chris and Jill met with Tami Seavoy at Kendricks Bordeau to discuss the Endowment Fund. Chris is gathering some more information to give to Tami about the intent of the fund before further discussion. At this point, Tami does not recommend using a trust. Instead, UPAWS would define each fund in its policies and create associated investment and spending policies that match donor intentions. The committee will continue to work with Tami and discuss to come up with a recommendation for the board. The three options Tami presented:

There are three great options for a non-profit to secure/invest donated funds:

- 1) set up a trust: This is the option to take if you have really really specific intentions for the funds. Trusts have to be registered, and that gives donors some comfort that the funds are part of an actual trust document. However, changes to the MTC (Michigan Trust Code) in 2010 changed some of the rules and now trusts are not strictly necessary or recommended. They are expensive and they cannot be easily changed if the non-profit needs the money in unexpected ways or at unexpected times.
 - 2) set up an agreement with a bank investment management group. The group will ask the organization to codify their intentions for the money in an investment policy that is approved by the board. Then the bank will follow those rules in administering the money. This provides the most flexibility and would allow for use of the corpus of the donations if necessary (as long as the investment policy allowed.)
 - 3) use the Marquette Community Foundation. The Foundation will invest the money and allow the interest earned to be rolled back in as "spendable funds." In this way, the nonprofit has a regular source of interest income to use either for operations or for projects. However, they will never let the nonprofit use the "corpus" of the donations unless the entity is near dissolution.
- **Financial Policy Revisions:** No further updates at this time.

UPAWS Finance Committee Minutes

Meeting Date: Thursday, March 23rd, 2023 at 5:00pm

Meeting Location: Google Meet

Present: Chris Danik (Chair), Jill Compton, Dale Dexter, Cole Zybur, Leslie Hurst (Ex-Officio)

New Business

- **Review February 2023 Financial Reports**: No questions or issues noted from the committee. **It was moved by Cole and seconded by Dale to recommend that the Board of Directors approve the February 2023 financial report. The motion passed unanimously.**
- **Community Foundation Grants**: We received a letter from the Community Foundation of Marquette offering our spendable amount for each fund. They are offering \$22,038.90 from the Bernadette Reider UPAWS Fund and \$4,967.36 from the UPAWS agency fund. UPAWS has the option to request this amount, leave it spendable, or reinvest it. Chris noted that both of these distributions were built into the budget. The committee agreed that we should request it.

Old Business

- **Interim Contracted Bookkeeper / CPA**: Chris noted that he was unable to secure a quote or bid for services prior to Corey leaving UPAWS. Further, he indicated that he would prefer to learn the job before handing it over since Corey would not be available for training. Therefore Chris has temporarily assumed the bookkeeping duties and has transitioned check signing and oversight to Leslie as President to ensure the proper controls are still in place. Jill was concerned about the time commitment required. The committee had a discussion about replacing the position and the search for a contracted bookkeeper. The committee agrees that the contracted bookkeeper is still our best option. Between now and the next meeting, the committee will work over email to review a formal request for proposals (RFP) to distribute.
- **Endowment Fund Updates**: Chris gathered information for the committee from prior board minutes about the endowment fund to confirm its true intent. The committee determined that the next course of action is to bring the documentation to legal counsel for review and next steps.
- **Financial Policy Revisions**: No further updates at this time.

FUNDRAISING COMMITTEE MEETING MINUTES

3/20/23

PRESENT: Lynn Andronis, Chris Danik, Karen Rhodes

ABSENT: Leslie Hurst, Reva Laituri, Marlene Ombrello

2022 Fundraisers Updates:

- CFP19 Name a Beer After Your Pet Release Parties: No info at this time

2023 Fundraisers:

- Raise the Woof: Held on 1/20. Final report to be submitted. Leslie will prepare and submit.
- Cause For Paws: UPDATE: The committee has been meeting and will be meeting again this week again to attempt to finalize plans.
- 2024 Calendar: No update
- Rescue Raffle: Chris reported that 2023 SYM date still needs to be finalized for the ticket printing and raffle license can be submitted.
- TUFT: Karen reported that she is investigating menu options and a possible later start time.
- SYM: Chris reported that he is working on setting the date. He said that he received a good number of responses from the survey that he sent out earlier and will share them on the drive. He is contemplating early October as a possible date.

Other Business:

- Housekeeping Issues: Platinum Partners (Bill): As of this date, Mares-Z-Doats and Iron Range Agency have paid; Nicolet Bank has agreed to participate but (as of this date) no funds have been received. UPDATE: Check from Nicolet arrived 3/23/23, per Chris.
- Calendar and Contacts List: Needs to be updated with 2023 info.
- Canister Report: on drive.
- Fundraiser Business List- To be discussed as a later meeting.
- Fundraising Manual - As you use the manual, please send any suggestions for updates to Lynn. Leslie will update the manual on how to conduct raffles and the plinko game. We will review as updates are made.

Lynn Andronis

Chair, Fundraising Committee

NEXT MEETING IS SCHEDULED FOR MONDAY, 4/17/23, at 6 p.m. We will continue to meet virtually.

POLICY & BYLAWS COMMITTEE

Chaired by: Colleen Whitehead

Date: March 2nd, 2023 9:00 am - meeting held at Buck's in Ishpeming

Members Present: Colleen Whitehead, Brian Hummel and Linda Roncaglione

Members Absent: Reva Laituri

Discussion:

- Committee reviewed and discussed the draft edits to the revised Board Policy 10.0 Board Appointed Committees and Board Policy 16.0 Board of Directors Officer Description of Duties. Committee reached agreement on proposed revisions and policies will be forwarded to the Board as a Report & Recommendation for the March 27th regular Board meeting agenda.
- Discussion on revisions to the Board Policy 4.0 Board of Director's Financial Oversight. Committee reached consensus on draft language related to signatory on contracts and dollar threshold for Board approval process. Draft policy will be forwarded to Chris, Board Treasurer, for Finance Committee review and discussion.
- Colleen will be stepping down as Committee Chair. Brian has volunteered to serve as Interim Chair.

Next Meeting:

- Next meeting has not yet been scheduled.