

THE MINISTRY OF CARING INC.



**Board of Directors
MEETING**

CORPORATE MINUTES

Thursday, March 16, 7:30pm

Attendance Confirmed: Bill LaFond, Pres., Mark Reardon, Esq., Mayor Jim Baker, Matt Davis, Esq., Richard Forsten, Esq., Rick Gessner, The Hon. Bob Gilligan, Brendan Kenneally, Dr. Garry Lyons, Connie McCarthy, Danielle Nowaczyk, Esq., Frank Modesto, Kim Orth, Br. Rod Pieretti, OFM Cap., John Sullivan, John Sweeney, Greg Varallo, Esq., Synquette Wilks

Members excused: Megan McGlinchey, Marilyn Monahan

1) Approval of Minutes of January 2023 meeting—Bill LaFond, President

A motion was made by Rep. Gilligan to approve the minutes as presented. Mark Calandra seconded. All in favor; none opposed; motion carried.

2) Infrastructure Renewal Plan 2024 (attachment #3 filed with minutes) – Tara Quinn

Tara reviewed the brochure which shows the facilities that have received or are undergoing rehab. She thanked all those who had sent letters of support.

3) Distribution of current Organizational Chart—Br. Ronald (attachment #1 filed with minutes)

Br. Ronald presented the updated Organizational Chart. The Strategic Planning Committee is working on obtaining a Chief Operating Officer. This position will be advertised nationally in the Spring.

The heart of MOC is the programs. Br. Ronald has appointed John Bates as Senior Deputy Director. Along with his assistant, Louisa Teoli, they are doing an incredible job.

Sponsored organizations are listed; MOC acts as property managers and loans moral support, but legally they are totally independent.

4) Villa Maria Project: the creation of a 74-unit low-income senior housing facility— Br. Ronald

Br. Ronald stated that this project has been the most challenging since we have two funding sources which we need to coordinate.

- Annie has been working diligently, along with our pro bono attorney to complete all the requirements that are needed for these two funding sources to reach the settlement table.
- Once all funding sources are satisfied, a date will be set for settlement.
- The architect is finalizing the construction documents so that we can bid out the job after the final review.

5) Finance Committee Report—Karen Smith, CPA, CFO, Deputy Director (attachment #2 filed with minutes)

- Financial Statements were reviewed.

6) Advancement Committee Report—Priscilla -Rakestraw, Deputy Director of Development

- The raffle sales for the Emmanuel Dining Room Auction have been underway. Grand Prize: \$10,000; Second Prize: \$2,000; Third Prize: \$1,000. Ticket donation: \$100 – only 600 tickets will be sold. Annie Halverson is Raffle Chair.
- Recognition Dinner – May 31, Francis X. Norton Center, Chef Dan Butler, valet parking. Priscilla encouraged board members to attend to say “thank you” to these incredible volunteers.

7) Property—Br. Ronald

Distribution Center

Distribution Center on 1410 N. Claymont Street was destroyed in a flood. Renovations are nearly completed.

Property available at 201 Vandever Ave. – Br. Ronald

- Environmental study and abatement are in process by the owner, Land Bank, thanks to Rick Gessner. We hope the property will be turned over to us in September 2023. Rick stated that as soon as the environmental is completed, the demolition will take place.
- Plans are to create our fifth affordable senior housing: Village of Francis and Clare.
- For low-income seniors, aged 62 and older, and offering some off-street parking. We hope to create 1–2-bedroom units. Kevin Wilson of Architectural Alliance is working on a projection of units.

Bundled Projects – Br. Ronald

Our architect is Kevin Wilson, and our contractor is Domus. Our in-house real estate and construction manager overseeing the jobs is Matt Martelli

- 1000 W. 2nd Street – **Mary Collings House**
 - To chiefly serve the needs of Emmanuel Dining Room (EDR) West and provide a one-bedroom unit on the upper floor. The major reason for acquisition of this property is to move the

garbage/recycling from the front of EDR to a covered area on Pleasant Street for garbage/recycling pickup. EDR accumulates such an abundance of garbage through its operations that it is a hazard to keep the garbage/recycling in the front of the building.

- Ready for final walkthrough -Delayed due to waiting list for transformers
- 403 N. Washington St. – **Paul VI House**
 - We will soon have 25 Indian sisters to work at childcares and HOJ II. Our communities of sisters from India have allowed us to keep our childcares open.
 - To provide housing for the Sisters of Our Lady of Good Health, who staff childcare/ House of Joseph II.
 - Delayed due to waiting list for transformers
- 898 Linden Street – **Nazareth House I**
 - Structural repairs to roof and entire exterior front wall
 - Nazareth consists of four apartments that have been vacant since we became aware that the building was structurally damaged.
 - Ready to be leased April 1, 2023. Furniture in progress. Scheduling sprinkler deficiencies to be corrected. Almost ready for final walk through.
- 704 West St. – **House of Joseph Permanent Housing**
 - To serve formerly homeless men
 - When we reopen, we will have seven units; one handicapped.
 - Punch list done. Will do pre-walk thru.
- 1803 W. 6th St. – **Our Lady of Guadalupe Convent**
 - The second house at the Andrisani Building has been converted into a convent for the Sisters of the Infant Jesus who will be on staff at House of Joseph II and childcare.
 - Bedrooms are completed.
 - The first floor, 1801, will continue as offices for the mental health/substance abuse counselors, and the MOC Guild, and conference room.
 - Window treatments are up. Conference room is done.
- 111 N. Jackson St. – **St. John Paul II Convent**
 - This property is being renovated for the Missionaries of Mary Mother of God, a community of sisters who will work in House of Joseph II or childcares.

5 Vandever Avenue

Built in 1798 as a schoolhouse in Old Brandywine Village, this is one of 5 iconic landmarks in Delaware. Mike Looney, AIA, representing the owners, Delaware Architecture Foundation, reported that they voted unanimously to turn the property over to us. We will most likely use the building to house staff who will be property managers of VSJ, VM, VFC.

- Trustee has signed transfer tax form
- Waiting for additional survey from PELSA for deed

9) Status of the lawsuits against MOC for the bundled projects and HOJ residence by Dependable Construction – Annie Halverson

- On January 13 and 19, Dependable Construction of Delaware filed complaints against Ministry of Caring and Arline Construction, LLC in the Delaware Superior Court.
- In its complaints, Dependable alleged that it was owed money for work at Ministry of Caring’s Washington Street and West Street properties. Dependable seeks a mechanic’s lien on both properties and also alleged breach of contract and other allegations against Ministry and Arline Construction, including unjust enrichment, and quantum merittum.
- On February 22, 2023, Ministry filed motions to dismiss both actions for failure to state a claim. The motions to dismiss are grounded on some apparent deficiencies in Dependable's claims, and the fact that Ministry never signed a contract with Dependable.

10) 2021 Annual Report by robin brown – Br. Ronald (attachment #4 filed with minutes)

The reports were distributed. Br. Ronald stated that robin had done an incredible job. Audited figures appear in the report.

11) Submission of advisory board charter by Chip Connolly and Colm Connolly – Br. Ronald (attachment #5 filed with minutes)

Br. Ronald asked Mark Reardon to explain why this entity has been created.

Mark stated that the Advisory Board has two primary functions:

- 1) To retain the best and brightest advisors who have given years of support.
- 2) To create opportunities for new leaders, while keeping seasoned advisors close to hand.

The charter defines the mission of the advisory board. They will elect their own president and secretary.

A motion was made by Greg Varallo to approve the charter of this new board. Rick Gessner seconded. All in favor; none opposed; motion carried.

12) Activating the committees (attachment #6 was filed with minutes)

- *Facilities/Real Estate Committee will meet and tour facilities*
- *Finance Committee meets 5 times a year*
- *Audit Committee will review 2022 audit*
- *Advancement Committee needs to meet*
- *Human Resources Committee needs to update Personnel Policies and Code of Ethics*
- *Strategic Planning Committee will meet in late spring*
- *Governance Committee to review by-laws, charter*
- *Nominating Committee will meet in the fall*

13) Upcoming Events – Priscilla Rakestraw

-Emmanuel Dining Room Auction, Sunday, April 30, 2 pm, Barclays Bank
Honorary Chairs: Megan & Brian McGlinchey; Chair: Michelle Modesto

Raffle Sales Chair: Annie Halverson. Special thanks to Denny Nealon of Barclays Bank for providing the facility at no cost.

-Next Board meeting, Thursday, May 25, 2023, 7:30 pm

- **Recognition Dinner, Thursday, May 31, 5:30 pm, Francis X. Norton Center. Chef: Dan Butler. Honorees:** Maryanne Coll (Villa Maria board member Pete McCarthy's sister) & Vito Giardina, Villa Maria Board member David & Elaine Singleton, Saint Mary Magdalen School, Juanita Beauford, Ellie Corbett Hannum