



**Minutes - Board of Directors Meeting
October 7, 2014; 4:00 - 6:00 p.m.
1223 West Sixth Street, Cleveland, Ohio**

Board Members in Attendance: Rick Petrusis, Ann Bergen, Frank DeSantis, Phil Fastenau, Jim Gemelas, Karen Giffen, Delores Gray, Vanetta Jamison, Ron Johnson, John Lewis, Ed Moore (by phone), Aaron O'Brien, Betsy Rader (by phone), Mary Jane Trapp and Tim Walters

Staff in Attendance: Colleen Cotter, Bettina Kaplan, Tom Mlakar, Ann Porath, Melanie Shakarian, Abigail Staudt and Jennifer Teeter

I. Welcome and Introductions

- President Rick Petrusis welcomed the board members and opened the meeting at 4:03 p.m.

II. Consent Agenda

- **Action:** The items on the Consent Agenda were unanimously accepted by the board.

III. Strategic Plan Goal 3: Secure Decent, Affordable Housing

- Deputy Director for Advocacy Tom Mlakar presented a report on Legal Aid's Strategic Plan Goal 3: Secure Decent, Affordable Housing, which strives to 1) increase availability and accessibility of decent, affordable housing, 2) improve housing stability, and 3) improve housing conditions.
- **Cases:** In our landlord/tenant work evictions were prevented 98.5% of the time; we secured subsidized housing 95.6% of the time; and reduced rent and fees 100% of the time. The financial impact for our clients was \$614,518. Our foreclosure work consists of 5% of consumer work. In that area foreclosures were prevented and homes were saved 75% of the time; clients stayed in the home longer 98.9% of the time; and default judgments were averted 82.9% of the time. The financial impact for our clients was \$11,627,490. Together these made up 21% of our work last year.
- **Advocacy:**
 - The Housing Practice Group is working on *Velez, et al. v. CHMA*, which challenges CMHAs failure to include into rent calculations for Housing Choice Voucher program (HCVP) tenants the fees charged to tenants in short-term leases. This results in higher rents for our clients and other HCVP tenants. We lost the first round, but will appeal this decision to the Sixth Circuit.
 - Ohio Legal Aid attorneys are working on a state-wide initiative focused on the need for dedicated tax credits in order to preserve the existing supply of public and subsidized housing, and to develop new housing in high opportunity areas.
- **Partnerships and Leadership:** The Housing Practice Group has strong partnerships with a number of organizations where it also has a strong leadership presence:
 - The Cleveland Tenants organization (Legal Aid attorney is a board member);
 - The Greater Cleveland Reentry Strategy Coalition (co-chaired by Supervising Attorney Maria Smith);
 - The Cuyahoga County Bed Bug Task Force (on which Abigail Staudt serves);
 - We also have partnerships with housing counseling agencies, public housing authorities and HUD. In addition, a staff members serve on the Metanoia Project Board, Cleveland Clinic's Lutheran Hospital advisory board, the Office of Homeless Services advisory board, and Cogswell Hall Board (serving as board president)
- **Community Education:** There were 142 website downloads from the Legal Aid website on housing topics, and we have done 58 presentations. Managing attorney, Peter Iskin authors *Ohio Evictions and*

Landlord Tenant Law (4th ed.), a premier resource for judges and magistrates.

- **Plans for change:** The Housing Practice Group is working on issues affecting utilities. We have revised and implemented new case acceptance guidelines, have assigned staff to participate in the statewide network for PUCO rate cases and other systemic work, and are educating local partners in this area.
- Mr. Mlakar next introduced Supervising Attorney Abigail Staudt who presented Legal Aid's work on the growing problem of bed bugs. Ms. Staudt said that this came to our attention because we are seeing the issue of bed bugs in so many of our cases. The issue is a public health problem and can result in clients losing their housing.
- At a task force meeting in 2010 at the Board of Health 400 people showed up, which reinforced that the problem is endemic. Now a core group on the Cuyahoga County Bed Bug Task Force is actively engaged. The group has implemented a comprehensive website, www.cuyahogabedbugs.org; has held 3 conferences, attended by over 300 landlords, tenants, housing groups and magistrates; and this year, had a strategic committee meeting instead of holding a conference. We are developing a plan and hope to work with the CMHA on education, prevention, and early detection to avoid building-wide infestations.
- And, very importantly, this ties into our cases. Some evictions have been filed because of apartments or houses having bed bugs. We have filed a case against the Cleveland Housing Network on behalf of a client who has had bed bugs since 2011. There were many exterminations but the problem was never fully cleared up. The client is eligible to buy this lease-to-purchase home in 2018. At year 16 the house can be sold at a reduced cost to the tenant. There are annual inspections to make sure these houses are up to date. If the housing does not pass inspection, CMHA will stop paying any subsidies. The tenant can move or pay market rates for the housing. We were able to win additional exterminations for the client, because clearly the initial exterminations were not done well, and the client was at risk of losing their housing.
- This is a problem that could have been eradicated, but we felt that the exterminators did not do a good job. The task force recommends that tenants make sure they use a certified exterminator. Generally, it takes 3 sprays or 2 heat treatments. Handouts for treatments are available on the task force website.

VI. Development Committee

- Co-chair Mary Jane Trapp reported that we are doing well with fundraising, but we have a long way to go. We have had pockets of success. In the past year 42% of the budget came from non-state or non-federal revenue. 10 years ago it was 1%. Sign-up sheets for doing in-person donor meetings were passed around. Leading up to the November 12 annual meeting is an opportunity for conducting in-person meetings. We have had great private fundraisers that board members can attend. The goal is to have five meetings by the end of the year, but we are running out of time. Ms. Trapp suggested the board focus on at least three before the end of the year. There are also About Legal Aid presentations. A board member's involvement takes only five minutes and you go away feeling great. Development work is about relationships. Board members could take a current relationship they may have and take it to the next level. Melanie Shakarian has made it easy to interact with potential donors.
- **Follow-Up:** Ms. Shakarian will follow-up with the board after they have signed up.

V. Pro Bono Committee

- Managing Attorney Ann Porath reported on our pro bono work in Chair Pat Haggerty's absence. VLP has seen a 36% increase of hours volunteered, both from increased volunteering and from more attorneys reporting their volunteer hours. This dovetails with a new rule allowing attorneys to get CLE credit for pro bono work. This provides an incentive to volunteers to report their hours.
- A confidential list of the 2014 volunteer award recipients was shared. The notification letters have gone out, and these volunteers will be honored at the annual meeting. They include Christopher Williams, Curtis Tuggle, Robert Glaser, Paula Goodwin, William Perry, Jenifer Novak, Jennifer Himmelein,

Joseph Dunson, Peter Sheney, Carolyn Brown, Anna Paris, Darya Klammer, The Lake County Bar Association Family Law Section, Jessica Baaklini and Nadia Zaiem.

- Pro Bono Week starts on October 18. Terminal Tower will turn its tower blue for this week in honor of pro bono work. We have branded our new retired attorney program as Act2. This will be launched during Pro Bono Week. Frank DeSantis, the Subcommittee Chair, asked the board to engage any retired attorneys for the October 21 lunch or the October 23 breakfast. An email will also be sent to attorneys over 62 years of age in our county area with a flyer describing the program. Ms. Trapp thanked Ann Bergen for her work to develop an exciting CLE program in Lake County. Jim Gemelas will host a CLE during pro bono week in Lorain County. Every county will be engaged during pro bono week.
- **Follow-up:** Staff should report back to Partners in Justice the percentage of the firm that participates in pro bono work, just as we report on participation in fundraising.
- **Follow-up:** Staff will consider ways to expand the Partners in Justice to the county bar associations.

VI. Nominating/Governance Committee

- Chair Vanetta Jamison reported on our progress with potential attorney board members. Colleen Cotter and other board members have conducted initial interviews. Names will be presented to the governance committee for its final recommendation to the board in December. If board members have any comments or additional recommendations, please get those names to the governance committee.
- We will have three attorney vacancies in 2015. Ms. Bergen is terming off. Adrian Thompson has chosen not to renew because of time constraints. Christopher Meyer has moved to Florida, but he will continue to serve on the finance committee.
- Ms. Jamison reported that the governance committee is recommending that the board approve Gladys Reed as a new community representative board member. Ms. Reed recently retired from Cleveland Tenants Organization, and is also highly recommended by Peter Iskin.
- **Action: The Board unanimously approved the new board member presented.**
- Ms. Jamison reported that a second potential community representative candidate was interviewed on October 6. The result of that interview will be brought to the next board meeting. We are currently not in compliance with the Legal Services Corporation requirements because we have two community representative vacancies. We are looking forward to December when we can again be in compliance.
- The governance committee asked the board to reengage. While most board members will miss some committee meetings and events, the level of participation is not what we want and need to achieve. Board members should try to attend meetings in person if at all possible, and should make their board engagement a high priority.
- Meeting dates for the 2015 board calendar will be sent to the board after the December board meeting when new members are ratified.
- The target for the 2015 board retreat is in mid-February. It will consist of two parts: 1) the entire board in the morning and, 2) new members in the afternoon. The governance committee presented its draft program for the retreat. In groups, board members will interview staff members in Legal Aid practice areas, and then bring that information back to the retreat. Materials will be provided to the board to help facilitate this. The board favorably discussed the concept and is looking forward to the retreat.
- As part of its goals, the governance committee is still looking at ways to engage former board members.
- On behalf of all of the community representative board members, Ms. Jamison thanked Legal Aid for their iPads. The iPads were provided to community representatives so that they can more effectively engage with the board and therefore be even more effective board members.

VII. Financial Oversight and Audit Committee

- Chair Ron Johnson reported that the finance committee has reviewed preliminary budgets for 2015, and a final budget will be presented for approval at the December meeting.

- Mr. Johnson reported that the 990 (Tax Return), prepared by Barnes Wendling, has been discussed at the finance committee. There is nothing significantly different this year. The finance committee went through it page by page, and had no concerns.
- **Action:** The board unanimously approved the 990.

VIII. Priorities

- Mr. Mlakar outlined the priorities in a memo to the board. Legal Services Corporation requires that our priorities be reviewed annually. Our current priorities continue to capture the best use of our resources and the needs of our eligible population. Therefore there are no proposed changes.
- **Action:** The board unanimously approved the priorities.

IX. Executive Director Report

- Executive Director Colleen Cotter spoke on some of the more important areas of her written report.
- In September, a Legal Aid client was murdered. She was a victim of domestic violence, and her husband, who fled to Missouri, was arrested a few days after the murder. This is a very stark reminder of the risk that our domestic violence clients take every day when they take steps to end the relationship. The danger is very real. We had obtained a CPO and were representing her in two cases.
- Board members were invited to come up to the 2nd floor to see the Ivia Hobbs dedication plaque in the intake department.
- Rick Petrusis, Ann Bergan, Ilah Adkins and Ms. Cotter all attended the Legal Services Corporation 40th Anniversary Celebration September 14 - 16. We heard from Supreme Court Justices Elana Kagan and Antonin Scalia, Vice President Biden, Attorney General Holder, Former Secretary of State (and former LSC Board Chair) Hillary Clinton, Solicitor General Donald Verrilli, Senator Tim Kaine, Associate Attorney General Tony West, several law school deans, several CEOs of major corporations, and several state supreme court justices. Ms. Bergen and Ms. Adkins spoke on two panels. Ms. Cotter spoke on a panel, and Rick Petrusis represented the board. No other legal aid organization had three people speaking. An opinion piece about the anniversary co-authored by James Sandman, Legal Services Corporation President, and Ms. Cotter appeared in the September 29 issue of the *Plain Dealer*.
- OLAF is working hard to get the DR filing fee through. There has been a recent Bank of America foreclosure settlement that will result in additional revenue in 2015, and another settlement against CitiBank that is also likely to result in funds.
- We will add an attorney to the Community Advocacy Program in January 2015. This position will be fully funded by MetroHealth for two years. We are hoping we can show them the value of this partnership and perhaps we can push this program to a new level. We have also made an inroad with University Hospitals. They have a new pediatrician who has approached us on developing a medical legal partnership between UH and Legal Aid.
- Vulnerable populations: We had an all-staff process to develop our focus on vulnerable populations, as part of our strategic plan. We have settled on 4 groups out of the 8 we had considered: African-Americans, Persons with Disabilities, Person who were Formerly Incarcerated, and Persons with Limited English Proficiency. For the most part the new committees we have established are chaired by non-managers to provide leadership opportunities for staff. The committees will set concrete goals and be held accountable for them.
- Staff News:
 - Staff Attorney Julie Cortes (HEWII) and Senior Attorney Mary Beth McConville (VLP) will receive the Claude E. Clark award at our annual luncheon on November 12.
 - Legal Aid offices will be closed the afternoon of September 26 for the annual all-staff event.
 - Our next all-staff meeting will be December 12 at the Rocky River Nature Center.
 - Three staff members will be going out on maternity leave in the next few weeks: Lauren Gilbride (Intake/VLP), Jennifer Sheehe (Housing), and Erica Thomas (VLP).
 - Abigail Staudt will be succeeding Peter Iskin as the Managing Attorney of the Housing Practice Group.

The Board Meeting adjourned at 5:49 p.m.



Minutes - Personnel Committee Meeting
Tuesday, November 25, 2014, 8:00 a.m.
Conference Room 101

Committee Members in Attendance: Matt Nakon, Ed Moore (by phone), and Rick Petrulis (by phone)

Staff Members in Attendance: Colleen Cotter, Wendy Horvath, Bettina Kaplan and Jennifer Teeter

I. Welcome and Introductions

- Matt Nakon opened the meeting at 8:02 a.m.

II. Minutes from 9/30/14 Meeting

- **Action:** The committee unanimously approved the 9/30/14 meeting minutes.

III. Personnel Handbook

- **Technology Use Policy:** This revised draft incorporates the feedback from the last personnel meeting. A copy was then circulated to the staff asking for feedback, followed by a discussion in a manager's meeting. Revisions were made based on that input, and this draft was also circulated to the staff. Finally we had our IT firm review the revisions. The new policy is clearer and more streamlined. Staff had two concerns. 1) In the area of encryption the policy says staff is to comply with Legal Aid's encryption guidelines. Therefore, we are working with our IT firm to develop these guidelines. The only communications not encrypted are email or attachments, so staff do need to be careful in that area. We are looking into "dropbox" to share documents in a secure manner. As we evolve we can change the guidelines. 2) Staff expressed concerns that they cannot share with another party a personal device that connects to Legal Aid email, but Legal Aid does not require that staff use devices to connect with Legal Aid email. We will have training on the policy at the December all staff meeting.
- **Action:** The committee approved the changes to the technology use policy and recommended that it be presented to the board on December 11 for approval.
- **Social Media Policy:** The draft social media policy went through the same process with staff as the technology use policy. This draft encourages staff to use social media and link to Legal Aid but in no way to suggest they represent Legal Aid. Some social media sites have a bio area, which allows for a disclaimer. This is not intended to prohibit people speaking, but we want staff to be thoughtful about what they communicate, and to make sure they are in compliance with LSC regulations. We will have training on this policy at the December all staff meeting.
- The committee discussed the final sentence about disciplinary action, and agreed to remove the language "up to and including termination."
- **Action:** The committee approved the draft social media policy with the change noted and recommended that it be presented to the board on December 11 for approval.

- Sick Time and Vacation Time Accrual: This is a new item and has not previously reviewed by the committee. Under the current policy, staff members on FMLA leave do not accrue sick and vacation time. This is burdensome for administration to track, and can result in similarly situated staff members being treated differently, depending on whether their sick time was deemed FMLA leave. The proposed change would establish that staff members who use unpaid leave or who use Sick Bank time would not accrue sick or vacation time, but staff members who are out on regular sick or vacation time would accrue new sick and vacation time. The staff proposed that this change be made effective October 1, 2014 so that three staff members currently out on maternity leave would accrue sick leave and vacation while on paid leave. None of these members would accrue sick time and vacation under the current policy.
- **Action:** The committee approved the modifications to the sick and vacation time accrual policy and recommended that it be presented to the board on December 11 for approval.

IV. Salary Grades

- The committee reviewed the 2014 and proposed 2015 salary grades, along with a proposed salary structure policy. The budget which will be presented to the board in December includes an overall 4% increase in salaries. The proposed 2015 salary ranges would increase each range by 3%. The ranges are published but not individual salaries. The system is designed so that there is room to grow, by increasing the ranges regularly and by the opportunity for promotion. We have never decreased the salary ranges, although we have frozen salaries. Since we adopted these grades Legal Aid has been using these guidelines for implementing raises. The personnel committee or the board has never adopted a salary policy. Adopting the policy now will help to further institutionalize the current practice.
- **Action:** The committee recommended the increased salary grade be presented to the board on December 11 for approval.
- **Action:** The committee approved the draft salary structure policy and recommended it be presented to the board on December 11 for approval.

V. Strategic Plan Goals

- The committee reviewed strategic plan goal indicators as they relate to staffing. In 2014, Legal Aid has seen an increase in retention and promotion rates. 2012 included layoffs, which also affected turnover in 2013. These numbers do break down the reasons for departures, but management has further examined the information behind the reports and in 2013 and 2014 Legal Aid experienced departures due to resignations to take other jobs or move out of town, terminations and, sadly, deaths. No action is needed by the committee.

VI. Evaluations

- Managing attorneys have requested a change in our evaluation processes. They proposed that we do full evaluations every other year and in alternate years review accomplishments and goals. In 2015 we would do the review and in 2016 the full evaluation. The committee discussed the tension between the value of evaluations and documentation and the burden of conducting good evaluations. Legal Aid has made progress on addressing staff issues as they have come up instead of waiting for evaluations to identify problems. Younger staff often need more feedback and can see no news as bad news. Legal Aid does not time evaluations with salary increases, but salary increases do reflect the last evaluation. How and when evaluations are conducted is a management decision, and this item was brought to the committee to get input. The committee supported an abbreviated system with documentation in alternate years.

- **Follow-up:** Staff will look at current evaluation forms to streamline the process.
- **Follow-up:** Ed Moore will get a sample form from Calfee, which does have a more streamlined system.
- The current executive director evaluation was started in 2013 and carried over into 2014. A written review still needs to be finalized. The executive director evaluation process has never been formally documented, which is why it has been brought to the personnel committee. The process to date has been a survey of the whole board and the entire staff, and a self-evaluation from the executive director. The reviewers have been the executive committee.
- **Follow-up:** The committee will bring human resources into the process of streamlining and formalizing the executive director's evaluation. Implementation will take place in 2015.

VII. Executive Director Job Description

- **Follow-up:** In tandem with the executive director evaluation process the committee will develop an executive director job description in 2015.

VIII. Review Goals

- The committee has largely accomplished its goals. Harassment training will take place in January or February 2015.
- The committee briefly discussed its goals for 2015. The executive director evaluation and job description will be added to those goals.

The meeting was adjourned at 9:05 a.m.



The
Legal Aid Society
 of Cleveland
Since 1905

Personnel Committee 2014 Accomplishments

Category	Goal/Task	Deadline	Accomplished
Reports per Strategic Plan	Review reports on: retention rates, promotion rates, aggregate evaluation results	June	Completed
	Review reports on: professional development opportunities; staff-authored publications; # and type of leadership positions staff engage in	December	Completed
Workplace engagement survey	Follow up on Results	June	Completed
	Develop and implement additional actions, if necessary	December	Completed
Supervisor training on harassment and other issues	Assist management in providing training for supervisors on harassment and other issues	October	Scheduled for Q1 2015
Professional development	Ensure succession plans are refreshed	December	Completed
	Ensure evaluations take place by 2nd Q 2015 (rev 9-30-14)	July 2015	For 2015
	Ensure system in place for public recognition of staff	August	Completed
	Ensure increased use of technology by staff	December	Completed
Policies	Review Personnel Handbook to determine if any policies require updating	October	Completed
	Develop new Social Media Policy	October	Completed
	Develop new Technology Use Policy	October	Completed
Health Insurance	Provide guidance regarding 2016 health insurance options	December	For 2015



BOARD OF DIRECTORS
Minutes - Development Committee Meeting
October 29, 2014, 8:00 AM

Committee Members in Attendance: Betsy Rader (by phone), Mary Jane Trapp, Ann Bergen (by phone), Lynne Day, Phil Fastenau, Pat Haggerty, John Lewis, Tom Lobe, Aaron O'Brien, Rick Petrusis (by phone) and Tom Robenalt

Staff Members in Attendance: Colleen Cotter, Ellen Brown, Adrienne Fischer, Melanie Shakarian and Jennifer Teeter

I. Welcome/Intro

- Mary Jane Trapp opened the meeting at 8:04 a.m.

II. Approval of Minutes from August 28, 2014 (approved)

- **Action:** The committee unanimously approved the August 28 meeting minutes.

III. Update on Goals and YTD Fundraising Report

- Melanie Shakarian reported that we are ahead on revenues year-to-date. We are ahead with foundations, and our individual donor numbers are promising. We are trending 10% ahead, and December is our biggest time of year. We really need the help of the committee for this year-end push. We are up in numbers, but we should be trending up because we have added staff and capacity. We need to grow even more.
- For the past two years, we have had house parties to increase our individual giving. Tom Robenalt reported on the Mellino/Robenalt event on the west side, attended by a lot of new people to Legal Aid. It was a fantastic and personal event. 50 people attended, and we raised more \$11,000.
- Mr. Lobe reported on the event on the east side. This was the second year for the Lobe House event. Because of personal calls 57 people attended, and some people donated who did not come.
- Phil and Dana Fastenau are interested in exploring a house party for pastors in 2015. This would not necessarily produce donations on the spot, but would be for outreach so the pastors can bring an awareness of Legal Aid back to their churches. 60-75% of gifts are given through a religious organization. Mr. Fastenau and Ms. Shakarian have been strategizing on how to get our message out to churches, in order to get on their list of charities. Churches make donations by committee. Frank DeSantis is helping with the Catholic Diocese. Aaron O'Brien suggested adding the Christian Business League to the list.
- Lynne Day is also considering hosting a house party in Bratenahl Place in 2015.

IV. 2014 Current Activities Related to Goals:

- **Annual Event:** Pat Haggerty explained that we will honor our volunteers this year at the annual meeting. Out of 1,500 volunteers we chose 12 well-deserving recipients for awards. The logistics of the delivery of the awards are not finalized, but we will be utilizing the help of the pro bono and development committee members to help in their recognition.
- We are at 95% of revenue compared to last year, and are doing personal outreach phone calls.
- Committee members were asked to choose three organizations from the 2014 sponsorship solicitations list and make a personal phone call. Committee members volunteered for the following phone calls:
 - McDonald Hopkins (John Lewis)
 - ACLU (Aaron O'Brien)
 - Klein Kearney (Tom Robenalt)
 - Zashin & Rich (Mary Jane Trapp)
 - Progressive (Betsy Rader)
 - David Wood (Betsy Rader)
 - Eaton (Tom Lobe)
 - Meaden and Moore (Rick Petrusis)

- Sherwin Williams (Tom Lobe)
- Littler Mendelson (Betsy Rader)
- Hyland Software (Ed Moore)
- Bonnie Speed (Aaron O'Brien)
- Cowden & Humphrey (Aaron O'Brien)
- Lubrizol (John Lewis was going to invite them to sit at his table)
- Special table for west side pastors: Phil Fastenau may buy a table and invite him and other pastors to join him. We can add two Legal Aid people to the table.
- **Follow-up:** Identify other employment lawyers to reach out to for individual ticket sales.
- **Thank You Phone Calls with Pro Bono Committee:** Ellen Brown reported that it is much easier to keep a donor than to get a new donor. Thank you call sheets were brought to the meeting so members could take them with them. Report back to Ms. Brown once you have made the call. The next Thank You Call Night is Tuesday, November 25 at Legal Aid. An invitation will be extended to the entire board. Calls made toward the end of the year may generate additional gifts.
- **Action Item:** Committee members volunteered to do thank you calls and took call sheets.
- **Board Giving to Legal Aid:**
- **Action Item:** Committee members are needed to call board members who have not made a 2014 pledge.
- **Follow-up:** Ms. Trapp and Ms. Rader will call anyone on the board who has not yet made a donation.
- **Recognition of "Partners in Justice":** The committee discussed ways to thank our Partners in Justice for their efforts in 2014.
- A reception with judges and general counsel for our Partners in Justice was discussed. We should try to build a culture of giving with young attorneys by having their Partner in Justice representative invite them to the reception. Applied Industrial Technologies was discussed as a possible location.
- At the annual lunch committee members could thank Partners in Justice at their tables. We will also have recognition boards at the entrance of the annual meeting.
- The committee also discussed presenting Partners in Justice organizations with a memento, or a plaque commemorating their efforts.
- Mary Jane Trapp suggested we put an ad in a publication like the CMBA Journal to say "thank you"
- **Follow-up:** We will honor Pij's with an ad in some publication. Additionally, we will add signage at our Annual Event to thank the Pij's. Staff will reach out to Applied Industrial Technologies, and follow up on dates for a reception in 2014.
- **Follow-up:** In 2015, in conjunction with VLP's 10th anniversary, we can explore ways to commemorate Partners in Justice.

V. Other Business

- Ms. Trapp recommended a website, <http://www.philanthropy.iupui.edu>, for information on giving. It contains many significant statistics that can help us target our asks and match giving to the donors goals. Look at value areas of a firm or group that we are targeting before engaging them.
- Committee members discussed reaching out to the LeBron James Foundation. It was agreed that we should reach out to the Community Legal Aid in Akron first.
- Dworken & Bernstien law firm presentation is in a few weeks. Mr. Lobe will also attend.
- **Follow-up:** Staff will get Mr. Lobe the details of the lunch at Dworken.

The meeting was adjourned 8:57 a.m.



Development Committee 2014 Accomplishments, as of 12-1-2014

Category	Goal/Task	Deadline	Result as of 12-1-2014
<i>Individual Donor Fundraising/Recognition</i>	Host three “thank you” call nights for the entire board and committees. <i>Ann Bergen to lead with Rick Petrusis's assistance.</i>	January, April & November	Goal accomplished. Three nights hosted; additional calls made via call sheets to board members.
	Board members do eight in-person meetings or Legal Aid presentations with potential donors, individuals or groups. <i>Melanie Shakarian and Betsy Rader to lead.</i>	½ by July; ½ by November	Not on target to meet goal.
	Host three “House Parties” (including one as an alumni event) get current donors to continue support and engage new donors. Each event will have 60-70 people attending and will raise \$20,000 to \$25,000. <i>Leads: Tom Lobe, C. Lynne Day and Tom Robenalt</i>	March, May, August, November	June house party raised \$11,350 through 44 gifts and 50 people attended. September house party raised \$14,000 and 57 people attended. Only two house parties will be held in 2014. An April or May ‘15 party is planned for Bratenhal.
	Ensure rest of board committee do 5 in-person meetings or Legal Aid presentations with potential donors, individuals or groups. <i>Melanie Shakarian and Betsy Rader to lead.</i>	December	Not on target to meet goal.
	Send a letter to an identified cohort of friends colleagues (e.g. people in your law school class), encouraging them to support Legal Aid. <i>Melanie Shakarian to lead.</i>	October	No activity towards this goal.
	Engage former board members and staff alumni through an alumni event. <i>No lead identified yet.</i>	December	Judge Burt Griffin recruited to help, but no activity towards this goal.
	Lead planned giving effort by encourage all board members to become inaugural members of 1905 Society. <i>No lead identified yet.</i>	October	No activity towards this goal.
<i>Partners in Justice</i>	Recruit 8 additional in-house counsel departments and law firms to join the “Partners in Justice” effort.	March	Goal accomplished.
	Each committee member takes responsibility for being a contact for each “Partner in Justice” firm; help recognize the support the law firm liaisons provide.	March – December	Some contacts made.
<i>Special Events</i>	Secure sponsors and generate ticket sales for “Jam for Justice” (increase attendance to 500; raise \$45K).	June	850 people attended & \$51,470 raised
	Secure sponsors and generate ticket sales for Annual Event (increase attendance to 850; net \$115K).	September	840 people attended and \$154,350 raised (\$113,000 net)



<i>Board Engagement</i>	Ensure each board member has a “Legal Aid speech” that is in their voice that they can use at visits with donors and Legal Aid presentations.	April	Goal accomplished.
	Recruit 2-3 new members of development committee.	March	Goal accomplished (C. Lynne Day and Tom Lobe)
	With other board members, help Legal Aid do at least 50 “about us” presentations in the community.	December	Exceeded goal. On track to do 65 “about us” presentations.



Minutes - Financial Oversight and Audit Committee
1223 West Sixth Street, Cleveland
Tuesday, November 18, 2014, 4:30 p.m.

Committee Members in Attendance: Ron Johnson, Stephen Fazio, Karen Giffen, Chris Meyer (by phone), Rick Petrulis and Mary Jane Trapp

Staff Members in Attendance: Colleen Cotter, Bettina Kaplan and Jennifer Teeter

Guests in Attendance: Heather Ettinger and Aaron Nuti of Fairport Asset Management

I. Welcome

- Ron Johnson welcomed the committee and opened the meeting at 4:30 p.m. He introduced Heather Ettinger and Aaron Nuti from Fairport Asset Management.

II Investments - Heather Ettinger and Aaron Nuti

- Mr. Nuti gave a high level overview of the economy. The U.S. economy looks good, especially compared to the global economy. We do not see a recession, and do not expect to see that. Home prices are leveling off. The Federal Reserve has stopped buying bonds, but they are not raising rates. Rate hikes may happen in late 2015. The Federal Reserve expects to see rates normalize to 3.75% in 2017. Europe and China are stimulating their economies again. No one is raising interest rates outside of Brazil. Equities still look good. They are not over or undervalued. Legal Aid remains overweight in equities and underweight in fixed because we expect rates to rise. Unemployment is down to 5.9%. The S&P 500 is at an all-time high of 2,050. Small and mid-cap funds are not performing as well. But large multinationals are doing well again. Small and mid-cap should start doing better if the U.S. economy continues to grow. Companies still have cash and are buying back shares. Fairport thinks we are in a bull market in equities, but there are always corrections.
- Ms. Ettinger reviewed with the committee the goals and expectations of Legal Aid's investment policy. The goal has been to preserve capital with moderate growth to maintain real value of assets. Cash flow needs are projected to be between \$600,000 and \$800,000 in 2015. The committee discussed whether it needed to make any changes.
- Each of our asset allocation classes is measured against its own benchmark. Some are outperforming, some are slightly underperforming. We want to achieve the benchmarks. If there is too much risk the allocation can dramatically underperform.
- Over the last four years there have been significant withdrawals from the portfolio. In 2009 it was at \$3.595 million. The 10/31/14 closing balance is \$2.978 million. If Legal Aid did withdraw all \$800,000 from the fixed funds it would be out of compliance with its investment policy; funds would need to be taken out of equities and put into fixed. The committee discussed whether to move \$200,000 or even \$400,000 right now from equities to the fixed account to cover cash needs.
- The committee considered whether to change the investment policy to avoid being out of compliance. Fairport recommended making no change to the investment policy. Taking \$200,000 now would not take Legal Aid out of compliance. Fairport would be most comfortable with moving the entire \$400,000 but is also fine with taking \$200,000 now and reviewing in January if we should move the other \$200,000. Moving funds now from equities while the market is up makes sense.
- **Action:** The committee voted to accept Fairport's recommendation of moving \$200,000 from equities to fixed.

- **Follow-up:** Staff will schedule Fairport to attend a February or March finance committee meeting in 2015 for an earlier review.

III. Minutes

- **Action:** The committee unanimously approved the minutes from the 10/21/14 meeting, with one correction: in item III change "accepted August financials" to "accepted September financials."

IV. October 2014 Financials

- The committee reviewed the October financials. Legal Aid did draw from Schwab so cash is in a good position. Board designated reserve is at \$2.9 million, which is 5 months of operating expenses.
- Revenues: Revenues are \$366,000 over budget. LSC is over budget by \$117,000, which will continue. OLAF Basic should come in on budget. OLAF Discretionary is behind because OLAF has not yet determined how to distribute those funds; we will not see that money until 2015. We are under budget on state and local because we have not yet received county money. We are under on partner agencies, which will not be made up by the end of the year. Foundations are \$312,000 over budget, and we expect to make budget on individuals.
- Expenses: We are \$279,000 under budget on expenses. We are under budget on salaries and benefits, which will continue through year end. Most of the other variances are due to timing.
- The committee also reviewed the LLC financials and draft budget.
- **Action:** The committee unanimously accepted the October 2014 financials.

V. 2015 Budget

- The committee reviewed the draft budget and narrative. It includes a 4% increase in staff salaries.
- The committee appreciated the additional narrative.
- **Action:** The committee unanimously agreed to present this budget to the board.
- **Follow-up:** Staff will add a description of allocation from reserve and allocation from temporarily restricted to the narrative that goes to the board.
- **Follow-up:** Staff will add to the narrative a projection on where the reserve will be at the end of 2015.

VI. Audits

- The committee reviewed the closing letter regarding the Department of Labor audit of the 403b. The DoL found no problems during their audit, which was performed as a matter of routine. This reflects Legal Aid's strong record keeping and compliance with all of the rules.
- The committee also reviewed the management letter and findings of Barnes Wendling's audit of the 403b plan, which is performed on an annual basis. They had a few recommended actions.
- These will also be brought to the Personnel Committee and the 403b Retirement Committee.
- **Follow-up:** Staff will include these materials in the December board packet.

VI. 2014 Committee Goals

- This committee has largely accomplished its 2014 goals. A discussion of 2015 goals was deferred.

VII. Other Business

- There was no other business and the meeting was adjourned 5:35 p.m.



Financial Oversight and Audit Committee – 2014 Accomplishments

Category	Goal/Task	Goal	Accomplishments
Financial oversight	Provide oversight of finances through monthly reports comparing to budget	Monthly	Complete
	Financial Scorecard for Board Meetings	March	Complete
	End year within budget	Year End	On target to complete
	Approve Executive Director's Expenses	Quarterly	Complete
Investments	Provide oversight of investments	Quarterly	Complete
	Meet with investment advisor	Quarterly	Complete
	Review investment policy	October	Complete
Audit and 990	Review, provide input and approve 2013 audit	April	Complete
	Review, provide input and approve 2013 990	September	Complete
Insurance coverage	Review insurance coverage and levels	August	Complete
2015 Budget	Review expense and revenue trends	November	Complete
	Recommend 2015 budget to the board	November	Complete
	Review overall goal regarding the reserve	November	Complete
Planning	Develop timeline and plan to achieve a balanced budget	December	To carry into 2015
	Address Strategic Planning Goals as appropriate	On-going	Complete



The
Legal Aid Society
of Cleveland
Since 1905

Minutes - Client Grievance Committee Meeting
Thursday, October 23, 2014
4:00 - 5:00 p.m.

Committee Members in Attendance: Tim Walters and Rick Petrusis (by phone)

Staff Members in Attendance: Tom Mlakar and Jennifer Teeter

I. Welcome

- Tim Walters opened the meeting at 4:02 p.m.

II. Minutes 9-19-13

- **Action:** The committee unanimously approved the 9-19-13 meeting minutes.

III. Procedure for Hearing Process

- The committee discussed the draft procedure for a hearing process related to a matter or quality of service grievance, which Mr. Walter and Tom Mlakar had discussed earlier. This draft came from the LSC website, and these procedures are used at Legal Aid in Los Angeles. The draft has been modified to be consistent with Legal Aid Cleveland procedures. Legal Aid does not currently have systems in place for this type of hearing.
- Sentence one of paragraph three was found to be confusing. The committee does not see itself as imposing its judgment on any case. Instead its function is to act as a mechanism for a client to voice a concern. The committee is not in a position to state an opinion, but instead to present a grievance for further action. There are other resources within Legal Aid where the committee can refer a complainant.
- **Follow-up:** Language in the third paragraph will be revised, and a second draft will be presented at the next committee meeting.

IV. Review Client Grievances for 2013 and January - September 2014

- The committee reviewed the grievance reports, which look at number, type, frequency and resolution of grievances. The biggest grievance continues to be denial of services due to a lack of Legal Aid resources. Grievances related to denial of service due to conflicts dropped in 2014 from the year prior. This may be in part the result of educating intake staff that serve on the Ethics Committee where conflicts are an ongoing agenda item. Divorce with no DV has dropped because Legal Aid offers more pro se divorce clinics.

V. **Goals**

- **Action: The Committee unanimously adopted the 2014 goals, which have already been achieved.**
- The committee thoughtfully discussed its purpose going forward.
- For 2015, the committee decided that in April or May, committee members will receive a copy of the grievance report showing the prior two years and the first quarter of the current year. There will not be an in-person meeting unless there is any change shown on the grievance reports that the committee feels it should discuss. A meeting would then be called at that time.
- In September or October, the committee will meet formally and perhaps get a report back from staff on grievances.
- If there is ever a need for a hearing the committee would be involved.

The meeting adjourned at 4:24 p.m.



Client Grievance 2014 Accomplishments

Category	Goal/Task	Deadline
Procedures	Review grievance hearing procedures.	Completed
Reports	Review client grievances for 2013 and 2014 (thru 9-30-14). (number, type, frequency, resolution)	Completed
Conduct Hearings	Hear any client grievances as appropriate under our policy.	No Hearings in 2014

1223 West Sixth Street, LLC

1223 West Sixth Street Management Committee

Minutes

Tuesday, December 2, 2014

8:00 a.m.

Committee Members in Attendance: Frank DeSantis, Amy Fisher (by phone), Cathy Polk (by phone) and Bettina Kaplan

Staff Members in Attendance: Jennifer Teeter

- Frank DeSantis opened the meeting at 8:03 a.m.

I. Minutes from 6-3-14 Meeting

- **Action:** the Committee unanimously approved the 6-3-14 meeting minutes.

II. Financial Statements Review

- The committee reviewed the October 2014 financial statements. There is \$86,000 in cash, but there will be a \$27,000 draw down for the HVAC improvements. Tequila Ranch is \$18,000 in arrears. A letter went out to Mack Danzey last week. Prepays include insurance, snowplowing and Downtown Cleveland Alliance services. The mortgage is down to \$465,000. Mortgage interest paid goes down each year. Property taxes are static. Maintenance is lower than budget, but there is an allowance to cover anything that may go wrong.
- **Action:** The committee unanimously accepted the October 2014 financial statements.

III. Budget

- The committee reviewed the draft 2015 budget. In 2015 revenues are projected to be static. Mortgage interest and insurance expenses will continue to go down. Taxes and Downtown Cleveland Alliance are projected to go up slightly. Maintenance will be down. We are projecting a \$12,000 surplus.
- **Action:** The committee unanimously approved the 2015 budget.

IV. Tenants

- The committee discussed other possible rent types in the Warehouse District in preparation of when Tequila Ranch's lease is up. Tequila Ranch was notified that they are in default of their payment plan and would again start accruing late fees. The committee had looked at the best use of the space, and it had determined that a bar is probably the best use. The committee discussed investigating the market in the event it became necessary to replace Tequila Ranch.
- **Follow-up:** Ostendorf Morris will investigate other potential tenants.
- **Follow-up:** Staff will send Mr. DeSantis a copy of the letter sent to Tequila Ranch.

V. Building Improvements

- The committee discussed 2014 improvements, proposed improvements for 2015, and other possible improvements at a future date.
- Improvements in 2014:
 - \$9,000 was spent resurfacing the parking lot. \$27,000 was spent on the HVAC project, which has been completed. We are now monitoring the improvements to see if there are any adjustments that need to be made. This cost included tying the work into the boiler, which was not part of the original \$20,000 estimate. A painting project will take place while the staff is out of the office on December 12.
- Improvements for 2015:
 - \$12,000 includes painting the parking lot gate, snow and sidewalk clearing, gate repairs, and inspections. It had been determined by our roofing company that the aluminum coating of the roof was not needed.
- Other possible improvements:
 - \$8,600 through the LLC for new front doors
 - \$11,000 through Legal Aid for rubber treads on all of the back stairwell stairs
 - \$25,000 per floor for new carpeting
 - A new boiler, which does not yet have a timeline or a cost
 - These additional improvements would add an annual depreciation of \$4,500 to the budget. These could be paid for by an increase of Legal Aid's rent. And as the mortgage is paid off major improvements can be paid by the LLC.

VI. 2015 Draft Goals

- The committee discussed the 2015 LLC draft goals. The committee added evaluating the Legal Aid lease and evaluating the tenant situation to the draft goals. Either Tequila Ranch needs to become current with its rent, or the committee will look at a possible new tenant.
- **Action: The committee unanimously accepted the 2015 goals with the additions above.**

VII. Other Business

- There was no other business and the meeting adjourned at 8:27 a.m.



**1223 West Sixth Street, LLC
Management Committee 2014 Accomplishments**

Category	Goal/Task	Deadline	Accomplishments
Building Improvements / Repairs	Review list of improvements to building and provide counsel to staff	June	Completed
	Address any emergency issues, as needed	On-going	n/a
Finances	Review 2014 finances	Each meeting	Completed
	Ensure LLC finances stay within budget	Each meeting	Completed
2015 Budget	Recommend 2015 budget to the Board for approval	November	Completed
Tenant Space	Investigate best use of tenant space	November	Completed



Minutes - *Pro Bono* Committee Meeting
1223 West Sixth Street
Tuesday, September 23, 2014 – 8:00 to 9:00 a.m.

Committee Members in Attendance: Patrick Haggerty (by phone), Stacy Cozart (by phone), Frank DeSantis (by phone), James Gemelas, John Heer, Sean Malone, Aaron O'Brien (by phone), Richard Petrusis (by phone), Mark Wallach (by phone) and Ida Williams (by phone)

Staff Members in Attendance: Colleen Cotter, Ann Porath, Melanie Shakarian and Jennifer Teeter

I. Welcome and Introductions

- Pat Haggerty welcomed the committee and opened the meeting at 8:01 a.m.

II. Minutes from 7/11/2014 Meeting

- **Action:** The committee unanimously approved the 7/11/14 meeting minutes.

III. Retired Volunteers

- Subcommittee chair Frank DeSantis reported that Legal Aid did not get the LSC grant that would have funded administrative support for retired volunteers, but we will continue with this project, although on a smaller scale. The project has been named Act 2. The subcommittee reviewed projects in which to engage retired volunteers and agreed on the following:
 - In-house volunteers within a substantive practice group.
 - In-house volunteers in the VLP practice group, focusing on specific projects (such as expungement and elder) under the supervision of VLP attorneys.
 - Traditional individual casework.
- The subcommittee discussed partnering with law schools to match law students with Act 2 volunteers. This last area needs more development.
- We will launch the program during Pro Bono Week with two CLEs aimed at retired attorneys.
- The in-house positions will mostly be available in January 2015.

Follow-up:

- Staff will develop language for a communication to all attorneys 62 years and older in Legal Aid's service area. Staff will send a list of those attorneys to the committee by 9/26/14.
- Staff will communicate with the bar association after Pro Bono Week and highlight the success of our launch. The goal is to have an article in the bar journal in early 2015.
- Staff will finalize the two events geared toward retired attorneys during Pro Bono Week.
- Staff will have a status report on this effort as of November 1 and an update by January 15, 2015.
- Success will be measured by how many retired volunteers we recruit, what they commit to and how many clients are helped.
- Jennifer Teeter will be added as staff member involved with the retired volunteer subcommittee.

IV. Recognition of Volunteers

- Subcommittee chair Stacy Cozart reported that 12 attorneys, pulled from a much larger initial list, will be receiving recognition awards at Legal Aid's annual meeting. The recipients come from large, small and mid-size firms, are sole practitioners and in-house volunteers, and work in multiple counties. Recipients will be recognized at Legal Aid's annual event. They will also be asked if there is a particular venue where they would like to be honored, such as being recognized by Legal Aid at a luncheon with judges present.

- **Follow-up:** 2015 is the 10th Anniversary of the VLP program. The committee will explore the idea of doing something special with recognition for this milestone.
- **Follow-up:** The next Thank You Call Night is Tuesday, November 25 from 4:00-5:00 p.m. Pro bono committee members were urged to attend and make thank you calls to volunteers in conjunction with the development committee making thank you calls to donors. These calls are very valuable to Legal Aid, and mean a lot to the people who are thanked.

V. Resources for Volunteers

- Subcommittee chair Sean Malone reported Legal Aid did not get the grant that would have helped in digitizing its resources. But the subcommittee has made steady progress with this effort to update and streamline the volunteer resources used at the advice and referral clinics. The subcommittee has identified three areas to initially focus on: Thompson Hine/Mr. DeSantis took issues related to the sealing of criminal records; Kohrman Jackson & Krantz/Mr. Malone took family law; and Baker Hostetler/Aaron O'Brien took landlord/tenant law.
- The committee discussed whether there is a 4th topic that it should add. Perhaps we can engage Jones Day to help. Foreclosure and consumer cases are high on the list, and if we are going to focus on retired attorneys and elder law, it would be useful to develop materials in that area.

Follow-up:

- The subcommittee will need follow-up meetings every two to three months to continue making steady progress with the goal to have a finished product on each of these topics by next summer.
- Staff will develop a chart of current, tier 2 and tier 3 areas in order to prioritize the next areas to be developed.
- Within the next month these three groups will work together on formalizing what they will submit to Legal Aid, and they will focus on building a blueprint to inform how to proceed if we add other areas. Barefootlaw.org was suggested as an online resource to help with this process. The groups will develop the blueprint by March of 2015 so we will be ready before asking other law firms to help using their summer associate pool.
- Mr. Malone will set a meeting in early December so the groups can share their information, and then an update email will be sent to the committee by the end of the year.

VI. Recruit and Engage Volunteers

- The committee reviewed the VLP report of 2014 activity. The number of hours and engagement has increased from 2013. An important item with recruiting is the ongoing effort with reporting.
- **Follow-up:** In order to determine the specific effect of the two mass recruitment communications sent in 2014, staff will track in Raiser's Edge any new volunteers added this year and report back to the committee.
- **Follow-up:** Staff will continue to promote CLEs for pro bono, which were significant this year, including one being hosted by Jim Gemelas at Smith Ilner & Gemelas on October 24.

VII. Review of calendar of events for rest of year

- The committee reviewed the VLP calendar of events. The goal of the committee is that each member would stop in at an event to thank the volunteers.
- **Follow-up:** Staff will circulate the events calendar to the committee and the board so they can sign up.

VIII. Other Business

- This is the last meeting of this committee in 2014. Mr. Haggerty thanked the committee for all its good work. The 2015 committee will contain many of the same people, and there may be new members.
- The meeting adjourned at 8:55 a.m.



Pro Bono Committee 2014 Accomplishments

Category	Goals	Tasks	Accomplished
Committee Operations	1. Improve committee operations and increase committee satisfaction	<ul style="list-style-type: none"> a. Develop subcommittees with responsibilities b. Populate subcommittees with committee volunteers c. Set Committee 2014 meeting schedule d. MA meet with new Committee members and provide orientation e. Add new committee members to subcommittees f. Ensure subcommittees meet regularly and accomplish tasks between Committee meetings 	<ul style="list-style-type: none"> a. Completed b. Completed c. Completed d. Completed e. Completed f. Completed
Recruit & Engage Volunteers Subcommittee - 1600 active list Chair: Pat Haggerty	2. Reinvigorate the existing historical volunteers	<ul style="list-style-type: none"> a. Review and assess existing list of 1600 active volunteers b. Develop plan for re-engagement of attorneys not in large firms c. Develop plan for re-engagement of large firms d. Implement plans for re-engagement 	<ul style="list-style-type: none"> a. Completed b. Completed c. Completed d. Ongoing for 2015
Engagement of Retired Volunteers Subcommittee Chair: Frank DeSantis	3. Engage retired volunteers	<ul style="list-style-type: none"> a. Determine how to best use retired volunteers b. Develop opportunities c. Recruit retired volunteers 	<ul style="list-style-type: none"> a. Completed b. Completed c. Ongoing for 2015
Recruit & Engage Volunteers Subcommittee - Family Law Chair: Stacy Cozart	4. Recruit attorneys for family law assistance	<ul style="list-style-type: none"> a. Determine who to contact b. Develop a plan for recruitment c. Implement recruitment plan 	<ul style="list-style-type: none"> a. Not completed b. Not completed c. Not completed
Recruit & Engage Volunteers Subcommittee - About Legal Aid Presentations Chair: Frank DeSantis	5. Continue outreach beyond Cuyahoga County	<ul style="list-style-type: none"> a. Meet with individual members of the Lorain County Judiciary 	<ul style="list-style-type: none"> a. Completed
Develop Materials for Volunteers Subcommittee Chair: Sean Malone	6. Provide standard orientation, training and resources for volunteers	<ul style="list-style-type: none"> a. Provide input and feedback during development of formal orientation program with orientation manual b. Provide input and feedback during development of training materials c. Assist with development of manuals for each of the clinics 	<ul style="list-style-type: none"> a. Ongoing for 2015 b. Ongoing for 2015 c. Ongoing for 2015
Volunteer Recognition Subcommittee Chair: Stacy Cozart	7. Thank volunteers in a variety of ways	<ul style="list-style-type: none"> a. Evaluate awards given during 2013 PBW b. Call volunteers to thank them 	<ul style="list-style-type: none"> a. Completed b. Completed



Minutes - Governance and Nominating Committee
1223 West Sixth Street, Cleveland
First Floor Conference Center
October 27, 2014, 5:00 p.m.

Committee Members in Attendance: Vanetta Jamison, Frank DeSantis (by phone), Delores Gray, Matt Nakon (by phone), Rick Petrulis (by phone) and Betsy Rader (by phone)

Staff Members in Attendance: Colleen Cotter and Jennifer Teeter

- Vanetta Jamison welcomed committee members and opened the meeting at 5:02 p.m.

I. Minutes 9/8/14

- **Action:** The committee unanimously approved the 9/8/14 minutes.

II. Board Engagement

- The committee discussed the board engagement report. The board did respond to the in-person meeting sign-up sheet passed around at the October 7 board meeting, so we will continue to use that as a mechanism to increase participation.
- **Follow-Up:** Staff will send an email to the board regarding the final VLP events for 2014.

III. 2015 Board Retreat and Orientation

- The committee reviewed the draft agenda and draft assignment list. With eight groups, there will be one community representative in each group. Board groups will meet with staff in December and January. HEWII has been split into two groups because of its size.
- **Follow-up:** Staff will arrange for board groups to meet at standing practice group meetings. If more dates are needed we will look at additional dates.
- **Follow-up:** Staff will provide reports to the board and speaking points will be sent to the practice groups in advance of the meetings.
- **Follow-up:** Once ratified, new board members will be assigned to one of these board groups.
- **Follow-up:** Staff will poll the board and new members on the following potential retreat dates: 2/7, 2/21 and 2/28.

IV. Officer Nominations

- The committee discussed potential candidates. Karen Giffen is interested in serving as Vice President. Ron Johnson is interested in continuing as the Treasurer.
- The committee voted on the following slate of officers: Frank DeSantis as President, Vanetta Jamison as Vice President, Betsy Rader as Vice President, Karen Giffen as Vice President and Ron Johnson as Treasurer.
- **Action:** The committee unanimously nominated this roster of officers to the board.
- **Follow-up:** Recommend these officers to the board at the December meeting.

V. Board Member Recruitment

- The committee discussed the outcomes of recruitment meetings and the needs for the board. Several individuals on the recruitment list indicated that they are unable to serve on the board in 2015. Others were unavailable for a meeting.
- David Tocco and Mike Ungar are very interested in serving on the board. They fit the county criteria, although they do not bring additional diversity to the board.
- **Action:** The committee unanimously nominated David and Mike to serve on the board.
- **Follow-up:** Recommend Mr. Tocco and Mr. Ungar to the board at the December meeting.

- Committee members also met with Caprice Bragg and Joe Rodgers. Each had said that they would get back to Legal Aid regarding their interest in serving on the board or a committee, but have not yet done so. The meeting with Ms. Bragg went well, but she was not asked whether she would be prohibited from fundraising for Legal Aid. Ms. Bragg has not been engaged with Legal Aid in the past, other than a donation in one year. The meeting with Mr. Rodgers also went well. Mr. Rodgers has been quite active in the last year with Legal Aid.
- **Follow-up:** The committee recommended that staff will approach 1) Caprice Bragg, clarifying whether she can do development work, and 2) approach Joe Rodgers if Ms. Bragg is prohibited from fundraising or is not interested.
- **Follow-up:** The committee will vote on these nominations by email.

- The committee discussed Andre Dowdy, a community representative candidate. Ms. Jamison and Ms. Cotter met with him and agree that he would make a good addition to the board.
- **Action:** The committee unanimously nominated Mr. Dowdy to serve on the board.
- **Follow-up:** Recommend Mr. Dowdy to the board at the December meeting.

VI. 2015 Committee Chairs

- The committee discussed potential committee chairs for 2015:
 - Client Grievance, Tim Walters
 - Development, Mary Jane Trapp
 - Finance, Ron Johnson
 - Governance, Vanetta Jamison (add Aaron O'Brien to the committee in 2015, with the idea of having him chair in 2016)
 - Personnel, Matt Nakon
 - Pro Bono, Pat Haggerty
 - 1223 West 6th Street LLC, Frank DeSantis (add David Tocco to the committee)
- **Action:** Recommend these committee chairs to incoming President.

VII. 2014 Goals

- The committee reviewed its goals and accomplishments for the year. It discussed how to ensure the partner program is effective.
- **Follow-up:** Staff will email the partner list to remind people to connect before the December meeting.

The meeting was adjourned at 6:00 p.m.



Governance and Nominating Committee 2014 Accomplishments

Category	Goal/Task	Goal	Accomplishments
Board Development	Conduct orientation for new board members	March	Completed
	Assess Board Retreat	March	Completed
	Determine any changes to board structure and function to be recommended, based on retreat feedback	July	Completed
	Conduct services update for all board members	September	Part of new board meeting structure
	Review (& improve?) training and leadership development opportunities	July	Completed
	Plan Retreat, orientation or other training for 2015	December	Completed
Board Meetings	Determine any changes to recommend in board meetings to ensure even higher level of engagement	July	Completed
Board assessment	Examine report of board engagement (incl. meeting expectations, complete terms, achieve goals, stay engaged, training)	September	Completed based on retreat feedback
	Conduct Board Assessment	October	Completed
	Make recommendations for improvements	December	Completed
Continue engagement, especially community representatives	Ensure Terminology Guide is used	All Year	Ongoing inclusion in packets
	Encourage community reps to engage with Managing Attorney for Community Engagement	August	Completed
	Ensure Executive Committee members meet with each board member	August	To complete by early 2015
	Monitor Partner Program to ensure effectiveness	June	For 2015
	Continue leadership development includes community reps	September	Ongoing
	Meet with Community Reps to assess progress	June	Completed
Recommend new committee members, new board members and Officers	Recommend board member for final vacancy	ASAP	Completed
	Determine board and committee needs for 2015	July	Completed
	Advertise openings for 2015	August, Sept	Completed
	Determine which candidates to interview and interview for 2015	Sept, Oct	Completed
	Determine which candidates to recommend to board for 2015	November	Completed
Engage former board members	Develop plan	December	For 2015

U.S. Department of Labor

Employee Benefits Security Administration
Ft. Wright Executive Building I
1885 Dixie Highway
Ft. Wright, Kentucky 41011-2664

OCT 02 2014



September 29, 2014

Plan Administrator
The Legal Aid Society of Cleveland Retirement Savings Plan
Attn: Bettina Kaplan, Director of Finance
The Legal Aid Society of Cleveland
1223 W. 6th Street
Cleveland, Ohio 44113

Dear Ms. Kaplan:

The Department of Labor (the "Department") has recently conducted an investigation involving The Legal Aid Society of Cleveland Retirement Savings Plan pursuant to the Employee Retirement Income Security Act of 1974. This is to advise you that our investigation is now concluded and no further action by the Department is contemplated at this time. We appreciate the cooperation you and members of your staff have extended to us.

Please be further advised that the resolution of this matter is limited to the specific issues reviewed in the current investigation of the Plan. The Department's findings or absence of findings, including the absence of findings regarding any specific provision of the Plan, shall not bind the Department in the review or investigation of any other employee benefit plan, any service provider, or a subsequent review of the Plan regarding issues not raised by this investigation. You must also be aware that the responsibility for the acceptance or rejection of any Annual Report (Form 5500) or any part thereof is delegated to the EBSA Office of the Chief Accountant.

Sincerely,

A handwritten signature in cursive script that reads "L. Joe Rivers".

L. Joe Rivers
Regional Director
Cincinnati Regional Office

MANAGEMENT LETTER

October 1, 2014

The Board of Directors
c/o Colleen Cotter, Executive Director
The Legal Aid Society of Cleveland Retirement Savings Plan
Cleveland, Ohio

Except as discussed in the following paragraph, in planning and performing our audit of the financial statements of The Legal Aid Society of Cleveland Retirement Savings Plan (the Plan), as of and for the year ended December 31, 2013, in accordance with auditing standards generally accepted in the United States of America, we considered the Plan's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing an opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we do not express an opinion on the effectiveness of the Plan's internal control.

We were engaged to perform a Department of Labor (DOL) limited scope audit of those financial statements as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Our audit did not include all of the procedures required by auditing standards generally accepted in the United States of America and did not include consideration of internal control relating to information summarized in Note C to those financial statements. Because of the significance of the information that we did not audit, we were unable to, and did not, express an opinion on those financial statements.

Our consideration of internal control was for the limited purpose described in the preceding paragraphs and was not designed to identify all deficiencies in internal control that might be significant deficiencies or material weaknesses and, therefore, there can be no assurance that all such deficiencies have been identified.

As defined by auditing standards, a deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect, and correct, misstatements on a timely basis. A material weakness is a deficiency or combination of deficiencies in internal control, such that there is a reasonable possibility that a material misstatement of the Plan's financial statements will not be prevented, or detected and corrected, on a timely basis. We did not identify any deficiencies in internal control that we consider to be material weaknesses. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance of the Plan.



The Board of Directors
c/o Colleen Cotter, Executive Director
The Legal Aid Society of Cleveland Retirement Savings Plan
October 1, 2014
Page 2

The observations included on the following page are meant to be constructive suggestions to be considered as part of the ongoing process of modifying and improving the Plan's internal control procedures.

We hope that our comments and suggestions will be received in the caring and constructive fashion they are intended. We would be pleased to discuss these matters or to respond to any questions you may have. We appreciate the opportunity to be of service to the Plan.

The accompanying comments and recommendations are intended solely for the information and use of the Plan's management, those charged with governance of the Plan, and others within the Plan, and should not be used by anyone other than these specified parties.

We will review the status of these comments during our next audit engagement. We have already discussed many of these comments and suggestions with Plan management, and we will be pleased to discuss them in further detail at your convenience.

Sincerely,

BARNES WENDLING CPAs

Barnes Wendling CPAs



OBSERVATIONS:

COMMENT:

During our testing of contributions to the Plan, we noted two instances where employee contributions were remitted to the Plan seven business days and twenty-two business days after the payroll date, which was inconsistent with other employee contributions remitted to the Plan during the year. The Department of Labor (DOL) requires that participant contributions be remitted to the Plan on the earliest date on which they can be reasonably segregated from the Organization's general assets but in no event later than the 15th business day following the end of the month in which amounts are contributed by employees or withheld from their wages. The DOL has consistently focused on irregular remittances of employee deferrals into plans.

RECOMMENDATION:

We understand plan management has established a control to ensure timely remittances of employee contributions. We recommend closely monitoring this control to ensure that participant contributions are remitted on the earliest date on which they can be reasonably segregated from the Organization's general assets in a consistent manner.

COMMENT:

During our testing of contributions, we noted one participant selected for testing who terminated employment and then returned temporarily to train her replacement. Although this participant received the 10% employer contribution, her elective deferrals did not resume and she did not receive an employer matching contribution.

RECOMMENDATION:

We recommend contacting the Plan's third party administrator to correct this error. We also recommend Plan management establish controls to ensure deferrals are reinstated for rehired participants.

COMMENT:

We noted Prudential Retirement's Service Organization Controls (SOC) report contains a qualified opinion and several testing exceptions.

RECOMMENDATION:

We recommend Plan management review all third party administrators' SOC reports annually to assess the impact of any testing exceptions on the Plan and determine whether additional Plan controls are needed to ensure the accuracy and integrity of participant accounts.

October 1, 2014

To the Board of Directors
The Legal Aid Society of Cleveland Retirement Savings Plan

We have conducted a DOL limited-scope audit of the financial statements of The Legal Aid Society of Cleveland Retirement Savings Plan (the Plan) for the year ended December 31, 2013, and have issued our report thereon dated October 1, 2014. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note C to those financial statements. Because of the significance of the information that we did not audit, we are unable to, and have not, expressed an opinion on those financial statements and schedule taken as a whole. We did, however, audit the form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodians, in accordance with auditing standards generally accepted in the United States of America and found them to be presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our letter to you dated July 8, 2014. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Findings

Qualitative Aspects of Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by The Legal Aid Society of Cleveland Retirement Savings Plan are described in Note B to the financial statements. No new accounting policies were adopted and the application of existing policies was not changed during 2013. We noted no transactions entered into by the Plan during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most sensitive estimate affecting the financial statements was:

Management's estimates of the fair values of the guaranteed investment contracts and variable annuity that do not have market prices are based on valuations performed by Prudential Retirement Insurance and Annuity Company and Principal Trust Company. We evaluated methods of measuring fair value for the Plan's investments in determining that they are appropriate and consistently applied.



Certain financial statement disclosures are particularly sensitive because of their significance to financial statement users. The most sensitive disclosure affecting the financial statements was:

The disclosure of fair value measurements in Note E to the financial statements involves judgment. The use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement as of the reporting date.

The financial statement disclosures are neutral, consistent, and clear.

Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all misstatements identified during the audit, other than those that are clearly trivial, and communicate them to the appropriate level of management. Management has corrected all such misstatements. In addition, none of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

Disagreements with Management

For purposes of this letter, a disagreement with management is a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditors' report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated October 1, 2014.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Plan's financial statements or a determination of the type of auditors' opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.



To the Board of Directors
The Legal Aid Society of Cleveland Retirement Savings Plan
October 1, 2014
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Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards, with management each year prior to retention as the Plan's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

Other Matters

This information is intended solely for the use of the Board of Directors and management of The Legal Aid Society of Cleveland Retirement Savings Plan and is not intended to be, and should not be, used by anyone other than these specified parties.

Very truly yours,

BARNES WENDLING CPAs

Barnes Wendling CPAs