

**Friends of The Volcano School of Arts & Sciences**  
**Meeting Minutes**  
**December 3, 2020**  
**4:30 PM**  
**zoom**  
**APPROVED MINUTES**

**4:00 PM document review:**

Directors Present: Mara Saltzman, Matt Luera, Lorna Larsen-Jeyte, Kalima Kinney, David Goodman, Melissa Fletcher

Directors Absent: Jeffrey Mermel

Guests/Members Present: Lynn Melena, Tamar DeFries, Ted Pirsig

**4:30PM meeting:**

Directors Present: Mara Saltzman, Matt Luera, Lorna Larsen-Jeyte, Kalima Kinney, David Goodman, Melissa Fletcher, Ian Cole, Aubrey Hawk

Directors Absent: Jeffrey Mermel

Guests/Members Present: Lynn Melena, Tamar DeFries, Ted Pirsig

Call to order: Ian Cole called the meeting to order at 4:34PM.

Welcome/announcements:

Minutes from November 5, 2020: **Ian Cole motioned to accept the minutes Lorna Larsen-Jeyte seconded the motion; no further discussion; all in favor (7); none opposed.**

Financials: Financials consisting of 10/31/2020 Profit & Loss by Class, Balance Sheet, Kitchen GIA summary and Fund Balances summary were presented.

**David Goodman motioned to accept financials from 10/31/2020; Aubrey seconded the motion; no further discussion; all in favor (7); none opposed.**

We received Atherton first \$25,000 of the \$50,000, for the kitchen infrastructure. Our FVSAS audit is underway.

**David motioned to accept the last two months (September, October) bank statements and reconciliations; Lorna Larsen-Jeyte seconded; all in favor (7); none opposed.**

Old Business:

Kalima Kinney sent an email to Zendo Kern inquiring about permitting work for future. His former associates are starting their own company and may be of assistance or recommend others.

Memorandum of Understanding (MOU) between FVSAS and VSAS: This MOU is based on an not to exceed amount of \$11,000 and covers July 2020-July 2021.

**Melissa Fletcher motioned to accept the proposed MOU from July 2020-June 2021; Ian Cole seconded the motion; no further discussion; all in favor (7); none opposed.**

Lynn Melena and Melissa Fletcher are still working on the Procurement Policy. Lynn and Melissa can look at school procurement policy for guidance. **Tamar DeFries can provide examples of procurement policies from non-profits with specific language needed to meet federal grant guidelines. Lynn and Melissa will update us on their progress in the January meeting.**

Construction Committee Update: Final plan got approved.

The construction committee recommended the approval of the Change Order Number 3. **Matt Luera motioned to approve Change Order Number 3; Melissa Fletcher seconded the motion; no further discussion; all in favor (7); none opposed.**

**Melissa Fletcher motioned to extend the duration of Tamar DeFries's service agreement with FVSAS to provide an additional two years with current agreement language; Matt Luera seconded the motion; no further discussion; all in favor (7); none opposed.**

Nominations: nothing at this time.

Unfinished Business:

Annual conflict of interest disclosure forms still being collected.

Aubrey is working on the board survey, which Kalima will put in a form.

Covid-19 relief fund donations are still being accepted. Tracking of donations and timely thank yous were discussed.

New Business:

Volunteer hours sheet for tracking volunteer hours is now shared with the FVSAS Board.

Grant from the Kohala center called the Kalabash Fund is designed to promote the use of more local food. It has to be submitted as a non-profit, not as state agency or school. The money is between \$25,000-\$50,000. 50% of the grant must be used to buy locally-sourced products. The school will handle the writing of this grant and tracking of documentation.

**Aubrey Hawk motioned to pursue the Kalabash Fund grant; David Goodman seconded the motion; no further discussion; all in favor (7); none opposed.**

The FVSAS facebook page can come down since the school page is more active.

Next meeting date/time: January 7, 2021 with a document review at 4:00PM; and the official Meeting at 4:30PM.

Motion to adjourn: **Ian Cole motioned to adjourn at 6:00PM; Lorna Larsen-Jeyte seconded; all**

**in favor (7); none opposed.**

Minutes respectfully submitted by

Mara Saltzman

FVSAS Secretary

Draft December 3, 2020

Approved January 7, 2021

**Addendum:**

FVSAS/VSAS Board Meeting  
Construction Notes (Subject to Change)  
December 2, 2020 (for December 3, 2020)

**Civil Construction.** See attached: Construction Tracking; Photo Journal; Change Order No. 3.

**Integral Consulting, Inc.** Final letter will be submitted to DOH. Integral Consulting, Inc., received Notice of Profile Approval Notice of Profile Approval: 344473HI from Waste Management on October 2, 2020 (see attached).

**Engineering Partners (EPI).** Scope of Work will not include gym and “historical” building. Standard Terms and Conditions are currently being negotiated. Engineering Partners have agreed to the Standard Terms and Conditions of being the “architect,” while SWD will take on the “design” role.

Phase II Building Permit Update

EPI will be contacting Kelly Wilson with DPW to discuss the kitchen trailer building permit, so to avoid any delays installation adjustments (e.g. gas tank and line). EPI is currently not contracted to facilitate the DOH Permit Application for the kitchen trailer.

Amended Final Plan Approval Letter received on December 2, 2020 (see attached).

**Seth Warner Design LLC.** Provided a fee proposal on August 16, 2020, which is still under review and cross comparison. The final draft work is not expected until after the EPI proposal/quote is approved by FVSAS.

**Mobile/Portable Kitchen.** The portable kitchen trailer is still stored at Keaau Service until a safe entrance and roadway is

completed at the Keakealani Campus (construction site), so the trailer can be transported safely on campus and stored.