DWELLING PLACE BOARD OF DIRECTORS
ENCLOSURES LIST
February 3, 2021

CALL-IN INFORMATION
Via computer or smart device: ......................... https://global.gotomeeting.com/join/557815069
Dial in using a phone: ...................................... 616.749.3122 Access code 557.815.069

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AGENDA

I. 7:30 Mission Moment

II. 7:40 Approval of Consent Agenda (Action Required)
   1. Board of Directors minutes (12/02/20)
   2. Committee minutes:
      a. Executive Committee Minutes (11/10/20)
      b. Executive/Governance Joint Committee Minutes (12/30/20)
      c. Finance Committee Minutes (10/28/20)
      d. Finance Committee Minutes (12/09/20)
      e. Governance Committee Minutes (11/17/20)
      f. Governance Committee Minutes (11/24/20)
      g. Governance Committee Minutes (12/15/20)
      h. Marketing & Development Committee Minutes (10/27/20)
      i. RED & Asset Management Committee Minutes (11/09/20)
      j. Resident Engagement Committee Minutes (11/03/20)
      k. Resident Engagement Committee Minutes (12/01/20)
      l. Succession Planning Committee Minutes (11/19/20)

III. 7:45 New Board Member Election and Committee-Affiliate Board Appointments (Action Required)
      1. Gustavo Rotondaro Dwelling Place Board
      2. Kim Sims Dwelling Place Board
      3. Abby Cribbs Marketing & Development Committee
      4. Doretha Ardoin Dwelling Place Regional Community Land Trust Board

IV. 7:55 Officer Elections for Vacant Positions Through June 2021 (Action Required)
      1. Renee Williams Vice Chairperson
      2. Sadie Erickson Treasurer and Finance Chairperson
      3. Lee Nelson Weber Secretary

V. 8:00 Marketing Plan Outcomes and Approval of 2021 Marketing Plan (Action Required)

VI. 8:35 Annual Planning Schedule Items
      1. Review of Mission and Bylaws
      2. Conflict of Interest Disclosure Update
      3. Review of Signing Authority for Financial Accounts
      4. Review Board Committee-Affiliate Board Appointments

VII. 8:50 Updates & Announcements
      1. Succession Planning Committee – Rich Kogelschatz
      2. Board Committees List & Contact Information – Zoe Post
      3. Strategic Planning Process Discussion 2022-2025

VIII. 9:00 Adjournment
Supplemental Materials:

1. Unapproved Minutes
   a. RED & Asset Management Committee Minutes (12/14/20)
2. Resignation Letters from Former Board Members:
   a. David Byers
   b. Eleanor Moreno
3. Board Applications
   a. Kim Sims
   b. Gustavo Rotondaro
4. Board Committees List
5. Board Contact Information List
6. Board Attendance Sheet
DWELLING PLACE OF GRAND RAPIDS
BOARD OF DIRECTORS
December 2, 2020
UNAPPROVED MINUTES

MEMBERS PRESENT
Annamarie Buller, David Byers, Juan Daniel Castro, Sadie Erickson, Francine Gaston, Kyle Irwin, Kellie Kitchen, Rich Kogelschatz, Lela Lyons, Angie Sanborn, Gil Segovia, Rick Stevens, Troy Stressman, Lee Nelson Weber

MEMBERS ABSENT
Eleanor Moreno, Renee Williams

STAFF PRESENT
Chris Bennett, Kim Cross, David DeVelder, Julia Ervin, Rebecca Long, Karen Monroe, Zoe Post, Steve Recker, Justin Rhodes, Jenn Schaub, Latrisha Sosebee, Denny Sturtevant, Felisha Rodriguez

Daniel Drent

The board meeting convened via conference call at 7:31 AM.

MISSION MOMENT
The board watched a video of Grand Rapids Poet Laureate and Dwelling Place resident Ericka “Kyd Kane” Thompson performing her piece “Broke(n) Hunger.”

APPROVAL OF CONSENT AGENDA
The consent agenda for the December 2, 2020 meeting contained the following items:

1. Board of Directors minutes (10/07/20)
2. Committee minutes:
   a. Executive Committee Minutes (09/08/20)
   b. Finance Committee Minutes (08/26/20)
   c. Governance Committee Minutes (09/15/20)
   d. Governance Committee Minutes (10/20/20)
   e. Marketing & Development Committee Minutes (08/25/20)
   f. RED & Asset Management Committee Minutes (09/14/20)
   g. RED & Asset Management Committee Minutes (10/12/20)
   h. Resident Engagement Committee Minutes (09/01/20)
   i. Resident Engagement Committee Minutes (10/06/20)
   j. Succession Planning Committee Minutes (09/24/20)
   k. Succession Planning Committee Minutes (10/22/20)

The consent agenda for the meeting was approved by motion of Francine Gaston, seconded by Annamarie Buller, and carried without objection.

BOARD MEMBER ELECTIONS
Ms. Lyons and Ms. Kitchen introduced themselves. Both residents of Muskegon Heights, Ms. Lyons is a resident of Roosevelt Apartments and Ms. Kitchen serves on the Muskegon Heights city council. Both women have been involved with Dwelling Place through the NeighborWorks Community Leadership Institute (CLI). At the recommendation of the Governance Committee, motion to elect Lela Lyons and Kellie Kitchen to the Board of Directors was made by Annamarie Buller, seconded by Rick Stevens, and carried unanimously.
NOTICE OF BANKING CHANGES

The executive committee, on behalf of the board, recently authorized a change in banking, moving accounts from PNC to United Bank. United Bank is a commercial tenant of Dwelling Place, helped with the PPP loan, and will waive a number of fees.

LARRY BRATSCHE AWARD WINNER

The Larry Bratschie award—so named in honor of longtime board member Larry Bratschie—is awarded once a year in celebration of a Dwelling Place resident that demonstrates outstanding leadership and community building. Starting in September, a committee of residents, staff, and community members reviewed 19 nominations and selected five finalists for an interview. Further evaluation selected a single winner and four honorable mentions.

This year’s winner, Herkimer Apartments resident Daniel Drent, discussed his passion for food security and access, particularly in the Heartside neighborhood where he lives. Mr. Drent serves on the board for the Heartside Downtown Neighborhood Association as well as the Heartside Gleaners Program, which provides fresh food access to the neighborhood.

Mr. Drent and the other four finalists will be featured in the Dwelling Place newsletter, website, and social media in upcoming months.

COVID 19 UPDATE

Five Dwelling Place staff members and some residents have gotten Covid 19, but the infection rate at Dwelling Place overall has remained low, in part due to the efforts of property management staff. The PPP loan allowed Dwelling Place to retain its staff; the finance department has worked hard to ensure this loan will be forgiven. Tenant receivables are about double what they were last year and cash flow is lower than last year, but Mr. Sturtevant reminded the board that 2019 was the best cash flow year ever for properties. Overall the organization has experienced some financial strain but has remained relatively stable considering the circumstances.

Mr. Recker detailed that Dwelling Place has maintained $3.9M cash on hand and that several major cash flow items stem from construction loans and pre-development activity funded by Dwelling Place and sponsor loans. Along with some miscellaneous items, Mr. Recker predicts Dwelling Place will end the year with $5.5-6M in cash, close to the projected amount of $6.8M.

Lease up for newer properties like Pine Avenue and Harrison Park has been slow due to the pandemic and will likely have credit adjusters around $150,000; Dwelling Place will likely fund this gap with an increased deferred developer fee. Mr. Sturtevant again stressed that the organization has the resources to achieve its mission.

PERSONNEL MANUAL

Staff has worked with legal counsel for several months to update the personnel manual, which has been reviewed and recommended by the Executive Committee. Motion to accept this recommendation and approve the changes was made by Sadie Erickson, seconded by Lee Nelson Weber, and carried unanimously.
| ANNUAL PLANNING SCHEDULE ITEMS | Mr. Sturtevant reviewed an update on the strategic plan, which was included in the board packet. Dwelling Place has made significant progress on all its five initiatives. |
| UPDATES & ANNOUNCEMENTS | **Succession Planning** The committee continues to meet once a month and has worked with Third Sector to draft a position profile and organizational assessment. The position will be posted starting February 1 with first round interviews to begin April 1. The committee will meet again this month to discuss a communications plan to make this announcement public. Board members and staff are invited to participate in a video call on Friday morning as part of the “First Fridays” series. |
| ADJOURNMENT | The Board of Directors meeting adjourned at 8:59 AM. |
The meeting was convened via video conference at 8:02 AM by Mr. Castro.

Approval of Minutes

Minutes of the Dwelling Place Executive Committee meeting of September 8, 2020 were approved by motion of Annamarie Buller, supported by Rick Stevens and carried without objection.

403B Plan Changes

Staff discussed the proposed changes to the 403(b) plan for Dwelling Place employees:

- Automatic enrollment for all employees
- Allow employees to convert pre-tax contributions to Roth contributions
- Increase Dwelling Place’s match from 4% to 5%
- Hardship distribution provisions in compliance with Bipartisan Budget Act

Since the changes must be approved a month in advance of the new plan year (January 1, 2021) and the next scheduled Board meeting is December 2, 2020, the resolution requires approval from the Executive Committee. At the recommendation of the Finance Committee, motion to approve both resolutions was made by Annamarie Buller, supported by Sadie Erickson and carried without objection.

Personnel Policy Amendments

Staff reviewed the major changes of the personnel policy, which include:

- Making explicit Dwelling Place’s compliance with the Michigan Paid Medical Leave Act
- Maintenance overtime policy
- Further detail for the internet use policy
- Expanded no smoking policies
- Changes in medical leave due to Covid-19 provisions
- Slightly more lenient gifts policy
- Added charts for clarity

Motion to recommend the revised personnel policy manual for approval by the full board was made by Rick Stevens, supported by Annamarie Buller, and carried without objections. The policy amendments will be added to the board agenda as a separate item.
The governance committee recently interviewed Kellie Kitchen for board service, but has had difficulty connecting with other candidates. Alonda Trammell is working with a Weston resident and may recommend they meet with the governance committee.

The December board agenda will contain the following items:

- Election of New Board Member(s)
- Election of Vice Chairperson
- DEI as a Standing Committee
- Personnel Policy Amendments
- Annual Planning Calendar items:
  - Review and approval of annual budget
  - Review and update strategic plan
  - Establish annual board goals
- Acknowledgement of Troy Zapolski resignation
- Acknowledgement of change in banking
- Succession Planning Committee update

Mr. Recker described a resolution to open two new accounts at United Bank, one for Dwelling Place and one for Elmdale NPHC. Most accounts will move to United Bank from PNC to eliminate fees. **Motion to authorize signing on the Dwelling Place account was made by Rick Stevens, seconded by David Byers and carried without objection.**

The Dwelling Place Executive Committee meeting was temporarily suspended at 9:01 AM and the Elmdale NPHC Board convened.

**Motion to authorize signing on the Elmdale NPHC account was made by David Byers, seconded by Juan Daniel Castro, and carried without objection.**

The Elmdale NPHC Board adjourned at 9:02 AM and the Dwelling Place Executive Committee resumed.

Mr. Sturtevant will provide an update on Covid-19’s impact on residents, staff, and the organization as a whole at the December board meeting.

The Executive Committee adjourned at 9:03 AM.
MEMBERS PRESENT

Annamarie Buller, Juan Daniel Castro, Sadie Erickson, Francine Gaston, Rick Stevens, Lee Nelson Weber, Renee Williams

STAFF PRESENT

Dennis Sturtevant

COMMENCEMENT

The meeting was convened at 10:00 AM.

The purpose of the special joint meeting was to recommend replacements for recently vacated officer positions on the board and to recommend a new Chairperson for the Finance Committee. The Joint Committee also considered a series of next steps to review and clarify committee structures and to consider strategies for improving our orientation process for new members to help them to become fully engaged on the board as soon as possible.

ACCEPTANCE OF DAVID BYERS AND ELEANOR MORENO BOARD RESIGNATIONS

The Joint Executive-Governance Committee reviewed the December 23rd email from David Byers to Juan Daniel Castro announcing his resignation from the Board of Directors. By consensus, the committee members agreed to accept David Byers’ resignation, effective December 23, 2020 and thanked him for his service on the board.

Eleanor Moreno also submitted her resignation from the board in an email to Juan Daniel Castro and Dennis Sturtevant, dated December 14th, citing new time constraints caused by her accepting a new position and other new personal and professional commitments she has taken on. By consensus, the committee also accepted Eleanor’s resignation and thanked her.

RECOMMENDED REPLACEMENTS FOR VACANT OFFICER POSITIONS

David Byers’ resignation created a vacancy for Board Treasurer and Chairperson of the Finance Committee. After some discussion, Sadie Erickson was nominated to be recommended to the full Board for appointment as the Board Treasurer and Chairperson of the Finance Committee. The Joint Committee then discussed potential candidates to replace Sadie Erickson as Secretary on the Board. After some discussion, Lee Nelson Weber was nominated to be recommended to the full Board for appointment as Board Secretary.

A motion was made by Annamarie Buller and supported by Rick Stevens to recommend that the Board appoint Sadie Erickson for the positions as Treasurer and Finance Committee Chairperson and Lee Nelson Weber for the position as Board Secretary, both filling the remaining portion of one year terms through the Annual Meeting and new elections in June 2021. The motion passed unanimously.
Juan Daniel Castro was asked by the Committee to send a letter to the full Board announcing the following:

1. The resignation of David Byers and Eleanor Moreno from the Board of Directors.
2. The addition of a new Board Member (Kim Sims) at the February Board meeting.
3. Recommendations for Board Officers to fill vacant positions until the Annual Meeting in June 2021. (Renee Williams for Vice Chairperson, Sadie Erickson for Treasurer and Finance Committee Chairperson and Lee Nelson Weber for Secretary).
4. The Governance Committee will review organizational needs for increasing current board participation and broader community engagement and expertise on various standing board committees.

The Joint Committee agreed to reconvene on January 12th to discuss the following topics:

1. Expanded orientation efforts for new board members with added focus on strategies to achieve full engagement as quickly as possible.
2. Review of Board Committee structures to improve function, efficiency and to reduce overlap in roles. A special focus will be on the roles of the Executive Committee relative to the Governance Committee and the Finance Committee relative to the Real Estate Development and Asset Management Committee.

Tim Orlebeke, our legal counsel, will be asked to attend that meeting to advise on legal matters related to board and committee structure.

The Executive Committee members also agreed to re-establish monthly Executive Committee meetings. The Governance Committee will continue to meet on a monthly basis until further notice.

The next Joint Executive and Governance Committee meeting will be held at 8:00am on Tuesday, January 12, 2021.

The meeting was adjourned 11:10 AM.
MEMBERS PRESENT: David Byers, Gil Segovia, Sadie Erickson, Angela Sanborn

MEMBERS ABSENT: Troy Stressman, Holly Jacoby

STAFF PRESENT: Dennis Sturtevant, Steven Recker, Chris Bennett, Jessica Johnson, Brandon Watson, Grace Thuo, Rebecca Long, Francisco Ramos Jr., Karen Monroe, Justin Rhodes, and Jessica Beeby

COMMENCEMENT: The meeting was convened at 12:03 pm by Mr. Byers

APPROVAL OF AUGUST MINUTES: Minutes of the Finance Committee meeting of August 26, 2020 were approved by motion of Ms. Erickson, supported by Mr. Segovia and carried unanimously.

403(b) UPDATE: Mr. Recker explained that the plan is reviewed annually by the Officers and summarized changes to the restated plan document for Dwelling Place’s 403(b), effective January 1, 2021:

- Automatic Enrollment – new and existing eligible employees will be enrolled at a pre-tax rate of 5% or may opt out. Automatic Enrollment was not previously offered.
- In-Plan Roth Transfer and Conversions – allows plan participants to make a request to convert pre-tax contributions into Roth contributions. The In-Plan option was not previously offered.
- Safe Harbor Contributions – a matching contribution equal to 100% of each participant’s elective deferrals but not to exceed 5% of the participant’s compensation. The previous maximum match was 4% of compensation.
- Hardship Amendment – language amended to conform to the hardship distribution provisions required under the Bipartisan Budget Act of 2018, effective 1/1/20. The plan does not allow for hardship distributions, but IRS requires plan documents to amend for the language in the Act.

There were additional questions about employee participation in the matching contribution portion of the plan and financial advisor support from Nationwide. While an exact figure wasn’t immediately available, Mr. Recker stated that he anticipates a 3-5% increase in participation due to implementing auto-enrollment and estimated approximately 15% of employees would choose to opt out. It was noted that Duncan Purvis (BHS Insurance) has been accessible to all employees, on an individual basis and via the Annual Benefits Briefing, to explain plan
details and options, though he is not a financial advisor per se. Mr. Recker also clarified that Beene Garter’s role is as the plan administrator and this includes reviewing the plan for compliance and notifying the Officers of changes during the annual review.

**Approval of the updates to the 403(b) Plan were approved by motion of Mr. Segovia, supported by Ms. Erickson and carried unanimously.**

The Board resolutions for the restated 403(b) plan document will go to the Executive Committee for approval in order to meet the December 1st deadline, as the next full Board meeting is not until December 2nd.

**MSHDA AND RURAL DEVELOPMENT 2021 PROPERTY BUDGET REVIEW**

Mr. Recker presented the 2021 budget review for MSHDA and Rural Development properties, adding that the budgets were averaged but do take into account the annual survey data and current vacancy loss and turnover rates. He noted that property performance compared to the budget would be addressed in the quarterly review presentation and that auditors will also comment if they have concerns during their review.

Each property was discussed individually, noting properties with surplus cash and/or break even pro forma and anticipated changes in cash flow within the next 2-3 years, related to various deal structures or expected changes, such as the transition to the Community Land Trust (CLT) model for Martineau and New Hope or re-syndication for Verne Barry Place (2022).

**DEI PLAN IMPLEMENTATION DISCUSSION**

Mr. Sturtevant provided background on the Dwelling Place Diversity, Equity, and Inclusion (DEI) Plan and the suggested generative questions for facilitating discussion on the plan and its goals with the intention to gather feedback from all departments and committees to develop a specific DEI work plan.

In alignment with the third goal of the plan, Mr. Recker described how some Dwelling Place accounts will be transitioned away from PNC Bank to United Bank. This was in part motivated by a reduction in bank fees, but also to strengthen the existing community partnership as United Bank is a commercial tenant and active local community member, including their participation in Dwelling Place’s Mindful Money Program, a resident-focused financial capabilities education initiative.
Ms. Erickson noted that the third goal (3.a) suggested a review and update of existing vendor procurement policies to increase opportunities neighborhood-based and minority- and women-owned business enterprise and this may be an area that the Finance Committee could review. Mr. Sturtevant added that this was a focus of the Real Estate Development and Asset Management Committee – to explore other options for contractors and sub-contractors, including a potential collaboration with Next Steps (Mel Trotter), which employs returning citizens. Along the same line, Ms. Sanborn suggested further review of Dwelling Place’s investments in an effort to be involved with more socially responsible companies. There was a general consensus that this information would be valuable as part of the analysis considering a complete investment opportunity.

Related to the first goal of the plan, Mr. Recker shared that the Finance Department staff has committed to additional communication measures to increase inclusion, including: a daily email thread, weekly team briefing, and quarterly team building events. Mr. Byers indicated he would like to explore ways something similar could be implemented between the non-staff Finance Committee members.

Mr. Sturtevant requested that the notes related to the DEI discussion be sent separately to Alex Valentine and/or Zoe Post.

**UPDATES AND ANNOUNCEMENTS**

There was a brief discussion about the upcoming deadline for filing 990s and Mr. Recker explained that he is waiting to file in order to include a K-1 from a partnership organization, but also noted that the information could be included in next year’s tax return so it will not prevent him from filing on time.

**PROPOSED AGENDA AND NEXT MEETING DATE**

The next Finance Committee meeting will be held on Wednesday, December 9th from 12:00 PM to 1:30 PM.

**ADJOURNMENT**

The Finance Committee meeting was adjourned at 1:35PM by Mr. Byers.
MEMBERS PRESENT: David Byers, Gil Segovia, Sadie Erickson, Angela Sanborn, Troy Stressman, Holly Jacoby

MEMBERS ABSENT: [None]

STAFF PRESENT: Dennis Sturtevant, Steven Recker, Kim Cross, Jessica Johnson, Brandon Watson, Grace Thuo, Rebecca Long, Francisco Ramos Jr., Laurie Mullennix, Karen Monroe, and Jessica Beeby

COMMENCEMENT

The meeting was convened at 12:00 pm by Mr. Byers

APPROVAL OF OCTOBER MINUTES

Minutes of the Finance Committee meeting of October 28, 2020 were approved by motion of Mr. Segovia, supported by Ms. Sanborn and carried unanimously.

DWELLING PLACE 2021 BUDGET REVIEW

Prior to presenting the 2021 budget, Mr. Recker provided the Committee a brief summary of assumptions, a written list was provided prior to the meeting.

The 2021 budget was reviewed by program with the following notable comments. Northern Trust provided estimates on market fluctuations and interest rates. There have been some changes in investments, more detailed information will be made available during their annual presentation in January. A surplus cash line was added to cash flow to show surplus cash transferred into Dwelling Place from properties. It was also noted that the line item for $758,000 was for the forgiveness of the PPP loan from April. It was reported yesterday that the loan should be forgiven before the end of the year, but has been budgeted in 2021 in case of a delay.

Mr. Recker presented an overview of individual department budgets with the following notable comments. Under Affordable Housing Management, a management fee of $856,000 from properties is paid to Dwelling Place to support staff salaries in the office. The Housing Development department budget includes staff salaries and fees for recent projects, namely the Ferguson renovation and construction of Avenida Brillante and Soereste Brillante (Bright Avenue and Bright Southwest, formerly Plaza Frankin and Plaza Grandville).

Total cash flow is budgeted at about $2.2 million. Mr. Recker noted that the budget will need to be updated to show a subtraction of $230,000 from the cash flow at West Shore Apartments in Whitehall, a rural development property, to account for the balloon mortgage. Mr. Recker
noted that the correction to the West Shore cash flow will be updated before going to the Board.

Mr. Segovia asked if it was possible to review a global cash flow for each property and/or further assistance in understanding the financial performance at the property level. Mr. Sturtevant mentioned that the RED & Asset Management Committee may have documentation that could be shared with the Finance Committee. Mr. Recker added that property performance is generally compared against the pro forma and performance concerns are reviewed and presented during Finance Committee meetings. The NeighborWorks bin metrics also assess and rate performance and auditors may also identify areas of concern.

**Recommendation of the 2021 Budget to the Board was approved by motion of Mr. Segovia, supported by Ms. Jacoby and carried unanimously.**

**PROPERTY INFORMATION DISCUSSION**

There was a discussion about requests for information from Committee members to staff. There was a general consensus that Committee members should coordinate requests through Mr. Sturtevant. Additionally, Mr. Sturtevant will review reports amongst other committees to assess what could be shared to reduce producing unique documents for individuals or committees.

**UPDATES AND ANNOUNCEMENTS**

Ms. Cross provided leasing updates for Harrison Park and Pine Avenue. Pine Avenue is 100% occupied as of last Friday and there are two remaining vacancies at Harrison Park and are anticipated to be occupied by the end of December. Mr. Sturtevant reported that Avenida Brillante and Soereste Brillante are still under construction, but progressing and property management staff are preparing for the start of lease up. He added that the Community Land Trust (CLT) is also progressing, with the first sale possibly occurring in January though more likely the first 1-3 sales will occur in the first quarter of 2021.

Mr. Byers commended staff on the forgiveness of the PPP loan.

**PROPOSED AGENDA AND NEXT MEETING DATE**

The next Finance Committee meeting will be held on Wednesday, January 27, 2021 from 12:00 PM to 1:30 PM.

**ADJOURNMENT**

The Finance Committee meeting was adjourned at 1:02PM by Mr. Byers.
MEMBERS PRESENT
Annamarie Buller, David Byers, Juan Daniel Castro, Holly Jacoby, Rick Stevens, Lee Nelson Weber

STAFF PRESENT
Zoe Post, Denny Sturtevant

The meeting convened via conference call at 9:02 AM.

APPROVAL OF MINUTES
Minutes of the Governance Committee meeting of October 20, 2020 were approved by motion of Annamarie Buller, supported by Lee Nelson Weber and carried without objection.

BOARD CANDIDATE UPDATES
The committee gave updates on potential board candidates:

- Gustavo Rotundaro: Recommended by Ms. Weber and interested in serving on the board.
- Victoria Kool: Recommended by Alonda Trammell and Ms. Buller, Ms. Kool has been part of the CLI team and is a long-term resident, but hesitant about serving on a board.
- Jennifer Beaven: Some concern about her ability/availability to serve on the board.
- Mo Townsend: May be too busy for board service and has not responded to communications.
- Kim Sims: Very involved in Muskegon Heights, interested in community development, and works, to a degree, in policy.
- Joyce Starr: Mr. Castro was not able to get in contact.

With the NeighborWorks triennial review currently planned for mid-February, the committee decided to prioritize Mr. Rotundaro, Ms. Lyons, Ms. Kool, and Ms. Sims. Committee members will reach out to these candidates and work with Ms. Post in an effort to schedule an interview in advance of the December board meeting. Mentors for the new board members will be selected at a future date.

DWELLING PLACE BOARD VICE CHAIRPERSON
The committee discussed both candidates for board Vice Chairperson—David Byers and Renee Williams—and whether or not the nomination should be by appointment by the current Chair or by recommendation by a committee vote. An initial motion to nominate Renee Williams to Vice Chairperson was made by Annamarie Buller and supported by Lee Nelson Weber. The motion failed with a 3:3 vote. As the committee could not reach consensus, the issue was tabled for further discussion.

AFFILIATE BOARD APPOINTMENTS
Dwelling Place has a number of affiliate boards on which Dwelling Place Board members may be appointed or required to serve. The committee discussed the following entities:
Sawkaw Inc
Motion to recommend that the Dwelling Place Board reappoint Larry Titley, Juan Daniel Castro, and Renee Williams to the Sawkaw Inc. Board was made by Rick Stevens, seconded by Lee Nelson Weber, and carried without objection.

DP CLT Board
Troy Zapolski has resigned from the board. Mr. Byers has expressed interest in serving as the board’s fifth member. Motion to recommend Mr. Byers to service on the Dwelling Place Community Land Trust Board was made by Lee Nelson Weber, supported by Rick Stevens, and carried without objection.

Genesis NPHC
Larry Titley and Francine Gaston are willing to continue to serve on the board, but would like to step down when new members can be identified. Motion to recommend reappointing Larry Titley and Francine Gaston to the Genesis NPHC Board was made by Rick Stevens, supported by Lee Nelson Weber, and carried without objection.

Elmdale NPHC and DP General Partnerships
Mr. Sturtevant chairs the board and elected officers of Dwelling Place serve as the other board members. Mr. Sturtevant will review the bylaws with Tim Orlebeke to determine term limits and whether these appointments are made automatically or require an action from the Dwelling Place Board.

Participation in these boards will be included when evaluating Dwelling Place board attendance.

OTHER BUSINESS
Virtual Board Meeting Inclusion Webinar
Mr. Stevens, Mr. Byers, and Ms. Post all attended a webinar hosted by NeighborWorks about inclusion at virtual meetings. They reported several recommendations from the meeting:

- Place discussion items early in the agenda and routine items last
- Foster a culture of inquiry and elicit input from a diversity of voices: the familiar, the challenging, and the emerging
- Invite feedback with a post-meeting evaluation

The committee will consider implementing one of these ideas at the next meeting. Ms. Post will confer with the Tech Committee about available features for encouraging participation in virtual meetings.

ADJOURNMENT
The Governance Committee meeting adjourned at 10:32 AM.
MEMBERS PRESENT          Annamarie Buller, David Byers, Holly Jacoby, Rick Stevens, Lee Nelson Weber

MEMBERS ABSENT           Juan Daniel Castro

STAFF & GUESTS PRESENT    Zoe Post, Denny Sturtevant
                          Lela Lyons

The meeting convened via conference call at 2:36 PM.

BOARD CANDIDATE INTERVIEW

Ms. Buller introduced Ms. Lyons, noting that staff recommended her having collaborated with Ms. Lyons during NeighborWorks’ Community Leadership Institute. Ms. Lyons, a resident of Roosevelt Apartments in Muskegon Heights, described for the committee her many years of experience in customer service at Consumers Energy and her empathetic approach to the needs of her community. Ms. Lyons intentionally connects with other residents of Muskegon Heights and was actively involved in planning the exercise park at Roosevelt.

The committee discussed Ms. Lyons’ skill set, noting that she could be an asset to both the Resident Engagement and Marketing & Development Committees in addition to full board service. **Rick Stevens made a motion to recommend Ms. Lyons to the Dwelling Place Board of Directors, pending review of her application materials. This was seconded by Holly Jacoby and carried unanimously.**

OTHER BUSINESS

The committee discussed the best approach to board recruitment, Ms. Nelson Weber suggesting that the committee interview a larger pool of candidates to garner interest in board service and onboard new members as the needs of the board change.

Other potential board candidates discussed are:

- Kayla Morgan, potential CLT homebuyer
- Mallory Patterson, resident of Martineau
- Recommendations from Continuum of Care, Community Rebuilders, and Family Promise

Ms. Post will create a list of mentors and mentees on the board for the committee to review when selecting mentors for new board members.

ADJOURNMENT          The Governance Committee meeting adjourned at 3:38 PM.
The meeting convened via conference call at 9:07 AM.

APPROVAL OF MINUTES

Minutes of the Governance Committee meeting of November 17, 2020 were approved by consensus.

Given the pending resignation of David Byers from the Dwelling Place Board of Directors, the committee rescinded the recommendation to appoint him to the CLT Board of Directors. Holly Jacoby has also resigned from the committee.

BOARD CANDIDATE INTERVIEW

After some brief introductions, Kim Sims expressed her interest in and appreciation for Dwelling Place’s work in Muskegon Heights, describing it as a “big nonprofit with a grassroots feel.” Ms. Sims described the unique housing needs in the area, stressing the need for public and private collaboration in developing trust with the community. As the former mayor of Muskegon Heights, Ms. Sims is familiar with barriers to housing that prevent families from accessing the resources they need.

After some discussion, motion to recommend Ms. Sims to the Dwelling Place Board of Directors was made by Rick Stevens, supported by Lee Nelson Weber, and carried unanimously.

DWELLING PLACE BOARD VICE CHAIRPERSON

The committee discussed the need to fill the vacant officer positions on the board, Mr. Stevens reminding everyone that the positions are only temporary and will be reevaluated at the annual meeting in June. After considerable discussion, the committee agreed by consensus to recommend Renee Williams as the Vice Chairperson and Sadie Erickson as the Treasurer (in addition to her role as Secretary) for the remainder of the one-year term.

As there have been several new board members in the last year, Mr. Castro will prepare materials regarding Excellence in Governance principles to discuss at the next meeting.

OTHER BUSINESS

Mr. Sturtevant will meet with new board members Lela Lyons and Kellie Kitchen to discuss onboarding and technology needs.

ADJOURNMENT

The Governance Committee meeting adjourned at 10:26 AM.
The meeting was convened via video conference at 10:03 AM by Rick Stevens.

DONATIONS SINCE LAST MEETING

The number of donations in 2020 is fewer than that of 2019, but the overall dollar amount is about the same. A $100,000 grant application for the Frey Foundation is underway to assist with the capital campaign.

Ms. Sosebee discussed possible segmenting of the Dwelling Place donor list. The mailing list currently includes about 1300 contacts, but only 171 unique donors gave to Dwelling Place last year. Despite this disparity, the committee recognized the value of sending marketing materials to the full list in an effort to raise brand awareness.

YEAR-END GIVING

“Housing is a solution” (to family instability, healthcare access, homeownership, and other issues) is the theme of this year’s giving campaign, which will feature a two-page mailing and a series of billboards. The campaign will be visually engaging and center around personal stories of how housing has helped individuals and families in various ways. The committee suggested additional wording to highlight Dwelling Place’s 40 years in the community. Ms. Sosebee will email a final draft to the committee before the materials are mailed.

DIVERSITY, EQUITY, & INCLUSION PLAN

The committee discussed the following ideas for incorporating DEI goals into the Marketing & Development Committee:

- Create Spanish language promotional videos and add Spanish subtitles to existing videos
- Translate essential Dwelling Place documents into Spanish and ensure there is a staff point of contact with whom prospective residents can follow up
- Promote Dwelling Place involvement opportunities, such as volunteer events and board service, to a broader range of community organizations and groups
- Expand reach to local faith communities, particularly those in census tracts that Dwelling Place serves, to develop a better understanding of community needs and to provide resources about Dwelling Place housing initiatives and involvement opportunities
• Develop a speakers bureau with a variety of individuals who could speak at churches and other groups and promote housing as a social justice cause
• Review photos and language surrounding physical and cognitive ability, gender, ethnicity, and other identity markers to create more inclusive external and internal Dwelling Place materials

VOLUNTEER PROGRAMMING

Heartside Bulb Planting
Mr. Molhoek reported on the first in-person volunteer event since the start of the pandemic, a bulb-planting and gardening event in the Heartside neighborhood. Twenty people, including employees from community partner Progressive A&E, participated in the outdoor event. Volunteer sign-ups were coordinated by United Way as part of its “month of caring” September campaign. The event had a 94% satisfaction rating from the participants and met 70% of ideal outcomes for a volunteer event. Mr. Molhoek mentioned some difficulty holding volunteer orientation virtually and hopes to have follow-up opportunities ready to go following future volunteer events.

The committee suggested creating a calendar of volunteer opportunities, including opportunities for board members, so participants are better able to plan how they volunteer with Dwelling Place.

Collections Drives: Welcome Baskets
As the holiday season draws nearer, Mr. Molhoek will begin to connect to local churches to donate items for welcome baskets for residents at the new Dwelling Place properties available this winter.

ADJOURNMENT
Mr. Stevens adjourned the meeting at 11:38 AM.
MEMBERS PRESENT  Rich Kogelschatz, George Larimore, Mike McDaniels, Larry Titley, Lee Nelson Weber

MEMBERS ABSENT  Juan Daniel Castro, Eleanor Moreno

STAFF & GUESTS PRESENT  Alex Valentine, Chris Bennett, Kim Cross, David de Velder; Rebecca Long, Scott Page, Zoe Post, Steve Recker, Dennis Sturtevant, Stephen Wooden

The meeting was convened via conference call at 11:31 AM by Mr. Kogelschatz.

APPROVAL OF MINUTES  Mr. Titley asked for clarification regarding the receivables in the “Other Business” section. Ms. Post will adjust the minutes accordingly. Minutes of the Dwelling Place RED & Asset Management Committee meeting of September 14, 2020 were approved with noted edits by motion of Larry Titley, supported by Lee Nelson Weber and carried without objection.

CLT  City Tax-foreclosed Lots  Dwelling Place is considering applying to purchase a lot at 609 Lincoln NW, one of 5 tax-foreclosed homes offered to nonprofits by the City of Grand Rapids in conjunction with the state land bank in an effort to ensure permanent housing affordability. The house on the lot could be demolished and at least 2 homes constructed in its place. Mr. de Velder presented a pro-forma that included estimates of the cost of the lot ($12,500), modular construction costs ($211,000), and cost to each buyer ($160,500). Funding for the $73,000 gap could come from local banks and foundations, brownfield TIF, or directly from Dwelling Place, but the city will require Dwelling Place to develop the site in a relatively short amount of time regardless of its ability to raise funds.

Recognizing that the process could require as much as $75,000 of Dwelling Place funds to complete, motion to proceed with the 609 Lincoln project was made by George Larimore, seconded by Mike McDaniels, and carried without objection.

BROWNFIELD TIF UPDATE  Dwelling Place was invited to participate in a half-market-rate, half-affordable housing project in Grand Haven by Michigan Community Capital (MCC). This development could effectively illustrate the use of brownfield TIF to MSHDA. Mr. Larimore presented a proforma based on the proposal from MCC for twenty 1,100ft² single family homes. The average market value would be $225,000, leaving a funding gap of $77,560 per unit; about $56,000 of this could be covered if use of brownfield TIF is approved. The CLT would sell the TIF stream to a CDFI or other socially-motivated
investor to convert the TIF funds into immediately usable dollars. Staff will present this model to MCC and to partners at other potential sites.

**PROJECT UPDATES**

**Ferguson:** Framing continues on the property management office and the lobby area is nearing completion.

**Plaza Roosevelt:** Construction going well; delay on countertops at Franklin has been resolved, but there is a delay with doors at Grandville due to a quality control issue.

**Holland:** Still waiting on acquisition; working with Ryan Kilpatrick to engage the new owner of the 9th St. property. Parking requirements may mean acquisition of an additional corner lot on 9th or 10th St.

**OTHER BUSINESS**

Ms. Long shared that the total amount of receivables for Dwelling Place at the end of October was about $118,400; nearly $43,000 in September—a 2.09% increase from September—but a -11% change for the last 30 days. About $22,000 of the rental assistance funds have been used.

**ADJOURNMENT**

The meeting was adjourned at 12:56 PM by Mr. Kogelschatz.
The meeting was convened at 10:04 AM by Ms. Buller.

**APPROVAL OF MINUTES**

Approval of the October 2, 2020 were not approved, there being no quorum present.

**STAFF IDEAS FOR RESIDENT QUALITY OF LIFE**

Drawing on results of the resident survey, Ms. Schaub presented staff goals and long-term implementation strategies to improve resident quality of life:

1. Better connect residents to neighborhood activities and associations
2. Improve resident pride
   - Trash cleanup, improvement projects, involve residents in decorating the property and facilitating events
3. Improve awareness of Resident Services Coordinator support
   - Work with RSCs to determine outreach tools at Commerce, BSP, and Weston
4. Improve feelings of safety
   - Safety tips on easy-to-read sheets, connect residents with property management and local police, address safety areas in parking lots and other areas
5. Activate common areas
   - Decorating lobbies, hallways, and doors; property improvement projects
6. Promote getting out and staying Covid-19 safe
   - Connect residents to free parks and recreation activities, physical activities including gardening, and social zones
7. Build on existing successful programs
   - Walking tours, gardening, Mindful Money program and business classes, volunteer events, mental health training
8. Feedback loop/Learn more about resident interests
   - Focus groups for property-specific challenges and interests, resident success stories, evaluate best times for events
9. Better promotion of programs and improvements
   - Resident wellness assessment interest followup, promote property improvements and conduct focus groups
The committee supported the many initiatives suggested by staff and discussed how to best prioritize them. Essential to the conversation is the input of property staff, who will receive the resident survey results soon and may be able to make additional suggestions for resident engagement.

To foster resident sense of safety with engagement activities, the committee suggested making CSAs more visible, informing residents when their feedback is used to make a change at their property, and finding ways for neighbors to get to know one another, such as a newsletter with staff and resident mini-biographies.

The committee also proposed volunteer projects to decorate for the holidays at different properties, and involving local organizations, clubs, or churches to sponsor these and other volunteer projects to connect residents to the broader community.

OTHER BUSINESS

Resident Engagement Survey
Surveys will be mailed this week and respondents asked to submit their completed survey by November 20th. A gift card drawing, eye-catching envelope, and digital version of the survey were added to improve participation.

Resident Wellness Assessments
378 assessments have been completed across Dwelling Place properties; this reduced number may be due to divided staff time and busy residents. Staff will work with Alonda Trammell and Kim Cross to determine if assessments should continue for all residents or only those with high needs scores.

UPDATES

- A digital tour of the window gallery exhibition “Home in the Time of Quarantine” at 106 S Division is now available.
- A video highlighting Dwelling Place gardens will be added to the website in lieu of the annual in-person garden tour.
- The Mindful Money program has been featured in The Rapidian; the participants will graduate from the program next Wednesday.

ADJOURNMENT
The Resident Engagement Committee was adjourned at 11:34 AM by Ms. Buller.
The meeting was convened at 10:02 AM by Ms. Buller.

Approval of Minutes

Approval of the October 2, 2020 and November 3, 2020 were approved by Dondrea Brown, supported by Annamarie Buller and carried unanimously.

Facilitating Committee Meetings

Following October’s discussion about DEI goals, Ms. Buller asked the committee if anyone would be willing to facilitate a future meeting. Mr. Anderson volunteered, and will meet with staff to plan the January committee meeting.

Mindful Money Cohort Update

Ms. Thuo and Mr. Brown gave an update on the mindful money cohort, a program that provided financial coaching to six Dwelling Place residents. Group coaching via Zoom, discussions based on lessons from My Money & Me Academy, and individual coaching sessions with Ms. Thuo and Ms. Tammy Karas and all assisted residents in pursuing their financial goals and graduating from the program.

For the 2021 program, Gil Segovia of the Dwelling Place board and an additional staff member will coach a new group of about 10 residents to allow Ms. Thuo and Ms. Karas to continue their work with the previous cohort. Dwelling Place will also partner with Project GREEN to provide residents the opportunity to build credit through rent reporting. More focus will be placed on measurable outcomes such as credit score to evaluate the effectiveness of the program and improve NeighborWorks reporting.

Updates

Larry Bratschie Award

The resident award has been slightly altered from previous years to include a more robust committee to review applicants, a single writer to describe the accomplishments of each applicant (to ensure that residents are evaluated on their community contributions rather than writing style), and a larger list of nominees to be shared via social media. The winner of the award will be announced at the December board meeting and featured in the January newsletter.

Schedule

The committee changed its standing meeting time to 10:00am on the third Wednesday of the month. The next meeting will be January 20, 2021.
**Additional Committee Members**

As the committee is in need of resident representation, staff will discuss the list of Bratschie Award nominees to see if any would be a good fit for service on the Resident Engagement Committee.

**ADJOURNMENT**

The Resident Engagement Committee was adjourned at 11:04 AM by Ms. Buller.
MEMBERS PRESENT  Juan Daniel Castro, Sadie Erickson, Rich Kogelschatz, Rick Stevens

MEMBERS ABSENT  Annamarie Buller, Gil Segovia, Renee Williams

GUESTS PRESENT  Jan Glick and Heyward Watson, Third Sector Company (TSC)

The meeting convened via video conference at 11:01 AM.

APPROVAL OF MINUTES  Minutes of the October 22, 2020 Succession Planning Committee were approved by consensus.

THIRD SECTOR UPDATE  Third Sector provided a summary of their efforts and thoughts to date, from conducting interviews through creating the position profile and organizational assessment:

1. Denny’s departure date was reaffirmed as July 30, 2021; the position will be formally announced on February 1, 2021.
2. The board and Denny will want to consider a consulting agreement if assistance is needed after that date.
3. Mr. Watson performed most of the interviews and thought the process went well.

ORGANIZATIONAL ASSESSMENT & POSITION PROFILE  Third Sector presented a draft of the organizational assessment and position profile for the committee to review. After adjusting the documents in response to comments from the committee, Third Sector will prepare final drafts.

OTHER BUSINESS  ● Confirmed no internal candidates
● Third Sector stressed the need for confidentiality through the process
● December meeting agenda:
  ○ Advertising the position
  ○ Communication with stakeholders
  ○ Updated organizational assessment
  ○ Updated position profile

ADJOURNMENT  The CEO Succession Planning Committee adjourned at 12:42 PM.
Year End 2020 Marketing & Fundraising Review

**Objective 1: Celebrate 40 years of investing in affordable housing to establish Dwelling Place as an industry leader.**

**Ongoing:***
- Coffee Table Book (Spring 2021)
  - Internal Writing team established (August 2020)

**Completed:***
- Design and Secure a 40th Birthday Billboard campaign (December 2020-January 2021)
- Host contests to engage residents and nearby neighbors
  - Naming Roosevelt Senior Exercise Park (completed, sign being created and installed August/September 2020)
- Promotional materials highlighting 40 years (New logo, shirts, pens etc)
- All team members received new Dwelling Place 40th anniversary Swag, bags and T-Shirts the Dwelling Place Community Report (August 2020-ongoing)
- Host contests to engage residents and nearby neighbors
  - Naming Plaza Roosevelt Buildings (September 2020)

**Outcomes:***
- In 2020 we hosted two community contests to select the names of a park space in Muskegon Heights Michigan and the two new apartment communities in the Roosevelt Park neighborhood.
  - In Muskegon Heights residents selected the name “A Little Slice of Heaven Park” and commissioned the creation of a sign for the park space. We received 11 name suggestions from both within the apartment community and the surrounding neighborhood.
  - In Roosevelt Park Neighborhood residents selected the names “Suroeste Brillante” located at 347 Franklin Street and “Avenida Brillante” located at 652 Grandville Avenue. In total we received 12 name suggestions for the two new affordable housing communities.
- In October 2020 art kits were distributed to over 70 Dwelling Place families with supplies and an invitation to participate in the Kid Art Competition. In December, 14 people voted on the 5 submissions and selected 1 piece as their top choice.
- In December and January to celebrate Dwelling Place’s 40th Celebration, 4 Digital Billboards were located along major highways leading into Grand Rapids, Holland and Muskegon.
Objective 2: Increase brand visibility to grow new audiences.

Ongoing:
- Grow Instagram/Facebook by 5%
  - Instagram- December 2019: 1065   December 2020: 1225   Growth= 15%
  - Facebook - December 2019: 2541   December 2020: 2836   Growth= 11.6%
- Improve Website Google Analytics
  - July 2020 highest recorded website traffic since new website was launched (18,161 views from 4,546 unique visitors)
  - November highest recorded website traffic since new website was launched (November 12,926 views from 9,374 unique visitors)
- Grow relationships with local media outlets
- Identify target organizations for guest speaking opportunities (churches, community groups, institutions, and businesses)
  - Speaker opportunities included but were not limited to: GR Lions Club/GR Breakfast Club, GVSU Grand Forum (1) DGRi Alliances (1) DDA (1) Heartside Business Association (1) and United Way outreach (3) to local businesses which included Steelcase, City of Grand Rapids, General Donors.
- Produce and distribute select printed materials in Spanish Language
  - Materials for Brillante Apartments naming contest and application process were distributed in Spanish and English language
- Meet industry standards for open rate & click rate for Dwelling Place Newsletter
  - Subscribers - December 2019: 2429   December 2020: 3052 (increase of 25%)
  - Open Rate Yearly Average - 2019: 19.03%   December 2020: 18.06%  (Decrease of .5%)

Outcomes: Dwelling Place invested in creating unique web content including:
- Community Land Trust (1,058 Views)
- Harrison & Pine Grand Opening (666 Views)
- Brillante Apartments application process (7,909 Views)
- Heartside Historic Walking Tours (183 Total Views)
- Covid Response Page ( 1,244 Views)
  - 147 of donations through Amazon Wishlist
- “At Home in a Time of Quarantine” (780 Views )
  - The Curator of the Grand Rapids Art Museum shared the following social media comment “Congratulations, What a great Ambitious idea and the digital content is really interesting” Facebook, October 2020.

Objective 3: Enhance brand to maintain existing audiences.

Ongoing:
- Yearly Corporate Brochure Insert
  - Segmenting the Dwelling Place mailing list (October 2020)
- Instagram/Facebook: Increase post engagement
  - Facebook: Dec 2019: 38 engagements/post   Dec 2020 :17 engagements/post
- Provide timely stories and content on monthly e-newsletter and social media
  - In 2020 monthly newsletters were published the fourth Tuesday of the month
- 2-3 key pieces of content shared monthly
- "Wow - what a newsletter again. I am impressed and kind of with awe reading all the stories, ideas, offers. Dwelling Place - a place where people can dwell. This newsletter is very supportive." - Carola Deemter, Dwelling Place Resident
- Example: Announcing the CLT

- Include monthly blog content and news on Dwelling Place Website
  - Monthly newsletters have been going out on the 4th week of the month.
- Five new significant “features” added to the website, CLT Website, Brillante Apartments, Harrison Park / Pine Avenue Grand Opening, Covid 19 Response, Heartside Historic Tours, “Home In a Time of Quarantine” art showcase

**Outcomes:** Unique web content encourages social media sharing. Each post expands brand awareness by reaching new audiences and directing new visitors to the Dwelling Place website. In 2020, 6,403 visitors came directly from Facebook to our website and 18 directly from Instagram to our website. Two examples include:
- Brillante Apartments was shared on Facebook 774 times
- Regional CLT Website was shared on Facebook 40 times

In addition, articles written by and about Dwelling Place and published on the Rapidian help us tell robust stories about our work and outcomes. In 2020 we published 7 Rapidian Articles generating 349 likes, shares, or comments on Facebook. One article featured a story about the Mental Health Training that Dwelling Place hosted on November 3rd which got over 90 interactions on Facebook.

Content shared by other organizations also directs new audiences to our website.
- 1,738 visitors from DGRI website
- 665 visitors from Grand Rapids Housing Commission website
- 45 visitors from Kent County Relief Fund website

**Objective 4: Improve internal brand awareness to strengthen staff engagement.**

**Completed:**
- Dwelling Place branded swag (Distributed Spring 2020)

**Ongoing:**
- Establishing a Dwelling Place Archive (Fall 2020 - Winter 2021)
  - Materials were reformatted and digitized October 2020
  - Materials were sorted (September 2020)
  - Going to be scanned and uploaded (Winter 2021)
- Quarterly Internal Newsletter
  - Replaced with weekly calls starting in April 2020
  - Added First Friday Deep Dives (started in September 2020)

**Outcomes:** December First Friday call hosted a deep dive into the founding of the Dwelling Place featuring original board members, staff and community supporters. Staff comments included:
“(I) love what is being presented today, that is truly awesome. I would have never guess this company was rooted from God. I am now inspired knowing God’s hands were involved in the building of Dwelling Place, Amen” - Jason Turgeon, Maintenance Tech at Roosevelt Apartments

“Agreed! Thank you all for your experiences, joys and memories of Dwelling Place. Learned much and greatly encouraged.” - Julia Ervin, Resident Leadership Coordinator, AmeriCorps VISTA

**Fundraising Objective 1: Increase Individual Giving**

**Ongoing:**

- 10% increase in giving from current donors
  - Individual Donors (who have previously given):
    - December 2019: 49 donors ($32,475)
      - Median Gift Size: $400
    - December 2020: 48 donors ($28,450)
      - Median Gift Size: $300
    - 2.1% decrease in the number of individual donors and 12.4% decrease in total donation amount from 2019 to 2020
  - Increase of 25 new individual donors
    - 37 new individual donors with donations totalling $7,905.
    - Median Gift Size: $200
    - Additional giving through new donors who contributed to our Amazon Wishlist.

**Outcomes:** In 2020, we increased the number of individual donors and individual donations, but decreased the total amount of those donations.

  - We did not meet our goal of a 10% increase in giving from current donors.
  - We exceeded our goal of bringing in 25 new individual donors. Of 84 unique individual donors, 37 were new donors—a 68% increase compared to new donors in 2019.

**Fundraising Objective 2: Increase sponsorship for Dwelling Place 40th Anniversary**

- Goal: $125,000 in sponsorships, 7 new event sponsors
- No event sponsorship in 2020

**Outcomes:** Due to the worldwide pandemic no fundraising event was held in 2020, resulting in no event revenue was recorded.

  - Did not meet the goal of a $125,000 in sponsorships, 7 new event sponsors
Fundraising Objective 3: Increase funding for operating support, program or capital projects.

Ongoing:
- Program & Operating Funding
  - Identify a minimum of 2 new donor opportunities
  - Minimum of $37,000 (does not include Neighborworks Funds)
  - 2020: $48,453 in Program Grants (this includes grants *administered* through NeighborWorks but not grants *provided by* NeighborWorks)

- Capital Funding
  - Goal- minimum of 5 capital contributions giving a minimum of $550,000
  - 2020 - 6 donors who have contributed $900,000 meeting and exceeding the goal
    (Includes $50,000 grant from Republic Services for a playground and garden at New Hope Homes)

Outcomes: In 2020, we exceeded our goal for fundraising for operating support, program and capital projects.
- Met our goal of a 2 new donor opportunities
  - Examples: Mindful Money, COVID Support Donations, Adopting the National Financial Capability Standards
- Approximately $48,453 in Program Grants -not including NeighborWorks funds

Fundraising Objective 4: Increase donations from businesses to support programs & special events

Ongoing:
- A minimum of 25 new businesses will be approached to support programming and special events. (In 2019 there were 12 business donors)
  - In 2020 there were a total of 10 businesses, 6 of which had donated previously.

Outcomes:
- In 2020, we met our goal of approaching a minimum of 25 new businesses to support programming and special events.
  - 4 new business gave to Dwelling Place in 2020
  - 5 new businesses participated in Welcome Home Basket Drives
  - Over 75 organizations were invited to CLT information sessions

Expanded our reach to new organizations to fund and participate in new programming. (CLT, Mailing List, Welcome Baskets)
<table>
<thead>
<tr>
<th>Months</th>
<th>Unique Events (virtual)</th>
<th>Additional Media</th>
<th>Mailed Marketing</th>
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<tbody>
<tr>
<td>January - March</td>
<td>Lunch &amp; Learn - Heartside CLT (completed)</td>
<td>Dwelling Place Birthday Card (completed)</td>
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<tr>
<td>April - June</td>
<td>Pine &amp; Harrison - Virtual Grand Opening feature on Dwelling Place Website (Completed)</td>
<td>Special Edition Newsletter - Announcement of New Community Land Trust Initiative (Completed)</td>
<td>Letters to Donors (Early June)</td>
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<td></td>
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<td>Staff Recognition</td>
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<tr>
<td></td>
<td></td>
<td></td>
<td>- 40th shirts</td>
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<td></td>
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<td>- Personalized Letter from Officers (Completed)</td>
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<td>July - September</td>
<td>Hops and Housing - Gardening (August) (COVID Postponed)</td>
<td>Billboards (September-December) (completed)</td>
<td>Community Report 2019 (Completed)</td>
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<td>Special Edition Newsletter (Not completed)</td>
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<td></td>
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<td>Plaza Roosevelt Project overview (September)</td>
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<tr>
<td>October - December</td>
<td>Hops and Housing - Advocacy in Support of Affordable Housing (October) (COVID Postponed)</td>
<td>Share Stories from the 40th Anniversary Book (Not completed)</td>
<td>Year End Appeal (Completed)</td>
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<td>40th Anniversary Video for release in early 2021 (beginning to work on 2021)</td>
<td>40th Anniversary Book (ongoing 2021)</td>
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## Supporting Donation Charts

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<td>Donors</td>
<td>Dollars</td>
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<td>Total Individual Donors</td>
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<td>First time/New individual donors</td>
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<td>Individual donors who gave the year before</td>
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<td>Donors</td>
<td>Dollars</td>
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<tr>
<td>Total Capital Contributions</td>
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<td>Total Program Contributions</td>
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<th>YTD 2020</th>
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<tbody>
<tr>
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<td>Donors</td>
<td>Dollars</td>
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<tr>
<td>Total business donors</td>
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<tr>
<td>Total businesses who also donated prior to this year</td>
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<td>$2,500</td>
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<td>Total special event donations</td>
<td>70</td>
<td>$103,389</td>
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Marketing Plan 2021

Introduction

The Marketing and Development Committee is a standing committee of the Dwelling Place Board of Directors that exists to raise funds, expand awareness of the work of Dwelling Place, gain new friends in the community, and provide oversight and direction of fundraising events and tactics that fit within the overall strategic goals of the organization. The committee meets once a month.

Approved by Dwelling Place Board annually the purpose of the Resource Development Plan is to identify the activities Dwelling Place will undertake to expand the Dwelling Place brand and grow an active audience of community members who will alert Dwelling Place of opportunities for growth.

- Outline strategies to build awareness of the Dwelling Place brand
- Identify ways to help connect Dwelling Place to key demographics
- Identify means by which to expand philanthropic giving
- Evaluate and measure the impact of annual marketing and fund development initiatives

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Build Brand Awareness

Position Dwelling Place as an organization with expertise in the field of community development corporations in the West Michigan area. **Strategies to build awareness of the Dwelling Place brand** have been broken out into 4 objectives.

**Objective 1:** Increase brand visibility to grow new audiences.
- Refresh Dwelling Place brand with new color scheme and feature fonts
- Identify racially diverse marketing partners for video & design work
- Produce and distribute select printed materials in Spanish language
- Identify opportunities to be culturally responsive
- Grow relationships with local media outlets
- Identify target organizations for guest speaking opportunities (churches, community groups, institutions, and businesses)
- Meet industry standards for open rate & click rate for Dwelling Place newsletter

**Objective 2:** Improve internal brand awareness to strengthen staff & board engagement.
- Establishing a Dwelling Place archive
- Add a minimum of three (3) members to Marketing and Development Committee
- Continue Monthly First Friday Calls with staff/board
- Refresh Dwelling Place branded swag
- Identify opportunities for staff/board members to serve as brand ambassadors
- Strengthen internal use of Paylocity to share staff content

**Objective 3:** Enhance brand to maintain existing audiences
- Launch Customer Relationships Management (CRM) software for donor/volunteer tracking
- Segmenting the Dwelling Place mailing list
- Provide timely stories and content on monthly e-newsletter and social media that represent the diversity across Dwelling Place communities
- Include monthly blog content and news on Dwelling Place website
- Grow website traffic / social media following by 5%

**Objective 4:** Celebrate Denny Sturtevant’s retirement and his 32 years of investing in affordable housing to establish Dwelling Place as an industry leader.
- Series of *Fireside Chats* highlighting Denny’s impact and history with the organization
- Publish *40th Anniversary Coffee Table Book*
- Host Series of 2+ Retirement Events virtual or in-person
Schedule of Events

Our quarterly in-person events and direct mail will feature stories that share our mission’s impact. These events and mailings, paired with daily social media posts and monthly newsletters will allow our donors, future donors, volunteers, and community members, sharing the value of our work and the impact on the communities we serve. All event marketing includes regular e-newsletter and social media content.

<table>
<thead>
<tr>
<th>Months</th>
<th>Recurring Events (scalable)</th>
<th>Unique Events</th>
<th>Mailed Event Marketing</th>
</tr>
</thead>
<tbody>
<tr>
<td>January - March</td>
<td>● Fireside with Denny Chats</td>
<td>● Madison Lofts/ Brillante Apartments Celebration</td>
<td>● Denny’s Retirement Announcement</td>
</tr>
<tr>
<td>April - June</td>
<td>● Fireside with Denny Chats</td>
<td>● Virtual celebration for first CLT buyer</td>
<td>● Denny’s Retirement Invite + CLT Buyer Announcement</td>
</tr>
<tr>
<td>July - September</td>
<td>● Hops &amp; Housing - Holland or CLT site outside of GR</td>
<td>● Retirement Party ● Volunteer Recognition Event</td>
<td>● Announcement of new CEO + 2020 Community Report published</td>
</tr>
<tr>
<td>October - December</td>
<td>● Hops &amp; Housing - Holland or CLT site outside of GR</td>
<td>● Larry Bratschie Award Showcase + Staff Recognition (November)</td>
<td>● Year End Appeal</td>
</tr>
</tbody>
</table>

Fundraising Goals

Staff will engage Board members, committee members and other volunteers to identify new potential ways to expand philanthropic giving.

Objective 1: Increase Individual Giving

- 10% increase in giving from current donors
- Increase of 25 new individual donors

Objective 2: Increase sponsorship for annual fundraiser (Larry Bratschie Awards)

- $125,000 in sponsorships
- 7 new event sponsors

Objective 3: Increase funding for operating support and programming.

- Program & Operating Funding
  - Identify a minimum of 2 new donor opportunities
- Minimum of $37,000 (does not include NeighborWorks Funds)

**Objective 4:** Increase donations from businesses to support programs & special events

- A minimum of 25 new businesses will be approached to support programming and special events.

### 2021 Key Demographics

Donor list segmentation breaks down our audience into different categories. These categories recognize similar characteristics among an audience and identify core messages for targeted outreach.

<table>
<thead>
<tr>
<th>Age Range</th>
<th>Key Engagement Strategy</th>
<th>Core Message</th>
<th>Example Gift</th>
<th>Outreach</th>
</tr>
</thead>
</table>
| Under 24 | Volunteering opportunities & direct service involvement | Your time is valuable and getting involved makes a difference | Property Days | Messaging platform:  
Social Media  
Newsletter  
Activities:  
Committee Service  
Volunteer Service  
In-person events |
| 24-35    | Some volunteering, giving to identified specific needs | Your giving directly impacts a person’s quality of life | Welcome Baskets | Messaging platform:  
Social Media  
Newsletter  
Activities:  
Committee service  
Hops & Housing |
| 36-45    | Monetary contributions via direct and indirect giving or community foundation | Your giving creates stability for families and neighborhoods | Payroll Deduction (United Way Panel) | Messaging platform:  
Social Media  
Newsletter  
Direct mail  
Activities:  
Committee & Board service  
Hops & Housing |
| 46-60    | Monetary contributions via direct repeat donations moving towards sponsorship | Your giving is an Investment in your community, supporting persons whose experiences are complex | Monthly or Annual contributions | Messaging platform:  
Social Media  
Newsletter  
Direct mail  
Activities:  
Committee & Board service  
Annual Fundraiser |
<table>
<thead>
<tr>
<th>Age Group</th>
<th>Monetary Contributions</th>
<th>Traditional Giving</th>
<th>Messaging &amp; Activities</th>
<th>Staffing Needs</th>
</tr>
</thead>
<tbody>
<tr>
<td>60 &amp; up</td>
<td>Monetary contributions via direct repeat donations and sponsorship. Generational giving and estate planning.</td>
<td>Your giving is an investment in your community, creating a legacy.</td>
<td>Annual contributions Event Sponsorships</td>
<td>Assigned staff will implement strategies and tactics outlined in the 2021 Branding Plan consistent with goals from the 2021 Strategic Plan. Staff includes but is not limited to:</td>
</tr>
<tr>
<td>New Business Sponsors</td>
<td>Monetary contributions at a $1,000 - $5,000 level to fund specific initiatives.</td>
<td>Your giving creates stability for families, neighborhoods and directly impacts people's quality of life.</td>
<td>Welcome Baskets Property Days</td>
<td></td>
</tr>
<tr>
<td>Existing Business Sponsors</td>
<td>Increased monetary contribution at</td>
<td>Your business is contributing to building stability for families, neighborhoods and directly impacts people.</td>
<td>Event Sponsorship Program Sponsorship</td>
<td></td>
</tr>
</tbody>
</table>

**Staffing Needs**

Assigned staff will implement strategies and tactics outlined in the 2021 Branding Plan consistent with goals from the 2021 Strategic Plan. Staff includes but is not limited to:

1. Marketing Coordinator
2. Volunteer Coordinator
3. Director of Community Building & Engagement
4. CEO
5. Executive Assistant
## Attachment 1. From Awareness to Action

<table>
<thead>
<tr>
<th>Marketing Stages</th>
<th>Awareness</th>
<th>Understanding</th>
<th>Interest</th>
<th>Support</th>
<th>Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>Communication Phases</td>
<td>All</td>
<td>Content creation</td>
<td>Traditional Media engagement</td>
<td>Social Media Engagement</td>
<td>Influencer Engagement</td>
</tr>
<tr>
<td>Public Relations Activity</td>
<td>Audience Reach (traditional/ Social Media Impressions/Target audience impressions)</td>
<td>Number of articles</td>
<td>Video views</td>
<td>Frequency Share of Voice</td>
<td>Key message alignment</td>
</tr>
<tr>
<td>Intermediary Effect</td>
<td>Target Audience Effect</td>
<td>Unaided awareness</td>
<td>Aided awareness</td>
<td>Knowledge about area</td>
<td>Knowledge about creative spaces/businesses on the Avenue</td>
</tr>
</tbody>
</table>
MISSION, VISION, VALUES STATEMENT

MISSION STATEMENT
Dwelling Place improves the lives of people by creating quality affordable housing, providing essential support services, and serving as a catalyst for neighborhood revitalization.

VISION STATEMENT
1. Dwelling Place will provide quality housing and supportive services which respond to the needs of its customers. Commitment and dedication to the wellbeing of the whole person will characterize Dwelling Place.
2. Diversification of housing will be a hallmark of future developments, with efforts made to create varied types of mixed-income housing throughout West Michigan. Dwelling Place will continue to creatively collaborate with others in building healthy neighborhoods with our primary focus being housing creation, which supports economic revitalization and stabilization.
3. Dwelling Place will continue to strengthen its internal resources in order to guarantee its long-term effectiveness. This effort will include the initiation of new fund development endeavors to help ensure the long-term financial stability and success of the organization, as well as strengthening staff effectiveness by providing appropriate professional development opportunities.

CORE VALUES AND BELIEFS
WE BELIEVE
- Diversity in people and in the use of land builds healthy neighborhoods.
- All people deserve a choice of quality affordable housing environments.
- Dwelling Place should act as a leader in the field of housing development.
- Our residents are our customers and they deserve and expect professionalism in the services they receive.
- The input of our customers and an ingrained respect and trust of the broader community is crucial to our success.
- Staff and Board must have opportunities for professional development and personal growth.
- Financial stability is crucial in order to fulfill its mission.

WE VALUE
- High standards of ethics and conduct of the staff and Board.
- An open and inclusive decision-making process.
- Substantial and significant communication between all of our constituents.
- Collaboration and alliance building with others in order to encourage neighborhood revitalization and stabilization.
AMENDED AND RESTATED BYLAWS
OF
DWELLING PLACE OF GRAND RAPIDS NONPROFIT HOUSING CORPORATION
(As of August 3, 2016)

ARTICLE I
NAME and PURPOSES

Section 1. Name. The name of the corporation shall be Dwelling Place of Grand Rapids Nonprofit Housing Corporation hereinafter referred to in these Bylaws as the “Corporation”.

Section 2. Purposes. The purposes for which the Corporation is formed are those stated in the Restated Articles of Incorporation. The programs of the Corporation shall include the creation of new housing and/or the rehabilitation and preservation of existing housing stock for the purpose of providing affordable housing for low and moderate income persons. The Corporation’s activities and purposes shall be as permitted for a nonprofit corporation by State law in accordance with the provisions of Section 501(c)(3) of the Internal Revenue Code. The Corporation shall have such additional purposes as shall be approved from time to time by the Board of Directors and incorporated into the Articles of Incorporation.

ARTICLE II
OFFICES

Section 1. Registered Office. The Corporation shall have and continuously maintain in the State of Michigan a principal office and a registered office located at 101 Sheldon Blvd. SE, Suite 2, Grand Rapids, MI 49503. The Corporation may, by resolution of the Board of Directors, change the location of the registered office to any place in the State of Michigan.

Section 2. Other Offices. The Corporation may also maintain offices at such other places, within or without the State of Michigan, as the Board of Directors may, from time to time, establish.

Section 3. Geographic Jurisdiction. The geographic area in which the Corporation shall conduct business includes Kent, Muskegon, Ottawa, Oceana, Newaygo, Ionia, Montcalm, Allegan, Mason, Lake, Osceola, Mecosta, Van Buren, Kalamazoo, and Barry Counties.

ARTICLE III
MEMBERS

Section 1. Directorship. The Corporation shall be organized on a directorship basis and governed exclusively by its Board of Directors. An Honorary Director as defined in Article IV shall not participate in the Corporation’s governance nor, except as defined in Article IV, Section 1, be considered a corporate director for any other purpose under these Bylaws or the Michigan Nonprofit Corporation Act.

Section 2. Special Class of Members. The Board of Directors may, from time to time as such Board deems necessary, create a Special Class of Members (each one of whom shall be called a “member”) of the Corporation in order to further the Corporation’s lawful purposes. The duties of the Special Class of Members will be defined by the Board of Directors. A Special Class of Members will be appointed by and serve at the pleasure of the Board of Directors, and
such appointees will be bona fide members of the Corporation. The Board of Directors may authorize the Chief Executive Officer of the Corporation to act on its behalf in appointing members of the Special Class of Members. Members of the Special Class of Members shall have no voting power unless empowered with such by specific resolution of the Board of Directors nor does the appointment or maintenance of the Special Class of Members affect the Corporation’s system of governance. Candidates for a Special Class of Members must be employees of, volunteers associated with, or directors of the Corporation. No part of the net earnings of the Corporation may inure to the benefit of any Special Member.

ARTICLE IV
DIRECTORS

Section 1. General Powers. All the lawful powers of the Corporation shall be vested in and exercised by or under the authority of the Board of Directors and the business and property of the Corporation shall be managed and controlled by such Board. The Corporation shall in no manner be controlled by any private individual(s) or entity(s) seeking to derive profit or gain from the Corporation. The Board of Directors shall exercise all of the powers that may be exercised by the Corporation under the statutes of the State of Michigan, the Articles of Incorporation, and these Bylaws. This general grant of power to the Board of Directors shall not be deemed to be curtailed by any other provisions of these Bylaws that declare the powers of, or impose any duty on, the Board of Directors in any specific matter.

Section 2. Rules, Regulations and Policies. The Board of Directors may adopt such supplementary rules and regulations for the transaction of its business, not inconsistent with these Bylaws, as it shall deem necessary or advisable. In addition to, but not inconsistent with these Bylaws, the Board of Directors may adopt such policy statements as it shall deem advisable to clarify and sustain (a) the Corporation’s mission, and (b) the model of governance chosen by the Board for the Corporation.

Section 3. Number and Composition of Directors. The Board of Directors shall consist of at least ten (10), but no more than twenty-one (21) Directors. Within these limits, the Directors then in office may establish by majority vote, at any annual, regular or special meeting of the Board, the number of Board Directorships, and any subsequent increase or decrease in that number. At least one-third of the Board of Directors shall be representatives of the low-income community, being either 1) residents of low-income neighborhoods, 2) other low-income community residents, or 3) elected representatives of low-income neighborhood organizations. No more than one-third of the Board of Directors may be public officials or employees of a CHDO Participating Jurisdiction or State Recipient.

Section 4. Terms of Office. Each Director elected to the Board shall serve for a term of three (3) years or until his/her successor is properly elected. A Director elected to fill a vacancy created by the resignation or removal of another Director will serve the unexpired portion of the predecessor’s term of office, and will then be eligible for election to a full three (3) year term.

Section 5. Resignation and Removal. A Director may resign by written notice to the Corporation, specifying the effective date of such resignation. If no date is specified, the resignation shall be effective upon receipt by the Corporation. A Director may be removed, with cause, by a vote of majority of the Directors then in office at any regular, special or annual meeting. For purposes of applying this provision, “cause” for which a Director may be removed, shall include, but not be limited to, nonfeasance, malfeasance, misfeasance, conduct detrimental
to the interest of the Corporation, lack of sympathy with its objectives, failure to render reasonable assistance in carrying out its purposes and poor attendance at meetings. Any Director proposed to be removed shall be given at least ten (10) days’ notice in writing by mail of the meeting of the Board at which such removal is to be voted upon, and shall be entitled to appear before and be heard by the Board at that meeting.

Section 6. Vacancies. When any vacancy is created on the Board of Directors by reason of death, resignation, incapacity, removal of the incumbent, increase in Board size, or for any other cause, the remaining Directors shall fill such vacancy by majority vote at a regular, special or annual meeting of the Board. Each Director so appointed by the Board shall hold office for a full elective term, in the case of a new Director, or for the unexpired portion of the term of his or her predecessor.

Section 7. Noncompensation. No compensation shall be paid to the Directors of the Corporation for their services as Directors.

Section 8. Executive Committee. The Executive Committee shall be composed of the Chairperson, Vice Chairperson, Secretary, Treasurer, and one or more other members of the Board of Directors. The Executive Committee shall be vested with the power to act on behalf of the Board of Directors between Board meetings. The Executive Committee shall report all actions taken between Board meetings to the Board of Directors at the next regularly scheduled meeting of the Board of Directors.

Notwithstanding the powers granted in the above paragraph, the Executive Committee may not take action, make decisions, incur obligations, or exercise power without the ratification of the Board of Directors with respect to:

(a) the sale of all or substantially all of the assets and property of the Corporation;
(b) any amendment or restatement of the Articles of Incorporation or these Bylaws that would materially and adversely affect the purpose and affairs of the Corporation;
(c) any action that would result in a material change in the character of the Corporation’s business;
(d) any act that would make it impossible for the Corporation to carry on its ordinary business;
(e) any act that would dissolve the Corporation or cause it to go out of business; or
(f) any act that would contravene any provision of the Articles of Incorporation, these Bylaws, or the Michigan Nonprofit Corporation Act.

Section 9. Committees of the Board and Delegation of Authority. The Board shall have the power to create such committees as it shall deem necessary to conduct its affairs, and to appoint such members to its committees as it deems appropriate. Within the limits provided by law the Board of Directors may delegate, to the extent that it considers desirable or necessary, any portion of its authority to manage, control, and conduct the current business of the Corporation, including the investment and reinvestment of institutional funds, to any standing or special committee of the Corporation or to any officer, employee, or agent.

Section 10. Limited Liability for Directors and Officers. For the purposes of this section, the terms “volunteer director” and “volunteer officer” shall have the same meaning as the term “volunteer director” as defined by the Michigan Nonprofit Corporation Act, and any amendment or successor thereto. “Volunteer director” is defined by the Michigan Nonprofit Corporation Act.
as “a director who does not receive anything of more than nominal value from the corporation for serving as a director other than reasonable per diem compensation and reimbursement for actual, reasonable, and necessary expenses incurred by a director in his or her capacity as a director.”

(a) **Volunteer Directors' and Volunteer Officers’ Liability To The Corporation.** Volunteer directors and volunteer officers of the Corporation shall not be personally liable to the Corporation for monetary damages for any breach of their fiduciary duty, except for the following:

(i) breaches of the Director's or officer’s duty of loyalty to the Corporation;
(ii) acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
(iii) violations of Section 551(1) of the Michigan Nonprofit Corporation Act, as the same may be amended.

MCL 450.2551(1) states: In addition to any other liability imposed by this act or other law upon directors of a corporation, directors who vote for, or concur in, any of the following corporate actions are jointly and severally liable to the corporation for the benefits of its creditors, shareholders, or members, to the extent of any legally recoverable injury suffered by such persons as a result of the action but not to exceed the amount unlawfully paid or distributed:

(a) Distribution of assets to shareholders or members contrary to this act or contrary to any restriction in the articles of incorporation or bylaws.
(b) Purchase of shares or memberships of the corporation contrary to this act or contrary to any restriction in the articles or bylaws.
(c) Distribution of assets to shareholders or members during or after dissolution of the corporation without paying, or adequately providing for, all known debts, obligations, and liabilities of the corporation.
(d) Making of a loan to an officer, director, or employee of the corporation or of a subsidiary thereof contrary to this act.
(iv) transactions from which the Director or officer derives an improper personal benefit;
(v) acts or omissions occurring before January 1, 1988; and
(vi) acts or omissions that are grossly negligent.

(b) **Volunteer Directors’ and Officers’ Liability To Third Parties.** To the fullest extent now or hereafter permitted by law and by regulations and rulings issued by the Internal Revenue Service, the Corporation shall assume all liability for monetary damages to persons other than the Corporation for all post-incorporation acts and omissions of the Corporation's volunteer Directors and officers in their capacity as Directors and officers, if all of the following are met:

(i) the Director or officer was acting, or reasonably believed he or she was acting, within the scope of his or her authority;
(ii) the Director or officer was acting in good faith;
(iii) the Director's or officer’s conduct did not amount to gross negligence or willful and wanton misconduct or an intentional tort;
(iv) the Director’s or officer’s conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed under the Michigan No-Fault Act, MCL 500.3135.
This assumption of liability will continue for the lifetimes of all persons who have ceased to be volunteer Directors or volunteer officers of the Corporation, and shall also inure to the benefit of their respective heirs and personal representatives.

(c) Subsequent Amendments. Any repeal, modification or adoption of any provision in these Bylaws inconsistent with this section shall not adversely affect any right or protection of a Director or officer of the Corporation existing at the time of such repeal, modification, or adoption.

(d) Liability Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation against any liability asserted against that person and incurred because of his or her status or activities as a Corporation Director, officer, employee or agent, regardless of whether the Michigan Nonprofit Corporation Act expressly gives the Corporation power to indemnify that person.

Section 11. Honorary Director. The Board of Directors may, from time to time at its discretion, appoint a current or former Director as an Honorary Director to recognize the individual’s contributions to the Corporation. An Honorary Director may attend and participate in all Board meetings, functions, special projects, and events. The specific duties of an Honorary Director, if any, shall be defined by the Board of Directors, subject to the limitations contained in Article III, Section 1.

ARTICLE V
MEETINGS OF DIRECTORS

Section 1. Annual Meetings. The annual meeting of the Board of Directors of the Corporation shall be held no later than June 30th of each year, at a date, time and place designated by the Board.

Section 2. Business at Annual Meetings. Pursuant to MCL 450.2901, and any amendment or successor thereto, the Corporation shall cause a report of the Corporation for the preceding fiscal year to be made and presented at the annual meeting of the Board of Directors. The report shall include the Corporation’s year-end statement of assets and liabilities, and the principal change in assets and liabilities during the year preceding the date of the report. The report may be distributed by electronic transmission, but the Corporation shall also provide the report in written form to a director upon request. When required by these Bylaws, the Directors shall also elect Directors to succeed those whose terms are due to expire in that year. As provided elsewhere in these Bylaws, the officers of the Corporation shall be elected by the Directors at their annual meeting. In addition, the Directors shall conduct such other business as may properly come before their annual meeting.

Section 3. Special Meetings. Special meetings of the Board of Directors for any purpose or purposes, may be called by the Chairperson. Special meetings of the Board of Directors shall be called by the Chairperson upon the written request of not less than two (2) Directors.

Section 4. Notice of Meeting. Written notice stating the place, day and hour of a meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered either personally or by mail to each Director, not less than ten (10) days nor more than sixty (60) days before the date of any meeting. If mailed, such notice shall be
deemed to be delivered when deposited in a post office or official depository under the exclusive care and custody of the United States Postal Service, addressed to each Director, at the address of the Director as it appears on the books of the Corporation, with postage prepaid thereon. Notice of a meeting may also be delivered personally to a director, sent by facsimile or other electronic transmission, or telephoned or otherwise orally noticed to a director not less than 10 days nor more than 60 days before the date of any meeting.

Additionally, any notice required by these Bylaws may be delivered to the directors by electronic transmission, unless a director has requested notice by other means.

Section 5. Waiver of Notice. Whenever any notice is required to be given to any person under the provisions of these Bylaws, the Corporation's Articles of Incorporation, or any statute, a waiver thereof in writing signed at any time, whether before or after the time of meeting, by the person entitled to such notice shall be deemed equivalent to the giving of such notice. Attendance at a meeting in person constitutes a waiver of notice of the meeting, except when a person attends the meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business on grounds that the meeting is not lawfully called or convened.

Section 6. Conduct of Meetings. The Chairperson shall preside over all such meetings and the Secretary of the Corporation, or else a person chosen for the purpose, will act as Secretary for such meetings.

Section 7. Quorum. A majority of the Directors of the Corporation then in office shall constitute a quorum at any meeting. If less than a quorum of directors is represented at a meeting, a majority of the Directors so represented may adjourn the meeting from time to time without further notice. At any such adjourned meeting at which a quorum is present, any business that may have been transacted at the meeting as originally called may be transacted.

Section 8. Voting. At any meeting, each Director shall be entitled to one (1) vote upon every matter submitted to a vote of the Board of Directors. A vote may be cast either orally or in writing. An action shall be authorized by a majority of the votes so cast, unless a greater plurality is required by law or by these Bylaws.

Section 9. Presumption of Assent. A Director who is present at a meeting of the Board of Directors at which action is taken on any Corporation matter shall be presumed to have assented to the action unless a dissent shall be entered in the minutes of the meeting or unless the Director shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof, or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action. A Director who is absent from a meeting of the Board at which any such action is taken is presumed to have concurred in the action unless the Director files a dissent with the Secretary of the Corporation within a reasonable time after obtaining knowledge of the action.

Section 10. Participation. A Director may participate in any meeting of the Board of Directors by conference telephone or similar communications equipment or other means of remote communication by means of which all persons participating in the meeting are able to hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at the meeting. A meeting of the Board may be conducted solely by means of remote communication.
Section 11. **Action By Written Consent Without Meeting.** Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, without prior notice, and without a vote, if a consent in writing setting forth the action so taken is signed by all members of the Board of Directors.

**ARTICLE VI**

**OFFICERS, AGENTS AND EMPLOYEES**

Section 1. **Officers and Agents.** The officers of the Corporation shall consist of a Chairperson, a Vice Chairperson, a Chief Executive Officer, a Secretary, a Treasurer, a Chief Financial Officer, and may also include such other officers, agents and employees as the Board of Directors may deem proper. Multiple offices may be held by the same person, except for the offices of Chief Executive Officer and Chairperson, which shall not be held simultaneously by the same person, and the offices of Treasurer and Chief Financial Officer, which shall not be held simultaneously by the same person. An officer shall not execute, acknowledge or verify an instrument in more than one capacity if the instrument is required by law to be executed, acknowledged or verified by two or more officers. The Chairperson shall be elected from among the Directors in office. Other officers, agents and employees of the Corporation need not be Directors. Except for the offices of Chief Executive Officer and Chief Financial Officer, Directors may serve as officers, agents or employees of the Corporation.

Section 2. **Election and Terms of Officers.** Except for the Chief Executive Officer and the Chief Financial Officer, officers of the Corporation shall be elected annually by the Board of Directors at its annual meeting for one (1) year terms. Each officer shall hold office until the officer's successor shall have qualified, or until death, incapacity, or until the officer shall resign or shall have been removed in the manner hereinafter provided. The Chief Executive Officer and the Chief Financial Officer shall be appointed by, and serve at the pleasure of, the Board of Directors and shall not be subject to annual election.

Section 3. **Resignation and Removal.** An officer or agent may resign at any time by giving written notice to the Corporation. The resignation shall be effective upon its receipt by the Corporation or at a subsequent time specified in the notice of resignation. An officer or agent elected or appointed by the Board of Directors may be removed by the Board, with or without cause, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create any contract rights. Any officer proposed to be removed shall be given at least ten (10) days’ notice in writing by mail of the meeting of the Board at which such removal is to be voted upon, and shall be entitled to appear before and be heard by the Board at that meeting.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board of Directors for the unexpired portion of the officer's annual term.

Section 5. **Chairperson.** A Director shall be elected by the Board of Directors to serve as Chairperson of the Board. The Chairperson shall preside at all meetings of the Board of Directors and of the Executive Committee, and shall perform such other duties as may be determined by resolution of the Board of Directors.

Section 6. **Vice Chairperson.** In the absence of the Chairperson, or in the event of the Chairperson’s death or inability to act, the Vice Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all the powers of and be subject to all the restrictions
upon the Chairperson.

Section 7. **Chief Executive Officer.** The Chief Executive Officer shall be the principal executive officer of the Corporation and, subject to the control of the Board of Directors, shall supervise and control all of the business and affairs of the Corporation. The Chief Executive Officer is the President of the Corporation within the meaning of the Michigan Nonprofit Corporation Act. The Chief Executive Officer may sign any deeds, mortgages, bonds, contracts, and other legal instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by law to be otherwise signed or executed. The Chief Executive Officer shall see that all orders, resolutions, policies and missions of the Board of Directors are carried into effect and shall be an *ex officio* member of all standing committees and shall attend, but not vote at, all meetings of the Board. In addition, the Chief Executive Officer shall have the general powers and duties of supervision and management usually vested in the office of chief executive officer or president of a corporation and such other duties as may be prescribed by the Board of Directors from time to time. The Chief Executive Officer shall be accountable to the Board for the Corporation’s performance and financial integrity. During the absence or disability of the Chief Executive Officer the Board may, at its discretion, appoint an Acting Chief Executive Officer to perform the duties of the Chief Executive Officer, as described herein.

Section 8. **Secretary.** The Secretary shall attend all meetings of the Board of Directors of the Corporation and keep the minutes of its meetings in one or more books provided for that purpose. With the assistance of the Chief Executive Officer and staff support, he or she shall safely keep in his or her custody the corporate records of the Corporation and keep a current register of the post office address of each Director. He or she shall give or arrange all notices required by statute, these Bylaws, or resolution of the Board of Directors and shall perform any other duties as may be delegated by the Chief Executive Officer or by the Board of Directors. In the event of the Secretary's absence from a meeting, the Chairperson may designate an Acting Secretary to record the proceedings at that meeting.

Section 9. **Treasurer.** The Treasurer shall work closely with the Chief Executive Officer and Chief Financial Officer to coordinate:
- Approval of financial procedures and practices, including internal controls;
- development of an annual budget for presentation and review by the Board;
- provision of an audited annual financial report to the Board;
- establishing and periodically reviewing the Corporation’s insurance coverage;
- developing and implementing a financial plan which maximizes return on funds.

Section 10. **Chief Financial Officer.** The Chief Financial Officer shall have charge and custody of, and be responsible for, all funds of the Corporation, shall receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and shall deposit all such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these Bylaws. In addition, the Chief Financial Officer shall perform all such other duties as from time to time may be assigned to the Chief Financial Officer by the Chief Executive Officer or by the Board of Directors.

All checks and orders for the payment of money may be signed by the Chief Financial Officer, or by such other person as is specifically authorized by the Board of Directors.
The books kept by the Chief Financial Officer shall at all times be open to the inspection of any Director of the Corporation. The Chief Financial Officer shall render such statements of the accounts to the Board of Directors as they may require and shall make a full report of the financial condition of the Corporation at each annual meeting of the Board of Directors.

Section 11. **Execution of Legal Instruments.** Unless revoked or restricted by a specific resolution of the Board of Directors, the Chairperson, Vice Chairperson, Chief Executive Officer, Secretary and Treasurer are generally authorized to execute deeds, mortgages, bonds, contracts and all other legal instruments on behalf of the Corporation.

Section 12. **Compensation of Officers and Agents.** All officers other than the Chief Executive Officer and Chief Financial Officer shall serve without compensation except as otherwise directed by the Board of Directors. The Board of Directors shall have the power to: employ agents, factors, clerks, counsel, accountants and employees; to fix their compensation; to prescribe their duties; and to dismiss them without prior notice.

**ARTICLE VII**
**FISCAL YEAR**

The fiscal year of the Corporation shall begin on January 1st and end on December 31st of each year.

**ARTICLE VIII**
**AMENDMENT OF BYLAWS AND RESTRICTIONS**

Section 1. **Amendment of Bylaws.** All provisions of these Bylaws, except Article IX, shall be subject to amendment consistent with Act 162, Public Acts of 1982, State of Michigan (Michigan Nonprofit Corporation Act), as the same may be amended, and Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended, at any annual, regular, or special meeting of the Board of Directors by a two-thirds (2/3) vote of the Directors then in office, provided that notice of the proposed amendment shall have been mailed with notice of such meeting to each Director not less than ten (10) days nor more than sixty (60) days before the date of the meeting.

Section 2. **Restriction on Benefit.** No part of the net earnings of the Corporation may inure to the benefit of any Director, founder, contributor, or private individual, except that the Corporation may pay reasonable compensation for services rendered to it and may make payments and distributions in furtherance of its purposes as set forth in Article II of these Bylaws.

Section 3. **Distribution and Retention of Income.** Notwithstanding any other provision of these Bylaws, if at any time the Corporation shall be a private foundation as defined in Section 509 of the Internal Revenue Code of 1986 (“Code”), as the same may be amended, then during such time the Corporation shall distribute its income at such times and in such manner as not to subject the Corporation to tax under Section 4942 of the Code, shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, shall not retain any excess business holdings as defined in Section 4943(c) of the Code, shall not make any investment in any manner as to subject the Corporation to tax under Section 4944 of the Code, and shall not make any taxable expenditure as defined in Section 4945(d) of the Code.
Section 4. Restriction Against Lobbying and Political Campaigning. No substantial part of the activities of the Corporation shall consist of engaging in propaganda, influencing legislation, or participating in or intervening in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IX
DISTRIBUTION OF ASSETS UPON DISSOLUTION

If the Corporation should ever be dissolved, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, distribute all remaining assets of the Corporation exclusively to such charitable, religious, scientific, educational or other organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Code) as the Board of Directors shall determine.

ARTICLE X
COMMUNITY BENEFICIARY ENGAGEMENT

As part of the development process for each affordable housing project or program undertaken by the Corporation, the Chief Executive Officer shall appoint an advisory committee to advise the Corporation in its decisions regarding the design, siting, development, and management of the project or program to be undertaken. The advisory committee will be composed as follows: fifty percent (50%) will be beneficiaries of the proposed project or program and fifty percent (50%) will be members of the Corporation’s Board of Directors. The committee shall meet and shall report to the Board of Directors as directed by the Chief Executive Officer.

Effective Date: August 3, 2016
CONFLICT OF INTEREST/GIFTS POLICY

This Policy applies to everyone who is a board member, committee member, employee or officer of Dwelling Place of Grand Rapids NPHC ("Dwelling Place") and to consultants for Dwelling Place, and is designed to ensure that decisions made on behalf of Dwelling Place are not influenced by competing interests. The people to whom this policy applies will be referred to as "covered persons."

CONFLICT OF INTEREST

No covered person shall participate in the selection, award or administration of a contract with Dwelling Place if a conflict of interests would be involved. A conflict of interests would be involved whenever

1. Any covered person;
2. Any member of the immediate family of the covered person;
3. Any partner of the covered person; or
4. Any organization that employs, or is about to employ, any of the above has a financial or other interest in the person or firm selected for the contract.

GIFTS

The general rule is that covered persons may not solicit or accept any gifts, that is, gratuities, favors or anything of value, from contractors, potential contractors or other parties doing business with Dwelling Place.

The general rule will not apply to gifts to Dwelling Place for the benefit of the entire staff and/or board of directors of Dwelling Place, such as sponsorship of holiday parties or events to which all members of the staff and/or board of directors are invited. Moreover, the general rule will not apply to gifts to any covered person totaling not more than $100 in any calendar year from any one contractor, potential contractor, or party doing business with Dwelling Place. A covered person may accept gifts from different contractors, potential contractors, and parties doing business with Dwelling Place so long as the total of all gifts in any calendar year from any one such party does not exceed $100.

The CEO and/or Chair of the board of directors may grant additional exemptions to the gifts policy in appropriate circumstances. The CEO will memorialize any such exemptions with a memo in the file.

Covered persons who have received gifts from a contractor, potential contractor or other party doing business with Dwelling Place must disclose all such gifts in the previous calendar year on the Conflicts of Interests/Gifts Disclosure Statement which they must file every year.

ADMINISTRATION

1. Covered persons should report violations of this Policy to the CEO with respect to staff or consultants and to the Chair of the board with respect to the CEO or board or committee members. Any such report will be investigated regardless of whether a formal complaint has been made.
2. Any covered person who is alleged to have violated this policy shall be entitled to meet with the CEO and/or Chair of the board to discuss the alleged violation and the facts and circumstances surrounding the alleged violation.

3. There will be no retaliation against any party who makes a good faith complaint or participates in an investigation concerning an alleged violation of this Policy, regardless of whether it is ultimately determined that a violation has occurred.

DISCIPLINE
Any covered person who is determined to have committed a violation of this Conflict of Interests Policy shall be subject to disciplinary action, up to and including termination for staff or removal from the board or committee for board or committee members.

DISSEMINATION
Covered persons will be informed of the policy when they are hired by Dwelling Place, elected to the Board of Dwelling Place, or appointed to a committee of Dwelling Place, and on an annual basis thereafter.

CONFLICT OF INTEREST/GIFT DISCLOSURE STATEMENT

I have read and understand the attached Conflict of Interests/Gifts Policy and affirm that I do not have any actual or potential conflicts of interest other than those listed below. I have and will continue to observe the Policy. If my circumstances change so as to warrant a disclosure of a conflict or potential conflict of interests, I will advise the CEO or chairperson of the board and submit an amended Disclosure Statement within 10 days of my knowledge of the situation.

I have not received any gifts from a contractor, potential contractor, or party doing business with Dwelling Place in the previous calendar year other than those listed below:

_______________________________________________________________________________
_______________________________________________________________________________
_______________________________________________________________________________

DISCLOSURES:
Actual or potential conflicts:
_______________________________________________________________________________
_______________________________________________________________________________

Gifts received during the previous calendar year (Name of Donor and Value):
_______________________________________________________________________________
_______________________________________________________________________________

____________________________  _________________________ ___________
Signature       Printed Name     Date
DWELLING PLACE
2019-2022 STRATEGIC PLAN
Board Approved 08.07.2019

INTRODUCTION
The Dwelling Place Board of Directors met in June of 2019 to assess current progress on the 2016 Strategic Plan and to form concentrations for the new plan period (remainder of 2019 through 2022). It was agreed that the same core initiatives adopted for the 2016 plan should be continued with updated goals. These core initiatives are:

- Growth
- Succession Planning for Board and Staff
- Creating Greater Community Awareness of the Organization
- Staff Training and Development

INITIATIVE I GROWTH: The board affirmed the overall Dwelling Place Growth Plan that was adopted in June of 2017. For the 2019-2022 time period, Dwelling Place will pursue the following objectives:

Under the guidance of the Real Estate Development and Asset Management Committee, Dwelling Place will:

- Grow and improve its Real Estate portfolio by generating a total of 400 new or renovated units by year end 2022 within its 15 county NeighborWorks jurisdiction.
- Consider the creation of a Community Land Trust (CLT) to convert several existing Dwelling Place properties from rental housing to a shared equity program.
- Participate in the NeighborWorks Real Estate Growth Cohort
- Develop and approve a specific staffing and workspace plan in response to expected growth by January 31, 2020

INITIATIVE II CEO SUCCESSION: The planned retirement date for current CEO, Dennis Sturtevant, is July 30, 2021. A succession plan for his replacement will be determined and implemented by July 30, 2020.

- A special Search Committee will be established by March 31, 2020 to oversee this process. This Committee will recommend the hiring of an appropriate Search Firm for this purpose, who will then be responsible for:
  - Recruiting schedule and timeline
  - Job Description update
  - Review of Dwelling Place Mission/Vision/Values
  - Review of Executive Limitations Policies (Governance Documents)
  - Positioning of Dwelling Place as an attractive employer
  - Coordinating candidate sourcing, interviewing, and overall selection process.
INITIATIVE III BOARD SUCCESSION: Since the last plan period, the Board has participated in Excellence in Governance Program through NeighborWorks and created a Governance Committee charged with developing and implementing a Recruitment, Orientation and Support plan for the Board.

Under the direction of the Governance Committee the Board will implement the 2019 Board Member Recruitment & Onboarding Plan which incorporates:

- Talent Recruitment Strategy
- Community Outreach Strategy
- Candidate Interview and Evaluation Process
- Onboarding of new members: Training, Integration, Mentorship.

INITIATIVE IV COMMUNITY AWARENESS: A comprehensive Branding Plan was adopted in 2018. Collateral materials have been developed but not yet disseminated. Stronger community awareness alerts Dwelling Place of opportunities for growth and helps connect us to key demographics. While fundraising is not the primary purpose of building awareness, it is another benefit that can be realized through a systematic plan.

- Under the guidance of the Marketing and Development Committee, a specific annual plan for various marketing and communication activities will be established by February 1 of each plan year. This plan will include:
  - A schedule of events, activities or information that will further the community understanding and support of Dwelling Place.
  - Marketing resources needed
  - Budget
  - Associated Fundraising Goal
  - Associated Staffing needs

INITIATIVE V STAFF DEVELOPMENT: Much has been done in determining succession for the Officers of the organization and growth plans for next level professionals. Staff surveys have been conducted, and training plans designed. Because this is primarily owned by the Administration rather than the Board, the focus needs to be on the Administration establishing further actions on this topic and determining the best way to inform the Board of progress.

- Management will continue to consider succession opportunities for next level professional staff using the Talent Capacity Building Plan and other evaluation tools. Formal plans will be shared with the Board and appropriate committees by December 31 of each year.
- An employee development plan will be created, updated, and incorporated in annual performance assessments that identify incumbent training needs and opportunities (Dwelling Place Staff Training Plan) effective with the 2019 employee evaluation cycle but not later than December 31, 2019.
- The Management will provide a comprehensive update of staff development progress to the board twice per year.
- In 2020, Management will explore and recommend ways to enhance internal Human Resource activities, including development of internal training programs, retention strategies, staff engagement activities and other initiatives.