

**Board of Directors Regular Meeting Minutes**

**Thursday, September 12, 2019 @ 11:30 a.m.**

**Executive Session 12:30 p.m.**

**Connections for Independent Living Offices**

**Attendance:**

President Mary Jo Brockshus, Secretary Elizabeth Mahoney, Treasurer Josh Fulenwider, Interim Director, Rochelle Mitchell-Miller, Interim Finance Director, Anne Yanez, Assistant Director and Operations, Colin Morey, and Kate Howell.

**Absent: No one.**

Board Directors Vonna Floreth and Julie Randolph resigned effective August 16, 2019. Executive Director Alicia Garza and Business Manager Sharri Cartwright also resigned effective August 16, 2019.

The meeting was called to order at 11:43 a.m., giving everyone a chance to start lunch, by Board President Mary Jo Brockshus.

The minutes of the prior meetings were distributed ahead of time.

It was moved by Board Director Josh Fulenwider to approve the August 20, 2019 Board Meeting Minutes with the correction of the time of adjournment to 10:45 a.m., not p.m., Seconded by Board Director Elizabeth Mahoney, vote was taken, motion passed with correction.

It was moved by Board Director Josh Fulenwider to approve the July 17, 2019 and August 7, 2019 Board Meeting Minutes with the correction of the misspelled names of Board Directors Josh Fulenwider and Mary Jo Brockshus wherever incorrect, seconded by Board Director Elizabeth Mahoney. Discussion was how to include the comments provided by Board Director Vonna Floreth, dated August 7, 2019. It was agreed to include the full nine page document with the Board Minutes. Vote was taken, motion passed with corrections and addition of 9 pages.

It was moved by Board Director Elizabeth Mahoney, to accept the digital votes taken August 28, 2019 to accept Kate Howell back on the Board. Seconded by Board Director Josh Fulenwider, vote was taken, all approved to have Kate back on the Board.

The July 25, 2019 Special Meeting which was called, was not held due to lack of notice for the meeting.

Anne Yanez, Interim Finance Director, reviewed the Financial Report; a copy is attached to the minutes, and went through each item with the Board. In the course of the report it was moved by Board Director Josh Fulenwider to approve Mary Jo Brockshus as an additional signer on the newly opened bank accounts at First Bank, and close out the two accounts at Wells Fargo Bank. The current signers are: Rochelle Miller, Colin Morey and Josh Fulenwider. Motion seconded by Board Director Elizabeth Mahoney, vote taken, motion approved. There are two accounts, one Operating, the other Payroll at each bank.

Board Director Josh Fulenwider moved to have the same signers on the account at First Farm Bank in Greeley as are approved for the First Bank accounts: Rochelle Miller, Colin Morey, Mary Jo Brockshus

and Josh Fulenwider. Motion seconded by Board Director Elizabeth Mahoney, vote taken, motion passed.

Rochelle Miller, Interim Director, went over several items:

- Colo Dept of Labor & Employment (CDLE) conference call with Peter Pike and Sarah Hansen
- Colin Morey is filing monthly reports, we need to get in compliance, ongoing process
- Sign onto Grant Sites has been challenging
- Discussed Forensic investigator, Grant & Hoffman or proposal by Melissa Bigler at Anderson & Whitney
- Payroll accrual
- Vacation payout for resigned employees
- Benefits
- Duplicate vendors
- PTO accrual
- Move to ADP will allow employees to see their vacation and sick balances on pay stubs once the time off reconciliation is completed.
- D&O Insurance proposals – see attached proposals, policy ends August 8, 2019
- Event Update

A motion was made by Board Director, Kate Howell to hold off on seeking new board members until the start of the New Year to allow time for a new Executive Director to be hired. Motion seconded by Board Director Josh Fulenwider, vote taken, motion passed.

Committees were discussed and agreed to hold off until the New Year. The Executive Director Search Committee was decided to be a Committee of the whole Board of Directors.

After discussions with Peter Pike, it was agreed that Connections would not host the November ICEL Meeting.

The Board temporarily adjourned the Board Meeting to move into Executive Session at 12:30 p.m.

EXECUTIVE SESSION took place

The Board Meeting was reconvened out of Executive Session at 1:25 p.m.

Interim Director, Rochelle Miller, has rewritten the job description for the Executive Director and provided four Non Profit Executive Search companies for the Board to extend a proposal. One of the companies, McCormack & Kristel removed itself from contention as they only work on an annual retainer basis. The process was described to the other non-profit search firms including the need for approval of the candidate by the CDLE.

It was discussed and decided for the Board Meetings for the remainder of the calendar year to take place all on Wednesdays, all at 11:30 am at the Connections office, October 22, 2019, November 13, 2019 and December 11, 2019.

The meeting adjourned at 1:37 p.m.

Respectfully submitted by Anne Yanez, done to the best of my ability.