

**DEVELOPMENTAL PATHWAYS, INC.**  
**Board of Directors Meeting Minutes**  
**Tuesday, May 26, 2015**

**Members Present:**

Tim Moore, Bill Horner, Tim Batz, Mayre Lynn Schmit, Jack Stiegelmar, Dave Weaver, Melanie Worley, Adam Horney, Monique Peyton, Chris Becze, Lynn Myers, Kristin Hoover

**Members Absent:**

Excused: JoAnne Zboyan, Beth Klein, Bill Holen

**Others Present:**

Lloyd Sweet, Matt VanAuken, Gillian Kennedy, Karen Flores

The meeting of the Developmental Pathways, Inc. Board of Directors was called to order by the Board President, Mr. Moore at 6:03 p.m. A quorum was established by Board Secretary Ms. Myers.

Mr. Moore took a few moments to introduce and welcome Ms. Hoover as a nominated new Board member. Mr. Moore also spoke about Dr. Pitts who was unable to join this meeting.

**Consent Agenda**

- a. **Approval of Regular Board Minutes – March 27, 2015**

**MOTION: Mr. Batz moved for the approval of Consent Agenda items as presented, the motion was seconded by Mr. Stiegelmar. It was approved by unanimous voice vote. Mr. Becze and Ms. Myers abstained.**

**Conflict of Interest**

No updates.

**Public Comment**

No public comment at this time.

**Executive Committee** – Mr. Moore, President

At this time, Mr. Moore turned the meeting over to Ms. Worley so she could give a legislative update. There is a significant increase in TABOR refunds as the State is projected to exceed its revenue limit imposed by TABOR. The Governor's Office is advising agencies to plan for a flat budget year for FY2016-17. Ms. Worley outlined some of the bills that are pending consideration by the Governor. Copies of the items Mr. Bowditch provided for this report can be found on the BOD Portal.

**Bylaw Changes**

Mr. Moore spoke about the changes to the bylaws and that an Attorney will look at the changes. Some questions were raised i.e. the current bylaws state that all committees must keep minutes from their committee meetings. A copy will be sent to the Board before the next Board meeting in June so everyone has time to review them before the meeting.

**Annual Meeting**

Mr. Moore spoke about preparing for the annual meeting in June for all 4 companies. Mr. Moore talked about the Executive Committee Elections. Mr. Horner volunteered to help with the election. Mr. Horner will be sending an email to the Board asking for nominations. You can nominate yourself, or any other Board member for a specific executive committee (EC) position, but just make sure those you nominate are willing to serve in that role. After nominations are in, Mr. Horner will list those nominated for each EC position and send out another email for voting, again with a deadline. The current EC officers are Tim Moore – President, Chris Becze – Vice President, Lynn Myers – Secretary, and Beth Klein – Treasurer. As the June Board meeting is at the Aurora location, Mr. VanAuken and Ms.

Kennedy will provide their cell phone numbers in case of a late arrival, as the building is locked. Mr. Becze advised he will not be able to attend the meeting but participate via conference call.

#### **Updates; Board Goals, Committees, Annual Giving**

Mr. Moore advised that the committees have openings and he would like everyone to have joined a committee by the June meeting. Mr. Moore reiterated that 100% Board giving is so important to the SUN Foundation, he asked for everyone to bring in their gift to the June meeting. Mr. Moore also reminded everyone to sign up for a Board Tour on either July 21<sup>st</sup> or October 21<sup>st</sup>.

#### **Finance Committee** – Mr. Becze and Mr. Sweet

Mr. Becze gave an overview of the Finance Committee and their members and responsibilities.

Mr. Sweet spoke about the budget process for each of the companies and a consolidated budget. Mr. Sweet also spoke about the capital budget and to contact Karen F. by June 11<sup>th</sup> with any questions. The budgets are posted to the portal. At the June meeting we will discuss the \$2M in reserve that will go towards 5 projects Respite/Wellness/ 3+ Initiative/ Transportation/Capacity Building. Mr. Sweet informed the Board that the Delaware property sold for around \$600,000. Mr. Sweet spoke about how we now have our vehicles leased on a 3 year cycle for cars and 5 year cycle for vans, which is more economical and safer. We will be leasing 12 more vehicles this year and will get a new 15 passenger van which was two thirds paid for by a grant.

Mr. Sweet advised audits for fiscal year ending June 30, 2014 have been completed. Mr. Sweet reported that I.T. will be providing more cell phones to employees. Mr. Sweet advised that all of the real estate is owned by Developmental Pathways, even though more than half are used by Continuum. Mr. Sweet discussed transferring or gifting some properties and selling others on a 30 – year note. The specifics of each property will be posted to the BOD portal.

#### **Nominating Committee** - Ms. Myers

Ms. Myers spoke about Dr. Pitts and Ms. Hoover and gave some background on each new member.

**MOTION: Ms. Myers moved for the approval of Ms. Hoover and Dr. Pitts to join the Board. The motion was seconded by Mr. Horney. It was approved by unanimous voice vote.**

#### **Development Committee** – Mr. Becze

Mr. Becze spoke about the PCAA Gala and Ms. Worley asked for everyone to give a quick debrief of the event. Mr. Becze did not like the auctioneer and he said he would like to have the rolling donor list on the screen as has happened in the past. Mr. Horner liked the videos and auctions by cellular. Mr. Moore liked the auctioneer and pace of the evening. Everyone agreed Cheryl Preheim did a fantastic job. Ms. Schmit advised she felt like award winners should receive training before the event so they are not as nervous. She also advised it would be nice to have a group photo of all winners. There was discussion about holding the event at the airport next year or somewhere other than a hotel. Ms. Worley advised of the cost associated. Then discussion turned to the Bowlympics and the list of events for the next 3 months. Ms. Worley then presented the Board with a list of donors to the PCAA and asked for each of them to contact the people on their list to thank them for their support.

#### **Training Sub-committee** – Mr. Moore

Mr. Moore advised that the Training sub-committee will meet in September, November and January.

#### **New Business**

### **Executive Director's Report** – Ms. Worley, CEO

Ms. Worley attended a meeting with the Chancellor of DU and also met with other Deans about how we can shape programs to help fill the need for physical and speech therapists. Ms. Worley advised that Ms. Hoover attended the meeting. Ms. Worley spoke about meeting Mr. Makelky and Ms. Ternes about a youth housing initiative to keep kids closer to family. This would affect 40-50 kids. Ms. Worley spoke about the increase in our CSTAT scores for Early Intervention.

Ms. Worley then addressed two articles that were handed out regarding the Colorado Human Services Director Reggie Bicha. She advised the Board she was contacted to send an email in support of Mr. Bicha but decided not to send anything without direction from the Board.

Ms. Worley discussed conflict free case management.

### **Executive Session**

MOTION: Mr. Moore moved for Board of Directors to go into Executive Session to discuss personnel issues and all associated issues as per section 3.9 of Developmental Pathways Bylaws and Colorado Revised Statute 24-6-402 (4)(f), motion was seconded by Ms. Myers. It was approved by unanimous voice vote.

The Board of Directors went into Executive Session at 8:00 p.m.

MOTION: Mr. Moore moved to adjourn the Executive Session; the motion was seconded by Mr. Becze. It was approved by unanimous voice vote.

Board adjourned Executive Session at 8:20 p.m.

### **Adjournment**

There being no further business to come before the Board, the meeting was adjourned at 8:20 p.m. Adjournment motioned by Mr. Moore, Ms. Myers seconded. Approved unanimously.