

DEVELOPMENTAL PATHWAYS, INC.
Board of Directors Meeting Minutes
Tuesday, June 28, 2016

Members Present:

Tim Moore, Tim Batz, Mayre Lynn Schmit, Monique Peyton, Lynn Myers, Nancy Sharpe, Jack Stiegelmar, Alison Dronkers, Kristin Hoover, Beth Klein, Andrew Pitts, JoAnne Zboyan

Members Absent:

Excused: Adam Horney, Dave Weaver, Chris Becze

Others Present:

Melanie Worley, Matt VanAuken, Gillian Kennedy, Bob Ward, Marcia Pearce, Karen Flores, Joel Coriat

Public Guests:

Dawn Caldwell, Maureen Welch, David Owen

The meeting of the Developmental Pathways, Inc. Board of Directors was called to order by the Board President, Mr. Moore at 7:38 p.m. A quorum was established by Board Secretary, Ms. Myers.

Public Comment

Mr. Moore welcomed the guests.

Ms. Welch, a volunteer advocate, addressed the Board regarding meeting format. Ms. Welch also confirmed that currently her child does not receive services from DP.

Consent Agenda

- a. **Approval of Regular Board Minutes – May 31, 2016**

MOTION: Ms. Zboyan moved for the approval of Consent Agenda items as presented, the motion was seconded by Commissioner Sharpe. It was approved by unanimous voice vote.

Conflict of Interest

No updates.

Election of Officers – Mr. Moore

The Nominating Committee presented the following slate of officers:

Mr. Moore - President

Ms. Zboyan - Vice President

Ms. Myers - Secretary

Ms. Klein - Treasurer

MOTION: Ms. Myers moved to approve the slate of officers presented by the Nominating Committee for one-year terms to expire at the annual board meeting in June 2017. Seconded by Dr. Pitts. Approved by unanimous voice vote.

Executive Committee – Mr. Moore, President

Introduction of Director of The SUN Foundation – Mr. Moore

The Board went around the room and introduced themselves and gave some personal background to Ms. Pearce. Ms. Pearce advised this is her third week. There has been a thoughtful and intense onboarding experience. Ms. Pearce has nearly 20 years of major gift experience, mostly in higher education.

Board Tour – Ms. Worley

Ms. Worley advised that we have an upcoming tour on September 21. We have three Board members attending the tour. Please advise Ms. Kennedy if you would like to attend. The tour in June was a success with two donors attending.

Annual Giving – Mr. Moore

Mr. Moore advised we covered this at the last meeting.

Finance Committee/CFO Report – Ms. Klein

The Finance Committee met last week before Mr. Sweet went on vacation. Eide Bailly has begun its pre-audit planning. The budget was sent out a month ago, questions were submitted to Ms. Flores and the answers were posted on the Board portal. Ms. Klein asked for any other budget questions, before the budget was approved.

MOTION: Mr. Stiegelmar moved for the approval of the 2017 Budget for Developmental Pathways as presented, the motion was seconded by Ms. Klein. It was approved by unanimous voice vote.

Ms. Klein advised that the financials will be posted on the Board portal shortly.

Nominating Committee – Ms. Myers

Ms. Myers welcomed Ms. Dronkers the newest member of the Board. Ms. Myers advised we are always looking for new people who have interest on serving on the Developmental Pathways Board. Ms. Myers spoke about the process of meeting with prospective members.

Development Committee – Ms. Worley

Ms. Worley advised the arrival of Ms. Pearce is the big news for the Foundation. Ms. Worley, Ms. Pearce and Mr. VanAuken will now get together to work on the strategic plan. Ms. Worley advised we are planning for the SUNRaiser breakfast on October 21. Ms. Pearce asked if any of the Board would like to volunteer to be a table captain, please advise Ms. Bosch of the SUN Foundation.

Training Sub-committee – Ms. Worley

Ms. Worley highlighted that the training group met prior to the Board meeting. The next training session will be September 27.

New Business

Executive Director's Report – Ms. Worley, CEO

Ms. Worley spoke about Senate Bill 38 and the implications for Developmental Pathways. Section 1 is the Legislative Declaration. Ms. Worley read out section 25.5-10-209, which talks about the audit requirements for the CCBs. Ms. Worley highlighted that within a five-year period the State will audit all of the CCBs once. Any time after that period, the Auditor may request an audit at their discretion. The State will pay for the audit. Mr. VanAuken then advised that we are internally working on a document that shows every audit that we are subject to, the document will eventually be posted on our website. This document includes financial audits and performance audits.

Section 2 (5) of the bill, talks about the Colorado Local Government Audit Law. That is an audit performed on a regular basis, which we present every year to the County Commissioners. Section 2 (6a) The CCB shall post the date, time and location of the a regularly scheduled Board meeting no less than 14 business days prior. An emergency or special meeting must be posted not less than 24 hours before the meeting. Section 2 (6b) The CCB shall post the agenda for each meeting on the website not less than 7 business days prior to the meeting. An emergency meeting is not less than 24 hours.

Each meeting of the Board must allow for public comment and the agenda must reflect this. Ms. Worley advised this is an extremely open statement. Section 2 (6c) The CCB shall provide direct email addresses to its Board members, that is not filtered through an employee, which we already have for our Board members. Section 2 (6d) Ms. Worley highlighted we always have the CFO or Finance Committee members at our Board meetings. The Board gets to see our financials at every meeting. Ms. Worley then spoke about the posting of information on the website such as audits, budget and the current 990. Ms. Worley advised she will send the bill to all of the Board members.

Mr. Moore then commented that Developmental Pathways is a non-profit entity, so it is not bound by every rule that a public Board is. We welcome transparency and always have.

Additional Business

SB 38 was discussed and its appropriate application, meeting format, SB 38 audit practices, and received comments from both Ms. Welch and Ms. Caldwell.

Adjournment

There being no further business to come before the Board, the meeting was adjourned at 8:45 p.m. Adjournment motioned by Commissioner Sharpe, Ms. Myers seconded. Approved unanimously.