

DEVELOPMENTAL PATHWAYS, INC.
Board of Directors Meeting Minutes
Tuesday, December 12, 2017

Members Present:

Tim Batz, Beth Klein, Mayre Lynn Schmit, Alison Dronkers, Kristin Hoover, Adam Horney, Michaela McDonnell, Tim Moore, Lynn Myers, Monique Peyton, Nancy Sharpe, Dave Weaver, Joanne Zboyan

Members Absent:

Excused: Chris Becze

Others Present:

Melanie Worley, Matt VanAuken, Lloyd Sweet, Ed Bowditch, Karen Flores, Gillian Kennedy, Deidra Tjerandsen, Tim Vincent, and Eide Bailly Auditors, Tim McCutcheon and Ksenia Popke

Guests: Tauni Couch, Galia Spychalska, Maureen Welch

The meeting of the Developmental Pathways, Inc. Board of Directors was called to order by the Board President, Mr. Batz at 5:42 p.m. A quorum was established by Board Secretary, Ms. Schmit.

Conflict of Interest

No updates.

Public Comment

Mr. Batz welcomed the guests, and asked them to introduce themselves.

Ms. Tauni McRae-Couch – spoke about a couple of concerns she has about case managers. 1) clients having to wait up to two and a half months for case managers after evaluation and; 2) case manager training and certification. Ms. McRae-Couch recently attended a stakeholders meeting in which HCPF came out to hear from the public at large. At this meeting, the public expressed that case managers need to be certified and have more training to better serve people with I/DD.

Ms. Galia Spychalska – wanted to come back and give an update from the last Developmental Pathways Board meeting and to thank Developmental Pathways for the assistance provided so her son can keep attending a music therapy group that is helping him in so many ways. Ms. Spychalska was also concerned about how long it takes an application for DD Waivers to process through the system and would like to see this process more streamlined and would like this to be evaluated. Lastly, Ms. Spychalska would like Developmental Pathways to consider ways to improve the annual coat drive.

Maureen Welch – spoke about her continued concerns around Adult Protective Services (APS) rules and regulations.

Presentation and vote of the 6/30/17 Financial Statements – Eide Bailly, Auditors

The Consolidated Financial Statements of Developmental Pathways, Inc. and Affiliates, specifically, Housing Corp I, II, and III, and Sun Foundation were presented and reviewed by auditors, Mr. McCutcheon and Ms. Popke of Eide Bailly, for the year ended June 30, 2017. They gave the Board an overview of the audit process and then walked them through the Consolidated Financial Statements step by step. The auditors communicated that there were no corrections to the financial statements and that this is an indication that management is diligent and careful and good oversight was conducted during the year. Eide Bailly was very happy that they did not have to make any adjustments.

After review of the audited statements, Mr. McCutcheon spoke about an additional letter that was addressed to the Board from Eide Bailly affirming that Eide Bailly (auditors), are required to provide their auditing standards, responsibilities, and internal controls, what they do and what they don't do, in accordance with general auditing standards generally accepted in the United States of America.

Mr. Batz thanked the auditors for their summary and recognized the internal team for all the work they do. Further, Mr. Batz indicated that there is nothing in the audit that should alarm the Board.

Ms. Klein stated that the Finance Committee goes over a lot of details and that the VP of Finance, Ms. Flores, answers a lot of questions and the invitation is always open to ask questions.

Ms. Flores will be adding individual audits and the consolidated audit to the Board portal.

MOTION: Ms. Dronkers moved for the approval of the 6/30/17 Consolidated Audited Financial Statements. The motion was seconded by Ms. Klein. It was approved by unanimous voice vote.

Consent Agenda

- a. Approval of Regular Board Minutes – November 20, 2017

MOTION: Mr. Horney moved for the approval of Consent Agenda items as presented, the motion was seconded by Ms. Peyton. It was approved by unanimous voice vote. Board member, Commissioner Nancy Sharpe, abstained as she was not present for the November 20, 2017 Developmental Pathways Board Meeting.

Board Committee Reports

- a. **Executive Committee** – Mr. Batz, President
The Executive Committee has not met since the last meeting.

Legislative Update – Mr. Bowditch

- Mr. Bowditch indicated that Tax Code Income will likely go up and some of the effects it could cause.
- Mr. Bowditch indicated that the Legislative session begins January 10, 2018 and briefly spoke about the upcoming legislative session.

Board Retreat Topics for February 23, 2017 Retreat

- Mr. Batz will email the Board to solicit some input for retreat discussion items

Executive Director Evaluation

- Mr. Batz asked Mr. VanAuken to explain the procedures for the Executive Director evaluation. Mr. Batz is suggesting that the Board look at the CEO compensation annually versus every other year, in tandem with the evaluation.

Mr. VanAuken explained that there are two separate pieces: 1) Board Treasurer, Ms. Klein helps with the review and recommendation to the Board, or other similar compensations from like-sized organizations and then presents to the executive group.

Mr. Moore, in previous years, would send out a survey monkey for each member to answer, then culminated by the executive group and then it was discussed at the board retreat. This process is completely third party, coordinated by Mr. Batz, and Developmental Pathways staff has no interaction with this process.

- b. **Finance Committee/CFO Report** – Ms. Klein and Mr. Sweet

Board Monthly Financial Statement Review and Approval

- The October financial statements were reviewed and approved at the November 20, 2017 meeting. Because this meeting is earlier in the month, the financial statements were not ready for review. We will review the December 2017 financial statements at the January 23, 2017 Board meeting.
- Financial statements through the previous month, time permitting, will be posted to the Board portal the week prior to the meeting. The Finance Committee will review the statements at the Finance Committee immediately preceding the Board of Directors meeting and present the financial statements to the Board of Directors for approval.

c. **Nominating Committee** – Ms. Schmit

Ms. Schmidt advised the Board that Commissioner Nancy Sharpe’s term expires January 2018 and asked for a motion to approve Ms. Sharpe to serve a second term on the Developmental Pathways Board.

MOTION: Ms. Myers moved for the approval for Commissioner Nancy Sharpe to serve a second term on the Developmental Pathways Board. The motion was seconded by Mr. Horney. It was approved by unanimous voice vote.

d. **Development Committee** – Ms. Worley

- Ms. Worley reported that this fiscal year, to date, we have received 478 gifts totaling \$238,827.49 in revenue which includes Colorado Energy Outreach gift, but not Colorado Gives Day gifts. As of this date, we have received 48 Colorado Gives Day gifts totaling over \$7,000.
- Ms. Worley reminded the Board that that the Colfax Marathon will be held May 19 and 20, 2018.

New Business

a. **CFO Report** – Mr. Sweet

- After the holidays, we will be working with the state auditor’s office to conduct a performance audit that is required once every five years by Senate Bill 38. This audit will be conducted over the next six-month period and the auditors will be working simultaneously on all 20 community center boards (CCB’s).
- Mr. Sweet gave a brief update to the Board on the Youth Housing Initiative/Project and provided a handout that gave more details.

b. **CEO Report – Ms. Worley**

- Ms. Worley gave an update regarding “Think Tank” and will provide a thorough report to the Board.
- Ms. Worley’s report was previously provided to the Board and Ms. Worley invited the Board to contact her if they had any questions.

Adjournment

There being no further business to come before the Board, the meeting was adjourned at 6:51 p.m. Adjournment motioned by Mr. Horney and, seconded by Ms. Peyton. Approved unanimously.