

NORTHWESTERN COUNSELING & SUPPORT SERVICES
107 FISHER POND ROAD
ST. ALBANS VT 05478

BOARD OF DIRECTORS MEETING MINUTES

OCTOBER 2, 2019

Present: Angela Poirier, Rob Hirss, , Jason Minor, Tony Treanor, Carl Rosenquist, Jim McMillan, Jeff Moreau, Sara Kittell, Ken Gagne, David MacCallum (Non Board Member), Betty Charron (Non Board Member)

Excused : Elaine Carpenter Anjanette Watson, Dan Thompson

Staff: Emily Richards, Todd Bauman, Joe Halko, Steve Broer, Stacey Remillard, Kim McClellen

Minutes received and meeting called to order by Jim McMillan at 5:49pm.

Ken Gange made a motion to approve the September minutes. Seconded by Carl Rosenquist. All in favor.

Executive Director Report

The By Laws we sent to you with the board packet for your review. Per our last designation process we were given two corrections that needed to be made to the agency as a whole. One of those was a few minor changes in the grievance and appeal process. Kim has made the needed changes to this already. The second change was to our board by-laws. Those changes were in the statement about our assets if the agency was to close, the involvement of the board in the hiring of the agencies executive director, and that the minutes and the schedule of this meeting is available to the public. You can see the tracked changes in the by-laws that were sent. Emily has added the minutes to the website as well as the meeting schedule. The question was asked that is the room big enough if this meeting was open to the public, the answer is yes, the meetings have always been open to the public and there has been a need to change the space. Another question was asked, if there were to be items that are in need of discussion and decisions how does that work? If there were people from the public in the meeting and we needed to vote or something needed to be disused we would go into executive session and the public would be asked to leave and then once we exited executive session they could rejoin the meeting.

Motion to approve the bylaw changes as presented was made by Carl Rosenquest. Seconded by Rob Hirss. All in favor.

The question was asked that since the meeting is open to the public should we would add an agenda item for public comments. This would give structure to the public comments should there be any.

Motion to add public comment time to our agenda with the timing to be decided by executive management was made by Carl Rosenquest. Seconded by Tony Treanor. All in favor.

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The discussion continued on how to let community members know about our meetings? It has been added to the events calendar on our website. What are some other ways to get community involved? Kenny suggested that we record the meeting and publish somewhere. Jim was part of an agency at one time and they were required to publish their board meeting in three different public places. Currently our annual meeting needs to be in the public notice of the newspaper three times prior to the meeting. Could we add it to the calendar of events in the messenger? Kim is going to check on what is required for us to do.

At the annual dinner we will be voting on board membership for the 2020 year. We wanted to give you an update on where our board stands and what the vote will look like in November. Ken Gagne and Angela Poirier have fulfilled their six year term limit and must take a year off. Elaine Carpenter, Sara Kittell, Jason Minor and Carl Rosenquist have finished their three year term and have decided they would like to join the board again for another three years. Betty Charron, David Hutchinson and David MacCallum would like to rejoin the board for a three year term after taking a year off. We will also be adding a brand new member Meg Marshall. We will also be voting on the executive committee members. The question was asked it have a bigger board helps the group meet the need for a quorum? Is more to us about the mix of people, we do think that a little bigger board is better, but it can hurt as well because the quorum is based on the number of board members.

The annual dinner is the 6th of November. The buffet will begin at 5:30pm, but you can come as early as 5:00pm. The actual meeting will start at 6:00pm. The invitation will be going out shortly.

Financial Report

Tim is unable to join us; he had surgery on his finger. So Todd will be giving the update. We will end FY19 with a gain of 1.4 million which is slightly higher than last year. This higher gain was intentional. We wanted to be prepared for the possible risks associated with a new EMR implementation. The field work has been done on the audit and now KBS is working on their end and the report. Once we have that we will present it. Our property on Lower Newton for the new adult crisis bed program is coming along nicely. All renovations are on scheduled. The team that will be in that building have been working very closely with facilities around the layout and plan that will be best for the program. The Afterglow event that was put on by a family, who lost their son to suicide, went very well and raised about \$50000. A portion that money will be coming to the agency marked for suicide prevention awareness.

Executive Committee Report

Everything is the same as what we have discussed during the meeting. Jim wanted to thank Carl for standing in for him last month.

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New Business

The Howard Center is part of a lawsuit against the opioid manufactures. Rob is wondering what the thought behind doing this? Todd is not sure what the thought of Howard center was. We as an agency decided that it was not something that we should priorities. Since we do not serve adult substance abuse, we felt the cost and the work that would be required to be part of it would not be worth what would come out in the end.

Motion to adjourn was made by Carl Rosenquest. Second by Rob Hirss . All in Favor

Meeting adjourn at 6:22pm

Minutes recorded by:
Emily Richards
Executive Coordinator