

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

**BOARD OF DIRECTORS MEETING MINUTES**  
**DECEMBER 4, 2019**

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**Present:** Sara Kittell, David MacCallum, David Hutchinson, Carl Rosenquist, Betty Charron, Jim McMillan, Tony Treanor, Jeff Moreau, Elaine Carpenter, Angela Poirier, Jason Minor, Ken Gagne, Dan Thompson, Anjanette Watson, Rob Hirss, Meg Marshall,

**Guest :** Greg Sargent (KBS), Bill Keyser (KBS)

**Staff:** Emily Richards, Todd Bauman, Tim Gallagan, Steve Broer, Joe Halko, Stacey Remillard, Kim McClellan, Kathy Brown, Danielle Lindley, Jacob Munro, Jess Irish, Chris Santee

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**Minutes received and meeting called to order by Jim McMillan at 5:54pm.**

**Motion was made to approve previous minutes by Dan Thompson. Second by Carl Rosenquist. All in favor.**

Before we get started we wanted to recognize Kenny and Angela for their six years on the board. Since they were not at the annual dinner their awards were presented by Todd. Jim also wanted to welcome David, David, Betty and Meg as new board members.

**Motion to enter into executive session was made by Rob Hirss. Second by Angela Poirier. All in Favor. All staff present except for directors and Emily were asked to leave.**

**Motion to exit executive session was made by Rob Hirss. Second by Kenny Gagne. All in favor**

**Motion to approve the wage action as proposed in excusive session made by Rob Hirss. Second by Dan Thompson. All in Favor**

**Banking Resolution**

As we talked about in previous board meetings we will be moving all of our banking to People's Trust Company. They have asked for a formal resolution stating we are moving our fund. In order for the president to sign a resolution there needs to be a vote. We will be moving our line credit as well to People's Trust Company. This will mean that we are putting the main office, 107 Fish Pond Rd, as collateral if we were to ever use the line of credit. We will make these changes on or after tomorrow.

**Motion was made by Dan Thompson to approve the resolution to move all our banking to People's Trust Company, which includes using our 107 Fisher Pond Rd office as collateral. Second by Tony Treanor. Angela Poirier Abstained. All in favor.**

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**Signature Change**

Tim introduced our new controller Jessica Irish. We would like to add her as a signer on our accounts and remove Mike Norris. We will need to bring this to the board and have a resolution signed.

**Motion made by Dan Thompson to approve the resolution to add Jessica Irish and remove Mike Norris as signers on our accounts. Seconded Rob Hirss. Angela Poirier Abstained. All in favor.**

**Audit Review**

Greg Sargent and Bill Keyser from Kittell, Branonn & Sargent presented the results of the fiscal year 2019 403B, Financial Statement, and Single Audits. Per Jeff and the executive committee there were no findings or adjustments noted.

**Motion was made to approve the draft audit as presented by Dan Thompson. Second by Rob Hirss. All in favor.**

Jim wanted to thank the board for their commitment and dedication to the agency and the board. He also wished them all a Happy Holiday.

**Motion to adjourn was made by Dan Thompson. Second by Angela Poirier at 6:36pm. All in favor.**

Minutes recorded by:  
Emily Richards  
Executive Coordinator