

Envision
Creative Support for People with Developmental Disabilities

ANNUAL MEETING OF THE BOARD OF DIRECTORS
July 2, 2009

Members Present

John Cronin
Erica Herman
Greg Stenberg
Ed Mirick

Members Absent

Loren Camp
Dianne Stille
Bryan Keene
Mark Jerke

Others

Mary Lu Walton
Greg Yost

The meeting was called to order at 7:35AM by John Cronin.

Roll call indicated attendance noted above that did not constitute a quorum so all information presented was informational only.

The final report from the nominating committee for officers for fiscal year 09-10 was read as follows: Loren Camp as President, John Cronin as Vice President, and Dianne Stille as Secretary-Treasurer. Erica Herman and Bryan Keene were nominated as members at large for the Executive Finance Committee.

Those present suggested no changes to the Mission Statement, Operating Objectives, Vision Statement or CORE Values Statements. For the By-Laws, recommendation was made to delete committees listed in b. (Asset Development/Public Relations) and c. (Program) of Article III, Section 8 and to add a Membership Committee. Mary Lu will consult with the agency attorney on those changes and bring back for further Board review at the next meeting.

The Board of Directors' Annual Evaluation of Performance was distributed to Board and members were asked to complete the form and return it to Kay Wells as soon as possible. She will compile the information and provide a report on the results to the Board.

The need to recruit additional members for the Board of Directors was discussed. Membership is now at eight and By-Laws state there will be between 10 to 15 members. Board members were urged to take an active role in recruiting individuals. Mary Lu said she has two prospective people but has not yet received information from them to present to the Board.

The revised draft Non-Discrimination Policy was reviewed but will be held until next month for action. A draft policy on Form 990 was presented and will be held for action next month.

Greg Yost presented the financial report for period ending May 31, 2009. The report shows revenue at \$870,259.91 with expenses at \$743,104.26 including \$7,078 in depreciation, leaving a net of \$127,155.65.

Mary Lu stated that the budget for fiscal year 2009-2010 is still in process primarily because defining revenue for Supported Living Services is much more complex. Mary Lu did state that management will continue operation of the agency based on business as usual and will work toward having a final draft budget for the August meeting.

Envision received a letter from the State of Colorado to keep the three way Medicaid contract for fiscal year 08-09 in place for up to four months into fiscal year 09-10. Notice was received that the State general fund contract had been fully executed prior to 6/30/09 and a signed copy from the State of Colorado is forthcoming. The contract for the Autism Waiver has been received for signature along with a letter saying the fiscal year 08-09 contract would be held over for up to two months until the 09-10 contract is fully executed.

The Executive Director's report was presented as written. Attachments to it included the complaint summary for June, schedule of program presentations for fiscal year 09-10, an invitation for a summer barbeque for employees, board members and their families, a schedule of documents review for fiscal year 09-10, and

letters from the auditing firm of Logan, Thomas and Johnson that included the audit engagement and scope of work to perform fiscal year 08-09 audit.

The meeting was adjourned.

**Envision
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**REGULAR MEETING OF THE BOARD OF DIRECTORS
August 6, 2009**

Members Present

Loren Camp
Greg Stenberg
John Cronin
Bryan Keene
Ed Mirick

Members Absent

Dianne Stille
Erica Herman
Mark Jerke

Others

Mary Lu Walton
Kay Wells
2 Guests
5 Staff Members

The meeting was called to order at 7:30 AM by the President.

Roll call indicated attendance as above with a quorum established.

There were no agenda additions.

Motion was made and seconded (Mirick/Keene) to approve the minutes of the June 4, 2009 and July 2, 2009 meetings as written. Motion carried.

The final slate of nominations from the committee were: Loren Camp, President; John Cronin, Vice President; Dianne Stille, Secretary-Treasurer; Erica Herman and Bryan Keene, Members at Large for the Executive Finance Committee. There being no additional nominations from the floor, motion was made and seconded (Cronin/Mirick) to declare a unanimous ballot be passed for this slate of officers. Motion carried.

Following discussion, motion was made and seconded (Mirick/Keene) for the following names to be listed as signers on the agency bank account: Loren Camp, John Cronin, Dianne Stille and Mary Lu Walton. Motion carried.

A review of the documents Mission Statement and Operating Objectives, Vision Statement and CORE Values Statements yielded no suggestions for revisions. Motion was made and seconded (Keene/Stenberg) that these documents would remain as currently written. Motion carried.

Some revisions were suggested to the agency By Laws after review. These suggested revisions will be reviewed again at the September 3, 2009 board meeting in order to meet the requirement of a 10-day notice of proposed changes.

Board Members were encouraged to submit the annual self evaluation to Kay Wells in order that responses may be compiled and results given to the members.

Two individuals have expressed interest in being elected to serve on the Board. Resumes have been received from Stephanie Martin and Todd Baker. Ms. Martin was in attendance as a guest. Mr. Baker will be asked to attend the meeting on September 3, 2009. Mary Lu will meet with Ms. Martin to give her additional information about the agency and the roll of the board of directors. Ms. Martin will inform Mary Lu of her intentions to proceed with board membership following that meeting.

Motion was made and seconded (Keene/Stenberg) that the board approve the policies Non-Discrimination and 990 Review following the second review. Motion carried.

Greg Yost reviewed the financial report for the period ending June 30, 2009. Total revenue was \$872,966.72. Total expenses, including depreciation of \$7,078.00, were \$755,607.29; leaving a net income of \$117,359.43. Greg explained that there would be adjustments during the audit process, which will begin this month for FY08-09.

**Envision
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**REGULAR MEETING OF THE BOARD OF DIRECTORS
September 3, 2009**

Members Present

Ed Mirick
Brian Keene
Erica Herman
Loren Camp
Dianne Stille
Todd Baker

Members Absent

John Cronin
Greg Stenberg

Others

Gary Perl
Bill Shell
Mary Lu Walton
Kay Wells
8 Staff Members

The meeting was called to order at 7:30 AM by the President with a quorum established.

Roll call indicated attendance as above.

An agenda addition was announcement that an executive session of the board would convene immediately following adjournment and that there would be no program presentation.

Motion was made and seconded (Keene/Mirick) to approve the minutes of the August 6, 2009 meeting. Motion carried.

A resignation letter has been submitted from Mark Jerke. That resignation is accepted. One individual who expressed interest in board membership, Stephanie Martin, has declined that membership. A second individual, Todd Baker, would like to pursue membership and he was in attendance. Motion was made and seconded (Mirick/Keene) to appoint Mr. Baker to a 3-year term. Motion carried. Mr. Baker joined the board at the table.

Gary Perl and Bill Shell of Morgan Stanley reported on the investments for the agency.

The Investment Policy and Investment Statement for the agency were reviewed. The Investment Statement will be updated and brought back to the board for final review and approval. The Investment Policy will require no revisions.

Greg Yost reviewed the financial statement for the period ending July 31, 2009. Total income was \$818,406.72. Total expenses, including depreciation of \$7,078.00, were \$714,720.62; leaving a net income of \$103,686.10.

The President asked for action on the proposed revisions to the By Laws. Motion was made and seconded (Keene/Stille) to adopt the revisions and amend the By Laws to include these revisions. Motion carried.

Motion was made and seconded (Stille/Mirick) to approve the appointment of Todd Sundeen to the Human Rights Committee. Motion carried.

Mary Lu reviewed the Executive Director's Report for August, 2009. She added information on announced state budget reductions for the developmental disabilities system.

There were no audience comments.

The Board adjourned to an executive session at 9:18 AM.

**Envision
Creative Support for People with Developmental Disabilities**

**REGULAR MEETING OF THE BOARD OF DIRECTORS
October 1, 2009**

Members Present

Loren Camp
Bryan Keene
Greg Stenberg
John Cronin
Erica Herman
Ed Mirick
Dianne Stille

Members Absent

Todd Baker

Others

Mary Lu Walton
Kay Wells
8 Staff Members

The meeting was called to order at 7:30 AM by the President with a quorum established.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Cronin/Keene) to approve the minutes of the September 3, 2009 meeting as written. Motion carried.

Greg Yost reviewed the financial statement for the period ending August 31, 2009. Total income was \$754,975.55. Total expenses, including depreciation of \$7,078.00, were \$796,782.64; leaving a net income of -\$41,807.09.

A revised Investment Statement will be presented to the board next month for consideration.

Results of the Board Performance Evaluation that were compiled by Kay Wells were distributed to the members.

Board members were encouraged to continue recruitment efforts for additional board members. Names of clients have been submitted to Mary Lu by departments and she will pursue whether any of these individuals are interested in board membership.

Brian Hughes, Development Communication Coordinator gave information of his activities the past months.

Mary Lu reported that the Employee Committee is currently planning a decorating contest for the departments within the agency. This will be in conjunction with the Scarecrow contest being organized by Brian Hughes in which the community is being asked to participate.

Mary Lu gave an update on the developmental disabilities system and services being provided. Envision will receive ARRA dollars for early intervention services. The 2.5% rate reduction in Medicaid services is effective today. Additional reductions may happen to make up more shortfall in the state budget.

Envision will undergo a reorganization. A Design Team has been appointed and are meeting twice weekly to gather information, consider an agency structure and make recommendations to the management team.

There were no audience comments.

The Board adjourned to an executive session at 8:34 AM.

**Envision
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**REGULAR MEETING OF THE BOARD OF DIRECTORS
November 5, 2009**

Members Present

Loren Camp
Todd Baker
Greg Stenberg
Bryan Keene
Erica Herman
Dianne Stille

Members Absent

Ed Mirick
John Cronin

Others

Mary Lu Walton
Kay Wells
Cal Logan
10 Staff Members

The meeting was called to order at 7:30 AM by the President with a quorum established.

Roll call indicated attendance as above

There were no agenda additions.

Motion was made and seconded (Keene/Herman) to approve the minutes of the October 1, 2009 meeting as written. Motion carried.

Cal Logan of Logan, Thomas and Johnson LLC, presented information from the audit for FY08-09.

Greg Yost reviewed the financial statement for the period ending September 30, 2009. Total income was \$866,792.09. Total expenses, including depreciation of \$7,078.00, were \$882,779.70; leaving a net income of - \$15,987.61.

Final draft of the Investment Statement was reviewed. Motion was made and seconded (Baker/Keene) to approve the statement. Motion carried.

A prospective board member, Margaret Brown, will be invited to attend the next board meeting.

Rana Kennedy gave a report from the Employee Committee of recent activities and future events being considered.

Brian Hughes presented information about the annual holiday campaign. Materials will be mailed to the board members for their use in this campaign.

Mary Lu reviewed the Executive Director's report for October, 2009.

There were no audience comments.

The board adjourned to executive session at 8:55 AM and reconvened the public meeting at 9:20 AM. Motion was made and seconded (Keene/Baker) to change the date of the annual performance evaluation of the Executive Director to coincide with end of fiscal year. Motion carried. The Board offered Mary Lu Walton, Executive Director, an 18-month contract effective 1/1/10 and ending 6/30/11. Mary Lu accepted.

**Envision
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**REGULAR MEETING OF THE BOARD OF DIRECTORS
December 3, 2009**

Members Present

**John Cronin
Greg Stenberg
Todd Baker
Dianne Stille
Erica Herman**

Members Absent

**Loren Camp
Bryan Keene
Ed Mirick**

Others

**Mary Lu Walton
Kay Wells
Margaret Brown
10 Staff Members**

The meeting was called to order at 7:30 AM by the Vice President with a quorum established.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Stille/Baker) to approve the minutes of the November 5, 2009 meeting as written. Motion carried.

Greg Yost reviewed the financial statement for the period ending October 31, 2009. Total income was \$596,833.86. Total expenses, including depreciation of \$7,078.00, were \$728,910.43; leaving a net income of -\$132,076.57.

Margaret Brown, who was in attendance, has shown an interest and would like to pursue membership on the board of directors. Motion was made and seconded (Baker/Stille) to appoint Ms. Brown to a 3-year term. Motion carried. Ms. Brown joined the board at the table.

Brian Hughes presented information and furnished materials to the members for the annual holiday campaign.

Mary Lu gave a brief report of the employee committee activities.

Mary Lu reviewed the Executive Director's report. An addition to the report was that the state is recommending changing the eligibility criteria for the early intervention program due to reduction of funds for this program. The Myers and Stauffer Report has been released to the public. A copy will be furnished to any board member who is interested in reading this report.

There were no audience comments.

The board adjourned to executive session at 8:35 AM. At 8:50 AM the board reconvened to public session and the meeting was adjourned.

**Envision
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**REGULAR MEETING OF THE BOARD OF DIRECTORS
January 7, 2010**

Members Present

John Cronin
Ed Mirick
Bryan Keene
Todd Baker
Dianne Stille
Margaret Brown
Erica Herman

Members Absent

Loren Camp
Greg Stenberg

Others

Mary Lu Walton
Kay Wells
Jamie Weeks
Kathi Sargent
7 Staff Members

The meeting was called to order at 7:30 AM by the Vice President with a quorum established.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Keene/Baker) to approve the minutes of the December 3, 2009 meeting as written. Motion carried.

Two individuals were presented for election to the board of directors. Kathi Sargent and Jamie Weeks were introduced and recommended by the Executive Finance Committee for membership. Motion was made and seconded (Baker/Stille) to elect Kathi and Jamie to serve a three year term on the board. Motion carried.

Greg Yost reviewed the financial statement for the period ending November 31, 2009. Total income was \$754,365.06. Total expenses, including depreciation of \$7,078.00, were \$697,482.50; leaving a net income of \$56,882.56.

Mary Lu gave a report from the employee committee that the committee is beginning work on employee recognition and incentives. Those plans will be finalized soon.

The Executive Director's report for December, 2009 was reviewed by Mary Lu. She added that Envision will host an art show on Friday, February 12 and encourages all board members to attend.

There were no audience comments.

The meeting was adjourned.

**Envision
Creative Support for People with Developmental Disabilities**

**REGULAR MEETING OF THE BOARD OF DIRECTORS
February 4, 2010**

Members Present

John Cronin
Bryan Keene
Margaret Brown
Kathy Sargent
Jamie Weeks
Dianne Stille
Erica Herman

Members Absent

Loren Camp
Greg Stenberg
Ed Mirick
Todd Baker

Others

Mary Lu Walton
Kay Wells
7 Staff Members

The meeting was called to order at 7:30 AM by the Vice President with a quorum established.

Roll call indicated attendance as above.

There no agenda additions.

Motion was made and seconded (Keene/Weeks) to approve the minutes of the January 7, 2010 meeting.
Motion carried.

Greg Yost reviewed the financial report for the period ending December 31, 2009. Total income was \$704,347.38. Total expenses, including depreciation of \$7,078.00, were \$657,594.81; leaving a net income of \$46,752.57.

Mary Lu reviewed the Executive Director's Report for January, 2010. Board members were invited to attend the Awareness Day for Developmental Disabilities at the Capital on February 17. John Cronin will attend in addition to several staff members. Members were encouraged to attend the Envision Art Show – Creative Connections scheduled for Friday, February 12 from 5:00 PM to 8:00 PM.

Information was shared for use in the Envision Planning and Goal Setting. After discussion, members will communicate among themselves via email with thoughts and suggestions. The board will meet on February 27 from 3:00 – 5:00 PM at the home of Dianne Stille to formulate goals for the board of directors.

A brief employee committee report was given by Mary Lu.

There were no audience comments.

The meeting was adjourned.

**Envision
Creative Support for People with Developmental Disabilities**

**REGULAR MEETING OF THE BOARD OF DIRECTORS
March 4, 2010**

Members Present

John Cronin
Todd Baker
Greg Stenberg
Kathi Sargent
Margaret Brown
Erica Herman
Bryan Keene

Members Absent

Loren Camp
Jamie Weeks
Ed Mirick
Dianne Stille

Others

Mary Lu Walton
Kay Wells
6 Staff Members

The meeting was called to order at 7:30 AM by the Vice President.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Herman/Baker) to approve the minutes of the February 4, 2010 meeting as written. Motion carried.

A letter of resignation has been received from Loren Camp, current Board President. Motion was made and seconded (Brown/Baker) to accept the resignation. Motion carried. The Vice President called for nominations from the floor to fill the vacant position of President. Erica Herman nominated Bryan Keene for President. There being no other nominations, motion was made and seconded (Baker/Brown) to elect Bryan Keene as President. Motion carried. As a result, motion was made and seconded (Baker/Herman) for the Board to authorize the removal of Loren Camp from the bank signature card and add Bryan Keene as a signer. Motion carried.

Greg Yost reviewed the financial report for the period ending January 31, 2010. Total income was \$706,075.38. Total expenses, including depreciation of \$7,078.00, were \$717,651; leaving a net income of - \$11,586.32.

Greg Yost reported that three proposals had been submitted in response to request for proposal to audit the agency 403b Plan. These proposals have been reviewed by the Executive Finance Committee and the committee recommended that Anderson & Whitney be contacted to perform this audit. Greg was instructed to make that contact as well as with the other two firms to decline their proposals.

The members were asked if they had any input or suggested revisions to the draft of the Board of Directors Conflict of Interest Policy submitted to them for review. There being no revisions, motion was made and seconded (Herman/Baker) to approve the Policy as drafted. Motion carried.

Mary Lu explained that Envision is out of compliance with Division rules and regulations as to the makeup of the Human Rights Committee and approval of recent appointments to that committee. The Board reviewed the membership of Lori Peterson, Joan Moore, Betty VanDinter, Cathy Orosz, Todd Sundeen, Michael Stevens and Lynn Small. Motion was made and seconded (Stenberg/Herman) to approve the membership. Motion carried. Efforts will continue to come into compliance with the representation on the committee.

Mary Lu reviewed the Executive Director's Report for February, 2010.

There was no representative from the Employee Committee in attendance. However, Mary Lu said that she had recently talked with the committee chairman and the committee plans to re-activate and work towards some incentives for staff.

**Envision
Creative Support for People with Developmental Disabilities**

**REGULAR MEETING OF THE BOARD OF DIRECTORS
April 1, 2010**

Members Present

Bryan Keene
Ed Mirick
John Cronin
Todd Baker
Kathi Sargent
Margaret Brown
Erica Herman

Members Absent

Dianne Stille
Greg Stenberg
Jamie Weeks

Others

Mary Lu Walton
Kay Wells
4 Staff Persons

The meeting was called to order at 7:35 AM by the President.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Baker/Cronin) to approve the minutes of the March 4, 2010 meeting as written. Motion carried.

The President appointed Todd Baker, Kathi Sargent and Erica Herman to serve on the Nominating Committee.

The President called for nominations to fill the member-at-large vacancy on the Executive Finance Committee. Margaret Brown was nominated to fill that vacancy. There being no further nominations, the President declared a unanimous ballot be cast.

Greg Yost reviewed the financial report for the report ending February 28, 2010. Total revenue was \$780,530.77. Total expenses, including depreciation of \$7,078.00, were \$696,829.63; leaving a net income of \$83,701.14.

Bank signature cards showing new signers on the bank account were available and signed by designated individuals.

Motion was made and seconded (Cronin/Sargent) to approve the appointment of Brinda Achziger to serve on the Human Rights Committee. Motion carried.

John Cronin, Bryan Keene and Todd Baker gave a brief report on progress with Board goals. John Cronin asked permission from the board to send a thank you letter to Dr. Harvey Rude, Professor and Director of the School and Special Education for meeting with him. Motion was made and seconded (Baker/Herman) for this letter to be composed and sent. Motion carried.

The agency calendar for FY10-11 was reviewed. Motion was made and seconded (Cronin/Herman) to approve the calendar. Motion carried.

Mary Lu reviewed the Executive Director's Report for March, 2010. She expressed her appreciation and that of the agency to the maintenance manager, Larry Rasek, and the Envision work crews for all their work with the relocation of offices for the reorganization process.

There were no audience comments.

The meeting was adjourned by the President.

Envision
Creative Support for People with Developmental Disabilities
REGULAR MEETING OF THE BOARD OF DIRECTORS
June 3, 2010

Members Present

Todd Baker
Margaret Brown
Dianne Stille
Kathi Sargent
Bryan Keene
Erica Herman
John Cronin
Ed Mirick

Members Absent

Gregory Stenberg
Jamie Weeks

Others Present

Mary Lu Walton
Greg Yost
Bill Shell
Gary Perl
Celeste Ewert
Shawn Croissant
Kate Christensen
Linda Medina

The meeting was called to order at 8:30 AM by Bryan Keene, President.

Roll call indicated attendance as stated above.

Agenda Additions include closure of a bank account and approval of minutes of previous meeting.

Gary Perl and Bill Shell from Morgan Stanley Smith Barney presented updated information on Envision's investment portfolio.

Motion was made and seconded (Cronin, Sargent) to approve the minutes of the May 6, 2010 meeting as written. Motion carried.

The financial report for period ending April 30, 2010 was presented by Greg Yost. Total income was \$833,135.22 and total expense including depreciation of \$7,078 was \$701,876.38; leaving a net income of \$131,258.84.

Motion was made and seconded (Cronin, Baker) to authorize the closure of a bank account previously used only for the partial self-funded health plan and move the remaining funds of \$.52 to the general bank account. Motion carried.

The first draft of fiscal year 2010-2011 budget was presented indicating a deficit of (\$48,171). At this point there has not been a thorough review of the document by Management. That will occur within the next few weeks and a second draft will be presented at the July meetings.

The United Way of Weld County contracts for allocated funds for FY2010-2011 and FY2011-2012 were presented. Envision requested \$30,000 each year for drop off respite services and \$34,694 each year for a bilingual Early Intervention case management position. We were awarded \$15,450 each year for respite and \$34,694 each year for EI case management. Motion was made and seconded (Stille, Cronin) to accept the contracts. Motion carried with one vote against.

The final copy of the FY2010-2011 Annual Plan was given to the Board along with the formatted goals from all departments and the Board. Progress on goals will be reported quarterly. Board members reported on their goal progress up to this date. Bryan and Erica completed the revision of the annual performance review tools for the Executive Director's annual evaluation and distributed it to all Board members. Bryan has asked Kay to send the tool to Program Approved Service Agency (PASA) directors and to distribute it to members of the Envision Management Team. All forms are to be returned to Envision in care of Bryan. Erica is still working on a tool for the Board to annually review their own performance. Bryan has been communicating with Brian Hughes regarding places to "advertise" Envision and who to contact to fund those efforts. It may be more beneficial to focus attention on promoting and funding specific items/events instead of just Envision in

**Envision
Creative Support for People with Developmental Disabilities**

**REGULAR MEETING OF THE BOARD OF DIRECTORS
May 6, 2010**

Members Present

**Bryan Keene
Kathi Sargent
Greg Stenberg
John Cronin
Erica Herman
Margaret Brown
Dianne Stille
Jamie Weeks**

Members Absent

**Ed Mirick
Todd Baker**

Others

**Mary Lu Walton
Kay Wells
5 Staff Persons**

The meeting was called to order at 7:30 AM by the President.

Roll call indicated attendance as above.

There were no agenda additions.

Motion was made and seconded (Cronin/Herman) to approve the minutes of the April 1, 2010 meeting as written. Motion carried.

Greg Yost reviewed the financial report for the period ending March 31, 2010. Total income was \$781,934.34. Total expenses, including depreciation of \$7,078.00, were \$854,526.84; leaving a net income of - \$72,592.47.

Bryan Keene gave information on the Bank of Choice and their agreement with the FDIC and level of risk to the Envision bank accounts currently at the Bank of Choice. This information was presented to the Executive Finance Committee by Sarah Burchett and Jim Wakeman of Bank of Choice.

The Executive Director's Report was reviewed by Mary Lu. Some written information was distributed on the Conflict of Interest issue.

A draft copy of the Annual Plan was given to board members. This is a required document to be submitted to the Division for Developmental Disabilities annually.

An update on progress of the Board Goals was given by members.

Mary Lu reported that the employee committee will host an employee barbeque on May 19 from 11:00 AM – 1:00 PM at Envision. Board members are invited to attend. The committee has also discussed other events for the summer months.

There were no audience comments.

The meeting was adjourned by the President.