

ALBERTINA KERR CENTERS
Governing Board Meeting Minutes
June 21, 2021
5 to 7 p.m.
Via Teams

Governing Board Members Present

Teri Barichello, David Boxberger, David Connell, Miki Herman, Susan Hobbel, David Lake, Paul Litwinczuk, Melissa May, Jill Nickerson, Craig Payne, Lisa Powell, Karen Rasmussen, Heidi Steeves, Dennis Warneke, David Wilson

Board Members Excused

Kim Curry, Rod Malone

A quorum was present.

Staff Present

Anne Adler, Jeff Carr, Owen Gibson, Derrick Perry, Matthew Warner

Convene (Miki Herman, Chair)

Miki convened the meeting at 5:07 p.m.

Approve Consent Agenda

- Minutes of the April 26th Board Meeting
- Policies Recommended for Approval:
 - Code of Ethics;
 - Finance, Audit & Compliance Committee Chair Job Description
 - Program & Accreditation Committee Chair Job Description
- Fundraising Report
- CEO Written Report

ACTION: Dennis Warneke moved that the Consent Agenda be approved. David Wilson seconded. The motion passed via unanimous vote.

Approve Slate of Officers for FY2021-2022 (All)

The following slate of Board, Foundation, Committee and Corporate Officers were reviewed for approval.

Board of Directors & Corporate Officers for FY2021-2022

Board Chair: Miki Herman
Board Chair Elect: David Lake
Corporate President/CEO: Jeff Carr
Corporate Treasurer/CFO: Open
Corporate Secretary: Holly Edgar

Board Standing Committee Officers FY2021-2022

Finance, Audit & Compliance Chair: Paul Litwinczuk
Finance, Audit & Compliance Chair Elect: Open
Program & Accreditation Chair: Lisa Powell
Program & Accreditation Chair Elect: Heidi Steeves
Board Recruitment & Engagement Chair: David Wilson

Board Recruitment & Engagement Chair Elect: Open

Foundation Board of Trustees Officers FY2021-2022

Foundation Chair: Terry Donahe
Foundation Chair Elect: Mary Lago
Corporate President/CEO: Jeff Carr
Corporate Treasurer/CFO: Open
Corporate Secretary: Holly Edgar

ACTION: Teri Barichello moved that the Slate of Officers be approved with the following change: the Slate of Officers will be approved as listed through July 9th, 2021, at which time Miki Herman will step down as Board Chair and assume the position of Interim CEO; at that time, David Lake will assume the position of Board Chair. David Wilson seconded. The motion passed via unanimous vote. Miki Herman abstained.

Approve Renewal of Board of Director (All)

Paul Litwinczuk's second term as a member of the Board of Directors expires on June 30, 2021. He is recommended for a third term.

ACTION: David Connell moved that Paul Litwinczuk be approved for a third term as a member of the Board of Directors, starting July 1, 2021 through June 30, 2024. Susan Hobbel seconded. The motion passed via unanimous vote. Paul Litwinczuk abstained.

Approve New Appointments to the Foundation Board of Trustees (All)

Melissa May and Aaron Cilek are recommended for appointment to the Foundation Board of Trustees for a three-year term.

ACTION: Paul Litwinczuk moved that Melissa May and Aaron Cilek be approved for first terms as members of the Foundation Board of Trustees, starting July 1, 2021 through June 30, 2024. David Wilson seconded. The motion passed via unanimous vote. Melissa May abstained.

Thank You (All)

Board members expressed gratitude and appreciation for Teri Barichello's and Melissa May's service on the Board of Directors and Committees. Members also thanked Karen Rasmussen for her service as Chair of the Finance, Audit & Compliance Committee, and David Wilson for his service as Chair of the Program & Accreditation Committee.

Review & Approve the FY2021-2022 Board, Foundation & Committee Rosters & Meeting Schedule (All)

Board members reviewed the Board, Foundation and Committee rosters. Two corrections were made.

ACTION: With two corrections, David Wilson moved that the Board, Foundation and Committees rosters for FY2021-2022 be approved. Dennis Warneke seconded. The motion passed via unanimous vote.

ACTION: With one change, David Lake moved that the meeting schedule for FY2021-2022 be approved. Heidi Steeves seconded. The motion passed via unanimous vote.

Finance, Audit & Compliance Committee Report (Karen Rasmussen)

Karen shared that the auditors reported very good progress in the work being done to address concerns listed in the management letter. The auditors are also monitoring work as it's occurring to ensure timing is on track for a clean regular audit later this year.

April Financial Report (Jeff Carr)

MTD performance was overall good. Contract and program revenue was slightly under budget, and in-kind contributions are behind due to timing and will catch up. Contributions and event revenue were very strong. Salaries and wages continue to run under budget due to hiring challenges. Contract labor is over due to accounting consultants. Net operational results show a \$425k surplus.

YTD performance remains very positive. Kerr Bikes is having a very good start to the season. In-kind will true up. Salaries and wages is under budget. Benefits are over budget due to a miscalculation when the budget was set. Expenses are being managed very well and performance is favorable against budget. The operating net is a \$3.2 million surplus.

Program & Accreditation Committee Report (David Wilson)

David shared highlights from the recent P&A Committee meeting. Erin Cochrun-Weston, Assistant Director of Employment Services, presented success stories from the Employment Services program. During the pandemic, while clients were laid off due to business closures, the staff and clients created a "Career Club" in order to maintain connections and reduce isolation. She also shared a success story about an individual who has gained independence from needing a job coach. David also briefed the Board on the program outcomes report. Not all data from Epic is being captured yet but eventually will be. No founded abuses were reported in the last quarter. Medication errors are down, and no adverse effects were reported. Outpatient mental health is still struggling due to the staffing turnover and shortage. Construction will begin on the first of two new group homes, designed and built for Kerr, toward the end of this calendar year.

Owen Gibson reported to the Board that Kerr's mental health programs have been officially accredited by the Commission on Accreditation of Rehabilitation Facilities (CARF). First time applications for CARF accreditation land in three final categories of accreditation: 1) not accredited; 2) accredited for one year – the majority of applicants are awarded this status; and 3) a three-year accreditation. Kerr achieved the three-year accreditation. Kudos to everyone who worked hard in the mental health programs and to those who put all of the information together during the application and review process.

Executive Session (Miki Herman)

Board members entered Executive Session at 5:41 p.m.

Adjourn

Miki Herman adjourned the meeting at 6:56 p.m.

Recorded by Holly Edgar, Corporate Secretary