



Board of Directors Meeting Minutes January 12, 2016

Present:	Roger Schmitz, Chair Sean Gallagher, Vice-Chair Will Fay, Secretary Brad Baumgartner	Steve Binder Peter Burg Elizabeth Herr Amy Ross
Absent:	Marlon Anderson	
Staff:	Shari Repinski, Interim CEO Aaron Allen Nina Cruchon Annie Davies Jodi Dooling-Litfin Ann Gifford Marva Hicks	Gwen Lawton Becky Miller Jodi Merrill-Brandt John Wetherington Brenda Whitlow Erin Wilkinson
Guests:	Dawn Caldwell Julie Chase, CoBiz Financial Marianne Hallinan, Hale Westfall LLC Rob Hernandez Josh Rael, Alliance Colorado	Marcia Tewell, DD Council Maureen Welch Nancy Snyder, CoBiz Financial Richard Westfall, Hale Westfall LLC

The meeting of the Board of Directors of Rocky Mountain Human Services (RMHS) was called to order at 9:10 a.m. by Mr. Roger Schmitz, Board Chair, at Rocky Mountain Human Services, 9900 East Iliff Avenue, Denver, CO. A quorum was present.

Consent Agenda

Roger Schmitz

- Approval of Jan. 12, 2016 Agenda
- Adoption of Nov. 17, 2015 Minutes
- Adoption Oct. 20, 2015 Minutes

MOTION: Mr. Sean Gallagher moved to approve the January Consent Agenda and the November and October 2015 Board Meeting Minutes. It was seconded by Mr. Will Fay and was approved by unanimous voice vote. Motion passed.

Board Membership

Roger Schmitz

- Nominating Committee

Proposed Board resolution: The Board hereby establishes a Nominating Committee for the purpose of identifying candidates for the RMHS Board of Directors reflecting both the business community and the communities of individuals served by RMHS. The Board allows the Board Chair and Vice Chair to appointment members.

MOTION: Mr. Sean Gallagher moved to establish a Nominating Committee to identify candidates for the RMHS Board of Directors. It was seconded by Mr. Brad Baumgartner and was approved by unanimous voice vote. Motion passed.

Interim Executive Director's Report

Shari Repinski

Board Meeting Schedule

Copies of the 2016 RMHS board meeting schedule were available for all attendees. The dates may be subject to change, but will be updated on our website.

Strategic Priorities

Colorado Open Records Act (CORA) - Senator Aguilar & Representative Young are co-sponsors on legislation that is expected to be introduced this week when the session opens. It is expected to go in as an early bill. Essentially, what this legislation does is that it requires Community Centered Boards (CCBs) to fall under the statute that have existed for some time around Colorado Open Records Act (CORA). The language in CORA is relatively broad and is wide open with a couple of restrictions or exceptions to CORA. It basically states that we should keep our records open to the public. We've made commitments to the sponsors that we are going to be involved in this legislation and we will partner with them in providing them information and our perspective and working through the process. The draft bill is what we expected with a provision in there regarding the State auditors having oversight over CCBs. We do not plan to oppose or work against this legislation at all, but will keep the Board informed.

Alliance Membership – Mr. Josh Rael, Executive Director of Alliance, provided an overview of what the organization provides to its members, along with the organization's goals and initiatives.

Finance Update

CFO, John Wetherington

Mr. John Wetherington presented the financial results for the five month period ending November, 2015. Total revenues are 1% under budget and total expenses are about 6% under budget so the surplus is favorable to budget. A portion of this surplus of \$767,000 is \$312,000 from the sale of residential properties. Salaries and benefits are significantly under budget due to management of vacancies.

Proposed Board resolution: The Board accepts the financial statements through November 2015.

MOTION: Mr. Steve Binder moved to approve the financial statements through November 2015. It was seconded by Mr. Will Fay and was approved by unanimous voice vote. Motion passed

Mr. Wetherington provided the current cash flow projections for the organization and he and Ms. Shari Repinski updated the board regarding Mill Levy negotiations being conducted with the Denver Department of Human Services. He informed the Board that the close-out reports for the State of Colorado SLS programs indicated underutilization of \$409,000 in State funds which will be returned to the State by May of 2016. He discussed efforts to better manage utilization during the current year.

The fieldwork on the financial/A-133 audit continues with multiple issues tied to discontinued operations and other special accounting issues under discussion with the auditors.

Mr. Wetherington noted the CoBiz Line of Credit tied to the residential properties was renewed in December for a six month term with all existing terms.

The Board was made aware and accepted the renewed line of credit in the amount of \$202,000.

Real Estate

Mr. Wetherington noted the staff had vacated the Harvard property in December and an early release from the landlord was negotiated. The landlord agreed to issue a five-year note for unamortized lease expenses. The Grant Street property lease was being terminated as of May 31, 2016 with notifications being delivered in February. John noted there was nearly no activity in efforts to sublease the space at 24 Weber. The final residential property was sold and closed the final week of December.

Proposed Board resolution: The Board ratifies the Promissory Note associated with the Harvard Ave. leased space

MOTION: Mr. Will Fay moved to ratify the Promissory Note associated with leased space at 10375 Harvard Ave. in Denver, CO in the amount of \$373,153.75. It was seconded by Ms. Amy Ross and was approved by unanimous voice vote. Motion passed.

New Business/Announcements – None at this time

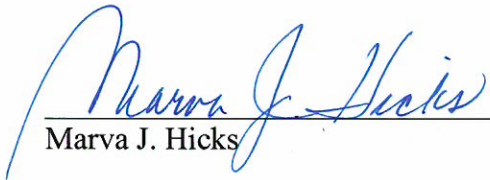
Public Comment Period

Executive Session

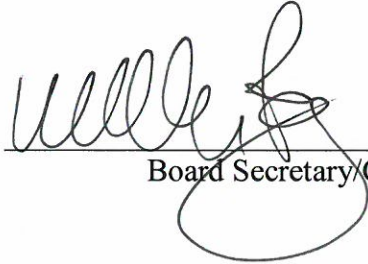
Adjournment

MOTION: Mr. Peter Burg moved to adjourn the Board of Directors Meeting at 12:30 p.m.
Mr. Steve Binder seconded the motion. It was approved unanimously.

Submitted by:



Marva J. Hicks

 3/15/16

Board Secretary/Chair date