

MINUTES
Governing Board of Directors
Tuesday, November 29, 2011

Directors Present: David Johnson Ken McGovern Frank DeSalvo
Bootsie Lauridsen Cindy Maude Don Grosidider
Reed Dillon Steve Glass Carol Hatton

Directors Absent: Barbara Ballard Elizabeth Sheils Doug Stephens

Staff Present: Patricia Roach Smith, COO
Tracy Kihm, Finance Director
Cindy Hart, Development Director
Marilyn Sell, Recording Secretary

I Ken McGovern called the meeting to order at 7:35 a.m. with a quorum present. The Finance office provided breakfast as their way of thanking the board for the additional day off during the holidays. Other cards and emails from staff thanking the board were circulated.

II Public Comment: None.

III Consent Agenda: September 27, 2011 Minutes, October 2011 Financials and the CEO Report made up the Consent Agenda.

Ratifying the Corporate Resolution was added to Consider for Action; the Budget was moved from Review and Comment to Consider for Action; and, the Quality Management Report was made an Executive Session item.

Regarding the October financials—the month was better due to healthy staff, no scheduled trainings, no holidays, staff/client vacations are over; and, the kids are back in school.

STEVE GLASS MOVED TO APPROVE THE CONSENT AGENDA AS AMENDE4D; BOOTSIE LAURIDSEN SECONDED THE MOTION. MOTION CARRIED.

IV Consider for Action: Benevon. At a special meeting of the Endowment Board on November 18 the Trustees moved to endorse Benevon's introductory year and forward this endorsement to the Governing Board. One other motion taken by the Trustees was to the Declaration of Trust to increase board membership to up to 20 and respect the board terms.

The question was asked, “How will Benevon impact a possible capital campaign?” David said Benevon strongly suggests not initiating a capital campaign for two years after working with Benevon.

CINDY MAUDE MOVED TO ACCEPT THE RECOMMENDATIONS PROPOSED BY THE ENDOWMENT BOARD; STEVE GLASS SECONDED THE MOTION. MOTION CARRIED.

Cindy Hart advised Benevon’s team training is March 1 and 2 in Dallas; and, there is a brief introduction to Benevon on January 5 in Kansas City. Anyone with an interest in being part of the core team should let Cindy know as soon as possible.

Corporate Resolution. Prior to today’s meeting, the Governing Board received information via email regarding the Corporate Resolution to Lease. **DON GROSDIDIER MOVED TO RATIFY THE CORPORATE RESOLUTION TO LEASE A VEHICLE; STEVE GLASS SECONDED THE MOTION. MOTION CARRIED.**

Good Friends. Nominations were Jason Edmonds, Jill Persinger, Matt Little, Bob Sanner—all folks integral to the success of our Nash Dash & Bash.

DON GROSDIDIER MOVED TO APPROVE THE NOMINATIONS; BOOTSIE LAURIDSEN SECONDED THE MOTION. MOTION CARRIED.

Budget. David and Tracy fielded questions from the board regarding the 2012 Operating Budget showing an \$89K deficit.

KEN MCGOVERN MOVED TO APPROVE THE BUDGET AS PRESENTED; STEVE GLASS SECONDED THE MOTION. MOTION CARRIED.

V Executive Session: The meeting adjourned to Executive Session at 8:10 a.m. for 20 minutes for the Quality Management Report. The Executive Session adjourned at 8:30 a.m. to the regular session.

VI Review & Comment: Property Update. Phase I of the environmental survey has been completed. A soil boring is scheduled for Wednesday to determine if there is any seepage onto our property from tanks removed from the school district property. David’s presentation to the Pinckney neighborhood association on Saturday went well. We have received good support from city leadership—the Director of Planning and the City Manager in particular. We may close by early spring.

BrightEHR. Cerner technology whose mission is *to contribute to the systemic improvement of health care delivery and the health of communities* is moving to Kansas City. We don’t know

what impact they will have. Cerner has a record of buying small companies—will they make BrightEHR a proposal?

Other: The meeting with the Legislative Delegation is scheduled for Friday, December 16 from 3:30 to 4:30 p.m. This meeting is held in conjunction with the Visiting Nurses and the Health Department. Rather than being all over the board with questions and comments, Ken asked that staff identify and advise the board members four points/issues upon which to focus making this short period of time with the legislators more impactful.

The Center is closed on Tuesday, December 27. The next scheduled meeting of the Governing Board is Tuesday, January 31, 2012.

VII Adjourn. The meeting adjourned at 8:35 a.m.