**Red Rock Center for Independence Board of Directors**

**Minutes**

**April 15, 2020, 3:00 p.m.**

**PLEASE BRING YOUR COPY OF THE STRATEGIC GOALS WITH YOU TO THE MEETING**

**Attendees: Board Members**: Jesse Stocking (President), VACANT (Vice President), Michael Mills (Treasurer), Tom Brownlee (Secretary), Diego Acosta, Dianne Aldrich, Angela Pool-Funai, Brad Robinson, Lester Ruesch, Kester Tapaha

**Staff:** Brenda Marshall (Assistant to the Director); Carol Golichnik (bookkeeper)

**Excused: Darin Day**

**Welcome**

**Agenda & Meeting Priorities** VOTE

 *Move to approve agenda & meeting priorities: Lester, Tom; approved unanimously*

**Consent Agenda** VOTE

Minutes

*Move to approve consent agenda: Tom, Lester; approved unanimously*

**Nominations/Election of Vice President** VOTE

*Move to close nominations: Lester, Tom*

 *Discussion: Various members of the board expressed appreciation for Brad’s willingness to serve in this capacity.*

 *Move to accept Brad Robinson’s nomination as Vice-President: Angela, Michael; approved unanimously*

**Finance**

Finance Report VOTE

*Michael presented the financial report for March 31, 2020. Finance Committee met virtually yesterday; no items of concern to bring to the board. Additional documentation needed for current IRS filing year; Carol has prepared a letter and sought advice from auditor/accountant with Michael’s input on our request to file an extension.*

 *Move to approve March 31, 2020 financial report: Michael, Tom*

*Additional discussion: Main bank account (Cache Valley Bank) currently has three signers -- one is George, who has stepped down from the board -- need an additional signer for accessibility for Brenda to submit checks (each check requires two signers). Diego was a signer formerly and would be willing to be reinstated, unless his work is considered a conflict of interest. Lester asked if Diego would check with his supervisor for clarification. Jesse has had interactions with Cache Valley Bank and might be available if needed.*

*Michael has been in communication with Zions Bank regarding the credit card that was in Barb Lefler’s name and what we need to do to access that account and move forward.*

**Executive Director Vacancy** VOTE

*Lester commented that we need to consider federal/grant requirements and procedures for selection process (recommended executive committee as core group and others as needed). Three documents in the board room online:*

* *Independent Living Administration (2 documents) -- Requirements in selection of new executive directors. FAQs document outlines some requirements; other document is a checklist to ensure that we follow the guidelines. Before we can hire/make a final offer to a new executive director, the selection has to be approved by the ILA (Projects Officer). We would need to notify them if we appoint an interim director. Need to submit why we are making a change in leadership, reasons for the change, etc.*
* *IL-Net TA document “Tips for hiring an Executive Director”*
* *Current job description (to review by search committee)*
	+ *Lester has also collected some samples of job descriptions from other IL agencies*

 *Jesse asked for board volunteers in addition to the executive committee (Jesse, Lester, Tom, Michael, Brad; Brenda as staff representative) to serve on the search/recruitment committee: Angela and Dianne volunteered to participate. Jesse/Brenda will reach out to one of the state IL agency directors for an additional representative.*

 *Move to establish the search/recruitment committee with those listed above: Lester, Dianne; approved unanimously*

 *Additional discussion: Carol will send salary history for the executive director position to Jesse. Michael inquired about COVID-19 payroll protection grants; Carol explained that it wouldn’t be as relevant for RRCI because the grant funding is set up differently (funds come through contracted arrangements); Brenda shared discussion from state directors' meeting where they discussed similar issues.*

**Board Business**

Scholarship Report

 *Tabled to next meeting.*

Friends of RRCI, others to inform re Executive Director

*Brenda has been in communication with Greg Bartholomew to notify him of Barb’s passing. She has also been in touch with the other state IL agency directors (five throughout the state); they asked her to convey their willingness to assist with the search process.*

**Discussion Items**

Executive Session – Personnel/Interim Executive Director/Recruitment Comm.

*Move to go into executive session: Angela, Tom. Approved unanimously.*

*Discussion centered on possibility of appointing an executive director and related challenges: delegating workload, temporary pay changes for an internal appointment, possible need to hire additional support staff*

*Move to adjourn from Executive Session and return to regular meeting: Angela, Lester.*

*Move to offer Brenda Marshall position of Interim Executive Director of RRCI: Michael, Lester. Approved unanimously. Jesse expressed appreciation for Brenda’s hard work in recent weeks and the board’s confidence in Brenda and the rest of the RRCI staff team to move the organization through these difficult times. Lester expressed to Brenda the importance of calling upon board members for assistance in the transition.*

*Jesse will notify ILA PO of Brenda’s interim appointment.*

*Search committee will convene virtually on Monday, April 20 at 3:30pm.*

**Adjourn**

*Meeting adjourned at 5pm.*

**Important Dates and Events**

**Board Meeting Schedule:** May 20, 2020

*Follow-up motion made via email on 04/16/2020 (Moved/seconded: Michael, Dianne; approved): The Board of Directors of Red Rock Center For Independence authorizes the following officers and board members to be signers on the organization’s accounts at Cache Valley Bank:*

*Jesse Stocking – President, Board of Directors*

*Lester Ruesch – President Ex Officio, Board of Directors*

*Michael Mills – Treasurer, Board of Directors*

*Dianne Aldrich – Finance Committee Member, Board of Directors*

*Brenda Marshall – Interim Executive Director*