

**\*This meeting was held virtually\***



**FOOTHILLS GATEWAY, INC.  
BOARD OF DIRECTORS MEETING  
October 18, 2022**

**Present**

Mark Durand  
Ron Charkowski  
Linda Drees  
Aaron Vogt  
Nancy Kepner  
Steve Dandaneau

**Excused**

Mikel Zimmerman

**Absent**

Punkie Whitely  
Amanda O'Hayre-Fabrizio

**Guests**

**Staff**

Erin Eulenfeld  
Debbie Klein  
Carla Conrardy  
Brandee Boice-Street  
Ed Bowers  
Dan Moulton  
Angela Woodall  
Pat Carney  
Marla Maxey  
Judy Tomcak  
Lori Sauvageau  
Teri Billingsley

President Mark Durand called the meeting of the Foothills Gateway, Inc. Board of Directors to order at 7:02pm and welcomed attendees.

**OPEN FORUM:**

Mark Durand invited guests to speak.

- No guests were present wishing to speak.

**POTENTIAL BOARD MEMBERS:**

Debbie shared that several leads have been followed to recruit Board Members, Debbie has a meeting scheduled with an employee from FNBO on October 31<sup>st</sup>, Debbie is also discussing Board membership with Chrissi Alvarado, an employee of CSU and previous employee of FGI. Karen Bennett is still interested in joining the Board but could not attend this month's meeting. Aaron Vogt also has a prospective member from the Poudre School District. Erin Eulenfeld is working with a self-advocate who may be willing to join the board.

**PRESENTATIONS**

**DD Waiver Case Management – Dan Moulton**

Dan gave a presentation on DD Waiver Case Management, inviting questions. Nancy and Linda shared their experience working with the DD Waiver in general and Dan particularly.

**CONSENT AGENDA:**

- Approval of Board Meeting Minutes – September 20, 2022

**M-S-C (Dandaneau/Kepner) – Approve the consent agenda as presented.**

The above minutes are tentative until voted on and approved at the following month's board meeting.

## **FINANCIAL REPORT**

- **Approval of Financial Reports** - Carla Conrardy presented the unaudited statement of financial position for the month ending September 30<sup>th</sup> 2022. *Detailed financial information can be found in the Board Meeting packets, which are posted to the Foothills Gateway website.*

**M-S-C (Dandaneau/Charkowski)** – Approve the financial reports as presented.

## **NEW BUSINESS**

- **Annual Policy Statement Review** – Debbie shared that this was sent out for the Board Members to review and is also included in the Board packet for this meeting. Debbie also shared that only the Policies are contained in this document to keep it brief. Mark asked how staff access Policies and Procedures. Debbie shared that when Policies are created or changed, these are approved by the Board and posted to the portal where each staff member must acknowledge their review of the document. Procedures are reviewed annually by the appropriate person(s) at FGI, all updates are shared with the Management Team so they can pass on to their staff any relevant changes. Also, staff can access all Policies and Procedures, at any time, via the portal.
- **Annual Review of Conflict of Interest/ Confidentiality, Letter of Commitment and Code of Ethics** – Debbie shared that these forms are in the packet for this meeting but were also emailed separately. Debbie requested the Board Members review, sign and return the documents by October 31<sup>st</sup>.
- **Family Support Council Board Member** – Erin shared information from the application of a Family Support Council Member. Erin also shared that, when an application to the Family Support Council is received, it is brought to the Executive Committee for review. The Board Executive Committee recommends a successful applicant to the full Board for approval. The Executive Committee has reviewed the application from Krystina Janisch and recommends Krystina's addition to the Family Support Council. Mark asked if there were conflict of interest for a family member to be a part of this Council, Erin shared that it is in State regulations that most of the members of the Council should be family members. Erin shared that Debbie will also need to notify HCPF that the Board has approved the application of a new Council member.

**M-S-C: (Charkowski/Durand) approve the Executive Committee's recommendation to accept Krystina Janisch to the Family Support Council**

- **Resolution** - Debbie shared that FGI is in the process of putting the Lakeview house on the market for sale. The title company has requested that the address of the Lakeview house be on the resolution. Ed will send out a DocuSign document that will be signed by the appropriate persons following this meeting. Mark requested that the resolution be viewed by the Board, Ed shared his screen, and the resolution (as follows) was read.

The above minutes are tentative until voted on and approved at the following month's board meeting.

## CORPORATE RESOLUTION

*The undersigned Secretary of Foothills Gateway, Inc. ("Company"), a corporation duly organized and existing under the laws of the State of Colorado hereby certified that, at a meeting of the Board of Directors of the Company duly called and held at 301 W. Skyway Drive, City of Fort Collins, County of Larimer, State of Colorado on October 18, 2022, at which meeting a quorum was continuously present, the following resolutions were unanimously adopted, are now in full force and effect, and have not been modified or rescinded in any manner:*

*RESOLVED, that the following persons:*

*PRESIDENT, MARK DURAND and  
TREASURER, AARON VOGT, jointly or*

*Any two of:*

*CHIEF EXECUTIVE OFFICER, ERIN EULENFELD, and  
CHIEF ADMINISTRATIVE OFFICER, DEBRA A. KLEIN, jointly*

*(cumulatively "Authorized Party") is authorized and empowered to perform one or more of the following actions for and on behalf of the Company and on such terms and conditions as any Authorized Party may deem advisable in his sole discretion:*

- a) Obtain one or more loans or other forms of financing in any amount from a Lender;*
- b) Assign for security purposes, pledge, hypothecate, mortgage, or grant to a Lender a lien, security interest, or other encumbrance upon any of the Company's personal or real property (including, but not limited to, the assignments for security purposes, pledges, hypothecations, mortgages, deeds of trust, liens, security interests and encumbrances contained in loan documents pertaining to promissory note(s), line(s) of credit, or guaranty described above);*
- c) Assign, convey, sell, lease, or otherwise transfer to a Lender or any third party any of the Company's personal or real property; Specifically to list and sell the property at 4342 SW 10<sup>th</sup> Street, Loveland, CO 80537*
- d) Purchase personal or real property, and;*
- e) Execute any document and take or refrain from taking any action on behalf of the Company;*

The above minutes are tentative until voted on and approved at the following month's board meeting.

*FURTHER RESOLVED, that any of the foregoing or related activities taken by any Authorized Party prior to the adoption of the preceding resolutions are hereby ratified and declared to be binding obligations of the Company in a full and complete manner;*

*FURTHER RESOLVED, that the authority and power of any Authorized Party as provided in the preceding resolutions will continue in full force and effect until the Board of Directors of the Company adopt a resolution amending, modifying or revoking one or more of the preceding resolutions;*

*FURTHER RESOLVED, that the Secretary of the Company is authorized to certify the adoption of the foregoing resolutions, the continuing effect of these resolutions, and the incumbency of the various parties authorized to exercise the rights in these resolutions from time to time.*

*The undersigned Secretary certifies that the following persons are duly elected officers or otherwise authorized to act on behalf of the Company in the capacities set forth below and that the following original signatures are genuine in all respects:*

**M-S-C – (Durand/Kepner) Move to approve the Corporate Resolution as detailed above.**

### **OFFICER UPDATES**

- **Erin Eulenfeld**
  - **Case Management Redesign (CMRD) Update:**  
Staff have been meeting with contractors to assist with CMRD initiatives. Staff have also developed information for board members regarding CMRD which has been reviewed by our corporate attorney. This updated information will also be sent to Executive Committee for review.
  - **COVID Update:**  
Due to the increase in COVID cases among staff and persons served, mask-wearing continues to be required for day program and transportation services. Staff and persons served are required to stay home when feeling unwell, and to test if symptomatic for COVID. Information is shared frequently regarding boosting and testing locations as well.
  - **DMVGO:**  
We are working with the Colorado DMV to hold a mobile clinic at FGI to help individuals get or replace their Colorado IDs. If the logistics can be worked out, we're looking at a December date. Having the mobile clinic at Foothills Gateway will increase accessibility and the support individuals may need to acquire a Colorado ID.

The above minutes are tentative until voted on and approved at the following month's board meeting.

- **CARF:**  
The 3-day CARF Accreditation Survey starts on 10/19/22. Staff have been reviewing CARF standards and assuring that the appropriate documentation is added to specific folders and then uploaded to our CARF Microsoft Teams Channel for the virtual survey.
  
- **Debbie Klein**
  - **CARF**  
Admin Division Directors are ready for the CARF visit this week. Each has a separate meeting with the surveyors.
  - **Game Show Results**  
The game Show was quite successful this year, the Paddle Raise had commitments prior to event totaling \$6,575. The Paddle Raise at the event earned \$18,450. This along with a donor match of \$1,700, made for a total of \$26,725 – this will be used for Children & Adult needs
  - **FAMLI**  
IT & HR are working on the new state paid family leave deduction called FAMLI. This deduction will go into effect on January 1, 2023. It is 0.45% from staff & from the employer. The funds will be uploaded to the state in a way that is similar to the unemployment funds. The funds will be paid into the state and will be available to be used by staff in January of 2024.
  - **Employee Engagement Survey 2022**  
This survey went live yesterday. It is being conducted by Employers Council and has similar questions to previous surveys, along with some new questions. The Survey is posted to the employee portal and will be live until October 28<sup>th</sup>.
  - **Joint Board/Management Team Social**  
This event has been scheduled for November 17<sup>th</sup>. Stacy has sent an email to all members of the Operating and Foundation Boards as well as to the Management Team. Please RSVP by Nov 11<sup>th</sup>.

## **COMMITTEE REPORTS**

**Executive Committee** – Mark shared that the Executive Committee met on October 7, 2022 and discussed the Board Meeting Agenda Review, an FSSP Council Member application, Board Members – New members and term status, the CMRD Talking Point document and the Officer Updates given above.

**Fiscal and Property Committee** – Aaron shared that the Fiscal and Property Committee met prior to this meeting and discussed the Financial Statement review YTD September, Mill Levy Report FY 21/22, Investments, Roof update, Lakeview update and Mineral Rights

The above minutes are tentative until voted on and approved at the following month's board meeting.

**ADJOURNMENT**

**M-S-C (Durand/Dandaneau) Adjourned the meeting at 8:00pm.**

Respectfully submitted by,

**Linda Drees**  
Board Secretary

**The next regularly scheduled meeting of the Foothills Gateway, Inc.  
Board of Directors is November 15<sup>th</sup> at 7:00 pm.**