

THE ELIZABETH RICHARDSON CENTER, INC.

Regular Meeting of the Board of Directors

February 20, 2020 – 5:30PM

ERC Administration Building: 2190 S. Razorback Road, Fayetteville, AR 72701

DIRECTORS IN ATTENDANCE:

Bill Bowen (President), Amy Bates (Vice-President), Jim Kennedy (Treasurer), Kris Allee, (Secretary), Sharon Lloyd, Ken Milbrodt, Teddy House, and Joanne Rhyne

DIRECTORS ABSENT:

Jennifer Hodge

OTHERS IN ATTENDANCE:

STAFF – Susanne Jackson, Barbara Ludwig, Natasha Dennis, Cathy Obana, and Jamie Short

GUESTS- Arthur Hulburt, Therpy Pros

CALL TO ORDER:

Bowen called the meeting to order at 5:32 p.m.

RECOGNITION OF A QUORUM:

Bowen recognized that a quorum was present

CONSUMER INPUT & BOARD TRAINING:

House presented a video of him interviewing a fellow individual served at Richardson Industries. The Individuals Served at Richardson Industries would like to have the ERC Newsletter handed out to them instead of putting them on the table for them to pick up themselves.

CONSENT AGENDA

December 2019 Board Minutes

Executive Committee Report

Budget and Finance Report

Organizational Health Committee Report

- 2020 HIPAA Breach Report
- CDC Food Service Policy
- ERC Medication Policy

Organizational Advancement Report

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MOTION: Bowen asked for a motion to accept the minutes and reports listed above as presented.

- Allee moved
- Kennedy seconded
- Motion was passed unanimously

BOARD DISCUSSION AND ACTIONS:

Executive Committee Report

The Executive Committee met and reviewed all of the reporting that the BOD is requiring for Staff. In order to scale down the amount of paperwork the staff will be revising the report calendar and present a calendar with only necessary reports.

Organizational Advancement-

Bates reported that Cindy Hudlow has accepted a full-time position elsewhere, however, she will be staying on contract for ERC for ten (10) hours per week. Hudlow and Nancy Hairston will be working to re-establish relationships with companies that provide work for Richardson Industries. ERC has several events coming up and that the committee has met with over twenty individuals in the community who have agreed to be on ERC's new Volunteer Committee.

- **February 28th- Har-Ber High School Cheerleader Check Presentation at basketball game**
- **March 5th- Whataburger will give 20% of sales to ERC**
- **May 7th- Haute Trash Couture Fashion Show at Sassafrass**
- **June 19th- Beach Bingo Bash**

Organizational Health Committee

The Organizational Health Committee met on February 18th. The committee reviewed the compliance calendar and reporting timeframes. The committee requested that due to the extensive amount of reports, that the calendar be revised to only include State and Federal compliance reports and the reports that staff members feel are most necessary. The committee requested that staff make recommended revisions and present to the Executive Committee. Individual program reports were presented by Reed, Dennis, and Ludwig.

Bowen discussed the "2020 Vision" that was reviewed at the retreat. Bowen recommended that the Board give the staff the "green light" to explore growth opportunities for ERC to increase services and revenue. The BOD discussed and agreed that staff be given the opportunity to explore opportunities that will enhance our services.

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Budget and Finance

Kennedy reviewed the December financials. ERC is at \$120,000 less than this time last year. Richardson Industries, Waiver, and ICF's have all increased in revenue compared to last year.

Bids were presented for the ICF cleaning contract from Jan-Pro at 900.00 per home per month.

MOTION: Kennedy made a motion to approve the Jan Pro cleaning contract

-Milbrodt seconded

-Motion was passed unanimously

EXECUTIVE SESSION

No Executive Session was held

CONSENSUS:

N/A

OLD BUSINESS:

There was no old business

NEW BUSINESS:

Ludwig asked the Board if ERC could begin bringing in children without disabilities with a capacity based on the 2019 conservative budget (Fayetteville-5, Huntsville-2, and Siloam Springs-2). Ludwig stated that this would be a wonderful benefit for employees and provides an inclusive environment for the children we serve.

MOTION: Bowen made a motion to approve bringing in children without disabilities

-Rhyne Moved

-Milbrodt seconded

- Motion was passed unanimously

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Ludwig announced that ERC recently passed the Audit by OLTC. Ludwig stated that part of our plan of correction with DPSQA is to add a policy that states that all new employees will start work as a "trainee" until all background checks are returned.

MOTION: Bowen made a motion to approve new HR policy

-Milbrodt moved

-Rhyne seconded

Motion was passed unanimously

ADJOURNMENT:

The meeting adjourned at 6:42p.m.

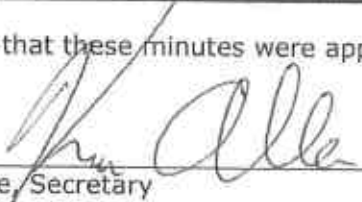
NEXT MEETING:

Date: Thursday, April 30, 2020

Time: 5:30 PM

Location: Life Skills Building 1763 Ford Avenue in Springdale

I certify that these minutes were approved by the Board of Directors.


Kris Allee, Secretary

Date

11/16/20

THE ELIZABETH RICHARDSON CENTER, INC.

Special Meeting of the Board of Directors

April 2, 2020 – 4:00 PM

ZOOM Meeting

DIRECTORS IN ATTENDANCE:

Bill Bowen (President), Amy Bates (Vice-President), Jim Kennedy (Treasurer), Kris Allee, (Secretary), Sharon Lloyd, Ken Milbrodt, Joanne Rhyne, and Jennifer Hodge

DIRECTORS ABSENT:

OTHERS IN ATTENDANCE:

STAFF – Susanne Jackson, Barbara Ludwig, Natasha Dennis, and Zarah Reed

GUESTS- None

CALL TO ORDER:

Bowen called the meeting to order at 4:00

RECOGNITION OF A QUORUM:

Bowen recognized that a quorum was present

BOARD DISCUSSION AND ACTIONS:

Extended Personal Illness Leave Policy

Ludwig presented a temporary modification to the Extended Personal Illness Leave (EPL). Currently, the policy states that an employee must take three days of Paid Time Off prior to using EPL. The modification of the policy would allow an employee to use of EPL immediately and special circumstances have been added due to COVID-19.

MOTION: Bowen asked for a motion to approve the modified Extended Personal Illness Leave Policy- Effective April 13, 2020 through August 3, 2020.

-Bates moved

- Lloyd seconded

-Motion was passed unanimously

New Board Member Application

Bowen met with a new Board Member applicant, Paul Younger. Bowen believes that Younger would be a wonderful asset to the ERC Board. Bates also met with him and agreed with Bowen, stating he is focused, engaged, and has a heart for our mission.

THE ELIZABETH RICHARDSON CENTER, INC.

Special Meeting of the Board of Directors

April 2, 2020 – 4:00 PM

ZOOM Meeting

MOTION: Bowen asked for a motion to accept Youngers application

-Hodge Moved

-Kennedy seconded

- Motion was passed unanimously

Financial Update

Jackson reviewed February financials reporting that ERC had a \$71,900 profit for the month, bringing ERC to \$106,000 YTD profit. Waiver and ICF programs are continuing to operate while the Adult Day programs and Child Development Centers are currently closed. ERC is exploring all of the emergency loan options available. Discussion ensued regarding the loans available and the BOD members and staff agreed that the loan application should be first priority right now.

Children's Therapies

Ludwig discussed TherapyPros wanting to continue children's therapy through TeleMed services. While TeleMed services are an option, there will be new processes that will need to be developed prior. Staff will be scheduling a meeting with TherapyPros to ensure that the best decisions are being made for the children we serve.

Board Committee Meetings

Bowen asked the BOD members which committees still need to be meeting during this time. Discussion ensued and the BOD members agreed to continue meetings VIA Zoom for the Executive and Financial Committees. The other committees will be on hold until after COVID-19 settles.

Executive Team Update

Ludwig discussed the actions ERC has taken due to COVID-19.

- March 5th ERC began screening process for staff and individuals served
- March 9th ERC began screening process for everyone entering ERC buildings
- March 17th ERC Child Development Centers Closed

Staff in programs that have closed were offered several options.

- Family Medical Leave
- Unemployment
- PTO payout
- Continue employment working in the the Waiver or ICF programs

Ludwig stated that most employees have decided to take unemployment due to the increase unemployment pay during this time.

THE ELIZABETH RICHARDSON CENTER, INC.

Special Meeting of the Board of Directors

April 2, 2020 – 4:00 PM

ZOOM Meeting

EXECUTIVE SESSION

No Executive Session was held

CONSENSUS:

N/A

OLD BUSINESS:

There was no old business

NEW BUSINESS:

There was no new business

ADJOURNMENT:

The meeting adjourned at 4:42 p.m.

NEXT MEETING:

Date: TBD

Time: TBD

Location: TBD

I certify that these minutes were approved by the Board of Directors.


Kris Ahee, Secretary

11/16/20
Date

Board of Directors Meeting

May 7, 2020, 5:30 PM

ZOOM Meeting

DIRECTORS IN ATTENDANCE:

Bill Bowen (President), Jim Kennedy (Treasurer), Kris Allee (Secretary), Ken Milbrodt, Joanne Rhyne, Sharon Lloyd, and Paul Younger

DIRECTORS ABSENT:

Amy Bates (Vice-President) and Jennifer Hodge

OTHERS IN ATTENDANCE:

STAFF – Barbara Ludwig, Susanne Jackson, and Zarah Reed

GUESTS – Arthur Hulbert

CALL TO ORDER:

Bill Bowen called the meeting to order at 5:35 PM

RECOGNITION OF A QUORUM:

Bill Bowen recognized that a quorum was present

BOARD DISCUSSION AND ACTIONS:

INTRODUCTION OF NEW BOARD MEMBER:

Bill Bowen introduced our new board member Paul Younger. Paul is a local attorney. Bill said Paul has already made a contribution with arranging for a box of visors from Hog Eye Manufacturing to be donated to our ICF's.

CONSUMER INPUT: Since our client representative was unable to attend, Zarah said that we have closed our Day Hab. programs at Richardson Industries and Life Skills. Almost all the employees were moved to either the Waiver or the ICF programs. She wanted to also thank Paul Younger for the donated visors. It has been difficult to obtain some of the personal protection equipment so the staff is very grateful to have that extra layer of protection.

Ken Milbrodt mentioned that the Springdale Chamber is trying to obtain PPE to give to area businesses and agencies.

Financial Report:

Susanne Jackson provided the April financial Report. We had lost \$36,780.72 for the month due to all of the Day Hab programs closing that month. The YTD was still positive at \$69,589.60. Much of the loss was coming from the CDC's but they were still performing better than last year. Adult programs were significantly higher than last year primarily because some of the Day Hab. loss of income was offset by those clients remaining at the ICF's and Waiver. Susanne stated that the budget will not be ready until July or August because of the closing of the centers.

Review of Leadership Evaluations:

Ken Milbrodt thanked the senior management team for the job they were doing with the challenges of the COVID-19 pandemic. He then reported that the annual evaluation of the co-directors was conducted involving input from the board and staff direct reports. While there were opportunities for improvement the primary challenge presented was in preparing for the future of the leadership/senior management team. This challenge is made more difficult because of how much the senior team had been cut and people had taken on multiple roles, spreading themselves too thin.

Based on the results of the evaluations the evaluators are recommending that ERC returns to the traditional model with an Executive Director and a Chief Financial Officer. He stressed that this isn't meant to be a negative evaluation but rather a solution for a better flow of work responsibilities.

MOTION:

Ken made a motion to move from the Co-director model to the traditional model of an Executive Director and Chief Financial Officer. The motion was seconded by Sharon Lloyd and passed with unanimous consent.

MOTION:

Ken then made a motion to appoint Barbara Ludwig as the Executive Director. The motion was seconded by Sharon Lloyd and passed with unanimous consent.

MOTION:

Ken then made a motion to approve, pending the acceptance of the budget, the approval of adding two new positions. He stressed that these positions are necessary to be able to help with succession planning and rebuild the management team. One position would be an HR Manager position and the second would be an Executive Assistant position. Bill mentioned that Barbara will be asked to create a plan for adding the two positions and including the cost in the next budget. The motion was seconded by Joanne Rhyne and passed with unanimous consent.

Ken then said that we are asking for Barbara and her team to develop a succession plan and development plan to make sure we are prepared for changes that may happen in the next several years.

MOTION:

He made a motion asking Barbara and the senior team to develop a succession plan Joanne Rhyne seconded the motion. Joanne asked what the timeline would be. Barbara said that once we get the budget done and the centers opened she will put together a succession plan for the board. Many of the senior staff members at the program level are on furlough so we would want them back so they could contribute to the plan. Sharon Lloyd asked for clarification about whether we were voting on a succession plan and a development plan or just a succession plan. Jim Kennedy said we are voting on just the succession plan. The motion passed by unanimous consent.

ERC Liability due to COVID-19

Kris Allee asked about ERC's exposure to liability risk related to COVID-19. Paul Younger mentioned that even insurance companies that cover risk are not allowing COVID-19 exposure coverage. Bill asked Barbara to follow-up with Eason Insurance to see if we are covered.

MOTION TO ADJOURN:

Jim Kennedy made the motion to adjourn, seconded by Sharon Lloyd. Bill Bowen adjourned the meeting at 7:05 PM

 11/16/20

Kris Allee, Secretary

THE ELIZABETH RICHARDSON CENTER, INC.

Regular Meeting of the Board of Directors

October 29, 2020 – 5:30PM

ZOOM MEETING

ERC Administration Building: 2190 S. Razorback Road, Fayetteville, AR 72701

DIRECTORS IN ATTENDANCE:

Bill Bowen (President), Amy Bates (Vice-President), Jim Kennedy (Treasurer), Sharon Lloyd, Jennifer Hodge, Ken Milbrodt, and Joanne Rhyne

DIRECTORS ABSENT:

Teddy House and Kris Allee (Secretary)

OTHERS IN ATTENDANCE:

STAFF – Susanne Jackson, Barbara Ludwig, Natasha Dennis, Zarah Reed

GUESTS- Arthur Hulburt, Therapy Pros, Geri Ramsfield, and Ian Hayden

CALL TO ORDER:

Bowen called the meeting to order at 5:32 p.m.

RECOGNITION OF A QUORUM:

Bowen recognized that a quorum was present

REVIEW OF BOARD MINUTES

Bowen asked the Board if there were any changes to the May 7, 2020 minutes. No changes were recommended.

Motion: Bowen made a motion to accept the May 7, 2020 minutes as presented.

- Lloyd Moved
- Bates Seconded
- Motion was passed unanimously

BOARD DISCUSSION AND ACTIONS:

Organizational Advancement:

Bates reported that she met with Nancy Hairston and Stephanie Cooley this past week. Bates introduced Cooley, who has accepted the position as Marketing Director. Bates reported that the committee will be researching opportunities for expanding into Benton County. Bates

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reported that she has been offered a short-term contract with the Organizational Advancement team at ERC and will be taking a sabbatical from the Board due to conflict of interest.

Executive Committee Report

The Executive Committee presented a slate for new officers.

- Bill Bowen, President
- Kris Allee, Vice President
- Jim Kennedy, Treasurer
- Sharon Lloyd, Secretary

Bowen made a motion to accept the above slate.

-Milbrodt moved

-Kennedy seconded

-motion was passed unanimously

Budget and Finance

Kennedy stated that the Budget and Finance Committee reviewed the 2020-2021 budget and suggested that staff make a few small changes. The budget was updated and sent out for the committee to review.

MOTION: Kennedy made a motion to approve the 2020-2021 Budget as presented

-Milbrodt seconded

-Motion was passed unanimously

Kennedy presented the ERC Financial Audit report. Kennedy stated that the Auditor did not find any internal control weaknesses.

MOTION: Kennedy made a motion to approve ERC Financial Audit as presented

-Bates seconded

-Motion was passed unanimously

Kennedy presented the renewal contract for ERC's copy machines. Kennedy stated that the staff is happy with the services provided and that the renewed contract will save approximately \$300.00 per month.

MOTION: Kennedy made a motion to approve the renewal contract for copiers with Total Document Solutions for 60 months and give Ludwig the authority to sign the contract.

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-Lloyd seconded

-Motion was passed unanimously

Ludwig stated at she will need to sign contracts with both Sage accounting software and Relias training software.

MOTION: Kennedy made a motion for the BOD to give Ludwig approval to sign the Relias and Sage contracts once both contracts are reviewed by Chuck Trantham.

-Hodge Seconded

-Motion was passed unanimously

The BOD began discussing the Siloam Springs refinance and where ERC is on loan forgiveness for the PPP loan. Kennedy explained that all that is needed to move forward with refinancing Siloam Springs is a promissory note and mortgage documentation- this issue has already been voted on. Kennedy stated that he has recommended to ERC Staff to not proceed with loan forgiveness paperwork until there is more guidance is given to borrowers.

Organizational Health Committee

Ludwig gave a facilities update. The lease on the Waiver office on Joyce Blvd. is coming up and ERC will not be renewing the lease. Waiver staff will be moving into the front offices at Richardson Industries, saving ERC over \$1,200 per month.

Huntsville Child Development Center is currently surrounded in construction while the school district is building a new, very large, building. Ludwig reported that ERC Staff has toured the old Head Start building in Huntsville. While the building needs some renovations, the owner is willing to work with us on a lease. Ludwig said that staff will keep the Board informed if we decide to move forward with a new lease.

Ludwig asked for a motion to sign the lease for the building in Gravette for \$1.00 per year. Taxes and insurance would cost \$133.00 per year. Kennedy asked for Ludwig to have Chuck Trantham review the lease before it is signed.

MOTION- Kennedy a motion for Ludwig to have permission to sign the lease for the building in Gravette after it is reviewed by Trantham.

-Milbrodt seconded

-Motion was passed unanimously

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Ludwig and Reed gave program updates, which included several different measures ERC is taking to prevent Coronavirus while providing the best services possible to the individuals we serve. Reed explained the process of how the adult clients are placed in groups of ten and remain with the same group all day.

EXECUTIVE SESSION

No Executive Session was held

CONSENSUS:

N/A

OLD BUSINESS:

There was no old business

NEW BUSINESS:

There was no new business

ADJOURNMENT:

The meeting adjourned at 6:31 p.m.

NEXT MEETING:

Date: Thursday, December 10, 2020

Time: 5:30 PM

Location: Zoom

I certify that these minutes were approved by the Board of Directors.



William Bowen, President

Date 09/22/21

THE ELIZABETH RICHARDSON CENTER, INC.

Regular Meeting of the Board of Directors

December 11, 2020 – 5:30PM

ZOOM MEETING

ERC Administration Building: 2190 S. Razorback Road, Fayetteville, AR 72701

DIRECTORS IN ATTENDANCE:

Bill Bowen (President), Kris Allee (Vice-President), Jim Kennedy (Treasurer), Sharon Lloyd (Secretary), Amy Bates and Joanne Rhyne

DIRECTORS ABSENT:

Teddy House, Jennifer Hodge, and Ken Milbrodt

OTHERS IN ATTENDANCE:

STAFF – Susanne Jackson, Barbara Ludwig, Natasha Dennis, and Zarah Reed

GUESTS- Ian Hayden

CALL TO ORDER:

Bowen called the meeting to order at 5:31 p.m.

RECOGNITION OF A QUORUM:

Bowen recognized that a quorum was present

REVIEW OF BOARD MINUTES

Bowen asked the Board if there were any changes to the October 29, 2020 minutes. No changes were recommended.

Motion: Bowen made a motion to accept the October 29, 2020 minutes as presented.

- Lloyd Moved
- Bates Seconded
- Motion was passed unanimously

BOARD DISCUSSION AND ACTIONS:

Organizational Advancement:

The Organizational Advancement Committee did not meet prior to the Board Meeting. Ludwig announced that the Fayetteville CDC received a grant from The Arconic Foundation (Kawneer) for \$35,000.00 for the playground. Richardson Industries received a grant from Synchrony Bank for \$5,000.00 to go toward the bathroom renovation.

THE ELIZABETH RICHARDSON CENTER, INC.

Regular Meeting of the Board of Directors

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ZOOM MEETING

ERC Administration Building: 2190 S. Razorback Road, Fayetteville, AR 72701

Executive Committee Report

The Executive Committee did not meet prior to the Board Meeting. Ludwig gave a "State of ERC" report. Ludwig described the challenges the ERC has faced this year due to COVID-19. Ludwig would like staff to continue forward with the goals set for the year. The goals include expansion of the Adult Day programs and revising our Waiver service model for individuals who would be interested in a roommate. Ludwig stated that ERC has begun working toward some new goals including finding a way to add in raises for staff, developing plans for the new playground, exploring different options for our Huntsville building, and increasing technology.

ERC has had 19 individuals served test positive for COVID along with 10 staff. Ludwig commended ERC staff who continued to take wonderful care of our clients despite the challenges of COVID. Ludwig requested that a bonus in the amount of \$500.00 be given to the ICF staff who have remained working.

MOTION: Kennedy made a motion for the Board to approve the current budget to be amended to create room for a \$500.00 bonus for ICF staff.

-Younger seconded

-Motion was passed unanimously

Budget and Finance

The Budget and Finance committee did not meet prior to the Board Meeting. Jim Kennedy reviewed the October 2020 financial analysis. All programs were in the negative except the ICF's and Siloam Springs CDC. Wavier is showing a loss on the report, however, there was a billing error close to \$300,000. After the corrections are made, the October financials will show a \$75,000 profit year to date. ERC will not be recognizing the PPP loan in the financial statements until after it is known how much will be approved for loan forgiveness. Kennedy reported that ERC received a penalty from the IRS for \$11,700.00 due to late filing of the 990. Kennedy is going to write a letter to the IRS in hopes for the penalty to be dropped due to COVID and all of the unforeseen challenges of the year.

Organizational Health Committee

The Organizational Health Committee did not meet prior to the Board Meeting.

EXECUTIVE SESSION

No Executive Session was held

CONSENSUS:

THE ELIZABETH RICHARDSON CENTER, INC.

Regular Meeting of the Board of Directors

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ZOOM MEETING

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N/A

OLD BUSINESS:

There was no old business

NEW BUSINESS:

There was no new business

ADJOURNMENT:

The meeting adjourned at 6:32 p.m.

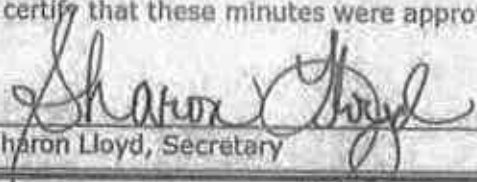
NEXT MEETING:

Date: Thursday, January 28, 2020

Time: 5:30 PM

Location: Zoom

I certify that these minutes were approved by the Board of Directors.


Sharon Lloyd, Secretary


Date