

Kids Central Incorporated Board of Directors Meeting May 15, 2012

The Board of Directors of Kids Central Incorporated met May 15, 2012 at Kids Central's Administration Office. Teresa Adkins, Chairperson, called the meeting to order at 11:06 a.m.

Board Members present: Teresa Adkins, George Aichel, David Belcher, Karen Davis, Edward Hutchinson, Ronald Kendrick, Sister Bernie Kenny, Fred Luntsford, Shirley Rogers, Will Sturgill, and Thomas Williams

Staff present: Darrell Edwards, Christy Fleming, Terry Gentry, Lindsey Sturgill, Lisa Bentley, Leslie Graves, and Sandra Harvey

Minutes:

Teresa Adkins presented the minutes of the last Board meeting (April 17, 2012). With no comments or corrections, **Sister Bernie Kenny made a motion to accept the minutes as presented. Karen Davis seconded the motion. Motion carried.**

Finance Report

Christy Fleming presented the Board members with a copy of the financial statements ending April 30. The reviewers recommended including the monthly check register with the financial statements to present to the Board members, so the check register for April was included. She reports that she drew down \$248,500, of which \$177,000 was operating expenses, and \$70,000 was payroll.

We are in good standing financially. Christy is trying to estimate May's expenses.

Thomas Williams made a motion to file the finance report as presented. Shirley Rogers seconded the motion. Motion carried.

OLD BUSINESS

- RFP – Auditing Services. Christy reported that we have only received two (2) proposals for auditing services. We received one from Hicok, Fern, Garcia and Brown, and one from Thrower and Blanton. Hicok, Fern, Garcia and Brown proposal was \$1400 lower than Thrower and Blanton. We chose to continue services with Hicok, Fern, Garcia and Brown, who also gave us rates for the next three years: \$8,000, \$8,250, and \$8,500, respectively. **George Aichel made a motion to accept the proposal from Hicok, Fern, Garcia and Brown. Shirley Rogers seconded the motion. Motion carried.**
- Triennial Review. Our triennial review was held the week of April 23rd. A team of seven (7) reviewed our program and reported we had no findings. We were told we should receive our report in approximately sixty (60) days. The review team was very impressed with the governance of Kids Central.
- End of the Year Blast. Lindsey reported that we had approximately 1300 people in attendance this year. Everyone had a great time. It was very successful.

NEW BUSINESS

- Written Plans. Terry Gentry presented the written plans to the Board members. She stated that the written plans were updated with changes to staff titles and dates. These documents are required to be updated annually. Edward Hutchinson commented that the Written Plans were done very well. **Karen Davis made a motion to adopt the Written Plans as presented. Shirley Rogers seconded the motion. Motion carried.**

- Board Work. Darrell reported that we need a Slate of Officers for 2012 – 2013. He hopes that everyone will continue to serve on this Board and will propose names of potential members to increase our membership. **Edward Hutchinson made a motion to recess for five minutes to complete and submit the Intent to Serve forms and submit nominations for Officers. Thomas Williams seconded the motion. Motion carried. The Board went into recess at 11:30 a.m.**

Edward Hutchinson made a motion to return to regular session. Shirley Rogers seconded the motion. Darrell called the nominees for the Slate of Officers as follows:

President	Will Sturgill
Vice-President	Sister Bernie Kenny
Secretary	Thomas Williams
Treasurer	Edward Hutchinson

Fred Luntsford made a motion to close the nominations and accept the Slate of Officers as presented. Dave Belcher seconded the motion. Motion carried.

- Award Nominations. Darrell asked the members for nominations for the Community Service Award and the Donald Baker Leadership Award for 2011-2012.
- Presentation of the Menus for 2012-2013. Darrell gave the nutrition report for Mary Collins who was working with the USDA Review team from Richmond. Mary had five (5) inspectors reviewing the nutrition program while the Board was meeting. They were on site for the day and visiting our centers for observation of our meal patterns and our meal delivery system.

Darrell presented the Board members with copies of the 2012-2013 15-day cycle menus that were approved by Karen Baker, R.D. **Thomas Williams made a motion to adopt the 2012-2013 15-day cycle menus as presented. Shirley Rogers seconded the motion. Motion carried.**

- New Cars for Kids Central. Christy reported that at the last meeting we discussed the purchase of three (3) new cars. The following are proposals we received:

\$13,600	Chevrolet Spark	Johnson Chevrolet
\$17,742	Ford Focus	Freedom Ford
\$13,800	Nissan Versa	Wallace Nissan
\$15,800	Toyota Yaris	Toyota of Kingsport

All vehicles are 4-door. We would like to purchase the Chevrolet Spark. **Ronald Kendrick made a motion to approve the purchase of three (3) Chevrolet Sparks from Johnson Chevrolet. Dave Belcher seconded the motion. Motion carried.**

- Amending of KCI 401(k) Plan. Kids Central's 401(k) plan has not been updated since it was formed in 1998. As a result of some personal difficulties that some of our employees are

having, it was determined that a change was needed to eliminate the penalties for disbursement of funds from the employee's 401(k) plan. Darrell is proposing to eliminate early distribution penalties for employees 59 ½ and older. As of now, employees must pay a 10% penalty to withdraw their money from their accounts. The Board members discussed the concern of the depletion of funds from the 401(k) accounts but Darrell explained that this is the employee's money and after age 59 ½, they should be able to withdraw their funds without a penalty. **Fred Luntsford offered a resolution to amend the 401(k) plan of Kids Central and he made a motion to amend the 401(k) Plan allowing employees 59 ½ and older to withdraw their funds without paying a penalty. Sister Bernie Kenny seconded the motion. Motion carried.**

MONTHLY UPDATES

- Enrollment/Attendance. Lisa Bentley reported that we continue to be fully enrolled and have been accepting applications for the upcoming school year. We are also working on transitions.
- Family Involvement. Lindsey Sturgill reported that family day attendance has surpassed last year. We have had many fathers participating in family day this year and Lindsey attributes this to the activities are doing. George Aichel commented that having fathers participate in these activities is healthy for our program.

CLOSED SESSION

Dave Belcher made a motion to go into closed session as provided by Section 2.2-3711(a)(1) of the Code of Virginia for discussion of a personnel matter. Ronald Kendrick seconded the motion. The Board entered into closed session.

George Aichel made a motion to go out of closed session and reconvene in public session. Sister Bernie Kenny seconded the motion.

Certification of Closed Session: Do you certify that only those matters lawfully exempt from public discussion, pursuant to Section 2.2-3711(a)(1) of the Code of Virginia for which you went into the closed meeting to discuss were discussed? Sandra Harvey polled the members:

**George Aichel – Yes
David Belcher – Yes
Shirley Rogers – Yes
Ronald Kendrick – Yes
William Sturgill – Yes
Thomas Williams – Yes**

**Teresa Adkins – Yes
Sister Bernie Kenny – Yes
Edward Hutchinson – Yes
Fred Luntsford – Yes
Karen Davis – Yes**

Teresa Adkins reported that no action will be taken regarding the matter discussed in closed session.

FOR THE GOOD OF KIDS CENTRAL/COMMENTS

Dave Belcher questioned the problems with our telephone system. He stated that he has a difficult time getting through to anyone. He asked if it was possible to compare prices with our current system, and with changing to only one main number and giving office staff cell phones to use. Darrell stated he would have Christy look into this.

NEXT MEETING

The next meeting of the Kids Central Board of Directors will be a joint meeting held with the Policy Council on June 12, 2012 at 11:00 a.m. at the Kids Central Administration building.

ADJOURNMENT

With no further business, **Shirley Rogers made a motion to adjourn the meeting. Dave Belcher seconded the motion. Motion carried.** The meeting adjourned at 12:30 p.m.

Shirley Rogers
Board of Directors Secretary

Sandra Harvey
Recording Secretary