

**Monadnock Peer Support Agency (MPS)**

**Board of Directors**

32 Washington Street | Keene, NH 03431

Zoom Dial In: 603 352 5094

3/14/2022 5-7pm

In Person - MPS Executive Director's Office

**MINUTES**

Dinner from Thai Garden was served while the board met.

Attendance: In-Person - Ed Bryans, Diane Croteau, Kelly Fleurette, Jennifer Richardson, Meghan Rouleau, Online- Marla Steffire, Mandy White. Absent-, Brianna Foster, Daria Levy, Stephanie Ritchie, Carolina Stetson (formerly Enzler). Also in Attendance- Christine Allen, Executive Director, Lisa Steadman-Director of Agency Relations, Leon Brown- Member

Call to order 5:17 PM. Time of adjournment was set at 6:50 PM

**MOTION** by Kelly, 2<sup>nd</sup> Diane, to Suspend the Quorum Rule and conduct business without a Secretary or Assistant Secretary present (2/3 necessary). **Motion Passes Unanimously**

**MOTION** by Kelly, 2<sup>nd</sup> Ed to approve the 1/11/22 minutes. **Motion Passes Unanimously**

The February Financials were included in the board packet and members were directed to them.

Christine gave her Director's Report. She stated that board members Nancy and Claire have resigned and Amanda Pirner's term has ended. She explained that the Board needs a Secretary and it is a 'big time position'. She needs someone who is up to task. She also explained that we need to stagger terms of office and invited board members to consider whether they would like a longer term.

A new org chart was included in the Board Packet. Christine stated that we have added three employees – Shawn Maguire, Director of Peer Relations is taking over programming, Matthew Johnson will be a driver, and Doug Mispel will do a few hours a week on the floor.

Facilities Update – Construction has started on Washington Wellness. She would offer a tour after the meeting as long as there are no nails around. The requirement for a fire wall is new and it was an unexpected expense. Fire code enforcement is becoming very strict since the Cobblestone fire. We will have to go 2.5ft above the wall to the deck. This increased the 33k budget by an additional 100k. Hamblet, Life Safety, and Bergeron all doing things to code. We will go live in May now rather than April. There have been other setbacks as well, like a dinosaur in the walls. We are moving forward. We have no choice. We are saving money where we can and will put the savings to construction. We may need to consider taking out a second mortgage. Leon asked whether the residents of the new rooms will pay rent. Christine answered that \$633/month is in the contract.

There are other repairs that have come up- Sump pump (\$5000-8000), Roof (which is 80 years old and rubber) had a leak and will eventually need to be replaced, a sink hole in the parking lot, and a leaky sprinkler. Bergeron is working on what we will use as a groups room. The carpeting and painting should be complete this month.

Christine requested permission to terminate a parking lease with the owner of the hair salon if necessary. We will have more vehicles when there are more rooms. The lease was originally signed by the previous owner. **MOTION** by Kelly, 2<sup>nd</sup> Diane, to authorize termination of the lease agreement if necessary. **Motion Passes Unanimously**

Operations Report was submitted in writing by Karen Carrien and was included in the Board Packet. For the time being there will be no new guests and we may extend the stays of some existing guests who know us well.

Community Relations Report was submitted in writing by Melissa Callender and was included in the Board Packet. Topics included the VAN, IPS training, business expo, career fair, bike rally (would anyone like to help?), new groups, and meat from the food pantry in Peterborough

Lisa Steadman presented an Agency Relations report. Topics included new systems, grants in process, (Mascoma Capital Grant 4/1, 100+ Women to Care 4/24, NHC Express Grants 5/6, More than A Thrift Store 6/30), donation requests to Home Depot and others. Ed shared that the Home Depot request will not be fulfilled. They would rather give manpower. There are several fundraising opportunities in the works. We have completed three audits – Financial, quality assurance, and worker's compensation. We have established discount purchasing programs with Walmart, Home Depot, and Staples, and are looking for a discount on crafting and art supplies. We have changes to our insurance coverage coming up. We have changed brokers and are about to re-quote.

The board then discussed employee and member Social Media Policies. Kelly feels we are responding to online comments well. **MOTION** by Diane, 2<sup>nd</sup> Kelly, to accept the proposed updates to the employee Social Media Policy. **Motion Passes Unanimously.** **MOTION** by Ed, 2<sup>nd</sup> Diane, to accept the proposed participant Social Media Policy. **Motion Passes Unanimously**

Lisa presented a representation letter that must be signed before Rowley & Associates, P.C. can begin working on our 2021 Tax Return. Both documents were in the board packet. **MOTION** by Diane, 2<sup>nd</sup> Meghan To approve the Fiscal Year 2021 Financial Audit Conducted by Rowley & Associates, P.C., and to authorize Christine to sign the 2021 Representation Letter. **Motion Passes Unanimously**

Lisa explained that in the near future, she will begin paying bills and assisting with financials, so it would expedite some transactions if she had signatory authority in Christine's absence. Further, some of our accounting policies and procedures require a second signature from the Treasurer of the Board, therefore it is appropriate to add the Treasurer as a signer each time the role changes hands. The bank will not update signers until they receive a copy of the meeting minutes in which the vote to approve is recorded. **MOTION** by Diane, 2<sup>nd</sup> Ed, to add Lisa Steadman and Stephanie Ritchie to the Savings Bank of Walpole checking and savings accounts and remove Scott S Folsom and Judith D Grophear, and to authorize Christine to sign any paperwork necessary to implement the change. **Motion Passes Unanimously**

Lisa proposed that the Board discuss changes to the Bylaws, but because they had not been presented at the prior board Meeting, it was necessary to waive the prior notice rule with a 2/3 vote before taking any votes. **MOTION** by Diane, 2<sup>nd</sup> Ed, to waive the prior notice rule. **Motion Passes Unanimously**

An electronic voting policy allows the Board transact business without a formal meeting in times when it is not possible to achieve an in-person Quorum. Our partners at the state level have confirmed that this is an acceptable practice. On 2/23, the Board voted electronically to approve this policy and it is necessary to ratify

that vote now. **MOTION** by Diane, 2<sup>nd</sup> Kelly to ratify the electronic vote on the Electronic Voting Policy. **Motion Passes Unanimously**

Lisa provided rationale that requiring the presence of a Secretary is an unusual practice that makes it harder to make quorum for a meeting. It is not always necessary to have the Secretary present as long as another minute-taker is designated. Therefor the board voted on removing the necessity for a Secretary or Assistant Secretary. **MOTION** by Jennifer, 2<sup>nd</sup> Diane to approve proposed changes to the Quorum Criteria. **Motion Passes Unanimously**

Lisa provided redlined changes to the Employee Handbook.

The first proposed change was correcting the title page to read “Employee Handbook” rather than “Human Resources Policy Handbook” **MOTION** by Diane, 2<sup>nd</sup> Meghan to accept the proposed changes. **Motion Passes Unanimously**

The second proposed change was to section 7.11 Medical Benefits adding a definition of Full Time and adding an open enrollment period. **MOTION** by Kelly, 2<sup>nd</sup> Diane to accept the proposed changes. **Motion Passes Unanimously**

The third proposed change was to update 7.8 Holidays. There was no formal recommendation from administration. The board had an open discussion and ultimately decided on 11 paid holidays. **MOTION** by Diane, 2<sup>nd</sup> Ed to update the policy to include New Year’s Day: January 1<sup>st</sup>, Civil Rights Day: Third Monday in January , President’s Day: Third Monday in February, Memorial Day: Last Monday in May, Juneteenth: June 19<sup>th</sup>, Independence Day: July 4<sup>th</sup>, Labor Day: First Monday in September, Veterans Day: November 11<sup>th</sup>, Thanksgiving Day: Last Thursday of November, Day after Thanksgiving: Last Friday of November, and Christmas Day: December 25<sup>th</sup>. And remove Columbus Day and the day after Christmas. **Motion Passes Unanimously** with the understanding that the ED may use their discretion in issuing additional time off on occasion and holidays falling on a Saturday will be observed Friday and those falling on a Sunday will be observed Monday.

The fourth proposed change to the bylaws was to update 6.10 Inclement Weather. Changes include clarification of remote groups, remote work, use of vacation, and overtime. **MOTION** by Kelly, 2<sup>nd</sup> Diane to accept the proposed changes. **Motion Passes Unanimously**

Adjournment 6:56 PM