

BOARD OF DIRECTORS MEETING MINUTES

September 22, 2018 @ 11:00 p.m.
HEB Offices, 646 S. Flores, SA, TX 78204

Brighton Mission: Brighton Center provides family & community education and developmental services to children with disabilities or delays empowering them to achieve their individual potential making them successful in every community.

Brighton Five Year Vision: To set a strong foundation for children of all abilities by being the preferred developmental and educational service provider for early childhood across Bexar County by 2021.

ATTENDEES	
Board Members	April Ancira, Ramon Hernandez, Barbara McKee Newman, Beki Hutchison, Gerry Soto, Blake Stribling, Lynette Padalecki, Meriel Bowman, Mario Garcia, Elizabeth Marceau, Lindsay Bolner
Staff	Kim Jefferies, Katrina Campbell, Michele Sierra, Irma Bustos, Michael Guin, Isai Sapien, Amanda Breen,

I. CALL TO ORDER

- a. Lynette Padalecki called the meeting to order at 11:10 a.m.

II. REVIEW AND APPROVAL OF BOARD MEETING MINUTES

- a. The board meeting minutes from the September Board Meeting were included in the packet.
- b. Chair asked for review of minutes and any amendments. No amendments from members.

BOARD ACTION	
Motion/Committee Recommendation	Meriel Bowman made a motion to approve the minutes as written for the September 22 nd , 2018 board meeting.
	Beki Hutchison seconded the motion to approve the minutes as written for the September 22 nd , 2018 board meeting.
Board Vote	Unanimous Approval of the motion to approve the minutes as written for the September 22 nd , 2018 board meeting.

III. COMMITTEE REPORTS

- a. *Executive Committee – Lynette Padalecki reported out*
 - i. Larry Fischer provided the committee with a revenue update regarding Capital Campaign, both expenses and revenue looked good.
 - ii. The FY18 year-end surplus was discussed, as well as our reserves and minimum amount required.
 - iii. Chair asked for review of CEO contract and entered Executive Session at 11:15 a.m., ending at 11:23 a.m.

BOARD ACTION	
Motion/Committee Recommendation	Blake Stribling made a motion to approve the CEO Contract.
	Gerry Soto seconded the motion to approve the CEO Contract.
Board Vote	Unanimous Approval of the motion to approve the CEO Contract

- b. *Ad Hoc Capital Campaign Committee –Lindsay Bolner*
 - i. A Revenue Summary Report was provided showing the agency at approximately 70.66% of its fundraising goal.
 - ii. A committee activity report was provided showing pending asks and activities.
 - iii. Of note – new contributions/pledges since last update is \$535,000 with \$500,000 being from HEB.

- c. *Board Development Committee— Blake Stribling reported out*
 - i. The Board provided an update on new potential board members. Committee met 70% of FY18 goal with the addition of 10 new members.
 - ii. The Conflict of Interest Annual Disclosure was provided to Board for their signatures.

IV. COMMITTEE REPORTS

- a. *Resource Development— Meriel Bowman reported out*
 - i. The FY18 Board Scorecard was included in the packet for review.
 - ii. A Best Night Ever Board Member participation to date was given. Board at Large expectations were discussed regarding BNE and individual/company table contributions.

V. Finance Committee – Larry Fischer

- i. The July financial statement & FY18 year-end projection was given.
- ii. Discussed Interim financing for the capital campaign and term sheets to date. CFO will secure an additional term sheet and present all three to the Finance committee and subsequently the board for selection, approval and vote.
- iii. Discussed Insurance Gap related to business interruption. The Chair requested that the CFO provide the board with options for business interruption insurance at the October board meeting.
- iv. The committee is recommending that we stay with the current CPA firm due to the length of tenure of the current CFO and the fact that the organization is in a capital campaign. The board discussed and recommended that after this year's audit, the CFO and Finance Committee solicit bids for the FY19 audit.

BOARD ACTION	
Motion/Committee Recommendation	Gerry Soto provided a formal recommendation from the Finance Committee to approve the engagement letter with the current auditing firm, Schriver, Carmona, Carrera.
	Lindsay Bolner seconded the recommendation from the Finance Committee to approve from the Finance Committee to approve the engagement letter with the current auditing firm, Schriver, Carmona, Carrera.
Board Vote	Unanimous Approval of the Recommendation from the Finance Committee to approve from the Finance Committee to approve the engagement letter with the current auditing firm, Schriver, Carmona, Carrera.

VI. ORGANIZATIONAL UPDATE – Irma Bustos

- a. Child and Adult Care Food Program (CACFP) form was given for each member signature. The following paperwork confirms that Brighton Center's governing body is aware of the organization's responsibilities and liabilities associated with participation in the CACFP.

VII. ADJOURNMENT

BOARD ACTION	
Motion/Committee Recommendation	Gerry Soto made a Motion to adjourn the Board Meeting.
	Beki Hutchison seconded the Motion to adjourn the Board Meeting.
Board Vote	Unanimous Approval of the Motion to adjourn the Board Meeting at 11:36 a.m.