**Included in this read-only Word document are the New Horizons Rehabilitation Services, Inc. Board of Trustees Meeting Minutes**

**for the dates of:**

**9/15/11**

**11/16/11**

**New Horizons Rehabilitation Services**

**Annual Board of Trustee Meeting Minutes – FINAL**

**Thursday, September 15, 2011 – 6:00 p.m.**

1. The meeting was called to order by Bud Keller, Chair at 6:00 PM.

|  |  |  |
| --- | --- | --- |
| Present: | Bud Keller, Chair | Gordon Cooley |
|  | Daniel Pienta, Vice Chair | William Goodman |
|  | Charles Stenback, Treasurer | Peggy Griffin  |
|  | Paula Somerville, Secretary | John Kaplan |
|  | Doug Otlewski, Past Chair | Gwendolyn McNeal |
|  | Dr. Myron Liner | John Pajak |
|  | Beth Alberti  | Lauren Scarpace |

|  |  |  |
| --- | --- | --- |
| Absent: | Steven Bruyn | John Larson |
|  | Richard Ciaramitaro | William McCaffrey |
|  | Clare Evans | Dr. Peter Muller |
|  | Betty Fisher  | Sarah McClure |
|  | Elaina Fraga-O’Malley  | James Nichols, Board Nominee |
|  | Shon Halacka | Rick Van Heukelom |
|  | Daniel Knott | Michael Williams |
|  | Leo Kujawa | Mark Woods |

|  |  |  |
| --- | --- | --- |
| Also Present: | Stan Gramke, President/CEO |  |
|  | Ron Storing, Vice President |  |
|  | Karen Blum, Novi Branch Manager |  |
|  | Marjon Davis, Director of Development |  |
|  | Charlesetta Edwards, Flint/Macomb Branch Manager |  |
|  | Tim Hatfield, Springfield Branch Manager |  |
|  | Jason Kaszubski, Human Resource Manager |  |
|  | Greg Kriovan, Director of Quality Assurance |  |
|  | Kris Mooney, Director of Finance |  |
|  | Tom Paskiewicz, Manager Community Based Program |  |
|  | David Stoker, Director of Manufacturing |  |
|  | Dennis Winkler, Madison Heights Branch Manager |  |

|  |  |  |
| --- | --- | --- |
| Guests: | David Lubin, Board Nominee |  |
|  | Patrick Fuelling CPA, Audit Director, Doeren Mayhew |  |
|  | Melissa Kyewski, CPA, Doeren Mayhew |  |

##### MOTIONS

The following **MOTIONS** were made, **SECONDED** and **CARRIED** at the Annual Board of Trustees Meeting on September 15, 2011.

1. **Approval of Agenda:**

\*\*\*A **MOTION** was made by Chuck Stenback and **SECONDED** by Bill Goodman to approve the agenda for the September 15, 2011 47th Annual Board of Trustees Meeting. **MOTION CARRIED**.

1. **Approval of Minutes:**

\*\*\*A **MOTION** was made by John Kaplan and **SECONDED** by Gordon Cooley to approve the minutes from the September 30, 2010 46th Annual Board of Trustees Meeting. **MOTION CARRIED.**

1. **Nominating Committee Report:**
2. \*\*\*A **MOTION** was made by Beth Alberti and **SECONDED** by John Pajak to accept the resignation of Steve Bruyn, Elaina Fraga-O’Malley, Lynne Portnoy and Charles Stenback with regret. The Board expressed appreciation for their service. **MOTION CARRIED.**
3. \*\*\*A **MOTION** was made by John Pajak and **SECONDED** by Beth Alberti to elect the following members of the Board of Trustees to serve on the Executive Committee for fiscal year 2011-2012. **MOTION CARRIED.**

Bud Keller – Chairperson

Daniel Pienta – Vice Chair

Gordon Cooley – Treasurer

Paula Somerville – Secretary

Doug Otlewski – Past Chair

Shon Halacka – Member at Large

Leo Kujawa – Member at Large

Dr. Myron Liner – Member at Large

Sarah McClure – Member at Large

William McCaffrey – Member at Large

1. \*\*\*A **MOTION** was made by Dr. Myron Liner and **SECONDED** by Paula Somerville to elect the nominees James Nichols and David Lubin to the Board of Trustees, term ending 2012. **MOTION CARRIED.**
2. \*\*\*A **MOTION** was made by John Kaplan and **SECONDED** by Gordon Cooley to elect Charles Stenback to Emeritus Status on the Board of Trustees. **MOTION CARRIED.**
3. \*\*\*A **MOTION** was made by Chuck Stenback and **SECONDED** by Beth Alberti to re-elect the following members to the Board of Trustees for term of offices ending 2012, 2013 and 2014. **MOTION CARRIED.**

**Term to 2013**

William Goodman

Leo Kujawa

John Larson

William McCaffrey

Gwen McNeal

Douglas Otlewski

John Pajak

Lauren Scarpace

Rick Van Heukelom

Mark Woods

**Term to 2014**

Gordon Cooley

Clare Evans

Betty Fisher

Peggy Griffin

Shon Halacka

John Kaplan

Dr. Myron Liner

Sarah McClure

Paula Somerville

**Term to 2012**

Beth Alberti

Richard Ciaramitaro

Marvin Keller

Daniel Knott

David Lubin

Dr. Peter Muller

James Nichols

Daniel Pienta

Michael Williams

1. **Independent Auditor Report:**

\*\*\*A **MOTION** was made by Bill Goodman and **SECONDED** by Gwen McNeal to approve the Fiscal Year Audit Year End 2010-2011. **MOTION CARRIED.**

1. **Adjournment:**

\*\*\*There being no further business, a **MOTION** was made by Chuck Stenback and **SECONDED** by Gwen McNeal to adjourn the September 15, 2011 47th Annual Board of Trustees Meeting at 6:35 PM. **MOTION CARRIED.**

1. **Bud Keller, Chair, called the Meeting to order at 7:00 PM.**
2. **Introduction of Guests and Staff**

Everyone in attendance introduced themselves, giving name and title.

1. **Approval of Agenda:**

\*\*\*A **MOTION** was made by Chuck Stenback and **SECONDED** by Bill Goodman to approve the agenda for the September 15, 2011 47th Annual Board of Trustees Meeting. **MOTION CARRIED**.

1. **Approval of Minutes:**

\*\*\*A **MOTION** was made by John Kaplan and **SECONDED** by Gordon Cooley to approve the minutes from the September 30, 2010 46th Annual Board of Trustees Meeting. **MOTION CARRIED.**

1. **Nominating Committee Report** (Doug Otlewski, Nominating Committee Chair)
2. \*\*\*A **MOTION** was made by Beth Alberti and **SECONDED** by John Pajak to accept the resignation of Steve Bruyn, Elaina-Fraga O’Malley, Lynne Portnoy and Charles Stenback with regret. The Board expressed appreciation for their service. **MOTION CARRIED.**
3. \*\*\*A **MOTION** was made by John Pajak and **SECONDED** by Beth Alberti to elect the following members of the Board of Trustees to serve on the Executive Committee for fiscal year 2011-2012. **MOTION CARRIED.**

Bud Keller – Chairperson

Daniel Pienta – Vice Chair

Gordon Cooley – Treasurer

Paula Somerville – Secretary

Doug Otlewski – Past Chair

Shon Halacka – Member at Large

Leo Kujawa – Member at Large

Dr. Myron Liner – Member at Large

Sarah McClure – Member at Large

William McCaffrey – Member at Large

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**Term to 2013**

William Goodman

Leo Kujawa

John Larson

William McCaffrey

Gwen McNeal

Douglas Otlewski

John Pajak

Lauren Scarpace

Rick Van Heukelom

Mark Woods

**Term to 2014**

Gordon Cooley

Clare Evans

Betty Fisher

Peggy Griffin

Shon Halacka

John Kaplan

Dr. Myron Liner

Sarah McClure

Paula Somerville

**Term to 2012**

Beth Alberti

Richard Ciaramitaro

Marvin Keller

Daniel Knott

David Lubin

Dr. Peter Muller

James Nichols

Daniel Pienta

Michael Williams

1. **Independent Auditor Report by Doeren Mayhew** (Patrick D. Fuelling, CPA, Partner and Melissa Kyewski, CPA)

The firm of Doeren Mayhew, Certified Public Accountants and Consultants, audited the statement of financial position of New Horizons FY 2010-2011. The Statements of Financial Position, Statements of Activities and Statements of Cash Flows for the year were presented to the Board of Trustees, with the results of the Independent auditor’s report as required under professional standards.

Patrick Fueling, Partner recognized Kris Mooney, Director of Finance, and the New Horizons staff for an outstanding job. He described New Horizons as an organization of excellence. Doeren Mayhew’s Independent auditor report issued a clean unqualified opinion on the financial statements for the year ending June 30, 2011, which is positive. Statements are presented in conformity with Generally Accepted Accounting Principles.

The Statements of Financial Position reflect the cash and marketable securities totaled $5.6 million. The figure is an indicator of very solid organization. Net assets of $7.8 million represent accumulations of revenues over expenses, from inception to June 30, 2011. Net assets are approximately 77% of the total asset base. These are strong examples of a well-run, best in class organization.

Changes in net assets increased to $742,000 which includes $323,000 unrealized gains on investments.

\*\*\*A **MOTION** was made by Bill Goodman and **SECONDED** by Gwen McNeal to approve the Fiscal Year Audit Year End 2010-2011. **MOTION CARRIED.**

1. **President/CEO Remarks** (Stan Gramke, President/CEO)
2. **Past Year Highlights**

Stan Gramke, President/CEO presented his 2011 Past Year Highlights Report to the New Horizons Board of Trustees. Stan emphasized the unprecedented growth for the second year running, even in the face of our areas woeful economic conditions. New Horizons served more individuals than ever before, ran more programs than ever before, and covered a larger geographic area than ever before. Stan highlighted the following accomplishments excerpted from the report, but there are many more listed in the attached report:

**Administrative & Financial**

* Agency was able to increase managed invested funds an additional $1.5 million, which brings the total managed Board Designated Fund to $4,209,954. This figure when added to our operating cash account of $1,466,604 gives New Horizons a total cash/investment position of $5,676,558.
* Actual Revenue grew by 18% over the previous year to a record $14,159,794, up from $11,975,723, due to expansion of services.
* Revenue over expenses has continued to increase year after year. From $23,206 in 2009 to $518,886 in 2010 to a record of $741,653 this past year.

**Rehabilitation Services**

* Overall consumer satisfaction level maintained at 98%
* Placed 675 individuals in competitive employment (jobs), up from 549 last year, a 23% increase.
* A record number of 3,708 consumers served, up from 3,212 last year, a 15% increase.
* Increased the total number of programs delivered to an all-time high of 5,348, up from 4,660 last year, a 15% increase.
* A record number of 429 persons with hearing loss attend our Kooser Program.

**Human Resources**

* New Horizons was awarded “Metropolitan Detroit’s 101 Best and Brightest Companies to Work For 2010” and again for this year, 2011. (6th time in 11 years).
* For the second year, staff was given a $1,000 bonus check at year end. Staff were very appreciative and some were very emotional over this generous offering.
* For the fifth year in a row, turnover rates continued to decrease. This year’s rate is 4.9%.
* New Horizons continues to have a strong ethnic diversity in the workplace. Thirty-one percent (31%) of our staff comes from minority groups including African Americans, Asians, and persons of Hispanic origin.

**Public Relations, Development and Marketing**

* New Horizons’s 2011 Make a Difference Charity Auction raised a record amount of $151,768. This marked the highest amount ever raised. By revamping the mailing database and utilizing the Board of Trustees contacts, New Horizons managed to bring in more supporters than in previous events.
* New Horizon’s golf outing has continued to be an effective friend raiser as well as a fundraiser, bringing in close to $13,000.

In summary, Stan recognized the excellent management staff and dedication and commitment of the New Horizons employees as well as the Board of Trustees for the agencies success. He stated that the future will demand that New Horizons be a business that embraces and adapts to change, but our strengths outlined in our Strategic Plan will serve us very well.

1. **Strategic Plan Update**

Stan shared that the organization has successfully completed 48% of the objectives cited in the New Horizons Strategic Plan for 2010-2013. The completed objectives are highlighted in yellow in the report. He stated that New Horizons will continue to work on the 2-3 year goals that are set and will continue to review their progress.

Bud Keller, Chair on behalf of the Board of Trustees recognized and thanked Stan Gramke, President/CEO, Ron Storing, Vice President and all the New Horizons Staff for all their efforts towards a truly fantastic year.

1. **Adjournment:**

\*\*\*There being no further business, a **MOTION** was made by Chuck Stenback and **SECONDED** by Gwen McNeal to adjourn the September 15, 2011 47th Annual Board of Trustees Meeting at 6:35 PM. **MOTION CARRIED.**

**Edited & Approved by Paula Somerville on 11/16/11**

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Paula Somerville, Secretary Date

**New Horizons Rehabilitation Services**

**Board of Trustee Meeting Minutes – FINAL**

**Wednesday, November 16, 2011 – 7:00 p.m.**

The meeting was called to order by Bud Keller, Chair at 7:00 PM.

Present: Bud Keller, Chair

 Daniel Pienta, Vice Chair

Gordon Cooley, Treasurer

Paula Somerville, Secretary

Doug Otlewski, Past Chair

Leo Kujawa, Mbr at Large

Dr. Myron Liner, Mbr at Large

William McCaffrey, Mbr at Large (Call in)

Beth Alberti

Richard Ciaramitaro

Clare Evans

Betty Fisher

William Goodman

John Kaplan

David Lubin

Gwendolyn McNeal

Dr. Peter Muller

James Nichols

John Pajak

Rick Van Heukelom

Mark Woods (Call in)

Absent: Shon Halacka, Mbr at Large

Sarah McClure, Mbr at Large

Peggy Griffin

Daniel Knott

John Larson

Lauren Scarpace

Michael Williams

Also Present: Stan Gramke, President/CEO

 Ron Storing, Vice President

 Karen Blum, Novi Branch Manager

 Tina Collins, Public Relations Director

Marjon Davis, Director of Development & Office Operations

Charlesetta Edwards, Flint/Macomb Branch Manager

 Tim Hatfield, Springfield Branch Manager

 Jason Kaszubski, Human Resource Manager

Greg Kriovan, Director of Quality Assurance

Kris Mooney, Director of Finance

Tom Paskiewicz, Manager Community Based Program

David Stoker, Director of Manufacturing

Dennis Winkler, Madison Heights Branch Manager

##### MOTIONS

The following **MOTIONS** were made, **SECONDED** and **CARRIED** at the Board of Trustees Meeting on November 16, 2011.

1. **Approval of Agenda:**

A **MOTION** was made by Dr. Peter Muller and **SECONDED** by Bill Goodman to approve the agenda for the November 16, 2011 Board of Trustees Meeting. **MOTION CARRIED**.

1. **Approval of Minutes:**

A **MOTION** was made by Clare Evans and **SECONDED** by Doug Otlewski to approve the minutes from the July 20, 2011 Board of Trustees Meeting. **MOTION CARRIED.**

1. **Approval of the Year-to-Date Financials:**

A **MOTION** to approve the Year-to-Date Financials from the October, 2011 was made by John Pajak and **SECONDED** by Leo Kujawa. **MOTION CARRIED.**

1. **Adjournment:**

There being no further business, a **MOTION** was made by Bill Goodman and **SECONDED** by Doug Otlewski to adjourn the November 16, 2011 Board of Trustees Meeting at 8:00 PM. **MOTION CARRIED.**

1. **Bud Keller, Chair, called the Meeting to order at 7:00 PM.**
2. **Approval of Agenda:**

\*\*\* A **MOTION** was made by Dr. Peter Muller and **SECONDED** by Bill Goodman to approve the agenda for the November 16, 2011 Board of Trustees Meeting. **MOTION CARRIED**.

1. **Approval of Minutes:**

\*\*\* A **MOTION** was made by Clare Evans and **SECONDED** by Doug Otlewski to approve the minutes from the July 20, 2011 Board of Trustees Meeting. **MOTION CARRIED.**

1. **Audit & Finance Committee Report**

**A. Year-to-Date Financials** **(Reported by Kris Mooney, Director of Finance)**

**For the Month of October 2011**

|  |  |
| --- | --- |
| Program Service Fees & Revenues | $ 739,944 |
| Industrial Revenue |  38,548 |
| Community Program Revenue |  160,499 |
| Other Revenues |  1,030 |
| Total Expenses |  940,996 |
| Operating Surplus/Deficit |  (975) |
| Investment Unrealized Gains/Losses  |  - |
| (Sept,Dec,Mar,June) |  |
| Agency Surplus/Deficit | $ (975) |

## Consolidated Balance Sheet

As of October 31, 2011 the cash on hand was $1,864,915. New Horizons Short Term Investments at **5/3** were $2,386,957 and at **PNC** were $1,358,735 for a total cash investments of $5,610,607. Net Accounts Receivable is currently $1,085,583 and current liabilities are $831,444..

**Fiscal Year to Date Agency Information:**

|  |  |
| --- | --- |
| YTD Total Operating Revenue | $ 4,172,205 |
| YTD Total Expenses |  3,894,508 |
| YTD Program Excess/Deficit |  277,697 |
| YTD Other Revenues Fundraising, Interest, donations |  54,956 |
| **YTD Agency Operating Surplus/Deficit** |  **332,653** |
| YTD Investment Unrealized Gains/Losses *(Agency investments are marked to market value quarterly)* |  (477,010) |
|  |  |
| **Total Agency Surplus/Deficit YTD** *(including unrealized investment gains or losses*) |  **$(144,357)** |

\*\*\* A **MOTION** to approve the Year-to-Date Financials from the October, 2011 was made by John Pajak and **SECONDED** by Leo Kujawa. **MOTION CARRIED.**

## Investment Fund Performance (Reported by Kris Mooney, Director of Finance)

Kris reported that New Horizons is recognizing the realized and unrealized Gain or Loss from investments quarterly. The investment portfolio has rebounded with $274,300 of unrealized gains in the month of October 2011.

* 1. **Fiscal Forecast 2012 (Reported by Stan Gramke, President/CEO & Ron Storing, Vice President)**

Stan reported that in Michigan, the general fund has been cut. New Horizons general budget has remained strong and is positioned as strong as any non-profit. New Horizons will have to wait to see what will happen when the super committee meets and makes their final decisions on what to cut in order to balance the budget. Stan suggested that there are three places they can focus on, Healthcare, Medicaid/Medicare and Social Security.

Ron voiced concern for human service programs funded by federal dollars. Ron shared that about 20 pieces of legislation are currently in the state house as well as the state senate that focus on education. Some deal with dollars & cents and some deal with policy. One potential MRS issue is there may be some sort of reduction, which in turn would mandate them to institute “Order of Selection” that mandates that they serve the persons with the most severe handicaps. Specific criteria would be developed that would guide MRS employees in selecting the persons that would be given priority. Usually an “Order of Selection” program gives criteria for three or more types of customers based on disability and barriers to employment.

1. **Board of Trustees Committee Reports**
	1. **Executive Committee Update (Reported by Bud Keller, Chairman of the Board)**

Bud reported that at the October 25 meeting, meeting dates were approved as well as committee structures in draft form.

* 1. **Personnel Committee Update – No update**
	2. **Program & Services Committee Update – No update**
	3. **Nominating Committee Update – No update**
	4. **Auction Committee 2012 – No update**
	5. **Golf Committee 2012 – No update**
1. **Administrative Update (Reported by Bud Keller, Chairman)**

Bud called attention to the board member job description and conflict of interest documents to review the importance of the documents for our current board members. Each member was asked to re-sign the CARF mandated Conflict of Interest form to be placed in their files.

1. **Committee Structure 2012**

Stan reviewed the draft committee structure and asked all members to review the committee assignments and to get back to him tomorrow if there were any concerns or change requests.

1. **Important Dates to Remember**

All committee dates have been scheduled and provided to each member in their packet.

1. **Fundraising/Development**
	1. **Brooksie Way (Reported by Tina Collins, Public Relations Director)**

Tina reported on this being the first year for this event with one board member and two employees participating and raising a little over $1,000. Next year a team approach will be looked at to help increase participation.

* 1. **Auction Committee – meeting scheduled November 30, 2011 (Reported by Tina Collins, Public Relations Director)**

Tina reported that flyer designs have been put together and the first mailing letter is being drafted. The first meeting is scheduled for November 30. Item donations are very important this year as Chuck Stenback has retired from our board and was normally responsible for bringing in a quarter of our items himself, so that void will need to be filled.

1. **Annual Meeting & Awards (Reported by Marjon Davis, Director of Development & Office Operations)**

Marjon reported the event was held in September and had approximately 260 guests. David Price, the guest speaker, was well received. Overall everything was good with the exception of cold food, for which a $1,000 credit was given by the Marriott.

1. **Donor Update (Reported by Marjon Davis, Director of Development & Office Operations)**

An annual appeal letter will be sent out before the end of the year, focusing on what success means at New Horizons.

The new database is continuing to be updated as information is received. Adding new contacts, email addresses, etc.

1. **Open House’s (Reported by Marjon Davis, Director of Development & Office Operations)**

The Open House was held on Friday, October 21 to celebrate National Disability Employment Awareness Month. The attendance was lower than last year, so we would like to come up with a way to increase attendance for next year. Stan appealed to board members to use the open house as an opportunity to visit our other locations that maybe they have never seen.

1. **Presidents Evaluation (Reported by Bud Keller, Chairman)**
2. **Presidents Performance**
3. **Contract Extension – 5 years**

Bud Keller excused all New Horizons staff from the meeting as this agenda item is strictly discussed amongst current board members.

1. **Adjournment**

\*\*\* There being no further business, a **MOTION** was made by Bill Goodman and **SECONDED** by Doug Otlewski to adjourn the November 16, 2011 Board of Trustees Meeting at 8:00 PM. **MOTION CARRIED.**

**Signed & Approved by Paula Somerville 1/9/12**

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Paula Somerville, Secretary Date