

Counseling Service of Addison County, Inc.  
Board of Director's Meeting Minutes  
**May 13, 2021    DRAFT**

---

**Board members attending:** David Hallam, President; Sarah McGowen Audet, Vice-President; Joanne Scott, Treasurer. Members at large: David Andrews, Barbara Doyle-Wilch, Gary Margolis, Len Rowell, Louise Sandberg, Jane Spencer, Ted Tighe. Absent: Matt Birong, David Roberts.

**Staff attending:** Rachel Lee Cummings, Executive Director; Bill Claessens, CFO; Alexa Euler, HR Director; Jenn Staats, Executive Coordinator and recorder.

**Guests:** BOD candidates

---

David Hallam called the meeting to order at 4:32 PM. Guests were board candidates, who have joined in a "listening in" capacity and not identified by name. Interviews will be conducted within the next two weeks. Board members introduced themselves to the board candidates.

Add to the agenda: discussion of the board emeritus position.

Condolences to former board officer Kitty Oxholm, who lost her daughter Kristy last week.

### **Decision/Review Items**

Minutes of April 8, 2021: Motion to approve: David Andrews. Second: Barbara Doyle-Wilch. No discussion. The vote was called and the vote to approve the minutes was unanimous.

Review and acceptance of HR policy, G5.60, *Other Leaves of Absence*, Alexa Euler: Needed to clarify our current practice and create a clearly defined statement about leaves of absence for health insurance stop/loss. Motion to approve: Joanne Scott made the motion to approve the policy as presented. Second: Jane Spencer. No further discussion. The vote was called and the vote to approve the policy was unanimous.

### **Committee Reports**

Anti-bias Task Force, reported by Ted Tighe and David Andrews, task force members: Per request, staff informed that group is active, but just beginning to coalesce. There are many goals: need to be pared down. First goal: define and target the group's mission.

Executive Committee, reported by David Hallam, chair: Emeritus Board position: an opportunity to be involved with the agency 1. Without the ability to vote; 2. Elasticity with attendance; 3. Keep expertise and institutional knowledge available; 4. Allow for representation on a national level. Members found the idea intriguing, to not lose relationships and knowledge. Community members are already invited to join committees. Will need to research, determine what legal paths to address.

Proposing Board party at Gary Margolis' home, late July. Polling to come for dates, times.

CSAC will be hosting the first in-person meeting of Vermont Care Partners in September.

Development Committee, reported by Jane Spencer, chair, and members Barbara Doyle-Wilch, Sarah McGowen Audet, and Jenn Staats: Summarized pursuit of a grant from the Byrne Foundation toward seed funding for Development & Community Engagement Director. Shared the letters of support from two community citizens.

Barbara shared reflections to why the committee members feel we need this person and what opportunities are we missing by not having this person. Summary will be posted on the portal.

Sarah reported about upcoming board training.

Jenn shared soon-to-be launched newsletter.

LPSC CRT, reported by David Andrews: Sparse attendance on April 15. Discussed LSOC (3-year process). Discussed opening Evergreen House. Their driveway potholes still problematic.

Nominating and Governance Committee, reported by Sarah M. Audet, chair: Applications for new board members were reviewed, and candidates selected (who are attending this meeting). Interviews for candidates begin tomorrow through May 19. Still looking for reps from the medical and legal sectors. David H. is reaching out to those who are up for re-election and determining upcoming vacancies.

**Financial/Business Report**, Bill Claessens: *KPI Dashboard*: five indicators stayed the same, net gain increased. Our financial condition is indicating positive. *Operational Statement*: gain. Expenses are significantly lower than budget. *Balance Sheet*: Cash is strong. Our gain is significant compared to a year ago. Other KPIs are well within our target ratios.

Finance Committee, reported by Joanne Scott, chair: CSAC has rare opportunity to do something significant for staff compensation while holding a solid bottom line. We want to take this opportunity to invest in staff. CSAC has been held harmless with respect to revenues during Covid by the government. Lower health insurance costs with captive insurance, reduction in travel costs during Covid, and lower compensation costs with vacancies have contributed to significant gain vs. budgeted loss.

CSAC is seeking approval to go beyond compensation approved in the FY21 budget. The Finance Committee recommended the Board approve the following resolution:

*Be it resolved: The Board authorizes up to \$1,200,000 for one-time expenses for CSAC staff compensation (Salary and benefits) and/or to reduce Benefit Liabilities for FY2021 to be realized by June 30, 2021.*

Motion to accept this resolution was made by Gary. Second: Louise Sandberg. Discussion: Last staff raise was Fall 2019. Issues of relatively low staff compensation will not be resolved by this action, but this is one of the most significant investments in staff we have made in a very long time. This is significant progress. Discussed limited PTO buyout. The vote was called and the resolution passed unanimously.

Lastly, the Committee met with Morgan Stanley reps about CSAC's investment accounts.

**Executive Director's Report**, Rachel Lee Cummings: Feeling positive about an increase from the legislature.

Increased need with reduced staff create significant waitlists. Y&F has moved quickly to re-think how that front door is looking; similar forward motion with adults services, will update in the future. Investigating groups, phone support, combining case management functions, low barrier access to provide immediate help, more consolidation and less siloing.

**Executive Session**: Gary made a motion to enter into executive session. Louise seconded the motion. Guests and staff excused themselves and the board entered into Executive Session at 5:50pm.

**Other business**: The meeting was adjourned at 5:53 PM.