

DEVELOPMENTAL PATHWAYS, INC.
Board of Directors Meeting Minutes
March 7, 2024

Members Present: Kristin Hoover, Rick Newell, Nancy Sharpe, Dr. Michaela McDonnell, Daniel Sampson, Jenn Conrad, Commissioner Abe Laydon, Commissioner Carrie Warren-Gully, Chris Erickson, Michelle Kroeger

Members Absent: None

Others Present: Matt VanAuken, Karen Flores, Erica Kitzman, Darcy Tibbles, Andrew Passmore, Maria Cordero, Will Wedow, Michelle Bauman, Amy Grogan, Kim Tenure, Selina Griggs, Adam Magnani

The Developmental Pathways, Inc. Board of Directors meeting was called to order by the President, Ms. Conrad at 12:01 p.m. Ms. Kroeger established a quorum.

Guests: Maureen Waller, Marsha Alston, Galia Spsychalska, Katiah Scisum

Conflict of Interest

None.

Public Comment

Community member Galia Spsychalska, a parent of two children receiving services through Developmental Pathways, spoke in person about the crisis of Medicaid and LTSS State disability waiver terminations. Her son lost all benefits and access to vital medical care. After her advocacy efforts with Colorado representatives and legislators, his services were reinstated. Ms. Spsychalska urged the Developmental Pathways board and staff to advocate for families facing similar challenges, emphasizing the importance of collective action and support.

Consent Agenda

Approval of Regular Board Minutes – December 14, 2023

MOTION: Ms. Sharpe moved for the approval of Consent Agenda items as presented; Mr. Erickson seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

Executive Committee: Ms. Conrad

Committee Report Out: Ms. Conrad

The Nominating Committee, Mr. VanAuken, and Ms. Kitzman met with Ms. Katiah Scisum, and Mr. Mike Abramovitz and believe their expertise and perspective would be invaluable to the board. Ms. Conrad shared a bit about Mr. Abramovitz, as he was unable to attend the meeting, and then asked Ms. Scisum to share a bit about herself and why she was interested in joining the Developmental Pathways (DP) Board of Directors. Ms. Conrad stated that at the end of the meeting, the board would go into an executive session to discuss voting them on to the board, and Ms. Scisum and Mr. Abramovitz would be notified of the board's decision.

Ms. Conrad reminded the board that the 2024 Board Retreat was scheduled for April 11, 2024, and that the agenda had been finalized and posted to the board portal for review. She continued by reminding the board to complete the survey sent out on February 26 by March 14. Lastly, Ms. Conrad informed the board that the June and December Board Meetings would be extended by 30 minutes to accommodate budget and audit reports and would be implemented in fiscal year 2025.

Upcoming Meeting Reminders: Ms. Conrad

Ms. Conrad reminded the board of the following meetings and asked if anyone had yet to receive a calendar invitation to inform Ms. Griggs.

Board Retreat: 4.11.2024 at 9:00 am
 Nominating Committee: 4.18.2024 at noon
 Public Affairs Committee: 4.25.2024 at noon
 Finance Committee: 5.16.2024 at noon
 Executive Committee: 5.21.2024 at noon
 Mill Levy/Fund Balance Committee: 5.23.2024 at noon
 Board Meeting: 6.27.2024 at noon

Other Engagement Reminders: Ms. Conrad

I/DD Awareness Day at the Capitol: 3.20.2024
 DP 60th Anniversary Celebration: 6.6.2024

Finance Committee: Ms. Sharpe / Ms. Flores

Board Quarterly Financial Statement Review and Approval: Ms. Sharpe

Ms. Sharpe provided the following update. DP budgeted a loss of \$3.7M with a realized loss of \$3.4M and is positive to budget by \$327K for the month of January.

Ms. Sharpe stated that cash has been down \$10M since June. Cash declines during this timeframe every year due to the cyclical nature of mill levy receipts. This year the decline has been above average, mainly due to challenges related to Case Management Redesign (CMRD) and intentionally spending down the fund balance.

Medicaid revenue is negative to budget by \$3.1M due to CMRD-related challenges, and miscellaneous income is higher than budget by \$844K due to ARPA grants received from the State intended to help support agencies amidst the CMRD transition. Personnel expenses are \$1.6M under budget primarily due to challenges in hiring the new case management staff necessary to support the new Case Management Agency (CMA) contract and its expanded scope beyond the I/DD population previously served. Turnover also continues to be an issue within its case management department. Ms. Sharpe concluded that investment returns of \$1.1M were positive.

Balance Sheet

Assets	\$38,424,696
Liabilities	\$4,255,201
Equity	\$34,169,495

Statement of Activities

	Actual	Budgeted	Variance
Operating Revenue	\$33,662,436	\$34,614,028	\$(951,592)
Gains/(Losses) and Investment Return/(Loss)	\$1,154,381	-	\$1,154,381
Expenses	\$(38,168,435)	\$(38,292,431)	\$123,996
Net Income /(Loss)	\$(3,351,618)	\$(3,678,403)	\$326,785

In accordance with SB16-38, DP is required to review and approve financial statements at least once a quarter. Financial reports are posted on the Board Portal approximately one week prior to board meetings.

MOTION: Dr. McDonnell moved for the approval of the January 2024 YTD financials; Ms. Sharpe seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

FY25 Budget Review and Q&A Session: Ms. Flores

Ms. Flores informed the board of the upcoming FY2025 Budget Review and Q&A Session meeting scheduled for June 10, 2024, at 9:30 a.m. The FY2025 budgets will be available for review on the Board Portal prior to the meeting. This is an optional meeting and will be held via Zoom. If you are unable to attend, please email Ms. Flores with your questions. All Q&A will be captured and shared with the board. The board will be asked to approve the FY2025 budget at the June 27, 2024, board meeting. Ms. Griggs will send all board members a calendar invite to the budget review meeting.

Mill Levy Agreed Upon Procedures (AUP): Ms. Flores

Ms. Flores gave the following Mill Levy Agreed-Upon Procedures update. DP contracts with an outside audit firm every year to conduct the Mill Levy Agreed-Upon Procedures report. The report was delivered to Douglas and Arapahoe County and showed alignment with the Mill Levy contracts. The report has been uploaded to the Board Portal and DP website.

Nominating Committee: Mr. Newell

The Nominating Committee met on January 25, 2024, and discussed the following. The Committee continues to evaluate potential board members and asks members to continue sending any recommendations to Ms. Kitzman. In partnership with leadership, the Nominating Committee is updating board training materials for effective representation and to ensure ease of understanding for all participants. The Committee will share this new process with incoming and current board members.

Jenn Conrad: 1st Term Ending 6.22.2024 (Term 2)

Mr. Newell notified the Board that Ms. Conrad's first term ends on June 22, 2024. Mr. Newell asked if she would like to remain on the DP Board for a second term. Ms. Conrad stated yes.

MOTION: Mr. Erickson moved to approve Ms. Conrad for a second term on the Developmental Pathways Board of Directors; Ms. Hoover seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

Public Affairs Committee: Mr. Newell

The Public Affairs Committee last met in January. The primary discussion covered the board report provided by staff, which you can find on the board portal under the Public Affairs Committee page. The Committee also discussed expanding direct and passive fundraising efforts to support individuals with unmet needs that cannot be met through other programming. Mr. Newell asked board members to log into their [Kroger/Kings Soopers accounts](#) to update their giving profiles and stated that they are looking into other opportunities for easy fundraising. If you know of an organization with an employee giving program that would be willing to consider adding DP to its giving roster, please notify Ms. Tibbles or one of the members directly. Mr. Newell concluded by stating that the DP 60th Anniversary Celebration has been scheduled, so please mark your calendars for Thursday, June 6, and that a schedule of 60th anniversary events and connection opportunities can also be found on the DP website.

Mill Levy/Fund Balance Committee: Comm. Laydon / Comm. Warren-Gulley

The Committee met recently to discuss the success of DP's ongoing local I/DD programming. The county-centric meetings have proven to be very fruitful, and the DP teams are working in close partnership with county teams on creative ways to meet community needs. DP heard great feedback from the year-end local programming survey, and overall, individuals and their families are satisfied and supported by this programming. Lastly, The DP teams recently presented the FY2023 Annual Reports to Arapahoe and Douglas Counties, which were well received. The report has been posted to the board portal for review.

CEO Performance Appraisal Timeline: Ms. Cordero

Ms. Cordero asked the board to please reference the board portal to review the appraisal timeline, which begins in April and is completed in May. An email will be sent to the board in April, providing further instructions.

Early Intervention RFP: Ms. Kitzman

Ms. Kitzman provided the following update on the Early Intervention Request for Proposal (RFP). With the repeal of the existing statute as of July 1, 2024, the Colorado Department of Early Childhood (CDEC) is now responsible for designating Certified Early Intervention Service Brokers, necessitating a formal bidding process. Under the leadership of our Early Intervention (EI) senior director, associate directors, and executive team, the content for the RFP was gathered and drafted in mid-February. DP received confirmation this week that DP was awarded the contract. Special thanks are also extended to the communications team for their review and formatting and to the finance team for their assistance with the budget template.

Open Discussion

None

Executive Session

Ms. Conrad requested a motion to move the Board of Directors into Executive Session to discuss legal issues and all associated issues per section 3.9 of the Developmental Pathways Bylaws and Colorado Revised Statute 24-6-402 (4)(f).

MOTION: Ms. Sharpe moved for approval for the Board of Directors to go into Executive Session at 12:37 p.m. to discuss legal matters and all associated issues as per section 3.9 of Developmental Pathways Bylaws and Colorado Revised Statute 24-6-402 (4)(b); Mr. Sampson seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

MOTION: Ms. Sharpe moved for the Board of Directors approval to come out of Executive Session at 1:46 p.m.; Dr. McDonnell seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

After coming out of executive session, the following motions were made.

MOTION: Commissioner Warren-Gully moved to approve Mr. Mike Abramovitz to serve on the Developmental Pathways Board of Directors; Ms. Hoover seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

MOTION: Dr. McDonnell moved to approve Ms. Katiah Scisum to serve on the Developmental Pathways Board of Directors; Ms. Sharpe seconded the motion. There being no discussion, it was approved by a unanimous voice vote.

Adjournment

There being no further business to come before the board, the meeting adjourned at 1:47 p.m.