

LOS ANGELES COUNTY DEVELOPMENTAL SERVICES FOUNDATION

Board of Directors

October 25, 2017

MINUTES

PRESENT

Mark Higgins, Chair
Elizabeth Beltran
Danielle Dejean
Jack Gilbertson
Kim Isaac
Gloria Leiva
Yudy Mazariegos
Louis Mitchell
John Poulos
Jae Rhee
Dina Richman
Ana Villasenor
Ramona Warfield

NOT PRESENT

Larry DeBoer
Dr. Anthony Stein

GUESTS

Melody Goodman
Jenny Arellano

ADVISOR TO THE BOARD – PRESENT

Al Marsella

STAFF

Patrick Aulicino
Karen Ingram
Enrique Roman
Melinda Sullivan

CALL TO ORDER

Mr. Higgins called the meeting to order at 6:00 p.m.

PUBLIC INPUT

No public input.

ANNOUNCEMENTS

Ms. Goodman, State Council on Developmental Disabilities, provided the Board with information on the upcoming National Core Indicators Quality Assessment Project. The satisfaction survey is going out November 1st and is done every 3 years. This time it will focus on adults. Ms. Goodman advised the Board that additional information on the project can be found on the SCDD and DDS websites respectfully.

APPROVAL OF MINUTES

The minutes of September 27, 2017 were approved by consensus.

ARCA REPORT

Ms. Sullivan advised the Board that she and Mr. DeBoer attended the ARCA meeting on October 19-20, 2017 at Harbor RC and that they could find the highlights from the meeting on the table. Discussion followed.

EXECUTIVE DIRECTOR'S REPORT

Electronic Communication

Mr. Higgins advised the Board that notice of meetings of the Board of Directors and of any Committee of the Board is mailed 7 days in advance of each meeting. The Executive Committee is recommending to amend the Bylaws so that notice may be provided by electronic communication instead of mail if determined necessary. Board members will continue to receive printed Board & Committee packets in the mail prior to each meeting.

Ms. Richman moved to amend the Bylaws so that notice of meetings of the Board of Directors and of any Committees of the Board may be provided by electronic communication instead of mail if determined necessary, Mr. Poulos seconded the motion, and it passed unanimously.

Bylaws

Ms. Sullivan advised the Board that the last restatement of the Bylaws was done in 2011 and that they could find the proposed Eight Restatement of the Bylaws for the Corporation in their packet. Ms. Sullivan reported that Judy Enright, legal counsel, attended the Executive Committee meeting to review proposed edits and changes. Ms. Sullivan reviewed the substantive proposed changes with the Board as follows:

- Article V, section 5.1(b)(7) on page 5 – we have added language relative to board training.
- Article V, section 5.2- Qualifications on pages 6 and 7 – we have added language related to conflicts of interest.
- Article V, section 5.4- Terms of Office – we have added language to clarify term lengths
- Article V, section 5.7- Duties on page 11– we have added language that describes responsibilities and duties of the board.
- Article V, section 5.10- Meetings on page 13 – we have added language that will allow the board to give notice of meetings electronically and we have carried that language throughout the document as applicable. We’ve also deleted language that is no longer allowed by the Lanterman Act and added language permitting the Board of Directors to consider some items brought up by the Department of Developmental Services and items brought up by the public.
- Article V, section 5.10 Quorum on page 15– we have changed the definition of “quorum” from seven (7) Directors to a majority of the Directors. In addition, we have added a provision to address how a quorum is impacted if a Director(s) departs during a meeting.
- Article V, section 5.10 Open Meetings on page 17- we have added a provision regarding the Corporation’s maintenance of recordings and written comments submitted as testimony.
- Article V, section 5.11 Removal of Directors on pages 19 and 20 – we have added clarifying language.
- Article V, section 5.12 Vacancies on pages 22 - we have added a provision for the Board of Directors to leave seats temporarily unfilled if a qualified candidate has not been found.
- Article V, section 5.13 ARCA delegate on page 22 – we have added qualifying language
- Article VI, Officers – The substantive change in this section is the reduction from two to one Vice President. You will see throughout the draft that we have deleted reference to a Second Vice President.
- Article VIII, section 8.2 Committee Membership on page 29 - we have added a section addressing recommendations for Committee Membership and selection of Committee chairs
- Article VIII, section 8.4 Standing Committees on pages 29 – 31 – we updated duties of some committees.

Ms. Isaac moved to approve the proposed Eight Restatement of the Bylaws for the Corporation as presented, Ms. Dejean seconded the motion, and it passed unanimously.

2018 Performance Plan

Mr. Roman reported that the draft 2018 Performance Plan was developed by the Programs and Services Committee and was presented at 4 Community Meetings. He advised the Board that they could find the plan and notes from each community meeting on the table for review. Mr. Roman noted that there were no recommendations from the community that would require changes to the proposed plan.

Ms. Richman moved to approve the 2018 Performance Plan for submission to DDS, Ms. Dejean seconded the motion, and it passed unanimously

Satisfaction Survey

Ms. Sullivan advised the Board that a satisfaction survey was sent to clients and families. A random sampling of 25% was selected to participate. The survey results will be presented as part of the Community Meeting on Disparities in early 2018.

La Supervisor's Luncheon – Disability Awareness

Ms. Sullivan reported that October is recognized as “Disability Awareness Month” and she attended a luncheon hosted by the Los Angeles County Board of Supervisors and the Los Angeles County Commission on Disabilities. The Commission honored individuals and companies that have made outstanding contributions and/or have promoted equality and accessibility for people with disabilities.

November/December Board Meeting Date

Mr. Higgins advised the Board that this year the November Board meeting date falls on November 22nd, the night before the Thanksgiving holiday, and the Committee is recommending that the Board meeting be moved to November 29th. The Board will be dark in December.

Ms. Dejean moved that the November meeting date be moved to November 29, 2017, Ms. Villaseñor seconded the motion, and it passed unanimously.

Board Holiday Gathering

Mr. Higgins advised the Board that the Board Holiday Gathering will be on December 13, 2017 and that staff are researching venue options.

ADMINISTRATIVE AFFAIRS COMMITTEE

Ms. Richman reviewed the financial summary statements through August as follows:

Fiscal Year 2017-2018 (D-1)

In Operations (main contract) we have spent \$3,231,886. In Purchase of Services (main contract), we have spent \$24,386,814 before we add late bills. Including projected late bills, we will have spent \$26,248,284.

Fiscal Year 2016-2017 (C-3)

This month we recorded \$126, 473 in OPS and \$488,130 in POS. To date, we have spent 89.3% of our OPS and nearly 100.0% of our POS allocations. We are currently projecting a small surplus in OPS and a small deficit in POS, which is expected to be funded by DDS.

Fiscal Year 2015-2016 (B-4)

This month we recorded \$12,213 in POS. To date, we have spent 99.9% of our OPS and 99.2% of our POS allocations. We are currently projecting a negligible surplus in OPS and a small surplus in POS.

Operations Budget & Staffing Plan

Ms. Richman reviewed the Operations Budget and Staffing Plan for fiscal year 2017-18. Discussion followed.

Ms. Richman moved to approve the Operations Budget and Staffing Plan for FY 2017-18 as presented, Ms. Beltran seconded the motion, and it passed unanimously.

NOMINATING COMMITTEE

Service Provider Advisory Committee (SPAC) Nominations

Mr. Marsella advised the Board that the Committee received confirmation from 4 service providers who wish to be re-elected or elected as SPAC members. Mr. Marsella brought forward the recommendation from the Committee to approve the following applicants:

Applicants for Re-Election:

- Nicole Hajjar – **Smile Pediatrics**
(Speech Therapy, Early Start Denver Model, preschool)
- Sandy Moreno - **The Campbell Center**
(Residential, Cork Activity Program, Supported Employment, senior day services)
- Dee Prescott - **Easter Seals**
(Residential, Adult Day Services, After School Program, SLS)

New Applicant:

- Yvonne Nakamoto – **Total Education Solutions**
(ABA)

Mr. Poulos moved to re-elect and elect the applicants as presented, Ms. Dejean seconded the motion, and it passed unanimously.

ADJOURNMENT

The meeting was adjourned at 6:45 p.m.

Larry DeBoer, Secretary

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BOARD OF DIRECTORS

ACTION LOG

October 25, 2017

	DESCRIPTION	ACTION	STATUS
	Approval of Minutes – September 27, 2017	<ul style="list-style-type: none">• Approved	
	Electronic Communication	<ul style="list-style-type: none">• Approved	
	Bylaws – Eighth Restatement	<ul style="list-style-type: none">• Approved	
	Approval of 2018 Performance Contracts	<ul style="list-style-type: none">• Approved	
	November Board Meeting Date Change to November 29, 2017	<ul style="list-style-type: none">• Approved	
	Operations Budget and Staffing Plan	<ul style="list-style-type: none">• Approved	
	Service Provider Advisory Committee (SPAC) Nominations	<ul style="list-style-type: none">• Approved	