

KPATA Full Board
Held at Lawrence Public Library
September 10, 2019

Those in attendance: Michelle, Cammie, Suzy, Nichole, Callie, Jacki, Rita, Kicia and Leslie. Those on the phone/computer: Tabitha, Misty, Leslie E and Brandy

9:17 everyone read the minutes from our last Full Board meeting of June 24, 2019, followed with Jacki reading them for the benefit of those on the phone. Rita moved, Michelle seconded to approve the minutes with corrections noted. Motion passed.

Jacki shared copies in person and online of the comparison charts created by Suzy of the results from the Executive committee meeting with 3 attorneys on Sept. 3, 2019. Two attorneys, Erin Beckerman and Greg Lam both agreed to a flat rate of \$1,500; they all agreed that our bylaws needed updated. Great conversation and comments were pointed out: Cammie questioned if we could do a lot of the work on our own, referencing updating the bylaws. Jacki felt confident in the attorneys, with one mentioning the need for policies for 990s that we all had not thought of. Callie felt as if an ex-officio member on board with legal experience could keep their eyes on things. Rita began conversation with possibly hiring an attorney initially and hopefully getting others on board that could bring their expertise, down the road and be the “eyes” that Callie mentioned. Cammie feels that there are plenty of other resources that we could utilize without having to hire an attorney. There is definite need to revise our bylaws, create a conflict of interest document and have financial policies in place. Jacki would like to see us get in line legally, get board training and get the mentioned ex-officio members on board. Tabitha chimed in to echo the hiring of an attorney and find professionals to sit on our board. The conflict of interest statement that needs to be created is geared toward the board of directors and needs to serve as a reminder to recuse ourselves from situations when appropriate as well as go over with paid staff members.

Developing appropriate committees such as Finance committee, an Audit committee to provide oversight, Nominating committee to name a few needs to become priority.

It was noted that our current accountant completes our taxes; he did a 3-year review of our records and went over it verbally with Callie, but did not do an audit. With the Family First grant of about \$1 million an audit would have to be completed.

Cammie moved that a committee be formed to review the bylaws and create a Conflict of Interest statement, to research issues and have drafts available by the next Full Board meeting with a final revision ready on October 11th and at that point determine whether hiring an attorney to review them would be necessary. Nichole seconded with Jacki not voting which was recorded as a nay vote. Motion passed.

Cammie agreed to chair the bylaws/documents committee; Leslie S, Nichole, Tabitha and Callie offered to serve on this committee.

Cammie moved that the Executive Director position become an employee position of KPATA with her salaried pay to be automatically paid and the beginning date to be established by the payroll service provider chosen. Kicia seconded, motion passed.

Jacki shared her findings from three different payroll companies. After reviewing the costs and Jacki's feedback provided, Leslie moved that we hire PayCor as our payroll provider with the President to provide a review of services provided at the December Full Board meeting. Cammie seconded, motion passed.

Jacki reported the costs for workman's comp policies in the amounts of \$250 with Ameritrust, \$363 with Traveler's and \$275 with Amtrust. Nicole moved that we hire Amtrust North American as our workman's comp insurance company, Rita seconded and the motion passed.

Review of the budget:

The ED salary has been changed due to the Sunflower Grant. A decision was made for KPATA to reimburse Paola the registration fee and hotel costs for the National conference. Board insurance has been reduced to \$800. Website fees will now be \$140 annually. Business registration fees and lobbyist fees have been added. The new Budget for 2020 is \$67,569.00. The Sunflower Grant brought in \$30,000, with half of the money already received and deposited and the other half expected to be received in January. There is a balance of \$38,940.22 in checking and \$40,861.40 in the CD.

Michelle moved to approve the new 2020 budget as presented, Kicia seconded. One nay vote received by Leslie S. Motion passed.

Jacki will add the need for a Human Resources/Policies committee and a Finance/Audit committee to next week's agenda.

Cammie moved, seconded by Jacki to adjourn at 12:15.

Respectfully submitted,

Leslie Sissel
KPATA Secretary