



Board of Directors Meeting Minutes October 12, 2020

I. **Welcome** – Beth Kuchenreuther

A. Meeting Call to Order

Beth called the meeting to order at 6:12 pm PT.

B. Roll Call

1. Board Members Present: Beth, Lisa, Marian, Misty, and Wanda (Zoom)
2. Executive Officers Invited: Lynn Thomas, CEO and Janet Crandall, CFO
3. Executive Officers Present: Janet Crandall, CFO (Zoom)

C. Mindfulness Minute – Wanda Whittlesey-Jerome

Wanda shared her poem, “Working on the Level of the Heart” to set a positive and productive intention for our working relationships.

II. **Votes to Approve September 14, 2020 Minutes and September 23, 2020 Minutes** – Entire Board

After brief discussion, Marian moved and Lisa seconded the motion to approve the September 14, 2020 Meeting Minutes. The motion carried unanimously.

After brief discussion, Marian moved and Misty seconded the motion to approve the September 23, 2020 Special Meeting Minutes as amended during this meeting to indicated the Board had received Dr. Jerez’ written resignation. The motion carried unanimously.

III. **Board Business** - Beth Kuchenreuther

A. Auditor Review of IRS Form 990

The actual 990 is not done at this point. Beth suggested the Board do the review of the 990 at the Fall Advance, and we can vote on it at that time.

Beth asked Janet to address the process of the audit. The auditors’ opinion includes a review of the books. They use the audit to form the 990. On behalf of the Board, thank you for the audit – and that the audit team has found your work to be above par. Thanks Janet.

B. D&O Policy Review

Eagala has the D&O policy in place. Janet used a credit card over the phone to pay for next year, and she sent a copy of the screen shot to the Board. The policy will not show “paid” until the carrier shows it is “paid” which may take a few days. The actual policy is comprehensive and we all have a copy of the policy.

C. ADPI Language Addition

Per the Board meeting minutes from August 10, 2020 (approved August 31, 2020), members of the Board had asked the ADPI workgroup to consider two additional categories of discrimination to add to their policy statement: socioeconomic status and citizenship. The Board has been asked to vote on the latest version of the ADPI workgroup’s policy – which now includes our original recommendations from August 10, 2020. The following is the language to be voted on and approved:

“Eagala is actively working towards cultivating an environment that is accepting and does

not unfairly discriminate directly or indirectly on any grounds, including, but not limited to: race, gender identity, sex, pregnancy, relationship status, ethnic or social origin, socioeconomic status, skin color, sexual orientation, age, disability, religion, conscience, belief, culture, language or birth or citizenship status.”

After brief discussion, Wanda moved and Marian seconded the motion to approve the proposed ADPI anti-discrimination policy as stated above. The motion carried unanimously.

D. PATH Intl. Membership Forum on Unified Terminology – Entire Board

The Board discussed the latest news from PATH, Intl. Marian shared that the open meeting to the PATH Intl. members will be held on November 6, 2020. As a member of PATH, Intl. Marian will attend the PATH Intl. open forum on behalf of the Board. The terminology panel will include Lynn. Marian will report back on the member forum to the Board.

IV. **Finance Committee** – Beth Kuchenreuther and Janet Crandall

A. Review of 3rd Quarter Financials

Beth introduced these reports. Janet walked the Board through the reports almost line by line – which was very helpful. The Board thanked Janet for her time and willingness to take us through the financials.

B. VA Grant – Funding Discussion

Beth asked Janet’s input on the percentages on the grant. The difference is 16,000.00 to Eagala. Eagala only gets 5% of the grant for administrative costs. Janet shared that the member benefit is that Eagala provides” our mission and vision.”

The Board asked clarifying questions, such as how many individual sessions and groups were funded. Janet shared that a total of 138 veterans and 60 veterans in groups are funded this year. Our last grant cycle was 325 individuals and 100 or so in groups. Six veterans participate per 1.5 to 2-hour group session. Eight weeks of services are provided for each veteran.

Programs must be military-designated to have access to the grant. Last year, there were 19 fully designated military services programs. Now there are 29, including six provisional programs. Janet shared that veterans’ groups are hard to sustain, so the administration specifically picked programs that are “good at keeping groups going strong.”

Janet reiterated that they have to remind the VA that our services are for mental health, especially since the VA identifies the grant as *Adaptive Sports*. The liability of providing mental health services is seen as a challenge by the VA. Beth asked how much we got from the VA last year. Janet responded that the providers will only get 47% of last year’s grant in this new year.

The good news is that next year, the VA will get 5 million instead of 1.5 million allocated for mental health. Last year, Eagala’s proposal had the highest ranking of the Adaptive Sports Grant (ASG) applications. The administration is waiting for our ranking numbers for the new grant cycle.

Janet was asked how much the providers pay to take part in the program. For members, after they meet the requirements to qualify, it costs \$55.00 for individual designation, which is a one-time fee. The program fee is an annual fee of \$250.00 per year for the military services designation. Janet surmised that one veteran completing eight sessions should pay for the yearly fee.

Eagala makes programmatic funding decisions with the VA grant on a first-come, first-served basis, and by geographical regions. Consent forms must be completed and then the veteran can receive services. The weather in the location, and the capacity of the facility to provide consistent services year-round are also taken into account.

V. Governance Committee – Marian Heyink, Chair

A. Ethics Committee – Progress and Next Steps

The Governance Committee clarified communication with regard to Ethics Committee (EC) members resignations during their recent meeting with Amanda Graham. The Board fielded the majority of the EC resignations last summer.

The Board has since contacted these individuals to hear their perspectives on their experiences serving on the EC. Marian and Wanda have met with two of the remaining three EC members and will hopefully get questions answered from the third. The Board was surprised and pleased to learn that there were international members on the EC, including two from Australia and New Zealand.

Marian and Wanda listened to the remaining EC members' thoughts regarding qualities of the next Chair and EC members. Governance is looking at the big picture while also handling current complaints – until a new Chair and EC can be formed. Misty and Wanda are working on one complaint, and Marian and Lisa are working on another. Governance hopes to get these investigations underway and decisions made. Governance has a lot of respect for those EC members who provided these critical, time-sensitive, labor-intensive, and important services to Eagala in the past.

Janet asked about whether or not the Board will involve Lynn in the EC's ethical decision-making. Marian shared that the new Ethics Committee will be autonomous from the administration. She shared that Governance would work to clarify the difference between unprofessional behaviors and unethical behaviors. This critical difference will be important to the future work of the EC. Marian assured Janet that the Board is not increasing Eagala's liability.

B. Conflict of Interest Policy – Discussion and Next Steps

Marian shared that the Board needs to review our Conflict of Interest policy at the Fall Advance. Beth suggested the Board research and draft a more comprehensive Conflict of Interest Policy. Beth will send Marian an example and the Board will attempt to clarify this policy at the Fall Advance.

VI. Executive Director's Report – Lynn Thomas (absent)

Due to Lynn's absence, these minutes include the link to the Executive Report:

<https://www.dropbox.com/s/5k4xnotoytj3qh8/10-12-20%20Exec%20Update.docx?dl=0>

A. Monthly Assessment

- B. Administrative or Structural Changes
- C. Changes Related to the Budget – Unexpected Expenses, Shifts
- D. Strategic Plan Update
- E. Marketing Plan Update – Areas Impactful on Retention of Members

Beth suggested we look at Lee’s marketing report. Lee is doing a lot of important work for Eagala, and her output is quite impressive.

Marian discussed her experience with “The Right Horse Initiative” program’s presentation. That initiative is spearheaded by the ASPCA. Their presentation took place September 23, 2020. Janet suggested the Board could access the presentation through the website.

To answer Lynn’s question from her report, Beth shared that the “Thank You” letter to Alex and Ani had been written and mailed to the address Lynn provided.

VII. Other Business – Entire Board

- A. Schedule Mid-year Performance Evaluation of CEO
Deferred discussion until Lynn has the evaluation document and can be present.
- B. Revision of Board Calendar – Discussion and Next Steps
To be discussed at the Fall Advance.
- C. Discuss Plans for Fall Advance: Final Dates and Times
The Fall Advance will be Saturday and Sunday November 7 and 8.

October 2020 Eagala Board Committee Calendar Action Items (To report during November Board Meeting)	
Finance Committee	Governance Committee
Review 3rd quarter financials and prepare report	Review Conflict of Interest policies and processes
Review first draft of next year’s budget submitted by officers	Review and update board self-assessment and annual performance evaluation processes
CEO compensation and review	

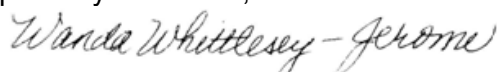
VIII. Adjournment – Beth Kuchenreuther

Lisa moved and Misty seconded the motion to adjourn the meeting at 7:50 pm PT. The motion carried unanimously.

Next Board of Directors Meeting:

Fall Advance 2020 – First Eagala Board Advance using Zoom will be held 11.7 & 11.8

Respectfully submitted,



Wanda Whittlesey-Jerome, Eagala Secretary 2020 - 2021