

ACCESS INDEPENDENCE, INC.
ANNUAL BOARD OF DIRECTORS MEETING MINUTES
TUESDAY, JUNE 21, 2022, 5:30 PM

1. Call to Order and Welcome

President Garrett called the Board of Directors Meeting of Access Independence, Inc., at 324 Hope Drive, Winchester, to order on Tuesday, June 21, 2022 at 5:31 PM. A quorum was present.

2. Roll Call

Board Members Present

Louise Garrett - President
Trish Dick – Vice President
Fay Dutton – Secretary
Irene Hardesty (via Zoom – due to medical condition)
Anne Brewster
Lisa Boone
Will Lawrence
David Booth
Ahanna Lise Stevens-Jennings

Board Members Absent

Lynn Wiley

Guests Present

Kelly Canterbury

Ai Staff Members Present

Charles Harbaugh IV – Executive Director
Karen Harris – Assistant ED/Accounting Manager
Diane Burnes – Executive Administrative Assistant

3. Public Comments

None

4. Approve Minutes

The minutes from the April 19, 2022 Board meeting were distributed and reviewed. Seeing no changes, the minutes stand approved as presented.

5. Nominating Committee

The Committee presented two nominees for Board approval; Pat Johnson and Dr. Kelly Canterbury.

Ahna Lise Stevens-Jennings moved to approve nominees Pat Johnson and Dr. Kelly Canterbury. Fay Dutton seconded. Motion carried.

Irene Hardesty opened the floor for nominations.

Ann Brewster moved to nominate Irene Hardesty for President. Fay Dutton seconded. Motion carried.

Will Lawrence moved to nominate David Booth for Vice President. Irene Hardesty seconded. Motion carried.

Trish Dick moved to nominate Fay Dutton for Secretary. Irene Hardesty seconded. Motion carried.

David Booth moved to nominate Will Lawrence for Treasurer. Fay Dutton seconded. Motion carried.

6. Report of Officers

Executive Director (Charles Harbaugh)

- **Policies and Procedures Updates** - Enclosed for Board to approve and file

Trish Dick moved to approve and file the Policies and Procedures updates. Lisa Boone seconded. Motion carried.

7. Executive Committee Report

- The committee met to discuss the Executive Director's contract.

8. Finance Committee

The committee met and reviewed the two quotes to perform the Annual Audit for Access Independence. The Committee is recommending approval for Barnes, Brock, Cornwell & Painter, PLC.

Will Lawrence moved to approve Barnes, Brock, Cornwell & Painter, PLC to perform the Annual Audit of Access Independence. Ahna Lise Stevens-Jennings seconded. Motion carried.

9. Personnel Committee

The Committee completed the Executive Director's evaluation.

Ahna Lise Stevens Jennings moved that the Board of Directors of Access Independence, Inc. convene in closed session to discuss personnel matters pursuant to the personnel exemption at §2.2-3711(A)(1) of the Code of Virginia. Trish Dick seconded. Motion carried.

Closed Session

Will Lawrence moved to certify that the content of the closed session meeting discussed only matters identified for the purpose of the closed session. Ahnna Lise Stevens Jennings seconded. Motion carried.

Roll call vote was as follows:

Louise Garrett – Aye	Will Lawrence – Aye	David Booth – Aye
Fay Dutton – Aye	Trish Dick – Aye	Irene Hardesty – Aye
Anne Brewster – Aye	Ahnna Lise Stevens Jennings – Aye	
Lisa Boone – Aye	Kelly Canterbury - Aye	

Will Lawrence moved to approve the Executive Director’s pay increase as discussed in closed session. Fay Dutton seconded. Motion carried.

10. New Business

- 2022-2023 Board meeting calendar
- Executive Committee will meet on the third Tuesday of the month on the alternate Tuesday of the Board meeting month.

David Booth moved to approve the Board meeting calendar as presented. Seconded by Anne Brewster. Motion carried.

- Conflict of Interest Policy was included in the Board packet to be completed.
- The Board was encouraged to make their annual contributions to Ai by the end of July.
- Board member resignation

Irene Hardesty moved to accept Louise Garrett’s resignation from the Board of Directors of Access Independence. Seconded by Fay Dutton. Motion carried.

Anne Brewster moved to nominate Louise Garrett as an Emeritus Member of the Board of Directors of Access Independence. Seconded by Irene Hardesty. Motion carried.

Committee Appointments: Irene Hardesty made appointments to the following Committees:

Executive Committee: Irene Hardesty, David Booth, Will Lawrence, Fay Dutton, and Louise Garrett; Emeritus Member

Audit/Finance Committee: Will Lawrence; Chair, David Booth and Trish Dick

Personnel: Trish Dick; Chair, Fay Dutton and Ahnna Lise Stevens Jennings

Special Committee – Board Member Retreat: Kelly Canterbury, Louise Garrett, Irene Hardesty

11. Adjournment

Trish Dick moved to adjourn the meeting. Ahnna Lise Stevens Jennings seconded. Motion carried.

The meeting was adjourned at 6:50 PM.

APPROVED



Fay Dutton, Secretary

8/16/2022

Date