

ACCESS INDEPENDENCE, INC.
ANNUAL BOARD OF DIRECTORS MEETING MINUTES
TUESDAY, JUNE 18, 2024, 5:30 PM

Call to Order and Welcome

President Hardesty called the Board of Directors Meeting of Access Independence, Inc. (Ai), at 324 Hope Drive, Winchester to order at 5:30 PM. A quorum was present.

Mission Statement – Fay Dutton read the Mission Statement of Ai

Roll Call

Board Members Present

Irene Hardesty – President
David Booth – Vice President
Fay Dutton – Secretary
Trish Dick – Treasurer
Anne Brewster
Sue Jones
Louise Garrett
Kelly Canterbury
Lisa Boone

Members Absent

Will Lawrence
Pat Johnson
Lynn Wiley

Ai Staff Members Present

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

Public Comments

None

Approve Minutes

The minutes from the April 16, 2024 Board meeting were distributed and reviewed. Seeing no changes, the minutes stand approved as presented.

Report of Officers

Executive Director

- The ED report was enclosed for Board review.
- ED asked for a motion to approve the FY 2023-24 Meritorious Awards distribution to staff.

Trish Dick moved to approve the meritorious awards distribution to staff. Sue Jones seconded. Motion carried.

Items enclosed for Board review:

- State Corporate Commissions-Registered Agent Report
- Website Recite Me Report
- Approved Shenandoah County funding letter
- Approved Clarke County funding letter
- Job Descriptions (Asst. ED/Accounting Manager & Deputy ED)
- IL Training Log
- Thank you cards

Executive Committee Report

- The Executive Committee report was enclosed for Board review.
- Election of Officers, President Hardesty opened the floor to nominations

Nominations are now in order for the office of the President.

Trish Dick nominated Irene Hardesty. Seeing no other nominations for President, the nominations were closed.

Nominations are now in order for the office of the Vice President.

Trish Dick nominated David Booth. Seeing no other nominations for Vice President, the nominations were closed.

Nominations are now in order for the office of the Secretary.

Trish Dick nominated Fay Dutton. Seeing no other nominations for Secretary, the nominations were closed.

Nominations are now in order for the office of the Treasurer.

Irene Hardesty nominated Trish Dick. Seeing no other nominations for Treasurer, the nominations were closed.

President Hardesty declared the nominees are elected by unanimous consent.

- President Hardesty made the following Committee Chair and member nominations:
 - **Executive Committee** - Chair, Irene Hardesty; Vice President, David Booth; Treasurer, Trish Dick; Secretary, Fay Dutton
 - **Finance Committee** – Chair, Trish Dick; Sue Jones, David Booth, and Will Lawrence
 - **Personnel Committee** – Chair, Trish Dick, Fay Dutton, Anne Brewster, and Lynn Wiley
- President Hardesty appointed a Board Retreat Committee to be chaired by Sue Jones with committee members Kelly Canterbury and Anne Brewster.

Trish Dick moved to approve the Board Retreat Committee as presented. Fay Dutton seconded. Motion carried.

President Hardesty asked for a motion to approve moving the Personnel Committee report to the end of the meeting.

Sue Jones moved to approve moving the Personnel Committee report to the end of the meeting. Trish Dick seconded. Motion carried.

Trish Dick requested the ED update the job descriptions for the Asst. ED and Deputy ED to include education and minimum qualifications.

Finance Committee Report

Trish Dick presented the following Engagement letters for approval:

- Donald K. Price, CPA Engagement Letter
- BBCP Audit Engagement Letter

Sue Jones moved to approve the Donald K. Price, CPA Engagement Letter, and the BBCP Audit Engagement Letter as presented. Lisa Boone seconded. Motion carried.

New Business

- Approve Board meeting dates for FY 2024-25

Trish Dick moved to approve the FY 2024-25 meeting dates as presented. Fay Dutton seconded. Motion carried.

- President Hardesty asked the Board to complete the Conflict of Interest Questionnaires and hand them in.
- President Hardesty asked the Board to make their Annual Contribution to Ai.

Personnel Committee – Executive Director Evaluation (closed session)

Motion to go into closed session

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

Motion to come out of closed session

Trish Dick moved to certify that the content of the closed session meeting discussed only matters identified for the purpose of the closed session. Sue Jones seconded. Motion carried.

Roll Call was as follows:

Irene Hardesty – Aye	David Booth – Aye	Trish Dick - Aye
Fay Dutton – Aye	Lisa Boone – Aye	Sue Jones - Aye
Kelly Canterbury – Aye	Louise Garret – Aye	

Anne Brewster stepped out for another meeting.

12. Adjournment

Trish Dick moved to adjourn. Fay Dutton seconded. Motion carried.
The meeting was adjourned at 7:15 P.M.

APPROVED



Fay Dutton, Secretary

8/20/2024

Date