

Fox Valley Workforce Development Board, Inc.
Executive Committee Emergency Meeting
Meeting Minutes-Public
May 11, 2012

FVWDB Executive Committee Members Present: Mr. Grant, Mr. Dissing (via phone/computer), Ms. Roettger (via phone/computer), Mr. Kleman (via phone/computer at 8:18 a.m.)

Members Absent: Mr. Schultz, Mr. Thiel, Mr. Martinez

Others Present: Mr. Hesse, Ms. Jusic, Mr. Friedl, Mr. Turner

Public Present: Ms. Janda (LETC), Ms. Berger (ADVOCAP)

Mr. Grant called the Executive Committee meeting to order at 8:12 a.m.

Review of IRS Form 990

Mr. Friedl discussed the IRS Form 990 and that it is due to IRS by May 15, 2012. Wegner, LLC would like the Executive committee to review before filing the form. Mr. Friedl feels very comfortable with the form, and would recommend filing it on May 15, 2012.

Mr. Dissing made a motion that notes the Executive committee reviewed the IRS 990 Form and approves filing by May 15, 2012. Mr. Kleman second. Mr. Dissing asked Mr. Friedl if Wegner helped him complete the form. Mr. Friedl replied that Wegner assisted with the form and will be signing it as the 'paid preparer'. The IRS has very rigorous provisions regarding the liability of the 'paid preparer' and the organization has to be registered as such. Mr. Dissing also asked if Wegner would defend the information if it is challenged. Mr. Friedl clarified that they are obligated to do so by law. There was no further discussion and the motion carried unanimously. Mr. Grant did not vote.

Policies: ITA and Personnel

ITA Policy

Mr. Hesse explained the Individual Training Account (ITA) Policy changes and that he had a conversation with our DWD Local Program Liaison (LPL), Theresa Loerke, about the matter. She clarified that the proposed changes are not needed as presented, and will give further guidance on Pell grants. A note was also inserted into the policy to allow flexibility on the amount per semester allowable per participant, depending on specific grant policies. Typically, limits are \$1,000/person/semester, unless a grant specifies otherwise. Minor administrative updates were made regarding wording and clarification which don't impact the content.

Mr. Kleman made a motion to approve the ITA policy as presented, with forthcoming recommended changes from DWD to ensure it complies with regulations. Ms. Roettger second. Mr. Dissing asked that a final version be sent out to the Committee for review. There was no further discussion and the motion carried unanimously. Mr. Grant did not vote.

Personnel Policy

The Personnel Policy vacation payout section was amended with language clarifying that payout will be on a prorated basis regardless of hire date for all employees. Mr. Kleman asked what the policy was when the previous Director's vacation payout was approved. Mr. Hesse explained that it was as presented, except for the addition specified above. Mr. Hesse explained that individuals who were laid off previously in the program year received a vacation payout on a prorated basis; however, the former director's vacation was paid out fully, and was not prorated. Mr. Dissing added that the Board was not presented information about the vacation payout of the staff laid off previously in the year by the former CEO. Mr. Hesse explained that DWD had an issue with inconsistency of the payout, and what is proposed today is an interim solution. FVWDB will be reviewing policies further to ensure everything is clear and consistent. There was further discussion on the four individuals who were paid out vacation at layoff.

Mr. Dissing made a motion to approve the Personnel Policy as presented, Ms. Roettger second. There was no discussion and the Personnel Policy was approved unanimously. Mr. Grant did not vote.

Approval of Minutes from May 1, 2012 (Action Item)

Ms. Roettger made a motion to approve the minutes from May 1, 2012 as presented. Mr. Dissing second. There was no further discussion and the minutes were approved unanimously. Mr. Grant did not vote.

Move to Closed Session as per State Statute 19.85(1)(i) for Personnel, Building Update and Minutes (January 17, 2012, February 14, 2012, May 1, 2012) and 19.85(1)(e) for Competitive Bid Process – Adult/Dislocated Worker RFP and Minutes (May 1, 2012) (Action Item)

Mr. Kleman made a motion to go to Closed Session as per State Statute 19.85(1)(i) for Personnel, Building Update and Minutes (January 17, 2012, February 14, 2012, May 1, 2012) and 19.85(1)(e) for Competitive Bid Process – Adult/Dislocated Worker RFP and Minutes (May 1, 2012). Mr. Dissing second. There was no discussion and the meeting moved to Closed Session unanimously at 8:38 a.m. Mr. Grant did not vote.

Members of the public left the room.

Return to Open Session as per State Statute 19.85(1)(i) for Personnel, Building Update and Minutes (January 17, 2012, February 14, 2012, May 1, 2012) and 19.85(1)(e) for Competitive Bid Process – Adult/Dislocated Worker RFP and Minutes (May 1, 2012) (Action Item)

Ms. Roettger made a motion to Return to Open Session as per State Statute 19.85(1)(i) for Personnel, Building Update and Minutes (January 17, 2012, February 14, 2012, May 1, 2012) and 19.85(1)(e) for Competitive Bid Process – Adult/Dislocated Worker RFP and Minutes (May 1, 2012). Mr. Kleman second. There was no discussion and the meeting returned to Open Session unanimously at 10:00 a.m. Mr. Grant did not vote.

The public rejoined the meeting.

Approval of Actions Discussed in Closed Session

Ms. Jusic read the actions discussed in closed session; each was individually voted on as follows:

Ms. Roettger made a motion to approve a 5% pay cut to the staff at FVWDB and to give the ability to the Interim CEO to review the budget quarterly for a potential restoration of salaries which, if possible, will not be viewed as a raise. Mr. Dissing second. There was no discussion and the motion was approved unanimously. Mr. Grant did not vote.

Mr. Dissing made a motion to ratify the Ad-hoc Hiring Committee's recommendation of investigating the possibility of a part time CEO from the area with executive experience. Mr. Kleman second. There was no discussion and the motion was approved unanimously. Mr. Grant did not vote.

Mr. Dissing made a motion to recommend to the Ad-hoc Hiring Committee and the remaining LEOs to investigate the possibility of a contracting for a part time CEO considering former WDB directors or Human Services Directors, while making sure to look at WDAs of similar size to FVWDA. Ms. Roettger second. Mr. Kleman expressed concern that this may not be an issue for the Executive Committee to recommend. Mr. Grant clarified this would only be a suggestion to the Ad-hoc Hiring Committee to investigate another option. There was no further discussion and the motion was approved unanimously. Mr. Grant did not vote.

Mr. Dissing made a motion to accept and move forward with the letter to former CEO asking for recovery of funds. Mr. Kleman second. Discussion ensued about informing the Board of the letter and FVWDB's intent to recover funds. A potential Board meeting was discussed to address the matter. Mr. Dissing amends his motion to indicate that the letter will be delayed until Wednesday, May 16, 2012, in order to inform the full Board via email of the action and potentially address any issues or objections from the Board. Mr. Kleman seconds the amendment. There was no further discussion and the motion with amendment was approved unanimously. Mr. Grant did not vote.

Mr. Kleman made a motion to pursue the proposed sale to previously interested party at cost owed, with purchaser paying all closing costs. Ms. Roettger second. The full Board will be informed of the decision and Mr. Hesse will move forward by Wednesday, May 16, 2012 if no changes or issues are put forward by the Board members. There was no further discussion and the motion was carried unanimously. Mr. Grant did not vote.

PY12 Draft Budget (Action Item)

Mr. Friedl presented the PY12 Draft Budget. It is projected that we will have deficits in WIA Adult and Dislocated Worker at the end of PY12, however, with carryover from PY11, we will have funds left at the end of PY12 which ensures we can withstand potential budget cuts in WIA. Mr. Hesse would like tentative approval of the current budget, and noted it is a working document. After today, these documents will be emailed to the full Board and LEOs.

Mr. Kleman made a motion to approve the draft PY12 budget and send to the full Board. Mr. Dissing second. There was no discussion and the PY12 draft budget was approved and will be sent to the Board. Mr. Grant did not vote.

Board Membership Matrix (Action Item)

Mr. Hesse presented the format of the Board membership matrix to the Committee. The board size should be 33 individuals (without Outagamie County). This may require changes in the Agreements as DWD provides more direction on the split as well as requirements by law. Currently, FVWDB needs ten (10) private sector representatives. Ms. Roettger asked if 33 members is what we have to have. Mr. Hesse replied yes. Mr. Grant suggested that current Board members help with potential candidates for the Board. Mr. Hesse also explained the issues with quorum for the cancelled May 10 Board meeting and that requirements for quorum in FVWDB by-laws or not in the WIA law. Mr. Grant will draft a letter for recruitment of the Board members and will give to Mr. Hesse for review.

Adjournment

Mr. Kleman made a motion to adjourn the meeting. Ms. Roettger second. There was no discussion and the meeting adjourned at 10:15 a.m.

Respectfully submitted,

Al Hesse