

**MINUTES**  
**The Arc of Texas Board of Directors**  
**September 16-17, 2005**  
**The Arc of Texas State Office, Austin, Texas**

**Friday, September 16, 2005**

**Call to Order:**

President Ron Brown called the meeting of The Arc of Texas Board of Directors to order at 12:40 p.m. on Friday, September 16, 2005 at The Arc of Texas State Office in Austin, Texas. A quorum of the Board was present.

**Board Members Present:**

Ron Brown	Denis Greer
Laura Butler	Nancy Lepley
Pat Munoz	Stacie Marthiljohni
Beth Turner	Rick Fritsche
Ricky Broussard	Hortencia Mendoza
Charley Huber	Judy Kantoreczyk
Jamie Travis	

**Board Member Absent:**

Richard Garnett

**Staff Present:**

Mike Bright	Beverly Main
Rona Statman	Amy Mizcles
Esther Chung	Lisa Rivers

**Public Comments:**

Mike Bright reported that no one had signed up to present public comments to the Board.

**Consideration of the Minutes of the Previous Meeting:**

President Brown called for a review of the Minutes of the June 24, 2005 meeting of the Board of Directors. Laura Butler **MOVED that the minutes of the June 24, 2005 meeting of the Board of Directors be approved as presented. Stacie Marthiljohni SECONDED THE MOTION. The MOTION WAS ADOPTED.**

### **Consideration of the Report of the President:**

Ron Brown reported on his activities and related issues. Items included in his report included:

- Recruitment of Board members to fill vacant positions
- Postponement of Litigation mediation
- Delay of the Executive Director's Annual Evaluation until December
- Ongoing communication with staff
- Direction to the Executive Director to develop a Calendar of Upcoming events/deadlines

The report of the President required no action by the Board of Directors.

### **Consideration of the Report of Texas Advocates:**

Ricky Broussard, President of Texas Advocates, reported on recent activities of the Texas Advocates.

Items discussed in his report included:

- Update of Texas Advocates Peer to Peer Project
- Board of Directors meeting
- Recent advocacy initiatives

The report of the Texas Advocates required no action by the Board of Directors.

### **Consideration of the Report of The Arc of the United States:**

In the absence of Richard Garnett, Board Member of The Arc of the United States, President Brown presented the newly adopted Strategic Plan of The Arc of the United States. Noting that the Strategic Plan included an amendment to the Mission Statement for The Arc, President Brown called for discussion. Lengthy discussion followed.

**By consensus, the Board Directed the Chapter Services Committee to prepare and recommended to the Board of Directors a proposed Mission Statement amendment for consideration by the Delegate Body to include the term “related” to clarify “developmental disabilities”.**

### **Consideration of the Report of the Executive Director:**

Mike Bright presented his quarterly report. Items discussed in his report included:

- Staffing Update
- Funding review
- Riata Lease
- Unqualified 2004 Audit
- The Arc/ NSC Cart Price Meeting of September 15, 2005
- Alliance for Full Participation update
- The Arc of Texas support of local chapters re: Hurricane Katrina
- The Arc of the United States meeting on Affiliation Fees
- Texas Education Agency contract for Inclusion Works! Conference
- Board Member Agreement updates
- Conflict of Interest Policies
- Progress report on the implementation of the 2005 Operational Plan

The report of the Executive Director required no action by the Board of Directors.

**Executive Session to receive the Litigation Report from The Arc of Texas Attorney:**

President Brown excused guests and called the Board into Executive Session to discuss litigation. Following the completion of the Executive Session, President Brown reconvened the Board in open session and announced that the Board took no action during the Executive Session.

**Consideration of the Report of the Governmental Affairs Committee:**

In the absence of Richard Garnett, Chair of the Governmental Affairs Committee, Amy Mizcles updated the Board on recent advocacy activities. Items discussed in her report included:

- August 12-13, 20056 Governmental Affairs Retreat
- Update on Waiver Services Roll-out
- Ongoing advocacy initiatives

The report of the Governmental Affairs Committee required no action by the Board of Directors.

**Presentation of the 2004 Consolidated Audit:**

C.P.A. Bob Dunagan presented the 2004 audit. No significant audit issues requiring Board attention were identified. However, the auditor made several recommendation regarding the manner in which the audit be presented to the public. Discussion followed. No action was required by the Board of Directors.

**Consideration of the Report of the Finance and Operations Committee:**

Beth Turner – Treasurer presented the report for the Finance and Operations Committee. Items discussed in her report included:

- 2005 Second Quarter Financial reports
- Investments update
- Household Recycling update

The Finance and Operations Committee **MOVED that The Arc of Texas Board of Directors authorize the Executive Director to finance \$125,000 of lease finish-out costs related to the pending Riata lease plus the cost of the HVAC unit from The Arc of Texas investments.** Discussion followed. **The MOTION WAS ADOPTED.**

**Consideration of Program Updates:**

Rona Statman and DeeDee Eberle presented the following program updates to the Board:

- Rio Grande Valley Parent to Parent Project
- Local Advocacy Network project
- Inclusion Works! Conference
- Master Pooled Trust

No Board action was required on the Program Updates.

**Consideration of the Development Report:**

Lisa Rivers presented the Development Report. Items discussed in her report included:

- Local Independent Charities
- Share the Vision project
- Spread the Word project
- Legal Defense Fund Solicitation
- Project Imagine funding solicitation
- On-line donations

No Board action was required on the Development Report.

**Consideration of Old Business:**

The President announced that there was no old business to be brought forward for Board consideration.

**Consideration of New Business:**

- (1) Proposed Amendments to the Bylaws:  
Following a presentation by the Executive Director, the President directed the Chapter Services Committee to bring to the next Board meeting a series of amendments to the Bylaws necessary to reinstitute an annual convention and election of officers.
- (2) The Arc of the United States Credentials:  
Following a presentation by the Executive Director regarding The Arc of the United States Annual Meeting, by **Consensus, the Board of Directors instructed the President to submit proxy votes for the Annual Meeting to the Secretary of The Arc of the United States with instructions to vote for the slate of Board Members offered by the Nominating Committee.**
- (3) The Executive Director presented the first draft of the 2006 Annual Plan for Board review and comments.
- (4) Presentation of the re-drafted Conflict of Interest Statement:  
The President presented the Conflict of Interest Statement for Board member signatures.

**Recess:**

President Brown recessed the meeting until 9:00 a.m. on Saturday, September 17, 2005.

**Saturday, September 17, 2005**

**Call to Order:**

President Brown reconvened the Board Meeting at 9:00 a.m. on Saturday, September 17, 2005 at The Arc of Texas State Office in Austin. A quorum was present.

**Project Imagine Brainstorming:**

Mike Bright led the Board in a brainstorming exercise to develop drafts of a Mission Statement, Vision Statement and Principles for Project Imagine.

**Adjournment:**

President Brown **ADJOURNED THE MEETING at 11:45 a.m.**

Respectfully submitted,

Pat Munoz - Secretary

