

**MINUTES**  
**The Arc of Texas Board of Directors**  
**December 2-3, 2005**  
**The Arc of Texas State Office, Austin, Texas**

**Friday, December 2, 2005**

**Call to Order:**

In the absence of President Ron Brown, the meeting of The Arc of Texas Board of Directors was called to order by Vice-President Laura Butler at 12:30 p.m. on Friday, December 2, 2005 at The Arc of Texas State Office in Austin, Texas. A quorum of the Board was present.

**Board Members present:**

Laura Butler  
Pat Munoz  
Beth Turner  
Richard Garnett  
Rick Fritsche  
Stacey Marthiljohni  
Nancy Lepley  
Dennis Greer  
Charlie Huber  
Ricky Broussard

**Board Members absent:**

Ron Brown  
Jamie Travis  
Hortencia Mendoza  
Judy Kantorczyk

**Staff Present:**

Mike Bright  
Beverly Main  
Lisa Rivers  
Chris Oglesby  
Haley Greer

Amy Mizcles  
Rona Statman  
Esther Chung  
James Meadours

**Consideration of Comments from the Public:**

Mike Bright reported that no one had requested the opportunity to offer comments to the Board of Directors.

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

Vice-President Butler called the Board's attention to the minutes of the September 16-17, 2005 meeting of the Board of Directors. **Beth Turner MOVED that the minutes of the September 16-17, 2005 meeting of The Arc of Texas Board of Directors be approved as presented. Rick Fritsche SECONDED THE MOTION. THE MOTION WAS ADOPTED.**

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

In the absence of President Brown, Vice-President Butler presented the President's report. Items discussed in her report included:

- Appointment of The Arc of Texas team to attend the February 5-8, 2006 DPC Governmental Affairs Seminar in Washington, D.C. The team will consist of Laura Butler, Jamie Travis and Amy Mizcles
- Need to identify qualified individuals for nomination to The Arc of Texas officer and Board member positions in advance of the next Annual Meeting

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

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

Ricky Broussard – President of Texas Advocates reported on the recent activities of his organization. Items discussed in his report included:

- Recent legislative thank-you visits at the State Capitol
- Texas Advocates hurricane relief efforts
- Peer to Peer grant update
- 2006 Texas Advocates Conference

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

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

Richard Garnett – Board Member of The Arc of the United States reported on the recent activities of the national organization. Items discussed in his report included:

- Follow-up to the September, 2005 Alliance for Full Participation conference in Washington, D.C
- Leadership issues within the national organization
- Spread the Word web-based development campaign
- Ongoing Affiliation Fee discussion by national leaders
- Governmental Affairs goals for the last half of 2005

The report of The Arc of the United States required no action by the Board of Directors.

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

Mike Bright – Executive Director updated the Board on recent staff activities. Items discussed in his report included:

- Status of The Arc of Texas staff
- Hurricane relief efforts
- Ongoing work on Waller Creek
- Master Pooled Trust contract for tax preparation and reporting
- Project Imagine (Real Life) team and schedule for meeting
- Web site re-design project
- Status of Riata lease of space in The Arc of Texas office building
- Calendar of Events update
- Participation in The Arc of the United States discussion on Affiliation Fees
- Advocacy, Inc. solicitation of nominees for Board of Director positions
- Transfer of operational authority for the Department of Education-funded PSPN project from The Arc of Texas to The Arc of Texas in the Rio Grande Valley
- Update on the Department of Aging and Disability Services (DADS) Service Delivery Systems (SDS) redesign initiative
- Staffing pattern requested in the 2006 budget

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

### **Consideration of Program Reports:**

Rona Statman updated the Board on planning, programming and registration efforts for the 2006 Inclusion Works conference to be held in Austin on February 22-25, 2006.

Chris Oglesby updated the Board on recent activities related to The Arc of Texas Master Pooled Trust.

Rona Statman reported on the transfer of operational authority of the Department of Education-funded PSPN project to The Arc of Texas in the Rio Grande Valley and staff efforts to support a timely and effective transition to local control.

Lisa Rivers reported on the status of various development projects and staff research efforts related to the Real Life project.

None of the program reports required action by the Board of Directors.

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

Laura Butler presented the report of the Executive Committee. Items discussed in her report included:

- Loan requested by The Arc of Texas in the Rio Grande Valley to pay operational expenses until the DOE grant funds are received
- Proposed funding allocation to support the Executive Director’s proposed “HCS Provider Information for Families” project
- Staff request to establish a Development Advisory Committee
- Consideration of the Executive Director’s annual performance review

**The Executive Committee MOVED that The Arc of Texas Board of Directors approve a loan of \$5,000 to The Arc of Texas in the Rio Grande Valley for a term of 30 days and that the Executive Director work closely with the local chapter leadership to ensure effective local start-up of the PSPN project. Discussion followed. THE MOTION WAS ADOPTED.**

**The Executive Committee MOVED that the Executive Director be authorized to expend up to \$10,000 for the implementation of the proposed “HCS Provider Information for Families” project. Discussion followed. THE MOTION WAS ADOPTED.**

Board consideration of the Executive Director’s performance review was scheduled for Saturday morning.

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

**Executive Session:**

Vice-President Butler called the Board of Directors into Executive Session to consider the attorney’s report on pending litigation.

At the conclusion of the Executive Session, Vice-President Butler reported that the Board of Directors had taken no action during the Executive Session.

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

Richard Garnett – Chairman presented the report of the Governmental Affairs Committee. Items discussed in his report included:

- Use of terminology to describe the constituents of The Arc
- Local Advocacy Network grant update
- Review of proposed initiatives for 2006
- Presentation of “A Statement on Common Principles on Life Sustaining Care and Treatment of People with Disabilities”

**The Governmental Affairs Committee MOVED that The Arc of Texas Board of Directors adopt the proposed position statement, with suggested changes, regarding the continued use of the term “mental retardation” and call upon The Arc of the**

**United States to take immediate action to confirm the appropriate terminology for chapters of The Arc to use in describing the organization’s constituents.** Discussion followed. **THE MOTION WAS ADOPTED.**

**The Governmental Affairs Committee MOVED that The Arc of Texas Board of Directors adopt and sign-on to “A Statement on Common Principles on Life Sustaining Care and Treatment of People with Disabilities.** Discussion followed. **The MOTION WAS ADOPTED.**

**Presentation of the Proposed 2006 Operating Plan:**

Mike Bright presented the proposed 2006 Operating Plan for The Arc of Texas. Discussion followed. Action on the Operating Plan was deferred until the Finance and Operations Committee presented the 2006 Operating Budget.

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

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

- Update on Household Recycling
- Update on the Drop Box project
- The Arc of Texas investments
- 3<sup>rd</sup> Quarter 2005 Financial Statements
- Proposed amendments to Accounting and Local Chapter Distributions of Funds policies
- Proposed 2006 Operating Budget
- Proposed 2006 Capital Budget

**The Finance and Operations Committee MOVED that The Arc of Texas Board of Directors adopt proposed amendments to the Accounting Policies and Local Chapter Distribution of Funds policy as proposed by the Finance and Operations Committee.** Discussion followed. **THE MOTION WAS ADOPTED.**

**The Finance and Operations Committee MOVED that The Arc of Texas Board of Directors adopt the proposed 2006 Operating Plan and Operating Budget.** Discussion followed. **THE MOTION WAS ADOPTED.**

**The Finance and Operations Committee MOVED that The Arc of Texas Board of Directors adopt the 2006 Capital Budget as proposed by the Finance and Operations Committee.** Discussion followed. **THE MOTION WAS ADOPTED.**

The report of the Finance and Operations Committee required no additional action by the Board of Directors.

**Consideration of the Report of the Ad Hoc Project Imagine (Real Life) Drafting Committee:**

Stacey Marthiljohni presented the proposed Mission Statement for Project Imagine (Real Life). **Stacey Marthiljohni MOVED that The Arc of Texas Board of Directors adopt the following as the Vision Statement for Project Imagine (Real Life):**

**“Project Imagine (Real Life) is a revolutionary concept. It will enable people with mental retardation and developmental disabilities to live self-determined lives. They will be fully included in their communities. They will have the necessary supports needed to make the choices which affect their own lives.”**

**Rick Fritsche SECONDED THE MOTION.** Discussion followed. **THE MOTION WAS ADOPTED.**

**Consideration of the Calendar of Board Meetings for 2006:**

**BY CONSENSUS the Board of Directors ADOPTED the following as dates for Board meetings in 2006:**

**March 10-11**

**June 9-10**

**December 8-9**

Note: The date for a September 2006 meeting of the Board of Directors will be set at the March 2006 meeting.

**Discussion: The Arc of Texas Website:**

Esther Chung led the Board in a discussion of the Website redesign effort. Board Members provided input to the current redesign project.

**Recess:**

Vice-President Laura Butler **RECESSED the meeting at 6:35 p.m. until Saturday morning, December 3, 2005 at 8:30 a.m.**

**Saturday, December 3, 2005**

**Call to Order:**

Vice-President Laura Butler reconvened the meeting of The Arc of Texas Board of Directors at 8:40 a.m. on Saturday, December 3, 2005 at The Arc of Texas State Office in Austin. A quorum of the Board was present.

**Consideration of the Report of the Chapter Services Committee:**

Rick Fritsche - Chair presented the report of the Chapter Services Committee. Items discussed in his report included:

- Interest in developing a contract with local chapters governing distribution of proceeds from profits of Household Recycling and the Drop Box programs, to include specific operational requirements for local chapters
- Results from The Arc of the United States “The Arc Counts” project for 2005
- Chapter Service Committee contact with chapters regarding the state-wide roll-out of the Spread the Word project
- Chapter Services component of the 2006 Operational Plan and Budget
- Re-design of The Arc of Texas Annual Meeting
- Re-design of The Arc of Texas awards program
- Proposed amendments to The Arc of Texas Bylaws to re-establish Annual Meetings and to conform election processes and terms of office to the annual election cycle
- Proposed amendment to The Arc of Texas Mission Statement
- Proposed splits of Drop Box program proceeds with local chapters
- Proposed amendments to the Bylaws of The Arc of Wichita County
- Proposed amendments to the Bylaws of The Arc of Fort Bend County
- Board Training on use of People First language

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors adopt a Family Retreat format for the 2006 Annual Meeting and for even-numbered years thereafter and a Leadership/Board Training format in odd-numbered years beginning in 2007. Discussion followed. THE MOTION WAS ADOPTED.**

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors eliminate the current awards program and, instead, give only one award to a person, program, chapter or self-advocate exemplifying an outstanding achievement tied to The Arc of Texas Mission. Discussion followed. Following discussion THE MOTION WAS WITHDRAWN AND RECOMMITTED for further consideration by the Chapter Services Committee.**

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors recommend adoption by the 2006 delegate body of amendments to The**

**Arc of Texas Bylaws to re-establish the Annual Meeting and to conform the elections processes and terms of office to an annual cycle. Discussion followed. THE MOTION WAS ADOPTED.**

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors adopt the following Mission Statement:**

**“Committed to creating opportunities for supporting the choices of people with developmental disabilities including mental retardation to be included in their communities.”**

**Following discussion, Ricky Broussard MOVED TO TABLE THE MOTION AND RECOMMIT THE PROPOSAL to the Chapter Services Committee for further consideration. Charlie Huber SECONDED THE MOTION. THE MOTION TO TABLE AND RECOMMIT WAS ADOPTED.**

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors approve the amendments to the Bylaws of The Arc of Wichita County as proposed. THE MOTION WAS ADOPTED.**

**The Chapter Services Committee MOVED that The Arc of Texas Board of Directors approve the amendments to the Bylaws of The Arc of Fort Bend County as proposed. THE MOTION WAS ADOPTED. Charlie Huber abstained from the vote.**

The report of the Chapter Services Committee required no further action by the Board of Directors.

**Board Training – The DADS Service Delivery System Redesign Initiative:**

Mike Bright led the Board in a discussion of the DADS effort to redesign the local service delivery system for people with mental retardation, developmental disabilities and other disabilities and people who are aged.

No action by the Board of Directors was required.

**Consideration of Old Business:**

Vice-President Butler reported that there were no items of Old Business for Board consideration.

**Executive Session to consider personnel matters, including the Executive Director’s performance evaluation and renewal of contract:**

Vice-President Butler called the Board of Directors into Executive Session.

**Following the conclusion of the Executive Session, Vice-President Butler ANNOUNCED that the Board of Directors had renewed the Executive Director's contract until June 24, 2008 and approved recommendations from the Executive Committee regarding compensation. The Board of Directors also adopted the Executive Director's recommendations regarding end of year bonuses for the staff.**

**Adjournment:**

There being no further business, **Vice-President Butler ADJOURNED the meeting at 11:50 a.m.**

Respectfully submitted,

Pat Munoz - Secretary