

**COMMONWEALTH OF VIRGINIA
ASSISTIVE TECHNOLOGY LOAN FUND AUTHORITY
Board of Directors Meeting**

Minutes Adopted by Board of Directors on June 20, 2013

March 14, 2013

MEMBERS PRESENT

Dean Bonney, Chair
David (Dack) Axselle, Vice-Chair
Rose Ann Janis, Treasurer
Brian Taylor
Michael VanDyke
Jay McLaughlin
Barb Ostrander

ABSENT

Keri Hughes
Ron Lanier

ALSO PRESENT

Sandra Prince, Acting Executive Director
Christy Crowther, Program Manager
Joe Stepp, Financial Director

CALL TO ORDER

The Assistive Technology Loan Fund Authority Board of Directors met for a regular quarterly meeting at the office of ATLFA, 1602 Rolling Hills Drive, Suite 107, Richmond, Virginia on March 14, 2013. Dean Bonney, Chair, called the meeting to order at approximately 10:05 AM.

PUBLIC COMMENT

There was no public comment.

APPROVAL OF MINUTES

Dean Bonney, Chair, asked Board members to review the minutes of the January 17, 2013 meeting as presented. **A motion was made by Dack Axselle, Vice-Chair, to approve the January 17, 2013 minutes as presented. The motion was seconded by Rose Ann Janis, Treasurer, and unanimously carried.**

PROGRAM

Old Business

There was no old business brought forward.

Financial Report

Joe Stepp, Financial Director, requested that Board members refer to the statement of net assets as of February 28, 2013 and statement of revenues and expenditures from July 1, 2012 through February 28, 2013 with comparative information for FY 2012 provided to them in the Board packets. Mr. Stepp discussed the line items of the net assets and statement of revenues and expenditures. The total net assets as of February 28, 2013 are \$10,257,492. Loans receivable as of February 28, 2013 are \$1,460,479.

The actual net expenditures in excess of revenues as of February 28, 2013 were negative \$205,776. Mr. Stepp discussed the comparison of loan data with graphs that were provided in the Board packets. He noted that 68 direct loans have been booked through March 11, 2013 totaling \$649,975. Mr. Stepp noted that the SunTrust loan guarantees outstanding at February 28, 2013 is \$351,841.

Mr. Stepp also provided a bar graph of loans made with write-offs from FY 09 through FY 13 to date. Mr. Stepp further noted that the Office of the Auditor of Public Accounts (APA) has begun the FY audit. A final report will be issued by the APA and presented to the Board at the June meeting.

Chairperson's Report

Dean Bonney, Chair, noted that a Nominating Committee will be selected and a slate of officers will be presented at the June meeting for election. Mr. Bonney also noted that he is pleased with the current loan portfolio and also pleased with possible investment options to preserve the capital which will be discussed later in the meeting.

ATLFA Loan Program Data

Sandra Prince, Acting Executive Director, provided the Board with an update on loan program data included in the Board notebooks. She noted that included under the loan program data is the loan activity summary report from January 1, 2013 through February 28, 2013. She noted that Loan Committee had met during the months of January and February, 2013 and reviewed 30 applications totaling \$237,250. Nineteen (19) direct loans were approved totaling \$237,250 and eleven (11) applications were declined. One application was submitted to SunTrust and was approved. Ms. Prince also briefly discussed updates on special initiatives/legislative activity, agency administration and marketing events since the last Board meeting as outlined in the handout. Ms. Prince noted that approximately 600 brochures have been distributed since the last Board meeting. She also noted that the ATLFA will exhibit again this year at Care Connections for Children in April at the Children's Museum.

NEW BUSINESS

Investment Option Discussion

Dean Bonney, Chair, noted that a discussion was held during the Executive Committee meeting via conference call with Keri Hughes, Board Member, on investing in a pool that would own only Virginia Municipal Bonds. PNC Capital Advisors representative John Linsenmeyer discussed and provided handouts on Short and Short Intermediate Municipal Bond pools and their organization and discussed a structured portfolio approach for the ATLFA. Sandra Prince noted that the request for an opinion on this investment option has been sent to the Office of the Attorney General. Dean Bonney, Chair, requested that Joe Stepp provide additional information to the Board on the investment options resulting from the conference call. Mr. Stepp provided a handout of current investments and rates of return to the Board and noted the one year CDs currently in the CDARS program will become due in May 2013. **It was the consensus of the Board that additional discussion on investment options should be held after the opinion from the Office of the Attorney General is received.**

Nominating Committee

Dean Bonney, Chair, noted that election of officers will take place at the June meeting. He appointed Brian Taylor, Barb Ostrander and Michael VanDyke to the Nominating

Committee. This Committee will present a slate of officers for full Board vote at the June meeting.

Board Governance Manual

Dean Bonney, Chair, discussed issues with the current Governance Manual that he discovered when he became a Board officer. Sandra Prince, Acting Executive Director, noted that there are many parts of the manual that are not relevant to the ATLFA and the revised manual as presented in the Board notebooks reflect the correct Code language and Code sections of the ATLFA. **After discussing the revisions to the manual, a motion was made by Barb Ostrander to adopt and approve the new Board Governance Manual. The motion was seconded by Brian Taylor and unanimously carried.**

Loan Committee Recommendation

Sandra Prince, Acting Executive Director, noted that there are instances when a loan is approved by the Loan Committee and when the consumer is notified the vehicle may not be available. This causes the amount of the loan in many instances to increase and the consumer then has to wait until the next Loan Committee to get approval on the increase. She noted that this was discussed at the February loan committee meeting to determine if there was an option that would allow an increased request without having to bring the loan before the next loan committee. **After discussion, a motion was made by Brian Taylor to give authority to the Acting Executive Director to approve increases to loans that have been approved by Loan Committee up to \$5,000. If the increase causes exceptions in the debt to income credit criteria, the banker on the Loan Committee must be contacted for final approval and all increases must be reported to the Loan Committee at the next meeting. The motion was seconded by Barb Ostrander and unanimously carried.**

CLOSED SESSION

Dean Bonney, Chair, made the following motion to go into closed session: I, Dean Bonney, move that the Board convene in closed meeting pursuant to Virginia Code Section 2.2-3711A(1) and A(4) for discussion of personnel issues, loan approvals and other Board matters that are appropriate. Additionally I move Sandra Prince, Acting Executive Director and, if necessary, staff members Christy Crowther and Joe Stepp, attend the closed meeting because their presence will aid the Board in its consideration of these matters. The motion was seconded by Keri Hughes and unanimously carried.

RESULTS OF THE CLOSED SESSION

Dean Bonney, Chair, convened the Board meeting in regular session.

Dean Bonney, Chair, state that a roll call vote will be held and all those who certify to the best of their knowledge that only business lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act and that only business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting certify by stating your name and saying "Yea". Those who do not certify say "Naye".

Yeas – McLaughlin, Janis, Ostrander, VanDyke, Taylor, Bonney

Nayes – None

A motion was made by Dean Bonney to approve the change in the Executive Director title from Acting Executive Director to Executive Director. The motion was seconded by Brian Taylor and unanimously carried.

A motion was made by Brian Taylor to approve the pay raises for employees as discussed in closed session. The motion was seconded by Barb Ostrander and unanimously carried.

During closed session, the Board members reviewed and discussed the current delinquency report as presented. The Board members also reviewed and discussed the Loan Committee activity report as presented for the period January 17, 2013 through February 28, 2013.

Dean Bonney, Chair, adjourned the meeting at 12:30 PM. The next Board meeting is scheduled for June 20, 2013 at the ATLFA, 1602 Rolling Hills Drive, Richmond, Virginia.