

**NAMI Keystone Pennsylvania  
Board of Directors Meeting  
Saturday, December 9, 2017  
9:07 a.m. - 10:57 a.m.**

**PRESENT:** Kathy Testoni, Mim Schwartz, Jack Cahalane, Michelle Gerwick, Michelle Hottenstein, Neen Davis, Kim Mathos

**STAFF:** Christine Michaels, Debbie Ference, Maria Kakay

**GUEST:** Peggy Jo Campbell, Maher Duessel CPA

**I. Call to Order and Welcome**

Kathy Testoni, Vice President, called the meeting to order at 9:07 a.m. and welcomed all present. Ms. Testoni introduced Board member Neen Davis from NAMI Montgomery County who was calling in via Skype.

**II. Presentation of the Draft Audit by Maher Duessel**

Peggy Jo Campbell of the Maher Duessel Accounting Firm gave an overview of the financial statements years ending June 30, 2017 and 2016, Form 990, and the BCO-10 Statement. Ms. Campbell confirmed that the audit is complete and an “unmodified opinion” was issued, meaning there were no issues, adjustments, or disagreements with the audit.

**III. Approval of the Draft Financial Statements, Form 990 and BCO-10**

**MOTION:** Michelle Gerwick made the motion to approve the Draft Financial Statements, Form 990, and BCO-10; Kim Mathos seconded; motion passed unanimously.

**IV. Approval of September 9, 2017 Meeting Minutes**

**MOTION:** Mim Schwartz made the motion to approve the September 9, 2017 Meeting Minutes; Neen Davis seconded; motion passed unanimously.

**V. Approval of Financial Statements of period ending October 31, 2017**

Michelle Gerwick reviewed the financial statements for the period ending October 31, 2017 including the balance sheet, notes, and income statement. She noted the 25% reduction in state funding that was reflected in the financials.

**MOTION:** Jack Cahalane made the motion to approve the financial statements from the period ending October 31, 2017; Kathy Testoni seconded; motion passed unanimously.

**VI. Ratification of NAMI's 401(k) Plan**

Discussion: Debbie Ference explained the process of choosing a new financial advisory firm, Edward Jones, for the current pension plan and a new third-party administrator, Mike Viola from Viola Retirement Plan Services. Mike assisted staff in drafting a new summary plan description document that included an employee match. The new plan was approved by the Executive Committee during an electronic meeting on November 29, 2017 but needs reviewed and ratified by the full Board.

**MOTION:** Mim Schwartz made the motion to ratify the action taken by the Executive Committee to approve of NAMI's 401(k) Plan; Kim Mathos seconded; motion passed unanimously.

## **VII. Approval of the Disbanding of NAMI North Philadelphia, NAMI Northwest Philadelphia, and NAMI South Philadelphia affiliates.**

Debbie Ference outlined the procedure for NAMI North Philadelphia, NAMI Northwest Philadelphia, and NAMI South Philadelphia affiliates to disband. Leaders from all three affiliates signed letters stating that their affiliate was no longer active and the letters served as their formal request to disband.

**MOTION:** Michelle Gerwick made a motion to approve the disbanding of NAMI North Philadelphia, NAMI Northwest Philadelphia, and NAMI South Philadelphia affiliates; Kathy Testoni seconded; motion passed unanimously.

## **VIII. Approval of name change from NAMI Northeast Philadelphia to NAMI Philadelphia.**

Debbie Ference led continued discussion on the above topic in regard to NAMI Northeast Philadelphia changing its name to NAMI Philadelphia with the goal of having one centralized organization to better serve individuals and families affected by mental illness across the entire city.

**MOTION:** Mim Schwartz made a motion to approve the name change from NAMI Northeast Philadelphia to NAMI Philadelphia; Kim Mathos seconded; motion passed unanimously.

## **IX. Strategic Discussion Items**

- a. Chris Michaels informed the board, that after many months, the final Determination Letter from the IRS listing NAMI Keystone Pennsylvania as a tax-exempt charitable organization was received. The letter indicated the correct EIN number for NAMI Keystone. The original letter had NAMI Keystone listed under the umbrella of the old NAMI PA.
- b. Ms. Michaels also reviewed the summary prepared by consultant Leslie Bonner on the main highlights of the Board Retreat that took place on October 28, 2017. The Board indicated that they were all in agreement with the synopsis.
- c. Ms. Michaels and Board member Kathy Testoni informed the Board that the second Green Light Gala for Mental Illness will take place on December 6, 2018. Ms. Testoni confirmed that she has agreed to co-chair the event again with Libby Mascaro and Sam Kane.

## **X. Executive Director's Report**

Chris Michaels reviewed the Executive Director's Report, highlighting that Lynn Kovich is the new Deputy Secretary of the Office of Mental Health and Substance Abuse Services (OMHSAS).

Ms. Michaels also provided an update on the Norristown State Hospital closure and the plan to close civil beds and convert them to forensic beds. Abby Grasso, Executive Director, NAMI Montgomery County, is representing NAMI during the ongoing meetings that are being held as part of the process.

## **XI. Staff Reports**

Discussion: Debbie Ference reviewed the Education Report and Maria Kakay discussed the Marketing Report.

## **XII. Adjournment**

**MOTION:** Mim Schwartz made the motion to adjourn the meeting; Jack Cahalane seconded; motion passed unanimously; and the meeting adjourned at 10:57 a.m.

Submitted by Maria Kakay