**SILC COUNCIL QUARTERLY BUSINESS MEETING MINUTES**

**March 6, 2020**

**Disability Network Capital Area, Lansing MI**

**SILC Voting Members Present**: Aaron Andres, Glen Ashlock, Jamia Davis, Yvonne Fleener, Mairead Warner.

**SILC Voting Members Absent**: Charles Harrison Jr, Mark Pierce, Theresa Metzmaker, Mindy Kulasa.

**SILC Ex-Officio Members Present**: Lisa Kisiel (BSBP), Francisco Gamboa (MRS), Vendella Collins (DD Council).

**SILC Staff:** Steve Locke, Tracy Brown.

**Guests Present**: Joe Harcz, Luke Zelley, Jackie Tahtinen, Carol Bergquist, Carrie Bevard.

**SILC BUSINESS MEETING**

Public Comment was given by Joe Harcz. (Reference 3.6.20 CART Transcript)

SILC Audit Presentation by Carrie Bevard, ALG Tax Solutions.

A. Andres called the meeting to order, 10:33 am. A. Andres welcomed Council members, Ex-Officios and guests, introductions were made. A quorum was present.

**AGENDA**

The March 6, 2020 Quarterly Business Agenda was reviewed, amendments were made to change Closed Session Personnel Evaluation to Personnel Evaluation Process.

***Motion by G. Ashlock, seconded by J. Davis to approve the March 6, 2020 Agenda as amended. (****Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

The November 22, 2019 SILC Council Business Meeting Draft minutes were reviewed.

***Motion by G. Ashlock, seconded by M. Warner to approve the November 22, 2019 SILC Council Business Meeting Draft minutes as presented******.*** *(Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

The December 4, 2019 SILC Council Business Meeting Draft minutes were reviewed.

***Motion by Y. Fleener, seconded by J. Davis to approve the December 4, 2019 SILC Council Business Meeting Draft minutes as presented.*** *(Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

Staff Report ~ Steve Locke

Appointments

* On January 31, 2020 Aaron Andres, Mairead Warner, Jamia Davis and Mindy Kulasa were appointed to the Council. I want to offer the Council's congratulations and a very warm welcome to them.

SPIL Development

* SPIL Development: The SPIL writing team as voted on by the Council is made up of the SILC Chair Aaron Andres, Mairead Warner and Yvonne Fleener for SILC and Mark Pierce as the CIL Representative, Luke Zelley, Alex Gossage and Diane Fleser for the CIL network. We met multiple times in January and February and have drafted initial SPIL goals, objectives, measurable indicators, geographic scopes, timeframes, lead organizations and activities. The new SPIL instrument which is out for final public comment is the tool that ACL has recently stated must be used for the new SPIL. And in anticipation of this announcement the SPIL writing team has been using ACL new draft SPIL for drafting purposes. The SPIL writing team will continue its work based on input received from the public hearings held in December. The community needs assessment survey results and input from the CIL network. We will be engaging BSBP and DSE next week regarding any goals BSBP would like to have included and also our financial plan as we start putting that together.

SILC Bylaws and Executive Order

* SILC Bylaws and Executive Order: SILC has been moving forward with revising our bylaws. The bylaws workgroup which is composed of the Executive Committee and the SILC Executive Director with the assistance of ILRU, the Attorney General's office and the Governor's Legal Division. All draft revisions will be brought back to the Council for input and final approval.

SILC's ILS PPR

* In collaboration with the DSE and BSBP SILC submitted the annual ILS PPR report to ACL. We have not yet heard if it has been approved or if it will be returned for revisions. Once we receive notification from ACL it has been approved, SILC will post it to the website for public review.

Open Meetings Act & Freedom of Information Act

* As they pertain to the Council and the Corporation. Regarding the OMA and FOIA SILC needs to have a solid platform to operate from that is informed by supported by and compliant with the law and guided by both the Attorney General's office and the Governor's Legal Division. I reviewed privileged and confidential documents sent to SILC which are subject to attorney/client privilege and are not FOIAble and resulted in an ongoing inquiry as to whether SILC’s policies and procedures are in line with the law. SILC is subject to the Open Meetings Act and continues to follow the OMA for all of our business and standing committee meetings. Our business and committee meetings are open to the public with advanced public notices posted in compliance with the law. We have also added two opportunities for public input and comments at the beginning and end of all of these meetings and we will continue to welcome all public feedback.
* The CART transcripts of these meetings which are posted on our website provide evidence that SILC continues to be in compliance with the Open Meetings Act. The SPIL writing team comprised of the three Council members, three CIL directors and the CIL liaison to the Council is tasked with drafting the next SPIL based on public input that was received during our public input hearings back in December. Our community needs assessment survey results and the input of the CIL network. Because of the SPIL writing team is not a decision making body or a deliberating body and advisory workgroup making recommendations on the draft SPIL that must be voted on by the SILC and public meeting and approved by 51% of the CIL directors after receiving additional comments on the draft SPIL the SPIL writing team meetings under Michigan law do not appear to be subject to the OMA provided the writing teams progress is shared with the public which will occur during this business meeting and has just occurred. This was affirmed by the administration on community living our Federal oversight entity when we met with them in San Diego last week.
* SILC currently has a Freedom of Information Act procedure that may not align with state Freedom of Information Act law. SILC was advised that the Council may not be subject to FOIA as the Council is housed within the Governor's office as evidenced in the executive order that created the Council. I continued communicating with the Attorney General's office and Governor's legal division for affirmation of this position in light of the current Governor's Executive Directive 2019 11 and increasing the transparency of state departments. However, no law has been passed stating the Governor's office is subject to FOIA at this time. In terms of SILC's 501c3 nonprofit corporation, nonprofits may not be subject to state FOIA due to their private nonprofit nature and the fact that SILC does not receive 50% or more of its funding through state or local Government grants or subsidies.
* I continue my communications seeking additional guidance on FOIA as it applies to both the Council and nonprofit corporation from both the Attorney General and Governor's legal division. I've been informed by the AG that there are three levels of review that may be requested from the Attorney General. The lowest level guidance is called a division level advice memorandum and the highest level is an actual opinion request. Opinions are subject to more thorough review and may take 6 8 months and may not provide more clarity than what SILC received in 2016. I will keep the Council informed as additional communications occur so they can make informed decisions regarding SILC's current FOIA procedure.

SILC Financial Policies and Procedures

* MRS which is our designated state entity has offered to assist SILC's finance committee and our accountant in redrafting financial policies and procedures to be in compliance with 2CFR200 which is the uniform administrative requirements cost principals and audit requirements for Federal awards as referenced by our auditor when our audit was just presented.
* Procedures will also reflect the new accounting system that SILC has implemented last year to tightness up separation of duties and checks and balances as it relates to our accounting functions. We had discussion around this with the DSE while at the SILC Congress last week and we will be scheduling workgroup meetings in the very near future.

SILC Congress

* Four Council members, two DSE employees and I attended the annual SILC Congress last week in San Diego. We had an opportunity to hear updates from ACL regarding their FY2020 vision of Independent Services Program and the new SPIL tool. We also had an opportunity to speak with the Director of the Office of Independent Programs and our Project Manager.
* Several breakout sessions were attended including SILC 101 and cost controls for SILCs and SPIL document.

Embezzlement

* This is a recap and wrap on this whole issue.
* When I started in February 2019, we switched accountants and around March of last year when our new accountant came in, our former accountant had charges filed against him for embezzling from the blue water center for Independent, close to $2 million. We immediately went into action to look at our accounting records and after a thorough investigation of five past years’ worth of financials, bank records, reconciliations, we discovered that our former accountant had embezzled from the Council right around 9500. And that is reflected in the audit that was presented to you today.
* Prosecution for SILC embezzlement will not happen for the reasons stated at the last Council meeting and you can see the CART transcript for that, I won't repeat that back into the record.
* I received an email from the Michigan State police yesterday after I reached out to them and also the Ingham County prosecutor and they stated that in the case involving the Blue Water Center for Independent Living, Richard Hartwick plead guilty and was sentenced to ten years in prison. A review of the facts in the SILC case as detailed in the e mail from the Ingham County prosecutor dated September 30th of 2019, revealed no additional benefit to prosecuting Mr. Hartwick here in Ingham County so as such the Michigan State police case involving Hartwick which is case #34 1039 19 has been closed. SILC did not have an insurance rider covering this type of criminal activity. Mr. Hartwick did not have professional liability insurance that I looked into. SILC has implemented contract background checks and a vetting process. Current SILC vetting practices for contracts now includes conducting full background checks including Ichat, Federal checklists and professional license verifications through LARA and require a certificate of liability insurance naming SILC as additionally insured by any contracting agency so we are covered for this type of activity where we could go back on the contractor's insurance. We will also be conducting a review of SILC's financial policies and developing written operating procedures with the assistance of the DSE who has expertise on 2CFR200. Our procedures will reflect our new accounting system that is online, that has eliminated the use of paper checks, so we no longer even have check stock in the office. We use an online QuickBooks system that integrates with hub docs and bill.com and it's a repository for bills and receipts. There is a check and balance system in there where the invoices are uploaded and then it requires a different person to approve those for payment. Once they are approved for payment, they are moved to the bill.com system where they are paid either through electronic fund transfer or a third party generates a check for SILC that is then mailed out from that third party to the vendor for payment. There are a lot of really great built in checks and balances int that system that will be articulated in our procedures when we update those with the assistance of the DSE.

Executive Committee Report ~ Aaron Andres

* The Executive Committee met and went over the SILC bylaws line by line making changes and will present those to the Council soon.
* The Executive Committee attended the 2020 SILC Congress in San Diego at the end of February.

Finance Committee Report ~ Yvonne Fleener

* At the last meeting the Finance Committee discussed the draft audit.
* The committee has had ongoing discussions about internal controls prior to our auditor recommendations.

SPIL Committee Report ~ Yvonne Fleener

* In December the SPIL committee met and reviewed highlights and the new monitoring data from October 1 through March 3.
* The new SPIL writing instrument is out for final public comment and barring any changes to it that is the tool that the SPIL writing team has been using to draft a new SPIL.
* Our hope is to have a draft SPIL ready by April for review by the DSE and the CIL network in order for us to get dates on the calendar for public hearings on the draft SPIL. As the final SPIL is due to ACL no later than June 30th of this year.
* Steve continues to work with the CIL network on data extraction for the current measurable SPIL indicators and we have made some headway on a few of those and continues to serve on the CIL network's NetCIL users group which meets monthly and will continue to serve as the bridge between the next SPIL's measurable indicators and the NetCILs users group to make sure the data is easily extractible from the statewide database and that protocols are established for data accuracy and reliability.

***Motion by M. Warner, seconded by G. Ashlock to accept and place on file the Staff Report, Executive Committee Report & Minutes and SPIL Committee Report & Minutes as presented.*** *(Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

Michigan Rehabilitation Services (MRS) ~ Francisco Gamboa

* The MRS Director and manager attended the SILC Congress February 24-26 to obtain an enhanced understanding of the SILC role in Michigan.
* MRS will volunteer to provide accounting and Federal regulation training at the next SILC Congress training.
* MRS has committed to assist the MISILC related to accounting issues internal control issues and interpretation of the Federal regulations. MRS has committed to make resources available to SILC and developing the SPIL and the completion of the 704 report.
* In April 2020 MRS directors and managers will attend the CSAVR Conference.

Bureau of Services for Blind Persons (BSBP) ~ Lisa Kisiel

* BSBP is currently working on submitting our state plan for FY 2020 2023 and will be effective on July 1st of 2020.
* BSBP is sending staff to a weeklong CSAVR conference which is Council for State Administrators for Vocational Rehabilitation in April 2020. Directors and leadership staff from agencies all over the country, Puerto Rico and Virgin Islands will be in attendance. The second half of the week is the National Council and State Administrator's for Blind Agencies and it speaks about the services and the resources and challenges that blind agencies have.
* BSBP manages the Vocational Rehabilitation Program. We manage a Youth Low Vision Program, a state program specific to young children with vision loss where we are able to provide some devices, classes, contact lenses etc. targeting those people who are infants through age 14.
* We also manage the Independent Older Blind Program, which is for individuals 55 and older who, again, wish to maintain their independence and also very much is collaborative with the prevention from being in a nursing home.
* We also manage the Randolph Shepard Program which is the Business Enterprise Program which was designed to ensure individuals who are blind would have some employment opportunities.
* We also managed the Braille and Talking Book Library that serves thousands of participants a year, sending thousands of books every day to individuals who are not able to access printed material.

IL Network Update ~ Luke Zelley

* CIL Funding: In FY2020 the House and Senate voted on a budget that included a $1.5 million increase. Unfortunately, the Governor struck that $1.5 million out and further reduced it by $2 million. The network was told it was an oversight back in October 2019 and there was a commitment to restore that funding through a supplemental. We were assured that by December 2019 there was a 90% chance that funding would be restored. But as of today, that funding has yet to be restored.
* There are 15 centers in Michigan and there is an association called Disability Network Michigan (DN/M) that is our collective voice. Sara Grivetti is the Director of DN/M.
* The U.S. census is on April 1st and almost every CIL is doing proactive work in the community because people with disabilities are typically underrepresented in the census.
* For the first time ever, every single center has a Certified Benefits Planner on staff which is raising the level of excellence within the network.

**NEW BUSINESS**

* SILC Audit

***Motion by G. Ashlock, seconded by M. Warner to defer accepting and placing on file the SILC Audit and Audited Financial Statements and approving/submitting the IRS 990 until the next scheduled meeting.*** *(Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

Election of Executive Committee Secretary Position

* Jamia Davis was nominated to serve as the Secretary and accepted the position.

***Motion by G. Ashlock, seconded by M. Warner to elect Jamia Davis to serve as the Secretary.*** *(Roll call vote: Yes ~ A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)* ***Carried.***

Personnel Evaluation Process

* The Executive Director Evaluation Process has been drafted.
* The steps would be to send out a survey to stakeholders and receive feedback, have an executive session with the entire council to review/discuss feedback and then complete the evaluation and tie it into the fiscal year budget.
* Aaron Andres will be sending out a link for the survey.
* Steve Locke will be providing his own evaluation and will include goals for the next year.

Short break was taken - A quorum was re-established. (A. Andres, G. Ashlock, J. Davis, Y. Fleener, M. Warner)

Working Lunch ~ Disability Network Academy Presentation by Luke Zelley, Executive Director, The Disability Network in Flint.

**OLD BUSINESS**

Committee Membership

* We encourage all Council members to participate on at least one committee we have three one is Executive Committee, Finance Committee then the SPIL Committee. The Executive Committee is made up of the four elected officers. The Finance Committee is chaired by our treasurer, but any Council member can join that committee and then there is the SPIL Committee that oversees the monitoring of our state plan.

Public Commentwas given by Joe Harcz. (Reference 3.6.20 CART Transcript)

**OTHER**:

We have some Council members that go to school and hold down full time jobs and they are having a difficult time participating in these business meetings during the workweek. There has been a request for us to entertain moving our business meetings to Saturdays. Tracy will send out a meeting doodle for future business meetings for the rest of the year looking at a variety of Saturdays in each of those months in which they occur and see if the majority of Council members would be willing to do that or in the alternate meet after 5:00 p.m. during the workweek so that folks can remain gainfully employed or continuing their education.

**ADJOURNMENT** *SILC Business Meeting adjourned at 1:23 p.m****.***