# For the sake of what?

Does this move us in the direction of our mission?

Is this the best use of resources?

Is this the direction we said we want to go?

# **Our Mission:**

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

## PATHWAY HOMES, INC.

Board of Directors Monday, October 14, 2013 7:00 P.M. 10201 Fairfax Blvd., Ste. 200 Fairfax, VA 22030-2209



- 6:30 Social Half-hour
- 7:00 Call to Order
- 7:05 Presentation "State of the Agency" - Dr. Sylisa Lambert-Woodard
- 7:30 Approval of Minutes of Meeting July 8, 2013\*
- 7:35 CEO's Report Dr. Sylisa Lambert-Woodard
- 8:00 Treasurer's Report Brenda Brennan
- 8:05 Chairperson's Report and Comments
- 8:15 Committee Reports
  1. Philanthropy Committee—Maiko Ashby / Patrick Chaing
  2. Deard Development 2012 Nominations
  - 2. Board Development —2013 Nominations
- 8:30 Old Business
- 8:35 New Business
  1. Directors and Officers Insurance (D&O) Brenda Brennan
  2. Advocacy Committee—Jennifer McKenzie
  - 3 Resolution of the Board on "Give or Get"
- 8:40 Announcements
- 8:45 Adjournment

Executive Session will immediately follow the conclusion of Pathway Recovery, Inc.

\* Materials Enclosed in Packet

#### ADDENDUM TO BOARD AGENDA

#### October 14, 2013

• Pathway Homes has been actively engaged in completing another successful audit, implementing systems changes for greater efficiencies, and evaluating our performance outcomes. As we come to the close of another fiscal year, we are pleased to complete an annual report that reinforces our commitment to our mission and validates the continued success of our strategic plan. While there remain many political and economic challenges, we continue to be proactive and effective in our anticipation of change and resilient on our course. During this our annual meeting, I will present the state of the agency and encourage you to review these informational items in preparation. I look forward to sharing our year at a glance, and will be pleased to address or expand on any details at your request.

#### **Board Matters:**

- The Philanthropy Committee report from Maiko Ashby and the Treasurer's Report from Brenda Brennan are provided as attachments. Please review these two reports before the meeting; any questions or clarifications will be addressed during the meeting.
- In January, we submitted a grant proposal to the Virginia Department of Housing and Community Development under their Permanent Supportive Housing Program (SHP) competition for a grant of \$500,000 to purchase four one-bedroom condominiums. These condos will add to existing Shelter Plus Care inventory, through which we will partner with the CSB to provide housing to homeless individuals. Pathways has revised and resubmitted the governor's award that would have been defunded due to the loss of Project Based Vouchers (PBV's) related to sequestration. Revision of the grant award of \$500,000 to purchase 4 -1 bedroom condos was approved. We are currently awaiting the program agreement for this award.
- Pathway Homes continues to engage in conciliatory discussions pertaining to potential Fair Housing violations with Dwoskin and Associates. A conference call meeting was conducted with Pathways Counsel, Michael Allen, Pathways Board Chair, Dan Gray, Sylisa Lambert-Woodard, and Brenda Brennan on 7/24/13. The Chairman's report is included as an attachment. Since this meeting, an initial hearing was conducted on 9/29/13. Judge Anderson heard the argument on motion and per his suggestion, an agreement to meet and resolve through mediation was initiated. During this process we seek to obtain relief (ensuring for the housing of our consumers) and potentially even

greater outcomes. The next court date is set for 10/18/13. Legal representation continues to be provided by Michael Allen of Relman, Dane & Colfax, PLLC (see attachment).

- As previously reported, the HUD Homeless Assistance grant process this year was significantly delayed and entailed numerous changes for our local Continuum of Care and the grant submission process in general. However, Pathways was awarded 11 renewal Supportive Housing Program and Shelter Plus Care grants totaling **\$2,993,147.00**. The process for preparing for the 2014 grant process has begun, and we are expecting the annual SuperNoFA to be delayed due to the federal government shutdown.
- Sylisa Lambert-Woodard remains active in advocating for Medicaid stability. Pathways has become a member of the *Virginia Association for Community Based Providers*. She attended a meeting in Richmond on September 18, 2013 and will be assisting in organizing provider participation in the Northern VA region for advocacy around this issue.
- Pathway Homes submitted a competitive grant pool application to the Virginia Housing Trust Fund. The application round was extremely competitive with 58 submissions requesting \$4,806,634 for the \$930,000 available. Applications scoring 76 points and above were offered grants. Pathways' application for Single Room Occupancy (SRO) Pre-Development and Viability Project scored 80 points. Within the next few weeks we will be contacted regarding a grant agreement and initiating activities. While we are uncertain whether we were fully funded the requested amount of this grant, we are hoping for an award for \$100,000, which we seek to use for a multitude of activities necessary for the pre-development and viability study of a large 53-unit complex SRO project. If successful, the project would greatly and positively impact the critical need for permanent supportive housing for homeless and other adults in Fairfax County, many with severe disabilities.
- Pathway Homes was awarded the contract for Mental Health Intensive Residential Services in Prince William, VA. This could potentially be the first contract between Pathways and Prince William County; however, financial limitations on behalf of PW limit our negotiations and ability to finalize a contract without the acquisition of housing. We are currently pursuing the "Pathways to Prince William" CDBG housing acquisition grant to finalize the negotiations. This would be the second Assisted Living Facility (ALF) run by Pathways.
- Pathway Homes submitted a "Pathways to Prince William" RFP in the amount of \$225,000 towards the acquisition of a 5 bedroom home that would be used to complete

negotiations with Prince William CSB to provide an ALF for 8 consumers. While it is anticipated that this home will cost up to \$500,000, we plan to seek additional funding from the Virginia Housing Development Authority, as well as grants from Wells Fargo (\$50,000), and Sun Trust (\$50,000).

- Pathway Homes submitted a nomination for the Honorable Sharon Bolova, Chairman of the Fairfax County Board of Supervisors, and a strong supporter of Pathway Homes. We are pleased to announce that *The Center for Nonprofit Advancement* selected Chairman Bulova for one of the 2013 Phyllis Campbell Newsome Public Policy Leadership Awards. The award presentation and celebration will be on 10/17/13 at the Howard Theatre in Washington, DC.
- Pathway Homes completed our annual report for fiscal year 2013 and unveiled a new design that is more appealing and cost effective. Please review our agency highlights, and feel free to share with others (attached).
- Pathways Board of Directors Retreat was held on October 7, 2013 at Jennifer Mckenzie's home. Teambuilding and facilitated discussions were conducted by Susan Sanow, Volunteer Fairfax facilitator. Board Members in attendance were provided consultation on roles and responsibilities of effective boards, discussion of aggregated Board survey results, and role playing around "Making the Ask." A summary of themes drawn from the board self-assessment was presented. How to be an effective board member and crisis management training were themes prioritized by participating board members. The complete board self-assessment survey has been attached for your review with all themes identified by the facilitator. *Dan will meet with the three board members who were unable to attend at 6:30pm prior to the annual meeting to update on the additional details related to the retreat.* Thank you Jennifer for a wonderful environment to hold the retreat. (attachment)

#### PATHWAY HOMES, INC. Minutes of the Meeting of the Board of Directors July 8, 2013

A quarterly meeting of the Board of Directors was held on July 8, 2013. Dan Gray called the meeting to order at 7:04 p.m. The following individuals were present and participated throughout the meeting:

#### **MEMBERS**

#### Dan Gray, Chair Patrick Chaing Emil Franks Jennifer Judelsohn Jim Ross Sue Zywokarte

#### **STAFF**

Sylisa Lambert-Woodard, President & CEO Brenda F. Brennan, V.P. for Finance Lauren Fox, LCSW, V.P. for Clinical Services Sherry Meyers, LCSW, V.P. for Clinical Services Anita Robinson, LCSW, V.P. for Clinical Services Eleanor Vincent, V.P. for Operations Lauren Leventhal, Technology and Quality Assurance Manager Anna Smith, Director of Development and Major Gifts

The following individuals notified the office or other Board Members that they would not be present for this meeting: Dara Aldridge, Maiko Ashby, Jennifer McKenzie and Tom Rowe

Also in attendance were Angie Garcia Lathrop (as a potential Board Member), Gary Howell and Byron Sheppard, residents of the West Ox property.

#### **PRESENTATION**

**Leadership Team:** Pathway Homes' Leadership Team has six members: Sylisa Lambert-Woodard, Brenda Brennan, Lauren Fox, Sherry Meyers, Anita Robinson and Eleanor Vincent. Each member of Leadership Team provided an overview of their department, duties and oversight. This included an organizational chart of reporting relationships as well as discussion about supervisory responsibilities and day-to-day duties.

#### **Follow-up discussion**

Jim requested an organizational chart with names of individuals – not simply position titles – as well as the number of individuals under each V.P. He also requested a dotted line for the Dir. of Development and Major Gifts since this position is part of the Operations Team. Jim also

requested to see job descriptions, and Sylisa informed him they are always available through the Board Portal.

Angie requested additional information on Anita's role as Human Rights Liaison. Anita said that Pathways has very few reports during the year, but is required to report out at the end of each year.

Emil asked who the primary contact is for outside agencies and "how that works." Sylisa explained that she is the primary contact, but any member of Leadership Team could make contacts with other agencies and/or be considered the primary contact.

**I.T. Outcomes:** Eleanor Vincent gave a PowerPoint presentation (attached) concerning the state of I.T. Outcomes for the agency. Notably, outcomes have changed in the past year to be more realistic. Specifically, increased efficiencies for billing, satisfaction of staff, and increased satisfaction at work.

#### Follow-up discussion

Jim asked about security for Credible and recommended not accessing the internet at Starbucks or through other non-secured wifi connections. Lauren L. discussed some of the security protocols Credible has, as well as the encryption levels on the website. Eleanor requested that Jim be part of the Risk Management Team for I.T. when that time came.

#### **MINUTES**

Dan Gray requested a motion to approve the minutes from April 8, 2013 as presented. The motion was made by Jim Ross, seconded by Sue Zywokarte, and approved unanimously.

<u>**CEO Report**</u> – Dr. Sylisa Lambert-Woodard

The Addendum to the Board Agenda was distributed prior to the meeting, and Sylisa discussed the following items in addition to those in the addendum.

- Staffing Changes: \$831,000 savings over years due to revisions and staffing changes.
- *Expansion:* There is a good chance Pathway Homes will move into Prince William County as negotiations are on-going for a group home.
- *Dwoskin:* Moving on a conciliatory path with this case. No real change since the last update.

#### TREASURER'S REPORT – Brenda Brennan

There was nothing new to report not previously addressed on the Treasurer's Report. Sylisa commended Brenda on her hard work refinancing the 202 HUD properties.

#### CHAIRPERSON'S REPORT AND COMMENTS - Dan Gray

Dan discussed his attendance of the Fairfax County Chamber of Commerce event where Pathway Homes was a finalist in the Non-Profit of the Year category. He also requested feedback from Anna about how the Benevon (Steps to Pathways) sessions were progressing. Anna reported that they were going well, and the fourth meeting is scheduled for July 18<sup>th</sup>. The make-up of the groups are about 25% volunteers, 50% potential donors, and 25% other interested parties.

#### **PHILANTHROPY COMMITTEE REPORT** – Patrick Chaing

In addition to the Philanthropy Report, Patrick reported that in the past fiscal year Pathways raised \$128,000, meeting the goal for the year. He thanked Sue for her part in the I.T. campaign, but noted that the committee expects a shortfall in this campaign due to donor fatigue and other donation options, such as the Help the Homeless Campaign in the fall.

Patrick encouraged the Board to attend the Summer of the Arts Events. The Artists' Reception at Beanetics Coffee Roasters will be held on July 13<sup>th</sup>, and the main event at Casa Italia is on July 20<sup>th</sup>. Angie asked for clarification on prioritizing what to support. Dan suggested talking about this topic at the October Board Retreat as it has not been discussed in detail before. He also suggested that Board members' own interests are a good guide for how to participate.

#### OLD BUSINESS -

There was no old business.

#### NEW BUSINESS -

**Change to the Annual Meeting Date:** Dan asked for a motion to change the Annual Board Meeting to October 14, 2013.

Patrick made a motion to change the meeting date as proposed. Jim seconded the motion and it was approved unanimously.

**Board member elections:** Dan Gray read the recommendation of the Nominating Committee to elect Angie Garcia Lathrop as a member of the Board for a three-year term expiring October 2016.

Jennifer Judelsohn made a motion to accept the nomination; the motion was seconded by Emil Franks. It was approved unanimously.

#### ANNOUNCEMENTS -

Board members are requested to turn in completed Code of Ethics forms to Lauren Leventhal.

They were encouraged to attend one or both of the Summer of the Arts Events on July  $13^{th}$  and July  $20^{th}$ .

#### **ADJOURNMENT**

There being no further business, Patrick Chaing made a motion to adjourn the meeting. This was seconded by Jennifer Judelsohn and unanimously approved by the Board.

The meeting was adjourned at 8:45 p.m.

Respectfully submitted,

#### **Chairman's Report on Dwoskin Litigation**

Over the course of the past several weeks, leadership has advised the chairman that the agency is considering litigation against AJ Dwoskin & Associates. Dwoskin is a public residential and commercial management company that owns various apartments and townhomes in northern Virginia. Pathway has leased apartments at various Dwoskin properties. In early 2013, Dwoskin's general counsel advised Pathway that 34 of its leases would not be renewed.

Pathway retained Relman, Dane & Colfax, PLLC as counsel, and sought to reach an agreement with Dwoskin for continuation of the leases. These efforts were unsuccessful, and a complaint and jury demand were drafted for filing in the United States District Court for the Eastern District of Virginia.

The chairman was provided with a copy of the lawsuit, as well as a billing statement from the law firm reflecting accrued attorneys fees of \$35,008.92 through July 16, 2013.

On July 24, the chairman participated in a conference call with Sylisa Lambert-Woodard, Brenda Brennan, and Michael Allen, lead counsel for litigation. Mr. Allen explained that all of the accrued fees to date would be covered under a new litigation retainer the firm would send to Pathway. The litigation retainer would be a contingency arrangement, whereby the firm would recover a percentage of any sums awarded to Pathway by the court or in settlement. It was explained that Pathway would have no liability for attorneys fees under any scenario (loss of litigation, etc.), with the exception of a situation where Pathway voluntarily ended the litigation with no monetary resolution.

It was also explained that there was a possibility that Pathway residents could become involved in the litigation through the discovery process, although none of the residents were named specifically in the lawsuit. There was a possibility that Pathway residents could be deposed or have their records subpoenaed or sought in discovery. Counsel explained that he would attempt to limit the scope of such discovery, and would further seek a protective order to cover any disclosed information.

It was expected that if the lawsuit was filed in August, that a trial date would be obtained in the late spring or early summer of 2014. It was also explained that the litigation might consume 3 to 5 hours per week of leadership time. More time could be required from support staff in the discovery process.

#### TREASURER'S REPORT-October 2013 Brenda Brennan, Vice President for Finance

The refinancing with Berkadia Commercial Mortgage is proceeding for the three mortgage loans for Huntington Avenue, Mary Baldwin Drive and the Pioneer/Sheldon projects. As soon as the final group of documents is completed, we will submit to HUD (U.S. Department of Housing and Urban Development) for the Firm Commitment. Following the submission, we anticipate there will be some back and forth before proceeding to closing. Dependent on HUD, we may get to closing as early as January 2014, although historically HUD has taken longer to process these applications. We will continue to keep the Board updated on the process.

The audit field work with CohnReznick began on July 29, 2013 and proceeded through August 19, 2013. We were able to quickly review Preliminary and Tentative statements and have received final statements for: The Pathway Group, Pathway Homes, Pathways Living and Pathway Visions. We are in the midst of completing the required tax returns and based on the current pace; anticipate that they will be completed by the end of the month. The audit preparation and process was extremely successful this year. The efficiencies and capabilities of SAGE proved to be very valuable in the creation of new reports, presentation of information directly from the Accounting System and retrieving data quickly for the auditor's requests.

The Housing Assistance Payments Contracts for; Huntington and Mary Baldwin renewals in January 2014 and the Pioneer and Sheldon renewal in February 2014 have been submitted and we anticipate a 1.0% increase in the monthly contract rent for each property.

Brenda Brennan and Anna Smith recently met with the Relationship Manager for Wells Fargo who oversees our many accounts. We are reviewing the current bank accounts that we have to ensure that they are in the best bank product to maximize our return without expending funds for service and bank fees. Many of the accounts that we have were opened up in the 1980's and 1990's and may need to be reassigned to a different type of business banking account. In addition to reviewing our accounts, we have chosen to open up a Business Credit Card with a maximum line of \$50,000. Anna Smith and Brenda Brennan will each have a Business Credit Card with a combined maximum of \$9,000. If we choose to expand in the future with additional cards, we will have a sufficient line available.

October 2, 2013 - Philanthropic Report – 1<sup>st</sup> Quarter FY2014 – July 1, 2013 through September 30, 2013

Committee Members: Maiko Ashby, Chair, Patrick Chaing, Emil Franks, Sue Zywokarte and Jennifer Judelsohn

FY2014 First Quarter Contribution Total (Through 9/30/2013) - \$27,816.60 – 82% increased from this time last year. FY2013 First Quarter Contribution Total - \$4,768.73

*Technology Campaign:* Current Total: \$224,878 – Remaining \$160,122 – Anticipate \$40,000 from the Help the Homeless Campaign, \$10,000 from Capital One and \$5,000 from individual donor in next quarter. Total -\$55,000

Help the Homeless Campaign: Current Total: \$7,700 - Held four walks so far with three more scheduled including Pathway Homes public walk scheduled for November 1<sup>st</sup> at 1:00 p.m. at Stevenson Place, 4113 Stevenson Street, Fairfax. If you haven't signed up yet, please register at <a href="http://www.hthwalks.org/goto/stevenson">http://www.hthwalks.org/goto/stevenson</a>. Congressman Gerry Connolly and Dean Klein, Executive Director of the Office to Prevent and End Homelessness have confirmed. We will also be inviting Board of Supervisor Chairman Bulova. We have sent out sponsors solicitations to fifteen organizations. We received \$5,000 from VHDA, three declines and still in conversations with the remaining eleven organizations.

*Summer of the Arts:* Contribution Total \$1,605 – Funds will be allocated to Karen Free Recreation and Recovery Fund. The event was a huge success with over 50 pieces of art displayed from 18 Pathway artists. Artists sold nine pieces of art and kept 100 percent of the proceeds from their art sales. Again, thank you Jennifer Judelsohn for your immense efforts, creativity and expertise in guiding the agency through its inaugural Summer of the Arts Exhibit.

*Steps to Pathways:* Held the 3<sup>rd</sup> Thursday of each month from 10 to 11 a.m. in the Regional Recovery Room. First session held in April. To date, 30 individuals have attended: 23 new contacts; 12 current or potential contributors; and 4 volunteers. We have added the new contacts to the donor base. The Help the Homeless solicitation will be our first outreach to these contacts. We will monitor changes to current contributor giving as well as new contact contributions of time and treasure. Special thanks to the Pathways Board for supporting the launch of this initiative, attending sessions, hosting sessions and inviting guests!

*Corporate and Foundation Update:* Pathway Homes received a \$15,000 grant from Bank of America for renovation of three properties. We have been busy submitting additional financial and pro bono grant requests over the quarter, please see attached grant report.

*Passenger and Cargo Van:* Two Pathway vans have broken down and require extensive repairs beyond the worth of the vehicles. Pathway Homes has put a priority on replacing these vehicles through donations of vehicles in good condition and/or through grants/contributions for purchase.

#### Attachment Philanthropic Committee Report Foundation and Corporate Grant Status

	Amou	nt		
	Received/	Value		
Organization	Reques	ted	Purpose	Status
Grants Received				
Freddie Mac	\$	40,000	SHP 11	Received Funds on May 15, 2013
			Renovation 3	Submitted May 10, 2013 - Requested
Bank of America	\$	15,000	properties	\$30K received \$15K In July
				Submitted October 30, 2012 - Pending -
				Received Check for \$10,000 on January
Clark-Winchcole Foundation	\$	10,000	Recreation Fund	17, 2013
Grants Declined			-	
				Submitted November 15, 2012 valued at
Exxon Intern	-		Communication Intern	\$3,000. Declined
*Community Foundation of			Mobile Medical	
Northern Virginia	\$	10,000	Equipment	Submitted October 27, 2012 - Declined
				Submitted 8/2/2013 - Declined
ELI Pro Bono Projects	-		External Stakeholder R	
			Mobile Medical	Submitted October 31, 2012 - Pending?
International Monetary Fund	\$	5,000	Equipment	No Answer or reply?
			Universal Design	Submitted February 2013 - Declined
LTCCC Giving Circle	\$	-	Renovation	March 2013
Herb Block Foundation	\$	10,000	Vocational Program	Submitted in February - Declined
			Mobile Medical	
Corina Higginson Trust LOI	\$	5,000	Equipment	Submitted January 02, 2013 - Declined
				Submitted in December. Valued at
				\$55,000. Made to second round and
				interview phase. Did not receive pro
			Key Message -	bono grant. Interviews in January,
Tap Root Pro Bono Grant	\$	-	Branding Expertise	Declined in February.
	<u>~</u>			
United Way	\$	25,000	SHP 11	Submitted October. Declined in January
				Submitted January 10, 2013-
				Encouraged to apply as a "Get to Know
*Manual Foundation 101	*	20.000		us" Had anticipated decline.
*Meyer Foundation LOI	\$	30,000	SHP 11	Encouraged to apply again.
				Submitted March 1, 2013 - Declined
*Cofrite Foundation	¢.	25 000		late June. Call into Grant Manager for
*Cafritz Foundation	\$	25,000	IT Campaign	feedback.
Grants Pending Breeden Foundation		¢1 200	CDP Training Matariala	Submitted $7/2/2012$
		J1,300	CPR Training Materials	Submitted 7/2/2013 Submitted 8/20/2013 Anticipate
Maximus Foundation		5 000	IT Campaign	November Decision
Tap Root Pro Bono Grant	_	3,000	Strategic Planning	Submitted 8/31/2013
United Way		\$25,000		Submitted LOI 9/3/2013
Herb Block Foundation			· •	Submitted LOI 10/2/2013
Capital One			Computer Training Ctr	
Apartments.com			Passenger Van	Submitted 9/27/2013
		Ŷ±0,000		

Total Requested	\$ 282,300
Total Received YTD	\$ 65,000
Total Pending	\$ 76,300 plus In-Kind Value
Total Declined	\$ 141,000 plus In-Kind Value

\*Met with Grant Manager prior to submitting grant

As of October 2, 2013



#### PATHWAY HOMES, INC. BOARD OF DIRECTORS

#### **REPORT OF THE NOMINATING COMMITTEE**

The Nominating Committee of the Board of Directors of Pathway Homes is pleased to recommend the nomination of the following slate of officers for the October 2013 – October 2014 Year:

Chairperson – Dan Gray

Vice-Chairperson – Jennifer McKenzie

Treasurer – Tom Rowe

Submitted By:

Secretary/Treasurer

President & CEO



In addition, the committee recommends the re-election of the following Board members for a three-year term, which will expire in October 2016:

Dara Aldridge

Maiko Ashby

Emil Franks

Submitted By:

Secretary/Treasurer

President & CEO

And, in accordance with the amendment to the by-laws passed at the April 2012 meeting, the Nominating Committee of the Board of Directors of Pathway Homes recommends the extension of the January 2011 – April 2014 term of the following Director until the next Annual Board meeting in October 2014:

Jennifer Judelsohn, LCSW

Submitted By:

Secretary/Treasurer

President & CEO



# RESOLUTION OF THE BOARD OF DIRECTORS OF Pathway Homes, Inc.

WHEREAS, the Board of Directors of Pathway Homes, Inc. met at their Annual Board Retreat on Monday, October 7, 2013 and deemed it in the best interest of the Corporation to make a formal declaration of their financial support to further the Mission of the organization,

AND WHEREAS the Board of Directors has deemed it appropriate to implement a "Give or Get" Policy, defined as: the agreement of the Board of Directors to either donate a certain amount of money every year (defined as significant and/or meaningful to the Director) paid for out of their own personal resources ("Give"), or to raise the equivalent amount from others ("Get").

NOW THEREFORE, BE IT RESOLVED that the Board of Directors identify Pathway Homes as one of its top three organizations for contributions.

FURTHER, that each Director "Give or Get" a financial amount that is significant and /or meaningful to them on an annual basis.

FURTHER RESOLVED, that the Chair Person of the Board is directed to enter a copy of this Adoption Agreement into the records of this Corporation, and into the minutes of the meeting.

#### CERTIFICATION

The foregoing is a true copy of a resolution duly adopted by the Board of Directors at a meeting on October 14, 2013, and entered in the minutes of such meeting in the Corporation's minutes book.

\_\_\_, Chair Person

Daniel Gray

Dated: October 14, 2013



#### **Constant Contact Survey Results**

Survey Name: 2013 Board Self-Assessment Survey Response Status: Partial & Completed Filter: None Oct 01, 2013 1:29:50 PM

#### Please enter the information indicated below (optional).

First Name Last Name

#### Does the Board as a whole possess the right skills and background for the current issues facing Pathway Homes?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	1	10.0%
For the Most Part, But Could Be Slightly Improved	7	70.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
3 Comment(s)		

8 8

#### Are the criteria to be a Director of Pathway Homes appropriate for the current issues facing the organization?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%
Only Somewhat, Needs Improvement	2	20.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
3 Comment(s)		

#### Is the identification, selection and nomination process for Directors appropriate?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	4	40.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	2	20.0%

No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
4 Comment(s)		

#### Does the Board have the right Committee structure?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	5	50.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
1 Comment(s)		

#### Is the annual review of the Board, its Committees and Directors satisfactory?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	5	50.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

#### Does the Board exhibit strong relationships and trust among Directors?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

#### Does the Board have the appropriate number of meetings per year?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
3 Comment(s)		

#### Does the Board receive adequate materials in advance of meetings of the Board?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	7	70.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

#### Are you satisfied with the content of Board meetings?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	7	70.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Are you satisfied with the quality of the presentations to the Board?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	7	70.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%

Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

### Is there sufficient time at Board meetings for the presentation and full discussion of the subjects covered?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	6	60.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
1 Comment(s)		

#### Is the time at Board meetings utilized effectively?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	4	40.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Does the Board have open and constructive deliberations?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

#### Is the Board well prepared for Board meetings?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	6	60.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Is the delegation of business from the Board to its Committees appropriate?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	4	40.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	2	20.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
3 Comment(s)		

#### Do Committee reports give the appropriate amount of information to the Board?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	8	80.0%
For the Most Part, But Could Be Slightly Improved	1	10.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

#### Is there sufficient time/opportunity for outside Directors to meet independently?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	3	30.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%

Only Somewhat, Needs Improvement	2	20.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Is the Board adequately involved in determination of Pathway Homes' strategic initiatives and direction?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	3	30.0%
For the Most Part, But Could Be Slightly Improved	5	50.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
1 Comment(s)		

#### Does the Board agree on a common vision and mission for Pathway Homes?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

#### Is the Board effective in monitoring management's implementation of Pathway Homes' strategic plan?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	3	30.0%
For the Most Part, But Could Be Slightly Improved	5	50.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Is the Board effective in reviewing annual operating plans, services and functions?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
1 Comment(s)		

#### Is the Board kept effectively informed about Pathway Homes' operating/financial performance?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	6	60.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
2 Comment(s)		

#### Is the Board kept effectively informed about management or leadership development and succession planning?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	7	70.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
1 Comment(s)		

#### Are you satisfied with the CEO performance review process?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%

Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

#### Is the Board knowledgeable about competitive factors and market forces facing Pathway Homes?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	4	40.0%
No, Not At All	0	0.0%
No Responses	1	10.0%
Total	10	100%
0 Comment(s)		

Is the Board kept effectively informed about merger and acquisition discussions and does the Board monitor management's execution?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	3	30.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	2	20.0%
No Responses	2	20.0%
Total	10	100%
2 Comment(s)		

#### Is the Board prepared to handle a crisis situation?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	2	20.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	4	40.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
2 Comment(s)		

Does the Board feel assured that management has implemented effective control systems and procedures for identifying and managing the major risks faced by Pathway Homes?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	4	40.0%
For the Most Part, But Could Be Slightly Improved	4	40.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

Does the Board feel assured that appropriate governance practices are established and implemented?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	3	30.0%
Total	10	100%
1 Comment(s)		

#### Does the Board encourage a culture of candid communication and disciplined decision making?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	3	30.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

#### Are there open lines of communication and constructive interaction between Directors and management?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	7	70.0%
For the Most Part, But Could Be Slightly Improved	0	0.0%

Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	3	30.0%
Total	10	100%
0 Comment(s)		

#### Is the Board sufficiently supportive of management?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	7	70.0%
For the Most Part, But Could Be Slightly Improved	0	0.0%
Only Somewhat, Needs Improvement	0	0.0%
No, Not At All	0	0.0%
No Responses	3	30.0%
Total	10	100%
0 Comment(s)		

#### Does the Board foster a performance-oriented culture that rewards performance and innovation?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	5	50.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	1	10.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

#### Does the Board feel that visits to Pathway Homes' facilities are sufficient to inform the Board adequately?

	Number of Response(s)	Response Ratio
Yes, Without Qualification	3	30.0%
For the Most Part, But Could Be Slightly Improved	2	20.0%
Only Somewhat, Needs Improvement	3	30.0%
No, Not At All	0	0.0%
No Responses	2	20.0%
Total	10	100%
2 Comment(s)		

#### Advocating to support the agency's growth and development.

	Number of Response(s)	Response Ratio
Improved	6	60.0%
Stayed the Same	2	20.0%
Regressed	0	0.0%
No Responses	2	20.0%
Total	10	100%
0 Comment(s)		

Business model advancement and value creation.

	Number of Response(s)	Response Ratio
Improved	1	10.0%
Stayed the Same	6	60.0%
Regressed	0	0.0%
No Responses	3	30.0%
Total	10	100%
2 Comment(s)		

#### Strategic plan.

	Number of Response(s)	Response Ratio
Improved	5	50.0%
Stayed the Same	2	20.0%
Regressed	0	0.0%
No Responses	3	30.0%
Total	10	100%
1 Comment(s)		

#### Growth and development.

	Number of Response(s)	Response Ratio
Improved	7	70.0%
Stayed the Same	1	10.0%
Regressed	0	0.0%
No Responses	2	20.0%
Total	10	100%

#### **Board Development.**

	Number of Response(s)	Response Ratio
Improved	5	50.0%
Stayed the Same	3	30.0%
Regressed	0	0.0%
No Responses	2	20.0%
Total	10	100%
2 Comment(s)		

#### 6. Priority Setting: I believe the Board should focus on the following priorities for the upcoming year.

6 Response(s)

7. Is (are) there any other change(s) that would improve the Board's effectiveness that you would suggest?

5 Response(s)

## **Constant Contact Survey Results**

Survey Name: 2013 Board Self-Assessment Survey Response Status: Partial & Completed Filter: None Oct 01, 2013 1:29:51 PM

	the Board as a whole possess the right skills and background for the curr	ent issues facing Pathway
	Answer	Respondent
ľ	t would be ideal to have more diversity on the Board.	maikoashby@gmail.com
1	believe there are openings of opportunity in light of recent	
	departures/resignations. We may also seek someone with social media or	
	similar experience/background.	pchaing@gmail.com
	Have we satisfied the residents as to their needs?	Anonymous
Are th	e criteria to be a Director of Pathway Homes appropriate for the current is	
	Answer	Respondent
1	do not think the criteria are clear.	Anonymous
	believe there should be a greater emphasis on both ensuring the financial	
ł	nealth of the organization as well as on representing the interests of	
	consumers/individuals served.	pchaing@gmail.com
	am very proud of our Board, potentially having the skills to tackle any	
	problems.	Anonymous
	identification, selection and nomination process for Directors appropriate	
	Answer	Respondent
٦	The selection and nomination process seem fine to me; we could use a better	•
	approach for identification.	Anonymous
۱	We need to start grooming the next director	daraaldridge@mail.com
	We could be more targeted in our approach vs reaching out to people in our	
	mmediate networks.	maikoashby@gmail.com
ŀ	Have a broacher containing new member qualifications.	Anonymous
	the Board have the right Committee structure? - Comments	
	Answer	Respondent
1	Need of a Nomination Committee.(Not a new issue.)	Anonymous
		Comments
	Answer	Respondent
]	No Responses]	
	the Board exhibit strong relationships and trust among Directors? - Com	ments
	Answer	Respondent
]	No Responses]	·
	the Board have the appropriate number of meetings per year? - Commen	nts
	Answer	Respondent
١	When some fast breaking issues come up, there should be a special board	
	en en stienen en lle el meste en ste en sue isin en un sil ste en enne el le en el mene stiene.	
r	neeting called rather than waiting until the normal board meeting.	j.ross33@verizon.net
	ě ě ě	-
I	think we should be movign towards monthly or bi-monthly meetings	j.ross33@verizon.net dgray@cgglawyers.com
	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more	dgray@cgglawyers.com
l I V	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings.	dgray@cgglawyers.com Anonymous
l l v Does t	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more	dgray@cgglawyers.com Anonymous ? - Comments
I V Does t	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings. the Board receive adequate materials in advance of meetings of the Board	dgray@cgglawyers.com Anonymous
               	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings. the Board receive adequate materials in advance of meetings of the Board Answer No Responses]	dgray@cgglawyers.com Anonymous ? - Comments
Does t	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings. the Board receive adequate materials in advance of meetings of the Board Answer No Responses] ou satisfied with the content of Board meetings? - Comments	dgray@cgglawyers.com Anonymous ? - Comments Respondent
Does t	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings. the Board receive adequate materials in advance of meetings of the Board Answer No Responses]	dgray@cgglawyers.com Anonymous ? - Comments
I I V Does t Are yo	think we should be movign towards monthly or bi-monthly meetings think we should have more frequent meetings; either that, or delegate more work to committees that meet prior to board meetings. the Board receive adequate materials in advance of meetings of the Board Answer No Responses] ou satisfied with the content of Board meetings? - Comments	dgray@cgglawyers.com Anonymous ? - Comments Respondent

I wouldn't mind additional data/background in the materials. Much of what we	
•	n ah aire a 🖓 arra ail a ann
cover is very high-level summary.	pchaing@gmail.com
Are you satisfied with the quality of the presentations to the Board? - Commen	
Answer	Respondent
[No Responses]	
Is there sufficient time at Board meetings for the presentation and full discussion	-
Answer	Respondent
Run over if the subject is important.	Anonymous
Is the time at Board meetings utilized effectively? - Comments	
Answer	Respondent
Sometimes side discussions take up too much time. The board president	
needs to curtail the side discussions.	j.ross33@verizon.net
Sylisa does a good job keeping on agenda but the topic of conversation often	
diverges on tangents.	pchaing@gmail.com
Does the Board have open and constructive deliberations? - Comments	
Answer	Respondent
[No Responses]	
Is the Board well prepared for Board meetings? - Comments	•
Answer	Respondent
Each board member needs to read in detail the information provided ahead of	
time. It is evident that not all board members have prepared themselves with	
the provided material.	j.ross33@verizon.net
Does the member have the necessary paper work?	Anonymous
Is the delegation of business from the Board to its Committees appropriate? -	
Answer	Respondent
I don't ever recall any delegation of business to the committees at a board	
meeting. What usually happens is that the committee reports on their efforts.	j.ross33@verizon.net
I think we should be doing most of the board's work in committee, keeping the	Jirobooole vonzoninot
board meetings fairly top-level.	dgray@cgglawyers.com
	agia y Coggia wyci 5.00m
When there are events for the public we should receive flyers via e-mail so that	
When there are events for the public we should receive flyers via e-mail so that we can print them and distribute them	
we can print them and distribute them	daraaldridge@mail.com
we can print them and distribute them Do Committee reports give the appropriate amount of information to the Board	daraaldridge@mail.com ? - Comments
we can print them and distribute them Do Committee reports give the appropriate amount of information to the Board Answer	daraaldridge@mail.com
we can print them and distribute them Do Committee reports give the appropriate amount of information to the Board Answer [No Responses]	daraaldridge@mail.com ? - Comments Respondent
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently	daraaldridge@mail.com ? - Comments Respondent ? - Comments ? - Comments
we can print them and distribute them Do Committee reports give the appropriate amount of information to the Board Answer [No Responses]	daraaldridge@mail.com ? - Comments Respondent
we can print them and distribute them Do Committee reports give the appropriate amount of information to the Board Answer [No Responses] Is there sufficient time/opportunity for outside Directors to meet independently Answer	daraaldridge@mail.com ? - Comments Respondent ? - Comments Respondent
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway         Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         Does the Board agree on a common vision and mission for Pathway Homes? -         [No Responses]	daraaldridge@mail.com   ? - Comments   Respondent   ? - Comments   Respondent   j.ross33@verizon.net   dgray@cgglawyers.com   initiatives and direction? -   Respondent   j.ross33@verizon.net   Comments   Respondent
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? - Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway         Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway         Answer         The Board does not appear to have a very active or hands-on approach - which	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway Answer	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway         Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway         Answer         The Board does not appear to have a very active or hands-on approach - which	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         THere is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway         Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? -         Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway         Answer         [No Responses]         Is the Board does not appear to have a very active or hands-on approach - which is fine, depending on how the Board is supposed to assist the organization.	daraaldridge@mail.com
we can print them and distribute them         Do Committee reports give the appropriate amount of information to the Board         Answer         [No Responses]         Is there sufficient time/opportunity for outside Directors to meet independently         Answer         Not sure who is an outside Director. Therefore, cannot answer this question.         There is ample time, but in practice this does not occur.         Is the Board adequately involved in determination of Pathway Homes' strategic         Answer         The Board is not involved in the determination, but approves what Pathway Homes provides for approval.         Does the Board agree on a common vision and mission for Pathway Homes? - Answer         [No Responses]         Is the Board effective in monitoring management's implementation of Pathway         Answer         [No Responses]         Is the Board does not appear to have a very active or hands-on approach - which is fine, depending on how the Board is supposed to assist the organization. However, to answer the question, I believe the Board relies heavily on the	daraaldridge@mail.com         ? - Comments         Respondent         ? - Comments         Respondent         j.ross33@verizon.net         dgray@cgglawyers.com         initiatives and direction? -         Respondent         j.ross33@verizon.net         Gomments         Respondent         j.ross33@verizon.net         Comments         Respondent         Homes' strategic plan? -         Respondent

Answer	Respondent	
I am very proud of our Board, potentially having the skills to tackle any		
problems.	Anonymous	
Is the Board kept effectively informed about Pathway Homes' operating/final		
Answer	Respondent	
When we are tight on funds we should be notified	daraaldridge@mail.com	
Have a broacher containing new member qualifications.	Anonymous	
Is the Board kept effectively informed about management or leadership deve		
Answer	Respondent	
Need of a Nomination Committee.(Not a new issue.)	Anonymous	
Are you satisfied with the CEO performance review process? - Comments		
Answer	Respondent	
[No Responses]		
Is the Board knowledgeable about competitive factors and market forces fac	cing Pathway Homes? -	
Answer	Respondent	
[No Responses]		
Is the Board kept effectively informed about merger and acquisition discuss	ions and does the Board	
Answer	Respondent	
To my knowledge , this is not applicable.	Anonymous	
This might be a "not applicable."	pchaing@gmail.com	
Is the Board prepared to handle a crisis situation? - Comments		
Answer	Respondent	
I don't think so. What is lacking a plan for handling such a situation.	j.ross33@verizon.net	
What kind of crisis?	szywokar@gmu.edu	
Does the Board feel assured that management has implemented effective co		
Answer	Respondent	
[No Responses]		
Does the Board feel assured that appropriate governance practices are esta	blished and implemented? -	
Answer	Respondent	
I am not sure	szywokar@gmu.edu	
Does the Board encourage a culture of candid communication and discipline	ed decision making? -	
Answer	Respondent	
[No Responses]		
Are there open lines of communication and constructive interaction between		
Answer	Respondent	
[No Responses]		
Is the Board sufficiently supportive of management? - Comments		
Answer	Respondent	
[No Responses]		
Does the Board foster a performance-oriented culture that rewards performa		
Answer	Respondent	
[No Responses]		
Does the Board feel that visits to Pathway Homes' facilities are sufficient to		
Answer	Respondent	
Need more Board visits to Pathway Homes facilities.	j.ross33@verizon.net	
We need to visit the older homes, not just the brand new ones.	daraaldridge@mail.com	
Advocating to support the agency's growth and development Comments		
Answer	Respondent	
[No Responses]		
Business model advancement and value creation Comments		
Answer	Respondent	
Not really sure about this one	daraaldridge@mail.com	
I am not sure		
	daraaldridge@mail.com	

I am not sure	szywokar@gmu.edu
Growth and development Comments	
Answer	Respondent
[No Responses]	· · ·
Board Development Comments	
Answer	Respondent
Need to more Board members around to the various committees rather than	
being on a committee for an extended time.	j.ross33@verizon.net
We need to be more involved and increase in size	daraaldridge@mail.com
6. Priority Setting: I believe the Board should focus on the following priorities	
Answer	Respondent
Reducing the length of time an individual is on the waiting list for Pathway	
Homes.	j.ross33@verizon.net
I think we need to energize our committees, appropriately staff them, and	-
provide guidance on tasks. The Philanthropy Committee is a definite success	
story in terms of doing hard developmental work and coming to the board with	
action items.	Anonymous
Conditions of the properties. We need to make sure that our properties are in	
good condition before we purchase new properties	daraaldridge@mail.com
Development and fundraising	
Board recruitment	maikoashby@gmail.com
Fundraising/financial health, exploring partnership opportunities	pchaing@gmail.com
Philanthropy, Board Development, strategic plan review	szywokar@gmu.edu
7. Is (are) there any other change(s) that would improve the Board's effectivene	ess that you would
Answer	Respondent
A board meeting or two outside of Pathway Homes for self discussion without	
Pathway Homes president.	j.ross33@verizon.net
I think that if we are to really make a play for top-quality board members, we	
need to invest in a better meeting space.	Anonymous
Go visit the properties.	daraaldridge@mail.com
Additional training on important issues, more exposure to the day to day	
operations of the organization	pchaing@gmail.com
Now that i am involved in a committee, I feel more connected with Board	
activities	
I am not sure if all of our Board members are active on committees but I	
believe this improves the Board's effectiveness.	szywokar@gmu.edu

#### Themes identified by facilitator after review of board self-assessment survey

- a) Content of Board Meetings
- b) Content of Committee meetings vs. board meetings
- c) Number of board meetings
- d) One special board meeting
- e) Priority setting question (Q6)
- f) Changes for greater board effectiveness (Q7)
- g) Pathway Homes Facilities tours
- h) Business model advancement and value creation
- i) Need a nomination committee
- j) Strategic plan relate to board meetings
- k) Financial oversight by board
- 1) Understanding competition
- m) Merger and acquisition
- n) How to handle a crisis



## Serving the Northern Virginia Region Since 1980

# AGENCY HIGHLIGHTS

- Received Commonwealth of Virginia Governor's Award of \$500,000.
- Awarded the HUD Samaritan Bonus Project.
- Ranked 28th on The NonProfit Times' 50 Best Non Profits to Work For in 2013 List.
- Finalist, Fairfax County Chamber of Commerce Best Non-Profit.
- Recognized by the Virginia Employer Support of the Guard and Reserve Joint Force Headquarters for its employment policies in support of employees (past, present and future) who also serve in the National Guard and Reserve Forces in Virginia.
- Received 3-year re-accreditation from CARF in recognition of the organization and its programs for superior standards.
- Pathways' Cultural Competency and Diversity Committee hosted the first Health and Wellness Fair in Spring 2013.



- Pathway Homes partnered with the Fairfax County Office to Prevent and End Homelessness for the 100,000 Homes Campaign.
- Opened two new consumer-directed homes, more than doubling the program's capacity to serve homeless veterans.
- Expanded the Supported Housing Program (SHP) to serve 24 individuals with a history of homelessness.
- Acquisition and development of three new homes to provide permanent housing for an additional nine individuals.



# PERFORMANCE IMPROVEMENT OUTCOMES Service Delivery

- 98% remained in permanent housing.
- 86% engaged in a productive daily activity.
- **18%** were employed at least part-time.
- **7%** were hospitalized for psychiatric reasons.
- 0.25% were incarcerated.

#### **Business Functions**

- **100%** of program services met all applicable regulatory requirements.
- **97%** of consumers reported overall satisfaction with the services they receive.
- **94%** of consumers would refer someone else to Pathways for housing and services.

# WHO WE SERVE A VETERAN'S STORY

A thways helps many individuals like Roger, who lost his job and ended up on the street. He shares, "... the simple things became a challenge food, clothing and a shower became the priority. It was hard to think beyond these simple things to figure a way out of this situation." Every day was a battle to get to the next. Individuals like Roger don't choose to be homeless. It happens step by step as they lose a connection to the community. A period of unemployment becomes a long period of joblessness, then homelessness and despair.

Roger shared that he spent time in shelters and appreciated the gift of food, a bed and a shower; however, it didn't provide him with a viable long-term solution. He said he met many folks who were deeply hurting and had lost hope. He was also hurting, but knew he needed to keep working to find a way. As a veteran, he was able to connect

with Debbie who worked for an organization that helps homeless veterans. He credits Debbie with introducing him to Pathways. With a stable home, encouragement and services, he now plans to obtain his commercial driver license, get a job and a place of his own—independence!

During this period of homelessness he kept remembering the words of his mother:

#### "Don't look down on a person unless you are giving a hand to help them up."

His advice to those wanting to give that hand "... understand that individuals you see on the streets are hurting, they may not say so, but they are and need help." Roger is now successfully housed in a Pathways' consumer-directed program where he continues to work on his recovery and is taking steps to even greater independence every day.



# Age Distribution by Gender





# Financials

CohnReznick, a national Certified Public Accounting firm, performed audits as of June 30, 2013 for the Pathway Group, which includes Pathway Homes, Inc., Pathways Living, Inc., Pathway Options, Inc. and Pathway Visions, Inc. A summary of the Financial Statement is presented here.







# **Housing and Services Provided**





SUPPORT AND REVENUE	
Government Grants and Contracts	\$8,188,605
Fees and Rents	1,226,454
Contributions	160,220
Interest and Dividends	16,217
Total Support and Revenue	\$9,591,496
EXPENSES	
Program Services	
24 Hour Residential Facilities	\$2,579,963
Supported Residential Facilities	4,656,270
Total Program Services	<u>\$7,236,233</u>
Management and General	\$1,788,341
Fund-raising and Development	18,347
Total Expenses	\$9,042,921
Change in net assets	\$ 550,961
Net Assets at the Beginning of the Year	7,075,104
Net Assets at the End of the Year	\$7,626,065
A summary from the Audited Financial Statement for	fiscal year

A summary from the Audited Financial Statement for fiscal year ending June 30, 2013 as prepared by CohnReznick.
# PIVOTAL CHANGES: MAINTAINING THE PATH



his past year has given cause for celebration and increased resilience. Similarly, our mission celebrates the resilience of recovery: embracing an attitude of hope, self-determination and partnering with each

individual on their personal journey toward achieving self-fulfillment and realizing their dreams. We continue to strive to provide individuals with mental illness and cooccurring disabilities a variety of non-timelimited housing and services to enable them to realize their individual potential.

During the year we refined our paths to accomplish our mission by successfully providing housing and support services, expanding our housing stock through acquisition and development, and providing education to stakeholders while advocating for those we serve. We recognize that the success of our agency is fueled by the strengths of our partnerships, flexibility in our services, and the creative spirit that is required to keep us competitive and a complement to our community.

This past year has provided us with opportunities to partner with community supporters through some of the many challenges of sequestration, pending Medicaid reductions, and ongoing work to eradicate homelessness. Because of individuals and corporations like you, we have been able to demonstrate the resilience to maintain our collective course to promote the recovery of those we serve, while celebrating the expansion of services, and the provision of non-timelimited housing to our veterans in need of housing and supports.

In this report you will find a personal story of recovery, information about our service growth and capacity, service impact, and financial highlights. We acknowledge and thank our government, corporate, and individual sponsors who make this very important work possible.

Pathways remains dedicated to the principle that housing is a right not a privilege, and to the provision of best practice models of care. We invite you to be a part of an exciting journey in the years to come as we continue in our role as a non-time-limited housing-first and recovery-based provider.

On behalf of the individuals that we so proudly serve, staff, and our Board of Directors, I express heartfelt thanks to all of you for being such an important part of us fully realizing our mission!

Sylisa Lambert-Woodard, EdD, LCSW, LSATP, MAC

President and Chief Executive Officer

# PARTNERS IN QUALITY

athways is committed to using a best-practice model of care approach. As a licensed mental health service provider, we are subject to a range of external audits throughout the year and successfully completed reviews by the following:

- Annual Financial Audit
- Commission on Accreditation of Rehabilitation Facilities (CARF)
- Consolidated Community Funding Pool (CCFP)
- Department of Behavioral Health and Disability Services (DBHDS)
- Department of Medical Assistance Services (DMAS)
- Department of Social Services (DSS)
- Fairfax County Health Department

- Department of Housing and Urban Development (HUD)
- Fairfax County Continuum of Care (CoC)
- Fairfax County Department of Housing and Community Development (DHCD)
- Fairfax County Office to Prevent and End Homelessness (OPEH)
- Fairfax-Falls Church Community Services Board (CSB)

## OUR MISSION

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

#### PATHWAY HOMES, INC.

10201 Fairfax Boulevard, Suite 200 Fairfax, VA 22030-2209 (703) 876-0390 Fax (703) 876-0394 www.pathwayhomes.org E-mail: info@pathwayhomes.org

#### Leadership

Sylisa Lambert-Woodard, EdD, LCSW, LSATP, MAC President & Chief Executive Officer

Brenda Brennan Vice President for Finance

Lauren Fox, LCSW Vice President for Clinical Services

Sherry Meyers, LCSW Vice President for Clinical Services

Anita Robinson, LCSW Vice President for Clinical Services

Eleanor Vincent, EdD, CSAC Vice President for Operations

## BOARD OF DIRECTORS

Daniel Gray, *Chairman* Jennifer McKenzie, *Vice-Chair* Tom Rowe, *Secretary/Treasurer* Dara Aldridge Maiko Ashby Patrick Chaing Emil Franks Jennifer Judelsohn, LCSW Angie Lathrop Jim Ross Sue Zywokarte



LEARN MORE ABOUT THE AGENCY AND WHO WE SERVE AT OUR MONTHLY STEPS TO PATHWAYS INFORMATION SESSIONS. SCAN THE CODE TO REGISTER FOR AN UPCOMING DATE!

# For the sake of what?

Does this move us in the direction of our mission?

Is this the best use of resources?

Is this the direction we said we want to go?

## Our Mission:

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

## PATHWAYS LIVING, INC.

Mary Baldwin Dr. & Huntington Ave. Four three-bedroom homes for six men and six women



# **Board of Directors**

Monday, October 14, 2013

- 8:45 Call to Order
- 8:50 Approval of Minutes of Meeting April 8, 2013\*
- 8:55 CEO's Report Dr. Sylisa Lambert-Woodard
- 9:00 Treasurer's Report Brenda Brennan
- 9:05 Chairperson's Report and Comments
- 9:10 Committee Reports 1. Board Development —2013 Nominations
- 9:15 Old Business
- 9:20 New Business
- 9:25 Announcements
- 9:30 Adjournment
- \* Materials Enclosed in Packet

## **PATHWAYS LIVING, INC.** (Mary Baldwin Drive & Huntington Avenue) Four three-bedroom homes for six men and six women

## Minutes of the Meeting of the Board of Directors April 8, 2013

The semi-annual meeting of the Board of Directors was held on April 8, 2013. The meeting was called to order by Chairman, Dan Gray at 8:35 p.m. The following individuals were present and participated throughout the meeting:

### **MEMBERS**

Dan Gray, Chair Jennifer McKenzie, Vice-Chair Tom Rowe, Secretary & Treasurer Dara Aldridge Maiko Ashby Patrick Chaing Emil Franks Jennifer Judelsohn Jim Ross

## **STAFF**

Sylisa Lambert-Woodard, President & CEO Brenda F. Brennan, V.P. for Finance Eleanor Vincent, V.P. for Operations Anna Smith, Director of Development and Major Gifts

The following individuals notified the office or other Board Members that they would not be present for this meeting: Sue Zywokarte, Angie Garcia Lathrop (potential Board Member)

## **MINUTES**

After review by the Directors, Jim Ross made a motion to approve the minutes of the October 1, 2012 meeting. This was seconded by Maiko Ashby and approved unanimously.

CEO REPORT - Sylisa Lambert-Woodard

Sylisa had previously distributed to the Board the Addendum to Board Agenda.

TREASURER'S REPORT - Brenda Brennan

Nothing new

CHAIRPERSON'S REPORT - Dan Gray

There was no report.

## **COMMITTEE REPORTS**

## A. **<u>BOARD DEVELOPMENT</u>** – Dan Gray

On behalf of the Board Nominating Committee, Dan stated the due to her absence, the Board would entertain a motion to elect Angie Lathrop to the Board during the October 2013 meeting. Additionally, Dan announced that the Board retreat will be held on October 7, 2013, the date on which the Annual meeting is scheduled to be held, and the Board suggested moving the meeting to October 14, 2013.

Dan called for a motion to extend the terms of the following Board members to October 2013 in accordance with the amendment to the by-laws passed at the April 2012 meeting:

Dara Aldridge Maiko Ashby Emil Franks

A motion was made by Jim Ross and seconded by Tom Rowe. It was approved unanimously.

### **OLD BUSINESS**

There was no old business.

#### **NEW BUSINESS**

There was no new business.

## **ANNOUNCEMENTS**

There were no announcements.

There being no further business Emil Franks made a motion to adjourn the meeting. This was seconded by Jim Ross.

The meeting was adjourned at 8:40 p.m.

Respectfully submitted,



## PATHWAY LIVING, INC. BOARD OF DIRECTORS

## **REPORT OF THE NOMINATING COMMITTEE**

The Nominating Committee of the Board of Directors of Pathway Homes is pleased to recommend the nomination of the following slate of officers for the October 2013 – October 2014 Year:

Chairperson – Dan Gray

Vice-Chairperson – Jennifer McKenzie

Treasurer – Tom Rowe

Submitted By:

Secretary/Treasurer



In addition, the committee recommends the re-election of the following Board members for a three-year term, which will expire in October 2016:

Dara Aldridge

Maiko Ashby

Emil Franks

Submitted By:

Secretary/Treasurer

And, in accordance with the amendment to the by-laws passed at the April 2012 meeting, the Nominating Committee of the Board of Directors of Pathway Homes recommends the extension of the January 2011 – April 2014 term of the following Director until the next Annual Board meeting in October 2014:

Jennifer Judelsohn, LCSW

Submitted By:

Secretary/Treasurer

# For the sake of what?

Does this move us in the direction of our mission?

Is this the best use of resources?

Is this the direction we said we want to go?

# Our Mission:

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

## PATHWAY OPTIONS, INC.

Blake Lane One three-bedroom townhouse for three men



## **Board of Directors** Monday, October 14, 2013

- 9:30 Call to Order
- 9:35 Approval of Minutes of Meeting April 8, 2013\*
- 9:40 CEO's Report Dr. Sylisa Lambert-Woodard
- 9:45 Treasurer's Report Brenda Brennan
- 9:50 Chairperson's Report and Comments
- 9:55 Committee Reports 1. Board Development —2013 Nominations
- 10:00 Old Business
- 10:05 New Business
- 10:10 Announcements
- 10:15 Adjournment
- \* Materials Enclosed in Packet

## **PATHWAYS OPTIONS, INC.**

(Blake Lane) One three-bedroom townhouse for three men

## Minutes of the Meeting of the Board of Directors April 8, 2013

The semi-annual meeting of the Board of Directors was held on April 8, 2013. The meeting was called to order by Chairman, Dan Gray at 8:40 p.m. The following individuals were present and participated throughout the meeting:

#### **MEMBERS**

Dan Gray, Chair Jennifer McKenzie, Vice-Chair Tom Rowe, Secretary & Treasurer Dara Aldridge Maiko Ashby Patrick Chaing Emil Franks Jennifer Judelsohn Jim Ross

## <u>STAFF</u>

Sylisa Lambert-Woodard, President & CEO Brenda F. Brennan, V.P. for Finance Eleanor Vincent, V.P. for Operations Anna Smith, Director of Development and Major Gifts

The following individuals notified the office or other Board Members that they would not be present for this meeting: Sue Zywokarte, Angie Garcia Lathrop (potential Board Member)

#### **MINUTES**

After review by the Directors, Jim Ross made a motion to approve the minutes of the October 1, 2012 meeting. This was seconded by Tom Rowe and approved unanimously.

#### CEO REPORT - Sylisa Lambert-Woodard

Sylisa had previously distributed to the Board the Addendum to Board Agenda.

## TREASURER'S REPORT - Brenda Brennan

Brenda noted that the original 20-year contract for this contract expired in September. Pathway Homes did not need to increase the subsidy; it remains the same. Now, the contract is on annual renewals. Typically, such a contract requires COLAs, but this particular contract has excess cash at the end of each

year. Dara asked if the annual renewals put us at risk. Brenda explained that this guaranteed renewal because the program is Permanent Supportive Housing.

## CHAIRPERSON'S REPORT – Dan Gray

There was no report.

## **COMMITTEE REPORTS**

## A. **<u>BOARD DEVELOPMENT</u>** – Dan Gray

On behalf of the Board Nominating Committee, Dan stated the due to her absence, the Board would entertain a motion to elect Angie Lathrop to the Board during the October 2013 meeting. Additionally, Dan announced that the Board retreat will be held on October 7, 2013, the date on which the Annual meeting is scheduled to be held, and the Board suggested moving the meeting to October 14, 2013.

Dan called for a motion to extend the terms of the following Board members to October 2013 in accordance with the amendment to the by-laws passed at the April 2012 meeting:

Dara Aldridge Maiko Ashby Emil Franks

A motion was made by Jim Ross and seconded by Tom Rowe. It was approved unanimously.

## **OLD BUSINESS**

There was no old business.

#### NEW BUSINESS

There was no new business.

#### **ANNOUNCEMENTS**

There were no announcements.

There being no further business Jennifer McKenzie made a motion to adjourn the meeting. This was seconded by Emil Franks.

The meeting was adjourned at 8:45 p.m.

Respectfully submitted,



## PATHWAY OPTIONS, INC. BOARD OF DIRECTORS

## **REPORT OF THE NOMINATING COMMITTEE**

The Nominating Committee of the Board of Directors of Pathway Homes is pleased to recommend the nomination of the following slate of officers for the October 2013 – October 2014 Year:

Chairperson – Dan Gray

Vice-Chairperson – Jennifer McKenzie

Treasurer – Tom Rowe

Submitted By:

Secretary/Treasurer



In addition, the committee recommends the re-election of the following Board members for a three-year term, which will expire in October 2016:

Dara Aldridge

Maiko Ashby

Emil Franks

Submitted By:

Secretary/Treasurer

And, in accordance with the amendment to the by-laws passed at the April 2012 meeting, the Nominating Committee of the Board of Directors of Pathway Homes recommends the extension of the January 2011 – April 2014 term of the following Director until the next Annual Board meeting in October 2014:

Jennifer Judelsohn, LCSW

Submitted By:

Secretary/Treasurer

## For the sake of what?

Does this move us in the direction of our mission?

Is this the best use of resources?

Is this the direction we said we want to go?

## Our Mission:

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

## PATHWAY VISIONS, INC.

Arlington Blvd, Colts Neck, Locust and Mosby Woods Four two-bedroom condominiums for four men and four women



## **Board of Directors** Monday, October 14, 2013

- 10:15 Call to Order
- 10:20 Approval of Minutes of Meeting April 8, 2013\*
- 10:25 CEO's Report Dr. Sylisa Lambert-Woodard
- 10:30 Treasurer's Report Brenda Brennan
- 10:35 Chairperson's Report and Comments
- 10:40 Committee Reports 1. Board Development —2013 Nominations
- 10:45 Old Business
- 10:50 New Business
- 10:55 Announcements
- 11:00 Adjournment
- \* Materials Enclosed in Packet

## **PATHWAYS VISIONS, INC.** (Arlington Blvd., Colts Neck, Locust & Mosby Woods) Four two-bedroom condominiums for four men and four women

## Minutes of the Meeting of the Board of Directors April 8, 2013

The semi-annual meeting of the Board of Directors was held on April 8, 2013. The meeting was called to order by Chairman, Dan Gray at 8:45 p.m. The following individuals were present and participated throughout the meeting:

#### **MEMBERS**

Dan Gray, Chair Jennifer McKenzie, Vice-Chair Tom Rowe, Secretary & Treasurer Dara Aldridge Maiko Ashby Patrick Chaing Emil Franks Jennifer Judelsohn Jim Ross

## **STAFF**

Sylisa Lambert-Woodard, President & CEO Brenda F. Brennan, V.P. for Finance Eleanor Vincent, V.P. for Operations Anna Smith, Director of Development and Major Gifts

The following individuals notified the office or other Board Members that they would not be present for this meeting: Sue Zywokarte, Angie Garcia Lathrop (potential Board Member)

## **MINUTES**

After review by the Directors, Jennifer Judelsohn made a motion to approve the minutes of the October 1, 2012 meeting. This was seconded by Emil Franks and approved unanimously.

CEO REPORT - Sylisa Lambert-Woodard

Sylisa had previously distributed to the Board the Addendum to Board Agenda.

TREASURER'S REPORT - Brenda Brennan

There was no report.

CHAIRPERSON'S REPORT - Dan Gray

There was no report.

## **COMMITTEE REPORTS**

## A. **<u>BOARD DEVELOPMENT</u>** – Dan Gray

On behalf of the Board Nominating Committee, Dan stated the due to her absence, the Board would entertain a motion to elect Angie Lathrop to the Board during the October 2013 meeting. Additionally, Dan announced that the Board retreat will be held on October 7, 2013, the date on which the Annual meeting is scheduled to be held, and the Board suggested moving the meeting to October 14, 2013.

Dan called for a motion to extend the terms of the following Board members to October 2013 in accordance with the amendment to the by-laws passed at the April 2012 meeting:

Dara Aldridge Maiko Ashby Emil Franks

A motion was made by Tom Rowe and seconded by Dara Aldridge. It was approved unanimously.

### **OLD BUSINESS**

There was no old business.

#### **NEW BUSINESS**

There was no new business.

#### **ANNOUNCEMENTS**

There were no announcements.

There being no further business Jennifer Judelsohn made a motion to adjourn the meeting. This was seconded by Emil Franks.

The meeting was adjourned at 8:50 p.m.

Respectfully submitted,



## PATHWAY VISIONS, INC. BOARD OF DIRECTORS

## **REPORT OF THE NOMINATING COMMITTEE**

The Nominating Committee of the Board of Directors of Pathway Homes is pleased to recommend the nomination of the following slate of officers for the October 2013 – October 2014 Year:

Chairperson – Dan Gray

Vice-Chairperson – Jennifer McKenzie

Treasurer – Tom Rowe

Submitted By:

Secretary/Treasurer



In addition, the committee recommends the re-election of the following Board members for a three-year term, which will expire in October 2016:

Dara Aldridge

Maiko Ashby

Emil Franks

Submitted By:

Secretary/Treasurer

And, in accordance with the amendment to the by-laws passed at the April 2012 meeting, the Nominating Committee of the Board of Directors of Pathway Homes recommends the extension of the January 2011 – April 2014 term of the following Director until the next Annual Board meeting in October 2014:

Jennifer Judelsohn, LCSW

Submitted By:

Secretary/Treasurer

# For the sake of what?

Does this move us in the direction of our mission?

Is this the best use of resources?

Is this the direction we said we want to go?

## Our Mission:

Pathway Homes embodies the spirit of recovery: embracing an attitude of hope, self-determination and partnering with each individual on their personal journey toward achieving self-fulfillment and realizing their dreams.

We fulfill our mission by making available to individuals with mental illness and co-occurring disabilities a variety of non-time-limited housing and services to enable them to realize their individual potential.

## PATHWAY RECOVERY, INC.

Community Housing and Development Organization (CHDO)

**Board of Directors** Monday, October 14, 2013

- 11:00 Call to Order
- 11:05 Approval of Minutes of Meeting April 8, 2013\*
- 11:10 CEO's Report Dr. Sylisa Lambert-Woodard
- 11:15 Treasurer's Report Brenda Brennan
- 11:20 Chairperson's Report and Comments
- 11:25 Committee Reports 1. Board Development —2013 Nominations
- 11:30 Old Business
- 11:35 New Business
- 11:40 Announcements
- 11:45 Adjournment
- \* Materials Enclosed in Packet



## PATHWAY RECOVERY, INC. (Community Housing Development Organization) Minutes of the Meeting of the Board of Directors April 8, 2013

The semi-annual meeting of the Board of Directors was held on April 8, 2013. The meeting was called to order by Chairman, Dan Gray at 8:55 p.m. The following individuals were present and participated throughout the meeting:

### **MEMBERS**

## **STAFF**

Daniel Gray, Chairman	Sylisa Lambert-Woodard, President/CEO
Jennifer McKenzie,	
Vice-Chair/Secretary & Treasurer	Lauren Pollet, Technology and QA Manager

The following individual notified the office or other Board Members that she would not be present for this meeting: Sue Zywokarte.

## **MINUTES**

Ron moves to approve the minutes of the October 1, 2012 meeting. This was seconded by Jennifer and unanimously approved.

## CEO REPORT -Sylisa Lambert-Woodard

Sylisa has nothing to add in addition to the previously-distributed Addendum to the Board Agenda.

#### TREASURER'S REPORT - Sylisa Lambert-Woodard

On behalf of Brenda Brennan, Sylisa reported that there was nothing to add in addition to the previously-distributed Treasurer's Report.

## CHAIRPERSON'S REPORT - Dan Gray

No report.

## **COMMITTEE REPORTS**

No report.

## OLD BUSINESS -

There was no OLD business.

### <u>NEW BUSINESS</u> –

There was no new business.

#### ANNOUNCEMENTS

There were no announcements.

## **ADJOURNMENT**

There being no further business, Jennifer made a motion to adjourn the meeting. This was seconded by Dan and unanimously approved.

The meeting was adjourned at 8:57 p.m.

Respectfully submitted,



## PATHWAY RECOVERY, INC. BOARD OF DIRECTORS

## **REPORT OF THE NOMINATING COMMITTEE**

The Nominating Committee of the Board of Directors of Pathway Homes is pleased to recommend the nomination of the following slate of officers for the October 2013 – October 2014 Year:

Chairperson – Dan Gray

Vice-Chairperson & Secretary/Treasurer – Jennifer McKenzie

Submitted By:

Secretary/Treasurer

