

# Portal Rescue Incorporated Board Meeting

## August 14, 2007

### 1.0 Meeting was called to order at: 7:02 pm

Present were: Maya Decker, President Rick Beno, Vice President

Jeff Gee, EMS Chief Dennis McAvoy, Fire Chief  
Robert Ward Ken Joens  
David Johnson Jim Algots

**2.0 Adoption of Agenda:** Jeff Gee motioned, seconded by Rick Beno to adopt agenda without changes. Passed

**3.0 Acceptance/Correction of Minutes for July 18, 2007:** Accepted without changes.

### 4.0 Reports

4.1 President: Maya Decker

A thank-you note was read by Maya that was written to the EMTs. Maya stated that this is what Portal Rescue is all about.

Review of Roberts Rules of Order. If you have questions about reports or agenda items please raise your hand and wait to be acknowledged by the Chair. Rick will Chair if Maya needs to speak. Please keep questions or remarks to 1 or 2 minutes.

#### 4.2 Treasurer's Report: Maya Decker, Treasurer pro tem – Financial Report

- Year to date (7/31/07) Revenue is \$19,172.26. 43% of budgeted income.
- Year to date (7/31/07) Expenses are \$26,168.10. 49% of budgeted expenses.
- Community members are encouraged to attend monthly meetings where the budget is discussed. If you want a copy, please request it from Maya. Her email address is: Kingfisher@vtc.net
- One of the priorities set by the focus groups and surveys of the community in 2006 was to get more EMTs and Firefighters and more training for them. This requires more expenses.

#### 4.3 EMS Chief: Jeff Gee

- Eight EMTs attended the Satnet Trauma Conference in Tucson on August 8<sup>th</sup> & 9<sup>th</sup>. They received 12 hours of CE's. Thank you for donating your time to attend. Portal Rescue received two new CPR manikins from the SATNET staff. SATNET also offered scholarships for some of the EMTs.
- Thank you, Pete Miller, who was cutting weeds and grass amid the hundreds of gnats.
- Three EMS calls have been responded to since the last Board Meeting.
- E.T. Collinsworth and Jeff Gee have been doing ride-alongs with Douglas Ambulance in order to continue to keep up their IV certifications.
- The next EMT meeting is Saturday, August 25<sup>th</sup> at 9am. Topics of training are: triage, mass casualty, fast packs, trauma and IV support. Ideas for the new ambulance requirements and committee will also be discussed.

#### **4.4 Fire Chief: Dennis McAvoy**

- Eleven members attended the July 21<sup>st</sup> meeting.
  - Four members attended the July 29<sup>th</sup> Fireline Safety Refresher Training.
    - Five of the eight EMTs that attended SATNET are also Fire Fighters.
      - Four of those five are Board members giving of their time to help make Portal Rescue the department that is has become.
    - Twelve Fire Fighters will be attending Arizona State Fire School in Mesa on September 6-9, 2007. Portal Rescue has obtained two scholarships. We have also received a grant from Arizona State Land Department (ASLD) for \$3,650 to help pay for the other fire fighters. Those attending have charged the \$95 registration fee to personal credit cards. Reimbursement forms and copies of registration will be turned in so they can be reimbursed as soon as possible.
- Checks have been received for four of the fires that had been submitted for payment to ASLD. The total is \$20,133.62.
  - The next meeting is August 26<sup>th</sup>, 1pm at the Portal Rescue building.
    - Cochise County Health Department came to Portal to issue Fire/EMS cards. The cards will soon be required by Homeland Security. CCHD provided the \$25 cards at no cost to Portal Rescue.
    - On October 20<sup>th</sup> Portal Rescue will sponsor the Wills for Heroes Program. Attorneys from Tucson will come to Portal to write wills for all fire fighters and EMTs that request the service. The program is a service of the 100 Club of Arizona and is provided at no cost.
    - All fire fighters and EMTs must have completed NIMS 100 & NIMS 700 courses by September 30<sup>th</sup>.

#### **5.0 Ambulance Search Committee**

A donation for \$18,500 was made with the stipulation that it go toward a new ambulance. Jeff has been receiving brochures and bids. We can possibly apply for a FEMA grant to extend the money. Committee members at this time are: Jeff Gee, Tony Godfrey, Rick Beno, Dennis McAvoy and Bob Morse. Anyone else interested should contact Jeff. Rick spoke with a Boundtree Medical Supply representative at SATNET and they are willing to make a presentation for grant writing at next month's Board meeting. If Boundtree writes the grant we would be expected to stock the ambulance with equipment and supplies from Boundtree if the grand is approved.

#### **5.0 Old Business – None**

#### **6.0 New Business**

##### **6.1 Discussion/Action to appoint a community member to fill a Board vacancy**

Duane Jacobson and Shela DeLong have accepted nominations to serve on the Board.

The first vote by written ballot of the Board members was a 4 to 4 tie.

There was much discussion of how to break the tie as the By-laws don't address the situation. It was determined that since the President of the Board is elected by Board members that this is a voting position. It was also determined that the By-laws will need to be amended to give instruction in case this happens again.

Bob Morse motioned to have the community members vote to clear the tie. Jan Gee seconded. After discussion about having the community members vote during a meeting that was not an annual meeting the decision was made to have the vote. A majority of the Board members and community members voted by voice vote in favor of having the community members present vote to break the tie. Forty paper ballots were distributed to community and Board members who wrote the name of their preferred candidate. When the ballots were counted, Shela DeLong had 77% of the votes. Since the By-laws state that an empty Board position is to be filled by a majority vote of the Board members there was discussion to as whether the vote is acceptable.

To fulfill the By-law requirements, Jeff Gee made a motion for the Board to vote again and keep in mind that the community had voted for Shela DeLong. Rick Beno seconded. Helen Snyder asked that the Board vote by voice-vote instead of by secret ballot. The motion passed, and Shela DeLong was voted in with one "nay" vote.

6.2 Discussion/Action to elect a Treasurer – Letters of qualification were presented by Ken Joens and Shela DeLong. The Board elected Shela DeLong as Treasurer by a 5 to 4 vote.

6.3 Discussion/Action to elect a Secretary – David Johnson was selected by acclamation as Secretary. Thank you David for agreeing to take this position.

6.4 Discussion/Possible Action to seek an audit – **(see Appendix A for transcribed detail)**

Maya introduced the item by stating that Ken Joens had sent an email on July 30<sup>th</sup> to Board members which claimed that "allegations of faulty financial procedures" had inspired him to request consideration of conducting an internal audit. She asked him to be more specific about what his concerns were.

Ken replied by saying that after his election in March, he began hearing about problems with Portal Rescue being late in paying their bills like reimbursing the class expenses of the new EMTs, that Valley Mercantile had cut us off from credit, and the we had fallen behind in paying Columbus Electric charges. He was concerned about a possible pattern of late payments.

As to reimbursement of all of the EMTs class expenses, Maya informed him that when the state of Arizona finally sent its check to us in late May, all of the rest of the EMTs were issued reimbursement checks within the first week of June.

Ken Joens motioned that he would like to see an internal audit performed by Dennis McAvoy, Jeff Gee and himself. Roberta Ward seconded.

Discussion by Board and community members to determine whether an internal audit with Board members, external audit or internal audit performed by community member ensued. Most were in favor of an internal audit performed by volunteer community members.

Discussion by Board and community members to wait until next month or proceed with the audit. Most were in favor of proceeding.

Jim Algots put forth the motion that we (Portal Rescue) are committing to an internal audit by members of the community who have volunteered to begin in two weeks. Volunteers are Kim McFarland with Geoff Bender assisting. Dennis McAvoy seconded. The vote carried unanimously. A report will be given at the September meeting.

## **7.0 Addenda – None**

## **8.0 For the Good of the Order:**

- Fran Zweifel reported that the 3<sup>rd</sup> Annual Pie Festival would be held on Saturday, September 8<sup>th</sup>, 11:00 am – 1:00 pm (AZ) at the Rodeo Community Center. We still need more pies and need people to come eat them.
- Jackie Lewis reported that the 2<sup>nd</sup> Annual Food & Wine Pairing would be held on Friday, October 5<sup>th</sup>. More information to come.
- Rene Blondeau reported that the lighting is finished in the new building. A few of the light tubes will be kept for spares and the remainder need to go to a hazardous waste site.
- Maya thanked everyone for attending – 45 people including Board members.
- Bob Waldmire has a “get well” card for Dan Shultis for everyone to sign.

**9.0** Motion to adjourn by Jeff Gee, seconded by Rick Beno. The meeting was adjourned at 9:13 p.m. by President Maya Decker

These minutes are respectfully submitted by Jackie Lewis, Secretary pro tem

### **Appendix A: Internal Audit Discussion**

Maya Decker, Board President: Board member Ken Joens emailed other Board members citing “allegations of faulty financial procedures” as a reason to request that we have an internal audit. Ken, we would like to hear specific information as to what you mean by that.

Ken Joens: I would rather not be too specific but will probably have to be. Three weeks after the annual meeting I was asked to do what I could to help get money for a member. A second person asked the same question three weeks later.

Since then I kept my eyes and ears open and it appears that over the years Portal Rescue has developed or evolved into a slow pay mentality – that they have not in the past paid in a timely manner. If this is true it could seriously jeopardize our Dunn & Bradstreet position.

I have heard that Valley Mercantile no longer gives us credit. I was told by four individuals that in the past here have been at least two occasions when we almost had the electricity turned off.

In our July Board meeting, the first month that Maya acted as Treasurer pro tem, the Treasurer’s report reported there were some \$1600 in unpaid bills, which I felt was inexcusable. (From July 18, 2007 minutes “Six bills yet to be paid which totaled \$1670.20.” [Issue addressed in subsequent special meeting of Aug. 24, 2007])

Maya Decker: As far as I know we are paid up to date.

Misty Webster: Portal Rescue owes Portal Store a little over \$400.

Maya: Please give me copies of the tabs so they can be taken care of.

Ken: The checkbook should have documentation attached for each check written. I would like to see when the bill was received and when payment was made. Do we average 60 days, 90 days late or whatever. Is the problem that the bills go through the mail then from the president to the chiefs?

I am requesting an internal audit to find out when the bill was received, when it was paid and how serious the problem is, if in fact there is a problem. (Issue addressed in subsequent special meeting of Aug. 24, 2007)

An internal audit should be done by the Board before Shela takes the books so she can start with a clean slate. We need to use Jeff and Dennis because they can look at any bill and tell us what it is for.

Maya: There is no excuse for late payments for utilities such as telephone or electric or to the Portal Store. In some cases, as in reimbursement for EMT training, Portal Rescue was waiting for the checks from the state. It did not come in until May 30<sup>th</sup> of this year. By mid-June all EMTs received their pay. For fire fighters it has been the pattern that Portal Rescue wait for the state check for the fire before we issue payment.

Ken: I am calling for an internal audit and I would like to see the President organize it so Jeff and Dennis are in on it. And, I want to see the books for myself.

Maya: I would like to propose an audit by a Certified Public Accountant – that is an external audit by someone impartial and professional as opposed to an internal audit.

Dennis McAvoy: The Cochise County Fair had an external audit and it cost \$8,000. Against external audit.

Jeff Gee: Against CPA because of the cost involved. He and Dennis could perform the audit. If an external CPA is needed he could contact the person who does his accounting. For internal audit because it is cheap.

Kim McFarland: For an internal audit by community members not Board members. A person not on the Board needs to reconcile the books. A simple balance sheet of bills received and bills paid.

Bob Morse: It is illogical to have members of the Board audit the Board.

Rick Beno: Gene Turner is a CPA and would donate his time to perform the audit.

Bob Waldmire: It's overkill to pay an outside person.

Helen Snyder: Glad that checks written to Portal Rescue are cashed in a reasonable time.

Mitch Webster: An audit is not necessary to speed up payment of bills.

Geoff Bender: The books were always open while he was treasurer. No one spoke to him about problems with payment. He will assist with the audit.

Jan Gee: An outsider, someone from the community should perform the audit, not Board members.

Mike Williams: Recommended an annual audit.

Shela DeLong: Has done audits and will assist. A community member not Board member to do audit.

Geoff: Cash flow is a huge issue. There are times Portal Rescue is waiting for income (reimbursements, grants, etc.) to be able to pay expenses.

Howard Topoff: Call for vote.

Maya: There are two community members that can do the audit. Gene Turner and Geoff Bender.  
Corrected to Geoff Bender ASSISTING.

Kim McFarland: I am willing to help with this.

Maya: Board members are you willing to make a decision right now?

Jeff: I think we should wait until next month. I know Kim and I know Geoff and I think Shela ...  
(garbled audio)

. . . (clear audio resumes)

Maya: I'll entertain a motion that indicates that we are committing to an internal audit by members of the community who have volunteered to do so. Jim Algots motioned, Dennis McAvoy seconded. The motion was passed unanimously.

Board determined the audit to begin in two weeks.