

**Upper Arkansas Area Council of Governments  
Board of Directors Meeting Agenda  
UAACOG Office & Microsoft Teams  
April 9th at 10:00 AM**

**Call To Order**

Buck called the meeting to order at 10:01 am and amended the agenda to include an Executive Session.

**Roll Call**

**Board Members Present:** Buck Wenzel, Ryan Stevens, Lucas Epp

**Via Teams:** PT Wood, Dana Greene, Devin Rowe, Andy Lee

**Staff Present:** Max Hanson, Tom McConaghy, Dave Paul, Chris Henager, Joan Moody, Mary Tinkcom, Jessica Rathke, Laura Yost, Melinda Williams, Cameron Fancher, Justin Crow, Julie Griffo

**Via Teams:** Michael Loyd

**1) New Business**

**a. New Interim Director (action item)**

Buck - thanked Max, Joan, and Sam for their hard work. Asked Max to give update.  
Max - Redlands Accounting was hired to help with 2023 Audit last year. We are relatively close to being ready for 2023 Audit, but we lack documentation for Grants Receivable (it is not matching what is deposited into bank accounts). Joan has prepared a list of what she has completed and what still needs to be done. Redlands announced yesterday that they can no longer help us due to missing documentation and changing staff.

Buck – we need to determine Max’s replacement to ensure smooth transition.

Max - will be available every other weekend to help with payroll through April. Still trying to transfer everything to Gusto successfully.

Ryan – does Gusto have a timeline for everything to be resolved?

Max – has been extended until end of April; next payroll will be done through GMS.

Buck – who is your recommendation for Executive Director?

Max – recommended Dave Paul to replace him as Interim Executive Director.

Buck – listed options: program directors have set up contingency plans to move to other agencies; Tom wants to go non-profit. All directors want to stay with COG although it may be forced upon us. Housing and rural development grants are being held.

All program directors and staff present agreed that Dave Paul would be the best candidate for Interim Executive Director. It was suggested that someone else be appointed to deal with day-to-day issues in the office when Dave is not here. No candidates were named for that position at this point. There was also concern regarding a possible conflict of interest between COG and UAADC. Dave said that

Finance would handle the money for UAADC, so there should not be a problem. He would like to be appointed Executive Director for one year, not Interim Director.

**PT – moved to appoint Dave as Executive Director.**

**Ryan – seconded**

**Motion passed**

**b. Bank Account Authorized Signers (action item)**

Buck – Board Resolution 2025-006 will replace Maxwell Hanson as the authorized signer for our bank accounts and assign Dave Paul effective Friday, April 11.

Max – included other names who should have previously been removed because they still hadn't been removed; he needs access to Sunflower Bank accounts so he can initiate payroll.

**Ryan – moved to approve Board Resolution 2025-006 with Max retained for payroll.**

**Lucas – seconded**

**Motion passed**

**c. John Hancock Sole Trustee Change (action item)**

Max – Board Resolution 2025-005 changes the named trustee for John Hancock Retirement Plan; needs executive signee until all employees have been moved to new plan.

**Ryan – moved to approve adding Dave Paul as named trustee.**

**Buck – seconded**

**Motion passed**

**d. Executive Session**

**Devin moved to go into Executive Session**

**Buck moved to go into Executive Session** pursuant to C.R.S. Section 24-6-402 (4) (f) (I) and (II) for discussion of a personnel matter at 10:33 am.

**Ryan seconded**

**Motion passed**

**Board meeting adjourned after Executive Session.**

Respectfully submitted,  
Julie Griffo