

## MEETING MINUTES

November 19, 2014

### GOVERNOR'S COMMITTEE FOR THE PURCHASE OF COMMODITIES AND SERVICES FROM THE HANDICAPPED

The meeting was called to order at 10:00 a.m. November 19, 2014 at the WVARF office located at 400 Allen Drive, Charleston, West Virginia.

**ATTENDANCE:** Kim Nuckles (Chairperson); Aaron Jones, Executive Director; Everette Sullivan, Carol Jarrett, Recording Secretary.

WVARF Staff: Aaron Jones  
Mark Jackson  
Gary Wolfe  
Roy Woodard

Attended by Conference Call: Jan Smith, OP Shop  
Brenda Bates, Division of Rehabilitation Services

Guests: Joyce Birley, Goodwill Industries of Kanawha Valley  
Cheri Bever, Goodwill Industries of Kanawha Valley  
Debbie Birthisel, Green Acres Regional Center  
Bob Paulson, Department of Administration  
Mike Sheets, Purchasing Division  
Mark Totten, Purchasing Division  
Terah Klein, SW Resources

ABSENT: Phillip Mason

### **COMMITTEE CHAIR REPORT:**

Ms. Nuckles called the meeting to order. Roll call by all present.

Ms. Nuckles, I would like to introduce Mark Totten, he is the Manager for Technical Services Unit with the Purchasing Division and he is going to be the Purchasing representative at all the Governor's future meetings and we are so happy to have him here. For your benefit Brenda and Jan, I have actually met with him prior to this meeting and he is going to be attending the meetings from the Purchasing Division from this point forward. Let's welcome him and we are happy to have him here with us.

Do I have a motion to approve the October meeting minutes?

### **MOTION #1**

**Mr. Sullivan, I so move Madam Chairman. Jan Smith seconded. Motion passed.**

Ms. Nuckles, the next thing on the agenda is the Committee Chair Report. I am going to go through what is on here now and when we go to New Business I am actually going to go into a little more depth in terms of the agenda and some changes that I would like to make. Based on my review over the past nine to ten months before I became the Committee Chair, I didn't really see any type of report and I am not really sure what that is to be honest or what that would entail. I don't really think it is necessary. That is something I may or may not take off this agenda or maybe I will find there is another fit there, I don't really know but for now we are going to skip that. I haven't seen a report and I'm not really sure what has been reported on. I don't think I have anything that fits under that title. We are going to go ahead and go to the Executive Secretary Report. Again, this is going to be Mark's section and he may or may not have anything to report today. Just so you will know Mark is new to the state use program, as with me and this is also a learning process for him. If he has something to report this will be the time to do it.

### **EXECUTIVE SECRETARY'S REPORT:**

Mr. Totten, because of the wvOASIS implementation statewide, the financial report is not currently available but if the Committee would request that for future meetings I can look into having that data for next time.

Ms. Nuckles, I think we need to do that if at all possible. Would the Committee members agree?

Ms. Bates, yes I agree.

Ms. Smith, I agree also.

Mr. Sullivan, I also agree.

Ms. Nuckles, Mark will communicate with me and I will communicate with other Committee members.

Ms. Nuckles, the CNA Report is next on the agenda.

### **EXECUTIVE DIRECTOR'S REPORT:**

Mr. Jones, I sent the Committee members a Director's Report this morning and I apologize for being a little late with that. It gives a breakdown of what we have been doing and where we have been going and what we have been trying to accomplish over the past month. Also, the Committee should have the financials, Roy do you have those to present? Our audited financials are in this packet and the Committee should have received a copy of that for review. That gives you our current year and also compares to the previous year June 30, 2014 – June 30, 2013. Our sales and expenses are included in that. Our 990 is currently being completed by Ellis and Ellis, our Accountants. Our Annual Report, we currently have numbers for you and this is probably something we need to kind of decide who is supposed to do it. We have the

information and if I am not correct you can correct me but is this a report that the Committee is supposed to present to the Legislators? It is our Annual Sales Report.

Ms. Smith, WVARF creates it but I believe it goes to the Committee and then to the Legislature.

Ms. Bates, yes that is how it is supposed to be done. I think it is in legislation that it is presented by the Committee to the Legislature.

Ms. Smith, but WVARF does the creation of it, we approve it and then it goes on.

Ms. Nuckles, I think that is right, I'm reading the rules.

Mr. Jones, my question is, do we provide you with the information and then you all print the report or have it printed or is WVARF supposed to do the whole report?

Ms. Nuckles, actually I am going to read what the Code says just so we are all on the same page.

“On or before the first day of January of each year, the Committee shall file with the Governor and the presiding officer of each house of the Legislature a written report summarizing the above records and giving a detailed accounting for all funds received and disbursed by the Committee during the preceding year.”

I agree with Brenda and Jan.

Ms. Bates, normally I thought the WVARF Annual Report was what was presented which WVARF does because I think it has all the information that is required. I'm confused a little about the question.

Ms. Nuckles, let me say this, we are required before the first day of January of every year to submit a report based on what I just read. We have four functions under the Code, four responsibilities and that is the fourth one under maintaining records section, maintaining WVARF records. So, we as a Committee have to file. For example, I am going to work on that in the next four weeks a report based on the last year to submit to the Governor and the presiding officer of each house of the Legislature. We have to do it as a Committee, so I am going to do that – we have to do that.

Ms. Bates, that is not what we have done in the past. The Annual Report is being presented through WVARF and the Committee has approved it but I am fine if you want to do that.

Ms. Nuckles, I think I need to do it because that is what the law says, we need to do it. I will do that and the Committee members will review it and we will go from there.

Mr. Jones, we will supply you with the information.

Ms. Nuckles, which is what I need, that is good.

Mr. Jones, our commodities and services contract has been extended until the end of the year and I am currently working with Mike Sheets to try to determine exactly what we need to get to him to get to that point to move forward.

We are looking to come up with a procedure so that everybody understands that if they want to add a product or change a product and what we need to go through in order to accomplish that. These commodity prices have been in effect some of them for over five years. A lot of them the prices didn't change but some of them did so what we are going to do is work through the process of getting those changes made and getting Purchasing what they need in order to handle that.

The issue of funds, we are still behind especially Department of Highways (DOH), Department of Health and Human Resources (DHHR) and a lot of the hospital contracts. Basically, we are calling every day trying to figure out where our funds are. We received a call on Monday from someone who handles some of the rest areas and some of our rest areas are our bigger contracts, some are \$30,000 a month, some are five months behind and we have twelve of those. We finally got a call on Monday from someone who said I finally figured it out how to enter in OASIS and I have been given the go ahead to process your invoices. They go back to June and July and that is good but we are still out \$600,000.00. We have borrowed that to try to keep our CRPs paid. I don't know if there is anything in the Code about a timeframe to get us paid but this is a little different situation with the new OASIS and I know everybody is kind of working through that but it really is affecting us in trying to get our CRPs paid.

We had our meeting with General Services as we reassessed all their buildings and we are currently in the process of redoing those and we should have them by the next meeting providing how we go forward on approving contracts.

Ms. Smith, can you tell us a little about the GOJO Conference?

Mr. Jones, Mark, Gary and I attended the GOJO Conference in Akron, Ohio. They actually have a state use program and they work with different states on providing soap, dispensers and those type items. We spent time there and we went through their factory. They are looking for ways to help us in any way they can to generate the state use workforce. It was very beneficial as it gave us some ideas going forward and we have already met with Bright Horizons who currently handles the GOJO products and we are looking to try to expand that and see what is available for other CRPs. One thing I did learn that a lot of people may not be aware of is that GOJO is the manufacturers of Prell, the hand sanitizers. It has become probably their biggest product right now. With the state we hope we can generate some contracts with them in order to provide those services through the state use program.

Mr. Sullivan, going back to the delinquent report Aaron, have you or Kim sent a letter to those people from the Committee.

Mr. Jones, I had spoken to Kim about that but she can't write a letter without the authorization from the Committee. If that is something you would like for us to pursue if it will help I am more than happy to provide that information to do that.

Mr. Sullivan, I think that is critical to our operation if we don't get money we don't operate. Anything we can do to escalate that or make them aware of the fact that we are up to the point of going out of business if they don't pay their obligations. Anything we can do I think we ought to do it. I know we used to send letters to those people. I think Kim that Cedric told you he had a form letter.

Ms. Nuckles, he does and respectfully Everette and I have had a talk with Aaron about this. I don't think that is something we as a Committee can really do.

Mr. Sullivan, why did we do it before, why can't we do it now?

Ms. Nuckles, I have no idea. I am going to talk about this in New Business. My goal is to do exactly what the Code says. We have four functions and I don't want to get into that but we are going to talk about it, but that is not really our role as a Committee to write letters on their behalf for payment, it is just not our role. I don't think the law allows it.

Mr. Sullivan, they are violating the law when they don't pay us so maybe we ought to violate the law to tell them they are violating the law.

Ms. Nuckles, we will talk about that but we have had that discussion.

Mr. Sullivan, it helped before Kim when Mr. Greene sent a letter it helped, so evidently we got by with breaking the law.

Ms. Nuckles, we are not going to break the law, no one is breaking the law we are going to follow what the Code says.

Mr. Sullivan, is there anything in the Code that tells them they have to pay their bills Counsel, is there anything in there that says they have to pay their bills?

Mr. Paulson, yes there is. My understanding at this point and I am not a member of the Committee and I am not recognized to speak.

Mr. Sullivan, you are Counsel representing Department of Administration so you ought to be able to speak to us.

Mr. Paulson, the only thing I can say, my understanding is the switch to OASIS; it is not an attempt by anybody to drag their feet. About OASIS, I can't answer any questions, I think Purchasing is even on the outside of what is going on with OASIS and they have been punched in the gut with it too. How long will it take to get those problems squared away, I don't know. I think from the story we have heard from Aaron, it sounds like some folks are getting it and some folks are getting it slowly and maybe some aren't

getting it at all. It is definitely an issue and an issue that should be raised with each of the agencies that owe the money. I think what Aaron is doing is about the best thing you can do; just literally harass them as much as possible for the money. It may be a possibility for you to reach out to OASIS and I don't know who you would talk to there and I'm not sure if Purchasing could even help you with that. We are not the ones who pay the contracts unfortunately and the ones we do have I think are up-to-date with you all.

Mr. Jones, the Department of Administration is the best so far and of course they should be. DHHR is working on theirs and they are coming through with some payments too. They have a lot of their older payments paid up, the ones they were dragging from the previous year. It is just a daily grind and Roy stays on the phone probably half the day calling regarding payment status. We have called the Auditor's office and the Auditor says we have been put on top priority when they get something cleared to go through but they are getting stuff from agencies that is not familiar with how to put it in or whatever so they have to kick it back out so our money just kind of sits there until they get the approval on it. We are doing everything we can possibly do.

Mr. Sullivan, I don't want to be critical but we knew this was coming a year before it got here. It has been here now for several months and we still don't know how to operate it.

Mr. Jones, we are five months into it and they worked on it I assume for a few years before that but it is more detailed than the old system and it has created quite a change.

Mr. Sullivan, it is difficult and it makes it hard for us to try to explain from our end as to why we can't do this or that, people won't pay us and that is embarrassing for us to try to operate under those conditions. I don't know what I am talking about probably but it looks to me like we knew it was coming for years before it got here and it has been here now for six months and we still use that for an excuse as to why we can't pay our bills and I don't understand that.

Mr. Paulson, I wish I could help you with an answer, I don't think there is a good one. You are absolutely right, the agencies have had a long time to ramp up, our agencies seem to manage to do it, and I can't speak for other agencies as to why they haven't done it. I wish I could and you make excellent points. My sense is that the best thing WVARF can do is continue to do what they are doing because I don't know other than trying to collect those accounts receivable that is due and owed to you that the Committee can perhaps shake something loose. Maybe with some help from Purchasing or the Auditor or even OASIS itself perhaps Aaron or his folks may be able to shake some things out.

Ms. Nuckles, we want to move on to the contract section which again I am going to save for New Business, we are going to tweak this a little and I know for today you guys have some things to present and we want you to present it.

## **CONTRACT PRESENTATIONS:**

Mr. Wolfe, Goodwill cleans DOH headquarters here in Charleston. It was an old building and they have a garage about two blocks down the street. I assessed that old garage and they built two new buildings to replace the one so we listed them as Building A and Building B. It is really the same agency but there are two separate buildings and there is a sky walk that connects the two of them, other than that they are two separate buildings. I assessed both of them. Building A is 25,923 sq. ft.

Ms. Smith, did you not send us the information on the contracts as I don't have that?

Ms. Nuckles, I don't think they sent it. I am actually, if it is ok with the two of you, we are going to scan that to you really quickly. We are actually going to talk about this under New Business. This is a section we are going to make even better Brenda and Jan and my hope is that we will have this stuff ahead of time and we are going to talk about that.

Ms. Smith, that will be helpful.

Ms. Nuckles, here is what we are going to do Brenda and Jan. I was going to save this for New Business but really I want to do this by the book so here is what we are going to do rather than them marching around and doing this. Really, as a Committee, we cannot discuss anything that is not on the agenda. The agenda has historically been very vague so my hope is that we are going to start making it much simpler and much more specific. It doesn't sound like those two go hand in hand. I think he is sending that to you so that is fine. We are going to hold off on it since it really wasn't on the agenda today in detail and the Committee is going to have to discuss it I think ahead of time, hopefully before the next meeting which is December 17<sup>th</sup>.

Ms. Smith, I don't get to attend the meetings very often but I will not be able to participate in the December 17<sup>th</sup> meeting and I can't change that. You may want to reschedule that and that is why I'm telling you.

Ms. Bates, I will be here.

Ms. Nuckles, if you can't be present we are going to have to reschedule that meeting. Let's move on to the Financial Report.

## **FINANCIAL REPORT:**

Mr. Woodard, see page 13 which is the A/R Aging Summary. This is the financial report for September, first quarter.

Our over 90 days we paid \$178,064.72 as of after 9/30/14 when the report was done and that brought that total down to \$212,052.36. The 61-90 we paid \$208,497.49 and that brought it down to \$249,419.97. The 31-60 days we paid \$589,091.53 which brought that down to \$417,023.68.

We are getting paid, just slow and it comes in spurts and doesn't come very often. Page 14 is the A/P Aging Summary. Over 90 days is zero as it has all been paid. The 61-90 days is \$20,947.40 has been paid also. We also paid the 31-60 days. Page 15 and 16 is where we are with our current budget. Percentage wise we should be at 25%. We are over on some of them as we bought a couple of computers.

Ms. Nuckles, any other Committee members have any questions?

**MOTION #2**

**Mr. Sullivan made a motion to approve the Financial Report. Ms. Bates seconded. Motion passed.**

Mr. Jones, we have also concluded our First Quarter Report which we report on the number of people involved in the state use program. Between this quarter and last year's quarter we are up 24.70% on people that are participating. Those two pages give us the information that we provide in our annual report that we submitted to you the last time. It shows where we are at currently in the current quarter. These two reports are comparisons and they give us the numbers. The last page shows all our CRPs listed. It shows how many hours' people with disabilities are working, showing the dollars that they are paid and we are required to have at least 75% of the workers – hours being people with disabilities and you can look down the list and see what has been reported to us by all our CRPs. This is the first quarter of our fiscal year. Does anyone have any questions?

Mr. Sullivan, do you have anyone that is not in compliance Aaron?

Mr. Jones, no everyone is in compliance.

**OLD BUSINESS:**

Ms. Nuckles, does anyone have any old business?

**NEW BUSINESS:**

Ms. Nuckles, I have really taken some time to read the Code, the Rules, consulted with General Counsel, talked to our Secretary and I have had meetings with the Purchasing Division. I want to do the right thing and I want to do this the right way. I know everyone does things differently but what I care about is what the law says and the four things this Committee is supposed to do and I really want to follow the letter of the law and do everything we can to do this the right way.



I am going to make some revisions to some of what I think are the Committee's forms just in terms of fair market pricing. I am going to revise that and I am going to submit to the other Committee members for review. There are some things that I think we have been signing off on that we don't need to sign off on and the Code doesn't tell us we need to sign off on so I am going to talk to Aaron, Mark and Gary in terms of making some recommendations maybe to their forms as you guys have your own forms and they are not our forms. I am certainly happy to make recommendations based on what I think. In terms of the notification of fair market price determination that is something that the Committee needs to do, the Committee is involved in determining the fair market value with Purchasing and I think that Dave Tincher who is the Director of Purchasing also needs to sign off on this fair market price determination and that is something we have talked about. In terms of reviewing contracts and I know there was some confusion today, we have a couple of options as a Committee

I think we can ask WVARF to provide us the contracts ahead of time and I guess we need to determine do we want to put a timeframe on that – like we need to have these within so many days, but we definitely need to be able to review them prior to the meeting. If that is not possible and if this group tells me we can't do that Kim then we are going to have to do what we have done today for example. We are going to present them; we are going to take them with us and review them and then be able to talk about it at the next meeting. I guess we have a couple different ways to go with it and I am hoping Everette is here and Jan and Brenda could you just if you want to think about it. I understand and this is something we can talk about in more detail on our own as a Committee, outside of this Committee meeting. How do you feel about that, do you think you have time to review let's say ten contracts, five or ten days before the meeting? It is going to go hand-in-hand with frequency of meetings which I want to talk about that today and maybe we need to put that out on the table so the next time we can make a motion at the next meeting or maybe, I don't know if we need these monthly meetings. I don't know how you guys feel about that. Maybe they are too frequent.

Mr. Sullivan, I have a question Kim. Why should we review them before we come to the meeting, is there a problem with the contracts that has been prepared by these people?

Ms. Nuckles, there may not be any issues, but in terms of a fair market price or looking at the numbers wouldn't you like to see them ahead of time so that you could do a little independent research to make sure we agree with these numbers or we don't like this or is this fair or unfair?

Mr. Sullivan, how do I know what the fair market price is?

Ms. Nuckles, maybe that is something you can discuss with me and say Kim, you and Purchasing are the best people to know this and since you are with Department of Administration and Purchasing has researched this how do you feel?

Mr. Sullivan, personally I would think that these people are professionals and they should review these contracts before they bring them to us to make sure they are in compliance with the fair market price. I don't see our role in checking all their contracts to see if they are fair market price, that to me is extra work – of course we get a lot of money for being here. I just think it is extra steps that personally I think the way we have been doing has certainly been working fine and we have never been questioned about the fair market price that we have been putting on these materials that the agencies produce and put on the market, there has never been a problem to my knowledge.

Ms. Bates. Kim I think that the determination of fair market price has to be a discussion point at the Committee meeting because we have to know how the CNA came up with the fair market price. Often times I question that and sometimes contracts are brought back or someone else on the Committee questions it based upon the explanation. I think there has to be a discussion in the Committee meeting rather than just having the contracts ahead to look at. That is the first problem and my second is at a minimum we need to have monthly meetings because the contracts do have to be approved by the Committee and if we don't do that there are so many things that come up during a month's time that we may hold up contracts being able to be awarded. That could be a problem for state agencies as well as CRPs. Those are my thoughts on the information that you just presented.

Ms. Smith, for me I believe that we have been somewhat remiss in not reviewing the contracts a little more in-depth than we have in recent months. I think we do need to look at them because we are the Committee that is responsible for saying this is the fair market price. Although I trust WVARF and their work we are saying we agree with them and we need to look at them and I would like to have time to review them before the meeting and to look at the contracts. We used to look at them ahead of time and discuss them at the meeting and I would like to return to that because I agree with you Kim as that is one of our responsibilities as a Committee and I think we should do that.

Ms. Nuckles, and I agree as that is the biggest responsibility and there are four and in determining the fair market price is "A", that is what the law says.

Ms. Bates, I don't want to be misunderstood, I absolutely agree with that and all I am saying is that I would love to have the contracts ahead of time if possible. If there are renewals and fair market price but sometimes there are questions that we all benefit from hearing the answer to. I don't know what the answer is in that. If I'm not mistaken, it is a public meeting – the Committee meetings are public and how we can discuss it and then vote maybe by email after discussion, I just really benefit from the discussions with the Committee about the contracts and yes I think it is a great idea to have them ahead of time but I think it is good to also discuss them particularly new contracts.

Ms. Smith, I would like to have time to look at them ahead of time in order to bring questions, just like this morning when I asked a question about the GOJO trip. Just to have a few minutes to review things so that I am ready for the Committee meetings. I think it is important no matter what information I would like to have. Yes, we need to discuss them in the meeting but I would like to have the paper work ahead of time.

Ms. Bates, I agree...

Ms. Nuckles, I am going to ask our General Counsel Bob Paulson to speak to this for a minute, in terms of legality.

Mr. Paulson, I am relatively familiar with what is required from the Open Meetings Act and there are a number of other examples. The Division of Personnel Board meets and the way they do it, they distribute the materials that will be reviewed beforehand and of course it is up to the Board members if they want to review the package and usually they have a number of things that they are going to go over. One of the requirements of the Public Meeting Act is that for everything that you need to discuss with any level of specificity it has to be listed on the agenda. For instance, today's agenda has contracts on it but I understand there are at least five (5) different contracts that you all need to look at. The public actually has to have notice that each

of the contracts that you plan to talk about are on that agenda. They have to be aware of it as if anyone has any interest in it, for instance the covered workshops if they want to come and advocate for their particular contract then they have to know that contract is going to be on it. I understand they probably do right now because they have been communicating with WVARF and with the Committee but the real important thing is to make sure the public in general knows and that is what you have to do is follow the law which is actually upheld by the Ethics Commission, so they have plenty of opinions also on this matter. In terms of the Committee discussing it outside of the Committee room or having some kind of email vote which was an idea that I heard which a good idea outside of government, you can't do those things. You cannot have a meeting separate from the Committee to talk about things that must be talked about in the Committee meeting. You can't have an outside vote, you can't vote via email or anything else that is not done strictly by Roberts Rules of Order. Again, those rules mean that if you are going to have something on the agenda it has to be stated with specificity, the chair has to go through it and do the whole rigmarole. We have this item on the table, we would like to have someone move to discuss it then it is accepted, essentially everybody knows that things run by Roberts Rules of Order and it is very important to follow that, particularly because this is under the Ethics Act and the Open Meetings rules. If anyone has any questions, I would be happy to address them, otherwise I think the next agenda as Kim has asked me to talk about should be very specific about what issues are going to be on that agenda.

Ms. Bates, I think it is good to have that clarification. I have one question and I completely agree with what you said and I think it is really important for everyone to know what we are voting on because it does give all CRPs and all interested parties the opportunity to participate if they would like to. My question is, if there is a new contract that a state agency needs as soon as possible which does happen, from what I am understanding with five or ten day notice for public meeting and we would have to do a public meeting even for something a state agency needs right away, we would still have to participate in a conference call that has the public meeting notice for the recommended number of days, am I understanding that correctly?

Mr. Paulson, I am not sure about the conference call, there are a number of options. First of all I think that you can alter your agenda up to at least two – three days before the meeting itself. So I will have to look at that in Code. It is recommended that you do it I think five days before although I don't have that right in front of me. I think you can alter it as long as that information is available to the public, you can alter it pretty close to the meeting itself. Then in terms of having a conference call unless there was some way and I have never seen that happen, to have kind of a universal call in so that everyone on earth could be on it or anyone in the state who cared, I don't think there is a way you can do that.

Ms. Bates, members can participate by conference call and the individual can have the opportunity to come as they do now, right?

Mr. Paulson, right, if we are talking about a conference call like it is happening right now, then yes. There is another option and that is to do an emergency meeting and if there is a situation that is an emergency that can be done – try not to over use that for a lot of different things but for your Committee that may be something that is a better option, so that is something that is going to have to be decided by you all on a case-by-case basis.

Mr. Sullivan, I take it you have to notify five days prior to the meeting according to what I understand, but if you had an emergency then you could act on the emergency and make it a part of the agenda at the next meeting and have the Committee then to approve the emergency act of the Committee by phone, etc.

Mr. Paulson, yes there are a bunch of ways. It is tough to answer that hypothetical situation, we may need a meeting but if there is a situation that arises there are at least three ways I can think of to handle it, either an emergency meeting, or doing something and moving it on to the calendar, it just depends. I think it also depends on exactly what rule you are going to take going forward because most of the stuff that I see you need to vote on and I think Kim is going to clarify this at some point, just has to do with the determination of fair market value and I think the Committee is going to take on a little different role from that in terms of like a larger role in approving these contracts whereas the contracts are really just between the state agency and WVARF for the covered workshop. The Committee is not really a party to it they are just approving parts of the contracts and also monitoring and making sure that WVARF stays honest.

Ms. Nuckles, here are my notes and what Bob said is right, anything that is up for a vote we need to make a motion to discuss it, vote on it at the next meeting whatever we need to do. I think in terms of meeting frequency and I think Brenda was very clear so we need to put this out on the table to make some sort of motion, if the Committee members think we need it monthly, we need it monthly. Do we need to discuss, maybe we need it quarterly, it seems like everyone feels like monthly is a necessity at this point.

Mr. Sullivan, where did we get the idea that it was monthly?

Ms. Nuckles, I don't know where it came from, it has been monthly. I actually did not see anything in the Code that says anything about frequency of meetings. When I came in that was historically what had been done, so there must be a reason.

Mr. Sullivan, what do you want us to approve?

Ms. Nuckles, it sounds like Brenda feels like a monthly meeting is essential.

Ms. Smith, I think at this point, we might want to revisit this six months down the road after we have made some of these changes. I agree with you that we have moved away from what our role should have always been and I am glad you are putting us in the right direction. At this point I would say we still need to meet monthly. Certain times of the year when contracts are coming through because there is an overflow of the contracts also but at this point we should meet monthly.

Mr. Sullivan, so we need to have a meeting every month?

Ms. Nuckles, I am discussing this under new business, it was not on the agenda so we are really not going to be able to vote on this until the December meeting which we also need to talk about because I know that Jan can't be here so we definitely need to reschedule that today. I think the December meeting at this point is definitely important in terms of frequency.

Mr. Sullivan, I would agree that we should meet every month because as Brenda said there are things that we need to take care of and the contracts need to be approved and any other problems that we might have as a Committee.

Ms. Nuckles, it is my understanding WVARF has been preparing the agenda, I don't know why, you don't really need to prepare the agenda and you shouldn't prepare the agenda. Mark and I should be preparing the agenda for the Governor's Committee. We are going to start doing that and I am going to start working with Mark.

Mr. Jones, I think the agenda has just been a template.

Ms. Nuckles, yes a very vague template and a lot of nonsense we don't need on there. We are going to redo that, we are going to do it.

Mr. Jones, at what point do we need to get you information that needs to be on that agenda?

Ms. Nuckles, we are going to have to vote on this in December in terms of the timeframe. If anyone would want to make a few comments, as I know Everett mentioned something about five days. Again, I haven't seen anything that I am aware of and Bob can speak to this as Counsel as I don't think there is anything in the Code about the timeframe.

Mr. Jones, in the past what we have tried to do is get the packet out about a week before and I don't know if you want the packet, that is up to you all to decide what you want ahead of time. We strive to get that to you a week ahead of time if at all possible.

Ms. Nuckles, when you say packet you are saying notification, service agreement, etc.

Mr. Jones, anything financial or anything that is a part of that report.

Ms. Nuckles, I want to bring this up in the New Business section. I have no idea why the Governor's Committee meetings are happening here at the WVARF office and that may need to change because in my opinion we kind of need a neutral location. That is just my opinion and that is something we can vote on. We can vote on this in December as well. Any thoughts on this?

Mr. Sullivan, I don't know why we would not want to meet at the WVARF office because a lot of things happen here and we need to have access to it. I don't know where you are thinking about meeting, to me it would be easier to come here rather than take everybody from here to go someplace else.

Ms. Nuckles, what do you think we need access to at the WVARF office during this meeting?

Mr. Sullivan, every once in a while they need to make copies for us that we didn't have for this meeting.

Ms. Nuckles, for example, if we were going to meet in our DOA Conference Room we could have copies made or in the Purchasing Division we could have copies. Wherever we go we are going to have access to a copier. My concern has been there has kind of been this meshed Governor's Committee/WVARF as one and the same and it is not. I feel this is just going to help separate that - does that make any sense? As chair, I am not saying this is something we have to do but I really want everyone to be clear that we are not one and the same. We are monitoring WVARF, we are not WVARF.

Ms. Smith, when I traveled to Charleston it was easier for me to get in and out of Institute rather than to try to park at the State Complex. Also, WVARF staff has more members and one or two members coming from the State Complex so statistically moving less people around as far as parking and ease of getting in and out of the meetings it seemed like an easier way to go.

Mr. Sullivan, here at the office we have a place to park and if you go up to the Capitol in that area it is going to be more difficult trying to find a place to park. This is very accessible for all people and we wouldn't have to be running around all over the place looking for a place to park.

Ms. Nuckles, everyone feels it would be more of a convenience then?

Mr. Sullivan, it is for me..

Ms. Bates, you are welcome to have the meetings here in Nitro monthly or every other time. We have a nice meeting room and you are welcome to meet here also.

Ms. Nuckles, could we go ahead and try to pick a date and reschedule this meeting as soon as we can. Jan you can't attend the whole week or that particular day?

Ms. Smith, that day and that Friday, December 17<sup>th</sup> and December 19<sup>th</sup>.

Ms. Nuckles, do any of the other members have any other conflicts?

Ms. Bates, I have a conflict on Tuesday of that week.

Mr. Sullivan, Monday is a bad day for me that week.

Ms. Nuckles, I am open to the week prior.

Ms. Bates, what about December 18<sup>th</sup> Kim?

Ms. Nuckles, that looks good to me, so Thursday, December 18, 2014.

Ms. Nuckles, any other new business?

Mr. Sullivan, as Brenda said there are things that need to be taken care of.

### **PUBLIC COMMENT:**

Ms. Nuckles, the next thing on the agenda is the Public Comment period and I don't really know what it is.

Do any of our guests have anything to say, announcements or anything?

### **MOTION #3**

**Mr. Sullivan made a motion to adjourn. Ms. Smith seconded. Motion passed.**

### **WVARF Meeting Dates for 2014:**

December 18, 2014