



February 17, 2025
Alano Club of Kent County
Board Meeting Agenda

Location: Alano Club of Kent County, Room 2

Time: 5:30-7pm

1. Roll Call
2. Welcome to new board member Brittney Engster
3. Announcements
4. @Approval of December Meeting Minutes
5. @Election of annual officers
6. Conflict of Interest Disclosure forms
7. Executive Director's Report (J. Johnson)
8. Discussion and planning for 2026 board meeting schedule (B. Rose)
 - a. Last year the board met monthly from January-April and bimonthly for the remainder of the year.
9. Strategic discussion and development of a two-year plan
10. Adjourn

Alano Club of Kent County

Conflict or Duality of Interest Policy

For Directors and Officers

Purpose: The Alano Club of Kent County (ACKC) recognizes that directors and officers have diverse professional and financial interests. Because of these interests, the board of directors has adopted this policy (“Policy”) whereby all directors and officers, (collectively referred to as “Advisors”) must disclose all relationships which may influence the way Advisors carry out their responsibilities.

It is essential that all Advisors adhere to the Policy in order to protect the reputation and integrity of the ACKC. Failure to adhere to the Policy could result in an actual, perceived, or potential conflict or duality of interest, including personal financial gain, if Advisors have significant relationships with not-for-profit or for-profit organizations/commercial enterprises (collectively referred to as “Organizations”) whose products, services, or businesses, are related to the goals of the ACKC.

Procedures and Annual Disclosure Form:

Advisors are required to submit a signed Disclosure Form annually, and on such other occasions as requested by the Executive Committee or the board of directors. Disclosure Forms must also be completed and signed at the time of appointment to the board of directors.

All Disclosure Forms of potential conflicts or dualities of interest will be reviewed by the Board and Executive Director at a normally scheduled business meeting of the Board on an annual basis.

Advisors have a continuing obligation to disclose any potential conflict or duality of interest with respect to any transaction that affects or may affect the ACKC. Notwithstanding the submission of the attached Disclosure Form, Members must identify any potential conflict or duality of interest that arises after the submission of this Form. Each subsequent disclosure must describe the nature of the real, perceived, or potential conflict or duality of interest and all facts known by the Advisor relating to its subject matter.

The Disclosure Form will be reviewed by the board of directors to determine whether any disclosures constitute a conflict or duality of interest. The board of directors shall have the right to inquire further with regard to an Advisor’s disclosure and, in the event it determines there to be a conflict or duality or appearance of a conflict or duality of interest, or in the event of a failure to provide requested information or otherwise to cooperate with it, shall make a determination as to an Advisor’s continued role and participation as an officer, or member of the board of directors of the ACKC. The existence of a relationship as defined above does not necessarily imply inability to serve, but rather that participation in some matters may be modified, screened, or avoided or, in appropriate circumstances, discontinued. The board of directors shall have the authority, as it deems appropriate, to make the final decision as to an Advisor’s continuing role and participation as an Advisor of the ACKC.

Advisors determined to have a potential conflict or duality of interest for any agenda item or matter included on a Board of Directors meeting shall refrain from discussion of that agenda item and shall not vote on that agenda item. Additionally, Advisors with identified potential conflict or duality of interests for any agenda item or matter, should be excused from that portion of the meeting and the minutes should reflect such absence from discussion and voting (being counted as ‘abstained’ in any voting tally). This process is not meant to preclude Advisors from providing services within their business or professional areas (or as volunteers), but to ensure that if they do, that such services/expertise are subject to a process of evaluation of other competing ‘bidders’ which the Advisor will have no participation in due to their role as an Advisor of ACKC.

The responsibility for identifying a potential conflict resulting from a relationship with an Organization in any given situation rests with the Advisor. If an Advisor has any questions as to whether there is an actual, potential, or perceived, conflict, the Advisor should first address the matter with the Chair of the Board. However, if the Chair of the Board

is the Advisor with a question concerning a conflict, that Advisor should first address the matter with the Chair of the Governance Committee. When an Advisor’s work with the ACKC involves a matter relating to an Organization with which the Advisor has a relationship, they should excuse themselves from the meeting for the duration of the discussion, and will be informed when the discussion ends. The departure will be noted in the minutes of the meeting.

Disclosures:

The ACKC understands that certain relationships can lead to actual, potential, or perceived conflicts or dualities of interest. The board of directors has determined that the following relationships between Advisors and Organizations should be disclosed to the ACKC. Involvement with an Organization in the following circumstances extends to the Advisor’s spouse/partner, immediate family members and dependents, and covers any involvement during the preceding 12 months, whether or not still current. The relationships are as follows:

Employment: <i>including any full or part time employment, or nature of business/business name if self-employed</i>
Consulting fees/honoraria <i>including honoraria from a third party, gifts or in-kind compensation for consulting, lecturing, travel, scientific advisory board service, legal testimony or consultation, or other purpose.</i>
Speaker’s bureau
Equity interests/stock options <i>(or entitlement to the same), including a non-publicly traded company.</i>
Equity interests <i>(or entitlement to the same) in a publicly traded and financially related company.</i>
Royalty income <i>or the right to receive future royalties.</i>
Non-royalty payments <i>or entitlements to payments in connection with the activity that are not directly related to the reasonable costs of that activity.</i>
Officer, trustee, director, or any other fiduciary role, <i>whether or not remuneration is received for service.</i>
Ownership/partnership/principal <i>excluding mutual diversified funds.</i>
Research grants <i>from a financially interested company.</i>
Fellowship support
Salary or position funding <i>(partial or full) or “in-kind” support of program.</i>
Intellectual property rights <i>including patent or other intellectual property in a forprofit corporation.</i>
Other financial benefit <i>(specify)</i>

Disclosure Form:

Complete the attached form and return it to the Chair of the Board, who will provide it to the Secretary of the ACKC for recordkeeping. If you do not have a relationship with an Organization as defined in this policy, read and check the appropriate box on the Disclosure Form.

If you do have a relationship with an Organization as defined above, read and check the appropriate box on the Disclosure Form, and describe the potential conflict.

Conflict or Duality of Interest and Disclosure Form 2025 Calendar Year

For Directors and Officers

Provide all information requested, sign, date, and return by fax, email, or in hard-copy.

I, _____, have read the ACKC Conflict or Duality of Interest Policy and to the best of my current knowledge certify:

(1) I do not have any relevant relationships to disclose; or (2) I have a relevant relationship as described below, such that my participation as an Advisor of the ACKC could represent or be perceived to represent a conflict or duality of interest. *(mark 1 or 2 below)*.

____ (1) Have no relationships to disclose, or

____ (2) Have a relationship with an Organization, which I have disclosed on the attached page (check all that apply for each Organization listed, and for Category #7, identify position held/fiduciary role)

It is my understanding that this information will be retained by the ACKC and will be available for review by members, prospective members, and others who permissibly inquire. I further understand that this information may be shared with the ACKC's legal counsel.

I acknowledge that it is my responsibility to ensure that my disclosure information is current and complete and to update my disclosure records throughout the year if my relevant relationships change.

Signature: _____

Printed Name: _____

Date: _____

Advisor Position(s): _____

Disclosure Form

In disclosing the following financial or commercial interests or other organizational relationships, you must include:

- Yourself, spouse/partner, immediate family members, and dependents.
- Any interests or relationships during the past 12 months, whether or not they are still in existence.
- Any relationships with for-profit companies, nonprofit organizations, and/or governmental agencies that might be perceived by others as potentially influencing your objectivity in any ACKC activities in which you participate.

Relationships to Be Disclosed

Category	Description
1	Employment including any full or part time employment, or nature of business/business name if self-employed.
2	Consulting fees/honoraria including honoraria from a third party, gifts or in-kind compensation for consulting, lecturing, travel, scientific advisory board service, legal testimony or consultation, or other purpose.
3	Speaker's bureau
4	Equity interests/stock options (or entitlement to the same), including a non-publicly traded company.
5	Equity interests (or entitlement to the same) in a publicly traded and financially related company.
6	Royalty income or the right to receive future royalties.
7	Non-royalty payments or entitlements to payments in connection with the activity that are not directly related to the reasonable costs of that activity.
8	Officer, trustee, director, or any other fiduciary role , whether or not remuneration is received for service.
9	Ownership/partnership/principal excluding mutual diversified funds.
10	Research grants from a financially interested company.
11	Fellowship support
12	Salary or position funding (partial or full) or "in-kind" support of program.
13	Intellectual property rights including patent or other intellectual property in a for-profit corporation.
14	Other financial benefit (specify):
15	Other relationship (specify)

Category (See chart)	Name of Organization	Level of Financial Interest		
		None	Modest ($< \$10,000$)	Significant ($\geq \$10,000$)
3	GSK (example)		x	
7	ABC Company – Director (example)	x		

Important: If you have multiple "modest" relationships with a single Organization which, when cumulated, total more than \$10,000, include under "significant" in the last column above.

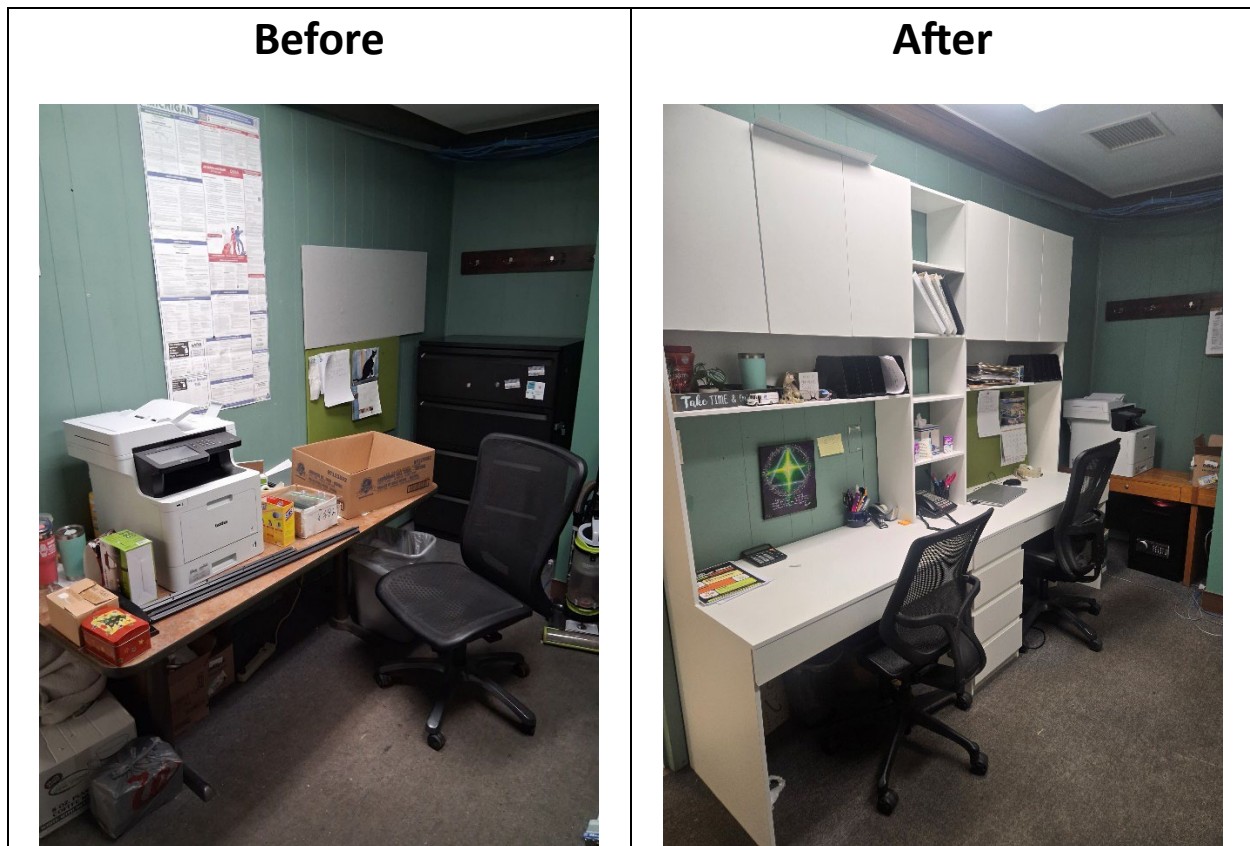


February 2026 Alano Club of Kent County Director's Report

Office Updates

In December, we identified the company Preferred Cybersecurity & IT to help support technology needs and firewall updates for the Alano Club. After speaking with and evaluating costs with three other companies, we decided to work with Preferred to support our needs for 2026. They have renewed our nonprofit licenses for Microsoft products, assisted with printer connectivity issues, and have begun evaluating our firewall protection.

In preparation for our new operations manager, we have cleaned out the two front offices. A new double desk was purchased for the front office space to seat our kitchen supervisor, Mike Ensing, and community services coordinator, Carol Durbin. A laptop was donated by Brad Rose that will be assigned to Carol, and two new computers were purchased to replace the desktops for the operations manager and executive director. Monitors, keyboards, speakers and mice will not be replaced to help reduce cost. These computers needed to be replaced, as they were not capable of supporting the new Windows security updates. The computers cost \$2,000, while the new desk cost \$500. These purchases are supported by the building maintenance grant.





February 2026 Alano Club of Kent County Director's Report

New Operations Manager

Megan Gogo resigned from her position as operations manager on December 22, and I'm pleased to report that despite our busy holiday events and taking a vacation, we were able to find and hire a replacement in less than two months. We reviewed the job description and posted a job ad on Indeed on January 5. The job ad was promoted for 15 days at a cost of \$750 – it received a total of 983 clicks and 130 applications. HR volunteer Amanda Sterling screened the applicants and identified 61 candidates of interest, which she narrowed to 8 for first-round interviews. Four candidates were then selected for second-round interviews. Rachel Olexa accepted the position on February 2, and began officially on Monday, February 16.

Events Update

It was an incredibly busy season, but our holiday events were a success – Thanksgiving, Christmas, the Men's Gratitude Luncheon on New Years Eve, and the New Year's Eve Dance Party. Our team did a phenomenal job preparing all the food for these events, setting up and decorating the room, and ensuring that our community enjoyed the holidays. Special acknowledgements need to be made for our culinary supervisor, Doug Luke, for managing the planning and preparation of food for all these events. It is an incredible amount of hard work to put all of this together. Thanks also to Board Member Hannah Chee for her many hours of volunteerism in support of these events.

On January 31, the Balcony was rented out to celebrate 50 years of sobriety for Ruthann S. It was a lovely event that was well-attended, and the staff received compliments on the execution of set up and support.

On February 8, we hosted the second annual Soberbowl Party. This year featured a nacho bar, wings, snacks, cookies, and drinks. We had about 60-70 people attend the event, and costs were supported by an anonymous donor.

We are looking forward to our Black History Month celebration on February 21 and hope you can join us! The event will feature the Backdoor Blues Band and will have soul food catered by a local, black-owned catering company. The menu includes fried chicken, baked chicken, baked ham, collard greens, candied yams, potato salad, tossed salad, cornbread, rolls, sour cream pound cake and sweet potato pie. We will also have information handouts and displays featuring the contributions of prominent black leaders in addiction recovery. The costs for this event are again supported by an anonymous donor.

Maintenance Updates

Beginning on Sunday, January 18, we began to see issues with our main entrance doors having trouble opening. Due to the severe cold and winter weather, water beneath the concrete walkway froze and caused the concrete to heave up. This caused the doors to scrape against the ground. The issue progressed for a few days to the point we needed to close the entrance – one door would not open at all, and the other would not close without strong force.



February 2026 Alano Club of Kent County Director's Report

Fisher Door came to inspect the doors and confirmed the issue was the concrete heaving and removed the metal frame plate at the bottom. This allowed the door to open again, but within a few days the concrete had moved enough to again make the doors not functional. Warmer weather the week of February 9 brought thaw, and the concrete settled back. This is not an issue we have seen in the past, and hopefully was only due to the extreme weather.

The weather also impacted the patches to the potholes in the parking lot, destroying not only the cold patch, but also making the potholes larger. Michael Spielmacher arranged for a member of the program to address the larger potholes with cold patch, which was then heated with a blow torch to seal. A few other large potholes at the entrances have been identified to patch in this manner. In the spring, this member will return to apply hot asphalt tack patches to the potholes. This type of patch has a longer lifespan, typically 3-5 years. This will be done at no cost to the Alano Club.

The elevator failed and was not operational again in February after a heavy load was taken to the bottom floor. Service was called and it has been repaired again. We are monitoring how often the elevator is needing service.

Rooms 4&5 appear to not be receiving any heat. We suspect the HVAC unit controlling heat to this section of the building has rusted out parts similar to the issues we saw for rooms A, B, and C earlier this winter. The ambient temperature in the rooms is comfortable now that the weather has reached above freezing temperatures. The repairs to the other unit experiencing issues were about \$5,000 and we expect a similar cost.

The wooden built-in cabinets in the kitchen are showing water and age damage. After a consultation with Orkin identified this could create an ideal condition for potential bugs or critters, we have decided to remove these and replace them with stainless steel. New tables to replace the cabinets were ordered for \$600, and our team plans to remove and change these out ourselves.

Financial Updates

Due to the operations manager vacancy, we are a little behind in financial reporting. Financials for December and January are currently in progress and will be provided when available. Our annual report was scheduled to be completed in January, but also has been delayed. It will be finalized and distributed no later than the last week of February.