

Community Action Partnership of North Alabama, Inc.
Board of Directors Meeting
August 22, 2019
Central Office

Joe Holmes opened the meeting at 8:33 a.m. and welcomed those in attendance. He shared that that we did not have microphones for today's meeting and asked everyone to please speak up.

Board Members Present: Keunna Swopes, Pat Busing, David Ware, Benita Owens, Dawn Owens, Joe Holmes, Brent Breedlove, Heather Smith, Charles Owens, Sandy Adams, Dusty Baker, Joey Martin, Tommy Praytor

Board Members Absent: Jackie Peek, Jennifer Taylor, Pat Gilbert, Dana Pigg, Tim Littrell

Board Members Electronically: None

Advisors Present: Paul Lott, Sheryl Marsh, Sherry Pentecost, Cissy Pearson, Trae Norrell

Advisors Absent: Matt Holmes, David Mathews, Stephanie Pitts, Marcie Hill, Bruce Jones, Tricia Culpepper, Barbara Sittason, Bruce Gordon, Allen Stover

Advisors Electronically: None

Guests Present: Julie Hall

Legal Counsel to the Board: Jonathan Watson

Staff Present: Allison Speegle, Laurie Lincoln-Swaim, Tim Thrasher, Lorrie Mauro, Alicia Higginbotham, Aron Boldog, Dave Truitt, Holly Hicks, Alice Careaga, Mayra Contreras-Tadeo, Fred Harvey, Karen Jared, Jaimie Naylor, Chantal Collier, Jordan Jones

Roll Call to Establish Quorum

Allison Speegle conducted roll call and quorum was established.

Approve Charles Owens to Represent Lawrence County Private Sector Replacing Terri Womack and Brent Breedlove to Represent Morgan County Private Sector Replacing David Mathews

Tim Thrasher stated that he, Allison and Marsha Hill met with Mayor Charles Hill of Hillsboro and that he would like to serve on the Board of Directors. Joe Holmes thanked Mayor Owens for his interest and asked for a motion to approve Mayor Owens to serve on the Board of Directors representing Lawrence County Private Sector. Benita Owens motioned. Pat Busing seconded. There being no further discussion vote was taken and motion approved.

Tim Thrasher stated that he and Allison met with Brent Breedlove and that he has expressed an interest in serving as a member. Joe Holmes thanked Brent for his interest and asked for a motion to approve Brent Breedlove to serve on the Board of Directors representing Morgan County Private Sector. Pat Busing motioned. Heather Smith seconded. There being no further discussion vote was taken and motion approved.

Approve June 26, 2019 Minutes

The minutes were sent electronically to all members and advisors prior to the meeting. Joe Holmes opened the floor for any questions and/or corrections. There being no corrections he asked for a motion to approve the June 26, 2019 minutes as received. Benita Owens motioned. David Ware seconded. There being no further discussion vote was taken and motion approved.

Executive Directors Report

A copy of the Executive Directors Report was sent electronically to all members and advisors prior to the meeting. Tim explained that the reason for lack of screens and microphones is due to a small fire recently after hours. One of the transformer lines blew and created a surge within the building and it also affected the air conditioner. Nathan Curry along with a few other staff were still at the office and noticed the small fire in Conference Room A and Nathan extinguished the fire. The Fire Department responded also.

Tim stated that he is about 4 days away from his one year anniversary with the agency. He further stated that it has been a good year and that he is excited about the direction of the agency, and extremely thankful for the opportunity to lead this organization. He shared that we have good staff and leaders at this agency and he looks forward to coming to work each day.

Tim gave a brief overview of the report and highlighted the following:

He shared that he was extremely pleased how the Handy Head Start situation was handled and that temporary locations have been secured for all 13 classrooms. He stated that the 1303 has been submitted to the Office of Head Start for additional funding to assist with permanent relocation.

The renovations to the Vivian Conatser Turner Early Learning Center located on Clarkview Street are complete. Children are scheduled to start by September 1st. There will be an open house and ribbon cutting on September 5th at 1:30. All board members and advisors are invited to attend and tour the facility.

The Foster Grandparent Program currently has 58 active volunteers who have served almost 14,000 hours to date. Senior Companions currently have 40 active volunteers and have served over 10,000 hours to date.

Head Start has been awarded a \$20,000 grant to educate parents on child abuse and neglect.

Application for Capital Landing project located in Milledgeville Georgia has been submitted. Tim explained that by submitting a deal in Georgia it will provide us an opportunity to gain sizeable developer fees if awarded. Proposal is for a 60 unit family project.

The Village at Rock Springs located in Moody, Alabama is scheduled to be complete in December.

Four homes have been sold in the Seville subdivision in Decatur. One home is currently for sale with four additional homes under construction.

Tim shared that we have excellent leadership within the organization and that we are asked to present at conferences from time to time. Holly Hicks recently presented in Brooklyn, New York and Laurie Lincoln-Swaim will be presenting at the National Community Action Partnership Conference in Chicago this upcoming week. Pat Busing will also be attending this conference. Board members and advisors are encouraged to attend conferences anytime.

Tim will be attending a FAHE meeting in September and has been asked to present on a panel discussing Board of Directors Development and Engagement.

Fred Harvey has been asked to co-present with Rhoda Talley of ADECA at the October State Association meeting.

Meals for the Vivian C. Turner Center will be provided by the Partnership through Meals on Wheels.

\$25,000 has been allocated from CSBG funds to Safety First which can provide assistance for individuals that do not qualify for the Weatherization program.

Dana Pigg is attending NeighborWorks Training Institute in New Orleans.

Members and Advisors were asked to review upcoming dates listed in the report. In Service for all staff is scheduled for September 26th at the Insanity Complex in Huntsville.

October 7-8 are tentative dates for an off-site for Board Members/Advisors and Leadership Team. Location is being determined.

Approve By-Law Update

A draft copy of the By-Laws was sent electronically to all members and advisors prior to the meeting. Tim Thrasher stated there are no major changes to the By-Laws and that the format is the main change. We extended the period for filling vacancy and also added a table of contents. Jonathan Watson has reviewed the proposed updates.

Jonathan Watson stated the By-Laws require the Board of Directors to receive a 10 day written notice with summary of changes and notice of meeting at which By-Law amendments will be done. Jonathan stated that the changes were sent electronically therefore the notice in writing can be waived. He informed the Board Members that a notice of waiver was generated and that it is his recommendation that all Board Members execute and sign this notice before the vote is taken. This action only applies to Board Members. Advisors are not required to sign. Notice of Waiver forms were distributed for signature. Joe Holmes asked for a motion to approve the By-Law updates. Tommy Praytor motioned. Joey Martin seconded. There being no further questions motion approved.

Results Video and Report – The Link

A copy of the Results Report and link to the video was sent electronically to all members and advisors prior to the meeting. Laurie stated that any CSBG (Community Services Block Grant) funds spent must be reported to the board on how these funds are utilized. Laurie introduced Julie Hall with The Link of Cullman County who is one of our CSBG partners. A video highlighting The Link was shown.

Laurie reviewed the results report information and stated that we are proud as an agency to have The Link as a partner. The Link has been a partner since 2017. They work with individuals with substance abuse and prison re-entry challenges. She stated that in 2017 we funded 5 participants and in 2018 we only sponsored 2 participants.

Laurie stated that planning will begin next week for the 2020 Work Plan. We will look at how individuals meet the guidelines for CSBG. She stated that we see a lot of great things happening and hope to do more going forward.

IRS Form 990

A copy of the IRS Form 990 was sent electronically to all members and advisors prior to the meeting. Lorrie Mauro stated this is a non-profit tax return. Joe Holmes asked for a motion to approve the IRS Form 990 as received. Benita Owens motioned. Heather Smith seconded. There being no further questions motion approved.

Financial Policies and Procedures Revisions

A copy of the Financial Policies and Procedures Revisions was sent electronically to all members and advisors prior to the meeting. Lorrie Mauro stated the copy was sent with mark-ups and that the main changes were due to classification changes of revenue. She stated that we currently have donor and non-donor. Other changes highlighted were: change to digital purchase order system, number of days to complete bank reconciliation, on-line donation procedures and third party accounts payable system, and how we operate our reserve management.

Fred Harvey stated this is a lengthy process and this document is one of the few documents of the organization that each funding source asks for a copy. Fred stated that the table of contents that was sent in the electronic link had not been updated and stated that once the document is approved the contents page will be updated. Joe Holmes asked for a motion to approve the Financial Policies and Procedures Revisions. Heather Smith motioned. Benita Owens seconded. There being no further questions motion approved.

Financial Committee Report

The July financial reports were sent electronically to all members and advisors prior to the meeting. Lorrie Mauro stated the finance committee met on August 15th but did not have a quorum. The following reports were presented:

Financial Information Dashboard – Lorrie stated that we received \$800,000 of the NeighborWorks Capital Loan. This loan was obtained to smooth out the cash flow in the Housing Business Unit. She stated that most of the projects require \$150,000 reservation fee that we do not receive back until months later. The Current YTD Ratio is 4 as compared to 2.40 in 2018 as a result of this loan. This money will not be used for operations and all transactions will be approved by the Finance Committee. Page two of this report reflects trending analysis for the current year and previous five years.

Balance Sheet – Consolidating Financial Position – The Current YTD Net Income is \$1,276,008.

Statement of Revenues and Expenditures Summary/Detail – The Current Year Actual of Total Revenues are \$21,968,493.69 with Total Expenditures of \$20,692,485.87.

Statement of Revenues – Public/Non-Public - The current YTD Actual Total Revenues are \$20,705,552.34.

Statement of Activities – Expenditures – Combining Schedule of Activities w/Budget – This report reflects all the grants of the agency and the activity that occurred during the month.

Statement of Revenues and Expenditures – Head Start 12 County Grant - At 63% of the total budget and 57.54% actual revenue and 57.54% actual expense.

Statement of Revenues and Expenditures Madison/Limestone EHS – At 42% of the total budget and 29.91% actual revenue and 29.91 actual expense.

Statement of Revenues and Expenditures Madison Head Start – At 42% of the total budget and is currently at 29.91% actual revenue and 29.91% actual expense.

Statement of Revenues and Expenditures Lauderdale County – At 42% of the total budget and is currently at 33.18% actual revenue and 33.70% actual expense.

Statement of Revenues and Expenditures Pre K – Should be at 83% of the total grant and is currently at 100.00% actual revenue and 64.27% actual expense.

Statement of Revenues and Expenditures First Teacher Home Visiting Grant – Should be at 83% of the total grant and is currently at 100.51% actual revenue and 81.06% actual expense.

Statement of Revenues and Expenditures DHR Expansion Grant – Should be at 37% of the total budget and is currently at 25% revenue and 22.14 % expenditures.

Statement of Revenues and Expenditures Medicaid Matching Funds Expansion Grant – Should be at 37% of the total budget and is currently at 25% revenue and 16.34% expenditures.

Statement of Revenues and Expenditures DHR CCP Grant – Should be at 8% and is currently at .07% actual revenue and 2.73% actual expense.

Statement of Revenues and Expenditures USDA – Should be at 83% of the total budget and is currently at 86.68% actual revenue and 86.68% actual expense.

Expenditure Journal -Credit Card Expenditures – Transactions are allocated to appropriate program. There were a total of \$22,180.87 in expenditures for the month of July.

Posted General Ledger Transactions – The first report is sorted by dollar amount and the second report is any individual/vendor that received more than one payment during the month.

The Financial Committee meets monthly and anyone is welcome to attend these meetings. Joe Holmes asked for a motion to approve the financial report as presented. Benita Owens motioned. David Ware seconded. There being no further questions motion approved.

Elect Board Member to Serve on the Head Start Policy Council

Joe Holmes stated the Head Start Policy Council meets during the school year and stated that he has served on this committee. David Ware is currently the Policy Council Chair. David Ware shared that it was a great opportunity and that you have the opportunity to impact the communities we serve. Joe Holmes opened the floor for volunteers and/or nominations. Benita Owens and Paul Lott volunteered to serve as member and alternate. There being no further volunteers Joe Holmes asked for a motion to approve Benita Owens and Paul Lott to serve on Head Start Policy Council. Pat Busing motioned. Charles Owens seconded. There being no further discussion motion approved.

Approve Revisions to Human Resources Policies & Procedures Section 3.4 and 4.7

A copy of the revisions was sent to all members and advisors prior to the meeting. Alicia Higginbotham, HR Director presented an overview to each policy change.

Policy 3.4 Donation of Illness changed from was a minimum of ten days to twenty illness leave days must remain the donor's accrual balance after the donation of leave.

Policy 4.7 Travel/Expense Reimbursement now states that certain employees without a regular worksite (base) will not receive travel, drive time or mileage reimbursement without prior approval by the CEO or the Director of Children's Services. Alicia stated that substitutes and Classroom Partners continue to be an issue and that we are trying to get local subs for respective areas and cut down on travel and possibly spend the money on pay. Substitutes will no longer receive pay for travel time. Joe Holmes asked for a motion to approve the revisions to Human Resources Policies and Procedures Section 3.4 and 4.7 as presented. Pat Busing motioned. Joey Martin seconded. There being no further questions motion approved.

Organizational Standards Reconciliation Tracker 2019

A copy of the Organizational Standards Reconciliation Tracker was sent electronically to all members and advisors prior to the meeting. Laurie Lincoln-Swaim stated that we are mandated to review Organizational Standards for 2019 which is a compliance mandated by ADECA. She stated that we have primarily all areas submitted and approved with two not yet been approved by ADECA and several in progress. Laurie reviewed the 6 remaining standards that must be submitted by the last day of September which are:

- Board receives a copy of the Board By-Laws every two years.
- Board members sign a Conflict of Interest form every two years.
- Auditor annually presents audit to the Board.
- Board annual receives audit.
- IRS 990 is completed annually and made available to the Board for review.
- Fiscal Policies and Procedures is reviewed by staff every two years and Board approves changes.

Paul Lott asked what Standards 5.8 and 8.8 which are listed as submitted but not yet approved reflected. Laurie stated that Standard 5.8 is documentation for board training on duties and stated that we have submitted up to date information but it has not been reviewed by ADECA. Standard 8.8 is documentation that all required filings/payments related to payroll withholdings have been completed on time, this includes retirement and insurance. Fred Harvey explained that we are required to have a Conflict of Interest Policy and that Board members are required to complete a form. The policy states what it is, how we address and how we control the conflict. He stated that a quick way to check for conflicts is to scan the monthly financial statements that has the vendors to scan for conflicts. Members and Advisors were reminded that if they have a family member that may have ownership in a business that is on the vendor list then that information needs to be disclosed. Fred stated that the Financial P&P goes into detail of what constitutes a conflict. Joe Holmes opened the floor for any additional questions. This is for information purposes only.

NeighborWorks Week Contributing Partners

Information on the NeighborWorks Week Contributing Partners was sent electronically to all members and advisors prior to the meeting. Laurie Lincoln-Swaim reviewed the information and stated there was a total of \$4,876.00 of donated money/supplies, \$9,552 donation of in-kind and food cost was \$5,426.

Joe Holmes asked about the volume of the labor to which Laurie responded that we calculate using the national rate of \$24.00/hour.

Customer Satisfaction Survey Results – LIHEAP/Housing Counseling

A copy of the Customer Satisfaction Survey Results were sent electronically to all members and advisors prior to the meeting. Laurie stated the report is for June 20 – August 8th and that the ratings continue to be strong.

Overall clients are pleased with the services we provide. Some of the suggestions to improvements were an easier process for appointments to which Laurie explained that we are required to prove there is no partiality given and with the current on-line system we can prove this. Other suggestions were to assist with water bills and eliminate the witness signature for no income statements. The no income statement is a State requirement so we cannot eliminate this as part of the process.

Other Business

The floor was opened for any additional business. Tim Thrasher reminded everyone of the Open House at the Vivian C. Turner Early Childhood Learning Center on September 5th.

Alicia Higginbotham introduced new employee Mayra Contreras-Tadeo who will be working with the ERSEA Team.

There being no further business the meeting adjourned at 9:57 a.m. Minutes submitted by Allison Speegle, Recording Secretary to the Board of Directors.

Joe Holmes, Chair

Benita Owens, Secretary

Tim Thrasher, CEO