

Community Action Partnership of North Alabama, Inc.
Board of Directors Meeting
October 10, 2012
Central Office
Decatur, Alabama

Board Meeting Minutes

The Community Action Partnership of North Alabama, Inc. Board of Directors meeting was called to order at 8:10 a.m. by Carolyn Orr, Board Chair and Community Sector representative.

Board members in attendance: Cleo McDaniel, Matt Holmes, Carolyn Orr, Lorri Lee, Pat Gilbert, Darris Frost, Jim Turner, Kim Hood, Allen Stover, Paul Lott, Bruce Gordon, Mike Bates

Board members absent: Leigh Frances, Christine Garner, Annette Creest, Shelly Waters,

Advisors present: Bruce Jones

Advisors absent: Todd Russell, Barbara Sittason, Cassandra Lee, Johnny Turner, Jennifer Butler-Taylor

Staff in attendance: Allison Speegle, Michael Tubbs, Fred Harvey, Tamisha Sales, Lorrie Mauro, Angela Warren, Cindy Anderson, Stephanie Johnson, Nathan Curry, Chris Foote, Odia Shields

Board Attorney: Bingham Edwards

Our Mission

The Community Action Partnership of North Alabama, a results-driven, non-profit business is committed to reducing or eliminating the causes and consequences of poverty for families and communities.

Board Chair Comments

Carolyn Orr opened the meeting and thanked those in attendance. Mike Bates was recognized in regard to his daughter's illness. Mrs. Orr reminded members there were two vacant board slots; George Spear, Cullman County Public Sector resigned due to personal reasons. The Cullman County Commission has been contacted to appoint a replacement. The other vacancy is held by the Cullman County Mayor's Association, due to the resignation of Kenneth Kilgo. Kenneth Nail was appointed as a replacement but has informed us that he will not be able to serve due to time constraints.

Introduction of Staff, Guests

Michael Tubbs, CEO, introduced all staff and board members. Chris Foote, ReWorx Operations Manager, was introduced. ReWorx business cards were distributed to board members.

Roll Call to Establish Quorum

Allison Speegle called roll and quorum was established.

Reciting of the Mission

Mission was recited by all.

Approve Seating of New Board Member

Carolyn Orr stated that Annette Creest, Good Hope Elementary School Principal, has been serving in the Cullman County, Private Sector slot. Due to job demands she has not been able to attend board meetings on a continuous basis. We have met with her and she is willing to move to an Advisor role in order for us to fill the board member slot with someone that can attend on a regular basis. Michael Tubbs and Allison Speegle met with Jenny Clark, Wells Fargo in Cullman and she has agreed to serve in the Cullman County Private Sector slot.

Cassandra Lee who lives in Lawrence County and works with DHR and Barbara Sittason, who lives in Morgan County and is a retired educator and is currently serving on the Head Start Policy Council are both interested in serving as Advisors to the Board. Mrs. Orr stated that we are currently trying to increase the number of Advisors. Advisors can serve on committee,

participate in meetings but they cannot vote during a board meeting. The Advisor role is important in that it allows individuals to be a part of the board and become knowledgeable of the agency and it also allows for them to possibly roll into a board member role when a vacancy occurs.

The floor was opened for questions/discussion. There being no questions/discussion she asked for a motion to approve Jenny Clark as a board member and Cassandra Lee and Barbara Sittason as Advisors. Allen Stover motioned. Jim Turner seconded. Motion approved.

Approval of July 26, 2012 Minutes

Carolyn Orr opened the floor for questions/discussion on the July 26, 2012 minutes as received. There being no questions/corrections she asked for a motion to approve minutes as received. Kim Hood motioned. Matt Holmes seconded. Motion approved.

Financial Committee Report

Financial reports were received by members prior to the meeting. Darris Frost, committee member, stated the committee met on September 20th. He stated the committee has the benefit of unlimited time with Fred Harvey, CFO, to review/discuss financials. Fred Harvey reviewed the Financial Information Dashboard report, a new report that is a snapshot of a balance sheet. The floor was opened for questions/discussion on financials. Carolyn Orr asked for a motion to approve the financial statements as received and presented. Paul Lott motioned. Darris Frost seconded. Motion approved.

Head Start Approvals

Approval of Program Information Report

August Program Information Report was received by members prior to meeting. Michael Tubbs, CEO, gave a brief review of the report. It was noted there were 13 Head Start classrooms moved during the summer months. Funding for Head Start is stable. Program is on target for managing budget. The floor was opened for questions/discussion. Report is for information purposes.

Approval for Use of Head Start Carry Over Funds

Fred Harvey, CFO, stated the Head Start grant cycle is 7/1-6/30. Total grant is approximately 12 million dollars. The regular and expansion classrooms that started as a result of the stimulus money have an ending balance of \$106,000. This is due to a couple of reasons: one is the mild winter that resulted in lower utility bills; also the retirement employer match went down. Under normal circumstances those funds would be lost, however we can ask for a special accommodation. It is the recommendation to ask the board to approve applying the \$106,000 balance to the principal of the Decatur City Head Start mortgage. The floor was opened for questions/discussion. Carolyn Orr asked for a motion to approve the recommendation as presented. Bruce Gordon motioned. Allen Stover seconded. Motion approved.

Housing Committee Report

Matt Holmes, committee member, stated the committee met on September 11th. Committee was updated on the NTI training on asset management attended by Michael Tubbs, Fred Harvey, Lorrie Mauro and Jack Green. Trainer will be on site to similar training to Housing Committee and any board members who would like to attend. The Blueberry house has been sold to an employee of the agency. Committee approved agency to search for a second foreclosure house to purchase. In regard to the purchase of the Dinsmore property, Mr. Dinsmore has refused to sign any legal documents. Agency is looking for other property to purchase. The agreement has been signed by the City of Decatur for the Seville property. An open house is scheduled around the first of December. Market is too soft for apartments so decision was made to build single family homes for purchase at Lanier Place in Montgomery. Village at Blackwell Farms is 65% complete. Work is still taking place in Hackleburg but the community is going to have to find additional funding. The floor was opened for questions/discussion. Carolyn Orr asked for a motion to approve the housing committee report as presented. Jim Turner motioned. Allen Stover seconded. Motion approved.

Approve Resolution for CHDO Recertification

Resolution was received by members prior to meeting. Richard Lyons stated that home loans and tax credit loans are competitive. Agency currently has CHDO (Community Housing Development Organization) in 11 counties. Recommendation is that we add Marion, Franklin and Marshall Counties to our service area. The agency is currently looking at combining a project in Phil Campbell and Hackleburg. We currently do not have any housing in

Marshall County. The floor was opened for questions/discussion. Carolyn Orr asked for a motion to approve increasing the CHDO application from 11 to 14 to include Marion, Franklin and Marshall Counties. Bruce Gordon motioned. Allen Stover seconded. Motion approved.

Annual Report Update

Michael Tubbs reported has been finalized and should be delivered within the week. A copy will be mailed to board members/advisors.

Approve CSBG Workplan

Michael Tubbs stated the CSBG workplan has been submitted to ADECA in order to meet the submission deadline. It outlines how the agency will use CSBG funds. The determination of how funds can be used has changed. In the past, CSBG funds have been used to support the Morgan, Cullman and Lawrence county operations. It is now being used for direct services, such as the partnership with Calhoun Community College and Decatur Youth Services. Goal is to target the neediest of the community. It was noted that Carolyn Orr, Board Chair, was briefed on the workplan. The plan was submitted with the understanding with ADECA that it would be brought before the board for acceptance. A copy of the workplan was made available for member review at the meeting. Carolyn Orr asked for a motion to approve CSBG workplan as submitted. Allen Stover motioned. Bruce Gordon seconded. Motion approved.

Approve Revised Governance Manual

Members received a draft copy of revisions to the Board Governance Manual at the July 26th board meeting. Floor was opened for questions/discussion. Bingham Edwards, Legal Counsel, recommended the following changes: Page 9, paragraph 4 – change ensure to will strive to ensure. Page 11, number 5 under Performance Expectations – delete number 5 altogether. There being no further changes Carolyn Orr asked for a motion to approve Governance Manual with recommended changes. Pat Gilbert motioned. Matt Holmes seconded. Motion approved.

Nomination Committee Selection

In accordance with the Bylaws, Carolyn Orr, Board Chair, appointed Shelly Waters, Jim Turner and Kim Hood to serve on the nomination committee. Committee will meet and select a slate of officers to serve for 2013. Proposed slate of officers will be presented for vote at the December 6th meeting. Members were reminded nominations will also be accepted from the floor at that time. The meeting will be coordinated through Allison Speegle in order to meet the Open Meetings Act requirements.

Other Business

Weatherization Update

Michael Tubbs stated the agency spent all of the ARRA money. As of 10/31 there is no federal money to fund weatherization. He stated we, agency and board members, need to do everything we can to speak for this program. Recommended a resolution be drafted for board chair's signature to advocate for the weatherization program. The floor was opened for questions/discussion. Carolyn Orr asked for a motion to approve submission of resolution. Kim Hood motioned. Cleo McDaniel seconded. Motion approved.

Executive Directors Report

Members received a copy of the Executive Directors Report for review. Michael Tubbs gave a brief review of the report. The floor was opened for questions/discussion.

Meeting with Senator Arthur Orr

Michael Tubbs stated that he, Carolyn Orr and Allison Speegle will be meeting Senator Orr in the afternoon to discuss the Open Meetings Act in regard to the agency.

Board Meeting Evaluation Form

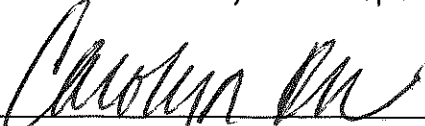
In an effort to ensure board meetings are effective and informative members were asked to complete the evaluation form they were given and leave on table.

Board Meeting

The next Board of Directors meeting is scheduled for December 6th.

The floor was opened for any additional business and/or discussion. There being no further discussion the meeting was adjourned at 9:13 a.m.

Minutes submitted by Allison Speegle



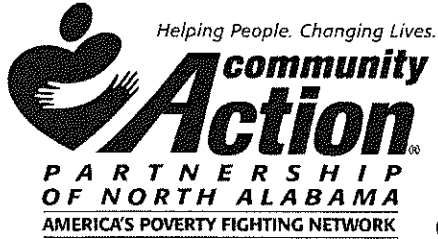
Carolyn Orr, Board Chair



Reviewed by Michael Tubbs



Darris Frost, Board Secretary



Community Action Partnership of North Alabama, Inc.
 Board of Directors Meeting
 October 10, 2012
Sign In Sheet

Leigh Frances	Community Sector/Morgan	
Cleo McDaniel	Community Sector/Morgan	Cleo McDaniel
Matt Holmes	Community Sector/Morgan	Matt Holmes
Christine Garner	Community Sector/Lawrence	
Carolyn Orr	Community Sector/Lawrence	Carolyn Orr
Lorrie Lee	Community Sector/Cullman	Lorrie Lee
Pat Gilbert	Community Sector/Cullman	Pat Gilbert
Darris Frost	Private Sector/Morgan	Darris Frost
Jim Turner	Private Sector/Morgan	Jim Turner
Annette Creest	Private Sector/Cullman	
Mike Bates	Private Sector/Cullman	
Kim Hood	Private Sector/Lawrence	Kim Hood
Shelly Slate Waters	Public Sector/Morgan	
Allen Stover	Public Sector/Morgan	Allen Stover
Vacant	Public Sector/Cullman	
Vacant	Public Sector/Cullman	

Paul Lott	Public Sector/ Lawrence	<i>Paul Lott</i>
Bruce Gordon	Public Sector/ Lawrence	<i>Bruce Gordon</i>
Todd Russell	Advisor to the Board	
Bruce Jones	Advisor to the Board	<i>Bruce Jones</i>
Barbara Sittason	Advisor to the Board	
Cassandra Lee	Advisor to the Board	
Johnny Turner	Advisor to the Board	
Jenny Clark	Advisor to the Board	
Jennifer Butler-Taylor	Advisor to the Board	
Bingham Edwards	Attorney at Law, Legal Counsel to the Board	<i>Bingham Edwards</i>

Staff/Guest Present

<i>Angela Warren</i>	<i>Kathleen</i>
<i>Michelle</i>	<i>C. Foote</i>
<i>Paul</i>	
<i>John</i>	
<i>Angela Warren</i>	
<i>Cindy Anderson</i>	
<i>Stephanie Johnson</i>	
<i>Adia</i>	