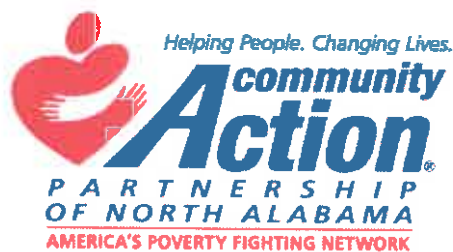


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Community Action Partnership of North Alabama Inc.
Board of Directors Meeting
February 21, 2017
Central Office

David Mathews, Board Chair, opened the meeting at 8:36 a.m. and welcomed those in attendance.

Board Members Present: Bruce Jones, Leigh Frances, Jackie Peek, Tim Thrasher, Joe Holmes, Pat Gilbert, Allen Stover, Tim Littrell, Rise' Simmons, David Mathews

Board Members Electronically: Heather Smith, Dawn Owens and Bruce Gordon

Board Members Absent: Cassandra Lee, Sheryl Marsh, Jennifer Taylor, Earlene Johnson, Tommy Praytor and Matt Holmes.

Advisors Present: Shelly Waters, Paul Lott and Tricia Culpepper

Advisors Electronically: None

Legal Counsel to the Board: Bingham Edwards

Staff Present: Michael Tubbs, Fred Harvey, Deborah Cottingham, Alicia Higginbotham, Lorrie Mauro, Sharalee Little, Cindy Anderson, Laurie Lincoln-Swaim, Kim Dodd, Nathan Curry and Angela Ingram, Dave Truitt (Skype), Allison Speegle (Skype)

Installation of New Officers for 2017

Officers were sworn in by Judge Shelly Waters. David Mathews will serve as Chair. Bruce Jones: Vice Chair and Tim Thrasher: Secretary.

Introduction of Staff and Guests

Michael Tubbs, CEO, introduced all in attendance and acknowledged this being David Mathews first meeting as the Board Chair.

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.

Acknowledge Tim Littrell as Appointee of the Mayor of Moulton and Corey Williams as Advisor to the Board

Tim Littrell will serve as the new appointee of the Mayor of Moulton representing the Lawrence County Public Sector replacing Paul Lott who served his 5 year term. Corey Williams who works with DHR in Lawrence County was welcomed as a new advisor to the Board.

Mike reminded all in attendance that advisors cannot vote in the board meetings but may serve on committees.

Roll Call to Establish Quorum

Presence of board members and sign in sheet established a quorum.

Recite Mission of Agency

Leigh Frances led all in reciting the mission statement.

Acknowledge Outgoing Board Chair Paul Lott

Michael Tubbs acknowledged Paul Lott and his years of service to the Board. Paul was presented with a watch and a NeighborWorks Book which includes an article on the Partnership.

Approve December 15, 2016 minutes

Minutes were received in packet prior to the meeting. David Mathews opened the floor for any questions and/or corrections. There being no corrections David Mathews asked for a motion to approve the minutes as received. Tim Thrasher motioned. Allen Stover seconded. Motion approved with roll call vote.

Approve Human Resources Policies & Procedures Revisions

A copy of the Human Resources Policies & Procedures proposed revisions was received in packet prior to meeting. Michael Tubbs stated that the policies have been reviewed thoroughly with Alicia Higginbotham and Allison Speegle. Some extensive changes were made due to some new laws. Matt Miller, HR Attorney for the Partnership has been extensively involved in this process. Good Friday was a holiday added as a paid holiday. David Mathews opened floor for questions and then asked for a motion to approve revisions to the Human Resources Polices & Procedures manual as received. Tim Thrasher motioned. Leigh Frances seconded. Motion approved with roll call vote.

Financial Committee Report and Approval

Heather Smith has agreed to serve on the Financial Committee replacing Paul Lott who had asked to step down from this committee. Paul will continue to serve on the Housing Committee. Other members of the Financial Committee are Bruce Jones, Tim Thrasher, Pat Busing and David Mathews. David Mathews asked for a motion to confirm these individuals to serve on the Financial Committee. Joe Holmes motioned. Leigh Frances seconded. Motion approved with roll call vote.

The December and January financials were received in packet prior to the meeting. Fred Harvey, CFO, reviewed the financial reports in detail.

Financial Information Dashboard - The average cash on hand is better than it was this time last year.

Balance Sheet – Consolidating Financial Position - The balance sheet was reviewed with the columns compared.

Statement of Revenues Public/Non-Public – This report compares non-public support to public support. Fred stated the January in-kind has not been keyed.

Statement of Activities – Expenditures – Combining Schedule of Activities w/Budget – This is the individual funds that reflect each organization expenditures. Fred stated NeighborWorks funds will be used to offset the deficit with Community Development Block Grant. He stated this type of development grant has administrative cost that can incur more than allowed.

Fred reminded those in attendance that we cannot carry over funds that are remaining in the Head Start grants.

Statement of Revenues and Expenditures – Head Start 12 County
This grant has a July 1st – June 30th operating cycle.

Statement of Revenues and Expenditures – EHS Madison/Limestone
This grant has a February 1st – January 31st operating cycle.

Statement of Revenues and Expenditures – Head Start Madison/Limestone
This grant has a March 1st – February 28th operating cycle.

Statement of Revenues and Expenditures – Head Start Lauderdale County
This grant has an October 1st – September 30th operating cycle. Budget should be at 33% of the program year and is currently at 22%.

Statement of Revenues and Expenditures – Pre-K
After the State Pre-K funds are spent expenditures are paid from the Head Start funds.

Statement of Revenues and Expenditures - PAT (Home Visiting Grant)
This is a home based program for children and families.

Statement of Revenues and Expenditures – DHR-EHS
This grant has an October 1st – September 30th operating cycle.

Statement of Revenues and Expenditures – USDA

This grant has an October 1st – September 30th operating cycle.

Expenditure Journal – Credit Card Expenditures

It is a Head Start requirement the Board of Directors review the credit card statements. The Financial Committee of the Board reviews the statements on a monthly basis. This report is an agency wide report, not Head Start specific.

Posted General Ledger Transactions

The first report is for transactions during the month of January sorted by dollar amount. The second report is any vendor that received more than one payment during the month. Any vendor marked with an "A" is a utility assistance transaction.

The floor was opened for questions on financial reports. David Mathews asked for a motion to approve the financial report as presented. Allen Stover motioned. Tim Thrasher seconded. Motion approved with roll call vote.

Approve CFO Selection

Michael Tubbs shared that Fred Harvey has announced his retirement effective July 1st. It is a requirement the Board be involved in the hiring of the CEO, CFO, HR Director and Director of Children's Services. The Policy Council was informed of this information at the January 31st meeting. Lorrie Mauro who works directly under the supervision of Fred has been asked to transition into this position. Fred will be staying on as a non-exempt employee and be able to assist Lorrie with this change. Paul Lott stated that this is part of the succession plan process the agency has in place. The floor was opened for questions and/or discussion. David Mathews asked for a motion to approve Lorrie Mauro as the new CFO effective July 1st. Pat Gilbert motioned. Allen Stover seconded. Motion approved with roll call vote.

2016 Audit Update

Fred Harvey stated the auditors planned to be on site around the second week of March.

Authorize Submission of Refunding Application for 12 County Head Start Grant

A copy of the application was received in packet prior to the meeting. Fred Harvey gave a brief overview and stated this application has to be submitted by March 31, 2017. The floor was opened for questions. David Mathews asked for a motion to submit the refunding application for the 12 County Head Start grant. Jackie Peek motioned. Allen Stover seconded. Motion approved with roll call vote.

Approve FAHE Resolution

A copy of the resolution was received in packet prior to the meeting. Fred Harvey gave a brief overview of the resolution. The floor was opened for questions. David Mathews asked for a motion to approve FAHE resolution as presented. Tim Thrasher motioned. Pat Gilbert seconded. Motion approved with roll call vote.

Executive Committee Update

Paul Lott shared that the Executive Committee met on December 6, 2016 to complete CEO performance review and 2016 board performance. The three current officers and the past Chair make-up the Executive Committee. Twenty individuals including direct reports, completed a Leadership Practice Inventory on Mike. This information provides a perspective of how others rate Mike's leadership practices. The Executive Committee also made the decision to give Mike a salary increase. The last pay increase Mike received was two years prior.

The 2016 Board Performance Expectations were reviewed and there are 42 items that are pulled from different reports from different areas. Over half of our members attended five or more of the meetings. It is the job of the Executive committee to consult the members that are not attending the meetings regularly. Sometimes people can no longer perform as a Board member due to items that change and that is why we have advisors to be able to step up into these roles. A copy of the Board Performance Expectations was received in packet prior to the meeting. Michael Tubbs stated that Allison will be sending a commitment letter to members and advisors. A Board Self-Assessment has been sent to all members and advisors and as of this meeting only 3 responses have been received.

The floor was opened for questions and/or discussion. David Mathews asked for a motion approve the Executive Committee report as presented. Leigh Frances motioned. Pat Gilbert seconded. Motion approved with roll call vote.

Customer Satisfaction Survey

A copy of the survey was received in packet prior to the meeting. Laurie Lincoln-Swaim gave an overview of the report. LIHEAP was briefly explained. She stated this is the second year of completing this survey and there have been some issues with questions being skipped. The majority of the survey results were completed at the Cullman office. Pat Gilbert asked if the survey results are from the ones that come into the office only or does it include the outreach people as well. Laurie and Cindy Anderson stated that they will obtain that information for the next meeting. Pat Gilbert also stated that she had been asked to follow up on where individuals in her area can receive LIHEAP services. Cindy Anderson stated she would provide Pat that information.

Results Report

Michael Tubbs stated the Annual Report will be an on-line document for the most part. There will be a limited number of print copies available. Mike reviewed the annual report as it was previewed on the screen and commended Holly Hicks as the person who put all of this information together. The report contains a lot of data and statistical information on all contents/departments of the agency.

Community Needs and Resources Update

Laurie Lincoln-Swaim stated that this is something the agency is required to complete every three years. The Community Needs Assessment is connected to our Vision/Mission Statement. Head Start also implements surveys that will be used for the Community Needs Assessment report. Laurie also reviewed ROMA Next Generation information.

Executive Director's Report

Michael Tubbs gave a brief overview of the report. He stated that CAPLAW is a conference in June in Denver that will focus on the legal side of Community Agency. Agency will have a presence at this conference. The National Community Action Partnership will be in August in Philadelphia. Please see Mike for additional information. During the month of February the Decatur Daily will have their yearly fundraiser for Meals on Wheels & More. Richard Lyons and Marcia Castleberry are both key staff that have retired.

Jonathan Watson, Advisor to the Board – Awareness on Legal Matters for the Agency

Michael Tubbs stated that Jonathan Watson who is currently an Advisor to the Board will become more involved in the Partnership as Bingham Edwards, Legal Counsel to the Board and Agency reduces his work hours.

Tax Credit Resolution for Rock Springs

This is for a development in Moody and the application is due on March 9th. Bingham Edwards stated that this is a delegation from the Board to the Housing Committee. Bingham stated that he would like to see all Board members serve on the Housing Committee. Fred shared this resolution will be forming an LLC. The floor was opened for questions. David Mathews asked for a motion to approve tax credit resolution for Rock Springs. Leigh Frances motioned. Tim Thrasher seconded. Motion approved with roll call vote.

The floor was opened for additional business. There being no further business the meeting adjourned at 10:12 a.m. Minutes submitted by Deborah Cottingham in the absence of Allison Speegle, Recording Secretary to the Board.

David Mathews, Chair

Tim Thrasher, Secretary

Reviewed by Michael Tubbs, CEO