

Community Action Partnership of North Alabama, Inc.
Board of Directors Meeting
April 3, 2014
Central Office
Decatur, Alabama

Board Meeting Minutes

The Community Action Partnership of North Alabama, Inc. Board of Directors meeting was called to order at 8:30 a.m. by Darris Frost, Board Chair and Private Sector representative.

Board members in attendance: Barbara Sittason, Cleo McDaniel, Leigh Frances, Christine Garner, Pat Gilbert, Darris Frost, Matt Holmes, Carolyn Orr, Sheryl Marsh, Allen Stover, Jennifer Taylor, Earlene Johnson, Paul Lott

Board members absent: Lorrie Lee, Heath Meherg, Bruce Gordon

Advisors present: Bruce Jones, Dawn Owens, David Mathews, Kyle Buchanan

Advisors absent: None

Staff in attendance: Cindy Anderson, Laurie Lincoln, Marcia Castleberry, Alicia Higginbotham, Michael Shafer, Dwayne Blackmon, Richard Lyons, Candy Ayers, Teresa Bearden, Deb Purcell, Lorrie Mauro, Kim Dodd, Deborah Cottingham, Tamisha Sales, Carrie Waynick, Nathan Curry, Michael Tubbs, Allison Speegle

Board Attorney: Bingham Edwards

Guest Present: Tryon McLaney, ADECA; Emily Reischman, Joseph Wynn, Steven Strickland with Wear, Howell, Strickland, Quinn & Law,

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.

LLC; Suzanne Harbin, Joseph Key, Tilina Key, Christine Wiggins with Wallace State; Tray Anderson with Calhoun; Jerry Jacob

Board Chair Comments

Darris Frost opened the meeting and welcomed those in attendance.

Introduction of Staff and Guests

Michael Tubbs, CEO, introduced all staff, board members, advisors and guests.

Roll Call to Establish Quorum

Allison Speegle called roll and quorum was established.

Acknowledge Leigh Frances to serve as Morgan County Community Sector

Darris Frost stated Michael Tubbs and Allison Speegle held a community election at the Hartselle Head Start Center on Friday, March 21st. Matt Holmes also attended. A brief overview and purpose of the community election along with the mission of the agency was given by Michael Tubbs. Matt Holmes commented on the role of the board member. Leigh Frances who has served as Policy Council Representative to the Board, and is currently serving as an Advisor to the Board, attended the posted meeting and expressed an interest in serving as a board member. There were no other nominations and after a vote the community elected Leigh Frances to serve as the Morgan County Community Representative. Since the community election chose Leigh Frances to serve this is an acknowledgment only and does not require a vote.

Approve Jerry Jacob to serve as Cullman County Private Sector

Darris Frost stated that Michael Tubbs and Allison Speegle met with Jerry Jacob on March 19th to discuss his interest in serving on the board, replacing Jenny Clark who resigned due to work demands. Jerry came as a recommend from the Long Term Recovery Committee and local non-profits. Jerry has served as Executive Director of the Good Samaritan Clinic in Cullman. The floor was opened to Jerry for any comments. Jerry stated that he considered it an honor to serve on this board and that this organization does a lot of good work. Darris Frost asked for a motion to approve Jerry Jacob to serve as Cullman County Private Sector. Matt Holmes motioned. Allen Stover seconded. Motion approved.

Recite Mission of the Agency

Mission was recited by all.

Approve January 30, 2014 Minutes

Minutes were received by members prior to the meeting. Darris Frost opened the floor for questions/discussion on the minutes as received. There being no questions/corrections he asked for a motion to approve minutes as received. Carolyn Orr motioned. Leigh Frances seconded. Motion approved.

Financial Committee Report

Paul Lott, Committee Member, reported the committee meets on a monthly basis for approximately 1 ½ - 2 hours. Since the last board meeting the committee has met twice. Committee Members are himself, Kyle Buchanan, Darris Frost, David Mathews and Matt Holmes. Fred Harvey provides a half-day training for all new members. Staff that attend are Fred Harvey, Michael Tubbs, Lorrie Mauro and Allison Speegle. During the February and March the committee met with the auditors looking into the scope of work for the audit. The committee will meet with the auditors each month until the audit is complete. Kim Dodd, Director of Children's Services, presented the financial aspects of the Head Start program and the 2014-2015 budget to this committee in February. In March, Nathan Curry gave an overview of the IT Department. Paul stated that IT falls into a direct cost line item. Each month a program leader will be presenting their area of responsibility to this committee. In turn it gives the committee awareness that Team Leaders have a good understanding of their budget and what is going on in their respective programs. Paul stated board members received two months of financials in their packet and opened the floor for any questions/comments. Darris Frost stated the amount of activity, work, planning and knowledge to keep this organization running is tremendous and commended Nathan Curry for his work. Darris Frost asked for a motion to approve the financial report as presented. Matt Holmes motioned. Cleo McDaniel seconded. Motion approved.

Audit Update

Darris Frost introduced Emily Reischman and stated that she reviewed the flow chart that was received in your packet at the last financial committee meeting. Emily Reischman stated the flow chart reflects the standard methodology the auditing firm is required to follow. She then gave an overview of the flowchart. Type A reflects programs that receive over 600K

in federal funds during the 2013 program year. This includes Head Start, USDA, Disaster Assistance and LIHEAP. It was noted that Head Start is audited every year due to the size of the program, USDA has not been audited since 2010, Disaster Assistance and LIHEAP have been audited in the last two years and will not be audited this year. Type B reflects programs that receive over 100K in federal funds. Weatherization is in the high category due to the ARRA funds. This program will be audited. Darris Frost stated the auditors are just getting started in the audit process. The floor was opened for any questions/discussion. This is for information purposes only, no approval required.

Results Report

Laurie Lincoln reviewed the results report for Calhoun and Wallace State Community Colleges that was at the tabletop. Participants must meet 125% of the poverty guidelines as required by CSBG (Community Services Block Grant).

Tray Anderson who has participated in the Calhoun partnership shared his personal story of being strung out on drugs which resulted in serving time in prison. He has been out of prison for over 2 years. His girlfriend was pregnant with his child and during his time in prison his mother and girlfriend brought the baby to see him. He had dreamed of welding and without this program and his son he is not sure where he would be but with these two things he has straightened his life out.

Laurie Lincoln stated that we identify people that are at risk. Many are raised in middle class families and many of us make choices that put us in a different place but Community Action makes a difference.

Christine Wiggins representing Blake Hill shared that Blake was working and unable to attend today. Blake and his wife were both attending Wallace State and the Pell Grant Blake had was not going to cover his cost during the summer and as a result of this partnership Wallace State was able to sponsor both Blake and his wife. Blake is an Industrial Electronics graduate and his wife will graduate in Dental Hygiene. Blake wanted this agency to know that this program does make a difference and the right people need to know.

Tilina Key shared that she worked for Hospice for several years and decided to go back to school for cosmetology. She graduated in 2013 and is working at a successful Day Spa Salon. With the help of this program she shared that

she was able to concentrate on studies and was on the Dean's and President's lists. She thanked the agency for support and due to us she was able to graduate and be successful in a second career.

Suzanne Harbin shared that she was extremely grateful for the partnership. She thanked Board Member Jennifer Taylor for connecting Wallace with the Partnership. Michael Tubbs stated he felt we needed to build a bridge and this goal is in our community assessment. Our presence is not as strong in Cullman as we wanted it to be and board members are our advocate. He further shared that in regard to the results piece that Peter Drucker teaches two things – clear defining mission and verifiable results; did you make an impact and if so tell that story. Results should be qualitative and quantitative. We want to be accountable but you as board members need to hear the story.

Head Start - Approve 2014-2015 Budget (Original 12 Counties)

Kim Dodd, Director of Children's Services, stated that members received a copy of this budget prior to the meeting. This budget has been presented to the finance committee and has been approved from the Head Start Policy Council. This is for the program year that starts 7/1. Michael Tubbs stated that Head Start has three separate grants and must submit funding requests for each one. The floor was opened for questions/discussion on budget. Darris Frost asked for a motion to approve 2014-2015 Budget as presented. Allen Stover motioned. Leigh Frances seconded. Motion approved.

Head Start – Approve Disposal of Modular Units from Huntsville/Madison/Limestone Counties

Kim Dodd, Director of Children's Services, stated the program has several modular units that were inherited when the program was awarded the HML grant that we are not going to use. The Board of Education in Arab wants them but we must submit a request to the Regional Office for approval. Darris Frost informed board members that with the new relationships that has been built with the school systems it has allowed us to move in school systems therefore the need for the surplus modular units is not necessary. Michael Tubbs stated these will become a declining asset if we do not dispose of them. The floor was opened for questions/discussion. Darris Frost asked for a motion to dispose of modular units from Huntsville/Madison/Limestone Counties as presented. Allen Stover motioned. Matt Holmes seconded. Motion approved.

Head Start – Approve Sequestration Plan for 12 Counties and Huntsville/Madison/Limestone Counties

Kim Dodd, Director of Children’s Services, stated the sequestration cut of 5.27% has been reinstated. As a result we will re-open 15 classrooms in the 15 county area. (Ratchford, Appalachian, Locust Fork, Baileyton, 2 @ West Morgan, Cotaco, Madison City, 2 @ Elkmont, Athens, Winfield, Arab City and Sheffield). This will add an additional 270 children and support staff. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the sequestration plan for 12 counties and Huntsville/Madison/Limestone as presented. Carolyn Orr motioned. Pat Gilbert seconded. Motion approved.

Head Start – Information Memorandum: Federal Oversight of Five year Head Start Grants

Kim Dodd, Director of Children’s Services, stated this information was received in board packet. She stated that Health and Human Services is moving all grants from a 3 year grant cycle to a 5 year grant cycle. Head Start reviews will still continue to be on a triennial basis. The floor was opened for questions/discussion on information memorandum. Darris Frost asked that all board members review this information memorandum thoroughly if they had not already. This is for information purposes only. No approval required.

Head Start – Pre-K Grant Application Update

Kim Dodd, Director of Children’s Services, stated that program has applied for 5 additional Pre-K grants through the Office of School Readiness. Grant will request \$45,000 from the State to operate each classroom. If the agency receives the grants the Pre-K classrooms would be in the following locations: Decatur City, West Morgan, Sheffield, Madison City and Piney Chapel. The grant is due 4/15. The floor was opened for questions/discussion. This is for information purposes only. No approval required.

Approve Submission of United Way Budgets for Meals on Wheels & More and Foster Grandparent/Senior Companion Programs

Darris Frost stated that budget request for each program was received in packet. The Meals on Wheels & More is submitting a budget request of \$120,000 for next year. The current allocation is \$100,276. The Foster Grandparent/Senior Companion Program is submitting a budget request of level funding of \$22,300. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve submission of United Way Budgets

for both Meals on Wheels & More and Foster Grandparent/Senior Companion Programs. Paul Lott motioned. Cleo McDaniel seconded. Motion approved.

Approve Resolution for The Village at Southeast Sheffield

Michael Tubbs stated the agency has a number of tax credit apartment complexes. AHFA (Alabama Housing Finance Authority) allows applications to be submitted to create affordable housing. The agency owns property in Sheffield adjacent to the Sheffield Head Start Center. We have submitted an application to build 27 single family rental homes. There has not been a tax credit deal in Sheffield for some time and we are hopeful this project will be approved. The Housing Committee of the board has been briefed on this application. The approval is asking for the Board of Directors to ratify the actions of the application process the Housing Committee has oversight of and approve necessary steps going forward. The floor was opened for questions/discussion. Paul Lott referred to last page of resolution and date being incorrect. Darris Frost asked for a motion to ratify the actions of the application process as stated above by Michael Tubbs subject to the date being corrected. Allen Stover motioned. Sheryl Marsh seconded. Motion approved.

Approve Written Succession Plan for CEO

A written succession plan for Michael Tubbs was received in packet. Darris Frost stated this is a best practice for any organization. Each year we as a board, go through a checklist of best practices. Alicia Higginbotham, HR Director, stated the Organizational Standards which is recommended by the Office of Community Services, states a written succession plan be in place for the CEO approved by the board that contains procedures for covering an emergency/unplanned, short-term absence of 3 months or less as well as process for filling a permanent vacancy. This plan has been submitted and reviewed by the Leadership Team. The floor was opened for questions/discussion. Paul Lott suggested that bullet #8 to put position and remove name(s). He also recommended that passwords should not be made public. Darris Frost asked for a motion to approve the Written Succession Plan for the CEO as presented with recommended changes. Pat Gilbert motioned. Barbara Sittason seconded. Motion approved.

Darris Frost asked Tryon McLaney to comment. He stated that he is required to attend a board meeting on an annual basis. This agency is scheduled to be monitored this year. Today he will meet with staff for a technical visit. He stated that he was glad to see the succession plan for the CEO on the

agenda. The succession plan is not a formality, he cannot stress enough having a concise succession plan in place.

Upcoming Board Training

Michael Tubbs stated the agency has purchased a set of DVD's for training. Board excellence is a necessity for us. We are in the process of trying to work out details of possibly allowing for on-line viewing with restrictive access. Each DVD is approximately 30-45 minutes. Our agency received additional money for Board Excellence in the Organization Underwriting that was submitted to NeighborWorks this year. This was due to on-going training the board has received.

Executive Directors Report

Members were referred to Executive Directors report which was at tabletop. Some of the key dates were: Meals on Wheels & More Recognition Dinner is 4/29 at Central Office. April 27 is the 3rd anniversary of the tornados and we are in the process of coordinating a groundbreaking ceremony at Phil Campbell, one of the hardest hit areas, for the new apartment complex we are building. Progress is being made on the new warehouse next door. Michael Tubbs stated there are so many touch points at the agency each day that is hard to comment on each one and encouraged members to review the Executive Director's report in detail and contact him with any questions.

Darris Frost encouraged board members to ask questions. He also stated that we want board members to attend key events when they can.

Other Business

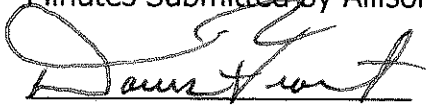
Michael Tubbs distributed ReWorx brochures.

Darris Frost asked Bruce Jones to introduce his guest. Bruce stated that LaDon is from Oakwood College and is interested in what we are doing in the community. Social Work is his area of study.

Paul Lott asked about members receiving a copy of the "parking lot" speech. Allison will email to all members.

The floor was opened for any additional business. There being no further business the meeting adjourned at 9:50 a.m.

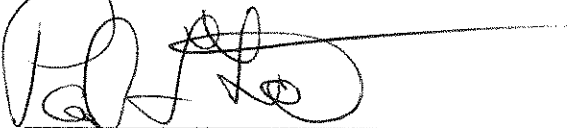
Minutes Submitted by Allison Speegle.



Board Chair



Reviewed by: Michael Tubbs



Board Secretary