

Community Action Partnership of North Alabama, Inc.
Board of Directors Meeting
January 30, 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, Pat Gilbert, Darris Frost, Heath Meherg, Carolyn Orr, Sheryl Marsh, Allen Stover, Paul Lott, Bruce Gordon

Board members absent: Matt Holmes, Christine Garner, Cassandra Lee, Lorrie Lee, Jennifer Taylor, Earlene Johnson

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

Advisors absent: None

Staff in attendance: Allison Speegle, Fred Harvey, Laurie Lincoln, Nathan Curry, Michelle Edwards, Lorrie Mauro, Deb Purcell, Michael Tubbs, Wendi Busing, Candy Ayers, Dwayne Blackmon, Richard Lyons, Deborah Cottingham, Cindy Anderson, Alicia Higginbotham, Kim Dodd, Angela Warren

Board Attorney: Bingham Edwards

Guest Present: Jarvis Foster, Kemari Baker, Gina Steward

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

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.

Acknowledge Policy Council Representative to the Board - Barbara Sittason

Michael Tubbs shared that Misty Wilson had to resign from the Policy Council for personal reasons. As a result this made her ineligible to serve on the Board of Directors. The Policy Council met on January 29th and elected Barbara Sittason to this position.

Roll Call to Establish Quorum

Allison Speegle called roll and quorum was established.

Accept Resignation of Jenny Clark, Cullman County Private Sector and Approve Moving Forward with Replacement & Approve Matt Holmes from Morgan County Community Sector to Private Sector

Darris Frost stated that Jenny Clark submitted a letter of resignation to the Board of Directors. Her work schedule does not permit her to attend meetings.

Matt Holmes was elected of the Falkville community during a PTA meeting. Matt has relocated to the Decatur area. He is still active in the Falkville area but he now meets the qualifications for the Morgan County Private Sector slot which was held by Jim Turner, who completed his 5-year term of service in December.

Darris asked for a motion to accept the resignation of Jenny Clark, approve moving Matt Holmes from Community to Private Sector vacancy and approve Michael Tubbs and Allison moving forward with a community election to fill the Community Sector vacancy previously held by Matt Holmes. Carolyn Orr motioned. Allen Stover seconded. Motion approved.

Accept David Mathews to Serve on Financial Committee Replacing Jim Turner; Kyle Buchanan to serve on Financial Committee replacing Jenny Clark; Paul Lott to Serve on Housing Committee Replacing Jim Turner

Darris Frost stated that Allison contacted David Mathews for interest in serving on Financial Committee, which he agreed to do. With his banking background and the complicated financials, David will add great value to this committee. Kyle Buchanan, on his own, attended the last financial meeting and expressed interest in attending as many committee meetings as his schedule allows. Allison followed up with him to see if would be interested in serving on the financial committee, which he agreed to do. Kyle currently serves as CEO of Lawrence Medical Center. Paul Lott who serves as an Officer and on the financial committee asked to serve on the housing committee. Paul has an auditing background and has a high interest in the housing development part of the business. The floor was opened for additional recommendations. There being no further recommendations Darris asked for a motion to approve the above committee replacements. Bruce Gordon motioned. Cleo McDaniel seconded. Motion approved.

Recite and Adopt Mission of the Agency

Mission was recited by all. Michael Tubbs stated that during a monitoring visit last year that ADECA brought it our attention there was no record of the board adopting the mission statement of the agency. The floor was opened for any questions/discussion. Darris Frost asked for a motion to adopt the agency mission statement. Heath Meherg motioned. Bruce Gordon seconded. Motion approved.

Approval of December 4, 2013 Minutes

December 4, 2013 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. Paul Lott motioned. Allen Stover seconded. Motion approved.

Results Report

Michael Tubbs stated that "results" is in our mission statement and stated not only do we want to be good stewards of money but also want to have an impact. As a result our featured partner this month is Decatur Youth Services. We executed this MOU before Bruce Jones became an Advisor to the Board so there is no conflict. Laurie Lincoln, Compliance/Planning/Results, stated that Gina Steward operates this program and tracks results. In 2012 the agency sponsored 20 students and in 2013 sponsored 20 more students who meet the CSBG poverty guidelines and are students in the Decatur City school system, which are both requirements. Goal is to prevent at risk youth from being involved in other outside activities that are not positive. The three highest motivators are: stipend received, work experience and parents made them participate. Participation in the program gives them an opportunity to see what employment looks like. Two of the students, Kemari Baker and Jarvis Foster both spoke on what this program has meant to them. Some of the highlights were: learned how to act/perform on job site, how to meet/greet individuals, operate office equipment and how to work with others. Gina Steward stated that she is very grateful for this partnership. Currently there are 100 summer workers that would like to participate in this program. Michael Tubbs stated the last Community Assessment the agency completed, that employment outcomes and at risk youth are targets. Bruce Jones stated that Decatur Youth Services stays with these kids until college. Many come from single parent homes and he stated they become a mentor. He stated this is an awesome program and while the stipend is a motivator that the fact these kids will be doing positive things that will keep them out of trouble is a goal and is very grateful for this program. Darris Frost thanked both the students for their presentation and Gina and Bruce for the work they are doing. He stated these kids are so far ahead of others in knowing what a job requires.

Head Start Review of November Program Information Report

Copy of report was received in packet prior to the meeting. Kim Dodd stated this is a report that details enrollment and attendance. Michael Tubbs stated the Head Start program has a funded enrollment of 2,259 with 131 classrooms. Floor was opened for questions/discussion. Paul Lott asked for an explanation of the benchmark for the 85% average attendance. Kim Dodd stated it is a Performance Standard requirement that if attendance falls below 85% then it must be reported to HHS the reasons why. Kim stated the program focuses on school readiness so children need to be in school.

Attendance is discussed with parents at the enrollment process. It was also noted that Head Start is one of the few programs that accept special needs children. Leigh Frances spoke to the benefits her grandson, who has special needs, benefited from the Head Start program and as a result of what he was taught in Head Start has transitioned well into the school system.

Approve Handy Head Start Grant Application Submission

Kim Dodd stated the agency is currently operating this grant on an interim basis but the deadline for grant submission to apply for permanent status is February 7th. This is a competitive grant application process. The grant is to serve 257 children, which will be home based and center based. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the Handy Head Start Grant Application. Allen Stover motioned. Pat Gilbert seconded. Motion approved.

Financial Committee Report and Approve Report Submission

November and December Financials were received by members prior to the meeting. Paul Lott stated the committee had met twice since the last board meeting. The committee spends approximately 2 hours reviewing financial reports and discuss activities that may impact the future of the agency. Paul noted that during the January meeting the committee met with members of the accounting firm to execute the engagement letter for the audit. They also discussed the timing of the audit. The auditors will meet with the financial committee at the February meeting to discuss processes of testing internal controls. Financial committee feels the financial statements reflect the state of the Partnership. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve financials as received and presented. Bruce Gordon motioned. Heath Meherg seconded. Motion approved.

Approve ByLaw Revisions Pending Approval from ADECA

Draft copy of ByLaw Revisions was received in packet prior to meeting. Darris Frost stated the bylaws are reviewed every two years to edit/update. The Executive Committee met on January 22nd to review the ByLaws for any necessary changes. A draft copy of the proposed changes was then sent to Bingham Edwards for review. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the ByLaw revisions pending approval from ADECA. If ADECA does not approve the changes then they will be brought back to the board at the April meeting. Carolyn Orr motioned. Bruce Gordon seconded. Motion approved.

Approve Resolution for General Fund

Copy of resolution was received in packet prior to meeting. Michael Tubbs stated this is a small funding stream administered through the State Community Action Association Office. This is first time this type of resolution has been required. As stated in the general fund resolution the general fund money is used to support the salaries and fringe cost for the operation of the Homeownership program. The agency will not receive a General Fund disbursement until this resolution has been executed. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve resolution for the use of General Fund money. Barbara Sittason motioned. Pat Gilbert seconded. Motion approved.

Review of Board Performance 2013

Copy of Board Performance 2013 was received in packet prior to meeting. Darris Frost stated the Executive Committee met on January 22nd to complete this form, which are suggested best practices. Darris gave the following statement on those goals not met:

3. Last year there were 2 slots that were not filled within the 60 day timeframe. It was noted that depending on the how the slot is filled we are sometimes at the mercy of others to fill these vacancies.
9. In regard to the legal liability audit, Bingham Edwards stated that he would like to take some time at one of the upcoming board meetings to discuss liability of board members. He did state the agency does have insurance to protect board members but that it was impossible to say there is no liability to board members. Darris Frost committed that time would be given on an upcoming agenda for this training.
35. In regard to succession plans it was noted this is in process. Michael Tubbs has been asked to give a succession plan along with other key staff.
37. In regard to Head Start Shared Governance training it was noted the bar is being raised by the Federal government and recommend additional training in order to close gaps.
42. In regard to board members spending a day per year within the programs of the agency, it was decided that due to work schedules and other demands there would be few that could commit to this. Decision was made that next year to revise the goal for each board member to serve one day in one program.
43. In regard to board members being provided news about the Partnership the committee felt this was a work in progress. Michael Tubbs stated all employees should be able to talk about the agency not just their specific

program. There is a brief "parking lot" speech that has been created that will be provided to board members at the April meeting.

Floor was opened for questions/discussion on Board Performance 2013 report.

Executive Directors Report

Members received a copy of the Executive Directors Report at the tabletop. Michael Tubbs gave a brief overview of the report.

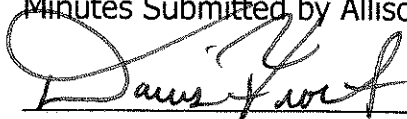
Other Business

Bruce Jones asked with the number of clients assisted at the agency if there had ever been a need for security. Michael Tubbs stated the police have been called before when a client that did not get served has become angry. He stated that Cindy Anderson, Team Leader, can hear, from her office, when voices get elevated. Nathan Curry is in the process of installing security cameras.

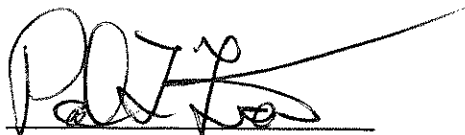
Bruce Gordon asked regarding the succession plan issue if the agency was doing anything to take best practices and putting to paper or cross training for critical positions. He used the CFO position as an example. Fred Harvey stated that he is delegating more work to his staff. He stated that he does have an emergency and planned succession plan in place.

The floor was opened for any additional business. There being no further business the meeting adjourned at 9:43 a.m.

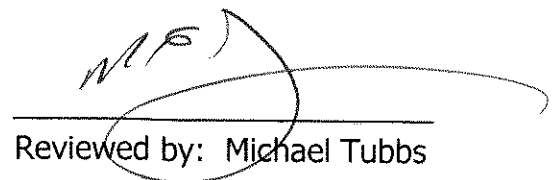
Minutes Submitted by Allison Speegle.



Board Chair



Board Secretary



Reviewed by: Michael Tubbs