

1909 Central Parkway SW
Decatur, AL 35601
Phone 256.355.7843
Fax 256.355.7953
www.capna.org



Community Action Partnership of North Alabama, Inc.
Board of Directors Meeting
December 17, 2015
Central Office
Decatur, Alabama

Paul Lott, Board Chair, opened the meeting at 8:36 a.m. and welcomed those in attendance. Paul commented that with the electronic participation in meetings that we must conduct a roll call vote for each approval.

Members Present: Bruce Jones, Leigh Frances, Jackie Peek, Cassandra Lee, Tim Thrasher, Darris Frost, David Mathews, Pat Gilbert, Sheryl Marsh, Jennifer Taylor, Earlene Johnson, Paul Lott, Bruce Gordon

Members Absent: Gail Phillips, Heath Meherg, Kyle Buchanan, Allen Stover

Members Electronic Communication: Dawn Owens

Advisors Present: Matt Holmes, Joe Holmes, Marcie Hill, June Palmer, Pat Busing, Tricia Culpepper, Barbara Sittason

Advisors Absent: None

Advisors Electronic Communication: Heather Smith, Stephanie Pitts

Introduction of Staff and Guests

Michael Tubbs, CEO, welcomed all members, advisors and staff in attendance.

Roll Call to Establish Quorum

Allison Speegle conducted roll call and quorum was established.

Recite Mission of Agency

Sheryl Marsh led all in reciting the mission statement.

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.

Approve October 29, 2015 Minutes

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

Financial Committee Report and Approval

David Mathews, committee member gave the following report. Financial Committee met on November 19th and December 10th. Financials were reviewed in depth. Larry Waye with the E-Center in Decatur met with the committee at the November 19th meeting to discuss a potential partnership between the agency and the E-Center. Currently waiting on additional financial information before a determination is made to move forward. There was an increase in the account payable transactions for the month of November due to the disbursement of the Christmas Club check. There were 234 employees that participated in this program with a disbursement amount of \$132,615.00. Reviewed the accounts payable report that reflects any vendor that received two or more payments during the month. All the Head Start financial reports were reviewed along with the Statement of Activities – Expenditures – Combining Schedule of Activities that list all the agency funds with the ending net assets. The credit card expenditures were also reviewed. The upcoming audit process, which is on a 3-year cycle, was discussed. There were 2 bids received from the 14 mailed. Fred Harvey, Michael Tubbs, Paul Lott and Lorrie Mauro will score the bids to determine which firm would receive the award. The committee also reviewed the agency wide budget for 2016 and the State Withholding for the 3rd quarter of 2015. The floor was opened for questions on the financials received in packet or committee report. There being no further discussion Paul Lott asked for a motion to approve the Financial Committee report as presented. Darris Frost motioned. Leigh Frances seconded. Motion approved with roll call vote.

Approve Agency Wide Budget for 2016

A copy of the Agency Wide Budget for 2016 (which also reflects the 2015 budget) was received in packet prior to meeting. Fred Harvey, CFO, stated it is a CSBG (Community Services Block Grant) Organizational Standards requirement that agencies complete a budget prior to the beginning of the program year. The budget is based on level funding on the current grants. Fred stated that according to what was reported from the federal government that CSBG along with Head Start both will receive an increase. LIHEAP is level funded. Some of the housing programs received either level funding or a moderate increase. The floor was opened for questions on the Agency Wide Budget for 2016. Paul Lott asked for a motion to approve the budget as presented. David Mathews motioned. Jennifer Taylor seconded. Motion approved with roll call vote.

Approve Auditor Selection

Fred Harvey reported that every 3 years an RFP is mailed to various auditing firms. RFP's were mailed at the end of October to 14 firms but only 2 firms responded with an RFP. Both were local firms in Decatur (Byrd, Smalley & Adams and Wear, Howell, Strickland, Quinn and Law). As David Mathews stated earlier during the financial committee report there were four people that completed an independent scoring of each bid. Fred stated there was only a 2 point difference in the two bids. Wear, Howell, Strickland, Quinn and Law was the top scorer. Floor was opened for questions on audit process. Paul Lott asked for a motion to approve a contract with Wear, Howell, Strickland, Quinn and Law to complete audit for next year. Darris Frost motioned. Tim Thrasher seconded. Motion approved with roll call vote.

Approve Madison/Limestone County Head Start Grant

Fred Harvey stated a copy of this information was received in packet prior to the meeting. This is a standard federal form for a grant which will start March 2016 and serves 504 children. Fred stated this application has already been submitted in order to meet the submission deadline but was submitted with a notation pending board approval. The request is for \$3.4 million dollars in federal funding. Fred stated this is our third year of refunding of a 5-year grant cycle. We currently have some modular buildings that are on school property but the ideal situation is for all classrooms to be in the school system. The floor was opened for questions. Paul Lott asked for a motion to approve the Madison/Limestone County Head Start Grant as presented. Tim Thrasher motioned. Pat Gilbert seconded. Motion approved with roll call vote.

Approve Criteria for Enrollment, Recruitment and Selection Priorities for 2016/17

A copy of this information was received in packet prior to the meeting. Tracy Clemons, Content Team Leader, stated the criteria reflects the needs of the families and the point system determines eligibility. Tracy reviewed the form and stated that four year olds receive higher points because they will not be able to apply for the program again. Children must be 3 years old in order to attend a Head Start classroom. Points are received based on what is going on within the family such as crisis, loss of parent, incarcerated or disability. Program also works with the Board of Education with children who have an IEP. Tracy stated the only change on the criteria form from last year to this year was that a cap was put on household member unemployed or laid off for 5 months to 2 years. The Head Start Policy Council has approved this change. The floor was opened for questions. Darris Frost asked what was the significance of the gray scale score to which Tracy stated those points are marked if a child is applying for Early Head Start. Paul Lott asked for a motion to approve Criteria for Enrollment, Recruitment and Selection Priorities for 2016/17 as presented. Bruce Gordon motioned. Jennifer Taylor seconded. Motion approved with roll call vote.

School Readiness & Outcomes Report

Reports were received in packet prior to meeting. Jody Carnes, Content Team Leader, thanked those in attendance for supporting the Head Start program. Jody reviewed the first report which reflects CLASS results which is an assessment that is done to monitor interaction of teacher-child interactions. The classroom organization deals with consistency and the instruction support is the academic piece where the teacher engages the children. Goal is to elevate the instructional support and teach children to think through things and not just do them. Based on results this year's baseline scores are already at level or above.

The second report is children's outcomes based on school readiness goals. Last years' scores were reviewed and this years' scores reflect we have elevated scores in most areas and are focusing on social /emotional to assist children to interact with their peers. The cognitive area increased and this is teaching children to make their own decisions and get through situations. The areas of focus are literacy, math and science with additional goals being added. These will be reflected at the end of the year. Children need to have knowledge they can use through life. The floor was opened for questions. This was for information purposes only.

Housing Committee Report and Approval

Paul Lott presented the Housing Committee report. Other members of the committee are Matt Holmes, David Mathews, Allen Stover and Bruce Gordon. On the average these meetings last 2- 2 ½ hours. Committee is provided an update of all the housing projects including status of rehab houses and weatherization. Compass reports which tracks performance of all apartment complexes and identifies those on the watch list for various reasons are reviewed and discussed. There are a total of 34 apartment complexes. Going forward Allison will send the housing committee packets to the full board after each meeting. Paul referenced the Board Approval Process document that was included in packet. It was the decision of the committee that there needs to be a formalized process in order better to inform board of when projects are in the development construction phase to the close out conversion. The document identifies what requires board approval and what actions the committee can approve and the Board ratify. This document was put together by agency staff. Housing Committee discussed two potential tax credit deals for the upcoming year. Michael Tubbs stated that several years ago there was not a Housing Committee of the Board and due to the amount of assets it was recommended this committee be formed. This committee meets on an as-needed basis and plays a significant oversight role. As an agency our Board should be informed and engaged when it comes to issues of housing. The Board is better because of the committee's awareness. Michael Tubbs stated that not every deal is a good deal and there have been times in the past the committee voted to not move forward with some proposals. Any Board member or Advisor is welcome to attend these meetings. The floor was opened for questions. Paul Lott asked for a motion to approve the housing committee report and the Development Project Board

Approval Process. Pat Gilbert motioned. Tim Thrasher seconded. Motion approved with roll call vote.

Results Report

Laurie Lincoln Swaim reported this month's report will focus on Head Start. Kim Dodd, Director of Children's Services reviewed pages 12-16 of the Annual Report detailing the Head Start report and charts. Matt Holmes asked if there a national standard that tracks the child from Head Start through Kindergarten to track how the child is doing. Kim stated the state is currently working on trying to track the children through Grade 3. Paul asked about the recent Head Start reviews. Kim stated we have received the latest report but comments by reviewers were very good and that staff, systems and training make us have a good program. Paul Lott stated the next review will be a Governance review and that he, Barbara Sittason and Bingham Edwards will be meeting with the review team in January.

A video was shown of Julie Sembeck, a former Head Start student and parent who also has a grandchild in the Head Start program. Ms. Sembeck also serves on the Head Start Policy Council.

Laurie Lincoln-Swaim stated there is not a Results Report for Customer Satisfaction surveys this month since the program is between seasons.

Organizational Standards Update

Laurie Lincoln Swaim gave the following report. The agency has been self-assessing against the 58 Organizational Standards. The summary is included in packet. There are 3 categories: Maximum Feasible Participation, Vision and Direction, and Operations and Accountability. A self-assessment of the standards was submitted with the CSBG work plan. There is an electronic uploading of supporting documentation for compliance along with a hard copy. Laurie stated that she has discussed the Organizational Standards with Rhoda Talley, ADECA, and she was of the opinion our agency is compliant in all areas and exceed in a few areas and to keep on the track we are going.

Election of 2016 Officers and Approval

A copy of the minutes from the Nomination Committee was included in packet. Barbara Sittason, committee member, stated the Nomination Committee met on November 19th. Committee members were Paul Lott, Darris Frost and her. It is the committee's recommendation to present the following slate of officers to serve for 2016: Paul Lott, Chair; David Mathews, Vice Chair; Bruce Jones, Secretary. Paul Lott opened the floor for any additional nominations. There being no further nominations Paul Lott asked for a motion to accept the slate of officers as presented. Leigh Frances motioned. Pat Gilbert seconded. Motion approved with roll call vote.

Approve 2016 Board Meeting Calendar

A copy of the proposed meeting dates was included in packet. Paul Lott stated the Board needs to approve the calendar for implementation. The floor was opened for discussion on meeting dates. It was noted the February Financial Committee meeting was listed incorrectly and will be revised. Committee members will be informed of new date. Paul Lott asked for a motion to approve 2016 calendar. Jennifer Taylor motioned. Leigh Frances seconded. Motion approved with roll call vote.

Discussion on 2016 Board Training

Paul Lott stated board training is being pushed more from the Office of Community Services, NeighborWorks and Head Start. Paul stated that he, Bruce Jones and Jonathan Watson (attending for Bingham Edwards) have attended CAPLAW. Matt Holmes and Bruce Gordon have attended NeighborWorks training. Reviewers do not feel we are receiving enough training and therefore we need to have a plan to do training with the board and attend outside training. Bingham Edwards, Legal Counsel, has agreed to do a 30 minute legal liability audit training. Paul proposed doing this training at the February board meeting. Links have been sent to all board members / advisors to view the WIPFLI training modules. Paul asked all members to complete this. Michael Tubbs stated that it is hard to add time to the end of the board meetings but we also want to have well trained board members. Any feedback will be appreciated. Monitors require a well-trained board and we are not at the level we need to be. The floor was opened for discussion. Bruce Gordon asked what type of training is the most important. Michael Tubbs stated the understanding of financials, know what you are voting on, governance in general, are you reviewing the performance of the CEO, and are we a compliant agency with organizational standards.

Recognize Outgoing Board Member Darris Frost

Michael Tubbs stated that seven years ago Darris started as an advisor, then became a member and has now served his five year term limit. Darris has been in more meetings than any board member we have had, he has held a roundtable at the CAPLAW Conference on Board Governance and he is an advocate for the agency. Michael Tubbs presented Darris with a plaque and thanked him for the role he has played. Darris shared that he has served on a lot of non-profit boards and this is the best board he has worked with.

Approve Replacement of Kyle Buchanan, Lawrence County Private Sector

Paul Lott stated that Kyle Buchanan had taken a transfer and is no longer in Lawrence County. A verbal resignation was given to Michael Tubbs who documented this for the file. Paul Lott asked for a motion to replace Kyle Buchanan. Jennifer Taylor motioned. Leigh Frances seconded. Motion approved with roll call vote.

Approve Bruce Gordon to replace Kyle Buchanan

Paul Lott stated that Bruce Gordon had been serving as an Appointee of the County Commission in the Lawrence County Public Sector. Bruce has served his 5 year term limit but the ByLaws allow for an individual to serve an additional term provided it is in another sector. Paul stated that he has talked with Bruce and he would like to stay involved with the Board so the recommendation is for a motion for Bruce Gordon to replace Kyle Buchanan in the Lawrence County Private Sector. Jackie Peek motioned. David Mathews seconded. Motion approved with roll call vote.

Approve Shelly Waters to replace Darris Frost, Morgan County Private Sector

Paul Lott stated that Shelly Waters expressed an interest in serving on the board. Shelly has served previously in the Public Sector representing the County Commission. Paul Lott asked for a motion to approve Shelly Water to replace Darris Frost. Leigh Frances motioned. David Mathews seconded. Motion approved with roll call vote.

Selection of 2 Members and/or Advisors to serve on the Financial Committee replacing Kyle Buchanan and Matt Holmes

Paul Lott stated that Kyle has moved and Matt Holmes has taken another job that makes it difficult for him to attend the monthly meetings. The Financial Committee meets once a month. Paul opened the floor for two volunteers to serve on this committee. Tim Thrasher and Pat Busing volunteered. Paul Lott asked for a motion to approve these two individuals to serve on the Financial Committee. Jennifer Taylor motioned. Sheryl Marsh seconded. Motion approved with roll call vote.

Executive Director's Report

Michael Tubbs stated the Executive Director's report was available at the tabletop. Everyone was asked to review the report. Highlights of the report were:

- Head Start reviews so far have been stellar. There will be a review in January on Board Governance and Leadership. Mike thanked Kim Dodd and her staff for a job well done.
- The Decatur Daily has published an article on Seville recently.
- There is a lot of construction work on the 3 housing development projects in Montgomery.
- Have rehabbed 12 homes in the East Decatur area.
- LIHEAP program has started back. There was a recent review of this program and ABC Trust and there were no findings. Mike thanked Cindy Anderson and her staff.
- Agency will be closed Christmas Eve, Christmas Day and New Year's Day.

Other Business

Michael Tubbs stated that we have a good relationship with Regions Bank and that he has received an invitation to serve on their CDC Board. Board meets a couple times a year. Good opportunity to represent the agency and does not pose a conflict of interest. Paul Lott stated this is a reflection of Mike's reputation and congratulated him on this opportunity.

The floor was opened for any additional questions or discussion. There being no further discussion the meeting adjourned at 10:13 a.m. Minutes submitted by Allison Speegle, Recording Secretary to the Board.



Paul Lott, Board Chair



Reviewed by Michael Tubbs, CEO

Bruce Jones, Secretary