

Community Action Partnership of North Alabama, Inc.  
Board of Directors Meeting  
July 31, 2013  
Central Office  
Decatur, Alabama

Board Meeting Minutes

The Community Action Partnership of North Alabama, Inc. Board of Directors meeting was called to order at 8:45 a.m. by Darris Frost, Board Chair and Private Sector representative.

Board members in attendance: Leigh Frances, Cleo McDaniel, Matt Holmes, Darris Frost, Jim Turner, Jenny Clark, Sheryl Marsh, Allen Stover, Jennifer Taylor, Bruce Gordon

Board members absent: Christine Garner, Cassandra Lee, Lorrie Lee, Pat Gilbert, Mike Bates, Earlene Johnson, Paul Lott

Advisors present: Bruce Jones

Advisors absent: Barbara Sittason, Carolyn Orr

Staff in attendance: Allison Speegle, Michael Shafer, Laurie Lincoln, Alicia Higginbotham, Nathan Curry, Tamisha Sales, Lorrie Mauro, Deb Purcell, Kim Dodd, Deborah Cottingham, Theresa Dalton, Monica Carr, Cindy Moses, Fred Harvey, Michael Tubbs

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

Darris Frost opened the meeting and thanked those in attendance. Darris asked those present to feel free to ask any questions at any time during the meeting.

### Introduction of Staff and Guests

Michael Tubbs, CEO, introduced all staff and board members/advisors. Due to a scheduling conflict Kyle Buchanan, CEO of Lawrence Medical Center, who is considering filling the Lawrence County Private Sector vacancy will not attend today's meeting but plans on attending the September meeting.

### Roll Call to Establish Quorum

Allison Speegle called roll and quorum was established.

### Reciting of the Mission

Mission was recited by all.

### Approval of June 5, 2013 Minutes

June 5, 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. Allen Stover motioned. Bruce Gordon seconded. Motion approved.

### Financial Committee Report / Approval

The May and June financial reports were received by members prior to the meeting. Matt Holmes stated the committee met on June 18<sup>th</sup> and July 24<sup>th</sup> for regular scheduled meetings. All financial reports, including the Head Start reports, were reviewed in depth and were satisfactory. It was noted the NeighborWorks Capital Line of Business is a new fund. The Form 990 was reviewed and is available to anyone who would like to review it. The revisions to the draft copy of the Financial Policies and Procedures Manual, which has not been updated in 7 years, was reviewed. Darris Frost stated the intent of the Financial Committee is to have 1-2 hour meetings to review reports. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the financial report as presented. Leigh Frances motioned. Matt Holmes seconded. Motion approved.

### Approve Revisions to Financial Policies and Procedures

Darris Frost stated the Financial Committee had reviewed all proposed changes to the financial manual. Fred Harvey stated all proposed changes were in red. The auditors review the manual to ensure the agency is complying with our own internal policies. The last revision was completed in 2007. Fred Harvey stated the proposed changes are minor. Floor was opened for questions/discussion. Darris Frost stated it is the Financial Committee's recommendation the proposed revisions be accepted and asked for a motion to approve revisions to the Financial Policies and Procedures. Matt Holmes motioned. Cleo McDaniel seconded. Motion approved.

### Approve 990 Form

Darris Frost stated the 990 form is a requirement of non-profits that are tax exempt. As board members, your names are listed and submitted to the IRS. He stated the CAPLAW Conference which he attended stressed the importance of board review of the 990. Fred Harvey reviewed the document and stated the 990 form is a corporate tax return for non-profits. There is one section that requires board members names be listed and it also lists all the subsidiaries the agency is involved in. The 990 form is prepared and filed by our auditors. It is separate from the audit. The document is 50+ pages and was not received by members prior to the meeting. A copy was made available at the meeting. The floor was opened for questions/discussion. Darris Frost stated based on the auditor's preparation of the document and review by the financial committee he asked for a motion to approve the 990 Form. Bruce Gordon motioned. Leigh Frances seconded. Motion approved.

### Approve Huntsville/Madison/Limestone Sites

A list of the sites was received by members prior to the meeting. Kim Dodd, Director of Children's Services, stated it includes 24 classrooms, with 16 being located in Madison, mostly in the Huntsville City Schools system and 8 in Limestone County. Program now has 117 classrooms total. Of the 117, eleven of those are Early Head Start and fifteen Pre-K classrooms. The Huntsville/Madison/Limestone grant added 432 additional children which brings the total to 1978 funded enrollment in 14 counties. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the Huntsville/Madison/Limestone sites as presented. Bruce Gordon motioned. Leigh Frances seconded. Motion approved.

### Approve Huntsville/Madison/Limestone Sequestration Plans

A copy of the sequestration plans was received by members prior to the meeting. Kim Dodd stated the program wrote for the grant approximately one year ago. On 3/1/3013 sequestration was implemented. This resulted in

a 5.27% (\$690,000) cut for the 12 county program we were serving and as a result some classrooms were closed. We were awarded Huntsville/Madison/Limestone grant in May which added an additional 24 classrooms which also had a 5.27% cut. At the same time the program was awarded 8 Pre-K classrooms. Some of the displaced staff have been offered jobs in the new area. We have also been asked to administrator two classrooms, one in Eva and one in Falkville, from the Starting Strong Grant which was a collaboration effort by Hartselle, Decatur City Schools, Morgan County Schools, Chamber of Commerce and United Way who wrote a grant to the State for 5 Pre-K classroom. The floor was opened for questions/discussion. Darris Frost asked for a motion to approve the Huntsville/Madison/Limestone sequestration plans as presented. Allen Stover motioned. Leigh Frances seconded. Motion approved.

#### Approve Organizational Chart – Head Start

A copy of the Head Start Organizational Chart was received by members prior to the meeting. Kim Dodd reviewed the organizational chart. New chart includes new support staff and additional teacher/teacher assistants. Floor was opened for questions/discussion. Darris Frost asked for a motion to approve Head Start Organization Chart as presented. Sheryl Marsh motioned. Allen Stover seconded. Motion approved.

#### Approve Board Member to Serve on Head Start Policy Council

Darris Frost stated that as part of the shared governance between the Board of Directors and the Head Start Policy Council, we have a board member serve on Policy Council and the Policy Council will appoint someone to serve on the Board of Directors. Leigh Frances is currently serving as Policy Council representative to the Board of Directors but her term will expire at the end of September. Pat Gilbert is currently the board representative to the Policy Council and she is eligible to serve one more term should the board elect her and she accepts. Kim Dodd stated the Policy Council meeting one time per month during the school year. The floor was opened for nominations. There being no nominations from the floor Darris Frost asked for a motion to elect Pat Gilbert to serve one additional term based upon her acceptance (she was unable to attend this meeting). Matt Holmes motioned. Jennifer Taylor seconded. Motion approved.

#### May Program Information Report

Program Information Report was received by members prior to the meeting. Kim Dodd gave a brief overview of the report. It was noted that May is usually the lowest month for attendance. The floor was opened for questions/discussion. Report is for information purposes only, no approval necessary.

Approve Grant Submission for Huntsville/Madison/Limestone Early Head Start  
Kim Dodd stated that Huntsville/Madison/Limestone also had an Early Head Start program. This grant is also being re-competed. Kim stated she is currently reviewing the grant notification. It is an estimated 5-6 classrooms with 88 children. The floor was opened for questions/discussion. Darris asked for a motion to evaluate the grant notification and move forward with grant if agency chooses to. Matt Holmes motioned. Jennifer Taylor seconded. Motion approved.

#### Approve Housing Committee Report

Darris Frost stated this committee meets on a quarterly basis. Matt Holmes stated the committee met on July 29<sup>th</sup>. Some highlights of the meeting were: Compass reports were reviewed. There were some discrepancies on reports and Lorrie is working with Management Company to correct. Larkwood house renovations are complete and house is on market for \$79,000. Agency purchased 9 lots on Bonner Street in Phil Campbell which was in the storm impact area and is looking for have a couple of energy efficient model homes with concrete panels. Received approval for 24 multi-family units in Phil Campbell but amount of funding from AHFA was somewhat less than what was expected so a higher tax credit is being negotiated. The Village at Hackleburg did not get funded. Currently waiting on HUD to respond to some title issues with the Seville project in Decatur. NeighborWorks funding was reviewed. ALCARH has asked the agency to contribute \$10,000 to help send a representative to Montgomery to lobby to keep the State from adding extra taxes on property however it was the committee's recommendation to only to contribute \$2,500.00. Floor was opened for questions/discussion. Darris Frost asked for a motion to approve housing committee report as presented. Bruce Gordon motioned. Jim Turner seconded. Motion approved.

#### Executive Directors Report

The Executive Directors report was on tabletop for review. Highlights are: Next board meeting is 9/25. Mike Bates resigned from Red Cross and board. Agency will have 60 days to fill vacancy. Darris, Allison and myself attended CAPLAW Conference in June. CAPLAW focuses on the legal side of Community Action Agencies. Darris represented the agency and board well by leading one of the round table sessions.

Darris Frost stated that one thing he would differently is attend meetings/conferences before becoming an Officer. It helps understand the complexity of the agency. Next year the CAPLAW Conference will be in New Orleans. Please let Allison know if you have an interest in attending.

Michael Tubbs stated the agency is in fast forward with growth but is healthy and stable in leadership.

Upcoming Calendar Events

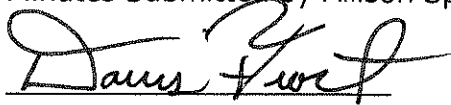
Next Board Meeting is September 25<sup>th</sup>.

Other Business

Carolyn Orr, former Board Chair and currently serving as an Advisor has agreed to serve on the Housing Committee replacing Mike Bates.

Darris Frost opened the floor was any additional business, questions, discussion. There being no further business the meeting adjourned at 9:51 a.m.

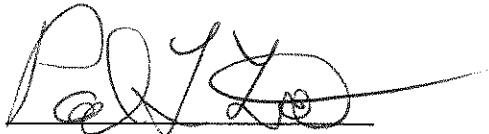
Minutes Submitted by Allison Speegle.



Board Chair



Reviewed by Michael Tubbs



Board Secretary