



Community Action Partnership of North Alabama, Inc.

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Community Action Partnership of North Alabama, Inc.  
Board of Directors Meeting  
January 25, 2011 5:30 P.M.  
Central Office  
Decatur, Alabama

Board Meeting Minutes

The Community Action Partnership of North Alabama, Inc. Board of Directors meeting was called to order at 5:33 p.m. by Jim Turner, Board Chair and Private Sector representative.

Board members in attendance: Cleo McDaniel, Matt Holmes, Christine Garner, Carolyn Orr, Amy Speegle, Pat Gilbert, Darris Frost, Jim Turner, Kim Hood, Bruce Gordon

Board members absent: Alicia Ford, Annette Creest, Mike Bates, Shelly Waters, Todd Russell, Kenneth Kilgo, George Spear, Ray Alexander

Advisors present: Daniel Tidwell

Advisors absent: Debbie Twilley, Johnny Turner, Murphy Brown, Nancy Train, Lori Lee

Staff in attendance: Michael Tubbs, Allison Speegle, Fred Harvey, Kim Dodd, Deborah Cottingham, Jennifer Carroll, Richard Lyons, Lorrie Mauro, Laurie Lincoln, Deb Purcell, Jennifer Kelley, Sue Stancil, Jack Green Alicia Higginbotham

Board Attorney: Bingham Edwards, Attorney at Law

Guests in Attendance: Terry Mount, Development Services, Inc.

*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.*

### Board Chair Comments

Jim Turner welcomed those in attendance and committed to be efficient with time due to weather conditions. Each member should have received information via email and/or mail for this meeting. In addition, information has also been distributed prior to the meeting that will be included for discussion.

### Introduction of Staff and Guests

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

### Seating of New Members

Jim Turner stated the Executive Committee charged Michael Tubbs and Allison Speegle to replace outgoing board members Alma Whitlow and George Simms. Kim Hood (Lawrence County Private Sector) with the Lawrence County Chamber of Commerce was appointed by the Chamber to replace George Simms. Bruce Gordon (Lawrence County Public Sector) with ReMax Realty was appointed by the Lawrence County Commission to replace Alma Whitlow. In addition, Johnny Turner, District Aide for Rep. Mo Brooks, will replace Peggy Towns, District Aide for Parker Griffin, who is retiring. Both appointments of Kim Hood and Bruce Gordon are appointments of the two represented entities and do not require a vote. Jim Turner welcomed both members to the Board and thanked them for their willingness to serve. The floor was opened for any questions/discussion. There being no further discussions Jim Turner declared both as an appointee of the Board.

### Roll Call

Allison Speegle called roll and quorum was established with 10 of 18 members present.

### Reciting of the Mission

The mission statement of the Partnership was recited by all.

### Explanation of Modern Rules

Jim Turner stated members voted at the December 10, 2010 board to approve the revisions to the by-laws to replace Robert Rules of Order with Modern Rules. This is a major shift in the way the business of the meeting is conducted. Bingham Edwards, Legal Counsel to the Board, was asked to give a brief explanation of the changes. Bingham referred to the handout each one received from Modern Rules. The best way to learn is to go through a few meetings using new process. The main change is no motions made to approve business items. The Chair brings up a point that needs action, calls for discussion, based on discussion, the Chair is able to declare a consensus. Issues that require consideration in the meeting may be discussed with or without formal motion. Discussion of any issue is subject to regulation by the Chair to assure the consideration of business in a manner understood by all participants. Where a sense of the meeting cannot be determined with reasonable certainty the Chair or any member may state the proposal as a motion.

### Acceptance of December 2, 2010 Minutes

Jim Turner stated that each member should have received a copy of the December 2, 2010 minutes. The floor was opened for questions/discussion. General consensus of the meeting shall be recorded that the minutes of the December 2, 2010 stand approved.

### Financial Committee Report

Carolyn Orr, committee member, asked Fred Harvey, CFO, to give a brief explanation of the consolidation of properties report. Fred Harvey stated the Financial Oversight Committee met on January 20th for 2 hours reviewing the reports. As a result of changes in accounting procedures all subsidiaries must be accounted for. Fred referred to the Balance Sheet – Consolidating Financial Position as of 12/31/2010. The Consolidations column highlighted in blue reflects the information on the Community Action Partnership – Consolidated LLPs report. The Southern Community Builders, Inc. highlighted in green reflects the information on the Southern Community Builders – Consolidated LLPs report which Community Action is the sole owner. The Community Action Partnership – NOT Consolidated reflects those for which the agency is the general partner, but do not have enough control to consolidate. The Southern Community Builders – NOT Consolidated report reflects the net equity Southern Community Builders has in the apartment complexes.

A consultant with Nova Graddick CPA Consulting Firm spent two days reviewing the information on the apartment complexes. The Community Action Partnership of North Alabama Investments in Property Partnerships Accounting Method Assessment report is a result of that review. That particular report is color coded to reflect the individual reports presented earlier. The agency has consolidated everything that should be consolidated as required by the agency's auditing firm of Wear, Howell, Strickland, Quinn and Law, LLC. Lorrie Mauro has spent months getting these reports generated. This information is, and can be overwhelming but, Fred stated as CFO, the board needs to be comfortable with what the agency is doing. Jim Turner stated that board members need to realize what a big agency this is. He complimented Fred as the CFO. This is the Board of Director's financial statements. Fred Harvey encouraged members to contact him anytime with questions. The floor was opened for questions/discussion. General consensus of the meeting shall be recorded that the financial reports stand approved.

#### Recognition of Outgoing Board Members

Jim Turner will send a letter of appreciation and a clock to outgoing board members Alma Whitlow, George Simms and Peggy Towns.

#### Key Agency Issues

Michael Tubbs stated this is a comprehensive agency with many programs. The board has secondary oversight, some things brought before the board require approval, some only require awareness. Board members need to be aware that during program reviews members could be interviewed and asked about the level of awareness regarding particular issues.

#### Head Start Report/Approvals

Kim Dodd, Head Start Director, reviewed the Community Assessment which is completed every 3 years and updated annually. The Community Assessment is available for review at any time.

#### Monthly Head Start Program Information Report

As part of the Head Start Reauthorization requirement board members were furnished with a copy of the November and December program information report. The floor was opened for questions/discussion. For clarification purposes, Fred Harvey, explained what can be designated as In-Kind. A business or individual that makes a contribution designated for a particular Head Start center (not classroom) is tracked in the accounting software. Cash received cannot be converted as in-kind until it is actually spent.

### ERSEA Criteria and Procedures

Jennifer Carroll referred members to the information received in their board packet. The Head Start Policy Council approved the selection criteria in November 2010 and now requires Board approval. The point system for accepting children was reviewed. Two changes that took effect this year are children with DHR safety plan, where the child(ren) have not been removed from the home but are in danger if left solely alone with the parent and it usually requires moving in with a family member. The second change is the rewording of the multiple family members applying section. The floor was opened for questions/discussion. It was noted page one of the Head Start Eligibility Verification cannot be amended per Office of Head Start. Jim Turner stated that Carolyn Orr attended the Policy Council meeting the ERSEA Criteria and Procedures were approved. General consensus of the meeting shall be recorded that the ERSEA Criteria and Procedures stand approved.

### CBDO Approval

Michael Tubbs stated that members received a summary sheet regarding the potential formation of a CBDO (Community Based Development Organization) in their board packet. There is only one other CBDO in the State of Alabama. Action needed is board member support to move forward with the creation of a CBDO that would work in Decatur City to build single family housing as a partner with the Decatur Community Development Division. One potential project would be the redevelopment of the former Stonegate property in Decatur. Jim Turner stated the housing component is a big deal for this agency in providing quality housing for individuals. The floor was opened for questions/discussion. General consensus of the meeting shall be recorded that the support to move forward with the creation of a CBDO stand approved.

### Authority Vested in Chair – 990 Form

Michael Tubbs stated that non-profits are required for file a 990 form (tax return). One question on the form is has the Board of Directors reviewed the 990 form which required to be filed no later than May 15<sup>th</sup>. Due to the timing of the scheduled board meetings if it is not to where the 990 form can be reviewed by the Financial Oversight Committee or full board we are asking the board to give Jim Turner, as Board Chair, permission to review and sign the 990 form. The board would then receive a copy at the next scheduled board meeting. Fred Harvey stated this form is public information and available for review on the internet. The floor was opened for questions/discussion. General consensus of the meeting shall be recorded that Jim Turner be given permission to review and sign the 990 Form stand approved.

Other Business

Michael Tubbs gave the following updates:

- Jim Quattlebaum began employment with the Weatherization Department replacing Mike Jared who resigned.
- Cindy Moses began employment with the Foster Grandparent/Senior Companion Program replacing Linda Matthews who retired.
- There has been an extreme increase in individuals needing energy assistance. Dozens of clients are being assisted every day.
- HUD Review this week. Also recently received HUD Grant of \$42,865.98. This will assist clients who are in difficult housing situations.
- Approval for Harbor Point II construction process moving forward. Permits, pre-construction meetings have been held.
- Todd Russell, former Board Chair, served on the Housing Committee. Jim Turner is also on the committee. Jim Turner as Board Chair replaces Todd Russell, this left Jim Turner's position vacant which Mike Bates has agreed to fill.

There are no other major business issues to report. Mike expressed his appreciation for the board's support in making a difference in the lives of others.

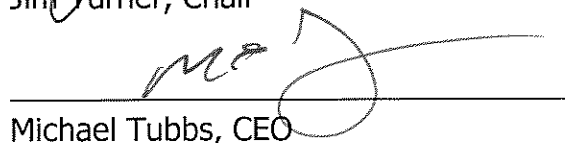
The floor was opened for questions/discussion. Darris Frost requested that a footprint of the housing component be added to PowerPoint at the next board meeting.

The next scheduled Board of Directors meeting will be March 22, 2011.

There being no further business the meeting adjourned at 6:41 p.m.

Minutes submitted by Allison Speegle

  
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Jim Turner, Chair

  
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Michael Tubbs, CEO