



Minutes for a Regular Meeting of the **Board of Directors** of
Community Action Partnership of Ramsey & Washington Counties Board of Directors
Held on **Thursday, February 16th, 2023**, at **6:00 pm** via **Zoom**.

Members Present:	<i>Nicole Frethem, LaToya Whitfield, Emma Corrie, Kasey Wiedrich, Curtis Johnson, Jillian McAdams, Luvidia Williams, Mai Chong Xiong, Kiara White, Jessika Thomas-Powell,</i>
Members Absent:	<i>C. Herme, George Stone,</i>
Staff Present:	<i>Sonia Gass, Caitlin Duncan, Gina Iliev, Nicolee Mensing, Cheryl Butz, Kevin Adams, Feleshia Edwards, Bastion Anderson, Tom Moberg</i>
Guests Present:	<i>None</i>

I. CALL TO ORDER

The Board Chair, Nicole Frethem, called this regular meeting of the Board of Directors to order at 6:07 pm. A quorum was present. Nicole Frethem presided over the meeting and confirmed that all participants could see and hear one another. The Board recited the mission of Community Action. A roll call was taken by Caitlin Duncan.

1. Approval of the February 16, 2023 Agenda

Nicole Frethem reviewed the agenda for the meeting previously distributed to the members of the Board and asked if there were any questions.

VOTED: to approve the agenda of the February 16, 2023 board meeting distributed to each member prior to the meeting.

2. Approval of the January 19, 2022 Minutes

Nicole Frethem called on the committee to approve the minutes of the board’s prior meeting on January 19, 2022, which were distributed to each member prior to the meeting.

VOTED: to approve the minutes of the January 19, 2022 board meeting distributed to each member prior to the meeting.

3. Board Chair’s Comments

Commissioner Frethem reminded attendees of the annual meeting in March. She reiterated that a major goal for the Board this year was getting a new Executive Director and congratulated the Board on completing that goal. She expressed a need for a new Treasurer, as well as other members to fill in the empty seats.

4. Executive Director’s Comments

Ms. Sonia Gass has been meeting with Board members one on one and expressed the desire to continue this and meet with those she has not yet. She and some members of the Senior Leadership team

attended an NCAP conference in New Orleans. She is meeting with MinnCAP members and trying to learn as much as possible from other Community Action Programs to implement the goals and objectives of the Board in alignment with her vision. Departments across CAPRW are being assessed by an outside auditor. Reviews of the Finance and Energy Conservation departments have begun. Ms. Gass also completed her goal of beginning Agency-wide monthly update meetings. The first meeting was well attended. Ms. Gass reminded members that next month's board meeting will begin at 5:00PM to accommodate a training session. She also provided departmental leadership updates and reiterated the need for a Treasurer and other Board members.

II. SEAT NEW MEMBERS

1. Private Sector – Chai Lee

Commissioner Nicole Frethem introduced Mr. Chai Lee. We lost several members of our Bylaws and Recruitment members due to personal reasons, so rather than having meetings with only two people, we have folded the committee into the Executive Committee. At the annual meeting we will be reassigning committees and working out meeting times. Mr. Lee served on our Executive Director search committee and was very helpful and dedicated to the search. The Board reviewed Mr. Lee's application and recommend that he be seated.

Upon motion duly made and seconded, the board

VOTED: to seat Chai Lee to the Community Action Board of Directors with Jillian McAdams abstaining and all others in favor.

III. CONSENT AGENDA

The board briefly reviewed the items on the consent agenda and was invited to pull any items out for further discussion if desired. The items presented in the consent agenda have been reviewed by at least one committee, with the information provided to all board members prior to the meeting. No items were pulled for discussion.

Upon motion duly made and seconded, the board unanimously

VOTED: to approve the consent agenda, which includes:

- **December 2022 Credit Card Statements**

IV. NEW BUSINESS / DISCUSSION FROM CONSENT AGENDA

No items were pulled from the Consent Agenda.

1. Preliminary Slate of Officers

Commissioner Frethem reiterated the Board procedures for election and term dates. A call for interest in the officer positions was sent via email in order to ensure transparency through the merger of the Executive and Bylaws committees. Due to no responses, the slate remained as is with the exception of C. Herme who will be leaving. A call was made for anyone interested in serving as an interim Treasurer was made.

V. STANDING COMMITTEE REPORTS

1. Planning & Evaluation Committee Report

Ms. McAdams gave an overview of the Planning & Evaluation Committee. The committee had a presentation from Head Start staff. The presentation is available for Board members to view in the Library section of Easy Board in the Study Sessions. The march meeting for P & E will be convened by Ms. McAdams.

2. **Bylaws & Membership Committee Report**

The Executive Committee met on behalf of the Bylaws & Membership Committee.

3. **Finance Committee Report**

December 31, 2022 completes three months of the agency fiscal year. The Statement of Financial Position presents a decrease in current assets and short-term liabilities at month end. The December cash balances are within the established agency guidelines. The agency is showing a loss for the three-month period. Please note that the income and expenses for the building have been separated from this amount. The building is currently showing a loss for the three-month period.

Upon motion duly made and seconded, the board unanimously

VOTED: to approve the December 2022 Financial Statements as presented at this meeting.

4. **Head Start Policy Council Report**

This month's session was mostly a study session with nothing to approve. The study session focused on dental services and dental health. There was also a study session on advocacy as the state legislative session is now in session. The focus during trainings was advocacy.

5. **Executive Committee Report**

The Executive Committee recommended Mr. Chai Lee and discussed the need for a Treasurer. The Board meeting will be hybrid next month but attending in person is preferred. Commissioner Frethem reiterated that the focus this year will be building a strong Board which can support its members and share knowledge between them. For the Treasurer position, Commissioner Frethem explained that the Executive Committee wants to work with a non-financial Board member to build guidelines so that future updates have statistics which will make sense to a layperson. This is so that regular members can see the numbers in more plain ways such as number of applications accepted or received, which will allow for more understanding and transparency to future Board members who may not have as much financial background. Commissioner Frethem pointed out that the Board has an opportunity to focus on what is working and not working for Board members, with the chance to begin changes so that everyone has what they need to be engaged and successful.

There was a call for topics to discuss in an executive session. None were raised.

VI. **PROGRAM & DEPARTMENT REPORTS**

All Program/Department Reports are included in the Board packet that was distributed to all members. Members were invited to ask questions on any of the reports.

VII. **INFORMATION & ANNOUNCEMENTS**

1. Board Roster

2. Board Committee Assignments

Nicole Frethem reviewed the 2023 Board of Directors meeting calendar, which is available in the packet.

3. 2023 Board of Directors Calendar

Nicole Frethem reminded members that the next Board of Directors Meeting will be held on Thursday, March 16, 2023, at 5:00 pm. It includes the annual meeting and mandatory training from the Office of Economic Opportunity (OEO).

VIII. ADJOURN

Board Chair Nicole Frethem adjourned this regular meeting of the Board of Directors at 6:47.