



Community **Action** Partnership of Ramsey & Washington Counties

Minutes for the Annual Meeting of the Board of Directors of
Community Action Partnership of Ramsey & Washington Counties Board of Directors
Held on Thursday, March 16, 2023, at 6:00pm at CAPRW and via Zoom

Members Present:	<i>Nicole Frethem, LaToya Whitfield, Curtis Johnson, Jillian McAdams, Luvidia Williams, George Stone, Mai Chong Xiong, C. Herme, Karla Bigham, Thomas Och</i>
Members Absent:	<i>Jessika Thomas-Powell, Kasey Wiedrich, Emma Corrie, Kiara White, Chai Lee</i>
Staff Present:	<i>Sonia Gass, Bastion Anderson, Gina Iliev, Nicolee Mensing, Pamela Maldonado, Cheryl Butz, Kevin Adams, Feleshia Edwards, Tom Moberg, Julie Hickok</i>
Guests Present:	

I. CALL TO ORDER

The Vice Chair, Nicole Frethem, called this Annual Meeting of the Board of Directors to order at 7:03 pm. A quorum was present. Nicole Frethem presided over the meeting and confirmed that all participants could see and hear one another. A roll call was taken by Bastion Anderson.

1. Approval of the March 16, 2023, Annual Meeting 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 March 16, 2023, annual meeting distributed to each member prior to the meeting.

II. OFFICER ELECTIONS

1. 2023 Board Elections: Slate of Officers

The 2023 Slate of Officers was nominated by the Executive Committee and presented to the full Board of Directors at the March meeting. The slate was also included in the Annual Meeting packet, distributed prior to the election. Thomas Och was nominated for the role of treasurer in the regular board meeting and accepted the nomination. The new proposed slate included Nicole Frethem as Chair, Luvidia Williams as Vice Chair, Thomas Och for Treasurer, Jillian McAdams as Secretary, and Jessika Thomas-Powell as Member-at-Large.

Upon motion duly made and seconded, the board unanimously
VOTED: to elect the Slate of Officers as presented at this meeting.

III. REGULAR BUSINESS

1. **Signature Delegation Authority**

The committee reviewed the delegation of signature authority to the Executive Director to enter into grants and/or contracts on behalf of the Agency. All grants and/or contracts above the Executive Directors signing limit of \$250,000 must have Board approval prior to being signed.

Upon motion duly made and seconded, the board unanimously
VOTED: to approve the Signature Delegation Authority.

2. **Board Policies**

The board reviewed the Agency Succession Plan (Standard 4.5) and changes made to include the ability to hire an interim executive director from outside the Agency. The board also reviewed the Agency Conflict of Interest forms (Standard 5.6), Whistleblower Policy (Standard 7.3) and the Code of Ethics.

Upon motion duly made and seconded, the board unanimously
VOTED: to approve the changes to the Succession Plan.

IV. ANNOUNCEMENTS/INFORMATION

1. **Next Annual Meeting of the Board of Directors**

Nicole Frethem reminded members that the next Annual Meeting of the Board of Directors will be held on Thursday, March 14, 2024 at 6:00pm.

V. **ADJOURN**

Vice Chair Nicole Frethem adjourned this Annual Meeting of the Board of Directors at 7:15pm.