



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

Minutes for a Regular Meeting of the **Board of Directors of
Community Action Partnership of Ramsey & Washington Counties Board of Directors**
Held on **Thursday, September 22, 2022, at 6:00 pm** via Zoom and in the **Wellstone Conference
Room** at the **Community Action Resource Center** at **450 North Syndicate Street, St. Paul, MN.**

Members Present:	<i>Nicole Frethem, C. Herme, LaToya Whitfield, Emma Corrie, Kasey Wiedrich, Luvidia Williams, Jessika Thomas-Powell, Jillian McAdams, Curtis Johnson, George Stone</i>
Members Absent:	<i>Nicole Hernandez, Fadila Adam, Toni Carter</i>
Staff Present:	<i>Kevin Adams, Caitlin Duncan, Gina Iliev, Nicolee Mensing, Pamela Maldonado, Cheryl Butz</i>
Guests Present:	

I. CALL TO ORDER

The Board Chair, Nicole Frethem, called this regular meeting of the Board of Directors to order at 6:02 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 September 22, 2022 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 September 22, 2022 board meeting distributed to each member prior to the meeting.

2. Approval of the August 18, 2022 Minutes

Nicole Frethem called on the committee to approve the minutes of the board’s prior meeting on August 18, 2022, which were distributed to each member prior to the meeting.

VOTED: to approve the minutes of the August 18, 2022 board meeting distributed to each member prior to the meeting.

3. Approval of the September 1, 2022 Electronic Vote Minutes

Nicole Frethem called on the committee to approve the minutes of the board’s electronic vote on September 1, 2022, which were distributed to each member prior to the meeting.

VOTED: to approve the minutes of the September 1, 2022 board meeting distributed to each member prior to the meeting.

4. Board Chair’s Comments

Commissioner Nicole Frethem, Board Chair, gave a hiring update for the Executive Director position. Sonia Gass has accepted the agency's offer and is set to start on October 3, 2022. The offer is contingent upon a background check and the Region V Office of Head Start approval. Commissioner Frethem encouraged Members to attend a social hour that will take place before the October Board of Directors meeting.

5. Interim Executive Director's Comments

Kevin Adams reflected on his time serving as Interim Executive Director. He thanked the staff, the Executive Director Search Committee, and the board for their work. Mr. Adams also provided some agency updates. Seasonal staff have returned and EAP and Head Start began their new program year.

II. 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:

- **Approval to Extend Offer of Employment to Sonia Gass as Executive Director (Ratification)**
- **Authorize Nicole Frethem to Negotiate Salary within Statutory Limits (Ratification)**
- **Approval to Extend Offer of Employment to Alternate Candidate should Sonia Gass Decline Offer (Ratification)**
- **Education Identity & Access Management Board Resolution (Ratification)**
- **Child and Adult Care Food Program Budget Approval**
- **July 2022 Credit Card Statement**

III. STUDY SESSIONS

1. Reminder to View CACFP Board Training 2022-2023

Board members were reminded to view the recorded training for the Child and Adult Care Food Program, available on EasyBoard and sent via email. This training is required by the funder and members will be sent an attestation to sign via DocuSign once completed.

IV. NEW BUSINESS / DISCUSSION FROM CONSENT AGENDA

There was no new business or items pulled from the Consent Agenda.

1. **403b Audit Report**

C. Herme, Board Treasurer and Chair of the Finance Committee, presented the 403b Audit Report. There were four areas that were found during the audit, but did not affect the report on the financial

statements. They are noted this year because of the new audit compliance item AU-C 703 that was required to be implemented in 2021. Ms. Butz provided the management response to these findings. Details of the 403b Audit Report were included in the Board's packet distributed prior to the meeting.

Upon motion duly made and seconded, the board unanimously

VOTED: to approve the CY2021 403 Audit Report.

2. **FY2023 Budget Proposal**

Cheryl Butz presented the Fiscal Year 2023 agency budget. The total budget for the year is expected to be \$33,237,512. This is a reduction compared to the previous year, as pandemic relief funds are no longer expected. Ms. Butz and the program directors presented the budgets of each of the programs and allowed for questions. The budget book was available to Board members to review.

Upon motion duly made and seconded, the board unanimously

VOTED: to approve the FY2023 Agency Budget.

V. STANDING COMMITTEE REPORTS

1. Planning & Evaluation Committee Report

The Planning & Evaluation Committee did not meet this month.

2. Bylaws & Membership Committee Report

The Bylaws & Membership Committee did not meet this month, but urged Board members to complete the Board Questionnaire that was sent via email.

3. Finance Committee Report

Treasurer Chris Herme and Cheryl Butz gave an overview of the Finance Committee meeting, which took place on September 14, 2022. At the meeting, the Committee reviewed the Financial Statements, Supplementary Reports, the July 2022 Credit Card Statements, the CACFP budget approval, the 403b Audit Report, and the FY2023 Proposed Budget. Cheryl Butz presented to the board a detailed overview of the Agency's **July 2022 Financial Statements**, which were included in the Board's packet distributed prior to the meeting. Board Members were invited to ask questions.

Upon motion duly made and seconded, the board unanimously

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

4. Executive Committee Report

The Executive Committee met on September 14, 2022. Nicole Frethem gave an overview of the meeting and the agenda was included in the packet. The Committee approved the Education Identity & Access Management Board Resolution.

5. Head Start Policy Council Report

The Head Start Policy Council Meeting was canceled.

6. Executive Director Search Committee Report

Nicole Frethem, Chair of the Search Committee, gave an update on the Executive Director hiring efforts. The agency extended an offer to Sonia Gass and more information will be coming.

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. ANNOUNCEMENTS/INFORMATION

1. 2022 Board of Directors Calendar

Nicole Frethem reviewed the 2022 Board of Directors meeting calendar, which is available in the packet.

2. Next Board of Directors Meeting

Nicole Frethem reminded members that the next Board of Directors Meeting will be held on Thursday, October 20, 2022, at 6:00 pm via Zoom.

VIII. ADJOURN

Board Chair Nicole Frethem adjourned this regular meeting of the Board of Directors and went into Executive Session at 6:51pm.