



Minutes for a Regular Meeting of the **Board of Directors of  
Community Action Partnership of Ramsey & Washington Counties Board of Directors**  
Held on **Thursday, August 15, 2024, at 5:30 pm In Person**

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|-------------------------|---|
| <b>Members Present:</b> | <i>Thomas Och, Nicole Frethem, LaToya Whitfield, Mai Chong Xiong, Jillian McAdams, Curtis Johnson, Rachel Smith, Temmy Olasimbo, Emma Corrie, Jessika Thomas-Powell</i> |
| <b>Members Absent:</b>  | <i>Kiara White, George Stone, Kasey Wiedrich</i>  |
| <b>Staff Present:</b>   | <i>Sonia Gass, Branden Block, Karri Kerns, Chris Herme, Tyler Pauley, Tom Moberg, Fidelity Goodlaxson, Lindsay Kline, Gina Iliev, Brian Fisher</i>                      |
| <b>Guests Present:</b>  |   |

I. CALL TO ORDER

Board member Nicole Frethem, appointed by Board Chair George Stone to preside over this meeting, recited the Mission of CAPRW. Nicole Frethem called this regular meeting of the Board of Directors to order at 5:35 p.m. A roll call was taken by Branden Block. A quorum was present. Nicole Frethem presided over the meeting and confirmed that all participants could see and hear one another.

**1. Approval of the August 15, 2024 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 August 15, 2024 Board meeting.

**2. Approval of the June 20, 2024 Minutes**

Nicole Frethem called on the Committee to approve the minutes of the Board’s meeting on June 20, 2024, which were distributed to each member prior to the meeting.

**VOTED:** to approve the minutes of the June 20, 2024 Board meeting distributed to each member prior to the meeting.

**3. Board Chair’s Comments**

Acting Board Chair Nicole Frethem yielded her time to Sonia Gass.

**4. Executive Director’s Comments**

Sonia shared with the Board that CAPRW has been officially served. July’s Sign on With Sonia celebrated the employee of the month (staff spotlight). Ms. Gass spoke about the Imagine projects as well as The Pathway Forward which allows community members to receive necessities such as car seats and shoes. Ms. Gass announced that Jenew Xiong will be moving on from CAPRW tomorrow. The Healing Hearts event went very well. For those who would like to see more information from Sign on with Sonia, that information can be sent to the Board. Several team members and two Board members visited ACAP

in Presque Isle, Maine to learn more about their Whole Family Approach; site visit takeaways will be shared at September's Board meeting. Jenew Xiong and Enrique Vasquez received their CALI and were able to travel to MinnCAP CAC. Ms. Gass announced that Debbie Thomas and Jim Witzel celebrated their 25-year anniversaries here at the CAPRW building. Several team members will be traveling to the NCAP Convention 2024 Convention in Seattle, WA including two members of Brian's team in Energy Conservation. The Senior Leaders who did not travel to ACAP will be traveling to MAC in Tennessee to learn about their policies, procedures, and Whole Family Approach. Karri Kerns talked about the Backpack Event that took place on August 14. It was a huge success with anywhere from 500-1000 people in attendance.

## II. CONSENT AGENDA

### **May 2024 Credit Card Statement**

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to approve the May 2024 Credit Card Statement.

### **June 2024 Credit Card Statement**

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to approve the June 2024 Credit Card Statement.

### **Head Start Staff Training Extension**

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to approve Head Start Staff Training Extension

### **YMCA Lease Amendment**

The YMCA Lease Amendment was discussed by Nicolee Mensing. This is for a lease renewal and expansion into a second-floor classroom. At the YMCA

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to approve the YMCA Lease Amendment

### **Board Term Renewal Policy**

Temmy Olasimbo spoke to the need for Board Members to be more informed about the procedure surrounding maintaining their role on the Board. Emma Corrie further let the Board know that the Governance Committee had the same intention for Board members with attendance issues. Jillian McAdams pointed out that the culture needs to be inclusive. Jillian also clarified that Committee and Board meetings are both required and that it is important that all Board Members understand this.

The result of the discussion was that the Board Member needs to have a say or an opportunity to ask for a Board vote if there is disagreement upon term renewal after an attendance or term renewal issue is

identified by the Governance Committee and has not been resolved by meeting with the Governance Committee Chair and Board Chair.

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to approve the Board Term Renewal Policy as amended.

### III. NEW BUSINESS/DISCUSSION FROM CONSENT AGENDA

#### 1. IRS Form 990

C. Herme outlined the IRS Form 990. In the process of completing the 990, C. Herme acknowledged that we reported the wrong earnings for 2022. The prior year 990 should have included other high-paid employees in a particular area of the 990 instead of the directors listed. The auditors stated they did not believe it was significant enough to redo the 990 audit. Tyler Pauley further explained that we received funding from the county during COVID-19, and that is now showing up as a loss on the balance sheet. This has been reviewed and voted on by the Executive Committee via an electronic vote.

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to ratify the 990

### IV.

#### 1. CY2022 403(b) Audit

C. Herme spoke about the 403(b) Audit. C. Herme mentioned that we had a 2022-2023 decrease, explaining that this is not unusual, as this time period was impacting all organizations. During this audit, a subsequent internal control finding revealed that we owed monies for benefits not paid to several staff members. This has since been rectified; affected employees have been paid back with interest. There is one employee still owed from the current fiscal year. Appropriate steps are being taken to rectify the situation.

Upon motion duly made and seconded, the board unanimously  
**VOTED:** to ratify the CY2022 403(b) Audit

### IV. STUDY SESSIONS

#### 1. Strategic Plan Overview

Lindsay talked about what needs to happen in terms of perspective that will get us to specific results. When we think of what we want, it will come under each focus area, and then we will decide how to get from A to B.

### V. PROGRAM/DEPARTMENT & FINANCIAL 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.

## VI. STANDING COMMITTEE REPORTS

### 1. Finance Committee Report

Thomas Och, Board Treasurer, presented the May and June 2024 financial statements to the Board and members were invited to ask questions. The change in assets from May to June was due to an offset in an Energy Conservation grant.

Upon motion duly made and seconded, the committee unanimously

**VOTED:** to approve the Financial Statements of May and June 2024 as presented at this meeting.

### 2. Head Start Policy Council Report

*Policy Council did not meet.*

### 3. Executive Committee Report

*Reviewed items from the Finance Committee*

### 4. Governance Committee Report

*Reviewed Board Member attendance, reviewed the Board Matrix which will be updated, reviewed the training tracker which will be updated, we need to do a Bylaws review, there was discussion about an organizational policy as it pertains to the agency*

### 5. Engagement, Outreach, and Development

*Jillian McAdams gave updates on the discussions the EOD Committee had. Jillian inquired whether we need an official charter or not. Nicole Frethem said that we may need to look back at the meeting minutes from the time we last updated the committee section of the Bylaws. Jillian spoke about community engagement, programming and policy, and how they align with our Mission Vision, Values.*

## VII. ANNOUNCEMENTS/INFORMATION

### 1. 2024 Board of Directors Calendar

The Board of Directors calendar was reviewed.

### 2. Next Board of Directors Meeting

The next Board of Directors meeting will be held virtually on September 19, 2024 at 6:00 pm.

## VIII. EXECUTIVE SESSION

The meeting went into Executive Session at 7:14 p.m.

## IX. ADJOURN

