

Community Action Partnership of Ramsey & Washington Counties
450 Syndicate Street North, St. Paul, MN 55104
651.645.6445

BOARD OF DIRECTORS MEETING

October 21, 2021 at 6:00 pm

Zoom Meeting

<https://caprw-org.zoom.us/j/97404788811?pwd=dzV6QUgzVEpsYW9UV0ltanBCY0ZoQT09>

Dial-In: +1 (312) 626-6799

Meeting ID: 974 0478 8811

Passcode: rcl3P+

MINUTES

Members Present:	Connie Greer, Nicole Frethem, Keith Schuler, Jane Prince, Jessika Thomas-Powell, Trista MatasCastillo, LaToya Whitfield, Luvidia Williams
Members Absent:	Marcie Jefferys, Esmeralda Cortez, Leigh Ann Ahmad, Jillian McAdams, George Stone, Koung Yang
Staff Present:	Kevin Adams, Cheryl Butz, Caitlin Duncan, Catherine Fair, Nicolee Mensing, Gina Iliev, Pamela Maldonado
Guests Present:	Kevin Mosher (Thompson Coe, attorney)

I. CALL TO ORDER

Board President, Connie Greer, called the meeting to order at 6:03 pm. Roll Call was taken by Caitlin Duncan. A quorum was not present, so the committee reports were given until quorum was achieved at 6:14.

II. AGENDA

The Board reviewed the agenda for October 21, 2021.

MOTION, SECONDED, AND CARRIED TO APPROVE THE OCTOBER 21, 2021 AMENDED AGENDA.

III. MINUTES

The Board reviewed the minutes for the September 16, 2021 Board of Directors meeting.

MOTION, SECONDED, AND CARRIED TO APPROVE THE SEPTEMBER 16, 2021 BOARD MEETING MINUTES.

IV. CHAIR COMMENTS – CONNIE GREER

Connie Greer noted the updates to the format of the board agenda and thanked members for their participation in the retreat.

V. EXECUTIVE DIRECTOR REPORT – CATHERINE FAIR

Catherine Fair noted that the Intercultural Development Inventory Group Debrief Session will take place in lieu of a December Board Meeting. Statistics from the programs and an overview of the continuum of services was provided. Catherine Fair attended the New Executive Director Institute and discussed the hiring challenges that all agencies are experiencing. A brief description of some of the hiring and retention strategies that are being considered were discussed, including the CDA certificate program for Head Start parents.

VI. NEW BUSINESS

1. Seat New Member, Luvidia Williams

Jessika Thomas-Powell put forth the nomination of Luvidia Williams, who was democratically elected by the Community Action Head Start Policy Council as the Policy Council Board Liaison.

MOTION, SECONDED, AND CARRIED TO SEAT LUVIDIA WILLIAMS ON THE BOARD OF DIRECTORS.

VII. CONSENT AGENDA

The board briefly reviewed the items on the consent agenda and were 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. No items were pulled for discussion.

MOTION, SECONDED, and CARRIED TO APPROVE THE CONSENT AGENDA, WHICH INCLUDES:

**PROCUREMENT SUMMARY, EMPLOYEE HEALTH CARE BENEFIT (2022 CALENDAR YEAR) RATIFICATION
PROCUREMENT SUMMARY, EMPLOYEE DENTAL CARE BENEFIT (2022 CALENDAR YEAR) RATIFICATION
PROCUREMENT SUMMARY, GROUP LIFE, AD&D, STD & LTD INSURANCE RATIFICATION
PROCUREMENT SUMMARY, HEAD START YMCA CONSTRUCTION CONTRACT RATIFICATION
FISCAL YEAR 2021 FINANCIAL AUDIT ENGAGEMENT LETTERS
PROCUREMENT SUMMARY, ENERGY CONSERVATION INSULATION CONTRACTORS RATIFICATION
PROCUREMENT SUMMARY, ENERGY CONSERVATION MECHANICAL CONTRACTORS RATIFICATION
CREDIT CARD STATEMENT – AUGUST 2021**

VIII. DISCUSSION FROM CONSENT AGENDA

There were no items pulled from the consent agenda for further discussion.

IX. STANDING COMMITTEE REPORTS

1. Planning & Evaluation (P&E) Committee Report – Catherine Fair & Jane Prince

The Planning and Evaluation Committee met on October 4, 2021 and reviewed and discussed the Community Needs Assessment and the agency's Mission, Vision and Values as presented by Wilder Research. The committee also reviewed a presentation on the Car Ownership Program.

2. Bylaws & Membership Committee Report – Catherine Fair

The Bylaws & Membership Committee met on September 23 and October 7, 2021 and reviewed the Board's bylaws and discussed suggested changes. The committee will continue their discussion at a follow-up meeting. The Committee also voted via email to nominate Luvidia Williams to the Board of Directors following her election by the Head Start Policy Council.

3. Board Development Ad Hoc Committee Report – Nicole Frethem

The Board Development Ad Hoc Committee met on September 28 and October 4, 2021 and reviewed the results of the board survey and discussed the analysis and recommendations from Ellen Watters (Ellen Watters Consulting).

4. Finance Committee – Keith Schuler

The Finance Committee meeting met on October 5, 2021 and reviewed the agency's financial statements, which Keith Schuler presented to the Board as an overview.

MOTION, SECONDED, AND CARRIED TO APPROVE THE AUGUST 2021 FINANCIAL REPORTS.

The agency's auditor, CliftonLarsonAllen presented the results of the 403b audit to the Finance Committee at the October 5th meeting. The presentation was included in the Board's packet, and Keith Schuler gave an overview of the presentation the Board.

MOTION, SECONDED, AND CARRIED TO APPROVE THE FISCAL YEAR 2020 403B PLAN AUDIT.

The Finance Committee also reviewed the Fiscal Year 2021 Audit Engagement Letters, Employee Health & Dental Care Benefits for calendar year 2022, the August credit card statements, and the agency's risk assessment presentation. The committee approved the audit due to the timeline for the 550 submission.

5. Head Start Policy Council Report (HSPC) – Luvidia Williams

The Head Start Policy Council welcomed new members and hosted a meet and greet. The council reviewed the enrollment snapshot. The first newborn started at the Battle Creek center. The information memorandum from the office of head start acf-im-hs-21-05 was included in packet.

6. Executive Committee Report – Connie Greer

The Executive Committee met on October 5, 2021 and reviewed the Employee Health and Dental Care Benefits for calendar year 2022, the Group Life AD&D, STF & LTD Insurance, Head Start YMCA Construction Contract, Energy Conservation Insulation Contractors and Mechanical Contractors.

X. STUDY SESSIONS / INFORMATIONAL ITEMS

Conflict of Interest Policy, Whistleblower Policy, Code of Ethics – Catherine Fair

CSBG org standards require that these policies are reviewed and signed by the board. Catherine Fair presented information on each of the policies. The documents will be sent to all members for signature via DocuSign, but members can also request a paper copy if preferred.

Agency Risk Assessment – Cheryl Butz

Agency staff utilized the Risk Assessment tool from the Nonprofit Risk Management Center to conduct the Agency's risk assessment. Cheryl Butz reviewed the completed report and noted that there were no significant risks identified.

XI. PROGRAM AND DEPARTMENT REPORTS

All Program/Department Reports were included in the Board packet for review.

XII. ANNOUNCEMENTS / INFORMATION

A Board Roster, Board Calendar, and Board Committee Assignments were included in the Board packet for review.

BOARD RETREAT DATES:

SATURDAY, NOVEMBER 20, 2021 – 9:00 am-1:00 pm

NEXT BOARD MEETING DATE:

NOVEMBER 18, 2021 – 6:00 pm

The Board went into Executive Session at 7:14 pm.