

MINUTES

COMMUNITY ACTION PARTNERSHIP OF HENNEPIN COUNTY

Board of Directors Meeting

Thursday, January 25, 2018

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|------------------|---|------------------|---|
| David Asp | A | Marvin Johnson | P |
| Anthony Baquero | A | Karin Keitel | P |
| Mary Brindle | P | David Krause | P |
| Alma Brown | P | Mark Matasovsky | P |
| Abdi Busari | P | Jeanne McTootle | P |
| Dan DuHamel | P | Solomon Ogunyemi | P |
| Jeremiah Ellison | P | Abdi Warsame | A |
| Justin Gillette | P | Char Wilkinson | P |
| Debbie Goettel | P | | |

CAP-HC Staff Present: Pam Pullman, Interim Executive Director; Kim Mongoven, Director of Planning and Development; Suzanne Shatila, Director of Operations; Feleshia Edwards, Director of Energy Programs, and Carolyn Henry, HR Manager.

Guests: Tikki Brown, DHS; Casey Krolczk, aide to Commissioner Goettel

- 1. Call to Order:** The Board of Directors of Community Action Partnership of Hennepin County met for the January meeting on Thursday, January 25, 2018 at the CAP-HC office in St. Louis Park. The meeting was called to order at 6:33 p.m. by Board Chairman Mary Brindle.
- 2. Roll Call/Introduction of staff/guests/visitors:** Ms. Wilkinson called roll. A quorum was present. The Board, staff, guests, and visitors introduced themselves.
- 3. Review and approval of December 21, 2017 BOD minutes:** A MOTION was made by Debbie Goettel, seconded by Jeanne McTootle, to approve the December 21, 2017 minutes. MOTION CARRIED.
- 4. Addition to Agenda, Conflict of Interest Self Disclosure:** Ms. Brindle added the conflict of interest disclosure to the agenda. No members had any conflicts of interest to disclose.
- 5. Chairperson Report: QIP Letter; Introduction to DHS Speaker:** Ms. Brindle reminded the Board that the agency received a letter approving the QIP Response; that letter had previously been forwarded to the Board. Ms. Brindle introduced Ms. Pullman and welcomed her as the

organization's interim Executive Director and expressed the Board's appreciation for her efforts. Ms. Brindle then introduced Tikki Brown, DHS. Ms. Brown discussed the background to the recent oversight that DHS was applying to CAP-HC over the last two years. She highlighted three areas:

- **Transition:** Ms. Brown acknowledged the transition that the agency is currently going through and encouraged us to this about processes and procedures, as well as focusing on success and progress. OEO expects that this time period may include more transition on the board or staff, which does not put the agency at greater risk, in OEO's view.

- **QIP:** Ms. Brown noted that she was pleased with the agency's progress, and is looking for Board engagement beyond the executive committee. She expects that CAP-HC will enhance its bylaws, Board recruitment and nomination processes, and board member on-boarding. She acknowledged that the Board may want to make changes to the QIP and related timelines, which DHS will be willing to consider so long as the agency is making continuous improvements. OEO will do monthly check-ins, for example, with the fiscal staff. OEO will provide a reporting template in the next few days.

- **Organizational Standards:** Ms. Brown reported on significant improvements in CAP-HC's compliance with the organizational standards applicable to CAP agencies nationally. CAP-HC had 19 unmet standards, but is now in compliance with 52 of the 58 standards. Ms. Brown noted that this represented significant improvement, and was the result of much work and effort.

Ms. Brown invited the Board to ask questions. The reporting deadlines were discussed, and Ms. Brown noted that although some of the organizational standards that are now met are also covered by the QIP, OEO will still expect CAP-HC to meet its commitments under the QIP.

Jeremiah Ellison joined the meeting. Ms. Brindle welcomed Mr. Ellison to the Board and noted that he will be one of the Minneapolis City Council representatives, replacing Cam Gordon.

6. **Interim Executive Director's Report: Overview of Agency Operations:** Ms. Pullman addressed the Board and provided an overview of the expansion that CAP-HC has been through in the past two years, going from over 83,000 eligible households to over 185,000, with the inclusion of Minneapolis in the agency's designation. She discussed the organizational standards and the Board's role in governance of the agency. She outlined a new committee structure for the Board including: Executive Committee, Bylaws & Governance Committee, Personnel Committee, Program Planning & Evaluation Committee, Resource Development, and Finance & Investments Oversight Committee. Ms. Pullman further stated that the agency needs organizational assessment, capacity building and strategic planning. She stated that we will need to create a communications process and prioritize tasks with realistic time frames. Members of the Board asked questions about the new committee structure. The Board also suggested that each Board member would serve on at least one committee. Ms. Pullman agreed to circulate a description of the committees and officer roles, so that Board members may express their preferences.

7. Committee Reports

- a. **Executive Committee:** Ms. Brindle reported that the Executive Committee had a meeting scheduled for January 17, but since only Ms. Brindle, Mr. DuHamel, Ms. Pullman and Kim Saunders were in attendance, they did not have a quorum. Ms. Brindle reported that Dennis English, who served as Secretary, has resigned. Ms. Pullman gave an update and shared her thoughts regarding the Board committee structure and other matters. Ms. Saunders also gave an update. Ms. Brindle reported that the Board needs a Secretary, and would also like to have a member of the community sector on the Executive Committee. Abdi Busari agreed to serve for the remainder of Dennis' term. A MOTION was made by David Krause, seconded by Jeanne McTootle, to elect Mr. Busari as secretary for the remainder of Dennis' term. MOTION CARRIED. Ms. Brindle also reported on:
- i. **Annual Meeting Update** – Ms. Brindle noted that while it is customary for the March board meeting to be the annual meeting and the election of board officers, she suggested that the Board consider changing the date so that we may have completed the search for an Executive Director. She suggested May 17th to coincide with the annual volunteer recognition. A MOTION was made by Dan DuHamel, seconded by Char Wilkinson, to move the annual meeting to May 17th. MOTION CARRIED.
 - ii. **Search for new Executive Director** – Ms. Brindle pointed the Board toward the draft announcement of the Executive Director Position and draft open letter to the community in the Board packet. She requested that Board members provide feedback by the end of the week. Ms. Brindle then outlined two models for the search, using a search firm or doing the search in house. The Board discussed the two models, including the cost and the agency's experience using a search firm (Cincinnati) last time the Executive Director position was open. The Board's consensus was to use an outside firm, particularly given the challenges still facing the agency.
- b. **Finance and Investment Oversight:** Mr. DuHamel provided an update on the Finance and Investment Oversight Committee, which met on January 17. He explained that the financial statement for year-end was not available yet, as the finance team is working on additional reimbursements for last year. Mr. DuHamel noted that the agency expects to end the year with positive net assets. The year-end financial statement will be available at the February Board meeting. Mr. DuHamel also reported that the new Director of Finance, Ms. Saunders, joined the agency on January 2, and our consultant from CLA Connect is continuing during the transition period.
- i. **Audit Update:** Mr. DuHamel reported that Baker Tilly will start field work for the annual audit in March, to give the new director of finance to get on board. He said that we expect that the audit will have the same or similar findings as last year.
 - ii. **Presentation from Wealth Management Firm:** Mr. DuHamel described a presentation from the agency's wealth management firm, LPL. The firm recommended that the agency shift its mix of stocks and bonds from 60%/40% to 65%/35% and to move \$1,000 into an international money market fund, to which the Finance Committee agreed. A MOTION was made by Mr. DuHamel, seconded by Ms. Goettel, to affirm the Finance Committee's recommendation. MOTION CARRIED.
 - iii. **Agency facilities/lease update:** Mark Matasovsky gave an update on the agency's facilities. He described his meetings with agency staff and the building owner who

would like to have CAP-HC stay in its current building. They are discussing a 2-year extension and some improvements to the space. The Board also discussed the agency's relationship with its sub-lessees.

- c. **Personnel Committee Report:** Mr. Krause gave an update on behalf of the Personnel Committee, which met on January 17. Ms. Pullman described the need for an executive administrative assistant to support the Executive Director and the directors. She proposed hiring a temporary assistant through Robert Half, so that the new Executive Director can make a permanent hire at a later date. Ms. Pullman noted that the agency had monies available for this hire, which she expects to be at \$40 per hour, which includes benefits, etc., provided by the Robert Half agency. A MOTION was made by Char Wilkinson, seconded by Justin Gillette to hire a temporary executive administrative assistant. MOTION CARRIED.

8. Staff Directors Reports

- a. **Planning and Development** – Kim Mongoven, Director of Planning and Development, pointed the Board toward the sub-grant report in the Board packet, which relates to over \$900,000 in CSBG funding to non-profit organizations serving low-income residents of Minneapolis. These sub-grants were made as part of the transition in the Minneapolis designation. A MOTION was made by Ms. Goettel, seconded by Dan DuHamel, to approve the sub-grant report. MOTION CARRIED.

[CHAR I ESPECIALLY NEED HELP HERE MY NOTES AREN'T VERY GOOD] Ms. Mongoven then provided an update on the Minneapolis Green Zone project. As part of its activities, the selection committee met to select facilitator of the project. A MOTION was made by David Krause, seconded by Abdi Busari, to approve the selection committee's recommendation of a facilitator. MOTION CARRIED. Ms. Mongoven also noted that new Board member Jeremiah Ellison will take over Cam Gordon's position on the Green Zone project.

Ms. Mongoven reminded the Board that the Countdown to Kickoff Vets event will take place on January 31, from 4 pm to 9 pm at VFW Post #246 in Minneapolis.

- b. **Program Operations:** Suzanne Shatila, director of program operations, provided an overview of recent activities, including 3 MNSure clinics that signed up 63 households. She also highlighted activities in north Minneapolis to assist tenants who are being displaced as a result of the recent revocation of Mahmood Khan's rental licenses.
- c. **Energy Service:** Because Feleshia Edwards had to leave the meeting to assist a client, the Board was directed to the Board packet for an update on energy programs.

9. **Unfinished Business (Executive/Closed session):** Ms. Brindle excused the agency's staff at 8:35 pm and recessed the meeting until 8:45 pm. A MOTION was made by Ms. Goettel and seconded by Jeanne McTootle, to go into closed session in order to discuss personnel matters. MOTION CARRIED. Ms. Brindle invited Pam Pullman, interim Executive Director, to join the Board in the closed session.

A MOTION was made by Mark Matasovsky, seconded by David Krause, to go back into Open Session, at 9:35 p.m. MOTION CARRIED.

10. **Adjournment:** A MOTION was made by Marvin Johnson, seconded by Dan DuHamel, to adjourn the meeting at 9:36 to February 22, 2018 at 6:30 pm. MOTION CARRIED.

Submitted by Karin Keitel and Char Wilkinson