



**Community Action Partnership of North Alabama, Inc.**

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Community Action Partnership of North Alabama, Inc.  
Board of Directors Meeting  
December 2, 2010 5:30 P.M.  
Central Office  
Decatur, Alabama

Board Meeting Minutes

The Community Action Partnership of North Alabama, Inc. Board of Directors meeting was called to order at 5:31 p.m. by Todd Russell, Board Chair and Private Sector representative. Mr. Russell welcomed those in attendance to the annual meeting.

Board members in attendance: Cleo McDaniel, Matt Holmes, Carolyn Orr, Pat Gilbert, Darris Frost, Jim Turner, Shelly Waters, Todd Russell, George Spear, Alicia Ford, Amy Speegle, Annette Creest, Mike Bates, Kenneth Kilgo

Board members absent: Christine Garner, George Simms, Ray Alexander, Alma Whitlow

Advisors present: Lorri Lee

Advisors absent: Peggy Towns, Murphy Brown, Daniel Tidwell, Nancy Train

Staff in attendance: Allison Speegle, Michael Tubbs, Fred Harvey, Sue Stancil, Kim Dodd, Alicia Higginbotham, Tamisha Sales, Marcia Castleberry, Lorrie Mauro, Richard Lyons, Jack Green

Board Attorney: Bingham Edwards, Attorney at Law

Guests in Attendance: Terry Mount, Development Services, Inc.

***Our Mission***

***The Community Action Partnership of North Alabama, a results-driven non-profit business, is committed to reducing or eliminating the causes and consequences of poverty.***

### Board Chair Comments

Todd Russell welcomed those in attendance to the annual meeting. It shared that it had been a very fast and fun year.

### Seating of New Members

Todd Russell stated that Amy Speegle, Community Sector, Cullman County was elected through a community election. Alicia Ford, Policy Council Representative to the Board was elected by the Policy Council to replace Danny Holmes, who resigned due to work schedule. Lorrie Lee, Advisor to the Board, is affiliated with 7<sup>th</sup> Day Adventist Church in Cullman, who has partnered with our Cullman office regarding outreach. All three have received board orientation. Todd asked for a motion to seat Amy Speegle, Alicia Ford and Lorrie Lee on the Board. Kenneth Kilgo motioned. Shelly Waters seconded. The motion passed. Judge Shelly Waters then swore in each new member/advisor.

### Roll Call

Allison Speegle called roll and quorum was established with 14 of 18 members present.

### Reciting of the Mission

The mission statement of the Partnership was recited by all.

### Acceptance of June 8, 2010 Minutes

Todd Russell stated that each member should have received a copy of the June 8, 2010 minutes. The floor was opened for questions/discussion. There being no questions/corrections Todd asked for a motion to approve minutes as received. Carolyn Orr motioned. Shelly Waters seconded. Motion passed.

### Acceptance of September 16, 2010 Minutes

Todd Russell stated that each member should have received a copy of the September 16, 2010 minutes. The floor was opened for questions/discussion. There being no questions/corrections Todd asked for a motion to approve minutes as received. Matt Holmes motioned. Jim Turner seconded. Motion passed.

#### Financial Committee Report

Carolyn Orr, committee member, reported that Fred Harvey reviews the financial reports in depth with the committee at each monthly meeting. Committee has met with auditors. She stated there is credit card reconciliation with every line item. Finances are in good shape. Fred Harvey, CFO, stated that the financial reports the board received are through the month of October. The November financials will be mailed to all members for review as soon as they are completed. The floor was opened for questions/discussion. There being no further discussion Todd asked for a motion to approve the October financials as received. Darris Frost motioned. Cleo McDaniel seconded. Motion passed.

#### Housing Committee Update

Jim Turner, committee member, reported the committee met on October 25<sup>th</sup> to review the Asset Management and financial reports of our portfolio of apartment complexes. Occupancy rates remain stable in all units. A certificate of occupancy has been obtained on all units of Anne Place (most recent development) in Mobile. Currently 71 of 92 units have been leased. Harbor Pointe II will be a new 48 unit complex located on Sandlin Road in Decatur. Construction is projected to begin in the first quarter of 2011. Terry Mount of Development Services will continue to look at potential development sites around the state. The floor was opened for questions/discussion. There being no further discussion Todd asked for a motion to approve the Housing Committee report as presented. Carolyn Orr motioned. Matt Holmes seconded. Motion passed.

#### Executive Committee Report

Todd Russell reported the Executive Committee met on November 5<sup>th</sup> to complete a Board Performance Expectations form. The form consisted of 35 questions with 3 performance categories of 'Achieve, Work in Progress and Not Achieved'. Todd highlighted, through a power point presentation, the completed form and reviewed areas that were designated as a "work in progress" or 'not achieved'. One focus of concern is meeting quorum for all meetings. Todd stated he is open to suggestions on changing meetings dates and times to ensure a quorum is met. Carolyn Orr, Executive Committee member spoke to the quorum issue and the potential of being in violation of the Open Meetings Act. She informed the members that 'Allison must post all meetings on the Secretary of State website 7 days prior to meeting. Postcards are mailed and email reminders are sent in an effort to establish a quorum. The calendar of meetings is set at the beginning of the year so all members know in advance of meeting dates. She asked that all members be committed in

2011 to attend meetings. The meetings are usually no longer than 1 hour and it is important that a quorum be met for all meetings.' Another area mentioned was the form 990 non-profit tax return. Todd stated this is public information and can be reviewed at anytime. In other references, the Human Resources Policy & Procedures Manual is currently being updated and will be sent to the Board in January. The Executive Committee will also be completing Mike's Performance Evaluation before the end of the year. This is also a requirement of Neighborworks. Todd stated this is a 22 million dollar agency and the role of the board member is very important. Todd opened the floor for questions/discussion on Executive Committee Report.

#### By-Law Revisions

Todd Russell stated that members received a copy of the proposed revisions to the By-Laws. The proposed revisions have been approved by ADECA, Bingham Edwards and reviewed by the Leadership Team. The floor was opened for questions/discussion. Mike commented briefly about many of the edits. Bingham Edwards stated that one major change was adopting the New Modern Rules of Order for conducting business meetings. By explanation, he said 'motions can be made but are not necessary. The Chairman can decide consensus.' Board members who would like to have a copy of the Modern Rules of Order should contact Allison. There being no further discussion Todd Russell asked for a motion to approve the proposed changes to the By-Laws as received. Darris Frost motioned. Mike Bates seconded. Motion passed.

#### Nomination Committee Report/Election of Officers for 2011

Shelly Waters, Committee Chair, reported the committee met on October 19, 2010. It is the committee's recommendation to present the following slate of officers to serve for 2011: Jim Turner, Chair; Carolyn Orr, V. Chair; George Spear, Secretary. This slate will give representation from all 3 counties and all 3 sectors of the Board and all have agreed to serve. Todd Russell opened the floor for additional nominations. There being no further nominations Todd Russell asked for a motion to close the nominations and approve the slate of officers as presented. Kenneth Kilgo motioned. Matt Holmes seconded. Motion passed.

#### Swearing In Of New Members/Officers

Judge Shelly Waters conducted the swearing in ceremony for the new officers and members. Todd Russell passed the gavel to Jim Turner, Incoming Board Chair.

Michael Tubbs stated that this is Alma Whitlow and George Simms last meeting. Ms. Whitlow was not reelected to the Lawrence County Commission so we will asked to be placed on the upcoming commission

meeting agenda for them to appoint her replacement. The commission can re-appoint Ms. Whitlow if they choose. Mr. Simms has served his 5-year term limit. Mike said, 'The Executive Committee has charged me and Allison to meet with Kim Hood of the Lawrence County Chamber for interest in replacing George Simms.'

At this point in the meeting Todd Russell was honored with a gift for his leadership as Board Chair for 2010.

#### Agency Overview

Michael Tubbs presented a power point overview of agency accomplishments for 2010. Some of the highlights were:

- Head Start operates 104 classrooms across 12 counties
- Agency is in compliance with Open Meetings Act
- Developed common intake tools/processes
- Leadership Team meets every 2 weeks
- In process of completing revising/updating Human Resources Policies & Procedures manual
- Opened 6 Pre-K classrooms
- Hired 137 people this year
- New Employee Orientation process implemented
- Jim Ridgeway, Facilities Team Leader, will be leaving at the end of the year
- Added 2 Weatherization Technicians
- Added Human Resources/Licensing Assistant
- Financial Audit completed yearly
- Head Start Review completed
- Implemented Cost Tracking System in Fiscal Department
- USDA Review completed, no findings
- CSBG Monitoring Review completed, no findings
- LIHEAP Monitoring Review completed, no findings
- Great progress made with board in regard to committees
- Opened 3 new business units with ARRA money. Two of the three were unable to be sustained due to lack of additional funding
- Contact Center was closed due to limited funding
- Foster Grandparent/Senior Companion Program has struggled this year. Tamisha Sales is doing a good job as the new Director
- Meals of Wheels has delivered 85,000 meals to date with 62 volunteers
- Completed 506 interventions through the Housing Counseling Program
- Agency is the largest non-profit developer of affordable housing
- Purchased Decatur Heritage Christian Academy for Decatur City Head Start
- Consolidated 3 classrooms at Ft Payne

- Moved Cullman office to a larger, more convenient location
- Agency is significantly involved in Chamber and United Way
- Launched CDFI
- Agency doubled United Way contributions during campaign this year
- Agency is the only Community Action Agency in the State that operates 211 operations.
- Completing necessary information to become Neighborworks Affiliate

#### Other Business

Members were given a copy of the Monthly Head Start Program Information Report as part of the Head Start Reauthorization requirement. Board members will receive this on a monthly basis. Head Start monthly financials will also be included in mailing.

Michael Tubbs stated that ADECA will start mailing questionnaire/survey to board members asking about information received from board meetings.

#### Proposed Calendar for 2011

The proposed calendar of meeting dates for 2011 was presented. Jim Turner will review dates and a final decision made. A postcard with dates will be mailed to each member.

Jim Turner opened the floor for any additional business. He thanked Todd Russell for his leadership as Board Chair. He looks forward to a great 2011.

There being no further business the meeting adjourned at 6:29 p.m.

Minutes submitted by Allison Speegle

  
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Jim Turner, Chair

  
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Michael Tubbs, CEO