

**Community Action Board of Directors Board Meeting  
Depot Board Room, 175 Main Street Battle Creek MI  
March 28, 2016**

**Board members present:** Anne Flynn, Lisa Purcell, Jim Dyer, Jim Dull, Steve Frisbie, Lisa Walker, Valerie Whitney, Terry Langston, Rick Shaffer

**Board members present by phone:** Randall Hazelbaker

**Board members absent:** Sarah Jones

**Staff and Others Present:** Michelle Williamson, Mackenzie Scholte, Terris Todd, Dan Hicks, Dawn McDonald, Chuck Asher

Chairperson Shaffer called the regular Board Meeting to order at 4:02 PM in the Depot Board Room.

Langston motioned to approve the March 28, 2016 meeting agenda amended so “CEO Evaluation and Contract Review” to take place after Other Approval Items. Whitney supported. The motion carried.

Frisbie motioned to approve the February 22, 2016 meeting as recorded. Dull supported. The motion carried.

Whitney motioned to approve the March 14, 2016 Special Meeting Minutes. Langston supported. The motion carried.

**Public Comment:** None.

**Board Education** – A PowerPoint presentation of Agency accomplishments was given to the board. After the PowerPoint, Chuck Asher provided information on CSFP and TEFAP. There was discussion about both portions of board education.

**CEO Verbal Report –**

- April 28<sup>th</sup> is Legislation Day at the state capitol. One of our Foster Grandparents will be receiving recognition as a Volunteer of the Year.
- We received the Cost of Living Adjustment from Head Start.
- We implemented a wait list for our Home Delivered Meals Program. There are currently two people on the wait list. We are looking for other funding sources to supplement the current grant.
- Chuck Asher had a meeting with AAA regarding compliance requirements.
- Our Walk for Warmth fundraiser was successful! With the match from Consumers we raised approximately \$59,000.
- Teri Maisner, our grants and compliance manager, has been attending ROMA NextGeneration trainings. This has to do with how the state association wants agencies to report services.
- We had a monitoring meeting with the City of Battle Creek HOME program. The review went well, but the City of Battle Creek has decided not to put the program out to bid again and will keep it in-house starting in July 2016.

- Both Binda Foundation and the Battle Creek Community Foundation have toured our facilities recently. BCCF is interested in using our space for their ambassador program and featuring our programs.
- I met with the BC Vision consultant who focuses on shared services.
- We received approval from regional office to hire the controller candidate. He will begin in the first full week of April.
- We received a six month 1<sup>st</sup> provisional license for Delton. We feel this is the best possible outcome.
- We also received a corrective action letter from regional office regarding the September 2015 incident that happen at the Hale Center.
- We were awarded the weatherization grant. This goes through 2026.
- As part of the WK Kellogg Foundation grant for Early Head Start a consultant has reviewed the program and issued a report. The report provides some good data surrounding the benefits of the program.

### **Committee Reports**

- A. Education and Children's Services Policy Council** – Terris Todd presented results of the most recent CLASS observation compared with national averages. There was discussion about the process and ways to improve.
- B. Finance Committee** –
  - a. Approval of February 2016 Financial Reports-** Whitney and Williamson gave an overview of the reports for the month of February. Langston moved to approve the February 2016 financial reports. Dull supported. The motion carried.
  - b. Per Diem Rates** – Williamson presented a comparison of current state per diem rates and current Community Action rates along with proposed rates for Community Action. Langston moved to approve the new per diem rates for Community Action. Dyer supported. The motion carried.
- C. Membership Committee** –
  - a. Approval of Karen Elmore-Woods in Consumer Role** – Williamson gave information on the candidate's background and qualifications. Williamson also informed the Board the candidate had been approved by Policy Council. Langston moved to approve Karen Elmore-Woods as a Community Action Board Member in the Consumer Role. Frisbie supported. The motion carried.

### **Governance Task Force**

- b. Whistle Blower Policy-** Dyer gave an overview of the Whistle Blower Policy. Frisbie motioned to approve the Whistle Blower Policy. Whitney supported the motion. The motion carried.
- c. Board Incident Reporting Procedure** – Dyer presented the Board Incident Reporting Procedure. Frisbie motioned to approve the board incident reporting procedure. Walker supported the motion. There was discussion on the motion. Langston expressed concern over certain portions of the procedure. Clarification was provided. Frisbie amended his motion to approve the board incident reporting procedure with

the incorporation of the amendment. Walker supported the amended motion. The motion carried.

- d. **CEO Recruitment, Hiring, and Termination Procedure** – Dyer presented the procedure. There was discussion. Langston expressed concern regarding the role of the Executive Committee in the search for the CEO. The board came to consensus on an amendment to clarify roles. Walker motioned to approve the CEO Recruitment, Hiring, and Termination Procedure with the provisional language included. Frisbie supported the motion. The motion carried.
- e. **Policy Review Schedule** – The CSBG Policy Review schedule was presented and discussed. Langston motioned to approve the policy review schedule. Dull supported. The motion carried.
- f. **Governance Update and Feedback** – There was discussion from the full board regarding different approaches to governance and what works best for Community Action. Langston motioned to allow the governance task force to continue exploring CEO limitations and CEO-Board relationship. Frisbie supported the motion. The motion carried.

#### **Other Approval Items**

- a. **Rental Assistance Policy** – Williamson presented a draft rental assistance policy to the board. There was discussion on the necessity of the policy and how to improve the draft.
- b. **United Way Emergency Services Grant Submittal** – Williamson provided background of the United Way grant. Langston motioned to approve submittal of the United Way Emergency Services grant in the amount of \$300,000. This was supported by Dull. The motion carried.
- c. **United Way Income Grant Submittal** – Williamson provided background of the United Way grant. Whitney motioned to approve the submittal of the United Way Income grant submittal in the amount of \$25,000 annually. Frisbie supported the motion. The motion carried.

**Closed Session** – Williamson has submitted a written request to go into closed session to discuss the CEO Evaluation. Langston motioned to go into closed session for the purpose of the periodic review of the CEO Evaluation. The motion was supported by Dyer. The board of directors went into closed session at 6:09 PM.

#### **A. Roll Call**

- a. **Anne Flynn** – yes
- b. **Lisa Purcell** – yes
- c. **Jim Dyer** – yes
- d. **Jim Dull** – yes
- e. **Steve Frisbie** – yes
- f. **Lisa Walker** – yes
- g. **Valerie Whitney** – yes

**h. Terry Langston – yes**

**i. Rick Shaffer – yes**

Frisbie motioned to go out of closed session and resume the open meeting. Langston supported the motion. Closed session ended at 6:50 PM and resumed the open meeting.

CEO Contract Discussion – Langston motioned to allow Dyer to put together an employment contract with the CEO. Dyer supported the motion. The motion carried.

Dyer moved to approve the CEO evaluation and place on file. Langston supported. The motion carried.

**Board Members' Time – none**

Langston motioned to call the meeting to adjournment at 6:52 PM. Whitney supported. Motion carried.

**Next Board Meeting date:** April 25, 2016 from 4:00pm to 6:00pm at the Community Action Depot Board Room, 175 Main Street, Battle Creek, MI

Respectfully submitted,  
Mackenzie Scholte,  
Recording Secretary for Sarah Jones, Board Secretary