



MINUTES - MEETING OF THE BOARD OF DIRECTORS

Thursday, January 27, 2022

3:30 – 5:00pm

Location:

Central Florida Community Action Agency
411 N. Main Street, Gainesville, FL 32607

Board Members Present: Scot Quintel (Chair), Avery Vinson (Secretary), David Wilson (Treasurer), Kim Baxley (phone), Marlon Gayle, Cheryl Martin, Rev. Earnestine Butler, and Marihelen Wheeler.

Board Members Absent: Alishia McDonald (Thought the meeting was on Zoom)

Staff Present: Caroline W. Ruff-Looney (CEO), Stephanie Seawright (COO), Kannika Torres (CFO), Tiffany Peterson (Director, HR), Carressa Hutchinson (Director, Family Services), Tiffany McKenzie (Director, Compliance & Reporting, Sharon Lautkin (EA, Recorder).

1. **CALL TO ORDER** (Establish Quorum) Scot Quintel, Board Chair, called the meeting to order at **3:36PM**. Roll call was taken, and a quorum was established.
2. **INVOCATION** – Given by Rev. Earnestine Butler
3. **PLEDGE OF ALLEGIANCE** – Led by All
4. **WELCOME (Board Members, Staff and Guests)** Scot Quintel, Chair

A. Statement of Notice

The **January 27, 2022** meeting of the CFCAA Board of Directors conducted on this date has been properly noticed in accordance with Community Services Block Grant (CSBG) guidelines. **Copies of public notice available upon request**

B. Right of the Public to Speak Regarding Board Action Items

Members of the Public shall be given an opportunity to speak for a maximum of **three (3) minutes** during the meeting on any agenda item.

C. Recital of “The Promise of Community Action” – Lead by All

Community Action changes people's lives, embodies the spirit of hope, improves communities, and makes America a better place to live. We care about the entire community and are dedicated to helping people help themselves and each other.

5. APPROVAL OF CONSENT AGENDA:

A motion was made by Marihelen Wheeler to approve the Consent Agenda as presented, and seconded by Rev. Butler. Motion was approved and carried.

6. ACTION ITEMS:

A. Executive Committee Minutes – 12/13/21 (5)

- i. **Approval of Salary & Hire Date for New CEO** – Scot Quintel reviewed the minutes to update Board on what was discussed pertaining to the hiring of our new CEO, Caroline W. Ruff-Looney. Mrs. Looney's first “official” day with CFCAA was December 15, 2021. Mrs. Looney was welcomed by all the Board.

B. Finance & Audit Committee Minutes – 1/20/22 (6)

- i. **Approval of the September 2021 Financial Statements** - Kannika Torres, CFO, provided the Committee a thorough explanation of the month-end financial statements for September 2021. A motion to approve was made by The Finance & Audit Committee and seconded by Marihelen Wheeler. The motion was unanimously approved and carried.
- ii. **Approval of the Year-End 2020-2021 Financial Statements** – Kannika Torres, CFO, provided the Committee a thorough explanation of the year-end financial statements for 2020-2021. A motion to approve was made by The Finance & Audit Committee and seconded by Avery Vinson. The motion was unanimously approved and carried.
- iii. **Approval of the October 2021 Financials Statements** – Kannika Torres, CFO, provided the Committee a thorough explanation of the month-end financial statements for October 2021. A motion to approve was made by The Finance & Audit Committee and seconded by Cheryl Martin. The motion was unanimously approved and carried.
- iv. **Approval of the November 2021 Financial Statements** – Kannika Torres, CFO, provided the Committee a thorough explanation of the month-end financial statements for November 2021. A motion to approve was made by The Finance & Audit Committee and seconded by Marihelen Wheeler. The motion was unanimously approved and carried.
- v. **Approval of the December 2021 Financial Statements** - Kannika Torres, CFO, provided the Committee a thorough explanation of the month-end financial statements for December 2021. A motion to approve was made by The Finance & Audit Committee and seconded by Avery Vinson. The motion was unanimously approved and carried.

7. DISCUSSION ITEMS:

- A. **Update on the Goals of the Strategic Plan (Organizational Standards 6.5)** - With the retirement of CEO, Charles Harris, effective December 31, 2021, the Board agreed to postpone Strategic Plan updates until the new CEO was hired and provided an opportunity to revise the plan as appropriate. Mrs. Caroline W. Ruff-Looney began her position as the new CEO effective December 15, 2021. Mrs. Looney made a statement to the Board that she has reviewed the Strategic Plan goals and is meeting with Board Chair, Scot Quintel, to discuss further. An update will be provided at the next Board Meeting on March 24, 2022.
- B. **Vacant Vice Chair Position** – Board Chair Quintel reminded the Board regarding this officer vacancy. He opened the floor to anyone interested in volunteering for this position. Marlon Gayle made a suggestion of Commissioner Marihelen Wheeler. With much thought, Marihelen Wheeler agreed to take on this open position. Therefore, Board Chair Quintel asked for a motion to approve Ms. Wheeler taking the position of Vice Chair. A motion to accept was made by Marlon Gayle and was seconded by Cheryl Martin. The motion was unanimously passed and carried.
- C. **Mutual America 403B Plan Change (Addition of Auto-Escalation)** – CFCAA is working with Mutual America regarding amending their 403B Plan to include auto escalation up to 7% for all current and new employees. The auto escalation will not occur until January 1, 2024 since the employees will need to be in the plan with this provision for one full year. The amount contributed on behalf of each participant shall be 1% of his compensation for the initial Plan year in which Automatic Enrollment Contributions are made on his behalf, increasing by 1% for each Plan year up through the seventh year. Once Mutual America provides and updated Amendment and Resolution, it will be brought to the Board for final approval prior to announcing to all staff.
- D. **Board Governance Training – May 26, 2022 (Confirmed)** – Mrs. Looney announced that the Board Governance Training that had been cancelled back in November 2021, has been rescheduled for May 26, 2022 from 9:00am-3:00pm. The training will be facilitated by Connect For More out of Tampa, who the agency has hired in the past. This Board Training will be held at the Community Foundation of NCF on Newberry Road, and will focus of fiduciary oversight (board expectation of financial giving), fundraising engagement/strategies, and board orientation, roles and responsibilities. Sharon Lautkin, Executive Assistant, we send calendar invites via email to all the Board Members and SLT for them to reserve the date.

- E. **Updated Board Committees List** – Mrs. Looney distributed a copy of the updated Board Committee List. A change will be made based on Marihelen Wheeler now accepting the position as Vice Chair. This leaves a vacancy on the Nominating & Personnel Committee, which Marlon Gayle reminded the Board must be filled by a public representative.

8. **REVIEW**

- A. **Program Reports:** *The Board were reminded to read through the reports at their leisure and call with any questions or concern.*
- i. CSBG
 - ii. LIHEAP
 - iii. Compliance & Reporting
 - iv. Weatherization and Affordable Housing
- B. **CEO Discussion** – *Caroline W. Ruff-Looney*
- C. **Board Chair Report** – *Scot Quintel*

9. **ADJOURNMENT** – Board Chair Quintel ended the meeting at **4:31PM**

NEXT BOARD MEETING:

- **March 24, 2022 @ 3:30PM** *(In Person at the United Way of Marion County, Ocala)*

UPCOMING TRAINING OPPORTUNITIES:

- Board of Directors Governance Training (May 26, 2022 - Confirmed)
- CAPLAW National Conference (June 28-30, 2022 – Chicago)

These minutes were approved at the **March 24, 2022** Board Meeting.

Secretary


Avery Vinson

Date

05/26/22

