

At the regular bimonthly meeting of the Community Action Commission's Board of Directors held December 16, 2019, at Tri County Community Action (TCCA), 1514 Derry St., Harrisburg, PA, the following actions were taken:

**Present:**

Terry Barley, Treasurer  
Rumulus Brown  
Jacquelyn Wise  
Amber Coleman  
Tara Davis  
Michael Burns (Phone)

**Excused:**

Janis Creason, Vice President  
Susan Carbaugh  
Ernest "June" Roberts

**Unexcused:**

George Fernandez, President  
Nate Olivencia  
Jennifer Smallwood

**Vacancies:**

Two, Private Sector  
One, Low Income Sector

**Staff:**

Jennifer Wintermyer, Executive Director  
Ronda Kennedy-Rowe, Deputy Director  
David Council, Development Director  
Charles Bussard, Controller  
Lynette Hassinger, Executive Assistant

**Call to Order**

Treasurer Terry Barley called the meeting to order at 3:11 p.m. It was the first afternoon meeting to be scheduled. A quorum was not established, yet the Board agreed to continue with a non-voting informational meeting.

### **Conflict of Interest Acknowledgment**

No approvals or voting were planned; therefore, there was no Conflict of Interest question or acknowledgement.

### **Approval of Consent Agenda**

No approvals or voting were planned; therefore, no approvals were requested. Treasurer Barley did ask if there were any questions on any of the documents included in the Consent Agenda. No questions were asked.

### **Financial Reports**

Detailed financial statements for both Community Action Commission (CAC) and Keystone Community Development Corporation (KCDC) were provided to the Board Members for the period ending October 31, 2019. Highlights of Controller Bussard's presentation included:

#### **Tri County Community Action (TCCA) Financial Report October 2019**

- The balance sheet on the first page is a snapshot of assets and liabilities as of October 31<sup>st</sup>.
- Under Net Assets, the new categories for With or Without Donor Restrictions are broken out.
- Operating Account differences from 2018 to 2019 are mainly due to the Money Market Account that TCCA recently opened.
- Page three displays the program activities reflected against last year, at this same time and lists the different Dauphin County programs.
- Supportive Service expenses are shown at the bottom of page four and track the various allocations.
- Page five presents the various program services and demonstrates a significant difference from last year. This is mainly due to the numerous Revitalization projects, which are usually funded in one year and spent in the next.
- The Audit has been finished and Tax Returns are being filed.

A question was asked in regard to the status of the TCCA Supportive Services program at Governor's Square. Executive Director Jennifer Wintermyer answered that Chuck Bussard has been working with them, but even though they have provided three months of past payments, TCCA will not be renewing the services.

Another question was asked in regard to the money market account and associated rate. It was explained that the rate is 3% and since its move in September, TCCA has made over \$180 in interest.

#### **Keystone Community Development Corporation October 2019**

- KCDC is showing excess cash due to the recent sale of the property at 1312 Derry St.
- The Balance sheet looks very strong, with no abnormal expenditures.

- The last page shows the various properties and related costs, snow removal, insurance and taxes. At the end of January/February, “Common Area Maintenance” is due. It is part of the lease agreement, where PNC has agreed to pay a portion of those costs.

Treasurer Barley asked if anyone had any questions or concerns about either of the financial statements and no additional questions or concerns were raised. He further explained that we cannot take action on these statements, due to the lack of a quorum.

Copies of the financial reports are available and on file at the TCCA main office.

### **New Business**

#### **Check Signature Threshold**

Executive Director Wintermyer explained that Board President George Fernandez had planned to ask for a Fiscal Policy change in regard to increasing the current \$500 limit for the Executive Director to sign checks. It is not known what level of increase he was considering. A question was raised about the organizational need for an amount larger than \$500. Executive Director Wintermyer explained that generally \$500 is a low threshold, but it has worked for TCCA management. The burden is on the Board for signatures and there will always be a number of checks over that amount. Even if the threshold is raised to \$5000, there are occasional checks over that amount. The discussion was tabled until the next Board Meeting.

#### **Proposed Bylaw Edits**

Proposed edits to the Bylaw were included in the Board Meeting packets. An attorney review is required every five years. Most of the proposed changes are minor and include:

- Page four of the document references “Members.” Clarification is needed to identify that “Member” means a Member of the TCCA Board and that TCCA is not a membership association.
- Also recommended, was that the outdated succession plan from 2008 be deleted from the Bylaws; although, it will need to be updated in 2020.
- On page six, under resignation, the attorney recommended that instead of saying, “we shall fill positions as soon as possible”, we should soften that and use language stating “may”.
- Clarification is needed for the “Quorum” language, as well as “Duties” of the Executive Director.

Approval of these changes will be an Action Item, when a Quorum is present.

Controller Chuck Bussard asked if the Bylaws include information on Electronic Voting. Executive Director Wintermyer explained that there is information on this type of voting and that it can be by email, telephone or other means of electronic communication, yet it requires 100% unanimous vote by the Board. Due to the electronic method, a person does not have an opportunity to explain why they made a specific vote, or abstention.

Amber Coleman inquired if an officer has ever been impeached? Treasurer Barley explained that in the past this may have happened, but not within the last few years.

**Community Services Block Grant**

The Community Services Block Grant (CSBG) is federal funding and the CSBG Workplan runs on a calendar year basis. We are required at the end of one year to submit a workplan for the following year. The Department of Community Economic Development (DCED) is the commonwealth partner, which oversees the grant. TCCA reports out on how the money is spent, in general. Wintermyer reviewed the workplan and explained that it was submitted in December, on time, as required.

**Fiscal Sponsorships**

Controller Bussard explained that TCCA is a 501(c)(3) organization. In the law, such organizations are permitted to be fiscal sponsors, which allows groups and organizations to partner with TCCA to complete projects that are similar to the TCCA's mission. This would be helpful for an organization that doesn't want to go through the process for a 501(c)(3), or expects to only be around for a short period of time.

An executive summary was provided to the Board Members. A group named The Front Porch Project is proposing that TCCA become their fiscal agent. This project is proposed for the Uptown area to improve front porches and facades. If approved, the group will need to follow all of the TCCA planning processes and fiscal procedures.

Two things will need to be considered, does the Board want to be the fiscal sponsor and since the IRS allows us to charge a fee; how much of a fee should be charged. At this point, TCCA does not know how much additional work and insurance will be needed. The Front Porch Project is currently seeking approximately \$125,000 in funds.

Executive Director Wintermyer stated that it is up to the Board to make the decision, yet in her opinion, she believes that it is an opportunity to build on the work that TCCA has already done in that neighborhood. She stated that TCCA should definitely charge a fee for the service.

Board Member Rumulus Brown stated that the City of Harrisburg and Habitat for Humanity are also completing projects similar to this and TCCA would need to ensure that there is not a confusion of funding sources. Executive Director Wintermyer stated that approximately 26 homes have been identified by this group. More information will be provided to the Board on this topic and a possible presentation to the Board will be proposed.

**Board Vacancies & Meeting Times**

TCCA currently has two private and one low income positions vacant. Board Member Amber Coleman explained that time and transportation seem to be barriers, therefore the Board was asked to identify persons that might be interested, especially non-Harrisburg residents.

Board Meeting time was changed as of last meeting and some Board Members have stated that a 3:00 p.m. meeting would be a real challenge for them. Executive Director Wintermyer was asked to reopen the conversation about the meeting times. The group was asked about their opinion on the meeting time and it was agreed that a survey will go out to the Board.

**Board Forms**

A request was made for those who have not provided their 2019-2020 Board Forms to hand them in as quickly as possible.

**Old Business****Organizational Standards**

A copy of the COPOS Organizational Standards Report was provided to the Board in their meeting package. Executive Director Wintermyer stated that it has numerous areas of yellow and red, due to DCED changes that now require specific due dates and timelines to most of the Standards. The system was updated with those due dates and now TCCA must update most of the Standards with updated documentation. Most of the Standards are met, even with the newly identified timelines, yet the main standard that TCCA is currently out of compliance with, is the Board Vacancies.

**Strategic Plan**

TCCA program managers are using the Strategy Screen internally. More information will be upcoming in regard to dates and timelines.

**2020 Census Commission**

Executive Director Wintermyer stated that tools and resources will be shared with the board as available. TCCA will be tasked with outreach in this area and plans to allow the public to complete the Census online.

**Perry County Family Center**

The letter is ready to go to the Attorney General's Office. Once received, they must approve the transfer of assets from the Perry County Center to TCCA. TCCA has a draft Asset Transfer Agreement ready, which essentially states what is being given to TCCA and what liabilities currently exist.

**Escape from Poverty Event**

Development Director David Council explained that the date of the Escape from Poverty Event is January 25<sup>th</sup> and will be held at the ABC East Bowling Alley, Harrisburg Escape Rooms. A sponsor donated ad space, therefore, TCCA will be running an ad in The Burg Magazine. All Board Members were provided with copies of the information.

TCCA is still selling 2020 Corporate Sponsorships with a variety of funding levels available.

**Executive Director's Verbal Report**

The Executive Director's written report was provided to Board Members in hard copy and via e-mail prior to the Board meeting and was part of the consent agenda.

**DCED Final Directives**

Final Directives were issued by DCED for the year. Most changes are around Risk Based Monitoring, and frequency of ROMA training. Signoffs for ROMA training and other required

Board actions will be necessary to ensure that all Board Members are trained. The frequency for staff training was updated and staff are to be trained to be ROMA focused.

#### **Money In Your Pocket (MIYP)**

TCCA is working with the United Way on the free tax preparation program MIYP. Tax preparation will be available on Tuesday evenings from 6:00 p.m. until 8:30 p.m. Our satellite offices will be participating and a special flyer will be sent out with all applicable TCCA locations.

#### **Housing**

TCCA Housing Counselors are working toward their HUD Certification. One has already taken the test and passed; the other Counselor will be taking the test in January. TCCA will need to make a decision as to whether or not we want to be a HUD Certified Counseling agency after additional evaluation.

#### **Farmer's Market Grant**

TCCA did not receive the planned funding for the Farmer's Market. We are confident that things will move forward and start in May due to other funding options.

#### **Funding**

Funding updates include year-end donations from both M & T Foundation of \$7000, and Fulton Bank of \$1000. New this year, is a staff payroll donation, wherein staff pledged over \$3000 for 2020, and those participating receive one-half day off. Executive Director Wintermyer challenged the Board to make the same type of donation.

Executive Director Wintermyer explained that Board President George Fernandez is planning a fundraising event at the end of Spring to benefit the agency. It is planned as a luncheon with local CEO's that he is acquainted with and will include discussions about the community and its needs. Amber Coleman asked if the Board will have any input on this event. Executive Director Wintermyer stated that she only has high level information on this event and that questions will need to be provided to Board President Fernandez.

#### **DCED Fiscal Monitoring**

Fiscal Monitoring is underway, TCCA sent an initial packet to DCED. A site visit is expected soon.

#### **School District Delay**

Our PCCD grant has been delayed due to transition in the Harrisburg School District. Updated information will be provided when available.

#### **Introduction of New Director of Programs and Impact**

Ms. Ronda Kennedy-Rowe, the new TCCA Director of Programs and Impact was introduced to the Board.

Executive Director Wintermyer asked if there were any questions or comments, and there were none.

**Keystone Community Development Corporation**

- 202-204 S. 13<sup>th</sup> Street – There is nothing new to report on this situation.
- Moving forward to sell the parking lot at 1327 Thompson St. to the same individual who purchased the Barber Shop. TCCA will be selling the lot for \$5000.

The Executive Session was held at 4:08 p.m. and the meeting was adjourned at 4:14 p.m.

The next regular meeting is scheduled for Monday, February 24, 2020.

Transcribed by Lynette Hassinger

Submitted by: \_\_\_\_\_, Secretary