

At the regular bimonthly meeting of the  
Community Action Commission's  
Board of Directors held August 24, 2020, virtually on  
Zoom, the following actions were taken:

**Present:** Rumulus Brown, President  
Janis Creason, Vice President  
Terry Barley, Treasurer  
Jacquelyn Wise, Secretary  
George Fernandez, Immediate Past President  
Amber Coleman  
Tara Davis  
Michael Burns  
Haven Evans  
Rick Donegan  
Brad Gebhart

**Unexcused:** Susan Carbaugh

**Vacancies:** Two, Public Sector  
One, Low-Income Sector

**Staff:** Jennifer Wintermyer, Executive Director  
Bonnie Fronk, Finance Director  
Chuck Bussard, Controller (contract)  
Lynette Hassinger, Executive Assistant

### **Call to Order**

President Rumulus Brown welcomed all and called the meeting to order at 5:34 p.m. Executive Director Wintermyer conducted a roll call.

A quorum was established.

### **Conflict of Interest Acknowledgment**

President Brown asked if any members of the Board had an actual or potential conflict of interest, and if so, to disclose it and recuse themselves from any action items related to it. No conflicts or potential conflicts of interest were disclosed.

### **Approval of Consent Agenda**

President Brown presented the Consent Agenda, which consisted of the June Board Minutes, the Organizational Standards Report as prepared by the Department of Community & Economic Development's (DCED) reporting system, the financial reports for both Community Action and Keystone, and the Executive Director's written report. President Brown explained that in the future, the Consent Agenda will also include

any Committee meeting notes, and the Financial Reports will include a document describing any abnormalities or critical points, highlighted in bulleted format.

Executive Director Wintermyer stated that for this meeting, because the financial reports do not have that document highlighting abnormalities or critical points, they will be pulled from the consent agenda at this time and a detailed verbal review will be completed.

Board Vice President Janis Creason made a motion to approve the Consent Agenda, with the financial reports being pulled out, and Tara Davis seconded the motion. The motion carried with all in favor and no abstentions.

### **Financial Reports**

Financial statements for both Tri County Community Action (TCCA) and Keystone Community Development Corporation (KCDC) were provided to the Board Members for the period ending June 30, 2020 prior to the meeting.

Treasurer Barley called on Controller Bussard to give a detailed verbal report. Bussard further explained the highlights which will be presented in a documented, bulleted format at the next meeting as part of the consent agenda. Secretary Jacquelyn Wise asked what the threshold for those points would be. Controller Bussard explained that they would mirror his current verbal highlights, in that they would be items that are significant, which he wishes to call attention to. Executive Director Wintermyer reminded the Board that even with the written report, Board members can ask for the financials to be pulled from the consent again at any time, for further discussion if they have questions or concerns.

Controller Bussard then presented the TCCA Financial Report:

Tri County Community Action Financial Report, period ending June 2020

- This is the end of the year report but should be considered preliminary only until the audit is complete.
- Cash is strong through the end of June, due in most part to the Payroll Protection Program Loan/Grant.
- Net Assets with Donor Restrictions reflect funds that are received in one fiscal year, but not expended until the next fiscal year.
- Page three compares the Income against the prior year. The Total Income shows how close the two years are, which reflects organizational stability. There is a slight surplus this year.
- Consistent year over year numbers are also reflected on page four, where the Agency Expenses are compared against the prior year.

Controller Bussard asked if anyone had any questions, none were asked.

Keystone Community Development Corporation, period ending June 2020

- No real changes to the Balance Sheet for KCDC. This is also a year-end report but should be considered preliminary until the audit is complete.
- Long-Term Liabilities consist of three loans shown on page one. Two of those loans are for 1301 Derry Street, and the third is monies due to CAC.
- After the projected depreciation of \$83,439, KCDC will have a small Net Surplus of \$50,935.14.

Controller Bussard asked if there were any questions about the KCDC financials and none were asked.

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

## **New Business**

### **Acceptance of the Risk Assessment**

Executive Director Wintermyer explained that, not only is it good practice, but the Organizational Standards require a Risk Assessment to be completed every two years. She presented the Risk Assessment Summary, which had been provided to the Board Members in their packages prior to the meeting. The document summarizes and reviews the risks that are evident and provides recommendations and identifies areas of priorities. Wintermyer reminded the Board that the agency will never be without risk, and that is not the goal of the assessment. Rather, the goal is to ensure the Board understands the potential risk and can effectively put measures in to mitigate it.

The report provided highlighted potential recommendations the agency should consider. Wintermyer reviewed those recommendations and highlighted the following actions as areas she will address in the coming year.

#### *Governance-*

Explore additional ways to convey the TCCA message and mission to the Board. Wintermyer explained that she is working with the Communications team to deliver more timely and relevant programmatic information to the board ongoing.

Develop a self-assessment process for the Board. Wintermyer recommended the Governance Committee consider this action.

#### *Facilities and Building Security-*

Ensure all locations have fire safety equipment, evacuation plans and first aid equipment. Wintermyer explained that staff would be assessing all locations, and regardless of the resources landlords have made available, TCCA would be ensuring all sites have fire extinguishers, first aid kits, spill kits, sanitization supplies, and possibly AED access.

Offer annual training for employee vulnerability for scams and fraud. Consider a formal data breach plan. TCCA is also issuing an IT consulting proposal and will work with the selected vendor on digital security.

#### *Human Resources-*

Update the Affirmative Action Plan.

Update the Executive Director Succession Plan.

Address the current approach to HR functions. Wintermyer stated that the Affirmative Action plan is mandated due to the amount of federal funding TCCA receives, and has likely not been updated in some time. The ED succession plan also hasn't been updated, so both will become a priority. In addition, Wintermyer is going to contract with HR services to help with agency needs related to addressing employee performance, answering general HR questions, ensuring best (and legal) practices, etc.

#### *Protecting Vulnerable Populations-*

Address issues of boundaries between staff and clients, especially with social media. Adopt a "Bring Your Own Device" Policy. Wintermyer explained both issues will be addressed with the HR consultant and IT vendor. Both are becoming more important as agency functions move to a virtual platform.

### *Transportation-*

Create uniform practices and policies for any vehicles the agency owns or manages. Institute a driver training program. Wintermyer explained this has been ad hoc up to this time, but still will work to formalize uniform practices for the agency owned vehicle and the agency managed vehicle.

President Brown asked if any Board members had any questions or concerns about Wintermyer's recommendations, or any other part of the assessment. Hearing none, he asked for a motion to formally accept the Risk Assessment. Vice President Creason made the motion and Michael Burns seconded the motion. The motion carried with all in favor and no abstentions.

### **Old Business**

#### **Update on the Perry County Expansion**

Executive Director Wintermyer stated the transition was done on time with no issues. The site moved by the end of June and all contracts have transferred to TCCA effective July 1<sup>st</sup> as planned.

President Brown reminded Board that the Perry County Resource Center (PCRC) Open House is tomorrow, the 25<sup>th</sup> of August at 2:00 p.m.; all Board Members are invited. Executive Director Wintermyer expressed her thankfulness for the work that the agency staff have put into this transition/expansion and for preparing for the Open House.

### **Executive Director's Verbal Report**

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

Executive Director Wintermyer stated that she's been working with Board President Brown and Vice President Creason on adapting her verbal report to provide more strategic and defined updates, and less operational reports. Operation items will remain in the written report unless the Board have specific questions.

#### **Strategic Plan**

The draft Strategic Plan was shared with the Board prior to the meeting. Executive Director Wintermyer explained that twelve strategies have been identified for the five-year plan (2019-2024) but that action steps are needed for each. Staff are working on completing those action steps for all strategies, except one, which requires Board involvement. Wintermyer also explained that while the plan did officially begin last year, despite not being completed, it has been a useful tool. The Strategy Screen that was developed is regularly used by staff in decision making, especially during the COVID-19 crisis.

Wintermyer stated that she would like to present the plan as final to the Board in October for adoption.

#### **Agency and Personnel Update**

Executive Director Wintermyer introduced the Board to TCCA's new Director of Finance, Bonnie Fronk. Wintermyer told the Board that not only is today Bonnie's first day, but we are also in the middle of our fiscal year 2019-2020 audit. Controller Bussard and his team are working closely with Bonnie and will continue providing support over the coming weeks and months.

Wintermyer stated that while TCCA has been closed to the public, the reconfiguration of the main office is nearly complete with OnTrack being moved to the front of the building. Most staff have returned to full-time in-office work and protocols for visitors and home visitation are being finalized. We'll continue to take a careful approach in our planning of how we'll interact with the public, however.

The Organizational Standards also require that staff review the fiscal policies every two years, and get Board approval for any changes. Staff have completed that review and are not requesting any changes at this time. However, Wintermyer stated she has asked new Director of Finance, Bonnie Fronk, to review the policies over the next six months, and offer recommendations in early 2021. There may need to be some policy changes to address the transition from a contract Controller to a full-time Finance Director.

Wintermyer also updated the Board on the agency's Payroll Protection Program (PPP) loan/grant. The monies were initially issued as a loan through the Small Business Administration (SBA) but were designed to convert to a grant once certain conditions were met. However, the federal government hasn't fully defined those conditions, so our bank (and others) are not yet ready to accept the documentation for that conversion. Our auditors have taken the stance that if we reasonably assume that as of June 30<sup>th</sup>, our loan would have fully converted to a grant, they will then consider it a grant on our financial statements. The impact of this decision is significant. If this reflects as loan on our audit, it will appear that CAC has a significant deficit in FY 19-20 (year one) because the loan is considered a "liability", and it will appear that we have a significant surplus in FY 20-21 (year two) because we "received a grant". Essentially, it will show that we spent more money than we had in year one, and received extra money in year two that we could keep. Because of the auditor's decision, we'll be able to show that we received a grant in year one, that we spent it in year one, and year two isn't impacted at all. Wintermyer asked if any Board members had any questions or concerns about how PPP will be reflected, and didn't hear any.

### **New Initiatives/CARES CSBG**

Wintermyer explained that as the Board has likely seen in recent media, TCCA will be collaborating with the Harrisburg School District to provide internet access to approximately 1,500 students. The District identified about 25% of their student population who do not have access to the internet. After verifying with DCED that this project would be allowable under the CSBG CARES funds, we entered into an agreement to provide \$160,000 to the District. They have been negotiating rates with internet vendors, and reviewing options which include Comcast Essentials, Xfinity Wi-Fi, and mobile hotspots. Because of our funding, every District student will have internet access to start the school year virtually. Wintermyer thanked the Planning & Evaluation Committee who quickly reviewed this project and offered support to move forward with contracting.

### **Events**

As previously mentioned, the PCRC Open House is Tuesday, August 25<sup>th</sup>. TCCA has confirmed that at least one Perry County Commissioner and Senator DiSanto will be attending.

After having to postpone our Great Harrisburg Litter Clean Up in April due to COVID-19, we are now holding it on September 26<sup>th</sup>. Registration is live for anyone that would like to sign up and volunteer. Last year, approximately 350 volunteers picked up 26 tons of trash in four hours. While we anticipate this year's event will be smaller, the impact will still be felt and seen.

### **"Things to keep on your radar"**

Executive Director Wintermyer said this will be a new verbal report category for things the Board needs to be aware of, understand the options and risks, but not yet take action on. At this time, Wintermyer said there are four main areas to be aware of, which may have strategic and/or financial implications for the agency.

1. After completing all office reconfigurations, 1514 Derry St. office is out of space. If we expand staff positions, we may need to decentralize some administrative functions and move them to other locations. Another option may be having to rent space at 1301 Derry St., which TCCA could lease from KCDC.

2. In the next 12-18 months we'll need to replace the first-floor, common area carpeting. The offices are in good shape, but the common areas are not. It is tearing and lifting up in places and may become a trip hazard. It probably was installed in 1992 when TCCA moved into the building, so it is nearly 30 years old.
3. The Office of Child Development and Early Learning (OCDEL), which is the State office for Family Center programming, previously indicated that it may consider a three-county contract from TCCA for fiscal year 2021-2022. This would allow TCCA to expand into Cumberland County, but would require us to identify a location, hire staff, and build the program from the ground up. Wintermyer recommended staff begin working on this initiative now, as the RFP for Family Center services will likely be issued in about 6 months.
4. Wintermyer explained that TCCA is currently at 44 staff positions, and at 50, Human Resources (HR) rules and benefits change. In addition, if thinking about a Cumberland County Resource Center, how we manage/supervise staff and programs will also need to change. Right now, the ED handles nearly all HR issues and needs, with the exception of enrolling in and managing benefits. While the agency is going to engage a HR consultant now, we will need to hire an HR Manager or Director once we reach 50 employees.

President Brown asked if the Board had any questions for the Executive Director and none were asked.

#### **Keystone Community Development Corporation**

##### **202-204 S. 13<sup>th</sup> St.**

Wintermyer provided a detailed overview for the Board. The property is a commercial first floor and residential second and third floors. When this property was originally acquired and developed, it was done with a housing partner, who owned the structure and property, and second and third residential floors. KCDC owns "air rights" to the commercial first floor space only. "Air rights" are similar to how condos are developed. Through time, the residential portion of the building has changed hands several times, and the current owner is McFarland LP.

In January 2018, the building partially collapsed. From the street, the property looks fine, but the collapse is in the rear. Because of the Deed and Covenants, McFarland LP is the only entity that can make repairs to the building. After not being able to get a response from them, in October 2018, KCDC filed a Complaint (lawsuit) against McFarland for the repairs to the building.

The City condemned the building in May 2019. At that time, the City sent KCDC a Condemnation Order. Both Wintermyer and our attorney responded in writing explaining because KCDC does not own the property or structure, it could not legally comply with the Order, and that a Complaint had been filed in Common Pleas Court against McFarland.

Recently, KCDC received a Complaint filed by McFarland LP naming KCDC and others as being liable for the collapse. Our attorney is filing a response. In addition, Community Action received a Court Summons for violation of the Condemnation Order. Because Community Action does not have an ownership interest, KCDC does, and because KCDC doesn't own the property or structure and therefore cannot make any repairs, we did plea "not guilty" and will appear in Court with our legal counsel.

In addition, neighbors have made us aware that people have been entering/exiting the property. We've contacted the Police and City Codes, and are changing the locks and securing our portion of the building in an attempt to deter them.

Board Secretary Wise asked what the current liability is and if it is represented in the budget. Wintermyer stated related to the trespassers, we have limited liability because they are committing an illegal act, however, we are more concerned about the potential harm to them if the building fully collapses than we are for legal liability. She also stated that there are some related costs in the budget but because we did not anticipate the expense of defending a second lawsuit, having to secure the property in this manner, or the Summons, KCDC will go over budget.

### **Board President's Comments**

#### **Committee Work**

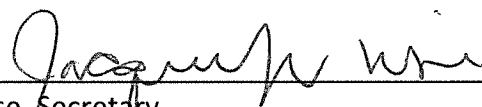
Board President Brown reminded the Board Members that they are obligated to serve on a Committee. He asked that they look at either the Governance or the Finance Committees, since both need additional members. Committees meet on the opposite month from the regular Board Meeting. It was agreed that a current list of Committees and members would be sent out to the Board.

President Brown explained that he had attended the yearly staff picnic at Little Buffalo the prior Friday and had a great meal and a great time. He encouraged the Board to get involved whenever they can.

### **Adjournment**

President Brown asked if any Board members needed an Executive Session. Hearing none, the meeting was adjourned at 6:35 p.m.

The next meeting is scheduled for Monday, October 26, 2020 via ZOOM. Details will be sent out prior to the meeting.

Respectfully Submitted by:   
Jacquelyn Wise, Secretary

Transcribed by: Lynette Hassinger