

**Panhandle Community Services
Board of Directors Meeting Minutes
Panhandle Community Services Central Office – 1309 SW 8th Ave. - Amarillo TX, 79101
Minutes for February 23, 2023, @ 10:30 am**

Board Members by Sector:

<u>Low Income</u>		<u>Private</u>		<u>Public</u>	
Lydia Villanueva	P	Denese Skinner	P	Judge Cindy Irwin	P
Amy Taylor	P	Aaron Lopez	P	Judge Rowdy Rhoades	P
Robert Coffee	P	John Sharp	P	Judge Dan Looten	P
Amanda Quillin	P	Brian Gillispie	P	CM Esmeralda Mills	P
Teresa Lane	A	Vacant Seat		Judge Chris Porter	A

<u>Staff</u>	<u>Position/Title</u>
Magi York	Executive Director
Robert Carlton	Chief Financial Officer
John Mejia	Asst. Director of Finance
Dennis Garvey	Information Services Director
Randy Cazarez	Human Resources Director
Lylene Springer	Transportation Director
Kaitlin Mosley	RSVP & Health Services Director
Christy Hilbert	Communications Director
Christina Cristan	Energy Assistance Director
Susie Ybarra	Community Relations Director
Melissa Darsey	Outreach Services Program Director
Benita San Miguel	Interim Weatherization Director
Lisa Matthyse	Executive Assistant

NOTICE – This meeting was publicized in compliance with the state open meetings law, as documented in Appendix A to these minutes. Appendix A also includes a list of the documents provided to members with the meeting notice and agenda. Appendix B includes committee meeting minutes.

Call to Order

Judge Cindy Irwin, President, called the regular business meeting to order at 10:34 a.m. central standard time (Organizational Standard 2.4) and announced the Initial Public Comment Period. Lisa Matthyse, Executive Assistant, called roll and determined that a quorum of directors was present (OS 5.5). Judge Irwin led the Pledge of Allegiance and the recital of the Panhandle Community Services (PCS) mission statement and vision statement. Magi York, Executive Director, led the prayer.

Consent Agenda (OS 5.9)

Judge Irwin referred to the Consent Agenda and asked if there were any questions. Denese Skinner asked for discussion on two of the contracts listed under “Ratify the Signing of the Following.” After discussion, the Board asked to modify the descriptions of the two contracts to include the dollar amounts. The following updates were made (changes in italics):

- TDHCA Low-Income Home Energy Assistance Program (LIHEAP) FY2022, Amendment #2 effective January 19, 2023. Contract #81220003617 in the amount of \$423,534.00. The contract was extended to March 31, 2023.
- PCS Contract for Services for Automated Scheduling Services with ITFrontDesk, February 3, 2023, to December 31, 2023. The term may be extended by up to three years. PCS will pay ITFrontDesk \$360 per month for the services.

Judge Irwin asked for a motion to approve the consent agenda with the changes. (The consent agenda and all associated reports were included in the Board Packet. Reports included correspondence; January 18, 2023, Board of Directors Meeting Minutes; January 13, 2022, Strategic Planning Committee Meeting Minutes; January 11, 2023, Advisory Council Meeting Minutes; a list of signed items presented for ratification by the Board; a list of grants submitted/received; Program Committee Reports; and Resource Development Committee Reports (OS5.9).)

Motion: To approve the consent agenda with the changes discussed.
Moved By: Judge Dan Looten **Second:** John Sharp
Vote: Motion carried by voice vote

Board Training: Ethics, Pt. 2 – Conflict of Interest (OS 5.6; 5.8) (PTE 1.1; 1.3) (15-minute Board Training Session)

Randy Cazarez, HR Director, presented a video from “Board Training Video Series, Pt. 2” (CAPLAW 2020) entitled “Purpose: In Boards We Trust: The Duty of Loyalty and Conflicts of Interest on CAA Boards.” The Duty of Loyalty was described as an obligation to act in the best interest of the Community Action Agency.

Information presented in the video included:

- How the Duty of Loyalty affects Board members;
- Different types of conflicts of interest;
- When and how to report conflicts of interest; and,
- How to address a conflict of interest.

Mr. Cazarez said he is putting together a more in-depth presentation on Conflict of Interest and will send that to the Board when it is ready. (The PCS Policies book, which includes the complete Conflict of Interest Policy, was made available to Board Members through our data management software, BoardEffect.)

Board Engagement Series (OS 4.4; OS 9.3)

Lydia Villanueva, Board Vice-President, spoke about how she founded CASA del Llano in Hereford, Texas. Ms. Villanueva handed out a flier with information about the services provided at CASA del Llano. She spoke highly about the programs at PCS and said that PCS and CASA del Llano work well together because the agencies serve many of the same people. Ms. Villanueva said that she was proud to serve on the Board.

Agency Deficiencies Policy

Ms. York reviewed the circumstances leading to creating an Agency Deficiencies Policy in 2016. Ms. York asked if the Board would like to make any changes to the policy. After discussion, the Board requested that the policy be amended to include the requirement that Program Directors provide written or electronic notification to the Executive Director and CFO if there is a projected deficiency in a grant.

Board members discussed how to prevent deficiencies in program spending. Ms. York noted that the Program Directors have monthly budget meetings with Assistant Finance Director John Mejia. Robert Carlton, CFO, and John Sharp, Treasurer, stated that the grant summary report and monthly bank reconciliations would provide early indicators of deficiencies. Ms. York said that the Board had set aside a restricted fund of \$600,000.00 to be used at the Board's discretion for Transportation if a program incurs a deficit.

The Agency Deficiencies Policy is included in the Board Handbook and will be placed in the updated Fiscal Manual. John Sharp made a motion to approve the Agency Deficiencies Policy with the addition of requiring an electronic or written notification as discussed.

Motion: To approve the Agency Deficiencies Policy with the changes as discussed.
Moved By: John Sharp **Second:** Lydia Villanueva
Vote: **Motion carried by voice vote**

Finance Report (OS 8.7)

John Sharp, Treasurer, presented the December Finance Report. Mr. Sharp expressed his appreciation for the staff who worked on the cash reconciliations. He reported on an error in the CEAP-ARP grant that closed in September 2022 and said the Finance Department is still investigating the error. He said the entire balance sheet would be reconciled before the audit.

Mr. Sharp said the Audit and Finance Committee would meet via Teams to discuss moving some assets to CDs. The committee will bring the issue to the board at the next meeting.

Mr. Sharp reviewed the Statement of Revenues and Expenditures for the General Unrestricted fund and the Local Funds (also known as County Funds). In response to a question, he explained how to read the statements and noted that the County Fund Donation entries on the two statements are different amounts because they are separate funds.

The Board discussed changing the date of the monthly Finance Memo to when the memo is sent to the Board instead of the date of the Board meeting.

(The December Finance Report, Balance Sheet, Comparative Balance Sheet, Grant Summary (an organization-wide report on revenue and expenditures that compares budget to actual, categorized by program), County Funds, and Unrestricted Funds were included in the packet sent to the Board.)

Judge Irwin asked for a motion to accept the Finance Report.

Motion: To accept the Finance Report.
Moved By: Aaron Lopez **Second:** Amanda Quillin
Vote: **Motion carried by voice vote**

Executive Director's Report

Ms. York reported the following:

- Board Retreat – Ms. York reminded the Board that the dates for the Board Retreat were changed to July 6-7, 2023. The retreat will be held at the Panhandle-Plains Historical Museum in Canyon, Texas.
- Executive Director's Evaluation – Ms. York asked Board members to complete her evaluation surveys and turn them in to Judge Irwin by February 28, 2023.
- CAPLAW Conference – Ms. York encouraged Board members to attend the conference. She said CAPLAW provides excellent training for board members.
- Community Events – Ms. York stated that Board members must attend at least one low-income community event each year. She asked Amanda Quillin to speak about the recent Utility Assistance Pop-Up Event in Amarillo she attended. (Community events are posted on the calendar in BoardEffect.)
- Weatherization and Amarillo College – Ms. York reported on the progress of the agency's partnership with Amarillo College. Amarillo College has scheduled weatherization training as part of its construction course. Students will learn how to operate the equipment used to weatherize homes. PCS will need to purchase the equipment and lease or lend it to Amarillo College for the duration of the class. The equipment will then be returned to PCS for our use. Discussion followed.
- Monitoring Letter from TDHCA – Ms. York said the agency received another monitoring letter from the Texas Department of Housing and Community Affairs (TDHCA). Ms. York reviewed our response, noting that she had worked with Mr. Carlton to create a new allocation plan and that there should be fewer questioned costs than originally reported. Ms. York stated that this would be our final response to the monitoring.
- Lawsuit – Ms. York said we were served yesterday with a lawsuit concerning our Housing Choice Voucher program. Ms. York explained some of the circumstances and said she sent the letter to our attorney.

Ms. York asked for a motion to accept her report.

Motion: To accept the Executive Director's report as presented.
Moved By: Lydia Villanueva **Second:** Denese Skinner
Vote: Motion carried by voice vote

Final Public Comment Period

Judge Irwin called for public comment. No public comments were made.

