

**Panhandle Community Services
Board of Directors Meeting Minutes
Panhandle Community Services Central Office – 1309 SW 8th Ave. - Amarillo TX, 79101
Minutes for December 6, 2023, @ 10:30 am**

Board Members by Sector:

Low Income

Reyna Ruiz	P
Amy Taylor	P
Robert Coffee	P
Amanda Quillin	P
Teresa Lane	P

Private

Denese Skinner	P
Jason Vanosdol	P
John Sharp	P
Brian Gillispie	P
Brian Hevrin	A

Public

Judge Cindy Irwin	P
Judge Rowdy Rhoades	P
Judge Dan Looten	P
CM Esmeralda Mills	A
Judge Chris Porter	P

Staff

Position/Title

Magi York	Executive Director
Dennis Garvey	Information Services Director
Randy Cazarez	Human Resources Director
Lylene Springer	Transportation Director
Kaitlin Mosley	RSVP & Health Services Director
Christy Hilbert	Communications Director
Audra Rea	Director of Family Services
Christina Cristan	Energy Assistance Director
Susie Ybarra	Community Relations Director
Melissa Darsey	Outreach Services Program Director
Benita San Miguel	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 10:30 a.m. Central 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. Hearing none, Judge Irwin requested a motion to approve the consent agenda. (The consent agenda and all associated reports were included in the Board Packet. Reports included minutes from the November 2, 2023, Board of Directors Meeting, the September 14, 2023, Strategic Planning Committee Meeting, the November 17,

2023, Audit and Finance Committee Meeting, and the November 28, 2023, Governance Committee Meeting; correspondence; a list of signed items presented for ratification by the Board; a Notice of Intent to apply and receive grants; and the “Three Things for the Board to Know” Program Highlight Report (OS5.9).)

Motion: To approve the consent agenda.
Moved By: Judge Dan Looten **Second:** Lydia Villanueva
Vote: **Motion carried by voice vote**

Seat New Board Members

Denese Skinner, Governance Committee Chair, presented the new Board member candidates to the Board and asked them to introduce themselves. Reyna Ruiz, the low-income sector representative from Hereford in Region 5, said she is a veteran and devotes her time to helping others. Ms. Ruiz said she wants to learn as much as possible from PCS. Jason Vanosdol, the private sector representative from Perryton in Region 4, spoke about his family and said he is the pastor on staff for outreach and missions at the Community Worship Center of Perryton. Mr. Vanosdol also owns and operates a non-profit called Karter’s Dream, which provides beds and food for those in need.

- Rita Reyna Ruiz - Region 5, Low-Income Sector
- Jason Vanosdol - Region 4, Private Sector

Judge Irwin asked for a motion to accept the new board members.

Motion: To accept the new board members.
Moved By: Lydia Villanueva **Second:** Amanda Quillin
Vote: **Motion carried by voice vote**

Strategic Plan Review (OS 6.5)

Scott Caldwell, President of Caldwell Business Group, said he would like to talk about the assessment and planning activities for 2024 after Melissa Darsey gave an update on the current Strategic Plan and the Strategic Planning Committee activities. Ms. Darsey, Chair of the Strategic Planning Committee, reported that quarterly committee meetings were now held. At the last committee meeting on September 14, 2023, program directors reported on the progress they had made on their Key Measurable Results (KMRs). Ms. Darsey reported that most KMRs had been accomplished, and the rest were still in progress. (The minutes for the Strategic Planning Committee Meeting were included in the Board Packet.)

Mr. Caldwell stated that PCS, as an administrator of the Community Service Block Grant program, must conduct a Community Needs Assessment (CNA) every three years and create a Strategic Plan at least every five years. He stated that PCS must conduct a CNA in 2024 and recommended coupling the assessment with a 3-year Strategic Plan, which would be created in 2024. He said the CNA would provide more relevant data for the Strategic Plan if conducted in the same year.

Mr. Caldwell referred to his handout and stated that he wants to focus on the low-income population throughout our service area. He reviewed some objectives for achieving comprehensive data collection for the CNA. Mr. Caldwell stated that our objective with the Strategic Plan was to build on current

successes and evolve the plan. He said he would like to incorporate the Strategic Plan into a balanced scorecard, which would be aligned with the goals the Board sets and the strategic priorities they identify.

Mr. Caldwell reviewed the roles of the Board, agency leaders, and staff in developing and implementing the Strategic Plan. He said the Board should advocate for PCS. He asked Board members to identify their strengths and ways they can help, specifically with community engagement. Mr. Caldwell said the primary assessment tool would be surveys, but we would also conduct community forums, focus groups, and individual interviews.

Judge Irwin asked for a motion to approve changes to the Strategic Plan.

Motion: To approve changes to the Strategic Plan.
Moved By: John Sharp **Second:** Amy Taylor
Vote: **Motion carried by voice vote**

Annual Designation of the Number of Board Members

Ms. Skinner reported that our bylaws state that the Board should have no less than 15 Directors and no more than 27 and that the number be divisible by 3 to help ensure we can remain a tripartite Board. Ms. Skinner asked the Board to consider keeping the current number of members. After discussion, Judge Irwin asked for a motion to keep the number of Board Members at 15.

Motion: To keep the designation of the number of Board members at 15.
Moved By: Brian Gillispie **Second:** Judge Dan Looten
Vote: **Motion carried by voice vote**

Annual Review of the Five Areas of Sector Distribution

Ms. Skinner stated that the Board is required to review the areas of sector distribution. (The areas of sector distribution refer to the five regions from which we draw Board members from each of our tripartite sectors.) Ms. York recommended moving Swisher County to Region 5 to provide a broad base for Board member selection in the region and to align the county with our service centers in the area. She said she plans to reassign counties as current Board members leave the Board gradually. Ms. York and the Board discussed how to maintain a tripartite Board with the redistribution of the counties. Ms. York said each region would continue to have three Board members – one from each tri-partite sector required by CSBG – which would ensure that we have a tripartite Board.

Ms. Skinner said the recommendation was that we move Swisher County from Region 2 to Region 5 with the long-range plan of continuing to move counties as Board members change to meet our communities' needs and align with our service centers.

Motion: To approve moving Swisher County to Region 5.
Moved By: Judge Rowdy Rhoades **Second:** Teresa Lane
Vote: **Motion carried by voice vote**

Reseat Board Members

Judge Irwin reported that Judge Rowdy Rhoades, Amy Taylor and Amanda Quillin had agreed to serve another term on the Board. Their terms will begin in January 2024. Judge Irwin asked for a motion to reseat the three Board Members.

- Judge Rowdy Rhoades – Region 1, Public Sector
- Amy Taylor – Region 1, Low-Income Sector
- Amanda Quillin – Region 2, Low-Income Sector

Motion: To reseat the Board Members.

Moved By: Judge Dan Looten

Second: Aaron Lopez

Vote: Motion carried by voice vote

Election of the 2024 Officers

Judge Irwin asked John Sharp, as a member of the Nominating Committee, to report on the nominations for Board officers. Mr. Sharp said that the committee discussed creating an order of succession for Board officers. He said they wanted officers to start as Secretary, then move up to Treasurer, and then to President or Vice-President. They also discussed filling the Vice-President position with the outgoing President so an experienced person would remain to help the new President.

Mr. Sharp reviewed the list of nominees. The nominees to serve as officers of the Board of Directors for 2024 are listed below.

- President – John Sharp
- Vice-President – Judge Cindy Irwin
- Treasurer – Brian Gillispie
- Secretary – Amy Taylor

Motion: To accept the slate of officers as presented.

Moved By: Lydia Villanueva

Second: Denese Skinner

Vote: Motion carried by voice vote

Election of the 2024 Executive Committee Member-at-Large

Judge Irwin stated that Denese Skinner was currently serving as the Executive Committee Member-at-Large. She asked if Ms. Skinner would like to continue to serve in that position, and Ms. Skinner agreed. Judge Irwin requested a motion to approve Ms. Skinner's continuing as the Executive Committee Member-at-Large.

Motion: To approve Ms. Skinner continuing as the Executive Committee Member-at-Large.

Moved By: John Sharp

Second: Amy Taylor

Vote: Motion carried by voice vote

Festival of Trees / Panhandle Gives Campaign Recap

Christy Hilbert, Communications Director, said the Festival of Trees event was a success. Ms. Hilbert credited those who decorated the trees for auction, donated to the silent auction, and helped prepare for the event. She stated that the total amount raised was more than \$69,000, not including the amplified funds from the Panhandle Gives Campaign. The Board discussed expenses and ways to make the event better next year.

Discussion of Select Correspondence

Judge Irwin introduced Melissa Darsey, Outreach Services Director, to review the *Texas Veterans Commission On-site Compliance Report* that PCS had received. Ms. Darsey said that \$351.00 from one of the services we provided for a veteran had been questioned. She reviewed her corrective actions and stated that the matter had been resolved. Ms. Darsey asked if the Board had any questions.

Correspondence included:

- Texas Veterans Commission letter re: On-site Compliance Report
- Magi York response letter re: TVC On-site Compliance Report

HUD Fair Market Rent and Payment Standards

Audra Rea, Director of Family Services, reported that each year, we must look forward to the next year, reevaluate our fair market rent, and determine our payment standards in response. Ms. Rea reviewed the 2024 Fair Market Rent and Payment Standards schedule (included in the packet) and stated that PCS is going up to 110% of the fair market rent. Ms. Rea reminded the Board that PCS got a waiver last year to go up to 120% of the fair market rent. She stated that the waiver was expiring but believes that with the increase in fair market rent, payment standards will be about the same as last year. Ms. Rea asked for a motion to approve the Fair Market Rent and Payment Standards for 2024. Discussion followed.

Motion: To approve the 2024 Fair Market Rent and Payment Standards.
Moved By: Judge Rowdy Rhoades **Second:** Teresa Lane
Vote: **Motion carried by voice vote**

Approve Board Bylaws Revisions (OS 5.3)

Ms. Skinner reported that the Bylaws were recently revised, in consultation with our lawyer, to allow for more flexibility in how the Board works and engages with the agency. She referred to the copy of the Bylaws with tracked changes included in the packet and asked Ms. York to comment. Ms. York stated that she wanted the Bylaws to address how the Board would function in the case of a natural disaster. She said we made some minor changes to the bylaws and, at the recommendation of our lawyer, added language regarding emergency meetings, electronic communication and the use of Board management software. After discussion, Judge Irwin asked for a motion to accept the revisions to the bylaws.

Motion: To accept the revisions to the bylaws.
Moved By: Lydia Villanueva **Second:** Amy Taylor
Vote: **Motion carried by voice vote**

Approve Incentive Plan

John Sharp, Treasurer, presented the Employee Incentive Policy (included in the packet). He said the Finance Committee discussed creating an incentive plan for PCS staff. He said the first two bullet points on the document - Merit Increases and Cost of Living Increases - were basic wage increases that are reviewed annually. The third bullet point details the incentives. Mr. Sharp said that at the beginning of the year or grant, incentives are set to achieve targets. He noted that the incentive policy states that the Executive Director may offer a one-time incentive payment. The policy also states that there is no guarantee of any incentive being offered.

After discussion, the Board requested that the beginning of the second paragraph of the policy read "Panhandle Community Services *may* offer the following types..." instead of "*will* offer." Mr. Gillispie made a motion to approve the Employee Incentive Policy with the change.

Motion: To approve the incentive policy with the change.
Moved By: Brian Gillispie **Second:** Judge Rowdy Rhoades
Vote: Motion carried by voice vote

Finance Report (OS 8.7)

Mr. Sharp asked Ms. York to review the Agency Bank Signatories item in the Finance Report.

- Agency Bank Signatories - Ms. York said we needed to add Brian Gillispie as an authorized signatory on our bank accounts as he will be the Board Treasurer in 2024. Ms. York recommended having John Sharp, Brian Gillispie and Amy Taylor as Board Officers and Denese Skinner as the Member-at-Large listed as authorized signatories. After discussion, Judge Rhoades made a motion to put the three on the signature cards.

Motion: To put the three on the signature cards.
Moved By: Judge Rowdy Rhoades **Second:** Lydia Villanueva
Vote: Motion carried by voice vote

After the motion, Mr. Sharp continued with the financial reports. He referred to the Grant Summary and said the most important part to note was the red, green and yellow icons beside each grant. The notes section at the bottom of the report details information on the grants highlighted with red and yellow icons.

Mr. Sharp reviewed the Statement of Revenue and Expenditures (General Unrestricted Funds). He noted the amount that came from private donations during the month and explained how funds are allocated to grants. Mr. Sharp referred to the Local Funds (County Funds) report. Judge Dan Looten reviewed the process of utilizing County Funds. He said each county voluntarily donates funds to PCS to help residents in their counties. Ms. York said PCS administers the funds with the approval or at the request of the County Judge who donated the funds.

Mr. Sharp reviewed the Balance sheet and answered Board members' questions. He explained how to read the balance sheet, noting the updated format that grouped and highlighted line items from the same categories.

(The September 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: Lydia Villanueva **Second:** Denese Skinner
Vote: **Motion carried by voice vote**

Executive Director's Report

Ms. York referred to the handouts in the Board members' folders and reported the following:

- 2024 Board Meeting Calendar – Ms. York recommended alternating Board and Committee meetings so the Board would no longer meet on the same day as the committees. The Board asked to postpone a decision on the meeting calendar until the January meeting.
- 2024 Committee Assignments – Ms. York asked the Board members to rank their preferences for committee assignments. She reminded the Board that committees comprise members from each tri-partite sector, and we may adjust the committee assignments as needed.
- Board Annual Self-Assessment and Demographics – Ms. York asked the Board to fill out their assessment survey and the demographic information sheet as part of the Pathways to Excellence standards.
- CAPLAW Conference Reminder – Ms. York said that CAPLaw provided some of the best training for non-profit boards and recommended that Board members attend the next conference.
- Cost of Living Increase – Ms. York stated that she, Randy Cazarez, HR Director, and John Mejia, CFO, got together and studied the cost of living increase. They analyzed our projects and determined that PCS could do a 3% cost of living increase across the board. Ms. York said some employees could also be recommended for a step increase. The step increases would be based on the employee's performance reviews and would need to be approved by Ms. York and Mr. Cazarez. Ms. York also reviewed potential changes for salaried employees. Discussion followed.
 - Ms. York said we are giving all staff a one-time incentive payment in December. Mr. Sharp requested a motion to include Ms. York in the one-time incentive pay.

Motion: To include Ms. York in the one-time incentive pay.
Moved By: Teresa Lane **Second:** Robert Coffee
Vote: **Motion carried by voice vote**

- Executive Directors Evaluation (OS7.4) – Ms. York asked the current Board members to fill out her performance review surveys in their folders and return them to John Sharp, who will be the new Board President.

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

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

Ms. York stated that the Board was losing two long-term members, Lydia Villanueva and Aaron Lopez. She expressed our gratitude for their years of service and presented them with commemorative plaques.

Final Public Comment Period

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

The Promise of Community Action

Judge Irwin led the board in reciting the Promise of Community Action:

*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 we are dedicated to helping people
help themselves and each other.*

Motion to Adjourn

Motion: To adjourn.
Moved by: Lydia Villanueva **Second:** Aaron Lopez
Vote: **Motion carried by voice vote**

Hearing no objections, the meeting was adjourned at 12:36 p.m. (OS 2.4).

I hereby certify that this is a true and correct copy of the minutes approved by the Panhandle Community Services Board of Directors.

Signature:  _____

Name: Amy Taylor

Title: Board Secretary

PCS Board of Directors Meeting Minutes, December 6, 2023