

Board of Directors Meeting
Tuesday, February 21, 2023, at 12:00 p.m.
131 N. Bell
SHAWNEE, OK

Minutes

Members Present (*at Roll Call)

Cleveland
Kim Lopez
Lisa Schmidt

Logan
Steve Gentling*
Sue DuCharme

Pottawatomie
Tiffany Barrett*
Kaye Steele*

Lincoln
Lee Doolen*
Sheri Cooper*

Payne
Chris Reding
John Chaffin

Seminole
Tim Porter*
Dennis Phillips

Staff Present:

Barbara Loudermilk, Cory Swearingen, and Tracy Izell

Guests Present:

Mike Little, Norman Seaberg, Lindsey Holloway, Mitzi Holloway, and Frank Sewell

1. **Call to Order** at 12:00 p.m. by Lee Doolen, Board Vice President. Commissioner Lee Doolen was driving to Shawnee, Oklahoma, from Meeker, Oklahoma, for the board meeting, but was live via "Zoom". He had another meeting to attend before he could come to this one. All of our guests started speaking and nothing was voted on until after Mr. Doolen arrived at 12:45 p.m.
2. **Roll call** was called and we had six members present out of twelve; therefore we met quorum and were able to proceed with the meeting.
3. **Public Expressions** - The public may comment only on any item appearing on this agenda, subject to the following restrictions: statements to the COCAA board members are limited to no more than three (3) minutes for each speaker and, collectively, no more than 30 minutes are allowed for public expressions. This meeting was an exception.

Barbara went around the room and had all of the board members introduce themselves to our guests. Then the guests introduced themselves to our board members. Our guests are: Norman Seaberg - Norman is a partner with the bank building. Lindsey Holloway – Mr. Holloway owns CIMCO, a property management company with tax credits for 23 years. Mitzi Holloway – She has been with the company since 2005 dealing with tax credits and home units. Mike Little – Mike Little Construction and Development Company. Frank Sewell, State Vice President with Arvest bank – investing for bank building. Mr. Sewell completes monthly inspections and when draws are requested.

We are going to request that Item # 14 be removed from our Approval Items list at this meeting. Our auditors, Saunders and Associates have not completed our audit and we will call a special meeting when the auditors are ready to submit the audit to our board members. They have had sicknesses and deaths in their family and it has caused a delay with all of the agencies they are auditing this year. In the past few weeks they have delegated a lot of the auditing to some other accountants. Barbara stated that we had three findings. Tracy is addressing two of these issues with them. Right now they are about five agencies behind schedule.

The other finding had to do with the bank building monthly draws. Mike Little is the General Contractor. When invoices are submitted, Mike's assistant puts the invoices together and asks for a draw. There is a form that has to be submitted. It identifies what areas are done and what part of the budget it is, etc. This is information for the bank, for the Community Action Agency, the General Contractor and various other partners. Some folks call it a construction draw. Anytime there is a cost difference, a change order or anything like that, it has to be documented. It is a process. Our auditors want to make sure that our board members understand all of this. Barbara told them that our board members come from different areas of expertise, so we will make sure they are fully aware of this process. There are lots of checks and balances as you are doing construction work. Mayor Steve Gentling, board member asked what percentage is complete at this time. They were told approximately 80%. There are several different contractors involved. The architects also have people coming to review the draws on projects. Barbara has been sending pictures to the board members, along with different contracts when they have been signed so they will know what is happening along the way.

Barbara said we have several projects going on right now - the apartment's downtown, the new houses being built and our new office space. Arvest Bank has been a big supporter through all of this. There are several levels that have to be approved throughout these projects. There are a lot of rules that we have to abide by and know about, especially with the tax credits. Mr. Holloway stated there are lots of levels of authority which includes Oklahoma Housing Finance Authority (OHFA). OHFA approved CIMCO for tax credit property management. The 1986 Tax Reform Act started the Tax Credit Program. The application process is very lengthy. The tax credits are income based. The size of the family factors into this process, also. You do have to stay in compliance. If you are out of compliance for a number of months, you will have to pay that money back. There are income limit requirements for all tenants.

Mr. Norm Seeberg said there is a lot of collaboration for this project. He stated that there are advantages to working with a non-profit organization. OHFA allocates the first 20% to a non-profit. Non-profits must own 51% of the project. Home Funds can be leveraged if they are also for non-profits. Barbara said she probably won't be around in 15 years when these units are eligible to be sold. We are leaving COCAA in a better situation and the City of Shawnee in a better situation because of what we are building and investing in, at this time.

Kaye Steele asked about what the rent would be for these units downtown? She acknowledged that she knows it is based on income. The government sets a maximum rent that you can charge per unit based on the bedroom size and in which county of the United States that it resides. Section 8 housing is totally different. That rate is income based. This is not. Your income cannot be above a certain amount. Sometimes the owner does not charge as much as the government allows. Shawnee is considered a "non-metropolitan" community. At 50% a one bedroom would be \$668 per month and a two bedroom would be \$802 per month. At 60% a one bedroom would be \$801 per month and a two bedroom would be \$963 per month.

Barbara stated that she is all about "Shoes That Fit". That is one of her favorite projects. Barbara said we asked Arvest Bank Foundation for \$9,600 for our "Shoes that Fit" program and they gave us \$10,000. We used these funds in both Cleveland and Payne Counties. We appreciate all of the support they are giving to COCAA.

Barbara asked if there were any questions for our guests. None were asked. Barbara thanked all of our guests for attending our meeting and the information they provided for us today. She informed them they were welcome to stay for the remainder of our

meeting or they were free to leave, whichever they preferred. Our guests left at this time and we continued with the remainder of the Board Meeting as Lee Doolen had arrived in person so we could continue and do the voting for the remainder of this meeting.

4. **Motion, Discussion and to vote to approve or disapprove the Minutes of October 18, 2022, COCAA Board Meeting.** Each member had been sent a copy of the October 18, 2022, meeting minutes to review prior to the meeting. They all agreed that the minutes accurately portrayed the events of that meeting. Mayor Steve Gentling made a motion to approve the minutes of the October 18, 2022, Board Meeting and Tim Porter seconded the motion. No board meeting was held in December, 2022, as we were awaiting the audit report from our auditors, Saunders and Associates to be presented at the meeting.

Motion: (Gentling/Porter) to approve the minutes of the October 18, 2022, board meeting as presented.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

5. **Executive Director's Report for December 2022** **Barbara Loudermilk**

Character First Monthly Trait - - Character Trait for the Month of February 2023: is Boldness. Boldness versus fearfulness - - - confidence that what I have to say or do is true, right, and just.

- COCAA employees attended workshops on CHDO-Community Housing Development Organizations to learn more about home buying trainings for clients. A team of COCAA attended the annual conference held in Del City titled, Oklahoma Affordable Housing Conference organized by the Oklahoma Affordable Housing Coalition.
- The Wewoka duplexes are being screened for prospective tenants. Cory Swearingen has taken on this job of placing 4 families in Seminole County into the new duplexes. We are still looking for family candidates for the 4 duplexes.
- December 5th on a Monday night COCAA held their annual Christmas party at Paul's steak house. Many were in attendance and all had a great meal with good fellowship.

- COCAA's transition house is continually being utilized with families during these winter days. The house gives homeless and families relief from staying either at the Salvation Army or local hotels.
- I have been out visiting local county offices in anticipation of relocating managers and assessing better service to clients. CARES ACT funding has ceased. But each county manager is working on acquiring funding sources and referrals to give assistance to clients.
- Christmas is a time where each county office receives requests for Christmas baskets and toy drives to meet the needs of citizens. Managers are busy working to help individual families.
- Mike Little and the COCAA Executive team have been working closely with the National Historical Society in making architectural decisions to provide adequate offices in the new bank building. The projected months of completion are currently sometime between April and May.
- The month of December concludes the annual audit of COCAA's financial position.
- December, we received a Christmas surprise from OG&E a \$5,000.00 check to the agency.

6. Motion, Discussion and to vote to approve or disapprove Executive Director's Report.

(The following matters may be approved in their entirety by the Board upon motion made, seconded and passed by a majority vote of the board members. However, upon requested by any Board member, any one or more of said matters will be removed from the docket and acted upon separately.)

A motion was made by Tim Porter and seconded by Sheri Cooper to approve the Executive Director's Report as presented.

Motion: (Porter/Cooper) to approve the Executive Director's Report.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

7. Finance Committee Report

Tracy Izell, Finance Director

Tracy stated that our all of our bills have been paid. Payroll is up to date and taxes have been paid. The financials were sent to the board members prior to the meeting. Tracy said she is still in the process of switching the 401K accounts to Arvest Bank instead of Mutual of America. We have had several issues with Mutual of America, including being locked out of the software. We are having an audit issue. We are still working with ODOT about cost allocations. They used to require ten items for monthly claims, now they require full backup documentation for each claim. We are now 15 months in arrears. We keep submitting information they ask for and they want more each time after it gets submitted. Every time we ask for a number, it keeps changing. Our auditors do know about the problems with ODOT, not only from us, but from all state agencies. This was created because of a Federal audit that was done with ODOT. Barbara stated that she attended a state meeting where Saunders and Associates were discussed. She will get a copy of the minutes from that meeting so the Department of Commerce will see that it isn't just our agency that is having a problem with our auditors.

8. Motion, Discussion and to vote to approve or disapprove Finance Items & Report.

(The following matters may be approved in their entirety by the Board upon motion made, seconded and passed by a majority vote of the board members. However, upon requested by any Board member, any one or more of said matters will be removed from the docket and acted upon separately.)

A motion was made by Tim Porter to approve the Finance Report as presented and was seconded by Kaye Steele.

Motion: (Porter/Steele) to approve the Finance Report.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

9. Program Development Report

Cory Swearingen

Cory talked about the items discussed in the November 2022, Committee Meeting. The committee tabled the approval of the minutes from the July 19, 2022, until the November committee meeting. The committee discussed new and updated funding proposals that included:

New funding proposals:

1. Community Services Block Grant (CSBG) 2023 – COCAA will be applying for CSBG 2023 funds. These funds will be used for salaries, fringe, and operational expenses for the organization.

Previous proposal updates:

1. Junior Service League Shawnee – COCAA received \$1,000 for the Volunteers Impacting People (VIP) Shoes that Fit program.

Kaye Steele asked if OG&E just randomly chose us to receive our award or did we write a grant requesting those funds. Barbara said they just walked in and surprised us with the check. We are waiting to hear from Life Church. We usually receive their donation in March of each year. Cory discussed the changes that needed to be made on ESG Policies and Procedures and the 2022 Strategic Plan. She also discussed the client services report and the Community Needs Assessment.

10. Motion, Discussion and to vote to approve or disapprove Program Development Items & Report.

(The following matters may be approved in their entirety by the Board upon motion made, seconded and passed by a majority vote of the board members. However, upon requested by any Board member, any one or more of said matters will be removed from the docket and acted upon separately.)

A motion was made by Steve Gentling to approve the Program Development Report as presented and was seconded by Sheri Cooper.

Motion: (Gentling/Cooper) to approve the Program Development Report.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

Approval Docket:

Lee Doolen read the items in this approval docket and the board agreed to vote on all Item numbers' 11 through 21 except for # 14 with one vote. Item # 14 is tabled until a later date.

Approval Docket:

- 11. Motion, Discussion and to vote to approve or disapprove the approval of family members of COCAA employee Destiny McCathern to receive services through COCAA application process.**
 - 12. Motion, Discussion and to vote to approve or disapprove the revised COCAA Organizational Chart.**
 - 13. Motion, Discussion and to vote to approve or disapprove the 2022 Strategic Plan Update report.**
 - 14. Motion, Discussion and to vote to approve or disapprove to approve 2022 Audit from Saunders and Associates. (TABLED)**
 - 15. Motion, Discussion and to vote to approve or disapprove the revised ESG Manual.**
 - 16. Motion, Discussion and to vote to approve or disapprove the Needs Assessment report.**
 - 17. Motion, Discussion and to vote to approve or disapprove the 2023 RISK Assessment Report.**
 - 18. Motion, Discussion and to vote to approve or disapprove the COCAA Transitional Housing Handbook.**
 - 19. Motion, Discussion and to vote to approve or disapprove the Arvest Board Resolution for employee benefits.**
 - 20. Motion, Discussion and to vote to approve or disapprove the 2023 RISK summary and Report.**
 - 21. Motion, Discussion and to vote to approve or disapprove the 2022 Affirmative Action Report.**
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A motion was made by Tiffany Barrett to approve Item #'s 11 through 21 as presented and was seconded by Tim Porter.

Motion: (Barrett/Porter) to approve Item #'s 11 through 21.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

22. Motion to go into Executive Session to Discuss and conduct personnel including the Executive Director.

Barbara stated that she would like to table this until she finishes her radiation. This Executive Session meeting was about her and she would like to wait until further down the road to discuss these things.

23. Motion to come out of Executive Session.

Tabled for future board meeting.

24. Motion, Discussion and to vote on any business conducted in Executive Session.

No action needed at this time.

25. New Business---any matter not known about or which could not have been reasonably foreseen prior to the time of the agenda posting. 25 Okla. Stat. §311 (A) (9).

ESG 2022 contract - Additional funds \$26,261.50. We spent all of it.

Samantha Robinson is now covering Payne County.

Jennifer Roysdon in Logan County is resigning as of March 3, 2023. We will be posting that position so if you know of anyone who would be a good fit, please let us know. There was discussion about us possibly moving our Guthrie office to the Hope House.

Everyone agreed that would be a good collaboration. The Guthrie Hope House has been blessed. They also serve the same clients that we would be serving.

Barbara expressed her appreciation for the board and apologized for the lengthy meeting this month. Mayor Steve Gentling stated that he appreciated getting all of the attachments for this meeting to go over prior to the meeting. There was a lot of good information. He especially appreciated the Strategic Plan Report. That is his area of expertise and he thought we did a suburb job with that report.

We need a motion to receive the new ESG funding.

A motion was made by Steve Gentling to approve the new ESG funding and was seconded by Tiffany Barrett.

Motion: (Gentling/Barrett) to approve the new ESG funding.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.

Commissioner Lee Doolen asked if there was any other new business to discuss. If not, does someone want to make a motion to adjourn?

25. Motion to Adjourn ---

Kaye Steele made a motion to adjourn the meeting at 2:30 p.m. Tim Porter seconded that motion.

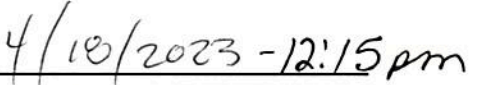
Motion: (Steele/Porter) to adjourn this board meeting.

Vote: Doolen: Yes, Cooper: Yes, Barrett: Yes, Steele: Yes, Porter: Yes, Gentling: Yes

The motion passed with a majority of the quorum present voting in favor.



Signature



Date & Time