Ozark Opportunities, Inc. Board of Directors
Meeting Minutes
February 19, 2013

The Ozark Opportunities, Inc. Board of Directors met at Jamie’s Creative Catering in Harrison, Arkansas at 6:30 p.m. on February 19, 2013.

Board Members Present:
Kim Hunley
Trudy McManus
Paula Crawford
Clyde Johnson (rep. for Hon. James Norton)
Hon. Roger Hooper
Hon. Mickey Pendergrass
Ron McPherson
Jim Sprott
Hon. Terry Ott
Paulette Hill

Board Members Absent:
Donna Grind
Danny Griffin

Staff Members Present:
Richard T. Atkinson
Alma Sackett
Shirley Richesin
April Strain-Polston
Jane Bueg
Emily Crow

Guests Present:
Alecia Owen (rep. for Hon. Terry Ott)
Phyllis Fry, Consultant

I. Meeting Called to Order:

The meeting was called to order by Kim Hunley, Board Chairperson at 6:35 p.m. A quorum was present. Ms. Hunley welcomed everyone to the meeting.

II. Board Chair Report:

Mr. Atkinson asked the Board to review and approve the minutes from November 29, 2012 Board meeting. He also asked for approval of the minutes and ratification of actions of the Executive Committee.

- Hon. Roger Hooper made the motion to accept the November 29, 2012 minutes as they were presented and accept the minutes and ratification of actions of the Executive Committee. Jim Sprott seconded the motion. Motion carried unanimously.


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Mr. Atkinson welcomed Phyllis Fry, Consultant (and Head Start practitioner). Mrs. Fry conducted a Board training on the OMB (Office of Management & Budget) Circular A-133 and Annual Agency Wide Audit. Ms. Fry has worked as Executive Director and Director for Head Start for many years. A post-training discussion included Ozark Opportunities, Inc. process in hiring and auditor and frequency of Request for Proposals from auditing firms. Shirley Richeson, OOI Financial Officer, briefed the Board on the agency’s RFP process, timelines, and qualifications of current auditor, Pam Disheroon, CPA.

IV. Program Updates / Department Reports (Governing Board Report provided prior to meeting)

Head Start:

Ms. Sackett gave a brief summary on Head Start. She reported that the modular building in now in Harrison. The modular has electric, sewer, plumbing, carpets, and rugs. As soon as the walkways are finished, they plan to move the classes in: one of the classrooms from downstairs and the classroom behind our kitchen. Other upgrades and improvements include the playgrounds at Bruno Pyatt and Valley Springs are being enlarged, Clinton is getting a trike path. The attendance is normally around 85%, but the attendance in December was 78.18% due to illness; teaching staff have been sick as well as the children.

Weatherization:

Mr. Atkinson gave the Weatherization Report. Productivity has stalled with four waivers pending approval from the state office. The program grant period ends June 30, 2013. 56% of the houses have been completed to date.

Mr. Atkinson gave an overview of the mandatory bidders’ conference that was required to submit an RFQ for the new Weatherization Program which he attended in Little Rock, Arkansas. It is his understanding that if a provider’s Request for Qualifications is accepted; the state can appoint or assign the territory where the Weatherization activities will take place; this could be anywhere in the state (depending on what is negotiated.)

Questions from the Board

Hon. Hooper asked if once we (OOI) quit (Weatherization), can we apply in another year? Mr. Atkinson replied with any non-profit organization can apply; the program will be competitive & project based.
Mrs. Hill asked if some of the money is coming out of utility assistance funds; Mr. Atkinson replied that currently 15% of the funding is LIHEAP money.

Hon. Hooper asked if we would lose current funds; Mr. Atkinson replied that we would not because of the RFQ process.

Roger Hooper asked if funds were state or federal? Mr. Atkinson replied that they are currently LIHEAP (federal) dollars, as Arkansas did not receive Dept. of Energy (DOE) funds last year.

Mr. McPherson made the motion to accept the recommendation to not submit an RFQ for the Weatherization Program. Hon. Hooper seconded the motion. The motion carried unanimously.

Community Services:

In lieu of Ms. Hanlin’s absence due to sickness, Mr. Atkinson gave the Community Services Report. There is a lot going on with Community Services, both within the agency and at the national level(CSBG funding). Mr. Atkinson briefed the board on the results of the CSBG Performance Management Task Force meeting he attended in Washington, D.C.; the group is moving forward with establishing a performance-based framework for future CSBG programs.

Mr. Atkinson reported that the Senior Corps mentoring program for Head Start children could not find adults 55 and older to support the initiative. Tammy Grange, VISTA volunteer stationed at OOI, who was acting as the Volunteer Coordinator at OOI has been granted full-time VISTA status and is working in a variety of capacity building roles within the Community Services department. Communication with Corporation for National and Community Service officials in Little Rock have confirmed that Senior Corps have adopted an urban model and the targeted initiatives may no longer be a suitable fit with rural communities. Discussion included relinquishment of the current Senior Corp. grant and a shift to application to add several full-time VISTA volunteers (4) who can work in all 6 counties of OOI service area to support new projects and initiatives.

Hon. Hooper asked for clarification on VISTA requiring no match money. Mr. Atkinson replied that no match is required. We don’t have funds available to meet a match requirement; it is a win-win situation for OOI.
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Hon. Hooper asked who finances the program? Mr. Atkinson answered federal funds through the Corporation for National and Community Service (CNCS) that currently hold the Senior Corp. grant.

Ms. Hill asked if VISTA slots are advertised nationally; Mr. Atkinson replied that they are, but locals can apply as well. Ms. Hill added that VISTA is a fantastic program, and would be good for the agency.

- Hon. Hooper made the motion to rescind Senior Corp program and apply for the no cost VISTA Program. Paula Crawford seconded the motion. Motion carries unanimously.

- Mr. Johnson made the motion to approve the Governing Board Report. Ms. Hill seconded the motion. The motion carried unanimously.

Mr. Atkinson asked each person in the room to introduce themselves because there were new Board members.

V. Review and Acceptance of OOI Board of Directors of OOI Bylaws & Articles of Incorporation

Mr. Atkinson presented the current Bylaws and Articles of Incorporation for review. He reported that the bylaws have not changed since September 2011. There are currently 12 members on the OOI Board. There are supposed to be 18, we have some recruiting to do.

Mr. Sprott said that he would like to take a look at the Articles of Incorporation.

- Mr. Sprott made motion to ask the Executive Committee to look over the Articles determine if changes need to be made. Mr. McPherson seconded the motion. Motion carried unanimously.

- Hon. Hooper made the motion to accept the Bylaws as sent. Mr. Sprott seconded the motion. The motion carried unanimously.

VI. Finance:

Mr. Atkinson asked Employment Law Attorney Mark Peoples to review our organization’s sick leave and annual leave (vacation) policies, and the related board resolutions. He had two recommendations; adding language (in bold):

1. Requests will be reviewed and management reserves the right to approve or disapprove based on a number of factors including business needs and staffing requirements.

2. A regular employee who becomes separated from his employment will be entitled to receive pay for the total hours of accrued but unused annual leave.
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- Mr. Johnson made the motion to accept the recommendations made by the attorney and accept the resolutions as recommended by the Planning Committee. Hon. Hooper seconded the motion. Motion carried unanimously.

Finance Report:

Ms. Richesin presented a summary of the Finance Report; including the Credit Card expenditures. Ms. Richesin reported that the agency is in the process of closing the ARRA Weatherization Program, and it is requiring a good deal of time.

The final contribution (employer funds) to the 403(b) Retirement Plan will be delayed until the transfer to the new vendor, Mutual of America, is complete. Mr. Sprott asked when do we anticipate the transfer will occur? Ms. Richesin replied with we will convert it to cash at the end of February, with transfer by approximately March 21, 2013, after all accounts have been reconciled and year-end statements mailed to participants.

- Mr. McPherson made the motion to approve the Financial Report. Mr. Sprott seconded the motion. The motion carries unanimously.

Regarding the Annual Agency Audit, Ms. Richesin said that the agency has gone above and beyond to obtain the services of a qualified auditor. Pam Disheroon from Alpena, Arkansas is the current auditor for Ozark Opportunities, Inc. Ms. Richesin detailed the 2012 bid solicitation process; after which Ms. Disheroon was awarded the contract. Ms. Richesin requests approval of the board to retain Ms. Disheroon for the 2013 audit, stating that her rates are less than other auditors and Ms. Disheroon does an excellent job.

Mr. McPherson asked how long has Pam Disheroon been doing our audit? Ms. Richesin replied she has been working with the agency for 10-12 years.

Ms. Hill asked how much it costs to audit. Ms. Richesin answered approximately $20,000.

- Hon. Hooper made the motion to retain Pam Disheroon as Ozark Opportunities, Inc. Auditor for 2013. Ms. Hill seconded the motion. The motion carried unanimously.
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VII. Corporate Services Update:

Ms. Bueg gave the Corporate Services Update. She reviewed the one new policy added to the Personnel Policy: Genetics. It was recommended by the recent Peer Review Team that a policy addressing the Genetics Information Nondiscrimination Act be included in agency policies. The other changes are Sick Leave and Annual Leave policy changes decided earlier in the meeting. The new Personnel Policy has been reformatted to one policy per page, which will make future changes easier to incorporate.

- Mr. Johnson made the motion to accept the personnel policy. Mr. McPherson seconded the motion. The motion carries unanimously.

Ms. Bueg updated the board on the process for obtaining bids for agency insurance. Coverage is a large agency expense and a single policy has the potential for saving money. OOI put an ad in the Harrison Daily Times for a single policy insurance coverage and sent a copy of the RFP to the agencies we are currently doing business with: Campbell Insurance Agency, United Insurance Agency, Tank Rea Insurance Agency, Jeff Jennings Shelter Insurance. Five companies submitted proposals and after careful analysis Campbell Insurance Agency was awarded the bid. The policy will go into effect March 1, 2013. Philadelphia Insurance Agency Company is the insurer at a savings of approximately $10,000 a year.

Questions & Answers from the Board


Mr. McPherson asked so no reduction in coverage but an increase? Ms. Bueg replied the policy had some added bonus services and coverage that we did not have before.

Retirement Plan Resolution

The Retirement Plan Resolution was reviewed by the Board, and timeframes for transferring Ozark Opportunities, Inc. 403(b) Retirement Plan assets from Bank of the Ozarks to Mutual of America were clarified. Enrollment and education meetings with staff are scheduled for early March.

- Mr. Sprott made the motion to approve the resolution as presented with amendments and fee notice from Mutual of America; and to direct the Executive Committee to review and finalize Plan documents. Mr. Johnson seconded the motion. The motion carried unanimously.
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VIII. Executive Director’s Report:

*Goal Areas:* Mr. Atkinson presented the board with the 2013 Goal Areas for Ozark Opportunities, Inc. and discussed the Strategic Planning process to date, and thanked everyone for their hard work.

- Hon. Hooper made the motion to accept the Goal Areas. Mr. Pendergrass seconded the motion. Motion carried unanimously.

Mr. Atkinson informed the board that member Vanessa Thomas from Baxter County had resigned, and that staff had sent letters to all the county judges (per the Bylaws) as well as personal contact to insure that they had every opportunity to serve. Searcy and Newton County Judges did not respond to the invitation to join the board; therefore, new (publicly elected) members will need to be recruited to fill those vacancies.

Mr. Atkinson invited the members to stop by and look at the little white house next to the central office, as it is now up on skids and ready to be moved to its new home on Washington Street, where it will be sold by the Fuller Center for Housing, a non-profit organization whose mission is to provide affordable housing.

**Adjourn:**

Hon. Hooper thanked new judges Hon. Pendergrass and Hon. Ott for attending the meetings. Chairperson Hunley thanked all the board members that attend the meetings for their dedication to the agency.

- Hon. Ott made the motion to adjourn the meeting. Mr. McPherson seconded the motion. The motion carried unanimously.

[Signature]

Board Officer

[Signature]

Date

3/26/2013