

**CU Board Meeting
Executive Session
March 19, 2024**

The Board of Directors of Communities Unlimited, Inc. met in Executive Session on Tuesday, March 19, 2024 to consider personnel matters. The meeting was convened via Zoom by Chair Chris Page at 11:05 a.m. PST with the following Directors present: Dominique Gómez, Billy Hix, Max Sprinkle, Salomon Torres, Debby Warren and Donna Kay Yeargan.

Chris briefed the group on the outcome of ADP's investigation into a harassment complaint filed by a CU employee against their supervisor. Four weeks following the filing of the complaint, ADP found that the complaint did not meet the legal standards of harassment and recommended that both employees be returned to their positions with appropriate counseling and coaching. Board members were distressed to learn that ADP failed to interview two of the identified supporters of the complaint. The Board strongly recommends that a formal complaint be lodged with ADP over the lengthy period of the investigation and the failure to interview all parties.

The Board was informed of the Friday, March 15, 2024 resignation of Tommy Ricks as Senior Director. As CU concludes the resignation process and determination of outstanding payments and benefits, outside counsel has recommended that we seek a written release from Tommy. Directors suggested that, if possible, CU include a non-disparagement statement as part of the separation.

The Board also expressed concern that the alleged behavior had not been lifted up to the leadership, ombudsman or Human Resources staff in any clearly actionable manner for an extended period. Directors expressed a desire to review the policies, practices and pathways for bringing forward information relevant to performance and culture. The establishment of regular "360 reviews" was cited as a possible effective practice across the organization.

Chris noted that the repayment of funds (est. \$6,000) advanced for Tommy's master's program under CU's educational benefits policy may prove difficult to obtain or may seriously impair the separation process. After extended discussion of overriding existing HR policy and the precedent that it may represent, Dominique Gómez proposed that Chris and Scott Wallace, HR Coordinator, be granted the authority to make any final decision on the repayment of these funds.

Chris updated the Board on the harassment complaint filed against CEO Ines Polonius by an employee received on Friday March 15, 2024 and previously documented in his memo to the Directors on the same day. Ines remains on Administrative leave as CU awaits completion of an external investigation by ADP. Pending the conclusion, Chris is working with Scott Wallace to provide senior leadership and decision making for the staff.

With the resignation of Tommy Ricks, CU's CEO Emergency Succession Policy, lost one of its two designated co-CEOs. In consultation with Scott Wallace, Chris appointed Cynthia Terry, Director of Entrepreneurship, to fill the second position. On a motion by Dominique Gómez and a second by Billy Hix, the Board unanimously ratified the action.

The Board discussed potential administrative problem posed by Ines's leave and unanimously agreed on the following solution, on a motion by Max Sprinkle and a second by Donna Kay Yeargan.

WHEREAS, Communities Unlimited intends to seek funding critical to its ongoing operations from the HHS Office of Community Services (OCS) which requires organizations to submit applications through the Federally managed Grant Solutions electronic portal, and

WHEREAS, only Ines Polonius currently has the required access to the Grant Solutions system,

BE IT RESOLVED, that the Board of Directors of Communities Unlimited, Inc. authorizes a temporary waiver of leave solely for the purpose of submitting the OCS workplan proposal before its deadline; and that Elaine Crutchfield, Director of Research and Program Support Services is authorized to work directly with Ines to facilitate this submission and to serve as the corporation's authorized representative in this matter.

In Testimony Whereof, the Board of Directors of Communities Unlimited, Inc. has duly adopted this resolution this 19th day of March, 2024.

CERTIFIED TO AND ATTESTED BY:

A handwritten signature in blue ink, appearing to read "Billy Hix", is written over a horizontal line.

Secretary/Treasurer

Communities Unlimited, Inc.

With no further business, the Executive Session adjourned at 12:05 PST.