

# COMMUNITIES Unlimited

## Board Meeting via Zoom

February 9, 2024

### Minutes

Call to Order at 10:18 a.m.

Board Members in Attendance: Chris Page, Billy Hix, Debby Warren, Salomon Torres, Donna Kay Yeargan, Dominique Gomez, Max Sprinkle joined the board meeting after the Executive Session

Staff Members in Attendance: Ines Polonius, Elaine Crutchfield, Kim Griffey and Michael Rivera, Martha Claire Bullen

#### Debrief by Organizational Consultant

The meeting opened with a debrief with Organizational Development Consultant, *Meredith Emmett, Third Space Studio*. She explained that this process is as much about creating a new structure as it is about creating new processes needed to support structure. She has noted a significant difference in culture between the different teams. The work itself creates different kinds of cultures. Engineers are not people-people but community facilitators are. Everyone relies on Ines and she does not have enough supports in place. The important overlay is Strategic Blending. Once the structure is in place, the challenge will be in finding the people over time to fit the new roles.

#### CEO Evaluation

The CEO provided the following documents for the board to review

Update on Strategic Plan  
Review of CU 2023 Outputs Data

#### Executive Session

At 11:20 a.m., on a motion by Billy Hix and a second by Dominique Gómez, the Directors convened an Executive Session to conduct the CEO's annual performance review.

In an open conversation period, the Directors expressed their admiration for the ability of Ines to lead the organization through an unprecedented period of growth and expansion. Noting the many "moving parts" that make Communities Unlimited such a dynamic organization, Directors

used terms such as “magnificent, organized, thoughtful, energetic, inspiring” to describe her performance.

The Directors were particularly impressed by the steady progress being made toward adopting the strategic blending operations model. They also acknowledged and praised Ines’s growing influence in relevant state, regional and national circles.

The Directors arrived at three review elements to share with Ines, in addition to their satisfaction with and gratitude for her 2023 overall performance:

- 1) The Board affirmed its ongoing support for her efforts to design a staffing structure that reduces day-to-day reliance on Ines and permits her to further develop CU’s national profile. It was generally agreed that this should include a review of CU’s long-term succession planning.
- 2) The Board would welcome additional periodic communication with Ines (in a form to be determined and not administratively onerous) as a means for keeping abreast with rapidly developing events between quarterly meetings.
- 3) The Board encourages Ines’s efforts to build a robust and reliable data collection system that permits CU, its funders and policy makers to better understand the impact of the organization on its constituent communities.

In the absence of organization-wide salary data at the time of the meeting, the Board decided to postpone the CEO’s compensation review until its next meeting. It was agreed that any decisions made at that time would be retroactive to the beginning of the year.

On a separate matter, the Board agreed to revisit an earlier discussion of terms for directors and the recruitment of new members. Dominique offered to prepare background material for the discussion which will be held at the next Board meeting.

With no further business, the Executive Session was adjourned at 12:10 p.m. on a motion by Debby Warren and a second offered by Billy Hix.

The Board Chair provided the CEO with the feedback discussed in the Executive Session. Debby Warren then also requested a policy with thresholds for unrestricted funds raised and their use.

**Approval of Minutes:**

- November 1, 2023
- January 22, 2023

*Motion:* Dominique Gomez moved to approve both sets of minutes. Salomon seconded the motion. Both sets of minutes were approved unanimously.

## **Resolutions for Rural Business Development Grant Proposals**

The board reviewed the requests for six USDA RBDG applications to allow the Entrepreneurship Team to continue its commitment to rural businesses and expand its services to Alabama, Oklahoma and Louisiana.

Alabama -	\$50K
Arkansas -	\$98K
Louisiana -	\$50K
Mississippi -	\$98K
Oklahoma -	\$50K
Texas -	\$98K

*Motion:* The six required resolutions were approved as block. Salomon Torres moved to approve the resolutions. Billy Hix seconded the motion. The resolutions were approved unanimously.

## **Analysis of CU Strategic Blending Impact – Elaine Crutchfield**

Elaine walked the board through a series of GIS maps of communities that received three or more CU services across a period of more than 3 years with an overlay of census data/American Communities Survey related to employment, poverty and changes in population. The board suggested submitting a paper on our findings to the Rural Sociology Conference and the National Coalition of Economic Development professionals which include the Ag Extension.

## **Research Plan 2024 – Elaine Crutchfield**

Elaine discussed the formation of the Impact Evaluation Working Group and their definition of “impact” that applies to CU’s work across programs. She also presented the 2024 Research Plan to the board.

## **East Texas Building – Martha Claire Bullen**

Martha Claire presented to the board the opportunity of accepting a building currently owned by the St Luke’s Foundation in Lufkin, TX to create a community hub for CU services but also partner organizations coupled with renting of space for entrepreneurs who need an office or space for their inventory. Ines presented the financial projections development by the Entrepreneurship Team for the use of the space to project revenue potential as well as the operating expenses to maintain the building.



*Motion:* Salomon Torres moved to approve the acceptance of the building, contingent on review of due diligence report by the St Luke's Foundation. Max Sprinkle seconded the motion. The motion was approved unanimously.

**Lending Report – Michael Rivera**

The Director of Lending reviewed the changes he would like to see to the Loan Policy Review 2024.

*Motion:* Donna Kay Yeargan moved to approve changes to loan policy as presented for FY2024. Salomon Torres seconded the motion. The motion was approved unanimously.

Michael Rivera then reviewed the quarterly Lending Report with the board including all delinquencies.

*Motion:* The Lending Report was accepted by Salomon Torres. Donna Kay Yeargan seconded the motion. The report was accepted unanimously.

**Financial Report – Kim Griffey**

The CFO reviewed Form 990 for 2023 and highlighted changes from prior years in the form. Form 990

*Motion:* Donna Kay Yeargan moved to approve Form 990 for FY 2023 for submission. Debby Warren seconded the motion. The Form 990 was approved unanimously.

The CFO then reviewed the dashboard and financial statements for FY2024 through December 2023.

*Motion:* Donna Kay Yeargan moved to accept the financial report as presented. Dominique Gomez seconded the motion. The financial report was accepted unanimously.

**Policy Monitoring by CEO**

- Financial Planning and Budgeting Policy
- Financial Condition and Activities Policies
- Emergency Chief Executive Office Succession Policy

Summary of Compliance: Communities Unlimited is in compliance with the three policies monitored below and compliance has been documented.

*Motion:* Debby Warren moved to accept the CEO's monitoring of the 3 policies . Donna Kay Yeargan seconded the motion. The monitoring report was accepted unanimously.

Policy Monitoring by Board

- Accountability of the Chief Executive Officer
- Agenda Planning Policy - New
- Chairman's Role Policy
- Board Committee Principles Policy – hold to next meeting

The board monitored the above policies and then reviewed the

- Board Member's Code of Conduct Policy for approval

*Motion:* Salomon Torres moved to approve the policy. Donna Kay Yeargan seconded the motion. The revised policy was approved unanimously.

Confirming 2024 Board Meetings:

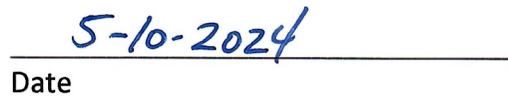
May 10, 2024 – in Fayetteville. *New confirmed date.*

September 13, 2024 - Virtual

November 14<sup>th</sup> and 15<sup>th</sup> – site visit - East Texas

Adjourned at 4:20 p.m.

  
\_\_\_\_\_  
Billy Hix, Secretary/Treasurer

  
\_\_\_\_\_  
Date