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**Minutes of the Meeting of the Board of Directors
Friday, January 29, 2016 • 9:00A.M.
2900 Live Oak, Dallas, TX 75204**

Board Members in Attendance:

Britton Banowsky, John Castaneda, Jennifer Dominguez, Jay Dunn, Edd Eason, Paige Flink, Larry James, Traswell Livingston Bernadette Mitchell, Dustin Perkins, Mike Peterson, Ricky Redd, Susan Spalding, Molly Van Ort, Connie Wilson, Stacy Brown, Michael Green, Theresa Daniel, Lt. Kylee Hawks for Lt. John Lawton

Staff & Guests in Attendance:

Cindy Crain, Shavon Moore, Alex Espinosa, Eryca Peters, Freda Coleman, David Gruber, Wayne Waslien

Approval of Minutes

Chair Britton Banowsky called the meeting to order at 9:03 a.m. with a welcome and an introduction of all attending.

A motion to approve the minutes from the MDHA Board of Directors meeting held Monday, November 2, 2015 was made by Mike Peterson and second by Connie Wilson. Motion passed.

A motion to approve the minutes from the MDHA Board of Directors meeting held Thursday, November 12, 2015 was made by Mike Peterson and second by Theresa Daniel. Motion passed.

Continuum of Care Governance Taskforce

Britton Banowsky provided notes and comments on the governance discussion held at the CoC General Assembly (Assembly) Meeting held Tuesday, January 26, 2016.

All Board members were given the opportunity to discuss concerns with all three proposals.

Edd Eason reported that after much deliberation, the Assembly voted unanimously for Plan C. The Assembly agrees that Plan C still leaves room for conflict because it allows MDHA the power of selecting itself as the collaborative applicant. However, it does provide more insight on MDHA's performance with the creation of the Executive Committee and clearly defines the Assembly's role. The Executive Committee will manager and provide support and oversight to MDHA. Its members will not impose a conflict of interest.

Connie Wilson suggested that the 50% of the Board that will be composed of agencies from the Assembly be changed to direct service providers to eliminate 50% of the Board having to recuse themselves when voting. The Board agreed and this will be included in the revised bylaws.

Britton Banowsky asked for a motion to approve Plan C with the suggestions outline below incorporated into the vote so these principles aren't revisited:

- **Assembly Items** – Ensure that the CoC Assembly items are reported and discussed at each MDHA Board meeting as a standing agenda item.
- **Executive Committee** – Reconstitute the EC as a smaller body (likely comprised of the officers and a couple of at large) responsible for those matters delegated to it by the Board and serving as the body of the Board responsible for overseeing the management and reviewing the effectiveness of the staff performance.
- **Other Committees** – Restructure our Committees so that only those that are essential are included in our governance.
- **CoC Assembly Representation** – Ensure that the Chair and Vice Chair of the Assembly are dedicated members of the MDHA Board. That the Chair serves as Vice Chair of the MDHA Board. And, that at least 50% of the members of the MDHA Board represent organizations that are direct service providers (*changed per Connie Wilson's suggestion*). [Note: actual practice has been this representation]
- **Conflicts** – Create a mechanism that, to the extent possible, disqualifies interested parties from voting on matters in which they, or their organizations, may have an interest.
- **Assembly Review of MDHA** – Create a comprehensive mechanism for the Assembly to annually review and report out on the overall performance of MDHA as the Collaborative Applicant and HMIS administrator.
- **Timeline for Planning and Communication** – Develop a policy which requires MDHA to publish an ongoing and long term timeline of key dates and activities as well as any modifications so that all members of the community submit to collaborative applicant or competitive review have fair notice and adequate opportunity to prepare.

The motion was made by Larry James and second by Mike Peterson. The motion passed.

Cindy Crain provided an explanation of the new ESG process. TDHCA has decided that the CoC will handle the local competition for state issued ESG funding. The contracts will be with the state and the agency.

Paige Flink moved that we serve as that collaborative applicant for the TDHCA state issued funding, Susan Spalding second. Motion passed.

From the SOHA, it was be outlined what the funding priorities will be. This will include Collin County, because this is funding for the entire Continuum.

Point in Time Count Preliminary Report

Cindy Crain reported 119 of the 197 routes were counted in this year's Point in Time (PIT) Count. The City of Dallas had over 500 volunteers to sign up for the Count. In order to cover all routes, 800 volunteers are needed.

There were close to 600 unsheltered homeless counted. It is estimated that Dallas has close to 1,000 unsheltered homeless.

Data from the Count will be analyzed and announced at this year's State of the Homeless Address which will be held Tuesday, March 22, 2016 at 9:00 a.m. at Goodwill Industries located at 3020 N. Westmoreland, Dallas, TX 75212.

HMIS – PCCI Pieces IRIS Update

A MOU has been drafted between MDHA and Parkland Center for Clinical Innovation (PCCI) but needs to be reviewed by the Executive Committee.

Friday, February 4, 2016, PCCI will release another demo for HMIS staff.

Tuesday, February 16, 2016, the HMIS Committee will reconvene to review the demo.

July 1, 2016, four agencies will begin entering in the new IRIS database. Austin Street will be the first agency to enter into the new system beginning October 1, 2016.

The informed consent question still has not been answered by HUD. Parkland's lawyers have reviewed it for HIPPA and now waiting for HUD to approve.

Feb 4th PCCI will release another demo for HMIS staff.

Finance and Audit

Michael Green presented the 2016 budget to the Board which had been reviewed by the Finance Committee in a separate meeting. A motion to approve MDHA's 2016 Budget was made by John Castaneda and second by Paige Flink. Motion passed.

December 2015 Financials

The December 2015 financials were presented to the Board by Michael Green. The Finance Committee recommended MDHA use a different auditor for the 2015 audit. A motion was made by Mike Peterson to allow the Financial Review Team to select an auditor for the upcoming 2015 audit. The motion was second by John Castaneda.

The Finance Committee requested permission from the Board to consider changing the audit firm, currently LGT. A motion was made by Mike Peterson to authorize the Finance Committee to conduct a review of audit candidates and make recommendations to the Board regarding selection the auditor firm for the upcoming 2015 audit. The motion was second by John Castaneda.

Request for Future Agenda Items

By-law Review Taskforce - Edd Eason suggested creating a taskforce to update the Board's current bylaws. Britton Banowsky appointed Edd Eason as the Chair of the taskforce. John Castaneda and Mike Peterson will serve on the taskforce. The proposed bylaw changes will be available for review before the March meeting.

Nominating Committee - The current Board needs to be modified because board terms of a few members have expired. Molly Van Ort will convene the Nominating Committee for new members.

Coordinated Assessment System – Cindy Crain will provide an explanation of priority status for housing and how it will work.

Announcements

The Board agreed to meet bimonthly on the third Friday moving forward. The next meeting will be held Friday, March 18, 2016 at 9:00 a.m. Location will be emailed once confirmed.

The State of the Homeless Address (SOHA) will substitute for the Continuum of Care General Assembly meeting scheduled for March 22, 2016. All Board members are invited to attend SOHA. An update on the Strategic Work Plan will be provided at SOHA.

Dr. Iain DeJong will be presenting in Dallas, Wednesday, February 10, 2016 and Thursday, February 11, 2016 for free to MDHA members.

The Board is invited to a VIP reception featuring Dr. DeJong Thursday, February 12, 2016 from 4:30 p.m. until 6:00 p.m. at CityWalk located at 511 North Akard, Dallas, TX 75202.