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**MDHA / Continuum of Care Board of Directors Meeting**

Friday September 21, 2018, 9am-11am

*2801 Swiss Avenue, Dallas Texas 75204*

**MINUTES**

Attendees:

Traswell Livingston, Ellen Magnis, Ikenna Mogbo, Dustin Perkins, Charlene Randolph, Kyla Rankin, Ricky Redd, Daniel Roby, Michael Walker, David Woody, Robert Wright, Jeffrey Zsohar, Edd Eason, Jennifer Dominguez, Charletra Sharp (for Monica Hardman) and Karen Hughes.

Guest: Erin Moore, Chief of Staff, Dallas County Commissioner’s office.

1. Welcome/Introduction

Karen Hughes, Chair, welcomed each to the meeting and asked that each Board member introduce themselves given the new appointments over the summer.

1. Approval of Minutes of the August 30, 2018

Karen Hughes asked for a motion to approve the minutes with the inclusion of Kyla Rankin as an attendee. Minutes were approved.

1. NOFA 2019-2020

Karen on behalf of the Board especially recognized Rebecca Cox’s interim support to work through the NOFA process to completion and submission. She did an outstanding job often going beyond the confines of the NOFA work. Rebecca thanked the Board. She reported that the NOFA was indeed submitted on September 14th. Tier 1 grants approved would be announced in February 2019 and Tier 2 would be announced sometime in the Spring 2019.

1. Committee Member Appointments

Karen Hughes mentioned the recently appointed Finance Committee under the direction and chair of Edd Eason, Treasurer. She confirmed the appointment of David Noguera, Monica Hardman, Rachel Ormsby and Wayne Waslien (MDHA Finance Director) as committee members. She also mentioned the HMIS Committee under the direction and chair of Bob Wright. She confirmed the appointment of Erik Peterson, Darius Ahmadi, Kimberly Smith, Brian Schultz and Jackie Smith.

1. Interim COO Report/Staff Update

Diana Romagnoli addressed the Board giving them the updated 2017-2018 CoC Strategic Work Plan noting that we have completed this plan and will post it to the website today. Ellen Magnis had an additional update to include. Diana also mentioned from this point forward MDHA will move to the OrgCode (March 2018) assisted CoC Strategic Work Plan. We will work to put the Action Items into the CoC community for awareness, understanding and response.

1. Committee Reports:
   1. Executive Committee

Karen Hughes mentioned that she has moved the Executive Committee to once per month. She has been promoting Texas Giving Day on behalf of MDHA in hopes that the Board would be a 100% contributor to our organization. The Committee would also be voting on the winner of Case Manager of the Year with the award luncheon scheduled for October 25th.

* 1. HMIS Committee

Bob Wright, Chair, discussed the work of this reconstituted committee going forward. A lot of ground work has been laid with the HMIS staff work done in the last few months. He is looking forward to this continued effort and the process for putting a required RFP out to the public for response. He remarked and recapped the HMIS Community Meeting of yesterday given the several Board members were unable to join the event. It was a good meeting in that it needed to happen for our agencies. Karen did an excellent job of leading and facilitating the meeting. PTI responded to request. They gave a presentation of some of the history, where they fell short and the fact that in the last few months they have worked hard with MDHA staff and consultant, Stephanie Mueller, to change processes, communication, increase resources and timing of work effort. They are committed to giving the CoC a HUD compliant product. However, they fell short of providing a timeline of dates. They alluded to “end of the month” and “in October.” Board members, Daniel Roby, David Woody, Dustin Perkins, Edd Eason, Jeffrey Zsohar, and Traswell Livingston contributed to the conversation. Bob did want to keep in front of the Board that we want to work toward an HMIS system – to fix it so no one is letting go! In that frame Bob moved to bring up the need for a Breach of Contract notification to PTI. He feels strongly that PTI is in breach however it is not his desire to move toward full legal action and he doesn’t believe that PTI would respond in that way. But we owe it, again, to our CoC that we are hearing them, and we are taking the responsible actions necessary to hold their best interests in place. There was discussion on the risk presenting a Breach of Contract letter. Traswell moved to have a DRAFT letter prepared; Daniel seconded the motion. It was unanimously approved.

* 1. Search Committee

Karen Hughes, Chair, reported that there are two finalists in the process out of seven qualified candidates. They will each have face to face interviews on separate days in October with MDHA staff, Executive Committee and Search Committee. The Committee assigned them homework prior to their in-town visit. After the next round of interviews a decision will be made as to the finalist. The finalist will come back to Dallas to meet key community leaders and stakeholders. With completion of that series of events the Board will consider the recommendation of the Committee and take a vote. Karen anticipated a decision by the Board in late October, early November.

* 1. Policy and Procedures Committee

Dustin Perkins, Chair, gave a lengthy coverage of all the work that has been done by the Committee in the last few weeks. Confirmed that Vickie Ebner had been hired by MDHA to administratively support this work. Dustin anticipated that a first full DRAFT would be available October 5th giving the CoC Assembly ample time to respond for revisions to happen if necessary. Dustin elaborated on the CAS deep dive with Shavon and Rebecca joining in the process. Rapid Rehousing was revisited with flexibility on program structure most in mind. As well as HIC with the Shelter Committee looking at emergency shelters and transitional housing definitions and housing first principles.

Karen Hughes acknowledged the update and confirmed that it would continue to be considered by the Policies and Procedures Committee.

* 1. CoC Assembly Committee

Edd Eason, Co-Chair, presented the CoC/MDHA Performance Survey Results 2017-2018. He mentioned that participation in the Survey was down 10% and the responses indicated an organization in transition. He suggested that questions 43-47 be posed to the CEO finalists. This survey will be shared with the Assembly on Tuesday with a deeper dive.

* 1. Finance

Edd Eason, Chair and Treasurer, began by providing the purpose of the committee to be responsible for the oversight of the financial status; handle the annual audit and insure financial reporting provided at each Board meeting.

* + 1. Audit Report – Had three findings (1) procurement proceedings were not met – Committee agreement with that finding (2) $121,000 payment to PTI for HMIS services. - Committee response supported this response in the acknowledgement of a new procurement policy in place. (3) $24,723.67 returned to HUD –Committee disagreed with this finding. Invoices are paid as close to the date as possible. There was no negative intend to payment of this invoice in one grant year over another. The service was paid for appropriately. A motion was made to accept the audit report by the Finance Committee.
    2. BOA credit card guarantor - MDHA needs a Guarantor on their business credit card. It has been Cindy Crain and we need to move it off this responsibility. It is conflicting with her personal BoA accounts. Traswell has some experience with BoA and AIDS Services banking that this requirement may have changed and therefore not require this Guarantor responsibility on Non-Profit organizations. He will contact Diana with his findings. In the meantime, Daniel Roby made the motion for Edd to be MDHA Guarantor in the interim. It is normally a CEO.

1. Adjournment time 10:50am.