

**OFFICIAL SMILE BOARD OF
DIRECTORS' MEETING MINUTES**

JANUARY 23, 2017

OFFICIAL MINUTES

Call To Order:

The meeting was called to order by Mr. Richard Potier, Board President, at 6:00 p.m. The meeting was held at the New Iberia Community Action Center in New Iberia, LA.

Moment of Silence:

The Board members committed a moment of silence.

Pledge of Allegiance:

The Board recited the Pledge of Allegiance.

The Promise of Community Action:

The Board recited the Promise of Community Action.

SMILE's Mission Statement

The Board recited SMILE's Mission Statement.

Roll Call:

St. Martin Parish

Mr. Thomas Guidry
Mr. Richard Potier
Mr. Zachary Landry
Mr. Scody Prade
Ms. Vonda LeBlanc
Mr. Christopher Bourda

Iberia Parish

Ms. Peggy Paul
Ms. Deidre Ledbetter
Ms. Geri Brown
Mr. Wallace Ozenne
Monica Bergeron

Lafayette Parish

Mr. John Billiot
Mr. Marcus Bryant
Mr. Fernando Perez Viart

Members Absent

None

Ex-Officio Members

Ms. Lisa Romero
Ms. Sherial Connor-Scott

Staff Present

Mr. Christopher Williams, CEO
Ms. Rita McCoy
Ms. RoxAnne Chaisson-Pitre
Ms. Ruth Foote
Mr. Mary Cobb
Mr. Kevin Davis
Ms. Vanessa Williams
Ms. Ethel Senegal

Mr. Brian Bernard
Mr. Michael Sorrell
Ms. Joyce Sorrell
Ms. Jaime Gabriel
Mr. Everette Washington
Ms. Hilda Wiltz
Ms. Brenda Foulcard
Ms. Stella Collins

Mr. Richard Potier, Board Chair, announced that there was a quorum and the meeting could proceed.

Introduction of Guest(s) in the Audience

Ms. Lisa Nelson, St. Martinville Parish Council, Ms. Roszella Viltz, Community Representative, Mr. Larry Richard, New Iberia Parish President, Ms. Marj Broussard, Lafayette NAACP President Charter #6060, Ms. Alana Jackson, NAACP Secretary, Ms. Africa Arceneaux, Mr. Kendall Wiltz and Claire Taylor, Daily Advertiser were guests in the audience.

Executive Session

Motioned by Ms. Vonda LeBlanc and seconded by Mr. John Billiot to enter into Executive Session to discuss pending legal matters and personnel issues. Motion carried.

Motioned by Mr. John Billiot and seconded by Ms. Geri Brown to come out of Executive Session. Motion carried.

Seating of Board Members (Iberia & Lafayette)

Motioned by Mr. Zachary Landry and seconded by Ms. Geri Brown to seat the member for the public sector for Iberia Parish, the one for the Public Sector and the one for the Lower Income Sector for Lafayette parish to the board of directors. Motion carried.

Substitute motioned by Mr. John Billiot and seconded by Mr. Wallace Ozenne to table seating of the Lafayette Private Sector's appointment until next month's board meeting. Motion carried.

Acceptance of the Minutes

Motion by Mr. Scody Prade and seconded by Mr. Zachary Landry to accept the December 16, 2016 board of director's minutes with corrections if any. Motion carried. There were three (3) nays.

Verbal Report of the Human Resource Committee January 16, 2017

Ms. Geri Brown, Board Secretary gave the report for Human Resources in lieu of Ms. Deidre Ledbetter being via conference call. Ms. Brown reported the HR Committee meeting was called to order by Ms. Deidre Ledbetter at 8:00 p.m.

She reported the meeting was held via phone conference.

Ms. Brown reported member on the call were **Committee Members** Mr. John Billiot, Ms. Geri Brown, Mr. Zachary Landry, Ms. Vonda LeBlanc, Ms. Deidre Ledbetter, Ms. Peggy Paul and Mr. Richard Potier. **Board member** Wallace Ozenne, **Staff members** were Mr. Christopher Williams, CEO, Ms. Brenda Foulcard, CFO, Rosalie Brannon, HR Director and Ms. Mary Russell Cobb, HS/EHS Director and **Other guest** were Ms. Africa Arceneaux.

Ms. Brown reported the committee was led in prayer by Mr. John Billiot

Ms. Brown reported Ms. Peggy Paul left the phone conference.

OLD BUSINESS

Salaries

Ms. Brown reported discussion was held regarding the proposed COLA increase for administration and program staff.

Ms. Brown reported it was motioned by herself and seconded by Ms. Vonda LeBlanc & Mr. Zachary Landry to table for now and to meet in person to discuss. Motion carried.

NEW BUSINESS

RSVP Project Director Salary

Ms. Brown reported discussion was held regarding the RSVP Project Director's salary.

Ms. Brown reported it was motioned by Mr. Richard Potier to accept the requested salary and seconded by Mr. Zachary Landry. She reported the CEO was asked to research if the request to lower a salary by the employee has ever been done before. Also, it was requested for the CEO to compare the work being done now to what was done before she was hired and look into the position being done part time. Ms. Brown reported the motion was amended to have the CEO research to find out if the position can become part time and it be presented in April.

Ms. Brown reported the committee approved to increase the position to \$10.00 per hour until a recommendation is made by the CEO in April.

Job descriptions

Ms. Brown reported it was motioned to accept the job descriptions without pay increases by herself and seconded by Mr. John Billiot. Motion carried.

Updated Policy 801.4

Ms. Brown reported it was motion by herself and seconded by Mr. John Billiot to review the new policy and place on February's agenda. Motion carried.

Personnel Actions

Ms. Brown reported it was motioned by herself and seconded by Mr. Richard Potier and Mr. John Billiot to accept the personnel actions. Motion carried.

Personnel Policies & Procedures

Ms. Brown reported the committee has approved to meet on Saturday, February 4th, at the St. Martin CAC office to start reviewing the Personnel Policies & Procedures Manual and beginning at 9:00 a.m. – 12:00 p.m.

Motioned by Mr. John Billiot and seconded by Mr. Wallace Ozenne to accept the Human Resources Committee report of January 16, 2017. Motion carried.

Report of the Finance Committee of January 17, 2017

Ms. Vonda LeBlanc, Finance Chairperson reported the meeting was called to order at 5:38 pm. in St. Martinville, LA. The Finance committee had a moment of silence.

Member in attendance were Ms. Vonda LeBlanc, Finance Committee Chairperson, Mr. Wallace Ozenne and Mr. Thomas Guidry. **Members Absent** were Mr. Zachary Landry and Ms. Lisa Romero, Policy Council Chairperson. **Staff in attendance** were Ms. Brenda Foulcard, Chief Financial Officer, Ms. Rachel Brown-Jones, Accounting Manager and Dr. Williams, Chief Executive Officer and **Guest** were Mr. Kevin Davis, Sky Universal Business Consultants, LLC

Ms. LeBlanc reported there were two items added to the agenda a contractual agreement settlement added under old business, item A, and approval of leases for Home Energy's facilities under new business, item C.

Old Business

Sky Universal Business Consultants, LLC

Ms. LeBlance reported Sky Universal Business Consultants entered into a signed contract by the agency's former CEO for affordable housing services and the services were delivered. At that time, the agency did not have the funds available to pay for all services rendered and the remaining balance is \$32,588.96. Mr. Kevin Davis explained to the committee that he do not want to hurt the agency or pursue any legal action; however, the company is financial hurting because of this obligation and he will settle for \$17,000.00. After discussion, the finance committee recommended that the final settlement is fair. The committee recommends that \$10,000 be transferred from the 401k reserves and paid to Mr. Kevin Davis immediately. The remaining balance will be paid within 6 months with the monthly amount being \$1,166.67.

Ms. LeBlanc reported it was motioned by Mr. Wallace Ozenne and second by Mr. Thomas Guidry that \$10,000 be transferred from the 401k reserves and paid to Mr. Kevin Davis immediately. The remaining balance will be paid within 6 months with the monthly amount being \$1,166.67. Motion carried.

New Business

Lawsuit Settlement

Ms. LeBlanc reported that Ms. Foulcard submitted a draft letter for negotiation of the public information judgement under the board of director's approval stated at the December 2016 meeting. She said Ms. Foulcard stated that she previously contacted the main attorney for the case and started the dialogue. The letter was drafted under the advisement of Donesia D. Turner, Esq., KOEPEL CLARK TURNER Law Firm. The finance committee is recommending to the full board to begin the negotiation at \$3,500.00 and aggressively continue to seek amiable resolution.

Ms. LeBlanc reported it was motioned by Mr. Thomas Guidry and seconded by Mr. Wallace Ozenne to start negotiations. Motion passed

December 2016 Statement of Revenue and Expenditure

Ms. LeBlanc reported Ms. Foulcard stated they are as submitted. She reported the finance committee had some inquires pertaining to the credit card, and the head start's maintenance building lease. She said Ms. Foulcard stated the information will be forward to the chair.

Contractual Review

Ms. LeBlanc reported Ms. Foulcard submitted two rental leases under the Home Energy Program to the committee for review. The two sites are in the town of Crowley and Jennings. The committee reviewed and approved the two rental leases.

Ms. LeBlanc reported there were updates by Dr. Williams, CEO and Ms. Foulcard, CFO on matters of the Department of Health and Human Services visit, St. Landry Head Start Program acquiring opportunity for collaboration and flood funds issued to the state for disbursement. Ms. LeBlance reported the meeting adjourned at 6:31 pm.

Motion by Mr. John Billiot and seconded by Ms. Geri Brown to accept the Finance Committee report of January 17, 2017. Motion carried.

Report of the Planning Committee of January 18, 2017

Mr. Thomas Guidry, Planning Committee Chairperson reported he met with Dr. Christopher Williams, CEO on January 23, 2017. He informed the board that Dr. Williams reported he recently spoke to Mr. Patrick Lewis concerning the property to be acquired by SMILE located at the corner of South Pierce and Bucannon Streets here in Lafayette. Mr. Lewis stated that the real estate development company from Kentucky will draft a (MOU) Memorandum of Understanding within the next two weeks that will address the transfer of three (3) acres of land to SMILE from the development company.

Mr. Guidry reported Dr. Williams has a meeting scheduled for Monday, January 30, 2017 with Ms. Kathy Fontenot, Sheriff Deputy to address plans for St. Antoine Elementary School property. The property could be utilized as a Head Start & Training facility and would be leased at \$1.00 per year.

Verbal Report of the Equal Opportunity Committee January 18, 2017

Ms. Geri Brown, EO Chairperson reported the EO Committee did not meet in the month of January 2017 and will be reporting to the full Board of Directors for their consideration.

Old Business:

Grievance Hearing – January 9th

Ms. Brown reported please be advised that the Grievance Hearing that was requested for Monday, January 9, 2017 was cancelled per the aggrieved employee's request. No further information is required regarding this matter.

New Business:

2016 Diversity Plan Report

Ms. Brown reported as mandated by CSBG, Ms. Chaisson-Pitre has completed the 2016 Diversity Plan Report with the exceptions of the required forms list on the agenda as items B – E in the Committee Packet. Upon acquiring signatures from the EO Officer, new CEO and newly-elected Board President, the report will then be submitted to the Louisiana Workforce Commission-Equal Opportunity Compliance Division for their review.

LWC - Equal Opportunity Policy Form, Civil Rights Assurance Form, Sexual Harassment Policy Form, and SMILE Agency - Sexual Harassment Policy Form

Ms. Brown reported in addition to the above mentioned forms, the Compliance Posting for State and Federal have been ordered and will be updated at all Agency locations.

Annual Press Releases

Ms. Brown reported as mandated by the LWC - Equal Opportunity Compliance Division, Ms. Chaisson-Pitre submitted the annual press release to all three newspapers in the St. Martin, Iberia and Lafayette parishes. Copies of the articles have been distributed to all board members at the January meeting.

Labor Law Seminar

Ms. Brown reported that Ms. Chaisson-Pitre, along with staff from Human Resources and Finance, attended the five-hour seminar. The agenda for the event has been included in the EO Committee packet. Please contact Ms. Chaisson-Pitre if you wish to receive more information on any of the topics presented at that event.

Announcements

ROMA Training February 6, 2017

Ms. Brown reported that Ms. Chaisson-Pitre, along with Ms. Vanessa Williams (Lafayette Parish Manager), Ms. Hilda Wiltz (Resource Program Developer) will be assisting in the ROMA Training/Evaluation process that is being held on Monday, February 6, 2017 during the ACAP Winter Conference in Marksville, LA.

ULL Intern Orientation

Ms. Brown reported that Ms. Chaisson-Pitre is happy to announce that the EO Office has two interns for the Spring 2017 semester. The first intern is with ULL and will divide her time between the Lafayette Central Office and the six Head Start/Early Head Start centers in the City of Lafayette. The second intern is from Nicolls State University and she will be placed exclusively at the New Iberia Head Start/Early Head Start Center. Both are scheduled to graduate in May.

100% Compliance with Board of Directors

Ms. Brown stated Ms. Chaisson-Pitre thanked all board members for 100% attendance with the 2016 EO Training. We hope to see the same results in 2017.

Motioned by Ms. Vonda LeBlanc and seconded by Mr. John Billiot to accept EO Committee's verbal report. Motion carried.

Chief Executive Officer's Report

Dr. Christopher Williams, CEO reported that his report is as submitted. In addition to his report he needs approval of the December 2016 CSBG report.

Dr. Williams informed the board that he started the process of meeting with community leaders in the tri parish area. He reported he attended a meeting with St. Landry Parish administration as it relates to Head Start.

Dr. Williams reported he will email his power presentation that he previously submitted in case they didn't get to review it and will be submitting some action items in April for approval.

Dr. Williams informed the board that they received over 150 items from the Junior Knights and Junior Daughters of Peter Claver for our homeless shelter in Lafayette.

Dr. Williams informed the board the administration has a protocol as it relates to information being disbursed to the Board of Directors.

Motion by Mr. Zachary Landry and seconded by Mr. John Billiot to accept the CEO's report and CSBG Activity report for the month of December 2016. Motion carried.

Resolutions

Motion by Ms. Geri Brown and seconded by Mr. John Billiot to send condolence resolutions out to the families. Motion carried.

Audit Report

Mr. Zachary Landry, Audit Committee Chairperson reported the audit committee meet on December 21, 2016 at 6:00 p.m. **Present were** Mr. Richard Potier, Mr. Zachary Landry, Ms. Deidra Ledbetter,

Ms. Geri Brown and Mr. Christopher Bourda. **Staff present were** Ms. Brenda Foulcard and Ms. Rachel Brown. Mr. Landry reported the Audit Committee met and facts were presented. After reviewing the notes, the audit committee accepted the report. Mr. Landry reported the audit committee agreed that proper action was taken and it was not child abuse but improper procedures of handling of a child. He reported the audit committee recommended that any alleged abuse should be reported to the state (Department of Children and Family Services) and the meeting adjourned at 6:40 pm.

Correspondences

Motion by Mr. John Billiot and second by Mr. Wallace Ozenne to accept the correspondences included in packet. Motion carried.

Unfinished Business

Board Resolution for CEO

Motioned by Mr. Wallace Ozenne and seconded by Mr. Marcus Bryant to approve ratifying hiring and Board Resolution for the CEO. Motion carried.

Mr. Wallace Ozenne stated for the record that he disagree with the procedures on the voting process for the selection of the CEO position.

February Board Meeting

Dr. Williams requested to have the February board meeting date moved from February 27th to February 20th, 2017 due to the Mardi Gras holiday.

Motioned by Mr. Zachary Landry and seconded by Mr. Fernando Perez Viart to move the Board of Directors meeting date from February 27th to February 20th, 2017.

New Business

Election of Officers

Dr. Christopher Williams declared all positions for officers vacant at this time.

President

Ms. Vonda LeBlanc nominated Mr. Marcus Bryant for President seconded by Mr. Richard Potier.

Mr. John Billiot nominated Mr. Thomas Guidry. Mr. Thomas Guidry declined.

Being no other nominations for President Mr. Marcus Bryant was named President for SMILE Board of Directors.

Vice-President

Mr. Wallace Ozenne nominated Mr. John Billiot. Ms. Geri Brown nominated Mr. Richard Potier. Mr. Wallace Ozenne nominated Mr. Thomas Guidry. There were three members nominated for Vice President. A ballot vote was taken.

Mr. John Billiot

4

Mr. Richard Potier

6

Mr. Thomas Guidry

6

Mr. Richard Potier and Mr. Thomas Guidry was tied. Mr. Richard Potier withdrew his name from the voting process therefore Mr. Thomas Guidry was named Vice President for SMILE Board of Directors.

Secretary

Mr. Zachary Landry nominated Ms. Geri Brown for Secretary. Mr. Wallace Ozenne nominated Ms. Monica Bergeron. Ms. Bergeron declined the position for Secretary. Mr. John Billiot nominated Ms. Mary Batiste. Ms. Batiste declined the position for Secretary.

There being no other nominations for Secretary Ms. Geri Brown was name Secretary for SMILE Board of Directors.

Treasurer

Mr. Wallace Ozenne nominated Ms. Vonda LeBlanc. Mr. Richard Potier nominated Mr. Zachary Landry. There were two members nominated for Treasurer. A roll call vote was taken.

Ms. Vonda LeBlanc	Mr. Zachary Landry	Abstain
11	4	1

Ms. Vonda LeBlanc was named Treasurer for SMILE Board of Directors.

Parliamentarian

Mr. Wallace Ozenne nominated Mr. John Billiot. Ms. Geri Brown nominated Ms. Deidre Ledbetter. A roll call vote was taken.

Mr. John Billiot	Ms. Deidre Ledbetter	Abstain
7	8	1

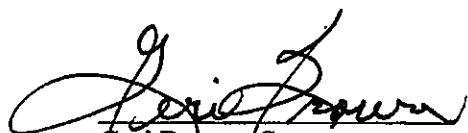
Ms. Deidre Ledbetter was name Parliamentarian for SMILE Community Action Action.

Announcements

None

Adjournment

Motion by Mr. Fernando Perez Viart seconded by Mr. Zachary Landry to adjourn at 8:40 p.m. Motion carried.



Geri Brown, Secretary
SMILE Board of Directors