

CAP SOLANO, JPA

COMMUNITY ACTION PARTNERSHIP OF SOLANO JPA

"Strengthening Agencies Working To End Poverty and Homelessness"

REGULAR MEETING

Monday, October 6, 2014 **1:00 pm – 2:30**

1545 N. TEXAS ST., SUITE 201, FAIRFIELD, CA.

A G E N D A

If you wish to address any item listed on the Agenda, please feel free to participate in the discussion so CAP Solano can fulfill its purpose of being a forum for interagency cooperation and coordination of efforts designed to strengthen agencies working to end poverty and homelessness. CAP Solano does not discriminate against persons with disabilities and holds meetings in accessible facilities. If you wish to attend this meeting and you require assistance in order to participate, please call CAP Solano at (707)422-8810 at least 48 hours in advance of the event to make reasonable arrangements to ensure accessibility to this meeting. For items not listed on the Agenda, please see items from the public comment section below.

1. **Call to Order**
2. **Roll Call – Quorum consists of representatives from at least 3 member entities.**
Members are: Fairfield, Vallejo, Benicia, Suisun, and Solano County
3. **Presentations – None**
4. **Public Comments – 2 Minutes**
This is your opportunity to address the members on matters not listed on the Agenda, but it must be within the subject matter jurisdiction of CAP Solano. Please limit your comments to two minutes so that CAP Solano may complete its agenda in a timely fashion.
5. **Additions to or Deletions from the Agenda** **ACTION**
6. **Approval of the Agenda** **ACTION**
7. **CONSENT CALENDAR -** **ACTION**
7.1 Approve JPA Minutes of Regular Meeting September 8, 2014
8. **OLD BUSINESS -**
 - 8.1 Update on Negative Cash Balance **DISCUSSION**
 - 8.2 Transition of CAA Designation to CAP Solano JPA **DISCUSSION**
 - a. Status of RFP for MOU Scope of Work
 - 1) Staffing
 - 2) Scope of Work
 - 3) Funding Available
 - b. Items to Address
 - 1) Office Space – Identify New Office
 - 2) Equipment – Copier – Computers
 - 3) Furniture
 - 4) Phone Number – Internet
 - c. Establish New Tripartite Board **DISCUSSION**
 - d. Communication with State CSD Office on new Community Action Plan **DISCUSSION**

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| 8.3 New MOU Between Solano County and CAP Solano, JPA | DISCUSSION |
| 8.4 2014 Biennial Notice for Conflict of Interest Codes
Draft Conflict of Interest for CAP Solano, JPA | DISCUSSION |
| 8.5 HMIS (Homeless Management Information System) | DISCUSSION |
| 9. NEW BUSINESS: | |
| 9.1 Community Action National Standards | DISCUSSION |
| 10. COMMENTS FROM BOARD MEMBERS | COMMENTS |
| 11. STAFF REPORT | |
| 12. ADJOURNMENT | |

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Item 7: CONSENT CALENDAR	ACTION
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7.1: Approve Minutes of Regular Meeting of September 8, 2014

Purpose: To approve the Minutes of Regular Meeting of September 8, 2014

Recommendation from staff: Approve the Minutes of the Regular Meeting of September 8, 2014

Discussion: The action of approving the Minutes is a requirement of the JPA Bylaws and funding sources.

This is a routine action item handled after each regular meeting of CAP Solano, JPA.

This action will maintain compliance with federal, state and local requirements.

Financial Impact: None.

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MINUTES OF September 8, 2014 CAP Solano JPA

1. **Call to Order:** Meeting was called to order by Kat Lawton, Chairperson of CAP Solano JPA at 1:05 pm
2. **Roll Call:** A quorum was reported by staff.

Members Present: Kat Lawton; Dawn La Bar; Anne Putney, Ron Grassi

Members Absent: Matt Hart

Public: David White, David Cobb, Carolyn Wiley, Emily Cantu, Carol Elliott, Nicole Holloway, Sheila Turgo, Lisa Martin, Brigid Reilly

Staff Present: PJ Davis, Kari Rader

3. **Presentations – None**
4. **Public Comment:** None
5. **Additions/Deletions to the Agenda:** None
6. **Approval of the Agenda:** On a motion and second (La Bar/Grassi) and hearing no further discussion the motion carried unanimously to approve the Agenda.
7. **Consent Calendar:**
 - 7.1 Approve JPA Minutes of the regular meeting, August 11, 2014
On a motion and a second (La Bar/Putney) the minutes were approved.

8. **Old Business:**

8.1 **Update on Negative Cash Balance**

DISCUSSION

Davis reported that the CAP Solano Auditor, Sue Goranson believes that the County under paid CAP Solano as much as \$13,000. Turgo asked if the Auditor needed anything else. Davis will re-email prior correspondence that was not seen by Turgo with the latest requests. Elliott mentioned that the accounts receivable has been cleared. Turgo indicated the negative cash balance is at \$221,544.42. Discussion on changing language from being in “dispute” to not being able to “confirm” the amount.

8.2 **Status of Request for Funding from Solano County 2013-14-15**

DISCUSSION

The \$86,975 from 2013-2014 went back to the County to cover the negative cash balance according to the response from the County to the Grand Jury Report. Lawton mentioned that CAP Solano, Inc. prepared many resolutions to repay. Lawton asked what happened to the April repayment plan. Grassi mentioned that the repayment plans were not accepted by the County and the \$86,975 was used to offset the \$221,544.41 amount. Martin asked if the negative cash balance amount changed

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would the JPA get any remaining balance. Grassi said it would probably not change. There is currently no MOU for the 2014-2015 \$86,975.

8.3 Renewal of Memorandum of Understanding between Solano County and CAP Solano JPA **DISCUSSION**

The MOU expired in June 2014. The new MOU could include staff support for a portion of those funds. There is no new MOU at this time and one has not been recommended. Grassi indicated that the reason there was no MOU is because three issues needed to be addressed and satisfied.

1. The deficit of \$221,544.44
2. The designation of the JPA as the CAA
3. The unification of the CoC/Housing First Solano Board with the JPA Board.

It was stated by Lawton the JPA was not in the position of requiring the CoC to “unify” with the JPA Board. Lawton stated that the JPA is not in a position to clear up CoC and County issues. She asked what Plan B would be. She continued that we are not in a position to make the CoC make a choice just because the JPA wants them to, however the CoC/HFS can change the makeup of their Board so that JPA can be included. There should not be a vote because we cannot require the CoC to do something in a certain way. La Bar asked what is the County looking for. Grassi responded:

1. Resolution of the deficit
2. Designation of the CAA as the JPA
3. A unified system for the JPA and CoC

Lawton said that any MOU would be off the table because of #3 which the JPA cannot control. Grassi suggested a contract for staff through the end of the year. Davis said that was not necessary.

Grassi reminded that the former MOU was violated.

Martin said that this is not the way the proposed change of the designation from CAP NP to CAP JPA, and it was agreed to, based on other information.

Grassi again reiterated that the County could do a contract with the JPA to provide staff services. La Bar said we need to be clear about what we are looking at and what we are proposing. She said that people are unclear, that not everyone attends all the meetings and it is important that the CoC vote for the right reasons, not because a vote would possibly eliminate CAP staff. Everyone needs the same reference and the same information. Minutes from the meetings are very important because they are a point of reference.

8.4 Cap Solano JPA Board and Housing First Solano Board **DISCUSSION**

Grassi said the next HFS/JPA unification workgroup meeting would be September 9, 2014.

The roles and responsibilities of the CoC need to be well defined, or Plan B, just have the JPA Board join the HFS Board. Concern about too much government at the table, La Bar said we all need to be at the table. Cantu suggested we go back to the CoC in September to answer and clarify any outstanding questions in order to clarify the intent of the unification. Grassi mentioned dual tracks; proceed with the unification, and also seek open seats on the existing HFS Board. Suggestion was made that each member could have an alternate, for example Holloway could be the alternate for

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La Bar. The CoC lacks history due to people coming infrequently. Suggestion was made that a board member could not miss more than 25% of the meetings. Davis stated that there is nothing in the Charter about removing a board member. With all of the categories required to be covered the CoC can “shimmy” board members into the best category. La Bar stated that there is a misrepresentation of the government roles. She stated that she wants the CoC to see government as an ally not an enemy. La Bar concluded with the statement that we cannot address low income and homeless situations by ourselves.

There was a question regarding the potential conflict of interest if JPA serves on HFS Board. Davis mentioned that with HomeBase, the JPA Board votes to approve the HUD NOFA and approve the Rank and Review. Carolyn Wylie from HomeBase provided insight and stated that an analysis of the situation was done on prior CoC's and there would not be a conflict of interest. Planning funds are not competitive. For priority ranking members some members may have to abstain. Davis said The HFS Board does not approve either the NOFA or the Rank and Review and therefore serving on both Boards would not be a conflict of interest.

8.5 Renewal of the Memorandum of Understanding between CAP Solano JPA and CAP Solano, Inc.

DISCUSSION

It was stated by La Bar that the process should be determined sooner rather than later. If the MOU is not renewed there could be a new RFP or the work could perhaps be taken on by another agency.

Grassi suggest the RPF process for staff support, though not sure of the planning process. La Bar asked what came out of the Customer Survey. It was stated that it will be completed by October.

The time line discussed was that an RFP go out by November 1, the County would draft the RFP, La Bar suggested a Public Notice.

The next Board meeting for both Boards falls on a holiday. The next Board meeting will meet on October 6, 2014. At that time the hope is to review a draft RFP or recommendation.

On the agenda will be the three topics:

1. Planning
2. RFP
3. Survey Results

9. NEW BUSINES:

9.1 2014 Biennial Notice for Conflict of Interest Codes

ACTION

Davis stated that this needs to be reviewed and approved then signed by the Board. October 1, 2014 is the deadline. Forward any current examples of conflict of interest documents or comments to Davis by end of day.

9.2 Election of Secretary/Treasurer

On a motion and a second (La Bar/Lawton) Grassi was nominated. With no other nominations, Grassi accepted the nomination and is now Secretary/Treasurer.

9.2 Community Action Standards for Public CAAs

DISCUSSION

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Davis will send a link to the Standards to the Board for review.

9.4 HUD NOFA – Technical Assistance for NOFA DISCUSSION/ACTION

CAP has contracted with HomeBase to do this work in the past. La Bar asked who was overseeing this. Davis said with no money from the County, CAP Solano, Inc. has no money to contract with HomeBase. Grassi stated that half of the 2014-2015 \$86,975 could be used to contract with HomeBase for the NOFA work. The other half could go to staff.

The assumption by the CoC is the Collaborative Applicant is to take care of Technical Assistance. La Bar's concern is that of the \$977K grant, what is CAP Solano's role³ as we are the Collaborative Applicant. Further discussion regarding the CoC's qualifications and concern about grants falling through the cracks.

Grassi stated that the County would contract with HomeBase \$43,487.50 and the County will wait to determine how the other half will be allocated.

On a motion and a second (La Bar/Putney) the County will contract with HomeBase for technical assistance on behalf of CAP Solano for the NOFA process.

9.5 PIT Point In Time Count DISCUSSION/ACTION

Discussion regarding the relevance and controversy over the 2013 PIT results. The County is willing to step in to work on an RFP with the City of Fairfield. The County would like the assistance of volunteers who helped in the 2013 Count.

It was determined that the County of Solano and the City of Fairfield will work together to prepare an RFP for an entity to handle the 2015 count.

9.6 HMIS DISCUSSION

Discussion regarding nonprofit service providers, user issues, referral problems and only HUD funded agencies using the software. Davis stated that this discussion should go through the CoC HMIS Committee. HMIS updates are coming and will likely address many concerns. LaBar stated that CAP Solano JPA is the HMIS Lead and discussion should be open to entire CoC membership. Davis and Grassi further discussed how to engage all service providers to use HMIS so data is more reliable, and possibly using CDGB funds to pay for licenses for agencies not currently using HMIS.

9.7 Tripartite Board for CAA DISCUSSION/ACTION **Formation of a new Tripartite Board**

Per Ron Kaiser with the State CSD, the current Board can be used or a new Board can be formed. Grassi would like more transparency. La Bar stated that in light of the "Clear as Mud" Report, the number of times we have been confused, that it is time to break away and start clean with a NEW Tripartite Board. An RFP can be written for a Tripartite Advisory Board to the JPA who is responsible for putting into place what has been decided. Davis mentioned that the Tripartite Board is an advisory board, however La Bar would like to have a diverse membership who are actively involved in low-income, homeless services including the CoC membership, and per CSBG

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guidelines. Discussion of the composition of the Board. On a motion and a second (La Bar/Grassi) approved the formation of a NEW Tripartite Board. (Former Tripartite Board members could sit on the new Board.) The planning process starts in October.

9.8 CSBG CAP – Community Action Plan

DISCUSSION

It was suggested that this line be moved to the next meeting. La Bar requested Davis give an update next month on what the current plan is, and the status.

10. Comment from the Board

COMMENTS

None

11. Staff Report – None

12. Adjournment 3:23 pm

Respectfully submitted: Kari Rader

Adopted: _____

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Item 8: OLD BUSINESS**DISCUSSION****8.1: Update on Negative Cash Balance**

Purpose: Receive update on status of Negative Cash Balance owed by CAP Solano, JPA to Solano County.

Recommendation from staff: Receive update on status of Negative Cash Balance owed by CAP Solano, JPA to Solano County

Discussion: Discussion will include information from Solano County.

Recommendation of written documents to be provided to CAP Solano, JPA:

- Current negative cash balance
- Decisions to use some or all of the County funding designated to CAP Solano, JPA by the Solano County Board of Supervisors to pay down the negative cash balance.
Staff recommends
- What process will be used in the future by the County to use reimbursement funding and/or other funding designated to CAP Solano, JPA to pay down the negative cash balance

Financial Impact: Unknown at this time.

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Item 8: OLD BUSINESS**DISCUSSION****8.2: Transition of CAA Designation to CAP Solano, JPA**

Purpose: Identify and discuss process and recommendations for addressing items involved in the transition of CAA Designation to CAP Solano, JPA.

Recommendation from staff: Identify and discuss process and recommendations for addressing items involved in the transition of CAA Designation to CAP Solano, JPA.

Discussion: Some items identified by staff include the following, but are not limited to:

- Status of RFP for MOU Scope of Work
 - Staffing
 - HMIS Lead
 - Collaborative Applicant
 - Boards (JPA – Tripartite – HFS)
 - Funding available
 - Time frame

- Operations
 - Office space
 - Equipment – copier and computers
 - Furniture
 - Phone number
 - Internet

- New Tripartite Board
 - Revise working documents for JPA to include Tripartite Advisory Board
 - Process and timeline for new Tripartite Advisory Board

- Community Action Plan for 2015
 - Current plan has been approved through December 2015
 - Process to include needs assessment and community input for a new CAP

Financial Impact: May include CSBG amounts up to \$357,000 and/or County funding

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Item 8: OLD BUSINESS**DISCUSSION****8.4 Biennial Notice for Conflict of Interest**

Purpose: The Political Reform Act requires every agency to review its conflict of interest code biennially and to notify the code reviewing body if their current code is accurate, or alternatively, that their code must be amended. With the implementation of eDisclosure, the Biennial Review of our agency's designated positions can now be processed in the eDisclosure System

Recommendation from staff: The Political Reform Act requires every agency to review its conflict of interest code biennially and to notify the code reviewing body if their current code is accurate, or alternatively, that their code must be amended. With the implementation of eDisclosure, the Biennial Review of our agency's designated positions can now be processed in the eDisclosure System

Discussion: Staff has responded the Conflict of Interest Code will be revised. This was completed prior to the deadline for notification of October 1, 2014 – We have 90-days to submit the approved revised Conflict of Interest Code.

It was recommended the CAP Solano, JPA board review the Conflict of Interest Code used by the Housing First Solano Charter. A draft revised Conflict of Interest Code is attached for your review.

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COMMUNITY ACTION PARTNERSHIP OF SOLANO
CAP SOLANO – *Strengthening Agencies Working to End Poverty and Homelessness*
Conflict of Interest Code
Conflict of Interest Policy

Purpose

1. The purpose of this Board conflict of interest policy is to protect the Community Action Partnership of Solano, JPA (CAP JPA) interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of a board member and/or officer of the CAP JPA or might result in a possible excess benefit transaction.
2. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.
3. This policy is also intended to identify “independent” directors.

Definitions

1. **Interested person** -- Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial interest** -- A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the CAP JPA has a transaction or arrangement,
 - b. A compensation arrangement with the CAP JPA or with any entity or individual with which the CAP JPA has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the CAP JPA is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists, in accordance with this policy.

3. **Independent Director** -- A director shall be considered “independent” for the purposes of this policy if he or she is “independent” as defined in the instructions for the IRS 990 form or, until such definition is available, the director --
 - a. Is not, and has not been for a period of at least three years, an employee of the CAP JPA or any entity in which the CAP JPA has a financial interest;
 - b. Does not directly or indirectly have a significant business relationship with the CAP JPA, which might affect independence in decision-making;

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- c. Is not employed as an executive of another corporation where any of the CAP JPA's executive officers or employees serve on that corporation's compensation committee; and
- d. Does not have an immediate family member who is an executive officer or employee of the CAP JPA or who holds a position that has a significant financial relationship with the CAP JPA.

Procedures

1. **Duty to Disclose** -- In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board.
2. **Recusal of Self** – Any director may recuse himself or herself at any time from involvement in any decision or discussion in which the director believes he or she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.
3. **Determining Whether a Conflict of Interest Exists** -- After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board members shall decide if a conflict of interest exists.
4. **Procedures for Addressing the Conflict of Interest**
 - a. An interested person may make a presentation at the Board meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - b. The Chairperson of the Board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the Board shall determine whether the CAP JPA can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the CP JPA's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.
5. **Violations of the Conflicts of Interest Policy**
 - a. If the Board has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for

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such belief and afford the member an opportunity to explain the alleged failure to disclose.

- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

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Item 8: OLD BUSINESS

DISCUSSION

8.5: HMIS (Homeless Management Information System)

Purpose: To discuss the HMIS for Solano County – Service Point

Recommendation from staff: To discuss the HMIS for Solano County – Service Point

Discussion: Staff will present information on current updates to the system. Discussion should include process for determining maintaining current system and/or moving to a new system.

Financial Impact: None at this time.

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Item 9: NEW BUSINESS**DISCUSSION****9.1: Community Action National Standards for Public CAAs**

Purpose: To review and discuss the Community Action National Standards for Public CAAs

Recommendation from staff: To review and discuss the Community Action National Standards for Public CAAs

Discussion: Board members will discuss the Community Action National Standards for Public CAAs

After review of the Standards staff will begin the process of Self-Assessment to review for compliance. You can copy and paste the links below:

THEORY OF CHANGE – Community Action:

http://www.roma1.org/data/files/csbg_roma/draft%20toc%20graphic_7%2015%2013.pdf

STANDARDS FOR PUBLIC CAAs -

http://www.communityactionpartnership.com/storage/cap/documents/b-oscoe_tool-publiccaa_10-20-13.doc

Financial Impact: None at this time.