

Minutes of Newcap, Inc. Board of Directors
October 14, 2021
Hybrid meeting

- 1) **CALL TO ORDER:** Meeting called to order by Chairperson Sandy Polarek at 11:26
- 2) **ROLL CALL:** Taken by Shannon Gowan

PRESENT: L. Berg, S. Berg, C.Feller-Gottard, J. Genrich, G.Hoppe, S.Polarek, T. Duke, C. Rouse, R. Brock, H. Clark, P. Crozier, P. Grinde, G. Hoppe, L. Mueller, D. Nichols, T. Sieber,

EXCUSED: R. Brunette, J. Stieber, N. Shawanokasic., M. Dillinger

ABSENT: R. Brewer

STAFF PRESENT: C. Detrick, C. Hoeft., D. Barlament, S. Gowan, P. Zielinski, J. Johnson, D. Bushman

3) RECITE Promise of Community Action

4) DISCUSSION AND APPROVAL OF AGENDA: Motion to approve by Hoppe, Berg second.

5) CONSENT AGENDA- A motion was made by Duke, seconded by Hoppe to accept the approval of the minutes from the committees below:

- a) Board Meeting Minutes — 9/16/21
- b) Governing & Nominating-9/29/21
- c) Executive Committee Meeting Minutes 9/29/21

6) FINANCE

a) Discussed financial reports for 8/2021

- Cheryl discussed the Corporate Board Statement and added we would add a column to the report that has the last year's comparison to report. R. Brock moves to accept financials and place on file. Second by T. Duke-Padgett. Motion carried.
- Motion to accept and place on file the Consolidated Statement of Activities report by G. Hoppe , H. Clark second. Motion carried
- Tax returns are in process for both Newcap and Newcap Builds Community
- Discussion of RFP results for 2022 audit. CLA (Clifton Larson Anderson) and Wipfli responded. Cheryl and Cathy will review, discuss and present a recommendation to the Finance committee and Board via email in order for selected firm to begin process as soon as practicable (even though we *just* finished!)

b) Investment Policy

- Newcap has an opportunity for a major gift that will include a publicly traded stock. To accept it, we need to have both a gift policy (item c under Finance section of today's agenda) and an investment policy as well as a resolution in order to open an investment account. If it happens it would happen quickly and likely between Board meetings. Cathy Hoeft, CFO, presented the investment policy and discussion ensued. Motion to approve the Investment policy as amended to include having investment advice reviewed within 45 days by T. Duke-Padgett, second by H. Clark. Motion carried. Policy will be reviewed within 90 days. Motion by L. Berg, second by P. Crozier for resolution authorizing Cheryl Detrick in her role as President/Chief Executive Officer to do any necessary paperwork and signatory documents in order to open an investment account if needed as authorized by Newcap's By-Laws, Board Policy, and her Personal Services Agreement. If account is opened, the Board will review any documents and recommendations at its next regularly scheduled meeting. If emergency authorization is needed, the Executive Committee is authorized to act for the Board of Directors as stipulated in Newcap's by-laws.

c) Gift Policy

- Newcap has not had a gift policy though Newcap has accepted gifts of cash, property, and other items for over 50 years. Motion to accept Gift Policy as presented by C Hoeft, C.F.O. by G. Hoppe, second by T. Duke-Padgett. Motion carried.

d) Lending relationships

- Cheryl Detrick is authorized to complete any documentation to complete the move of our loans from Huntington Bank to Bank First. Motion by P. Grinde, second by G. Hoppe. Motion carried.

7) Planning & Evaluation

- a. Discussed Community Action plan 2022 – Cheryl shared the Action plan with the Board and 2022 CSBG and 2022 CSBG CARES Applications.
- b. Board was shown the latest Customer Satisfaction Survey. We are in the process of completing the updated one and will get that out for Jan.2022
- c. Recommended the 2022 CSBG and 2022 CSBG CARES Applications to the full Board for Approval. After discussion acknowledging many pending grant applications and the flow of our budgeting process, the Board will approve the applications for 11/1/2021 submission with the caveat of a likely amendment after the December meeting with presentation/approval of 2022 Budgets. For clarity and to meet statutory requirements, there will be two votes:
 - i. Motion by G Hoppe, second by J. Genrich to approve the 2022 CSBG Application and Community Action Plan for submission to the Wisconsin Division of Children and Families. Motion carried
 - ii. Motion by M Dillinger, second by H. Clark to approve the 2022 CSBG CARES Application and Community Action Plan for submission to the Wisconsin Division of Children and Families.

8) Governing & Nominating

- a. Reviewed new member Brittany Beyer, Motion to accept her application as a member of the Board by C. Rouse, second by M. Dillinger
- b. Officers and Executive – Russel will be chair, Diane will be vice Chair, has asked Tom S. if he would be Secretary and Jim G. will be the treasurer. There are four officers, in December take votes for the at large, then that person will also be on the Executive Committee.

9) Topic for Training:

- a. Jaime Johnson, CCAP, VP of Asset Development and Real Estate, presented the topic of “Maximum Feasible Participation.”
- b. Announced that Shannon Gowan has completed her portfolio and taken her test for becoming a National Certified ROMA Implementor. This will get us to our goal of deeply embedding and fully training the Board and Staff on the full cycle of ROMA.

10) Locations updated

- a. Shawano – Last night at Shawano Cities Council they approved our building there.
- b. Shelters in Green Bay – renovations going on there now. WE know as of now there are two boys, 17 and 17 ½ who are homeless and have no place to go

11) Update for HUD Housing Counseling – we are forming a CDFI

12) Other Business: Active shooter training in Oconto next week, other locations will be added as well.

13) CEO Report.

- a. Cheryl discussed the American Recovery Plan Act and how it is impacting Newcap and those we serve including ERA 2 funds for emergency rental/utility assistance with expanded and lengthened reach. Funds set aside for Neighborhood Investment fund from Governor Evers but municipalities must be the applicant. We have reached out and are offering to assist to get these funds (up to 15 million per jurisdiction) into our communities. Unfortunately, it is a very tight turnaround and most of our communities have lengthy processes that won't be adaptable enough to get it done.
- b. Cheryl will be on vacation from 10/26-11/14/21

14) Motion to adjourn meeting by J. Genrish, second by P. Crozier. Motion carried. Meeting adjourned at 1:40.

Next board meeting is December 9th, 2021

Minutes respectfully submitted by Shannon Gowan, Executive Administrative Assistant. 10/26/21