

The Conductor Series: All a-Board! The Purpose, People and Process of CAA Boards

Week 2: February 16, 2022



CAPLAW
Community Action Program Legal Services, Inc.

1

Today's Feature

Process: Consent Agendas and the Conservation of Time



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2

Schedule

2:00pm EST

- Introducing the Board Training Videos

2:05pm EST

- Video Screening with Questions

2:20pm EST

- Additional Discussion Questions

3

CSBG Organizational Standards

Board Orientation and Training

CSBG Org. Standard 5.7

- Department has a process to provide a structured orientation for tripartite board/advisory body members within 6 months of being seated.

CSBG Org. Standard 5.8

- Tripartite board/advisory body members have been provided with training on their duties and responsibilities within the past 2 years.

4

Resource Library

All of CAPLAW's resources and publications are now available in CAPLAW's new Resource Library. Use the search filters below to find the resource you need.

Watch Tutorial

Featured Resources



Federal Vaccine Mandates: Compliance Guide

This step-by-step compliance guide is intended to help the Community Action network navigate the complex and ever-changing federal vaccine mandates administered by OSHA, HHS, and the Centers for Medicare & Medicaid Services (CMS). We describe the primary provisions CAA should consider as they develop and update your policies to reflect the new requirements.



Building Resilience: Plan, Prevent, Respond, and Protect

An expert panel within the Community Action network examine operations and services disrupted by the COVID-19 outbreak, as well as thoroughly consider issues that are likely to arise and plan accordingly to address the new normal. This video attempts to anticipate and address many of the questions on the resilience of your governing entities.



Coronavirus Updates

CAPLAW continues to monitor the ongoing impacts of the COVID-19 pandemic on the Community Action network. Our COVID-19 website, which is regularly updated, contains the latest guidance and updates relevant to the network.

Topics

- Collaboration (2)
- Mergers (2)
- Shared Services (2)
- Community (2)
- Contracts (2)
- Administrative Staff (2)
- Compliance (2)
- Board of Directors (2)
- Executive Director (2)
- Finance Staff (2)

Audiences

- Administrative Staff (2)
- Attorney (2)
- Board of Directors (2)
- Executive Director (2)
- Finance Staff (2)

Resource Types

- Tip sheet (2)
- Toolkit (2)
- Training module (2)
- Video (7)
- Webinar (7)

Membership Levels

- All (2)

Creation Year

2000 2021

Filter



All a Board Series: Duty of Care (Purpose)

This video investigates the fiduciary duty of care that CAA board members owe to the organization they serve. It details the nature of the obligation to the public and presents CAA and provides examples of how board members can limit their obligations. It also highlights the importance of written...



All a Board Series: Board Chair Role and Responsibilities (People)

This video outlines the roles and responsibilities of a CAA board chair. It highlights the vital leadership the board chair provides to the board and emphasizes the importance of the chair's selection process. Establishing terms for board service and a limit on the number of terms a board member may serve are also such...



All a Board Series: Terms and Term Limits (Process)

Like getting a plan to encourage growth and maintain a CAA board or director, setting requirements to be able to serve and help keep board fresh and engaged. Establishing terms for board service and a limit on the number of terms a board member may serve are also such...



All a Board Series: Duty of Loyalty (Purpose)

Understand the great responsibility of being a board member through the lens of the duty of loyalty and board members' obligations to place the interests of the CAA before their personal interests. Learn how to identify and address conflicts of interest, whether they be direct, indirect, or hypothetical...



All a Board Series: Engage & Retain Board Members (People)

Join this high-level view from Center Capital and renowned board leader Carmen Allen as they discuss the practices that CAPLAW has found to be the hallmarks of engaged and committed boards: cultivating board members, communicating openly, regarding participation, continually reinforcing practices, and...



All a Board Series: Board Meeting Ecosystem (Process)

Discover the mission of the CAA board meeting ecosystem and how board members manage various aspects of compliance and governance responsibilities. Follow our growth of a consent agenda to save time and resources at a board meeting, and allow for in-depth analysis and discussion...



All a Board Series: Getting People on the Board (People)

Learn how to effectively identify and recruit engaged, active individuals to serve as CAA board members. It's all in the name, it's about the board's needs, a potential board member's abilities, the organization's mission, and communicating opportunities. Whether you're a new CAA board member...



All a Board Series: Who Says What Goes? (Process)

There is a new CAA board member who has just received a whistleblower complaint from a CAA employee. Follow the process as she discusses the key aspects of a CAA board operation: how the board communicated and makes decisions, the board's role in developing organizational policies, and the...



All a Board Series: Why Are You Here? (Purpose)

Explore the reasons why people become CAA board members, including what it means to be a board member who is Capital, Accountable, Responsible, and Engaged (CARE) in the context of community action. Whether you're a new CAA board member eager to immerse yourself in the work of community...

<https://resources.caplaw.org/>

February 16, 2022 | 5

5

The Process of CAA Boards

- **Processes + mechanisms** of the board that:
 - Facilitate engagement
 - Promote exercise of board responsibilities
 - Streamline operations
- **3 videos:**
 - *Who Says What Goes?*
 - *Board Ecosystem: Consent Agendas*
 - *Board Ecosystem: Terms and Term Limits*

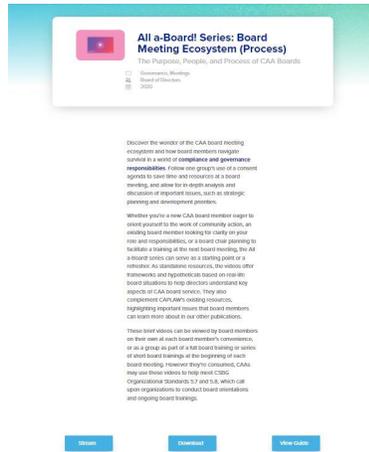


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February 16, 2022 | 6

6

Video Landing Pages



- Overview
- Stream or Download
- Discussion Guide



- 1-2 pages per video
- Summary, objectives, uses, questions

Our Destination

Learning Objectives

Upon arriving at your destination, you will be able to:

- Understand what a consent agenda is and how a board can use it to help streamline board meetings and improve board efficiency.
- Understand the process required for a board to adopt and implement a consent agenda.
- Highlight the types of items that a board may and may not include on a consent agenda.
- Consider the benefits and drawbacks of a consent agenda and discuss whether it is right for your board.

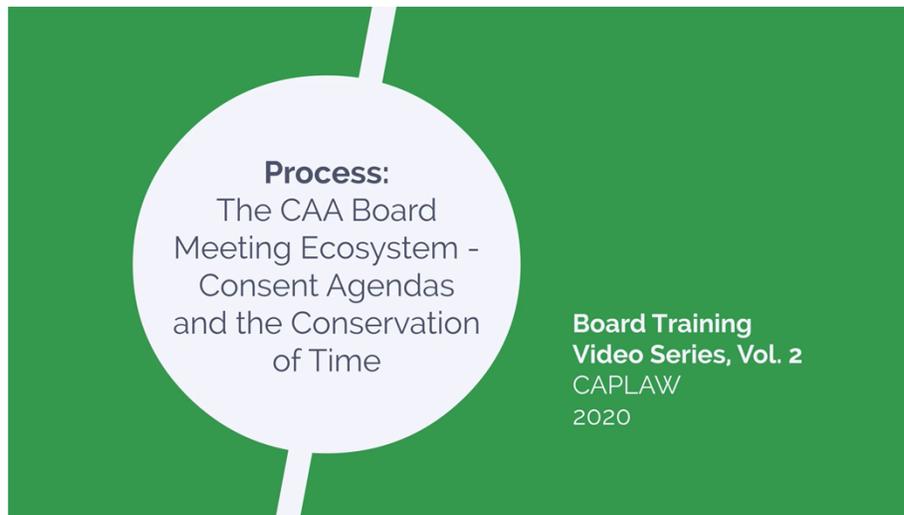
Travel Tips

Using the Video Effectively

1. Ask board members to watch the video on their own, and at a board meeting, facilitate a discussion of individual members' reflections or responses to the questions below.
2. **Show the video during a board meeting and facilitate a discussion of the questions below.**
3. Show the videos as part of a larger board orientation or training process and facilitate a discussion of the questions below.

9

Process: Consent Agendas and the Conservation of Time



10

Consent Agenda

Why have one?

- Save time during board meetings
- Address routine, noncontroversial items quickly
- Focus board meetings on discussing strategic matters
- Increase board engagement in key issues affecting organization

11

Consent Agenda

How does it work?

- Group routine items and resolutions in one package for vote
 - Prior board meeting minutes
 - Committee and officer reports
 - Updating documents (e.g., address change for main office)
 - Standard contracts used regularly
- Board approve all items in the consent agenda in a single motion

12

Discussion Question #1

Type your answers in the chat

What would your organization include on a consent agenda?

Examples

- Program/Departmental Progress Reports
- Board Committee Reports
- Executive Director's Report

13

Process: Consent Agendas and the Conservation of Time



14

Discussion Question #2

Type your answers in the chat

Should Allen speak up? Why or why not?

- A. No, he is new to the board so he shouldn't disrupt proceedings
- B. No, the board can't remove an item on the consent agenda at this stage of the process
- C. Yes, this issue warrants further discussion and consideration by the board
- D. A and B

15

Consent Agenda

What does it require?

Ensure board members understand the purpose + steps involved

- Send consent agenda materials ahead of time
- Board members must prepare before the meeting
 - Review consent agenda items
 - Raise issues with consent agenda items prior to meeting (if permitted)
- Items should be non-controversial and routine

16

Process: Consent Agendas and the Conservation of Time



17

Discussion Question #3

Fill in the blank by typing your answers in the chat

Are there issues that your board feels don't get enough attention at board meetings? Do your board meetings often feel rushed?

"Yes, I feel that our board does not give enough attention to _____."

18

Discussion Question #4

Type your answers in the chat

How could a consent agenda benefit your board meetings? What could it allow your board to do better? Would it take away from anything that your board currently does?

Consider: time-efficiency, focus, cooperation, morale

19

Discussion Question #5

Type your answers in the chat

What steps could your board take to implement a consent agenda at its board meetings?

- Board training?
- System for sending board materials in advance?
- Role of board liaison?

20

All a-Board!

Train with Additional CAPLAW Resources



Training & Orientation Tool for Nonprofit CAA Boards

Governance, Training, Tripartite Board
Board of Directors, Executive Director
2021

This presentation was created in response to a need in the network for training and orientation materials that assist Community Services Block Grant (CSBG) offices, state associations, and individual Community Action Agencies (CAAs) can use to educate their own boards and staff that work with the board on the board's role and to the organization. The presentation is specifically for tripartite boards of nonprofit CAAs and acts as a guide for those training or orienting board members on the board's responsibilities.

The full presentation includes five main sections:

1. Board Introduction
2. Legal Requirements Governing Tripartite Boards
3. A Few Brief Points About How a Board of Directors Operates
4. Role of the Tripartite Board
5. Key Responsibilities of the Tripartite Board
 - Mission
 - Funding
 - Engagement
 - Generating Funds
 - Performance
 - Accountability

For more information on how to use this resource, please refer to the

<https://resources.caplaws.org/resources/training-orientation-tool-for-nonprofit-caa-tripartite-boards-2/>



CAPLAW FAQ

Unlocking the Potential of the Tripartite Board Private Sector

By Jonathan Cohen, Esq.
March 31, 2022

The language in the federal Community Services Block Grant (CSBG) Act lays the groundwork for community action agencies (CAAs) to exercise great discretion when identifying, recruiting, and selecting private sector members and groups to serve on the tripartite board.

A hallmark of Community Action, the tripartite structure of a CAA board embodies the grassroots nature upon which the movement to alleviate poverty was founded, as it requires involvement by all facets of the community – elected officials, clients, and private sector members and groups. While the structure is required by the federal CSBG Act and at times can seem daunting, the involvement of private sector members and groups offers CAAs an opportunity to attract the knowledge, passion, and financial support they need to thrive.

Because of the flexibility in the CSBG Act, CAAs often have questions about the private sector groups from which they may select a private sector board member. This FAQ seeks to answer these and other key questions, and to present ways in which CAAs can utilize the private sector seats to boost board capacity.

TABLE OF CONTENTS

1. What laws govern the private sector of a tripartite board?	2
2. Why does a CAA's tripartite board have private sector board members?	2
3. Who is eligible to be a private sector board member?	2
4. How can thinking strategically about filling private sector seats address our board's needs?	3
5. What steps can we take to strategically fill private sector seats?	3
6. Is there a specific process or procedure required for selecting and appointing private sector board members?	4
7. What is the difference between democratically selected low-income representatives from a group and representatives from a private sector group?	4
8. How does a private sector board member manage the duty of loyalty when representing an organization or interest within the community?	4

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https://www.caplaws.org/resources/faqs/Governance/CAPLAW_FAQ_TripartiteBoardPrivateSector_Mar2021.pdf



Raising the Low-Income Voice

Case Studies in Democratic Selection Procedures

INTRODUCTION



Preserving the Low-Income Voice

Case Studies in Democratic Selection Procedures

INTRODUCTION



February 16, 2022 | 21



Purpose: In Boards We Trust

Wednesday, February 23, 2022

Visit resources.caplaws.org/eventsandtrainings to register

Questions?

This training is part of the Community Services Block Grant (CSBG) Legal Training and Technical Assistance (T/TA) Center. It was created by Community Action Program Legal Services, Inc. (CAPLAW) in the performance of the U.S. Department of Health and Human Services, Administration for Children and Families, Office of Community Services Cooperative Agreement - Number 90ET0482-02.

Any opinion, findings, and conclusions, or recommendations expressed in this material are those of the author(s) and do not necessarily reflect the views of the U.S. Department of Health and Human Services, Administration for Children and Families.

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