



# T/TA Resources for Strengthening CAA Governance

**NASCSP Monitoring Training for CSBG Administrators**

March 28, 2017

**Allison Ma'luf, Esq.**

Community Action Program Legal Services, Inc. (CAPLAW)

[www.capl原因.org](http://www.capl原因.org)

[allison.maluf@caplaw.org](mailto:allison.maluf@caplaw.org)

617.357.6915

*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 – Grant Award Number 90ET0441-03.*

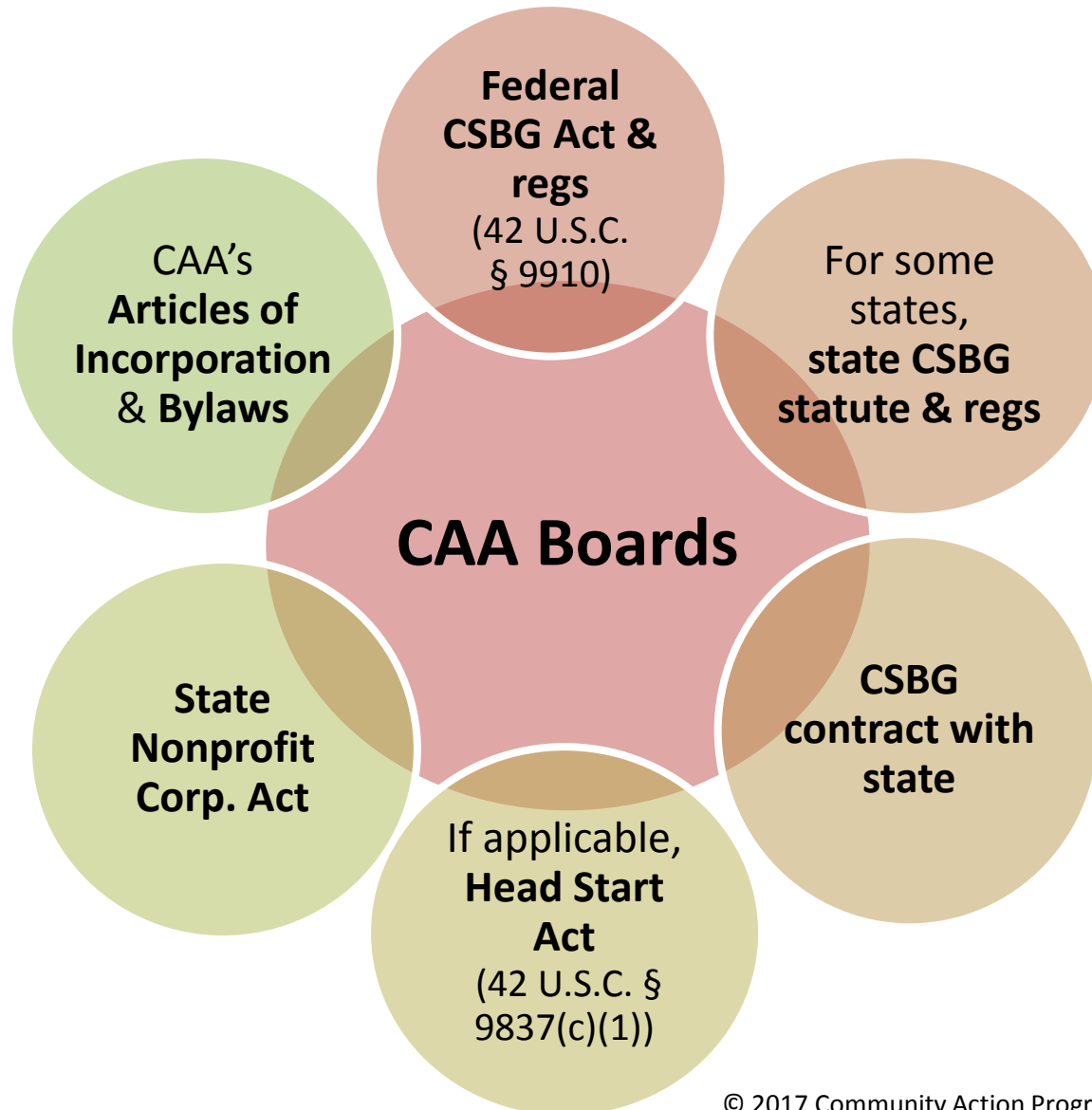
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# Today's Agenda

- Tripartite board rules and guidance
- Role of the tripartite board
- Recruiting and selecting board members
- Bylaws/Governing documents
- Board Policies
- Links to CAPLAW resources

# **Tripartite Board Rules and Guidance**

# Rules Governing Tripartite Boards



# Tripartite Board Guidance for CAAs

## IM #82: Tripartite Boards

- Selection and composition requirements
- Roles and responsibilities

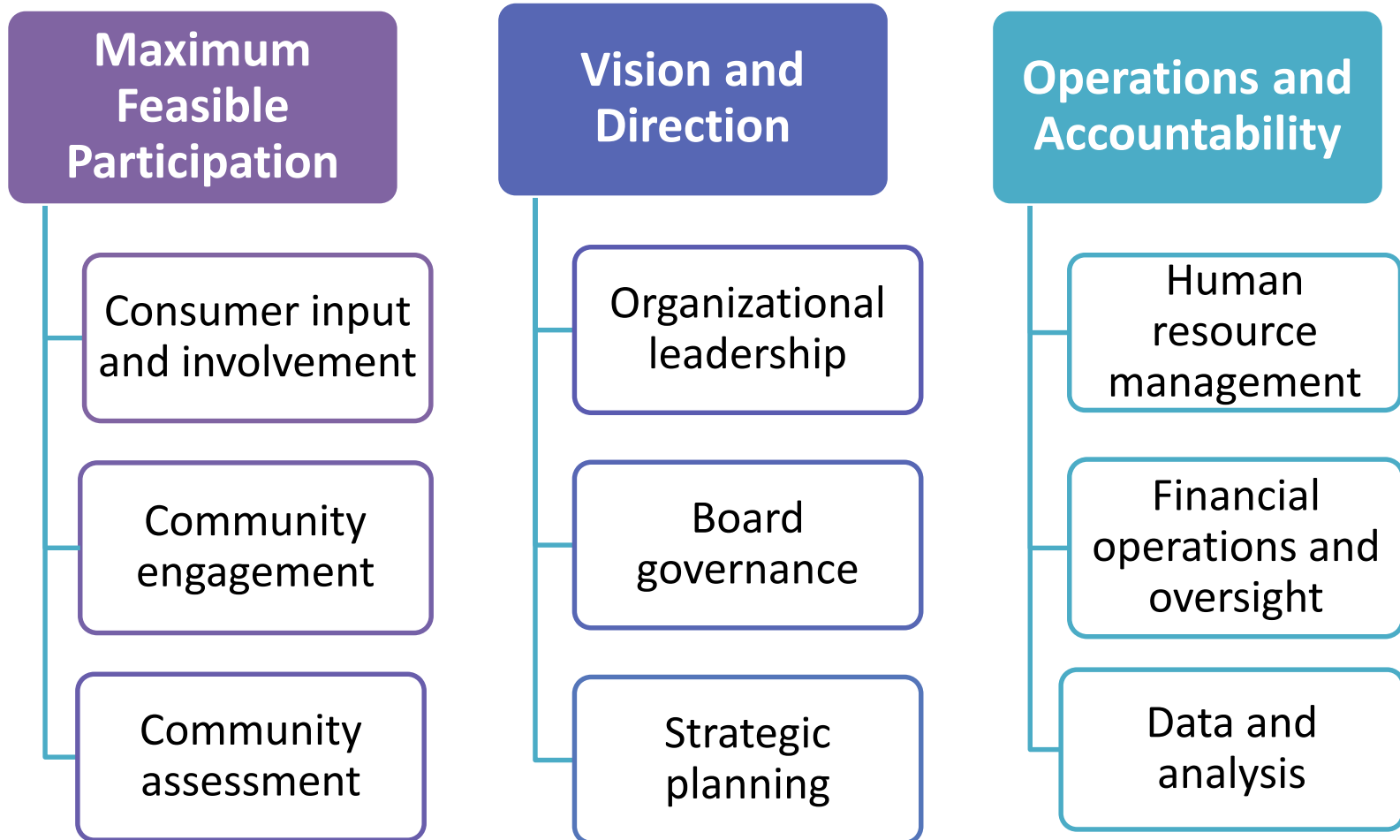
## IM #138: CSBG Organizational Standards

- OCS-recommended as performance management initiative
- 2016 appropriations act gave OCS authority to require states to adopt org. standards

– P.L. 114-113, Div. H, Title II

# CSBG Organizational Standards

Organized into three thematic groups




# CSBG Organizational Standards

## COE-Developed Tools

*Serving our network of over 1000 Community Action Agencies across America in the fight to eliminate poverty ...*

## COMMUNITY ACTION PARTNERSHIP

THE NATIONAL ASSOCIATION | WASHINGTON, DC



Helping People. Changing Lives.  
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**CSBG Organizational Standards, ROMA Next Generation, and Performance Management Activities**

[COE-developed Tools](#) | [Technical Assistance Guides and Webinars](#) | [ROMA Next Generation Communications from OCS](#) | [Update Webinars](#) | [Other Resources](#) | [Archives](#) | [Contacts](#)

**COE-Developed Tools**

- ▶ **COE-developed Organizational Standards**  
[Click here](#) for the Private and Public CEE Standards side by side  
[Click here](#) for the Private and Public CEE Standards separated
- ▶ **Self-Assessment Tools**  
PDF: [Click here](#) for the Self-Assessment Tool for Private CEEs in PDF  
Word: [Click here](#) for the Self-Assessment Tool for Private CEEs in Word  
  
PDF: [Click here](#) for the Self-Assessment Tool for Public CEEs in PDF

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**RESOURCES**

**LEARNING COMMUNITIES RESOURCE CENTER**

**THE PROMISE OF COMMUNITY ACTION**

Community Action changes people's lives, embodies the spirit of hope, improves communities, and makes America a better place to live. We care about the entire community, and we are dedicated to helping people help themselves and each other.

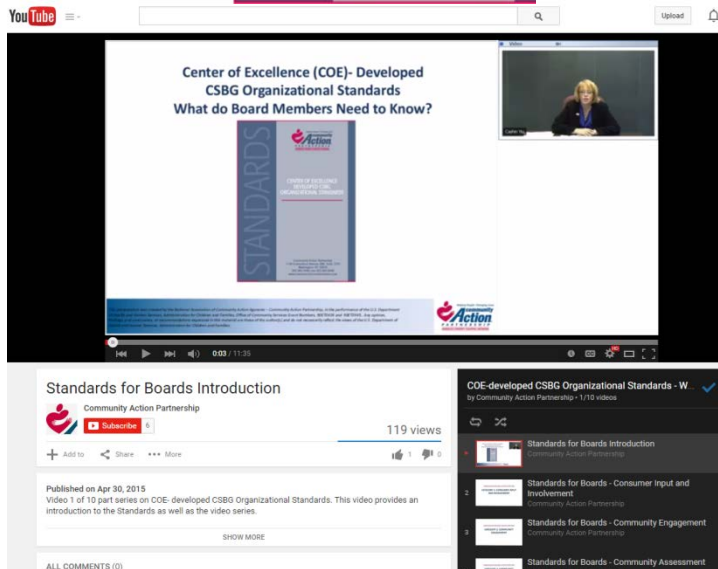


# CSBG Org. Standards Resources



## Self-Assessment Tool – Nonprofit & Public CAAs:

[http://www.communityactionpartnership.com/index.php?option=com\\_content&task=view&id=31&Itemid=237#STANDARDS](http://www.communityactionpartnership.com/index.php?option=com_content&task=view&id=31&Itemid=237#STANDARDS)



## Series of 10 Videos on Org. Standards for Board Members:

<https://www.youtube.com/watch?v=1rtJfpOZkk&list=PLMVDY93WCekqzYtFTUostM98dBD1il3T>

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## CSBG Organizational Standards

1 CONSUMER INPUT AND INVOLVEMENT

2 COMMUNITY ENGAGEMENT

3 COMMUNITY ASSESSMENT

4 ORGANIZATIONAL LEADERSHIP

5 BOARD GOVERNANCE

6 STRATEGIC PLANNING

7 HUMAN RESOURCE MANAGEMENT

8 FINANCIAL OPERATIONS AND OVERSIGHT

9 DATA AND ANALYSIS

### Welcome!

This webpage links resources developed by CAPLAW to specific Community Services Block Grant (CSBG) Organizational Standards to help Community Action Agencies (CAAs) in their compliance efforts. For some Standards that we regularly receive inquiries about, we also include links to resources developed by the national Community Action Partnership. All of the resources developed by the national Community Action Partnership on the Standards are available on its [website](#). Note: CAPLAW is in the process of revising some of its resources pursuant to updates in the law; however, the concepts in these resources generally remain applicable.

Click on the Category and Standard number to view the Standard and available resources.

This resource 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 - Grant Award Number 90ET0441-02. 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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### CAPLAW Events



Did you miss a webinar in the Essential Governance Policies series? View all three webinars on-demand in the webinar archives!

[View the Archives](#)

### CAPLAW Tools and Resources

- [CAPLAW Model Policies](#)
- [CAPLAW Publications](#)
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- [Resources by Topic](#)

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## CSBG Organizational Standards

Click on the Category and Standard number to view the Standard and available resources.

### 1 CONSUMER INPUT AND INVOLVEMENT

### 2 COMMUNITY ENGAGEMENT

### 3 COMMUNITY ASSESSMENT

### 4 ORGANIZATIONAL LEADERSHIP

### 5 BOARD GOVERNANCE

### 6 STRATEGIC PLANNING

### 7 HUMAN RESOURCE MANAGEMENT

### 8 FINANCIAL OPERATIONS AND OVERSIGHT

### 9 DATA AND ANALYSIS

#### Standard 1.1

#### Standard 1.2

#### Standard 1.3

##### Private

The organization has a systematic approach for collecting, analyzing, and reporting customer satisfaction data to the governing board.

##### Public

The department has a systematic approach for collecting, analyzing, and reporting customer satisfaction data to the tripartite board/advisory body, which may be met through broader local government processes.

#### Resources

##### CAPLAW Resource:

- [Tools for Top-Notch CAAs](#). This six-section Tool is intended to assist boards and management in their collaborative efforts to build well-governed and effective CAAs. *Section 1. Making Board Meetings Matter* of this Tool addresses the structure of board meetings and provides some guidance as to the content and timing of both financial and programmatic reports to the board.

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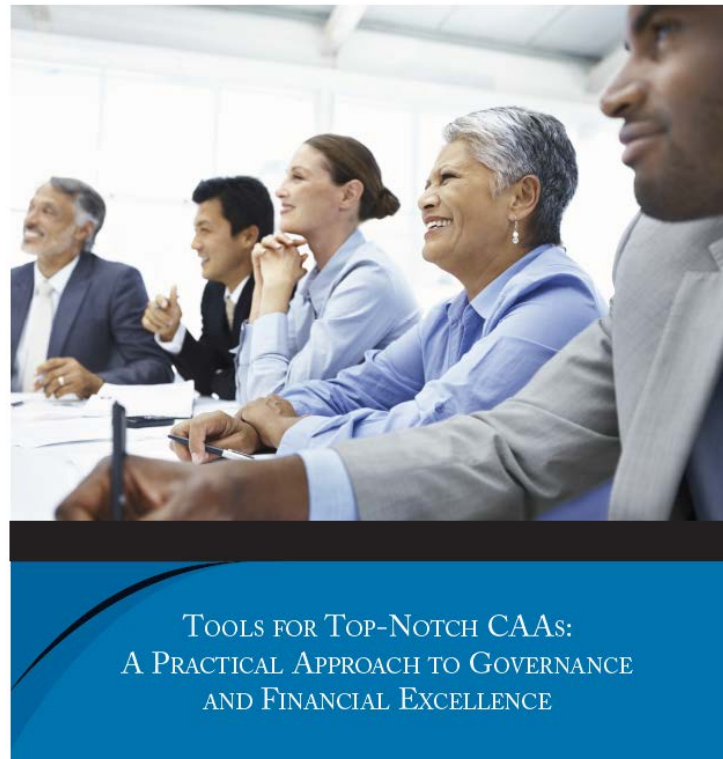
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# Board Role

## Tools for Top-Notch CAAs



# TOOLS FOR TOP-NOTCH CAAs: A PRACTICAL APPROACH TO GOVERNANCE AND FINANCIAL EXCELLENCE

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|  Section 1: Making Board Meetings Matter | 7   |
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TOOLS FOR TOP-NOTCH CAAs:  
A PRACTICAL APPROACH TO GOVERNANCE  
AND FINANCIAL EXCELLENCE

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# PUBLIC CAA CASE STUDY



## The Power of a Tripartite Board

September 2016

### INTRODUCTION: The Board's Role in the CSBG Organizational Standards

This case study focuses on how the tripartite board of a public Community Action Agency (CAA) fulfills its responsibilities with respect to the Community Services Block Grant (CSBG) Organizational Standards set forth in the federal Office of Community Services' (OCS) Information Memorandum (IM) No. 138. Because a public CAA and its tripartite board are usually operating under the auspices of an established local government framework, the applicability of the CSBG Organizational Standards (Standards) is markedly different from their applicability to a nonprofit CAA.

While the federal CSBG Act requires the board to "participate actively in the development, planning, implementation and evaluation"<sup>1</sup> of Community Action programs, the reality of how to fulfill this role in an impactful way is not always clear. A public CAA tripartite board often perceives its ability to act on behalf of the public CAA as limited by the level of authority delegated to it by the local governing body. Even though establishing a delegation of authority arrangement is necessary and important, doing so does not lessen the impact and role the board plays. As you will see in this case study, defining and establishing the role of your public CAA tripartite board helps to foster a positive relationship between the board and the local governing officials and results in more engaged and effective board members.

After spending time speaking with representatives of Montgomery County Community Action Agency (MCCAA), a public CAA in Maryland, we were impressed by the ways in which its tripartite board helps the CAA achieve compliance with the Standards. Two key characteristics stand out with MCCAA's board – they understand the vital role they play and they embrace that role. Even though MCCAA's delegation of authority arrangement does not often place the tripartite board in a decision-making position, the board continually manages to effect change. This case study highlights many of the ways in which the board does so. The board not only takes very seriously the recommendations it is asked to make but it is also constantly advocating on behalf of MCCAA and the low-income community. A few of the ways in which the board fulfills its responsibilities include: developing and implementing initiatives to engage the community served; regularly meeting with local government officials; participating in county-wide hearings and meetings; and collaborating with other county groups to ensure the community's needs are met.



MCCAA acknowledges that it is not yet 100% in compliance with the Standards but the ongoing efforts of its tripartite board to reach that goal are inspiring and, we hope, informative, especially for those public CAA tripartite boards that are struggling with challenges related to compliance with the Standards. Throughout the case study, we identify Standards that we believe MCCAA's tripartite board is either addressing or attempting to address through its actions. Our goal with this case study is not to identify all of the Standards that may be met through the board's efforts; but rather, to highlight key characteristics of the board that contribute to its effectiveness and compliance with CSBG Organizational Standards.

<sup>1</sup> 42 U.S.C. § 9910 (b)(1)(C).

# **Role of Tripartite Board**



# Role of Tripartite Board

TRIPARTITE BOARD **ADMINISTERS** CSBG PROGRAM AND IS **FULLY ENGAGED** IN. . .



Federal CSBG Act (42 U.S.C. § 9910), OCS IMs 82 and 138

# CSBG Act Purposes and Goals



**Reduce** poverty



**Revitalize** low-income communities



**Empower** low-income families and individuals to become fully self-sufficient



# CSBG Act Purposes and Goals

## Achieve CSBG Goals By

Maximum participation of low-income communities

Leveraging the resources of other anti-poverty programs

Strengthening community capabilities for planning or coordinating resources responsive to local needs and conditions

Using innovative approaches to attack causes and effects of poverty

Organizing services to have a measurable impact on causes of poverty

# Role of Tripartite Board

- For **nonprofit** CAAs – state nonprofit corporation act
- For **public** CAAs – delegation of authority from government entity

# Role of Tripartite Board

## Public CAA

- Powers **depend on authority delegated** by local gov't
  - Should be more than just advisory.
  - Should have power to:
    - Administer CSBG program
    - Make decisions, provide meaningful input
    - Fully participate in development, planning, implementation, evaluation

# Board Role

## Tools for Top-Notch CAAs



TOOLS FOR TOP-NOTCH CAAs:  
A PRACTICAL APPROACH TO GOVERNANCE  
AND FINANCIAL EXCELLENCE

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# Board Role

## Financial Oversight

### Standard 8.7: Nonprofit

- Board **receives financial reports** at each regular meeting that include the following:
  - Org.-wide report on revenue and expenditures that compares budget to actual, categorized by program; and
  - Balance sheet/statement of financial position.

### Standard 8.7: Public

- Board/advisory body **receives financial reports** at each regular meeting, for those programs(s) the body advises, as allowed by local gov't procedure.

### Standard 8.9: Nonprofit/Public

- Governing board annually **approves an organization-wide budget/advisory board has input** as allowed by local gov't **into CSBG budget process**

# TOOLS FOR TOP-NOTCH CAAs: A PRACTICAL APPROACH TO GOVERNANCE AND FINANCIAL EXCELLENCE

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TOOLS FOR TOP-NOTCH CAAs:  
A PRACTICAL APPROACH TO GOVERNANCE  
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TOOLS FOR TOP-NOTCH CAAs:  
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# Board Role Audits

## Standard 8.2: Nonprofit

- All findings from prior year's annual audit have been assessed by org. and addressed where board has deemed it appropriate.

## Standard 8.3: Nonprofit

- Org's auditor presents the audit to board.

## Standard 8.4: Nonprofit

- Board formally receives and accepts the audit.

## Standard 8.5: Nonprofit

- Org. has solicited bids for its audit within the past 5 years. (**Does not apply to public CAAs**)

# Board Role

## Audits

### Standard 8.2: Public

- Dept. follows local gov't procedures in addressing any audit funding related to CSBG funding.

### Standard 8.3: Public

- Dept.'s tripartite board/advisory body is notified of availability of the local gov't audit.

### Standard 8.4: Public

- Dept.'s tripartite/advisory body is notified of any findings related to CSBG funding.

# TOOLS FOR TOP-NOTCH CAAs: A PRACTICAL APPROACH TO GOVERNANCE AND FINANCIAL EXCELLENCE

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TOOLS FOR TOP-NOTCH CAAs  
A PRACTICAL APPROACH TO GOVERNANCE  
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# Board Role

## Board/Executive Director Relationship



### DYNAMIC DUO

A Guide to Enhancing the Board  
& Executive Director Partnership

A Publication by:



In Partnership with:



# Board Role

## Executive Director/CEO Oversight

### Standard 7.4: Nonprofit

- Board conducts a performance appraisal of the CEO/ED within each calendar year.

### Standard 7.5: Nonprofit

- Board reviews and approves CEO/ED compensation within every calendar year.

### Standard 4.5: Nonprofit

- Org. has a written succession plan for the CEO/ED, approved by the board, which contains procedures for covering an emergency/unplanned, short-term absence of 3 months or less, as well as outlines the process for filling a permanent vacancy.





# DYNAMIC DUO

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Helping People. Changing Lives.  
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PARTNERSHIP  
AMERICA'S POVERTY FIGHTING NETWORK

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# DYNAMIC DUO

A Guide to Enhancing the Board  
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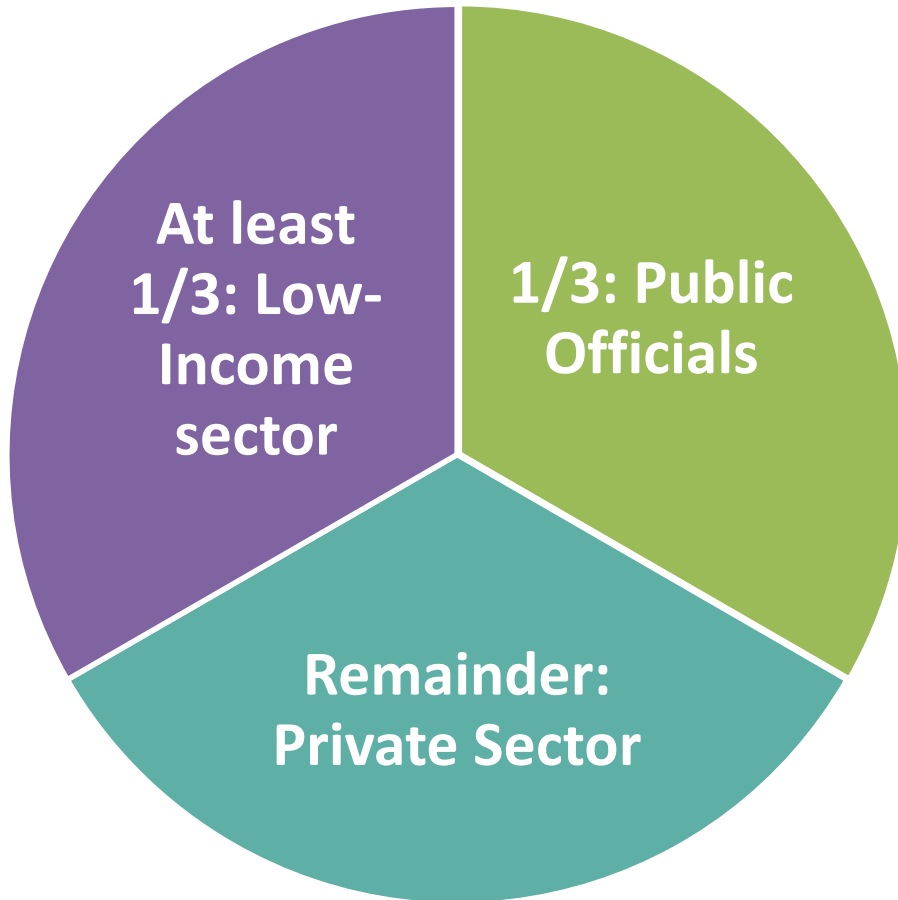
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# **Recruiting and Selecting Board Members**

# Tripartite Boards

## Composition and Selection



### Standard 5.1: Nonprofit/Public

- The org.'s governing board/advisory body is structured in compliance with the federal CSBG Act

### Standard 5.5: Nonprofit/Public

- Governing board/advisory body fills board vacancies as set out in its bylaws

# Tripartite Boards

## Composition and Selection

- Board members are to be **chosen by grantee**
  - Must use democratic selection process for low-income board members
  - **Public CAA** – tripartite board can make recommendations to governing officials

# Board Self-Training Tool

## COMMUNITY SERVICES BLOCK GRANT



Training  
tools  
for  
NONPROFIT  
BOARDS

### GOVERNANCE

Tripartite Board Composition  
and Selection

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## COMMUNITY SERVICES BLOCK GRANT



Training  
tools  
for  
PUBLIC CAA  
BOARDS

### GOVERNANCE

Tripartite Board Composition  
and Selection

**CAPLAW**  
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## Introduction

*This tool focuses on the CSBG requirements relating to tripartite board composition and selection and is divided into the following four parts, which may be completed separately or together:*

1. General tripartite board composition and selection information
2. Public official sector
3. Low-income representative sector
4. Private sector



We're  
here!

## Part I. General Tripartite Board Composition and Selection Information

### Learning Objectives for Part I

1.1 Know Brief History of CAA Tripartite Board

1.2 Recognize Laws and Guidance Relating to Tripartite Board Selection and Composition

1.3 Understand General Concepts Relating to Tripartite Board Selection and Composition



## 1.2 Recognize Laws and Guidance Relating to Tripartite Board Selection and Composition

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### Understanding the Relationship of CSBG Laws and Guidance Exercise

*Number the items according to which one takes precedence over the other items.*

- \_\_\_ Federal Office of Community Services Information Memorandum 82
- \_\_\_ State Community Service Block Grant (CSBG) statutes (if exist)
- \_\_\_ CAA bylaws
- \_\_\_ Federal CSBG Act
- \_\_\_ CAA Articles of Incorporation/Organization
- \_\_\_ State CSBG regulations (if exist)
- \_\_\_ CAA CSBG grant agreement with state

# Public Sector

- Under federal law, no longer required to include or be chosen by “chief elected officials”
- CSBG Act says “holding office at time of selection”
  - OCS IM 82 recommends that public officials serve only while they are in office
- If elected officials not available, may include appointed
  - Elected or appointed official may select a representative to serve in his/her place

## Introduction

*This tool focuses on the CSBG requirements relating to tripartite board composition and selection and is divided into the following four parts:*

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3. Low-income representative sector
4. Private sector

← We're here!

## Part II. Public Official Sector

### Learning Objectives for Part II

2.1 Know Public Official Composition Requirements

2.2 Improve Public Official Selection

2.3 Understand Public Official Bylaws Provision

# Low-Income Sector

## Nonprofit CAAs

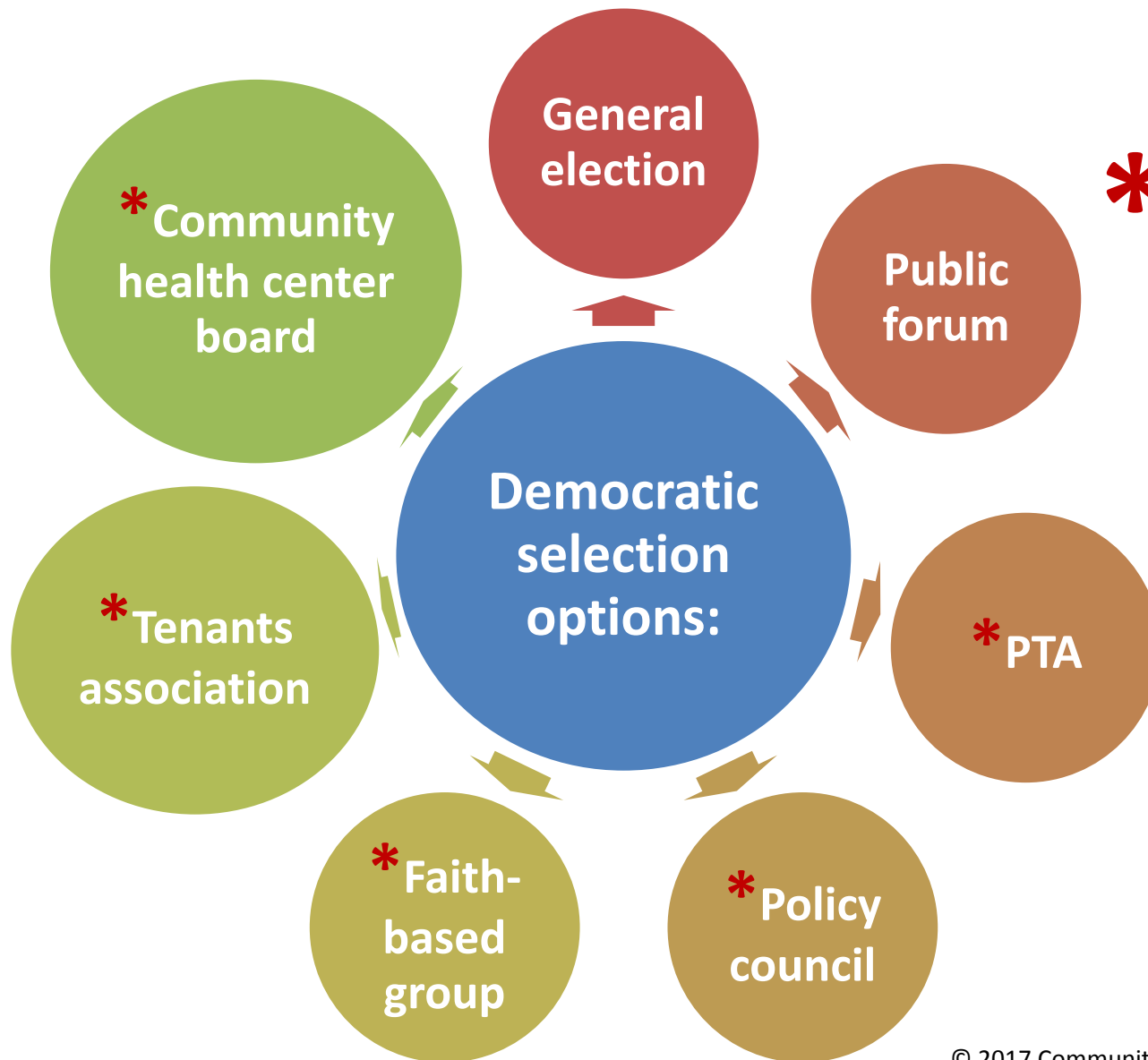
- Must be democratically selected to assure representative of low-income people in service area
- If chosen to represent a particular neighborhood, must live there

# Low-Income Sector

## Public CAAs

- Must be representative of low-income individuals and families in service area
- Must live in service area
- Must be able to participate actively in development, planning, implementation and evaluation of CSBG programs

# Low-Income Sector



**\*Micro-democratic election procedure:** Group predominately made up of low-income individuals may elect someone from w/in the group to serve as the low-income rep.

– OCS IM 82

# Low-Income Sector

- Should represent current low-income residents, but don't need to be low-income themselves
  - Board member should **NOT** be chosen by:
    - Typical board selection process
    - Board nominating committee
    - Executive Director of the CAA or another service provider
- OCS IM 82



# Low-income Sector

## Raising the Low-Income Voice

Case Studies in Democratic Selection Procedures

### INTRODUCTION

Since the inception of the Economic Opportunity Act, a fundamental goal of Community Action has been to provide low income individuals with a voice in the administration of its poverty alleviating programs. With the Community Service Block Grant's (CSBG) call to achieve "maximum participation" of the low income community in the development, planning, implementation, and evaluation of CSBG funded programs, a critical venue for the low income community's participation is through their representation on the tripartite board.

Despite the importance placed on maximum participation of the low income community, there is relatively little federal law that explains what this means in the context of democratic selection procedures. The federal CSBG Act requires that "(i) not fewer than 1/3 of the members [of the board] are persons chosen in accordance with democratic selection procedures adequate to assure that these members are representative of low-income individuals and families in the neighborhood served; and (ii) each representative of low-income individuals and families selected to represent a specific neighborhood within a community ... resides in the neighborhood represented by the member..."



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The only further federal guidance comes in the Information Memorandum (IM) 82 from the Office of Community Services (OCS). This nonbinding guidance advises Community Action Agencies (CAAs) to "assure that board members representing low-income individuals and families...have been selected on the basis of some form of democratic procedure either directly through election, public forum, or, if not possible, through a similar democratic process such as election to a position of responsibility in another significant service or community organization such as a school PTA, a faith-based organization leadership group; or an advisory board/governing council to another low-income service provider." IM 82 advises CAAs to ensure democratic selection procedures "directly through election [or] public form," but if that is not possible, it lists a number of alternatives. These case studies are focused on the "direct" democratic procedures. If a CAA determines that direct democratic procedures are not possible, it will likely be able to comply with the law by creating what may be called "micro" democratic selection procedures, whereby the CAA asks another entity comprised primarily of individuals elected from the low-income community (e.g., a tenants association from a local low income housing development) to select someone from their organization to sit on the CAAs board.

While it is clear that CAAs must establish some kind of democratic selection procedure, it is not clear from the federal law what those procedures should, or may, look like. Given this, it may come as no surprise that one of the more common questions asked of CAPLAW is, "How do we conduct a democratic selection process?" Therefore, we have created these case studies to help the Community Action network answer this question by learning from their peers.

## CAPLAW Democratic Selection Procedures Case Studies,

<http://caplaw.org/resources/PublicationDocuments/raisingthelowincomevoice.html>

### Standard 5.2: Nonprofit/Public

- Org's governing board/advisory body has **written procedures** that document a democratic selection process for low-income board members adequate to assure that they are representative of the low-income community.

# Private Sector

- Grantee may choose representatives from organizations or individuals



[http://www.capl原因.org/resources/SelfAssessmentDocuments/CAPLAW\\_BoardComposition%20Matrix\\_April2012.xls](http://www.capl原因.org/resources/SelfAssessmentDocuments/CAPLAW_BoardComposition%20Matrix_April2012.xls)

| CAPLAW Sample CAA Board Composition Matrix April 2012 |        |         |            |   |                            |                               |                           |                 |             |   |          |  |                    |  |  |  |  |  |  |   |                |           |           |        |
|---|--------|---------|------------|---|----------------------------|-------------------------------|---------------------------|-----------------|-------------|---|----------|--|--------------------|--|--|--|--|--|--|---|----------------|-----------|-----------|--------|
| Board Members   | Sector |         |            | Diversity   | Skill/Experience/Expertise |                               |                           |                 |             |   |          |  | Access/Connections |  |  |  |  |  |  |   | Years on Board | Term Exp. | Committee | Office |
|   | Public | Private | Low-Income | Examples:<br>Racial,<br>Ethnic,<br>Disability,<br>Age, etc. | P.R. Communications        | Financial Planning/Management | Organizational Management | H.R. Management | Fundraising | Early childhood education & development | Attorney |  |                    |  |  |  |  |  |  |   |                |           |           |        |
| 1. Jane Doe   |        | X       |            | Hispanic  |                            |                               |                           | X               |             | X                                       |          |  |                    |  |  |  |  |  |  | 1 | 9/1/13         | Personnel | Secretary |        |
| 2.  |        |         |            |   |                            |                               |                           |                 |             |   |          |  |                    |  |  |  |  |  |  |   |                |           |           |        |
| 3.  |        |         |            |   |                            |                               |                           |                 |             |   |          |  |                    |  |  |  |  |  |  |   |                |           |           |        |
| 4.  |        |         |            |   |                            |                               |                           |                 |             |   |          |  |                    |  |  |  |  |  |  |   |                |           |           |        |
| 5.  |        |         |            |   |                            |                               |                           |                 |             |   |          |  |                    |  |  |  |  |  |  |   |                |           |           |        |

# Bylaws/Governing Documents

# Bylaws/Governing Documents

## Standard 5.3: Nonprofit

- Org's bylaws have been reviewed by an attorney within the past 5 years (**not applicable to public CAA**).

## Standard 5.4: Nonprofit/Public

- Org/dept. documents that each board member has received a copy of the bylaws within the past 2 years.

# CAPLAW<sup>BYLAWS</sup> Toolkit

Community Action Program Legal Services, Inc.

A Community Action Agency Reference

2009 Edition

## The Rules CAAs Live By

By Joel L. Kaleva, Esq. and Eleanor A. Evans, Esq.

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This toolkit is intended to guide Community Action Agencies (CAAs) in understanding and revising their existing bylaws and articles of incorporation. It is written primarily for private, nonprofit CAAs; however many of the principles discussed can also apply to public CAAs. Public CAAs should keep in mind, however, that they are not governed by the state nonprofit corporation laws discussed in this toolkit but instead by state laws governing cities and counties.

An organization's bylaws should be treated as the operating manual for its board of directors. The bylaws set forth the everyday rules by which the organization is governed. Well-drafted bylaws should clearly set forth the manner in which the board of directors is selected, meets, votes, and delegates its authority to others.

In order to keep its designation as a CAA and to receive Community Services Block Grant (CSBG) funding, a CAA must comply with the requirements of the federal CSBG Act, which requires that the organization be governed by a tripartite board. Because of the tripartite board structure required by the CSBG Act, CAAs must include a number of provisions in their bylaws not found in a typical nonprofit's bylaws.

When drafting or revising their bylaws, CAAs should be sure to review the CSBG Act's tripartite board requirements. (To view



the codified version of the CSBG Act visit the "Resources" page on [www.caplaw.org](http://www.caplaw.org) and look under "Community Services Block Grant (CSBG) Resources"; see 42 U.S. Code section 9910 for the tripartite board requirements that apply to CAAs.) In addition, CAAs should check their state's CSBG law, regulations or other guidance issued by the state CSBG office, as these authorities often require CAAs to include certain provisions in their bylaws.

In March of 2005, the federal Office of Community Services (OCS) issued Information Memorandum No. 82 (IM 82) to provide OCS's interpretation of some of the CSBG Act's board requirements and recommendations on how CAAs can meet those requirements. Throughout this toolkit, we will point out OCS's recommendations as they are pertinent to the subjects being covered. (For a copy of IM 82, visit the "Resources" page of [www.caplaw.org](http://www.caplaw.org) and look under "Community Services Block Grant (CSBG) Resources" for a listing of OCS IMs, including IM 82.)

Note that IM 82 is not law or binding authority for CAAs or the state CSBG offices; some of its recommendations may conflict with state laws that apply to a specific CAA. Each state has its own statutes that apply to nonprofit organizations, and these can vary from state to state. Thus, it is important for each CAA to closely evaluate the special rules that apply to it to ensure that its bylaws comply with both federal and state law requirements.

*Joel L. Kaleva, Esq.*, is a partner in the Missoula, Montana office of Crowley Fleck PLLP. Mr. Kaleva's practice focuses on counseling nonprofit organizations, including Community Action Agencies, about the complicated interplay among the different federal and state agencies that regulate the activities of these organizations. Mr. Kaleva may be reached by phone at (406) 523-3600 or by e-mail at [jkaleva@crowleyfleck.com](mailto:jkaleva@crowleyfleck.com).

*Eleanor A. Evans, Esq.* is CAPLAW's deputy director and senior counsel. Ms. Evans may be reached by phone at (617) 357-6915 or by email at [eevans@caplaw.org](mailto:eevans@caplaw.org).

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# Bylaws/Governing Documents

## Board Size, Terms & Term Limits

### Federal Law

- Does not address board size, terms & term limits
- Number of board members must be divisible by 3

### State Law

- State CSBG laws and nonprofit corporation acts may address board size, terms & term limits

# Bylaws/Governing Documents

## Petitions for Board Representation

- Federal CSBG Act: CAAs must establish procedures for low-income individuals, community organization, religious organization or representative of low-income individuals that considers its organization or low-income individuals to be underrepresented on the board to petition for representation

– 42 U.S.C. § 9908(b)(10)



# Board Policies

# Board Policies

## Board Orientation/Training

### Standard 5.7: Nonprofit/Public

- Org./Dept. has a process to provide a structured orientation for governing/advisory board members within 6 months of being seated.

**See page 21 – Tip: Use minutes as board orientation tool!**



TOOLS FOR TOP-NOTCH CAAs:  
A PRACTICAL APPROACH TO GOVERNANCE  
AND FINANCIAL EXCELLENCE

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### Standard 5.8: Nonprofit/Public

- Board members have been provided with training on their duties and responsibilities within the past 2 years.

CSBG Training Module

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**CAPLAW**  
Contact

| Outline                    | Thumb | Notes    | Search |
|----------------------------|-------|----------|--------|
| Slide Title                |       | Duration |        |
| Welcome                    |       | 00:04    |        |
| ▶ CAPLAW Introduction ...  |       | 01:20    |        |
| Training Agenda            |       | 00:46    |        |
| Chapter 1   History, B...  |       | 00:27    |        |
| Community Action Be...     |       | 04:24    |        |
| Block Grants               |       | 03:41    |        |
| Community Action To...     |       | 01:19    |        |
| Governing Law              |       | 03:25    |        |
| Chapter 2   Purposes ...   |       | 00:04    |        |
| CSBG Act Purposes          |       | 00:24    |        |
| CSBG Act Purposes          |       | 01:35    |        |
| A Unique Block Grant       |       | 01:12    |        |
| State Discretionary Fu...  |       | 00:30    |        |
| HHS Discretionary Fu...    |       | 00:34    |        |
| Quiz   Chapters 1 & 2      |       | 00:10    |        |
| Chapter 3   Tripartite ... |       | 00:04    |        |
| Governing Law              |       | 02:51    |        |
| CSBG Duties                |       | 01:07    |        |
| Powers                     |       | 01:40    |        |
| Compensation and Se...     |       | 05:36    |        |
| Compensation and Se...     |       | 01:57    |        |
| Compensation and Se...     |       | 02:30    |        |
| Compensation and Se...     |       | 03:12    |        |
| Compensation and Se...     |       | 01:45    |        |
| Compensation and Se...     |       | 00:27    |        |
| Board Size                 |       | 02:56    |        |

86 Minutes 0 Seconds Remaining

# Introduction to CSBG

## CAPLAW TRAINING MODULE

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00:00 / 01:20



| Outline                    | Thumb | Notes    | Search |
|----------------------------|-------|----------|--------|
| Slide Title                |       | Duration |        |
| Welcome                    |       | 00:04    |        |
| CAPLAW Introduction ...    |       | 01:20    |        |
| ▶ Training Agenda          |       | 00:46    |        |
| Chapter 1   History, B...  |       | 00:27    |        |
| Community Action Be...     |       | 04:24    |        |
| Block Grants               |       | 03:41    |        |
| Community Action To...     |       | 01:19    |        |
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| Chapter 2   Purposes ...   |       | 00:04    |        |
| CSBG Act Purposes          |       | 00:24    |        |
| CSBG Act Purposes          |       | 01:35    |        |
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| State Discretionary Fu...  |       | 00:30    |        |
| HHS Discretionary Fu...    |       | 00:34    |        |
| Quiz   Chapters 1 & 2      |       | 00:10    |        |
| Chapter 3   Tripartite ... |       | 00:04    |        |
| Governing Law              |       | 02:51    |        |
| CSBG Duties                |       | 01:07    |        |
| Powers                     |       | 01:40    |        |
| Compensation and Se...     |       | 05:36    |        |
| Compensation and Se...     |       | 01:57    |        |
| Compensation and Se...     |       | 02:30    |        |
| Compensation and Se...     |       | 03:12    |        |
| Compensation and Se...     |       | 01:45    |        |
| Compensation and Se...     |       | 00:27    |        |
| Board Size                 |       | 02:56    |        |

84 Minutes 40 Seconds Remaining

# Training Agenda

1. History, Background and Law
2. Purposes and Use of Funds
3. Tripartite Boards
4. Other Requirements and Restrictions
5. State Plans
6. Allocation, Payment and Carryover
7. Fiscal Controls and Monitoring
8. Funding Reduction and Termination
9. New Eligible Entities
10. Complaints



# Purely for Public CAAs

## CAPLAW TRAINING MODULE

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Purely for Public CAAs |  
Interactive Training Module



**CAPLAW**  
Legal and Financial Resources for  
Community Action

| Outline                         | Thumb | Notes | Search   |
|---------------------------------|-------|-------|----------|
| Slide Title                     |       |       | Duration |
| ► Welcome                       |       |       | 01:52    |
| Training Agenda                 |       |       | 00:27    |
| CHAPTER 1   What is ...         |       |       | 00:02    |
| Defining a Public CAA           |       |       | 03:32    |
| CHAPTER 2   Governi...          |       |       | 00:02    |
| Public CAA Governing...         |       |       | 03:52    |
| Quiz: Chapters 1 & 2            |       |       | 00:05    |
| CHAPTER 3   Tripartit...        |       |       | 00:02    |
| Tripartite Board Sectors        |       |       | 00:35    |
| Governing Laws of th...         |       |       | 00:44    |
| Bylaws and the Laws t...        |       |       | 02:08    |
| Tripartite Board Com...         |       |       | 00:57    |
| Selection of Board Me...        |       |       | 01:09    |
| Composition and Sele...         |       |       | 01:31    |
| CHAPTER 4   Compos...           |       |       | 00:02    |
| Representing the Low...         |       |       | 01:27    |
| Examples of Democra...          |       |       | 03:11    |
| Description of Democ...         |       |       | 00:40    |
| Public and Private Bo...        |       |       | 02:44    |
| Petition for Tripartite ...     |       |       | 00:45    |
| CHAPTER 5   Tripartit...        |       |       | 00:02    |
| Tripartite Board Size           |       |       | 03:57    |
| Tripartite Board Term...        |       |       | 02:04    |
| Tripartite Board Term...        |       |       | 01:13    |
| Quiz: Chapters 3, 4 & 5         |       |       | 00:05    |
| 77 Minutes 50 Seconds Remaining |       |       |          |



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# Training Agenda

1. What is a Public CAA?
2. Governing Law
3. Tripartite Board Overview
4. Composition and Selection of Tripartite Board
5. Tripartite Board Size, Terms and Term Limits
6. Roles and Responsibilities of Tripartite Board
7. Powers of Tripartite Board
8. Engaging Tripartite Board
9. Role of Public CAA in Local Government
10. Maximizing and Leveraging Resources
11. Challenges Faced by Public CAAs

Purely for Public CAAs |  
Interactive Training Module

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Legal and Financial Resources for  
Community Action

| Outline                         | Thumb | Notes | Search   |
|---------------------------------|-------|-------|----------|
| Slide Title                     |       |       | Duration |
| Welcome                         |       |       | 01:52    |
| ▶ Training Agenda               |       |       | 00:27    |
| CHAPTER 1   What is ...         |       |       | 00:02    |
| Defining a Public CAA           |       |       | 03:32    |
| CHAPTER 2   Governi...          |       |       | 00:02    |
| Public CAA Governing...         |       |       | 03:52    |
| Quiz: Chapters 1 & 2            |       |       | 00:05    |
| CHAPTER 3   Tripartit...        |       |       | 00:02    |
| Tripartite Board Sectors        |       |       | 00:35    |
| Governing Laws of th...         |       |       | 00:44    |
| Bylaws and the Laws t...        |       |       | 02:08    |
| Tripartite Board Com...         |       |       | 00:57    |
| Selection of Board Me...        |       |       | 01:09    |
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| Examples of Democra...          |       |       | 03:11    |
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| Public and Private Bo...        |       |       | 02:44    |
| Petition for Tripartite ...     |       |       | 00:45    |
| CHAPTER 5   Tripartit...        |       |       | 00:02    |
| Tripartite Board Size           |       |       | 03:57    |
| Tripartite Board Term...        |       |       | 02:04    |
| Tripartite Board Term...        |       |       | 01:13    |
| Quiz: Chapters 3, 4 & 5         |       |       | 00:05    |
| 75 Minutes 59 Seconds Remaining |       |       |          |



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00:00 / 00:27



A publication by CAPLAW and the Community Action Partnership



# Board Policies

## Conflict of Interest Policy

### Standard 5.6: Nonprofit/Public

- Each board member has signed a conflict of interest policy/comparable local gov't doc. within the past 2 years.

**Updated CAPLAW COI policies  
coming soon . . .**

Sample policies  
and archived  
webinar on  
CAPLAW's  
website

[www.capl原因.org](http://www.capl原因.org)






# Board Policies

## Whistleblower Policy

### Standard 7.7: Nonprofit/Public

- Org. has a whistleblower policy that has been approved by the board/dept. provides copy of local gov't policy to advisory board at orientation.

Sample policies and archived webinar on CAPLAW's website



SECTION 6: ADOPTING A WHISTLEBLOWER POLICY

|   |     |
|---|-----|
| Part I: Reasons to Have a Whistleblower Policy          | 123 |
| Part II: Legal Background                               | 124 |
| Part III: Writing a Good Whistleblower Policy           | 126 |
| Part IV: Internal Process                               | 130 |
| Part V: The Role of Legal Counsel                       | 132 |
| Part VI: Documenting and Tracking Whistleblower Reports | 132 |
| Part VII: Tone at the Top                               | 133 |

123

# **CAPLAW Governance Resources**

# On CAPLAW's Website

[www.capl原因.org](http://www.capl原因.org)

- **Online Training Modules:**

<http://www.capl原因.org/resources/trainingmodules.html>

- Introduction to CSBG
- Purely for Public CAAs

- **CSBG Training Tools for Nonprofit & Public CAA Boards:** Tripartite Board Composition and Selection

<http://www.capl原因.org/resources/publications.html>

# On CAPLAW's Website

[www.capl原因.org](http://www.capl原因.org)

- **Governance Resources:**

<http://www.capl原因.org/resources/bytopic/governance.html>

- Tools for Top Notch CAAs: A Practical Approach to Governance and Financial Excellence
- CAPLAW Bylaws Toolkit
- Case Studies

# On CAPLAW's Website

[www.capl原因.org](http://www.capl原因.org)

- **Self-Assessment Tools:**

<http://www.capl原因.org/resources/selfassessment.html>

- Sample Board Composition Matrix
- Board Composition/Selection Best Practices Checklist

- **Model Policies:**

<http://www.capl原因.org/resources/modelpolicies.html>

- Conflict of Interest
- Whistleblower and Complaint Resolution

# On CAPLAW's Website

[www.capl原因.org](http://www.capl原因.org)

- **Selected Archived Webinars:**

<http://caplaw.org/conferencesandtrainings/webinars.html>

- The Nuts and Bolts of the Federal CSBG Act
- Whistleblower Policies
- Do the Right Thing: Creating a Culture of Compliance and High Ethical Standards

# On CAPLAW's Website

[www.capl原因.org](http://www.capl原因.org)

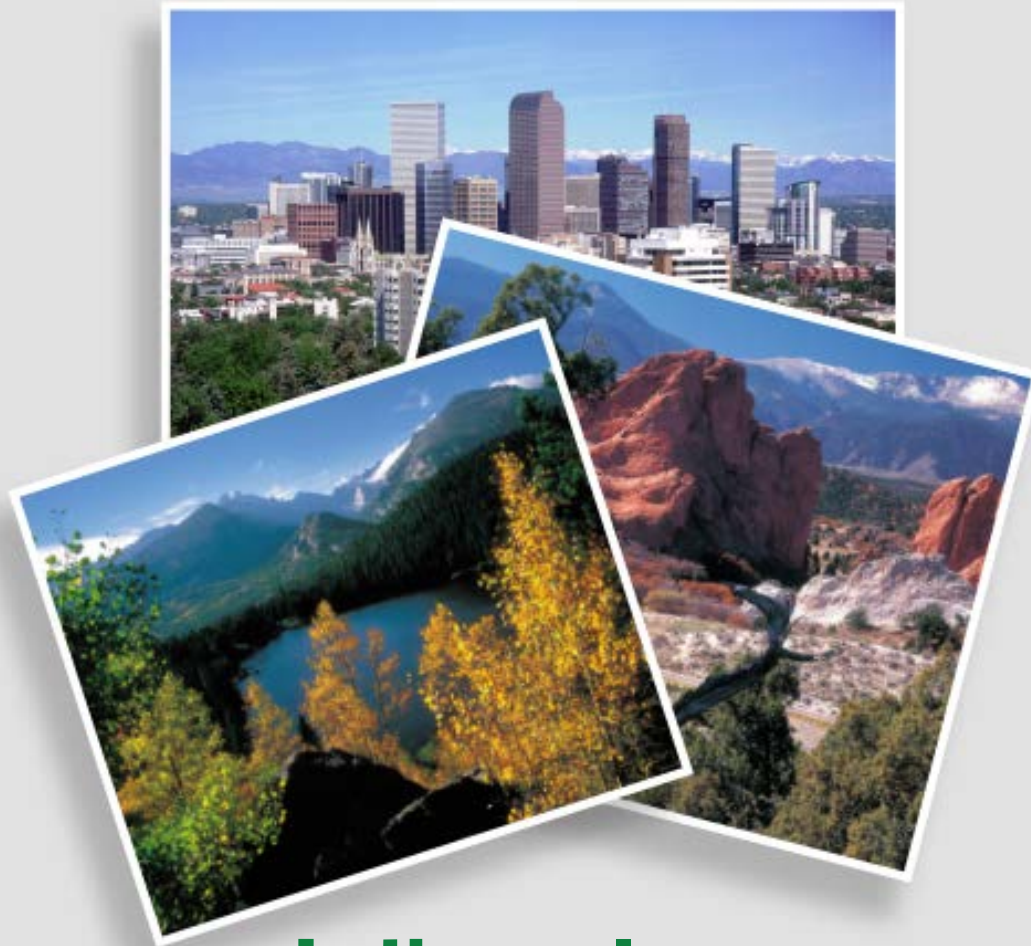
- **Selected Additional Publications:**

- <http://www.capl原因.org/resources/publications.html>

- Exemplary Legal Practices and Policies Guidebook

- Part I: Do the Right Thing: Creating a Culture of Compliance and High Ethical Standards
    - Part II: Working with Attorneys

- Working Better Together: CAPLAW's Guide to Shared Services and Mergers



**Let's explore.**

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**2017 CAPLAW National Training Conference**

Denver Marriott City Center | Denver, Colorado | June 7 - 9, 2017