**West Tennessee Legal Services Board of Directors**

**Minutes of October 26, 2020 Board Meeting**

**Held Via Zoom Due to COVID-19**

**Present:** Michael Tate, Vanedda Webb, John Hamilton, William Kendall, Barbara Hudson, Charlie Barnett, James Pearson, Laura Keeton

**Also present:** Cathy Clayton, Sarah Johnston-Barnett, Andy Cole, Karen Laird

**First item of business:** Review and Approval of July 27, 2020 Minutes   
Vanedda Webb moved to approve. Charles Barnett seconded, and the motion was approved unanimously.

**Second item of business:** Introduction of new PBI Coordinator, Andy Cole

Cathy Clayton introduced Andy Cole, who was previously a TSLA (Tennessee Senior Law Alliance) staff attorney and has shown great enthusiasm and innovation as he is transitioning from his staff attorney position to full time Pro Bono Coordinator. Andy Cole highlighted some of his new initiatives/goals, including a new partnership with Vanderbilt law students to provide research support for pro bono attorneys. He is also working on setting up a partnership with the TBA (Tennessee Bar Association), along with a referral system, for conservatorships. Andy announced that he is hard at work on getting ready for annual CLE (Continuing Legal Education) opportunities for area lawyers. He encouraged to board to reach out to him directly with any questions. His email is [Andy@wtls.org](mailto:Andy@wtls.org).

**Third item of business:** Policy updates

Cathy Clayton referred the Board to materials sent out prior to the board meeting regarding two policies (updated anti-nepotism and Inclement weather policies) that had been approved by the Finance Committee subject to full board ratification. She explained that both policies were in response to funder requirements. While WTLS has long had an anti-nepotism policy included in our conflict of interest policy, we needed a separate, more specific policy. The new anti-nepotism policy was based on LSC’s internal policy. The inclement weather policy is based on existing policy that was written via memo but not included in WTLS’ policy manual. It continues to be based on identified regional college/university schedules but has been updated to be based on institutions closer to satellite offices’ service areas. John Hamilton moved to ratify these policies previously approved by the Finance Committee; motion was seconded by Michael Tate. The policies were approved unanimously.

**Fourth item of business**: Proposal to combine Executive and Finance Committees   
Cathy Clayton had previously suggested to the Finance Committee that the Executive and Finance Committees be combined, which would mean that the Board Treasurer would serve on the combined Executive/Finance Committee along with the current Finance Committee members to meet on the first Monday each month via conference call/Zoom on months that the full Board does not meet. Board president Rick Kendall suggested the following language: “the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.” Upon motion of Vanedda Webb, seconded by John Hamilton, the Board unanimously approved combining the Executive and Finance Committee and adopted the proposed language.

**Fifth item of business:** Executive Director evaluation: Cathy Clayton reminded the Board that her annual evaluation needed to be done by the end of the year. This evaluation has historically been done at the December meeting. Copies of the evaluation form that has been used in previous years was included in the packet for this meeting. Cathy Clayton asked the Board whether they wanted to continue with the same format or use a different form at Mary Jo Middlebrooks asked if the current format was helpful and Cathy Clayton responded that it was. Mary Jo Middlebrooks stated that she saw no need to change the format as the evaluation was primarily for the executive director’s benefit.

**Sixth item of business:** Program update (by Cathy Clayton)

*Year-end meeting –* Due to the pandemic and for the safety of all, WTLS’ annual Board Christmas Dinner has been cancelled. The December Board meeting will still be on the first Monday in December (December 7th) via Zoom starting at 5:30 p.m.

*Grants and funding -* The pandemic has resulted in both additional need and funding. WTLS has hired a staff attorney (Garth Carson) with COVID funds to help with the additional need. We have sufficient funding thru supplemental sources to hire a second attorney for this purpose as well. Additional funding has included funding from The Tennessee Community Cares Act, which will cover Garth Carson’s salary through the end of the year; LSC’s Supplemental COVID funding; and $50,000 from the Community Foundation, which must be spent by the end of March 2021. The later funding was obtained thru the work of Sarah Johnston-Barnett, who identified the funding source and was the lead in applying for the grant. Board member Charlie Barnett joined Cathy Clayton in being interviewed by the selection committee and convincing them WTLS’ application was worthy of award.

The pandemic has also resulted in money not being spent and /or a need to move money around within restricted funding. This has created additional work for WTLS’ senior administration, grant managers, and financial staff. For example, with courts being closed for a time and more work taking place remotely by video conference, travel expenses written into grants has not been spent as was anticipated. Some funders have given very little notice and time to spend COVID-related money, in one case giving WTLS only days to spend restricted funding on expenditures that were already covered by the funder. WTLS is likely to need to request a waiver from LSC for spending less than 12.5% of our LSC funding on pro bono due to a “perfect storm” of events - unpaid leave and then resignation by our prior pro bono coordinator with the resignation resulting in a period when that position was vacant; cancellation of in-person clinics; and moving our CLE events to virtual events. LSC is aware that this is something many of its grantee will struggle with and has indicated it will be understanding in approving waivers.

WTLS has also received $250,00 in supplemental HUD (Housing and Urban Development) Housing Counseling funding, which will be important for the eviction crisis and mortgage modification work. Our TSLA (Tennessee Senior Law Alliance) grant is scheduled to end this spring but we anticipate it will be extended to at least October and likely thru December 2021.

*Racial justice equality efforts committee - a* considerable number of WTLS employees continue to meet regularly on a volunteer basis. This group has been meeting on our lunch hour and not billing LSC or any federal funding to make sure we are at odds with the Executive Order on Combatting Race and Sex Stereotyping.

*Presentations and activities during COVID*-WTLS has pivoted to increased presentations and activities online. The Faith and Justice Initiative of the AOC (Administrative Offices of the Court) recently had a statewide Facebook Live event. WTLS employee Kathryn Avent-Mann helped organize this event and Cathy Clayton was a presenter. WTLS has also made numerous presentations on timely subjects (such as eviction and scams) on social media, both Facebook Live and via YouTube, which she encouraged the Board to view.   
  
Vanedda Webb suggested WTLS check with WRAP in assisting with orders of protection to be served via private process servers and to explore the possibility of a grant for that purpose. She noted that many Orders of Protection don’t get served timely. Cathy Clayton agreed to follow up on that.

*Strategic planning update-* Sarah Johnston-Barnett provided a status update of the work done toward our new strategic plan, including a list of identified goals. A finalized draft will be presented at the December meeting.

**Seventh item of business:** Financial update  
Karen Laird presented preliminary financials thru September 2020. After review of the financials, board members had no questions. Karen advised that a final statement could be sent to board members via email. She also reported that she had hired a temporary, part-time employee, Brandon Haverdink, who is graduating with a master's in accounting in December and studying for the CPA exam until he starts his new permanent job in August. Brandon will be helping the financial department transition to the financial component of our new case management system as well as providing general assistance as needed. Charles Barnett moved to approve preliminary financials, seconded by Laura Keeton; approved unanimously.

**Motion to adjourn:** Charles Barnett moved to adjourn, motion was seconded by Michael Tate, and the meeting was adjourned at 6:35 PM.

\_/s/Laura A. Keeton\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_              Date:\_12/14/2020\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_    
 Laura Keeton, Board Secretary