

FHA DEVELOPMENT, INC.
Meeting Minutes
Monday, December 21, 2020, 6:00 PM
Fayetteville Housing Authority via Zoom

I. Roll Call

Chair Terry conducted a roll call. The following Directors were in attendance: Chair Terry, Director McMahon, Director Jones, Director Breashears. Additionally, in attendance, attorney for FHA Development, Steve Bingham.

Absent: Director Bensinger and Executive Director Belford

II. OLD BUSINESS

A. Review and approve any outstanding meeting minutes: Discussion was tabled and will be rescheduled for the January meeting.

NEW BUSINESS

**B. Special Guest- Steve Bingham, Attorney (Cross, Gunter, Witherspoon & Galchus, P.C.)
Review/discuss best practices regarding fiduciary housekeeping and board communication protocols.**

Chair Terry initiated a conversation regarding FHA Development grant process and some housekeeping questions. A discussion ensued regarding how to delineate between FHA Development Inc. and Fayetteville Housing Authority. Steve Bingham gave the directors some advice on how to proceed in the future, especially regarding documentation and to track each entity separately. He also suggested that some previous issues be addressed and documented. A discussion regarding some housekeeping rules regarding grants received in the past and grants that will be utilized in the future. A suggestion was to ensure that proper documentation was in place. Chair Terry committed to the board to have a separate meeting with Mr. Bingham and Greg Northern, FHA's other attorney to review the bylaws, articles of incorporation and bring any errors or omissions to the board's attention at the January meeting. Chair Terry asked Mr. Bingham to review the protocols for directors and the Executive Director communicating between meetings and the distinction between certain types of conversations and some best practices. He briefly explained the FOIA, Freedom of Information Act and how it applied to the board. He suggested that each board member get the FOIA handbook.

C End of year financial report and balance sheet.

Director Jones made a motion to table this discussion until the January meeting. Motion was seconded and all in favor.

D. Grant application and donation receipt protocols.

Discussion regarding having a specific employee in charge of all aspects of the administration of the grant. Chair Terry said that she would be addressing this when she meets with the attorneys to ensure chain of custody is maintained. She will report back to the board after her meeting.

E. Current portfolio of current and pending FHA Development Properties (Map with pinned locations)

Chair Terry suggested that she would like to formally request the ability to have access to a map with pins in it that would show where current properties are in their development process. Director Jones made the motion, seconded and all in favor.

F. Onboarding additional directors: process, order and method.

Chair Terry explained the protocols and restrictions of either state statutes for FHA and bylaws for FHA Development Inc and the limits of adding additional members. The directors discussed the reasoning behind adding new members. Chair Terry advised that she would discuss this further at the January board meeting.

G. Design Committee Updates

Director McMahon reported that she had not spoken with the current liaison for the Hillcrest Property. She also reported that she has not had the opportunity to explore the foundation that Ms. Belford spoke about in the fall.

H. Approval of November meeting minutes, if available.

Chair Terry advised that the meeting minutes were not available. The Directors discussed if a staff member was charged with typing up the minutes. A discussion regarding the access and the ability to edit the files on the Google drive was initiated. Director Jones makes a motion to table the November meeting minutes, seconded by Director McMahon, all in favor, none opposed.

I. Adjournment

Director Terry Adjourned the meeting