MINUTES OF SPECIAL MEETING
LEARNING ASSISTANCE, INC.
330 EAST MAIN STREET
DURHAM, NORTH CAROLINA
January 3, 2017

AGENDA ITEM I
Call to Order

The special meeting was called to order by the Chair, Gloria Nottingham, at 5:45 p.m.

Present:
  Gloria Nottingham, Chair
  George K. Quick
  Robert “Bo” Glenn
  Daniel C. Hudgins
  Larry D. Yon, II (via phone)

Absent:
  Steve Schewel (Excused)
  Barbara F. Lofton

Also Present:
  Eric Pristell, Attorney, The Banks Law Firm

Staff Present:
  Anthony Scott, CEO
  Jonathan Blum
  Elvert Dorsey
  Denita Johnson
  Zelda Everson

Board Meeting was called into session at 5:45PM

AGENDA ITEM II
Public Hearing(s)

ACTION 1: General Comments from the Public
  There was none.

AGENDA ITEM III
Changes to the Agenda
  There was none.

AGENDA ITEM IV
General Business Action Items
  There was none.

AGENDA ITEM VI
Consent Agenda Action (Items)

ACTION 1:

RESOLUTION NO. 28

RESOLUTION APPROVING FY2017 BUDGET FOR LEARNING ASSISTANCE, INC.

WHEREAS, a proposed annual budget for Learning Assistance, Inc., for the fiscal year
beginning January 1, 2017 and ending December 31, 2017 was presented before the
members of the Board of Commissioners of the Housing Authority of the City of Durham at its public meeting held on December 21, 2016; and

WHEREAS, the proposed annual budget reflects total operating revenues and operating expenses as presented in the Operating Budget document for the year ending December 31, 2017; and

WHEREAS, the proposed revenues are estimated to be available during the fiscal year to fund the proposed expenditures.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors finds as follows:

1. That the budget as presented is approved for the fiscal year ending December 31, 2017;

2. That the Chief Executive Officer or his designee may authorize the transfer of line item appropriations between activities, objects and line items within the budget;

3. That any change in the budgeted expenditures or revenues which serves to change the overall budget amount may be made only by the Board of Directors;

4. That any operating funds encumbered as of December 31, 2016, or otherwise designated, are hereby re-appropriated for the fiscal year ending December 31, 2017;

5. That this resolution shall take effect January 4, 2017.

Done this 3rd day of January 2017.

Motion: Commissioner Quick; Seconded: Commissioner Hudgins; Approved: Unanimously

AGENDA ITEM VIII
Closed Session
None

AGENDA ITEM IX
Adjournment

Motion: Commissioner Hudgins; Seconded: Commissioner Glenn; Approved: Unanimously

(SEAL)

Chair

Secretary
MINUTES OF REGULAR AND ANNUAL MEETINGS
LEARNING ASSISTANCE, INC.
330 EAST MAIN STREET
DURHAM, NORTH CAROLINA
March 22, 2017

AGENDA ITEM I
Call to Order

The Annual Meeting was called to order by the Chair, Gloria M. Nottingham.

Present
Gloria M. Nottingham, Chair
George K. Quick
Barbara F. Lofton
Robert “Bo” Glenn
Daniel C. Hudgins
Thomas M. Niemann
Larry D. Yon, II (via phone)
Steve Schewel

Absent: None

Staff Present:
Anthony Scott, CEO
Jonathan Blum
Elvert Dorsey
Charles Lyon
Tammy Jacobs
Sabrina Singal
Meredith J. Daye
Lorraine Erhunmwunsee
Denita Johnson
Pamela Davis
Zelda Everson

Also Present:
Eric Pristell, Attorney, The Banks Law Firm, P.A.
Ted Edwards, Attorney, The Banks Law Firm, P.A.

A quorum was present and the meeting was called into session at 7:13pm.

AGENDA ITEM I
Call to Order

AGENDA ITEM II
Public Hearing(s)
ACTION 1: General Comments from the Public
There were none.

AGENDA ITEM III
Changes to the Agenda

AGENDA ITEM IV
General Business Action Items

ACTION 1: Approval of Minutes from Special Meeting held on January 3, 2017
Motion: Commissioner Glenn; Seconded: Commissioner Hudgins; Approved Unanimously

ACTION 2: Approval of Minutes from Regular Meeting held on December 21, 2016

Motion: Commissioner Quick; Seconded: Commissioner Glenn; Approved Unanimously

ACTION 3: Resolution – Revised By-Laws of LAI

Discussion: Attorney, Eric Pristell, summarized the purpose of the resolution. This resolution is more performa. It is adding the ex-officio status of the CEO, CFO and CDO. Also, Mr. Pristell, added the similar change on page 11, Article 4, the appointed President, should say “appointed Chief Executive Officer.”

The Chairman introduced the following resolution:

RESOLUTION NO. 29
LEARNING ASSISTANCE, INC.

RESOLUTION AMENDING THE BY-LAWS OF LEARNING ASSISTANCE, INC. TO AUTHORIZE THAT THE CHIEF EXECUTIVE OFFICER, CHIEF DEVELOPMENT OFFICER AND CHIEF FINANCIAL OFFICER OF DHA SHALL SERVE AS EX-OFFICIO OFFICERS OF THE CORPORATION

WHEREAS, Article IV, Section 1 of the By-Laws of Learning Assistance, Inc. ("LAI") allows for the offices of President, Vice President, Secretary/Treasurer and such other officers as the Board of Directors may from time to time elect;

WHEREAS, the Housing Authority of the City of Durham ("DHA"), the parent of LAI, operates with a Chief Executive Officer ("CEO"), Chief Development Officer and Chief Financial Officer, and these DHA senior staff members routinely handle the business affairs of LAI;

WHEREAS, as such, it would be more efficient if the CEO, CDO and CFO were to serve as ex-officio officers of LAI;

WHEREAS, the CEO would serve as President, the CDO as Vice President and the CFO as Secretary/Treasurer; and

WHEREAS, the Board of Directors has deemed it to be in the best interest of LAI to amend the By-Laws to authorize that the CEO, CDO and CFO of DHA shall serve, ex-officio, as the President, Vice President and Secretary/Treasurer of LAI.

NOW, THEREFORE, BE IT RESOLVED that the By-Laws of LAI shall be amended to authorize that the CEO, CDO and CFO of DHA shall serve, ex-officio, as the President, Vice President and Secretary/Treasurer of LAI, as shown within Exhibit A attached hereto.

Motion: Commissioner Quick; Seconded: Commissioner Lofton; Approved: Unanimously

ACTION 4: Election of Board Chair

ANNUAL BOARD MEETING

Chair, Gloria Nottingham, called the Annual Meeting to order at approximately 7:15 p.m. with, Eric Pristell, Esq. serving as Legal Counsel. A quorum was established. At this meeting, the position of the Board Chair was voted on.
A motion was made by Commissioner Lofton for Commissioner Nottingham to retain the Chair position. It was seconded by Commissioner Glenn. Commissioner Nottingham accepted the nomination.

Motion: Commissioner Lofton; Seconded: Commissioner Glenn; Approved: Unanimously

REGULAR BOARD MEETING (7:16 p.m. continues)

AGENDA ITEM V
Information Items

AGENDA ITEM VI
Consent Agenda Action Items

AGENDA ITEM VII.
New Business

AGENDA ITEM VIII.
Closed Session

AGENDA ITEM IX.
Adjournment

Meeting was adjourned at 7:17 p.m.

Motion: Commissioner Glenn; Seconded: Commissioner Hudgins; Approved: Unanimously

(SEAL)

Chair

Secretary
MINUTES OF THE REGULAR MEETING
LEARNING ASSISTANCE, INC.
330 EAST MAIN STREET
DURHAM, NORTH CAROLINA
April 26, 2017

AGENDA ITEM I
Call to Order

The Regular Meeting was called to order by the Chair, Gloria M. Nottingham.

Present:
George K. Quick
Robert “Bo” Glenn
Thomas M. Niemann
Gloria M. Nottingham, Chair
Steve Schewel, City Council Liaison

Conferenced In:
Larry D. Yon, II

Absent:
Daniel C. Hudgins
Barbara F. Lofton

Staff Present:
Anthony Scott, CEO
Elvert Dorsey
Charles Lyon
Sabrina Sinegal
Meredith J. Daye
Lorraine Erhummwunsee
Denita Johnson
Pamela Davis
Gay Crabtree
Doris Jackson

Also Present:
Eric Pristell, Attorney, The Banks Law Firm, P.A.

A quorum was present and the meeting was called into session at 6:19 p.m.

AGENDA ITEM II – PUBLIC HEARING(S)
• General Comments from the Public
  There were none.

AGENDA ITEM III – CHANGES TO THE AGENDA
• There were none.

AGENDA ITEM IV – APPROVAL OF MINUTES BOARD OF COMMISSIONERS
REGULAR AND ANNUAL MEETINGS HELD ON MARCH 22, 2017

Changes to the minutes were as follows:
Remove Commissioner Niemann from being present to being absent. Remove Danielle Wilson, Attorney and replace with Ted Edwards.

Motion: Commissioner Quick; Seconded: Commissioner Glenn;
Approved: Unanimously
AGENDA ITEM V – PRESENTATIONS
  • There were none.

AGENDA ITEM VI – BUSINESS REPORT
  • There were none.

AGENDA ITEM VII – GENERAL BUSINESS ACTION ITEMS (COMMITTEE REPORTS)
  • There were none.

AGENDA ITEM VIII – RESOLUTIONS FOR APPROVAL
  • There were none.

AGENDA ITEM IX – INFORMATION ITEMS
  • There were none.

AGENDA ITEM X – CLOSED SESSION
  • There were none.

AGENDA ITEM XI -- ADJOURNMENT
  The meeting was adjourned at 6:21 p.m.

Motion to adjourn: Commissioner Glenn; Seconded: Commissioner Quick;
  Approved: Unanimously

(SEAL)

Chair

Secretary
AGENDA ITEM I
Call to Order

The Regular Meeting was called to order by the Chair, Gloria M. Nottingham.

Present:
Thomas M. Niemann
Daniel C. Hudgins
Gloria M. Nottingham
Barbara F. Lofton

Conference In:
Larry Yon,II

Absent:
George K. Quick
Robert “Bo” Glenn
Steve Schewel, City Council Liaison

Staff Present:
Anthony Scott, CEO
Sabrina Singal
Meredith Duyne
Barbara Newman
Elvert Dorsey
Lorraine Erhumwunsee
Doris Jackson

Also Present:
Eric Pristell, Attorney, The Banks Law Firm

A quorum was present and the meeting was called into session at 6:22 p.m.

AGENDA ITEM II – PUBLIC HEARING(S)
• General Comments from the Public
  There were none.

AGENDA ITEM III – CHANGES TO THE AGENDA
• There were none.

AGENDA ITEM IV – APPROVAL OF MINUTES BOARD OF COMMISSIONERS
REGULAR MEETINGS HELD ON April 26, 2017

Motion: Commissioner Lofton; Seconded: Commissioner Newman;
  Approved: Unanimously

AGENDA ITEM V – PRESENTATIONS
• There were none.

AGENDA ITEM VI – BUSINESS REPORT
• There were none.
AGENDA ITEM VII – GENERAL BUSINESS ACTION ITEMS (COMMITTEE REPORTS)
• The Quarterly Report was submitted by Elvert Dorsey.
• Commissioner Daniel Hudgins asked about the student at Strayer University. It was confirmed that the student was still there.

AGENDA ITEM VIII – RESOLUTIONS FOR APPROVAL
• There were none.

AGENDA ITEM IX – INFORMATION ITEMS
• There were none.

AGENDA ITEM X – CLOSED SESSION
• There were none.

AGENDA ITEM XI -- ADJOURNMENT
The meeting was adjourned at 6:24 p.m.

Motion to adjourn: Commissioner Lofton; Seconded: Commissioner Hudgins;
Approved: Unanimously

(SEAL)

Chair

Secretary