

Workforce Innovations, Inc.
Board of Directors Meeting
November 28, 2023—11:15 am

NW Development District / HRA, 124 Weldon Drive, Martin, TN / Zoom

Minutes

Board of Directors Attending in Person: Jimmy Williamson, Ted Piazza, Mayor John Penn Ridgeway, Chuck Marquis; **By Zoom:** Ben Ferguson, Mayor AJ Massey, Mayor Jake Bynum, Mayor Mike Creasy

Staff Attending in Person: Jennifer Bane, LeAnn Lundberg; **By Zoom:** Lana Burchfiel, Ginger Powell, Gina Johnson, Laura Speer

Welcome and Call to Order and Approval of Minutes: Jimmy Williamson, President, welcomed the group and called the meeting to order and presented the 8/28/23 minutes for approval.

- **MOTION: A motion to approve the 8/28/23 minutes as presented was made by Mayor Ridgeway and seconded by Ted Piazza. All were in favor and the motion carried.**

Review and Approval of WFI Bylaws Change: The proposed bylaws change indicated in red in the attached handout removes the requirement that the regional representative be a member of one of the boards, which was included as an error.

- **MOTION: A motion to approve the Bylaws change as presented was made by Ted Piazza and seconded by Mayor Ridgeway. All were in favor and the motion carried.**

Policy Manual Changes: Jennifer Bane reviewed the proposed changes to the Personnel and Financial Management Manuals as noted in red in the attached handouts. Proposed changes to the Personnel Manual included adding more detail on the new employee probation period, evaluation process, and alternate work agreement reviews, adding designated holidays and closure procedures for service provider staff to adhere to AJC requirements, a new code of conflict policy, dress code policy, and social media policy based on TN Department of Labor and Workforce Development (TDLWD) policies, and several new IT policies based on prior policies from our time under Dyersburg State. The majority of the IT policies were added to meet requirements for obtaining a cybersecurity insurance policy. Additional work is still needed to obtain additional quotes. Staff will be required to sign an acknowledgement form to confirm compliance with the new policies. Vendors utilizing our IT resources will also be required to sign an acceptable use agreement. The group also discussed exploring options for monitoring staff compliance and auditing IT security. Staff will research utilizing third-party IT auditors. Proposed changes to the Financial Management Manual included updating staff titles and the segregation of duties chart. Additional processes were proposed to ensure all staff and vendor changes are checked by at least two staff, including one management staff, and by two means of communication for changes affecting payment processing. The TDLWD will also likely be sharing new requirements and guidelines in response to issues that arose as a result of a cyber theft in the Greater Memphis area.

- **MOTION: A motion to approve the Policy Manual changes as presented was made by Ted Piazza and seconded by Mayor Ridgeway. All were in favor and the motion carried.**

Organization Updates:

- **2023 Audit Update:** The draft audit report was included with the handouts. There were no findings. Jennifer Bane will send out the final documents once they are received. Jimmy Williamson asked if there were any suggestions given by the auditors. Jennifer stated that the letter did not identify any areas for improvement but did note the areas of greatest concern for possible errors.
- **Southwest Career Services Provider (CSP) Transition:** Jennifer Bane reported that the one-year approval to serve as the CSP for the Southwest area was given in mid-October. The contractor was notified and given an end date of 11/30/23. The State will monitor progress and let us know in April if we may continue serving as the CSP or if we will have to release a new RFP. Jennifer has asked for clarification on the expectations to be met in order for continued approval to be given.

- **New Organizational Chart:** The attached organizational chart includes the contractor staff transitioning to WFI staff. Both GROWWTH staff gave notice so we will be hiring for those positions. One other staff person also may not transition. Aneadra Pearson will transition into the Board's GROWWTH Coordinator position and Catherine Vandyke will transition to Assistant Director of Program Services for the CSP. Lucy Locke will transition to Compliance Coordinator for the CSP instead of the Board, and Derrick Quinn will transition to Assistant Director of Performance & Compliance to serve both areas.
- **Participant Payroll:** We were looking at using a third-party party to handle the participant payroll, but the estimated cost of approximately \$70-\$100,000 annually would be too much if the entire cost must be counted as an administrative cost. Jennifer has requested guidance from the State. If allowed as a program cost, and we are approved to continue serving as the CSP, we may want to consider releasing an RFP at that time. Until then, our part-time, temporary, Financial Coordinator, Theresa Ethridge has agreed to stay on to help with payroll for participants.
- **Supportive Services Payments:** We are working on securing reloadable cards for payment of supportive services and incentives. Jennifer has checked on NetSpend cards that are used by the current contractor, but there were several fees. The cards currently used by Dyersburg State now also require a fee. ADP cards appear to only be available for payroll. US Bank cards, used by the University of Memphis, as part of the GROWWTH grant would not include any fees other than an inactivity fee after 90 days if the card is not used, which would be deducted from the balance on the card. Jennifer has some concerns about some of the contract language and has sent it to a lawyer for review, but we will have to issue checks until we get a system in place. Ben Ferguson mentioned Rapid Pay cards as an option and suggested using them for payroll as well. Jennifer will check on those as well.
- **Insurance Policies Review:** The group reviewed the current insurance policies and amounts currently in place:
 - Directors & Officers Liability – \$1,000,000 Aggregate
 - Business Owners Coverage – \$3,000,000 General and Product Aggregate
 - Liability & Medical Expenses Limit – \$1,000,000 (Per Person - \$10,000)
 - Contents Coverage - \$346,200
 - Workers Compensation – \$796 current premium; \$7,200 estimated with participants.

We have received one quote, about \$2,900, so far for a Cybersecurity policy with a \$1,000,000 Aggregate limit and \$250,000 Funds Transfer Fraud limit. Additional steps must be taken before we can receive additional quotes, including updating our disaster recovery plan to include cybersecurity and conducting an annual audit. The group discussed other possible insurance needs and Employer Practices Liability Insurance coverage and Errors and Omissions Coverage were suggested. Jennifer will check on these as well.

Other Business: With no other business, the meeting was adjourned.

Respectfully submitted,
Lana Burchfiel, Public Information Specialist