

**Panhandle Community Services
Board of Directors Special Meeting Minutes
Panhandle Community Services Central Office – 1309 SW 8th Ave. - Amarillo TX, 79101
Minutes for February 25, 2025, @ 1:00 pm**

Board Members by Sector:

<u>Low Income</u>		<u>Private</u>		<u>Public</u>	
Lydia Villanueva	P	Denese Skinner	P	Judge Tim Glass	P
Robert Coffee	P	Jason Vanosdol	P	Judge Rowdy Rhoades	A
Amanda Quillin	P	John Sharp	P	Judge Dan Looten	P
Teresa Lane	P	Brian Gillispie	P	CM Esmeralda Mills	P
Vacant Seat		Kerry George	P	Judge Mitchell Locke	P

<u>Staff</u>	<u>Position/Title</u>
Magi York	Executive Director
John Mejia	CFO
Lisa Matthyse	Executive Assistant
Cassandra Hernandez	Administrative Specialist

NOTICE – This meeting was publicized in compliance with the state open meetings law, as documented in Appendix A to these minutes. Appendix A also includes a list of the documents provided to members with the meeting notice and agenda. Appendix B includes committee meeting minutes.

Call to Order

John Sharp, Board President, called the regular business meeting to order at 1:00 p.m. Central Time (Organizational Standard 2.4) and announced the Initial Public Comment Period. Lisa Matthyse, Executive Assistant, called Roll and determined that a quorum of directors was present (OS 5.5). Mr. Sharp led the Pledge of Allegiance and the recital of the Panhandle Community Services (PCS) Mission Statement and Vision Statement. Jason Vanosdol led the prayer.

Consent Agenda

Mr. Sharp stated that the only item on the consent agenda was the minutes from the previous Board meeting. He requested a motion to approve the consent agenda.

Motion:	To approve the consent agenda.	
Moved By:	Judge Dan Looten	Second: Lydia Villanueva
Vote:	Motion carried by voice vote	

Board Resolution: Non-profit Resolution for Tax Credit Application

Mr. Sharp asked John Mejia, CFO, to present the Non-profit Resolution for Tax Credit Application. (A copy of the resolution was included in the meeting packet.) Mr. Mejia asked for the Board Directors' thoughts on the resolution. He noted that our attorney has not yet reviewed the resolution. Denese Skinner stated that until the Board received a legal opinion, she did not think the board should take any type of action. Ms. Skinner asked if everyone had read her comments in the email she sent to Ms. York and the Board after the last meeting. Mr. Mejia said they were good questions, especially the ones regarding cash flow and financial statements, and the questions would be sent to our attorneys today.

The Board discussed whether the housing company could submit their application in the next round of tax credit funding if they missed this round. They noted that the short timeline would not give them time to consider the attorney's response. Ms. Skinner stated that the board should not feel any urgency in approving the signing of the resolution.

The Board discussed whether there would be a downside for PCS, aside from losing out on additional income, if the company found another party to work with on the housing project. Jason Vanosdol noted the loss of name recognition if PCS were not tied to the project. He said the housing project could also put us in a favorable light if we could expand similar projects to other towns. Mr. Mejia stated that PCS needs to look for avenues in which we can generate other outside revenue sources.

Ms. Skinner stated there was insufficient information, especially legal, to approve the resolution. She made a motion not to approve the Board resolution. Judge Tim Glass seconded the motion with an amendment that the Board consider the resolution after our attorney has reviewed it. It was noted that if the Board waited seventy-two hours to hold another meeting (to comply with the Open Meetings Act), it would be past the deadline to submit the resolution. Judge Looten stated that other boards sometimes make a motion to approve pending an attorney's approval.

Mr. Sharp stated that the Board needed to vote on the motion before them. He stated that the motion was to not provide a Board resolution for the Nonprofit Resolution for Tax Credit Application. Ms. Skinner noted that if board members wanted a motion to approve the resolution pending our lawyer's approval, they could vote 'nay' to the motion on the table, and then the Board could make a second motion.

Mr. Sharp asked the board members to vote one at a time.

Motion: To not provide a Board resolution for the Non-profit Resolution for Tax Credit Application.
Moved By: Denese Skinner **Second:** Judge Tim Glass
Vote:

Brian Gillispie	Yay	Denese Skinner	Yay	Esmeralda Mills	Yay
Jason Vanosdol	Yay	Dan Looten	Yay	Lydia Villanueva	Yay
Mitchell Locke	Yay	Teresa Lane	Yay	Judge Tim Glass	Yay
John Sharp	Nay	Robert Coffee	Yay	Kerry George	Yay

Ms. Skinner asked Mr. Sharp to confirm that the Board was agreeing to not sign the resolution. Mr. Sharp clarified the motion, explaining that a 'yes' vote would mean the Board would not sign the resolution. He added that Board members could also vote 'no' and then restate the motion, allowing the Board to vote to sign the resolution pending the attorney's approval.

After discussion, Mr. Sharp agreed to retake the vote.

Motion: To not provide a Board resolution for the Non-profit Resolution for Tax Credit Application.
Moved By: Denese Skinner **Second:** Judge Tim Glass
Vote:

Brian Gillispie	Yay	Denese Skinner	Yay	Esmeralda Mills	Yay
Jason Vanosdol	Nay	Dan Looten	Yay	Lydia Villanueva	Yay
Mitchell Locke	Nay	Teresa Lane	Nay	Judge Tim Glass	Yay
John Sharp	Nay	Robert Coffee	Yay	Kerry George	Nay

Ms. Matthyse stated that the vote was five “nays” and seven “yays.”

Board members indicated they would consider the resolution again after our attorney and the Woda Cooper Company answered all of their questions.

(Amanda Quillin entered the meeting at 1:25 P.M.)

Review and Approve PCS Bylaws Revisions (OS 5.8)

Ms. Skinner stated that our lawyer needs to consider the potential unintended consequences of what may seem like an innocuous addition to our bylaws and what it could mean further down the road.

Judge Looten moved to table the approval of the PCS Bylaws revisions until we have our attorney’s feedback.

Motion: To table the approval of the PCS Bylaws revisions until we have our attorney’s feedback
Moved By: Judge Dan Looten **Second:** Teresa Lane
Vote: **Motion carried by voice vote**

Final Public Comment Period

John Sharp called for public comment. No public comments were made.

The Promise of Community Action

Mr. Sharp led the board in reciting 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.*

Motion to Adjourn

Motion: To adjourn.
Moved by: Lydia Villanueva **Second:** Amanda Quillin
Vote: **Motion carried by voice vote**

Hearing no objections, the meeting was adjourned at 1:28 p.m. (OS 2.4).

I hereby certify that this is a true and correct copy of the minutes approved by the Panhandle Community Services Board of Directors.

Signature: 
Name: Amanda Quillin
Title: Board Secretary
PCS Board of Directors Meeting Minutes, February 25, 2025