

Form Name: 2025 Annual Reports for Boards, Commissions and Similar Entities
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2025 Annual Report For Boards and Commissions

Name of Board, Commission or Similar Entity Capital Area Partnership Uplifting People, Inc.

Current members (indicate chair, vice-chair, etc.)

Sam Parker - Chair
Keynote Speaker
Richmond City Appointee

Bill D'Aiuto - Vice chair
Petersburg Department of Social Services

Misty Peloquin - Treasurer
Fahrenheit Advisors

Katy Latimer - Secretary
Reynolds Community College
Richmond City Appointee

Joe Stankus
Community Volunteer

Afton Pryor
Peoples Advantage Financial Credit Union
Petersburg Appointee

Altise Street
DentaQuest

Ben Rogers
Brightpoint Community College

Chloe Van Zandt
WealthCrossing

Donna Harrison
Dinwiddie Department of Social Services
Dinwiddie Appointee

Edward Richards
SupportWorks Housing

Halimah Shepherd
Community Volunteer

Janei Lofty
Enterprise Community Development

Mollie Montague
American Cancer Society
Richmond City Appointee

Shante Williams
Community Health Worker

Tabitha Taylor
Crater Regional Workforce Development Board



Is there any proposed legislation on which the board or commission recommends that the City Council or the General Assembly act?

No

Meeting Dates of meetings held in 2025

January 23, 2025
February 27, 2025
March 27, 2025
April 24, 2025
May 22, 2025
July 24, 2025
September 25, 2025
December 4, 2025

Executive committee meetings (officers) are held in alternative months once we went to an every other month schedule after May's meeting.

Is the 2025 meeting attendance record included?

Yes - Select Yes to upload documents

<https://www.formstack.com/admin/download/file/18976011763>

Is a copy of the body's current by-laws or rules of procedures attached?

Yes - Select Yes to upload documents

<https://www.formstack.com/admin/download/file/18976011765>

If there is additional information the body would like to share, please upload the documents or share in the box below.

<https://www.formstack.com/admin/download/file/18976011766>

Annual meeting minutes from December 4, 2025 attached.

	January 2025	February 2025	March 2025	April 2025	May 2025	July 2025	September 2025	December 2025
Tabitha Taylor	In-person	In-person	In-person	In-person	In-person	In-person	In-person	In-person
Sam Parker	In-person	In-person	In-person	In-person	In-person	In-person	In-person	In-person
Joe Stankus	In-person	In-person	In-person	Absent	In-person	In-person	In-person	In-person
Altise Street	Virtual	In-person	Virtual	Virtual	In-person	Absent	Absent	Virtual
Ben Rogers	In-person	In-person	Virtual	In-person	In-person	In-person	In-person	In-person
Misty Peloquin	In-person	Absent	Absent	In-person	In-person	Absent	In-person	In-person
Janei Lofty	Absent	Absent	Virtual	Virtual	Virtual	In-person	In-person	In-person
Donna Harrison	In-person	In-person	In-person	Virtual	Absent	In-person	In-person	In-person
Afton Pryor	In-person	In-person	In-person	Absent	In-person	In-person	In-person	Absent
Katy Latimer	In-person	In-person	In-person	Virtual	In-person	In-person	In-person	In-person
Halimah Shepherd	In-person	Virtual	Absent	In-person	Virtual	Absent	Absent	Absent
Shante Williams		Virtual	Virtual	Virtual	Virtual	Virtual	Virtual	Virtual
Mollie Montague		In-person	In-person	In-person	Virtual	In-person	In-person	Absent
Bill D'Aiuto			In-person	Absent	In-person	In-person	In-person	In-person
Edward Richards						In-person	In-person	In-person
Chloe Van Zandt						In-person	In-person	In-person

BYLAWS OF CAPITAL AREA PARTNERSHIP UPLIFTING PEOPLE INC.

ARTICLE I Organization

Section 1.1: Name. The name of the organization is Capital Area Partnership Uplifting People Inc. (CAPUP).

Section 1.2: Location. The principal office of CAPUP is and will be located within the Commonwealth of Virginia, at such place as the Board of Directors from time to time designates. CAPUP may maintain additional offices at such other places as the Board of Directors may designate. CAPUP shall continuously maintain a registered office within the Commonwealth of Virginia at such place as is designated by the Board of Directors.

ARTICLE II Purposes

Section 2.1: Charitable and Educational Purposes. CAPUP is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (hereinafter the "Code"), and each reference in these bylaws to a section of the Code shall include corresponding provisions of any future federal internal revenue laws.

Section 2.2: Specific Purposes. Within the limitation of Section 2.1, the specific purpose of CAPUP is to reduce poverty and empower low-income families and individuals to become self-sufficient. To these ends, CAPUP will sponsor, promote, and support services without regard to race, religion, or national origin in the cities of Richmond, Petersburg, and Hopewell and the counties of Dinwiddie and Prince George within the Commonwealth of Virginia (hereinafter CAPUP's Service Area).

ARTICLE III Non-Discrimination

Section 3.1: Policy. CAPUP shall not discriminate on the basis of race, color, religion, sex, gender identity or expression, sexual orientation, national origin, age, disability, veteran status, or any other status protected by applicable law in any of its policies, programs, or activities.

Section 3.2: Application. This policy applies to the selection of the Board of Directors, officers, employees, volunteers, clients, and all other participants in CAPUP's programs and operations.



ARTICLE IV

Board of Directors

Section 4.1: Powers. All corporate powers of CAPUP shall be exercised by, or under the authority of the Board of Directors.

Section 4.2: Responsibilities. The Board of Directors is responsible for the governance of CAPUP, including oversight of its programs, finances, leadership, and compliance with applicable requirements. The Board shall carry out its duties in accordance with board-approved policies and procedures.

Board policies referenced in these bylaws shall be maintained by the Governance Committee and approved by the Board of Directors.

Section 4.3: Number and Representation. To the extent achievable through the exercise of due diligence, the Board of Directors shall consist of no fewer than 15 members and no more than 18 members equally distributed among the three categories below.

a. Public Sector Directors: One-third of the Board of Directors shall be appointed by governing bodies within CAPUP's Service Area.

b. Low-Income Sector Directors: One-third of the Board of Directors shall be representatives from communities and organizations from CAPUP's Service Area who represent the low-income population. Representatives of low-income people need not themselves be low-income individuals, but shall be chosen in a manner which ensures they represent the low-income population.

c. Private Sector Directors: One-third of the Board of Directors shall be individuals who possess specialized skill sets needed for the proper leadership of the organization (e.g., business, finance, legal, real estate) as determined appropriate by the CAPUP's Board of Directors.

Section 4.4: Selection.

Public Sector Directors. The Board of Directors shall select elected public officials to serve as public sector directors. If a public official selected by the Board of Directors cannot serve, s/he may designate a representative, subject to approval of CAPUP's board, to serve as a public sector director; the representative does not need to be a public official. Should a public official, within the period specified by CAPUP's board, fail to accept the seat or to designate a representative to serve, the Board shall select another public official to fill the seat or to appoint a representative, subject to approval of the Board, to fill the seat. A city/county board



or council may also designate a representative, subject to approval of CAPUP's Board, to serve as a public sector director.

Low-Income Sector Directors. The Board of Directors shall select low-income sector directors through a democratic process outlined in CAPUP's board policies.

Private Sector Directors. The Board of Directors shall select individuals to serve as private sector directors who are officials or members of business, industry, labor, religious, law enforcement, education, real estate or other major groups and interests in the community served.

Section 4.5: Term Limitations on Board Service. The term limit of all members of the Board of Directors shall be three years, with an option to serve an additional three-year term with approval of a majority of the Board of Directors.

Notwithstanding any other provision of these bylaws, during an emergency, the Board may vote to extend, by up to one year, the term of any board member whose term is expiring. Any such extension shall constitute an extension of that board member's current term rather than an additional term and shall not count toward any applicable term limits included in these bylaws.

Emergency: An emergency as used in these bylaws exists when a federal, state, or locality within CAPUP's Service Area declares that an emergency or natural disaster exists.

Section 4.6: Resignation/Removal of Directors. Any Board member may resign at any time by giving notice to the chairperson of the Board and specifying the effective date of his/her resignation. A resignation does not require approval and may be accepted by the Board chairperson.

Removal of Directors

Grounds for Removal.

A director may be removed by the Board of Directors for incapacity or for cause, in accordance with policies adopted by the Board.

Section 4.7 Vacancies. Any vacancy on the Board of Directors will be filled in a timely manner by nomination from the Governance Committee and a majority vote of current board members. If a board seat vacancy occurs during an emergency (see section 4.5 for the definition of an emergency), the seat shall be filled when reasonably possible for the organization to do so. Unless a greater number is required by CAPUP's articles of incorporation, these bylaws or applicable law, the act of a majority of the directors at any meeting at which a quorum is present shall be an act of the Board.



Section 4.8: Compensation. Members of the Board of Directors shall serve as volunteers and receive no compensation for services rendered. Directors may be reimbursed for actual and necessary expenses incurred in the performance of their duties to CAPUP.

Section 4.9: Meetings. The Board of Directors shall meet regularly, no fewer than six times per year, including an annual meeting. Meetings, including notice, participation, and voting procedures, shall be conducted in accordance with board policy. Special meetings may be called as provided in such policy.

Section 4.10: Quorum. The quorum requirement for meetings of the Board of Directors must be at least fifty (50) percent of the non-vacant seats on the Board. Directors are present for a quorum count if in physical attendance or participating via teleconference or videoconference. A director may not vote by proxy.

Section 4.11: Action Without Meeting. The Board of Directors may act without a meeting in one of two ways: (a) by consent in writing signed by all directors, or (b) by email reflecting the action to be taken and approved by all the directors either in writing or by email.

ARTICLE V

Officers

Section 5.1: Officers. The officers of CAPUP shall be a chairperson, a vice chairperson, a secretary, and a treasurer, and such other officers as the Board of Directors may from time to time determine to be appropriate. Officers must be members of the Board of Directors. Officers will be elected to serve a one-year term and may be re-elected for two additional terms for a maximum of three years in each office.

Section 5.2: Election. The Governance Committee of the Board of Directors shall propose officers to the full board. The Board shall elect officers as appropriate each year at the annual meeting of the board. If the annual meeting of the board shall not be held on the date designated, the Board of Directors shall hold the annual meeting on some other date as near the original date as possible.

Section 5.3: Vacancies. Any vacancy in an office may be filled by the Board of Directors.

Section 5.4: Powers and Duties. Officers shall possess such powers and perform such duties as are usually performed by such officers, or as outlined in Board policies.

Section 5.5: Removal of Officers. The Board may remove any officer, with or without cause, by majority vote. Removal does not affect any contractual rights of the officer, if applicable. Such removal shall be consistent with board policy.



ARTICLE VI Committees

Section 6.1: Creation. The Board of Directors shall establish committees, including standing committees, to support its work. Standing committees shall include, at minimum, an Executive Committee, a Governance Committee, and a Finance Committee. Additional committees may be created as needed. Committees shall operate in accordance with board policy.

All committees act on behalf of the Board, which retains ultimate fiduciary and governance responsibility for the organization.

Section 6.2: Executive Committee. The Executive Committee shall act on behalf of the Board between meetings, subject to limitations defined by board policy.

Section 6.3: Governance Committee. The Governance Committee is responsible for Board development and related functions, as defined by board policy.

Section 6.4: Finance Committee. The Finance Committee is responsible for financial oversight, as defined by board policy.

Section 6.5: Committee Meetings. Committee meetings, notice, quorum, and voting procedures shall be conducted in accordance with board policy.

ARTICLE VII Executive Director

Section 7.1: Appointment. The Board of Directors may appoint an executive director to serve on terms determined by the Board. The executive director shall be responsible for conducting and administering board-authorized programs and activities, managing fiscal matters, and overseeing operations. The executive director shall maintain regular communication with the Board and may hire and terminate staff as necessary within the approved budget. The executive director shall receive an annual performance evaluation and shall not serve as a board member.

ARTICLE VIII Conflict of Interest Policy

Section 8.1: Conflict of Interest Policy. The Board of Directors shall adopt and maintain a Conflict of Interest Policy to protect the organization's interests when transactions or arrangements may benefit board members, officers, committee members, or employees. This policy supplements applicable federal and state conflict of interest laws.



Section 8.2: Acknowledgement. Board members, officers, committee members, and management-level employees shall sign an acknowledgement confirming they have read, understood, and will abide by the Conflict of Interest Policy. The executive director shall recirculate the policy annually to management-level employees. The secretary of the Board shall recirculate the policy annually to the Board.

ARTICLE IX Records and Reports

Section 9.1: Maintenance of Records. CAPUP shall maintain correct and complete books and records of account, minutes of the proceedings of its Board of Directors and committees, and a record of the names and contact information of all directors and officers.

Section 9.2: Inspection Rights. All books and records of CAPUP may be inspected by any director, or by their authorized representative, for any proper purpose at any reasonable time, in accordance with applicable law and board policy.

Section 9.3: Public Disclosure. CAPUP shall make available for public inspection its annual information returns, application for tax-exempt status, and other documents as required by Section 6104 of the Internal Revenue Code.

ARTICLE X Execution of Documents

Section 10.1: Authority. The chairperson of the Board shall serve as the principal officer of the Board and provide overall leadership to its governance work. The chairperson, or his/her designee shall preside at all meetings of the Board and the Executive Committee. S/he shall sign, with one other officer (vice-chairperson, treasurer, secretary) any deeds, mortgages, bonds, contracts, or any other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof may be expressly delegated by the Board of Directors to some other officer or agent of CAPUP, or shall be required by law to be otherwise signed or executed.

ARTICLE XI Indemnification and Insurance

Section 11.1: Indemnification. Unless otherwise provided by law, CAPUP shall indemnify all board members, officers, committee members, and employees of CAPUP against any and all expenses and liabilities actually and necessarily incurred by him/her or imposed on him/her in connection with any claim, action, suit, or proceeding (whether actual or threatened, criminal, administrative, or investigative, including appeals) to which s/he is made a party by reason of



him/her having been a board member, officer, committee member, or employee of CAPUP, subject, however, to the limitation that there shall be no indemnification in relation to matters as to which s/he shall be adjudged guilty of a criminal offense or liable to CAPUP for damages arising out of his/her negligence or willful misconduct in performance of a duty to CAPUP.

Section 11.2: Amount of Indemnification. Amounts paid by CAPUP in indemnification of expenses and liabilities shall include, but not be limited to, attorneys' fees, costs, disbursements, judgments, fines, penalties, and amounts paid in settlement. CAPUP may advance expenses to or, where appropriate, may itself at its expense undertake the defense of any board member, officer, committee member, or employee; provided, however, that such board member, officer, committee member, or employee shall undertake to reimburse such expense if it should ultimately be determined that s/he is not entitled to indemnification under these articles.

Section 11.3: Insurance. The Board of Directors may authorize the purchase of insurance on behalf of its board members, officers, committee members, and employees against any liability asserted against or incurred by him/her that arises out of acts taken in such capacity, whether or not CAPUP would have the authority to indemnify that person against that liability under law.

ARTICLE XII Fiscal Year

Section 12.1: Fiscal Year. The fiscal year of CAPUP shall be July 1 through June 30.

ARTICLE XIII Amendments

Section 13.1: Amendments. These Bylaws may be amended at any meeting of the Board of Directors upon a two-thirds vote of the non-vacant-seats, provided that notice of any proposed amendment must be given to each board member at least 15 (fifteen) calendar days prior to the meeting at which the proposed amendment is voted on.

ARTICLE XIV Severability

Section 14.1: Severability. In the event that any provision (or portion thereof) of these Bylaws shall be found to be invalid, prohibited, or unenforceable for any reason, the remaining provisions (or portions thereof) of these Bylaws shall be deemed to remain in full force and effect, and shall be construed as if such invalid, prohibited, or unenforceable provision had been stricken therefrom or otherwise rendered inapplicable, it being the intent of CAPUP that each



such remaining provision (or portion thereof) of these Bylaws remain, to the fullest extent permitted by law, applicable and enforceable.

ARTICLE XV

Dissolution

Section 15.1: Dissolution. Upon dissolution of CAPUP, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government for a public purpose.

Approved by the CAPUP Board of Directors at the annual meeting held December 4, 2025.

