

BOARD OF DIRECTORS
FEBRUARY 25, 2016 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. Eric Smith, Board Chair, Dr. Greg Howes, Vice Chair, Mr. Stockton Whitten, Treasurer, Ms. Kathleen Rich-New, Mr. Mark Peterson, Ms. Barbara Loftus, Ms. Ruth Long, Ms. Catherine Wright, and Ms. Andrea Betting.

Board Members Absent: Ms. Brooke Goldfarb

Others in Attendance: Dr. Patricia Nellius, Mr. Bill Bucher, Sr. Executive of Strategy, Ms. Debbie Davidson-Cook, Sr. Executive of Compliance, Mr. Jim Carlson, Sr. Executive of Administration, Ms. Valerie Holmes, Sr. Executive of Programs, Ms. Laurie Anna Blackburn, Board Liaison. Also in attendance were: Ms. Phebe Powell, Brevard C.A.R.E.S., Ms. Patrice Grier, Ms. Hilary Farnum, BFP, Ms. Sylvia Perez, Ms. Jessica Simmons, BFP, Ms. Tracey Kinsley, BFP Ms. Anna Baznik, IMPOIWER, Ms. Amy Hammett, DCF, Mr. Ed Moss, Moss, Krusick and Associates and Mr. Eric Beck from Bouchard Insurance.

Mr. Smith opened the meeting, welcomed and thanked everyone for attending the February 25, 2016 Board of Directors meeting.

Mr. Smith then asked all to state their names for the record.

Mr. Smith then asked for a motion to move the CEO Board Report, to the end of the new business section of the agenda.

Motion: Mr. Peterson moved to approve the CEO Board Report be moved to the end of the new business section of the agenda, and then approved the February 25, 2016 agenda as revised. This was seconded by Ms. Loftus and the motion passed unanimously.

Mr. Whitten entered the meeting.

Mr. Smith then reminded members that if they had a conflict of interest to please complete the Conflict of Interest form (available at meeting) and provide it to Ms. Blackburn. No conflicts were presented.

Mr. Smith then moved to the Staff recognitions.

Dr. Nellius shared that annually BFP recognizes 2 employees for outstanding achievements.

The first is the Linda Marshall Leading Light Award; this award is in honor of Linda Marshall an employee who worked as a client specialist under Ms. Davidson-Cooks leadership and had passed away suddenly. She was loved by her peers, performed her duties in an exemplary fashion, possessing strong leadership qualities with a collaborative spirit, and represented the agency in a positive manner. She then said this year's recipient of this prestigious award goes to Ms. Sylvia Perez who serendipitously is the client relations specialist, responding client inquiries and advocates for their needs. She was presented with the award and pictures were taken.

She then said the second is the Peer Recognition Award given to the employee who is selected by their peers and vetted through the leadership team for being a collaborative team player with fellow employees, who demonstrates innovative and creative abilities in their work, exudes a positive attitude, and goes above and beyond. She then shared this year's recipient is Ms. Hilary Farnum, who also served as the last Leadership Team Chair. She was presented with the award and pictures were taken.

Ms. Farnum shared she was honored and that she received the award for achieving 100 per cent participation across the agency in the United Way Campaign, which is the first time since the inception of the agency.

Mr. Smith then asked for a motion to approve the January 28, 2015 minutes if there were no corrections.

Motion: Ms. Betting moved to approve the January 28, 2015 draft minutes as presented. This was seconded by Ms. Wright and the motion passed unanimously.

Consent Agenda

Mr. Smith asked for a motion to accept the data report under the consent agenda.

Motion: Mr. Whitten moved to approve the consent agenda. This was seconded by Dr. Greg Howes and the motion passed unanimously.

New Business

Financial Report:

Mr. Carlson then introduced Mr. Ed Moss of partner of Moss, Kusick and Associates who was present to report on the Audit for FY ending June 30, 2015. Mr. Moss then passed out a copy of the audit to board members and reported the process went smoothly, there were no findings, and the auditing firm extended the agency the highest write up that can be obtained. Mr. Moss then went through the report and provided an overview of the Balance Sheet, Income Statement, Statement of Cash Flows, in addition to allocations reported on the 990, the summaries on internal controls, major grants compliance, future commitments, and stating the agency has been rated a low risk auditee. He then shared; everything was filed with the federal clearing house and Auditor General back in December 2015 and a final letter will be issued with standard wording identifying and addressing, if any, major disagreements or adjustments. He thanked Mr. Carlson and Ms. Simmons for helping to make the audit a smooth process. Mr. Smith asked if there were any questions and the board had no questions concerning the audit as presented.

Mr. Smith then asked for a motion to accept the audit.

Motion: Ms. Betting moved to approve the audit as presented. This was seconded by Ms. Rich-New and the motion passed unanimously.

For the record, Mr. Smith announced Ms. Rich-New was present.

Dr. Nellius then commended Mr. Carlson and Ms. Simmons for their outstanding efforts and hard work contributing to the success of the audit.

Mr. Smith then asked Ms. Grier to speak on the Foster Parent Liability Insurance. Ms. Grier first passed out the Foster Parent Insurance Proposal from the Lloyds of London Insurance Company. She then reported due to the frequency of claims submitted to the prior insurance company, the agency was classified a high risk and the policy was cancelled. She then said she reached out to 5 other CBC's who manage child placement agency functions in house to learn their process in selecting a Foster Parent insurance carrier. She reported, of those agencies that carry foster parent liability insurance, they are insured through our former carrier or they are insured through James Rivers Insurance Company. She then contacted Bouchard who does not recommend James Rivers due to the agency's high risk classification and recommends coverage through Lloyds of London.

The board ask for clarification on the types of claims submitted causing the cancellation and whether claims were paid or just submitted. Ms. Grier reported the agency must submit a claim on instances that

could potentially lead to a law suit against the agency. She then confirmed the policy was cancelled due to the frequency and severity of the claims submitted and open claims; not necessarily paid. Mr. Eric Beck from Bouchard Insurance also responded by explaining that a lot of carriers in the Florida's marketplace found foster parent liability insurance too high of a risk due to lack of risk management controls with foster parents. He then stated insurance companies are going to look at two types of activity; 1) frequency of claims 2) the severity of claims and payouts. Mr. Whitten then added for clarity; BFP isn't taking on the added responsibility of foster parent liability; but more adding an extra layer of protection in the event of an unfortunate incident. He then stated he agrees with the extra level of coverage. He added due to the lack of foster parent liability insurance carriers in the Florida market place, we are fortunate to have a carrier willing to extend the coverage.

Motion: Mr. Whitten moved to accept the Foster Parent Liability Proposal from Lloyds of London. This was seconded by Ms. Rich-New and the motion passed unanimously.

A question was raised with regard to the Alliance for Non-Profits requiring foster parent liability insurance. Mr. Beck stated the foster parent liability insurance is required by them; and it's a matter of finding an insurance carrier who will underwrite the extended policy.

Dr. Nellius then asked for clarity and approval on the payment time lines.

Mr. Beck reported the terms are as follows:

March 1, 2016 to March 1, 2017 with an annual payment of annual payment: \$56,997

March 1, 2016 to July 1, 2017; (16 month policy) this term adds an additional \$25K increasing the premium of \$76,037 to sync to the current policy.

7/1/2016 – 7/1/2017 requires a new proposal

Dr. Nellius then asked Mr. Beck if installments could be made. Mr. Beck stated, yes through a third party finance agreement with 25% down and monthly installments.

The board then discussed the necessity to increase the premium by \$25K to sync this insurance with other BFP policies for the additional 4 months to ensure coverage at the same proposed rate.

Motion: Mr. Whitten requested to amend his motion to include: Should payments be financed he moves to approve the term March 1, 2016 to June 30, 2017. This was seconded by Ms. Rich-New and the motion passed unanimously.

Mr. Beck then passed out the current insurance liability report and provided an overview of the insurance coverage, to include: Property coverage by location, employee theft and forgery, computer fraud, general and professional liabilities, liquor liability for special events, and employee benefits liability to include errors and omissions, automobile coverage, along with an umbrella policy covering claims over the general liability limits.

Questions were raised concerning the 5% deductible and Mr. Beck reported the rate is standard.

Ms. Rich-New referenced Page 23 concerning management liability coverage. Mr. Beck confirmed Brevard C.A.R.E.S. and The National Center for Innovation and Excellence have a separate management liability policy.

Mr. Beck reported Volunteers are covered under the workers comp volunteer accident policy in the event they are injured while working on behalf of Brevard Family Partnership.

Due to the confidential employee information contained in the reports, Mr. Smith asked that the reports be returned to Mr. Beck for shredding.

Mr. Smith asked Mr. Carlson to report on the financials.

Financials

Mr. Carlson then referenced the January 2016 financials and reported actual expenditures for the month continue to exceed the income received. Ms. Simmons then reported on the salary and benefit variance stating the payroll accruals for July and August were not properly recognized and correcting adjustments have been made and will be reflected in the February financial statements. Ms. Simmons then reviewed variances over \$1,000 and reported background screenings have increased resulting from bringing licensing in house, IT expenditures are over budget and attributed the increase to moving The NCFIE website over to Artemis and for purchases to replace out dated equipment. She then stated membership dues are over budget for the month due to the annual Alliance for Strong Families membership renewal. She then reported out of home care continues to be over budget, as well as the adoption subsidy which will be fully satisfied by DCF. Dr. Nellius added for clarification that the NCFIE transition and IT expenditures are not included in the BFP Budget.

Mr. Whitten then presented the Board Self-Evaluation PowerPoint for 2014 - 2015 with input from members who served on the board of directors for at least six convening's during 2014 - 2015. He addressed the specific sections as follows:

Mr. Whitten addressed sections 4 and 5 pertaining to how the board as a whole fulfills its governance responsibility and stated the role of the board is to set policies and not to micro manage the day to day operations.

Dr. Nellius further explained the Governance Policies specifically outline the board member role in relationship to the CEO. She referenced GOV011 – The governance model states the CEO is the sole link to all staff and the day to day operations. The board's role is responsible for the strategic planning, policy setting and fiduciary oversight of the organization.

Dr. Howes asked for clarification on how the policy relates to staff serving on Board Subcommittees lead by board of directors. Dr. Nellius shared Ex Officio staff may serve on the board subcommittees along with their staff designees who will take meeting minutes; provide subject matter expertise pertaining to the subcommittee charge.

Mr. Whitten moved to section 6. Dr. Nellius clarified the strategic workplan is a 5 year plan where on an annual basis; goals are selected for the year and presented to the board for approval then implemented across the system of care. Dr. Nellius then said the Self-Evaluation is not a governing document but more of a board self- assessment tool.

MOTION: Mr. Whitten moved to approve the revision of the Board Self-Evaluation to reflect that the annual plan is the Strategic Workplan aligned with the Strategic Plan and is presented to the board on an annual basis for approval. This was seconded by Mr. Peterson and the motion passed unanimously.

Mr. Whitten then went back to sections 4 and 5 and asked if the wording should be changed as well. Dr. Nellius agreed that the plan should be revised to reflect the policy language. Mr. Peterson then suggested that a motion be put on the table that will allow Dr. Nellius to revise the Board Self-Evaluation to conform to practice.

MOTION: Mr. Peterson moved to approve the Board Self-Evaluation be revised by Dr. Nellius to conform to practice. This was seconded by Ms. Wright and the motion passed unanimously.

Action Item: Dr. Nellius will make track changes to the Board Self-Evaluation and bring it back to the board for review.

The board then discussed measuring accountability and quantifying the information provided in the Board-Self Evaluation tool. Dr. Nellius then suggested, through strategy sessions, devising another tool or revising the Board Self-Evaluation tool to quantify and define the strategic direction of the board. She added over the last several months the board has moved from a fiduciary policy setting board to more philanthropic and civic engagement.

Mr. Whitten then referenced the handouts provided which contain board member comments to the last 5 questions from the evaluation.

Mr. Smith then addressed planning for the Strategy Workshop and reported two objectives: 1) Board Governance with respect to board member roles and 2) Strategic goal setting and implementing practical measures. He would like to hold the workshop on an annual basis. He then suggested meeting in April for breakfast and holding the workshop until noon. He then opened the floor for discussion. Dr. Nellius agreed at this juncture, there is a need to clearly define the board member role, responsibilities, expectations and how that aligns with the organizational practice. Ms. Rich- New offered to assist Mr. Smith with developing the agenda.

ACTION ITEM: Ms. Blackburn will work with the board to determine a good date and location for the April workshop.

Mr. Smith moved the CEO board report.

Dr. Nellius reported on February 12th BFP hosted its 3rd annual BYT Summit with 200 in attendance. She then referenced the Brevard Business News article located behind her report, featuring Ms. Ashley Carraro, Mr. Leonard Burton, Senior Fellow from the Center for the Study of Social Policy (CSSP) and Sarah Greenblatt who serves as our new technical assistance consultant since the departure of Dr. Munoz. She shared the 2 day Summit begins the evening before with a Youth Café where youth are posed with 2 questions, 1) What do you need to feel supported, valued, nurtured and protected? 2) What do you need to be prepared for independence? Their responses are compiled and presented to the community with the intent to appeal to their hearts and shift the narrative from what the youth can't do to what they can do and are capable of. This year's Youth Café was an outstanding and inspiring event and she encouraged all members to consider attending future events.

Dr. Nellius then spoke about the executive team and their efforts working diligently on the Risk Pool Funding Application (RPA). She then shared the application process and stated Brevard was greatly accelerated in comparison to the timeline outlined in the RPA Guidelines; leaving only 7 days between the final Notice of Intent and the due date for the RPA to DCF. She then commended Mr. Bill Bucher who served as the project lead and went above and beyond working around the clock compiling data from other divisions and Ms. Laurie Anna Blackburn for providing support to her and Mr. Bucher to complete the final application. She reported the Risk Pool site visit is scheduled for March 2 – 3 and shared an overview of the review process.

Dr. Nellius then shared she had a conversation with the DCF Deputy Secretary asking for the metrics included in the tool used by the Risk Pool Review Teams to determine the scoring and the decision for the allocation of funds. He reported there is no tool. She then directed the board to page 2 of the DCF projections showing agencies outside of the 5 agencies who applied for the risk pool are projecting deficits. She added part of the challenge of the risk pool process is forecasting at this time of the year what the actual losses will be.

She then said the agency went through a procuring process to obtain banking services for a line of credit and a bridge loan. Two banks were selected and the presentations will begin the first week of March.

Dr. Nellius shared that she and Mr. Carlson had a conference call with DCF Deputy Secretary concerning cash flow projections and requested a letter of guarantee to support the Line Of Credit application and bridge loan. The Departments decision is pending feedback from the Risk Pool Funding review committee.

Dr. Nellius asked if there were any questions and none were expressed.

Brevard C.A.R.E.S. Board Report

Ms. Powell referenced her board report stating Staff from Brevard C.A.R.E.S., the C.A.R.E.S. Board Chair and an adoptive father attended Children's Week in Tallahassee.

She then directed the board to the C.A.R.E.S. data report and reviewed the trends in the number of court cases for the last quarter of the calendar year.

Ms. Powell then shared the Department has just published their operating procedure for Family Support Cases and C.A.R.E.S. is developing an internal operating procedures to align with the Departments. Dr. Nellius added, the state has agreed that children served through C.A.R.E.S. can be entered into the state information system and will now be accounted for in the Equity Allocation Formula.

Ms. Powell then reported Mr. Carlson took a team to Tallahassee to advocate for the \$1.5 million request to support Wraparound and Prevention services, along with cross over youth who will be dually served in the Juvenile Justice and the child welfare systems.

Ms. Holmes then reported on Strategic Plan Year 3 - Goal 9: ADOPTION – Find permanent homes for children in a timely manner.

Identify adoptive families that can meet the specialized needs of the children currently in care

9a. Explore and evaluate additional pre- and post-adoption support and services.

Programs: Monthly and quarterly adoption coordination meetings will occur to include case management, CARES post adoption, and IMPOWER adoption staff.

Target is 66 finalizations annually.

Currently, 36 adoptions have been finalized and 8 are scheduled for March.

The next Mass Adoption is scheduled for May 6th.

Action Item: Ms. Blackburn will send details to the event once finalized.

Mr. Carlson reminded the Board that there are still seats available for the Brevard Walk of Fame event.

No public comments were expressed

MOTION: Ms. Betting moved to adjourn. This was seconded by Ms. Wright and the motion passed unanimously.

Respectfully Submitted,

Laurie Anna Blackburn
Board Liaison

Approved at the March 24, 2016 Board of Directors Meeting