

BOARD OF DIRECTORS
FEBRUARY 28, 2013 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. Stockton Whitten, Board Chair, Judge Kelly McKibben, Board Vice Chair, Mr. Samuel Gutierrez, Board Treasurer, Mr. Leo Roselip, Mr. William Ryder, Mr. Mel Broom, Reverend Scott Elliott, Ms. Brooke Deratany-Goldfarb, Ms. Kathleen Rich-New, Ms. Christa Bailey, and Mr. Eric Smith.

Board Members Absent: Officer Michael Cadore.

Others in Attendance: Dr. Patricia Nellius, Chief Executive Officer, Ms. Valerie M. Randall, Chief Personnel & Administrative Officer, Ms. Debbie Davidson-Cook, Chief Compliance & Utilization Officer, Ms. Gloria Hensler, Finance Director, Mr. Jim Carlson, COO, Mr. Geo Ropert, Director of Communications, Ms. Kelly Swartz, Staff Attorney and Ms. Laurie-Anna Blackburn, Executive Assistant. Also in attendance were Ms. Valerie Holmes, Executive Director, Brevard C.A.R.E.S. Sheriff Wayne Ivey, Ms. Lindsey Deaton, Brevard County Sheriff Office, Ms. Donna Brown, James Moore & Company, Ms. Teresa Miles and Ms. Michelle Scott, CHS.

Mr. Whitten called the meeting to order.

Motion: Ms. Rich-New moved to approve the agenda. This was seconded by Mr. Smith and the motion was passed unanimously.

Mr. Whitten then reminded members that if they had a conflict with any agenda item or had any business relationship with other board members to please complete the Conflict of Interest form (available at meeting) and provide to Ms. Randall.

Motion: Mr. Ryder moved to approve the January 24, 2013 board meeting minutes. This was seconded by Judge McKibben and the motion was passed unanimously.

Mr. Whitten then asked Dr. Nellius to introduce Sheriff Ivey. Dr. Nellius commented that many board members are acquainted with Sheriff Ivey and it is a pleasure to have him at the meeting. She provided information about his background and welcomed him to address the board.

Sheriff Ivey indicated he was pleased to attend the Board meeting and shared that community partnerships are a core value of his. He shared that he plans to identify gaps and needs within the community to improve safety. His focus is to reach youth prior to their involvement with law enforcement and crime prevention is a major focus of the Brevard County Sheriff Office. He commented on the outstanding work that had been accomplished under Sheriff Parker and that he is charging himself and the Sheriff department to take it up another level; though he acknowledged that the bar was set quite high. He indicated that he has only hired one individual, Ms. Lindsey Deaton to serve as the Community Relations Outreach person who will coordinate all the Sheriff Department events and is responsible to forge partnerships with others to bring other law enforcement resources to the community. He spoke about Camp Chance as Brevard's hidden gem and how it is currently being used to provide a camp experience for 360 youth during the summer. He stated he wants to enhance this program with other partnerships and programs to provide more youth with this opportunity. He stated his goal is to serve 1,000 youth during the six (6) week period. He spoke about his initiative to expand the PAL program to include other areas of interest and expression for youth and that some of the School Resource Officers will be working with youth during the summer as a mentor and that he is working to develop life skills training as well through this avenue.

Sheriff Ivey described the role of the Public Information Officer and that all sectors of the community will be accessed to provide crime prevention activities. He spoke about the implementation of social media including Facebook which will provide details on programs available, information and indicated that he has requested funds for Fx streaming where information is targeted to youth through vehicles including Xbox, play station, Youtube and a website developed by a local youth called gromesocial. He also spoke about the Civil Citation Program which he supports. Mr. Whitten inquired if there are any legislative activities impacting the Sheriff's department. Sheriff Ivey spoke about the current discussions regarding the elimination of the Juvenile Justice detention and that depending on the outcome of that he would be willing to consider taking that over. He also spoke about a new bill that would make publishing of photos without consent a 3rd degree felony. Discussion then moved to the high level of individuals who are addicted to prescription drugs and that he is working diligently to address this within the community. Judge McKibben inquired if the Sheriff is considering taking over the DCF role of PI work as had been discussed previously in this County and is in effect in others. He shared his interest in doing so if the funding was adequate and that partnerships could be developed. Sheriff Ivey thanked the board for their time and invited calls at any time to continue to develop the relationship.

Consent Agenda:

Mr. Whitten asked if there were questions or concerns on the Board Data Report. None were expressed and the next agenda item was discussed.

CEO Board Report:

Dr. Nellius reported on the many agency initiatives and that based on the current legislative items the agency is slated to take a significant budget reduction. She referred the members to the community letter that will be distributed and that a survey will be made available to those community partners to provide suggestions for how this could be absorbed within the system of care. She also shared information about a meeting with the Mr. & Mrs. Sansom who may be in a position to advocate for the agency and that a motion will be presented later in the meeting.

She reported that the final negotiations on the contract were held on February 26th and referred members to the response letter from DCF to the letter sent by Mr. Whitten on behalf of the agency and board. She discussed the negotiations and the identified items and how these were addressed. One major issue involving the liquidated damages will remain in the contract but is only a placeholder as these can not be enforced absent a change to statute. She shared that the Secretary wanted to have these in the contract so during this year, the implications and ramifications of these could be measured without being enacted. She also shared that the requirement for a 10% withhold for community reinvestment was removed as BFP has done community reinvestment on an ongoing basis since inception. She did indicate that the risk language had been removed and replaced with tasks. However the statutory protections remain even though unfunded at this time. Discussion took place on the task limits which remained in the contract requiring the agency to assume tasks possibly absent funding from the department. Discussion involved the fact that these would have to be negotiated into the contract at that time. Dr. Nellius then spoke about her recent meeting with the leaders of the Quality Parenting Initiative (QPI) and that a new home study is being piloted nationally and that Mr. Carlson had been an active participant in the design of this. She also commented that the marketing materials developed by BFP are being utilized as well on a national basis and gave kudos to Mr. Ropert and his department.

Legislative Report:

Mr. Ropert shared that the session begins again next week and that he had met with Senator Altman last evening. He shared that he provided key areas of concern to the Senator and that he expressed interest in these issues. He indicated that the bill to extend the age of IL youth to 21 was gaining traction and that discussions were ongoing regarding the equity model.

He updated the board of the changed times for Children's' Week activities where the arrival day is Tuesday, April 9th with meetings scheduled on the 10th and the Foster Parent activities which will be held on the 11th.

Old Business:

Mr. Whitten then inquired about the Regional CBC group discussion which was a follow up item from the January meeting and if there was a need to have discussion on this. Dr. Nellius shared that this group is inactive at this time and Mr. Whitten suggested moving on to new business.

New Business:

Mr. Whitten requested Ms. Donna Brown, Partner with James Moore & Company to address the board regarding the Financial Audit and 990 filing. Ms. Brown indicated she would provide the board members with specific items and activities that occur to complete the consolidated financial audit of the agency and that as she noted new members she would provide an overview of the types of audits that are required for our agency. She spoke about the management letter and that three separate audits are conducted covering the basic financial numbers, governmental audit standards (federal and state funds) and those for grants. She reviewed the basic financials in terms of assets, payables and carry forward funds. She spoke about the notes to the financial statements which described how items are accounted for with explanations. She stated the agency is in good position and there are no deficiencies noted. She reminded the members that BFP has a line of credit which remains fully available. Ms. Brown then spoke about the audit under the governmental auditing standards which includes the evaluation of internal controls and compliance. Regarding compliance with federal and state grants (DCF funds) that 60 transactions are selected for review in each major category and that there are no issues to report. Regarding internal controls she reported there was one (1) item of deficiency but that it was not determined to be a material finding. She explained how this occurred and that based on a change made by DCF with FSFN that was not widely disseminated, several CBC agencies realized after the fact that there were some errors as a result of this change. The updates did not take place on every case as it was intended impacting a change in eligibility and the agency was not notified on the specific change. She shared that the reconciliation had been addressed as quickly as the issue surfaced and that internal controls were now in place requiring a monthly reconciliation of the activity. There were no questions on the audit and Mr. Whitten requested Ms. Brown to allow other business requiring motions to occur due to the need for a board member to leave early.

Dr. Nellius then spoke about the meeting with the Sansoms and the need for the board to decide to engage these individuals to represent the interests of the agency. Several members of the board expressed knowledge of these individuals and supported engaging them for the benefit of the agency.

Motion: Ms. Goldfarb moved to engage the Sansoms as governmental consultants for BFP. This was seconded by Mr. Gutierrez and the motion was passed unanimously. Mr. Roselip inquired about the expense and Dr. Nellius provided that information and shared that with the two (2) key issues they would focus on that relief gained through their advocacy would more than justify the fee; which was a reduced fee to BFP as a non-profit.

Financial Report:

Ms. Hensler referred to the materials in the binders which included the January Statement of Activities and Statement of Financial Position. She shared specific line item variances with the board regarding legal fees. There was a request for an update on the situation and it was reported that a court date has been set for May 16th. Discussion took place on the current engagement of the outside counsel as well as the attorney involved from the insurance carrier and it was determined to retain both until after the court date.

Ms. Hensler then spoke about consulting fees and explained that the agency had taken the function of process serving from DCF and that the costs are increasing from that which was provided. Discussion took place on this where Ms. Swartz shared that some entities are being served that don't need to. This was confirmed by Ms. Miles with CHS as she as a provider would waive that requirement. Ms. Hensler then spoke about the increase in in-home supports and shared that effective January that the Mindshare system was doing the accruals for this. Dr. Nellius also commented that there is an increase in out of home care and therefore more services are being required. Ms. Hensler then spoke about the adoption subsidies and that based on the adoptions there is a shortfall; she reported that DCF had provided \$98K but that another allocation would be needed and that DCF indicated they would assess this in May to determine if they can source funds to augment the deficit of \$42K.

Mr. Gutierrez left the meeting.

Dr. Nellius commented that there is legislation in play to increase the foster parent board rate, but that currently this is unfunded and that the adoption subsidy is based on 80% of this rate and that currently the agency has surplus dollars to date that can be used to offset these deficits. Discussion took place on the current rates for foster parents. Ms. Hensler then reported on the increase expense in the IL line due to higher utilization than had been budgeted. Discussion took place on this and in terms of increasing the age of IL eligibility and the impact this would have on the agency absent additional funding. Mr. Ryder expressed his opinion that it is preferable to spend the funds during the IL time than the additional costs associated with young adults who exit the system without skills and employment. Ms. Goldfarb shared she had recently become a GAL and that she has five (5) youth currently and that she finds that the mentorship and follow up with these young adults is critical to ensure attendance at school.

Having concluded the financial reviews, Mr. Whitten returned to the Consolidated Financial Audit.

Motion: Judge McKibben moved to approve the Consolidated Financial Statement Audit. This was seconded by Mr. Ryder and the motion was passed unanimously.

Ms. Brown then presented the agency 990. She shared that the IRS is working diligently to match the 990 with all other financial submissions and that the numbers are matched. She reviewed the document and Mr. Roselip asked about item 8b and if the response was accurate.

Action Item: Ms. Hensler will send a reminder e-mail to Ms. Brown to evaluate the phrasing of the question to ensure the answer is appropriate. Ms. Brown reviewed other aspects of the 990 and indicated that after resolving the one question this would be ready to file. There were no further questions on the 990.

Dr. Nellius then presented three (3) Governance Policies for board consideration which had some proposed revisions. These included GOV 004-Succession Planning, GOV 005 Board Donation and GOV 014 Board Sunshine policies.

Judge McKibben expressed that GOV 004, as written, did not seem to allow for other internal employees to be considered for the succession plan and she felt that it should include other internal candidates. She referred to two (2) sections where this was addressed in the proposed policy. It was requested that the language be changed to: "...executive search if necessary" and delete the reference to external.

Motion: Mr. Broom moved to approve the proposed changes to the three (3) policies including the language change to GOV 004. This was seconded by Judge McKibben and the motion was passed unanimously.

The next agenda item addressed the calendar 2012 employee satisfaction and engagement survey and other human resource programs. Ms. Randall thanked the board for the opportunity to provide this information but stated that she and Dr. Nellius had received an e-mail from Officer Cadore who requested that his comments and a request be read to the board.

Ms. Randall then read Officer Cadore's request to ask the Board for a letter to be crafted to his new employer requesting that he be able to attend the board meetings. She went on to read his statement to the board which provided information on his new role, that he will remain a reservist and trainer with the Rockledge Police Department and that he wishes to remain an active participant with BFP and that he asked for the board's support and patience in his absences as he transitions into his new position. Discussion ensued and the board requested that the letter be drafted for the Board Chair's signature.

Action Item: Craft a letter to Officer Cadore's new employer regarding the desire to have him remain on the BFP board of Directors.

Ms. Randall then presented the calendar 2012 employee satisfaction and engagement survey data and the 2012 turnover data to the board. She reviewed the categories of the satisfaction survey, the ratings and results for calendar 2012 and shared that compared to last year where 80% of staff agreed or strongly agreed that overall they were satisfied as an employee of BFP that this year that number increased to 100%. Ms. Randall then shared the activities that took place during calendar 2012. She reported on the agency turnover which was below the target and well below the controllable target which was also a very positive factor for the agency. Ms. Goldfarb expressed that money is not always the motivator and that employees who feel valued and appreciated tend to feel positively about their employer. Ms. Rich New commented that the turnover number was outstanding and that from her perspective a company wants some turnover and that this was an outstanding result. Mr. Whitten stated that he felt this was a strong expression of the outstanding leadership of Dr. Nellius and also wanted to give kudos to the board for not being in the way as he has seen in other organizations. Mr. Roselip commented that this is a testimony to the policies in place and that the board is not involved in staff issues. Mr. Whitten then shared with the board that Dr. Nellius is not under contract and that he will be presenting, at a future board meeting, a document that is intended to retain her and her expertise. He shared that he will present a contract for consideration on this matter.

Ms. Randall then addressed other materials provided to the board members which included the agency's current benefit programs and other activities available pending funding. She referenced the letter from Berkshire Associates regarding the agency's Affirmative Action Plan and annual results as well as a letter from ndtArtemis addressing the IT compliance with DCF requirements.

Mr. Ryder inquired if Dr. Nellius would like the Sheriff to take over PI and she responded that we would be interested in exploring that option should the Sheriff wish to pursue that possibility. Ms. Goldfarb asked to inform the board that CHS is holding an event on April 26th and needs volunteers. Ms. Miles spoke about the wine tasting event at Maxine's.

Having no further business Mr. Whitten adjourned the meeting.

Respectfully Submitted,

Valerie M. Randall
Recording Secretary

Approved at March 28, 2013 Board Meeting