

BREVARD FAMILY PARTNERSHIP
BOARD OF DIRECTORS
FEBRUARY 25, 2010 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. William Ryder, Board Chair, Ms. Helen Voltz, Vice Chair, Mr. Leo Roselip, Ms. Irene Burnett, Judge Kelly McKibben and Mr. Sam Gutierrez.

Board Members Absent: Mr. Stockton Whitten, Treasurer, Ms. Leigh Holt, and Mr. Mel Broom.

Others in Attendance: Dr. Patricia Nellius, CEO, Ms. Valerie M. Randall, Chief Personnel and Administrative Officer, Mr. James Carlson, COO, Mr. Chad Carnell, CFO, Ms. Debbie Davidson-Cook, Chief Compliance and Utilization Officer, Mr. Geo Ropert, Communications Consultant and Ms. Stephanie Strodman, Executive Assistant. Also in attendance were Ms. Donna Brown from James Moore, the financial audit firm, Ms. Ann Donovan from Brown and Brown Insurance, Ms. Teresa Miles, CHS, Ms. Gloria Vines-Wilkinson, Devereux, and Dr. Jack Sidoran, DCF Circuit Administrator.

Mr. Ryder called the meeting to order and requested that those present state their names for the record.

Motion: Mr. Roselip moved to approve the agenda. This was seconded by Judge McKibben and the motion was passed unanimously.

Motion: Judge McKibben moved to approve the minutes from the January 28, 2010 meeting. This was seconded by Mr. Roselip and the motion was passed unanimously.

The next item was the Consent Agenda which included:

- The Board Report
- The Operations Data Report
- The Updated Annual Calendar
- A Schedule of Recurring BFP Meetings

Dr. Nellius asked to make a few comments on the Board Report which had been revised from the draft posted on the board portal. She indicated that the revisions included an update on Pat Higgs' request for federal funds to utilize in Brevard County for the "Operation Full Employment" program, an expanded version of "Project Success" which had been piloted in Brevard County. These programs consists of a fast track GED program for IL youth and the expanded program includes job training skills as well as enhanced life skill training. She also shared that the Board subcommittee on Board Recruitment had met and that the Chair, Judge McKibben would make recommendations to the full board based on the outcome of that meeting. She provided a document outlining the initially proposed budget cuts to the CBC's and she reported that as requested by the FCFC, BFP had provided a statement regarding the impact of the current proposal. This is detailed in the Board Report. She commented that as it stands, there would be a \$2.3M cut to Brevard Family Partnership. She also mentioned the list of standing committees and meetings that are held at BFP and that these are provided to Board Members if they would like to attend any of these activities.

Mr. Ryder suggested that Board Members review the standing meeting document and indicated that these venues are a good way to learn about the Agency. He also stated that the Board needed to pay close attention to the proposed cuts.

Action Item: Dr. Nellius will update the standing meeting list with the monthly Interfaith Coalition Meeting and this will be posted on the Board portal.

Dr. Nellius indicated she is part of the state-wide initiative regarding the development of community Interfaith Coalitions and that this initiative is strongly encouraging all communities to engage this resource. She also commented that it has been a very positive initiative in Brevard County.

Mr. Roselip inquired about the proposed cuts and asked what plans are in place to address this regardless of the final outcome. Dr. Nellius indicated that BFP is approaching this in a similar manner as the State has, by looking at these cuts on a tier-level basis where the first tiers would have no or little impact to the children and families we serve while further cuts would clearly result in an impact to varying degrees. She indicated that rather than taking drastic action at this time, she and the executive team are planning for the worst and hoping for a better outcome once the senate appropriations subcommittee meets. In response to a follow up question she indicated that based on the planning and what initial impact was considered that she had been able to address a cut of \$1.5M. Mr. Roselip remarked on the need to involve our providers. Dr. Nellius responded that there has been a consistent history of including our partners in our good news and the less good news. She indicated that she wanted to wait until there was a better projection before communicating with our partners so that we could also share more closely what actions may be required of all of those within the SOC. Mr. Gutierrez inquired about sharing this within the Brevard Community. Dr. Nellius again responded that this is planned and that discussions have been ongoing with the Communications Consultant however, before launching any communications a systematic approach to this issue must be developed.

Motion: Ms. Burnett moved to approve the Consent Agenda. This was seconded by Mr. Gutierrez and the motion was passed unanimously.

The next agenda item was New Business.

Judge McKibben reported that the Board subcommittee on Recruitment had held its first meeting on February 23, 2010. She reported that the subcommittee was proposing to the full board that the Agency's By Laws be amended in two sections to increase the total members from 11 to 15.

NOTE: Ms. Helen Voltz arrived.

Motion: Judge McKibben moved to increase the total board membership from a total of 11 to a total of 15 members and requested that the appropriate revisions be made to the By Laws. This was seconded by Ms. Voltz.

Upon further discussion Judge McKibben stipulated in the motion that if the Articles of Incorporation indicated a total board membership that should be removed as well (in the form of a revision) and refiled so that should the Board wish to augment this again, that the Articles will not have to be revised. The motion was passed unanimously.

Judge McKibben also indicated that if there are other board members interested in serving on the committee that they express their interest. Ms. Burnett commended Judge McKibben on leading a very effective subcommittee.

Ms. Donna Brown then reviewed the financial audit with the Board members. The audit package was provided to each member and she reviewed much of the detailed information to educate the board on the process, what was evaluated and the actual number of specific audits that was contained in the report. She indicated that this has been presented to the Audit subcommittee, but now the full Board was being provided the information and they would need to approve it.

She indicated that three (3) separate audits had been completed: A Basic Financial Statement and Notes, both a Single Federal Audit (Federal funds) and Single State Audit (state funds) and finally one of Governmental Audit Standards. She indicated this was a very extensive audit. She then reviewed much of the detailed information with the members and explained terms and results of the audit. She shared that the management and administrative costs were under 8% and responded to a question that this is very good.

She indicated that the Agency was doing what it should be doing and the rate was not too low or too high – especially for those who are considering making a financial donation to the Agency. She spoke about the Limited Partnership for the Mental Health pre-paid program and that the dollars had been reinvested for a risk pool. She remarked in both the Internal Controls and Compliance sections that there are no findings or instances of non-compliance. She commented that in the Single Audit (Federal and State) that 6-7 Agency programs were selected and 40 transactions per program were reviewed and again, no findings resulted. She stated that this was exceptional.

She then reviewed the management letter which identified some areas of improvement specifically in the IT area. She remarked that the practice that exists for Disaster Recovery just needs to be tested as a procedure exists. Mr. Roselip inquired about the expenses associated with fundraising compared to the revenue generated from it.

Action Item: Mr. Carnell will provide this information at the next Board meeting for the last fiscal year as the Agency is currently prohibited from any fundraising activities.

Dr. Nellius also remarked that she has requested a PR Executive Summary on each of our events to assist in this area but commented that some of the “benefit” can not be quantified as it is also about education, advocacy and raising awareness. Mr. Roselip then wanted to know more specifics on the current disaster plan or new plan. Mr. Carnell addressed the current plan with the daily, weekly and monthly back up tapes which are stored remotely. He also indicated that a new Disaster Recovery Plan has been initiated which would result in a secure server located in Tallahassee. He shared that this has been underway for some time in the planning stages and it is under the Department of Management Services and will be located in a secured center. He stated this will be in addition to the current back up system.

Ms. Brown then provided a copy of the Agency 990 Tax Filing Form to each Board Member. She shared that each Board Member needs to read it thoroughly and if there are questions that those can be directed to her or Mr. Carnell. She indicated this is not final yet nor has it been filed. She directed the members to page 6 as key areas relating to the Board. She informed the members that this year the 990 had been revised significantly and provides much more detail and in general if an Agency responds “yes” to a question that it must also provide statements as to how it does what it says it does. She wanted the members to realize they are responsible for knowing and agreeing with the contents of the document. The last day for filing is May 15, 2010.

Action Item: Mr. Ryder requested that members read and review the 990 and bring questions or concerns to the next board meeting.

Motion: Mr. Roselip moved to approve the Financial Audit and to put the 990 on the next Board meeting agenda. This was seconded by Mr. Gutierrez and the motion was passed unanimously.

Mr. Carnell then informed the Board that the cost of the audit resulted in an additional \$600.00 from that which has been originally proposed taking the cost from \$2500.00 to \$3100.00 and requested approval from the Board for the additional expense.

Motion: Ms. Voltz moved to approve the additional cost of \$600.00. This was seconded by Ms. Burnett and the motion was passed unanimously.

The next item was the Insurance Coverage Overview. Ms. Rinaldi, Business Manager, provided each member with a folder containing a list of each Agency coverage, limits, dates and carrier. Mr. Carnell indicated that this is a summary of all coverages in place for the Agency and he introduced Ms. Donovan of Brown & Brown Insurance. Ms. Rinaldi indicated that this is a basic overview and that there is a new policy for Excess Liability that has been added which addresses the Florida Statute of an escalator clause. Mr. Carnell indicated that the new policy would cover this increase for the next two years.

He also commented that Brevard C.A.R.E.S. Inc., has its own D&O Insurance, but currently the others are rolled into the BFP coverages but will be allocated accordingly.

Motion: Mr. Roselip moved to approve the Insurance Coverages as presented. This was seconded by Ms. Voltz and the motion was passed unanimously.

Ms. Randall then provided the members with the Human Resources Update. Each member was provided a summary of the current employee programs and benefits offered to full time staff and a document which outlined the 2009 targets for Employee Retention (Turnover) and Employee Engagement & Satisfaction. She shared with the Board that the Agency achieved well under the turnover target for calendar 2009 and that the next three (3) year targets were presented in their materials. The documents also addressed the Employee Engagement/Satisfaction where the results indicated improvement in all 11 areas of questions with a significant increase in overall employee satisfaction with a score of 82.5%. The materials offered several potential reasons for the increase as well as three areas of continued focus. Ms. Randall addressed a question regarding the reasons staff left and she shared the specifics of the nine (9) separations in calendar 2009; almost all of which were uncontrollable and had to do with personal reasons. A question was surfaced about whether or not the Agency would be looking to procure the benefits programs and Ms. Randall indicated that an evaluation was conducted in the past however, the decision was made to retain the current PEO approach. She stated that it was likely going to have to be procured in the future in order to comply with our procurement procedure.

Mr. Carnell then provided handouts of the current Financial Statements to the members. He indicated that the costs in the IL services continue to increase and that the Agency has continued to reallocated funds from other lines to cover these expenses. He also pointed out that the Agency is on track to spend the SAMH funds. Dr. Nellius interjected to address the increase costs in the IL program by sharing that from a service perspective the IL youth are becoming better informed of the services and programs available to them through the IL program which has resulted in youth coming back to the program for services. She indicated that from a youth and service perspective this is a positive action, however, the funds are not provided for this increase. She also mentioned that if a youth does not meet the eligibility requirement for the IL programs in some cases these are being court ordered which results in a serious financial risk to the Agency. She asked Mr. Carlson to provide a brief overview of this recent situation.

Mr. Carlson reported that in November 2009 the Dependency Court Judge ordered IL program services to a youth who did not meet the eligibility requirements. The Judge indicated that the law as written, in his opinion, was unconstitutional in that it created a sub class of individuals; those youth who were in licensed placement versus those in unlicensed placement. As the Road to Independence program was court ordered, the Agency complied resulting in a payment of \$1,250.00 per month however, we were informed that DCF was going to appeal the decision and had hoped to have a resolution by January. It was learned that DCF was reluctant to make the appeal so currently this has no resolution. If this is not decided at a legislative or legal level, BFP has now been ordered to create a "practice" outside of the eligibility requirements which could clearly set a precedent for the future. Much of this information only surfaced yesterday so a formal presentation and position could not be prepared for the Board meeting. Dr. Nellius remarked that if in fact the "eligibility" as written is unconstitutional, then this needs to be addressed at the legislative level with consideration as to how it will be funded.

Action Item: Mr. Ryder requested that this be put on the Agenda for the March 2010 meeting.

Speak Out:

Ms. Miles then asked to provide a flyer and brochure to all present on the upcoming census activity. She indicated that the census is critical to our SOC funding and asked members and guests to be sure to complete the census survey and encourage their contacts to as well.

Dr. Sidoran then asked to address the members. He spoke about the Managing Entity issue and that the Department was required by statute to put this program out to bid. He said if it was distributed by Region, for our area that would represent 11 counties. He indicated that it might be by the "old District 7" which he indicated seemed like a natural fit to him. He stated he is meeting with all the mental health providers on this and that the overhead expense can not exceed 5% and that the Department is not contributing any funds to the program. Dr. Nellius inquired as to the procurement process to which Dr. Sidoran indicated that it should bubble up in the community but that it would likely be procured. Dr. Nellius then inquired about that process and how that was not followed strictly in Sarasota. She asked if the bid is an open public bid or if the Department wants it open to mental health agencies instead. Dr. Sidoran responded by stating that the department wants it "more open than closed. He indicated that some DCF staff who manage the mental health contracts would likely lose their positions but would likely transfer to the new Managing Entity contracts. He then spoke about the inconsistency in the Contract Manager function in this Circuit (3 in the last year) and indicated that the new Contract Manager would be a good fit.

He then shared that Assistant Secretary Digre would be visiting Brevard. He stated that the Assistant Secretary knows that BFP is the top performing agency in the state. He indicated that Assistant Secretary Digre wanted to meet the people who were leading the Agency more than focusing on the numbers. The Assistant Secretary is also scheduled to participate with the CBC CEO's at the May CFO Conference that is being coordinated and hosted by BFP.

Motion: Judge McKibben moved to add the Agency mission statement to the Agenda document for all future meetings. This was seconded by Mr. Roselip and the motion was passed unanimously.

Motion: Ms. Voltz moved to adjourn the meeting. This was seconded by Judge McKibben and the motion was passed unanimously.

Respectfully submitted,

Valerie M. Randall
Recording Secretary

Approved at the Board of Directors Meeting March 25, 2010 with one correction on page 2.