

CBC OF BREVARD
BOARD OF DIRECTORS
JANUARY 29, 2009 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. William Ryder, Board Chair, Mr. Leo Roselip, Ms. Nancy Higgs, Vice Chair, Ms. Irene Burnett, Ms. Helen Voltz, Ms. Leigh Holt, Judge Kelly McKibben, Mr. Peter Foley and Mr. Mel Broom.

Board Members Absent: Mr. Stockton Whitten

Others in Attendance: Dr. Patricia Nellius, CEO, Mr. Chad Carnell CFO, Ms. Valerie M. Randall, CPO, Mr. James Carlson, COO, Ms. Debbie Davidson-Cook Compliance Officer, Gloria Vines Wilkinson, Devereux, Teresa Miles, CHS, Mr. Geo Ropert, and Stephanie Strodtman, CBC of Brevard.

Mr. Ryder called the meeting to order and requested that those present state their names for the record. This included members of the first CBC of Brevard Leadership Team that had just completed one year of service: Ms. Gloria Hensler, Mr. Chris Goncalo, Mr. Tracy Little, Ms. Judi Davis, Ms. Colleen Fleming, Mr. Cliff Strozier, and Ms. Kim Coviello.

Dr. Nellius showed a power point presentation to the Board members of the impetus and purpose of the Leadership team and reviewed numerous activities the team had addressed during its first year. Among those accomplishments were the developments of the Leadership Team Governance and Code of Conduct for future Leadership Teams. An overview of the policies in which the team had presented input was also reviewed. Members of the team were invited to speak about their experiences. The Leadership Team Chair, Ms. Gloria Hensler and the Co-Chair, Mr. Chris Goncalo each spoke and indicated that the experience had been a good one and that they were appreciative of the opportunity. Mr. Track Little, Program Manager for the Brevard C.A.R.E.S. program also spoke and indicated he was excited to have been selected to the team and that he enjoyed the time.

Ms. Holt arrived.

Dr. Nellius then made a presentation to Mr. & Mrs. Peter Foley for their gift of hosting a holiday party for the parents and children of the schools their children attend. Dr. Nellius had been invited and all those who came brought toys for our holiday gift drive.

Mr. Ryder then announced that Ms. Helen Voltz had been appointed by Brevard County as a Community Member to the Board.

Motion: Mr. Roselip moved to approve the minutes from the last meeting. This was seconded by Mr. Broom and the motion was passed unanimously.

Dr. Nellius then spoke about the recent Board Recruitment Policy that had been approved and since the County had appointed Ms. Voltz to the Board, that there was one (1) community seat available. She spoke about the Board nominating committee which Mr. Roselip previously offered to Chair. She remarked that in addition to other skills and/or talents and community involvement that the next seat needs to be reflective of the community demographics. Ms. Burnett inquired if there was representation from the North part of the County. It was noted that this may also be a factor in the selection process. Judge McKibben and Ms. Burnett volunteered to work with Mr. Roselip on the nominating committee.

Dr. Nellius then spoke about House Bill 11 and urged the board members to support this Bill. She spoke about several components of the bill that address increased efficiencies that impact Lead Agencies. For agencies with national accreditation this would satisfy and be accepted in lieu of annual contract monitoring.

She also indicated that agencies would be able to send their materials to an electronic depository where the monitoring entities and agencies could access the required information without making numerous and duplicative requests and site visits. It would also eliminate the requirement for a Lead Agency (such as CBC of Brevard) to be licensed as a Child Placing organization where this is not a function of the Lead Agency. Additionally, this Bill would eliminate the requirement that Lead Agency contracts be procured if there was not a performance reason to do so. The Bill would also permit multi-year licensing for foster parents rather than the annual activity which takes a great deal of time to address all the paperwork that is required. Mr. Ryder indicated that the foster parents feel very strongly about this as they feel the paperwork takes precedence over caring for the children in their care.

Action Item: Dr. Nellius will e-mail to the board members a summary of the Bill. Ms. Holt interjected that she maintains a tracking log of all Bills in process and can send an e-mail to Dr. Nellius regarding any action on this Bill.

The next item on the Agenda was Old Business. Dr. Nellius presented the revised board Policy on Nepotism which addressed the limitations of family members of the CEO and Board members from employment consideration.

Motion: Mr. Broom moved to approve the revised Nepotism Policy. This was seconded by Ms. Holt and the motion was passed unanimously.

Dr. Nellius then spoke about the request from the board to seek additional clarification from the Attorney General on the application of the Sunshine Law in specific situations. She provided the response letter which indicated that the Attorney General's office does not respond to these questions. She suggested that absent any further clarification that CBC of Brevard eliminates the current Sunshine Policy and take the most conservative approach regarding the Sunshine Law and that all staff would be trained on these provisions upon hire and every two (2) years.

Motion: Ms. Voltz moved to eliminate the Sunshine Policy as had been previously presented and to have the Agency take the most conservative approach to the application of this law and to do initial training and then training every two (2) years for staff. This was seconded by Ms. Burnett and the motion was passed unanimously.

Dr. Nellius then presented a revision to the previously approved Conflict of Interest Policy. The revision, per a COA requirement, will include Consultants to those covered by the policy.

Motion: Ms. Holt moved to approve the revised Conflict of Interest Policy. This was seconded by Ms. Voltz and the motion was passed unanimously.

The next item on the Agenda was the human resources overview presented by Ms. Randall. Included in this section was an overview of the current human resource programs, policies and the revised job description for the Chief Executive Officer. She also presented a recommendation for range adjustments to the current salary administration program. Ms. Randall presented the board members with a revised Employee Handbook and explained that this was prepared by Administaff, the Professional Employer Organization with which the Agency has an agreement. She described updated policies specifically recently enacted in the state of Florida (Guns at Work and an addition to the Domestic/Sexual Violence Leave of Absence). She indicated that the policy on Family & Medical Leave has not yet been updated, but it would be prior to submission to COA. Mr. Roselip inquired if this could be changed over time and Ms. Randall indicated that as laws change or policies change, the handbook would be updated accordingly. Ms. Randall then reviewed the benefit program overview with the members. She described the various health and welfare programs afforded employees of the Agency first including, medical, dental, vision, life, accident, short and long term disability and the retirement program.

The Paid Time Off program was discussed as well as other programs offered and afforded to staff pending funding including incentive payments, division staff retreats, employee appreciation week, a pay for performance merit program, an educational milestone policy, professional development programs and the holiday party.

The next item presented was the proposed range adjustments to the current salary administration program. Ms. Randall reminded the board that the current ranges were established in August 2006 and that these needed to be adjusted to reflect local and geographic market adjustments in order to remain competitive. Ms. Randall provided her source data from which the recommendations were made and she indicated that she took a conservative approach given the fiscal climate and felt the recommendations were appropriate to ensure that the Agency was able to remain competitive. Ms. Voltz stated that while the benefit programs were excellent she felt the salary ranges were not as competitive. There were questions about the determination of starting salaries for new hires and a question about the increase to the top of the range for positions. Ms. Randall responded to these questions and also addressed how the merit matrix was applied to the salary ranges and quartiles. Ms. Holt stated that she felt this was a good system which was much more objective than subjective. Mr. Foley expressed that he felt this was a good program. Ms. Randall indicated that she had a motion prepared for the board that would be presented later on the agenda. Ms. Randall then presented the new job description for the Chief Executive Officer. She expressed that this document had been changed to reflect the leadership and management of an operational organization rather than the duties associated with a start up operation. She also described to the board that the Agency had implemented a new job description program that was inclusive of the job description, a resume review tool, an interview guide and feedback tools as well as the annual evaluation all based on technical as well as behavioral competencies.

Ms. Higgs suggested that the required experience of child welfare be changed to eliminate the requirement of experience "in Florida." She remarked that the current CEO came from out of state and that she did not feel we should require Florida experience. She also requested that the educational requirements not include a PhD. Ms. Randall explained that there was an issue with the software and that this was intended to be identified as "preferred" but it did not present that way. Ms. Randall indicated she would address this item and find a solution so that a PhD would show as "preferred."

Motion: Ms. Higgs moved to approve the revised CEO Job description with these two (2) adjustments. This was seconded by Mr. Roselip and the motion was passed unanimously.

Mr. Ryder inquired if Ms. Randall would like to present the motion now for the salary administration program and she indicated she would do so.

Motion: Ms. Voltz moved to approve the proposed range adjustments to the CBC of Brevard Salary Administration Program to be implemented July 1, 2009 pending funding and to bring any staff salary to the new range minimum if needed. This was seconded by Judge McKibben and the motion was passed unanimously. Ms. Randall also expressed that based on the fiscal climate and the current year surplus that the current year merit increase program may be retroactively reinstated and if so, it would be based on the current, not newly approved ranges.

The next item on the agenda was the COA presentation on Human Resources presented by Ms. Davidson-Cook. She reviewed the COA requirements of the board in relation to human resources activities and practices.

The meeting then addressed new business. Dr. Nellius presented a COA board policy on Strategic Planning for the board's approval.

Motion: Ms. Voltz moved to approve the Strategic Planning Policy. This was seconded by Mr. Foley and the motion was passed unanimously.

Dr. Nellius then presented the revised Independent Contractor Agreement. The requested approval addressed two sections in the current document where she wanted to exclude the requirements for event speakers. These were the indemnification and attorney fee clauses.

Motion: Ms. Voltz moved to approve requested changes to the Independent Contractor Agreement for event speakers. This was seconded by Mr. Broom and the motion was passed unanimously.

Dr. Nellius then spoke about the Human Subject Research policy that had been approved by the board previously. She informed the board that USF was conducting a research study on the IV E Waiver and had requested CBC of Brevard to participate. She presented the new Human Research Study procedures for approval and indicated that a Business Entity Agreement was in the process of being drafted which would also be executed to ensure compliance with HIPAA regulations. Ms. Burnett inquired if CBC of Brevard would be provided with the results of the survey and Dr. Nellius indicated that we would.

Motion: Ms. Burnett moved to approve the Human Subject study and procedures. This was seconded by Ms. Voltz and the motion was passed unanimously.

Mr. Carnell then presented the Investment Management Policy for board approval. He discussed the policy and indicated that Mr. Foley had recommended that the Agency should not have all its assets at one banking institution, but rather multiple institutions should be utilized. Mr. Foley stated that in lieu of that, if the current bank had an insured savings account with FDIC insurance that might be an option to consider. He expressed that while all the funds are insured, in the event of a closure, it could be some time before the funds would be accessible.

Motion: Ms. Higgs moved to approve the Investment Management Policy. This was seconded by Mr. Broom and the motion was passed unanimously.

Mr. Carnell then presented the Fundraising Management Policy for board approval.

Motion: Ms. Higgs moved to approve the Fundraising Management Policy. This was seconded by Mr. Foley and the motion was passed unanimously.

Mr. Carnell then reviewed the financial statements and remarked that there is a surplus in out of home care and deficits in the Brevard C.A.R.E.S. program and the Independent Living program. He indicated that the surplus would adequately cover the current deficits and that the mid-year projections would begin shortly. He indicated he would move the line item surplus to cover the deficits as needed. Mr. Carlson interjected that the deficit in the Independent Living program was a statewide issue.

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

Respectfully Submitted,

Valerie M. Randall
Recording Secretary

Approved by the Board of Directors at February 26, 2009 meeting