

BREVARD FAMILY PARTNERSHIP
BOARD OF DIRECTORS
OCTOBER 22, 2009 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. William Ryder, Board Chair, Ms. Helen Voltz, Vice Chair, Mr. Stockton Whitten, Treasurer, Mr. Leo Roselip, Mr. Mel Broom, Ms. Leigh Holt, and Mr. Sam Gutierrez.

Board Members Absent: Ms. Irene Burnett and Judge McKibben

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, Ms. Valerie Holmes, Executive Director, Brevard C.A.R.E.S., and Ms. Stephanie Strodman, Executive Assistant. Also in attendance were Ms. Michelle Scott and Ms. Sherrie Arflin of Healthy Families.

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

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

Motion: Ms. Voltz moved to approve the minutes from the September 2009 meeting. This was seconded by Mr. Roselip and the motion was passed unanimously.

Dr. Nellius then introduced Ms. Sherrie Arflin from Health Families who made a presentation to the Board. She discussed that per their strategic plan that a key focus of their mission is for prevention of child abuse and neglect. She indicated that their involvement with families can begin during pregnancy and continue until the child reaches the age of five (5). The major focuses are on child safety (eating, sleeping, home safety, etc.). She indicated that the organization is accredited through Healthy Families America and this is a process that occurs on a four year cycle. She discussed statistics in terms of clients served, home visits and results and provided a fact sheet to members of the Board.

She announced that they would be starting a new program in January 2010 called "Partners in Parenting" which includes four (4) structured home visits which will be starting in Titusville.

Mr. Ryder requested that the record reflect that Mr. Whitten and Ms. Holt arrived.

The members had questions about the accessibility of the programs and asked for clarification about any cap on those served. Ms. Arflin indicated that based on an initial assessment a score is developed which may result in the family not being eligible. She indicated this is a rare instance and that the bigger issue is that there is a cap of 275 openings on an annual basis. She indicated there are 12 case workers who can carry a case load of between 15-30 families. Another question was asked regarding outreach efforts to those individuals who may be losing employment. She indicated there is some outreach and recent training programs to her staff addressed that need.

The next item was the Consent Agenda. During discussion of the Board Report the members made the following motion:

Motion: Ms. Voltz moved to not have a Board Meeting on November 19, 2009. This was seconded by Ms. Holt and the motion passed unanimously.

Motion: Ms. Voltz moved to approve the Consent Agenda. This was seconded by Ms. Holt and the motion passed unanimously.

Mr. Carnell then provided an overview of the revised CAP. He provided a document to the members outlining the board approved budget to the DCF Schedule of Funds and the various funding sources. He explained the worksheet and commented on the column of funding reallocation and commented that the Agency is permitted to move general revenue to address lines of deficit – and specifically pointed out that funds had been and will be reallocated from general revenue to the Independent Living line. He indicated that there have been savings in other lines (specifically in OOH) and these savings are being applied to the IL deficit. He spoke about the revised CAP document which represents approximately 80 pages. He indicated that the first 20 pages detail the System of Care and the balance of the document demonstrates how we fund the services and programs. There was discussion about the increase in IL youth participation in the program and the need to continue to be able to fund these expenses. It was discussed that if the State loses the IV-E Waiver funding that this will have a significant negative impact on our System of Care as we will lose the benefit of the flexibility in the use of the funds. Mr. Carnell indicated that 55% of the Agency budget is in Federal dollars which requires a match. Dr. Nellius interjected that if the State, in these difficult economic times, does not contribute the funds to the Maintenance of Effort that there could be a loss of the federal funding.

Ms. Holt commented that based on recent meetings she has attended that while this fiscal year is challenging the next fiscal year will be more so. Mr. Carnell then addressed the Roll Forward line in the financial statement and indicated how these funds were allocated to be spent prior to December 31, 2009. Major areas include the lease for the new Brevard C.A.R.E.S. facility as well as the relocation of the Central Care Center. He indicated the Agency is on track to expend the dollars in this line.

Dr. Nellius remarked that the Strategy Team meets twice weekly to address capacity building and system needs in order to appropriately and plan fully expend these funds in the most effective and efficient manner possible. She also commented that in accordance with the strategic plan that an RFP is posted for respondents regarding Evidence Based Practice Models which will enhance the System Of Care.

The agenda then turned to New Business. Dr. Nellius presented a “resolution” to the Board for approval. This is based on the separation of Brevard C.A.R.E.S. and requires the Board of Brevard Family Partnership to approve the following:

RESOLVED, that the Articles of Incorporation of the Corporation, a copy of which is attached hereto as **Exhibit A** and the original of which has been filed with the office of the Secretary of State of the State of Florida with an effective date of October 9, 2009, are hereby unanimously approved and accepted, and the Secretary of the Corporation is directed to file a certified copy of the Articles of Incorporation in the front of the minute book of the Corporation, as the first document appearing therein; and

FURTHER RESOLVED, that the Bylaws of the Corporation, a copy of which is attached hereto as **Exhibit B**, are hereby unanimously adopted and approved as the Bylaws of the Corporation, and the Secretary is directed to file the original Bylaws in the minute book of the Corporation immediately following the Articles of Incorporation; and

FURTHER RESOLVED, that the form of seal of the Corporation, a specimen of which is attached hereto as **Exhibit C**, is hereby adopted and approved; and

FURTHER RESOLVED, that in accordance with Section 5.03(a) of the Bylaws, the Chief Executive Officer of Community Based Care of Brevard, Inc., Patricia Nellius-Guthrie, is a director of Brevard C.A.R.E.S., Inc.; and

FURTHER RESOLVED, that the following persons are hereby elected as Directors of Brevard C.A.R.E.S., Inc., to serve until their successors are duly elected and qualify:

Mr. Chad Carnell
Ms. Debbie Davidson-Cook

MOTION: Mr. Roselip moved to approve the resolution. This was seconded by Ms. Voltz and the motion was passed unanimously.

The next item addressed the DCF concern raised previously regarding the potential conflict of interest resulting from County involvement on the Board. Dr. Nellius had previously provided information from the Agency attorney and County attorney where it was the opinion that no conflict existed. She read from a letter from the attorney with DCF a request that the Board change the By Laws to reflect that an acting County Commissioner could not be appointed to the Board of Directors of Brevard Family Partnership. Mr. Ryder spoke his personal opinion that he does not agree with the request and cited that no conflict of interest was determined to exist. He indicated he was not in favor of DCF requiring a change to the Agency By Laws. Dr. Nellius commented that there is County involvement in the form of Country Acres. Ms. Volts indicated that in that event, a County Commissioner could recuse him or herself from the vote. Dr. Nellius agreed and pointed out that as the contract with DCF will go out to bid she did not want this to become an issue for the Agency.

Motion: Ms. Holt moved to take no action at this time. This was seconded by Ms. Voltz and passed with one dissenting vote.

Dr. Nellius then addressed the Annual Board Self Evaluation Tool. She requested that the members complete these and return to Valerie M. Randall no later than December 10, 2009. These would then be consolidated and presented for discussion at the January Board Retreat.

Dr. Nellius then directed the members to the Conflict of Interest policy and acknowledgement form provided in their binders and requested that these be signed prior to leaving the meeting today.

Dr. Nellius then addressed the Annual Board Contribution and indicated that this is the time of the year when members who wish to contribute to the Agency are invited to do so.

The next agenda item was Old Business. Mr. Carnell provided the most recent financials and statement of financial position. He reviewed several items including foster care room & board which for the quarter ending September 2009 are under budget by approximately 25% as is adoptions. He spoke about the SAMH line and that this is good that these funds are being drawn down. The cumulative line item of IL is showing a deficit as previously discussed and again it was articulated how this is being covered. Otherwise it was reported that the Agency is in line with budget.

Motion: Mr. Roselip moved to approve the financials. This was seconded by Mr. Whitten and the motion was passed unanimously.

The next item addressed the Board request for additional data regarding the proposed Officer Severance program. Mr. Carnell indicated that per OMB Circular the severance program as proposed can not be funded as articulated. He indicated that he had a methodology that would be acceptable through the PTO accrual process. Discussion took place regarding the recommendation as well as clarification on the current program and procedure. The members wanted some additional time to consider this methodology in its entirety but did want to make one adjustment at this time.

Motion: Mr. Whitten moved to change the current carry over policy for the Officer positions to carry over 240 hours of PTO annually rather than the current 120. This was seconded by Ms. Voltz and the motion was passed unanimously.

Mr. Ryder then spoke about the issue regarding Child Welfare Legal and their request for the CBC's to essentially take on their work in entering data into the new legal module. He indicated that this was a high priority and topic during the FCFC conference with the Secretary. Dr. Nellius interjected and provided additional backdrop details from the transition of the new state database system which is proving to be a significant adjustment to the complications resulting from the legal module being developed by CWL without any CBC input. She indicated that the staff with CBC Agencies have not even seen the screens let alone have any training on them.

She indicated that she had been requested by the FCFC to coordinate with the CBC CEO's and Board Chairs to come to a consensus regarding this request and to submit a response to the Secretary. It was agreed that the CBC's would help to support this effort but time limits and specific work details were required. Before this could be presented a letter from DCF was circulated indicating that they wanted to coordinate a workgroup to address the needs and concerns. To date there has been no resolution. Dr. Nellius did indicate that the longer this continues it will have a negative impact in terms of the data reported on the CBC's which will not be positive. Ms. Holt commented that she saw the request to have CBC staff do input on behalf of Child Welfare Legal as a direct conflict of interest. Dr. Nellius indicated that had been an issue surfaced as well.

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

Respectfully submitted,

Valerie M. Randall
Recording Secretary

Approved at Board of Directors Meeting January 28,2010