

BREVARD FAMILY PARTNERSHIP
BOARD OF DIRECTORS
SEPTEMBER 24, 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, Ms. Irene Burnett, Judge Kelly McKibben, and Mr. Sam Gutierrez.

Board Members Absent: Mr. Mel Broom and Ms. Leigh Holt.

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, DOO – Child and Family Services, Mr. Geo Ropert, Communications Consultant and Ms. Stephanie Strodman, Executive Assistant. Also in attendance were Ms. Gloria Vines Wilkinson and Ms. Michelle Scott

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

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

Motion: Ms. Voltz moved to approve the minutes from the June 2009 meeting and those from the special meeting held in August 2009. This was seconded by Mr. Roselip and the motion was passed unanimously.

Dr. Nellius then made two special presentations. One was to Ms. Debbie Davidson-Cook for her efforts in leading the agency through the COA process which resulted in an expedited accreditation. She was presented with a plaque recognizing this critical accomplishment and for meeting the TIP accreditation requirement. Next Dr. Nellius recognized the outstanding efforts and contributions of Mr. Chad Carnell, CFO for his completion of five years of service with the Agency and presented him with the 5-year service award.

Dr. Nellius then referred the Board to the current written draft opinion from the County Attorney regarding the alleged conflict of interest concern raised by DCF legal regarding the County seats on the Board. She shared that the County attorney and the attorney for BFP were in agreement based on the ethics law cited.. She indicated these attorneys are working with DCF legal to achieve resolution to this matter.

Mr. Carlson presented the annual contract measures for FY 08-09. He used a power point presentation and handed this material to the members as well. He indicated that there were data issues with the 4th quarter but once those were rectified by DCF he would provide this data to the board. The roll up of all 4 quarters ranked BFP number 1 at the end of the fiscal year in these measures.

The next item was the consent agenda.

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

The next agenda item was new business. Dr. Nellius prepared four (4) separate motions for the Board consideration. The first addressed the recently drafted Articles of Incorporation and By Laws for Brevard C.A.R.E.S.

Motion: The BFP Board of Directors approves the submission and legal filing of the Brevard C.A.R.E.S Bylaws and Articles. The Board approves that the BFP CEO will serve as the C.A.R.E.S Board Chair to ensure a clear channel of communication exists between the C.A.R.E.S Board of Directors and the BFP Board of Directors, the BFP Board will approve recommended Board Members to the C.A.R.E.S Board, approve any recommended changes to the Bylaws and Articles, and the BFP Board must approve the hiring and firing of the ED. Mr. Whitten moved to approve the motion as presented. This was seconded by Ms. Voltz and the motion was passed unanimously.

The next motion was presented on the new goals (FY 09-10) for the CEO.

Motion: The Brevard Family Partnership Board of Directors approves the submission of the following CEO annual goals for inclusion in the FY-09-10 Performance Evaluation.

- 1) Close Fiscal year 09-10 within 3 % of annual budget
- 2) Reach and/or exceed the contract adoption target of 54 (TBD)
- 3) Successfully establish and transition Brevard C.A.R.E.S. as a 501 (c)(3)
- 4) Maintain or exceed federal target for placement stability 87%
- 5) Develop and begin to implement year 1 strategic work-plan objectives to be presented to Board at Annual Board Meeting.

Judge McKibben moved to approve the motion as presented. This was seconded by Mr. Roselip and the motion was passed unanimously.

The next motion addressed grant submissions for the Agency.

Motion: The Brevard Family Partnership Board of Directors approves the research, development and submission of solicitations for funding and grant applications submitted to the public and private sectors for the purpose of meeting identified community needs and capacity building.

Mr. Whitten moved to approve the motion as presented. This was seconded by Ms. Voltz and the motion was passed unanimously.

The final motion addressed the second Human Subject Research project request in accordance with the Board approved policy.

Motion: The Brevard Family Partnership Board of Directors approves the USF, DCF, BFP, PLL Research study in compliance with Human Subject Research Policy.

Mr. Roselip moved to approve the motion as presented. This was seconded by Mr. Gutierrez and the motion was passed unanimously.

The meeting then turned to Old Business. Ms. Holmes was introduced as the new Executive Director of Brevard C.A.R.E.S and was asked to provide an update on the Brevard C.A.R.E.S. program and progress on its separation. She indicated that several staff members had been identified to fill budgeted positions. She indicated that the new site would be available for a walk through and preview on September 30, 2009 at 11:00 AM. She provided the address for members who may wish to come to view the site. She indicated that the families of C.A.R.E.S. had been surveyed about their preference in terms of a location and site and that they were in full support of one that was more family-friendly. This was factored into the decision of the site selected. The new C.A.R.E.S. logo was also presented to the Board which will be used by Brevard C.A.R.E.S. and as a trademark for any other entity which chooses to incorporate this program into their organization through the replication process.

Dr. Nellius indicated that while the wraparound process has been successfully integrated in mental health and DJJ environments, the Brevard C.A.R.E.S. program has shown unique results in the child welfare arena and that this has been a challenge in the wraparound community. She expressed that she felt there would be great interest in learning how this has been done in Brevard County.

The next item addressed was a report from Mr. Gutierrez on his research regarding the officer severance program for the organization. He provided data from his sources and indicated that this is considered proprietary information and was difficult to obtain. He indicated that for two (2) of the positions he felt a specific formula should be applied (CEO and CFO) while the current program was appropriate for other listed officers. There was discussion on the concept including the opportunity to accrue for this and whether there should be a cap on the amount. Mr. Gutierrez indicated that his research indicated that a cap was not common and that he understood that the Board wanted to maintain the leadership during a potential transition. Further discussion took place where the members felt the application of this policy would apply to both the dissolution of the Agency, possibly as a result of the bid process as well as in the event of an involuntary separation of one of the officers.

Motion: Mr. Gutierrez moved to amend the current policy by providing 2 months severance per year for the CEO position and 6 weeks per year for the CFO position without a cap. This was seconded by Ms. Voltz.

Ms. Voltz then inquired about other CBC's and their program. Mr. Gutierrez indicated he did not have that information and would anticipate that this would also be considered proprietary information. He further stated that the board wanted to recognize the strong leadership of this Agency and should make its decision based on the best interest of the Agency.

Motion: Mr. Roselip moved to table this motion until the next meeting pending additional information. This was seconded by Ms. Voltz. Additional information requested includes any information from other CBC programs, a response from the auditors if this liability can be accrued and a response from DCF. This was seconded by Ms. Voltz and the motion passed with one (1) dissenting vote.

Mr. Ropert then presented the new BFP website to the Board. He moved through the pages and shared with the board members the new features and that internal staff would be able to update at will rather than having to outsource this as has been the case in the past. He indicated the Brevard C.A.R.E.S. would initially be included on the BFP website with its own section. Mr. Ropert also indicated that the new signage would be transitioned by October 15, 2009 and that four (4) new billboards are in the County addressing adoption and that additional dialogue would take place with reporters with Florida Today to engage them in the transition as well as the mission and vision of the Agency.

Mr. Carnell then provided an update on the new site for Brevard C.A.R.E.S. and the negotiations and planned move of the Central Care Center. He indicated that details were moving well regarding the new site for C.A.R.E.S. and that he expected to have a lease by mid-October. He then proceeded to share concerns regarding the Central Care Center and our ongoing challenges with the landlord. He indicated he would like to get out of the lease early due to lengthy and unfruitful dialogue with the landlord. He stated that the Central Care Center lease expires on June 30, 2010. Mr. Carnell indicated that due to the prolonged nature of serious building repair problems and other issues and the difficulty in achieving timely resolution with the landlord that he is considering making that transition sooner than anticipated. He shared that the funds have been allocated and a site has been identified. After much dialogue the Board corporately agreed to proceed with the plan to relocate and avoid litigation given that there are only four (4) months remaining on the current lease at the Central Care Center.

Mr. Carnell mentioned one of the locations he is currently exploring has a landlord who appears very flexible and offered a good rate. He indicated that this location would also have adequate space for a centralized training center which has allowed us to renew the North Care Center lease for less space as we would not require a training room at that location.

Mr. Carnell then presented the July and August financial statements to the Board and provided handouts. He indicated that the Schedule of Funds had been increased from initial projections. He also indicated that the IL program is running a deficit but that all other lines were in good position. He shared that he and the COO would be working with those involved at Crosswinds to address the financial concerns. He also reported that there is a current surplus in the foster care room and board rate which could be used as an offset.

Mr. Carnell also indicated that the CAP which was submitted has been approved by the State and that the financial audit is on schedule with the on-site activities scheduled to begin on September 28, 2009. He mentioned the 990 form and that a worksheet has been created and sent to those involved in order to provide adequate time to compile the required data for this filing.

A question was asked about the Board retreat in January and a request made to mail the annual board calendar.

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

Respectfully Submitted,

Valerie M. Randall
Recording Secretary

Approved at Board of Director Meeting October 22, 2009