



BOARD OF DIRECTORS MEETING

September 23, 2021

Minutes

Meeting held by Teleconference

Attendees: Ms. Barb Loftus, Board Chair, Ms. Ruth Long, Board Vice Chair, Mr. Eric Austin, Board Treasurer, Mr. Dan Rodgers, Mr. Carlos Assemany, Dr. Rosanna Malbran

Members Absent: Mr. Storm Doddy and Ms. Sky Beard

Others in Attendance: Mr. Phil Scarpelli, CEO, Ms. Laurie-Anna DeGennaro, Board Liaison, Dr. Valerie Holmes, VP of Operations Ms. Kelly Swartz, Chief Legal Officer, Mr. Don Johnson, Chief Financial Officer, Ms. Tracy Pellegrino, ED NCFIE, Ms. Katie Guemple, ED Family Allies, Kathryn Parker, ED Brevard C.A.R.E.S., Ms. Jessica Walker, DCF, Mr. Adam Maul, DCF, Ms. Anna Kesic, CEO IMPOWER, Ms. Jessica Hixon, IMPOWER

Ms. Loftus opened the meeting, welcomed, and thanked everyone for attending the September 23, 2021, Board of Directors Meeting.

Ms. Loftus reminded members that if anyone had a real or perceived conflict of interest or a business relationship between two board members to please reach out to Ms. DeGennaro for a Conflict-of-Interest form. None were disclosed.

Motion: Dr. Malbran moved to approve the September 2021 Agenda. This was seconded by Mr. Austin and the motion passed unanimously.

Public Comments: None were expressed

Motion: Mr. Rodgers moved to approve the August 26, 2021, minutes with the correction to remove Ms. Jean Bandish and Mr. Rob Cramp former board members who were not present at the August 26, 2021, Board Meeting. This was seconded by Mr. Assemany and the motion passed unanimously.

Board Discussion:

Ms. Loftus shared the Executive Committee reviewed the draft CEO Performance Evaluation and recommends scheduling a Special Board Meeting to deliver the evaluation to the CEO.

Motion: Mr. Rodgers moved to approve scheduling a Special Board Meeting to deliver the performance evaluation to the CEO. This was seconded by Ms. Long and the motion passed unanimously.

CONSENT AGENDA

The BFP and C.A.R.E.S. Board Reports were posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review period.

Motion: Mr. Rodgers moved to approve the BFP and C.A.R.E.S Board Report as presented under the consent agenda. This was seconded by Ms. Long and the motion passed unanimously.

ACTION ITEMS

All but the following items were satisfied:

- ACTION ITEM: Mr. Scarpelli asked members to visit the websites and provide feedback.

Mr. Scarpelli reminded members visit the BFP and NCFIE websites and provide feedback. The agency welcomes any feedback on the website theme and content.

- ACTION ITEM: Ms. Loftus asked board members with interest in serving as the Marketing and Philanthropy Committee chair to reach out to Ms. DeGennaro by September 10. Nominations will be reviewed and presented at the September Board Meeting.

Mr. Scarpelli reported he will actively pursue a committee chair.

Mr. Scarpelli then requested to remove Philanthropy from the Marketing Committee name as the BFP Foundation will manage philanthropic initiatives through the Foundation Board.

Motion: Mr. Rodgers moved to approve striking Philanthropy from the Marketing Committee and assign philanthropic initiatives to the BFP Foundation Board. This was seconded by Ms. Long and the motion passed unanimously.

CEO BOARD REPORT

The CEO Board report was posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review period. Mr. Scarpelli reviewed his report as presented and noted the following:

- Mr. Scarpelli recapped development of the BFP Foundation and its purpose to conduct capital campaigns to fund for programs and services not covered by the DCF Contract, i.e., prevention and diversion, youth aging out of foster care and emancipated youth.
- Mr. Scarpelli spoke about mourning for the tragic death of a child in our care. These unforeseen losses are what drives the commitment for excellence and growth to protect children in care. The agency, through the legal division is addressing the two records requests received after the death.

BOARD COMMITTEE REPORTS

Board Executive Committee: Ms. Loftus, Chair reported the committee met for general governance oversight to include review of Governance Policies to be presented later on the agenda and for discussions regarding the draft CEO Performance Evaluation.

Board Affordable Housing Committee: Ms. Loftus, Chair reminded members about the purpose for the formation of the committee discussed at the June 2021 Strategy Meeting. She shared the committee is gathering information to address gaps in services, identify funding resources and connections within the community to engage and build relationships with subject matter experts and define the role BFP will have on this initiative. The committee will prepare a charter and present it at the next BFP board meeting.

July and August 2021 Financials and Supplement Narrative

July and August Financials and Supplemental Narrative were posted to the BFP Board Portal for members to review in advance of the meeting. No comments were made during the review period. Mr. Austin, Chair reported the financials and narrative were reviewed and approved by the committee via e-mail. He then stated the audit will occur ahead of schedule and asked Mr. Johnson to provide a brief overview of the financials. Mr. Johnson reviewed the FOA supplemental narrative for periods one and two (July and August).

Board Risk Management Committee: Ms. Long, Vice Chair reported in Mr. Doddy's absence the committee met and had no new business to discuss. The committee continues to perform a risk mitigation assessment on the effects of COVID and staff vaccinations. Staff are gently encouraged to become vaccinated and currently 50% of the workforce is vaccinated. She shared data presented shows no clients or direct line staff have been hospitalized. The committee continues to review infectious disease control and practices.

Board Marketing Committee: In the absence of a committee chair Mr. Scarpelli reported a workgroup was formed to work with Rock Paper Simple and obtain the independent needs from the Family of Agencies Executive Directors. He then invited board members to visit the websites and provide feedback on the contents, look, and feel of each. The committee has been focused on the Golf Tournament. It is anticipated that the event will yield a positive return. The committee will continue to work on engaging the community to promote the annual event through networking initiatives. The committee will also focus on marketing initiatives to target legacy donors.

NEW BUSINESS

GOV002 Conflict of Interest, GOV006 Board Recruitment, GOV201 Signatory Authority, GOV 206 Bank Accounts and GOV211 Leal Entity Policy were posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review Period.

Ms. Loftus presented the policies with the recommended changes made by the Board Executive Committee.

Motion: Dr. Malbran moved to approve GOV002 Conflict of Interest, GOV006 Board Recruitment, GOV201 Signatory Authority, GOV 206 Bank Accounts and GOV211 Leal Entity Policy as presented with the changes recommended by the Board Executive Committee. This was seconded by Ms. Long and the motion passed unanimously.

Ms. Loftus asked board members to remain present in order to meet a quorum for the Family Allies Board Meeting.

Motion: Mr. Rodgers moved to adjourn. This was seconded by Mr. Assemany and the motion passed unanimously.

Approved by the Brevard Family Partnership Board of Directors on October 21, 2021.

Respectfully Submitted,

Laurie-Anna DeGennaro
Board Liaison