

BOARD OF DIRECTORS
ANNUAL BOARD BUSINESS MEETING
January 26, 2023
Minutes

Attendees: Ms. Ruth Long, Board Chair, Storm Doddy, Board Vice Chair, Mr. Eric Austin, Board Treasurer, Mr. Dan Rodgers Brevard C.A.R.E.S. Board Advisory Chair, Bishop Clark, Ms. Stephanie Larkin, and Ms. Felicia Prince

Absent Members:

Others in Attendance: Mr. Phil Scarpelli, CEO, Ms. Laurie-Anna DeGennaro, Board Liaison, Dr. Valerie Holmes, VP and COO, Ms. Rebecca Melick, ED Brevard C.A.R.E.S, Ms. Kathryn Parker, ED NCFIE, Mr. Don Johnson, CFO BFP, Ms. Kelly Swartz, CLO BFP, Ms. Vanessa Skyrmes, CCO BFP, Mr. Jim Moody, Edith Bush Institute Program Manager and Consultant, Ms. Jessica Walker, DCF Central Regional Contract Manager, Mr. Anthony Noto, CNI.

Ms. Long opened the meeting and thanked everyone for attending the January 26, 2023 Annual Board of Directors Business Meeting. She then asked for all in attendance to state their name for the record.

Motion: Mr. Austin moved to approve the January 26, 2023 Agenda. This was seconded by Mr. Rodgers and without further discussion the motion is passed unanimously.

Ms. Long 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.

Public Comments: None were expressed.

Motion: Mr. Austin moved to approve the December 8, 2022 board meeting minutes as presented. This was seconded by Ms. Larkin, and without further discussion the motion is passed unanimously.

Board Announcements

Ms. Long presented Mr. Rodgers with a perfect attendance award and thanked him for his dedication and commitment to the BFP Governance Board and for his leadership as Chair of the Brevard C.A.R.E.S. Advisory Board.

- Ms. Long then reviewed the BFP mission statement located at the top of the Agenda.
- Ms. Long informed the board of Dr. Rosanna Malbran's resignation.
- Ms. Long provided an overview of the Board Member Resignation procedures and noted all resignations should be submitted to the Board Liaison and the President and CEO to align with the Florida Sunshine Statute.
- Ms. Long reviewed the new board meeting schedule for 2023. The Governance Board Meeting will convene bi-monthly and the time has changed to 9:00 am.
 - Discussions ensued about meeting in person or via video conferencing. Members agreed, to encourage board member participation and communication, they would prefer to meet in person beginning with the March meeting.
 - Mr. Rodgers asked if Brevard C.A.R.E.S. Advisory Board Members are able to attend the March and October Governance Meetings. Ms. Long and Mr. Scarpelli confirmed they are welcome to attend. Mr. Rodgers will inform C.A.R.E.S. board members at their next meeting.
- Ms. Long asked members to complete the 2023 Individual board member pledge forms provided and remit them by the end of the meeting to Mr. Don Johnson, CFO.

New Business

Mr. Rodgers reported the Board Recruitment Committee met to review the Slate of Officer's terms and to set the terms for new board members using a staggered approach. Mr. Rodgers received the following motions as recommended by the committee:

Slate of Officers

Motion: Mr. Rodgers moved to approve Ms. Ruth Long to remain as Board Chair effective January 26, 2023, to fulfil a three-year term ending January 2025. This was seconded by Mr. Austin, and without further discussion, the motion passed unanimously.

Motion: Ms. Long moved to approve Mr. Storm Doddy to remain as Board Vice Chair effective January 26, 2023, to fulfil a three-year term ending January 2025. This was seconded by Mr. Austin, and without further discussion, the motion passed unanimously.

Motion: Mr. Doddy moved to reset terms for Mr. Eric Austin to remain as Board Treasurer effective January 26, 2023, for a three-year term ending January 2026. This was seconded by Ms. Prince, and without further discussion, the motion passed unanimously.

Reset Board Member Terms

Ms. Long asked members to entertain a motion to extend Mr. Dan Rodgers term for one year.

Motion: Mr. Austin moved to approve, effective January 26, 2023 to extend Mr. Dan Rodgers term as a community member for one-year ending January 2024. This was seconded by Mr. Doddy, and without further discussion, the motion passed unanimously.

Set New Board Member Terms

Motion: Mr. Austin moved to appoint Bishop Merton Clark to serve as a Board Community Member effective January 26, 2023 for a two-year term ending January 2025. This was seconded by Mr. Doddy, and without further discussion, the motion passed unanimously.

Motion: Ms. Long moved to appoint Ms. Stephanie Larkin to serve as a Board Community Member effective January 26, 2023 for a three-year term ending January 2026. This was seconded by Mr. Austin, and without further discussion, the motion passed unanimously.

Motion: Ms. Larkin moved to appoint Ms. Felicia Prince to serve as a Board Community Member effective January 26, 2023 for a one-year term ending January 2024. This was seconded by Ms. Long, and without further discussion, the motion passed unanimously.

2022 Board Annual Collected Donations

The 2022 Board Annual Collected Goal presentation was posted to the BFP Board Portal in advance of the meeting. No comments were expressed during the review period. Mr. Johnson was pleased to report 100% board member participation for 2022 and the total board member donation was \$15,233.00.

2022 Brevard Family Partnership Fundraising Initiatives

Ms. Skyrmes reported:

- 2022 Golf event net revenue: \$14,000
- 2022 Over the Edge net revenue: \$5,800
- Cash Donation: \$10,000

Mr. Scarpelli reported The Brevard Family Partnership Foundation received a total of \$155,000 comprised of cash and in-kind donations for 2022.

2023 Foundation Initiatives

Ms. Skyrmes shared:

- March 23, 2023 Gala: Working on logistics and sponsorships
- 2023 Golf Event
- Several events will be held over the course of the year. Help is needed for corporate sponsorships.

Motion: Ms. Larkin moved to approve the 2023 foundation initiatives: March Gala, Golf Event, along with several events to be determined over the course of the year. This was seconded by Mr. Doddy, and without further discussion, the motion passed unanimously.

2022 Board Self- Evaluation

The 2022 Board Self-Evaluation PowerPoint and the Calc Tool were posted to the BFP Board Portal in advance of the meeting. No comments were expressed during the review period.

Ms. Long reviewed the Self-Evaluation and reported all in all it was a good evaluation. She then showed the Self Evaluation Calc Tool and noted category 15 The board actively engages in discussion around significant issues scored slightly lower than previous years. Ms. Long agreed with Mr. Scarpelli to add current events to the agenda such as success and challenges with families, top legislative priorities and issues as they surface.

Motion: Mr. Austin moved to approve The 2022 Board Self-Evaluation as presented. This was seconded by Mr. Doddy, and without further discussion, the motion passed unanimously.

Action Items

No Action Items to review

Review Board Governance Policies

GOV007 CEO Appraisal Process and GOV011 Governance Model were posted to the BFP Board Portal in advance of the meeting. No comments were expressed during the review period.

Ms. Long reported the policies were reviewed by the Board Executive Committee and recommended changes as presented. She then stated if there are no discussions, she would like the board to entertain a motion to approve.

Motion: Mr. Rodgers moved to approve GOV007 CEO Appraisal Process and GOV011 Governance Model with the recommended changes as presented. This was seconded by Mr. Austin, and without further discussion, the motion passed unanimously.

Family of Agencies Bylaws

The BFP, Brevard C.A.R.E.S., Family Allies, NCFIE, and the Brevard Family Partnership Foundation Bylaws were posted to the BFP Board Portal in advance of the meeting. No comments were expressed during the review period.

Ms. Long reported the Family of Agencies Bylaws were reviewed by the Board Executive Committee to ensure uniformity. She then stated if there are no discussions, she would like the board to entertain a motion to approve the Bylaws with the recommended changes.

Motion: Mr. Austin moved to approve The BFP, Brevard C.A.R.E.S., Family Allies, NCFIE, and the Brevard Family Partnership Foundation Bylaws with the recommended changes as presented. This was seconded by Mr. Rodgers, and without further discussion, the motion passed unanimously.

2022- 2023 Annual Board Calendar

The 2022-2023 Board Annual Calendar was posted to the BFP Board Portal in advance of the meeting. No comments were expressed during the review period.

Ms. Long reported, the 2022-2023 Annual Board Calendar was reviewed by the Board Executive Committee and the CEO Evaluation was added to the May meeting to prompt the annual CEO review process.

Motion: Ms. Larkin moved to approve the 2022-2023 Annual Board Calendar with the recommended change as presented. This was seconded by Mr. Doddy, and without further discussion, the motion passed unanimously.

Recurring Business

Consent Agenda

The BFP, Brevard C.A.R.E.S.. Family Allies, NCFIE, and the DCF Board Reports were posted to the BFP Board Portal in advance of the meeting. No Comments were expressed during the review period.

Motion: Bishop Clark moved to approve The BFP, Brevard C.A.R.E.S.. Family Allies, NCFIE, and the DCF Board Reports under the consent agenda. This was seconded by Ms. Larkin, and without further discussion, the motion passed unanimously.

CEO Board Report

The CEO Board Report was posted to the BFP Board Portal in advance of the meeting. No Comments were expressed during the review period. Mr. Scarpelli provided an overview of the report and noted the following:

- He celebrated with the Brevard Youth Leadership Council in his home to develop with them their annual strategic plan. It brings him great joy to see these youth truly unite and align with the agency's mission.
- The Family of Agencies Board Member Meet and Greet will take place on Thursday, March 9th at 4:00 PM. Members were asked to bring a viable board candidate offering members an opportunity to network and learn about how the family of agencies impact the community.

Board Committee Reports

Board Executive Committee: Ms. Long, Committee Chair reported the committee met on January 19 to discuss the CEO's evaluation in great detail to align with the FYE.

Board Finance Committee: Mr. Austin, Committee Chair reported the committee meets quarterly to engage in a deep dive review. The committee discussed the development of a budget calendar to be presented to the full board in March. FY begins July 1 through June 30. The budget will be presented to the full board in May. Mr. Austin commended Mr. Johnson and his team for a fantastic job in establishing new accounting process and internal controls.

Board Risk Management Committee: Mr. Doddy, Committee Chair reported the committee did not meet. There are no urgent matters to discuss. The committee will meet ad hoc should anything urgent surface.

Board Recruitment Committee: Mr. Rodgers, Committee Chair reported the committee met on July 11 to discuss Brevard Family Partnership Foundation Advisory Board Member Sean Kostelnik's appointment recommended by Mr. Scarpelli:

- Appoint Mr. Kostelnik to Chair the Brevard Family Partnership Foundation Board.
- Appoint Mr. Kostelnik to the BFP Governance Board for a 1-year term ending January 2024 (subject to fingerprinting and background check)
- Remove Mr. Kostelnik from the Board Recruitment Committee
- Appoint Mr. Kostelnik to Vice Chair of the Board Marketing Committee

Motion: Mr. Doddy moved to approve Mr. Kostelnik's appointment to Chair the Brevard Family Partnership Foundation Board, Appoint Mr. Kostelnik to the BFP Governance Board for a 1-year term ending January 2024 (subject to fingerprinting and background check), remove Mr. Kostelnik from the Board Recruitment Committee and appoint Mr. Kostelnik to Vice Chair of the Board Marketing Committee. This was seconded by Ms. Long, and without further discussion, the motion passed unanimously.

Board Marketing Committee: Ms. Larkin, Committee Chair reported the committee met on January 18. The committee discussed making contact with Space Coast Pride and Raise a Child to further support the LGBTQ community. Members also discussed board recruitment for the Foundation Board and volunteer recruitment to support events held through the Foundation.

Board Committee Roster

The Board Committee Roster was posted to the BFP Board Portal in advance of the meeting. No Comments were expressed during the review period.

Members reviewed the Board Committee Roster and approved the changes as presented.

Motion: Mr. Doddy moved to approve the Board Committee Roster with the recommended changes as presented. This was seconded by Mr. Rodgers, and without further discussion, the motion passed unanimously.

Q'2 2022 (Oct. Nov. Dec.) Strategic Plan Update

The Q'2 2022 (Oct. Nov. Dec.) Strategic Plan was posted to the BFP Board Portal in advance of the meeting. No Comments were expressed during the review period. Dr. Holmes reviewed in detail the Q'2 2022 Strategic Plan for the family of agencies.

Ms. Long thanked the family of agencies executive team for providing a comprehensive overview of the impact each agency has on the children and families in the community. Ms. Long shared she is looking forward to seeing everyone in person at the March board meeting. Members agreed. She then stated if there were no further discussion, she would like a motion to adjourn.

Motion: Mr. Doddy moved to adjourn. This was seconded by Mr. Austin.

Respectfully Submitted,

Laurie-Anna DeGennaro
Board Liaison

Approved by the BFP Governance Board of Directors on March 23, 2023.