

ANNUAL GOVERNANCE BOARD BUSINESS MEETING  
May 23, 2024  
Minutes

**Board members in person:**, Mr. Dan Rodgers, Chair, Mr. Storm Doddy, Board Vice Chair, Mr. Eric Austin, Board Treasurer, Bishop Clark, Community Member, Mr. Sean Kostelnik Community Member, Mr. David Hill, Community Member, Mr. Rick Ely, Community Member

**Absent Members:** Ms. Jennifer Muntz, Community Member, Ms. Stephanie Larkin, Community Member

**Others Attendance in Person:** Mr. Phil Scarpelli, President and CEO, Ms. Laurie-Anna DeGennaro, Board Liaison

**Board Guests:** Dr. Valerie Holmes, Vice President and COO, Mr. Don Johnson, CFO, Ms. Kelly Swartz, CLO, Ms. Stacy Peacock, CAO, Ms. Katie Guemple, ED Family Allies, Ms. Kathryn Parker, ED The National Center for Innovation and Excellence, Ms. Rebecca Melick, ED Brevard C.A.R.E.S., Mr. Dusty Staub, Consultant

Mr. Rodgers welcomed all in attendance.

Mr. Rodgers then asked for all to state their names for the record beginning with board members to include the President and CEO and Board Liaison, then guests.

**Motion:** Mr. Austin moved to approve the May 23, 2024 Agenda. This was seconded by Mr. Hill.

**Discussion:** Mr. Austin asked to move the Governance Policies and the Board Committee Charters under the consent agenda.

**Vote:** The Ayes have it and the motion passed.

Mr. Rodgers 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:** Mr. Rodgers reported public comments are limited to one minute per attendee for a combined total of three minutes and comments must be specific to agenda items. No public comments were expressed.

**Motion:** Mr. Hill moved to approve the March 28, 2024 Governance Board Meeting minutes. This was seconded by Mr. Hill and without further discussions, the motion passed.

**Motion:** Mr. Doddy moved to approve the April 15, 2024 Special Governance Board Meeting minutes. This was seconded by Mr. Austin and without further discussions, the motion passed.

Mr. Rogers made the following announcements:

- Resignation: Felicia Prince Effective May 1, 2024
- Physical Quorum (1/3 members) of the then voting members must be present before attending via Zoom Video Conference
- Complete the 2024 Individual Board Member pledge Forms and remit by the end of this meeting.

### New Business

#### 2024 Annual Board Collective Goal of \$50,000.

**Motion:** Mr. Doddy moved to approved the \$50,000 Annual Board collective Goal. This was seconded by Mr. Hill.

**Discussions:** A question was asked regarding whether the collective goal includes cash and in-kind donations. Ms. DeGennaro confirmed the collective goal includes cash and in-kind donations.

**Vote:** The Ayes have it and the motion passed

### Board Meeting Schedule

Mr. Rodgers asked the board to consider reverting back to monthly meetings due to transitioning to a four county contract. He noted bi-monthly meetings would inhibit board members from meeting mandatory requirements.

**Motion:** Mr. Doddy moved to approve the meeting schedule as presented reverting back to monthly board meetings, with no meeting in July, November and December due to the Thanksgiving and Christmas Holiday. The November Meeting will be held the second week of December. This was seconded by Mr. Kostelnic.

**Discussion:** Mr. Austin expressed concerns with making a formal decision without participating board members from the tri-county. He does not recommend changing policy to a formal meeting schedule. Mr. Ely disagreed stating there is no policy in place against holding monthly meetings. Mr. Ely encouraged monthly meetings to include KPI meetings as discussed during the retreat. Developing relationships within the board is essential to strategically plan for community development and outreach. Mr. Hill added meetings can be called monthly without changing a policy or procedure. Members agreed to add KPI as a standing agenda item.

**Vote:** The Nay's have it and the motion did not pass.

Members then agreed to keep NCFIE and the BFP Foundation Governance Board Meeting schedule to March and September.

**Motion:** Mr. Ely moved to approved to keep the NCFIE and BFP Foundation Governance meetings schedule for March and September. This was seconded by Mr. Kostelnic and without further discussion the motion passed.

### Annual Board Trainings

Ms. Kelly Swartz then spoke about the following annual training requirements by Sunshine Health, DCF contract and Florida Statutes: The annual trainings will be held at the June Board Meeting:

- HIPAA
- Whistle Blower
- Code of Conduct: GOV001 Ethics
- General Compliance
- Fraud, Waste, Abuse

### Review 2024 Annual Board Meeting Calendar

The Annual Board meeting Calendar was posted to the BFP portal for review in advance of the meeting. No comments were expressed during the review Period.

Members reviewed the annual board meeting calendar outlining mandated reporting requirements.

**Motion:** Mr. Doddy moved to approve the 2024 Annual Board Meeting Calendar as presented. This was seconded by Mr. Hill, and without further discussion the motion passed.

### Consent Agenda

The CEO Board Report, DCF Contract Measures, GOV004 Succession Plan, GOV005 Board Donations, GOV008 External Communications, GOV009 Board Member Role, GOV010 Board Self-Assessment and Strategic Planning, GOV204 Investment Management, GOV205 Fundraising Management, GOV208 Accounting Practices, GOV209 Settlement Authority, GOV210 Behavior Support and Management, Board Executive Committee Charter, Board Risk Committee Charter, Board Marketing Committee Charter were posted to the board portal in advance of the meeting. No comments were expressed during the review period.

**Motion:** Mr. Hill moved to approve the CEO Board Report, DCF Contract Measures, GOV004 Succession Plan, GOV005 Board Donations, GOV008 External Communications, GOV009 Board Member Role, GOV010 Board Self-Assessment and Strategic Planning, GOV204 Investment Management, GOV205 Fundraising Management, GOV208 Accounting Practices, GOV209 Settlement Authority, GOV210 Behavior Support and Management, Board Executive Committee Charter, Board Risk Committee Charter, Board Marketing Committee Charter as presented. This was seconded by Mr. Doddy, and without further discussion the motion passed.

### BOARD COMMITTEE REPORTS

Board Executive Committee: Mr. Rodgers, Chair reported the committee met to review the policies, Board Committee Charters, proposed meeting schedule and the 2024 Annual Board Meeting Calendar as presented.

Board Finance Committee: The Q'3 2023-2024 Quarterly Review (Jan. Feb. March.) Family of Agencies Financials and Supplemental Narrative were posted to the BFP portal for review in advance of the meeting. No comments were expressed during the review Period.

Mr. Austin, Chair reported the committee meets quarterly via zoom to perform a deep dive review of the financials. With the dissolution of Family Allies and Brevard C.A.R.E.S. the financial are combined. All deficits are made whole by DCF. There is nothing out of the ordinary with new fiscal year contract.

**Motion:** Mr. Austin moved to approve the Q'3 2023-2024 Quarterly Review (Jan. Feb. March.) Family of Agencies Financials and Supplemental Narrative as presented. This was seconded by Mr. Hill and without further discussions, the motion passed.

Mr. Scarpelli informed the board that the Senate has ordered a second audit to be conducted by KPMG using a different funding model than the original audit conducted by Merca. The actual study should be completed by the end of calendar year 2025 and may be approved in 2026.

Board Risk Management Committee: Mr. Doddy, Chair the risk committee did not meet.

Board Recruitment Committee: Mr. Rodgers, Chair reported the committee did not meet. No new applicants to review.

Board Marketing Committee: Mr. Kostelnik, Vice Chair reported the committee met and reviewed the logos and meetings have been changed to monthly as the agency moves through transition.

#### Q'2 23-24 (Oct, Nov, Dec.) Q'3 23-24 (Jan, Feb, Mar) Strategic Work Plan Update

The combined Q'2 and Q3 23-24 Strategic Work Plan update was posted to the board portal in advance of the meeting. No comments were expressed during the review period. Dr. Holmes reported on plan as presented and noted the following:

- There are three case management agencies and contracts for the three counties are contracted out and ending December 31, 2024. The agency is looking to move from a fixed price to cost reimbursement. Mr. Scarpelli added contracts will be evaluated based on performance and cost points. DCF is against in-house administrative service practices. BFP was approved through the local community alliance to bring case management in-house

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

Approved by the Family Partnerships of Central Florida Governance Board of Directors on June 27, 2024.

Respectfully Submitted,

Laurie-Anna DeGennaro  
Board Liaison