



## SPECIAL BOARD MEETING

February 8, 2021

Minutes

Meeting held by Teleconference Due to COVID-19 Restrictions

**Attendees:** Ms. Barb Loftus, Board Chair, Mr. Eric Austin, Board Treasurer, Mr. Rob Cramp, Mr. Storm Doddy, Ms. Sky Beard, Dr. Malbran, and Mr. Carlos Assemany

**Members Absent:** Ms. Ruth Long, Board Vice Chair, Mr. Dan Rodgers, and Ms. Jean Bandish

**Others in Attendance:** Ms. Laurie-Anna DeGennaro, Board Liaison

Ms. Loftus, opened the meeting and stated the Special Board Meeting was called to discuss the CEO Salary Adjustment and compensation package recommended by the Board Finance Committee

**Motion:** Mr. Cramp moved to open the Special Board Meeting. This was seconded by Dr. Malbran and the motion passed unanimously.

Ms. Loftus asked to change the video conferencing platform from GoToMeeting to Zoom, a more user-friendly model. Ms. DeGennaro will obtain a Zoom account.

### TREASURER RECOMMENDATIONS: CEO AND C-SUITE MARKET SURVEY

Mr. Austin reviewed his proposed motion and shared The Board Finance Committee performed a market analysis to review and compare salaries for the CEO with the 18 CBC's across the state. In addition, a review of the IRS Guidelines and statutory requirements; The CEO's Salary under the DCF Contract is not to exceed 150% of the DCF Secretary's Salary, was performed to ensure regulatory compliance.

**MOTION:** Mr. Austin motioned to set the CEO compensation package to \$220,000 retroactive to October 2019.

Members then reviewed the CEO Compensation Market Analysis and CEO Compensation Market Adjustment documents.

Discussions ensued regarding the following:

- The CEO annual base salary will increase to \$187,000
- The CEO total compensation package will increase to \$220,000 includes annual base salary and benefits i.e., Paid time off, insurance and investments.
- Did the market analysis include local like size non-profits? Mr. Austin confirmed the analysis was conducted using the CBC's across the state to ensure the CEO responsibilities and duties are within the scope of the Industry and state contract for services. The proposed salary is within statute not to exceed the DCF Secretary's salary by 150%. In addition, the salary recommendation includes the CEO's oversight of the subsidiaries: NCFIE, Family Allies, Brevard C.A.R.E.S. and the newly formed Brevard Family Partnership Foundation. Part of the salary is based outside of the DCF Contract and is funded by revenues generated through NCFIE.
- Mr. Austin is working with outside counsel to draft the CEO Employment Agreement to include Goals and Objects, employment terms, pay increases based on performance and payouts upon separation. The Board Finance Committee will review the contract and present the final to the Board Executive Committee before presenting to the full board.

Members then reviewed the Board Approved August 27, 2020 Salary Administration Plan and agreed to increase the CEO maximum salary amount to \$200,000.

Members then discussed the proposed retroactive date: October 2019. Ms. Loftus provided background on the CEO recruitment efforts and the hiring of Mr. Scarpelli. She reported the initial salary to onboard Mr. Scarpelli; November 2018 was agreed upon by the CEO Recruitment Committees and determined adequate based on his industry experience and education at the time of hire. The CEO Recruitment Committee decided an Employee Agreement was not necessary at that time. Ms. Loftus agreed Mr. Scarpelli has done a good job with advancing the family of agencies and should be compensated fairly. She added Mr. Scarpelli received a 3% cost of living adjustment (COLA) in 2020 along with the family of agencies staff. She recommends his payment adjustment be retroactive to August 2020.

Ms. Loftus reminded members that the BFP Board decided to adjust the CEO review date from the annual anniversary from date of hire to annually the month following FYE, to properly evaluate his goals and objectives.

Discussions ensued regarding the IG CEO salary report, although erroneous, members agreed careful consideration should be made concerning the pay adjustment and the retroactive date.

Members then discussed and agreed a salary market analysis should be performed for all staff across the organizations.

Ms. Loftus asked for three motions concerning the CEO's base salary: \$187,000, Total Compensation: \$220,000 and modify the Salary Administration Plan to change the CEO's maximum salary amount to \$200,000.

**Motion:** Dr. Malbran moved to approve the proposed annual \$220,000 CEO Compensation Package. This was seconded by Mr. Cramp and the motion passed unanimously.

**Motion:** Mr. Doddy moved to approve the CEO pay adjustment to \$187,000 retroactive to August 2020. This was seconded by Dr. Malbran and the motion passed unanimously.

**Motion:** Mr. Cramp moved to adjust the Salary Administration Plan to increase the CEO's maximum base salary to \$200,000. This was seconded by Mr. Assemany and the motion passed unanimously.

**Motion:** Mr. Cramp moved to adjourn. This was seconded by Mr. Doddy and the motion passed unanimously.

Approved by the Brevard Family Partnership Board of Directors on February 25, 2021.

Respectfully Submitted,

Laurie-Anna DeGennaro  
Board Liaison