



BOARD OF DIRECTORS MEETING

April 22, 2021

Minutes

Meeting held by Teleconference Due to COVID-19 Restrictions

Attendees: Ms. Barb Loftus, Board Chair, Ms. Ruth Long, Board Vice Chair, Mr. Eric Austin, Board Treasurer, Mr. Rob Cramp, Mr. Dan Rodgers, Mr. Carlos Assemany, Ms. Jean Bandish, Mr. Storm Doddy, Dr. Rosanna Malbran, and Ms. Sky Beard

Members Absent:

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

Ms. Loftus opened the meeting, welcomed, and thanked everyone for attending the April 22, 2021 Board of Directors Meeting.

Motion: Mr. Rodgers moved to approve the April 22, 2021 Agenda. This was seconded by Ms. Long and the motion passed unanimously.

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.

Public Comments: No public comments were expressed.

Motion: Mr. Rodgers moved to approve the March 25, 2021 Board Meeting Minutes. This was seconded by Dr. Malbran and the motion passed unanimously.

BOARD DISCUSSIONS

Members discussed post covid board meeting options:

- Continue to meet virtual
- Meet in person with the option to remote into the meeting
- Quarterly meetings in person, and off months meetings occur virtually

Ms. Loftus asked members to share their preference with Ms. DeGennaro. A decision will be made by the new fiscal year.

Ms. Loftus spoke about the Annual Board Strategic Planning Meeting stating the delay was attributed to COVID-19 Restrictions. Ms. Loftus then suggested to conduct the Board Strategic Planning Session on June 24 with a longer meeting time to review the Strategic Mission, Policy of Practice to include a presentation from the CEO providing a status update on the goals and objectives achieved for the current fiscal year. Mr. Cramp proposed the Strategic Planning Session be held in Person.

Motion: Mr. Cramp moved to approve the June 24th Strategic Planning Session with an extended meeting time and to be held in person. This was seconded by Ms. Bandish 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: Ms. Bandish moved to approve the BFP and C.A.R.E.S Board Reports under the consent agenda. This was seconded by Mr. Cramp 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 spoke about the new cultural roll out with Insuperity hosting several Embracing Change training sessions for staff members to become more acclimated with expectations and vision for the future
- Mr. Scarpelli shared the Culture Vision Statement:
 - At Brevard Family Partnership's Family of Agencies, integrity, trust, and compassion are our foundation. Our culture reflects our most valuable resource, its workforce, a unified community of caring, talented, and forward-thinking professionals. To achieve our essential goal, ensuring the welfare of all children, we are redefining strategies in producing the best outcomes for Brevard county's children and their families.

NCFIE BOARD REPORT

The NCFIE Board report was posted to the BFP Board portal for members to review in advance of the meeting. No comments were expressed during the review period. In the absence of Ms. Pellegrino, Dr. Malbran provided an overview of the board report as presented.

BOARD COMMITTEE REPORTS

Board Executive Committee: Ms. Loftus, Chair reported the committee met for general governance oversight.

Board Finance Committee: The Financials and Supplemental Narratives 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 committee met for an in-depth review of the Q'3 family of agencies financials statements. Mr. Johnson then provided an overview using the Supplemental Narrative as presented.

Board Risk Management Committee: Mr. Doddy, Chair reported the committee met on April 8th to assess the risks associated with COVID: There were very low incidences reported. The committee then reviewed the Risk Registry: Ms. Swartz provided a brief status update on pending items. Ms. Loftus informed new board members that any ongoing litigation is managed by outside council, information shared with the board is conducted in a closed Executive Session with a court appointed minute taker, and the information remains confidential until the case is settled.

Board Marketing and Philanthropy Committee: Mr. Cramp, Chair reported the following updates:

- April is Child Abuse Prevention Month
- May is Foster Parent Appreciation Month
- Rock Paper completed the C.A.R.E.S website refresh
- Rock Paper will now be working on refreshing the BFP website.
- BFP has been approached by the Hilton Rialto to host the Over-the-Edge fundraiser. At this event, individuals will raise funds to rattle down buildings. The venue is in the review phase.

BFP Foundation Board:

- Mr. Assemany, Chair reported the foundation continues to work on the infrastructure, board member recruitment and future event planning.
- The Foundation Board will continue to provide status updates on the Foundations fund raising activities and the BFP Board will be invited to all events.

UNFINISHED BUSINESS

NCFIE Governance

Discussions ensued regarding the continued development of the NCFIE infrastructure using subject matter experts to focus on innovations and expansion strategies in support of the center's community engagement and initiatives.

Dr. Malbran shared the NCFIE Advisory board is recommending current members serve on an Advisory Council as subject matter experts sharing their areas of expertise and the BFP Board of Directors will serve as the NCFIE Governance Board of Directors assuming the governance and fiduciary responsibilities. The Board meetings will occur bi-monthly alternating between NCFIE and Family Allies immediately following the BFP Board of Directors meeting.

Motion: Ms. Beard moved to approve the BFP Board of Directors will serve as the NCFIE Governance Board of Directors. The Board will meet separately on a bi-monthly basis. This was seconded by Mr. Doddy and the motion passed unanimously.

Discussions ensued regarding the vision for NCFIE is to serve as a non-government sustainable entity operating as the training and innovations arm with the intent to implement innovations back into the local system of care.

CEO Retroactive Date

Ms. Loftus reminded board members that a decision was made to align the CEO's performance evaluation with the Fiscal Year End. She then asked members to ratify the CEO's compensation retroactive date from August 2020 to July 2020 in alignment with the CEO's Fiscal Year End Review Period.

Motion: Mr. Cramp moved to ratify the CEO's compensation retroactive date from August 2020 to July 2020. This was seconded by Ms. Long and the motion passed unanimously.

NEW BUSINESS

Governance Policies: GOV012 Human Subject Research, GOV012A Human Subjects Research Procedure, GOV013 Nepotism, GOV016 Long-Term and Short-Term Strategic Planning Process and GOV017 Environmental Conservation

Ms. Loftus reported the Governance Policies were posted to the BFP Board Portal giving members an opportunity to review the changes as presented. She then asked for a motion to approve.

Motion: Ms. Long moved to approve GOV012 Human Subject Research, GOV012A Human Subjects Research Procedure, GOV013 Nepotism, GOV016 Long-Term and Short-Term Strategic Planning Process and GOV017 Environmental Conservation with the recommended changes as presented. This was seconded by Dr. Malbran and the motion passed unanimously.

PROSPECTIVE NCFIE ADVISORY COUNCIL MEMBER

The resume for Mary Ellen Souder was posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review period. Ms. Pellegrino shared Ms. Souder's background, history, and accomplishments. Ms. Pellegrino stated Ms. Souder would be a good fit for the NCFIE Advisory Council and she is looking for a motion to approve.

Motion: Mr. Cramp moved to appoint Ms. Mary Ellen Souder to serve on the NCFIE Advisory Council. This was seconded by Ms. Long and the motion passed unanimously.

ANNOUNCEMENT

Mr. Cramp announced due time constraints with the new housing development in Cocoa, he is stepping down from the Board of Directors effective after the June board meeting.

Members commended Mr. Cramp for his unwavering dedication, commitment, and insight. Members congratulated Mr. Cramp for being awarded the affordable housing project and his continued support for the community.

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

Respectfully Submitted,

Laurie-Anna DeGennaro
Board Liaison

Approved by the Brevard Family Partnership Board of Directors on May 26, 2021