

BOARD OF DIRECTORS
FEBRUARY 24, 2011 BOARD MEETING
MINUTES

Board Members in Attendance: Mr. William Ryder, Board Chair, Mr. Stockton Whitten, Board Vice Chair, Judge Kelly McKibben, Board Treasurer, Mr. Leo Roselip, and Ms. Irene Burnett.

Board Members Absent: Ms. Helen Voltz, Ms. Brooke Deratany Goldfarb and Mr. Mel Broom.

Others in Attendance: Ms. Valerie M. Randall, Chief Personnel and Administrative Officer, Ms. Debbie Davidson-Cook, Chief Compliance & Utilization Officer, Mr. Chad Carnell, CFO, Mr. Geo Ropert, Director of Communications and Ms. Stephanie Strodman, Executive Assistant. Also in attendance were Ms. Charla Myers and Ms. Pam Whittington from The Haven, Ms. Diane Arnold, Devereux, Ms. Donna Brown, James Moore, Mr. Eric Beck with Bouchard Insurance, Dr. Jack Sidoran, DCF and Mr. Fletcher Valentine, DCF.

Mr. Ryder called the meeting to order and requested those present state their names for the record.

Motion: Judge McKibben moved to approve the agenda. This was seconded by Mr. Whitten and the motion was passed unanimously.

Motion: Ms. Burnett moved to approve the minutes from the January 27, 2011 Board meeting. Judge McKibben noted two corrections to be made. This was seconded by Mr. Roselip with corrections to be made and the motion was passed unanimously.

The next item was the Consent Agenda which included:

The Board Report
The Operations Data Report
The Financial Statements
A Legislative Update

Mr. Ryder spoke about the meeting with the new Secretary and commented that despite the recent tragic events in south Florida the Secretary did not look to blame anyone but rather wanted to work on methods and safeguards that would prevent a similar situation in the future. Mr. Ryder shared his opinion that Secretary Wilkins seems willing to work with the CBC Board Chairs and CEO's and supports the CBC concept. He then spoke about the Wraparound Conference and shared that the event was almost filled to capacity and that he believes it was the best event of its kind that he has ever seen. He shared that he was impressed with the quality of speakers and felt that this was an outstanding event for the Agency.

Mr. Roselip posed a question on the new Dependency Judge Rainwater and wanted to be assured that the Agency would be planning an introduction meeting with her. Judge McKibben indicated that she had offered to facilitate that for the CEO and others. Mr. Roselip then commented on the new Staff Attorney and suggested that this individual attend the board meetings on a regular basis. Mr. Roselip asked for a status of the CBY25 proposal. Ms. Randall responded that while initial discussions have taken place, there is no update at this time.

Action Item: Mr. Roselip requested that the status of the CBY25 proposal be put on the March board meeting agenda.

Mr. Ryder commented on the IL program pending legislation which would extend benefit supports from the age of 18 to age 21. He indicated this was a significant issue facing the CBC's. He spoke about one version of legislation that would require specific eligibility requirements of the IL youth including school attendance.

Judge McKibben inquired about the FBI dinner/dance referenced in the Board Report and wanted to know if this was something BFP was sponsoring. Mr. Ropert indicated that it was not. Ms. Randall indicated that if members wanted to attend, they would need to make their arrangements with Ms. Hernandez after the Board meeting.

Mr. Carnell then presented the financial statements. He distributed the Statement of Financial Position ending January 31, 2011. He noted that the pre-paid expenses result from revenues already recognized and as expenses are moved to income statement a difference is noted.

He then distributed the Statement of Financial Activities as of January 31, 2011. He noted that line 1430 on page 2 reflected changes in the SAMH funding resulting in some large journal entries to transfer funds from Brevard C.A.R.E.S. back to BFP.

Ms. Burnett inquired about the nature of the changes. Mr. Carnell responded with some information. Ms. Davidson Cook augmented that answer by indicating there is a clarification of the definition of "at risk" which specifies the number of calls to the hot line. Based on the new definition, it was determined that funds needed to be reallocated from the prevention program to dependency for this funding. Mr. Carnell then reported on some other budget lines where there was a spike due to higher room and board for three children with acute needs. He stated that the Agency can't afford to absorb continuing spikes of this nature. He stated that these incidents represented \$110,000 of the roughly \$250,000-\$300,00 in surplus funds. He stated that other than this specific situation all other line items in the budget are on track.

Mr. Ropert then addressed the members with a legislative update. He spoke about the Child Welfare Liability Issue, legislation addressing less stringent monitoring requirements for those agencies with COA accreditation, background screening legislation, the certification training requirements and youth transitioning. He indicated that he will create a government affairs page on our website and will keep this updated.

There was discussion regarding the background screening process and the constraints and limitations and costs associated with this process. Mr. Roselip wondered why a person could not have a copy of the report that they could then use for other purposes. Mr. Ryder indicated that he has been background screened three (3) times.

Motion: Ms. Burnett moved to approve the Consent Agenda. This was seconded by Judge McKibben and the motion was unanimously passed.

The next item was New Business:

Judge McKibben spoke about the previously submitted resignation of Mr. Sam Gutierrez as he had accepted a new position out of state. She shared that he has returned to Brevard County and has been employed by a firm at the Cape and has requested to rescind his resignation. She commented that he is active in the community, has been a strong supporter of the Agency, has actively participated in our annual toy drive in the past with his employer and is an adoptive parent. She also indicated that he shared that he was hopeful of engaging his new employer in supporting our children during our holiday toy drive.

Motion: Judge McKibben moved to permit Mr. Gutierrez to rescind his resignation and return to the Board. This was seconded by Mr. Whitten and the motion was unanimously passed.

Judge McKibben then announced that the next meeting of the Board Subcommittee on Recruitment and Nominations would be scheduled for March 11, 2011 at 9:00 AM and last for one hour and a half. She requested that an e-mail be sent to the subcommittee members and that the meeting is posted.

Mr. Carnell then addressed the banking services and the requirement to re-procure this service. He indicated that an RFP was posted and that there had been three (3) respondents. He shared with the members that a review committee met to assess the responses and that the recommendation of this team is to retain RBC as the Agency's financial partner.

Motion: Mr. Roselip moved to continue the banking relationship with RBC bank. This was seconded by Judge McKibben and the motion was unanimously passed.

Mr. Carnell then presented a memo to the members on the Line Of Credit for BFP. He shared the current LOC limits and costs. He did share that the current amount is the same as the original amount but now the Agency does have some additional funding resources. He stated that while the LOC has never been used it would be considered an allowable expense. He then presented a LOC proposal for Brevard C.A.R.E.S. which currently does not have one. He recommended that a LOC be purchased in the amount of \$150,000 for a cost of \$625.00.

Motion: Mr. Roselip moved to retain the current LOC for BFP and to approve the new LOC for Brevard C.A.R.E.S. in the amount of \$150,000. This was seconded by Mr. Whitten and the motion was unanimously passed.

Judge McKibben requested to return to the discussion and motion on Mr. Gutierrez. She indicated that she wanted to address the term for Mr. Gutierrez and recommended that he be reinstated for one (1) year.

Motion: Judge McKibben moved to reinstate Mr. Gutierrez for a one (1) year term. This was seconded by Mr. Whitten and the motion was unanimously passed.

The next agenda item addressed the Annual Financial Statement and Agency 990 Form. Mr. Carnell introduced Ms. Donna Brown of James Moore & Company to address the board and distributed copies of the materials. Ms. Brown addressed the board and reviewed much of the content of the financial statement with the members. She commented on the importance of specific items beginning with the letter to the board which outlines the responsibilities of the auditors as well as the board members. She stated that the financial audit included:

- A Basic Audit
- Government Auditing Standards
- A State and Federal Single Audit and
- A Management Letter to the Auditor General

She reviewed the package with the members and responded to questions. She indicated that this is a rigorous process that addresses compliance as well as an adequate sampling of transactions in each program area to validate the results of the audit.

She concluded by offering the board members the opportunity to ask questions or to call her as well. She reported that the audit went well with no findings in internal controls or compliance.

Mr. Roselip asked about an item on page four (4) which documented fundraising expenses and inquired what we gained from the expense. Mr. Carnell responded with a figure generated from the CFO conference which was revenue. He indicated that the salaries of staff involved in the CFO conference planning was included in the expense identified but that he could not immediately account for the other costs.

Mr. Brown then reviewed the Agency 990 with the board members. She pointed out that certain pages of the 990 specifically state they are open to public inspection and others are not required. She reviewed the document with the members and indicated that Mr. Carnell had reviewed it as well. Judge McKibben inquired how the hours per week for board members were determined. Mr. Carnell responded that is was a best estimate based on board meetings.

Mr. Roselip thanked Ms. Brown for her time and presentation.

Motion: Mr. Roselip moved to approve the Financial Statement and Form 990. This was seconded by Mr. Whitten and the motion was unanimously passed. Ms. Burnett commended Mr. Carnell on an outstanding job.

The next agenda item was an overview of the Agency Insurance Coverage. Mr. Carnell introduced Mr. Eric Beck from Bouchard Insurance to address the board. A document detailing high level insurance coverages was distributed to the members. Mr. Beck spoke about the issues with legislation and carriers. He shared that most insurance carriers prefer to stay away from child welfare organizations and that there are only one or two in the state of Florida. He commented that currently across the state, claims are being filed from situations that took place many years ago and if this trend continues, even those carriers may leave the state. He addressed Statute 409 and the insurance requirements. He indicated there are efforts to work to reduce the limits and therefore the impact on CBC's in an effort to engage more carriers in the field. He then reviewed the other coverages including property coverage that uses a replacement cost basis, electronic data processing equipment, D&O, EPLI and auto. Mr. Whitten inquired about the umbrella insurance and why it was increased at renewal. Mr. Carnell responded indicating that the cost to increase it was minimal and since there is a 5% escalator clause in Statute and with the concern about having to add DCF as an additional insured, it was deemed a good decision. Mr. Ryder asked that if DCF insists in being named an additional insurer how many carriers will write this business. Mr. Beck responded that likely none will. Currently Colony and Lexington write coverage for CBC's. Mr. Roselip inquired when this issue would be resolved and Mr. Beck suggested that this is a legislative issue. Mr. Beck also indicated that there is work being done to determine if it is feasible to develop a risk retention group to address this concern

Ms. Randall then addressed the board to provide data and information on:

- Employee Benefits Overview
- Calendar Year 2010 Employee Engagement & Satisfaction Survey Results
- Calendar Year 2010 Turnover Results
- CEO Evaluation

Mr. Randall distributed the overview of the Agency benefit programs to the board members. She indicated that these are essentially the same as last year with many of the same items based on "pending funding." She then walked the members through a short power point presentation on the calendar 2010 employee engagement and satisfaction survey. It was noted that in all categories the "satisfied" or "agreed with" responses were increased from the prior year; some rather significantly. The members did not have any questions on the data. Ms. Randall then discussed the employee turnover statistics from calendar 2010 compared to the Agency target. Again this year, the Agency turnover rate was well below the target and Ms. Randall discussed the number and types of separations that did occur. Mr. Ryder thanked Ms. Randall for a great presentation and commented that in his opinion with the many limitations of a small non-for-profit organization with limited financial resources and the demands and pressures of the work required he thought the Agency is doing a great job in retaining staff.

Ms. Randall then passed out the CEO evaluation form and requested that these be returned to her no later than April 1, 2011.

The next agenda item was a Strategic Work plan Goal. This one addressed

Objective 3d: Incorporate universal/primary child abuse prevention strategies throughout the System of Care. Strategies:* Promote parent/child nurturing and attachment; knowledge of parenting and of child and youth development; parental resilience; social connections; and concrete support for parents throughout CBC of Brevard's programs, and throughout all contracted agency programs

Ms. Davidson Cook addressed the members and shared that one new strategy has been implemented that provides the management and provision of services for those families which are not participants in the FTC process. This is conducted through the new Standing Team process which brings the relevant parties for the family to the table to identify the family needs and to prioritize the services. She shared that this is a less intense process than the FTC but for those who will not or can not participate in the FTC process it provides a forum to have options for these families. This is an enhancement to the system where previously these families did not have a full team working with them. Mr. Roselip requested that Ms. Davidson Cook explain the difference between the FTC and Standing Team. Ms. Davidson Cook explained that in some cases, based on legal advice, families will not engage in the full FTC process and in other situations they are not ready for the work involved in an FTC. She explained that the Standing Team process permits the needs of a family to be identified and prioritized in terms of service referrals.

The next item that has been integrated into the System of Care involves the Trauma Informed Care model and she reported that the DOO-Clinical Services is working on this workgroup to incorporate this modality.

Ms. Davidson Cook also addressed the continuing efforts to focus on evidence-based programs and practices within the System of Care. She reported that BFP has contracted with Evidence Based Associates and through them the Chadwick Center for Child Welfare and that a kick off meeting is scheduled for March 30, 2011. The intent of this contract is to conduct an assessment of the System of Care and then recommendations on how to work toward evidence-based practices and programs with our providers. Mr. Carnell interjected and indicated that all of this costs money. Mr. Roselip asked once the contract is paid if there is follow-through or if this is only an assessment. He stated that he would like to attend the meeting.

Action Item: Mr. Roselip also requested that at the next meeting a re-cap or presentation on the adoption process be provided. He would like to see what the process is from beginning to end whether from a matching event or not.

As the Judge had left the meeting a quorum was not present.

The meeting ended.

Respectfully submitted,

Valerie M. Randall
Recording Secretary

Approved at the Board of Directors Meeting March 24, 2011