Family Partnerships of Central Florida
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GOVERNANCE BOARD MEETING
August 22, 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, Ms. Stephanie Larkin, Community Member, Mr. Sean Kostelnik Community Member, Mr. Rick Ely, Community Member

Members online: Mr. David Hill, Community Member, Ms. Jennifer Muntz, Community Member

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

Presenters: Mr. Taylor Ritchey, Florida Insurance LLC, Ms. Cyndi Hernandez, HR Director

Board Guests: Dr. Valerie Holmes, Vice President and COO, Mr. Don Johnson, CFO, Ms. Kelly Swartz, CLO, Ms. Stacy Peacock, CAO

Board Guests online: Pheobe Whelen, DCF Contract Manager

Mr. Rodgers welcomed all in attendance and asked all to stand for the Pledge of Allegiance.

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 both online and in person.

Motion: Mr. Austin moved to approve the August 22, 2024 Agenda. This was seconded by Ely and with no further discussion 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: Ms. Larkin moved to approve the June 27, 2024 Governance Board Meeting minutes. This was seconded by Mr. Ely and without further discussion the motion passed.

Board Presentations

2024-2025 Florida Insurance renewal proposal
The 2024-2025 Florida Insurance Renewal Proposal was posted to the Board Portal in advance of the meeting. No comments were expressed during the review period. Mr. Richey provided an overview of the proposal and noted to keep the premiums down for Family Partnerships of Central Florida, Embrace Families has a separate policy and after one year without any claims the two policies will be merged.

Concerns were expressed regarding the Embrace Families policy. Mr. Scarpelli reported Embrace Families has been dissolved and they no longer exist as a Community Based Care Agency. Family Partnerships of Central Florida (FPOCF) did not acquire Embrace Families or any of its liabilities; any claims submitted that pre-date the FPOCF contract with the Department of Children and Families (DCF), FPOCF would not be liable.

ACTION: Mr. Richey indicated that he was under the impression that FPOCF acquired Embrace Families. He will adjust the proposal to remove Embrace Families and the deductible, which will reduce the risk factor and may slightly reduce the premium.

Members requested that the agency have a chief claims litigator review historical claims to determine the potential liability.

ACTION: Ms. Swartz will have a claims litigator review the revised insurance renewal proposal.

ACTION: The Governance Board will hold a "Special" Board meeting to review the revised proposal after reviewed by a chief claims litigator.

<u>2023 Staff Survey Results for BFP, Brevard C.A.R.E.S., Family Allies, and NCFIE</u>
2023 Staff Survey Results for BFP, Brevard C.A.R.E.S., Family Allies, and NCFIE were posted to the Board Portal in advance of the meeting. No comments were expressed during the review period. Ms. Hernandez provided an overview of each of the agency's surveys. She noted the tri-county will be included for 2024-2025.

Motion: Mr. Ely moved to approve the 2023 Staff Survey Results as presented for BFP, Brevard C.A.R.E.S., Family Allies, and NCFIE. This was seconded by Ms. Larkin and without further discussion the motion passed.

<u>Berkshire Associates Affirmative Action Letter</u>
The September 25, 2023 Berkshire Associates Affirmative Action Letter was posted to the Board Portal in advance of the meeting. No comments were expressed during the review period. Ms. Hernandez provided an overview of the Affirmative Action process and reported the family of agencies are all in compliance. She noted the tri-county will be included for 2024-2025

Motion: Mr. Ely moved to approve the September 25, 2023 Berkshire Associates Affirmative Action Letter as presented. This was seconded by Mr. Austin and without further discussion, the motion passed.

<u>2024-2025 "Revised" Family of Agencies Budget Review</u>
2024- 2025 "Revised" Family of Agencies Budget, Supplemental Narrative, Reductions Report, and the Budget Schedule were posted to the Board Portal in advance of the meeting. No comments were expressed during the review period. Mr. Johnson reported on the 2024-2025 "Revised" Family of Agencies Budget using the Reductions Report outlining the five phases used to reach a balanced budget.

Motion: Mr. Austin moved to approve the 2024- 2025 "Revised" Family of Agencies Budget as presented. This was seconded by Mr. Kostelnik and without further discussion the motion passed.

<u>Recurring Business</u>

<u>Consent Agenda</u>
The CEO Board Report, DCF Contract Measures (Board Data Report), G0V003 Board Committee and Auxiliary Board, GOV006 Board Recruitment, GOV018 Crisis and Media Communications, GOV019 Elections of Officers, Q4 2023-2024 Strategic Work Plan, 2024 Legal Entity Overview were posted to the Board Portal in advance of the meeting. No comments were expressed during the review period.

Motion: Mr. Ely moved to approve the CEO Board Report, DCF Contract Measures (Board Data Report), G0V003 Board Committee and Auxiliary Board, GOV006 Board Recruitment, GOV018 Crisis and Media Communications, GOV019 Elections of Officers, Q4 2023-2024 Strategic Work Plan, 2024 Legal Entity Overview as presented under the consent agenda. This was seconded by Ms. Larkin and without further discussion the motion passed.

BOARD COMMITTEE REPORTS

Board Executive Committee: Mr. Rodgers, Committee Chair reported the committee reviewed the Governance Policies, Governance Board Meeting Agenda as they were presented today, and Ms. Kristen Johnson's Family Partnerships Foundation Advisory Board Chair, request to Serve on the Board Marketing Committee. He noted there were no material changes to the Governance Policies and he asked members to entertain a motion to approve Ms. Johnson's appointment to the Board Marketing Committee.

Motion: Mr. Kostelnik moved to approve Ms. Johnson's appointment to the Board Marketing Committee. This was seconded by Ms. Larkin and without further discussion the motion passed.

Board Finance Committee**:** Mr. Austin, Committee Chair reported the committee met via Zoom to review the 2024-2025 Florida Insurance Renewal Proposal and the 2024-2025 Revised Family of Agencies Budgets as presented to the Governance Board earlier on the agenda.

Board Marketing Committee: Ms. Larkin Committee Chair reported the committee reviewed the Community Engagement, the Social Media analytics reports, and the Family Partnerships Foundation logo. Mr. Kostelnik presented the committee with the Golf Tournament and Wood River Studio Raffle initiatives.

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

The board reviewed the Board Committee Roster to add Ms. Kristen Johnson to the Board Marketing Committee and remove Ms. Samanthia Johnson, Brevard C.A.R.E.S. Advisory Board Community Member from the Board Recruitment Committee as she has not attended the C.A.R.E.S. Advisory Board meetings.

Motion: Mr. Kostelnik moved to approved the Board Committee Roster with the recommended adjustments to add Ms. Kristen Johnson to the Board Marketing Committee and remove Ms. Samanthia Johnson from the Board Recruitment Committee. This was seconded by Mr. Austin and without further discussion the motion passed.

At 10:30 Mr. Rodgers indicated the board business meeting has ended and the board was moving into the Key Performance section of the Agenda. He then dismissed guests, with the exception of the President and CEO and the Board Liaison.

Key Performance Indicators (KPI) Discussions

Mr. Scarpelli reviewed the KPI Overview process and guiding Points as presented to the board in advance of the meeting.

Board Member Recruitment
Mr. Scarpelli informed members a former employee of Embrace Families, Mr. Robby who worked as the Public Affairs and Community Relations Coordinator has now been contracted by FPOCF to coordinate meetings with the CEO, local legislators, county and governments officials. Mr. Scarpelli noted Mr. Robby has referred six prospective board candidates located in the tri-county. He will be begin scheduling the initial interviews.

Members then discussed various scenarios for restructuring the board:

1. Determine the maximum number of board members from each county
    - Currently FPOCF Brevard has 9 members, 3 officers and 6 community members
    - Add 2 board members per tri-county for a total of 6; brings membership to 15 voting members
    - Add 1 members per tri-county for a total of 3 and add the CEO as a voting member for a total of 15 voting members.
    - Bi-laws reflect a maximum of 17 members.
2. Form an Advisory Council for each County that rolls up to the Governance Board and the Chair of each Advisory Council Chair (3 additional) would serve on the Governance Board of directors; the Governance would then have 12 voting members and add the CEO as a voting member for a total of 13 members.
    - The CARES Advisory Board would convert to represent the Brevard County Advisory Council.
3. Draft and Organization Chart to include four Board Advisory Councils representing each county.
4. Discussions ensued regarding current Governance Board Members moving to Advisory Boards or Advisory Councils to minimize the number of Governance Board Members. Mr. Ely expressed his interest in serving on the Family Partnerships Foundation Advisory Board.

ACTION: Members asked to add Board Restructure: Advisory Councils to the Governance Board Agenda under KPI for continued discussions.

<u>Family Partnerships Foundation Logo</u>

Mr. Kostelnik reported the Foundation Advisory board met to review the Foundations Logo with the new name Family Partnerships Foundation. Members reviewed the new logo.

Mr. Kostelnik then spoke about the fundraising initiative with Wood River Studio and Family Partnerships of Central Florida in alignment with the OMAZ.org fundraising structure.

- Wood River Studios will raffle off their high end "best seller" Custom made Table and Chairs worth $15,000. The model home will be used to premiere the table. The model home was voted the premiere model home and will be featured in the Home Builders magazine. The reach will be in upwards of 100 thousand with the anticipated face to face walkthroughs.

- He noted Wood River Studio IT will manage marketing the raffle on the back end and set up a landing page for ticket sales on both his website and the Foundations. Mr. Kostelnik hired a videographer to film the Back-to-School event and will use it on his website and also provide the video to FPOCF.

Motion: Mr. Ely motioned to adjourn. This was seconded by Mr. Kostelnik.

Approved by Family Partnerships of Central Florida Governance Board of Director on October 24, 2024.

Respectfully Submitted,

Laurie-Anna DeGennaro
Board Liaison