



BOARD OF DIRECTORS MEETING
April 21, 2022
Minutes

Attendees: Ms. Ruth Long, Board Chair, Mr. Eric Austin, Board Treasurer, Ms. Barb Loftus, Mr. Dan Rodgers, Dr. Rosanna Malbran, Bishop Clark

Absent Members: Mr. Storm Doddy, Board Vice Chair and Mr. Carlos Assemany

Others in Attendance: Mr. Phil Scarpelli, CEO, Ms. Laurie-Anna DeGennaro, Board Liaison, Dr. Valerie Holmes, VP and Chief Operations Officer Mr. Don Johnson, Chief Financial Officer, Ms. Kelly Swartz, CLO, Kathryn Parker, ED Brevard C.A.R.E.S., Ms. Katie Guemple, ED Family Allies, Ms. Tracy Pellegrino, ED NCFIE, Ms. Onchanthro AM, IMPOWER, Ms. Jessica Hixson, IMPOWER, Kristen Perozzi, IMPOWER, Onchanthro Am, IMPOWER, Traci Klinkbeil, DCF, Jessica Walker, DCF, Mr. Christopher Goncalo, BFP.

Ms. Long opened the meeting and thanked everyone for attending April 21, 2022 Board of Directors Meeting.

Ms. Loftus requested to adjust the agenda to move the Board Recruitment Report out up from the Board Reports and after the Public Comments and add an Agenda Item: Nominate Bishop Clark to serve on the Board Affordable Housing Committee. Madam Chair Approved the adjustment.

Motion: Ms. Loftus moved to approve the 21, 2022 Agenda with the adjustment to move the Board Recruitment Report out up from the Board Reports and after the Public Comments and add an Agenda Item: Nominate Bishop Clark to serve on the Board Affordable Housing Committee. This was seconded by Mr. Austin, and the motion passed unanimously.

Ms. Long 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: Ms. DeGennaro reported due to rescheduling the board meeting a week in advance of the regular date, the DCF Contract Measures/Board Data Report was not available.

ACTION ITEM: Ms. DeGennaro will send the DCF Contract Measures/Board Data Report to board members upon receipt.

Board Recruitment Report

Ms. Loftus, Committee Chair welcomed Bishop Clark to his first BFP Governance Board of Directors meeting. Ms. Loftus shared Bishop is a Brevard County Native serving the community for over 30 years. He partnered with BFP and Open Table and effectively launched five tables through his congregation. In addition, Bishop attended Rally in Tally with BFP advocating for the Family of Agencies mission to serve children and families. Bishop Clark is working with the faith-based community to address the affordable housing crisis.

Ms. Loftus then presented prospective board member Ms. Stephanie Larkin: she was formerly a Family Allies Board member, served on the Executive Search Committee and was instrumental in the CEO selection process, and she is currently a community member on the BFP Board Marketing Committee. Ms. Larkin is a former BFP employee who worked in marketing and public relations and continues to work in that capacity for Health First. Ms. Larkin has expressed an interest in serving on both the BFP Governance Board and to continue serving on the Board Marketing Committee. With Ms. Larkin's vast marketing and public relations background, Ms. Loftus recommends Ms. Larkin for a seat on the BFP Governance Board of Directors.

Motion: Mr. Rodgers moved to approve Ms. Stephanie Larkin for a seat on the BFP Governance Board of Directors. This was seconded by Dr. Malbran, and the motion passed unanimously.

Ms. Loftus noted Ms. Larkin currently serves on the Board Marketing Committee and would like a motion for Ms. Larkin to serve as the Board Marketing Chair.

Motion: Mr. Rodgers moved to appoint Ms. Stephanie Larkin to serve as the Board Marketing Chair. This was seconded by Dr. Malbran, and the motion passed unanimously.

Motion: Mr. Rodgers moved to approve the March 24, 2022 board meeting minutes as presented. This was seconded by Dr. Malbran, and the motion passed unanimously.

Board Announcements

Ms. Long directed member back to the agenda and proceeded with the board announcements as follows:

- 2022 Pledge forms are due immediately
- Annual Forms due immediately:
 - Conflict of Interest
 - Affidavit of Good Moral Character
 - Ethics: Adherence to Values and Personal Commitment

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: Dr. Malbran moved to approve the BFP and C.A.R.E.S. Board Reports as presented under the Consent Agenda. This was seconded by Mr. Rodgers and the motion passed unanimously.

Action Items

Ms. Long noted the February 24 action items are a work in progress.

- Mr. Scarpelli is working with Rock Paper to develop a chronological calendar of events that will be updated expeditiously on the Board Portal. The calendar will have events for the tail end of the current month and future events for the next month.

- Mr. Scarpelli addressed the action item to bring a team together to work on the rewording of the mission statement and noted that this is a work in progress. Board members will be asked to sit on the committee.

March 24, 2022

Ms. Long reiterated the importance of submitting the 2022 pledge forms, Conflict of Interest, Affidavit of Good Moral Character, the Ethics acknowledgment.

Ms. Long then directed members to the board survey to address the frequency, time, and location of Board meetings.

April 21 ACTION ITEM: Members are requested to complete the survey and return it to Ms. DeGennaro within two weeks. Ms. DeGennaro will aggregate the responses and they will be reviewed at the May Board meeting.

Ms. Long referenced the action item pertaining to the C.A.R.E.S Bylaws and noted they are still under review.

Board Calendar

As requested by the board, a board calendar was developed and placed on the BFP Board Portal. Ms. DeGennaro visited the website and provided an overview on how to access the meeting details. Ms. Long noted it is important to have board member participation and encouraged members to attend as many meetings as possible. Mr. Scarpelli asked members to contact him with any questions about any of the meeting details.

Lease agreement

The relocation analysis report was posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review period. Mr. Johnson provided an overview of the cost savings associated with relocating the Family Allies Central Care Center and Brevard C.A.R.E.S into one location. He highlighted the following attributes:

- 25k sf with 175 workstations
 - In addition to co-locating CCC and C.A.R.E.S., there is enough space for DCF legal Services and the adoption team; improving communication, relationship and team building for the continuum of care.
- Turnkey building
 - Owner offering \$100K for renovations. Ms. Guemple and Ms. Parker will work together to finalize the designs.
 - Energy efficient; includes new air conditioning units with anticipated lower utility costs
 - Security System with card reader and electromagnetic locks
 - Some office furniture will also be provided
 - Occupancy can take place as soon as June 2022

Mr. Johnson reported the five-year lease was sent to board members on April 13 for the five-day contract review period with no significant comments expressed during that time. Mr. Johnson is asking for a motion to approve the lease as the total amount of the five-year commitment exceeds the CEO's signatory authority.

Motion: Mr. Rodgers moved to approve the new five-year lease agreement as presented for the new 25k sf space to co-locate the Family Allies Central Care Center and Brevard C.A.R.E.S. into one building space. This was seconded by Dr. Malbran 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 welcomed Bishop Clark to the BFP Board of Directors. He was pleased to report Bishop has partnered with BFP to establish five successful Open Tables, he is a man of integrity and we are blessed to have him on board.
- Mr. Scarpelli then reported today is Administrative Professionals Day and he is thankful for their dedication and committed support.
- In preparation for Child Welfare privatization, Florida statues mandated a partnership of community agencies work together advocating for the provision of services for children and families. The committee formed is called Together in Partnership (TIP); Mr. Scarpelli and Ms. Parker both serve on the committee. BFP has a great presence in the community and with stakeholders. Mr. Scarpelli noted that the TIP meetings are on the Board Community Calendar and he would like to encourage board members to attend.
- Mr. Scarpelli, Bishop Clark, and Ms. DeGennaro attended the No Child Forgotten event hosted by Embrace Families at Discovery Church in Orlando. A video was shared about an organization in Shanghai, China that shifted from foster care to placing 1 million children with caring families in 10 years. Mr. Scarpelli was a panelist to inspire thought leadership among attendees.

Board Committee Reports

Board Executive Committee: Ms. Long, Committee Chair reported the committee reviewed Governance policies and found no material changes needed. They will be presented later on the agenda. The committee reviewed the board survey questions to present to the board and reviewed prospective board members.

Board Affordable Housing Committee: Dr. Malbran, Committee Vice Chair reported the committee did not meet this month; there is nothing new to report at this time.

Finance Committee:

The BFP Family of Agencies Q3 Financials and Supplemental Narrative were posted to the BFP Board Portal for review in advance of the meeting. No comments were expressed during the review period. Mr. Austin, Committee Chair shared the committee met for their quarterly deep dive review and found the financials to be consistent with previously reported periods.

Board Risk Committee: In the absence of Mr. Doddy, Committee Chair, Ms. Long reported the committee has not met since March 23; there is nothing new to report.

Board Marketing Committee: Mr. Scarpelli reported the committee continues to meet with RPS for website improvements. Mr. Scarpelli asked board members to visit the site and provide feedback on navigating through the sites to access information.

Mr. Scarpelli and members discussed the recent youth council video and complimented the youth for eloquently articulating their journey through foster care. They offered viewers a realistic perspective of foster care, the trials, and tribulations of being in the system. Mr. Scarpelli envisions the video as a learning tool and one that will evoke compassion.

Board Governance Policy Review

GOV202 Internal Controls, GOV203 Risk Management, GOV204 Investment Management, GOV205 Fundraising Management, GOV209 Settlement Authority, GOV210 Behavior Support were posted to the BFP Board Portal for review in advance of the meeting. No comments were made during the review period.

Ms. Long reported, there were no material changes to the policies and asked for a motion if there were no further discussions.

Motion: Mr. Rodgers moved to approve GOV202 Internal Controls, GOV203 Risk Management, GOV204 Investment Management, GOV205 Fundraising Management, GOV209 Settlement Authority, GOV210 Behavior Support as presented. This was seconded by Dr. Malbran, and the motion passed unanimously.

Discussions ensued regarding an issue with reviewing documents on the BFP website. Mr. Scarpelli indicated it is a browser issue. He will speak to Rock Paper for a resolution.

Motion: Mr. Rodgers 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, 2022.