

**CITRUS COUNTY COMMUNITY CHARITABLE FOUNDATION  
MEETING Minutes**

**January 30, 2020**

**CCCCF Mission Statement:** The CCCCCF, Inc., is a non-profit 501 C (3) entity, whose purpose is to award grants to groups and organizations that establish programs, research, or initiatives that promote the health or satisfy the medical needs of the residents of Citrus County, FL.

**Call to Order:** Lecanto Government Center, room 166, 6pm

**Moment of Silence:** Observed

**Attendance/Quorum:**

- a. Directors present: SDFonseca; ERubio; SWarden; WDixon; DRyan; PFitzpatrick;
- b. Legal Counsel: Yes – JRey Esq.
- c. Independent Consultant: no
- d. Public: 5
- e. Media: No
- f. Quorum: Yes (6)

**Legal Notice:** Sep. 5<sup>th</sup>, 2019

**Approval of Meeting Agenda:** Motion to approve WDixon, 2<sup>nd</sup> PFitzpatrick, vote 6-0.

**Minutes Approval:** December 19, 2019 Meeting Minutes- Motion to approve with the following revisions: Change to Brad Hess in “Attendance/Quorum”; change to Brad Hess under “Investment Committee.”; change amount to \$131,400 under the “Grants Committee”. Attorney JRey advised to change vote on minutes approval to reflect numerical value. Motion to approve by WDixon, 2<sup>nd</sup> by SWarden, vote 6-0.

**New Business:**

- a. Cycle 7 awardee agreement signing: Attorney JRey reported the modifications to the agreement included:
  - 1. any publicity items or actions be reviewed by HPH Hospice Public Relations division before release
  - 2. clarification of check disbursements and invoicing. SDiaz-Fonseca clarified that the 75% and 25% check disbursements do not require invoicing.
  - 3. indemnification language
- b. Cycle 7 awardee agreement signing motion to approve by SWarden, 2<sup>nd</sup> by DRyan, vote 6-0. SDiaz-Fonseca continued to report that the 75% check is not available as of the meeting for release due to the Foundation not having the sufficient funds in the account. SDiaz-Fonseca suggested that a request be made to the Investment Committee for a sell order. WDixon commented that it only should take 3 days for a transfer of funds from Salem Trust to Cadence. ERubio suggested the Foundation maintains a balance of \$200,000. Attorney JRey advised to keep the funds within the insurance threshold. DRyan made a motion to move the \$200,000 or needed funds amount to the checking account to cover, the grant and operating expenses. 2<sup>nd</sup> by WDixon. ERubio commented that this should not require a vote as the funds are approved for such use in the budget, which has already been approved. Attorney JRey advised that the Investment Committee execute authority to move the funds as needed in between meetings. She

stated that CMcClure would need to get the signatures in order to execute the sell order and to do so. Motion withdrawn by DRyan and WDixon.

c. Request for Project Extension by Childhood Development Service: Presentation and distribution of materials (attached) given by Dee Dixon. Attorney JRey advised the amendment be lumped into one to include:

1. Changes to budget line items
2. Extension of term

A motion was made to approve by WDixon, 2<sup>nd</sup> by ERubio, vote 6-0.

d. Policy Revision- Meeting notice procedures

e. Funding Report Form: ERubio reported that a State agency cannot provide an audit as required in this report. However, they could provide a detailed expense report for their 6-month report. SWarden motioned to approve, 2<sup>nd</sup> by WDixon, vote 6-0.

**Treasurer's Report:** SDiaz-Fonseca reported (see attached Treasurers report for Period ending November 2019)

- a. Invoices: Citrus Publishing \$37.30, \$12.10; Florida Wellcare Alliance \$350.00; Brighthouse \$29.99; CMcClure \$50.16; Regions \$5867.03; Hogan Law \$2817.50; Salem Trust \$1375; Nature Coast Web \$100; Wells Business Solutions \$1075. Motion to approve Treasurers Report by WDixon, 2<sup>ND</sup> by SWarden, vote 6-0.
- b. Banking Services- Regions bank closeout. Motion to approve by WDixon, 2<sup>nd</sup> by ERubio, vote 6-0.
- c. Tax Forms presented for signature. Motion to approve by WDixon, 2<sup>nd</sup> by ERubio, vote 6-0.

### **Old Business**

- a. CMcClure commented the check received from Fidelity Charitable for \$250 has been approved for deposit as confirmed by a letter from the Dept of Consumer Services sent to TWells, bookkeeper for the Foundation (see attachment).
- b. By-laws position- specific guidelines for Board members: WDixon commented that the current positions are structured for strong medical input, and members of the medical community have difficulty attending the meetings. SDiaz-Fonseca stated that the By-laws allow for all the board positions, including the members of the hospital staff, to select other representatives to the board if the Chiefs of Medicine of either hospital cannot fulfill their duties. Example given: Sonya Warden is not the President of CF, yet she has served for several years as their representative. SDiaz-Fonseca stated no change was needed, just more information to the organizations. Should the Foundation seek to change the make-up of the Board, Attorney JRey commented that revision of Section 5.03 requires review and approval by the CCHB.
- c. Annual Lease quotes for CCCCf:
  1. Century 21- SDiaz-Fonseca indicated that the 1,000 sq ft offices were not a comparable quote to the present office space due to cost and size
  2. Florida Wellcare Alliance office for \$325/ month
  3. Masonic Building all-inclusive rent for suite 305 at 182 sq ft for \$287.85 per monthERubio stated that we need to compare apples to apples including clarification on the office sizes, what was included and the price per square foot. CMcClure commented that she would look into the quotes per square foot and also location convenience.

## **Ad Hoc Committee Reports:**

- a. none

## **Standing Committee Reports:**

- a. Investment Committee:

1. Revised Investment Policy Statement: WDixon reported that AndCo. is the editor of the investment policy statement. A change of asset allocation is reflected in the revised IPS chart for approval. Motion to approve by PFitzpatrick, 2<sup>nd</sup> by WDixon, vote 5-1. SDiaz-Fonseca indicated she does not want to vote on something she has not been given ample time to review.

2. Revise and approve AndCo. agreement: WDixon reported on 3 quotes received for advisors that were reviewed at the Investment Committee Meeting: (1) Boston, (2) AndCo. (3) Iron. Boston came out highest, AndCo. middle, and Iron least high. However, AndCo. is a flat rate and will not fluctuate with increased assets, as opposed to Iron who would increase as assets increased. Attorney JRey advised a motion and vote subject to conditions presented to AndCo. Motion to approve by PFitzpatrick, 2<sup>nd</sup> by WDixon, vote 6-0.

3. Custodian change from Salem Trust to TD Ameritrade: WDixon reported that the Investment Committee recommends TD Ameritrade as the new custodian. This requires a 30-day notice of closure for Salem Trust. However, an account with TD Ameritrade can be opened during the window. ERubio asked for clarification on the cost. WDixon stated that no proposal is needed as this entire transfer is zero cost. Motion to approve custodian change by DRYan, 2<sup>nd</sup> by WDixon, vote 6-0.

- b. Grants Committee:

1. NAMI: SDiaz-Fonseca reported that the organization reported they are struggling to get the program up and running due to a lack of support they need within the school system. SDiaz-Fonseca requested that NAMI provide a third report because of their program extension before the end of their program. DRYan interjected if the Foundation should and could help improve their success. Attorney JRey advised against this as a liability to Board members and a conflict of interest for the Executive Director. SDiaz-Fonseca commented she and CMcClure can collaborate to help grantees in need of assistance. Motion to approve the third report by WDixon, 2<sup>nd</sup> by SWarden vote 6-0. JRey will execute a new amendment to agreement reflecting the third report due to the program extension.

- c. Personnel Committee:

1. WDixon reported that the 6-month evaluation of CMcClure will be coming up in April and will require public notice. SDiaz-Fonseca stated that she will be part of the review group. Attorney JRey advised that if a formal review is completed by the Board then it will need to be a publicly noticed meeting. However, if one board member completes the evaluation then it need not be public.

- d. Audit Committee: none

## **Legal Update:**

- a. Social Media Policy: SDiaz-Fonseca commented that this could be tabled until there is a need, it does not apply under the current technologies of the Foundation.
- b. Grant process changes: SDiaz-Fonseca will add a request for the EIN and proof of 501 (c)(3) status as part of the Letter of Inquiry format instead of waiting for this information to be provided during the grant proposal phase. JReyes stated that the financials requested in the grant report form don't follow suit with the grant agreement signed by the grantees. Therefore, she will look into revising the grant agreement language and bring something back for board review.

**Next Meeting/s:**

- a. February 27th at 6pm in the Lecanto Government Building, room 166
- b. Investment Committee Meeting: February 20<sup>th</sup> at 6pm Florida Department of Health in Lecanto
- c. Grants Committee Meeting: February 18<sup>th</sup> at CF room 105 at 5:30 pm
- d. Personnel Committee: None
- e. Audit Committee: None

**Meeting Adjournment:** Motion to approve meeting adjournment at 7:42 pm by DRyan, 2<sup>nd</sup> Pat Fitzpatrick, vote 6-0.