

CITRUS COUNTY COMMUNITY CHARITABLE FOUNDATION

MEETING Minutes

March 28, 2019

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 6:01 pm

Moment of Silence: Observed

Pledge of Allegiance: Led by President SD-Fonseca

Welcome:

Attendance/Quorum:

- a. Directors present: 6
- b. Legal Counsel: 1
- c. Independent Consultant:
- d. Public:
- e. Media:
- f. Quorum:

Legal Notice: Published January 13th 2019

Approval of Meeting Agenda: TR moved JTSmith 2nd approved unanimous

Public Comment: (3 minutes for an individual; 5 minutes for organization/group representation) Dr. Jeff Wallis announced meeting of former directors and invited TR.

Minutes Approval:

Feb. 28th 2019 – DRyan motioned KDeMaio 2nd approved unanimously

New Business

- a. Board Direction – Entities we contract with – President discussed, asked for copies of all contracts and information on all renewals.

TR pointed out the new member and asked to have Dr. William Dixon sworn in.

President asks for a motion to add swearing in of Dr. William Dixon

JTS Motioned Tr seconds approved unanimously

Attorney JRey reads oath, KDeMaio as notary officiates.

President continues discussion on contracts; Attorney JRey explained can get information but the AndCo. And Salem Trust documents are too big to email.

Discussion ensues.

President brings up topic of expenses

Points out the need to pre-approve expenses and set policy.

Attorney JRey points out the need to establish expenditure policy.
President suggest replicate the CHB policy.

President asks for concensus on getting the CHB policy for expenditure, consensus given.

President brings up Terms of office

Pointing out the banking signature forms do not demonstrate the term of office for those on the banking authorization statement

Attorney JRey clarifies that the appointment to the board are annual (due to elected officials) and is why the bank signature forms only do it annually.

President asks for some kind of agreement (policy) about asking for contract employees attending meeting outside of general meeitngs.

Discussion ensues

Most are flat fees, AndCo are part of committee and only the legal team is actually likely to be an additional cost.

Should we give the committee the ability to incur any additional cost, will be further discussed as part of the review with contract review.

Treasurer's Report:

- a. Invoices: KDeMaio presented invoices (see attached) Dr. D moves to approval DRyan 2nd approved unanimously
- b. Financial Report: KDeMaio presented (see attached)
- c. Other:

TR inquires to report being emailed prior to meeting, KDeMaio suggest not sure if emailed, President ask for it to be emailed

JTS motioned to approval Dr. D 2nd Voted unanimously

KDeMaio request approval to seek alternate options for banking services.

JTS motioned to seek new banking opportunities Dr. D 2nd

Discussion ensues

President inquiries about the need to do an RFP if we decide to change

Attorney JRey clarifies that you are permitted to change banking as long as there are three and as long as records are kept.

Emphasis on electronic banking and better interest rates.

Unfinished Old Business:

- a. Discussion on part time Administrative Assistant – President gives information about hiring and duties.
President asks Dr. D to participate as a member of compensation and personnel committee.

Discussion ensues

Dr. D accepts appointment to C/P and Investment committees

President asks to amend agenda to add

Discussion on audit, health department legal declaration on conflict of interest and changes on policy.

KDeMaio motioned to amend agenda to add the three issues for discussion TR 2nd voted unanimously

Discussion on audit

TR states information will be provided in next meeting minutes but can provide information if needed, KD informed that she has bank statements from the past that will be submitted by Wells Business Solution to the shared files. President states all information from Grant's committee was delivered to WB Solution, states that previous audit reports votes were not reflected in previous minutes.

President discussed legal opinion on conflict of interest.

Attorney Rey has (and email) correspondence from Attorney General that was issues by State of Florida committee on ethics.

Discussion ensues

JTS reads statement from Attorney General into the minutes.

That under no circumstances presented, no prohibited conflict of interest would be created were the administrator, health officer or another employee of a local health department of the department of health to serve on the board of directors of a nonprofit corporation providing grant funding to the health department.

Reference material was linked to in original email sent out by attorney Rey.

Policy discussion

Attorney Rey, says the policy came back to board and one issue was to change foundation to charitable foundation and all other would be placed on shared file.

Discussion ensues

Standing Committee Reports:

- a. Investment Committee: No meeting held
- b. Grant Committee: Gavel passed to Vice President – President discussed (emailed) reports that were given out for the grant cycles.
Next grant cycle will be advertised April 1-4th.
Gavel passes back to president.
- c. Communication Committee: JTS discussed changes suggested for website
Reduce Buttons, by consolidation.

Use of previous approved grant as examples to help applicants on how to apply.

Discussion ensues

A FAQ section

Discussion ensues

Collection of information from website to allow for creating a future email ability to notify potential candidates for Grant's of future grant cycles.

Discussion ensues

Dr D motions to move forward with recommendations of communication committee KD seconds.

Vote approved with president voting nay
C/P committee
No one present to discuss

Legal Update:

Report from Jennifer C. Rey, Esq. - discussed email sent and attached draft of the records retention management and destruction policy

Asks board to review and asks it be on next board agenda.

still waiting for feedback from CHB on by laws changes due to intention to rotate CHB Representative on CCCCCF board

Questions on who is to receive information on CHB as to information from CCCCCF board

Discussion ensues

Suggested send info to CHB staff to allow them to distribute

Minutes from committee chairs (request policy).

Discussion ensues

Suggested that all members receive, attorney suggested that it be included as part of the minutes to keep in the sunshine law.

President asks to table this issue until secretary is present.

Public Comment: (guidelines as listed above)

Jeff Wallis discussed discrepancies on communication between attorneys.

Talked in support of the communication committee, as well as asked about him being in the rotation of the CHB members Representative.

TR suggested that when the bylaws come back as it may take another change.

President asks about term limits change. Attorney clarified the issue on how it would impact certain individuals and how the rotating member may conflict with term of service.

Next Meeting:

- a. Anticipated # of Attendees
- b. April 26th 2019 6pm at the Lecanto Government Building Rm 166

KD asked about survey she had to do and the ability converse with attorney

Questions about noticing the committees and inquired as to communication committee meeting.

Meeting Adjournment KDeMaio moved Adjournment and TR 2nd approved unanimously 7:48pm

Investment Committee Meeting:

Grants Committee Meeting: Monday, April 22nd 2019 Letter of Inquiry Review at the College of Central Florida Citrus Campus, Conference & Learning Center C4 Room 105 at 6:00pm.

Communications Committee Meeting:

Attachment

CITRUS COUNTY COMMUNITY CHARITABLE FOUNDATION, INC.

Check Detail

March 2019

3:58 PM

03/23/19

Type	Num	Date	Name	Item	Account	Paid Amount	Original Amount
Check	1242	03/28/2019	Citrus Publishing		Checking		-36.10
				Advertising		-36.10	36.10
TOTAL						-36.10	36.10
Check	1243	03/28/2019	Citrus Publishing		Checking		-10.90
				Advertising		-10.90	10.90
TOTAL						-10.90	10.90
Check	1244	03/28/2019	Nature Coast Web ...		Checking		-100.00
				Website		-100.00	100.00
TOTAL						-100.00	100.00
Check	1245	03/28/2019	Auto-Owners Insur...		Checking		-494.00
				Insurance - General ...		-494.00	494.00
TOTAL						-494.00	494.00
Check	1246	03/28/2019	The Hagar Group		Checking		-2,054.00
				Insurance - Liability, ...		-2,054.00	2,054.00
TOTAL						-2,054.00	2,054.00
Check	1247	03/28/2019	The Hogan Law Firm		Checking		-450.00
				Legal Fees		-450.00	450.00
TOTAL						-450.00	450.00
Check	1248	03/28/2019	Wells Business Sol...		Checking		-2,211.25
				Accounting Fees		-2,211.25	2,211.25
TOTAL						-2,211.25	2,211.25