

CITRUS COUNTY COMMUNITY CHARITABLE FOUNDATION

MEETING Minutes

May 23, 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 6:00pm

Moment of Silence: Observed

Pledge of Allegiance: Led by SDFonseca

Welcome:

Attendance/Quorum:

- a. Directors present: 9 KDeMaio, SD-Fonseca, AMohammadbhoy, ERubio, DRyan, JTSmith, SWarden, DRessler, WDixon,
- b. Legal Counsel: yes JRey
- c. Independent Consultant: no
- d. Public: 2
- e. Media: none
- f. Quorum: yes

Legal Notice: Published March 8th 2019

Approval of Meeting Agenda: DRessler motion to approve, 2nd DRyan, unanimous

Public Comment: (3 minutes for an individual; 5 minutes for organization/group representation)

JWallis – presenting thoughts of his own and not those of the hospital board. Mike Gudis communicated with JWallis and wanted to be contacted about his role of past president.

Congrats Mr. Grant and Attorneys for the success and all their hard work that led to the wiring of a little under \$5 Million to the Foundation.

Finalized bylaws which took several months if there are any more changes be reminded of the resurrection of the bylaws committee.

SD-Fonseca – Question for attorney for past president is that retroactive? If we vote on it today can he still come on?

JRey response – yes.

Minutes Approval:

April 25th 2019 Motion to approve RDavid, 2nd KDeMaio w/ amendment to public comment (see revised minutes) unanimous

New Business

- a. Discussion on budget for 2020 audit – come up with a figure so we can put it in the budget as a line item. Tabled until Treasurers Report.
- b. CCHB/Chapter 2014-254 Allocation Clarification – received from Mr. Grant HB attorney which basically states the HB must retain \$8million for reasonable expenses. The law was sign May 2014 became effective Oct. 15th 2014 and he states several events that took place. The only funding the HB has to continue to run is \$8 million and add admin funds to operate. (see attachment)
- c. Other

Treasurer's Report:

- a. Invoices: Hogan Law Firm \$1372.00 correction to bill asking for approval for the additional \$593.00 that will be paid next month Motion JTSmith 2nd DRessler unanimous; Citrus Publishing \$13.90; Nature Coast \$100; Wells Business Solutions \$1075 Motion to approve Mo 2nd JTSmith unanimous
- b. Financial Report: KDeMaio reported (see April 2019 Financial Report) Motion to approve report JTSmith 2nd DRyan unanimous
- c. Banking Services: KDeMaio reported ready with Cadence Bank – she will need all personal information to prepare banking resolution. Need correct Sunbiz to submit all this information to Cadence. \$250,000 split to each account. Eventually Regions acct will be closed.
KDeMaio will work with Tabitha to include insurance and audit budget for 2020, speak with clerk and bring back to board for approval of new budget.
JRey - Banking Resolution I brought so Sophia and Sonya to sign.
SD-Fonseca – when that is set up who will let us know it is ready for us to come by and provide our personal information. KDeMaio the bank should let you know by email.
- d. Other: SD-Fonseca needs to submit for reimbursement for JTSmith insurance bond Motion DRessler 2nd JTSmith unanimous

Unfinished Old Business

- a. Amended Bylaws and Articles discussion – No questions on articles – bylaws pg. 12 discrepancy regarding Chair should be President. Question regarding past president discussion pg.13 8.02 the person vacating position there is not clear on how the president moves into past president. Discussion ensues. The HB is opposed to the past president cannot vote and cannot count toward quorum. Past president is welcome to attend meetings and provide information (past knowledge) to assist the board. Past President is an honorarium. JTSmith this position gives voice to historical knowledge instead of having the individual only speak during public comment.
Motion for approval of changes to the Bylaws as recommended with two corrections Motion KDeMaio 2nd Mo unanimous
Motion for approval of articles KDeMaio 2nd JTSmith unanimous

- b. Well's Business Solution proposal – recommend counter proposal to include no specific number of meetings to attend and add to attend meetings as necessary. SD-Fonseca recommends remove 3 max meetings without additional charge. Motion to approve contract with removal of max attendance of 3 meetings without additional charge WDixon 2nd JTSmith unanimous
- c. Other

Ad Hoc Committee Reports:

a. Communications Committee – 2 members we discussed the legal challenges of social media and we will need to speak with the attorney if we are going to move forward with social media. Interviews/pics with successful grantees – problem we do not have time so suggestion was to go to the schools and ask if we can involve some of their students and they can use it as community service hours. We need administrative assistance to submit press release and to perform other duties to ensure information from the committee is done most efficiently. DRyan is going to contact schoolboard about using audio visual org. for press release. JTSmith Secretary term runs out in Aug. we need to get on this. 3rd paragraph of Amendment 3 of contract duties and responsibilities would like board approval to approve change Motion WDixon 2nd DRyan unanimous

Standing Committee Reports:

- a. Investment Committee – ERubio meeting next month, record of Investment custodian accts have been updated to reflect new board members and old board members have been removed.
- b. Grants Committee: SD-Fonseca stepped down to report Grants Committee and JTSmith took over chair. 120 site visit for cycle 5 grantees cannot get second disbursement of funds until this is approved. Life Choice Center Citrus Pregnancy and Healthy Family Childhood Development Services. We would like to review their site visit so we can approve the disbursement of the 25% DRessler Motion to approve site visit and pay the remaining 25% of grant funds 2nd KDeMaio unanimous
JTSmith relinquished chair
- c. Personnel Committee – N/A 3 absences from other member request to relinquish position on the board. Discussion on hiring Administrative Assistance.
- d. Audit – have not met - KDeMaio set up meeting with Mendizabal through attorney's office.

Legal Update:

- a. Report from Jennifer C. Rey, Esq. - provided contract of services and amended retainer contract Motion WDixon and 2nd KDeMaio unanimous
 - i. Meeting Notice policy & Procedure amendment – records retention policy references GS-L schedule. SD-Fonseca requested policy on recorded records policy.
 - ii. Board expenditure and procedure policy – Motion to approve JTSmith 2nd WDixon unanimous

Public Comment: (guidelines as listed above)

Next Meeting: Motion 8:18pm KDeMaio 2nd JTSmith unanimous

- a. Anticipated # of Attendees
- b. June 27th 2019 6pm at the Lecanto Government Building Rm 166

Meeting Adjournment

Investment Committee Meeting: June 20th 2019 6pm CC Health Dept. Conference Room

Grants Committee Meeting: Monday, June 11th & 12th (if needed) 2019 Grant Proposal Review at the College of Central Florida Citrus Campus, Conference & Learning Center C4 Room 105 at 9:30am.

Communications Committee Meeting: