

**CITRUS COUNTY COMMUNITY CHARITABLE FOUNDATION
EMERGENCY MEETING Minutes**

October 24, 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: Lecanto Government Center, room 166, 6pm

Moment of Silence: Observed

Attendance/Quorum:

- a. Directors present: SDFonseca; SWarden; KDemaio; ERubio; JTSmith; DRessler; WDixon; DRyan;
- b. Legal Counsel: Yes – JRey Esq.
- c. Independent Consultant: None
- d. Public: 2
- e. Media: No
- f. Quorum: Yes (8)

Legal Notice: Sep. 5th, 2019

Approval of Meeting Agenda: Motion to approve WDixon, 2nd KDemaio, unanimous (8-0)

Minutes Approval: September 25th, 2019 Meeting Minutes- Motion to approve JTSmith, 2nd KDemaio, unanimous

New Business:

- a. Director and Committee Appointment Confirmations
 - i. Dr. Mo will not be attending as he indicated his term expired as Chief of Staff for Seven Rivers. Legal opinion is that the Seven Rivers term is for two years. Executive Director will send out a letter to Seven Rivers to appoint the new Chief of Staff to the Charitable Foundation. SWarden has this letter template.
 - ii. Director appointment confirmations- DRyan as incoming Secretary. Discussion on MMendizabal's appointment to the grants committee. Correction made to Dr. Dixon's name on the Terms of Office document. Will send the document to new Executive Director. Motion to approve officer's appointments by SWarden, 2nd JTSmith. unanimous (8-0).
 - iii. Bank signatories need to be done by President, Vice President, Secretary and Treasurer for Cadence and Regions bank. They need to go to bank and sign the signature cards. Motion to approve JTSmith, 2nd WDixon, unanimous (8-0) approved.
 - iv. Audit Committee: Need to add Otis Brown as a volunteer to the committee. Personnel Committee: PFitzpatrick appointed as committee chair. WDixon appointed as committee vice-chair. Motion to approve JTSmith, 2nd KDemaio, unanimous (8-0) vote.
 - v. Investment Committee: Correction on the Elections and Confirmations document from "Robert" Dixon to "William" Dixon. List "vacant" to replace Dr. Mo's position. ERubio; Sally Long and Max Barnes- need to ask if they want to continue as volunteers. Financial Planner is vacant. Motion to approve KDemaio 2nd JTSmith, vote unanimous (8-0).
 - vi. Grant Committee: SWarden, SDFonseca, Steven Teaster, Susan Reeder and MMendizabal.

Communications Committee: Jimmy T. Smith, David Ryan. Motion to approve committee members by WDixon, 2nd KDemaio, unanimous (8-0).

b. Office supplies and expenditures: SDFonseca purchased the new Executive Director office supplies and equipment but exceeded the \$500 limit per Director. Attorney JRey referred to the amount and the rules governing governmental entities, stating the expenditure needs approval. SWarden motioned to approve the expenditure for office supplies of \$1,110.98 and reimbursement to SDFonseca for office supplies 2nd the motion by JTSmith, unanimous (8-0). WDixon stated he paid for the Chronicle advertisement for the position, but it was under \$400.

c. Agenda items need to be sent to the Executive Director. SDFonseca stated that the Charitable Foundation submitted minutes as proof of approval for checks selected at random for the Hospital Board audit. Emphasized the necessity to be careful to include who made the motions and votes in the minutes.

d. Discussion on cell phone, spending policy, software, & expenditures.

i. WDixon stated Crystal McClure needs a landline for communications. Discussion followed. Motion to approve landline with added funding by DRessler, 2nd KDemaio, unanimous (8-0).

ii. The Executive Director currently is using WDixon's credit card for the Microsoft Office software that was needed for operations on the laptop. An approval of the amount for the software needed is required per Attorney JRey. Discussion followed. A motion to approve a Microsoft Office software limit of \$500 was made by DRessler. JTSmith 2nd, unanimous (8-0).

iii. Attorney JRey indicated that the Executive Director position is not authorized to spend funds. A limit is needed to be approved in order to run the office. Suggestion of a card with a limit that can be reviewed by the Treasurer. SWarden suggested a \$200 per month limit. JTSmith motion to approve a credit card with \$200 maximum per month of budgeted funds for the Executive Director. KDemaio 2nd the motion with the codicil that it be through the CCCC bank Unanimous (8-0) vote. Attorney JRey suggested drafting a policy for expenditure.

iv. Attorney JRey mentioned that a direct deposit of wages needs established for the Executive Director for every two weeks. JTSmith motioned to approve, 2nd WDixon, unanimous (8-0).

Treasurer's Report: KDemaio Reported (see attached Treasurers report for Period ending September 2019)

a. Invoices: Salem Trust \$1,187.50; Nature Coast Web Design \$100.00; Nature Coast Web Design \$100; Hogan Law Firm \$4,302.50; Hogan Law Firm \$425.00; Wells Business Solutions, Inc. \$2,150.00; Citrus Publishing \$48.50; Citrus Publishing \$99.80; CCCC Employee Wages \$1,360.00; Motion to approve payment for invoices by SWarden, 2nd JTSmith (7 yes, 1 no). DRessler voted against. Discussion ensued about not paying for work not yet done. Attorney JRey suggested a staffing payment service. SDFonseca mentioned \$75/month through ADP, which would also pay Workmen's Comp. KDemaio motioned for approval, SWarden 2nd, vote was unanimous (8-0). Continued Treasurers report. Treasurer stated that there was only \$37,000 available to FDOH even though \$45,000 was approved. JRey stated that the agreement with FDOH states up to \$45,000, therefore the funds paid out may be less. A motion was made to approve the Treasurers report by KDemaio pending clarification of amount of funding payable to FDOH, 2nd DRessler, unanimous (8-0). Attorney JRey advised to approve the budget as presented pending the line item for FDOH. A motion was made to approve by DRessler, 2nd WDixon, vote unanimous (8-0).

b. Banking Services –none

Unfinished Old Business:

a. Yearly ethics training and signing COI documents need to be completed and submitted to Attorney JRey and Executive Director at ccccf2015@aol.com.

Ad Hoc Committee Reports:

a. Communications Committee: No report

Standing Committee Reports:

a. Investment Committee: Discussion about Bylaw changes for Article VI, Section 6.04. Changing “shall” to “may” in wording of 6.04. Motion to approve by WDixon, 2nd DRessler, unanimous (8-0). Discussion continued regarding investments and 9.03 Sub-c amount of percentages, and type of investment options. JTSmith motion to table until December meeting, 2nd KDemaio (7 yes -1 no) WDixon opposed and stated he spoke to And Co. about reducing charges and has researched and contacted two others.

b. Grants Committee:

1. Final report for the FDOH, Cycle 2 was discussed, a motion was made to approve the report by DRessler, 2nd KDemaio, unanimous (8-0)
2. Letters of Inquiry for Cycle 7 submitted for discussion and approval. Motion to approve by KDemaio, 2nd DRessler, unanimous (8-0)

c. Personnel Committee: Discussion about Executive Director.

d. Audit: No report

Legal Update:

a. Signature card circulating for Salem Trust.

b. Executive Director submitted employment agreement.

c. Proposed meeting schedule not yet published, but approved with motion by DRessler, 2nd KDemaio, unanimous (8-0).

d. Discussion on grantee monitoring and agreement outlines.

Next Meeting/s:

a. Anticipated # of Attendees –

b. December 19th at 6pm in the Lecanto Government Building, room 166

Investment Committee Meeting: None

Grants Committee Meeting: December 10th at CF room 105 at 5:30 pm; December 12th if needed

Personnel Committee: None

Audit Committee: None

Communications Committee: None

Meeting Adjournment: Motion to approve meeting adjournment JTSmith, 2nd DRessler, unanimous (8-0)