



# BOARD RETREAT MINUTES

January 25, 2019

**Board of Directors:**

Melida Akiti, Board Chair; Armando Fana, Vice Chairman; Michael Lepera, Treasurer; Joe Rogers, Secretary, Amy Black, Christopher Cade, Jillian Smath, Lisa McDermott, Nichole Anderson, Rebecca Brock, Rosha McCoy, Sigrid McCawley, Victoria Thurston

**Unable to Attend:**

Lisa McDermott, Rosha McCoy

**Other Attendees:**

*ChildNet Staff:* Larry Rein, Donna Eprifania, Julie DeMar, Susan Eby, Dionne Wong, Kenneth Brighton, Julie Janello, *DCF:* Dawn Liberta, *Consultant:* James Mueller

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**CALL TO ORDER – Melida Akiti, Board Chair**

- Melida Akiti, Board Chair, called the meeting to order at 8:06 a.m.

**APPROVAL OF MINUTES – Joe Rogers, Secretary**

- Roll was taken, and quorum was established.

The November 16, 2018 meeting minutes were reviewed. Discussion was held to make a minor revision on page 3, under "Update on Protocols", to change the word "or" to "and" as follows: "Dionne Wong addressed the protocol **and** the standard..."

*A motion was moved to approve the meeting minutes with above noted change. A vote was taken. The motion was passed unopposed.*

**ITEM FOR BOARD REVIEW AND APPROVAL – Melida Akiti, Board Chair**

- Resolution #181 – Signature Authorization for Contract Year 2019 – This resolution provides Larry Rein, CEO and President, signing authority for the contract year. This resolution is signed on a yearly basis.

*A motion was moved to approve Board Resolution #181. A vote was taken. The motion was passed unopposed.*

**ITEM FOR BOARD REVIEW – Melida Akiti, Board Chair**

- Board Director/Officer Term Accrual – Discussion held on the reappointments and termed out status of the current Board of Directors. The following Directors are eligible for less than a 2-year reappointment: Lisa McDermott, Sigrid McCawley and Jillian Smath. The following Directors are eligible for a 2-year reappointment: Amy Black, Armando Fana, Chris Cade, Joe Rogers, Melida Akiti, Michael Lepera, Rebecca Brock, Rosha McCoy and Victoria Thurston. Current Board Officers, Melida Akiti, Chair, Armando Fana, Vice Chair, Joe Roger, Secretary, and Michael Lepera, Treasurer, term out in June 2019, so new Officer recommendations will be discussed further in the April and May 2019 Board meetings.



## STRATEGIC PLAN BOARD RETREAT

Melida Akiti, Board Chair, began the Strategic Plan Retreat by stating that the Board needs to transition from a position of management to a position of governance. The Board has stepped up to all challenges brought in the past 1-2 years. This Retreat is the first step in the Board's transition.

- **The Vision – Larry Rein, CEO and President**

Larry Rein stated that ChildNet's vision is that the children, and their families that we serve, need and deserve the best. These are our abused, abandoned and neglected children and these are the most challenged parents in our community. It makes no sense to accept or delay or be satisfied with anything less than the best. In order to do that, ChildNet needs to be better. ChildNet has done, and currently does, good but now ChildNet needs to be great. The three key items below will assist ChildNet in becoming great:

- 1) Develop and sustain a truly skilled, stable and engaged workforce. Gallup will be providing the first true scientific benchmarked analysis of our workforce engagement. It will be part of an ongoing 3-year process to scientifically assess our staff's engagement and involvement and they will help direct us to plan how to improve that engagement and involvement.
- 2) Identify, access, and monitor the quality of all services that our families receive.
- 3) Dedicate and find ample financial resources (both private and public) to support our workforce and to provide and purchase those high-quality services. In order to develop the ample financial resources, ChildNet needs to be strong as a corporation, needs to be transparent, and needs to be on top of our game in terms of financial reporting. ChildNet needs to advocate, it is our duty to find resources to assist our clients. The Board and staff, separately and together, can make this vision real.

- **Status of Corporate Reorganization – Donna Eprifania, Chief Financial Officer**

Donna Eprifania gave a brief summary of the history of the new corporate restructure:

- In March 2013, the Board approved the new corporate structure for ChildNet, which consisted of: ChildNet Holdings, Inc., ChildNet Broward LLC, ChildNet Palm Beach LLC and Broward Cares for Kids. However, implementation was delayed due to trademark issues of entity corporate name.
- In April 2017, with the trademark issue being settled, a proposed new corporate structure for ChildNet was presented to the Board, which consisted of: ChildNet, Inc. (as/is) – Parent Company, ChildNet Broward LLC, ChildNet Palm Beach LLC, Broward Cares for Kids and Tech Care for Kids. Implementation delayed due to financial challenges.
- In November 2018, due diligence began with other CBC lead agencies that have successfully achieved the new desired structure for ChildNet. Discussion held on the eight CBCs that are operating under an affiliate structure.
  - ChildNet is looking at the corporate restructure of having a parent company, ChildNet, Inc., and two LLC's (ChildNet Broward LLC and ChildNet Palm Beach LLC), with Broward Cares for Kids and Tech Care for Kids within this structure. Having this structure makes it easier to raise money and engage the community, and it will make it a true equal corporation in both counties.



- **Characteristics of Highly-Effective Boards – James Mueller, James Mueller & Associates**

James Mueller is president of James Mueller & Associates LLC (JMA), a consulting firm founded in 2005 with extensive experience with clients both locally and nationally. The firm provides services in the areas of organizational development, governance, and philanthropy. The Mueller & Associates team maintains a focus with each client on achieving outcomes consistent with an organization's unique mission, values, and objectives.

Mr. Mueller discussed what makes a high performing board. What culture does the Board want to create? What are the core values? Discussion held on the reason to separate governance and management. There are four exceptional board characteristics: passion, commitment, perspective and leadership.

Discussion held on what makes a board exceptional: 1) constructive partnership, 2) mission-driven, 3) strategic thinking (about the cause), 4) culture of inquiry, 5) independent mindedness, 6) ethos of transparency, 7) compliance with integrity, 8) sustaining resources, 9) results-oriented, 10) intentional board practices, 11) continuous learning, and 12) revitalization.

Discussion was held on the "Wildly Important Goal" (WIG). Focusing on the WIG means narrowing the number of goals you are attempting to accomplish beyond the day-to-day demands. It requires you to go against your basic wiring as a leader and focus on less so that your team can achieve more.

Kenny Brighton, Director of Community Relations, handed out a ChildNet Board Member Engagement Form. This form was created to help Board members to tailor conversations and to become more meaningfully involved. The four areas in which board member engagement is critical is: governance, organizational activities, community visibility, and financial viability. Discussion was held that we need to "create our brand". We need to advertise ChildNet so that everyone knows who we are.

- **Sustaining Program Quality – Susan Eby, Chief Clinical Quality Officer**

Susan Eby provided a brief overview of the vision of sustaining program quality, which is to implement quality outcomes into provider contracts through credentialing process and value-based purchasing, and to have improved children and family well-being with decreased Baker Acts and arrests and increased/decreased scorecard measures. Effective February 1, 2019, both counties will now be able to assess children in licensed relative and non-relative care upon intake. This will allow us to establish a baseline of what their functioning is coming into care and we can determine if we can either maintain or improve their functioning. We will also be able to connect those children to the services they need immediately, instead of waiting for them to be assigned to a case manager and waiting for the case manager to evaluate the situation. Evidence Based Practice (EBP) implementation involves assessment and referral, high-fidelity wrap-around, child-parent psychotherapy, and researching family intensive treatment team and family team conferencing. For Staff and Provider Competency, for Child Advocates, we can research case assignments by acuity and research expert case managers. For providers, we can collaborate with managing entities and we have created a new position, Director of Service Quality, where Service Quality Managers and a Foster Home Recruitment Coordinator can work with and assist our providers.

- **Board Goal Setting – James Mueller**

Mr. Mueller separated the Board members and leadership team into three groups, so they could generate three (3) "Wildly Important Goals" (WIG), as discussed previously under Characteristics of Highly Effective Boards. The three teams consisted of: Team 1 – Joe Rogers, Rebecca Brock,

Armando Fana, Larry Rein and Julie DeMar, Team 2 – Michael Lepera, Sigrid McCawley, Victoria Thurston, Melida Akiti and Susan Eby and Team 3 – Amy Black, Jillian Smath, Nichole Anderson, Dionne Wong and Donna Eprifania. Below are the three goals and measures that were developed:

- Goal 1 – Public Awareness and Focus on Foster Parent Recruitment – increase public awareness of ChildNet through our foster recruitment campaign with a goal of increasing foster homes by 20% and public awareness through “top of mind” market survey by 30%.
  - Measure 1 – measure events/media/touch/social media per month (7 months)
  - Measure 2 – measure understanding of foster parenting among the public – through focus groups
  - Measure 3 – number of monthly contacts/calls to our recruitment hotline
- Goal 2 – Complete Restructuring of the Organization – complete by May 2020 to include two (2) separate corporations under one (1) holding company with established boards.
  - Measure 1 – establish the “why”
  - Measure 2 – communication plan
  - Measure 3 – engage counsel and accountants
  - Measure 4 – hire staff/board recruitment
  - Measure 5 – standing board agenda item
- Goal 3 – Improve finances – through maximizing revenue management to create unrestricted pool of funds of 1 - 2% to roll over from fiscal year to fiscal year (create contingency fund).
  - Measure 1 – how much of a fundraising organization can/does ChildNet want to become?
  - Measure 2 – need tactical fundraising approach
    - establish annual fundraising amount
    - flexibility to support program fidelity (quality of care)

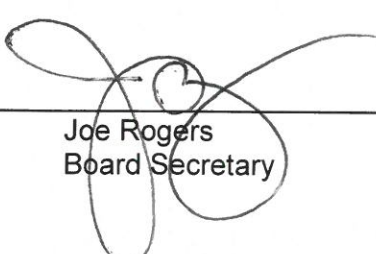
In conclusion, Melida Akiti, Board Chair, would like a second retreat scheduled for March 2019 to develop “who we are” and to further discuss fundraising.

#### NEXT MEETING DATE

- The next scheduled Board meeting is Friday, February 22, 2019.

#### CONCLUSION

- Having no further business, a motion was moved to adjourn the meeting. A vote was taken. The motion was passed unopposed. The meeting was adjourned at 11:54 a.m.



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Joe Rogers  
Board Secretary

2/28/2019  
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Date

(Corporate Seal)