



---

# BOARD MEETING MINUTES

---

**November 17, 2017**

**Board of Directors:**

Melida Akiti, Board Chair; Armando Fana, Vice Chairman; Michael Lepera, Treasurer; Joe Rogers, Secretary, Christopher Cade, Jeff Dwyer, Kalinthia Dillard, Lisa McDermott, Nichole Anderson, Sarah Marmion, Sarah Thomas, Elizabeth Wynter

**Unable to Attend:**

Armando Fana, Lisa McDermott

**Other Attendees:**

*ChildNet Staff:* Emilio Benitez, Lourdes Pons, Larry Rein, Donna Skees, Dawn Liberta, Deena Ponto, Sheryl Williams, Lawrence Plaza, Kenneth Brighton, Gillian Moxey, Emmanuel Anderson, Christine Butler, *DCF:* Silvia Beebe

---

**CALL TO ORDER**

- Melida Akiti, Board Chair, called the meeting to order at 8:01 a.m.

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

- Roll was taken and quorum was established.

The October 27, 2017 meeting minutes were reviewed. A *motion* was *moved* to approve the meeting minutes. A *vote* was taken. The *motion* was passed unopposed.

**FINANCE REPORT – Michael Lepera, Treasurer and Donna Skees, Interim CFO**

- Broward – The closing cash balance at the end of October 2017 was \$678,000, which reflects a decrease of \$307,000 from the prior month. Total expenditures for the month were \$6.1 million with \$324,000 less expended this month than in October 2016. The month-end surplus was \$74,000 with a year-to-date surplus of \$255,000. The Daily Spend Rate decreased by \$11,000 compared to October 2016. Adoption is the highest deficit. It is offset by a surplus in foster care. Currently, direct service is at a \$130,000 deficit. The trend supports that this deficit is one that is in the right place. Fewer children in the system supports this trend which is anticipated to continue.
- Palm Beach – The closing cash balance at the end of October 2017 was \$675,000, which reflects a decrease of \$553,000 from the prior month. Total expenditures for the month were \$3.7 million with \$85,000 less expended this month than in October 2016. The month-end budget deficit was \$19,000 with a year-to-date surplus was \$42,000. The Daily Spend Rate decreased by \$2,000 compared to October 2016. Shelter and Group Home numbers are beginning to increase. Discussion was had as to an overview of the increase in the license and group care. Larry Rein stated that there is an overall increase in the number of children in care, but the increase is primarily in-home cases. While the number of children in out of home care is dropping, the percentage placed with relatives/non-relatives is decreasing. This is resulting in an increase in licensed care, such that levels are back to where these were 1.5 years ago. CPIS is being engaged to work collaboratively to address this issue. It was also noted that although there is a surplus in Palm Beach right now, this does not include a \$600,000 Independent Living realignment.

Further discussion was had related to how financials are impacted by the actions of stakeholders as a whole. Melida Akiti raised the issue and addressed with Silvia Beebe (DCF) of the need to have DCF ensure accountability in terms of all outcomes for all performance measures for all stakeholders equally. Discussion was had regarding how it is necessary for the other partners to meet their measures in their performance outcomes to enable ChildNet to meet its performance outcomes.

Michael Lepera closed with the issue of how ChildNet is still unclear as to how DCF is addressing the concept of the “carry forward loss” and informed the board that other CBCs are soon to be in this position.

### **LEGAL COUNSEL UPDATE – Catalina Avalos, Tripp Scott**

Catalina Avalos, Counsel for the Board of Directors from Tripp Scott, was present to address two issues for the Board.

**Severance Agreement** – Ms. Avalos provided the Board with the terms of the proposal for the Severance Agreement related to the Separation of Employment of Emilio Benitez, President/CEO of ChildNet. These included:

- Resignation effective today, 11-17-17, from both ChildNet and Tech Care for Kids,
- Remain as a Consultant until December 31, 2017 and inclusion of COBRA benefits,
- 6 months of severance paid, payment to include the use of unrestricted funds and be paid through payroll practices and insurance,
- Release of all claims,
- Non-disclosure and confidentiality agreement,
- 6 month non-compete with ChildNet and Tech Care for Kids.

After presentation, the proposal was tendered to the Board for approval. Jeff Dwyer made a Motion to accept the Severance Package as outlined. Sigrid McCawley seconded the Motion. At this point, the matter was opened for discussion.

Jeff Dwyer inquired and Sigrid McCawley joined his inquiry of Emilio Benitez as to whether the proposal is acceptable to him. Mr. Benitez stated that it is and expressed his concern over the government dictating privatization, how it should work and the standards of CBC. Mr. Benitez further stated that he had wanted to stay on for Tech Care for Kids because of his desire to support that innovation.

The Board Chair, Melida Akiti, acknowledged Mr. Benitez for his willingness to gracefully address this issue, his service and commitment over the years, and his role within the organization. She, as well as other Directors of the Board, to include Joe Rogers, Sigrid McCawley and Sarah Thomas, spoke to the service and dedication to the mission and its fulfillment over the years for the benefit of ChildNet and the children of this community.

*Motion* to accept the Severance Package as outlined for Emilio Benitez passed unopposed. Ms. Avalos informed the Board given their approval, the formal agreement would be drafted. Jeff Dwyer asked for clarification that unrestricted monies were secured for this payment, consistent with the restrictions on the funding. Melida Akiti confirmed that this is the case. She further asked of the Board the ability to finalize this action before the Executive/Governance committee, so long as it does not deviate from the proposal as presented. There was no objection raised.

In addressing the leadership, Melida Akiti proposed that Larry Rein be made the Interim President/CEO of ChildNet until the Board convenes the recruitment and hiring process resulting in





a new President/CEO. Jeff Dwyer made the Motion. Sigrid McCawley seconded. The *Motion* passed unopposed.

**Anonymous Letters** - The issue of a number of anonymous letters previously sent out to members of the Board of Directors and various stakeholders asserting issues related to the work environment and leadership. Counsel informed the Board that they have an obligation to address and proposed that one of the attorneys be designated to report directly to the Interim CEO for any complaints and, if it is about the Interim CEO, directly to the Board. As was later discussed in the meeting, Melida Akiti deferred on immediately identifying who to place in this role; she stated that she will be following up with the in-house attorneys and Larry Rein to make a determination as to how to restructure their roles.

In addition, Ms. Avalos advised that there needs to be trainings and staff meetings regarding how they can access and/or provide complaints and/or grievances. Finally, she asked that a litigation hold be placed on our server so that no emails could be deleted or destroyed. Emmanuel Anderson, Director of MIS for CN, was present and acknowledged the instruction.

## COMMITTEE UPDATES

Given the length of the meeting, the agenda was curtailed to address only the following issues:

- **Fundraising Committee – Nichole Anderson, Committee Chair**

Kenneth Brighton, Director of Community Relations, reported the following:

National Adoption Day is occurring this week and an invite to all was extended and encouraged. Mr. Brighton reported on the need for more toys now than ever for our Toy Drive this holiday season. Further, he informed the Board of the \$25,000 donation by the Florida Panthers to SafePlace and thanked Michael Lepera for his efforts in facilitating this donation.

- **Governance Committee – Armando Fana, Committee Chair**

Approval of Board Candidate – Rosha McCoy – Dr. Rosha McCoy is the Chief Medical Officer at Joe DiMaggio Children's Hospital in Hollywood, FL. Dr. McCoy's credentials and application were previously provided. Larry Rein and Melida Akiti spoke to her value to serving on our Board of Directors. Dr. McCoy meets many of the requirements needed to increase the effectiveness of the Board in meeting diversity and skills needs.

A motion was *moved* to approve Rosha McCoy as the newest member of the Board. A vote was taken. The motion was passed unopposed.

Resignation of Board Director – Melida Akiti informed the Board that Ken Nolan had tendered his resignation from the Board.

## BOARD CHAIR REPORT – Melida Akiti

- **Consultant Update** - The Board Chair leadership update already being provided, Melida Akiti asked Joe Rogers, the Board Director liaison to Group Victory, to provide an update on the consultant's services. Joe Rogers stated that as early as Monday there would need to be a Town Hall at the Broward Offices, to include addressing of grievances, to ensure staff is aware of what has happened and the engagement of Group Victory. A time was set for 2:00 p.m. on Monday, November 20, 2017. Melida Akiti stated that she was meeting with all supervisors and leadership immediately after this



meeting. She stated that the Public Relations Consultant had provided her talking points and is going to be addressing this as part of the communications plan.

- Administrative - Given the issues that are now pending and the change in leadership, Melida Akiti informed the Board that going forward, all meetings for the Board of Directors would be in person.

#### **NEW BUSINESS**

- There was no new business to discuss.

#### **OLD BUSINESS**

- There was no old business to discuss.

#### **PUBLIC COMMENT**

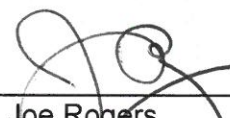
- There was no public comment.


#### **NEXT MEETING DATE**

- The next monthly Board meeting is scheduled for Friday, December 15, 2017.

#### **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 9:25 a.m.

  
\_\_\_\_\_  
Joe Rogers  
Board Secretary

  
\_\_\_\_\_  
Date

(Corporate Seal)