

Minutes

Recorded at the joint meeting of the Boards of Directors for Central Florida Continuum of Care (CoC) and Homeless Services Network of Central Florida (HSN) held on Friday, June 28, 2019.

CoC Board Meeting

The CoC Board of Directors meeting was called to order by CoC Chair Bob Brown at 8.33 a.m.

The following persons were in attendance:

Bob Brown, *CoC Chair & HSN*

Mike Griffin, *HSN Chair & CoC Secretary*

Timothy McKinney, *CoC Vice Chair & HSN Treasurer*

Matthew Kennedy, *HSN Secretary*

David Barnett, *HSN*

Lonnie Bell, *CoC*

Olivette Carter, *CoC & HSN*

Desiree Matthews, *CoC & HSN*

Lisa Portelli, *CoC*

Kimberlee Riley, *CoC*

Douglas Shaw, *HSN*

Jina Thalmann, *CoC*

Andrew Thomas, *CoC & HSN*

PHONE

Linda Landman Gonzalez, *CoC*

Dr. Swannie Jett, *CoC*

STAFF

Martha Are

Brian Postlewait

Paula Atkinson

Greg Mellowe

APPROVAL OF MINUTES

Vice Chair Tim McKinney moved to approve the Minutes recorded at the CoC Board meeting held on May 31, 2019. Director Lonnie Bell seconded the motion and it passed with unanimous consent.

OTHER BUSINESS

Board 101 Training

Are shared that HSN hosted a training called Board On-boarding 101. She asked the board to recall that HUD strongly encourages and some organizations or funding sources require boards to include at

least one member with lived experience. As we work to assist these organizations with recruiting individuals with lived experience to join these boards, it was found that many persons asked were hesitant because they were unsure of the obligation or the requirements to serve in that role. Are continued to acknowledge and thank Andrew Thomas and Thomas Chatmon for agreeing to facilitate the training.

Director Andrew Thomas thanked Director Kimberlee Riley for providing the presentation and curriculum used. He shared that the training seemed to have been received well by those in attendance but found that having more time to go through the material may have been useful.

Are continued to report that the training was attended by 11 persons, 3 of which were persons with lived experience. She added that one of the attendees- an Executive Director for one of our member organizations- requested hosting this training for that organization's board. Based on the feedback, we are looking to schedule another training later in the year.

CEO Roundtable

Are reported that we hosted a roundtable discussion with CEOs, Executive Directors and other heads of organizations active in the CoC. The purpose of the meeting was to ensure that heads of organizations were abreast of the current issues within the CoC. It has been observed that many individuals in this subset of our membership are unable to attend our general membership meetings and may fall out of the loop in respect of some of the issues being discussed in meetings. The group present were very appreciative of the forum and we are expecting to make this roundtable become a calendar staple. The frequency has not been determined, however.

Advisory Council of Person with Lived Experience

Are informed the Board that we are looking at developing a lived experience advisory council. It is believed that this council will be a welcome addition to our CoC, as we will be able to get a more informed perspective on the potential effectiveness of our existing programs and plans for implementation. We have engaged in conversations with other communities that have a similar councils, to gain an idea of how we could feasibly convene this group. Are disclosed that we may be looking at engaging resources to support a stipend for persons attending this council's meetings. There are other considerations that will need to be taken.

Secretary Mike Griffin commented that he is pleased with these reported activities. He is especially happy with the CEO roundtable, noting how commendable it is that we are sensitive to the communication gap between CEOs and line staff, and are proactive with closing them. He added that the lived experience council sounds like an excellent opportunity to optimize the effectiveness of the CoC's work.

Chair Brown adjourned the meeting at 8:42 am.

Joint CoC/HSN Board Meeting

The Joint Session between the CoC and HSN Board was called to order by CoC Chair Bob Brown at 8:42 am.

OLD BUSINESS

CoC/CFCH Alignment

HSN Chair Mike Griffin reviewed the agenda with the group present and reminded them that this session serves to keep both Boards updated on the process for aligning the CFCH with the CoC and how this will impact HSN's role.

Griffin continued that the CFCH Board met on June 26, 2019. In that meeting various concerns were brought to the fore. Questions were asked about the legalities around a nonprofit transferring funds and other assets to another nonprofit. It is imagined that retaining the services of a lawyer may be necessary. It was mentioned that regarding monies held by the Commission, the endowment matching dollars will go to Central Florida Foundation and project-oriented funds will go to HSN. As we move through this process a communication plan will need to be developed by the transition team. It has been acknowledged that conversations will need to happen with persons that are not always present but involved.

The CFCH Board took an official vote to move forward with merging the two organizations (CoC & CFCH) by October 1st. They did not vote on dissolving the Commission.

The Transition Team

Griffin noted that they will begin recruiting persons to join the transition team, today. Part of the transition team's responsibilities will be to

- build out a subcommittee structure to include all of CFCH subcommittees. (for example: we will setup a sub-committee on At-Risk Family Homelessness, although it pushes outside of the CoC's primary emphasis on literal homelessness).
- establish how we will manage the communication, advocacy and development functions, whether it be to hire a team, hire one person to liaise with subcontractors or completely contract this function out.

Director Kimberlee Riley raised the concern that when we spoke about development and this hybrid governance structure, we did not discuss being a fundraising board; adding that we currently aren't. She implored that we will need to look at how we will adapt our structure to include that component of the Commission.

Director Andrew Thomas asked for clarification on the protocols, roles and expectations of the CoC HSN and CFCH board. Griffin responded that, at this point, the COC and CFCH are coming together and HSN remains as the lead agency and a separate 501©3.

Bell commented that he would have preferred the transition team to reflect more of the community and he does not see that. Griffin acknowledged that the team's composition started as the Chairs and Vice Chairs of the boards and now we will expand to have jurisdictional representatives. We would like to have it reflective of the community that we serve. However, we as CoC and HSN will not choose who on the CFCH board will become involved with the team.

Director Lisa Portelli added that there are key people we will need to include.

Director Linda Landman Gonzalez implored that we need to ensure all three elements across the region are included. Griffin acknowledged and thanked Gonzalez for being one of the first to step up to get involved.

Director Desiree Matthews remarked that it is critical for us to manage expectations. She recounted that the process started as ending homelessness, which transitioned to housing the first 100, then to housing 300 and now we are at keeping the 300 housed. We need to be mindful of our moving target.

After some discussion, Griffin reminded the Board that a deadline has been agreed upon by CFCH's Board, i.e. October 1st. Vice Chair Tim McKinney questioned why the deadline could not be sooner. Griffin disclosed that there has been a challenge to get persons in one room. Griffin continued that the issues to be resolved are not perceived as difficult or complex. We need to setup a governance structure that everyone is comfortable with, properly define the roles and responsibilities of each component and then ask each Board to take a vote.

Resuming conversation on the CoC/CFCH Alignment, Griffin noted that the Commission staff will remain on contract through to October 31st. It was communicated that if positions were created at HSN these individuals may apply but there won't be any guarantee. With respect to dissolving the Commission, it was felt for precautionary measure that it would be more productive for the corporation to go into dormancy. Riley questioned whether insurance policies will be cancelled? Are responded not today. Brown asked about the legal connotations involved. Griffin responded that the idea is to not terminate, exposing our system to the possibility of a new player assuming the organization and us having to go through another tedious alignment process. The organization going into dormancy is the best option.

Director Olivette Carter raised the concern about jurisdictions' budgets and needing to know if they should still include the Commission as an entity to be funded. Griffin stated that funding should go to HSN, as that will take on the roles which were funded by the jurisdictions. Carter continued that she is more concerned with the timing because the budget for Seminole County gets approved in September. Thomas added that he is aware of the pressure because of differences in timing for each group's fiscal year. McKinney noted that CFCH's Treasurer has already contemplated doing another year's worth of financials; recommending that if the funding has already been approved for the Commission, it should be sent there, but for future support it should be allocated to HSN. Griffin asked Are to put this on the agenda for the next transition meeting. McKinney reported that there will be a meeting with CFCH's treasurer, Bob Miles. Are expressed that it may be better to have some funds continue going to the Commission because they have payroll to make until October 30th. Griffin stated that if handled correctly we will have a properly integrated plan by October 1st.

Are shared that the Commission staff has been identifying what materials in their office should be kept. Riley asked if there exists a retention policy for CFCH. Are replied that they are not aware of such policy. She continued that they have a lot of reports and documents and would like assistance from the board in identifying what we should be looking out for, especially for documents prepared before Are's time.

Griffin asked whether CFCH was subject to the open records law and sunshine law, given that Mayor Demings and Mayor Dyer serve on its Board. Gonzalez indicated no.

The meeting adjourned at 9:07 am.