



Minutes

June 2019 Executive Committee Meeting

📅 Mon June 24th, 2019

🕒 3:00pm - 4:00pm EDT

📍 Teleconference

👥 In Attendance

Michael Daniels, Megan Germain, JR Harding, Whitney Harris, Matt Holloway, Eric Reed, Rebecca Scott, Paul Tobin, Ben Welter

I. Opening

The June 2019 Executive Committee Meeting was opened by Dr. JR Harding.

a. Call to Order

Dr. Harding called the meeting to order at 3:02 p.m.

b. Roll Call and Establishment of Quorum

A quorum was present.

Members in Attendance: Dr. JR Harding, Mr. Paul Tobin, Mr. Ben Welter

Staff in Attendance: Mr. Michael Daniels, Mr. Eric Reed, Ms. Whitney Harris, Mr. Matt Holloway, Ms. Megan Germain

Members of the Public: Ms. Rebecca Scott

c. Verbal Authorization to Begin Recording

No member presented an issue with the meeting being recorded.

II. Agenda

Dr. JR Harding presented the agenda for the June 24, 2019 Executive Committee Meeting.

a. Adjustments to the Agenda

No changes or additions were made to the agenda.

b. Approval of the Agenda - Recommended Actions, see below

1. Approval of the Agenda as is.

Decision: Mr. Paul motioned to approve the agenda for the June 24, 2019 Executive Committee Meeting.

Decision: Mr. Welter seconded the motion.

Decision: The motion passed without dissent.

2. **Approval of the Agenda with adjustments.**
Not applicable.

III. **Minutes from Prior Meeting**

Dr. JR Harding presented the agenda from the June 3, 2019 Executive Committee Meeting.

- a. **Approval of the June 3, 2019, Executive Committee Meeting Minutes - Recommended Actions see below**

No changes or additions were made to the minutes.

1. **Approval of the Minutes as is.**

Decision: Mr. Welter motioned to approve the minutes from the June 3, 2019 Executive Committee Meeting.

Decision: Mr. Tobin seconded the motion.

Decision: The motion passed without dissent.

2. **Approval of the Minutes with corrections.**
Not applicable.

3. **Table the Approval of Minutes.**
Not applicable.

IV. **Standing Items**

Dr. Harding opened the discussion on Standing Items.

- a. **Action Item Report**

Mr. Daniels stated that he has completed the first task of establishing a list of skills needed by candidates. He asked that this be discussed during the Update on Membership agenda item. Dr. Harding concurred.

Mr. Daniels stated that the first staff training was completed on Thursday, June 20, 2019 and the second training will be tomorrow June 25, 2019. The next SOP completed will be on meeting agendas.

Mr. Daniels stated that the third action item is an agenda item that will be discuss further in the agenda.

No questions were asked of Mr. Daniels.

1. **Memo of Skillsets needed on FFAST BOD ATAC**
2. **SOPs for Committee Meetings and Committee Document Storage**

- b. **April 2019 Financials - Recommended Actions**

Mr. Tobin presented the April 2019 Financial Statements.

Ms. Scott asked if the original amount in the unrestricted investment account was

intended to be for FFAST operations or NHLP. Mr. Daniels responded that the unrestricted account was always intended to be for FFAST operations.

1. **Approval of the April 2019 Financial Statements as is**

Decision: Dr. Harding motioned to approve the April 2019 and May 2019 Financial Statements.

Decision: Mr. Welter seconded the motion.

Decision: The motion passed without dissent.

2. **Approval of the April 2019 Financial Statements with amendments**

Not applicable.

3. **Table the decision**

Not applicable.

c. **May 2019 Financials - Recommended Actions see below**

Mr. Tobin presented the May 2019 Financial Statements.

1. **Approval of the May 2019 Financial Statements as is**

See motion for April 2019 Financial Statements.

2. **Approval of the May 2019 Financial Statements with amendments**


Not applicable.

3. **Table the decision**

Not applicable.

d. **Discussion on FFAST Credit Card Next Steps**

Mr. Tobin opened the discussion by stating that Capital One denied FFAST the credit card application. Mr. Daniels stated that he had been reviewing other credit card options and would like to present them to the Executive Committee.

Task: Mr. Daniels will share other credit card options with the Executive Committee for review.  Michael Daniels 07/22/2019

V. **Old Business**

a. **Update on Board of Director Policies**

Mr. Daniels stated that he has been working with Ms. Germain on training for sending out these board policies. Mr. Daniels anticipates the board policies will be shared with the board in the coming weeks.


b. **Update on Membership**


Mr. Daniels stated that Dr. Perez and the representative from DBS have stepped down from the board. Mr. Daniels recommended that the board needs two Category 4 members, including state agency representatives from DBS and CareerSource Florida, which must be balanced by additional Category 1 members.


Mr. Daniels shared his recommended skillsets needed for new members.


1. Willingness to dedicate three to four hours a month and four to six days per year

2. Financial means to make annual or monthly donations
3. Ability to read a balance sheet and other financial statements
4. Experience in fundraising
5. Experience in securing funds through corporate giving programs
6. Understanding of not-for-profit governance
7. Ability to look at the assistive technology needs of Floridians with an open mind
8. Understanding of community-based service delivery models
9. Understanding of how the State of Florida does business concerning legislatively created not-for-profit corporations
10. Capacity to meet with elected officials

Task: Mr. Tobins recommends adding "within their means" to #2 of the skillset list.  Michael Daniels 07/22/2019

Task: Mr. Tobins recommends adding "willingness to assist with fundraising" to #4 of the skillset list.  Michael Daniels 07/22/2019

Task: Mr. Tobin recommends that the FFAST Members Roster be separated into an ATAC Roster and a Board of Directors Roster.  Michael Daniels 07/22/2019


Task: Mr. Tobin recommends adding the missing state agency representatives to the ATAC Roster as standing positions, but listing them as "Vacant". This would show the targeted percentages and the actual percentages of members.  Michael Daniels 07/22/2019

1. Update Roster as of 2:45 PM on 06/24/2019

c. Legal Issues Surrounding BOD and ATAC

Mr. Reed stated that staff is looking to collect questions to be sent collectively to FFAST's attorney. Mr. Reed has created the document in which the questions will be listed. Once these questions have been sent to the attorney, a conference call will be scheduled with the attorney and FFAST board members to discuss the decided answers.

Dr. Harding stated that Board Members should send their questions to Mr. Reed by July 14, 2019.

Task: Mr. Reed will continue to gather questions for legal counsel.  Eric Reed 07/14/2019

1. Quick Review of Issues surround FS 413.407 and Legislative Intent

2. Recommended Actions as follows:

3. Collect questions from Executive Committee members

4. **Send questions along with current Bylaws of FFAST and the ATAC along with founding documents to Counsel**

5. **Send suggested revisions to FFAST and ATAC Bylaws to Counsel**

Rationale: FFAST needs to have a very detailed delineation of the powers of the ATAC and BOD, the relationship between the two, and establish a defined separation of duties and responsibilities.

Mr. Daniels stated that by drafting suggested revisions to the FFAST Bylaws, updated were needed to the ATAC Bylaws. Both sets of Bylaws were presented to the Executive Committee.

Mr. Reed stated that he has a new understanding of statute 413.407 regarding Co-Chairs. One Co-Chair must come from Category 1, however, the second Co-Chair can come from any of the Categories (including Category 1). Mr. Daniels stated that this language has been updated in the revised Bylaws presented.

No vote was needed on this item.

d. **Policy 214 Operating Reserve - Recommended Actions see below**

Dr. Harding opened the discussion on the Board Designated Operating Reserve.

1. **One-quarter of estimated operational expenses will be set aside in the Board Designated Operating Reserve.**

Decision: Dr. Harding motioned for one-quarter of estimated operational expenses be set aside for the Board Designated Operating Reserve. Mr. Tobin suggested a friendly amendment: To reevaluate this item at each budget cycle. Dr. Harding accepted the amendment.

Decision: Mr. Tobin seconded the motion.

Decision: The motion passed without dissent.

2. **Two-quarters of estimated operational expenses will be set aside in the Board Designated Operating Reserve.**

Not applicable.

3. **Table the decision.**

Not applicable.

e. **RFP for Audit Services (215 Federal Funds Procurement Policy) Recommended Actions see below**

Dr. Harding opened the discussion on an Ad Hoc Committee for the development and review of RFPs for Audit Services.

1. **Establish an Ad Hoc Committee to develop and review RFPs for Audit Services**

Decision: Dr. Harding appointed Mr. Tobin, Mr. Welter, Ms. Scott, and Ms. Harris to the Ad Hoc Committee.

Decision: Dr. Harding recommended that Mr. Tobin seek the second board member. Mr. Tobin recommends Mr. Marcial Lemberth.

2. **Table the decision**
Not applicable.
3. **Suggested Ad Hoc Committee Membership**
Chairperson - Treasurer

Two at-large Directors

Comptroller

See above.

VI. **New Business**

- a. **ATAC Budget Guideline Recommendations - Recommended Actions see below**

Dr. Harding opened the discussion on ATAC Budget recommendations. Mr. Tobin stated that these are more federal restrictions and not recommendations.

1. **Motion to codify a Budget Framework from ATAC Recommendations**
Decision: Mr. Tobin motioned to accept the ATAC Budget Guideline Recommendations and move them to the full Board for approval.

Decision: Dr. Harding seconded the motion.

Decision: The motion passed without dissent.
2. **ATAC Recommendation: Begin using HHS funds for state financing operations in Fiscal Year 2020.**
3. **ATAC Recommendation: Limit using investment funds for state financing operations to no more than \$125,000 in Fiscal Year 2020.**
4. **ATAC Recommendation: Allocate 70% of funds for State Level Activities**
5. **Therefore, this motion establishes the following as the budget framework:**
6. **HHS Budget Recommendation - 70% allocation for State Level Activities and include State Financing Activities**
7. **HHS Budget Recommendation - 10% allocation for indirect/operational expenses**
8. **HHS Budget Recommendation - 5% allocation on Transition Services**
9. **HHS Budget Recommendation - 15% allocation for State Leadership Activities**
10. **Limit State Financing Activities use of investment funds to \$125,000 (\$100,000 for AFP and \$25,000 for Telework)**

11. **GR Budget Recommendation 10% allocation for indirect/operational expenses**
12. **GR Budget Recommendation- 90% allocation to be determined by need**

b. **Fiscal Year 2019-2020 Annual Budget**

Mr. Tobin shared that the following budget items are stated as informational.

1. **Draft FY 19-20 Annual Budget will be presented at July Executive Committee meeting for approval to be presented at the August Board of Directors meeting. This timeline will allow for the budget to be approved prior to FY 19-20 beginning.**
2. **Draft FY 19-20 Annual Budget will be presented to the Treasurer for review no later than July 5th**

VII. **Closing**

a. **Opportunity for Public Comment**

No members of the public commented.

b. **Next Meeting**

Dr. Harding stated that the next meeting is scheduled longer in order to accommodate the budget discussion.

1. **Date: Monday, July 22, 2019**
2. **Time: 3:00-4:30 PM**
3. **GoToMeeting Information:
<https://global.gotomeeting.com/join/919555021>**
4. **Teleconference Number: 1 877 309 2073**
5. **Access Code: 919-555-021**

c. **Adjourn**

The June 24, 2019 Executive Meeting was adjourned at 3:54 p.m.

Decision: Mr. Tobin motioned to adjourn the June 24, 2019 Executive Committee Meeting.

Decision: Mr. Welter seconded the motion.

Decision: The motion passed without dissent.