

**BREVARD C.A.R.E.S.
BOARD OF DIRECTORS
NOVEMBER 2, 2009 BOARD MEETING
MINUTES**

Board Members in Attendance Dr. Patricia Nellius, Board Chair, Ms. Debbie Davidson Cook, Board Vice Chair, Mr. Chad Carnell, Treasurer of the Board

Others in Attendance: Ms. Valerie Holmes, C.A.R.E.S. Executive Director, Ms. Stephanie Strodtman, Executive Assistant, Ms. Nicole Roesler, Administrative Assistant

Dr. Nellius called the meeting to order.

Motion: Mr. Carnell moved to approve the agenda. This was seconded by Ms. Davidson-Cook and the motion passed unanimously.

Motion: Mr. Carnell moved to approve the minutes. This was seconded by Ms. Davidson-Cook and the motion passed unanimously.

Mr. Carnell presented three C.A.R.E.S. procedures to the Board for discussion and approval.

Motion: Mr. Carnell moved that Brevard C.A.R.E.S. Inc. follow and comply with all other Brevard Family Partnership policies/procedures until such time they are replaced by very specific C.A.R.E.S. procedures. This was seconded by Ms. Davidson-Cook and the motion passed unanimously.

Mr. Carnell stated he revised the Purchase Authorization policy that was previously approved by the C.A.R.E.S. Board. Mr. Carnell and Ms. Holmes discussed the numbering procedure for the C.A.R.E.S. policies/procedures, and whether to keep the same system as Brevard Family Partnership or create a new system. Dr. Nellius suggested keeping the BFP numbering system with duplicate policies. It was determined to add "BC" (standing for Brevard C.A.R.E.S.) to the new numbering system for C.A.R.E.S.

Mr. Carnell updated the Purchase Authorization Procedure to reflect Ms. Holmes new authorization of \$5000 per transaction for the entire C.A.R.E.S. budget. Anything above that amount will require approval by the Brevard Family Partnership CEO. Dr. Nellius clarified the policy should reflect her position as Brevard Family Partnership CEO, not the C.A.R.E.S. Board Chair.

Mr. Carnell stated the C.A.R.E.S. Program Manager will have authorization for \$1000. The C.A.R.E.S. care coordinators will have authorization of \$850 per transaction. Contracted staff will follow the current Brevard Family Partnership policy for authorization.

Mr. Carnell and the Board continued to discuss the policy language and details for clarification.

Mr. Carnell then discussed the "Signatory Authority GOV BC 201" policy. The board members discussed the limit for Ms. Holmes. Dr. Nellius expressed she felt uncomfortable with the current amounts for all members. The limit for Ms. Holmes as stated was \$500,000. Dr. Nellius would like to change the threshold for Board Chair and Board Treasurer to require a dual signature for

over \$100K, and would like Ms. Holmes limit to be \$50K. The CFO for Brevard Family Partnership will also have a limit of \$50K.

Mr. Carnell explained that in the GOV policy under discussion the CEO does not have any signatory authority for contracts.

There was detailed discussion regarding the GOV policy on signatory authority and whether or not the Board Chair can sign in the absence of the Executive Director. It was determined by the Board that Mr. Carnell will include language reflecting this exception as allowable in the policy.

Motion: Mr. Carnell moved to approve Signatory Authority GOV BC 201 with the included revisions. This was seconded by Ms. Davidson Cook and the motion passed unanimously.

Mr. Carnell then presented the policy "Credit Card Distribution AP-BC-410" to the Board, and explained he revised it to state Board Chair/CEO and CFO will determine the authorization for credit card distribution. Dr. Nellius clarified as the Chair she cannot make any decisions outside of the board room, so Mr. Carnell will remove her position as the Chair and only state her position as the CEO. Mr. Carnell will not cancel the Brevard Family Partnership credit cards currently issued to C.A.R.E.S. employees until they receive their new cards.

Mr. Carnell passed out a non-governmental activity spreadsheet from Brevard Family Partnership. He explained that currently there is money set aside in the non-governmental budget that is restricted to C.A.R.E.S. It was determined that the Brevard Family Partnership Board of Directors will need to determine and approve the transfer of that money over to Brevard C.A.R.E.S.

Ms. Holmes stated she would like to host the next board meeting on December 2nd at the new C.A.R.E.S. location, starting at 9:00AM

Motion: Dr. Nellius motioned to adjourn the meeting. This was seconded by Ms. Davidson-Cook and the motion passed unanimously.

The meeting adjourned at 11:50AM.

Respectfully Submitted,

Stephanie Strodtman and Nicole Roesler
Recording Secretaries

Approved at the Board of Directors Meeting December 8, 2009.