

**ANNUAL MEETING MINUTES
TAMPA-HILLSBOROUGH ACTION PLAN, INC.
BOARD OF DIRECTORS
TAMPA, FLORIDA**

Members Present: Dr. Samuel L. Wright, Sr., President/Chairman; Joseph Bethune, Vice-President; Livorno Williams, Secretary; Tanya Johnson-Gilchrist, Keisha Belcher, Lionel Shipman; Norman Harris, Esq.; John Francois

Members Absent: Moiz Janoowalla; Janet Kitchen

Staff: Jeannette Bradley, Chief Executive Officer; LaKendria Robinson, Special Assistant to the CEO; Derrick Blue, Executive Director Coastal Bay Properties; Fiscal and Operations Director, Elle Kane; Charles Young Jr., Chief Financial Officer; Zsa Zsa Cusseaux, Administrative Assistant

Guests: None Present

TIME AND PLACE OF MEETING: The annual meeting was held on **October 24, 2015**, at 9:00 a.m., at 5508 N. 50th Street, Tampa, FL 33610.

CALL TO ORDER: Dr. Samuel Wright called the meeting to order at 9:25 a.m. and stated that a quorum had been established. LaKendria Robinson, Special Assistant to the CEO, served as recording secretary and Attorney Harris gave the invocation.

APPROVAL OF AGENDA: Dr. Samuel Wright asked if there were any additions to the agenda. Dr. Wright stated he would like to add under his report the postponement of annual gala and committee appointments he will add ratification of transfer of board funds, CEO evaluation. Mr. Bethune made a motion to approve the agenda as with the additions. Mr. Williams seconded the motion. The motion was unanimously carried.

APPROVAL OF MINUTES: Mr. Bethune made a motion to approve the December 16, 2014 annual meeting minutes disseminated by Mrs. Robinson. Mr. Williams seconded the motion. The motion was unanimously carried.

BOARD CHAIRMAN'S REPORT

Dr. Wright stated that THAP is not very well known in the community and his goal is to make the community aware that this facility serves as a place where they can have hope and improve their lives. He believes in the mission of THAP and he knows there is a lot of potential with the organization. He encouraged each of the board members to meet with Ms. Bradley one-on-one in the future to exchange ideas, lend their expertise and ad learn more about the organization.

Mr. Francois arrived at 9:41 a.m.

FY 2015-2016 BOARD MEETING SCHEDULE: Mrs. Robinson distributed a tentative calendar for monthly board meetings to be held on the first Tuesday of each month. He asked the board members to review the calendar and note any conflicts they may have.

Mrs. Johnson-Gilchrist stated that in the near future Tuesdays will not be a good day for the board.

Ms. Bradley recommended that the THAP fiscal staff determine the date the board meets as they need a certain amount of time to complete all fiscal reports so they will be available for the board when they meet.

Mrs. Johnson-Gilchrist moved to accept the modifications noted that future modifications will be made. Mr. Bethune seconded the motion and it was unanimously carried.

NEW MEMBERSHIP: Dr. Wright stated that there are currently no new members on the board or no potential new members. He asked the board to take a more active role in the board and organization, as well as on the committees. He stated that he would like to hold off on appointing new members for the current year until all THAP operations are more sound.

OFFICER ELECTIONS: Mr. Bethune moved that the current board officers serve in their current role for an additional year. Mr. Williams seconded the motion and it was unanimously carried.

Dr. Samuel L. Wright, Sr. – Board Chair/President
Mr. Joseph Bethune – Vice Chair
Mr. Lionel Shipman – Treasurer
Mr. Livorno Williams – Secretary

POSTPONEMENT OF ANNUAL GALA: Dr. Wright stated that he was adamant that THAP should continue to host an annual fundraising event. After speaking with Ms. Bradley he agreed to accept her position of not moving forward with the gala due to a lack of internal and external support in order to raise funds. Dr. Wright stated that this situation serves as a teachable moment in terms of seeking education on fund development. He would like the senior management staff to head this initiative and move away from only running programs and head initiatives that seek to bring more funds into the organization.

He asked the staff to draft a letter to all donors asking if they would like to receive their funds or donate them to organization; he also asked the staff to continue to notify all vendors, program participants and the general public of the postponement of the gala. He would also like the staff to place an ad in the Florida Sentinel as well as on the radio station WTMP to further inform the public of the postponement.

COMMITTEE/TASK FORCE APPOINTMENTS BY BOARD CHAIR

FINANCE & AUDIT COMMITTEE:

INVESTMENT COMMITTEE:

BYLAWS COMMITTEE: Dr. Wright appointed Attorney Harris as the chair of the Bylaws committee.

GOVERNANCE/NOMINATION COMMITTEE: Dr. Wright appointed Mr. Francois to Chair the governance and nomination committee.

RATIFICATION TO MOVE FUNDS FROM THE INVESTMENT ACCOUNT: Dr. Wright asked the board to refer to the Board Update 3 that was disseminated. He stated that the organization needs funding for payroll until January 31, 2016 as well as a capital expense budget to help move the incubator buildout project forward. The funds amount requested is \$578,100.000 and should take the organization well into the year, however that is not stating that there will not be an additional request for funds in the future. The reason for funds is a lack of income the organization generated this past year. He recommended that Ms. Bradley and the senior management staff seek ad write grants to further support the organization.

Mrs. Johnson-Gilchrist recommended that Ms. Bradley put together a report that outlines, in detail, the priorities of the organization, including a contingency plan and a plan for what the organization may have to forego if the proposed planned does not come to fruition. Ms. Bradley agreed that she will put together a 5 year plan that outlines the priorities although a few of those things will be mentioned later during this meeting.

Attorney Harris moved to ratify the decision to move \$578,100.00 to be moved into the operations budget from the investment account. Mr. Williams seconded the motion and it was unanimously carried.

CHIEF EXECUTIVE OFFICER EVALUATION: Dr. Wight asked Ms. Bradley to do a self-evaluation and distribute it to the board. Dr. Wright stated that her self-evaluation is included in each member's board packet and he would like the board to review it and email their individual feedback to him so he can discuss it with Ms. Bradley in the near future.

RECESS

CHIEF EXECUTIVE OFFICER'S FY 2015-2016 REPORT

THAP, INC.: Ms. Bradley stated that managing the audit more effectively in order to produce a more positive result, which will help increase funding. 2nd focus I to stabilize fiscal management of THAP and its shared services model. 3rd is executive management and board training that focuses on funds development. 4th is to begin development of the co-working space without asking THAP to fund it, as the plan will be to approach the state of Florida to help develop the project. Fundraising (“Red Door Campaign”) is to raise \$100,000 to raise funds for the organization, which includes the board, community vendors, senior management staff and internal staff. 5th goal is to develop partnerships within the community. 6th goal is to continue the business incubator build outs.

SYNERGY HEALTH CENTERS, INC.: Ms. Bradley stated that Synergy is in the middle of an internal and external makeover in an effort to make the space more appealing. In 2016, the plan for the Synergy Health Centers Clinic is to expand as the MAI program currently occupies the building. SHC will transition from primary care model to a prevention care model. For primary care services, SHC will partner with local well known primary care clinics.

COASTAL BAY PROPERTIES, INC.: Mr. Blue stated that the primary focus at this point is to manage weatherization more effectively in an effort to come off of probation. The second focus is to develop a fee for service weatherization look-alike program to increase revenue for the company. Lastly, Coastal Bay Properties will better manage and build a more sound residential property operation.

TREASURER’S REPORT:

FISAL MANAGEMENT STABILIZATION: Mr. Young stated that in the near future there will be additional individuals brought on board via his firm in order to further support and help stabilize the finance department.

OPERATING BUDGET: Mr. Young referred to a PowerPoint presentation that outlined the Profit and Loss statements from 2013 to current. He stated that as a nonprofit organization the goal is not to see a major income streams because the primary goal is to carry out the mission. The budget should reflect on a yearly basis a break even analysis because if the organization began to make too much profits, the IRS will remove the organization’s nonprofit status. He also outlined the budget, profit and loss for each company.

Dr. Wright asked Mr. Young to email a copy of all of the Profit and Loss Statement and Budget to each board member after the meeting.

Mr. Williams moved to approve the FY 2015-2016 as presented. Ms. Kitchen seconded the motion and it was unanimously carried.

CASHFLOW PROJECTION AND CAPEX: Mr. Young asked the board members to refer to the budget included in each member’s board packet. Mr. Blue stated that the 1st sheet

outlines each incubator unit, its cost to build out, and whether or not it will generate immediate income for the company. It also includes a portion of the parking lot renovation, sewage and waste, and other structural improvements.

Mr. Blue briefly explained the sewage and waste situation at the facility. The organization is currently spending \$1,000 per month (approximately \$24,000.00 per year) to empty the current tank. The cost of connecting to the city is 285,000, however if the organization purchases a larger septic tank temporarily it would cost \$30,000.00. It is the recommendation of Mr. Blue and the senior management staff to purchase a larger septic tank to accommodate the increased capacity of the facility.

GRANT GOALS:

AHF Grant: \$10,000 (SHC)

Children's Board Capacity Building: \$100,000 (SHC)

Children's Board Unity Grant: \$200,000 (THAP FOR AFTER SCHOOL GRANT)

Dr. Wright stated that Ms. Kane should research grant opportunities for United Way, the Vinik Project and recommends that Ms. Bradley connect with individuals from the city, county and state. Dr. Wright asked that Ms. Bradley provide the board with a report on the possibility of receiving funding.

Per Mr. Bethune's recommendation, Ms. Bradley stated that the staff would be providing a report on how the organization can begin generating revenue on the Coworking space as is.

ORGANIZATIONAL LAYOFFS: Dr. Wright stated that due to budgetary constraints, as of January 31, 2016 there may be layoffs of a few positions. Those individuals will be receiving letters in the next few days alerting them of this possibility.

He explained to the board that there are quite a few positions are not supported by grants and THAP is having to fully support their salaries. He asked the board to consider the option of if they would like to pull more money from the investment account to support these salaries until the end of the fiscal year or if they would like to move forward with the layoffs. He asked Mr. Young to provide a report of how much it would cost the organization to carry these individuals until the end of the year and the pros and cons of the workload for the staff, so the board can make a sound decision.

UNFINISHED BUSINESS: *No unfinished business.*

NEW BUSINESS: *No new business.*

ADJOURNMENT OF MEETING: Dr. Wright adjourned the meeting at 1:03 p.m.

LaKendria Robinson, Serving as Recording Secretary



EST. MCMLXXXVII