THE CHILDREN'S TRUST
HUMAN RESOURCES COMMITTEE MEETING

The Children's Trust Human Resources Committee Meeting was held on Tuesday, December 19, 2017, commencing at 3:06 p.m., at 3150 S.W. 3rd Avenue, Conference Room A, Miami, Florida 33129. The meeting was called to order by Mark Trowbridge, Chair.

Mark Trowbridge, Chair, Coalition of the Local Chamber of Commerce
Alvin L. Gainey, Vice Chair, PTA/PTSA
Laurie W. Nuell, ex-officio, Member At-Large
Gilda Ferradaz, Florida Dept. of Children & Families
Claudia Grillo, Board of the United Way of Miami-Dade County

STAFF:
James R. Haj, President/Chief Executive Officer
Imran Ali, COO
Joanna Revelo, PHR, Human Resources Manager
Muriel Jeanty, Clerk of the Board
MR. TROWBRIDGE: I call this meeting to order. This is the Human Resources Committee Meeting, Tuesday, December 19, 2017. Welcome, everybody. Thank you for making time in this holiday season to come together and address a couple of topics that fall under the auspices of the HR Committee. And we are newly reconstituted. So thank you, Madam Chair, for not only joining us, but for giving each of us an opportunity to continue our work in service to the Trust.

We have a couple of tasks ahead of us today, but also certainly would like input from you on a number of items and what else we could be talking about as an HR Committee not only today, but going forward.

Muriel advises me that we have a quorum and that we have no public comment. So if you—all will be fine with that, we'll move right into our discussion items, of which we have two today. Probably the most significant one will be the second item, but I do want to draw everybody's attention to the first, which is looking at the bylaws.
And so you have a copy in front of you. Specifically, if you could, look at page 3, as it's known here, 3 of 11. And under item number 3, which is highlighted, talking about the Human Resources Committee. And just what thought I'd share with you is that, you know, what sort of our constitution is in terms of the membership.

But when it comes to sort of what our tasks are, I think it's something that we may want to address either as things that we have done, haven't done, should be doing, should be passed off maybe to another group within the Board, or are there things that aren't listed there that we should potentially be tasked with.

So one is working, obviously, on wage and benefits. Another one is related to insurance and benefit programs. Our affirmative action plan, which is developed by the staff, and then the last is the evaluation and performance evaluation of the CEO of the Trust.

So those are the four items that are specifically noted in that section. And so I think most of us who have been involved, including in the past when Jim was first brought on board, participated in not only helping develop an
instrument for evaluation, but worked with him in that process.

And so I know it may seem hard to believe, but Jim is nearing the end of two years with us and, with his agreement, it moves very quickly. And so we'll talk about that as the second item.

The other thing I was going to mention is that on the insurance side, I'm assuming that -- and some of you are nonprofit folks yourself -- a lot of that is handled at staff level and maybe, you know, that might need to be a recommendation.

But maybe, Imran or Joanna, maybe you guys can walk us through typically how that process works -- I know we're in that process now -- and how we can either be helpful or, you know, defer that to staff, unless there's something unusual that happens.

MS. REVELO: So our insurance plan year begins May 1st and it goes through April 30th.

MR. TROWBRIDGE: Okay.

MS. REVELO: And so, then, by law the insurance carriers, our broker provides us 45 days prior to May 1st what the renewal rates will be.

MR. TROWBRIDGE: Okay.

MS. REVELO: And so it's a little bit early right now, December, January, to look at that,
but they will provide us a report. It has the loss ratio. And then as they begin to shop the renewal rates with the different carriers -- and as we all know, the insurance industry, a lot is going on with that. We experienced some of that last year.

They will look at that. They'll go out to all of the carriers, including the one that we currently have. They'll look at our loss ratio, our demographics, the claims, loss on that. And then they'll come forward and they'll present that to us so that we have that information.

I then sit down with both Jim and Imran. We review those plans that they have. We try to make an assessment as to what would be the best plan for the staff that we have, keeping it with the structure and the history that we've had it all these years, since the inception of the Trust.

That process takes probably a good month or so for us to really, you know, agree with whatever it is. In that process, we do go back and forth a little bit. They're trying to get to, you know, as close of a picture in that point in time as possible.

Once we've made that decision, which is usually done in early to mid April, then if there are no changes or if they're very small changes to the
plan and the carrier, they would go through our open enrollment with the staff and like many other places, we are moving towards self-sufficiency in doing the open enrollment. We still have the broker and our third party come on-site and provide whatever technical assistance is needed for the staff that needs the help.

And then that's pretty much it. Then we're going to go for the new plan year, which, as I said, is May 1st.

MR. TROWBRIDGE: So that's May 1st even though our fiscal year is October 1?

MS. REVELO: Correct.

MR. TROWBRIDGE: So you're doing that sort of midway through. And so do you make a projection in the budget what you think that number is going look like and then try to work within that framework or -- because it's hard to know. There's so much volatility in the insurance market. It could be single digits all the way to double digits and then giving you --

MS. REVELO: Right.

MR. HAJ: We do run the projections. And what we also do, too, is that we've been doing a big push on prevention and wellness and try to bring that
down. And we also look at the claims and what our
claims and where the money is going. You have to
follow -- all the laws. But we can see the breakdown
of the usage. So we've had a big push this year.
We've been very fortunate because we have
a big push for wellness. Also we've downsized the
staff a lot. So that --

MR. TROWBRIDGE: Yeah, I was going to say we're down now --

MR. HAJ: -- so that does --

MR. TROWBRIDGE: -- under 75 or so --

MR. HAJ: Yeah.

MR. TROWBRIDGE: -- people. So that
changes the pool --

MR. HAJ: That changes.

MR. TROWBRIDGE: -- and the cost.

MR. HAJ: So we've been able to really
hold costs steady. Not just -- even with loss but as
a per person --

MR. TROWBRIDGE: Right.

MR. HAJ: -- and --

MR. TROWBRIDGE: Okay. And you're using
the AlphaStaff folks to help you go out to the market
and work on your behalf.

MS. REVELO: Yes. And the relationship
that we've developed over the years, they're also able to leverage their -- what do I want to say? -- their -- they're able to leverage their pull, their power --

MR. TROWBRIDGE: Yeah, they have buying power.

MS. REVELO: Exactly.

MR. TROWBRIDGE: Okay. Okay. That's good. That's good. So you're just in the early days of that process, right?

MS. REVELO: We're in the early days of the process, a little bit early. I usually let her know in the new year that we're ready to start looking at that.

MR. TROWBRIDGE: Right.

MS. REVELO: And if there's any change -- right? -- because we've also talked about, you know, the pricing structure -- right? -- whether or not we continue with the same plan that we have, the way that it's built out, 90 percent cover employees, 90 percent cover the dependents, whether or not we want to go into a high deductible plan, keep the deductions where are they are.

So we look at all of that. And if there's no real changes, then they go out to the
market and then they come back with the recommendations.

MR. TROWBRIDGE: Okay. Questions from the committee?

MS. FERRADAZ: So you have one who would come up with one plan. It's not like staff have it -- able to pick different options or --

MS. REVELO: We actually -- right now we actually do have two plans.

MS. FERRADAZ: Two?

MS. REVELO: We have found over the years that we're able to really come to staff with one good plan. But the last two, maybe three years we have had two plans. One is much more expensive. So there's more cost involved to the employee to buy into that plan.

And that was done right when, just because of costs, we had to go to -- for the first time -- I think it was two years ago. For the first time we had to introduce a deductible to our plan.

But usually it's -- it's, you know, one or two plans. We -- look to see if all the other plans -- how they compare against each other. And so --

MR. HAJ: And some of that is -- there's
only less than a handful on the second plan. Now, a
lot of that, too, we talked -- it's an education
piece. Sometimes people think a Cadillac you pay
more, you get more. And sometimes that's not the
case. So it's more of educating our employees to be
better consumers too. But right now we're at four or
five people on the other plan?

MR. ALI: I think we're at five.

MR. HAJ: Five.


MR. TROWBRIDGE: Great question. Alvin,
any thoughts or --

Claudia, how do you guys do things at the
United Way? Is it more staff driven or -- versus
pool --

MS. GRILLO: It's totally staff driven
until they have the options, and then they bring that
forward with their recommendation to our finance and
administration committee. If it became more
complicated, they would do a -- I think we provide
three choices. Always three. Not -- I was thinking
it might be four, but it's three. And so -- and I
think more than one choice is good.

MS. REVELO: Yeah. Health care and the
options provided in health care and then the
different structures, it can be, you know, really
very confusing.

MS. GRILLO: Yeah. I think we do the
HMO, the PPO, and then the health savings --

MR. TROWBRIDGE: Oh, yeah, an HSA
account.

MS. GRILLO: Uh-huh. I think that's what
we do. But I'm sure what you're doing is --

MR. TROWBRIDGE: Yeah. I guess my
thought is that, well, we're here obviously to be a
resource. You know, most of it's happening, I think,
at the staff level. Maybe, you know, our involvement
and our, you know, thought process is that if you get
into the weeds with something or it's hit or coming
back and it's a 20 percent increase or something like
that -- you know, in the Chamber we're much smaller,
but we do the same process through a broker and
basically we kind of capture it in the budgeting
process.

Our open enrollment is also not
concurrent with our fiscal year. So we do
projections and it starts, you know, five months in.
But, you know, we use a placeholder number, if you
will, and then it ends up sometimes being a cushion
for us because maybe the increase comes back a little
bit better.

So maybe that's something for us to look at, big picture, is that it isn't necessarily bylaw driven but that we're here as a literal human resource to you folks who are working in a number of entities. Madam Chair, please.

MS. NUELL: Well, so one of my concerns is with what's written in the bylaws and -- which we -- at some point in the new year I'm going to have the bylaw committee review the bylaws.

So in the bylaws it says that we are -- this committee is charged with the review -- to review the proposals of companies offering employee insurance and benefits programs. So that is something that we don't do. So --

MR. TROWBRIDGE: We haven't -- yeah.

MS. NUELL: -- I think that we -- you know, I would like some, I think, discussion and recommendation from this committee as to -- is that something that we should be doing? Is it something to not do, like, to -- that we could, you know, recommend to the bylaws committee when the time comes?

But, otherwise, we either -- I believe that we either should do the things that are in the
bylaws or change that as opposed to just ignore them.
And I don't think we did it on purpose or anything
and so -- and that's the case in a few of these with
human resources, which I -- why I think human
resources is really an important committee.

So, anyway, that's from my perspective,
what I'm concerned about.

MR. TROWBRIDGE: Sure, yeah. I didn't
sense any concern from the group that if that was
handled at a staff level, unless we got to a
particular issue and maybe there's another committee
that that then gets shared with versus having it so
structured in the bylaws.

I mean, again, being a resource, I think
is probably the overarching goal of what we're doing.
But staff is very much driving this process.

MS. FERRADAZ: Does staff normally bring
the recommendation after you do all your analysis and
review the different options and all that? Do you
bring that recommendation to any committee or no?

MS. REVELO: No. But I think, Jim, you
shared with Laurie at least the big picture of what
we're looking at.

MR. HAJ: Yeah. I think -- well, I'm not
sure of the history. I think especially initially
when the Trust started, that it was a heavy lift. Now it's not really that heavy of a lift. I mean, AlphaStaff comes, packages it, it's pretty, you know -- it goes out to kind of a competitive bid. We get back six kind of quotes, dollar figures. We usually go -- you know, unless something is different, you go with the lowest bidder. Not always, but for the most -- in most cases we do.

MR. TROWBRIDGE: And do you-all remember what the increase was last year for you?

MR. HAJ: It was minimal. It was -- initially when we started, it was three, four, five. We all -- we kind of pushed back instead. They then came back and I think it was at one percent. And they average -- I think average health care nowadays is -- for years it was at twelve percent, eight to twelve percent. So we were happy with one percent.

MR. TROWBRIDGE: Yeah.

MS. GRILLO: What's your timing to do the bylaw process?

MS. NUELL: I don't have it yet. But we were -- we had decided to wait until after -- you know, into the new year. So probably in January, sometime in January, but I don't have it set yet.

MS. GRILLO: Right. So if it's -- if
it's done before the --

MR. TROWBRIDGE: May --

MS. GRILLO: -- decision is made, then --

MS. NUHELL: Oh, yeah.

MS. GRILLO: -- we probably need to come
together and look at those and hear your
recommendation and then I'm sure we'll approve your
recommendation but --

MS. NUHELL: Uh-huh.

MS. GRILLO: -- and then you can check it
off that we followed it. But I think a -- the
council kind of changed there would be appropriate.

Because --

MR. TROWBRIDGE: Yeah. Instead of so
strong of a review --

MS. GRILLO: -- I think we need
to micromanage that --

MR. TROWBRIDGE: Yeah. And it sounds
like you guys have a good handle that you've not only
worked your -- your third party, but that they've
come back -- I mean, to get a minimal increase like
that in a volatile market is phenomenal.

MR. ALI: Well, as you mentioned -- I
mean, I was on the Board when it was started. And a
lot of these were written in a way to make sure that
everything that was being created was being vetted by
different committees, you know, because it's --
especially if it -- with insurance and the whole wage
and benefit package, you know, that came several
times, you know, to the Board for final approval. So
a lot of --

MR. TROWBRIDGE: Yeah. When is the last
time that we did a good, strong bylaws review and
kind of --

MS. NUELL: Well, this says the bylaws
were amended and approved 4/7/2014, but I don't think
that --

MR. TROWBRIDGE: Probably that --

MS. NUELL: -- that was just that really
one --

MR. TROWBRIDGE: -- the section, though.

MR. ALI: Probably just the option --

MS. NUELL: -- that was just -- right --

the one area --

MR. TROWBRIDGE: Yeah. So this probably
hasn't been looked at since --

MS. NUELL: I don't think the bylaws have
really been looked at. So that's why I said I think
it's time to --

MR. TROWBRIDGE: Okay.
MS. NUELL: -- look at them --

MR. TROWBRIDGE: But it sounds like we have support for that and everybody is comfortable with what staff doing and knowing that -- to Gilda's, you know, point that if there is a reason, that at least there's someplace to come to.

But I think, you know, we could maybe even look at the language of that and provide that to the bylaws committee as something more that provided support for versus direct review. And, hopefully, that the brokers are equally amenable to the low increases again.

And how many -- how many employees are using the insurance? Because I'm sure not everybody is because some are probably through spouses or partners.

MR. HAJ: Very few.

MS. REVELO: Of the -- I would say of the 70 that are on the plan, there's -- I know two -- no -- there's four that are not on the plan.

MR. TROWBRIDGE: All right. So you're offering a great plan that people feel is accessible and affordable. And the employers do make a contribution?

MS. REVELO: Yes.
MR. HAJ: Yes. And I think it's a great plan. What we have been doing the last year and a half, we've been giving employees a compensation statement so that they see salary. But there's also back end benefit so that they realize that, you know, the Trust is investing in health care and other areas. And we also utilize the same benefit to attract new employees. Because sometimes the salary doesn't attract them, but the back end --

MR. TROWBRIDGE: Trust me. The benefit packages in nonprofits sometimes are the decision-maker.

MR. HAJ: So we've been -- we actually have one that accepted a job last week because of the compensation. Salary, at first, was no. Then we showed them an old compensation statement, and they changed -- so we want our employees to know that we take care of our employees, but it's unseen. So we put it in front of them that it is a benefit.

MR. TROWBRIDGE: Yeah.

MR. HAJ: It's a huge benefit for them.

MR. TROWBRIDGE: Again, we're just in an environment, at least when it comes to the insurance, it's constant conversation at, you know, every level, you know, in government and that people are paying
even a modest amount of attention if they know that
the fact that if they didn't have folks like
yourselves thinking about it every day, it would be a
lot more difficult.

And, you know, with great praise of the
Trust and from the earliest days, this was part of
the goals in providing those benefits because when
you look at that as kind of item A, those early days
of putting together those policies and HR benefits,
wage and benefits package, they don't just start with
Jim. They're all the way through the organization.

MR. GAINLEY: Just a question. Obviously,
I know the bylaws exist. Is there a set of standing
rules that exist for the Board?

MR. TROWBRIDGE: Like Board policies?

MR. GAINLEY: Right.

MR. TROWBRIDGE: The Board expectations,
maybe use that one.

MR. GAINLEY: Okay. Just --

MS. NUELL: But I don't -- I don't think
so.

MR. TROWBRIDGE: I think -- I think the
thing that -- because it's a County Board, I know we
all have to file --

MS. NUELL: But we're not really a County
MR. TROWBRIDGE: Right. But we still have to file disclosures. So that's one layer. And then, you know, like most organizations, I'm assuming there's a sort of code of conduct and --

MR. GAINEY: Well, the reason that I ask is, with regards to this one particular item, if we move it -- if we move it from bylaws into a set of standing rules at the same level of operation, where -- oh, well, if we have to, we can go there. But it doesn't require you to, which is what's required, you know, by your bylaws. Standing -- you know --

MR. TROWBRIDGE: Gives you more flexibility.

MR. GAINEY: Right. The standing rules can always be suspended. You know, you can always say, well, we don't -- you know, we don't necessarily need to, so no need to.

However, when it's in your bylaws, it's binding and you are required to. I'm not saying that somebody needs to run around and start formulating this -- you know, binders that -- worth of our standing rules. But just something to --

MR. TROWBRIDGE: Yeah. It's sort of
analogous to like an employee handbook --

MR. GAINEY: Right. Because --

MR. TROWBRIDGE: -- the things that are

in there.

MR. GAINEY: Another thing we consider.

It would be -- yeah, you come before this committee

of very, very minimal size when really that's

probably a decision that should probably be made in

consultation with finance and operations. Now, if

you were talking, you know, money and so forth so --

maybe we can draft some -- instead of removing it,

draft some language that can --

MR. TROWBRIDGE: Make it more user --

MR. GAINEY: -- gives you a little more

flexibility --

MR. TROWBRIDGE: -- friendly --

MR. GAINEY: Right.

MR. TROWBRIDGE: Yeah. And I think once

the bylaws potentially get reviewed, not just in our

section, but I'm assuming you're looking at it in

totality, that will have to come before the entire

Board in the end, then.

MR. GAINEY: Right.

MR. TROWBRIDGE: So I think that's a good

point.
But I -- I think -- I haven't thought of it that much before, but I think it makes sense to have each committee probably, but this one make those recommendations to --

MR. GAINEY: It's actually --

MR. TROWBRIDGE: To the bylaws --

MS. NUELL: -- to the bylaws --

MR. GAINEY: It's actually the committee's responsibility to make suggestions.

MS. NUELL: Right.

MR. TROWBRIDGE: Yeah.

MR. GAINEY: And in this case if you removed that, then you kind of marginalize this one committee. You come together for one purpose --

MR. TROWBRIDGE: Right.

MR. GAINEY: -- every year, so --

MR. TROWBRIDGE: So I think instead of removing it would be maybe leave --

MR. GAINEY: Strengthen --

MR. TROWBRIDGE: -- it more flexible and make it more modern, if you will. And I should have said that -- I don't think anybody had any issues with item A, that falls sort of under that. That's sort of the big-picture umbrella. Anything -- have we -- have we had any changes to our affirmative
action plan?

MS. REVELO: Well, I was just going to say: We don't need to do an affirmative action plan because we're not at a hundred employees --

MR. TROWBRIDGE: A threshold.

MS. REVELO: -- right -- at a threshold. So to your point, I think -- or to Imran's point, when the Trust was initially created, I think they were just looking -- projecting out --

MR. TROWBRIDGE: Just in case.

MS. REVELO: -- that -- right. But we -- you know, we're not at that threshold.

MR. TROWBRIDGE: Okay.

MR. HAJ: And even without a threshold, it's on the forefront that we have an exceptionally diverse --

MR. TROWBRIDGE: Yeah, but it could also just be, you know, if applicable kind of thing.

MR. GAINEY: Yeah. That's exactly what it is --

MR. TROWBRIDGE: It's what you would add.

MR. GAINEY: If applicable.

MR. TROWBRIDGE: So we don't -- we fall under the federal threshold in that regard. But, yeah, I mean, I think you already have a robust plan
that maybe doesn't fall under that aegis and requires filing, but it is a commitment too. Okay.

MS. GRILLO: To me on that item, whether it's required by law, it should be required by values. And I think it should be part of the bylaws. And I think today we may be very diverse and very open minded, but we don't know what's going to happen tomorrow and having policy raises an organization, to me, is critical and I would certainly recommend that we establish one and that we be extraordinarily open.

And then just on that item, I did want to raise just sort of where are we with workplace harassment policies, reporting, what's the chain, how does that get rectified. I think it is all too appropriate in today's environment that we make sure that people are trained, that we know what's going on, and that we are really, you know, open and clear.

MR. TROWBRIDGE: Can I add that to an open discussion and we'll --

MS. GRILLO: Sure.

MR. TROWBRIDGE: -- come back to that?

MS. GRILLO: I didn't know where it belonged --

MR. TROWBRIDGE: That's fine.

MS. GRILLO: -- there but that's, you
know --

MR. TROWBRIDGE: That's a great question.

If we can come to that. We'll wrap up this discussion and then that's completely relevant and appropriate for this moment.

Go ahead.

MS. NUZELL: Oh. I would go back to A. I don't know if we finished --

MR. TROWBRIDGE: I think so. Go ahead, please.

MS. NUZELL: So I think it would be appropriate because -- same thing, I'm a very literal person -- so, you know, to advise and consult seven development and implementation, which I'm assuming is done, of the human resources policies and wage and benefit package and recommend the same to the Board.

But I'm not sure that we probably never even reviewed any policies. And probably those kind of things, that's where you would find out where maybe, you know, certain policies should be there or not. So -- and I don't know often they're -- they are, you know, rewritten and/or amended, that sort of thing. So I just also --

MR. TROWBRIDGE: Yeah. I think we'll --

MS. NUZELL: -- want to look --
MR. TROWBRIDGE: -- leave that up for discussion, as well. I mean, I think let people kind of marinade on, you know, these items and, you know, make it as relevant as we can to the discussions of today and give the committee its charge.

MS. NUELL: Yeah.

MR. TROWBRIDGE: Because that's ultimately what's happening here, so -- is everyone comfortable with that?

(NO VERBAL RESPONSE.)

MR. TROWBRIDGE: All right. And --

MS. NUELL: And advise and consultant staff might be --

MR. TROWBRIDGE: It might just be --

MS. NUELL: It might be -- I may be a little too --

MR. TROWBRIDGE: Advise or --

MS. NUELL: -- strong and invasive as opposed to review or -- or advise or something like that, so -- but, anyway, I just want to -- I wanted this, you know, to put --

MR. TROWBRIDGE: And reflect what we're doing --

MS. NUELL: -- address it. Uh-huh.

MR. TROWBRIDGE: -- and visa-versa.
Okay. And then item D really kind of rolls us into our second bullet there under discussion items. And that is the review of the timeline for the review for Jim. And as I mentioned, he is rapidly approaching his second anniversary with us. Time flies.

And then Muriel went around to give everybody a copy of the instrument. I believe this is what was developed a little more than a year ago with the HR committee that was seated at that time. But I think it's certainly important for you-all to look at that --

MS. NUELL: It was HR --

MR. TROWBRIDGE: Jim, I think you did sort of a self-evaluation first and then went through that. And ultimately I think your final sit-down was with Laurie; is that correct?

MR. HAJ: Yes.

MR. TROWBRIDGE: And that seems to be kind of the standard protocol here. I know that your agreement is going to roll into extension years very quickly here. Somehow we only tied you up for two years.

MR. HAJ: Yeah.

MR. TROWBRIDGE: But I know it has extensions a year at a time. And I think that the
County attorney has already opined that that process would continue as -- as it was, you know, created as you have already done, sat down, negotiated, et cetera. So are you comfortable with that and --

MS. NUELL: I haven't decided.

MR. TROWBRIDGE: Okay. So --

MS. NUELL: I set that for January. So even though Imran is -- I'm going to think about that in January. So, you know, I haven't quite -- we know that that's -- I didn't actually even remember that that was in our -- in the contract and so I was already thinking of the -- you know, obviously of, you know, a new contract. But I haven't -- I haven't decided what -- I obviously want what's best for The Children's Trust. So I'm going to --

MR. TROWBRIDGE: Okay.

MS. NUELL: -- work on that and --

MR. TROWBRIDGE: So that may be something to report back to us on for the HR Committee because, as you see, in D we're invested in part of that process. I think we -- actually is one of the areas that we carry through because we helped develop the instrument. But I also think that the committee gave you a lot of, you know, support in that process but also latitude to do --
MS. NUELL: Yeah.

MR. TROWBRIDGE: -- what you needed to do and to continue those conversations, so -- have folks seen this instrument before? I think we passed it out at a Board meeting.

And I think, Claudia, you were on that committee, as well --

MS. GRILLO: Uh-huh.

MR. TROWBRIDGE: -- the last time when, I think, Marissa was the chair. So -- and you helped us a lot, as well. I want to say thank you because you found some, you know, sort of best practices that were out there and took a lot of input from folks.

Jim, was it easy for you to sort of utilize and --

MR. HAJ: You know what?

MR. TROWBRIDGE: -- you know, sort of evaluating your performance and goals and felt that it was appropriate?

MR. HAJ: Yeah.

MR. TROWBRIDGE: Okay.

MR. HAJ: And I think moving forward -- I think last year the committee, I know -- spent some time developing it. But I think --

MR. TROWBRIDGE: Yeah.
MR. HAJ: -- I think I'm -- on my side, I think it worked very well.

MR. TROWBRIDGE: Okay. Alvin, any thoughts there or Gilda?

MS. FERRADAZ: No, no --

MR. TROWBRIDGE: So I think we'll let things --

MS. FERRADAZ: -- the last year we made --

MR. TROWBRIDGE: Yeah. I think we'll let things go forward as they have. I think it's interesting, you know, once you make a decision on how you want to bring the group together just to let us know.

I think a lot of us, including myself, you get a base agreement and then there's usually extensions related to that. But sometimes the CEO wants to look at that in its entirety and say, This benefit doesn't work for me or would you consider that.

So that will be something that you'll keep us advised of, as well. Other thoughts? Always very --

MS. FERRADAZ: I think one thing that came out of last year -- because this was a new
tool --

MR. TROWBRIDGE: It was.

MS. FERRADAZ: -- and spent part of the time, you know, putting this together --

MR. TROWBRIDGE: We had at least two meetings and then some interaction --

MS. FERRADAZ: Yeah.

MR. TROWBRIDGE: -- with staff in the intervening time.

MS. FERRADAZ: But I do remember that -- and I was hoping that Frank was -- he was going to try and make it today but he -- we didn't notify until really short notice --

MS. JEANTY: He was -- he was going to come.

MS. FERRADAZ: Because he just came back on the Board so --

MS. JEANTY: Yeah.

MS. FERRADAZ: Anyway --

MR. TROWBRIDGE: Welcome back and you've been assigned to a committee --

MS. FERRADAZ: Yeah. Good-bye and now you're back. But, anyway, I remember he recommended that the committee should come forward with the setting the goals before the tool is done. So
obviously you're being evaluated on your, you know, past performance but -- so that was his recommendation --

MR. TROWBRIDGE: Meaning the goals for the upcoming year?

MS. FERRADAZ: Yes.

MR. TROWBRIDGE: Okay.

MS. FERRADAZ: Because we did it --

MR. TROWBRIDGE: That makes sense.

MS. FERRADAZ: We did the whole evaluation, then I think came together to talk about goals. So that would be something that could --

MR. TROWBRIDGE: And, Jim, you make input on the goals as well as part of the self-evaluation?

Okay. Good. All right. So I think we're all comfortable sort of where we are. We just know that April will be here before we know it and your second anniversary.

So we'll look forward to hearing back from you, Madam Chair, sort of your thought process on that.

And, again, if you see something, you know, take an extra moment to look through there and see if there's a tweak or not. I think that the -- you know, the best evaluation tool is one that's
dynamic, and to Claudia's point, which we'll slide
over to now, is that we have to obviously be in a
period of being nimble and being aware and looking at
what's happening in workplaces, not only at the Trust
but across the board, nonprofits and for profits.

So you want to chat a little bit about
that or do you want to hear maybe from staff about
kind of things that we're doing --

MS. GRILLO: Sure, sure, sure. What does
our policy manual say and --

MR. TROWBRIDGE: Is it related to
workplace harassment, sexual harassment.

MS. REVELO: Well, it's -- one, we have
the no tolerance, zero tolerance for any kind of
harassment, drug free workplace, as well. And then
the procedure is that the employee can go to any
member of the executive team and of course to HR.

I always tell new hires when they're
coming on, because it's the first time that they're
hearing about, the first time they're coming in, is
if they feel that it's anybody on the executive --
the other thing is that we have no retaliation.
Right? So you can come forward and state what the
incident is, the claim is. I will conduct an
investigation.
I always let the employees -- most notably the new hires know that if worst-case scenario it actually happens to be HR that is engaged in this kind of behavior or conduct and they feel that it's going to -- you know, that it's progressed to the executive team, we do have our third-party vendor, AlphaStaff, that can come in and conduct that investigation. So it removes anybody from The Children's Trust to come in and do that independent investigation. Otherwise, I'm the one that does the investigation.

We have an open-door policy in which an employee can go to any member of the management team and then we will investigate as quickly as possible, as thoroughly as possible to make sure, you know, what the facts are.

It's noted in our employee handbook. We have periodic supervisor management trainings to go over exactly this so that managers and supervisors are reminded of what our policy says, what our practice -- what our protocol is. Yeah, we just -- we do them periodically. And --

MS. GRILLO: And does staff sign, when they join, an acknowledgement of the policy?

MS. REvelo: Yes.
MS. GRILLO: And then do you -- we get it annually. We have to re-sign annually. So we do something at an all-staff meeting, reminding everybody of various policies along this line. And then it's an electronic signature, but you have to re-sign, I hear it, I know it, I'm going to follow it, or I know how to report it or whatever.

MS. REVELO: Yeah. New hires, they go through our electronic on-boarding process, which does have electronic signature. When we have updates or trainings at the all-staff or in the training room, I have them sign hard copies and then that goes into their file.

MS. GRILLO: Thank you.

MR. TROWBRIDGE: Excellent. Other topics for discussion? That one is probably very relevant --

MS. NUELL: I won't ask if we've ever had any of this. But I'm just thinking forward, if we have or -- you know, in the future, is that something that I guess it depends at what -- you know, at that point that the Board would be aware of -- I mean, generally those things aren't but, you know, obviously staff --

MS. GRILLO: I think it's a management
issue and --

MS. NUELL: -- problems -- right.

MS. GRILLO: -- and if the Trust is getting sued --

MS. NUELL: But if it became a legal issue --

MS. GRILLO: -- the Board should know and --

MS. NUELL: Right. If it's a legal issue --

MS. GRILLO: -- otherwise -- yeah.

MS. NUELL: And that's where I'm going. That, you know, if it became a public, you know, if tomorrow in the Miami Herald, you know, there's an article about --

MR. GAINEY: Muriel.

MS. NUELL: Yeah.

(Laughter.)

MS. NUELL: I want you to pick on Imran -- but, you know, like, I'm --

MR. TROWBRIDGE: But, that's a -- that's a good point because we're in a different way that it's being perceived and managed now that these issues have happened in companies, unfortunately, for a long time and maybe it's handled just as you're
describing, it's a no-tolerance policy,

investigation, it may end in termination. And, you

know, you moved on. Now it's a little bit different,

I think.

MS. NUELL: I'm sure all those companies

have those things too. But I'm just -- I guess if it

was becoming -- if it was a legal issue --

MR. TROWBRIDGE: Legal issue, PR kind of

issue.

MS. GRILLO: Yeah, and I think --

obviously if something is going to be in the public,

then, I mean, it's just common sense that type --

again -- policy --

MS. NUELL: Yeah, right.

MS. GRILLO: -- that would be clearly,

you know, communicated so that we have our talking

points and -- with you, right?

MR. HAJ: Then that would be --

MS. GRILLO: Yeah.

MR. TROWBRIDGE: Okay. Other thoughts?

Other things that you're dealing with even in your

own work environments that might be relevant to what

this committee might want to talk about?

(NO VERBAL RESPONSE.)

MR. TROWBRIDGE: Okay. Well, I see you
do wonderful recognition programs. It was all over Facebook that you had an event. That's within the last week or so. Like, an employee of the year. So that's really great.

So let's talk about something positive like wonderful recognition and, you know, incentives for employees. So thank you for doing that. I think that's incredibly important.

MS. FERRADAZ: I just had one question. When you -- and maybe I just missed it. But I mentioned to Imran the other day that I didn't -- maybe I missed the announcement or whatever. I didn't realize Imran was appointed chief of staff or Vivianne's appointment. And how -- how was that -- I hadn't heard. I heard it at another meeting when somebody was congratulating Vivianne and then, you know, I didn't -- I hadn't heard. So I don't know if I missed it -- you know, a meeting or --

MR. HAJ: Well, we announced it last Board meeting.

MR. TROWBRIDGE: Yes.

MR. HAJ: Was it last Board?

MR. TROWBRIDGE: It was.

MR. HAJ: Well, we announced it last --
MR. TROWBRIDGE: Not the one that just happened, the one before.

MS. FERRADAZ: Oh, the October, that I wasn't --

MR. TROWBRIDGE: I think it was in November.

MS. FERRADAZ: The October I wasn't -- I wasn't at the --

MR. TROWBRIDGE: It was right at the very beginning, I remember. Because you made a joke about how they moved one seat over.

MS. FERRADAZ: Oh, okay. Okay. So that was that I --

MR. TROWBRIDGE: Imran, next thing you know, is going to be out in the hallway.

MS. FERRADAZ: Okay. Because I didn't see anything in an e-mail or anything. It was nothing --

MR. HAJ: No. We announced to the Board.

MS. FERRADAZ: Well, congratulations.

MR. HAJ: I may file harassment on Imran.

(Laughter.)

MR. TROWBRIDGE: It's tough to be the chief, man, because you're the chief because you're consigliere. So --
MR. HAJ: Give me my gray hair.

MR. TROWBRIDGE: So, good, that's a good point. Because it's also a great recognition of internal promotions and that we're growing -- you're growing your senior team from -- from within.

I think that's a great -- you know, you talk about folks that want to come work here. That's a great benefit. But then they can see folks advancing and growing in their careers and longevity here. I think that's a wonderful retention program as much as it is a recruitment program.

MR. HAJ: And I think, you know, for us to be successful, you put the right people in the right seats. You get key people. And part of our moves the last year and a half have also -- with this move, too, it's not only putting the right people in the right seats, but also building succession management and start cross-training.

We were -- one thing -- and it's not a shot at anyone, but one thing that kind of upset me is when we have to go back and get the CFO and we're begging for her to come back my first couple of weeks because no one knew how to do TRIM or get us through TRIM.

I said, That will never happen to us
again. One person will not have this knowledge. And
we'll put people, number twos in place so that when
one person goes, that -- you know, I think the best
success for me is if I can walk out the organization
and nothing misses a beat. And that really has been
the key.

And going back to the harassment policy
and everything else, you know, you have things on
paper, but it's not necessarily all that's on paper.
It's creating a climate where people like to come to
work here.

And I think we've been working very hard,
even though not the black and white, that where
people feel empowered, people want to come to work,
people -- not everyone has a title, but leadership
within their own position and that they feel that
they have a voice. And then we've been working very
hard at that. You know, of course, within the first
couple of months or the first year you start
downsizing, changing, it's not always that great.

MR. TROWBRIDGE: No, it's not.

MR. HAJ: But we have started a turning
corner where people are coming aboard, the team's
getting stronger. The number twos are in place, the
succession management. And now that we have goals,
also, like cross-training between departments --

MR. TROWBRIDGE: Yeah. That corporate
culture is something that, you know, is probably
talked a lot more about in the for-profit world, but
the nonprofit world it's just as relevant, if not
more so, because a lot of folks are there because of
personal passion and they're not getting the same
types of, you know, salaries, if you will, and so --
to build that.

But you answered a question for me, which
was, you know, we've seen some downsizing in the
organization. You know, that sometimes can create a
culture of concern.

MR. HAJ: Uh-huh.

MR. TROWBRIDGE: But it sounds like, you
know, you've gotten to the -- where you want to be
and you're building from within that framework.

MR. HAJ: Yeah.

MR. TROWBRIDGE: And so that's great.

MR. HAJ: And there was method to the
madness, knowing that the first year's going to be --

MR. TROWBRIDGE: Sure. But that's your
honeymoon window. You get to do those things and,
you know, bring your vision forward. You don't get
to do that but one time usually. So -- all right.
How about questions for us? Things that we can be helping you or, you know, getting out of your way on.

You can say that too.

MR. HAJ: No, we appreciate your support.

We also put it in front of you, too, is an e-mail I just sent to --

MR. TROWBRIDGE: Yeah.

MR. HAJ: -- about some of the successes.

I mean, initially it wouldn't have happened without the leadership of the Board --

MR. TROWBRIDGE: Yeah. Alvin says you actually stole this idea from him. He's very -- very concerned.

MR. HAJ: I think great thinkers, you don't reinvent the wheel. You steal from other people.

MR. TROWBRIDGE: That's right.

MR. HAJ: You find out what's working and you take it. So I think this -- we did -- we had a staff function at the Rusty Pelican, and we put this to a video, too, where we highlighted a lot of successes. We worked hard. And, you know, we're in the midst of massive change. And sometimes you're just working hard. You don't look back and see the great success you've had through the year.
So it's also a way to let them voice to
know that we've done a considerable amount this year.
And we should be very proud of the work.

MR. TROWBRIDGE: Well, and change can be
very exhausting to folks. Not only from the
leadership level but, again, just uncertainty at
times can be very challenging for folks and, you
know, I think most folks will be happy to see 2017 go
good-bye, you know, from just the fall with the
storms and things like that have, you know, our
community on edge.

You know, I talk about in the sort of
business context that we had our own little Irma
bubble, you know, it wasn't maybe related to real
estate or banking, but there was a little Irma
bubble. And you deal with our community and we deal
with our community's most vulnerable.

And many folks had to spend money they
didn't have to get ready and then deal with things
afterwards. And just, you know, maybe not working
for five days because the restaurant wasn't open or
the retailer was damaged.

So you know, I think that's part of these
accomplishments beyond the, you know, what I see a
lot of, you know, structural and infrastructure
changes but also just, you know, being there all the
time for the people who are part of the team, as well
as the community itself.

MR. HAJ: And we have a large group in
the training room right now going over our
solicitation about what worked, what hasn't worked --
and really finding out, you know, our success, what
hasn't worked and now how do we -- how do we improve
ourselves. So it's that whole continuum of, you
know, constant improving.

But we've got a phenomenal team. I'm
very proud to lead such a great group of people.
They're not only just a great group of intelligent
--, hardworking, but they're just good human beings.
So it's nice to come to work in that environment.

MR. TROWBRIDGE: Sure. Nice to come to
work and enjoy yourself.

MR. GAINEY: Except the harasser,
Muriel -- no.

MR. TROWBRIDGE: Poor Muriel.

MS. NUELL: Every day, "Are you coming?"

MR. GAINEY: "Quorum, I need a quorum."

MS. NUELL: I don't think --

MR. TROWBRIDGE: Listen, Claudia is
literally in the elevator and she's calling her.
Sorry, Muriel.

Please go ahead.

MS. NUELL: I don't think -- you know, you say it's massive change, but I don't really see it as change because sometimes that feels or sounds like, too, like there was something broken and we're -- you know, a lot of organizations, especially nonprofits and government, you know, you try something for one year and if it doesn't work that year, then it's like a whole new system.

MR. GAINEY: It's an evolution.

MS. NUELL: But it was really, I think, a lot of just improving systems, making them more efficient, listening to providers saying it was so -- it's so cumbersome, it's too hard. How can we get our work done in an easier and better way without lowering our standards or our bar.

So, I mean, to me, I don't feel like it was change. It wasn't saying, We used to do this but now we're going to do this.

It's just -- we did it this way, but there's a better way and let's -- through systems and people and positions. So it's, I think, a little less -- because change just sounds like, you know, there's a lot of things that were broken.
And I don't think that there were things that were broken, but they definitely needed improvement upon and, you know, Jim told me -- he didn't tell me until afterwards, but before the solicitation went out on last Monday, like, almost two weeks ago, right?

MR. HAJ: Yeah, uh-huh.

MS. NU Ell: He told me afterwards, he's like, The staff worked the entire weekend, Friday night -- Friday, Friday night, Saturday, Saturday night, Sunday, Sunday night to, like, make sure we were ready. And even if we weren't ready -- you know, they were trying early, early morning so let's, you know, do it -- you know, do it a little bit later.

And that kind of dedication to work hard and -- and get it right and -- or do your best to get it right, I mean, that says a lot about our staff. And those are things that we just don't ever even know about.

I said, You should have told me. At least I would have sent pizza or something, you know?

And -- but, you know -- and those are the things that we don't even see, to make sure it's right. And, you know, a lot of things have to be in
place to get people to come and work like that happily. They might come to work unhappily.

MR. TROWBRIDGE: Anything in our strategic plan that we need to look at in terms of the HR Committee? I can't think of anything off the top of my head, but I know sometimes, you know, we're trying to always stay in those lanes and that alignment, as well.

(NO VERBAL RESPONSE.)

MR. TROWBRIDGE: Okay. Other subjects?

Our last task is just to figure out when we would meet next, and I think it would either be -- probably sometime in early 2018, maybe once Laurie gives us some direction on what she wants to do with Jim and the evaluation and extension.

And if there are any other pressing matters, maybe give her feedback on other bylaws, thoughts. Maybe send those through Imran, just so not to violate our discussions.

MS. GRILLO: Right. But just to -- this -- in this -- which is specific things that we have to insert that -- I guess, between 7 and 8, that idea that we're going to set the goal before --

MR. TROWBRIDGE: Prior to.

MS. GRILLO: Right. So I don't know if
that's -- or I guess -- is it between 8 and 9?

Somewhere right in there we have to --

MR. TROWBRIDGE: Okay.

MS. GRILLO: -- whatever the process is for setting goals.

MR. TROWBRIDGE: Prior to the formal evaluation.

MR. ALI: Whatever the goals for the next year.

MR. TROWBRIDGE: Probably --

MS. GRILLO: Right, but is that what Laurie was saying --

MR. TROWBRIDGE: I believe so.

MS. GRILLO: -- that we wanted to do that --

MS. NUELL: That's what the committee had said last year.

MS. GRILLO: Right. And so if we're going to do that, it just needs to get put in there --

MR. TROWBRIDGE: Right. So that has to happen after Jim because he'll include some of that, I would assume, as well, is what we talked about.

Excellent point. So we'll call that sort of 7A. Fantastic.
Alvin, any other pearls of wisdom?

MR. GAINEY: No, sir.

MR. TROWBRIDGE: Gilda?

MS. FERRADAZ: No.

MR. TROWBRIDGE: Claudia?

MS. GRILLO: (No verbal response.)

MR. TROWBRIDGE: Madam Chair?

MS. NUPELL: No.

MR. TROWBRIDGE: All right. Any other thoughts? Jim?

MR. HAJ: No.

MR. TROWBRIDGE: Imran?

MR. ALI: No, thank you.

MR. HAJ: Happy holidays.

MR. TROWBRIDGE: Thank you very much.

MS. GRILLO: Just a quick question for you.

MR. TROWBRIDGE: Should we have a motion to adjourn first?

MS. GRILLO: That's -- I'm waiting patiently.

MS. FERRADAZ: I move to adjourn.

MR. TROWBRIDGE: Thank you.

MR. GAINEY: Second.

MR. TROWBRIDGE: All in favor.
WHEREUPON, the committee members all responded with "aye.""

MR. TROWBRIDGE: I see no opposition. We stand adjourned.

(Whereupon, at 3:52 p.m., the meeting was adjourned.)
C E R T I F I C A T E

STATE OF FLORIDA    )
COUNTY OF MIAMI-DADE )

I, Johnny Caldera, Reporter and Notary Public for the State of Florida at Large, do hereby certify, that I was authorized to and did report said meeting; and that the foregoing pages, numbered from 1 to 52, inclusive, are a true and complete transcription of my notes of said meeting.

I further certify that said meeting was taken at the time and place hereinabove set forth and that the taking of said hearing was commenced and completed as hereinabove set out.

I further certify that I am not an attorney or counsel of any of the parties, nor am I a relative or employee of any attorney or counsel connected with the action, nor am I financially interested in the action.

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Notary Public for the State of Florida
Commission No.GG148028
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