



AGENDA

Meeting #1

Tuesday, January 25, 2022

Join Zoom Meeting

<https://us06web.zoom.us/j/86348278582?pwd=TOZELzg5YkJBcU52VnlhU5MUnVxdz09>

Meeting ID: 863 4827 8582

Passcode: 731671

Tuesday, January 25, 2022 - 4:00 p.m.

Mission

Empowering immigrants and others to become self-sufficient, productive and civically engaged.

Hispanic Unity of Florida
Board of Directors Meeting
AGENDA
Tuesday, January 25, 2022

Join Zoom Meeting

<https://us06web.zoom.us/j/86348278582?pwd=TOZELzg5YkJEU52VnlaaU5MUnVxdz09>

Meeting ID: 863 4827 8582

Passcode: 731671

We will start the meeting promptly at 4pm

1. 4:00pm **Call to Order/Roll Call** **Christina Paradowski & Felina Furer**
2. 4:05 **Presentations** **Christina Paradowski**
 - Presentation & thank you to John Guerrero, Past Board Chair
 - Presentation of the Gavel to Board Chair, Christina Paradowski
 - Welcome new Board Officers
 - Welcome new Board Member: Boris Espinoza
 - Josie Bacallao: Board Member Emeritus
 - Celebration & thank you to Josie Bacallao, President & CEO 2004-2021
3. 4:20 **Chair Welcome & Comments** **Christina Paradowski**
4. 4:25 **Mission & Updates** **Felipe Pinzon**
 - COVID-19 Vaccination and Testing ETS Update
 - State of Hispanics and Immigrants in Broward County Update
5. 4:35 **Governance Committee** **Anthony Abbate and Christina Paradowski**
 - Proposed revised Bylaws Update pgs. 1-24
 - Board of Director Nominations Action pgs. 25-35
 - Elsa Bittar, Self-Nomination + Interview
6. 4:45 **Fund Development** **Shani Wilson and Angie Stone**
 - End of the Year Campaign Update
 - 2022 Board Activities Information
7. 4:55 **Consent Agenda** **Christina Paradowski** Action

Consent agenda items are items that may not need individual discussion and may be voted as one item. Any Board member wishing to discuss an item may move to have it considered individually.

 - i. Board Minutes December 2021 pgs. 36-37
 - ii. Finance Committee Minutes December 2021 pgs. 38-40
 - iii. October 2021 Financials, TJMF Update pgs. 41-48
 - iv. Marketing Committee Notes, December 2021 pg. 49
 - v. Governance Committee Minutes, December 2021 pgs. 50-51
 - vi. Public Policy and Advocacy Minutes, December 2021 pg. 52
 - vii. Governance Committee Electronic Vote, recap pgs. 53-54
8. 5:00 pm **Adjourn**

19 Active Board members / 10 required for quorum and vote

**Hispanic Unity of Florida
BOARD OF DIRECTORS ATTENDANCE MATRIX**

Board Member	Jan 2021	Feb 2021	March 2021	April 2021	May 2021	June 2021	July 2021	Aug 2021	Sept 2021	Oct. 2021	Nov. 2021	Dec 2021	
ABBATE, Anthony (Tony)	A	P	P	P	P	P	No Board Meeting	No Board Meeting	P	P	P	E	
ALVAREZ, Maritza	P	A	P	P	P	P			P	P	P		
ARGUELLO, Ana				P	P	P			P	E	P	P	
BARNARD, Maria											P	P	P
BELLO, Eduardo	P	A	P	P	P	P			P	P	P	P	P
CARDOZO, Carolina	P	P	P	P	P	P			P	P	P	P	P
CUSHING, Giselle	P	E	P	P	A	P			P	P	A	E	
DEAPODACA, Jorge	P	P	P	P	P	P			P	P	P	A	E
FRANCO, Lesli	A	P	P	P	P	E			P	P	P	P	P
GUERRERO, John	P	P	P	P	P	P			P	E	P	P	P
HERZ, Dan	P	P	P	P	P	E			P	P	P	P	E
KARLEN, Scott	P	P	E	P	P	E			P	A	A	A	A
NASSE, Jeffrey									P	P	P	P	P
PARADOWSKI, Christina	P	P	P	P	P	E			P	P	P	P	P
RIVERA, Francisco	P	P	P	P	P	P			P	P	P	P	P
RODRIGUEZ, Lisette									P	P	P	P	P
RODRIGUEZ, Lucia	P	P	P	E	P	P			P	E	P	P	E
SAMPIER, Steve	P	P	P	P	P	P			P	P	P	P	P
SCHEVIS, Daniel	P	P	P	P	P	P			P	P	P	P	P
STONE, Angie	P	P	P	P	P	P			P	P	P	P	P
Total Board Members	18	18	18	19	19	18			20	21	21	18	
Present: P / T= Telephone	15	15	17	17	17	14			17	16	18	14	
Excused: E	0	1	1	1	1	4			2	3	1	5	
Absent: A	3	2	0	1	1	0			1	2	2	1	
Board Members Present at the Meeting	83% Zoom	83% Zoom	94% Zoom	90% Zoom	90% Zoom	78% Zoom			85% Zoom	76% Zoom	86% Zoom	70% Zoom	

BY-LAWS
HISPANIC UNITY OF FLORIDA, INC.

AS AMENDED ON JANUARY 7, 2022

Table of Contents

ARTICLE I: NAME	1
ARTICLE II: PLACE OF BUSINESS	1
ARTICLE III: MISSION STATEMENT	1
ARTICLE IV: BOARD OF DIRECTORS	1
a. Function	1
b. Operation.....	1
c. Number	1
d. Nominations/Elections/Terms.....	1
1. Nominations	1
2. Vacancies	2
3. Election and Tenure	2
4. Removal of Officers and/or Members of the Board of Directors	3
5. Resignation of Officers and/or Members of the Board of Directors	3
e. Board of Directors Member Job Description.....	3
f. Minimum Annual Gift	4
g. Board Member Emeritus.....	4
1. Eligibility	4
2. Minimum Qualifications	5
3. Nomination	5
4. Benefits and Rights.....	5
5. No Voting Rights	5
6. Annual Contribution	5
7. Removal	6
h. Conflicts of Interest.....	6
i. Board Meetings.....	7
1. Scheduling of Meetings	7
2. Annual Meeting	7
3. Special Meetings.....	7
j. Attendance at Meetings.....	7
ARTICLE V: VOTING BY THE BOARD AND COMMITTEE MEMBERS.....	8
a. Rules Governing Voting	8
1. One Vote	8
2. Quorum	8

3. Number of Affirmative Votes Required	8
4. No Proxies:.....	8
5. Secret Ballot.....	8
6. Voting by Alternative Method	8
ARTICLE VI: OFFICERS OF THE CORPORATION’S BOARD.....	9
a. Non-Employee Officers of the Corporation’s Board.....	9
1. Election and Tenure	9
2. Vacancies	10
3. Two-Year Option	10
b. Duties and Powers of the Non-Employee Officers of the Corporation’s Board.....	10
1. Board Chair.....	10
2. Chair-Elect	12
3. Secretary	12
4. Treasurer	13
5. Immediate Past-Chair.....	14
ARTICLE VII: EMPLOYEE OFFICERS OF THE CORPORATION.....	14
a. Employee Officers of the Corporation.....	14
1. Chief Executive Officer/President	15
ARTICLE VIII: COMMITTEES.....	16
a. Designation of Committees.....	16
b. Standing Committees	16
1. Executive Committee.....	16
2. Finance Committee	16
3. Audit Committee.....	16
4. Governance Committee	17
5. Marketing Committee	18
6. Public Policy and Advocacy Committee	18
c. Ad-hoc Committees	18
ARTICLE IX: CHECKS, NOTES, AND DRAFTS.....	19
ARTICLE XI: BY-LAWS	19
ARTICLE XII: NON PROFIT ORGANIZATION	19
ARTICLE XIII: EMPLOYEES OF THE CORPORATION.....	19
ARTICLE XIV: GRIEVANCE PROCESS	20
ARTICLE XV: CONFIDENTIALITY	20

ARTICLE XVI: RULES OF ORDER	20
ARTICLE XVII: INDEMNIFICATION	20

|

BY-LAWS FOR HISPANIC UNITY OF FLORIDA, INC.
AS AMENDED ON NOVEMBER 29, 2021

ARTICLE I: NAME

The name of the corporation shall be Hispanic Unity of Florida, Inc., (referred to herein as the “Corporation”). The Corporation may, at times, be referred to by the acronym “HUF”.

ARTICLE II: PLACE OF BUSINESS

The corporate office of the Corporation shall be located at 5840 Johnson Street, Hollywood, Florida 333021, or such other location as may be established from time to time by the Board.

ARTICLE III: MISSION STATEMENT

Empowering immigrants and others to become self-sufficient, productive, and civically engaged.

ARTICLE IV: BOARD OF DIRECTORS

a. Function

The Board of Directors (the “Board”) shall have and exercise all corporate powers necessary to manage the business and affairs of the Corporation, with the authority to delegate certain administrative and Executive functions to paid employees of the Corporation.

b. Operation

The Board shall be responsible for the operation, development, and maintenance of the Corporation in accordance with the requirements for exemption from ~~the~~ federal taxation under the current section 501-(c)(3) of the Internal Revenue Code, or as amended.

c. Number

The Board shall be comprised of a maximum of twenty-one (21) elected directors (“Directors” or “Board members”) that are to be nominated and elected to the Board in accordance with these By-Laws. The maximum number of elected directors may be increased or decreased from time to time by amendment to these By-Laws. Said increase or decrease must be consistent with any applicable law, and no decrease in the number of elected directors shall have the effect of shortening the terms of any incumbent elected directors or having the effect of removing any directors.

d. Nominations/Elections/Terms

1. Nominations

As vacancies on the Board exist or may occur, any ~~d~~Director, or the CEO or Executive

Director (as defined in Article VII, below) may submit to the Governance/~~Nominating~~ Committee names for consideration to fill the vacancy. Members of the Governance/~~Nominating~~ Committee will interview potential candidates, explain the operations of the Corporation, ~~as well as~~ and inform candidates of the obligations and duties of a Director. The Chair of the Governance/~~Nominating~~ Committee or his/her/~~their~~ designee can present to the Board candidates for election to the Board at any regular or special Board meeting.

2. Vacancies

Should an elected member of the Board not complete an elected term, then that position on the Board as an elected director shall be considered as vacant.

3. Election and Tenure

Each Director shall be elected by a vote of the then-existing Board in accordance with the voting procedures set forth in these By-Laws. Such election shall ordinarily be held based upon the nominations provided by the Governance/~~Nominating~~ Committee.

Directors shall be elected for an initial term of one year. If a Director is elected to the Board anytime on or between January 1 to June 30, then such calendar year will be considered as the Director's "first year." If a Director is elected to the Board anytime on or between July 1 and December 31, then the following calendar year will be considered as the Director's "first year." At the conclusion of the first year as a member of the Board, a Director shall be eligible to be elected for a second term of two year, unless removed from office as herein provided or said Director resigns. At the conclusion of the second term as a member of the Board, a Director shall be eligible to be elected for a third term of three years, unless removed from office as herein provided or said Director resigns. ~~To the extent possible, terms of directors should be staggered such that terms of one third of the directors shall expire each year.~~

No person shall serve as an elected director from more than three consecutive terms totaling six years, with the exception of the ~~current Chair-Elect, Immediate Past Chair, and/or the current Board Chair, and/or current Board Chair-Elect,~~ who may have served three consecutive terms totaling six years on the Board, but who have not completed their term as Immediate Past Chair, Board Chair, and/or Board Chair-Elect ~~Immediate Past Chair~~. In such instance, the current Immediate Past Chair, and/or current Board Chair, and/or current Board Chair-Elect shall remain as a ~~Board member~~ Director until the end of their term as ~~Board Chair and Immediate Past Chair~~ or until such time as they are removed or resign from the Board, whichever shall come first as the case may be.

An elected ~~d~~Director who has served three consecutive terms shall not be eligible for re-election until one year after the expiration of such Director's final term. The Board may, by unanimous vote, modify the above term limit on an individual basis ~~modify the above term limit~~ and extend the term of an elected Director if she/he/~~they~~ is on a critical committee, or if the Board feels that the extension is necessary to benefit the Corporation. The extension may be ~~for up to one year~~ made in one-year increments not to exceed a total of two years in an extended status.

4. ~~Removal and Resignation~~ of Officers and/or Members of the Board of Directors

Any elected Director of the Board may be removed from office by the Board, whenever in its judgment the best interest of the Corporation would be served thereby including, without limitation, any of the following:

- (a) Conviction of a felony;
- (b) Abuse of power;
- (c) Any act which, in the best judgment of the Board is detrimental to the Corporation or the community; or
- (d) Unauthorized representation of the Corporation without proper authorization by the Board.

Such removal shall be by vote of two-thirds of the then-serving elected Directors, excluding the Director who is the subject of the removal vote. The Director subject to a removal vote shall be notified in writing of such action, and will be given the opportunity to defend himself/herself/themselves and/or present additional evidence in his/her/their defense within ten days after the date of the written notification. After the Director has presented his/her/their case, a decision shall be made by the Board within ten business days after the meeting at which the presentation was made.

5. Resignation of Officers and/or Members of the Board of Directors

Any elected Director of the Board may resign by submitting written notice to the Board. A Director resigning ~~for lack of attendance~~ may re-apply to the Board at any time provided such Director was in good standing at the time of his/her/their resignation.

e. Board of Directors Member Job Description

The duties and functions of each elected member of the Board shall include, without limitation, the following:

- ~~Determine~~ Promote the Corporation's mission and purpose;
- Select the Chief Executive if and when needed as a result of the removal, resignation, or death of the current Chief Executive;

- Support the Chief Executive and assess his/her/their performance;
- Actively participate in the creation and implementation of the Corporation's strategic plan;
- ~~Meet Board member~~Director Scorecard commitments, including the minimum annual financial contribution~~gift~~;
- Ensure adequate resources through fund development and appropriate budgeting;
- Serve on a standing Board committee;
- ~~Determine~~Support, monitor, and strengthen the Corporation's programs and services;
- Enhance the Corporation's public standing;
- Ensure legal, fiscal, and ethical integrity and maintain accountability; ~~and~~
- Recruit diverse Board members, orient-welcome and provide mentorship to new members as necessary or appropriate; ~~and~~
- ~~a~~Assess self and Board performance.

f. Contribution Minimum Annual Gift Requirement

Each elected member of the Board shall be required to make a minimum annual contribution gift to the Corporation in such amount as determined from time to time by a majority of the Board. The minimum annual contribution gift to the Corporation shall be payable on or before March 31 of each calendar year. Any individual who is elected to and joins the Board between July to December may make the minimum annual gift to the Corporation, but shall not be required to do so until his/her/their first year on the Board as set forth above.

Notwithstanding this provision, the Corporation and/or a majority vote of the Executive Committee may elect to waive the gift requirement for any given year if, in the discretion of the Corporation and/or Executive Committee, such waiver is warranted due to a prolonged national emergency or natural, economic, or health disaster.

g. Board Member Emeritus

Board Member Emeritus is the highest honor bestowed by the Corporation's Board to a former Board member who has made extensive contributions to the Corporation over the life of their service to the Corporation.

1. Eligibility

All Board members who meet the minimum qualifications listed below shall be eligible for consideration as a Board Member Emeritus, provided there is a history of that Board member's contributions to the Corporation for consideration by then-existing Board of Directors.

2. Minimum Qualifications

The minimum qualifications for a Board Member Emeritus shall be:

- (a) Tenure on the Board for a minimum of six (6) years, with no less than a one year term as Board Chair. Service as Board Chair can be waived by a majority vote of the Board.
- (b) Nomination for Board Member Emeritus – A Board member shall be nominated by the Governance/~~Nominating~~ Committee for consideration as a Board Member Emeritus.
- (c) The nomination for consideration shall include a detailed description: (1) of the reason(s) why the nominee's service to the Corporation should be recognized, and how the nominee's service is distinguishable from the service of other Board members whose terms have ended, and (2) why the Corporation should continue to have an association with the nominee.

3. Nomination

The nomination shall be presented to the Board at a meeting by the Chair of the Governance/~~Nominating~~ Committee for consideration and vote.

4. Benefits and Rights

The benefits and rights bestowed upon a Board Member Emeritus include, without limitation:

- (a) Invitation to all ~~Board meetings and special events~~ of the Corporation;
- (b) Lifetime membership to the Corporation with recognition on the Corporation's website; and
- (c) The right to attend regular meetings of the Board of Directors of the Corporation~~address the Board on issues of interest to the Corporation.~~

5. No Voting Rights

A Board Member Emeritus shall not have the right to vote at Board meetings.

6. Annual Contribution

A Board Member Emeritus shall not be required to make a minimum annual contribution to the Corporation. Notwithstanding this, if, in accordance with the nomination and voting procedures as stated in these By-Laws, a Board Member Emeritus returns to the Board as a Director with full voting rights, then such Board Member Emeritus shall be responsible for adhering to all obligations and duties of active Directors, including but not limited to, the requirement to make a minimum annual contribution to the Corporation.

7. Removal

A Board Member Emeritus may be removed as a Board Member Emeritus by a vote of two-thirds of the members of the then-existing Board for cause, including, without limitation, any of the following:

- (a) Conviction of a felony;
- (b) Abuse of power;
- (c) Any act which, in the best judgment of the Board is detrimental to the Corporation or the community; or
- (d) Unauthorized representation of the Corporation without proper authorization by the Board.

~~**h.a. Contribution Requirement:** Each elected member of the Board shall be required to make a minimum annual contribution to the Corporation in such amount as determined from time to time by a majority of the Board. The minimum annual contribution to the Corporation shall be payable on or before March 31 of each calendar year.~~

i.h. Conflicts of Interest

Directors shall serve voluntarily and in the best interest of the Corporation. ~~No two Directors may be related by marriage or immediate family at any given time.~~ In the event that a Director is directly related to an employee of the Corporation either by marriage or by family, said Director must abstain from voting on all issues that relate to said employee. Any and all decisions and/or discussions pertaining to these or any other issues must be kept in the strictest of confidence by all Directors. Each Board Member shall read and sign a form agreeing to abide by the following Conflict of Interest Policy:

Conflict of Interest Policy

The standard of behavior at Hispanic Unity of Florida (HUF) is that all staff, volunteers, Committee Members, and Board Members scrupulously avoid conflicts of interest between the interests of HUF on one hand, and personal, professional, and business interests on the other. This includes avoiding potential

and actual conflicts of interest, indirect conflicts of interest, as well as perceptions of conflicts of interest.

I understand that the purposes of this policy are to protect the integrity of HUF's decision-making process, to enable our constituencies to have confidence in our integrity, and to protect the integrity and reputations of volunteers, staff, and Board Members. Upon or before election, hiring, or appointment, I will make a full, written disclosure of interests, relationships, and holdings that could potentially result in a direct or indirect conflict of interest. This written disclosure will be kept on file and I will update it as appropriate.

In the course of meetings or activities, I will disclose any interest in a transaction or decision where I (including my business or other nonprofit affiliations), my family and/or my significant other, employer, or close associates will receive a direct or indirect benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the questions.

I understand that this policy is meant to supplement good judgment, and I will respect its spirit as well as its wording.

j.i. Board Meetings

The Board shall have meetings and an annual meeting, and may call special meetings as necessary, ~~and~~ according to the proper protocol as outlined herein.

1. Scheduling of Meetings

Written notice of all Board meetings shall be sent to all Directors at least five business days prior to the meeting date.

2. Annual Meeting

An annual meeting shall be held in ~~November~~ May, or 60 days thereof, of each year at such place and ~~at~~ on such date as the Board Chair may determine, with the purpose of reporting on the status of the Corporation, its programs, and to consider such other matters as is appropriate by law or custom for an annual meeting.

3. Special Meetings

Special meetings may be called by the Board Chair or upon written request by three Board members within three business days of the proposed meeting.

k.j. Attendance at Meetings

Directors are required to attend meetings and must notify the Chief Executive and Board Chair prior to the regular meeting if they are not able to attend. Three absences within ~~the preceding twelve monthst~~ twelve consecutive months ~~a one year period~~ shall be grounds for removal of any Board member, which removal shall be initiated by a motion of the Board Chair.

ARTICLE V: VOTING BY THE BOARD AND COMMITTEE MEMBERS

a. Rules Governing Voting

Voting shall be governed by the following rules:

1. One Vote

One Director shall have one and only one vote on any matter presented to the Board, except any ~~Honorary Board Member or Board Member Emeritus~~ who shall not be entitled to vote. Similarly, a committee member shall have one and only one vote on any matter presented to the committee.

~~1. No proxy vote will be allowed.~~

2. Quorum

A quorum for the transaction of ordinary business, including business transacted by the Board or a Committee, as the case may be, shall consist of fifty-percent plus one (50% + 1) of the total ~~membership of the Board~~ Directors or committee members entitled to ~~V~~ vote. An affirmative vote of fifty-percent plus one (50% + 1) of the voting ~~Board members~~ Directors or committee members present shall decide any questions before said Board or committee, respectively.

3. Number of Affirmative Votes Required

An affirmative vote of fifty-percent plus one (50% + 1) of the total number of Directors on the Board, or committee members, then voting, as applicable, shall decide any motion before the matter is passed. Notwithstanding this, and consistent with Article XI, below, an affirmative vote of two-thirds ($\frac{2}{3}$) of the total number of Directors then voting shall be required before any amendment(s) to the By-Laws shall be deemed approved.

4. No Proxies:

No proxy vote will be allowed.

5. Secret Ballot

On the request of one ~~Board member~~ Director or committee member, voting may be by secret ballot with a majority vote from the membership in attendance at the meeting.

6. Voting by Alternative Method

Voting may be by “alternative methods” (such as electronic mail and/or telephonic vote) in emergency situations or as otherwise may be deemed necessary, and only as called upon by the Board Chair or Committee Chair. ~~An affirmative vote of fifty percent plus one (50% + 1) of the total number of Directors on the Board, or committee members, then voting, as applicable, shall decide any motion before the matter is passed.~~ If the alternative voting method to be employed is electronic mail, then the matter for which a decision or resolution is being sought shall not be concluded prior to 48 business hours from when the initial e-mail requesting a vote was sent, unless fifty-percent plus one (50% + 1) of the total number of Directors ~~on the Board~~ or committee members, as applicable, have cast their vote in favor ~~or against~~ of the matter, ~~or fifty-percent plus one (50% + 1) of the total number of Directors or committee members, as applicable, have cast their vote against the matter.~~ The alternative method vote shall be subject to discussion, ~~and . The discussion shall be provided to all of the Members of the Board~~ Directors or committee members to give every ~~Member of the Board~~ Director or committee member the opportunity to participate in said discussion. A separate file for alternative method votes shall be created, ~~and . Copies of all the alternative method discussions and votes shall be affixed to said file. Every alternative method resolution that occurs must be documented in the minutes of the Rregular Mmeeting or Ccommittee Mmeeting minutes immediately following the alternative method vote. Voting by alternative method is not permitted on matters scheduled to appear on the Monthly Board Meeting Agenda. The latter provision shall not apply to Board Committees.~~

ARTICLE VI: OFFICERS OF THE CORPORATION’S BOARD

a. Non-Employee Officers of the Corporation’s Board

The non-employee officers of the Corporation’s Board shall be the Board Chair, Chair-~~Elect~~, Secretary, Treasurer, and ~~Immediate Past Chair~~ (the “Board Officers”). All Board Officers ~~of the Corporation~~ shall be voting members of the Board. The Board Officers shall ~~maintain continuously monitoring of~~ the business and affairs of the Corporation, and may propose action to promote the purposes of the Corporation. The Board Officers shall keep regular minutes of their proceedings, and a copy shall be furnished to all ~~members of the Board~~ Directors.

1. Election and Tenure

Each Board Officer shall be elected for an initial term of one year, and may be re-elected ~~for an one additional one-year term of one year only~~ for the same office ~~for a limit of two consecutive years in any particular office.~~ Nothing herein shall prohibit any individual from ~~subsequently holding a given office for an additional two-year term provided that such individual vacate the office for at least one year in the interim. Should an elected Officer of the Board not complete an elected term, then that Officer position shall be considered vacant, and shall be filled in accordance with the provisions of these By Laws for the nomination and election of Officers, and only for the remaining portion of such elected Officer’s original term.~~ Notwithstanding the above limitation on the terms of Board Officers, in the event that circumstances exist where the knowledge, experience, and acumen of the Treasurer any Board Officer is such that the continuance in office of such individual for more than ~~one~~two

consecutive years will be in the best interest of the Corporation, then the Board by a majority vote may extend the term of the Treasurer beyond the two-year limitation to hold the same office.

2. Vacancies

Should an elected a Officer of the Board Officer not complete an elected term, then that Board Officer position shall be considered vacant, and shall be filled in accordance with the provisions of these By-Laws for the nomination and election of Board Officers, and only for the remaining portion of such elected Board Officer's original term.

3. Two-Year Option

By August 1st of each calendar year in which each Board Officer is serving his, ~~or her,~~ or their initial one-year term, each Board Officer shall notify the Governance Chair whether or not such Board Officer is willing to serve in the same office for an additional one-year term. If an Board Officer notifies the Governance Chair that he, ~~or she,~~ or they is declining or not willing to serve an additional ~~one~~ one-year term in the same office, the Governance Committee will abide by that declination. Election procedures shall be pursuant to the procedures for the election of Directors. ~~Notwithstanding the above limitation on the terms of Officers, in the event that circumstances exist where the knowledge, experience and acumen of the Treasurer is such that the continuance in office of such individual for more than one year will be in the best interest of the Corporation, then the Board by a majority vote may extend the term of the Treasurer beyond the two-year limitation to hold the same office.~~

b. Duties and Powers of the Non-Employee Officers of the Corporation's Board

The duties of the Board Officers shall be the following:

1. Board Chair

(a) Build Participation

- ~~▪ Share information with Board Officers, committee chairs, and others in leadership positions;~~
- Build engagement and momentum through ex-officio membership on Board committees;
- Participate in on-boarding of all new Board members Directors through the orientation and conversations;
- Create a relaxed, natural environment in meetings and other exchanges; and
- Involve and support staff.

(b) Acquire and Communicate Information

- Serve on the Executive Committee;

- Maintain knowledge of the Corporation and a personal commitment to its goals and objectives;
 - Stay informed;
 - Share information with Board Officers, Directors, committee chairs, and others in leadership positions;
 - ~~Keep others informed;~~
 - Work with the Chief Executive to prepare the monthly agenda for Board meetings; and
 - Communicate concisely accomplishments, challenges, and failures.
- (c) Talent Acquisition & Performance Evaluation
- Oversee search for new Chief Executive if and when necessary;
 - With the Governance Chair and Chief Executive, lead the annual individual and collective Board assessment;
 - Coordinate and participate in the performance evaluation of the Chief Executive; and
 - Recognize good performance.
- (d) Delegate
- Know the Board's role and the staff's role, and delegate accordingly;
 - Expect reports and periodically assess progress; and
 - Share the credit and share the risk.
- (e) Raise Funds
- Be a role model for staff and ~~other Board members~~ Directors;
 - Provide leadership in activities and events; and
 - Personally contribute.
- (f) Be Visible in the Community
- Attend social functions;
 - Speak in public on behalf of the Corporation;
 - Be a consistent and open advocate for the cause, and encourage and support Board members to do the same; and
 - Act as an alternate spokesperson for the Corporation.
- (g) Develop Board Leaders
- Help identify his, ~~or her,~~ or their successor and assist with on-boarding of the next Board Chair;
 - Assist Governance Chair and work with the Chair-Elect and Chief Executive to identify and recruit future Board Officers;

- In collaboration with the Chief Executive and Governance Chair, designate committee chairs and serve as mentor;
- Work closely with the Governance Chair on new Board member recruitment;
- Provide guidance and leadership to rising stars on the Board.

(h) Plan for the Future

- Work with the Chair-Elect, Governance Chair, and Chief Executive on an annual planning session;
- Ensure the Board reviews the Corporation's strategic plan on a regular basis;
- Ensure the Corporation is funded for an in-depth strategic planning process every 3-5 years; and
- Encourage and engage the Corporation and the Board to participate in advocacy.

2. Chair-Elect

- (a) Attend all Board meetings;
- (b) Maintain knowledge of the Corporation and a personal commitment to its goals and objectives;
- (c) Serve on the Executive Committee and serve on an additional standing committee;
- (d) Work with the Board Chair, the Governance ~~Committee~~-Chair, and the Chief Executive in conducting a yearly planning session, which will update the Corporation's vision, role, actions and strategic positioning;
- (e) Carry out special assignments as requested by the Board Chair;
- (f) Understand the responsibilities of the Board Chair, and be able to perform these duties in the Board Chair's absence;
- (g) Work with the Board Chair and Governance ~~Committee~~-Chair to identify and recruit future Board Officers;
- (h) Participate as a vital part of the Board leadership; and
- (i) Support the Chief Executive and selected Board committees in the formulation of, and subsequent implementation of, a strategic plan.

3. Secretary

- (a) Attend all Board meetings;
- (b) Maintain knowledge of the Corporation and a personal commitment to its goals and objectives;
- (c) Serve on the Executive Committee and serve on an additional standing committee;
- (d) Ensure the safety and accuracy of all Board records;
- (e) Review Board meeting minutes and ensure their accuracy;
- (f) Work with staff to create and maintain a Board Calendar with key information such as Board Officer Sslates, Chief Executive review and agreement due dates, ~~New Board Member~~Director Orientations, Board Thank You calendar, etc.;
- (g) Facilitate adherence with the principles of Robert's Rules and approval of Board actions should questions arise;
- (h) Assume responsibilities of the Board Chair in the absence of the Board Chair and Chair-Elect; and
- (i) ~~Ensure adequate~~Provide notice of meetings of the Board and/or of a committee ~~is provided~~ when such notice is required.

4. Treasurer

- (a) Attend all Board meetings;
- (b) Maintain knowledge of the Corporation and a personal commitment to its goals and objectives;
- ~~(b)(c)~~ (c) ~~Serve on the Executive Committee and serve on an additional standing committee~~chair the Finance Committee;
- ~~(e)(d)~~ (d) Understand financial accounting for nonprofit organizations;
- ~~(d)(e)~~ (e) Serve as the financial officer of the Corporation's Board and as chairperson of the Finance Committee;
- ~~(e)(f)~~ (f) Recruit one individual from the Finance Committee to chair the Audit Committee (can recruit "self") [IRS rules allow for only one Finance Committee member to serve on the Audit Committee. Other Audit Committee members must include current Board members. Additional external members may also be recruited.];

- ~~(f)~~(g) With the Finance Committee, manage the Board’s review of, and action related to, the Board’s financial responsibilities;
- ~~(g)~~(h) Work with the Chief Executive and the Chief Financial Officer to ensure that appropriate financial reports are made available to the Board on a timely basis;
- ~~(h)~~(i) Assist the Chief Executive of the Chief Financial Officer in preparing the annual budget and presenting the budget to the Board for approval;
- ~~(i)~~(j) Assist the Chief Executive and the Chief Financial Officer in the design and execution of the Corporation’s treasury policy;
- ~~(j)~~(k) Present the annual budget to the Board for approval; and
- ~~(k)~~(l) Ensure the Audit Committee chair reviews the annual audit and answers Board members’ questions about the audit and the auditor’s report.

5. Immediate Past-Chair

- (a) Attend all Board meetings;
- (b) Serve on the Executive Committee;
- (c) Carry out special assignments as requested by the Board Chair;
- (d) Assist the Board Chair by providing historical information and sharing personal experiences on issues addressed by the Board the previous year; and
- (e) Participate as a vital part of Board leadership.

ARTICLE VII: EMPLOYEE OFFICERS OF THE CORPORATION

a. Employee Officers of the Corporation

The employee officers of the Corporation shall be the President, the Chief Executive Officer, ~~the Executive Director (if this position is filled), the Chief Operating Officer (if this position is filled), the Chief Financial Officer; the Vice President of Development, and the Senior Vice President of Strategy and Programs, and the Chief Financial Officer~~ (collectively, the “Employee Officers”). The offices of President and Chief Executive Officer shall be combined until such time as a majority vote of the Board determines to create two separate positions. For ease of reference, the combined position of Chief Executive Officer/President shall be referred to in these By-Laws as the ~~Chief Executive~~CEO. Only the CEO reports to the Board. All other Employee Officers report to the CEO.

1. Chief Executive Officer/President

The Chief Executive Officer/President (“~~Chief Executive~~CEO”) shall be an at-will employee of the Corporation, and shall remain in office subject to the vote of a majority of the Board or until such time as the CEO resigns. The ~~Chief Executive~~CEO shall attend all meetings of the Board and such meetings of the committees of the Board as requested by the Board Chair, but shall not be a voting member of the Board or any committee. The ~~Chief Executive~~CEO may execute any contracts or instruments which the Board authorizes or as otherwise permitted by Articles IX and/or X of these By-Laws. The ~~Chief Executive~~CEO shall perform such other duties as may be prescribed by the Board consistent with being the ~~Chief Executive~~CEO of the Corporation. The ~~Chief Executive of the Corporation~~ shall be an at will employee of the Corporation, and shall remain in office subject to the vote of a majority of the Board. In the event of a vacancy in the position of ~~Chief Executive~~CEO, the position shall be filled based upon the majority vote of the Board.

2. ~~Executive Director~~

~~[need description]~~

3. ~~Chief Operating Officer~~

~~[need description]~~

4. ~~Chief Financial Officer~~

The ~~Chief Financial Officer~~ (“~~Chief Financial Officer~~CFO”) of the Corporation shall be an at will employee of the Corporation. The ~~CFO~~Chief Financial Officer shall be responsible for managing the day to day accounting, treasury, auditing, tax, and other financial functions of the Corporation. The ~~CFO~~Chief Financial Officer will have charge of, and be responsible for, all funds and securities of the Corporation consistent with the banking and investment policies of the Board, receiving and giving receipts for monies due and payable to the Corporation from any source whatsoever, depositing all such moneys in the name of the Corporation in such banks, trust companies, or other depositories as shall be designated by the Board, and disbursing the funds of the Corporation according to the policies of the Board. The ~~CFO~~Chief Financial Officer shall attend all meetings of the Board and Finance Committee, as well as any meetings as requested by the Board Chair or the Chief Executive, but shall not be a voting member as such meetings. The ~~CFO~~Chief Financial Officer shall perform such other duties as may be prescribed by the ~~Chief Executive~~CEO. The Chief Financial Officer of the Corporation shall be an at will employee of the Corporation.

5. ~~Vice President of Development; and Senior Vice President of Strategy and Programs~~

The job description and duties of the ~~Vice President of Development and the Senior Vice President of Strategy and Programs~~ shall be designated and assigned from time to time by the

~~Chief Executive CEO after conferring with the Board Chair, and, if necessary, the Board. For the avoidance of doubt, nothing in this section shall require the CEO to confer with and/or abide by the recommendation of the Board Chair and/or the Board with respect to the job description and duties assigned to the Vice President of Development and/or the Senior Vice President of Strategy and Programs.~~

ARTICLE VIII: COMMITTEES

a. Designation of Committees

The Board may, by resolution, designate standing and/or ad hoc committees. Each such committee (“Committee”) shall have power to the extent delegated to it by the Board and in accordance with the laws of the State of Florida. Each eCommittee shall keep minutes of proceedings and report to the Board. The Board Chair shall be an ex-officio member of each Committee with one (1) vote in each eCommittee. Unless otherwise stated herein, eCommittee appointments shall be made by the Board Chair, and. ~~the~~ term of the appointment of each eCommittee member is at the will and direction of the Board Chair.

b. Standing Committees

The following committees have been established by the Board as necessary:

1. Executive Committee

The Executive Committee is comprised of the following ~~Employee Officers and Board Officers of the Corporation:~~ the Chief Executive CEO (non-voting);₅ Executive Director (if such position is filled; non-voting); Board Chair;₅ Chair-Elect;₅ Secretary;₅ Treasurer;₅ and Immediate Past Chair. A quorum of any three of the Board Officers can meet in executive session.

2. Finance Committee

The Finance Committee assists the Board Chair and the ~~Chief Financial Officer CFO~~ in preparing and presenting the budget to the Board for approval, monitors the record keeping, reviews finances and makes recommendations to the Board. The Finance Committee also reviews bids for ~~m~~Major ~~p~~Purchases and/or Major ~~C~~contracts as those terms are defined in Article X, below. “Major Purchases and/or Major Contracts” are agreements and/or expenditures greater than \$5,000.00, which are not specifically identified in the annual budget. Major Purchases do not include budget items for fundraising events, monthly maintenance or program services relating to the program’s grant budget. All Major Purchases and/or Major Contracts must be specifically authorized by a majority of the Board. The Finance Committee may include non-Board members, but must have a Board member as the chair.

3. Audit Committee

The Audit Committee ~~will~~ shall be composed of three (3) Board ~~M~~members, in good standing and independent. At least one (1) member of the Audit Committee shall have

appropriate financial experience and acumen, and ~~Up to one member of the Finance Committee may serve on the Audit Committee~~ may serve on the Corporation's Finance Committee. The Audit Committee's principal responsibilities are to see that appropriate accounting policies and internal protocols are established and followed, and that the Corporation is issued financial statements and reports on time. The Audit Committee shall select a certified public accounting firm to audit and examine the books of the Corporation on an annual basis. Said accounting firm shall not have conflicts of interest with the Corporation and shall not have representation on the Board. The Audit Committee shall report on the examination of the books and the financial condition of the Corporation upon completion of the financial statements and audited reports. Audits shall commence no later than thirty (30) days from the closing of the books for the fiscal year. The completed audit shall be presented to the Board no later than ninety (90) days from the beginning of the audit.

4. Governance/~~Nominating~~ Committee

The Governance Committee provides oversight and guidance for the Board of Directors to ensure effective engagement, succession, diversity and equity among the members serving on the Board of Directors and committees.

The Chair of Governance Committee shall be a current Board member in good standing. The Governance Committee may include non-Board members who have previously served on the Board.

The Governance Committee shall have the responsibility for vetting prospective members of the Board, recommending the names of persons that should be considered for Board vacancies, and for recommending to the Board a slate of Directors. In the event of a vacancy in the position of a Director or Board Officer, the Governance Committee shall produce a list of candidates to the Board to fill such vacancy.

The Governance Committee shall conduct an orientation session for new Board members to ensure that they understand their duties and the Corporation's operating procedures.

The Governance Committee shall make an annual review of the Directors' adherence to the requirements for attendance, contribution, support and involvement with the Corporation, and shall report the general findings of such review to the Board.

The Governance Committee is responsible for initiating and assisting the Board Chair with the CEO's annual performance review, initiating and overseeing individual Board member performance reviews, and assisting the Chair-Elect with the Board's annual planning meeting.

The Governance Committee is also responsible for updating the By-Laws as and when needed and initiating the quinquennial strategic planning process in conjunction with the Board Officers, Committee Chairs, and Employee Officers.

~~The Governance/Nominating Committee shall conduct an orientation session for new Board members to ensure that they understand their duties and the Corporation's operating~~

~~procedures. This Committee is responsible for initiating the Chief Executive's annual performance review, individual Board member performance reviews, and assists the Chair-Elect with the Board's annual planning meeting. This Committee is also responsible for updating the By-Laws, training and development issues and strategic planning. The Governance/Nominating Committee advises the Board in connection with issues arising with respect to persons nominated to be members of the Board or to be elected as Officers. The Governance/Nominating Committee shall make an annual review of the Directors' adherence to the requirements for attendance, contribution, support and involvement with the Corporation. The Governance/Nominating Committee shall have the responsibility for obtaining prospective members for the Board and for recommending those to be elected as Board Officers. In the event of a vacancy in the position of a Director or Board Officer, the Governance/Nominating Committee shall produce a list of candidates to fill such vacancy.~~

5. Marketing Committee

The Marketing Committee is responsible for overseeing the overall direction, coordination, and oversight of the Corporation's brand and image. The Marketing Committee shall work with the employees of the Corporation to strategically, and in a cohesive manner, promote the Corporation as a whole in order to increase the Corporation's visibility and stature within the community. The Marketing Committee may include non-Board members, but must have a Board member as the chair.

6. Public Policy and Advocacy Committee

The Public Policy and Advocacy Committee is charged by the Board to review public policy, make recommendations, and suggest strategies for addressing these issues. Specifically, the Public Policy and Advocacy Committee is responsible for: researching and identifying key priority issues that impact the Corporation's clients and that align with the Corporation's mission; developing, reviewing, and approving the Corporation's annual public policy agenda (state and federal); developing strategies to advocate the public policy agenda and any other key priority issues; cultivating and maintaining relationships with stakeholders and elected officials at all levels of government from all political parties and affiliations; and increasing the understanding of the Corporation's Board members and employees regarding the benefits of public policy engagement and advocacy, and educating them on what and how the Corporation is permitted to advocate. The Public Policy and Advocacy Committee may include non-Board members, but must have a Board member as the chair.

c. Ad-hoc Committees

Ad-hoc committees are to be created when there is a specific need for a committee that cannot be fulfilled by the actual standing committees. The creation of an ad-hoc committee may be suggested by any Director of the Board and must be approved by a majority of the ~~Board~~Executive Committee. The Board Chair may create and appoint members to ad-hoc committees and task forces as he/she/they deems appropriate. Such ad-hoc committees and task forces shall have the powers and duties designated by the Board, and shall give advice and make

non-binding recommendations to the Board. These committees may include non-Board members, but must have a Board member as the chair.

ARTICLE IX: CHECKS, NOTES, AND DRAFTS

For accounting purposes, the Corporation shall maintain a minimum of one operating account. All checks, notes, and drafts made from the operating account, or from any other account maintained by the Corporation, in an amount greater than of \$510,000.00 or greater must be signed jointly by the ~~Chief Executive~~CEO, and a Board ~~member~~Officer with signature authority following approval by a majority vote of the Board. All checks, notes, and drafts for less than \$510,000.00 may be signed the ~~Chief Executive~~CEO, and/or a duly authorized Board Officer and do not require separate Board approval.

ARTICLE X: CONTRACTS

Any purchase, expenditure, or contract by which the Corporation undertakes an obligation ~~Major Purchases and/or Major Contracts are those that are equal to or greater than \$510,000.00, and which is not specifically identified in the annual budget, or more~~ shall be deemed a “Major Purchase” and/or “Major Contract”, ~~and a Major Purchases and Major Contracts do not include budget items for fundraising events, monthly maintenance or program services relating to the program’s grant budget.~~ All Major Purchases and/or Major Contracts must be specifically authorized by a majority vote of the Board.

ARTICLE XI: BY-LAWS

~~Any amendment to the By-Laws shall be approved by two thirds of the Directors.~~ Amendments to the By-Laws shall be ~~drafted~~prepared by the Governance/~~Nominating~~ Committee. The Board shall be given a redlined version of the proposed amended By-Laws no less than at least twenty days notice prior to the presentation of any such amendments to the By-Laws for consideration by the Board for approval. ~~An affirmative vote of two-thirds (2/3) of the total number of Directors then voting shall be required before any amendment(s) to the By-Laws shall be deemed approved.~~

ARTICLE XII: NON PROFIT ORGANIZATION

This Corporation is not organized for pecuniary profit. It shall not have any power to issue certificates or stocks or to declare dividends, and no part of its income shall inure to the benefit of any Member, Director, Board Officer, Employee Officer, or individual (notwithstanding any salary paid to any employee of the Corporation, or any benefit incident to employment paid on behalf of, or for the benefit of, an employee of the Corporation).

ARTICLE XIII: EMPLOYEES OF THE CORPORATION

All paid employees of the Corporation (except for the ~~Chief Executive~~CEO and ~~Chief Financial Officer~~) shall be selected by the ~~Chief Executive~~CEO, consistent with the policies

outlined in the Corporation's Policies and Procedures Manual, as it may be amended from time to time.

ARTICLE XIV: GRIEVANCE PROCESS

Grievance procedures are described in the Corporation's Employee Manual. The Board shall maintain a personnel and grievance policy, and may from time to time move to amend it. Should the employees, clients, and/or vendors of the Corporation believe that a decision affecting them is unjust or inequitable, they shall have a forum in which to appeal to the Board and/or Executive Committee. As provided by the Corporation's policies and procedures, the grievant must exhaust all administrative measures first and such request must be in writing. The Board's decision shall be considered final.

ARTICLE XV: CONFIDENTIALITY

~~Board members, and Committee members, and employees of the Corporation~~ Directors and employees of the Corporation shall be bound to the strictest confidence, both during and after their term with the Corporation, regarding all matters having to do with the Corporation's Board and the business conducted therein.

ARTICLE XVI: RULES OF ORDER

In case of doubt or conflict, ~~the Robert's Rules of Order shall be consulted,~~ and its recommendation adopted.

ARTICLE XVII: INDEMNIFICATION

The Corporation's Directors and Board Officers ~~of the Corporation~~ shall be indemnified as of right to the fullest extent now or hereafter permitted by law in connection with any actual or threatened civil, criminal, administrative, or investigative action, suit, or proceeding (whether brought by, or in the name of, the Corporation or otherwise) within the course, ~~and~~ scope, and/or arising out of their service to the Corporation or to another organization at the Corporation's request.

HUF Board & Committee Member Background Information Form

Please complete the following information if you are interested in being considered for board or committee membership at Hispanic Unity of Florida Inc. (HUF).

About HUF's Volunteer Leadership:

HUF's work is guided by a group of 17-21 volunteer board members and nearly a dozen additional board committee volunteers. HUF's board is what is known as a "working board."

HUF's most effective board members share these characteristics:

- They make it a priority to deepen their understanding of HUF's work so that they can then provide the best guidance on strategic decisions.
- They exhibit strong leadership outside the boardroom and engage in fundraising, advocacy and broad community outreach.
- They live and support a culture of inclusiveness and live HUF's values.
- They know and fulfill their unique – and critically important – roles and responsibilities.
- They cultivate a culture of trust, respect and mutual accountability within the board.

Email *

elsabittar@gmail.com

Untitled Title

Date Completing Form *

MM DD YYYY

11 / 16 / 2021

I am interested in serving as a volunteer leader with HUF (either on its Board of Directors or on one of its committees) because: *

I have a passion for contributing to the success of people with an emphasis on women, children and immigrants. I identify myself with the Hispanic Unity mission as it embodies a lot of my personal history and values.

First Name *

Elsa

Last Name *

Bittar

Primary Affiliation/Organization *

J.p. morgan Chase

Additional Affiliation(s)/Organization(s)

Mailing Address *

5083 sw 163rd ave

City, State and Zip Code *

Miramar FL 33027

Phone Number *

6469455700

Age *

36 to 45



Gender *

Female



Professional Background *

- For-profit Organization
- Non-profit Organizazzion
- Government (Local, State)
- Government (Federal, Foreign)
- Other:

Previous HUF Relationship

- Current or Previous Volunteer
- Current or Previous Donor
- Current or Previous Committee Member
- Other: referred by board lead

Expertise/Special Skills (Check all that apply) *

- Accounting /CPA
- Business
- Strategic planning
- Management
- Marketing/Public Relations/Media expertise
- Nonprofit Board governance experience
- Non-profit management experience
- Banking/Financial Services
- Information Technology
- Legal/Compliance
- Risk Management
- Human Resources
- Public Policy/Advocacy/Government Relations experience
- Investment and Asset Management experience
- Other:

Other board service/board training

Assessment of level of interest in serving *

1 2 3 4 5

Very Interested Not Interested at All

Available Time and Commitment to serve *

How much time/commitment are you able to share with HUF? Please consider travel & current commitments.

1 2 3 4 5

High Level of Time & Commitment Low Level of Time & Commitment

Assessment Fundraising Potential *

Assessment of giving & getting potential

1 2 3 4 5

High Level of Fundraising Low Level of Fundraising

Referral or Connection Source

First and Last Name of individual you have a connection to at HUF.

.....

From: [Alvarez, Maritza H](#)
To: [Felipe Pinzon](#)
Subject: Elsa Bittar Summary
Date: Friday, January 7, 2022 10:52:39 AM
Attachments: [image001.png](#)
[Elsa Bittar Interview.pdf](#)

Hi Felipe,

I hope this format works for what you need to present to the Board. Below you'll find a summary of key points that we discussed today related to Elsa Bittar's interview. I am also including the interview "questions and answers" in case you need them for your records or need additional information to share with the Board.

Interview summary

Interviewee: **Elsa Bittar**

Interviewer: **Maritza Alvarez**

Interview Date: **1/5/22**

Board experience: **None**

Back Ground: **Director of Wealth (oversees a team of 28 representatives)**

Experience: **Finance, Economics & Strategic Planning**

Interest: **As a volunteer- Would like to contribute to a financial literacy program.**

As a board member- Would like to interview and sit in the different committees before she decides the committee of interest.

Time Commitment: **2-3 hours a week**

Conversation Synopsis:

Elsa first heard of HUF through a family friend who was sharing her own testimony about HUF.

From her own life experience, she understands the struggle of moving to a foreign country and having to face obstacles/barriers related to language, work, education, etc. She wants to be able to give back with an organization that she feels connected to the mission and she does with HUF. She wished when her mother first arrived to this country she would have had access to similar resources such as the ones that are provided by HUF.

Recommendation:

The governance committee recommends to move forward in appointing Elsa Bittar as a Board member.

Let me know if this is what you are looking for.

Maritza Alvarez | Vice President of



Memorial Neuroscience Institute

Office: 954-265-5130 | Cell: 305-742-3434

malvarez@mhs.net | mhs.net

Hispanic Unity of Florida
Prospective Board Member Interview Questions

NAME: Elsa Bittar

DATE: 1/5/22

Interviewed by: Maritza Alvarez

1. Why do you want to sit on this board?

"It's what I wish my mom would have had when she came to this country by herself" Wants to participate in a board that she feels connected to the mission.

2. What is it about our mission/vision that attracts you?

Alluded to the importance of having resources that help people (women) become independent and no longer in distress.

3. What do you see bringing to this board that will make you a good director and why?

"I have a strong background in finance & economics, in my current role I focus on strategic planning."

4. What do you think is the most important job of a board director and why?

"To provide guidance with planning and assist in executing strategies to reach the organization's vision."

5. Tell me what you've learned from the boards with which you've previously been involved. (If you've never served on a board before, tell me what you've learned in any other setting that required you to work as part of a team.)

Has limited to no experience serving on the board.

6. How do you handle a situation in which everyone else seems gung ho to proceed with a project with which you see problems ahead?

"Focus on the facts, make sure I've done my research and bring the facts that will back up my point of view."

7. What are some of your favorite questions to determine whether a project is worth pursuing?

Questions would be geared around data and analytics that will help determine if worth pursuing

8. What information do you like to have before making go/no-go decisions?

Again, response was geared towards focusing on data and analytics that will, "without cloudy emotions" leads towards the "go" or "no go" decision.

9. How would you deal with a situation in which...? (One example might be, you heard the treasurer announce an anticipated deficit in excess of \$50,000.)

NA

10. What would you tell your friends and family about our organization?

First learned about HUF through a friend that had taken advantage of the resources provided by HUF. Her friend shared her testimony with another family member as she was trying to get her to pursue assistance from HUF as well.

11. How much time can you give to us?

"I would like to contribute to financial literacy program if possible"

"I can contribute 2-3 hours per week"

(She is currently the Director of Wealth and oversee 28 employees)

12. What motivates you as a volunteer?

"It is part of living with a purpose, to be able to give back to your community"

13. What are your personal dreams or aspirations that could be enhanced by service on our board?

na

14. What professional or personal constraints on your time or service might you anticipate?

She anticipates only Nov-Dec. fourth quarter/year end to be the most challenging for her to participate because the demand but it is workable.

Secondary Questions – Optional

Tell me about the accomplishments that you are most proud of as a board member.

What should be the top priority for you as a new board member? Understanding the scope of the organization, prioritize, plans in place and the organizations vision.

What is your leadership style?

How do you define a successful board?

What things have frustrated you on other boards?

How would your other board members describe you?

What committees would you like to serve in? Would like to explore the different committees before deciding. Not sure yet

Interviewer Summary

Key Considerations:

To be shared and discussed at Governance Committee

1. **What unique or needed skill sets does individual bring to board? (Special skills, fundraising ability, access, funding, etc.)**

She has a background in finance, economics, leadership, strategic planning

2. **Does the individual have the passion for our mission?** Yes

3. **Does the individual have the time and commitment to serve?** she is willing to commit 3 hours a week

4. **What diversity does this individual bring to board? (Age, background, nationality, perspective, geography?)**

5. **Does this individual have the potential to be Chair of HUF in the future? (Consensus builder, previous board OFFICER experience, management experience)**

She has never formally participating in a board before, this would be her first time and would need some grooming.

6. **Does someone on the board know this person? Her/his recommendation?**

Recommendation: Yes Or No for board membership? Yes, with some hesitation

If yes, what committee will she/he serve on?

Assigned Mentor: _____

**Hispanic Unity of Florida
Board of Directors Meeting
MINUTES
Tuesday, December 7, 2021**

Call to Order/ Roll Call

Began at 4:04pm.

Chair Welcome

Special Recognition: Steve Sampier has been a board member with HUF for 16 years, he was Chair of the board for two years. Has Chaired the Finance, Governance and Program committees. He has been a generous donor to HUF and part of several key initiatives and projects. John Guerrero thanked Steve for all his time, friendship and professional mentorship.

John Guerrero thanked the board for their contributions to the U4K for Thanksgiving meals and Christmas gifts for the children and their siblings.

Shani Wilson reminded all Board members of the January 13th special event at JM Family Lexus.

Mission & Updates

Data Management System: Felipe Pinzon and Juliana Esguerra shared HUF does not have a centralized database system, the advantages of having one and the process the agency went through to identify/choose a database vendor. They also shared Webauthor was chose as vendor and the annual costs which are going to be included in the 2022 budget.

COVID 19 Policy Update: Felipe Pinzon shared nothing has changed with our existing policy. We are recommending staff to get vaccinated, and masks must be worn at work. No mandatory weekly testing yet for unvaccinated staff members.

Leadership Transition: Felipe Pinzon shared all transition key goals and tasks set in 2021 were completed. Felipe thanked the transition committee for their feedback and aid. He also thanked Josie for her mentorship and advice. John congratulated Felipe and thanked Josie for all her hard work.

End of Year Campaign: Shani Wilson shared the theme of this year's end of year campaign is "HUF is Moving Forward". Provided an update on the peer to peer giving pages and scripts to help us raise funding. Shani also invited board members to share with their friends, family, and colleagues via email, social media, and in-person.

Next year, HUF is launching a **\$1M capital campaign** to increase capacity. With these funds, HUF intends to make much needed investments in technology, operations, and human resources to better clients.

Governance Committee

Board Members Resignations: Deborah Pena has resigned from Board and Finance committee. Jorge DeApodaca also resigned from the Board and the Governance committee. John shared we have a great succession plan which will fill the gaps.

Josie Bacallao: Board Member Emeritus: Steve Sampier shared Josie was board member from 1997 to 2003 and served as Chair for 2.5 years (1999-2001). Josie led and organized Hispanic Fest, HUF Gala and strategic plan, revised the bylaws and created the Governance committee. She then became CEO in 2004. Dan Schevis shared she has touched so many lives and brought HUF to what it is today.

- **Motion:** *Steve Sampier motioned to add Josie Bacallao to list of HUF Board member Emeritus. A second was made by Dan Schevis. Motion passed.*

John shared this is his last board meeting as Chair, he thanked everyone for allowing him to serve. This organization and board is unlike any other. Thank you for all of the support, he will stay on as Past-Chair. Josie thanked John for all of his guidance this past transitional year.

Consent Agenda—Presented by John Guerrero

- **Motion:** Steve Sampier motioned to accept the consent agenda. A second was made by Lisette Rodriguez. Motion passed.

Meeting adjourned at 5:03pm.

Hispanic Unity of Florida
Finance Committee Minutes
December 16, 2021

Attended Via Zoom:

7 Members Present: Scott Karlen, John Guerrero, Emma Pfister, Lisette Rodriguez, Alejandro Alvarez Loscher, Arnold Nazur, and Myrna Monserrat

2 Members Excused: Rodney Bacher and Chuck Tatelbaum

8 Non-Voting Members Present: Christina Paradowski, Chuck McGuire, Andres Connell, Felipe Pinzon, Felina Rosales-Furer, Josie Bacallao, Virginia Cielo, and Shani Wilson

Open the Meeting

By Lisette Rodriguez at 8:32am

Lisette Rodriguez shared Chuck McGuire's last day is December 21, 2021. He has accepted a position at ARC.

Programs Update. Presented by Andres Connell

Andres shared that all programs are stable. CWF has improved and is in the process of hiring two additional personnel. Citizenship expansion has encountered a few hiccups but is on track to open in Miami-Dade on January 3, 2022. CSC awarded all providers additional dollars to make up a loss in admin fees due to COVID-19 for the 20-21 contracts. HUF's portion was \$69k.

October 2021 Financial Statements. Presented by Chuck McGuire

Chuck McGuire shared we had an operating gain of \$21k. Development and Programs are ahead year of date. Cash is up \$42k. We have paid down our line of credit which is down to \$11k.

Hispanic Unity of Florida, Inc.

Notes to Financials

October 31, 2021

UNR Net Assets

Reconciliation of UNR Net Assets:

1 Gain/(Loss) From Program Operations	740,846
2 Gain/(Loss) from Support Services	<u>(621,302)</u>
Inc(Dec) in UNR Net Assets	<u>\$ 119,544</u> Operating Gain

The year to date projected gain was \$127K. Our year-to-date actual was \$119K which was an unfavorable variance of (\$8K).

- 1) Development YTD is ahead of budget by \$21K.
- 2) Programs YTD had an favorable variance of \$130K.
- 3) Admin YTD had an unfavorable budget variance of (\$159K).

Programs:

Program's total contribution to date toward administrative and shared fixed costs to the agency totals \$1.25M.

Development:

The Development area contributed \$300K toward administrative and shared fixed costs to the agency.

Cash

Year to date cash decreased by (\$211K) as a result of the following activities:

\$ (335,901)	Inc/(Dec) in Net Assets
<u>378,216</u>	Adjustments to reconcile increase (decrease) in net assets
42,315	Net cash provided (consumed) by operating activities
(39,527)	Investing Activities
<u>(213,401)</u>	Financing Activities
\$ (210,613)	Inc/(Dec) in Cash

Motion

Arnold Nazur motioned to approve the October 2021 financial statement. A second was made by Scott Karlen. Motion passed.

Development Update. Presented by Shani Wilson

Our budget for 2021 is \$6.9M.

At the beginning of the year, we were tasked with raising more than \$1.5M, including \$465k for unrestricted funding and \$1.1M in grant funding. With our 2021 reprojections we will end the year in the black. We have another \$60k left to raise this year.

We are always looking for new funders and waiting for new grant approvals. Currently HUF has \$116M in pending proposals. We have secured \$5.5Min funding for 2022. We have launched our end of year campaign on November 30th (Giving Tuesday) for raising our unrestricted funds.

The Capital "Mission" Campaign goal is to raise \$1M to invest in staff, technology and operational infrastructure.

Cellphone Policy T101. Presented by Josie Bacallao

Josie stated that we have 18 Americorps members now. 11 of those new staffers will be helping our clients. Our Outlook 365 asks for a 2-authentication part security code. They will use their phone to get the "code" but be using laptop issued by HUF and get calls by Nextiva phone system.

Arnold Nazur asked what happens when these laptops get returned to be scanned for viruses? Josie responded explaining that the Americorps users have a special icon to login to and their own server. There are 3 virus scanners, internet restrictions and laptops will be scanned by WHIT when returned.

Motion

Arnold Nazur motioned to approve the cellphone policy T101. A second was made by Scott Karlen. Motion passed.

Budget Timeline. Presented by Virginia Cielo

We are on schedule on all areas. We have a first draft and list of items that need to be resolved by second meeting Friday. At the January meeting this committee will vote on the budget. The Board of Directors will vote on the 2022 budget at February meeting.

Signatory Resolution. Presented by Lisette Rodriguez

Several areas for discussion were noted by Lisette. No checking signing ability with CEO but only for contracts. CEO and board member can together sign for a check over \$10k. There was discussion about giving the grants compliance officer the authorization to sign under \$5k. We have about 170 checks to be signed monthly and we have emergency checks to be signed every so often. The CEO, CFO and COO can sign checks currently. This was brought about because a funder required a resolution regarding "Felipe's signature" to allow Felipe to sign and give Andres Connell authority to sign contracts. Christina Paradowski will evaluate and solve ensuring that the Bylaws are harmonious with the resolution policy.

The policy will be evaluated at the next meeting with the updates.

HISPANIC UNITY OF FLORIDA, INC.

FINANCIAL STATEMENTS

**FOR THE TEN MONTHS ENDED OCTOBER 31, 2021
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2020)**

Reviewed by: C McGuire on 12/3/2021

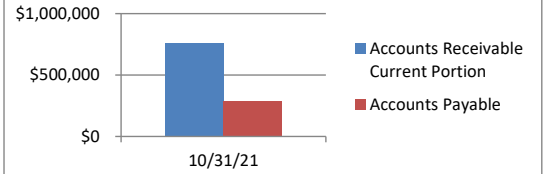
Reviewed by: V Cielo on 12/6/21

October 31, 2021 Dashboard

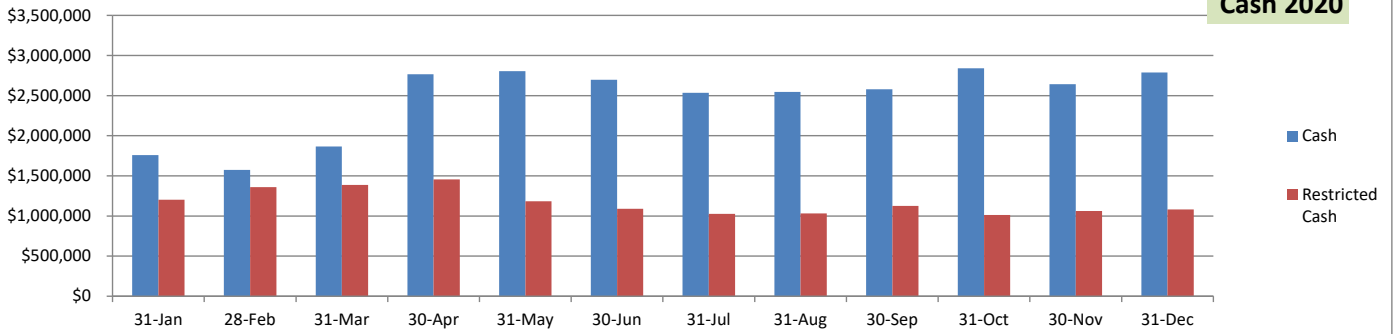
Revenue YTD Compared to Previous YTD

10/31/21			
	Revenue YTD as of 10/31/2021	Revenue YTD as of 10/31/2020	Year Over Year Chng
Unrestricted Revenue	\$5,603,614	\$4,928,752	\$674,862
Restricted Revenue	(\$455,445)	(\$279,090)	(\$176,355)
Total Revenue	\$5,148,169	\$4,649,662	\$498,507

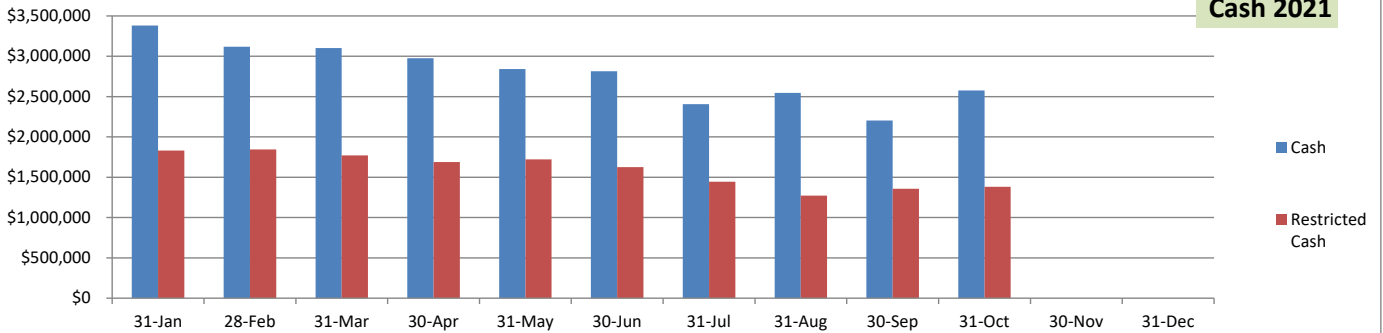
Accounts Receivable Vs Payables October 31, 2021



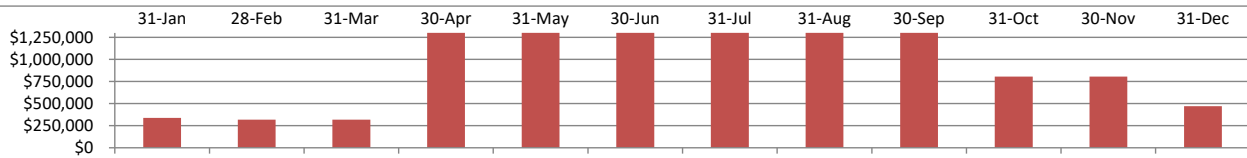
Cash 2020



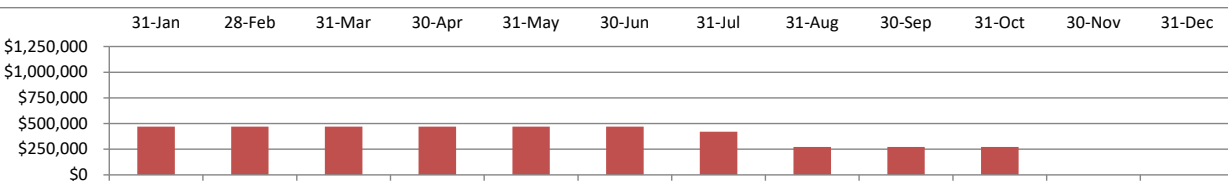
Cash 2021



PPP Loan and Line of Credit Usage 2020



Line of Credit Usage 2021



HISPANIC UNITY OF FLORIDA, INC.
STATEMENT OF FINANCIAL POSITION
FOR THE TEN MONTHS ENDED OCTOBER 31, 2021
(WITH COMPARATIVE TOTALS AS OF DECEMBER 31, 2020)

<u>ASSETS</u>	<u>2021</u>	<u>2020</u>	
Current Assets			
Cash	\$ 2,576,626	\$ 2,787,239	Cash Detail pg7; CashFlow pg6
Grants receivable	565,336	324,482	Schedule 1
Unconditional promises to give, net	197,725	634,947	Schedule 1 & 3
Prepaid expenses	<u>40,522</u>	<u>46,921</u>	
Total Current Assets	<u>3,380,209</u>	<u>3,793,589</u>	
Non-Current Assets			
Long term unconditional promises to give	104,966	79,966	Schedule 1 & 3
Property and equipment, net	1,317,805	1,398,046	
Deposits and Other Assets	<u>33,804</u>	<u>34,202</u>	
Total Non-Current Assets	<u>1,456,575</u>	<u>1,512,214</u>	
Total Assets	<u>\$ 4,836,784</u>	<u>\$ 5,305,803</u>	
 <u>LIABILITIES AND NET ASSETS</u>			
Current Liabilities			
Accounts payable and accrued expenses	\$ 291,511	\$ 211,227	Schedule 2
Mortgages payable, current portion	17,666	17,667	
Lines of credit	<u>271,339</u>	<u>470,065</u>	
Total Current Liabilities	<u>580,516</u>	<u>698,959</u>	
Noncurrent Liabilities			
Mortgages payable, net of current portion	<u>761,050</u>	<u>775,725</u>	
Total Non-Current Liabilities	<u>761,050</u>	<u>775,725</u>	
Total Liabilities	<u>1,341,566</u>	<u>1,474,684</u>	
Net Assets			
Without Donor Restrictions	1,869,854	1,750,310	119,544
With Donor Restrictions	<u>1,625,364</u>	<u>2,080,809</u>	<u>(455,445)</u>
			(335,901)
Total Net Assets	<u>3,495,218</u>	<u>3,831,119</u>	
Total Liabilities and Net Assets	<u>\$ 4,836,784</u>	<u>\$ 5,305,803</u>	
Gain from Program Operations	740,846		
Gain from Support Services	(621,302)		
Increase (Decrease)	119,544		

HISPANIC UNITY OF FLORIDA, INC.
STATEMENT OF ACTIVITIES
FOR THE TEN MONTHS ENDED OCTOBER 31, 2021
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2020)

	2021			2020
	Without Donor Restrictions	With Donor Restrictions	Total	Total
Revenues and Other Support:				
Contributions	\$ 206,351	\$ 2,015,205	\$ 2,221,556	\$ 1,909,844
Special events	22,000	-	22,000	51,450
Grants from governmental agencies	2,551,280	-	2,551,280	2,412,056
Other grants and fees	172,267	-	172,267	1,089,985
Miscellaneous	-	181,067	181,067	199,573
Donations, in-kind	-	-	-	81,816
Net assets released from restrictions:				
Satisfaction of time restrictions	455,445	(455,445)	-	-
Satisfaction of program and purpose restrictions	2,196,272	(2,196,272)	-	-
Total Revenues and Other Support	<u>5,603,614</u>	<u>(455,445)</u>	<u>5,148,169</u>	<u>5,744,724</u>
Expenses (Functional)				
Program services	4,968,289	-	4,968,289	5,101,540
Management and general	490,995	-	490,995	504,166
Fundraising	24,786	-	24,786	25,451
Total Expenses	<u>5,484,070</u>	<u>-</u>	<u>5,484,070</u>	<u>5,631,157</u>
Change in Net Assets	<u>119,544</u>	<u>(455,445)</u>	<u>(335,901)</u>	<u>113,567</u>
Net Assets - Beginning of Year	<u>1,750,310</u>	<u>2,080,809</u>	<u>3,831,119</u>	<u>3,717,550</u>
Net Assets - End of Year	<u>\$ 1,869,854</u>	<u>\$ 1,625,364</u>	<u>\$ 3,495,218</u>	<u>\$ 3,831,117</u>

HISPANIC UNITY OF FLORIDA, INC.
STATEMENT OF CASH FLOWS
FOR THE TEN MONTHS ENDED OCTOBER 31, 2021
(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2020)

	<u>2021</u>	<u>2020</u>
Cash Flows from Operating Activities		
Increase (decrease) in net assets	\$ (335,901)	\$ 113,567
Adjustments to reconcile increase (decrease) in net assets to cash provided by operating activities:		
Depreciation	120,167	127,623
Changes in assets and liabilities		
(Increase) decrease in grants receivable	(240,855)	42,101
(Increase) decrease in unconditional promises to give	412,222	811,217
(Increase) decrease in prepaid expenses	6,398	19,616
(Increase) decrease in security deposits and other assets	-	478
Increase (decrease) in accounts payable and accrued expenses	<u>80,284</u>	<u>(86,139)</u>
Total adjustments	<u>378,216</u>	<u>914,896</u>
Net Cash Provided by Operating Activities	<u>42,315</u>	<u>1,028,463</u>
Cash Flows from Investing Activities		
Acquisition of property and equipment, net of retirements	<u>(39,527)</u>	<u>(128,065)</u>
Net Cash (Used In) Investing Activities	<u>(39,527)</u>	<u>(128,065)</u>
Cash Flows from Financing Activities		
Net Advance (Repayment) of LOC	(198,727)	92,345
Borrowing (Repayment) of mortgage	<u>(14,674)</u>	<u>(16,611)</u>
Net Cash Provided by Financing Activities	<u>(213,401)</u>	<u>75,734</u>
Increase (decrease) in Cash	(210,613)	976,132
Cash - Beginning of Year	<u>2,787,239</u>	<u>1,811,107</u>
Cash - End of Year	<u>\$ 2,576,626</u>	<u>\$ 2,787,239</u>

HISPANIC UNITY OF FLORIDA, INC.

STATEMENT OF ACTIVITIES - TOTAL

FOR THE TEN MONTHS ENDED OCTOBER 31, 2021

	Month Actual	Month Budget	Over (Under)	Year to Date Actual	Year to Date Budget	Over (Under)	
Revenues							
Donations - UNR	\$ 1,189	\$ 18,809	\$ (17,620)	\$ 206,351	\$ 188,084	\$ 18,267	No significant awards.
Donations - TR	105,250	27,124	78,126	2,015,205	1,088,749	926,456	Made up of Awards from: Citi for \$50K, Bank of America for \$50K, Immigrant Legal for \$4K, and American Heart Assoc. for \$1K
Satisfaction of Restrictions	151,249	153,104	(1,855)	455,446	1,227,997	(772,551)	Diff of \$154K is Favorable versus when added to Donations-TR
Fundraising Events	\$ -	1,667	(1,667)	22,000	16,667	5,333	
Grant Income	225,790	316,843	(91,053)	2,723,545	3,197,381	(473,836)	Program billing was down as revenues were based on the original approved budgets. CSC accounts for most of the difference. CSC (\$450K); CWF (\$122K); All Others \$98K = (\$474K). Meeting the full contracts was not expected and offset in expense area to account for the projected difference due to COVID..
Interest Income	14	299	(285)	4,530	2,990	1,540	Includes a dividend from Amtrust for \$3.6K; otherwise, rates are extremely low 0.01% on Money Market Funds
Rental Income	4,437	4,383	54	43,721	43,829	(108)	
Voluntary Pre-K	3,660	1,833	1,827	4,108	18,333	(14,225)	
Fees & Miscell Income	17,627	12,000	5,627	128,708	120,000	8,708	Civic Engagement fees fell behind (\$15K) and VPK Tuition was behind (\$7K), but received: rebate for \$17K on Unemployment Tax, Rebate from Florida Blue for \$2k, Chase Cash Rewards for \$8K, Ehome HUD miscellaneous fees of \$4K.
Total Revenues	509,216	536,062	(26,846)	5,603,614	5,904,030	(300,416)	
Expenses							
Salaries and benefits	396,372	427,538	(31,166)	3,959,497	4,279,961	(320,464)	Underage offsetting revenues.
Advertising	205	976	(771)	13,219	9,758	3,461	
Bank service charges	1,317	825	492	12,862	8,250	4,612	
Building repairs/maint	13,053	19,186	(6,133)	163,269	191,860	(28,591)	
Depreciation	12,415	11,844	571	120,167	118,418	1,749	
Dues Subscriptions	1,068	1,455	(387)	19,289	14,542	4,747	
Information Technology	7,640	13,813	(6,173)	86,707	137,577	(50,870)	Underage offsetting revenues
Insurance	5,496	4,665	831	50,757	46,654	4,103	
Interest expense	4,248	4,813	(565)	47,282	48,127	(845)	
Licenses and permits	0	113	(113)	2,526	1,125	1,401	
Mileage reimbursement	1,180	2,357	(1,177)	6,214	24,368	(18,154)	
Miscellaneous	5	(23)	28	259	(18)	277	
Office expense	6,120	3,701	2,419	36,347	37,005	(658)	
Postage and shipping	164	610	(446)	2,645	6,088	(3,443)	
Printing	7,185	4,577	2,608	38,295	44,860	(6,565)	
Professional fees	20,638	18,547	2,091	302,012	189,777	112,235	Over budget includes: \$62K in Moran Research Budget which was covered by grant but unbudgeted grant not received until 2021, \$40K in Recruitment Expense not budgeted, \$10K Underbudgeted for Hands on Broward.
Program expenses	31,042	51,703	(20,661)	438,041	476,896	(38,855)	Underage offsetting revenues
Public relations	395	292	103	2,529	2,917	(388)	
Rent	2,456	2,555	(99)	32,617	20,302	12,315	Did not budget for summer school rent, but this is covered in revenues as reimbursements.
Staff events/meetings	630	833	(203)	2,735	8,333	(5,598)	
Software	0	0	0	3,737	0	3,737	
Staff training and development	4,315	1,383	2,932	16,933	18,425	(1,492)	
Telephone	4,581	2,376	2,205	38,176	22,299	15,877	Costs are above budget because HUF has more staff and additional functional charges due to pandemic.
Telephone - Cell/HotSpots	6,303	4,879	1,424	62,555	47,288	15,267	Costs are above budget because HUF has more staff and they still need some hotspots since they are remote
Utilities	2,599	2,184	415	25,401	21,825	3,576	
<i>Worst Case-Admin Net Effect</i>		0	0				
Total Expenses	529,427	581,202	(51,775)	5,484,070	5,776,636	(292,566)	
Increase (Decrease) in UNR Assets	(\$ 20,211)	(\$ 45,140)	\$ 24,929	119,544	\$ 127,394	\$ (7,850)	
			Programs	\$ 740,846			
			Support	\$ (621,302)			
			Total	\$ 119,544			

TJMF Actual through October 31, 2021

TJMF* Capacity Building & Program Development Reserve Fund (the "Reserve Fund")

	Total To Date	
Citizenship Fundraising Match	\$ 25,000	
The Non-Profit Assistance Center	\$ 90,240	CPA - Finance Area
Incremental Salaries	\$ 122,898	Incremental Salary Increases through October 31, 2021
Incremental Salaries--Felipe	\$ 9,167	Incremental Salary Increases through October 31, 2021
Incremental Salaries--Andres	\$ 59,400	Incremental Salary Increases through October 31, 2021
Salary & Benefits--Miriam Serrano Front Desk	\$ 4,885	Salary for additional support at reception area
		Recruitor - Director Marketing, Assoc
National Executive before 2021	\$ 10,084	Director, CFO - Finance
National Executive VPP	\$ 5,673	VPP
Missing Link	\$ 12,825	Consultant - Human Resources
Other Spending	\$ 1,995	Other Spending
	\$ 342,166	Actual Through October 31, 2021
	\$ 157,834	Grant Balance as of Curr. Month End
Remaining Commitment Executive Search for VP of Programs	\$ 327	Remaining Commitment 2021
2021 Salaries - Committed Salary VC, NS & CM	\$ 2,102	Remaining Commitment 2021
2021 Salaries - ED	\$ 833	Remaining Commitment 2021
2021 Salaries - New VPP	\$ 23,933	Remaining Commitment 2021
Remaining 2021 Commitment	\$ 27,196	
Remaining Commitment Beginning Balance 2021	\$ 137,519	
Miriam Serrano	\$ 4,885	Salary for additional support at reception area
2021 Purchases	\$ 1,995	Dale Carnegie Training
Total 2021 Commitment remaining	\$ 130,639	Remaining Commitment
Total Spent & Committed as of October 31, 2021	\$ 500,000	
Original Budget (Must be spent by 2023)	500,000	
Remaining Dollars	\$ (0)	

Funds must be used by 2023

\$375,000 Mission / Opportunities	\$ 375,000	
The Non-Profit Assistance Center	\$ 90,240	CPA - Finance Area
Citizenship Fundraising Match	\$ 25,000.00	
		Recruitor - Director Marketing, Assoc
National Executive before 2021	\$ 10,084	Director, CFO - Finance
Executive Search for VP of Programs	\$ 5,673	
Program Salary Increase 2021 for ED	\$ 9,167	
Salary & Benefits New Program VP	\$ 59,400	
Salary & Benefits New Receptionist	\$ 4,885	
Missing Link and Other Dale Carnegie	\$ 14,820	Consultant - Human Resources
Spent	\$ 219,268	
	\$ 375,000.00	\$ -
Remaining Earmarked but not listed	\$ 137,518	
Executive Search for VP of Programs	\$ 327	Board Resolution 12-9-2020 Committed
Program Salary Increase 2021 for ED	\$ 833	Board Resolution 12-9-2020 Committed
Salary & Benefits New Program VP	\$ 23,933	Board Resolution 12-9-2020 Committed
Miriam Serrano	\$ 4,885	Salary for additional support at reception area
2021 Purchases	\$ 1,995	Dale Carnegie Training
Total Commitment remaining	\$ 155,732	
\$125,000 capacity building	\$ 125,000	
Remaining 2021 Commitment	\$ 2,102	Committed Salaries not yet spent
Incremental Salaries	\$ 122,898	Incremental Salary Increases Spent
	\$ 125,000	
		Uncommitted Balance
Balance	\$ 500,000	\$ 500,000
		\$ 0

Hispanic Unity of Florida
Marketing Committee
Meeting
MINUTES
Thursday, December 9, 2021

Present: Maguana Jean, Boris Espinoza, Ana Arguello, Chris Dongo, Eduardo Bello, Lesli Cartaya-Franco, Christina Paradowski, Francisco Rivera, Felina Furer, Shani Wilson & Kathy Gallego

Excused: Josie Bacallao, Henry Rojas and Felipe Pinzon

Call to Order/ Roll Call

Began at 9:00am

Welcome New Member: Boris Espinoza

He works for Citi Bank and was looking for a nonprofit to join to be a part of and be closely involved with. From El Salvador came to US, NYC when he was 9 years old. He has children and wants them to understand the community around them. He wants to add value to the committee and the board.

Approve Minutes from November 10, 2021

Motion

Maguana Jean motioned to accept November 2021 minutes. A second was made by Francisco Rivera. Motion passed.

Review Meeting Dates for 2022—Kathy Gallego

Discussed the dates for 2022, no meeting in July and August. We now meet the 2nd Thursday of every month at 9am.

Transition Plan—Presented by Maguana Jean

- 47 staffers responded out of 72. 100% of the participants were aware of the transition. It was determined that more communication was needed to clearly state where staff can find information regarding the transition. About half of staff was not aware of the one-on-one meetings Felipe that will begin in 2022. We will continue to inform staff of transition and schedule the one on one's. Lesli Cartaya-Franco suggested having Director's meeting with their teams about the transition to bring further create awareness.
- Review Transition Plan Status
All the major goals were accomplished. The next staff survey will be scheduled for end of January 2022. The three-part video series, from January through March, for Felipe are being recorded today. Ana Arguello asked if it was appropriate to continue to do the 5 top things to know about Felipe since the videos would have this information. Lesli Cartaya-Franco is working on the press release to be deploy in January and she is also working on having a media tour for 2022 with Felipe.
- Discuss Primer Message: Will discuss in January.

Adjourn

At 9:31am

Next Meeting: Thursday, January 13, 2022 @9am

**Hispanic Unity of Florida
Governance Committee Meeting
MINUTES
Friday, December 3, 2021**

Chair: Anthony Abbate

Attendance: Steve Sampier, Maritza Alvarez, Anthony Abbate, Maria Elena Ferrer, John Guerrero, Christina Paradowski, Felipe Pinzon, Josie Bacallao and Felina Furer

Excused: Lucia Rodriguez, Jorge DeApodaca, Maria Barnard and Angie Stone

Call to Order/ Roll Call

Meeting began at 9:00 AM

Committee Chair shared that Lucia Rodriguez and Jorge DeApodaca resigned from the Governance committee. He also shared that Lucia will focus on the Marketing committee and Jorge had also resigned from the Board of Directors effective January 1, 2022.

Approval of October and November 2021 Minutes

Motion

Maria Elena Ferrer motioned to accept October 2021 meeting minutes. A second was made by Christina Paradowski. Motion passed.

Maritza Alvarez motioned to accept the November 2021 meeting minutes. A second was made by Maria Elena Ferrer. Motion passed.

Recruitment, BoardLead—Elsa Bittar Application. Presented by Felipe Pinzon Felipe shared he interviewed Elsa a few months ago and that her background was in management and banking. He shared she is very busy young professional, turned in her application after due date and was hard to get a hold of. Maritza Alvarez agreed to interview Elsa Bittar to assess her level of interest in HUF and availability. Maritza will report back to the committee on this task in January 2020.

Felina Furer will move documents in Governance section of portal to the Google drive for Governance, after Tony creates.

Felina Furer will send all current committee members emails to Tony so he can set up Google drive. (DONE)

Tony Abbate shared the board member recruitment profile, which he will add to the Google drive and email to this committee. (DONE)

Bylaws Revisions. Presented by Christina Paradowski

The committee made several edits to the current Bylaws and agreed to continue to edit the Bylaws in January.

The committee will present to the Board of Directors all changes to the Bylaws on January 25, 2022.

BOD Equity, discussions for draft language for racial equity for board position(s).

Presented by Tony Abbate

Did not have time to discuss.

Other Business

The committee discussed the two open spots on the board in 2022 and agreed that Felipe, Christina and Tony should have a diversity discussion first.

Steve Sampier motioned to have Josie Bacallao nominated to become an Emeritus board member. A seconded was made by Tony Abbate. Motion passed.

Next Meeting: Friday, January 7, 2022 @9am

Hispanic Unity of Florida
Public Policy & Advocacy
Committee Meeting
MINUTES
Friday, December 10, 2021

Present: Dan Schevis Carolina Cardozo, Dr. Jeff Nasse, Dick Blattner, Andres Connell, Alejandro Gonzalez, Megan Turetsky, Christina Paradowski, Robby Holroyd, Otto Valenzuela, Felina Rosales-Furer and Josie Bacallao

Excused: Dr. Maria Bernard, Felipe Pinzon

Roll Call

Began at 9:02am

Approve November 2021 Minutes—Presented by Otto Valenzuela

Motion

Megan Turetsky motioned to accept the November minutes. A second was made by Alejandro Gonzalez. Motion passed.

HUF Visit to Tallahassee Update—Presented by Otto Valenzuela

Will be in Tallahassee for Broward Days 2022, January 18th & 19th. It is a “wait and see” approach as there is a lot going on with Federal health cross over etc. Florida may want to block and turn away fed dollars which we may need to advocate against. Josie Bacallao asked if there is anyone in particular HUF staffers should meet with in January, Megan Turetsky shared once the committee’s start meeting then there will most likely be a press conference and we would know who to pinpoint a visit with. Megan will share an email with who as soon as she knows. Incoming Speaker Reiner, his big initiative is 2Generational approach. Alejandro Gonzalez shared Chair Burton and Avila have a good relationship with United Way and they are happy to help. Otto Valenzuela is working with Senator Jones office in regards to the Working Floridians Tax Rebate (WFTR) bill. We will continue with our planning to Tallahassee with completed plan in January. Alejandro shared with his recent visit to Tallahassee with United Way there was lots of partner connection discussing KidCare, renters, Veteran issues and mental health. There will be a huge focus on redistricting in the 2022 session. It was asked about Covid precautions, there are not any but it is not frowned upon if you wear your mask.

Other Business

First meeting will be last Friday of the month due to Broward Days visit.

Alejandro is a contractor currently with United Way. He begins his new job next month with Miami Dade College. RSA consulting is working with United Way Broward currently until his position is replaced. United Way of Florida has a staffer but RSA is the lobbying firm that will tackle Florida-wide issues. Policy strategy is stronger statewide verses locally but UWay Broward will continue to work on local issues.

Farewell to Josie as it is her last PP&A meeting as she is retiring. Thank you to Josie for leading HUF to do advocacy work and taking on difficult community projects (BC community ID card, Children of Immigrant Families Coalition, etc). Josie thanked the committee and will continue to volunteer with advocacy work and encouraged us all “to get into good trouble”.

Adjourn

At 9:40am

Next Meeting: Friday, January 28, 2022 @9am

Hispanic Unity of Florida
Governance Committee Electronic Vote January 12, 2022

Approval of HUF December 2021 Minutes

	Committee Member	
1.	Steve Sampier	Y
2.	Anthony Abbate	Y
3.	Angie Stone	Y
4.	Melida Akiti	Y
5.	Maria Elena Ferrer	Y
6.	Christina Paradowski	Y
7.	Maritza Alvarez	Y
8.	Maria Barnard	Y
	Total	8

Approval of Board of Director Nomination, Elsa Bittar, JP Morgan/Chase, Inc

	Committee Member	
1.	Steve Sampier	Y
2.	Anthony Abbate	Y
3.	Angie Stone	Y
4.	Melida Akiti	Y
5.	Maria Elena Ferrer	Y
6.	Christina Paradowski	Y
7.	Maritza Alvarez	Y
8.	Maria Barnard	Y
	Total	8

Proposed Revised Bylaws (with redlines shown)-Attached

	Committee Member	
1.	Steve Sampier	N
2.	Anthony Abbate	Y
3.	Angie Stone	Y
4.	Melida Akiti	Y
5.	Maria Elena Ferrer	Y
6.	Christina Paradowski	Y
7.	Maritza Alvarez	Y
8.	Maria Barnard	Y
	Total	7 in favor 1 oppose 8 votes in total