

## Empowering a

 New Generation of Americans
## Meeting \#2 <br> Tuesday, February 15, 2022

Join Zoom Meeting
https://us06web.zoom.us///86348278582?pwd=T0ZELzg5YkJBeU52VnlaaU5MUnVxdz09
Meeting ID: 86348278582
Passcode: 731671


# Hispanic Unity of Florida 

## Board of Directors Meeting

AGENDA
Tuesday, February 15, 2022

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## We will start the meeting promptly at 4pm

1. $4: 00 \mathrm{pm}$
2. $4: 05$
3. $5: 10$
4. $5: 20$
5. $5: 25$

Call to Order/Roll Call

Chair Welcome and Presentations

- Welcome New Board Member: Elsa Bittar


## Mission \& Updates

Felipe Pinzon

- State of Hispanics and Immigrants in Broward County - click on link to open research study https://www.dropbox.com/s/biad56q8cwll66s/State\ of\ Hispanic\ and\ Immigrant\ Bro ward final.pdf?dl=0
- Help for the Helper Grant

Christina Paradowski \& Felina Furer

Christina Paradowski


Finance Committee

- 2022 Proposed Annual Budget
- Policy F122 Check Signers


## Lisette Rodriguez and Virginia Cielo

Action pgs. 3-19
Action pgs. 20-21

## Anthony Abbate and Christina Paradowski

Update pgs. 22-45

## Katherin Gallego and Lesli Franco

Information

- $40^{\text {th }}$ Anniversary

HUF's $40^{\text {th }}$ Anniversary Special Celebration Christina Paradowski
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 January 2021
pgs. 46-47
ii. Finance Committee Minutes January 2022
pgs. 48-50
iii. Marketing Committee Notes, January 2022
iv. Governance Committee Minutes, January 2022
pg. 51
pgs. 52-53
9. $5: 30 \mathrm{pm}$ Adjourn

Hispanic Unity of Florida
BOARD OF DIRECTORS ATTENDANCE MATRIX


UNITED WAY OF BROWARD COUNTY, INC.
Payee Hispanic Unity of Florida, Inc
Vendor ID HIS0060
Account\#:
12/20/2021





Felipe Pinzon
Executive Director
Hispanic Unity of Florida
5840 Johnson Street
Hollywood, FL 33021

## Dear Felipe:

With appreciation from the Children's Services Council of Broward County, Community Foundation of Broward, The Frederick A. DeLuca Foundation, Health Foundation of South Florida, The Jim Moran Foundation, and United Way of Broward County, your organization is receiving \$19,025.61 to reward you and your staff for your extraordinary work during the pandemic and throughout each year. Your organization is one of over 110 agencies representing more than 7,500 full and part-time staff that was awarded a grant for responding to the unprecedented demand for services during Covid-19.

## Grant Requirements:

- Funds must be spent on one of the following for your staff: monetary contribution or gift card; free tickets to area events; recognition event or celebration; and/or training opportunities focused on mindfulness, self-care or stress reduction. If you choose to present a monetary contribution or gift cards to your team along with a recognition event or celebration, we respectfully request the monetary contribution or gift cards not be less than $\$ 50.00$ to demonstrate our appreciation for their hard work. Any questions or requests for other uses of this grant must be pre-approved by the funding collaborative by emailing aschlanger@freddelucafoundation.com or sscott@unitedwaybroward.org as soon as possible with the subject line "Help the Helpers Broward."
- If you purchase gift cards or provide direct monetary contributions, the funds must be distributed equally among all of your staff members, full- and part-time.
- You must provide the staff the full amount and the agency must pay any taxes or fees associated with providing monetary contributions or gift cards following IRS guidelines.
- The funds must be spent within 90 days of receipt. If you are planning an event/recognition with the grant funds, it must take place during this 90 -day period.
- The funds may not be used as reimbursement for any prior staff recognition or wellness activity.
- The use of the funds must be reported within 30 days of expenditure. You may access and submit the report form by ciicking here:
https://cscbroward.co1.qualtrics.com/ife/form/SV eLpe0kiX6rMfd30 We welcome and encourage any feedback on the report from your staff or photos from a group gathering or activity as a result of this grant.

These funds are intended to support the well-being of your staff members. We hope you will make your announcement of this grant to them with our gratitude on behalf of a community that continues to rely on your team's compassion and dedication when hope and help are needed most.

Sincerely,
Children's Services Council of Broward County, Community Foundation of Broward, The Frederick A. DeLuca Foundation, Health Foundation of South Florida, The Jim Moran Foundation, and United Way of Broward County

## Highlights

- Projected budget of $\$ 8,371,588$ (revenues) or approximately $\$ 1.7$ million higher than last year's $\$ 6.7$ million. HUF has experienced incredible growth in the past six years.
- $83 \%$ of HUF's program grant revenue is already secured. This ratio is comparable to the $82 \%$ in 2021.
- HUF will raise $\$ 1.7$ million
- \$1.1M will be from grants and
- $\$ 560 \mathrm{~K}$ from corporations, events, individuals and small businesses
- In 2021 HUF secured some large grants (Miami Dade and Broward County) which total close to $\$ 800 \mathrm{~K}$ in revenues.
- HUF will launch and implement a database system in 2022 and costs associated are included in the budget.


## Revenues

- Donations:
- Temporarily Restricted revenues include grants secured and based on historical experience grants expected to be secured as detailed on the Program Funding Projection budget schedule.
- Unrestricted revenues include those individual, corporate and foundation dollars most likely to be secured based on history and additional board support.
- Fee Income includes revenues for pre-k student's tuition and N-400 (naturalization) and other immigration application fees.
- Overall revenues are expected to increase by $\$ 1.7$ million or $25 \%$


## Expenses

- Program expenses are based primarily on 1) grantor's contracts which include direct expenses to operate the program and allowable indirect (shared) expenses.
- Occupancy Costs - building repairs and maintenance, depreciation, property insurance, mortgage interest, storage rent, and utilities - decreased overall by $\$ 19 \mathrm{~K}$ primarily due to decreases in rent and mortgage interest.


## Human Resources

## Staffing

Staffing requirements were assessed for development, programs, and finance. Two positions are new, and their salaries are included in the budget. 0.5 FTE to support technology and 0.5 to support the marketing area. All other new positions are as a result of new grants.

## Salaries and Benefits

- Cost of living and merit increases were budgeted for employees. Increases are in the $3 \%+$ or - range.
- Our policy is to give performance appraisals in August - September with annual increases to begin Oct 1.
- No increases anticipated for unemployment tax and Worker's Comp.
- Mileage reimbursement will increase to $\$ .585$ cents per mile.
- HUF's 401 K program. No match to savings is included in the budget.


## Financing

The line of credit at year-end has a $\$ 11.5 \mathrm{~K}$ balance. We will continue to use the line of credit as needed for prepaying expenses for cost reimbursement grants or delays of foundation/corporation awards.

## 2022 Fund Development \& Marketing Budget Assumptions

The following budget assumptions account for the ongoing threat of COVID-19, and like the previous year's assumptions, are relatively conservative.

In the first quarter of 2022, HUF will recruit a new Development and Marketing Associate to support the VP of Development and Marketing Director.

## Fund Development Plan

The priority for development is to retain and modestly grow operational funding and achieve significant growth through a $\$ 1 \mathrm{M}$ mission campaign to invest in capacity \& infrastructure.

HUF will raise $\$ 1.7 \mathrm{M}$ in 2022, $\$ 1.1 \mathrm{M}$ from grants (restricted) and $\$ 560 \mathrm{~K}$ from corporations and individuals (unrestricted). HUF will raise an additional \$1M for its American Dream Mission Campaign.

HUF's VP of Programs, VP of Development and Senior Grants Manager will meet monthly to review HUF priorities, research and pitches to funders, foundations, government, and major donors.

## Grants

\$1,133,000
HUF will continue to focus on retaining and deepening support from existing grantors and growing our portfolio with new funders. Program funding accounts for the largest revenue source of HUF's $\$ 8.6 \mathrm{M}$ budget ( $\$ 6.6 \mathrm{M}$ ); $\$ 5.5 \mathrm{M}$ is secured and $\$ 1.1 \mathrm{M}$ remains to be secured. HUF will also retain, and as appropriate, modestly grow client fees.

## Corporate Partnerships

\$300,000
HUF will continue to focus on retaining and deepening support from existing corporate partners and acquiring new partners.

Individual Giving
\$195,000
HUF board members remain instrumental to the sustainability and growth of the Circle of Friends (goal = \$70,000). All full-time HUF staff are encouraged to participate in the workplace giving campaign managed by United Way Broward County and asked to designate HUF as their 'charity of choice' for payroll deducted gifts. In addition to workplace giving campaigns, development staff will maintain peer-to-peer pages for current board members to raise funds for the annual campaign, as well as leverage enthusiasm around "Giving Tuesday" (11/29/22) as part of end-of-year ask, which will include e-blasts \& social media with client stories and impact.

## Events

\$65,000

- Circle of Friends Reception (Spring - April/May)
- $10^{\text {th }}$ Annual Entrepreneur Summit (Fall - September/October)


## American Dream Mission Campaign

\$1,000,000
HUF's President/CEO, VP of Development and Senior Grants Manager will identify and secure funding from foundations, major donors, and capacity building grants for projects intended to improve staff recruitment \& retention, operations, and public policy \& advocacy. Revenue for the Mission Campaign are not included in the 2022 budget.

## Marketing: Strategic Communication, Branding and Funder Marketing and Recognition

The priority for marketing is to celebrate the HUF's $40^{\text {th }}$ Anniversary and introduce the agency's new President/CEO, Felipe Pinzon.

The following projects are also key for 2022:

- Programs
- VITA - Hotline \& Drop-off and/or in-person
- Citizenship - TPS/Miami-Dade expansion
- Executing new brand guidelines - staff training, updating vendor
- New website
- $40^{\text {th }}$ Anniversary
- Hispanic Heritage Month Campaign - "Humans of HUF"
- Recap - HUF's history \& highlight
- The Road Ahead - update to strategic plan
- Promotion of HUF's "State of Hispanics \& Immigrants in Broward County" research study
- Public Policy \& Advocacy
- Coalition of Immigrant Families \& Children (CIFC)
- HUFempowerment.org
- Entrepreneur Summit
- Annual report

On the communications front, we will increase our expertise and frequency of storytelling - with a focus on short and compelling videos as well as, work with the marketing committee to secure more media coverage for many of these major initiatives and projects.

- Increase awareness of HUF and its work through storytelling of HUF and its mission, core values, culture, programs, and impact across south Florida through new channels.
- Increase media coverage - create content library, etc.


## 2022 HUF Programs Budget Assumptions \& Highlights

Due to the ongoing COVID-19 pandemic and the most recent Omicron variant spike, all programs will continue to provide in-person services on an appointment only basis, throughout the month of January. In early February, we will gauge where the Omicron infection rates are for Broward County and determine which approach to take moving forward. The programs which have been offering virtual services effectively will continue to do so in order to keep our staff and clients safe. Our aim is to continue to meet the service needs of our clients, while doing everything in our power to keep our staff healthy and safe. We took all of this into consideration while projecting program revenues and expenses for 2022.

- $\mathbf{8 3 \%}$ of the grant funding projected is already secured, however this funding may decrease as a result of all Children Services Council (CSC) contracts continuing to operate on a cost-reimbursement basis (vs. unit-cost) due to ongoing pandemic.

Some of the main project and highlights are as follows:

## Overarching Strategies:

## Continued Expansion of Our 2Generation Approach

- We aim to continue building on the 2Gen work started last year with our Family Strengthening Project (FSP) pilot project. We have numerous new staff members who need to be educated and trained on what this approach entails. (Need to assess and work with both parents and children.)
- Client Journey Map has already been created and provides us with a platform to build upon.


## Equity \& Inclusion

- This Data for Equity project was incubated in 2021 and we are now ready to engage staff. The premise is simple: to ensure that everything that HUF does to serve clients is done so with a racial equity lens in mind. Staff will be engaged through different formats (surveys, small group discussions, etc.) to ensure that HUF incorporates these values on an everyday basis.


## HUF Programmatic Departments:

## Citizenship \& Civic Engagement

- All citizenship classes will continue to be offered virtually, as they have been since 2020.
- Immigration support and legal services will be offered using a hybrid approach of in-person and virtual engagements.
- Our Miami-Dade TPS Expansion project will be launched in February using a similar model to that of our Broward County project.


## Education

- Our Unity 4 Kids (U4K) program will continue to operate as it has been since we reopened in the summer of 2021. We will continue to provide services to our families through the end of this academic year which ends in June. Sr. Team will reassess viability of sustaining the program beyond June in Q1.
- FSP will continue to operate as it has (entirely virtual) for the past year. Parents and staff find the virtual engagements to be both efficient and effective.
- Unity 4 Teens (U4T) will continue to offer in-person services to our students and families. We have a contract to provide services on our 7 campuses ( 4 middle schools \& 3 high schools), so as long as the schools are open, we will be offering in-person services.


## Advocacy \& Public Policy

- The advocacy team will continue to work on the following items during 2022:
- Public Policy \& Advocacy Committee recruitment.
- Children of Immigrant Families Coalition (CIFC) membership expansion to central and north FL.
- Roll-out/report dissemination of the State of Latinos in Broward County
- Meet with new electeds in Broward County and beyond.
- Continue to expand our brand at the state and national level.


## Economic Development

- This department houses the vast majority our programs, including those that fall under the Basic Needs umbrella. All of these safety net/basic needs programs will continue to offer in-person services in order to meet our families where they are.
- Staff schedules have been staggered in order to reduce traffic at our 5840 site and cubicles have been spread out to accommodate spacing concerns.
- The following programs/services will continue to be offered during calendar year 2022:
- Comprando Rico y Sano
- Te Ayudo
- No Kid Hungry
- Emergency Assistance
- Center for Working Families (CWF)
- Advancing Health Literacy
- VITA (Tax Preparation)
- Financial Capabilities
- Housing
- AmeriCorps Service Program


## Challenges:

- Health and safety of staff.
- Retaining talented staff.
- Recruiting new talent.
- Uncertainty of partner sites willing to offer us use of space due to Covid.
- CSC contracts continue to be cost reimbursement, which limits our ability to maximize revenue.
- Bringing on new projects with the uncertainty of what is yet to come.

HISPANIC UNITY OF FLORIDA, INC.
Comparison of 2022 Budget vs 2021 Estimated Actual


## 2022 Budget Summary

Administration $\quad(940,228)$<br>Development 298,360<br>Total Support $\quad(641,868)$<br>Total Economic Develop 437,576<br>Total Education 202,327<br>Total Citizenship 29,464<br>Total Programs 669,367<br>Total Projected Increase To UNR Assets \$ 27,499




| Hispanic Unity of Florida, Inc. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Annual Budget - Total Development |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| For the Twelve Months Ending December 31, 2022 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | Jan |  | Feb | Mar |  | Apr |  | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Total |
| Revenues |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Donations - UNR | \$ | 36,250 | \$ | 36,250 | 36,250 | \$ | 36,250 |  | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 435,000 |
| Donations - UNR |  | 0 |  | 0 | 0 |  | 0 |  | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Satisfaction of restrictions |  | 5,000 |  | 5,000 | 5,000 |  | 5,000 |  | 5,000 | 5,000 | 5,000 | 5,000 | 5,000 | 5,000 | 5,000 | 5,000 | 60,000 |
| Fundraising events |  | 5,417 |  | 5,417 | 5,417 |  | 5,417 |  | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 65,000 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Revenues |  | 46,667 |  | 46,667 | 46,667 |  | 46,667 |  | 46,667 | 46,667 | 46,667 | 46,667 | 46,667 | 46,667 | 46,667 | 46,667 | 560,000 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Expenses |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Salaries and benefits |  | 13,938 |  | 13,938 | 13,938 |  | 13,938 |  | 13,938 | 13,938 | 13,938 | 13,938 | 13,938 | 13,938 | 13,938 | 13,938 | 167,258 |
| Advertising |  | 1,204 |  | 1,204 | 1,204 |  | 1,204 |  | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 14,450 |
| Dues and subscriptions |  | 1,005 |  | 1,005 | 1,005 |  | 1,005 |  | 1,005 | 1,005 | 1,005 | 1,005 | 1,005 | 1,005 | 1,005 | 1,005 | 12,057 |
| Mileage |  | 4 |  | 4 | 4 |  | 4 |  | 4 | 4 | 4 | 4 | 4 | 4 | 4 | 4 | 50 |
| Office expense |  | 33 |  | 33 | 33 |  | 33 |  | 33 | 33 | 33 | 33 | 33 | 33 | 33 | 33 | 400 |
| Postage and shipping |  | 98 |  | 98 | 98 |  | 98 |  | 98 | 98 | 98 | 98 | 98 | 98 | 98 | 98 | 1,180 |
| Printing |  | 250 |  | 250 | 250 |  | 250 |  | 250 | 250 | 250 | 250 | 250 | 250 | 250 | 250 | 3,000 |
| Professional fees - Bkgrd Cks |  | 6 |  | 6 | 6 |  | 6 |  | 6 | 6 | 6 | 6 | 6 | 6 | 6 | 6 | 75 |
| Professional fees - Other |  | 1,417 |  | 1,417 | 1,417 |  | 1,417 |  | 1,417 | 1,417 | 1,417 | 1,417 | 1,417 | 1,417 | 1,417 | 1,417 | 17,000 |
| Professional fees - Recruitment |  | 250 |  | 250 | 250 |  | 250 |  | 250 | 250 | 250 | 250 | 250 | 250 | 250 | 250 | 3,000 |
| Professional fees - Web Page |  | 208 |  | 208 | 208 |  | 208 |  | 208 | 208 | 208 | 208 | 208 | 208 | 208 | 208 | 2,500 |
| Public Relations |  | 667 |  | 667 | 667 |  | 667 |  | 667 | 667 | 667 | 667 | 667 | 667 | 667 | 667 | 8,000 |
| Special fundrsg events |  | 2,083 |  | 2,083 | 2,083 |  | 2,083 |  | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 25,000 |
| Staff events |  | 21 |  | 21 | 21 |  | 21 |  | 21 | 21 | 21 | 21 | 21 | 21 | 21 | 21 | 250 |
| Telephone |  | 618 |  | 618 | 618 |  | 618 |  | 618 | 618 | 618 | 618 | 618 | 618 | 618 | 618 | 7,420 |
| Worst Case-Admin Net Effect |  | 0 |  | 0 | 0 |  | 0 |  | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Expenses |  | 21,802 |  | 21,802 | 21,802 |  | 21,802 |  | 21,802 | 21,802 | 21,802 | 21,802 | 21,802 | 21,802 | 21,802 | 21,802 | 261,640 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Incr (Decr) in UNR Assets | \$ | 24,865 | \$ | 24,865 | 24,865 | \$ | 24,865 | \$ | 24,865 | 24,865 | 24,865 | 24,865 | 24,865 | 24,865 | 24,865 | 24,865 | 298,360 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |


| Hispanic Unity of Florida, Inc. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| Annual Budget - Total Support |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| For the Twelve Months Ending December 31, 2022 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Jan | Feb | Mar |  | Apr |  | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Total |
| Revenues |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Donations - UNR | \$ 36,250 | \$ 36,250 | 36,250 |  | 36,250 |  | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 36,250 | 435,000 |
| Donations - UNR | 2,083 | 2,083 | 2,083 |  | 2,083 |  | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 25,000 |
| Satisfaction of restrictions | 6,667 | 6,667 | 6,667 |  | 6,667 |  | 6,667 | 6,667 | 6,667 | 6,667 | 6,667 | 6,667 | 6,667 | 6,667 | 80,000 |
| Fundraising events | 5,417 | 5,417 | 5,417 |  | 5,417 |  | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 5,417 | 65,000 |
| Interest \& dividend income | 58 | 58 | 58 |  | 58 |  | 58 | 58 | 58 | 58 | 58 | 58 | 58 | 58 | 700 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Revenues | 50,475 | 50,475 | 50,475 |  | 50,475 |  | 50,475 | 50,475 | 50,475 | 50,475 | 50,475 | 50,475 | 50,475 | 50,475 | 605,700 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Expenses |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Salaries and benefits | 81,920 | 81,920 | 81,920 |  | 81,920 |  | 81,920 | 81,920 | 81,920 | 81,920 | 81,920 | 81,920 | 81,920 | 81,920 | 983,050 |
| Advertising | 1,204 | 1,204 | 1,204 |  | 1,204 |  | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 1,204 | 14,450 |
| Bank service charges | 825 | 825 | 825 |  | 825 |  | 825 | 825 | 825 | 825 | 825 | 825 | 825 | 825 | 9,900 |
| Building repairs/maint | 1,548 | 1,548 | 1,548 |  | 1,548 |  | 1,548 | 1,548 | 1,548 | 1,548 | 1,548 | 1,548 | 1,548 | 1,548 | 18,573 |
| Depreciation | 1,088 | 1,088 | 1,088 |  | 1,088 |  | 1,088 | 1,088 | 1,088 | 1,088 | 1,088 | 1,088 | 1,088 | 1,088 | 13,050 |
| Dues and subscriptions | 1,472 | 1,472 | 1,472 |  | 1,472 |  | 1,472 | 1,472 | 1,472 | 1,472 | 1,472 | 1,472 | 1,472 | 1,472 | 17,657 |
| Information Technology | 1,357 | 1,357 | 1,357 |  | 1,357 |  | 1,357 | 1,357 | 1,357 | 1,357 | 1,357 | 1,357 | 1,357 | 1,357 | 16,288 |
| Insurance | 486 | 486 | 486 |  | 486 |  | 486 | 486 | 486 | 486 | 486 | 486 | 486 | 486 | 5,836 |
| Licenses \& Permits | 100 | 100 | 100 |  | 100 |  | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 1,200 |
| Mileage | 212 | 212 | 212 |  | 212 |  | 212 | 212 | 212 | 212 | 212 | 212 | 212 | 212 | 2,550 |
| Miscellaneous | (6) | (6) | (6) |  | (6) |  | (5) | (5) | (5) | (5) | (5) | (5) | (5) | (4) | (1) |
| Office expense | 1,241 | 1,241 | 1,241 |  | 1,241 |  | 1,241 | 1,241 | 1,241 | 1,241 | 1,241 | 1,241 | 1,241 | 1,241 | 14,900 |
| Postage and shipping | 121 | 121 | 121 |  | 121 |  | 121 | 121 | 121 | 121 | 121 | 121 | 121 | 121 | 1,455 |
| Printing | 421 | 421 | 421 |  | 421 |  | 421 | 421 | 421 | 421 | 421 | 421 | 421 | 421 | 5,051 |
| Professional fees - Audit | 2,038 | 2,038 | 2,038 |  | 2,038 |  | 2,038 | 2,038 | 2,038 | 2,038 | 2,038 | 2,038 | 2,038 | 2,038 | 24,450 |
| Professional fees - Bkgrd Cks | 35 | 35 | 35 |  | 35 |  | 35 | 35 | 35 | 35 | 35 | 35 | 35 | 35 | 425 |
| Professional fees - Grants | 1,667 | 1,667 | 1,667 |  | 1,667 |  | 1,667 | 1,667 | 1,667 | 1,667 | 1,667 | 1,667 | 1,667 | 1,667 | 20,000 |
| Professional fees - Other | 3,084 | 3,084 | 3,084 |  | 3,084 |  | 3,084 | 3,084 | 3,084 | 3,084 | 3,084 | 3,084 | 3,084 | 3,084 | 37,000 |
| Professional fees - Personnel | 833 | 833 | 833 |  | 833 |  | 833 | 833 | 833 | 833 | 833 | 833 | 833 | 833 | 10,000 |
| Professional fees - Recruitment | 292 | 292 | 292 |  | 292 |  | 292 | 292 | 292 | 292 | 292 | 292 | 292 | 292 | 3,500 |
| Professional fees - Security | 3,075 | 3,075 | 3,075 |  | 3,075 |  | 3,075 | 3,075 | 3,075 | 3,075 | 3,075 | 3,075 | 3,075 | 3,075 | 36,900 |
| Professional fees - Web Page | 208 | 208 | 208 |  | 208 |  | 208 | 208 | 208 | 208 | 208 | 208 | 208 | 208 | 2,500 |
| Public Relations | 667 | 667 | 667 |  | 667 |  | 667 | 667 | 667 | 667 | 667 | 667 | 667 | 667 | 8,000 |
| Rent | 339 | 339 | 339 |  | 339 |  | 339 | 339 | 339 | 339 | 339 | 339 | 339 | 339 | 4,071 |
| Special fundrsg events | 2,083 | 2,083 | 2,083 |  | 2,083 |  | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 2,083 | 25,000 |
| Staff events | 854 | 854 | 854 |  | 854 |  | 854 | 854 | 854 | 854 | 854 | 854 | 854 | 854 | 10,250 |
| Telephone | 1,922 | 1,922 | 1,922 |  | 1,922 |  | 1,922 | 1,922 | 1,922 | 1,922 | 1,922 | 1,922 | 1,922 | 1,922 | 23,066 |
| Utilities | 287 | 287 | 287 |  | 287 |  | 287 | 287 | 287 | 287 | 287 | 287 | 287 | 287 | 3,447 |
| Worst Case-Admin Net Effect | $(5,417)$ | $(5,417)$ | $(5,417)$ |  | $(5,417)$ |  | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(5,417)$ | $(65,000)$ |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Expenses | 103,956 | 103,956 | 103,956 |  | 103,956 |  | 103,957 | 103,957 | 103,957 | 103,957 | 103,957 | 103,957 | 103,957 | 103,958 | 1,247,568 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Incr (Decr) in UNR Assets | (\$ 53,481) | (\$ 53,481) | $(53,481)$ |  | 53,481) |  | 53,482) | (53,482) | (53,482) | (53,482) | $(53,482)$ | $(53,482)$ | $(53,482)$ | $(53,483)$ | $(641,868)$ |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |



| Hispanic Unity of Florida, Inc. |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Annual Budget - Total Education |  |  |  |  |  |  |  |  |  |  |  |  |  |
| For the Twelve Months Ending December 31, 2022 |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Jan | Feb | Mar | Apr | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Total |
| Revenues |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Donations - TR | 2,083 | 2,083 | 8,333 | 2,083 | 102,083 | 33,333 | 323,994 | 2,083 | 8,333 | 2,083 | 2,083 | 8,333 | 496,907 |
| Satisfaction of restrictions | 0 | 0 | 0 | 20,000 | $(87,500)$ | 12,500 | 12,500 | 12,500 | 12,500 | 12,500 | 12,500 | 12,500 | 20,000 |
| Grants | 237,930 | 237,930 | 237,930 | 237,930 | 237,930 | 237,930 | 341,751 | 341,751 | 237,930 | 237,930 | 237,930 | 237,930 | 3,062,799 |
| Rental income | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 4,383 | 52,596 |
| Family Central/VPK | 8,667 | 8,667 | 8,667 | 8,667 | 8,667 | 8,667 | 0 | 0 | 0 | 0 | 0 | 0 | 52,002 |
| Tuition, Fees, Books | 4,767 | 4,767 | 4,767 | 4,767 | 4,767 | 4,767 | 0 | 0 | 0 | 0 | 0 | 0 | 28,602 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Revenues | 257,830 | 257,830 | 264,080 | 277,830 | 270,330 | 301,580 | 682,628 | 360,717 | 263,146 | 256,896 | 256,896 | 263,146 | 3,712,906 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Expenses |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Salaries and benefits | 210,344 | 210,344 | 210,344 | 210,344 | 218,199 | 218,199 | 290,198 | 290,198 | 235,368 | 235,368 | 235,368 | 235,366 | 2,799,641 |
| Building repairs/maint | 9,287 | 9,287 | 9,287 | 9,287 | 9,287 | 9,287 | 6,192 | 6,192 | 6,192 | 6,192 | 6,192 | 6,192 | 92,864 |
| Depreciation | 6,526 | 6,526 | 6,526 | 6,526 | 6,526 | 6,526 | 4,351 | 4,351 | 4,351 | 4,351 | 4,351 | 4,351 | 65,250 |
| Information Technology | 2,093 | 2,093 | 2,093 | 2,093 | 2,093 | 2,093 | 2,836 | 2,836 | 2,836 | 2,836 | 2,836 | 2,836 | 29,573 |
| Insurance | 2,644 | 2,644 | 2,644 | 2,644 | 2,644 | 2,644 | 1,974 | 1,974 | 1,974 | 1,974 | 1,974 | 1,974 | 27,694 |
| Interest | 1,896 | 1,896 | 1,896 | 1,896 | 1,896 | 1,896 | 1,412 | 1,412 | 1,412 | 1,412 | 1,412 | 1,412 | 19,836 |
| Licenses \& Permits | 13 | 13 | 13 | 13 | 13 | 13 | 0 | 0 | 0 | 0 | 0 | 0 | 78 |
| Mileage | 1,062 | 1,062 | 1,062 | 1,062 | 1,212 | 1,212 | 1,191 | 1,191 | 1,191 | 1,191 | 1,191 | 1,191 | 13,816 |
| Office expense | 930 | 930 | 930 | 930 | 945 | 945 | 892 | 892 | 892 | 892 | 892 | 892 | 10,962 |
| Postage and shipping | 207 | 207 | 207 | 207 | 332 | 332 | 286 | 286 | 286 | 286 | 286 | 286 | 3,201 |
| Printing | 1,435 | 1,435 | 1,435 | 1,435 | 1,560 | 1,560 | 2,051 | 2,051 | 2,051 | 2,051 | 2,051 | 2,051 | 21,160 |
| Professional fees - Bkgrd Cks | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 249 | 2,988 |
| Professional fees - Other | 275 | 275 | 275 | 275 | 275 | 275 | 125 | 125 | 125 | 125 | 125 | 125 | 2,400 |
| Professional fees - Security | 3,546 | 3,546 | 3,546 | 3,546 | 3,546 | 3,546 | 2,971 | 2,971 | 2,971 | 2,971 | 2,971 | 2,971 | 39,100 |
| Program Expenses | 13,491 | 13,491 | 13,491 | 13,491 | 15,010 | 15,010 | 57,005 | 57,001 | 14,529 | 14,529 | 14,529 | 14,529 | 256,106 |
| Rent | (26) | (26) | (26) | (26) | 599 | 599 | 1,975 | 1,975 | 1,975 | 1,975 | 1,975 | 1,975 | 12,947 |
| Staff training/develpmt | 956 | 956 | 956 | 956 | 956 | 956 | 800 | 800 | 800 | 800 | 800 | 800 | 10,536 |
| Telephone | 1,593 | 1,593 | 1,593 | 1,593 | 1,743 | 1,743 | 2,209 | 2,209 | 2,209 | 2,209 | 2,209 | 2,209 | 23,107 |
| Utilities | 1,228 | 1,228 | 1,228 | 1,228 | 1,228 | 1,228 | 915 | 915 | 915 | 915 | 915 | 915 | 12,848 |
| Worst Case-Admin Net Effect | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 5,539 | 66,472 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Expenses | 263,288 | 263,288 | 263,288 | 263,288 | 273,852 | 273,852 | 383,171 | 383,167 | 285,865 | 285,865 | 285,865 | 285,863 | 3,510,579 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Incr (Decr) in UNR Assets | (\$ 5,458) | (\$ 5,458) | 792 | \$ 14,542 | (\$ 3,522) | 27,728 | 299,457 | $(22,450)$ | $(22,719)$ | $(28,969)$ | $(28,969)$ | (22,717) | 202,327 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |


| Hispanic Unity of Florida, Inc. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Annual Budget - Total Citizenship |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| For the Twelve Months Ending December 31, 2022 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | Jan |  | Feb | Mar |  | Apr |  | May | Jun | Jul | Aug | Sep | Oct | Nov | Dec | Total |
| Revenues |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Donations - TR | \$ | 50,000 | \$ | 0 | 0 | \$ | 0 |  | 10,000 | 0 | 25,000 | 0 | 10,000 | 0 | 0 | 0 | 95,000 |
| Satisfaction of restrictions |  | 7,690 |  | 7,690 | 7,690 |  | 7,690 |  | 3,750 | 3,750 | $(20,833)$ | 4,167 | 4,167 | 4,167 | 4,167 | 4,167 | 38,262 |
| Grants |  | 52,084 |  | 52,084 | 52,084 |  | 52,084 |  | 52,084 | 52,084 | 52,084 | 52,084 | 52,084 | 52,084 | 52,084 | 52,084 | 625,008 |
| Tuition, Fees, Books |  | 11,250 |  | 11,250 | 11,250 |  | 11,250 |  | 11,250 | 11,250 | 11,250 | 11,250 | 11,250 | 11,250 | 11,250 | 11,250 | 135,000 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Revenues |  | 121,024 |  | 71,024 | 71,024 |  | 71,024 |  | 77,084 | 67,084 | 67,501 | 67,501 | 77,501 | 67,501 | 67,501 | 67,501 | 893,270 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Expenses |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Salaries and benefits |  | 37,263 |  | 37,263 | 37,263 |  | 37,263 |  | 35,775 | 35,775 | 35,775 | 35,775 | 35,775 | 35,775 | 35,775 | 35,775 | 435,242 |
| Advertising |  | 102 |  | 102 | 102 |  | 102 |  | 102 | 102 | 102 | 102 | 102 | 102 | 102 | 102 | 1,224 |
| Building repairs/maint |  | 2,064 |  | 2,064 | 2,064 |  | 2,064 |  | 2,064 | 2,064 | 2,064 | 2,064 | 2,064 | 2,064 | 2,064 | 2,064 | 24,768 |
| Depreciation |  | 1,450 |  | 1,450 | 1,450 |  | 1,450 |  | 1,450 | 1,450 | 1,450 | 1,450 | 1,450 | 1,450 | 1,450 | 1,450 | 17,400 |
| Dues and subscriptions |  | 478 |  | 478 | 478 |  | 478 |  | 175 | 175 | 175 | 175 | 175 | 175 | 175 | 175 | 3,312 |
| Information Technology |  | 1,090 |  | 1,090 | 1,090 |  | 1,090 |  | 270 | 270 | 270 | 270 | 270 | 270 | 270 | 270 | 6,520 |
| Insurance |  | 649 |  | 649 | 649 |  | 649 |  | 649 | 649 | 649 | 649 | 649 | 649 | 649 | 649 | 7,788 |
| Interest |  | 685 |  | 685 | 685 |  | 685 |  | 685 | 685 | 685 | 685 | 685 | 685 | 685 | 685 | 8,220 |
| Mileage |  | 149 |  | 149 | 149 |  | 149 |  | 149 | 149 | 149 | 149 | 149 | 149 | 149 | 149 | 1,788 |
| Office expense |  | 703 |  | 703 | 703 |  | 703 |  | 603 | 603 | 603 | 603 | 603 | 603 | 603 | 603 | 7,636 |
| Postage and shipping |  | 42 |  | 42 | 42 |  | 42 |  | 42 | 42 | 42 | 42 | 42 | 42 | 42 | 42 | 504 |
| Printing |  | 341 |  | 341 | 341 |  | 341 |  | 291 | 291 | 291 | 291 | 291 | 291 | 291 | 291 | 3,692 |
| Professional fees - Bkgrd Cks |  | 39 |  | 39 | 39 |  | 39 |  | 39 | 39 | 39 | 39 | 39 | 39 | 39 | 39 | 468 |
| Professional fees - Other |  | 25,000 |  | 25,000 | 25,000 |  | 25,000 |  | 25,000 | 25,000 | 25,000 | 25,000 | 25,000 | 25,000 | 25,000 | 25,000 | 300,000 |
| Professional fees - Recruitment |  | 300 |  | 300 | 300 |  | 300 |  | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 1,200 |
| Professional fees - Security |  | 1,342 |  | 1,342 | 1,342 |  | 1,342 |  | 1,342 | 1,342 | 1,342 | 1,342 | 1,342 | 1,342 | 1,342 | 1,342 | 16,104 |
| Program Expenses |  | 629 |  | 629 | 629 |  | 629 |  | 629 | 629 | 629 | 629 | 629 | 629 | 629 | 629 | 7,548 |
| Rent |  | 599 |  | 599 | 599 |  | 599 |  | 99 | 99 | 99 | 99 | 99 | 99 | 99 | 99 | 3,188 |
| Staff training/develpmt |  | 324 |  | 324 | 324 |  | 324 |  | 324 | 324 | 324 | 324 | 324 | 324 | 324 | 324 | 3,888 |
| Telephone |  | 799 |  | 799 | 799 |  | 799 |  | 599 | 599 | 599 | 599 | 599 | 599 | 599 | 599 | 7,988 |
| Utilities |  | 444 |  | 444 | 444 |  | 444 |  | 444 | 444 | 444 | 444 | 444 | 444 | 444 | 444 | 5,328 |
| Worst Case-Admin Net Effect |  | 0 |  | 0 | 0 |  | 0 |  | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total Expenses |  | 74,492 |  | 74,492 | 74,492 |  | 74,492 |  | 70,731 | 70,731 | 70,731 | 70,731 | 70,731 | 70,731 | 70,731 | 70,731 | 863,806 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Incr (Decr) in UNR Assets | \$ | 46,532 | (\$ | 3,468) | $(3,468)$ | (\$ | 3,468) | \$ | 6,353 | $(3,647)$ | (3,230) | $(3,230)$ | 6,770 | $(3,230)$ | $(3,230)$ | $(3,230)$ | 29,464 |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |



# HISPANIC UNITY OF FLORIDA <br> FISCAL POLICY MANUAL <br> POLICY F122 

## SUBJECT: Check Signers

DEPARTMENT: Finance
DATE: January 1, 2022

## POLICY:

## Check Signing Authority:

It is the policy of HUF to give check signing authority to the following:
1, CEO - Luis Felipe Pinzon,
2. COO - Virginia Cielo,

As a rule, either the COO or the CEO should sign checks. Additional signers from the board include:

1. BC (Board Chair)
2. BTR (Board Treasurer)
3. CE (Chair Elect)

Any change in signatories must be approved by the Finance Committee and subsequently by the Board of Directors.

The CEO can approve all checks $\$ 10,000$ and under.

## Segregation of Duties

Individuals who approve invoices for payment are not authorized to sign checks issued in payment of said invoices. This segregation of duties for our staff signers will be followed at all times, except under the rare occurrence of an emergency situation. In the event the segregation of duties is not followed, the CFO or COO will perform those tasks and will initial below the signature of either the above referenced CEO or COO, or ADOR the face of the check verifying that the expense has been incurred and meets all other requirements for check issuance.

CFO - not a check signer
APPS (Accounts Payable \& Payroll Specialist) - not a check signer SA (Senior Accountant) - not a check signer
GCA (Grant Compliance Accountant) - not a check signer
GFCA (Grant and Funder Compliance Accountant - not a check signer
It is against agency policy for an individual who has signature authority to be in a position to generate a check and/or directly supervise the individual generating a check.

## PROCEDURES:

## Finance Committee and Board:

The Finance Committee and the Board approve both the agency's budget and the execution of contracts or agreements which include the annual expenditures exceeding \$10,000 per year for:

1. Employee Health Coverage - approximately $\$ 200,000$ per year
2. VITA Campaign Marketing/Media Relations - approximately $\$ 50,000$ per year
3. Auditing Services - approximately $\$ 25,000$ per year
4. Program Equipment Purchases
5. Technology Purchases
6. Program Subcontractors and/or Consultants
7. Other Consultants as required for business services

## Finance Procedures:

1. The APPS receives either the:

- PO and Check or Credit Card Request and supporting documentation; or
- Contract and invoice; or
- Invoice
- and Board approval for Purchase
A. For a Board approved purchase the APPS ensures that all supporting documentation and management approvals are on supporting documents, attaches Board approval for purchase, issues check and forwards to CFO for final review and processing. In the absence of the CFO, the COO will assume the CFO's responsibilities.
B. The CFO reviews and initials all supporting documentation, initials below the check signature line and forwards to the in-house signatory - primarily the CEO.
C. The CFO scans entire package and forwards to BTR (Board Treasurer) via email.
D. BTR reviews, approves and returns by email.
E. The CFO attaches email approval to the documentation and forwards to APPS to mail-out or deliver the check to requestor.
F. For all other purchases Steps A-E are eliminated and after the ADOR reviews the checks and backup, the CFO approves the checks and the APPS either mails or delivers the signed checks.
If the ADOR is not available, the CEO or COO will handle the ADOR's responsibilities. If the BTR is not available, the BC (Board Chair) will handle the BTR's responsibilities.

Procedure followed ensures separation of duties and meets requirements by the auditors.

# BY-LAWS <br> HISPANIC UNITY OF FLORIDA, INC. 

AS AMENDED ON JANUARY 7, 2022

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# 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 ${ }_{2}$ 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/Aominating Committee will interview potential candidates, explain the operations of the Corporation, as well asand 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 $₫ \underline{D}$ irector who has served three consecutive terms shall not be eligible for reelection 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 then 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 memberDirector Sscorecard commitments, including the minimum annual financial contributiongift;
- Ensure adequate resources through fund development and appropriate budgeting;
- $\quad$ Serve on a standing Board committee;
- DetermineSupport, 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, erient-welcome and provide mentorship to new members as necessary or appropriate $;$, and
- a $\quad$ 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 eontributiongift to the Corporation in such amount as determined from time to time by a majority of the Board. The minimum annual eontributiongift 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 Corporationaddress 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.
hot. Contribution Requirement: Each elected member of the Board shall be required to make a minimum anmual eontribution to the Comporation in such amoun as determined from time to time by a majority of the Board. The minimum annmal contribution to the Comporation shall be payable on or before March 31 of each calendal 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 ${ }_{2}$ 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 monthstwelve 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 vill
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 BoardDirectors or committee members entitled to $\forall \underline{v o t e}$. An affirmative vote of fifty-percent plus one $(50 \%+1)$ of the voting Board membersDirectors 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 en 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 $(2 / 3)$ 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 memberDirector 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 fify percent plusene $(50 \%+1)$ of the to number of Directors on the Board, or committee members, then voting, as applicable, shall deide any -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 againstof 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 BoardDirectors or committee members to give every Member of the BoardDirector or committee member the opportunity to participate in said discussion. A separate file for alternative method votes shall be created, and - Ccopies 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 BeardDirectors.

## 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 Beard not complete- an elected term, then that Offieer perition shall be considered vaeant, and shall be filled in whe the prof $B y$ Laws for the nomination and of Offieers, and only for the remaining portion of steh eleeted Offieer's riginal 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 enetwo
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 electeda 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 $1^{\text {st }}$ of each calendar year in which each Board Officer is serving his ${ }_{2}$-هr 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 ene-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. Nothe liming the on the offieers, in the en the eireumstare wis where the knowledge, experiene and aemen the Treasure is such that the entinuane in offiee of stueh individual for more than one year will be in the best interest of the Compration, then the Beard by a majority vote may extend the term of the Treasurer beyond the 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 Beard Offieers, committee ehaifs, and thers in leadership poritions;

- Build engagement and momentum through ex-officio membership on Board committees;
- Participate in on-boarding of all new Board membersDirectors 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, ${ }^{2}$ 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 ether Board membersDirectors;
- Provide leadership in activities and events; and
- Personally contribute.
(f) $\quad$ 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, Nnew Board MemberDirector Oorientations, 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 adequateProvide 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) Serve on the Executive Committee and serve on an additional standing committeechair the Finance Committee;
(c)(d) Understand financial accounting for nonprofit organizations;
(d)(e) Serve as the financial officer of the Corporation's Board and as chairperson of the Finance Committee;
(e)(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.];
$(f)(\mathrm{g})$ With the Finance Committee, manage the Board's review of, and action related to, the Board's financial responsibilities;
$(\mathrm{g})(\mathrm{h})$ 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)(i) 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)(1) 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 ExecutiveCEO. 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 ExecutiveCEO") 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 ExecutiveCEO 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 ExecutiveCEO 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 ExecutiveCEO shall perform such other duties as may be prescribed by the Board consistent with being the Chief ExecutiveCEO 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 ExecutiveCEO, the position shall be filled based upon the majority vote of the Board.
2. Executive Director

## Fneed description]

## 3. Chief Operating Officer

## fneed description]

## 4. Chief Financial Officer

The Chief Financial Officer ("Chief Financial OfficerCFO") of the Corporation shall be an at-will employee of the Corporation. The CFOChief Financial Officer shall be responsible for managing the day to-day accounting, treasury, auditing, tax, and other financial functions of the Gorporation. The CFOChief Financial Officer will have charge of, and be responsible for, all finds 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 CFOChief 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 CFOChief Financial Officer shall perform such other duties as may be preseribed by the Chief ExecutiveCEO. 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

## 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. Tthe 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 ExecutiveCEO (non-voting) ${ }_{i}$, Executive Director (if such position is filled; non-voting); Board Chair ${ }_{2} \overline{5}$ Chair-Elect $\bar{j}_{2}$ Secretary $_{2} \overline{5}$ Treasurer ${ }_{2}$ 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 OfficerCFO 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 $\oplus$ Purchases and/or Major Ceontracts 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 Mmembers, in good standing and independent. At least one_(1) member of the Audit Committee shall have
appropriate financial experience and acumen, and Uup 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 anmal review of the Directors' adherence to the requirements for attendance, contribution, stppert 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 BoardExecutive 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 thanof $\$ 510,000.00$ or greater must be signed jointly by the Chief ExecutiveCEO, 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 ExecutiveCEO; 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 moreshall 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 ByLaws 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 ExecutiveCEO- and Chief Financial Officer) shall be selected by the Chief ExecutiveCEO, 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 Rues 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 ${ }_{2}$ or in the name of ${ }_{2}$ the Corporation or otherwise) within the course ${ }_{2}$ and scope $_{2}$ and/or arising out of their service to the Corporation or to another organization at the Corporation's request.

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

## Call to Order/ Roll Call

Began at 4:00pm.
Presentations—Presented by Christina Paradowski
-Presentation and thank you to John Guerrero, Past Board Chair. Christina thanked John for his generous time given to the board, assisting with transition and his amazing fundraising efforts for HUF.

- Presentation of the Gavel to Board Chair, Christina Paradowski. Theme of her gavel is family and Gators! Thanked staff for the beautiful gavel.
-Welcome New Board Officers: Christina shared the new officers for 2022. Officer picture to come.
- Welcome New Board Member: Boris Espinoza. Christina welcomed Boris to the board. Boris looks forward to giving back and working with members to further our mission.
- Board Member Emeritus: Josie Bacallao. Josie shared she felt the love, support and appreciates the send-off. The artwork is part of her "HUF" shrine. She is very thankful!
- Celebration and thank you to Josie Bacallao, President \& CEO 2004-2021. Dedicating a reading nook in her honor in Unity for Kids area, she is welcomed to read to children any time!


## Chair Welcome \& Comments

Christina shared her vision for 2022. She shared her three main priorities for this year: to support Felipe as CEO in his new role and HUF's 40th anniversary. Plan for the 2023 strategic plan. Lastly, reconnect and reengage the board members.

She also reminded the Board that February's meeting is very important - the 2022 will be reviewed and approved as well as the Bylaws. In addition, the board will receive an update on the State of Hispanics and Immigrants in Broward County research report.

## Mission \& Updates—Presented by Felipe Pinzon

-COVID 19 Vaccination and Testing ETS: Felipe shared that since Supreme Court blocked the testing and vaccination mandate, HUF will continue to encourage staff to get vaccinated, but it will not require weekly testing nor vaccination. Face masks are required though

- State of Hispanics and Immigrants in Broward County: Felipe provided an update on the research report and its timeline. Offered to make short presentation at the February board meeting. He also shared this research report was made possible by The Jim Moran Foundation,


## Governance Committee--Presented by Christina Paradowski

- Proposed Revised Bylaws: Christina shared that several changes have been made to the Bylaws which will be reviewed and approved in February.
- Board of Director Nominations Elsa Bittar: Self Nomination and Interview. Christina shared that Elsa works for JP Morgan Chase, is eager and willing to dedicate her time to HUF.


## Motion

Carolina Cardozo motioned to add Elsa Bittar to the Board of Directors. A second was made by Dan Francisco Rivera. Motion passed.

## Fund Development—Presented by Shani Wilson and Angie Stone

- End of Year Campaign: Raised \$19,116 of unrestricted funds. Shani thanked all board members for giving and asking their networks to donate. We need the board members to help thank our donors, Shani reviewed the process.
- 2022 Board Activities: Angie stressed the importance of each board member contributing financially, making introductions and fundraising. She presented the scorecard and other tools to fundraise.


## Consent Agenda—Presented by Christina Paradowski

## Motion <br> Carolina Cardozo motioned to accept the consent agenda. A second was made by Angie Stone. Motion passed.

Adjourn
At $4: 51 \mathrm{pm}$.

# Hispanic Unity of Florida 

Finance Committee Minutes
January 27, 2022

## Attended Via Zoom:

5 Members Present: Lisette Rodriguez, Arnold Nazur, Chuck Tatelbaum and Christina Paradowski. Rodney Bacher (proxy vote given to Arnold Nazur)

4 Members Excused: Emma Pfister, Myrna Monserrat, Scott Karlen and Alejandro Alvarez Loscher

6 Non-Voting Members Present: Andres Connell, Felipe Pinzon, Felina Rosales-Furer, Virginia Cielo, Juliana Esguerra and Shani Wilson

0 Non-Voting Member Excused:

## Open the Meeting

By Lisette Rodriguez at 8:32am

## Approval of December 2021 Meeting Minutes Motion

## Arnold Nazur motioned to approve the December 2021 minutes. A second was made by Christina Paradowski. Motion passed.

2022 Proposed Annual Budget. Presented by Felipe Pinzon, Shani Wilson, Andres Connell and Virginia Cielo.

The highlights from Felipe Pinzon, revenues are $\$ 8.4$ million, this is $\$ 1.7$ million higher than last year (which we are on track to raise). Over $83 \%$ of programs grant revenue is secured and similar to where we were last year. It is a flat budget overall. We continue to expand our services by trying to procure new grants for our immigrant services in Miami-Dade and health literacy. We will be working on beginning the process for our new central database system to make HUF more efficient, give us data to increase our ability to secure new funders. This budget would increase capacity for technology and marketing. Covid-19 has been a major challenge which has been difficult to retain staffers and maximize our contracts. We currently have two security guards and more cleaning daily of our facilities. We also know our HR has to be stronger in the future. Our U4K is budgeted till June, as the program is losing money around $\$ 50 \mathrm{k}$ every six months. The senior management team is always discussing our challenges and working on solutions.

Shani Wilson expanded on Felipe's comments, $\$ 1.1$ million from grants and $\$ 560 \mathrm{k}$ from corporations, events, individuals and small business. We have the goal of hosting the Entrepreneur Summit this year, we have to see if viable to have in person verse online event. Our American Dream Mission Campaign is this year's fundraising goal to secure new contributions and to focus on capacity building not programs. HUF will be 40 years old this year!

Andres Connell shared we are being proactive to see what is coming down the road to adjust our programs. We raise about $\$ 100 \mathrm{k}$ annually on Citizenship fee applications and we hope to meet that and more once in Miami-Dade next month. We will provide a solution and next steps in March for the U4Kids program as it is losing money. We are the only service provider to offer Family Strengthening Family in Spanish as well as, English in Broward. CWF is maximizing contracts to get back on track with our numbers, we are slowing engaging with clients in person. On the Public Policy and Advocacy front, we are looking to gain new funding from California and Annie E. Casey Foundation.

Chuck Tatelbaum mentioned to have a discussion with Tate regarding his award for U4Kids. Felipe shared there will be options and restructuring plans which will be conveyed to Mr. Tate.

Virginia Cielo shared salaries were increased 3\% overall, no increase in health care insurance, mileage reimbursement went up 58 cents, no increase to worker's comp (historically we have received refunds) and no change in unemployment insurance. Equipment and building incurred a $\$ 244 \mathrm{k}$ increase due to having to increase that reserve to reduce bank charges from Truist. Our property insurance has been doubled. There is a concern that in the future, if there was hurricane damage that we would have to pay out of pocket. No major equipment expense expected this year. Total cash was $\$ 2 \mathrm{~m}$ at close of year. Unrestricted $\$ 760 \mathrm{k}$, restricted $\$ 1.2$ milion and line of credit is down to $\$ 11 \mathrm{k}$. Employee salaries up, bank charges lowered, property insurance increase, office expenses and mileage have increased too. Outreach, VITA and community flyers have created an increase in printing cost.

Arnold Nazur asked if there is enough money in administration as we expand to the $\$ 1.7$ million growth? Virginia shared new staff to begin, we have sub-grantees, adding full timers to marketing and technology. Felipe shared keeping the staffing in house is a challenge we acknowledge. Do we need to increase our line of credit? Virginia believes no by our projects. What worries her? Covid-19 makes it unable to predict but there is cushion in the projections and programs will continue regardless. Arnold asked about our printing cost and how to reduce it, Felipe shared the printing is covered in the grants and we can look for more innovated ways to connect with our clients. Hopefully an electronic way to connect with our clients in the future exits.

Lisette Rodriguez asked about the health care insurance increase passed on to employees? Virginia stated Florida Blue is behind in rate estimates so we do not know details yet. In April, we will present health insurance to the committee. Lisette asked about matching 401k contributions for staff? Is there good participation by employees? She would like to see HUF go back to matching, since a large amount of employees are participating. Is there a detailed salary breakdown of employees and what grants pay for each? Virginia stated there is a large excel sheet as in the past. We are working on filing the CFO, COO position recruitment currently.

## Motion

Arnold Nazur motioned to approve and adopt the 2022 Budget. A second was made by Charles Tatelbaum. Motion passed.

## Policy F122 Check Signers. Presented by Christina Paradowski

The check signing policy is updated to the CEO and COO have check signing authority. CEO is the primary, then COO. Board perspective is Board Chair, Board Treasurer and Chair Elect. Anything under \$10k does not need board approval, unless previously approved. There are some other contingent details.

## Motion

Arnold Nazur motioned to approve the F122 check signers. A second was made by Charles Tatelbaum. Motion passed.

Lisette asked if there is an approval process to pull from the line of credit? There is not, Virginia stated.

## Other Business/Updates

N/A

# Hispanic Unity of Florida Marketing Committee MINUTES <br> Thursday, January 14, 2022 

Present: Boris Espinoza, Henry Rojas, Ana Arguello, Eduardo Bello, Lesli Franco, Christina Paradowski, Christopher Dongo, Felina Furer, Shani Wilson \& Kathy Gallego

Excused: Francisco Rivera, Lucia Rodriguez, Maguana Jean and Felipe Pinzon
Call to Orderl Roll Call
Began at 9:00am

## Welcomed New Members of the Committee

Boris Espinoza new to the board and served on Catalyst Miami board but wanted a new organization to serve on. He is happy to be a part of HUF and on the Marketing committee. Salvadorian background and works at CITI bank in private banking.

Approve Minutes from December 9, 2021
Motion
Eduardo Bello motioned to accept December 2021 minutes. A second was made by Boris Espinoza. Motion passed.

## Transition Plan—Presented by Lesli Franco

a. Continued support to the transition: Kathy Gallego shared the details of the plan because there were new members in the meeting. Maguana Jean assisted creating a survey to touch base with staff regarding transition. The results were generally positive. The staff is aware of the transition, including new staff members. However, they do need a better guidance on where to find CEO transition information. Since Felipe Pinzon has been with HUF almost 20 years it is the transition from client to VPP to leadership role of CEO. During the agency meetings, the staff concern will be addressed again. Felipe Pinzon's agenda is very specific and closely addresses the different components of the marketing communication transition plan.

Community at Large: Kathy Gallego that there is a three-part video message, used in our eblasts and social media platforms that will run from January through March. The first video is Felipe Pinzon welcoming the new year and reiterating his new role. Welcoming in Felipe, The second video consists of celebrating our $40^{\text {th }}$ Anniversary and the final video communicates where HUF is currently at and where Felipe Pinzon sees it in five years Committee was very happy to see more of a social media presence.

## Marketing Strategic Plan

Lesli Cartaya-Franco mentioned that the Strategic Plan was up for renewal. We have a refreshed logo and brand standard. What's next and where do we want to go?
Henry Rojas asked about our target audience and who we want to reach. The demographic is individuals between 25-40 along with individual donors and political representatives.

In two weeks, Kathy Gallego will send out a reminder to add to excel strategic plan. She suggested that there needs to be specific goals and select groups, much like the transition plan, to complete the task.

Adjourn
At 9:45am

# Governance Committee Meeting <br> MINUTES 

Friday, January 7, 2021

Attendance: Angie Stone, Maritza Alvarez, Anthony Abbate, Christina Paradowski, Felipe Pinzon and Felina Furer

Excused: Maria Barnard, Steve Sampier, Maria Elena Ferrer and Melida Akiti

## Call to Orderl Roll Call

Began at 9:00 AM
John Guerrero will not participate in Governance or any other committees in 2022.

## Approval of December 2021 Minutes

Did not have quorum, therefore Felipe will send an email on behalf of Tony Abbate requesting an electronic vote

Recruitment, BoardLead—Elsa Bittar Application. Presented by Maritza Alvarez Interview summary

Interviewee: Elsa Bittar
Interviewer: Maritza Alvarez
Interview Date: 1/5/22
Board experience: None
Background: 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 moving forward in appointing Elsa Bittar as a Board member.

Did not have quorum, therefore Felipe will send an email on behalf of Tony Abbate requesting an electronic vote

Bylaws Revisions. Presented by Christina Paradowski
Christina presented all additional changes to the Bylaws. She will remove the comments but suggested share the redline/edited version with the board in January. The Board will vote on it February though.

Did not have quorum, therefore Felipe will send an email on behalf of Tony Abbate requesting an electronic vote

## Other Business

Next meeting let's have a discussion whether we would like to bring back past board members to serve another term.

At January board meeting a topic on agenda will be recommendations of the bylaw revisions.

Next Meeting: Friday, February 4, 2022 @9am

