

GREATER TAMPA BAY AREA COUNCIL INC., BOY SCOUTS OF AMERICA

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EXECUTIVE COMMITTEE MEETING MINUTES

DATE: Thursday, May 14, 2020

LOCATION: Zoom Virtual Meeting

TIME: 4 p.m.

PRESIDING: Mark Rose
Council President

ATTENDANCE: (Quorum was established)
100% of Executive Committee Members in attendance
One third of the Executive Board shall constitute a quorum

Executive Committee Members:

Peter Collins, Ed Dadez, Bill Daggett, Nick Digirolamo, Bill Guglielmi, Tom Hochhausler, Gregory Holden, Randall MacDonald, Campbell McLean, George Mitchell, Benson Porter, George Romagnoli, Mark Rose, John Sullivan.

Executive Board member –

Caleb Hancock-Youth (Order of the Arrow Lodge Chief 2019-2020)
Shawn Monahan – Youth (Order of the Arrow Lodge Chief 2020-2021)

Staff:

Ward Bramlett, Dwayne Jones, Jim Rees, Angelique Saffore

Consent Agenda Items:

1. Membership Report (April 2020)
2. Council JTE Dashboard
3. Minutes of Executive Board meeting March 26, 2020

Action Items:

- Motion to approve Consent Agenda items
- Motion to approve Treasurer's Report
- Motion to approve Jim Rees to continue with attorneys regarding BSA Bankruptcy issues and update Executive Board.

Mark Rose thanked everyone for attending the Zoom virtual meeting (due to COVID-19). Meeting called to order at 4:02 p.m.

Mark Rose asked for motion to approve the **Consent Agenda** as presented – Motion made by Bill Guglielmi; seconded by Peter Collins and passed unanimously.

Bill Daggett introduced Caleb Hancock, retiring from his post as youth member of the Executive Board and Order of the Arrow Lodge Chief 2019-2020. Caleb has achieved tremendous successes during his service and will serve on Area 4 Ship Advisory. Mark thanked Caleb for his dedication and youth leadership as Lodge Chief. Shawn Monahan as incoming Lodge Chief for 2020-2021. The Lodge is adapting well during the COVID-19; has had couple of meetings and chapter membership elections; being able to see each other on Zoom meeting helps with morale.

Scout Sullivan – Treasurer’s Report:

Presentation:

- Introduction & Overview
 - Greater Tampa Bay Area Council is experiencing unprecedented financial impact due to COVID-19.
- Financial Snapshot & Trends
 - Revenues have decreased due to cancellation and postponement of events, activities, and camp. Expenses have smoothed out over the last few months.
 - This trend is expected in the current economic climate.
- Financial Ratios
 - Liquidity ratio and debt ratio have both increased in April.

Jim Rees was able to secure PPP (Payroll Paycheck Protection) loan in April through SBA (Small Business Administration); amount \$348,000.00 that will help with the payroll expenses for the Council during this challenging time; since we have regular our payroll, we should have that loan forgiven. We’re currently behind in fundraising revenue which affects our cash flow.

Financial presentation shown below -

Statement of Financial Position (Balance Sheet) : Operating Fund

OPERATING FUND

ASSETS		2020	2019	Change (%)
Current assets:	Cash	\$646,323	(\$68,503)	1043%
	Accounts and notes receivable	\$145,294	\$141,929	2%
	Contributions receivable	\$284,011	\$466,663	-39%
	Deferred activity expense	\$126,697	\$72,200	75%
	Deferred camp expense	\$4,700	\$209	2147%
	Deferred special event expense	\$2,178	\$503	333%
	Interfund loans	\$31,130	\$0	
	Inventory	\$14,695	\$24,941	-41%
	Prepaid expenses	\$69,065	\$52,582	31%
Noncurrent assets:	Contributions receivable	\$463,170	\$593,447	-22%
	Other noncurrent assets	\$0	\$26,111	-100%
TOTAL ASSETS		\$1,787,261	\$1,310,082	36%
LIABILITIES				
Current liabilities:	Accounts payable	\$4,588	\$24,076	-81%
	Accrued expenses	\$17,296	\$19,674	-12%
	Custodial accounts	\$162,763	\$148,343	10%
	Deferred activity revenue	\$103,736	\$110,133	-6%
	Deferred camp revenue	\$6,797	\$13,579	-50%
	Deferred special event revenue	\$7,099	\$33,968	-79%
	Long-term indebtedness	\$348,176	\$0	
	Other current liabilities	\$2,277	\$22,468	-90%
	Taxes and benefits withheld	\$11,608	\$12,541	-7%
TOTAL LIABILITIES		\$664,340	\$384,782	73%
NET ASSETS				
Net assets:	With donor restrictions	\$527,544	\$705,129	-25%
	Without donor restrictions	\$595,377	\$220,170	170%
TOTAL NET ASSETS		\$1,122,921	\$925,299	21%
TOTAL LIAB & NET ASSETS		\$1,787,261	\$1,310,082	36%

Assets

- Increase in cash due to \$1M gift received at end of 2019 and SBA loan proceeds received in April 2020, \$348,176.00
- Decrease in contributions receivable due to writing off prior year balances with the audit
- Increase in deferred activity expense for Philmont and National Jamboree expenses paid in 2019
- Increase in deferred camp expense from Flaming Arrow ROTC expenses
- Increase in deferred SE expenses due to recognition expenses for popcorn and FOS campaign, and damage deposit for Auction event
- Decrease in noncurrent contributions receivable due to Cunningham Bequest payment received in 2019

Liabilities

- Long-term indebtedness is where the Paycheck Protection Program (PPP) Loan is recorded until forgiven
- Decrease in deferred camp revenue due to revenues not yet received for Cub Scout Day-Combined event compared to this time last year
- Decrease in Deferred special event due to change in Auction event
- Decrease in other current liabilities is due to change in Trails End's accounting for online popcorn sales

Net Assets

- Increase in net assets without donor restrictions due to ending 2019 with a significant surplus

Statement of Financial Position (Balance Sheet) : Capital Fund

CAPITAL FUND

ASSETS				Change (%)	
Current assets:	Cash	\$1,502,963	\$1,162,573	29%	Assets ➤ Decrease in Account Receivable due to mitigation sales all current ➤ Decrease in contributions receivable due to writing off prior year balances with the audit ➤ Decrease in noncurrent Interfund loan due to completing Charles Schwab wire transfer in 2019 ➤ Increase in other noncurrent assets due to new mitigation started at FASR
	Accounts and notes receivable	\$1,244	\$377,048	-100%	
	Contributions receivable	\$8,200	\$19,600	-58%	
Noncurrent assets:	Land, buildings and equipment	\$6,056,495	\$6,093,663	-1%	Liabilities ➤ Decrease in deferred camp revenue due to Sandhill building damage settlement recorded in the prior year
	Interfund loan noncurrent	\$0	(\$807,000)	100%	
	Other noncurrent assets	\$618,845	\$406,646	52%	
	Unallocated asset acquisition	\$0	\$7,518	-100%	
TOTAL ASSETS		\$8,187,746	\$7,260,047	13%	
LIABILITIES					
Current liabilities:	Accounts payable	\$2,770	\$0		Net Assets ➤ Increase in net assets with donor restrictions related to 2019 capital contributions
	Accrued expenses	\$124,946	\$259,159	-52%	
	Capital lease obligations	\$2,953	\$2,600	14%	
	Deferred camp revenue	\$0	\$249,929	-100%	
	Other deferred revenue	\$603	\$603	0%	
Noncurrent liabilities:	Other noncurrent liabilities	\$0	\$4,155	-100%	
TOTAL LIABILITIES		\$131,271	\$516,446	-75%	
NET ASSETS					
Net assets:	With donor restrictions	\$41,265	\$20,000	106%	Net Assets ➤ Increase in net assets with donor restrictions related to 2019 capital contributions
	Without donor restrictions	\$8,015,210	\$6,723,601	19%	
TOTAL NET ASSETS		\$8,056,475	\$6,743,601	19%	
TOTAL LIAB & NET ASSETS		\$8,187,746	\$7,260,047	13%	

Notes from Scott Sullivan –

Current Asset increased by \$377,000 from sale of mitigation credits; fulfilled interfund loan obligation of \$807,000. Current Liabilities - Deferred camp revenues of \$249,929 Sand Hill settlement.

Statement of Financial Position (Balance Sheet) : Endowment Fund

ENDOWMENT FUND				
ASSETS		2020	2019	Change (%)
	Cash	\$0	\$4,587,631	-100%
Current assets:	Accounts and notes receivable	\$3,163	\$545	480%
	Contributions receivable	\$6,400	\$11,325	-43%
	Interfund loans	(\$31,130)	\$0	
	Short-term investments	\$312,638	\$261,921	19%
Noncurrent assets:	Interfund loan noncurrent	\$0	\$807,000	-100%
	Long-term investments	\$10,117,489	\$5,048,443	100%
TOTAL ASSETS		\$10,408,561	\$10,716,866	-3%
LIABILITIES				
TOTAL LIABILITIES		\$0	\$0	
NET ASSETS				
Net assets:	With donor restrictions	\$2,924,794	\$3,030,481	-3%
	Without donor restrictions	\$7,483,767	\$7,686,385	-3%
TOTAL NET ASSETS		\$10,408,561	\$10,716,866	-3%
TOTAL LIAB & NET ASSETS		\$10,408,561	\$10,716,866	-3%

Assets

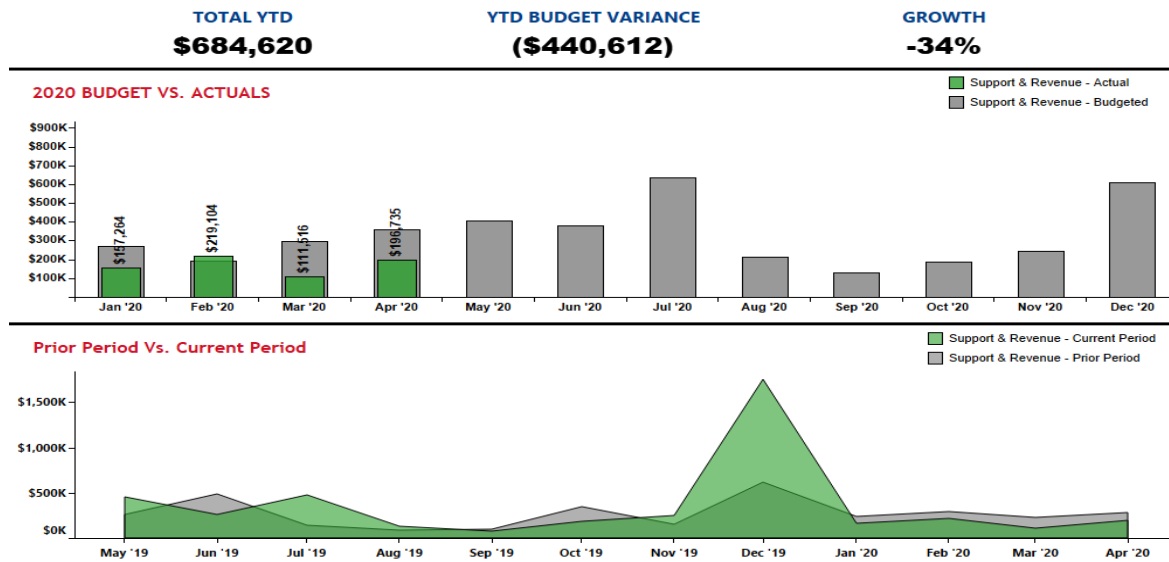
- Fund three cash transferred to fund one. Rather than requesting a distribution from the investment accounts for the 2019 investment distribution to operating, the council moved fund 3 cash on hand to fund 1 to relieve most of the interfund loan
- Endowment fund still owes the operating fund \$31,130 of the 2019 Endowment distribution due to paid legal fees associated with the National bankruptcy
- Previously this type of cash movement was recorded as a liability/receivable between fund 1 and fund 3. Change was requested in audit to record as an interfund loan, although this is not a true loan.

Liabilities

- No liabilities in Endowment Fund

Notes from Scott Sullivan – between Fund 2 and 3, we have decent amount of cash.

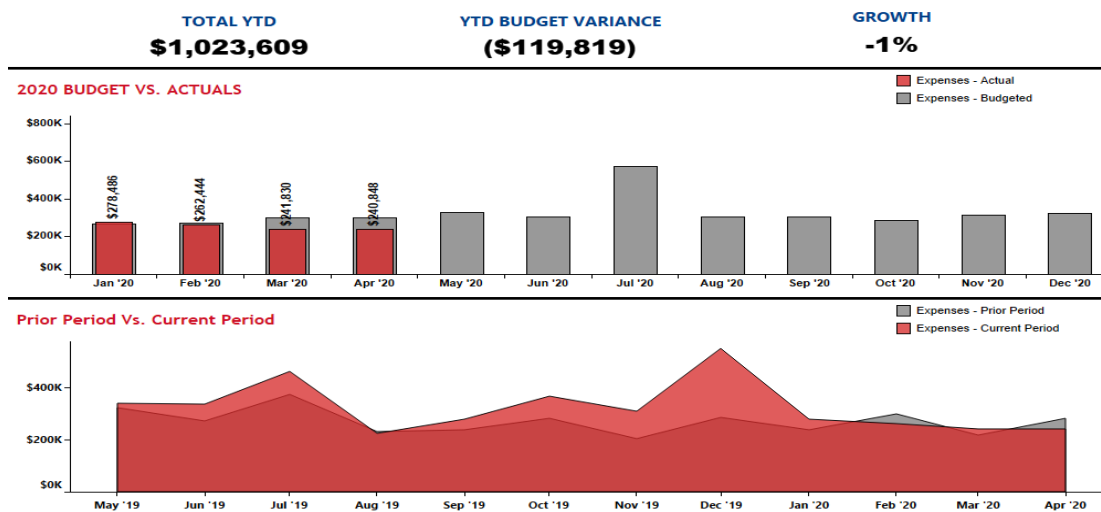
Financial Trend : Support & Revenue



Commentary

- FOS is trailing year-to-date and budget by 50% and 47%, respectively.
- Revenues have decreased due to cancellation and postponement of events, activities, and camp.
- Short fall of Friends of Scouting revenue by about \$150,000

Financial Trend : Expenses



Commentary:

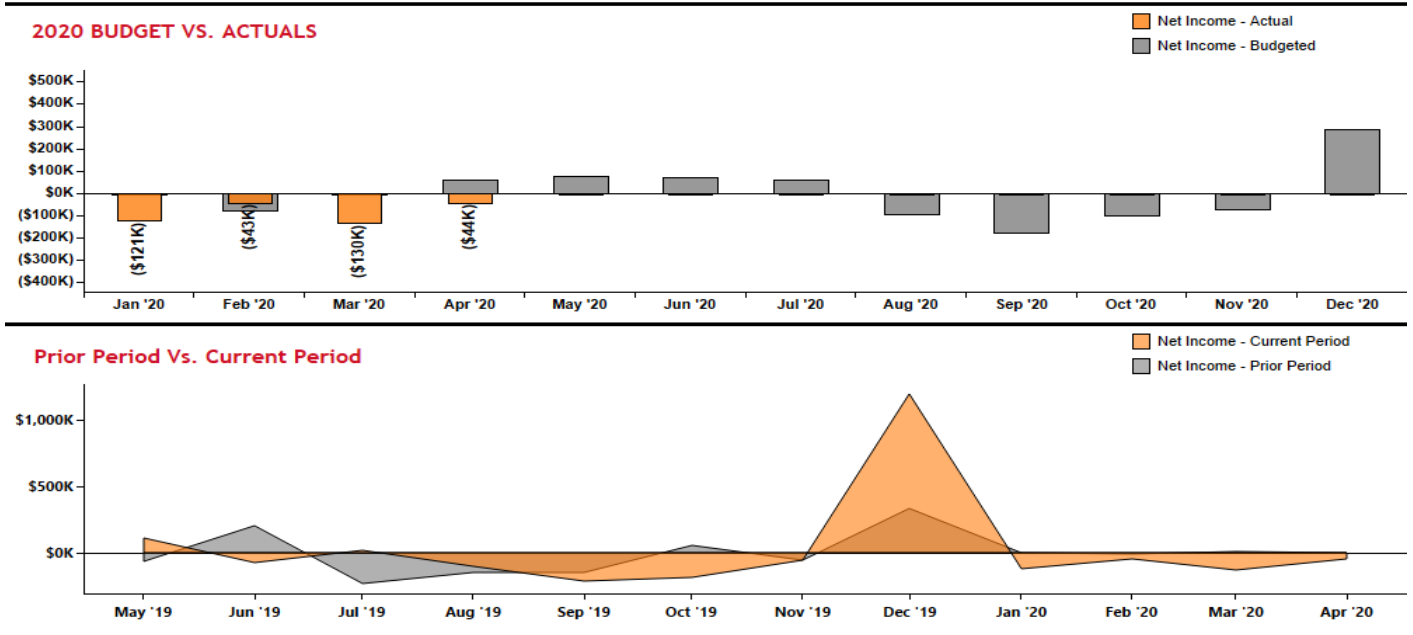
- Expenses have smoothed out over the last few months due to cancelled and postponed events as a result of the current pandemic.

Financial Trend : Net Income

TOTAL YTD
(\$338,989)

YTD BUDGET VARIANCE
(\$320,793)

GROWTH
-4850%



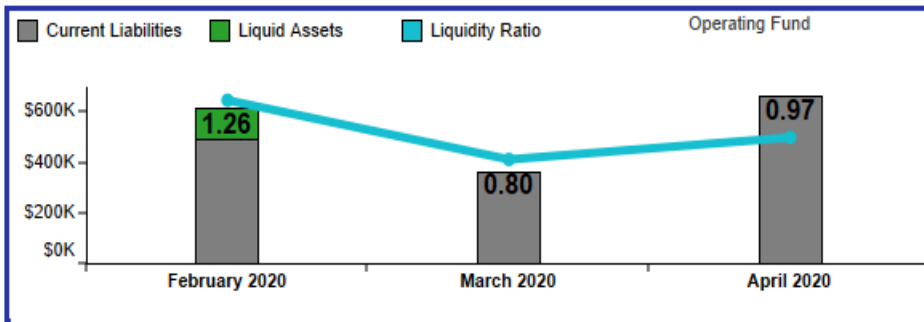
Commentary:

- Drop in overall revenue and expenses is related to the COVID-19 pandemic. This is expected in the current economic climate.

Financial Ratios : Short Term Liquidity

LIQUIDITY RATIO

Liquid assets per \$1 of near term liabilities

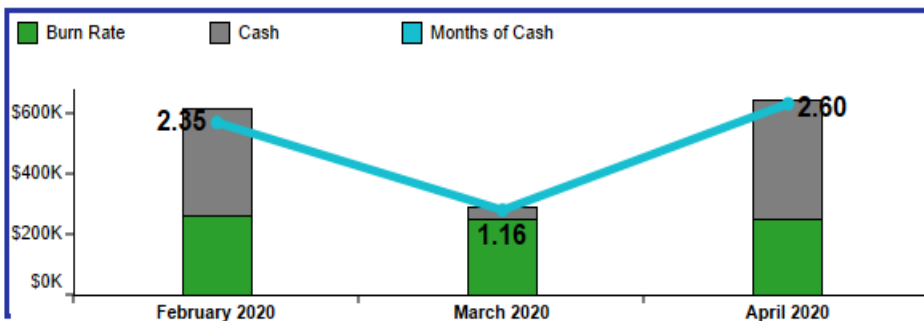


Commentary:

- All funds liquidity is 2.13 and is in line with normal business cycle trends

MONTHS OF CASH

A measure of how long the organization could continue to operate without additional funds

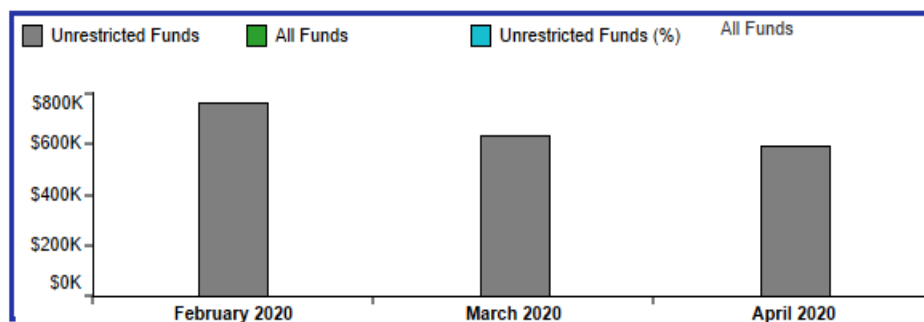


Commentary:

- Months of cash on hand has increased compared to prior months.

UNRESTRICTED FUNDS (%)

A measure of the council's financial flexibility



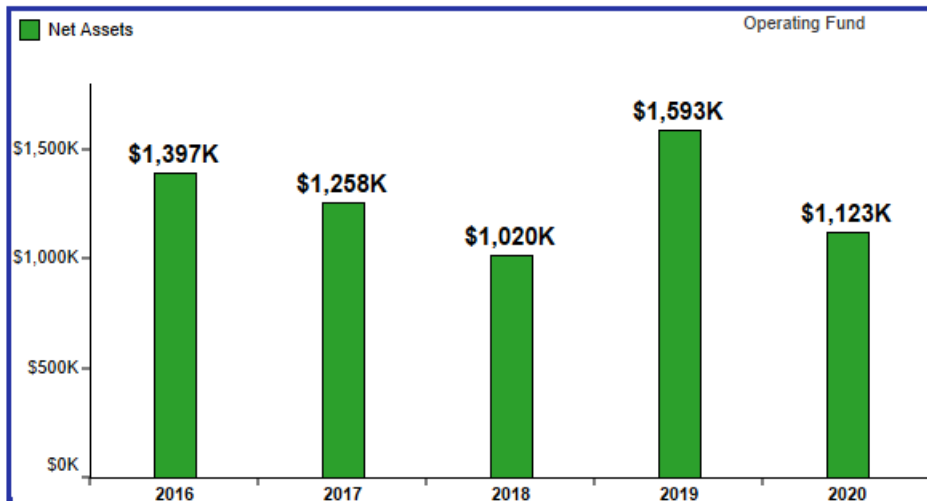
Commentary:

- Unrestricted operating funds have decreased in the current period due to the current year to date deficit
- Unrestricted funds make up 81% of all three funds

Financial Ratios : Long Term Financial Position

CHANGE IN NET ASSETS

A measure of a nonprofit's profitability or sustainability

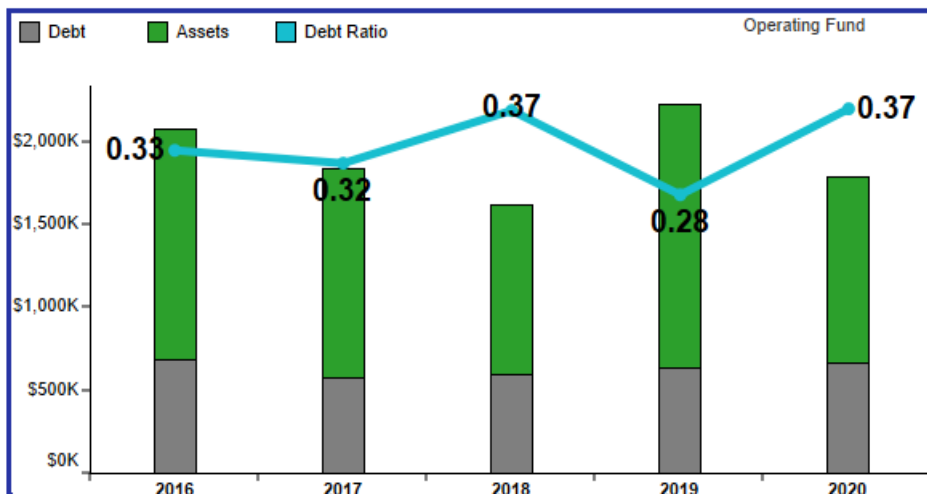


Commentary:

- All funds total net assets equal \$20.80 million, compared to \$17.76 million in the prior year

DEBT RATIO

A measure of a nonprofit's solvency (lower is better)



Commentary:

- All funds debt ratio is 0.05, and has remained between 0.04 and 0.07 for the last 4 years

Notes from Scott Sullivan – the PPP loan should be forgiven since we have regular and consistent payroll. Typically, we have to show 8 weeks of consistent payroll; otherwise about 2 years for payback.

Council's Annual Audit typically is performed and done earlier in the year; with the COVID-19 situation, auditors have had to work remotely; we expect for the audit to be completed by July of this year.

Comments from Jim Rees - Philmont has been canceled, along with ROTC. We have projection of short fall about \$150,000 in Fundraising, but Board members can help. If we can engage the right people to help us in fundraising, we may end up with a flat year; especially with the Hough family gift and the PPP loan.

Scott asked for motion for approval the April financials Treasurer's reports; seconded by George Romagnoli and passed unanimously.

Mark Rose commented with Peter Collins regarding financial position of Area 4 councils – Locally, the Central Florida has been struggling financially the past couple of years due to their large budget. As of now, we don't expect to have to absorb any financially-struggling council in the area.

Randall MacDonald – Program Report

- Council program events continue to be impacted by COVID-19. Some events have been cancelled, while others have been postponed. Examples include the spring Merit Badge Academy, ROTC weeks at Flaming Arrow, and the council's Philmont trek.
- Volunteers and the professional staff are working to re-imagine events to keep everyone engaged. We are working to develop a weekend camp experience to take the place of our traditional resident camps. District Cub Day Camps are being rescheduled, with new dates varying by district. Activity days at all camps have been scheduled to various Saturdays throughout fall and spring.
- We are working to keep Scouts focused on advancement opportunities and to keep training courses on schedule, including NYLT (July and December), Wood Badge (October and November), and Powder Horn (December).
- Regarding NCAP Accreditation (National Camp Accreditation Program), we are re-entering and are well underway with the five-year authorization process for our camp facilities. We anticipate receiving our report from National by May 31.
- The GTBAC COVID-19 Response Committee was formed and meets weekly to consider the impact of COVID-19 on council operations.
- Plan now to attend the Council Recognition Banquet on Saturday, August 1 at Camp Soule. Registration is live and we look forward to celebrating our new Silver Beaver Award recipients and other dignitaries.

Mark Rose commented that Program Committee will also consider the financial aspects to ensure programs have enough interests and feasible to conduct the programs.

Mark Rose, Tom Hochhausler and Jim met with Dr. Richard Lockey, Eagle Scout and Distinguished Award Recipient two years ago to join our Executive Board as V.P. Risk Management very soon. He works at University of South Florida as Doctor of Allergy and Immunology; he already reached out another colleague to join this committee.

George Romagnoli – Council Commissioner Report -

Change of restructure for recharterers – Assistant Council Commissioners to work with the Field Directors and Director of Field Service and units in districts; will report back in the next few weeks. We're about 120 units down from last year; 1/3 of those are LDS and not coming back; the other 3rd will be coming back working through District Executives and Unit Commissioners to get those back in office as soon as we can. We may be down by 40 or so units by end of year, same as last year.

Commissioner College have been rescheduled from May to now October 31st, excellent training opportunity. Most Commissioners can take online training to get their credits. Some units are meeting virtually, but some don't; we have to make sure those units meet and function properly.

Bill Guglielmi – Membership

Rechartering

- Recharter clean up continues. Currently the council is down 120 units
- The staff understands getting these units reregistered is an expectation and a top priority.
- The staff projects 43 units are still viable and are working through paperwork challenges
- Of the 43 returning units represent about 312 youth (about 7 scouts per unit)
- When rechartering is completely over, it appears there will be 89 units lost in total to attrition. 45 of those are LDS.
- Over the last several days, the council registrar is processing between 3 – 5 units daily that were previously dropped.

Recruiting

- All District Commissioners are actively recruiting unit commissioners and if any board member is familiar with someone that would/could be a mentor to a unit in the council, please help me make the connection with our districts.
- Announce the new additions to the commissioner core -Assistant District Commissioners will work with Field Directors, Director of Field Service and Unit Commissioners.

Training

- The Council's yearly College of Commissioner Science will now take place on October 31, 2020 due to the Coronavirus pandemic. Check In begins at 8:00 a.m. and the last class ends around 5 p.m. We will once again offer degree programs for bachelors, masters and doctoral candidates in commissioner science. The purpose of the College of Commissioner Science is to offer commissioners of the Greater Tampa Bay Area Council (and surrounding Councils) of the Boy Scouts of America a vehicle for continuing their education through advanced learning experiences in unit service. The College's Dean of Students and Volunteer Advisor is Doc Torres.

Bill Daggett - Property

- The sand skink mitigation at Flaming Arrow Scout reservation has been fully authorized, credits are available, and entire camp perimeter now has 17-foot fire break and new fencing.
- Alafia mitigation has moved forward with an additional 2.53 credits released which are already reserved for an additional \$630,000. The ranger staff has been on site twice recently spraying Caesar weed and other invasive plants along with trimming fence line and gate repair.

Updates on Properties:

Brorein

- 1) Pump house roof and Museum roof repaired.
- 2) Ranger house repairs
- 3) Chapel rebuild and Underground electrical infrastructure in progress.

Flaming Arrow Scout Reservation

- 1) Repair of main water line at well and of supply water lines in camp have been repaired.
- 2) Bids for Wood Hall slab crack repair have been obtained.

Sand Hill Scout Reservation

- 1) New ranger started April 1st and has participating in orientation and training.
- 2) Supply water lines and valves have been repaired.
- 3) A large yellow jacket nest has been removed.

Soule

- 1) New roof on the camp master building and ranger's house.
- 2) Pool motors and valves were repaired
- 3) The remodel of council ring is in progress.

Scout Service Center

- 1) Building upgrades, including painting inside and out
- 2) Some new carpet, lighting, ceiling tile replacement and door repairs have been completed.
- 3) Rangers had a workday to install a new lobby floor.
- 4) Clear shieldings for employees in the reception area have been installed.

Jim Rees commented on 200 sand skinks mitigation credits at Flaming Arrow Scout Reservation, valued at \$22,000 per credit that we can sell immediately. There is a project going on that would need about 1,000 credits but currently on hold at this time.

Discussion ensued on the information of our properties that Cushman & Wakefield presented during Board Retreat in December that all of our properties will be kept and improved. Sand Hill Scout Reservation needs to have clear title for any consideration. We have camp properties that we can grow into over time; more valuable for us to hold on to rather than sell; with more youth served, we will need more space. We can easily sell Scout Service Center and Camp Soule if needed; but there is no plan of selling any of our properties at this time.

Flaming Arrow has conservation easement, as well as Sand Hill. Camp Brorein and Camp Soule serve the same population (Cub Scouts) being 20 miles from each other. Alafia has conservation easement; same with Flaming Arrow Scout Reservation. Sand Hill Scout Reservation can be used as Cub World type of camp and make profit by selling 600 acres of it in the future. Flaming Arrow Scout Reservation best served for outside group use. Alafia perhaps served best as canoe-based camp. Per request of the Executive Committee members, the minutes from the Board Retreat December 2019 were emailed to the Executive Committee members for their review as the Vision of Properties was discussed, shared and voted at such meeting.

Discussion of the acres across the lakes from Flaming Arrow Scout Reservation – there is evidence of sand skinks in those orchards. If we purchased those 400 acres of the orchard across the lake, we can purchase at \$5,000 per acre and sell at \$22,000 per acre. Only 200 acres will be immediately available to be sold, the balance of the 200 acres can be sold once the orchard is returned to scrub oaks and natural landscape.

Mark Rose recommended bringing Cushman & Wakefield back along with a small committee of Mark Rose, Peter Collins, Campbell McLean and Jim Rees to start the conversation and discussion regarding the property across the lake from Flaming Arrow Scout Reservation.

Nick Digirolamo – Finance

- Most summer events/activities have been canceled due to COVID-19
- The Villages will have their virtual Distinguished Citizen Dinner on June 23rd at 6:30 p.m.
- Distinguished Citizen Award Dinner is scheduled for October 31st at the Grand Hyatt by the Causeway. It is a great venue honoring Derrick Brooks with Peter Collins as chairman of this event. Sponsorship and event details will be forthcoming. Peter Collins will reach out with the committee to start promoting this event; we have the speaker, host and honoree already lined up; most importantly, we need to promote sponsorship for tables of 10.

- The BSA Annual Golf event will be held February 8, 2021 at the same location.
- Council Auction event will be held July 2021 at the Tampa Gardens Club. We are checking into the possibilities of virtual/online auction for items that we can sell this year to generate extra revenues.

Nick recently sent out an email to the Board and Executive Committee members to promote and fundraise for us. There may be a handful of Board members that have not made their pledges this year; if any Executive Committee member recognized the names, please help by getting in touch and ask for their pledges.

Greg Holden - Investment

With the economy currently going through recent challenges and turbulence, the Investment Committee has had 3 meetings thus far this year to discuss and review the performance of portfolios from Provise and Sabal Trust. We exited from BSAAM over a year ago, with anticipation of returning to BSAAM this year. The funds withdrawn from BSAAM have been held with Provise since. We're down from beginning of the year from December 31, 2019, \$11M between the 3 areas of investments to now; at end of the first quarter, over \$9.5M, down by 16% in line with benchmarks of each of the portfolio managers and within range of our portfolio allocations. April was the recovery month for us with the economic challenges and rebounds. We don't have the exact number as of April 30th just yet; we will closely monitor the performance of each portfolios. We were at 68% of our investment at the end of March in stocks, within guidelines of our Investment Policy.

We at one time were hoping to return back to BSAAM. At this time, RFPs (Request for Proposal) will be accepted by the Investment Committee to review, compare, look for guidance and support from the portfolio managers for best practices and in the best interest of the Council.

Peter Collins - When the merge occurred in 2016 between the legacy Gulf Ridge Council and West Central Florida Council, we had total of 5 portfolio managers. We then interviewed and narrowed down to 3 managers, BSAAM, Sabal Trust and Provise. At the end of last year, the committee decided and voted to withdraw from BSAAM for various reasons; Sabal Trust simply manages Trust funds for us; Provise manages our investments. It's time for us to review and prudent to find the 3rd manager as we're not comfortable with putting all of our investments with just one manager.

Jim Rees – Greg Holden, an Eagle Scout and recipient of NOESA award in 2018 was recruited to be the Investment Committee Chairman. Greg manages investments with his company and assets for various Boy Scouts councils and has expressed interests in being included in the RFP process. Greg will work with the committee and will step down from his post as Investment Committee Chairman once we start the RFP process; he will work with Jim on identifying his replacement. Jim already spoke to Greg about a position of Chairman with NESAC Committee (National Eagle Scouts Association) to cultivate relationships with our Eagle Scouts.

Mark Rose – thanked Greg for his leadership and congratulated him on the new position with NESAC. Mark believes that we will be a \$25M in 2020-2021 when we sell the sand skinks mitigation credits; within 3-5 years, we can have \$50M in our Fund 3 for investments; therefore, when looking for new manager, we need to look at the large scale to manage our assets.

Peter commented that we need to have a manager that can give oversight to all of our assets, guidance and recommendation to make sure we're in compliance with our Investment Policy.

Tom Hochhausler -Hough Legacy -

Long-time Scouter, Mr. William Hough, Eagle Scout and was one of the very first Distinguished Citizen Dinner honoree in Pinellas county, who was very instrumental in helping with the St. Pete dinner, Mary Evertz and supported this annual event, passed away last month. He designated a significant gift to the Greater Tampa Bay Area Council of \$6.2M in the W. Hough Family Foundation. This gift will stay with the Foundation; three of his children are on the Board of this Foundation; his daughter, Susan, is the President of this Board, who will oversee the annual distribution

to the Council. We're unsure how much the annual distribution will be; Tom and Jim will visit the family in the near future. With the typically benchmark of normal distribution of about 5%, we estimate the annual distribution will equate to approximately \$300,000. We want to report back to the Foundation Board on how we spend the Foundation money. Our plan is to inform them periodically about membership, girls in Scouting programs, Exploring programs, our growth, that we're financially stable, how we manage their support and being responsible stewards of their gift; as well as sharing our vision, program needs, capital needs, Scout Reach program and involvement in the communities. This gift is restrictive for the use and Scouting service of Pinellas and Pasco counties; but 27% of our service fall into these two counties. We need to meet with the Foundation to iron out the details; with questions about the investments and policies of the Foundation with the restrictions they have in place.

In the documents received, the funds are protected and managed by the Foundation, cannot be used for settlement of any litigation. We have to propose to the Foundation each year on how we plan on using their distribution. We can ask for 1/3 of the annual distribution to support Scout Reach efforts in those two counties, 1/3 to support facilities and 1/3 for specific operations. Note from Tom Hochhausler that Mr. Hough expressed in his will his desires to have the funds spent in those counties; however, it will up to the discretion of the Trustees to review and approve any projects deemed necessary to Scouting.

Campbell McLean – Legal Affairs

- **Tampa Roofing** – agreed to replace Wood Hall roof; however, they will not pay for the attorney's costs and consultant fees in assessment of the faulty roof. We can explore option of having another roofing company to replace and pursue litigation against Tampa Roofing; however, Tampa Roofing can get the replacement roof installed quicker, but they will not warranty it. Warranty can come from the manufacture for the materials used. Inspector will be on site to make sure the replacement roof installed correctly; this cost incurred will not be paid by Tampa Roofing. We're trying to weight all risks and factors; the written laws indicated that we have to allow them the opportunity to remedy these issues. We put them on notice only when we had the roof-pulled test that it failed the hurricane standards tests. We've been dealing with Tampa Roofing issues for the last 2 years; litigation against Tampa Roofing may not be the most feasible solution at this time. Andy Mayts and Campbell will review options, scheduled a conference call for details and present to Jim.
- **Bankruptcy issue** – A stay-order put in place since March until about May 18th. Then, hearing will occur where Boy Scouts will express the hardships, economic sufferings and employee furlough. They're pushing for advertising deadline for filing claims of October 6, 2020; more than likely, it may be pushed to December. The costs of having attorneys guiding us now is pushing at about \$35,000 coming out of Fund 3, to review filing details and throughout analysis of the bankruptcy involved local council's risks and assets; Campbell receives regular updates on the case fillings and status as each occurs. We've retained these attorneys since January 2020; the bulk of the work has been for their opinions on risk assessment; they guide us on what needs to be done, what we could or couldn't do, and has given us a written summary.

Mark made a motion for Jim Rees to have authority to continue to go forward with the attorneys' service of consultation and guidance, within reasons, and update the Board regularly with progress and costs; seconded by Bill Daggett and passed unanimously.

Mark Rose – President's Comments–

- Next Executive Board meeting – June 18th at Palma Ceia if possible due to COVID-19 restrictions; we will keep everyone posted.
- NOESA (National Outstanding Eagle Scouts Award) recipients - they will be recognized at the Council Eagle Banquet on Sunday, August 9, 2020 (rescheduled from July 30th) at USF Embassy Suites:
 - o George Romagnoli
 - o Peter Lackman
 - o Andy Mayts
 - o Charles Stamey
 - o David Carlson

Jim Rees- Scout Executive's Comments:

- Thanked everyone for their support and engagement – The Service Center re-opened May 4th to office staff. Field Staff meeting will be held May 15th with social distancing and safety in mind. Our Service Center will re-open to volunteers the week of May 18th by appointments only. The week of May 25th, we will re-open to volunteers as well as the Tampa Bay Scout Store. The lobby will have the waiting areas with chairs and tables; shields are in place for customer service counters.
- Staff's morale is high, they all are working hard remotely the last couple of months; we don't have any staff changes at this time, but will anticipate on having couple of changes due to performance issues and not reaction to COVID-19.
- Kelvin Williams, Deputy Regional Director of Area 4, has left Scouting for different position. Bill Davis, the former Scout Executive of West Central Area, has been with National BSA, is named the Interim Area Director, working out of TX. He will be working with Peter, our Area 4 President and supporting local councils in Area 4.

It has been interesting the last few months for the Council with Budgets and Revenues being impacted due to COVID-19 by \$918,000, with possibility of balancing our budget with additional funds from investments and capital projects. The improvements for Service Center have been done with new paint, new carpet in certain areas and Scout Shop; all of camp facilities also had improvements as needed.

Jim thanked staff members, Dwayne Jones, Ward Bramlett, and Angelique Saffore for their leadership, dedication and hard work during these few weeks. Membership needs a new slogan, from "10BO", we can still have a growth of 10% in membership and 100 new units by the end of this year; we can still raise 100% in fundraising, whatever goals we set our minds to achieve and engage the right people, we will as things are slightly different this year.

He's excited about the new Board member recruited today, Dr. Richard Lockey, with the help of Mark and Tom. Additionally, they will meet with another doctor later on today as another potential Board member for this Risk Management committee.

He asked Executive Committee members to take Nick's email and forward to all prospects to support the Council in our fundraising efforts.

Mark Rose thanked everyone for attending the meeting.

Meeting adjourned at 5:58 p.m.

Respectfully submitted,

Mark Rose
Council President

Date

James M. Rees
Scout Executive/CEO

Date

/ans