

**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

## Florida Emergency Management Assistance Foundation, Inc Board of Directors Meeting

### Annual Meeting

July 12, 2024

I. Call to Order

Chair Brian Mimbs (Chair Mimbs) called the meeting to order at 11:00 AM

II. Roll Call

Carly Miller with FDEM called the roll. Chair Mimbs, Vice Chair Steven Lerner (Vice Chair Lerner), Secretary Javier Marques (Secretary Marques), Treasurer Chris Spencer (Treasurer Spencer), and Director Taryn Fenske (Director Fenske) were marked present. A quorum was present.

III. Approval of the April 12, 2024 Meeting Minutes

Chair Mimbs called for comments or questions of the meeting minutes from the April meeting. Chair Mimbs called for a motion to approve the meeting minutes. Vice Chair Lerner called for a motion to approve; Treasurer Spencer seconded the motion. All board members were in favor and the minutes were adopted.

IV. Approval of the Annual Operating Budgeting (Bylaws)

Jeremy W. Smith with FDEM presented the proposed Annual Operating Budget. The total proposed revenues are \$1,450,000 and the proposed expenses are \$681,100, offering an operating surplus of \$768,900. Treasurer Spencer discussed enhancements for reporting and analyses moving forward. Treasurer Spencer recommended investing in the future if there is a strong surplus. Chair Mimbs called for a motion to approve the annual operating budget. Treasurer Spencer called for a motion to approve; Secretary Marques seconded the motion. All board members were in favor and the operating budget was adopted.

V. Approval of Resolution for a 1-Year Extension of Chair and Vice Chair (Bylaws)

Chair Mimbs called for a motion to approve the 1-year extension of the Chair and Vice Chair. Treasurer Spencer called for a motion to approve; Director Fenske seconded the motion. All board members

**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

were in favor and the resolution was adopted.

VI. Updates

a. Financial Update

Jeremy W. Smith provided an update of the recurring costs and expenses as well as the donations

b. FTEM and Golf Tournament Fund Raiser Event Update

Jeremy Smith stated that he is reconciling and will provide the total amounts when they are ready.

VII. Discussion on Pending Business Items

a. Canopy contracting negotiations

Chair Mimbs called for a motion to approve the contract with Canopy. Treasurer Spencer called for a motion to approve; Vice Chair Lerner seconded the motion. All board members were in favor and the contract was adopted.

VIII. Upcoming Activities

a. Annual Reports

Carly Miller presented the annual reporting schedule. As stated in the bylaws, by August 1 Form 1023 and Form 990 are due to the IRS.

By s. 20.058, F.S., by August 1, 2024, the foundation must submit the Annual Report to the Division to include the name, mailing address, phone number, and website address for the foundation. It also must include the statute to which the Direct Support Organization was created along with a brief description of the mission, and results. The report needs to include the plans for the next 3 fiscal years, a copy of the code of ethics, IRS form 990. And in return the Division must make the information available to the public on our website as well as a link to the foundation's website

Also, by s. 20.058, by August 15, 2024, the Division will need to include the information from the annual report along with a recommendation to continue the agency's association with the foundation. That report will need to go to the Governor, the President of the Senate, the Speaker of the House, and the Office of Program Policy and Government Accountability (OPPAGA).

And lastly, the bylaws require the foundation to submit the budget and report of contributions and expenditures to the Division by September 30, 2024.

Director Fenske asked that the report going to the Governor's office be presented to the board before being sent. FDEM will provide the information to the board before submission to the Governor's office.

**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

IX. Public Comments

No public comments were presented

X. Adjournment

XI. Chair Mimbs entertained a motion to adjourn the meeting. Director Fenske motioned; Vice Chair Lerner seconded the motion. All board members were in favor of the motion, and the meeting adjourned at 11:19 AM.

Attachments:

Schedule of Upcoming Deliverables

Adopted Operating Budget

Statutes Referenced in Minutes and Documents

**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

Item	Description	Due Date	Source
<b>Annual Budget</b>	Approval by the Board of Directors of an annual operating budget for the Corporation	1-Jul	Bylaws
<b>Annual Meeting</b>	The BOD shall hold an annual meeting each calendar year for the purpose of electing officers and conducting other business	July	Bylaws
<b>IRS Form</b>	The Corporation shall submit to the Division its federal IRS Application for Recognition of Exemption form (Form 1023) and Federal IRS Return of Organization Exempt from Income Tax form (Form 990)	1-Aug	Bylaws
<b>Annual Report</b>	<p>(1) By August 1 of each year, a citizen support organization or direct-support organization created or authorized pursuant to law or executive order and created, approved, or administered by an agency, shall submit the following information to the appropriate agency:</p> <p>(a) The name, mailing address, telephone number, and website address of the organization.</p> <p>(b) The statutory authority or executive order pursuant to which the organization was created.</p> <p>(c) A brief description of the mission of, and results obtained by, the organization.</p> <p>(d) A brief description of the plans of the organization for the next 3 fiscal years.</p> <p>(e) A copy of the organization's code of ethics.</p> <p>(f) A copy of the organization's most recent federal Internal Revenue Service Return of Organization Exempt from Income Tax form (Form 990).</p> <p>(2) Each agency receiving information from a citizen support organization or direct-support organization pursuant to subsection (1) shall make such information available to the public through the agency's website. If the organization maintains a website, the agency's website must provide a link to the organization's website.</p>	1-Aug	Subsection 20.058 Florida Statutes

**Brian Mimbs, Chair****Steven Lerner, Vice-Chair**

Item	Description	Due Date	Source
<b>Recommendation to Continue the Agency's Association with Foundation</b>	Each agency shall report to the Governor, the President of the Senate, the Speaker of the House of Representatives, and the Office of Program Policy Analysis and Government Accountability the information provided by each citizen support organization and direct-support organization. The report must also include a recommendation by the agency, with supporting rationale, to continue, terminate, or modify the agency's association with each organization.	15-Aug	subsection 20.058 Florida Statutes
<b>Budget, Expense, and Contributions</b>	The Corporation shall submit the budget and a report of contributions and expenditures to the Division in a manner prescribed by the Division	30-Sep	Bylaws
<b>Annual Audit</b>	The Corporation shall make provisions for an annual post-audit of its financial accounts to be conducted by an independent CPA in accordance with Section 215.981, Florida Statutes. The annual audit shall include a management letter, and shall be submitted to the Auditor General, Office of Policy Analysis and Government Accountability, and the Division for review	1-Dec	Bylaws and Section 215.981, Florida Statutes

**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

Florida Emergency Management Assistance Foundation  
Proposed Operating Budget  
Fiscal Year 2024/2025

---

Revenues

Fundraising Event Donations \$ 1,020,000

Non-Fundraising Donations \$ 430,000

**TOTAL REVENUES: \$ 1,450,000**

---

Expenses

Administrative / Operational Expenditures

Organizational and Operational Fees \$ 800

Legal Services \$ 18,300

Accounting Services \$ 12,000

Marketing and Other Operational Services \$ 50,000

Assistance, Funding and Support Expenditures, s. 252.71(a-b), F.S. \$ 600,000

**TOTAL EXPENSES: \$ 681,100**

---

**TOTAL YEARLY REVENUE \$ 1,450,000**

**TOTAL YEARLY EXPENSES \$ 681,100**

**OPERATING (OVERAGE)/SURPLUS \$ 768,900**

**Brian Mimbs**, *Chair*

**Steven Lerner**, *Vice-Chair*

## **252.71 Florida Emergency Management Assistance Foundation.**

(1) As used in this section, the term:

(a) “Foundation” means the Florida Emergency Management Assistance Foundation for the division.

(b) “Personal services” includes full-time or part-time personnel of the division.

(2) The foundation is hereby created as a direct-support organization of the division to provide assistance, funding, and support to the division in its disaster response, recovery, and relief efforts for natural emergencies.

(a) The foundation must be an organization that is a Florida nonprofit corporation incorporated under chapter 617, approved by the Department of State, and recognized under s. 501(c)(3) of the Internal Revenue Code. The foundation is exempt from paying fees under s. 617.0122.

(b) The foundation is organized and operated exclusively to obtain funds; request and receive grants, gifts, and bequests of moneys or other items; acquire, receive, hold, invest, and administer in its own name securities, funds, or property; and make expenditures to or for the direct or indirect benefit of the division, political subdivisions of this state, and individuals adversely impacted by a natural emergency occurring within this state.

(c) The division must determine that the foundation is operating in a manner consistent with the goals of the division and in the best interest of the state.

(3) The foundation shall be governed by a board of directors.

(a) The board of directors shall consist of five members appointed by the director of the division. A majority of the members must be knowledgeable about emergency management activities and programs. The importance of geographic representation shall be considered in appointing members. Members must be residents of this state at the time of appointment and throughout their terms.

(b) The term of office of the appointed members of the board of directors shall be 3 years, except that the initial terms of appointment shall be two members for 1 year, two members for 2 years, and one member for 3 years. A member may be reappointed when his or her term expires and may continue to serve in such capacity upon expiration of his or her term until an appointment is made to fill the vacancy. However, a member may not serve more than two consecutive terms.

(c) Upon a finding based on a majority vote of the board of directors, the director of the division may remove any member of the board for cause.

(d) Any vacancy that occurs shall be filled in the same manner as the original appointment for the unexpired term of that seat.



**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

(e) Members of the board of directors shall serve without compensation, but are entitled to receive reimbursement for per diem and travel expenses in accordance with s. 112.061, and shall be paid from funds managed by the foundation.

(f) Moneys of the foundation must be held in a separate depository account in the name of the foundation, subject to the provisions of the contract with the division, and shall be used in a manner consistent with the goals of the foundation.

(4) The foundation shall operate under a written contract with the division. The written contract must, at a minimum, provide for:

(a) Approval of the articles of incorporation and bylaws of the foundation by the director of the division.

(b) Certification by the division that the foundation is complying with the terms of the contract and is doing so consistent with the goals and purposes of the division and in the best interests of the state. The division must make this certification annually, and it must be reported in the official minutes of a meeting of the foundation.

(c) Reversion of moneys and property held by the foundation to the:

1. Division if the foundation is no longer approved to operate by the division;

2. Division if the foundation fails to maintain its tax-exempt status pursuant to s. 501(c)(3) of the Internal Revenue Code;

3. Division if the foundation ceases to exist; or

4. State if the division ceases to exist.

(d) Prominent disclosure of the distinction between the division and the foundation to donors, including such disclosure in all promotional and fundraising publications or activities.

(e) Approval by the board of directors of an annual operating budget for the foundation.

(f) Adoption of an ethics code as required by s. 112.3251.

(5) The division may permit the use of its property, facilities, and personal services by the foundation and shall set forth any requirements or conditions on such use in the contract between the division and the foundation, including provisions governing the use of such property, facilities, and personal services during a declared state of emergency for a natural emergency. However, the division may not permit the use of such property, facilities, or personal services by the foundation if it does not provide equal employment opportunities to all persons regardless of race, color, national origin, gender, age, or religion.

(6)(a) The fiscal year of the foundation shall begin on July 1 of each year and end on June 30 of the following year.



**Brian Mimbs, Chair**

**Steven Lerner, Vice-Chair**

(b) By August 1 of each year, the foundation shall submit to the division its federal Internal Revenue Service Application for Recognition of Exemption form (Form 1023) and federal Internal Revenue Service Return of Organization Exempt from Income Tax form (Form 990).

(c) By September 30 of each year, the foundation shall submit the budget and a report of contributions and expenditures to the division in a manner prescribed by the division.

(7) The foundation shall provide for an annual financial audit in accordance with s. 215.981.

(8) This section is repealed October 1, 2027, unless reviewed and saved from repeal by the Legislature.

## **20.058 Citizen support and direct-support organizations.**

(1) By August 1 of each year, a citizen support organization or direct-support organization created or authorized pursuant to law or executive order and created, approved, or administered by an agency, shall submit the following information to the appropriate agency:

- (a) The name, mailing address, telephone number, and website address of the organization.
- (b) The statutory authority or executive order pursuant to which the organization was created.
- (c) A brief description of the mission of, and results obtained by, the organization.
- (d) A brief description of the plans of the organization for the next 3 fiscal years.
- (e) A copy of the organization's code of ethics.
- (f) A copy of the organization's most recent federal Internal Revenue Service Return of Organization Exempt from Income Tax form (Form 990).

(2) Each agency receiving information from a citizen support organization or direct-support organization pursuant to subsection (1) shall make such information available to the public through the agency's website. If the organization maintains a website, the agency's website must provide a link to the organization's website.

(3) By August 15 of each year, each agency shall report to the Governor, the President of the Senate, the Speaker of the House of Representatives, and the Office of Program Policy Analysis and Government Accountability the information provided by each citizen support organization and direct-support organization. The report must also include a recommendation by the agency, with supporting rationale, to continue, terminate, or modify the agency's association with each organization.

(4) Any contract between an agency and a citizen support organization or direct-support organization must be contingent upon the organization's submission and posting of information pursuant to subsections (1) and (2) and must include a provision for the orderly cessation of operations and reversion to the state of state funds held in trust by the organization within 30 days after its authorizing statute is repealed, the contract is terminated, or the organization is dissolved. If an organization fails to submit the required information for 2 consecutive years, the agency head shall terminate any contract between the agency and the organization.

**Brian Mimbs**, *Chair*

**Steven Lerner**, *Vice-Chair*

(5) A law creating, or authorizing the creation of, a citizen support organization or a direct-support organization must state that the creation of or authorization for the organization is repealed on October 1 of the 5th year after enactment, unless reviewed and saved from repeal through reenactment by the Legislature.