

AT A WORKSHOP OF THE BOARD OF COUNTY  
COMMISSIONERS HELD IN AND FOR GADSDEN  
COUNTY, FLORIDA ON FEBRUARY 1, 2023 AT 4:00 P.M.,  
THE FOLLOWING PROCEEDING WAS HAD, VIZ:

**Present:** Kimblin NeSmith, Chair, District 3  
Eric Hinson, Vice Chair, District 1  
Alonzetta Simpkins, District 2  
Brenda Holt, Chair, District 4  
Ronterious “Ron” Green, District 5  
Edward J. Dixon, County Administrator  
Clayton Knowles, County Attorney  
Marcella Blocker, Deputy Clerk

**CALL TO ORDER, INVOCATION, PLEDGE OF ALLEGIANCE**

Chair NeSmith called the workshop to order, welcomed everyone and asked for moment of silence and then led in the Pledge of Allegiance to the U. S. Flag.

**CITIZENS REQUESTING TO BE HEARD (3-Minute Limit)**

*Anyone wishing to speak on agenda items or non-agenda items should schedule or notify the County Administrator’s Office before attending the meeting and will be asked to follow the Gadsden County Public Meetings Citizens Access Guidelines. Also, public comment for Commission meetings can be submitted via email to [CitizensToBeHeard@gadsdencountyfl.gov](mailto:CitizensToBeHeard@gadsdencountyfl.gov) until noon on February 1, 2022. Comments submitted after the deadline but prior to the meeting will be added to the official record, but the County cannot guarantee that Commissioners and staff will have adequate time to review comments prior to the meeting.*

Mr. Dixon read aloud the above statement.

**GENERAL BUSINESS**

**1. Welcome**

Chair Nesmith welcomed everyone to the workshop.

**2. Gadsden County Senior Citizens Centers Presentation**

Mr. Dixon introduced the above item and said the information in the packet should not be new to anyone. They have been moving in this direction, per Board’s instruction, since they heard what had happened with GSS. The Board confirmed their desire to put senior services on a more concrete footing and to that the board would move to take over the Senior Centers across the County. They would be managed daily by the Director of Elder Affairs, LaToya Fryson. Currently, the Quincy and Chattahoochee centers are fully operational and serve as access points and are activating a new site in the Carver Heights Community of Havana. Some of the things he mentioned they were hoping to provide were homestyle cooked meals three times a week at each site; a food pantry; transportation to seniors via the Transportation Disadvantage program; supplemental Utility Assistance, etc. They know that funding was taken from GSS and they know that the funding will run out for GSS. The goal and direction from the board has been to figure out when that was to present a proposal so that they can keep senior citizen centers running. The analysis recognizes how many seniors they have in the county and they want to increase that number by 1,000. The original proposal would provide increased, ongoing support

and resources and long-term benefits in the amount of \$475,000; with \$300,000 being for operations and \$175,000 a donation to non-profit to maintain the level of service. He added that 99% of the employees would be on the non-profit side of the house. He also stated they were already donating \$100,000 to the non-profit side of the house. They plan to increase programs for all seniors for their daily care. They plan to have trips, which some would be out of town.

*Commissioner Green arrived at 4:19 p.m.*

Mr. Dixon said they will have to update personnel at all sites. The non-profit corporation was set up. They are becoming cohesive in what they want to do. The recruitment of volunteers is going to be super important.

*Commissioner Hinson stepped out at 4:23 p.m.*

Commissioner Green said he noticed the provided information was pretty much what they had received before, with the addition of having the non-profit incorporation in the pamphlet.

*Commissioner Hinson returned at 4:27 p.m.*

Sherrie Taylor appeared before the Board. She said she did not know if they were going to allow comments. She said one thing caught her ear was that Mr. Dixon said, which was the initiative to reach out to all that are serving seniors and she said she did not receive a phone call to meet even though they were offering exactly what the Board was proposing. They submitted a request for a proposal on September 9<sup>th</sup> at 2:46 to the Administrative Assistant, Laurel Bradley. She said they had not heard anything about the proposal. She did invite all of them down and 4 of the 5 commissioners did come to the facility so they know what they are doing. She understood what the initiative was. They are going to provide services in different areas. She said she also has a program that is in East Quincy that has an average attendance of 40-45 people daily and provide hot lunch and bed, as well as a continental breakfast.

*Commissioner Holt arrived at 4:32 p.m.*

She said they mentioned activities and they have been there since June 1<sup>st</sup>. They take them out twice a month and do what the seniors want to do. She has a retired arts and crafts teacher and also teach them about life coping skills. She asked them to please consider their program. They are doing everything they just mentioned, the only thing they are not providing right now is utilities assistance. She said to take Sherrie Taylor out of the equation to consider the program. She asked them not to hold their personal issues or concerns with her because she knows she has done some things to anger people, but she did not want them to hold that against the program and not fund them. She said it was well worth it.

*Commissioner Holt stepped out 4:36 pm*

*Commissioner Holt returned 4:37 pm*

Chair Nesmith said he has not had the opportunity to look at the proposal. He said he went to the facility and liked he activities he witnessed. When they originally looked at all applications

from non-profits, they are still in the process of developing their non-profit protocol and the process. He said they have not looked at any non-profit organization because they have not completed that process.

Reginald Cunningham appeared before the Board. He said the issue was when he was Chair for the Gadsden Senior Services, some type of oversight was needed so that they can provide services throughout the entire county. He stated only 4% of the elderly population was being serviced and that was unacceptable.

Commissioner Hinson asked Mr. Dixon if there was a reason why Sherrie Taylor's group has not been spoken with and Mr. Dixon said he had not spoken with anyone. Commissioner Hinson said he believes in collaboration and was wondering since they are already funding the seniors, why they haven't been reached out to. Mr. Dixon said his directive was to build a program that the County could support.

Commissioner Green thanked Commissioner Taylor for all that she is doing. He was able to go to the facility as well and looks forward to going back to offer some of his services. He hopes they are able to do something to contribute to that foundation because it is needed. He also asked the Board to find a way to do something. He said he did not think it was personal, they just need to come up with a non-profit program. As leaders in the County, it is their duty to make sure they are providing for every citizen in the County. There will be stipulations put in place that will determine how they give or how much they give.

Commissioner Taylor re-appeared before the Board. She thanked Commissioner Green for those words. She said 18% of the population is senior citizens. She asked the Board to consider the accountability and deliverables. She told them to let the non-profits help them with their plan.

Commissioner Simpkins said they are contradicting themselves because they had the Senior Foundation to establish a non-profit fund and Gadsden Senior Services is a non-profit. What needs to happen, because services are being provided, they need to be at the table with Chattahoochee providers, Havana providers and Gadsden Wellness to lay out a plan. She wants to know where the money is being spent. She asked, if they could, meet and figure out the expectations.

Commissioner Holt said this all came about because of funding being removed from the Senior Citizens Center that was already there. She asked Area on Agency to do a background check on any group that was involved with the seniors and that has not been done. The reason they have been having problems are because the County did not step in and do a program for seniors. She said the seniors are always going to go to them because they think that they control what happens to them. She said this was not about liking or not liking, it was about performance. She said when funds were moved, some people lost their jobs. They need to get a program in place that will serve everyone in the county. Anyone who receives money from the Board should receive a letter saying they could be audited. There are ways to do things and they need to get a program set up.

Mr. Dixon said this was not about any other Senior-driven agency, just as it was not about Gretna, Midway. It was about the County creating a base program that has the ability to grow

and setting a level of service across the County. He stated the only competition he saw all was who would apply for funding from Area on Aging.

Commissioner Hinson said he understood there were two organizations that were receiving funding. One did outreach throughout the community going into homes and the more homes visited, more funding they would receive.

*Commissioner Green stepped out and returned at 5:10 pm*

Commissioner Hinson said they need to focus on infrastructure, etc. and on how they could get money.

Mr. Cunningham re-appeared before the Board.

Commissioner Holt asked what services were provided to the homebound and Mr. Cunningham responded they were currently providing companionship and homemaking; Elder Cares was handling the personal care. Gadsden Wellness handles the OAA piece that includes the Meals on Wheels. Commissioner Holt asked if the Senior Center was handling that before and Mr. Cunningham said yes. She asked how much was moved from that program to the Wellness Center? Mr. Cunningham said the remaining of the grant.

Commissioner Holt said she was not opposed to having multiple programs, she wanted to make sure they were ran efficiently. She added that right now this program needed to be set up by the County. Every time the Seniors had a problem, they came to the County. She said they had to be set up first, anything that comes before the Board for funding, if they had the votes, they got the votes.

Ms. Taylor re-appeared before the Board and said one thing that Commissioner Holt stated with regards to backgrounds, as a Director, she had to have both an in-depth background screening from the Department of Children and Family as well as ACHA. If any flag comes up on her, being the Registered Agent for the program, she is immediately pushed through the system. She added that Area Agency does not fund government and was why they were putting together a foundation, but how much oversight is over where they were supposed to be as the county government. The structure that Area Agency has is to identify funding agencies. They do not fund government, only non-profits. She added that government cannot apply for the funds and wondered if the county was overextending themselves with this.

Commissioner Green said he wanted to be clear this was not a competition between the two organizations because they were trying to meet the needs of everybody in the County.

Chair NeSmith said he had an opportunity to attend the Wellness Center and it was not a competition and he was very clear about that. It was about putting something in place to utilize everyone. This was a chance for them to be actively involved and have input with a process that they were putting in place as a County.

Commissioner Simpkins said as it relates to the seniors, her cousin led the pack to fight for GSS before she passed. They need to work together and she was fighting for unity. She was not against the County overseeing the services and felt that was what needed to happen because it

was a large county. She added there was a need for a larger area. The question is still how will other citizens be serviced? They need to put parameters in place and make sure the services were being provided.

Commissioner Hinson said he had concerns, he thought funding was set aside for GSS.

Mr. Dixon said all of that was part of the non-profit but the Commission had said no distribution until they had the non-profit meeting.

Commissioner Hinson said that was the first thing they should have done. He asked if they had an Elderly Care Director and Mr. Dixon said yes.

**Rhonda Woodward, In-house CPA for the Clerk**, appeared before the Board and asked for clarification. She asked if the Commission was proposing to establish the foundation because the foundation was eligible to accept the resources to provide services to the senior citizens which was not transmittable to the county itself. Mr. Dixon said yes. Mrs. Woodward continued and stated that the foundation would to continue the disbursement of the monies and the services.

Mr. Dixon explained the nonprofit has a board that oversees it. They will be working closely and one model presented to the board is that the Executive Director of Elder Affairs would be the Executive Director of the nonprofit. However, should that become a problem, the foundation will have their own Executive Director.

Commissioner Green wanted clarification, he asked if they have any more questions or concerns as relates to package because this will come before the Board for a vote on Tuesday. If so, get it out now.

Chair NeSmith said hopefully this will bring clarity and they will be able to focus on just the document.

Commissioner Simpkins asked, on the budget piece, in looking at salary and benefits, was all the funding going directly to Senior Foundation or was the County distributing? She asked if the County would be distributing the salaries and benefits and were able to do that?

Mr. Dixon said salaries and benefits at the top was the disbursement from the Board and Mr. Dixon stated that was the donation from the Board. Chair NeSmith asked if they were voting on the \$263,492.00 and Mr. Dixon stated they were voting on \$475,000. The expenses would be under the County's control. Mr. Dixon stated they were not sure if they would get the grant. He further explained they were unsure if they would get the grant, but want to maintain and begin to increase services and this was to pay salaries through the end of the fiscal year.

Commissioner Hinson said he had heartburn when he thought of Midway and they were not focused on them, they focused on Chattahoochee, Quincy and Havana. He added Gretna was excluded as well. What if the Board of Directors did not want to deal with County anymore after receiving the money. Before he approved this, he wanted to see the budget for the Gadsden Community Health Council that the Board established. He asked to be provided a worksheet on their budget before giving the \$475,000.

Chair NeSmith said they had this conversation previously and they could give stipulations before giving any money.

Mr. Knowles said what they needed to understand moving forward and the Clerk has addressed this and Commissioners have called him about it, is this organization going to be an instrumentality of county? Meaning, is the County providing funding for the organization and the County will be the sole source of funding? If so, there will need to be some things they need to do to make sure the proper processes were in place and that the County has adequate control over that entity. He added that what he heard today was the County was starting a non-profit and the County's Executive Director of Elderly Affairs would be running that organization, and that sounds as though it was an instrumentality of the County so they would exert a certain amount of control over that based on what goes into that corporation's by-laws as is constituted. They would need to look at that on Tuesday and make sure they had a clear understanding of how the organization was set up and how that organization would be run, particularly as an instrumentality of the County. If not, and it is a separate nonprofit and they were giving gap money and anticipate receiving some of those monies back, then they could contractually accomplish some of those audit and spending controls, just as with other vendors in building roads, the vendors take draws, etc. That needed to be understood before having a conversation on what they were doing moving forward. receive some of those monies back done in right way. Mr. Dixon said it was intended to be a gap money.

Chair NeSmith said they needed to move forward with the current document and asked him to get with the County Administrator so he understood the relationship.

Mr. Knowles asked regarding the salaries and benefits in the requested budget of \$263,492.00, once that was paid out, it would not come back to the County. Mr. Dixon said correct. Mr. Knowles asked with the other line item expenses, once paid out, would it come back to the Board and Mr. Dixon responded no, those were operations of the facility. Mr. Knowles stated as he was reading and understanding from the commissioners, this was an instrumentality of the County that they will exert a decent amount of control of through the Administrator by and through the Executive Director of Elder Affairs and that needed to be reflected in the bylaws. If that was not it he and the Administrator could get together and figure out a way to do that. What he was seeing seems to suggest this will be an instrumentality of the County, if they give the money back, fine, that was one hand putting money into the other hand.

Chair NeSmith asked that he said if the entity received a grant, there was a possibility they could claw something back and Mr. Dixon said yes, that was a decision the Board would make about whether or not they wanted their money back. Chair NeSmith said they would not have that option until they knew if they were approved for a grant. Mr. Dixon said that was correct.

Mr. Knowles said the Board had to guide them on what they wanted them to do, if they wanted it set up as a direct support organization, essentially an instrumentality of the County, there was a way to do that. If they wanted it set up as an organization that was a separate nonprofit that simply received funding from the County but has an audit and responsibilities to report back to the County, there was a way to do that. It was up to the Board and not up to him or the Administrator.

Chair NeSmith asked Commissioner Hinson if the attorney answered some of his concerns. Commissioner Hinson said he just wanted to discuss it and be transparent.

Commissioner Holt said she did not think it was a problem being clawed back, when the program moved, the money moved. It was very simple, if the program had stayed there, the money would have stayed there and they could have paid their bills. She asked the attorney when he received a document and he stated it was online. He was referring to the bylaws, they were not attached. She stated she was referring to this document and bought if there were questions, he and the Administrator would have discussed them. Mr. Knowles tried to explain he could not move forward without direction and Commissioner Holt interjected and said she was not asking him to do anything, all she was saying was when he saw things in the document, he should ask the Administrator what was going on, then get together and answer some of these questions. All she was saying, was any of this money going to come back, yes or no and under what means would it come back or may not; what type of organization was this going to be. She said the reason she said that was because if the Clerk said was it going to be this, this or this, then she thought they would have some answers to by brought to their attention. She said it was just unusual when the Clerk brings it and she thought he should have already had conversation going on about it.

Mr. Knowles asked if he could finish and stated this was not something he could work out with the Administrator without knowing the direction shall the Board intended to take. He listed some examples and said he understood her concerns but thought they were a little misplaced because they were at the workshop now to discuss this and the question was asked how they were going to have the proper control over the organization to ensure that the money was well spent. He felt that was an obvious concern around the dais. He said when they vote on this on Tuesday and give them the direction, they will work with whomever they say, whether Gadsden Wellness, Gadsden Senior Citizens Foundation, whoever the entity or entities is or are, they would work within those timelines to ensure that their wishes were taken care of and followed. He felt they were a bit premature in saying to tell them what they were doing when they had to give the attorney and Administrator direction.

Commissioner Holt said she was not asking for direction in what they were doing, she said was it plan A or plan B and she would like to have an attorney's opinion on all items on the agenda so when they look at them, he already has documentation as State Statutes, etc. so they were ready to go. She also thought they needed to stop bashing CDGC and the Health Council because the members of the GCDC were the same ones they will have to have as the Economic Development person. She also said she felt that with all of the organizations they fund should have to sign a disclaimer say they may be audited.

Chair NeSmith asked Mr. Dixon what authority they had with Gadsden Senior Services to receive their financials. Mr. Dixon said they volunteered. Chair NeSmith asked that at any point they could have cut the County off and said they would operate without Gadsden County and Mr. Dixon said yes. Chair NeSmith asked if the only authority they had was the Seniors was in a county owned building and Mr. Dixon said no, there was an agreement with them about the amount of money. He said the audit was not of their entire books, it would be of the amount of money given to them.

Commissioner Green said there was a purpose why Mrs. Woodward asked her question. He wanted to make sure they had everything in order as it related to the process they were getting ready to adopt or vote on the next Tuesday. He asked Mr. Dixon to give insight as to how the Tallahassee organization was set up based upon the knowledge he received when he did his visitation.

Mr. Dixon said Wakulla sent them to Leon County and they were glad to show the layout of their organization Not because they had the same problem but because they needed the city and the county to have some influence on maintaining the levels of service that were being received. They set up a situation where it was a part of the Parks and Recreation division. They set it up where the person that was in charge of that division or otherwise the Superintendent or manager who ran that program or maintained that program on behalf of the city and the county also was the Executive Director of the Board of the nonprofit. He said he understood the nonprofit was designed the same way and had one purpose: to help the city's senior citizen program. That foundation meets on a regular basis, bring money into the program and they decide a lot of the programs they will sponsor based on the monies they get in cooperation with the city. That person is allowed not to commingle the money, but the supplementation of money where the nonprofit may be guided to do certain programs and the city may be guided to do other programs. He said there were a lot of people involved in the nonprofit and they were responsible for volunteerism, fundraising, program design and management, for recruiting and retention. The City's point was they wanted to provide other services that they knew if the nonprofit got a grant, they would have to do. They would have to maintain the building, paint the building, pay janitorial services, and all wraparound services that the city now does and the grant could be used almost 100% for the use of seniors. That setup works for them. That was run by folks that dealt with the Area on Aging and they liked the system. He said they would not have brought a system they did not think would survive or muster legally or otherwise. It is an opportunity. If the Board decides it was shady and the nonprofit had to get their own Executive Director that would not be a problem. He said this board was set up for one purpose and one purpose alone, could they build in certain things as noticed by the Commissioner and the attorney, absolutely. He said the nonprofit did not survive without the city wrapped around it.

Commissioner Green asked how often the nonprofit reported to or met with the city commissioners and asked only because there was a mentality of "I got you" or "we got you" opposed to trying to really work out things together for the betterment of everyone.

Commissioner Simpkins had questions regarding the budget and read from the Policy and Procedures Manual. She asked if they would receive the total \$475,000 upfront because in the manual it said "the Center Director may move money between line items in the Elderly Affairs accounts only. Total Expenses may not exceed the amount budgeted." She said that was why she asked and made it seem it was in their budget. Mr. Dixon said it was Elderly Affairs program but the County would do as they do with most of the time, would send out a monthly stipend or request for funding. All that funding would not be given at the same time.

Commissioner Hinson said the reason why he brought up GCDC and the Health Council was because those were two that were under the umbrella of the County. He said once a nonprofit receives state dollars, and can carry on themselves, they could leave and not need the County anymore.



Mr. Knowles said the Board has to tell them what they want to be the guardrails. They might decide they want to appoint the board members or have a contractual agreement that their funding was contingent upon, i.e., they would only receive their money every quarter after receiving financials or audit. He said it was things for them to think about.

Chair NeSmith asked if that should be done in the bylaws or did they need to establish a Memorandum of Understanding with the organization because they want it to be a separate organization and not be government controlled. They wanted to make sure they had accountability but it has to maintain its independence.

Mr. Knowles said he did not think an MOU was what they wanted, if they were not trying to exert the maximum amount of control or oversight over that board or organization, then you have a contractual agreement that sets out the expectations to receive funding. Mr. Knowles did state that everything they talked about was possible, he and the Administrator just needed to know the direction the Board wanted to go in.

Commissioner Holt asked that he put some of the options out in an email to them.

*Commissioner Hinson left at 6:29 pm*

Mr. Knowles said he could send the Board several options and would try to reach out to the City of Tallahassee to not reinvent the wheel and present them with options.

**MOTION TO ADJOURN**

**THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE BOARD, CHAIR NESMITH DECLARED THE WORKSHOP ADJOURNED AT 6:30 PM.**

**GADSDEN COUNTY, FLORIDA**

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**KIMBLIN MESMITH, Chair**

**ATTEST:**

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**NICHOLAS THOMAS, Clerk**