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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Guardian ad Litem Foundation of Tampa Bay, Inc.

DOCUMENT NUMBER: N32403

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Erin Authier

(Name of Contact Person)

Guardian ad Litem Foundation of Tampa Bay dba Hero To A Child

(Firm/ Company)

14250 49th Street N, Suite 4000

(Address)

Clearwater, FL 33762

(City/ State and Zip Code)

ErinA@herotoachild.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Erin Authier

941

330-7477

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
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| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|

*Previously
Submitted*

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

Guardian ad Litem Foundation of Tampa Bay, Inc.

FILED

(Name of Corporation as currently filed with the Florida Dept. of State)

2020 MAR 18 PM 7:51

N32403

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Hero To A Child, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

PO Box 17209

Clearwater, FL 33762

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

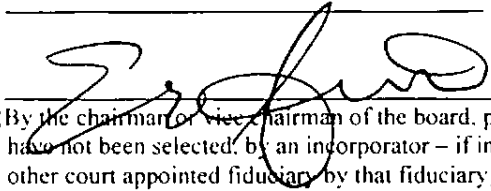
The date of each amendment(s) adoption: November 28, 2023, if other than the date this document was signed.

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated November 28, 2023

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Erin Authier

(Typed or printed name of person signing)

Executive Director

(Title of person signing)



**Guardian ad Litem Foundation of Tampa Bay, Inc.,
d/b/a Hero To A Child**

Board of Directors Annual Meeting Minutes

Tuesday, November 28, 2023

6:00 – 8:00 p.m.

Pinellas County Office, 13805 58th Street N, Clearwater

Mission: *The mission of Hero to a Child/Guardian ad Litem Foundation of Tampa Bay is to provide advocacy and support for abused, abandoned, or neglected children in the Guardian ad Litem program of Pinellas and Pasco Counties.*

Vision: *We envision a world where every child has a safe and permanent home and the opportunity to thrive.*

1. Call to Order

Mary Jones, President, called the Guardian ad Litem Foundation of Tampa Bay d/b/a Hero to a Child Board of Directors' Annual Meeting to order at 6:08 p.m. The meeting was held in person at the Clearwater office and virtually via Zoom.

Board members in attendance:

Mary Jones, President
Linette Starr Brookins, Vice President
Lucas Michalski, Treasurer
Laurie Meggesin, Secretary
Dr. Sonja Brookins
Anna Brumbaugh
Sharon Dunaway-Alt
Emily Everson
Dr. Nicole Figel
Nick Fiorentino
Laura Heric
Daniel Strauss
Paulette White
Andy Zolper

Board members absent:

Randi Callahan
Dr. Rogerick Green
Leigh Harting
Ava Lawrence

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Staff in Attendance:

Erin Authier, Executive Director

Others in Attendance:

Danna Spencley, member, Resource Development Committee

A quorum was established, with 14 of the 18 board members present.

2. Resource Development Committee Presentation

Danna Spencley, a member of HTAC's Resource Development Committee, presented the committee's recommendations for board members' fund development activities. The board voiced its thanks to Ms. Spencley and the resource development committee for these recommendations and discussed ways to adopt them.

3. Financial Review (September and October, 2024)

Lucas Michalski, Treasurer, reported a net loss of \$80,000 through the end of October versus a budgeted net loss of \$70,000 for this time period. Cash is down from this same point last year. Overall revenue is still higher for the year compared to budget projections. Expenses are higher compared to projections because of unbudgeted expenses, including the strategic planning consultant fee and the increased cost of workers compensation insurance. Employee expenses are also higher than budgeted. Children's needs and other expenses are on budget.

4. Consent Agenda

Two items on the consent agenda were distributed to the Board prior to the meeting: (1) minutes from the September 26, 2023, Board of Directors Meeting and (2) financial reports for September and October 2023.

Laurie Meggesin moved to adopt the consent agenda in full. Hearing no objections, the two consent agenda items were adopted.

5. Board Business

HTAC 2024 Board Candidate Slate:

Mary Jones, President, presented the prospective board of directors slate for 2024:

Prospective new members:

Buthaina Abedrabbu

Robin Davidov

Prospective renewing members:

Sharon Dunaway-Alt

Laurie Meggesin

Andy Zolper

Mary also announced that five board members will term off the board: Dr. Sonja Brookins, Randi Callaway, Leah Harting, Nicole Figel, and Ava Lawrence. Mary thanked these board members for their service.

Mary Jones moved to appoint new board members Buthaina Abedrabbu and Robin Davidov and renewing members Sharon Dunaway-Alt, Laurie Meggesin, and Andy Zolper effective January 1, 2024. Daniel Strauss seconded the motion. The motion passed by unanimous vote.

With these appointments, HTAC will have a board comprised of 15 members for 2024.

6. Committee Updates:

Mary thanked committee chairs for their service in 2023: Andy Zolper and Leigh Harting (co-chairs, Resource Development Committee); Ava Lawrence (chair, Community Engagement Committee); Lucas Michalski (chair, Finance Committee); Laurie Meggesin (chair, Strategic Planning Committee and co-chair, board development committee); and Dr. Rogerick Green (co-chair, board development committee).

Strategic Planning Committee update:

Laurie Meggesin, chair of the strategic planning committee, reported that a strategic planning kick-off meeting was held in October comprised of members of the committee, board, and advisory council. Take-aways from that session included HTAC's strengths as its people (board, staff, and volunteers), solid financial standing, fund development, portfolio of programs and services, longevity, and unique value proposition as the only nonprofit in Pinellas and Pasco counties that serves the needs of children in the dependency system through supporting volunteer guardians ad litem. The committee has since met twice and is still in its learning and information-gathering phase. Issues being discussed include communications and awareness-building, continued fund development, program offerings, the organization's major roles, and HTAC's primary audiences.

Laurie then requested direction from the board with respect to the question of HTAC's primary audiences. With the understanding that children in the child welfare system are the ultimate beneficiaries of HTAC's work, the committee is wrestling with the question of who HTAC should primarily serve to benefit these children. HTAC has traditionally supported the guardian ad litem volunteers and office. The committee needs direction from the board on whether this should remain the same, change, or expand to include additional audiences.

After much discussion, the board reached consensus on the following:

The ultimate beneficiaries of HTAC shall remain children in the dependency system in Pinellas and Pasco Counties.

The primary audiences for HTAC's services will continue to be the volunteer guardians ad litem, in addition to individuals and entities who provide direct services to children in the dependency system. These additional audiences may include, but are not limited to, the 6th Circuit Guardian ad Litem office, licensed service providers, and caregivers.

Ad Hoc Committee to address DSO issue:

Nick Fiorentino, committee chair, provided an update on this new ad hoc committee. To date, committee members include Lucas Michalski, Sharon Dunaway-Alt, and Laurie Meggesin. The committee will organize its first meeting and develop an advocacy plan.

The first issue to resolve is to understand the motivation for the state office to seek DSO status of the local nonprofits and to explore whether alternatives to DSO status could achieve their purpose. Lucas has initiated communication with the bill's sponsor, who has shared that the rationale was a misuse of funds at another nonprofit and that the provision is intended to ensure that funds raised are used for their intended purpose.

7. Executive Director Update:

Programming:

Erin Authier, executive director, provided the following updates:

Trauma-Informed Care Conference: The conference, which was held in October, was a great success except for the rate of no shows. There were 212 registrants and a 50% no-show rate. The audience consisted primarily of guardian ad litem volunteers but also included caregivers and service providers. The training was very well received, with reports that attendees are already putting their learnings to work to benefit children in the dependency system.

HTAC is currently working with the the 6th Circuit and Hillsborough GAL offices to conduct a training for GAL staff. Those offices are currently awaiting approval from the state office to participate. Assuming approval is given and in a timely manner, HTAC plans to hold the event in January 2024.

Sibling event: The sibling reunion event, held in November at Astro Skate in Tarpon Springs, was a great success. There were 45 children in attendance (out of 61 registered). Including accompanying adults, 77 total attended. Children who had not seen their siblings for a long while due to different foster care placements, adoption, and/or aging out of the system, enjoyed the opportunity to reunite. The event was inspired by a suggestion made by a staff member of the local GAL office and was funded by the Kiwanis, whose members also volunteered by providing activities for the children. HTAC received very positive feedback and requests to do a future event on a weekend day. The owner of the Astro Skate venue was on site during the event and, after speaking with some of the attendees, waived HTAC's fee. There is an opportunity to build an ongoing relationship with Astro Skate for future events. HTAC plans to hold another sibling event in early to mid-2024.

Holiday Magic: Holiday Magic events to provide gifts for more than 900 children in care will take place in mid-December. HTAC needs at least ten volunteers for the Pasco event on December 12. In past years, the GAL staff of the Pasco office coordinated this event; HTAC has helped with coordinating the event during the past few years. However, the state office has prohibited the GAL staff from helping with this event, as it is occurring during work hours. This has created an unexpected need for additional volunteers on short notice. HTAC has heard that some of the GAL staff plan to take time off from work so that they can still participate.

2024 Budget (rough draft):

Erin presented a rough draft of the 2024 budget, which will remain in draft form until the strategic plan is completed. Erin reported a potential decision to not hold the back-to-school backpack program in 2024, due to many other organizations holding similar events and a drop in participation in 2023. The drop in participation was in part due to the directives of the state GAL program that has limited the local GAL offices' ability to share with guardian ad litem volunteers information about the the local nonprofits' activities. The draft budget also contemplates more events (such as the sibling reunion and Adulting 101 for teens) and trainings for volunteer guardians ad litem and other service providers and caregivers, such as the trauma informed care conference. The budget also reflects a continued commitment to children's needs as HTAC's core program.

In addition to the 2024 Unsung Heroes brunch, which will be held in Pinellas, HTAC is considering plans to add a smaller Pasco fundraising event in the fall. This is reflected in the draft budget. The budget also contemplates revenues through additional activities: for example, a donor will be holding a putt-putt golf tournament, with 50% of the proceeds benefitting HTAC.

There has been a drop in individual donations this year, with \$60,000 raised year-to-date compared to \$170,000 projected for the year. Part of this drop is due to a reduction in giving by the Arians Family Foundation. Lower revenues from individual donations are reflected in the draft budget.

Direct Support Organization (DSO) Proposed Legislation: Update and Related Issues

Need for new office space: Although HTAC continues to enjoy strong relationships with the local GAL office, the state GAL office has issued new directives in recent weeks to cut all email communications and further restrict the relationship. HTAC is the last of the local nonprofits throughout the state to share office space with the state program. Erin anticipates that the 6th Circuit office will soon be directed to no longer share its office space with HTAC. This is anticipated to happen as early as December and likely no later than March 2024. Erin is looking for affordable and/or in-kind office space. Approximately 1,000 square feet are needed for both supplies storage and office space.

Proposed official name change: Given changes to the relationship with the GAL office due to such directives from the state, Erin proposes that HTAC officially change its name to Hero to a Child, Inc. HTAC has been doing business as Hero to a Child for two years, and its rebranding has proven successful. However, its official name remains Guardian ad Litem Foundation of Tampa Bay, Inc. During the board's discussion of the name change proposal, it was recommended that HTAC also file the fictitious name of Guardian ad Litem Foundation of Tampa Bay, to cure any potential issues of donors writing checks to the order of the prior name.

Mary Jones moved to change the organization's legal name from Guardian ad Litem Foundation of Tampa Bay, Inc., to Hero to a Child, Inc., and to file a fictitious name of Guardian ad Litem of Tampa Bay with the Florida Secretary of State. Andy Zolper seconded the motion. The motion passed by unanimous vote.

Communications plan: The coalition of local GAL nonprofit organizations has drafted a letter addressed to Dennis W. Moore, Executive Director of the Florida Guardian ad Litem Program, to voice opposition to the proposed local DSO provisions in House Bill 185. The HTAC board previously considered the letter and offered edits. The coalition

members have accepted HTAC's proposed edits with a few non-substantive changes. It was recommended that each local nonprofit organization send the letter via registered mail under the signature of a prominent board member on behalf of the board. It was also recommended that copies of the letter be sent to the governor's office as well as the sponsor of HB 185. Andy Zolper volunteered to send the letter on behalf of the HTAC board.

Laurie Meggesin moved to authorize HTAC board member Andy Zolper to serve as signatory on behalf of the full board on a letter addressed to Dennis W. Moore, Executive Director of the Florida Guardian ad Litem Program, to express opposition to the local direct support organization (DSO) provisions in Florida House Bill 185. Mary Jones seconded the motion. The motion passed by unanimous vote.

Erin also described the need for a communications plan regarding HTAC's name change and the change in relationship with the local office. Another local nonprofit recently developed a communications plan for their rebranding, which they will share with Erin.

8. New Business/Open Discussion

Anna Brumbaugh is holding a holiday party for her clients with a toy drive to benefit HTAC. It will be held at her home on December 9, 2023, from 12:00 – 3:00 pm. All board members are invited.

Adjournment

There being no further business, **the meeting was adjourned at 8:18 p.m.**

Respectfully submitted,

Laurie Meggesin
Secretary



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 31, 2024

ERIN AUTHIER
14250 49TH STREET N.
SUITE 4000
CLEARWATER, FL 33762

SUBJECT: GUARDIAN AD LITEM FOUNDATION OF TAMPA BAY, INC.
Ref. Number: N32403

We have received your document for GUARDIAN AD LITEM FOUNDATION OF TAMPA BAY, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a FLORIDA PROFIT CORPORATION, but your entity is a FLORIDA NOT FOR PROFIT CORPORATION. Please complete and return the enclosed blank form(s).

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Anissa Butler
Regulatory Specialist II

Letter Number: 424A00002049

3/18/24