

Thriving Mind South Florida

Board of Directors Meeting
INFORMATIONAL ONLY- **AMENDED**
December 22, 2025
11:00am-12:00pm

AGENDA ITEM	ISSUE/ DISCUSSION	ACTION/FOLLOW-UP
• Call to Order.	Mr. Paul Imbrone, Board Chair, called the meeting to order at 11:02a.m..	
• Roll Call	The roll call was taken, and it was determined that a quorum was in place for this informational meeting.	
• Recognition of Any Conflicts	<p>No Conflict of Interest with This Agenda</p> <p>Potential perceived conflicts that might emerge under new Business:</p> <ul style="list-style-type: none">• Sandra McQueen-Baker –Fresh Start of Miami Dade, Inc.• Reverend Jose Hernandez –Agape Network• Ryan Roelans - Betterway of Miami, Inc.• Maureen Dunleavy –Westcare Foundation/ Guidance/Care Center, Inc.• Mario Jardon –Citrus Health Network, Inc.• Michael Nozile –Gang Alternative, Inc.• Rosemary Smith-Hoel - Fellowship House• Paul Imbrone –Miami Dade County Through its Homeless Trust• Victoria Mallette - Miami Dade County Through its Homeless Trust• Major Melissa Barosela – Miami Dade Sheriff's Office	
• Recognition of Public Attendees	<p>Public Attendees: Olga Golik, Citrus</p> <p>DCF Staff: Violet Ryland and Cristina Perez</p>	

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<ul style="list-style-type: none">• Purpose of This Meeting	<p>At the December 10, 2025, EC meeting, it was noted that an informational meeting with the full board of directors should be held to update the board on the anonymous complaint, the effect on TMSF budget and the findings.</p> <p>After a discussion regarding unallowable legal expense, Mr. Zuckerman clarified the FY2024-2025 Budget and advised that the legal fees charged by Mr. Imbrone (allegedly approved by the Executive Committee, with no documentation) are not part of the FY2024-2025 Annual Budget and are considered unallowable. He went on to say that these will be deducted from TMSF unallowable net assets. It was stated that continued discussions between legal counsel and Mr. Imbrone (with or without approval by the Executive Committee and Board) will result in additional unbudgeted fees.</p> <p>At 11:19am Mr. Imbrone, Board Chair, advised that there was tension between him and the CEO and therefore, he would turn the meeting over to Chair Elect, Mr. Luis Collazo.</p>	
<ul style="list-style-type: none">• From the Floor Comments	<p>At 11:22am the floor was open for comments and discussion. It was noted that before a full decision could be made on the events, the board should consider all documents, which include meeting minutes and the anonymous complaint and unredacted findings which the Board already has. A brief discussion took place regarding whether the Holland & Knight report is a public document or not. It was suggested that the TMSF's legal counsel should be invited to the next board meeting for questions and answers.</p> <p>It was stated by Dr. Newcomer that the Executive Committee and executive office has a governance and control issue. A conversation regarding the Executive Committee's responsibility took place.</p> <p>At 11:40am the floor closed for comments from the floor. Mr. Collazo noted that this situation is the first for TMSF and noted that at various EC meetings it had been suggested that staff revisit their grievance policies and procedures to align itself for possible future complaints</p>	<p>Mr. Collazo will invite the Holland and Knight Legal Counsel to the next Board Meeting.</p> <p>This section of the By-laws will be sent to the entire board</p>

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• Announcements	The Annual Board of Directors meeting is scheduled for January 16, 2026	Judy Hickson will send out the meeting notification
• Adjourn	At 11:45am, Mr. Collazo thanked the board for their time and wished everyone a holly season. The meeting adjourned at 11:45am	

Board Members Via Teams: Sally Alayon, Kevin Andrews, Luis Collazo, Major Michael DiGiovanni, Maureen Dunleavy, Paul Imbrone, Mario Jardon, Victoria Mallette, Sandra McQueen, Michael Nozile, Susan Racher, Commissioner Holly Raschein, Ryan Roelans Rosemary Smith-Hoel, Roxanne Solano. William “Ted” Franklin, and Duane Triplett

Guest Via Microsoft Teams: Violet Ryland, Cristina Perez and Olga Golik

DCF Staff: Lourdes Dorado (In-Person)

SFBHN/Thriving Mind Staff Via Microsoft Teams: Dr. John W. Newcomer, Stephen Zuckerma, Jessica Rodriguez, Jose Vempala, Dr. Tracy Rodriguez, Nivia Dexter, Carrie Liberante, Vanessa Contreras and Judy Hickson

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