

Early Learning Coalition of Florida's Heartland, Inc.

ELCFH Administrative Committee Wednesday, August 12, 2009 at 9:00 AM Conference Call

Members Present: Sheila Nobles, Candace Preston, Mary Victor, Paula Wilman
Members Absent: Sharon Goodman, Jackie Rawlings
Staff: Anne Bouhebent, Anna Brookbank, Helena Sloan, Arvilla Brito

1. Welcome and Introductions

Sheila Nobles called the meeting to order at 9:07 a.m. Introductions were made.

2. Proposed ELCFH Policy: ADM5 – Governance and Operations Policy (A. Bouhebent)

Anne referred to page two of the meeting packet and reviewed the proposed ELCFH Policy: ADM5 with reference to Governance and Operations. Anne stated this proposed policy is in response to the Strategic Planning Session held on June 24, 2009 in which it was determined that further definition was needed for ELCFH Governance and Operations. A discussion ensued on the proposed policy and the following additional changes were discussed by the Committee:

II. Introduction:

It was determined that the ELCFH will re-word the second sentence of the second paragraph of the proposed policy language pertaining to the Executive Director's responsibilities:

The Board creates and drives the vision, mission, values and policies for the organization with financial oversight as one of the key responsibilities. **Operational oversight, under the direct supervision of the ELCFH Executive Director, is defined as the day-to-day oversight of the organization including staffing, facilities and operationalizing of approved policy.** The ELCFH Board of Directors is responsible for the governance of the ELCFH including development of all policy, budgetary oversight and approval of the ELCFH Plan.

IV. Process for Nominating and Electing Board Officers:

It was determined that the process for nominating and electing Board Officers will be as follows:

- The ELCFH Administrative Committee will serve as the Nominating Committee for the ELCFH Board and is responsible for the development of the slates for nominees for the officer positions. The Committee Chair will instruct the Executive Director to contact each nominee prior to the election to determine if they wish to be considered for the office position. The Committee will establish an open and close date for Board member submission of nominees prior to the annual meeting. Nominees will be voting members in good standing with the ELCFH Board.
- The ELCFH Executive Director or designated staff member, under the direction of the ELCFH Administrative Committee, will send communication to Board members and collect Board position nominations to present to the Administrative Committee.
- In the event that more than one Board member is considered for a position, written ballots will be used. Voting Board members who attend the meeting via conference call will submit their completed ballot via email to the ELCFH Executive Director or designee at the time of the election.
- If there is only one nominee per position then the ELCFH Board Chair may elect to declare the slate elected by acclamation.

V. Roles of ELCFH Board Officers: Governance

A. Board Chair

Governance Duties:

Addition of the word 'is' in the second sentence to the proposed policy change:

When discussion gets off track it **is** the responsibility of the Chair to reestablish the focus.

VI. Role of the ELCFH Executive Director: Operations

Addition of word 'personnel' to the third sentence in the proposed policy change:

The Executive Director ensures that the Organization chart/staffing pattern is within the approved **personnel** budget and provides regular informational updates to the Board of Directors regarding staffing.

The Committee recommends the Board approve the proposed ELCFH Policy: ADM5 - Governance and Operations Policy as presented with the Committee's stated changes.

3. Proposed ELCFH Policy: ADM6 – Policy Revisions (A. Bouhebent)

Anne reviewed the proposed ELCFH Policy: ADM6 – Policy Revisions included in the packet on page six which enables the ELCFH to update approved ELCFH policies as required due to changes in law, rule, funder guidance, or to clarify language. Any policy revisions with fiscal impact or that result in a significant shift or change in the original intent of the policy will be presented by the ELCFH Executive Director to be reviewed and approved by the ELCFH Board prior to adoption and implementation. Anne stated this was discussed at the Strategic Planning Session held on June 24, 2009.

The Committee recommends the Board approve the proposed ELCFH Policy: ADM6 – Policy Revisions as presented

4. Plan for review of ELCFH Bylaws (A. Bouhebent)

Anne reviewed the Bylaws of the ELCFH and stated the Bylaws had not been fully reviewed since FY 06-07. Sheila Nobles noted missing words which occurred during printing on page 13; **VI.3 Ad Hoc Committees: Sentence #3 should read:**

The duties of such **a** committee will be determined at the time of its establishment. Each committee **will be** responsible for bringing recommendations to the appropriate Standing Committee **and** submitting reports to the Coalition Board Chair.

A discussion ensued and it was determined that the ELCFH staff will review the Bylaws and email the recommended revisions to the Committee for review. The proposed revisions will be presented at the ELCFH Board meeting on September 23, 2009.

The Committee agreed to direct the ELCFH staff to review the ELCFH Bylaws and recommend to the Committee any revisions for review and discussion for recommendation to the Board meeting on September 23, 2009.

5. ELCFH Board Membership (A. Bouhebent)

Anne updated the Committee on the referrals received for Board Application for Private Sector Business. To date there has been no applicant that has qualified for the open seats. The ELCFH has contacted past Private Sector Business Board Members to assist in the recruitment of business leaders. The ELCFH staff and Chair Osborne presented to the Punta Gorda Chamber of Commerce; staff also presented to the Kiwanis Club. The ELCFH has been requested to present again at the Kiwanis Club in September and is also being presented \$500. A discussion ensued with reference to ensuring the

ELCFH Board remains compliant with the Florida Statute and the ongoing efforts the ELCFH and the Board has been making to recruit Private Sector Business Board Members. Anne stated that some Board members (Kathleen Roehm, Jackie Rawlings) have identified possible Board members.

6. **Open Forum**

No comments were noted during open forum.

Sheila Nobles adjourned the meeting at 10:01 a.m.

The next ELCFH Administrative Committee Meeting:

Date: Wednesday, November 11, 2009

Time: 9:00 a.m.

This will be a conference call (1-866-628-8620 Passcode 504163)