ELC of Northwest Florida
September Board Meeting Minutes

Date: September 9, 2015  Location: ELCNWF Regional Office Three, Panama City, FL
Minutes Taken By: Suzan Gage  Time: Meeting Called to order at 11:03 am by Jon McFatter

Full Board: ☑ Yes ☐ No Quorum: YES in attendance
Executive Comm. ☑ Yes ☐ No Quorum #:

Roll Call to Include Board Members on Telephone:

I. Roll Call:

<table>
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<tr>
<th>Exec. Committee</th>
<th>FIRST NAME</th>
<th>LAST NAME</th>
<th>ATTENDANCE</th>
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<tbody>
<tr>
<td></td>
<td>Rita</td>
<td>Acoba</td>
<td>☑ Present ☐ Present via conf. call ☐ Excused Absence ☐ Non Ex. Abs.</td>
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<td>Tony</td>
<td>Bennett</td>
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<td>Linda</td>
<td>Hood</td>
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<td>Doug</td>
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<td>Frank</td>
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<td>Brandie</td>
<td>McCabe</td>
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<td></td>
<td>Al</td>
<td>McCambray</td>
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<td></td>
<td>Mary</td>
<td>McKenzie (VP)</td>
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<td>Reeves</td>
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<td>Parnell</td>
<td>Smith</td>
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<td>Guy</td>
<td>Tunnell</td>
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<td>Darrin</td>
<td>Wall (S)</td>
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<td></td>
<td>Richard</td>
<td>Williams</td>
<td>☑ Present ☐ Present via conf. call ☑ Excused Absence ☐ Non Ex. Abs.</td>
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</table>

Total 3 Present 13 Present via conf. call 3 Excused Absence 2 Non Ex. Abs.

11 members = simple majority, 6 for Executive Committee
Denotes Executive Committee Member

16 out of 21 members present. Quorum ☑ was ☐ was not established.

Coalition Staff Present: Lynne Eldridge, Joe Seabrook, Suzan Gage, Adrianne Jenkins

Visitors Present: N/A
II. Action Items:

1. Approval of Agenda

   Motion: To approve agenda as presented.
   
   Motion By: Mary McKenzie  
   Motion Seconded By: Al McCambry
   
   Member/s Recusing from Vote: ☐ YES ☑ NO
   
   Yes Votes: 16  No Votes: 0
   
   The motion carried.

2. Adoption of Consent Agenda

   Motion: To adopt consent agenda items as presented.
   
   Motion By: Doug Kent  
   Motion Seconded By: Rita Acoba
   
   Member/s Recusing from Vote: ☐ YES ☑ NO
   
   Yes Votes: 16  No Votes: 0
   
   The motion carried.

A. Financial Statements

   Please refer to financial statements through June 30, 2015.

B. Credit Card Transaction Report

   Please refer to the Credit Card Transaction Report for July 2015.

   Typically, the Treasurer reviews all credit card transactions, monthly. Al McCambry has reviewed the information for this month.

   Fiscal staff reconciles credit card transactions, monthly. No staff responsible for reconciling invoices is authorized to utilize credit cards.

3. COMMITTEE /FULL BOARD REPORTS

   A. Membership

      1. The Early Learning Coalition of Northwest Florida is currently seeking to fill board positions in the following counties or areas:

         Bay County: Private Sector- 4 positions (Optional)
         Gulf County: Private Sector- 1 position (Required)
         Franklin County: Private Sector- 1 position (Required)
Rural County: Private Sector - 1 position (Required)

Community Agency: 1 position (Required)

In addition, Wendy Fletcher-Altman has submitted a letter of resignation from the board due to her job changing with the Department of Children and Families. We want to thank her for her service and wish her well in her new position.

Motion: To approve board membership for Jenna Olson, DCF Circuit Community Development Administrator.

Motion By: Mary McKenzie
Motion Seconded By: Joe Jernigan

Member/s Recusing from Vote: ☐ YES ☑ NO

Yes Votes: 16 No Votes: 0

The motion carried.

2. Current Committee Members

Currently the position of Treasurer is not filled. Responsibilities for this Executive Committee member include:

The Treasurer shall perform the following duties, at a minimum:

- Manage finances of the Corporation in coordination with staff.
- Report regularly to the Board and Executive Committee on the financial status of the Corporation in conjunction with Corporation’s Executive Director.
- Complete overview of monthly budget reports in preparation to present to Board.
- Communicate any identified issues or concerns within the financial controls and reporting of the Corporation.
- Meet with auditors and Coalition staff during Entrance/Exit Audit meetings as Board representative.
- Complete overview of Corporation Credit Card transactions, as a fiscal check point and report any discrepancies noted to Executive Director and Board Chair.
- Assist in the development of the Corporation’s annual budget.
- Act in the role of Liaison between Office of Early Learning and Coalition staff in reference to fiscal issues.
- Provide technical assistance and support to Executive Director and Finance Officer related to fiscal projections and other matters of relevance.
- Participate in random Sampling and monitoring of financial aspects related to budgeting, invoicing, and audit compliance.
- Chair the Finance Committee.
- Recommend Audit firm based on results of a 3-year RFP to full Board for vote.
- Serve in any capacity as designated by the Chair.

Nominations and Vote for the Treasurer position will be completed at a later date, pending new board membership.
3. Current Committee Membership and Responsibilities

The Board Chair has requested that committees begin to meet on a regular basis
to review relevant information and make recommendations for the full board.

Listed below are each committee, the membership and responsibilities of the committee.

Any vacancies on a committee are noted.

**Finance Committee**

*Members:*

- County: Chair (Vacant as of August)
- Bay County: Frank Martin-Co-Chair
- Calhoun County: Richard Williams
- Franklin County: VACANT
- Gulf County: Jenna Olson, DCF – replacing Wendy Altman
- Holmes County: Neal Reeves
- Jackson: Richard Williams
- Washington: Richard Williams
- Ex Officio: Jon McFatter

*Responsibilities:*

The Finance Committee shall adhere to the following, at a minimum:

The composition of the Finance Committee shall be at least one member from each county, or representing multiple counties on the Board.

Each member shall be independent of senior management and operating executives of the Corporation.

- Review the corporation’s financial status and present recommendations to the Board and/or Executive Committee for changes.
- Review and recommend annual budget to Board.
- Review and ensure the implementation of the corporation’s Antifraud plan.
- Review and ensure the implementation of the corporation’s Match plan.

*Proposed Meeting Schedule* - Fourth Tuesday each month *(time TBD)*
Motion: **To approve Finance Committee membership as recommended and presented.**

Motion By: Rita Acoba  
Motion Seconded By: Mary McKenzie

Member/s Recusing from Vote: ☐ YES ☑ NO

Yes Votes: 16  
No Votes: 0

The motion carried.

**Personnel and Policy Committee Members:**

- **BAY County:** Tony Bennet - Co Chair
- **CALHOUN County:** Mary McKenzie – Chair
- **FRANKLIN County:** Al McCambry
- **GULF County:** Al McCambry
- **HOLMES County:** Neal Reeves
- **JACKSON County:** Juli Melara
- **WASHINGTON County:** Darrin Wall
- **Ex Officio:** Jon McFatter

**Responsibilities:**

The Personnel and Policy Committee shall be comprised of at least one member from each county or members representing multiple counties. The duties of the Personnel and Policy Review Committee shall be as follows:

- Recommend policy to the Board, as it relates to corporate operations.
- Review and interpret the Bylaws, as necessary, to ensure they reflect corporate goals and community standards.
- Recommend changes, as needed to the Board of Directors.
- Review the Corporation’s, Employee Code of Conduct and Work Rules, as necessary.
- Work with staff to review and update operations manuals, as needed.
- Confer with the Executive Director on matters pertaining to Personnel.
- Serve as a Review board in personnel and public grievance procedures and present case to Executive Committee for final decision.
- Review the Personnel Policy Manual in such matters as vacations, sick leave, insurance, retirement, merit stipends, and other employment conditions and practices and revise as needed-Revisions are subject to approval of the Board.
- Provide direction, as needed on matters related to qualifications for positions, job descriptions, salary ranges, and increments.
- Ensure amendments to By-Laws and Articles of Incorporation are filed with the appropriate governmental authority according to proper procedure.
- Evaluate the performance of the Executive Director, on an annual basis along with the Board Chair.

**Proposed Meeting Schedule- Third Tuesday each month (time TBD)**

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**Education and Program Committee Members:**

BAY County: Al McCambry – Chair

CALHOUN County: Jackie House

FRANKLIN County: Al McCambry

GULF County: Brandi McCabe

HOLMES County: Richard Williams

JACKSON County: Jenna Olson

WASHINGTON County: Linda Hood - Co-Chair

Ex Officio: Jon McFatter

**Responsibilities:**

The Education and Program Committee shall be comprised of at least one member from each county or a member representing multiple counties, and the Executive Director. This committee shall:

- Review and analyze child and teacher/program outcome data for recommendations of changes to Work Plan and Provider Improvement Plans
- Recommend strategies to enhance positive child outcomes
- Develop and provide input concerning the Coalition's approved Work Plan.
- Represent the corporation in a role of advocacy, technical assistance, and recommendation in communicating the early care and education needs of children and families for successful School Readiness and Voluntary Prekindergarten (VPK) initiatives.
- Review Corrective Actions Plans of contracted Providers who are being considered for termination and who are not meeting the requirements established by the Statewide School Readiness and Voluntary Prekindergarten contract.

**Proposed Meeting Schedule- Third Tuesday each month (time TBD)**
Motion: To approve Education and Program membership as recommended and presented.

Motion By: Joe Jernigan                 Motion Seconded By: Al McCambry

Member/s Recusing from Vote: □ YES ☑ NO

Yes Votes: 16  No Votes: 0

The motion carried.

Legislative Committee Members:

BAY County:            Guy Tunnell Co-Chair
CALHOUN County:        Johanna Plummer
FRANKLIN County:       VACANT
GULF County:           Brandi McCabe
HOLMES County:         Juli Melara
JACKSON County:        Richard Williams
WASHINGTON County:     Linda Hood
Ex Officio:            Jon McFatter

Responsibilities:

▪ The Legislative Committee shall be comprised of at least one member from each county, or a member representing multiple counties and the Executive Director.
▪ Review and update the Board on current and/or proposed legislation which directly impacts the Coalition, services and programs, and early learning in general.

Proposed Meeting Schedule- Quarterly or as needed (time TBD)

Motion: To approve Legislative Committee membership as recommended and presented.

Motion By: Rita Acoba                 Motion Seconded By: Mary McKenzie

Member/s Recusing from Vote: □ YES ☑ NO

Yes Votes: 16  No Votes: 0

The motion carried.

NOTE: While the Board has approved Membership and Fund Raising/Match Committees, we are not able to vote on these members until OEL has approved the By-Laws change, which is an in-depth change to the Work Plan which has not been approved, at this time.
4. **Executive Director Overview**

   **A. Internal Controls**

   As part of the plan to strengthen Internal Controls related to Internal Monitoring, the Coalition is still in the process of advertising for and hiring two Technical Assistance and Accountability Specialists. One of the Specialists will primarily focus on School Readiness and VPK Provider Payment Validation. The second Specialist will monitor the Coalition’s implementation of policy and protocol. Results of the Accountability reviews will be shared with the Board and the steps being taken to address any occurrences of non-compliance.

   Members of different teams will participate in monthly Payment Validation to ensure that Providers are invoicing for services, as required. The Coalition will model Technical Assistance after the Office of Early Learning.

   Additionally, the Accountability and Fraud Officer is in process of completing internal monitoring of the Tangible Personal Property or Fixed Asset records and adherence to Coalition policy and protocol related to the maintenance and Coalition assets. The Coalition will address any areas of concern and make changes, as necessary to ensure compliance.

   Coalition Management Staff are in process of completing the new Internal Control Questionnaire for Board review and to be submitted to the Office of Early Learning by September 30, 2015.

   **B. Wait List and Priority Placement**

   The Coalition is consistently placing children from the Wait List. To date families that applied for School readiness services in July have been scheduled for appointments. The table below reflects the waitlist as of September 4, 2015. The Coalition will begin to re-certify some school aged children, however new school aged children will not be taken on at this point. The Coalition continues to work to clear the Wait List and make appointments to serve those off of the Wait List. The Coalition is working to clear the Wait List by September 15, 2015.

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C. **Fraud Report**

   Explanation: There are no changes to report for August. The Coalition continues to pursue and refer suspected fraudulent actions as directed by Office of Early Learning.

D. **Annual Report**

   Coalition Management Staff are in process of completing the Annual Report for Board review in October and to be submitted to the Office of Early Learning by October 1, 2015.

E. **Continuity of Operations Plan**

   Coalition Management Staff have updated the Continuity of Operations Plan to be submitted to the Office of Early Learning by September 25, 2015.

F. **Board Orientation**

   There will be a short orientation for all new board members directly after the board meeting. This is also available as an online presentation.

5. **DCF Report**

   N/A.

6. **Public Comment**

   N/A.

7. **Next Meeting**

   October 14, 2015 at the ELCNWF Bay Co. Regional Office in Panama City.

8. **Adjournment**

   This meeting of the Early Learning Coalition of Northwest Florida, Inc. Board of Directors was adjourned by Jon McFatter at 11:23 a.m. CST.

Submitted by:
Darrin Wall, Secretary
DW:sg