

**Cincinnati Preschool Promise  
Board of Managers**

Minutes of Regular Business Meeting, July 17, 2018

4:00PM – 6:00PM

Cincinnati Early Learning Center, 4991 Cleves Warsaw Pike, Cincinnati, OH 45238

**Board Members Present:**

Father Michael Graham (Chair), Deborah Mariner Allsop (Secretary), Micah Kamrass, Cheryl Rose, Dr. Kimya Moyo, Laura Sanregret, Christine Fisher and Sallie Westheimer.

**Late Arrivals:**

Terri England and Toilynn O’Neal at 4:30 PM;  
Pastor Ennis Tait (Treasurer) at 4:38 PM

**Board Members Absent:**

Gary Lindgren, John Pepper and O’Dell Owens, M.D.

**Board Members listening in to Board meeting as a member of public via conference call:**

Steve Shifman

**Observers Absent:**

Greg Landsman - Cincinnati Preschool Alliance  
Cheryl Broadnax - Assistant Superintendent, Cincinnati Public Schools  
Leshia Lyman – Vice President, Success by 6 & Area Communities

**Cincinnati Preschool Promise Staff Present (CPP):**

Shiloh Turner, Executive Director  
Mary Tighe, Marketing and Community Engagement Manager  
Héctor Polanco, Finance Manager  
Florence Malone, Participant Relations Specialist  
Brittnii Pina, Quality Improvement Manager  
Lesley Nunn, Administrative Assistant

**United Way of Greater Cincinnati (UWGC):**

Michael Johnson, President & CEO

**Members of the Public:**

Patti Gleason, Cincinnati Early Learning Centers  
Bianca Edwards, AMOS  
Ellen Vera, Cincinnati Union Co-op Initiative (CUCI)  
Eric Rademacher, University of Cincinnati  
Carolyn Brinkmann, Children’s Home

## **1. Welcome, Call to Order**

Father Graham welcomed Board members and guests. He formally opened the Board meeting at 4:07 PM. He mentioned that since the agenda was sent out the previous week, there has been two changes. First, under Quality Improvement, there is a resolution which the QI workgroup brought here today for the Board pre-read and for approval at the Executive Committee. Second, CPP will present a mini-mission moment with a WPCO media video.

**ACTION:** A motion to approve the amended agenda was made by Laura Sanregret and seconded by Sallie Westheimer. The motion was unanimously approved.

## **2. Review and Approval of Minutes of June 14, 2018**

Father Graham asked the Board for comments on the minutes of June 14, 2018. Dr. Kimya Moyo mentioned that she had emailed Lesley Nunn her noted revisions. Deborah Allsop and Father Graham also mentioned that they would pass on their noted revisions to Lesley.

Father Graham enquired about the status of the following items:

- Governance Committee to follow up with those Board members who might have a conflict of interest. Deborah Allsop responded that this has not happened.
- Status of the CPP Program and Public Manager position. Shiloh Turner responded that CPP has completed the first round of interviews and will be moving forward with round two of interviews as early as next week, June 23. CPP hopes to have a candidate in place by August.

Father Graham requested a motion to approve the minutes of June 14, 2018 with the emailed and written revisions.

**ACTION:** A motion to approve the minutes of June 14, with the noted revisions, was made by Cheryl Rose and seconded by Deborah Allsop. The motion was unanimously approved.

## **3. Public Comments**

No public comments were made.

## **4. Mission Moment:**

The following media piece was shown: <https://www.wcpo.com/news/insider/cincinnati-preschool-promise-serves-more-than-1-300-families-in-its-first-year>

## **5. Sunshine Laws Update:**

Daniel J. Hoying, General Counsel for Cincinnati Public Schools, presented an update on Sunshine Laws Ohio's Open Meetings Act.

### **Discussion/Questions asked during the Presentation:**

- Father Graham asked Daniel Hoying to emphasize the beware of "Round Robin" discussions.
- Daniel Hoying responded that a Round Robin is when one Board member goes to another Board member on an issue and then that second Board member will go to another Board member on the same issue and so the sequence goes on until a decision is made. The courts in Ohio have said this is the same thing as if you were acting all alone and this violates the Open Meetings Act. Daniel Hoying also cautioned that sometimes certain emails or phone texts can also be classified as a violation of the Open Meetings Act.

- Deborah Allsop asked about the use of the word “majority” and if you are under the majority and use emails, if this is considered a public meeting.
- Daniel Hoying responded that this is not necessarily so. He provided an example of trying to set up a meeting which is not considered a violation. But in other instances, for example, where there is a matter that is supposed to go before the Board/the Public Body and that Board member uses the Round Robin and emails to garner responses before the meeting takes place, then this is classified as a meeting and is a violation of the Act.
- Dr. Kimya Moyo asked if in Executive Session whether minutes are required.
- Daniel Hoying responded that minutes should not be taken in Executive Session because it is a CLSOED discussion whereas minutes will render the discussion as public. What should be disclosed in the minutes is the reason why you are going into Executive Session and the roll call vote at the beginning of the Session.
- Father Graham asked if a roll call vote is required when exiting the Executive Session.
- Daniel Hoying responded that this is not necessary. The Board Chair can simply conclude the Executive Session without a roll call vote.
- Deborah Allsop asked Daniel Hoying to speak about the sub-committees, minutes and the importance of having these minutes available.
- Daniel Hoying responded from CPS perspective, minutes from sub-committees are fed into the Board agenda for approval along with the Board minutes.
- Father Graham responded this would be a good policy for CPP to follow.
- Deborah asked if there is any particular process for opening or exiting the Executive Session.
- Daniel Hoying responded from CPS perspective, they either do the Executive Session before the Board meeting opens or after the Board meeting has concluded.
- Sallie Westheimer asked if Executive Session topic could contain general personnel items for discussion.
- Daniel Hoying responded that the Executive Session topic purpose has to include the following:
  - a) Specific personnel matter – appointment, employment, dismissal, discipline, promotion, demotion or compensation of a public employee or official;
  - b) Purchase or sale of property;
  - c) Pending or imminent court action;
  - d) Security arrangement or emergency response.The Board cannot go into Executive Session to discuss general employment matters. General personnel matters, like strategy, should be discussed in a public forum.
- Father Graham asked if the evaluation of the Executive Director would be considered an Executive Session conversation.
- Daniel Hoying advised that the evaluation of the Executive Director should be filed under appointment and that the Board can go into Executive Session if this is stated as the reason for the Executive Session.
- Christine Fisher suggested an annual review of the Sunshine Law for the Board and incorporating it into the onboarding of any new Board members.

Father Graham thanked Daniel Hoying for his time.

## **6. Committee Updates:**

### **6.1 Cost of Quality:**

- Shiloh Turner gave the following update on the Committee meeting held on June 25.
  - a) Review of Workforce Development Council listening sessions where Kim Ginn gave a brief summary of the various listening sessions that have taken place.
  - b) CPP provider forum on wage which was held on June 19 where 32 providers participated.

- c) Cincinnati Union Co-Op Initiative (CUCI) proposal review. The Committee discussed the proposal and committee members were allowed to provide comments/questions which was summarized and incorporated into the final agreement which CPP has moved forward with.
- Father Graham asked if Greg Landsman recommendation of a workgroup had been looked into.
  - Shiloh Turner responded that the CUCI proposal encompasses Greg Landsman's recommendation but is a more detailed approach.
  - Cheryl Rose asked, once the CUCI proposal is completed, whether CPP will get to see the unanticipated and unintended consequences of this work.
  - Shiloh Turner responded that CPP is flagging this along the way.
  - Father Graham asked around the timelines of the CUCI project.
  - Laura Sanregret responded that the charrette should be done by mid- August with the work completed hopefully by the end of September.
  - Sallie Westheimer asked if CUCI project will be creating a specific proposal.
  - Shiloh Turner responded that it hopefully will lead to multiple scenarios that might assist with the wage piece.
  - Father Graham asked Ellen Vera to provide a detailed report at the next Board meeting.
  - Ellen Vera responded depending on timelines, CUCI should be able to give a draft report back to the Board.

**FOLLOW UP ACTION ITEM:** Ellen Vera to present a draft report back to the Board on the work done so far at the August 23 Board meeting.

Father Graham welcomed Michael Johnson, United Way of Greater Cincinnati's new Chief Executive Officer to the Board meeting.

## 6.2 Finance & Audit:

- The Finance and Audit Committee met on June 28 where they had a productive meeting. Pastor Tait mentioned that the Committee had not been proactive with recommendations in Year 1 and as we go into Year 2, the Committee will be more bold with recommendations.
- Héctor Polanco presented the financial results to date. There will be around ~\$4.4 million unspent funds to spread over the remaining years which gives CPP some leeway to focus on certain areas.
- Héctor Polanco stated next that in the next couple of months, the Finance & Audit Committee will quantify some areas in the Master Agreement that they believe should be focused on.
- He also mentioned there is nothing out of the ordinary to report on the summarized financial report to date and the integrated budget now contains actual CPS figures that was approved by the CPS Board.
- Father Graham asked if the CUCI wage proposal piece will have funding scenarios attached to them.
- Ellen Vera responded that they will definitely have funding scenarios attached.
- Deborah Allsop cautioned around the word of surplus as this would not get CPP around another levy.
- Pastor Tait cautioned the Board around their risk approach and stated the need for CPP to be more aggressive going forward in Year 2.
- Father Graham said the CPP would have the opportunity to review CPP's OGSM at the August Board retreat and asked the Board to bracket this conversation to then.
- Christine Fisher said there is a story to tell why there is a underspend but also having a prepared message to track would be beneficial for the public in case there are questions to come.

- Michael Johnson agreed with Deborah Allsop's comment around the word surplus and the message it conveys to the public. He suggested avenues such as an annual report or a press conference which would address what CPP has done so far, the challenges, opportunities and the way forward in the upcoming year.
- Shiloh Turner responded that CPP is working on annual report which addresses these things.
- Father Graham also responded that the new school year would give CPP the opportunity to address these issues.

6.3 Quality Improvement Workgroup:

Brittnii Pina provided the following update from the last workgroup meeting which was held on June 22<sup>nd</sup>:

- The workgroup agreed that CPP has the ability to provide a bridge funding/subsidy for liability coverage for Family Child Care providers while they are participating in Quality Improvement and CPP will not exceed the annual budget amount of \$100,000 towards Family Child Care Provider's liability insurance premiums. The benefits of providing the coverage is that CPP will increase the number of Family Child Care Providers participating in Step Up to Quality, increase the seats and increase best business practices amongst the community.
- Dr. Kimya Moyo and Brittnii Pina drew the Board to the enclosed draft resolution to provide liability coverage for Family Child Care providers in the Board pack and asked the Board to preview and provide comments on the resolution before it is presented at the next Board meeting for approval.
- Father Graham asked if CPP had costed out fully funding the need that was out there for the 60 providers.
- Brittnii Pina responded that CPP had not budgeted out the cost but had costed out what it would cost annually for CPP to subsidize the insurance premiums which is between ~\$1400 to \$3400 annually.
- Sallie Westheimer asked if the budget covers everybody who needs it now to proceed in this moment in time or if there are many more who will need it in the future.
- Brittnii Pina responded that there are many more that will need it but the budget of \$100,000 is limited to 15 to 20 providers that need it now.
- Micah Kamrass suggested that the resolution was a great idea but it would be advisable to discuss the legal language with Katz Teller Attorneys.
- Héctor Polanco stated he has a meeting with Jacob Purcell of Katz Teller Attorney on July 18 on the draft resolution and the language contained in the draft.
- Father Graham asked the Board to move the resolution for approval at the next Executive Committee meeting pending the outcome discussion with Jacob Purcell of Katz Teller.

**ACTION ITEM:**

A motion was made to move the delegation of approval of Quality Improvement payment of liability insurance resolution for certain family care providers to the Executive Committee pending the discussion outcome with Jacob Purcell of Katz Teller. The motion was made by Sallie Westheimer and seconded by Deborah Allsop. The motion was unanimously approved.

- Héctor Polanco raised the concern that the motion presumes the Executive Committee can vote on this resolution and that it might be the full board who will need to approve this type of resolution.
- Deborah Allsop asked, after meeting with Jacob Purcell, that the revised document is made available whether it is to the Executive Committee or Board.
- Héctor Polanco responded that the revised final document will be sent to the Executive Committee for discussion at the next Executive Committee meeting and the rest of the Board for informational purposes.

**FOLLOW-UP ACTION ITEM:** Héctor Polanco to send the revised final document along with a cover page highlighting the places of revisions in the document to the Board and whether it can be moved for approval to the Executive Committee.

- Pastor Tait stated that the Finance & Audit Committee will also review the resolution at their next meeting.
- Brittnei Pina also mentioned that for the Quality Improvement Year 2 process, CPP wants to ensure ethical practices and adhere to our adopted policy regarding contractual service and will have to go through an open bid process. All coaching services agreements have been extended to August 31, 2018. The new coaching process will be embedded in the bidding process and the bidding process starts this Thursday and concludes by August 31, 2018.

#### 6.4 Workforce Development Council:

Clement Tsao gave a brief update of the Workforce Development Council listening sessions and the work that will be done with CECI on the wage piece.

### **7. Executive Director Update**

Shiloh Turner presented the OGSM document to the Board and mentioned that the Promise Team had hired their Spanish promise team member. She also drew the Board members attention to the draft Board retreat agenda for comments.

### **8. Observer Comments**

No observer comments were made as there were no observers present at the Board meeting.

### **9. Adjourn**

**ACTION:** A motion to adjourn the meeting at 6:04pm was made by Laura Sanregret and seconded by Terri England. The motion was unanimously approved.

#### **Future Board Meetings:**

August 23, 2018 – 4:00 to 6:00 pm, Red Cross Cincinnati  
September 18, 2018 (Annual Meeting) – 6:30 to 8:30 pm, UWGC  
October 30, 2018 – 4:00 to 6:00 pm, UWGC  
November 27, 2018 – 4:00 to 6:00 pm, UWGC  
December 18, 2018 – 4:00 to 6:00 pm, UWGC

Submitted by,  
Lesley Nunn, Administrative Assistant, Cincinnati Preschool Promise