

**Cincinnati Preschool Promise  
Governance Committee Meeting**

United Way of Greater Cincinnati, Strong Families Room  
Minutes of August 27, 2019, 9:00AM – 10:00 AM

**Board Members Present:**

Deborah Mariner Allsop, Terri England, and Micah Kamrass

**Board Members Absent:**

Yousuf Ahmad, Dr.P.H

**Cincinnati Preschool Promise Staff Present:**

Sallie Westheimer, Interim Executive Director

Lesley Nunn, Administrative Assistant

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

Deborah Allsop welcomed the Governance Committee members and opened the meeting at 9:05 AM.

**ACTION:** A motion to approve the agenda was made by Terri England and seconded by Micah Kamrass. The motion was unanimously approved.

Deborah Allsop requested a motion to approve the minutes of May 20, 2019.

**ACTION:** A motion to approve the minutes of May 20, 2019 was made by Micah Kamrass and seconded by Terri England. The motion was unanimously approved.

**2. Review of Governance Principles and finalization of recommended changes:**

**ACTION:** A motion was made by Micah Kamrass to present the revised governance principles pages that contain the marked up changes to the Board of Managers at the September Annual Meeting. The motion was seconded by Terri England. The motion was unanimously approved.

**3. Recommendation on future Executive Sessions:**

The Governance Committee consulted with Katz Teller Attorneys on the recommended action for CPP Board and Committee Executive Sessions.

**RECOMMENDATION:** The Governance Committee recommends that Board and Committee Chairs be permitted to hold Executive Sessions as long as the discussion topic is personnel and the sale of real estate and the Board and Committee Chairs will decide who will be allowed to attend the Executive Sessions, taking into consideration any potential conflict of interests.

**ACTION:** Deborah Allsop will provide a written guide at the September 10 Executive Committee meeting as well as provide an update at the September 19 Annual Meeting.

**4. Collection Timeline for Conflict of Interest Forms 2019-2020:**

**RECOMMENDATION:** It was recommended that the conflict of interest forms 2019-2020 go out with the September Board documents and the same collection process be followed as last year.

**5. Status of nominating of expiring board terms:**

Terri England, Bianca Edwards and Father Graham have been nominated to CPP by their governing bodies. The Cincinnati Public School board seat is still pending and Sallie Westheimer's board seat (United Way of Greater Cincinnati) is held open until the selection of CPP Executive Director.

**6. Recommendation of CPP Officers 2019-2020:**

**ACTION:** A motion was made by Micah Kamrass to accept the recommended nomination of Father Michael Graham as Chair of CPP Board, Cheryl Rose as Treasurer and Deborah Allsop as Board Secretary. Terri England seconded the motion. The motion was unanimously approved.

**7. Assignment of board members to Board Committees:**

**RECOMMENDATION:** The draft 2019-2020 assignment of board members to CPP's Board Committees will be sent to Father Graham, CPP Chair, for approval before it is presented at the September Annual Meeting for approval.

**8. Annual Meeting Preparation:**

It was agreed the Annual meeting agenda will be shared with Father Graham before it gets mailed out.

**9. CPP Personnel Policies:**

It was agreed that the CPP Personnel Policy will be put on hold until the Executive Director is in place.

**10. Adjourn:**

A motion to adjourn was made by Micah Kamrass and seconded by Terri England. The motion was unanimously approved.

**Future Governance Committee Meetings:**

- November 7 – 9:00 to 10:00 AM – Strong Families, 4<sup>th</sup> Floor.

Submitted by Lesley Nunn, Senior Administrative Assistant  
Cincinnati Preschool Promise