



Cincinnati Preschool Promise Governance Committee Meeting

April 22, 2021

10:00 a.m. – 11:00 a.m.

Please note that in conjunction with Ohio State's revised Sunshine Laws and H.B. 404 signed into law in November of 2020, CPP has decided to convene the meeting via video conference. In accordance with Ohio's Sunshine Laws and H.B. 404, CPP has advertised the meeting on its website in advance, and has provided a link for members of the public to listen and view the meeting. This meeting will be video recorded and a copy of the meeting minutes, including any documentation, will be made available on the CPP website, under the area Who We Are, Our Impact, Meeting Schedule, Approved Meeting Minutes as soon as possible after the meeting.

Welcome & Roll Call

Governance Committee Members:

Deborah Allsop (Chair)

Marcia Futel

Terri England

Micah Kamrass

Agenda Approval

**Governance Committee Meeting
April 22, 2021– 10:00 to 11:00 AM
ZOOM Video Conference**

Agenda

Item #	Time	Pre-read	Description	Action Request	Speaker
1	10:00 AM	X	Welcome and Call to Order <ul style="list-style-type: none"> • Agenda Approval • Approval of Minutes of March 3, 2021 	Approval	Deborah Allsop
2	10:05 AM	X	Review of Annual Governance Task Calendar <ul style="list-style-type: none"> • Discussion of Board of Managers Class of 2024 • Planning for Board of Managers Retreat for 2021 	Discussion	All
3	10:50 AM	X	Executive Director/CEO Update <ul style="list-style-type: none"> • Committee Charter Update 	Discussion	Chara Fisher Jackson
4	11:00 AM		Adjourn	Approval	All

Future Governance Meetings:

June 3, 2021
 August 19, 2021
 September 2, 2021
 November 2, 2021

Approval of Minutes of March 4, 2021

**Cincinnati Preschool Promise
Governance Committee Meeting**
HELD VIA ZOOM VIDEO CONFERENCE
Minutes of March 4, 2021, 10:00 AM – 11:00 AM

Board Members Present:

Committee Members: Deborah Mariner Allsop, Terri England, and Marcia Futel

Members Absent:

Micah Kamrass

Cincinnati Preschool Promise Staff Present:

Chara Fisher Jackson, Executive Director and CEO

Héctor Polanco, Finance Director

Tanya Del Valle, Senior Administrative Assistant

Guests and Members of Public: None

1. Welcome, Call to Order:

Deborah Allsop welcomed the Governance Committee members and opened the meeting at 10:00 AM.

The following was read out to the Governance Committee before proceeding to the agenda approval.

Please note that in conjunction with Ohio State's revised Sunshine Laws and the rule limiting the number of people who may meet in a space and who may so meet, CPP has decided to convene the meeting via video conference. In accordance with Ohio Public Records and Open Meeting laws, CPP has advertised the meeting on it's website in advance, and has provided a link for members of the public to listen and view the meeting. This meeting will be recorded. Documentation distributed at this meeting will be made available via the CPP website, under the area Board of Directors, Approved Meeting Minutes as soon as possible after the meeting.

Deborah Mariner Allsop requested that the agenda be amended and the Executive Committee Charter be added to the committee charters being reviewed.

ACTION: A motion to approve the agenda with the amendment mentioned above was made by Terri England and seconded by Marcia Futel. The motion was unanimously approved.

ACTION: A motion to approve the minutes of January 7, 2021, was made by Marcia Futel and seconded by Terri England. The motion was unanimously approved.

2. Review of the Governance Task Calendar

2.1 Board education and professional development are a focus of the Governance Committee this year. Members suggested that doing the self-evaluation before the retreat might be a good idea and get board members thinking about their roles and how they serve the organization. The previous self-evaluation tool should be pulled up and reviewed at the next meeting as a starting point for the next evaluation.

The committee members would like to add an April meeting to allow more planning time. The Board of Managers retreat should have a facilitator. Chara Fisher Jackson was asked to compile some suggestions for potential facilitators for the committee to review. The committee members discussed some of the good qualities of the last facilitator that they would like to find again including being a good listener, great at summarizing, excellent at keeping the conversation flow going, and having a solid understanding of the Cincinnati Preschool Promise organization. The committee would be interested in having the previous facilitator again if they were available. Members suggested that the retreat and self-evaluation focus on the strengths and challenges as well as the Master Agreement and orientating new members to the goals and objectives of the agreement.

2.2 The Skills Matrix was reviewed as well as the skills areas of the five board members with terms ending in 2021. The five board members with terms ending in 2021 are Laura Sanregret, Christine Fisher, Micah Kamrass, Vanessa Y. White Ph.D., and Cheryl Rose. Members discussed the necessity of making sure that officer positions are replaced by those with skills in those areas.

The members indicated the need to ask members whose terms were ending if they had availability and desire to continue if they have the option of my more terms as well checking with the nominating organization to see how they want to proceed. Board members can serve two consecutive three-year terms.

Cheryl Rose's term start date was initially listed incorrectly. Committee members want to make sure that the corrections have been made in the records.

2.3 Committee members reviewed the Board of Managers meeting attendance records for all members. The requirement is that all Board of Managers members attend a majority of the meetings. Board members with attendance below or at 50% were considered.

Committee members have suggested that committee attendance for the year be reviewed at the next meeting because the goal is to have active participation among committee members.

3. Committee Charters

3.1 Finance Committee Charter

Members liked the committee composition and felt the content was good, clear, and well thought out.

3.2 Community Engagement Committee Charter

Members felt that the Community Engagement Committee had followed the template but had questions about the unnumbered non-managers and questioned whether goals should be included in the charter since they change yearly or quarterly. The members also felt that the meeting schedule and required attendance were not clear enough. It was noted that the charter stated that only Board of Managers members may vote, but did not indicate if community members were provided the ability to speak freely during meetings.

3.3 Governance Committee Charter

Members agreed that the charter met all the requirements and was effective and good.

3.4 Executive Committee Charter

Members agreed the charter was good, followed the template, and met all requirements

3.5 Overview

Governance Committee members decided to take a final vote on all committee charters at the April Meeting. The Community Engagement Committee charter needs some refinement and clarification on the areas discussed including number of committee members, moving the goals not to be part of the charter, meeting schedule, and attendance requirements. The Governance Committee will provide some feedback and support to the Community Engagement Committee Chairperson to help them revise the charter. All the committee charters will be given a vote at the April Governance Committee meeting and then forwarded on to the board for the May Board of Managers meeting.

4. Executive Director's Report

Board education topics and committee charters have already been discussed. Jake Purcell will continue to provide a discussion on area topics for board

education as the topic issues arise. The Document Retention Policy will be coming up for a vote at the March 6, 2021 Board of Manager's meeting.

An April meeting will be added to the schedule and an email correspondence will be sent out to determine the best date for the committee members.

5. Adjourn

ACTION: A motion to adjourn was made by Terri England and seconded by Marcia Futel. The motion was unanimously approved.

Future 2021 Governance Committee Meetings

April TBD, 2021

June 3, 2021, at 10:00 AM

August 19, 2021, at 10:00 AM

September 2, 2021, at 10:00 AM

November 2, 2021, at 10:00 AM

Submitted by Tanya Del Valle, Senior Administrative Assistant
Cincinnati Preschool Promise

Annual Governance Task Calendar

Cincinnati Preschool Promise Governance Principles Committee

	JAN	FEB	MARCH	APRIL	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC
Board education / professional development program	X											
1. Identify Board Evaluation Topics												
2. Action step 2 here												
3. Action step 3 here												
Preparation of board for CEO evaluation (Executive Committee)							X	X	X	X		
Recommend CEO Evaluation Tool												
2. Action step 2 here												
3. Action step 3 here												
Advise nominating organization(s) of needed manager skills			X		X		X	X	X			
1. Complete Board Skills Evaluation and Facilitate Board Discussion												
2. Action step 2 here												
3. Action step 3 here												
Board self-evaluation			X		X		X	X	X			
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Annual review of disclosure / conflict-of-interest statements							X	X	X			
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Annual Meeting preparation						X	X	X	X			
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Nomination of board chairman and officers								X	X			
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Orientation of new board members									X	X		
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Annual review of governance principles							X	X		X		
1. Action step 1 here												
2. Action step 2 here												
3. Action step 3 here												
Development of annual governance calendar	X										X	
1. Discussion of Task Calendar												
2. Action step 2 here												
3. Action step 3 here												



Board of Managers Class Membership

Board Terms (updated 2021)

Board Member	Appointing Entity	Employer/Affiliation	<i>2018 Class</i>	<i>2019 Class</i>	<i>2020 Class</i>	<i>2021 Class</i>	<i>2022 Class</i>	<i>2023 Class</i>
Cheryl Rose	Promise Forward	Constellation Wealth	X			X		
Deborah Mariner Allsop	CPS	Families Forward			X			X
Bianca Edwards	Promise Forward	Self-Employed					X	
Terri C. England	Promise Forward	New Horizons Childcare		X			X	
Christine Fisher	CPS	POSSIP	X			X		
Gary Lindgren	UWGC	Cincinnati Business Committee			X			X
O'dell Moreno Owens	CPS	Retired - former Interact for Health CEO			X			X
Laura Sanregret	CPS	Cincinnati Public Schools	X			X		
Ennis Tait	Promise Forward	Faith and Community Alliance			X			X
Marcia Futel	CPS	Chuck Futel & Associates		X			X	
Micah Kamrass	UWGC	Manley Burke				X		
Vanessa Y. White	Promise Forward	Vantage Consulting Group, LLC	X			X		
Anthony Hobson	UWGC	Northern America Properties			X			X
Sallie Westheimer	UWGC	Retired - former 4C for Children CEO		X			X	
H. James Williams	UWGC	Mount Saint Joseph University					X	






Board Retreat Planning

Cincinnati Preschool Promise


2021 Board Retreat Planning

A comparative look at retreat items covered in 2018 to plan for 2021 retreat

- 1). Expand their personal relationships with one another.
- 2). Deepen their connection and support of the organization.
- 3). Understand their role in supporting success for the organization.

2018 Focus Areas	Benefit	2021 Proposed Focus Areas (with modifications)	Rationale/Feedback
Opening & Introduction: Define the organization's current mission statement.		Opening & Introduction: Review and align organization's current mission statement.	
A Look Back - Highlights of the Past Year: 1). Key events and milestones 2). Boards Role 3). Insights for coming year		A Look Back: 1). Key events and milestones 2). Highlights of the Past Year 3). YoY Challenges 4). YoY Improvements 5). Insights and Recommendations for 2021	
Board Self-Evaluation & Implications: 1) a strength that he/she brings to the work as a CPP board member 2) a strength that the CPP board needs to "flex" in the coming year to maximize performance. 3) Top 3 priorities to focus on *Enhancing CPP's reputation in the community *Clear performance measures * Risk-taking		Board Self-Evaluation & Implications: 1). YoY Strengths Utilized 2). YoY maximization of "flex" opportunities 3). 2021 Improvement Opportunities 4). Level setting of 2021 priorities 5). New levy term prioritites	
Looking Forward - What is Required of Us?: 1). Next steps for each of the 3 priorities 2). Defining next steps		Looking Forward - What is Required of Us?: 1). Next steps for each of the 3 priorities 2). Defining next steps 3). Identify owners 4). Timelines	
Closing and Commitments: 1). Revisit selected priorities to develop action plan and ownership 2). Continue conversations on other priorities with full board or in committees		Closing and Commitments: 1). Risk identification 2). Mitigation strategies 3). Next steps: Identify any risks inherent to the organization that need to be mitigated.	

2018 Logstics**Benefit****2021 Proposed Logistics****Rationale/Feedback**

Facilitator: <i>Joe Moorman, Senior Director of Organziationsl and Communtly Development, Meyerson Academy</i> *knowlegdeable about CPP function & history *approachable, good listener * concise		Facilitator: <i>Joe Moorman</i> <i>Diane S. Jordan</i> <i>Cyndi Wineinger</i>	
Duration: 2pm to 4pm, Thursday		Duration:	
Pework: Self-assessment- VIA character strengths		Pework:	



Executive Director's Report

Adjourn



Future 2021 Governance Committee Meetings:

June 3

August 19

September 2

November 2