

**Cincinnati Preschool Promise
Governance Committee Meeting**
HELD VIA ZOOM VIDEO CONFERENCE
Minutes of April 22, 2021, 10:00 AM – 11:00 AM

Board Members Present:

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

Members Absent: None

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:

Jacob Purcell, Manley Burke

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 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.

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

ACTION: A motion to approve the minutes of March 4, 2021, was made by Micah Kamrass and seconded by Terri England. The motion was unanimously approved.

2. Review of the Governance Task Calendar

Committee members request that several things be updated on the Governance Task Calendar to include items discussed at the April Meeting. Board retreat planning, Annual Meeting preparation, and Board of Managers Class of 2024 should be added to the April Task Calendar items.

Discussion of Board of Managers Class of 2024

Deborah Mariner Allsop said that Cheryl Rose, Laura Sanregret, Micah Kamrass, Christine Fisher, and Vanessa Y. White, Ph.D., are in the Class of 2024. We need to get a letter to Promise Forward for their process to begin. The deadline is in early August. She said that she is not sure members are interested in continuing as she hasn't yet spoken to anyone except Cheryl Rose. Cheryl Rose may not continue, and she is the treasurer. She has a May meeting with her and can confirm then what Cheryl Rose wants to do.

Micah Kamrass said that if the United Way wants him to continue, he would be more than happy.

Deborah Mariner Allsop said that she would talk to all members of the Class of 2024, see if they wish to continue serving on the board, and then inform their nominating organizations.

Members discussed what would happen if Cheryl Rose as treasurer, decided not to return and how it would affect the parity among the organizations. Deborah Mariner Allsop said that we could let Promise Forward know that we need someone with treasurer skills. She also noted that Bishop Ennis Tait has skills in that areas as well.

Jacob Purcell said that parity is required in the Board of Managers in the Master Agreement, and CPP's Governance Principles require parity on the Executive Committee. He noted that parity among the officers might not be necessary as long as the Executive Committee requirement was met.

Deborah Mariner Allsop said that the Board of Managers needs to nominate a board chair, a board secretary, and a treasurer since those are one-year terms. Dr. Owens said that he would consider additional time as a chair when he was nominated. She asked Micah Kamrass if he would be interested in continuing as secretary, and he replied yes. The unknown position would be the treasurer.

Terri England said there is inconsistency in attendance among some Promise Forward nominated Board members and that Bishop Ennis Tait has worked hard to improve this in his committee. Promise Forward should consider the attendance issue.

Committee members requested updated attendance information for the Board of Managers and the committees to review and share with the nominating organizations.

Deborah Mariner Allsop said she doesn't want to include anything confusing in the Promise Forward letter.

Jacob Purcell recommended explaining that nominating an individual with skills to serve as treasurer is a suggestion. It is up to the Board of Managers to choose who becomes chair of the Finance & Audit Committee and Treasurer. Dr. Owens will be leading us in these selections.

Terri England said we should have a timeline for each step so Promise Forward can be prepared with the right people in mind.

Deborah Mariner Allsop said we will get moving on the letter to provide Promise Forward with enough time. She noted that Chara Fisher Jackson could participate, as an observer, in her discussion with Dr. Owens regarding executive committee and board terms.

Terri England requested that her organization be updated on the Board Terms Document to Retired- New Horizons Childcare Owner

Board of Managers 2021 Retreat Planning

Chara discussed potential options for the facilitator and compared items from the Board of Managers 2018 retreat to the one planned for 2021. New levy priorities were the one new item on the Board Self Evaluation that was added. For more details, refer to the PowerPoint posted at www.cincy-promise.org > Who We Are > Our Impact > Meeting Schedule > Approved Minutes.

Deborah Mariner Allsop said that the last retreat was rushed with only two hours.

Committee members provided feedback and suggested that a half-day session with some time allotted to socialization would be good. They also suggested that we review the previous Board Self Evaluation to prepare for choosing one for this year.

Deborah Mariner Allsop requested that Chara Fisher Jackson find out the availability of the United Way meeting rooms. Micah Kamrass said that a poll of members would allow us to know what all the members are comfortable with during the pandemic.

Deborah Mariner Allsop requested that Chara Fisher Jackson get two facilitator proposals prepared to discuss at the June 3 Governance Committee meeting. August is the preferred time for the Board retreat because September has two Board of Managers meetings.

Deborah Mariner Allsop inquired about the cost of the retreat. Chara Fisher Jackson said that \$14,000 was in the CPP budget for the facilitator, logistics, and the facility.

3. Executive Director's Report

Chara Fisher Jackson said that she talked to the Community Engagement Committee. For their charter, it was decided that a minimum of three Board members and a minimum of four community members would be needed. They didn't have a quorum at the meeting and couldn't vote on the charter.

Deborah Mariner Allsop commented that the Governance Committee wanted to take all the committee charters to the Board of Managers at the May 18th meeting, but that would need to be changed to the June meeting.

Committee members discussed the need for the Executive Committee to discuss the attendance issues with the data on committee attendance.

4. Adjourn

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

Future 2021 Governance Committee Meetings

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