

**Cincinnati Preschool Promise
Governance Committee Meeting**
United Way of Greater Cincinnati, Strong Families Room
Minutes of May 6, 2020, 10:00AM – 11:00 AM

Board Members Present:

Deborah Mariner Allsop, Terri England, Micah Kamrass and Marcia Futel

Members Absent:

None

Cincinnati Preschool Promise Staff Present:

Chara Fisher Jackson, Executive Director
Lesley Nunn, Senior Administrative Assistant

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 Stay-at-home-order 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 Governance Committee 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 and a copy of the meeting, including any documentation, will be made available via the CPP website, under the area Board of Directors, Governance Committee and then Approved Meeting Minutes as soon as practical as possible.

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

Deborah Allsop asked the committee for comments on the minutes of March 4, 2020. Marcia Futel stated that on page 4, under section 2.1, second recommendation, there is a spelling error in that "spelt" should be "spelled". A correction was requested and a motion to approve the minutes of March 4, 2020 was then requested by the Chair.

ACTION: A motion to approve the minutes of March 4, 2020 was made by Terri England and seconded by Micah Kamrass. The motion was unanimously approved.

2. Review of Sunshine Laws with Jake Purcell of Katz Teller Attorneys:

Jake Purcell of Katz Teller Attorney reviewed present sunshine laws with the committee members. For more information on the discussion that took place and a copy of the documentation, please visit our website www.cincy-promise.org, under Board of Managers, Approved Board Minutes, Governance Committee, May 7, click on the link for the video and PowerPoint.

RECOMMENDATION: Jake Purcell to present a review of the present Sunshine Laws at the next CPP Board meeting of May 14, 2020.

3. Review of Annual Governance Task Force Calendar with specific discussion on skills matrix, class of 2020 status, proposed process for the nomination of the chair of CPP and the officers of the Board:

3.1 Status of the Skills Matrix:

The skills matrix has not, at the time of the meeting, been sent to the Board of Managers. It is anticipated it will be sent out by May 15, 2020 and the responses brought back to the Governance Committee at the next meeting.

3.2 Class of 2020 Status:

There are five board members whose terms are expiring September 2020. They are:

- Deborah Allsop – CPS nominating body;
- O'dell Owens, M.D. – CPS nominating body;
- Gary Lindgren – UWGC nominating body;
- Anthony Hobson – UWGC nominating body;
- Pastor Ennis Tait – Promise Forward nominating body.

A sample of the letter requesting nomination of members to CPP Board was shared by Deborah Allsop with the committee.

RECOMMENDATION: A similar letter to be generated for the five members expiring board seats and sent to the three governing bodies before the end of May, 2020. Comments/questions around the letters and the terms ending should be emailed to Deborah Allsop as soon as possible.

3.3. Process for the nomination of the Chair of CPP with specific reference to the resignation of the present Chair effective December 1st, 2020:

The committee discussed the process for the nomination of CPP's Board Chair. Previously, with regard to the election of the Officers (Board Chair, Treasurer and Secretary) of the Board, the officers would be selected from the three governing bodies (Cincinnati Public Schools, United Way of Greater Cincinnati and Promise Forward) and there should be equal representation of officers across the three governing bodies.

RECOMMENDATION: The Committee to look at undertaking a new/different process with regard to the nomination process of the officers.

3.4 Nomination of the rest of the officers of the Board (Treasurer and Secretary):

The secretary role (Deborah Allsop) will become vacant come September, 2020. The treasurer role (Cheryl Rose) has a pending status.

RECOMMENDATION: Chara Fisher Jackson to schedule a call/meeting with Moira Weir of United Way of Greater Cincinnati around the nomination process of the CPP Chair.

RECOMMENDATION: A draft outline of expectations and qualifications/characteristics of the Chair should be drafted so the committee can have something to compare when possible names are presented for Board Chair. The committee will review the draft at the next meeting.

RECOMMENDATION: Look at the timeline of September 2020 to fill the Board Chair position. The goal is for the Committee to focus on the Board Chair and officers nominations at their next two meetings and finalize it by September 2020.

4. Executive Director Update:

- A request was made to form a small work group of 5 people to talk about CPP pandemic transition and this workgroup will need to be a mix of general public, parents and providers. This will be an informal group that will be a think tank as real time updates, decisions and changes are made by staff. Chara Fisher Jackson will bring reports back from the group to the Board as needed. The committee agreed that CPP can go ahead and form the group.
- The committee charters will be brought back to the committee for discussion. An update will be given at the next Governance Committee.

5. Adjourn:

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

Future Governance Committee Meetings:

- June 2 – 10:00 to 11:00 AM – via ZOOM Video Conference. Please see our website, www.cincy-promise.org for details.
- August 6 – 9:00 to 10:00 AM – Strong Families, 4th Floor
- September 10 – 9:00 to 10:00 AM – Strong Families, 4th Floor;
- October 29 – 9:00 to 10:00 AM

Submitted by Lesley Nunn, Senior Administrative Assistant
Cincinnati Preschool Promise