



APPROVED AT APRIL 12, 2021 BOARD MEETING
 Early Learning Coalition of Broward County, Inc.
Board Meeting Minutes
February 17, 2021 at 1:30 PM
 Virtual Meeting

Members in Attendance	Laurie Sallarulo, Michael Asseff; Dawn Liberta; Carol Hylton; Cindy Arenberg-Seltzer; Ellie Schrot; Monica King; Richard Campillo; Beverley Batson; Cara Cerchione; Zachary Talbot; William Karp; Twan Russell; Amoy Reid; Renee Podolsky; Angela Iudica
Members Absent	Laurie Rich Levinson; Khalil Zeinieh
Staff in Attendance	Renee Jaffe, CEO; Christine Klima, CAO; Hubert Cesar, CIO; Howard Bakalar, CPO; Judith Merritt, COO, Allison Metsch, Sr. Director of Education & Quality; Elsy Silvestre, Executive Assistant; Pablo Calvo, Director of Community Engagement; Keisha Dunn-Pettis, Sr. Director of Family Services and Provider Relations; Reiner Potts, Financial Analyst; Amy Ungor, Director of Provider Relations; Andrew Soto, Reimbursement Specialist; Adriana Ferruzola, Training Manager; Sandra Paul, Sr. Director of Provider Reimbursement
Others in Attendance	Jacob Jackson, General Counsel; Keefe McCullough; Greater Horizons

Item	Action/Discussion
Welcome & Call to Order	Laurie Sallarulo called the meeting to order at 1:30 PM. Roll was called and a quorum was established.
Chair Report	<p>Chair wanted to share information she read in an article regarding nonprofit organizations surviving the pandemic and how due to the pandemic they have had to change how they do things. Chair emphasized that the ELC should be focusing on what we can do to help people innovate and be sustainable and get through these times to adapt their business models. The Board should keep this front and center to help them adapt to the world that we are living in currently.</p> <p>Chair said she got a request to move the order of the agenda so that the Audit Report could be moved after the Mission Moment.</p> <p>A Motion was made by Dawn Liberta to move the order of the agenda so that the Audit Report could be moved after the Mission Moment. Seconded by Richard Campillo. Unanimously approved. Motion Passes.</p> <p>Chair also welcomed Carol Hylton to the Governance Committee. She also mentioned the Finance Committee is in need of more members.</p>
Mission Moment	COO opened up the Mission Moment by introducing the A Team. The trainings being offered by the A Team came about after training sessions with BLI. There was great response and feedback from the BLI class about the training and doing business with ELC. These trainings will be done every other month and the trainings are for smaller groups and it brings the provider community closer to us and the ELC closer to the providers. COO thanked the A Team for their hard work.

	<p>There was a discussion about the benefits of this new training especially with the high turnover rate and the benefits of these courses as a refresher or follow up to orientation training.</p>
<p>CEO Report</p>	<p>OEL has approved the provider rate increase and our staff worked round the clock to make sure that the providers would see the rate increase in their February payment. Our staff made it happen and CEO thanked them for their work and efforts.</p> <p>VPK enrollments are still low and we are focusing on our VPK/SR waitlist outreach campaign to bring awareness to our families and community. We want our Broward families to know that they can still enroll their eligible 4 year olds in the VPK program for the 20/21 school year or summer VPK.</p> <p>CEO and Shan had a conversation about COVID relief and what is being done in Broward. CEO passed information on to Shan regarding the providers and some of their concerns during this pandemic. Shan and her team are working on a plan. They also spoke about CLASS assessments. The state is not budging on CLASS assessments, but CEO feels like we are making some progress and there will be some flexibility with the CLASS requirement this year. CEO is optimistic and will keep the Board updated.</p>
<p>Consent Agenda</p> <p>a. Approve December 21, 2020 Meeting minutes and Conflict of Interest Forms</p>	<p>A Motion was made by Monica King to approve the Consent Agenda. Seconded by Richard Campillo. Unanimously approved. Motion Passes.</p>

<p>REGULAR BUSINESS</p> <p>a. B213RB1 – Convene Ad Hoc 2021-2024 Strategic Planning Committee</p>	<p>Convene Ad Hoc 2021-2024 Strategic Planning Committee</p> <p>CEO reminded Board members the ELC has entered into the final year of a three-year Strategic Plan. Internally, ELC has begun discussions for the 2021-2024 Strategic Plan. ELC staff would like to reconvene and work along with the Ad Hoc 2021-2024 Strategic Planning Committee to develop a draft strategic plan for review by the Board.</p> <p>A Motion was made by Carol Hylton to convene the Ad Hoc 2021-2024 Strategic Planning Committee. Seconded by Ellie Schrot. Unanimously approved. Motion Passes.</p> <p>CEO mentioned that Richard Campillo has agreed to chair the Ad Hoc Strategic Planning Committee. Please let Renee know if you would like to be a part of the committee. We are looking to have 3-4 members on the committee.</p> <p>Monica King has agreed to join the committee once again.</p>
<p>Finance Committee</p> <p>a. B213FIN1 Approve December 2020 Interim Financial Statements</p> <p>b. B213FIN2 Approve Budget FY21 Amendment #3</p>	<p>Approve December 2020 Interim Financial Statements</p> <p>Florida Legislature and Governor DeSantis approved an additional \$50 million to be spent to reduce the differences in School Readiness (SR) reimbursement rates across the state. The new reimbursement rates, effective January 1, 2021, prioritized Infants/Special Needs, Toddlers and 2-Year-olds care levels while also raising the reimbursement rates for 3-, 4-, and 5-Year-olds.</p> <p>The CAO reviewed the highlights of the December Financials Statements.</p>

	<p>A Motion to approve the December 2020 Interim Financial Statements was brought forth by the Finance Committee. Unanimously Passed.</p> <p>Approve Budget FY21 Amendment #3</p> <p>The CAO reviewed the highlights of the FY21 Budget Amendment #3</p> <p>A Motion was made by Finance Committee to approve Budget FY21 Amendment #3. Unanimously Approved. Motion Passed.</p>
<p>Governance Committee</p>	<p>No Updates</p>
<p>Program Review Committee</p>	<p>No Updates</p>
<p>Nominating Committee</p>	<p>No Updates</p>
<p>Audit Committee</p> <p>a. B211AUD1 ELC 403b Retirement Plan ERISA Compliance Review Results</p> <p>b. B211AUD2 Fiscal Year 2020 Annual Audit Report</p> <p>c. B211AUD3 2019 IRS Form 990</p>	<p>Committee Chair opened by providing a quick summary of the Audit Committee Meeting that was held the prior week and introducing Bill Benson and Martha Parker of Keefe McCullough.</p> <p>Martha Parker, Partner at Keefe McCullough, provided an overview and a presentation of the financial highlights of Fiscal Year 2020. The Preliminary Draft Audit Report contains no findings. The action plan correcting the problems created by OEL’s faulty roll out of EFS Mod noted in the prior year’s audit is still in progress but should wrap up in the current year without any negative impact to ELC.</p> <p>Keefe McCullough highlighted ELC’s liquidity ratio as a measure of whether ELC has sufficient assets to weather an unexpected loss of revenue and they noted that ELC is running very lean with very little financial cushion for an organization of ELC’s size.</p> <p>Bill Benson, Managing Partner, recommended that ELC consider fundraising as \$300,000 in net assets is too lean. He recommended having 3-6 months of operating expenses on hand as reserves.</p> <p>Cindy had a question about the liquidity ratio regarding limitation by the state about monies we can retain. CAO explained that the state does not let us build a reserve using their money however, there are no limits on building reserve through fundraising. We can create our own reserve if we use our own funding. CEO mentioned that we will bring this issue to the finance committee to discuss further.</p> <p>CFO provided a review on the 403(b) retirement plan compliance review. ELC hired Tanya Bower, an ERISA attorney with the law firm Tripp Scott, P.A. to perform a compliance review.</p>

During the review, Tripp Scott found one area that required corrective action. Specifically, ELC's Plan Document had not been restated in 2009 as required by ERISA law to include key regulatory updates enacted at that time. The deadline for completing a mandatory 403B Plan restatement passed on December 31, 2009 and ELC is now required to take additional steps to address the failure. Ms. Bower recommends that ELC complete the Department of Labor's Voluntary Compliance Program (VCP) to bring the plan into compliance prior to the end of the fiscal year.

Audit Committee Chair thanked Christine and her team for all of their hard work.

A **Motion** was made by Laurie Sallarulo to empower the Audit Committee to approve the Year 2020 Annual Audit Report. **Seconded** by Cindy Arenberg-Seltzer. **Unanimously approved. Motion Passes.**

A **Motion** was made by Cindy Arenberg-Seltzer to approve the Empowerment of the Audit Committee to Approve Finalized Audit Report and Form 990 between Board meeting and March 31, 202 Submission Deadline. **Seconded** by Dawn Liberta. **Unanimously approved. Motion Passes.**

A **Motion** was made by Dawn Liberta to approve the ELC 403b Retirement Plan ERISA Compliance Review Results. **Seconded** by Cindy Arenberg-Seltzer. **Unanimously approved. Motion Passes.**

Audit Committee Chair thanked Audit Committee as well as Keefe McCullough for all of their hard work during this audit. Board Chair thanked the Audit Committee and thanked Keefe McCullough as well as Christine and her team for all of their hard work.

Provider Representative Update	Cara thanked Renee and Howard for hearing her concerns. She wants to thank everyone for the provider increases. Cara feels that providers are being supported more than ever and she wanted to thank the ELC for all of their help and pushing for the providers.
NEW BUSINESS	There was no discussion.
MATTERS FROM CHAIR	Chair mentioned that meeting minutes were not updated on the ELC website.
MATTERS FROM COMMITTEES	There was no discussion.
PUBLIC COMMENT	There was no discussion.
NEXT MEETING DATE	April 12, 2021 at 1:30 PM
ADJOURN	Meeting adjourned at 2:53 PM by Cindy

These minutes contain the action items of the Board meeting of the Early Learning Coalition of Broward. They do not include all the Committee's discussions or comments on each matter or issue raised during the meeting. A tape recording of the meeting is held in the Coalition office. Corrections from the Committee will be taken prior to approval at the next meeting.

Marcia F. King