



# By-laws Committee Meeting

10/20/2010

3:00 PM

6301 NW 5th Way, 4th Floor  
Fort Lauderdale, FL

**Members in Attendance:**

Britt Sikes, Committee Chair, Stacy Angier, Cindy Arenberg Seltzer, Larry Rein, Kimberly Welles

**Members Absent:**

**Staff in Attendance:**

Penny Westberry, CEO, Debbie Bainton, Executive Assistant

**Others in Attendance:**

Burnadette Norris-Weeks, Roget Bryan

## Agenda topics

### Welcome and Call to Order

The Chair called the meeting to order at 4:10 pm

The Chair indicated that the underlying purpose is to make sure that the Board is rededicating themselves to the Mission of ELC and therefore to a changing culture that will get the Board more committed, more participatory and moving in the right direction. It was noted that this was a major part of the previous meeting's discussion.

**Approval of Minutes**

Minutes of August 25, 2010

Motion made by Cindy Arenberg Seltzer to approve the minutes of August 25, 2010. Seconded by Larry Rein. Unanimously approved.

Minutes of September 30, 2010

A correction was made on page three middle of page should read “should committees have at-large members.” Deleting the remainder of that line.

Motion made by Larry Rein to approve the minutes of September 30, 2010, as amended. Seconded by Cindy Arenberg Seltzer. Unanimously approved

<b>Action items:</b>	<b>Person responsible:</b>	<b>Deadline:</b>
Keep minutes on file	Executive Assistant	10/21

**Consideration of By-Laws for Proposed Changes**

The following changes were discussed:

- Page five – DCF need to be Circuit Administrator
- Section 2.1 Mission, leave as is
- Section 2.2 Purpose and Goals – General Counsel to insert general language referring to statute and strike detailed language of goals – suggested language would be broader then just referring to statute
- Membership
  - First paragraph to read: The membership of the Coalition shall be consistent with Section 411.01, Florida Statutes, as amended. Board composition and membership shall be defined in accordance with the established rules outlined by The Agency for Workforce Innovation, Office of Early Learning (AWI-OEL) rules, as may be amended.
  - Optional members – keep language
  - Terms are okay in the by-laws
  - Need to keep terms - term 4 years – two terms
  - Strike Section 3.1 Designated Members
  - 3.4 – delete first two lines and last line starting with “When a vacancy”
  - Need to say all members except for Gubernatorial appointments
- Section 3.5 Voting Rights
  - Two sentences - Members must be present to vote at Coalition meetings. Certain committee meetings determined by board policy may vote by telephone.
  - Second paragraph delete District Administrator - language should be generalized to indicated designee is the voting member until that designee appointment is rescinded
    - Need to be put in policy to address designee appointment - Policy would prefer to

have one person over a certain period

- Section 3.6 –Resignation and absences - to be rewritten for clarity and to shorten it
- Section 3.7 – Vacancies – take out non-gubernatorial
  - No longer need to get recommendation from economic development board or chambers of commerce
- Governance/Nominating will be Governance Committee

Mr. Dwyer handed out an example of language pertaining to a governance, nominating and board membership committee. He noted that this may be more complicated than what ELC needs but wanted the Committee to see it and determine if that is the direction they would like to see.

When making the changes to the bylaws, it was requested that the document be annotated with the reason and logic behind the suggested changes.

Action items:	Person responsible:	Deadline:
Make changes to document for next meeting	General Counsel	11/10/10

Unfinished Business – no discussion
New Business – no discussion
Next Meeting Date
The Committee scheduled the next meeting for November 10, at 3:30 pm
Public Comment - none
Adjourn
The meeting adjourned 5:35 pm

These minutes contain the action items of the meeting of the By-Laws Committee of the Early Learning Coalition. They do not include all facets of each issue discussed. 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.

Submitted by  
Debbie Bainton

Reviewed and Edited by  
Britt Sikes, Committee Chair  
Penny Westberry, CEO