



Approved on April 10, 2023, Board Meeting
Early Learning Coalition of Broward County, Inc.
Board Meeting Minutes
February 13, 2023, at 9:30 AM
Hybrid Meeting

Members in Attendance	Chair Laurie Sallarulo; Dawn Liberta; Cindy Arenberg-Seltzer; Michael Asseff; Beverly Batson (Virtual); Sharonda Bailey; Richard Campillo; Kirk Englehardt; Maria Hernandez; Carol Hylton; Melody McDonald (Virtual); Dr. Amoy Reid; Ellie Schrot (Virtual); Kristina West (Virtual); Julie Winburn (Virtual); Zachary Talbot (Virtual, Via Telephone)
Members Absent	Twan Russell; Monica King; Renee Podolsky
Staff in Attendance	Renee Jaffe, CEO; Christine Klima, CAO; Howard Bakalar, CPO; Judith Merritt, COO; Hubert Cesar, CIO; Melody Martinez, Board Liaison; Lizbeth Juan, Executive Assistant; Allison Metsch, Sr. Director of Education & Quality; Ayme Hamoui, Director of Education Program Assessment; Amy Moore, Senior Director of Family Services and Customer Services; Ancel Pratt III, Senior Director of Communications; Celcia Hall, Outreach Specialist; Beverly Hung, Human Resources Director; Sandra Paul, Senior Director of Provider Reimbursements; Megan DeGraaf, Purchasing and Procurement Specialist (Virtual); Kasey Lafrance, Contracts Administration Manager; Magdalena Laino, Quality Assurance Manager;
Others in Attendance	Julie Klahr, General Counsel

Item	Action/Discussion
Welcome & Call to Order	Chair Laurie Sallarulo called the meeting to order at 9:35 AM. The roll was called, and a quorum was established.
Chair Report	Chair Laurie Sallarulo welcomed everyone and thanked the Board Members for their large presence at the State of Childcare Event.
CEO Report	CEO welcomed Board members and shared that Chancellor Matt Mears is leaving the Division of Early Learning and today is his last day. Carrie Miller will be the new Chancellor. Prior to this position, she was the Vice Chancellor for Literacy Achievement for the Department of Education. The Executive Team had a standing meeting with the former Chancellor for tomorrow, and the New Chancellor will be honoring that meeting. This is a great opportunity to introduce ourselves and update her on what is going on in Broward County, in addition to providing a report on where we are with enrollment.
Mission Moment – ELC State of Childcare Event Video	<p>CEO presented a video presenting a photo montage of the State of Childcare Luncheon that took place on 2.23.2023.</p> <p>Board members enjoyed the video. Chair Laurie Sallarulo shared that it was nice to hear the panelists talk about the good things going on in Broward. Chair gave a thank you to all the Board members that attended, we had a great turnout.</p>
Consent Agenda 1. Approve December 12, 2022, Meeting minutes 2. B234CA1 – Approve Children’s Forum Budget Amendment	<p>A Motion was made by Cindy Arenberg-Seltzer to approve the consent agenda. Seconded by Dawn Liberta. The Motion was unanimously approved. Motion Passes.</p>

<p>Finance Committee</p> <p>1. B234FIN1 – Approve December 2022 Interim Financial Statements</p> <p>2. B234FIN2 – Approve Proposed FY23 Budget Amendment #4</p>	<p><u>Approve December 2022 Interim Financials</u></p> <p>A Motion was brought forth by the Finance Committee Chair Cindy Arenberg-Seltzer to Approve December 2022 Interim Financial Statements, Pending Approval of an Annual Audit Performed by a Qualified Independent Certified Public Accountant. The Motion was unanimously approved. Motion Passes.</p> <p><u>Approve FY 23 Budget Amendment #4</u></p> <p>The CAO reviewed the highlights of the FY23 Budget Amendment #4</p> <p>A Motion was brought forth by The Finance Committee Chair Cindy Arenberg-Seltzer to Approve Proposed FY23 Budget Amendment #4. The Motion was unanimously approved. Motion Passes.</p>
<p>Regular Business</p> <p>1. B234RB1 - Approve Related Party Purchase for Junior Achievement Event Sponsorship</p> <p>2. B234RB2 – Approve CEO Mid-Year Evaluation Bonus</p> <p>3. B234RB3 – Authorize the Audit Committee to Finalize the following reports and forms for Submission to Federal Agencies by March 31, 2023</p> <ul style="list-style-type: none"> • Fiscal Year 2022 Financial Audit Report • 2021 IRS Form 990 • Plan Year 2021 403B 	<p><u>Approve FY23 Related Party Purchase for Junior Achievement Event Sponsorship</u></p> <p>The CAO presented the Related Party Transaction for Junior Achievement Event Sponsorship and since Chair Laurie Sallarulo is the CEO of Junior Achievement Dawn Liberta asked for a motion.</p> <p>A Motion was made by Cindy Arenberg-Seltzer to Approve FY22 Related Party Purchase for Junior Achievement Books, Bucks & Backpacks event. Seconded by Carol Hylton. Unanimously approved. Motion Passes.</p> <p>Abstentions Chair Laurie Sallarulo abstained from the vote because she is the CEO of Junior Achievement of South Florida. The required conflict of interest documentation was completed.</p> <p>The COO discussed the CEO’s Mid-Year Evaluation result. The overall score for the CEO performance rating was a 4 which exceeds expectations.</p> <p>A Motion was made by Cindy Arenberg Seltzer to Approve CEO Mid-Year Compensation Bonus of \$2000. Seconded by Dawn Liberta. The Motion was unanimously approved. Motion Passes.</p> <p>A Motion was made by Richard Campillo to Authorize the Audit Committee to finalize the Following Reports & Forums for Submission to Federal Agencies by March 31, 2023:</p> <ol style="list-style-type: none"> 1. Fiscal Year 2022 Financial Audit Report 2. 2021 IRS Form 990 3. Plan Year 2021 403B Retirement Plan Audit Report 4. Plan Year 2021 DOL Form 5500 403B Annual Report <p>Seconded by Cindy Arenberg-Seltzer. The Motion was unanimously approved. Motion Passes.</p>

<p>Retirement Plan Audit Report</p> <ul style="list-style-type: none"> • Plan Year 2021 DOL Form 5500 403B Annual Report 	
<p>Governance Committee</p> <p>1. B234GOV1 – Approve and Agree on Governance Recommendations for Board Strategic Plan Goals, Objectives, and Outcomes</p>	<p>Governance Committee Chair Dawn Liberta discussed the Post Committee/Board Meeting Rating Tool.</p> <p>There was a discussion regarding Board Engagement and how the Board is involved in other ways than those on the matrix. Carol Hylton said let’s use this year to see where it goes and re-assess in the new fiscal year. It was agreed that ELC staff would collect engagement data on an ongoing basis and share the data twice a year with the Board.</p> <p>Chair Laurie Sallarulo brought to the attention of the board members that outcome number 3 on the Strategic Plan Board Goal says board members will complete an individual Board Engagement Matrix. Members agreed that outcome number 3 should be reworded and approved based on the change.</p> <p>Outcome 3, should be reworded to say the organization ELC, will track the activity of Board members and report on that engagement.</p> <p>A Motion was brought forth by the Governance Committee Chair Dawn Liberta to Approve the following:</p> <ol style="list-style-type: none"> 1. Approve the updated Post Board/Committee Meeting Rating survey process, timeline for collecting and utilizing the Matrix tool and data. 2. Approve the updated Post Board/Committee Meeting Rating survey questions with sections for comments. 3. Approve changes (marked in RED) to the Outcomes in the 5-Year Strategic Plan with the Outcome 3 amendment of ELC will track the activity of Board members and report on that engagement. <p>The Motion was unanimously approved. Motion Passes.</p>
<p>Nominating Committee</p> <p>1. B234NOM1 – Approve Governance, Nominating and Fundraising Committee to pursue Honorary Board Members positions and roles.</p>	<p>Committee Chair Michael Asseff discussed that we can have up to 30 board members and the Nominating Committee would love to include honorary board members.</p> <p>Board Members discussed what roles the honorary board members would play, and what the job description would be, and who the target is.</p> <p>A Motion was made by Richard Campillo (brought forth by the Nominating Committee Chair Michael Asseff) to Approve the Governance Committee along with the Nominating Committee and Ad Hoc Fundraising to work together to establish the role, responsibility, and board requirements of Honorary Board Members, with the guidance of Legal Counsel. Seconded by Kirk Englehardt. The Motion was unanimously approved. Motion Passes.</p>

Ad Hoc Fundraising <i>Update from Committee Chair</i>	Committee Chair Kristina West shared that the Ad Hoc Fundraising committee has met two times to set goals to get seed money to start programming to work at ELC. We did secure \$5,000 from PNC bank to get that started.
Program Review Committee	None
Audit Committee	None
Provider Representatives Update	None
Unfinished Business	None
New Business	<p>Julie Klahr, General Counsel shared with the board that there are some matters that need to be discussed not in a public meeting. Under the sunshine law, there is the shade section that allows us to have those conversations in a private meeting. There is a need to have a shade session, but under the sunshine law, I need to ask for that. Julie Klahr indicated that more information would be provided, but that was all she had at this time.</p> <p>Various Board members had questions, outlined below.</p> <p>Chair Laurie Sallarulo suggested getting complaints that are made against us to be brought to our attention, very brief, but so that we know.</p> <p>Cindy Arenberg-Seltzer asked for purposes of the notice, several of us work in a space that is subject to sunshine. Can we get a physical copy, email? Work email? Julie Klahr said she will look at each board member on a case-by-case basis.</p> <p>Richard Campillo asked if can staff hear this? Julie Klahr replied that it cannot be shared with staff either.</p> <p>Laurie Sallarulo asked if it has to be in person or if it can be virtual. Julie Klahr said it's best to have it in person because we can control who is listening but can be hybrid if necessary.</p> <p>A Motion was made by Cindy Arenberg-Seltzer to authorize a shade section. Seconded by Dawn Liberta. The Motion was unanimously approved. Motion Passes.</p>
Matters from the Chair	None
Matters from the Board	None
Matters from the CEO	None
Matters from Committees	None
Matters from our Partners	None
Public Comments	There was no discussion.
Next Meeting	April 10, 2023
Adjourn	Dawn Liberta Motioned to Adjourn meeting at 11:07 AM.

These minutes contain the action items of the Board meeting of the Early Learning Coalition of Broward. They do not include all of 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 before approval at the next meeting.