

**Wake County SmartStart
Board of Directors Meeting
October 22, 2008**

A regular meeting of the Wake County SmartStart Board of Directors was held on Wednesday, October 22, 2008 in the conference room of the Wake County SmartStart offices located at 1121 Situs Court, Suite 250 in Raleigh, North Carolina.

Board members in attendance were Mary Ellen Anderson, Nell Barnes, Kevin Cane, Dale Cousins, Sandy Dietrich, Donna Hargens, Shirley Herndon, Giang Le, Shanté Martin, Michele Miller-Cox, Carol Mitchell, Louise Orr, Hannah Poteat, Gemimah Rodriquez, Donna Rutowski, Mike Smith, Michael Weisel and David Zonderman.

Guests in attendance were Lynette Aytch, NCPC Leadership SmartStart Director and Bruce Leslie, consultant from BoardSource.

Board members absent and excused were Kym Martin, Peter Morris, Camille Schaffer, Norris Thurston and Jerraé Williams.

Board members absent and unexcused were Paul Anderson and Harold Webb.

Staff members present were Debi Bartholomew, Gary Carr, Nichelle Cole, Pat Clements, Pamela Dowdy (Executive Director), John Guenther, Amy Hall, Marie Maguire, Elizabeth Santana, Melinda Schlesinger and Anna Troutman.

Board Chair, Michael Weisel recognized a quorum and called the meeting to order at 8:35 a.m. Mr. Weisel began the meeting by welcoming new Board members Shirley Herndon, Giang Le and Mike Smith all having been newly elected noting that each will bring not only their experience but new insight from which the Board will draw on to further the work for young children in our community.

Mr. Weisel entertained a motion from Hannah Poteat to adopt the agenda, Louise Orr seconded, all voted and was approved unanimously. (10-08-14)

David Zonderman motioned to adopt the consent agenda which included minutes of the August 27, 2008 Board of Directors Meeting, the July thru September 2008 Financial Reports, a Finance Committee Budget Recommendation, a list of DSP Decommissioned Assets and the Electronic Election Acceptance of new Board Members. Nell Barnes seconded, all voted and was approved unanimously. (10-08-15)

Mr. Weisel introduced guests Lynette Aytch from NCPC and Bruce Leslie from BoardSource. Ms. Aytch took the floor to discuss results of the Governance Self Study Survey which was distributed to the Board in September 2008. She noted that the Board had 83% participation. Copies of the printed results were distributed and a preliminary explanation of the results given. Ms. Aytch introduced BoardSource Consultant, Bruce Leslie who provided information on the next steps of the Governance Study process. Mr. Leslie stated that "Great Boards make for Great Non Profits" and that the goal was to point out areas in which the Board was doing well and to focus on the areas where more emphasis would improve the work and be a model to the community. He shared that a retreat with the full Board would be set up which would be tailored to their specific areas of improvement, small groups sessions would be utilized and the day would be full with discussion and participation. Mr. Leslie spent the remainder of his presentation time entertaining and answering questions from the Board.


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Mr. Weisel moved the meeting forward with his Chairman's Report. First item on his report was the Board By-Law Revision as outlined in attachment C.1. He noted that the Executive Committee was bringing this recommendation to the Board after having reviewed and approved of the revisions outlined in the attachment. After asking whether anyone had any questions or comments on the revision and receiving none Kevin Cain moved to accept the Board By-Laws Revisions outlined in attachment C.1. All voted, and was approved unanimously. (10-08-16)

The next two items on Mr. Weisel's report were updates. The first update was in regard to plans for reviewing language in the WCSS Conflict of Interest Policies. He refreshed the Board on NCPC's COI Directive suggesting LP's review their COI's. Board member Shanté Martin has agreed to review and recommend possible revisions to our COI's as she has considerable expertise in this area through her work with the NC Community College system.

The second update was regarding the State Budget Cuts. Mr. Weisel stated that NCPC has yet to provide clear directive as to whether reversions were going to be required. In anticipation of a possible 3% minimum reversion NCPC asked LP's for suggestions on how best to implement. Mr. Weisel, along with Executive Director, Pam Dowdy shared with the Board WCSS's suggestion which would be to request voluntary reversions from LP's allowing LP's the opportunity to look at their budgets and decide what they could revert. It is hoped that should additional reversions be needed that NCPC would take into consideration the % already reverted by LP's and only require them to submit the % difference if needed. An outline, created by Controller Gary Carr and not included in the agenda packet, was handed out to the Board of how WCSS suggests funds be reverted to NCPC should the request be made. A 3.24% reversion for WCSS in the amount of \$583,294 is comprised of unallocated funds and available monies from DSPs and WCSS staff vacancies. An additional .28% reversion in the amount of \$50,639 will be taken from the MAC Fund Balance and given on behalf of the LP's who pay WCSS to provide MAC Accounting Services throughout the year. These LP's are small and this would assist them with part of their reversions. The total reversion would be 3.52% in the amount of \$633,933. After lengthy discussion David Zonderman moved to allow staff the ability to refine, with discretion, the reversions outlined in the amount of \$633,933 within a 10% variance with the caveat that should the percentage variance be over 10%, staff would seek direction from the Executive Committee for determination of either approval or a decision to call upon the full Board for approval, Nell Barnes seconded, all voted and was approved unanimously. (10-08-17)

Committee Reports were next on the agenda beginning with an update from the Allocations Committee regarding the "Director's Leadership Academy" activity. Committee Chair, Dale Cousins informed the Board that a decision had been made to suspend pursuit of funding this activity. She shared with that based on the State budget, it seemed to make most sense to hold off on a funding decision and bring these various parties together to strategize on how we might work collaboratively on an integrated approach to "support sustainable quality care including stable staff, adequate resources, quality program and strong leadership". It was agreed that Program Planning, along with guidance from the Program Coordination staff, would develop the best way to accomplish this goal.

Hannah Poteat, Chair of the Board Development Committee requested the Board review attachment D.1 outlining the biography of Arvelis Byrd a candidate for election to the Board of Directors. Ms. Byrd's election to the Board would fill the vacant Head Start position which is a required position. Asking for thoughts and comments regarding Ms. Byrd's election and hearing none, Ms. Poteat entertained a motion made by Board Chair Michael Weisel to elect Arvelis Byrd to the WCSS Board of Directors, Gemimah Rodriguez seconded. All voted and the motion passed unanimously. (10-08-18)


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The last committee report was from the Finance Committee presented by Committee Chair, Donna Rutowski. She drew the Board's attention to attachments D.2 and D.3 explaining that throughout the year WCSS is monitored by various entities including the State, NCPC and the OSR. Additionally, the Finance Committee performs a review and the attachment outlines the area in which she recently performed a "self check". She was very happy to report that all was in very good order and she commended the staff on their ability to keep WCSS in compliance with all of the organizational requirements.

The meeting progressed with Pam Dowdy presenting her Executive Director's Report. Attachment E.1 covered several key highlights which included: KB Home Book Drive; Representatives from Mosaic presented information on their web based evaluation reporting program GEMS; The More @ Four program is working with the OSR to develop an interface with the web based reporting system, MAFKids; Richelle McMillian-Johnson will join our staff on Dec 1 as a new Program Coordinator; Over 175 child care providers attended a full day training at Wake Tech on Conscious Discipline; David Zonderman and Ms. Dowdy attended training at NCPC for new Board Chairs and EDs and later this month, will be in Washington DC for the Board Source conference on governance.

Lastly, Ms. Dowdy presented attachment E.2 the Indicator/Results/Investment chart which provides an overview of our PBIS Indicators, how we are doing in meeting the required standard and how much WCSS has invested in the various activities which will assist us in getting us to our goals.

Chair, Michael Weisel, noting that the meeting was running a bit over, inquired if there was any other business to bring forward. Being none noted Hannah Poteat moved to adjourn at 10:15 a.m., Michele Miller-Cox seconded, all voted and approved unanimously. (10-08-19)



Board Secretary Signature

12-10-08

Date