

## ELCHC Governance Committee Meeting Amended Agenda Packet

Monday, July 29, 2024 at 3:00 pm

6302 E. Martin Luther King, Jr. Blvd., Suite 100 Tampa, FL 33619

https://us06web.zoom.us/j/88520186231?pwd=GDMuQW1A2rDbMax7tn7C7lzbEZeFYr.1

Meeting ID: 885 2018 6231

Passcode: 031209



### ELCHC Governance Committee Meeting Amended Agenda Packet

Monday, July 29, 2024

### I. CALL TO ORDER

A. Patel

A. Roll call/Quorum Verification

### II. PUBLIC COMMENT

A. Patel

Individuals wishing to address the Early Learning Coalition of Hillsborough County Board of Directors must complete a Public Comment Request Card and submit it to the official recorder prior to the noticed start time of the meeting. Said comments will be limited to three (3) minutes per individual on a first come, first serve basis, and only at such time as is identified on the official meeting agenda for public comment.

### III. ACTION ITEMS

A. Patel

- A. Approval of May 20, 2024 Governance Committee Meeting Minutes -
- B. Committee Appointments
- C. Recommendation of Applications for Board of Directors Membership
  - A. Felicia Thomas, Vice President of Operations- Children's Medical Service Health Plan 7
  - B. Noelle Wostal, Realtor Remax 11
  - C. Brian Mays, Brokerage Owner -Patriot Mark Realty 15
  - D. Jonathan Ferro, Synovus Bank 19
  - E. Ashley Porch, Human Resources Manager at Americas Morgage Professionals 23
  - F. Kelly Flannery, South Tampa Chamber 27
  - G. Alina Shaffer, TECO 35

### IV. DISCUSSION ITEMS

A. Patel

- A. Applications received by the Governor's Appointment office as of April 15, 2024
  - A. Mr. Robert Hyde-SunCoast Credit Union
- B. Dr. Fred Hicks, Chief Executive Officer-Evaluation 39
- C. Proposed Bylaw Revisions 42

### V. CEO REPORT

Dr. Fred Hicks

- A. Children's Summit 2024 Update
- B. Provider Visits
- C. Finance Workshop

### VI. ANNOUNCEMENT

A. Patel

A. Next, meeting of the ELCHC Governance Committee -September 23, 2024

### VII. SUPPLEMENTAL DOCUMENTS

A. Board Matrix - 62



# GOVERNANCE COMMITTEE MEETING UNAPPROVED MINUTES

Monday, May 20, 2024, at 3:00 pm Hybrid Meeting 6302 E. Martin Luther King Jr. Blvd., Suite 100 Tampa, FL 33619

### **MEETING ATTENDANCE**

Facilitator: Dr. Daphne Fudge, Vice Chair

Committee Members Present: Dr. Daphne Fudge\*, Adam Giery\*, Aakash Patel\*, Dr. Jodi Marshall\*

### **BOARD MEMBERS PRESENT:**

None.

#### **COMMITTEE MEMBERS ABSENT:**

None.

### **ELCHC Staff:**

Dr. Fred Hicks, Nancy Will, Gary Meyer\*, Sabrina Ruiz\*,

### Other Attendees:

Frazier Carraway, Dennis Herbert, and Yander Tovar

\*Indicates attendance via Zoom meeting platform.

#### **CALL TO ORDER**

### **Quorum Verification**

Noting a quorum had been established, Vice Dr. Daphne Fudge called the meeting to order at 3:04 pm.

### **PUBLIC COMMENT**

There was no public comment.

### **ACTION ITEMS**

A. Approval of March 25, 2024, Meeting Minutes

A motion to approve was made by Adam Giery. A second was made by Dr. Jodi Marshall. The motion carried unanimously.

B. Approval of the FY 24-25 Governance Committee Schedule of Meetings

A motion to approve the FY 24-25 Governance Committee Schedule of Meetings was made by Adam Giery. A second motion was made by Dr. Jodi Marshall. The motion carried unanimously.



### C. Election of Board Officers

A motion was made by Adam Giery to approve the slate of board officers as presented in the agenda packet. A second was made by Dr. Jodi Marshall. The motion carried unanimously.

#### **DISCUSSION ITEMS**

#### A. Board of Directors Vacant Seats

Dr. Hicks shared with the committee that the latest information from the Governor's Appointment Office was received, and the list was not current, it was from the summer of 2023. Dr. Hicks also shared that another request for a current list of applicants was made and Nancy Will, Executive Assistant was awaiting a response.

Dr. Hicks shared that he had met with Mr. Robert Hyde with Suncoast Credit Union and Ms. Flecia Thomas with Sunshine Health, both of whom had shown interest in serving on the Board of Directors. Dr. Hicks explained that Mr. Robert Hyde would be applying for a governor appointed seat and Ms. Thomas would be applying for a private sector business seat.

Dr. Hicks shared that in looking at the gaps within the makeup of the board of directors' representatives from the business/banking world was lacking.

There was committee discussion on how each member of the committee came to serve on the board of directors and the importance of board members reaching out to their circle of colleagues who may have a passion or interest in early education.

Alison Fraga, Chief Development Officer shared with the committee that board membership has been advertised on the coalition's website as well as social media platforms.

Chairperson of the Board of Directors, Aakash Patel shared the importance of thinking through who is needed to help with additional outreach in the community.

### **CEO REPORT**

Dr. Frederick Hicks reported on the following:

### A. American Rescue Plan Act (ARPA) Wrap-Up

Dr. Hicks shared with the committee that he had recently been interviewed by a local news station on how the coalition would be managing with ARPA dollars. Dr. Hicks shared that parents may have to dig a little deeper with out-of-pocket expenses for early education for their child and the Coalition is shifting staff focus on raising monies through private donations as well as including the board of directors using their connections.

### B. Children's Summit 2024 Update

Dr. Hicks shared that the right leaders in the community were being extended an invitation to the summit just as it was done for the first Children's Summit in 2023. Dr. Hicks expressed his confidence in staff being mindful of every invitation sent out including the sponsorship of tables for the Summit.

### C. Provider Visits

Dr. Hicks stated that Nancy Will, Executive Assistant had sent out a list of providers that he would be visiting for the Summer of 2024 and personally extended an invitation for committee members to join him when possible.

### D. Retreat Plans

Dr. Hicks encouraged committee members to purchase an ELCHC polo as Chairperson Patel requested for a group photo at the upcoming Board of Directors retreat.

Chairperson Patel impressed to the committee that the retreat for board members would be in-person and their attendance and feedback would be greatly appreciated.

### E. Board Recruitment Update

Dr. Hicks stated that this item had already been discussed earlier in the meeting.

### ANNOUNCEMENT

Dr. Daphne Fudge announced the next meeting of the ELCHC Governance Committee was scheduled for July 29, 2024.

### ADJOURNMENT

Citing no further business, Adam Giery made a motion to adjourn the meeting at 3:40 pm. Dr. Jodi Marshall made a second. The motion carried unanimously.

Read and approved I	oy:	
		8.4
	Derek Zitko, ELCHC Board of Directors Secretary	Date



Thomas	Felicia	Shares		
Last Name	First Name	Middle		
DOB: mm/dd/yyyy				
Fmnlover/Affiliation		Title VP of Operations		
Street Address				
Tampa, FL 33647				
City/State/Zip Code				
Phone	Mobile	Fax		
Email Address: felicia.thomas(	@sunshinehealth.com			
Are you a parent?				
Are you a parent? N If yes, ages of Children 19,17				
Is your employer a private, fo	r-profit enterprise,a community	/ based non-profit organization		
<b>✓</b> Other (pleas	se specify): Publicly Traded	Corporation		
COMMUNITY/CIVIC INVOLVEMENT				
Please list up to five community, civi		organizations of which you are o		
have been a member.				
Organization Name	Dates of Membership	Position(s) Held		
Jack and Jill of America, Inc.	2010- Present	Community Service Chair, Grade Group Chair, Lead Teen Advisor, Program		
American College of Healthcare Executives	2002- Present	Member		
Healthcare Financial Manageme nt Association	2002- Present	Member		
		. ( . )		
STATEMENT OF INTEREST ( <i>Use add</i> What is your educational backgroun		eded)		
Master of Health Administration	(MHA), Bachelor of Science (B	S -Marketing)		

What experience do you have working with young children and families?
Professionally I have worked with children and families for over twenty years, serving in various leadership roles for WellCare and Sunshine Health providing healthcare and community support programs to low income and our most vulnerable populations throughout the United States. Additionally, I have previous educational experience working as a
pre-school teacher and teacher's assistant for children 0-4 years of age.
How would the ELCHC benefit from your involvement on the Board?
With over twenty years in the healthcare and managed care industry my professional
experiences include: strategic planning, project management, policy and protocol development, and product operations. I have the proven ability to manage key relationships,
large-scale projects, and to lead cross-functional teams. Additionally, as the daughter of two
educators, I understand the importance of early learning and the impact that it has on the future development of our youth. Serving in this role is particularly important as it aligns with my passion for children and providing the necessary resources that will allow them to grow and
Do you, a relative of yours, or your business affiliation, now or within the prior 2 years, have or had direct or indirect ownership of more than 5% of the total assets or income from the <b>Division of Early Learning</b> ( <b>DEL</b> ), Department of Children & Families (DCF), Department of Education (DOE), an Early Learning Coalition (ELC), a District School's Pre-K program, or an ELC's fiscal agent, service provider, contractor, or subcontractor? (Florida Rules 6M-9.110 Requirements & Criteria for Early Learning Coalitions).
✓ No Yes If yes, please explain:
On which committees would you be interested in serving?
Governance Finance Legislative Affairs
Service Delivery & Efficiency Provider Review Hearing Development
Please list three (3) references:
Name Phone Number Email Professional/Personal

Federal and State la gender, ethnicity, a			presentation of the local community by race,
Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	<b>√</b> Female		Asian or Asian American
	<u>Tra</u> nsgender		<b>✓</b> Black or African American
	Non- binary		Native Hawaiian or Other Pacific Islander
	Does not dis	close	White or Caucasian
			Hispanic, Latino or Spanish
			Other
	_		Unknown
Age Range:	18-24	25-35	
	35-44	<b>√</b> 45-54	
	55-64	65 or Above	
	Does not		
	disclose		
Are you a person	Yes	Does not	
living with a disability?	No	disclose	
Have you ever	Yes	Does not	
served or now	✓No	disclose	
serve in active			
duty in any of the			
U.S. Armed			
Forces?			

### **COMMITMENT AND OPERATIONAL STATEMENTS**

*Time Commitment*: Serving on the Early Learning Coalition of Hillsborough County will require a commitment of time including regular coalition meetings, committee involvement, reading and becoming educated about many aspects of early childhood development and school readiness.

**Employment:** The school readiness legislation states that nominated members must be from the private sector, and neither they nor their families may earn an income from the early education or child care industry.

**Conflict of Interest:** Conflict of interest may occur when an item is presented for a vote that will directly affect you, your employer, or another organization you are involved with. Conflict of interest rules generally require you to disclose the conflict and abstain from discussion or voting on the matter.

**Government in the Sunshine**: The Early Learning Coalition of Hillsborough County is a legislatively mandated group and will operate following the rules and guidelines of "Government in the Sunshine".

My signature below confirms my understanding of these requirements and my agreement for application for membership to the Early Learning Coalition of Hillsborough County.

Felicia Thomas	6/5/24
Applicant Signature	Date

Application forms may be completed in full and submitted to:

Nancy Will, Executive Assistant
Early Learning Coalition of Hillsborough County
6302 E. Dr. Martin Luther King Jr. Blvd., Ste 100
Tampa, FL 33619
Email: nwill@elchc.org

Website: www.elchc.org
Telephone: (813) 515-2340 ext. 170



PERSONAL INFORMATION		
Wostal	Noelle	Vaughan-Lenz
Last Name	First Name	Middle
DOB: mm/dd/yyyy		Title <b>Realtor</b>
Employer/Affiliation Remax		Title (Cealto)
Street Address		
Tampa FI 33626		
City/State/Zip Code		
Phone	Mobile	Fax
Email Address:		
Are you a parent?	N If yes, ages of Children	8
Is your employer  a private, for-p	orofit enterprise, a communit	y based non-profit organization
Other (please :	specify):	
COMMUNITY/CIVIC INVOLVEMENT Please list up to five community, civic, p	professional, business, and other	r organizations of which you are or
have been a member.		
Organization Name	Dates of Membership	Position(s) Held
Parent-Teacher Association at Mary Bryant Elementary	2020-2023	Ways and Means, Secretary of Communication
Council Alumni Network	2023-Current	Member
		_
		_
STATEMENT OF INTEREST (Use additional lands and lands an	onal pages or cover letter if ne	eeded)
What is your educational background? St. Petersburg College 2007-2014,	Child Development Associa	ite, Florida Child Care and
Education Program Director		

What experience do you have working with young children and families?
I spent several years teaching, directing, and facilitating the launch of various early learning facilities in Pinellas County and Hillsborough County; from directing Plato Academies to helping
establish the beginning stages of the new Amazing Explorers. Working directly with ELCs and
DCF.
How would the ELCHC benefit from your involvement on the Board?
As a childcare provider, I enjoyed the support to ensure children and families were prepared for
their next stages in life and education. I came to know the ELC on a personal level through my son's adoption process, providing resources and lifelong support to our family.
I want my experiences and passion to contribute to the well-being of children and families. I want to be a part of programs that enhance education for children and families, bringing
communities together in a positive and supportive way. I hope to promote volunteers, reducing
the cost of educational programs and making it possible to serve more families.
Do you, a relative of yours, or your business affiliation, now or within the prior 2 years, have or had direct
or indirect ownership of more than 5% of the total assets or income from the <b>Division of Early Learning</b>
<b>(DEL),</b> Department of Children & Families (DCF), Department of Education (DOE), an Early Learning Coalition (ELC), a District School's Pre-K program, or an ELC's fiscal agent, service provider, contractor, or
subcontractor? (Florida Rules 6M-9.110 Requirements & Criteria for Early Learning Coalitions).
No Yes If yes, please explain:
On which committees would you be interested in serving?
✓ Governance ✓ Einance ✓ Legislative Affairs
Service Delivery & Efficiency Provider Review Hearing Development
Please list three (3) references:
Name Phone Number Email Professional/Personal

Federal and State law requires this Coalition to reflect representation of the local community by race, gender, ethnicity, and other characteristics.			
Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	✓ Female		Asian or Asian American
	<u>Tra</u> nsgender		Black or African American
	Non- binary		Native Hawaiian or Other Pacific Islander
	Does not dis	close	White or Caucasian
			Hispanic, Latino or Spanish
			Other Other
			✓ Unknown
Age Range:	18-24	<b>√</b> 25-35	
	35-44	45-54	
	55-64	65 or Above	
	Does not	<del></del>	
	disclose		
Are you a person	Yes	Does not	
living with a disability?	<b>V</b> No	disclose	
Have you ever	Yes	Does not	
served or now	✓No	disclose	
serve in active	<u> </u>		
duty in any of the			
U.S. Armed			
Forces?			

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nuls Wasks	6/13/2024
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PERSONAL INFORMATION		
Last Name	First Name	Middle
DOB: mm/dd/yyyy  Employer/Affiliation		itle
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Street Address		
City/State/Zip Code		
Phone	Mobile	Fax
Email Address:		
Are you a parent?	N If yes, ages of Children	
Is your employer a private, for-p	profit enterprise, 🗌 a community ba	ased non-profit organization
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Please list up to five community, civic, p	professional, business, and other org	ganizations of which you are or
have been a member.		
Organization Name	Dates of Membership	Position(s) Held
<b>STATEMENT OF INTEREST (</b> <i>Use additi</i> What is your educational background?	onal pages or cover letter if neede	ed)
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What experience do you have	e working with young child	dren and families?	
How would the ELCHC benef	it from your involvement o	on the Board?	
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□ No □ Yes If yes,	, please explain:		
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On which committees would	you be interested in servi	ng?	
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Service Delivery & Efficier	ncy Provider Revi	ew Hearing D	evelopment
	Please list three	(3) references:	
Name	Phone Number	Email	Professional/Personal

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Board Member Application
Rev. 7262022ks

Federal and State la gender, ethnicity, ar			oresentation of the local community by race,
Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	Female		Asian or Asian American
	 Transgender		Black or African American
	Non- binary		Native Hawaiian or Other Pacific Islander
	Does not disc	lose	White or Caucasian
			Hispanic, Latino or Spanish
			Other
			Unknown
Age Range:	<u> </u>	25-35	
	35-44	45-54	
	55-64	65 or Above	
	Does not disclose		
Are you a person	Yes	Does not	
living with a disability?	No	disclose	
Have you ever	Yes	Does not	
served or now	☐ No	disclose	
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ruices:			

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Phone	Mobile		Fax	¥
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Are you a parent?	N If yes, ages of C	Children	8	(
Is your employer a private, fo	or-profit enterprise, a		non-profit organ	ization
Other (pleas		Justine Suscia	non-pront organ	ization
Please list up to five community, civid	c, professional, business	and other organiz	rations of which	
have been a member.	,	and other organiz	acions of which y	ou are or
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Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	Female		Asian or Asian American
	Transgender		Black or African American
	Non- binary  Does not disc		Native Hawaiian or Other Pacific Islander White or Caucasian
			Hispanic, Latino or Spanish Other
Age Range:	18-24		Unknown
	35-44	25-35 45-54	
	55-64	65 or Above	
	Does not disclose		And American control of the American control occurred to the control of the contr
Are you a person living with a disability?	Yes	Does not disclose	
Have you ever served or now serve in active	Yes	Does not disclose	
duty in any of the U.S. Armed Forces?			

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What experience do you have working with young children and families?
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MINUT WITIMS and MINUS SUBJECT TO
the Juvenile felany pocess.
How would the ELCHC benefit from your involvement on the Board?
As an sur of a priminent local bank,
I'll exert awareness and influence within the
husiness community regarding early teaning.
In prospective as a former trial afterner lea
as in ADVOCATING for early childhoop legislation
Do you, a relative of yours, or your business affiliation, now or within the prior 2 years, have or had direct or indirect ownership of more than 5% of the total assets or income from the <b>Division of Early Learning</b>
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No Yes If yes, please explain:
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Page 2 of 4

Board Member Application

Rev. 7262022ks

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PERSONAL INFORMATION				
Last Name	First Name Middl			
DOB: mm/dd/yyyy  Employer/Affiliation		itle		
,				
Street Address				
City/State/Zip Code				
Phone	Mobile	Fax		
Email Address:				
Are you a parent?	N If yes, ages of Children			
Is your employer a private, for-p	profit enterprise, 🗌 a community ba	ased non-profit organization		
Other (please s	specify):			
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Organization Name	Dates of Membership	Position(s) Held		
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	,		
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Name	Phone Number	Email	Professional/Personal

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	Does not disclose		
Are you a person	Yes	Does not	
living with a disability?	No	disclose	
Have you ever	Yes	Does not	
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**Government in the Sunshine**: The Early Learning Coalition of Hillsborough County is a legislatively mandated group and will operate following the rules and guidelines of "Government in the Sunshine".

Applicant Signature	Date

My signature below confirms my understanding of these requirements and my agreement for

application for membership to the Early Learning Coalition of Hillsborough County.

Application forms may be completed in full and submitted to:

Nancy Will, Executive Assistant
Early Learning Coalition of Hillsborough County
6302 E. Dr. Martin Luther King Jr. Blvd., Ste 100
Tampa, FL 33619
Email: nwill@elchc.org

Website: www.elchc.org
Telephone: (813) 515-2340 ext. 170



Middle
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CEO
Fax
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Position(s) Held
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ard 2016-2023
ard 2015-2022
e

What experience do you ha	ave working with young chil	dren and families?	
See attached.			
How would the ELCHC ben	efit from your involvement	on the Board?	
See attached.	<del>,</del>		
or indirect ownership of m ( <b>DEL),</b> Department of Child Coalition (ELC), a District So	ore than 5% of the total ass ren & Families (DCF), Depar	ets or income from th tment of Education (E n ELC's fiscal agent, se	rvice provider, contractor, or
	es, please explain:		
v ito res ny	es, preuse explain		
On which committees wou	ld you be interested in serv	ing?	
Governance Service Delivery & Effici	Finance	<b>√</b> ı	Legislative Affairs Development
	Please list three	(3) references:	
Name	Phone Number	Email	Professional/Personal

Page 2 of 4
Board Member Application
Rev. 7262022ks

Federal and State la gender, ethnicity, ar			representation of the local community by race,
Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	<b>√</b> Female		Asian or Asian American
	$\Box$		Black or African American
	Transgender		_ <u>_</u>
	Non- binary		Native Hawaiian or Other Pacific Islander
	Does not disc	lose	<b>✓</b> White or Caucasian
			Hispanic, Latino or Spanish
			Other
	_		Unknown
Age Range:	18-24	25-35	
	<b>√</b> 35-44	45-54	
	55-64	65 or Above	e
	Does not		
	disclose		
Are you a person	Yes	Does not	
living with a disability?	No	disclose	
Have you ever	Yes	Does not	
served or now	✓No	disclose	
serve in active	-		
duty in any of the			
U.S. Armed			
Forces?			

### **COMMITMENT AND OPERATIONAL STATEMENTS**

*Time Commitment*: Serving on the Early Learning Coalition of Hillsborough County will require a commitment of time including regular coalition meetings, committee involvement, reading and becoming educated about many aspects of early childhood development and school readiness.

**Employment:** The school readiness legislation states that nominated members must be from the private sector, and neither they nor their families may earn an income from the early education or child care industry.

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My signature below confirms my understanding of these requirements and my agreement for application for membership to the Early Learning Coalition of Hillsborough County.

Kelly Flannery Digitally signed by Kelly Flannery Date: 2024.07.25 12:32:49 -04'00'	
Applicant Signature	Date

Application forms may be completed in full and submitted to:

Nancy Will, Executive Assistant
Early Learning Coalition of Hillsborough County
6302 E. Dr. Martin Luther King Jr. Blvd., Ste 100
Tampa, FL 33619
Email: nwill@elchc.org

Website: www.elchc.org
Telephone: (813) 515-2340 ext. 170

# Early Learning Coalition of Hillsborough County Board Member Application for Kelly Flannery, IOM, FCCP Page 5/5

### STATEMENT OF INTEREST

### What is your educational background?

I am proud graduate of Hillsborough County Public Schools, and received my. B.S. from Florida State University in Political Science. As a graduate of Educate Hillsborough and a member of Bosses for Babies I have a passion for early learning and understand the important role that access to education has on the future life, learning and career trajectory for children. Most importantly, I am a mom to my four-year-old son who we adopted in 2020. This past spring I graduated from the Institute of Organization Management (IOM). Institute is a four-year professional development program of the U.S. Chamber of Commerce designed to enhance individual performance, elevate professional standards, and recognize association, chamber of commerce, and other nonprofit professionals who demonstrate the knowledge essential to the practice of nonprofit management.

### What experience do you have working with young children and families?

As a board member for the Girl Scouts of West Central Florida I had the opportunity to interact directly with our members and families. GSWCF is the largest leadership development organization for girls with more than 20,000 members in the WCF service area. I also served on the planning committee (and acted as a mentor) for CAMP CEO. Camp CEO is a program that connects Girl Scouts with women leaders from different industries and backgrounds. The program aims to create a safe space for girls to network and learn from women who believe in their potential and support their career goals.

I am also a frequent volunteer in my son's pre-school class.

### How would the ELCHC benefit from your involvement on the Board?

I bring leadership experience having served on various local and state boards over the past 15 years. I am committed and involved with the organizations I choose to participate in. I have a wide network of resources that provide connection opportunities. Most importantly I am passionate about the future of our community and workforce, which all start with early learning.

### Kelly Flannery, IOM, FCCP

#### PROFESSIONAL HIGHLIGHTS

- Tampa Bay Business & Professional Women's Woman of the Year
- Tampa Bay Business & Wealth Women Who Win Two-Time Finalist
- Tampa Bay Business Journal Business of Pride Two-Time Honoree
- Tampa Bay Business Journal BusinessWoman of the Year Two-Time Finalist
- Air Force Commander's Award for Public Service
- President's Award, Air Force Public Affairs Association

#### CAREER EXPERIENCE

### South Tampa Chamber of Commerce, Tampa, FL

President and CEO, 2014-Present

As the Chamber's President and CEO, my focus is to build strong ties for our Chamber's member businesses with each other, MacDill Air Force Base, local government offices and the residents of South Tampa. I work with business owners and community leaders each day to enhance the South Tampa area for both our local businesses and the people who live here.

Director of Events & Membership, 2013-2014

As the Director of Events & Membership, I assisted businesses of all sizes maximize their visibility and increase their presence in the South Tampa community through membership, networking, volunteerism and marketing opportunities.

- Institute of Organization Management (IOM), US Chamber of Commerce, 2024
- Chamber of the Year, Florida Association of Chamber Professionals (FACP), 2020
- Florida Certified Chamber Professional (FCCP), 2019
- Three-Star Chamber of Valor presented by the U.S. Chamber of Commerce, 2018,
- Florida Association of Chamber Professionals Certified+ Chamber of Commerce, 2017, 2022

### Toffee to Go, Inc., Tampa, FL

Corporate Sales Manager, 2012-2013

Sales and marketing of gourmet toffee gifts to corporate clients across the United States, which included prospecting for new business, servicing existing clients, creating marketing plans, proposals, contracts and follow-up correspondence.

### GrillSmith Restaurants, Front Burner Brands, Tampa, FL

Corporate Sales Manager, 2011-2012

Sales and marketing of private event space and community relations for six Tampa Bay area GrillSmith Restaurants, which included developing marketing concepts and materials, prospecting for new business opportunities, contracting events, selecting menus, coordinating audio visual needs, creating and distributing function details, setting up room space, supervision of banquet staff for groups up to 200 guests.

### Centre Club, ClubCorp, Tampa, FL

Private Events Director, 2008-2011

Provided service relating to all aspects of corporate, social and club-sponsored events to club members and private event clientele, which included the sale and contracting events, selecting menus, coordinating audio visual needs, creating and distributing function details, setting up room space, follow up correspondence and rebooking of groups up to 500 guests.

#### Tampa Marriott Westshore Hotel, Tampa, FL

Senior Events Manager, 2007-2008

The liaison between the client and the hotel, responsible for servicing new and existing corporate clients from the beginning to the end of their function which included the sale and contracting of events, menu tastings, monitoring guest room blocks, creation and distribution of banquet event orders and group resumes, execution of event, follow up correspondence and rebooking of groups up to 500 guests.

### Millennium Knickerbocker Hotel, Millennium & Copthorne Hotels & Resorts, Chicago, IL

Convention Services Manager, 2006-2007

Responsible for all details for corporate groups contracted by the group sales team, which included monitoring guest room blocks, creating banquet event orders, drafting group resumes, welcoming VIP designees, on-site meeting coordination and group billing. *Catering Sales Manager*, 2003-2006

Responsible for the sale and service of weddings and social groups of 50-500, which included establishing client relationships, creating banquet event orders and group resumes, obtaining accurate billing information and acting as the point of contact for groups while on property.

### American Golf Corporation, Chicago, IL

Sales and Marketing Coordinator, 2002-2003

Assisted sales team responsible for golf tournament and event sales for seven golf courses in the Chicago region.

#### **EDUCATION & CERTIFICATIONS**

### **B.S. Political Science, 2002**

The Florida State University

Minors in Communications and Theatre Arts Member of the Kappa Alpha Theta Fraternity

### Institute of Organization Management, 2024

**United States Chamber of Commerce** 

### National Security Forum, 2022

Air War College

### Certificate in Resilient Leadership, 2021

University of Tampa

### Inclusive & Ethical Leadership Certificate Program, 2021

Muma College of Business, University of South Florida

### Diversity, Equity & Inclusion Certificate Program, 2021

Muma College of Business, University of South Florida

### Small Business Executive Certificate Program, 2020

Jim Moran Institute of Global Entrepreneurship, Florida State University

### Post-Crisis Leadership Certificate Program, 2020

Muma College of Business, University of South Florida

### Florida Certified Chamber Professional (FCCP), 2019

Florida Association of Chamber Professionals

### Chamber Leadership Development Program, 2019

The Chamber Leadership Alliance

### Certified+ Chamber of Commerce, 2018, 2022

Florida Association of Chamber Professionals

### **LEADERSHIP & VOLUNTEERISM**

- Leadership Tampa Bay, Class of 2023
- Air Mobility Command Civic Leader, United States Air Force, 2022-2024
- Community Support Council for MacDill Air Force Base, 2017-Present, Chair 2023-Present
- Tampa Bay AirFest, Chair, 2020, 2022, 2024
- Tampa Air Force Ball, Chair, 2017, 2018, 2019, 2022, 2025
- Honorary Commander for the 6<sup>th</sup> Air Refueling Wing at MacDill Air Force Base, 2015-17, 2020-22

- Florida State University Student Affairs Development Council, 2017-Present
- The Centre Club Board of Governors, 2017-2023, Chair 2021 & 2022
- Girl Scouts of West Central Florida Board of Directors, 2016-2023, Secretary 2019-2023
- Florida Association of Chamber Professionals Board of Directors, 2015-2022, West Central Regional Chair 2017-2022
- Military Spouse Economic Empowerment Zone Tampa Working Group, Hiring Our Heroes, 2019-Present
- Bosses for Babies, The Children's Movement of Florida, 2018-Present
- The Women's Business Centre Advisory Council (The Centre for Women), 2017-2022
- Equality Means Business Advisory Council, 2015-Present
- Educate Hillsborough, 2020 (Inaugural Cohort)
- Hillsborough State Attorney's Office Business Academy, 2020 (Inaugural Class)
- Memorial Hospital Ambassador Program, 2019 (Inaugural Class)
- Women for FSU Tampa Bay Steering Committee, 2018-2019
- Tampa General Hospital White Coat Program, 2018
- Tampa Bay Rays 100, 2018
- U.S. Global Leadership Coalition Florida Advisory Committee, 2017-Present
- St. Joseph's Hospital Tampa in Scrubs Program, 2017
- City of Tampa Citizen's Budget Advisory Committee (Appointed by Tampa City Council), Vice-Chair, 2016-2019
- MacDill Air Force Base 75th Anniversary Celebration Committee, 2016
- FBI Citizens Academy, 2016
- Tampa Fire Rescue Citizens Academy, 2016 (Inaugural Class)
- Tampa Police Department Citizens Police Academy, 2015
- Metropolitan Planning Organization Citizen's Advisory Committee (Appointed by Hillsborough County Commission), 2015
- City of Tampa Mayor's Neighborhood University, 2014
- Hillsborough County Government Leadership University, 2014
- Tampa Bay Seminole Club Board of Directors, 2011-2013
- Meeting Professionals International Tampa Board of Directors, 2010-2013
- Lifetime Member of the Girl Scouts of the USA and the Florida State Alumni Association
- Proud member of the Association of Chamber of Commerce Executives, Florida Association of Chamber Professionals, Florida Chamber of Commerce, and U.S. Chamber of Commerce



PERSONAL INFORMATION		
Last Name	First Name	Middle
DOB: mm/dd/yyyy  Employer/Affiliation	<del></del> -	Γitle
[		
Street Address		
City/State/Zip Code		
Phone	Mobile	Fax
Email Address:		
Are you a parent?	N If yes, ages of Children	
Is your employer a private, for-p	profit enterprise, $\square$ a community b	ased non-profit organization
Other (please s	specify):	
COMMUNITY/CIVIC INVOLVEMENT		
Please list up to five community, civic, p	professional, business, and other o	rganizations of which you are or
have been a member.		
Organization Name	Dates of Membership	Position(s) Held
<b>STATEMENT OF INTEREST (</b> <i>Use addition</i> What is your educational background?	onal pages or cover letter if need	ded)
Timacis your cadeadonar background		

What experience do you have	working with young child	dren and families?			
How would the ELCHC benefit	from your involvement of	on the Board?			
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or indirect ownership of more ( <b>DEL),</b> Department of Childrer Coalition (ELC), a District Scho	than 5% of the total asse & Families (DCF), Depart ol's Pre-K program, or an	ets or income from the ment of Education (E ELC's fiscal agent, se	OOE), an Early Learning ervice provider, contractor, or		
subcontractor? (Florida Rules 6M-9.110 Requirements & Criteria for Early Learning Coalitions).					
No Yes If yes, please explain:					
On which committees would y	ou be interested in servi	ng?			
Governance	Finance	l	Legislative Affairs		
Service Delivery & Efficience	cy Provider Revi	ew Hearing	Development		
Please list three (3) references:					
Name	Phone Number	Email	Professional/Personal		

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Rev.01.2023NW

Federal and State la gender, ethnicity, ar			presentation of the local community by race,
Gender Identity:	Male	Race/Ethnicity:	Native American, American Indian, or Alaska Native
	Female		Asian or Asian American
	 Transgender		Black or African American
	Non- binary		Native Hawaiian or Other Pacific Islander
	Does not disc	lose	White or Caucasian
			Hispanic, Latino or Spanish
			Other
			Unknown
Age Range:	<u> </u>	25-35	
	35-44	45-54	
	55-64	65 or Above	
	Does not disclose		
Are you a person	Yes	Does not	
living with a disability?	No	disclose	
Have you ever	Yes	Does not	
served or now serve in active duty in any of the U.S. Armed Forces?	No	disclose	

#### **COMMITMENT AND OPERATIONAL STATEMENTS**

*Time Commitment*: Serving on the Early Learning Coalition of Hillsborough County will require a commitment of time including regular coalition meetings, committee involvement, reading and becoming educated about many aspects of early childhood development and school readiness.

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# **ELCHC GOVERNANCE COMMITEE MEETING** July 29, 2024

**DISCUSSION ITEM** IV.A.

**ISSUE:** 

Chief Executive Officer-Evaluation

### **NARRATIVE:**

- Discussion on CEO, Dr. Fred Hicks-EvaluationEvaluation to be used:
- - -DEL Evaluation (due on or before August 30, 2024) criteria attached -ELCHC Specific Evaluation

  - -Should one or both be used

(2 pgs-attached)

#### 6M-9.120 Early Learning Coalition Performance Standards and Evaluations.

- (1) Definitions.
- (a) "Customer service satisfaction survey" is a questionnaire of performance that measures customers' or related stakeholders' level of satisfaction with services.
- (b) "Early learning programs" means the local administration of the Child Care Resource and Referral (CCR&R) Network, School Readiness (SR) and Voluntary Prekindergarten (VPK) programs.
  - (c) "Needs Improvement" means there is moderate evidence that performance standards are satisfactorily met.
  - (d) "Not Substantially Met" means there is little to no evidence that performance standards are satisfactorily met.
  - (e) "Performance level" is a description of how high or low a performance rating is within a performance standard.
  - (f) "Performance rating" means the final performance level resulting from an evaluation of performance standards.
- (g) "Performance standards" are the criteria that will establish how well an early learning coalition implements the service delivery and local administration of the CCR&R Network, SR, and VPK programs.
  - (h) "Substantially Met" means there is evidence that most or all performance standards are satisfactorily met.
- (2) Early Learning Coalition Performance Standards. The Division of Early Learning (DEL) shall measure the ability of each early learning coalition to meet performance standards using data from requirements in the DEL Grant Agreement, review of school readiness plans, compliance with the customer service satisfaction survey requirements, and CCR&R, SR, and VPK programmatic and fiscal monitoring, at a minimum.
  - (a) DEL shall evaluate the coalitions on the following performance standards:
  - 1. Coalition submits early learning program grant agreement deliverables and reports on or before the due date;
  - 2. Coalition maintains and provides CCR&R services in accordance with Rule 6M-9.300, F.A.C.;
- 3. Coalition implements the school readiness program according to its DEL approved SR coalition plan pursuant to Rule 6M-9.115, F.A.C.;
- 4. Coalition maintains compliance with financial management requirements for early learning programs (i.e., fiscal reports, revenue, and expenditures); and
  - 5. Coalition completes corrective action plans within required timeframe, if applicable.
  - (b) Coalitions will receive a performance rating, as outlined in paragraph (4)(a) below, based on the outcome of the evaluation.
- (3) Customer Service Satisfaction Survey. The customer service satisfaction survey will be completed by parents, child care providers, CCR&R customers, and early learning coalition board members required under Section 1002.83, F.S.
  - (a) Beginning in fiscal year 2022-2023, the customer satisfaction survey shall be disseminated to:
  - 1. Customers upon completion of a CCR&R inquiry in accordance with Rule 6M-9.300, F.A.C.;
- 2. Parents upon an initial eligibility determination, and annually thereafter at redetermination, for the SR or VPK programs, as applicable;
  - 3. Child care providers upon execution of the statewide provider contract for participation in SR or VPK programs; and,
  - 4. Early learning coalition board members annually.
- (b) An early learning coalition with survey results below sixty (60) percent will be placed on a corrective action plan for a period of one (1) year.
- (4) Early Learning Coalition Performance Outcomes and Evaluations. The outcome measures from evaluations of performance standards identified in paragraph (2)(a) of this rule will determine the coalition's performance rating.
- (a) A summative performance rating. DEL shall determine each coalition's performance rating using these performance levels: substantially met, needs improvement, or not substantially met. Performance levels measure compliance with performance standard criterions that indicate the coalition's effectiveness in the implementation and financial management of early learning programs.
- (b) Needs Improvement Performance Ratings. The DEL will provide an early learning coalition with recommendations for improving performance in identified criteria. An early learning coalition may request technical assistance from the DEL for implementing recommendations.
- (c) Not Substantially Met Performance Ratings. The DEL shall issue a corrective action plan to an early learning coalition with a performance rating of "not substantially met" or a customer service satisfaction survey result below sixty (60) percent. Corrective action plans shall include technical assistance, staff professional development, or coaching. If a coalition fails to receive a customer service satisfaction survey result at or above the sixty (60) percent threshold after the one (1) year corrective action period or does not receive a performance rating above "not substantially met" at the next evaluation, the DEL may opt to contract with a qualified

entity to continue the delivery of CCR&R, SR, and VPK services in the coalition's service area until the DEL reestablishes the coalition's eligibility or merges the coalition with an existing early learning coalition that has substantially met the performance standards.

- (5) Chief Executive Officer (CEO) or Executive Director Evaluation. The Early Learning Coalition Board Chair or other delegated member(s) shall annually complete the Chief Executive Officer/Executive Director Annual Performance Evaluation, Form DEL-SR 120, August 2022, for the ELC's CEO or executive director. The evaluation must be completed and submitted to DEL by August 30 of each year. The Chief Executive Officer/Executive Director Annual Performance Evaluation, Form DEL-SR 120, August 2022, is incorporated by reference and a copy may be obtained from the DEL's website at www.floridaearlylearning.com or from the following link: (http://www.flrules.org/Gateway/reference.asp?No=Ref-14589).
- (6) Early Learning Coalition Mergers. Coalitions that fail to satisfactorily meet the requirements in subsections (3) and (4) above, may be required to merge their services with another coalition.
- (a) Coalitions required to merge must submit the following documentation to DEL within thirty (30) calendar days of receiving written notification:
  - 1. Statement of coalition's current service area by county;
  - 2. A description of proposed allocation of personnel services;
  - 3. The current financial situation and the anticipated financial situation for two grant program years;
- 4. Active contracts related to service providers or material service organizations that will remain part of the coalition's service delivery model;
  - 5. The process by which continuity of services, programs, and operations will be ensured;
- 6. Identification of the method proposed to reallocate board membership positions among the counties in the newly proposed service area;
- 7. A description of any proposed improvements or changes to coordinate and reduce the wait list for the newly merged or changed service area;
- 8. A description of any proposed changes to the service delivery model (i.e., use of a material service organization, contracted service provider, outsourced fiscal management or program services, etc.); and,
  - 9. A description of any record management systems not captured in the Statewide Single Information System.
- (b) DEL will notify the impacted adjacent coalitions of an intent to merge within fifteen (15) calendar days of receiving the documentation in paragraph (6)(a) above.
- 1. The impacted coalition(s) must submit a response to DEL within fifteen (15) calendar days of receiving the intent, which may include the following:
  - a. A statement of support for merging with the coalition;
- b. A statement identifying any additional information the coalition requires to be able to continue the operations of the merging coalition;
  - c. A statement of interest in alternate arrangements for merging specific portions of the coalition's service area.
- 2. An impacted adjacent coalition may review the intent to merge with the board's Executive Committee in the event the full governing board meeting will not be held within the required response time deadline.
- (c) The DEL will review documentation submitted, applicable coalition corrective action plan results and performance standard outcome measures within the previous two consecutive years to approve a coalition merger. Approved coalition mergers require a coalition to develop a merger plan that includes procedures for consolidation that minimize duplication of programs and services and for the early termination of the terms of the coalition members required to accomplish the merger. This plan must be submitted to DEL for review within thirty (30) calendar days from the DEL approval date.

Rulemaking Authority 1001.02(1), (2)(n), 1002.82(3), (5), 1002.83(14) FS. Law Implemented 1002.82(3), (5), 1002. 83(14) FS. History–New 8-16-22.

# ELCHC GOVERNANCE COMMITEE MEETING July 29, 2024

DISCUSSION ITEM IV.B.

**ISSUE:** 

**Proposed Bylaw Revisions** 

#### **NARRATIVE:**

- Addition of verbiage to determine eligibility to serve on the board of directors
  - Article II

**Board of Directors** 

Section 2. (a) Membership, Number and Classes

Addition of the line- "Each and every Director must either live OR work in Hillsborough County"

- Addition of a Designated Director
  - Article II

**Board of Directors** 

Section 2. (d) Designated Director Class

m. The Sheriff of Hillsborough County, or his or her permanent designee.

- Addition of Standing Committee-the Communications/Outreach Committee;
   Addition of minimum number of committee meetings per year and absence policy
  - Article 5

Committees

Section 2. Standing Committees of the Board

Addition of the Communications/Outreach Committee

Addition of the definition and purpose of the Communications/Outreach Committee

• Various changes regarding capitalization, grammar and punctuation, none of which constitute change to the substance of the bylaws.

(19 pgs. attached)

## **BYLAWS**

OF

HILLSBOROUGH COUNTY SCHOOL READINESS COALITION,

INC.

D/B/A

Early Learning Coalition of Hillsborough County, Inc.

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#### **BYLAWS**

OF

#### THE HILLSBOROUGH COUNTY SCHOOL READINESS COALITION, INC.

#### **ARTICLE I**

#### Organization

- Section 1. Name. The name of this Corporation is Hillsborough County School Readiness, Coalition Inc. (the "Corporation") and shall conduct business as The Early Learning Coalition of Hillsborough County as registered pursuant to the Fictitious Name Act, 865.09 F.S. with the Division of Corporations, Florida Department of State.
- Section 2. <u>Objectives</u>. The Corporation has been formed to coordinate and improve the quality and delivery of school readiness, voluntary pre-kindergarten and out-of-school time services for the children and families of Hillsborough County, Florida.
- Section 3. <u>Principal Office</u>. The principal office of the Corporation shall be fixed and located by the Board of Directors of the Corporation at any place within the County of Hillsborough, State of Florida. The Board of Directors is hereby granted full power and authority to change said principal office from one location to another in the County of Hillsborough.
- Section 4. <u>Members</u>. The Corporation shall have no "members" as that term is defined in 617.01401(12) Florida Statutes.
- Section 5. <u>Government-in-the-Sunshine Law</u>. The Corporation is committed to ensuring that the deliberations of its Board of Directors are conducted <u>openlyopenly</u>, and the actions of the Board are taken openly in accordance with the Government-in-the Sunshine Law, Chapter 286 of the Florida Statutes. Accordingly in the event of a conflict between a provision of theseBylaws and a section of the Government-in-the-Sunshine Law, the Government-in-the-Sunshine Law shall control.

#### ARTICLE II

#### **BOARD OF DIRECTORS**

Section 1. <u>Powers</u>. Subject to the limitation of the Articles of Incorporation and other provisions of these Bylaws, and the laws of the State of Florida, all corporate

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powers shall be exercised by, or under the authority of, and the business and affairs of the Corporation shall be controlled by, the Board of Directors (sometimes referred to herein as the "Board").

Section 2. Membership, Number, Class, Voting Rights, Selection and Terms of Office.

(a) Membership, Number and Classes: The Board of Directors shall number at least fifteen (15) but not more than thirty (30) and shall be divided into three (3) classes: Appointed Directors, Designated Directors, and ElectedDirectors. <u>Each and every Director must either live OR work</u> in Hillsborough County.

#### (b) Selection and Terms of Office:

- Appointed Directors shall serve a maximum of two consecutive terms as long as they hold the office so designated.
- Designated Directors shall serve as directors as long as they hold the offices so designated.
- Elected Directors shall serve four (4) year terms. Elected Directors are eligible for re-election. However, no elected Director may serve more than two consecutive four-year terms.
- (c) Appointed Director Class: The authorized number of Appointed Directors shall be three (3). All vacancies in the class of Appointed Directors, including, without limitation, vacancies caused by expiration of term, resignation or removal, shall be filled by the Governor of the State of Florida as follows:
  - 1) The Chair shall be appointed by the Governor
  - 2) Two (2) private sector business members shall be appointed by theGovernor.
    In the absence of a governor-appointed Cehair, the Commissioner of Education may appoint an interim Cehair from the current early learning coalition board membership. (F.S. 1002.83). In the absence of an appointed interim, the Vice-Chair shall serve as interim Chair.
- (d) <u>Designated Director Class</u>: Designated Directors shall number twelvethirteen (132) and shall include the following:

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- A department of Children and Families regional administrator or his or her permanent designee who is authorized to make decisions on behalf of the department.
- b. District superintendent of schools or his or her permanent designee who is authorized to make decisions on behalf of the district.
- A local workforce development board executive director or his or her permanent designee.
- d. County health department director or his or her designee.
- A children's services council or juvenile welfare board chair or executive director, if applicable.
- f. A department of Children & Families child care regulation representative or an agency head of a local licensing agency as defined in s. 402.302, where applicable.
- g. A president of a Florida College System institution or his or her permanent designee.
- One Member appointed by the board of county commissioners or the governing board of a municipality.
- i. A Head Start director.
- A representative of private for- profit child care providers, including private for-profit family day care homes.
- k. Representative of faith-based child care providers.
- Representative of programs for children with disabilities under the Federal Individuals with Disabilities Education Act.

<u>H.m. The Sheriff of Hillsborough County, or his or her permanent</u> <u>designee.</u>

(e) Elected Director Class: Elected Directors shall not exceed fifteen-fourteen (145). All vacancies in this class of Elected Directors, including, without limitation, vacancies caused by expiration of term, resignation or removal, shall be elected by a majority of the Board then in office. The Elected Directors shall, at all times, be representatives of private sector business, either for-profit or nonprofit, who do not have, nor whose relatives as defined in s.112.3143 F.S. have, a substantial financial interest in the design or delivery of Voluntary Prekindergarten Education programs, School Readiness programs, or out-of-school-time programs.

#### Section 3. <u>Vacancies.</u>

(a) A vacancy or vacancies in the Board shall be deemed to exist (i) in case of

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the death, resignation, or removal of any  $\underline{\mathbf{D}}$ director or (ii) if the authorized number of  $\underline{\mathbf{D}}$ directors is increased.

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- (b) Any <u>D</u>director may resign effective upon giving written notice to the Chair, the Chief Executive Officer, the Secretary, or the Board, unless the noticespecifies a later time for the effectiveness of such resignation. If a <u>D</u>director resigns by giving notice specifying that such resignation shall be effective at a future time, a successor may be elected or designated before such time to take office when the resignation becomes effective.
- (c) No reduction in the number of <u>D</u>directors shall have the effect of removingany <u>D</u>director prior to the expiration of his or her term of office.
- (d) When a vacancy occurs in an appointed <u>Director</u> position, the coalition mustadvertise the vacancy.

Section 4. <u>Removal of Directors.</u> Any member of the Board of this Corporation may be removed from office, with or without cause, by the person or persons authorized to elect or designate the <u>Defirector</u> in Section 2 (d) – (e) of <u>this</u> Article II.

# ARTICLE III Meetings of the Board of Directors

- Section 1. Place of and Public Access to Meetings. All meetings of the Board of Directors shall be held at the principal business office of the Corporation or at such other place within the County of Hillsborough as may be designated from time to time by resolution of the Board of Directors, or in the notice of said meeting. All meetings of the Board of Directors shall be open and public, and all persons shall be permitted to attend any meeting of the Board.
- Section 2. <u>Annual Meeting</u>. The annual meeting of the Board of Directors shall be the regular meeting of the Board held during the fourth quarter of the fiscal year. The officers of the Corporation shall be elected at this meeting.
- Section 3. <u>Regular Meetings</u>. The Board of Directors shall meet on the date established by the Board of Directors by resolution. The Board shall meet at least four (4) times during each fiscal year.
- Section 4 Special Meetings. Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the Chair of the Board, the Chief Executive Officer, the Secretary, or by any two (2) directors of the Corporation. Special meetings of the Board of Directors shall be held upon at least two (2) calendar days' prior notice. Notice may be given

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orally, by first-class mail, by facsimile, electronic mail, or other electronic means, or by personal delivery to each director at such director's address as is shown upon the records of the Corporation for purposes of notice. Notice by mail shall be deemed to have been given at the time a written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed to have been given at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission to the recipient. Oral notice shall be deemed to have been given at the time it is communicated, in person or by telephone, to the recipient or to a person at the office of the recipient who the person giving notice has reason to believe will promptly communicate it to the recipient. A notice or waiver of notice shall specify the purpose of any special meeting of the Board of Directors.

Section 5. Action at a Meeting: Quorum and Required Vote. Presence of a majority of Directors at a meeting of the Board of Directors constitutes a quorum for the transaction of business. A Director may send a representative to a meeting, but that representative does not count towards the quorum requirement and does not have voting privileges. Every act or decision done or made by a majority of the Delirector's present at a meeting duly held at which a quorum is present, shall be regarded as the act of the Board of Directors. Board members attending by phone or other electronic means may be counted towards the quorum requirement.

Section 6. Rules of Procedure. All meetings of the Board of Directors shall be conducted in accordance with Robert's Rules of Order. Nothing in Robert's Rules of Order shall supersede any right or requirement of the Articles of Incorporation or these Bylaws.

Section 7. Fees and Compensation. The Board of Directors shall serve without compensation for their services as directors; however, the Appointed Board Chair or Appointed Vice-Chair may be reimbursed for travel and related expenses to attend State meetings per guidance from the Florida Department of Education Division of Early Learning.

Section 8. Each Board member is subject to Florida Statutes ss.  $\underline{112.313}$ ,  $\underline{112.3135}$ , and  $\underline{112.3143}$ . For purposes of s.  $\underline{112.3143}(3)(a)$  F.S., each voting board member is a local public officer who must abstain from voting when a voting conflict\_exists.

#### ARTICLE IV Officers

Section 1. Officers. The officers of the Corporation shall be a Chair of the Board, a Vice Chair, a Secretary, and a Treasurer and other officers as the Board of Directors may elect. All Page 9 of 16

officers of the Corporation must also be <u>D</u>directors of the Corporation. The removal or resignation of a <u>D</u>director who is an officer of the Corporation shall be deemed a resignation by such person from all offices held.

Section 2. <u>Nomination and Election</u>. The officers of the Corporation, other than the Chair shall be elected annually by the Board of Directors at its annual meeting. Each officer so elected shall hold office for a one-year term or until he or she shall resign, shall be removed or otherwise disqualified to serve. At any regular or special meetings of the Board of Directors, the Board of Directors may fill a vacancy caused by the death, resignation, removal or disqualification of any officer. Officers may be elected to serve additional terms at the discretion of the Board.

Section 3. Removal and Resignation. Any officer may be removed, either with or without cause, by the Board of Directors, at any regular or special meeting thereof. Any officer may resign at any time by giving written notice to the Chair of the Board, the Chief Executive Officer, or the Secretary of the Corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later date specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. <u>Chair of the Board</u>. The Chair of the Board shall preside at all meetings of the Board of Directors and exercise and perform such other powers and duties as may be from time to time assigned to the Chair by the Board of Directors or prescribed by the Bylaws.

Section 5. <u>Vice Chair</u>. In the absence of the Chair, the Vice Chair will exercise the duties of the Chair and shall perform such other duties as may be from time to time required by the Chair or by the Board of Directors.

Section 6. Chief Executive Officer. The Chief Executive Officer, subject to the control of the Board of Directors, shall have general supervision, direction and control of the business and affairs of the Corporation and shall have the general powers and duties of management usually vested in the office of the Chief Executive Officer of a corporation. The Chief Executive Officer shall have the necessary authority and responsibility to operate the Corporation and all of its activities and departments, subject only to such policies as may be issued by the Board of Directors or any of its Committees to which it the Board has delegated powers for such action. The Chief Executive Officer shall act as a duly authorized representative of

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the Board of Directors in all matters in which the Board of Directors has not formally designated some other person to act.

Secretary. The Secretary shall record or cause to be recorded, and shall keep or cause to be kept, at the principal business office or such other place as the Board of Directors may order, an electronic copy of minutes that include actions taken at all meetings of the Board, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given and the names of those present at Board meetings. The Secretary shall give, or cause to be given, notice of all the meetings of the Board of Directors required by the Bylaws or by law to be given, and shall have such other powers to perform such other duties as may be prescribed by the Board of Directors or by the Bylaws.

Section 8. Treasurer. The Treasurer shall keep and maintain, or cause to be maintained, adequate and correct accounts of the properties and business transaction of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. The Treasurer shall submit a statement of accounts on a quarterly basis at meetings of the Board of Directors and shall make reports as the Board of Directors may require. The Treasurer shall cause to be deposited or shall cause to be disbursed in accordance with procedures approved by the Board of Directors all monies and other valuables in the name and to the credit of the Corporation and shall have such other powers to perform such other duties as may be prescribed by the Board of Directors or by the Bylaws.

# ARTICLE V Committees

#### Section 1. <u>Committees</u>.

- (a) The Board of Directors may, by resolution adopted by a majority of the Directors then in office, provided that a quorum is present, establish one or more committees. Members of all committees shall be appointed by the Board of Directors. Committees are of two kinds, those having legal authority to act for the Corporation, known as Standing Committees of the Board, and Special Committees, that do not have legal authority. Members of all committees shall serve at the pleasure of the Board.
- (b) The Board of Directors shall have the power to prescribe the manner in which proceedings of any committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless these Bylaws, The Board or

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such committee shall otherwise provide, the regular and special meetings and other actions of any committee shall be governed by the provisions of Article V applicable to meetings and actions of the Board of Directors. Each committee of the Board shall keep regular minutes of its proceedings and shall report the same to the Board from time to time, as the Board of Directors may require.

Section 2. <u>Standing Committees of the Board</u>. Only <u>Ddirectors may be appointed to Standing committees of the Board</u>. Each <u>Standing committee</u> of the Board shall consist of three (3) or more Directors. The Board may designate one or more Directors as alternate members of any such committee, who may replace any absent member at any meeting of the committee. Standing Committees of the Board include the Executive Committee, Finance Committee, Governance Committee, the Communications/Outreach Committee and Service Delivery & Efficiency Committee. <u>Standing Committees shall meet no fewer than FOUR (4) times a year and Members are expected to attend each meeting. Each Member shall be entitled to one excused absence per year.</u>

Executive Committee: The Executive Committee is made up of the Officers of the Board, Board and Chairs of the Standing Committees of the Board. The Executive Committee may act on behalfof the Board between regular Board meetings except they are not permitted to do the following: amend the articles or bylaws; dissolve the corporation; dismiss or elect new Board members or officers; hire or fire the chief executive; enter into major contracts or sue another entity; change a board approved budget in excess of their existing authority; or adopt or eliminate major programs.

<u>Finance Committee</u>: The role of the Finance Committee is to recommend policies that protect the organization's assets, review the annual budget, monitor financial reports prepared by staff, oversee the annual audit(s), govern the management of investments, make recommendations to the full Board for approval, and work to make sure the organization is in good financial health. Membership shall consist of board members appointed by the Board Chair with at least one (1) member being a financial expert (CPA or related certification, current/former CEO or CFO).

Governance Committee: The Governance Committee has the responsibility of recommending action items to the full Board that relate to: Board By-Laws, Board policies, Board meeting procedures and protocols, Board member nominations, Board officer nominations, Board leadership structure, the Chief Executive Officer evaluation process—(each early learning coalition shall complete an annual evaluation of the early learning coalition's executive director or chief executive office on forms adopted by DEL), and Chief Executive Officer communication with Board and Florida Department of Education Division of Early

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Learning (DEL). Membership shall consist of board members appointed by the Board Chair.

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Service Delivery & Efficiency Committee: Membership shall consist of Board members appointed by the Board Chair. The Committee has the responsibility of reviewing, analyzing, and overseeing Coalition programs and recommending action items to the full Board that relateto: Coalition expenditures related to services and quality, program evaluation and improvement, contract compliance, and provider effectiveness. The Committee shall collect data, information, and comments from providers in support of its mission to provide supportive and quality services as well as disseminate such information to the full Board as is relevant.

Communications/Outreach Committee: Membership shall consist of Board members appointed by the Board Chair. This Committee shall be responsible for strategic oversight of communication of the Organization's mission to various stakeholders including donors, the Board and the general public. This committee will provide governance concerning communications, to assure consistency and alignment with the organization's brand, and outreach efforts to foster community engagement and support.

Section 3. Special Committees. The Board of Directors may form one or more committees, in addition to the Standing Committees of the Board\_r from time to time, to assist in the gathering of information, performance of tasks, or other duties related to the general performance and attainment of the purposes of the Corporation. Each such committee shall establish its rules for the conduct of its affairs, shall establish its duties and purposes, and shall perform such other duties as the Board may prescribe from time to time. Each of these committees will include a Committee Chair or Co-chair. The role of any special committee is to bring forth recommendations to the full Board for consideration.

Section 4. <u>Term of Office</u>. The chair and each member of a standing committee shall serve until the next election of directors and until his or her successor is appointed, or until such committee is terminated, or until he or she is removed, resigns or otherwise ceases to quality as a member of the committee. The chair and each member of a special committee shall serve for the life of the committee unless they are removed, resign, or cease to qualify as members of such committee.

Section 5. Quorum Meetings. Each committee shall meet as often as necessary to perform its duties, at such times and places as directed by its chairman or by the Board of Directors and in compliance with the Government-in-the Sunshine Law. A majority of the members of a committee shall constitute a quorum. Members attending by phone or other electronic means may be counted towards the quorum requirement. The act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee. Each committee of the Board shall keep accurate minutes of its meetings, the

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chair designating a secretary of the committee for this purpose and shall make periodic reports and recommendation to the Board of Directors.

Section 6. <u>Vacancies</u>. Vacancies on any committee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments.

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Section 7. <u>Conflict of Interest</u>. The Board, through a committee designated for that purpose, shall require not less frequently than once a year statements from each director setting forth all business and other affiliations which relate in any way to the business of the Corporation.

#### ARTICLE VI

#### Indemnification and Insurance

- Section 1. Right of Indemnity. To the fullest extent permitted by law, this Corporation shall indemnify its directors, officers, employees, and agents, including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any proceedings whether civil, criminal, administrative or investigative, and including an action by or in the right of the Corporation, by reason of the fact that the person is or was acting in such capacity.
- Section 2. <u>Approval of Indemnity</u>. On written request to the Board by any person seeking indemnification, the Board shall promptly determine whether the applicable standard of conduct has been met and, if so, the Board shall authorize indemnification.
- Section 3. <u>Insurance</u>. The Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against that liability under the provision of this Article.

# ARTICLE VII

#### **General Provisions**

- Section 1. <u>Voting Shares</u>. The Corporation may vote any and all shares or memberships held by it in any other corporation by such officer, agent or proxy as the Board of Directors may appoint, or, in the absence of any such appointment, by the Chair, the Chief Executive Officer, the Secretary or the Treasurer. In such case, such officers or any of them similarly may appoint a proxy to vote said shares.
- Section 2. <u>Check, Drafts, Etc.</u> All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness, issued in the name of or payable to the

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Corporation, and any and all securities owned or held by the Corporation requiring signatures for transfer, shall be signed or endorsed by such person or persons and in such manner as from time to time, shall be determined by the Board of Directors.

- Section 3. <u>Inspection of Corporate Records</u>. The Corporation shall keep at its principal business office, the originals or copies of its Articles of Incorporation and Bylaws, as amended or otherwise altered to date, certified by its Secretary; written minutes of the meetings of its Board of Directors, and any committees of the Board; its books and records of account; and all other books, records and documents of the Corporation.
- Section 4. Endorsement of Documents; Contracts. Any note, mortgage, evidence of indebtedness, contract, conveyance or other instruments in writing, and any assignment or endorsement thereof executed or entered into between the Corporation and any other person, when signed by the Chair, the Chief Executive Officer, the Secretary, or the Treasurer, shall be valid and binding on the Corporation in the absence of actual knowledge on the part of the other person that the signing officer(s) had no authority to execute the same. Any such instrument may be signed by any other officers, agents or employees and in such manner as shall from time to time be determined by the Board of Directors and, unless so authorized by the Board of Directors no other officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or amount.
- Section 5. <u>Conflict of Interest and Related Party Transactions</u>. The Corporation, through its Board of Directors, shall promulgate, from time to time a written conflict of interest and related party transaction policies, according to the current law then in effect, to be adhered to by its offices, directors, employees, and agents, and which includes guidelines for the resolution of existing or apparent conflicts of interest and/or related party transactions.
- Section 6. <u>Dissolution</u>. The Corporation may be dissolved only with authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a two-thirds (2/3) vote. Upon dissolution or termination of the Corporation, all remaining assets, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to organizations operated exclusively for charitable, and/or educational purposes as shall at the time qualify as an exempt organization under 501(c)(3) of the Internal Revue Code and/or an instrumentality of a local government.

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Section 7. <u>Fiscal Year</u>. The fiscal or business year of the Corporation shall be July 1 through June 30.

### ARTICLE VIII

#### **Amendments**

Section 1. <u>Amendment</u>. New bylaws may be adopted, or these Bylaws may be amended, modified or repealed by the Board of Directors of the Corporation; provided, however, that any amendment shall be consistent with the terms set forth in the Agreement between the Corporation and the Florida Department of Education Division of Early Learning. All amendments to the Articles of Incorporation and/or Bylaws will be noticed to the Florida Department of Education Division of Early Learning as an amendment to the Coalition's Plan.

Section 2. <u>Record of Amendments</u>. Any amendment or alteration in these Bylaws shall be forthwith filed with the original Bylaws of the Corporation.

#### **CERTIFICATION OF SECRETARY**

I the undersigned do hereby certify:

- 1. That I am the duly elected and acting secretary of the Hillsborough County School Readiness Coalition Inc. D/B/A Early Learning Coalition of Hillsborough County Inc, a Florida nonprofit corporation; and
- 2. That the forgoing revised Bylaws, consisting of sixteen (16) pages, exclusive of cover sheet and table of contents, constitute the Bylaws of said corporation as duly adopted the Board of Directors on October 18, 2021.

IN WITNESS WHEREOF, I have executed this Certificate as of this 18th day of October 2021.

Dr. Stephie Holmquist Johnson, Secretary

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### Record of Amendments:

Amended 09-08-2008	Amended 03-07-2016	Amended 8-8-2016
Amended 11-19-2012	Amended 06-09-2014	Amended: 6-12-17
Amended: 2-12-18	Amended 11-13-2018	Amended 6-17-2019

Amended 10-18-2021

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EARLY LEARNING COALITION OF HILLSBOROUGH COUNTY Board of Directors Diversity Matrix  and Tenure (Yr Joined)  as of Expertise/Leadership Qualities directural/Engineering munity Devolopment munity Volunteer lation perpeneur mee/Accounting emment thicare oitality an Resources lating an Resources lating la	X   X   X   X   X   X   X   X   X   X			X X X								X X X X X X X X X X X X X X X X X X X			X
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