



Minutes

Governance & Bylaws Committee Meeting
August 24, 2011; 8:00 a.m.
Conference Call

Committee Attendees: Alan Eckstein, Esq. (attended via conference call); David Lawrence, Jr. (attended via conference call); David Williams, Jr. (attended via conference call)

Committee Absentees: Ramiro Moreno

Staff Attendees: Evelio C. Torres, CEO (attended via conference call); Leeana Pena

I. Welcome and Introductions

Alan Eckstein, Esq.

- A. Eckstein called the meeting to order.
- A quorum was established with three (3) voting members.

II. Discussion of Addition of Board Member Position

Alan Eckstein, Esq.

- A. Eckstein stated that this issue came about as a result of losing the Miami-Dade County Public Schools representative on the ELC Board due to the position rotating to Monroe County. The sections of the bylaws he is proposing to revise are Sections 5.5 and 5.8. This initially was going to be a change just for the school board position, but he thinks it is wise to look at all other essential positions that would rotate, including the school board, health department, Head Start, county commissioner, college designee and the central agency.
- A. Eckstein stated that with each rotation, an ex-officio nonvoting member would be appointed to fill the same position from the county from which the rotation occurred. This would cause a need to appoint additional private sector members due to the required ratio.
- A. Eckstein stated that Section 5.8 discusses membership rotation. This calls for all required and conditional members to rotate after serving 2 consecutive terms. He stated that with every rotation, another member would be added along with private sector members, and that would result in having a very large Board. . That is the reason he is suggesting the six positions and a change to section 5.8 to reflect this.
- E. Torres stated that it is a challenge having a large Board and in keeping members involved. ELC staff could live with these changes, but it would be a challenge and more expensive for travel and other expenses.
- D. Lawrence stated that ending up with a large Board doesn't trouble him assuming that there is the right leadership. He has served on several Boards with more than 33 members, so not at all concerned with that. It would be wrong to not have a



representative of Miami-Dade County Public Schools. Representatives for both counties are necessary. He stated that when he was Chair of the Children's Trust, he himself would call Board members to ensure that they were at Board meetings. This proved to be more effective than a staff member calling.

- A. Eckstein stated that the bylaws could be changed to just require the 6 positions discussed to rotate, but to allow a nonvoting ex-officio member to represent the county from which the position rotated.
- D. Williams and D. Lawrence both agreed.
- A. Eckstein stated that he will write language for sections 5.5 and 5.8. Once the Committee reviews it, they can take a vote on it at the next Governance & Bylaws meeting. If approved, they will forward to the Board for approval.
- D. Lawrence stated that if 6 Board members are added, the ELC will need to get 2 more private sector members. He asked if there were particular skill sets the Board would be looking for.
- A. Eckstein stated he would hope to stay away from predefining these members and they would go through the same process of selection as other appointed members.
- E. Torres stated that the Nominating Committee would have the opportunity to interview and select the skill sets they think would best fit the Board. He suggested following the same process as always.
- D. Lawrence asked why it was necessary to have the new member on the Board as an ex-officio member.
- L. Pena read the statute to the Committee: Each early learning coalition must include the following member positions; however, in a multicounty coalition, each ex officio member position may be filled by multiple nonvoting members but no more than one voting member shall be seated per member position. If an early learning coalition has more than one member representing the same entity, only one of such members may serve as a voting member.
- D. Williams thanked L. Pena for the clarification.
- D. Lawrence was pleased that the Committee was in agreement. It was necessary to make sure certain key positions have representation from both counties.
- A. Eckstein stated he would get the proposed language out to the Committee, and then they could vote on it at the next meeting.
- A. Eckstein scheduled the next meeting for Tuesday, August 30th at 8:00 a.m. This will be a conference call. The Committee agreed.

III. Public Comments

Alan Eckstein, Esq.

IV. Adjourn

Alan Eckstein, Esq.



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