

Program Committee Meeting Minutes December 8, 2008 at 4:00 p.m. 15506 County Line Road, Suite 104 Spring Hill, FL 34610

Committee Members Present: Jean Rags, Chair

Committee Members Participating via Phone: Steve Davis, Dave Meglay, Mary Beth Wehnes

Committee Members Excused: Denise Gill, Sonya Jackson

Staff Present: Jim Farrelly, Ramute "Jak" Jakubauskas, Betsy Kier

Others Present: None

Welcome and Call to Order

Ms. Jean Rags, Chair, called the Program Committee meeting to order at 4:00 p.m. Ms. Rags requested a motion to approve the minutes from the November 20, 2008 meeting. Mr. Meglay moved to approve the minutes and Ms. Wehnes seconded the motion. All were in favor with no abstentions and the motion carried.

Review and Adoption of Coalition By-Laws and Articles of Incorporation: Jean Rags

Ms. Rags inquired if the Coalition had received any corrections or changes from the other Committee members. Ms. Kier replied that none had been received. Ms. Wehnes and Mr. Meglay stated they had no changes.

Ms. Rags asked if the information on **Page 1**, **Article III**, **Section 1**, **letter (A)** indicating Florida Statute 411.01 was, in fact, the correct statute number the Coalition operates under. Ms. Kier replied that it was correct. Ms. Rags also inquired about the wording in the next sentence and was informed the wording was correct.

The following are changes to the By-Laws as proposed by staff:

- Page 3, Article V, Section 3, letters (B) and (C) Ms. Kier recommends removing the line: "The start date for the following members began June 16, 2005." from both (B) and (C).
- Page 5, Article V, Section 5. Absences. Mr. Farrelly recommends re-wording the first sentence that refers to "automatically terminated." Staff would like the Committee to consider different wording that would give the Executive Committee or the Board Chair some leeway on terminations. The wording would allow for extenuating circumstances such as illness. Ms. Rags explained that at committee meetings of the County Commissioners, a termination would involve someone who did not call in to say they could not attend. As long as someone has an excused absence, meaning they called in to say they could not attend, that would be considered an "excused" absence. If this becomes chronic, for example six absences in a row, a conversation would be had with that individual. But, someone who does not call in and does not attend several meetings would be terminated.

Ms. Wehnes remarked she believed that is what the By-Laws implied, if a member's absences were unexcused or if the member did not show up, they would be terminated. Staff will be asked to put together something that says any member absent from two meetings in succession, unexcused, is automatically terminated. An asterisk (*) following the statement would explain that an "excused" absence indicated the individual has contacted the Coalition office and notified staff they would be unable to attend. Ms. Rags asked if the Committee was in agreement with this change. The Committee was in agreement.

- Page 6, Article V, Section 9, letter (D) Mr. Farrelly recommends deleting the second sentence, "However, under the Sunshine Law, their participation is not included in the quorum or voting." Mr. Farrelly stated this had changed since the writing of the By-Laws and recommended removing this sentence.
- Page 7, Article V, Section 12, letter (B) Ms. Kier recommends that the Finance and Audit Committee, not the Program Committee, be responsible for the development and maintenance of Cost Allocations Plans. This item should be removed from this section and added to the Finance and Audit Committee's responsibilities.
- Page 8, Article V, Section 13, letter (B) Ms. Kier stated the last line indicating the Secretary/Treasurer will be the chair of this committee is incorrect. She recommends the wording be changed. Mr. Farrelly suggested saying the Committee elects a Chair who will then serve as a member of the Executive Committee rather than having the Secretary/Treasurer chair this committee. There were no concerns from Committee members.
- Page 10, Article VI, Section 2, letter (D) Ms. Kier recommends changing the wording in this section where it refers to the Secretary/Treasurer being the Chair of this Committee.
- Page 13, Article XIII, Parliamentary Authority Ms. Rags recommends rewording this paragraph as the Coalition follows a scaled down version of Roberts Rules of Order. Staff will verify the correct wording to use.

There were no other changes to be made to the By-Laws. They will be presented at the next Board meeting for approval, at which time the effective dates will be changed.

The following are changes to the Articles of Incorporation as proposed by staff:

- Page 1, Article 1 change the address to reflect the Coalition's current address of 15506 County Line Road, Spring Hill, FL 34610
- Ms. Rags inquired if the language in the first paragraph was correct. Mr. Farrelly responded that it was correct and was required to show that the undersigned was not a minor.
- Page 1, Article 2 the fourth sentence beginning: "The Coalition shall serve as its own...." Staff recommends changing the word "shall" to the word "may." It is safer wording and the word "may" is utilized in the By-Laws. This was pointed out by Mr. Jim Cook. Ms. Rags suggested that the same language be used in both the By-Laws and the Articles of Incorporation. Ms. Wehnes asked if the language contained in these documents could be changed. Mr. Farrelly said yes, they are the Coalition's documents.
- Page 3-4, Article 9 Staff recommends removing the names of the Board members indicated. The Committee agreed.
- Page 5, Article 14 The registered agent's name needs to be changed. Mr. Farrelly will consult with the Coalition's attorney.

There were no other changes to the Articles of Incorporation. Ms. Rags asked for a motion to approve the changes to the By-Laws and the Articles of Incorporation as noted. Mr. Meglay moved to approve and Ms. Wehnes seconded the motion. All were in favor with no abstentions and the motion carried.

Selection of Next Meeting Date

The Committee determined it would meet on Tuesday, January 20, 2009 at 4 p.m. A meeting announcement will be sent to all Committee members.

Mr. Farrelly informed the Committee that he feels the Coalition may have an issue coming forward in the next few months in regards to which committee's attention the Coalition should bring notice of failing child care centers. He asked if staff should bring failing centers that are out of compliance to the Program or the Quality Committee. Quality is the committee that establishes the standards and the monitoring instruments. It would seem, however, as indicated in the By-Laws, that the standing committee that considers program issues would be the Program Committee. The Program Committee is in charge of program data, monitoring and oversight of contracted program services and program improvements. Mr. Farrelly asked for direction as to which committee to bring these issues if and when they arise.

Ms. Rags suggested a joint meeting of the two committees particularly with failing centers because it could be a very delicate situation. She asked if the Chairs of the two (2) committees could meet to discuss the issues. She asked for member's input. Mr. Meglay responded he felt there may be too many levels being added. Committees will lose their effectiveness if too many people became involved. He recommends having program issues discussed by the Program Committee and then reported to the Board. Ms. Rags asked if this would also apply to the lead agency. Mr. Farrelly said it would and that the By-Laws are clear on this point. It was agreed that such issues would be brought to the attention of the Program Committee followed, if necessary, by referral for action to the full Board of Directors.

Ms. Rags asked if the By-Laws need to be changed in reference to the Program Committee's consideration of failing centers. Mr. Farrelly said no, not as long as this issue stays with the Program Committee.

Public Input

No public input.

Adjournment

Ms. Rags adjourned the Program Committee meeting at 4:25 p.m.

Respectfully submitted by,

Ramute "Jak" Jakubauskas Administrative Assistant