



Early Learning Coalition
of Duval, Marion and Alachua Counties, FL

COALITION BOARD MEETING REVISED AGENDA

September 29, 2010
1:30 p.m.

ELC Office
10 SE Central Parkway, Suite 400, Stuart, FL

*** Items Require Action**

1:30 – 1:35	<p>I. Call to Order - Pledge of Allegiance - Roll Call - Determination of Quorum – Adoption of Agenda *</p> <p>A. Membership Resignation *</p> <ul style="list-style-type: none"> - Gloria Friedman, Martin County Board of Commissioners - Tabitha Trent, Private Sector, Okeechobee 	1 75	Filiberto Valero Chairman
1:35 – 1:38	II. Member/Public Comments/Concerns		Filiberto Valero
1:38 – 1:45	<p>III. Consent Agenda Items *</p> <ul style="list-style-type: none"> A. June 24, 2010 Minutes B. Annual Report 2009-2010 C. COOP Plan 2010-2011 D. Sliding Fee Scale 2010-2011 E. Plan Elements Amendments <ul style="list-style-type: none"> 1. Part 2 Community Plan, Section 1 and Section 2 2. Part 3 Coalition Governance, Section 1, Elements 0.1.1 and 0.2.1 3. Part 4 Program Elements, Section 1, Element 1.06.1 F. New Plan Elements <ul style="list-style-type: none"> 1. Part 4 Program Elements, Section 1, Element 1.03.5 2. Part 4 Program Elements, Section 1, Element 1.03.6 3. Part 4 Program Elements, Section 1, Element 1.9.3 4. Part 4 Program Elements, Section 1, Element 1.9.4 	2-6 7-17 18-42 43 44-54 55-63 64 65 66 67 68	Filiberto Valero
1:45 – 2:15	<p>IV. Financial Reports</p> <p>A. August 2010 Financial Report</p>	69-71	Leslie Powery
2:15 – 2:45	<p>V. Committee/Council Reports</p> <ul style="list-style-type: none"> A. Finance Committee B. Executive Committee C. Bylaws Committee – Teleconference 9/23/10 <ul style="list-style-type: none"> 1. Amendments to the Bylaws – First Reading <ul style="list-style-type: none"> a. Article III-Membership – Change membership requirements as dictated by the State. b. Article IV-Coalition Meetings, Section 4 - Include disclosure of Conflict of Interest and voting rights c. Article V-Officers, Section 7 – Change Nominating 	76-77 78-91	Filiberto Valero Filiberto Valero Gwenda Thompson

	<p style="color: red;">Committee requirements as dictated by the State.</p> <p style="color: red;">d. Miscellaneous Revisions – Minor changes deleting reference to voting members.</p> <p style="color: red;">e. Attachment A-Merger Membership Structure – Changed to reflect Board Composition and voting as dictated by the State.</p> <p>D. Personnel Committee – No meeting E. Program Quality Committee – Teleconference 9/9/10 F. Martin Advisory Council – No September meeting G. Okeechobee Advisory Council – No September meeting H. Indian River Advisory Council - No September meeting</p>	72-73	<p>Jacque Crighton Leonard Edwards ----- Tom Peer Susan Green</p>
2:45 – 2:50	<p>VI. Old Business A. Summary of Executive Director Evaluation</p>		Filiberto Valero
2:50 – 2:55	VII. New Business		Filiberto Valero
2:55 – 3:05	<p>VIII. Chairman's Comments A. Update on ELAC Meeting</p>		Filiberto Valero
3:05 – 3:20	IX. Executive Director's Comments		Jacki Jackson
3:20 – 3:30	<p>X. Informational Items A. Number of Children Served by County / Wait List</p>	74	Jacki Jackson
3:30	XI. Adjournment		Filiberto Valero

Public comments may be offered at every Learning Coalition of Indian River, Martin & Okeechobee Counties Board of Director's or committee meeting. We welcome the opportunity as part of our continuing effort to improve our responsiveness to the needs of the children, families, and community we serve. To present comment, interested parties are asked to complete a Public Comment Card available at the sign-in table, deliver such to the Coalitions Chief Executive Officer in advance to the Call to Order, and be present during the public comment period. All interested parties are asked to indicate whether the comment is related to the business associated with the specific agenda before the Board/Committee or if the comment is intended for consideration by the Board/Committee at a future meeting. All comments are limited to 3 minutes unless otherwise waived by a majority action of the members present.

Loretta Toth

From: tabtrent@aol.com
Sent: Wednesday, September 22, 2010 10:25 AM
To: Loretta Toth
Subject: Resignation from Board

Good morning Loretta, I certainly hope this email finds you doing well. If you would be so kind as to share this email with Filberto I would be most appreciative. It is with deep regret that I find it necessary to resign from the board. With starting a new bank in Okeechobee with limited staff I will not be able to attend the meetings as needed (required); therefore, it is in the best interest of the coalition to replace my position. I have thoroughly enjoyed being a board member and know that everyone involved has the best interest of the children at heart.

With kindest regards,

Tabitha Trent

**EARLY LEARNING COALITION OF
INDIAN RIVER, MARTIN AND OKEECHOBEE COUNTIES, INC.**

**BYLAWS COMMITTEE MEETING – via Teleconference
ELC Office
10 SE Central Parkway
Stuart, FL 34994**

**September 23, 2010
2:30 p.m.**

Present:	Gwenda Thompson Sandy Akre	Patti Pelletier	Miranda Swanson
Staff:	Jacki Jackson	Migdalia Rosado	

I. CALL TO ORDER

The meeting was called to order by Chairperson Gwenda Thompson at 2:30 p.m. Members announced their attendance. A quorum was present.

II. AMENDMENT TO BYLAWS

- A. Pages 2-5, Article III-Membership**
- B. Page 6, Article IV-Coalition Meetings, Section 4**
- C. Page 8, Article V-Officers, Section 7**
- D. Various Pages – Miscellaneous Revisions**

All members confirmed their receipt of the recommended changes and all had the opportunity to review the recommended changes. Gwenda asked the members if there were any corrections or questions.

With reference to Article III-Membership, Section 2, A.11, 2nd bullet – It was questioned whether the County Commissioner's office still appoints a representative to the Board.

Patti Pelletier joined the call at 2:35 p.m.

Migdalia confirmed the appointment is still made by the County Commissioners office, and as noted on page 2 of the bylaws, is one of the "Required" members.

Referencing page 14-"Merger Membership Structure" - Miranda questioned whether the "common individual" pertains only to the column in which it is listed. Migdalia explained that the chart was redone since all members are now voting members. The "common individual" covers all three counties. For clarity purposes, the chart will be revised to list the "common individual" across all three counties.

Motion was made by Miranda Swanson to approve the recommended changes as noted as well as the additional changes discussed. Motion was seconded by Sandy Akre and approved unanimously.

Jacki Jackson informed the Committee of future changes to be addressed by the Committee in order to recognize the changes to the law with reference to background screening.

Chairperson Thompson requested that an addition be noted on the Agenda under Item II Amendments to Bylaws, to include Page 14-“Merger Membership Structure”.

Motion to adjourn was made by Sandy Akre, seconded by Miranda Swanson and passed unanimously.

Submitted by:

Gwenda Thompson
Chairperson

GW/lt

DRAFT

**EARLY LEARNING COALITION OF
INDIAN RIVER, MARTIN & OKEECHOBEE COUNTIES, INC.**

BYLAWS

ARTICLE I

Name and Location of Organization

Section 1. The name of this organization shall be the Early Learning Coalition of Indian River, Martin and Okeechobee Counties, Inc., hereinafter sometimes referred to as the Coalition.

Section 2. The principal office of the organization shall be located in any of the three counties served. The Coalition may have offices within Indian River, Martin and Okeechobee Counties, as the members may determine, or as the affairs of the organization may require.

ARTICLE II

Mission, Purpose and Responsibilities

Section 1. The mission of the Coalition is to provide quality opportunities for social, physical, emotional and intellectual development of children by partnering with parents, providers and communities.

Section 2. The purpose of the Coalition is to provide oversight and develop a plan, which facilitates the stated goals of the Voluntary Universal Pre-kindergarten Statute and School Readiness Act (As codified in Chapter 1002 and Sections 411.01-411.0101, Florida Statutes, and hereinafter referenced to as the Governing Statutes), making adequate provision for the education of all children residing in Indian River, Martin and Okeechobee Counties; recognizing the primacy of parents, as their children's first teachers, and the importance of children entering the educational system ready to learn; and, assisting parents by providing opportunities for the state's at-risk birth to kindergarten population and enhance their chances for educational success by participating in quality early learning programs that can better prepare them for school.

Section 3. In carrying out the intent of the Governing Statutes, the Coalition shall develop a plan for implementing the early learning program to meet the requirements of the act and the performance standards and outcome measures established by the Agency for Workforce Innovation/Office of Early Learning. The early learning program shall provide the elements necessary to prepare children for school, including mental and physical health and educational services. The plan for the early learning program must include the minimum standards and provisions set forth in the Governing Statutes and in any subsequent legislative revisions.

ARTICLE III

Membership

Section 1. The Coalition shall have ~~18-35~~ **at least 15 members but not more than 30 members.** ~~or such other number as permitted by law and approved by the Coalition by a majority vote.~~ **The Coalition must have representation from each county that is represented by the Coalition. Membership may not exceed the number of members necessary for the appointment of the required members, conditional members, private sector members, and optional members.** (Attachment A - Merger Membership Structure)

Section 2. ~~Membership in the Coalition shall be of four types: 1) Legislatively mandated members as noted in Florida Statute 411.01(5)(a) 6; 2) three members appointed by the Governor; 3) private sector business members; and 4) optional members~~

Section 411.01(5)(a)3.-6 and 11., F.S. requires each Early Learning Coalition to appoint the following types of coalition members: required members, conditional members, private-sector business members and optional members.

- A. **Mandated Required Members:** Certain members of the Coalition are **mandated required** in the Governing Statutes, Florida Statutes Section 411.01(5)(a)5. and 6., F.S., in their individual capacity. The individuals listed below as ~~4~~, 3, ~~5 6 7~~, and ~~11~~ **12** serve continuously while they are in their respective positions. A member, who no longer represents the constituency he or she represents, shall notify the Chair in writing and his/her seat shall remain vacant until a new representative is identified by the organization or group they represent. The **statutorily mandated required** members applicable to the coalition are:

1. Chair appointed by the Governor;
2. Two private sector business members appointed by the Governor;
3. Department of Children and Family Services circuit administrator or designee;
4. District Superintendent of schools or designee;
5. Regional workforce development board executive director or designee;
6. County health department director or designee;
7. President of community college or designee;
8. Member appointed by board of county commissioners or the governing board of a municipality;
9. Head Start director;
10. Representative of private for-profit child care providers;
11. Representative of faith-based child care providers; and
12. Representative of programs for children with disabilities under the federal Individuals with Disabilities Education Act.

1. ~~Department of Children & Family Services district administrator or his/her designee who is authorized to make decisions on behalf of the department.~~

~~(voting member).~~

~~2. A district superintendent of schools or his or her designee who is authorized to make decisions on behalf of the district. (non-voting member).~~

~~3. A regional workforce board executive director or his or her designee. (voting member).~~

~~4. A county health department director or his or her designee. (voting member).~~

~~5. Children's Services Council Chair or Chief Executive. This person shall be a voting member of the Coalition unless the council is the fiscal agent or the council contracts with and receives funds from the Coalition, in which case representative is a nonvoting member.~~

~~6. A President of a community college or his or her designee. (voting member).~~

~~7. One member appointed by a board of county commissioners (voting member).~~

~~8. A Head Start Director (non-voting member).~~

~~9. A representative of private child care providers. (non-voting member).~~

~~10. A representative of faith-based child care providers. (non-voting member).~~

~~11. A representative of programs for children with disabilities under the federal Individuals with Disabilities Education Act. (non-voting member).~~

- Positions held by county representatives shall rotate by county at the end of each two year term.
- In the event that a vacancy exists for the representative from the Department of Children and Family Services **circuit administrator**, or board of county commissioners **or the governing board of a municipality**, said agency shall be notified of the vacancy and given up to 30 days in which to select their representative to fill the new or expired term.
- In the event that a vacancy exists for the representative of the private **for-profit** child-care providers or faith-based care providers, the Coalition shall notify all providers in the area qualified to fill the vacancy and shall allow up to 30 days for interested persons to submit letters expressing interest. The Coalition will also notify related/pertinent associations of the existing vacancy to identify potential representatives. The Coalition may, at its discretion, request additional relevant information from all applicants.

~~B. Governor Appointed Members: Three members appointed by the Governor serve as the Chair, First Vice Chair, and Second Vice Chair, and must meet the same~~

~~qualifications as private sector business members under Paragraph C.~~

B. Conditional members – Section 411.01(5)(a)6.e., f., and i., F.S, requires if applicable, to include each of the following conditional members:

- 1. Children’s services council or juvenile welfare board chair or executive director;**
- 2. Agency head of local licensing agency as defined in s.402.302**

C. Private Sector Business Members: Including the chair and two members appointed by the Governor, private sector business members must comprise more than one-third of the early learning coalition’s board membership. At all times, more than one-third, inclusive of the three members appointed by the Governor under Paragraph B, of the members of the Coalition must have been elected from nominees presented to the Coalition by local chamber(s) of commerce and/or economic development council(s) within Indian River, Martin and Okeechobee Counties, Florida. These members must be from the private **business** sector, **who do not have, and none of whose relatives as defined in s.112.4143 has substantial financial interest in the design or delivery of the Voluntary Pre-Kindergarten Education program designed under Part V of Chapter 1003F.S.or the Coalitions School Readiness program. To meet this requirement the early learning Coalition must appoint additional members.** and neither they nor their families may earn an income from the early education and child care industry. Upon a vacancy of a seat held by a private sector **business** member **the Coalition must advertise the vacancy.** the local chamber(s) of commerce and/or economic development council(s) shall be notified and given up to 30 days in which to submit a name or list of names to the Coalition from which the Coalition will elect the person to fill the vacancy. Interested persons may be required to complete an application and provide such other information as deemed relevant. The Executive Director will notify the current members, no later than the regular Coalition meeting in April, of their term expiration. The Executive Director will notify those members who are eligible that if they wish to be re-elected to submit their name. ~~to the local chamber(s) of commerce and/or economic development council(s) within Indian River, Martin and Okeechobee Counties, Florida. When the applications are received from the Chamber of Commerce and/or Economic Development Council within Indian River, Martin and Okeechobee Counties, Florida, t~~The Nominating Committee, along with the Executive Director, will then review all applications and make recommendations to the Coalition.

D. Ex-officio Members: Multi-county coalitions may have ex-officio members or multiple nonvoting members with only one voting member seated per ex officio member position.

E. Optional Members: The Coalition may, but is not required to appoint optional members. The Board may appoint the following optional members. –Neither they nor their relatives may have a substantial financial interest in the delivery of services

1. A representative of a non-profit child care provider. This member may have a substantial

financial interest in the design or delivery of the VPK Program or the coalition's School Readiness Program. (voting member).

2. A parent of a child enrolled in the Voluntary Prekindergarten Education Program or the coalition's school readiness program (voting member).

4. ~~DCF Licensing Unit Staff (voting member).~~

Section 3. No member of a coalition may appoint a designee to act in his or her place. A member may send a representative to coalition meetings, but that representative will have no voting privileges. When a **district circuit** administrator for the Department of Children and Family Services appoints a designee to an Early Learning Coalition, the designee will be the voting member of the coalition, and any individual attending in his or her place, including the **district circuit** administrator, will have no voting privileges. When a district superintendent of schools appoints a designee to a school readiness coalition, the designee will be the ~~non-~~voting member of the coalition.

Section 4. The Chair **shall be appointed for 4 years in conjunction with their membership on the Early Learning Advisory Council under s.20.052.** and The two additional private sector business members shall be appointed by the Governor for the years specified by the Governor. Additional private sector members shall be elected so that there are always three classes, of approximately equal size, with the term of each class ending in consecutive years. To achieve the required consecutive three-year terms, the initial members shall be elected or otherwise selected for initial terms of two, three and four years, each which shall be considered one term. Members elected after the initial terms shall be elected for a term of two years.

Section 5. With the exception of specified gubernatorial appointed positions, a term for representatives or appointed members specified in Section 2 - A, ~~(78)~~ **(910)**, and ~~(1114)~~ shall be two (2) years. Appointed members specified in Section 2 - C elected to fill a position for one year or less will be eligible to serve two additional two-year terms. Members specified in Section 2-C may be nominated to serve additional terms after a one year break in service.

Section 6. Any representative or appointed member specified in Section 2 - A, ~~(78)~~, **(910)**, ~~(1011)~~, and Section 2 - C - may be removed by a two-thirds (2/3rds) vote of a quorum of the voting members whenever, in their judgment, the best interests of the organization would be served. Notice of removal shall be given, in writing, to the member by the Chair prior to the next Coalition meeting.

Section 7. Unexcused absences from three (3) consecutive meetings or any absences from six (6) meetings within a twelve-month period by a representative or appointed member specified in Section 2 - A, ~~(78)~~, **(9 10)**, ~~(10-11)~~, and Section 2 - C is equivalent to resignation from the Coalition.

Section 8. **Mandated Required** members specified in Section 2 - A, ~~(4)~~, **(2)**, (3), (4), (5), (6), ~~(87)~~, **(9)** absent from three (3) consecutive meetings or six (6) meetings within a twelve-month period, without due cause, shall be notified by the Chair in writing that their membership is not in good standing. A copy of the letter shall also be forwarded to the mandated member's appointing authority, supervisory board or other appropriate governing agency.

Section 9. Any member other than Governor Appointments may resign by giving written notice to the Chair. Governor appointments must give written notice of resignation to the Appointments Office as well as the Chair. Such resignation shall take effect at the time specified in the notice and the acceptance of such resignation shall not be necessary to make it effective.

Section 10. Members shall not receive any compensation for their services on the Coalition.

ARTICLE IV

Coalition Meetings

Section 1. The powers, management and control of the Coalition and all of its affairs, shall be vested in the members as outlined in the Governing Statutes and any of its legislative revisions.

Section 2. Members of the Coalition are subject to the ethics provisions in Part III of Chapter 112 of the Florida Statutes, more generally referred to as the Code of Ethics.

Section 3. The act of a simple majority of the **voting** members at a meeting, at which a quorum is present either physically or via a form of communications technology shall be the act of the **voting** members.

Section 4. Fifty-one percent (51%) of the **voting** members shall constitute a quorum for the transaction of business at any meeting of the Coalition. If less than fifty-one percent (51%) of the **voting** members are present either physically or via a form of communications technology at said meeting, a majority of the members present may adjourn the meeting without further notice. **Each voting member, for the purpose of section 112.3143(3)(a), is considered a local public officer and must disclose, in accordance with the provisions of section 112.3143(3)(a), the nature and extent of any conflicts of interest and abstain from voting or participating when a conflict of interest exists. Furthermore, no voting member shall participate in the selection, award and administration of a contract if a real or apparent conflict of interest would be involved (45 C.F.R.s.74.42). The Coalition may continue a Board meeting for informational purposes only if a quorum is lost, or the Board may open a meeting for informational purposes only if a quorum is not achieved.**

Section 5. Pursuant to the Conflict of Interest provisions of Florida Statute §112.3143(2), 112.313 and 112.3135, no Coalition **voting** member is prohibited from voting, in an official capacity, on any matter. However, any **voting** member voting in an official capacity upon any measure which would inure to the member's special private gain or loss; which he or she knows would inure to the special private gain or loss of any principal by whom the member is retained or to the parent organization or subsidiary of a corporate principal by which the member is retained; or which the member knows would inure to the special private gain or loss of a relative or business associate of the public officer shall, within 15 days after the vote occurs, disclose the nature of his or her interest as a public record in a memorandum filed

with the person responsible for recording the minutes of the meeting, who shall incorporate the memorandum in the minutes.

Section 6. Regular meetings shall be held at a time and place to be decided by the members.

Section 7. The annual meeting of the Coalition shall be held each year in the first quarter of the fiscal year.

Section 8. Special meetings may be called by the Chair or by the agreement of any seven **voting** members. The person or persons authorized to call special meetings may fix any place within Indian River, Martin, Okeechobee or St. Lucie Counties as the venue.

Section 9. The agenda and order of business at all Coalition meetings shall be determined by the Chair in conjunction with the Executive Committee.

Section 10. Minutes of all Coalition meetings shall be kept. These minutes shall be provided to members at least five (5) days prior to the next scheduled meeting.

Section 11. Notice of all Coalition meetings shall be made in accordance with the requirements of Florida law.

Section 12. The Coalition shall have the authority to employ an executive director or to contract for such services as determined necessary to carry out the mission of the Coalition. For the purposes of these Bylaws, reference to a chief executive officer shall refer to a person employed by the Coalition and approved by the Coalition to serve as executive director.

Section 13. The executive director shall have the authority to employ, supervise, discipline, and terminate persons hired for positions approved by the Coalition and funded as part of the Coalition's annual budget. The position of executive director shall be referred to as "Executive Director."

Section 14. The Coalition will conduct an annual evaluation of the Executive Director by a process decided by the Board. The evaluation may be the basis for the Board to consider additional compensation.

Section 15. Robert's Rules of Order, Newly Revised, shall govern the Coalition in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Coalition may adopt.

ARTICLE V

Officers

Section 1. The Governor shall appoint the Chair and 2 members of the coalition pursuant to Section 411.01(5)(a) 4, Florida Statutes.

Bylaws Approved 12/3/09 – Revisions 8.10

Section 2. The officers of the Coalition shall be a Chair, Vice-Chair, Advisory Council Chairs and Committee Chairs and such other officers as may be deemed necessary. The offices of Chair, Vice-Chair and Second Vice-Chair shall be held by the three gubernatorial appointees for the years as specified by the governor.

Section 3. The Chair shall preside at all meetings of the Coalition and perform the duties which are usually executed by a chief policy official. The Chair shall appoint, with the approval of the Coalition, chairpersons of all committees and perform such other duties, as required by the Coalition.

Section 4. The Vice-Chair shall perform the duties of the Chair when the Chair is absent and have such other responsibilities, as may be designated by the Chair.

Section 5. The Second Vice-Chair shall perform the duties of the Chair when the Chair and the Vice-Chair are absent and shall have other responsibilities as may be designated by the Chair.

Section 6. The officers and Executive Director of the Coalition may execute documentation on behalf of the Coalition consistent with policies of the Coalition.

Section 7. ~~The Nominating Committee will present a slate of officers at the May meeting, at which time, the Chair will entertain additional nominations from the floor for each office. Election of Officers will be held at the June meeting. The candidate who receives the majority of the ballots passed, shall be deemed duly elected. In the event a runoff is necessary, such runoff election shall be held immediately.~~ **A Nominating Committee, appointed by the chair shall convene for the purpose of certifying the eligibility of candidates for vacancies and to prepare an official slate of nominees. Any person so nominated shall have given prior consent to nomination and election as member.**

ARTICLE VI

Executive Committee

Section 1. The officers of the Coalition shall serve as members of the Executive Committee. At the discretion of the Chair, the Executive Committee will also include the Chair of each Standing Committee and the Chair of the Advisory Councils in each County, and may also include the Immediate Past Chair of the Coalition and two (2) additional Coalition members. These additional members must be approved by a majority vote at a Coalition meeting. The membership of the Executive Committee shall be comprised of an odd number of voting members. The Executive Director of the Coalition shall serve as an ex-officio, non-voting member of the Executive Committee.

Section 2. The Chair of the Coalition shall serve as Chair of the Executive Committee.

Section 3. During the intervals between the meetings of the Board of Directors, the

Executive Committee shall possess and may exercise all the powers and functions of the Board of Directors in the management and direction of the affairs of the Corporation in all cases in which specific directions have not been given by the Board of Directors. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting following such actions.

Section 4. Fifty-one percent (51%) of the voting members shall constitute a quorum for the transaction of business at any meeting of the Executive Committee. If less than fifty-one percent (51%) of the voting members are present either physically or via a form of communications technology at said meeting, a majority of the members present may adjourn the meeting without further notice.

ARTICLE VII

Committees

Section 1. Standing and/or special committees may be established by the Coalition as they deem necessary. The Coalition Chairman shall have the authority to appoint members.

Section 2. The Chair of each committee shall be a voting member of the Coalition and shall be appointed by the Chair of the Coalition and approved by the membership to serve for one year. Committee chairs may serve more than one term.

Section 3. Each committee shall consist of the committee chair and at least two (2) additional voting members of the Coalition. Representatives from the community are encouraged to serve as members of committees, as needed, to carry on the work of the committee but will serve as non-voting members. Membership of each committee shall be determined by the Coalition.

Section 4. Each committee shall meet, as necessary, at meeting times designated by the committee Chair.

Section 5. A quorum at a committee meeting shall be established with the presence either physically or via a form of communications technology of fifty-one percent (51%) of the Coalition voting members serving on the committee.

Section 6. A written report, in the form of an action item, of committee recommendations shall be provided to the Coalition members before the next regularly scheduled meeting if official action is required by the Coalition.

Section 7. Notice of all committee meetings shall be made in accordance with the requirements of Florida law.

Section 8. Standing Committees shall include the Finance/Audit Committee, a By-Laws Committee, a Personnel Committee, and a Program/Quality Committee. The Finance/Audit Committee shall keep an account of monies received and expended for the use of the Coalition and the Chair shall make a report at all regularly scheduled coalition meetings. This Committee will provide regular monitoring of financial and utilization reports and provide

budgetary and fiscal policy oversight. The Committee will ensure Coalition Board financial accountability and prudence. Primary duties and responsibilities are as follows:

- Review and recommend to the Board for approval an annual operating budget for the Coalition and its components.
- Review and recommend to the Board for approval an annual capital expenditures budget for the Coalition and its components.
- Review and recommend to the Board for approval the Coalition's risk management policies and procedures.
- Review and recommend to the Board for approval the Coalition's insurance coverages, including (1) identity and rating of carriers; (2) premiums; (3) all aspects of insurance coverage.
- Issue requests for proposals for auditing services, review submitted proposals, and make a recommendation of an auditing provider to the Coalition.
- Review all financial audit findings and corrective action plans and make recommendations to the Coalition for improvements and/or approval.

Section 9. The Bylaws Committee is responsible for the Coalitions Bylaws and polices/procedures. Duties of this committee shall include:

- At a minimum yearly review of the Bylaws, Departmental polices and procedures.
- Review of polices and procedures prior to Board approval.

Section 10. The Personnel Committee is responsible for establishing the Executive Director's evaluation process, as well as review and recommend personnel policies. Duties shall include:

- Establish evaluation process for the Executive Director.
- At a minimum yearly review the Employee Personnel Handbook and make recommendations as necessary.
- Address any personnel policy issues.

Section 11. The Program Quality Committee is responsible for overseeing Coalition programs to improve the quality of early care and education in Indian River, Martin and Okeechobee Counties. Duties shall include:

- At a minimum, yearly review respective sections of the Coalition Plan and recommend amendments as necessary.
- Provide input and guidance for Coalition programs.
- Evaluate programs and recommend changes for improvement.

ARTICLE VIII

Books and Records

Section 1. Correct and complete books and records of the proceedings of the Coalition Bylaws Approved 12/3/09 – Revisions 8.10

and its committees are the responsibility of Coalition staff. Records of the Coalition's financial accounts are the responsibility of the Coalition staff. All records will be kept and maintained at the principal office of the Coalition and will be subject to the inspection of any member of the Coalition or the public at any reasonable time. The organization shall keep a current and accurate record of the names and addresses of the Coalition members.

ARTICLE IX

Financial Management

Section 1. The fiscal year of the organization shall begin on July 1st and end on June 30th.

Section 2. The Coalition shall approve a budget and fiscal plan for the upcoming fiscal year prior to the end of the current fiscal year. The Coalition shall use sound fiscal management procedures in accounting for all Coalition funds. The Coalition shall review financial reports monthly.

Section 3. An audit of the books and records of the organization shall be conducted annually. The Audit Report shall be presented to the members no later than thirty (30) days after its completion.

Section 4. The Coalition may authorize the executive director to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Coalition and such authority may be general or confined to specific instances.

Section 5. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Coalition shall be signed by such officer(s) and/or agent(s) of the Coalition as determined by resolution of the members.

Section 6. All funds of the corporation shall be deposited in a timely manner to the credit of the Coalition in such depositories as the members may select and as authorized by statute.

ARTICLE X

Effective Date, Amendment and Repeal

Section 1. These Bylaws shall become effective immediately upon adoption. The Coalition's interpretation of the Bylaws shall be considered the correct interpretation when reached by majority ~~vote of eligible voting members~~.

Section 2. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the ~~voting~~ members present at any regular meeting or at any meeting of the ~~voting~~ members, if at least thirty (30) days written notice is given of an intention to alter, amend, or repeal these Bylaws at such meeting.

Section 3. These Bylaws are a part of the Coalition's Plan and any amendments to them
Bylaws Approved 12/3/09 – Revisions 8.10

constitute an amendment to the plan.

Adopted:

Date: October 6, 2005

Early Learning Coalition of Indian River, Martin, and Okeechobee Counties, Inc.

Revisions/Amendments:

Rev: 5/8/06, 8/23/06, 12/15/06, 6/8/07, 8/23/07, 3/27/08, 5/22/08, 10/23/08, 12/4/08, 12/3/09

Approved On: December 3, 2009

By: _____
Chairman

ATTACHMENT A
MERGER MEMBERSHIP STRUCTURE
INDIAN RIVER, MARTIN, OKEECHOBEE

Membership Slot	Term: April 1, 2005 - June 30, 2007	Term: July 1, 2007 - June 30, 2009	Term: July 1, 2009 - June 30, 2011
MANDATED MEMBERS			
DCF Administrator or Designee (V)		<i>Common Individual</i>	
School Superintendent or Designee (N)	Martin	Indian River	Okeechobee
Workforce CEO or Designee (V)		<i>Common Individual</i>	
Health Dept. Dir. or Designee (V)	Indian River	Okeechobee	Martin
President of a Community College or Designee (V)		<i>Common Individual</i>	
Head Start Director (N)	Okeechobee	Martin	Indian River
CSC or JWB Chair or E.D. (V)	Martin	Okeechobee	Indian River
REPRESENTATIVE MEMBERS			
Private Provider Rep. (N)	Indian River	Okeechobee	Martin
Faith-Based Provider Rep. (N)	Martin	Indian River	Okeechobee
Rep. of Programs for Children with disabilities (N)		<i>Common Individual</i>	
APPOINTED MEMBERS			
County Commissioner Appointee (V)	Okeechobee	Indian River	Martin
OPTIONAL			
DCF Licensing Coordinator (V)		<i>Common Individual</i>	
PRIVATE SECTOR MEMBERS			
Chairman Appointed by Governor (V)			
Appointed by Governor (V)			
Appointed by Governor (V)			
County Chamber of Commerce – List (V)	(2) Martin (A) (2) Okeechobee (A) (2) Indian River (A)		

Notes:

- 1) Of the 16 voting members, 4 are common to all counties; 3 each are from the private sector in each county (if the Governor appoints one from each county); and the final 3 are rotated evenly among the 3 counties.
- 2) Of the 5 non-voting members, 1 is common to all counties; the other 4 are rotated among the counties (each county has two during one term).
- 3) A = To be appointed from list submitted by County Chamber of Commerce and/or EDC.
- 4) Terms of private sector members were staggered using one-year, two-year, and three-year initial appointments to create the required changes in membership at years 4, 5, and 6. All second term and new appointee terms will be two years in duration.
- 5) Merged entity may choose to add or delete members in accordance with Bylaws.

**ATTACHMENT A
MERGER MEMBERSHIP STRUCTURE
INDIAN RIVER, MARTIN, OKEECHOBEE**

Membership Slot	Term: July 1, 2010 – June 30, 2011	Term: July 1, 2011 - June 30, 2013	Term: July 1, 2013 - June 30, 2015
REQUIRED MEMBERS			
Chairman Appointed by Governor			
Appointed by Governor			
Appointed by Governor			
DCF Circuit Administrator or Designee	<i>Common Individual</i>		
School Superintendent or Designee	Okeechobee	Martin	Indian River
Regional Workforce CEO or Designee	<i>Common Individual</i>		
Health Dept. Dir. or Designee	Martin	Indian River	Okeechobee
President of a Community College or Designee	<i>Common Individual</i>		
County Commissioner or Governing Board of a Municipality (A)	Martin	Okeechobee	Indian River
Head Start Director	Indian River	Okeechobee	Martin
Private Provider Rep.	Martin	Indian River	Okeechobee
Faith-Based Provider Rep.	Okeechobee	Martin	Indian River
Rep. of Programs for Children with disabilities	<i>Common Individual</i>		
CONDITIONAL MEMBERS			
CSC or JWB Chair or E.D.	Indian River	Martin	Okeechobee
Agency Head of Local Licensing Agency	<i>Common Individual</i>		
PRIVATE BUSINESS SECTOR MEMBERS	(2) Martin (A) (2) Okeechobee (A) (2) Indian River (A)		
OPTIONAL MEMBERS			
Non-profit Child Care Provider			
Parent of Child Enrolled in VPK or SR			

- Notes:**
- 1) Of the members, 5 are common to all counties; 3 each are from the private sector in each county (if the Governor appoints one from each county); and the final 7 are rotated evenly among the 3 counties.
 - 2) A = To be appointed
 - 3) All are voting members unless otherwise indicated