BOARD OF DIRECTORS MEETING

11:30 a.m. – August 31, 2017

Ronald Blocker Educational Leadership Center, Superintendent’s Conference Room

Present:  Matt Adcock, Chris Arenth, Tom Barthel, Elise Breth, Kelly Flaherty Clark, Debbie Clements, Teresa Donaldson, Frankie Callen Elliott, Jose Fernandez, Alan Fidelo, Pam Gould, Judy Jenkins, Sherry Magee, Ryan Mahaffey, Joyce Romano, Ormend Yeilding

Staff:  Pam Carson, Scott Howat, Kimberly McMaster, Ellie Muir, Debi Pedraza, Ermelinda Rolon, Twanna Scroggins, Kathleen Wright

Absent:  Diane Gullett, Eric Houston, Mike Ison, Erick Kepfer, Anthony Perez, Eddie Sanabria

I. Call to Order & Guest Introduction

Debbie called the meeting to order at 12 p.m. and the board and staff did a round of introductions for anyone new to the group.

II. President’s Report

- **Overview – Partners in Education & ADDitions Volunteers:**

  Scott detailed how the restructure and reorganization within the Foundation and the district, and especially the strategic planning process, resulted in several adjustments being made to the OCPS Community Resources department. Their event planning staff and functions stayed under the OCPS Marketing & Events department, while their community relations staff joined the Foundation as a new Community Outreach team. This team consists of Pam Carson, Assistant Director; Ermelinda Rolon, Senior Specialist for ADDitions Volunteers; and Kathleen Wright, Senior Specialist for Partners In Education.

  In addition to providing valuable help with development efforts, Debi pointed out that this enhances the Foundation’s alignment with the district and relationship with the schools and their surrounding communities.

  Pam provided highlights of the current and historic OCPS outreach programs; beginning with 200 volunteers through the Junior League in 1970 and Adopt-A-School in 1980, all the way up to 2018, which will see the 25th year of SeaWorld hosting the OCPS volunteer celebration.

  Some of the other opportunities coming to the Foundation through this team are 5-Star
Schools, a state award for community involvement; the Faith Based Advisory Council; and a plan to develop and build a new alumni relations program.

- **Board & Committee Membership:**

Scott gave an update on current and future board membership as well as plans to reactivate or create new committees.

There were two resignations from the board in August, both for professional reasons; David Dawkins and Joe Mantilla. Lockheed Martin would like their new Community Relations Manager, Allison Rivera, to be on the board in Tobi Allen’s place, now that Tobi has retired.

A matrix of the board is being built out to give a clearer picture of the board’s strengths and weaknesses, in anticipation of the Board Development/Governance Committee being reactivated. To that end, a survey requesting updated/detailed information was given to board members present at the meeting, and will be emailed to those absent. Decisions need to be made on several items, specifically: whether or not the board has corporate seats; whether the board will accept new members year-round; and what the structure of the various committees should look like.

Additionally, a new committee will be created to support the stated goal to “Drive Community Connections & Collaboration.”

- **Key Performance Indicators:**

The board was provided with a handout showing proposed KPIs. Scott shared that these KPIs were developed as a scorecard to measure the Foundation’s progress specifically in regards to the new strategic plan. This will include the 990 results posted by the Department of Agriculture, as these numbers are available to the public and allow for easy comparisons to foundations statewide.

Sherry asked how frequently this would be updated and shared; it will be quarterly. Debi added that there will also be an extended scorecard, to reflect the extended goals on the large-format strategic plan “placemat” document.

- **GreenBack App & Round Up for Charity:**

For anyone unable to attend the webinar hosted by StartUp Media on August 3, Scott gave a brief overview of the GreenBack program and app, explaining that it is essentially a digital version of a coupon-book fundraiser. There will be individual platforms available for the Foundation, and for each of the district schools; they can opt-in at any time with the only requirement being that they must have a fund with the Foundation. For $25, donors will receive a year’s subscription to the app, which gives them access to more than 450,000 discounts nationwide. The $25 is split as follows: $5 to StartUp Media, the other $20 to the Foundation or school of the donor’s choice, less a $1.43 fee charged by PayPal.

We have signed a three-year agreement with no potential for a negative fiscal impact should the program not be successful as there are no attendant costs; the plan is to launch this new fundraiser at the upcoming golf tournament.
Debi reminded everyone that this was the last day for the Round Up for Charity event at local restaurants. Over $11,000 has been raised so far to support the Hello! Florida Field Trip Fund, which provides STEM-related opportunities to children in Title I schools.

III. Consent Agenda

*June Board Meeting, June & July Financials*

Before going ahead with the consent agenda vote, Tom gave an update on the financials. July is typically a slow month as the schools are closed and it is the start of the fiscal year. Variances were favorable for revenue, expenses, and funds under management, but only slightly so.

When the Finance Committee last met on 8/17, there was a discussion regarding our relationship with NBC Securities. Our investments are just under $3 million at this time, and the Finance Committee’s consensus is that a further reduction in our management fees should be requested as a reflection of that growth. As part of that conversation with NBCS, there also needs to be clarity on policies for large donor-directed gifts. Additionally, the Finance Committee would like the authority to set targets within the existing board-specified ranges.

Referencing the earlier discussion on committee membership, Tom also mentioned that they will be seeking one more board member to join the Finance Committee, as well as one non-board member with CPA experience to enhance the quality of our financial oversight.

At this time Debbie asked for a motion to approve the consent agenda; Alan moved to approve and Joyce (& Judy?) seconded. Motion passed by unanimous consent.

IV. Committee Reports

*June, July & August Executive, Finance and Golf Committee Reports*

- **Executive Committee:**

  Debbie gave the board an overview of the discussion at the last Executive Committee meeting. The substance of the discussion was surrounding the Amscot money available again this year, and potential issues with optics and/or the administration of those funds.

  Debbie has offered to assist with handling this, and the board had no objections.

- **Finance Committee:**

  See above; Finance recap was provided prior to vote on consent agenda.

- **Golf Committee:**

  Matt gave the Golf Committee update in Eric's absence. Earlier in the year the fundraising had lagged behind 2016's numbers; they are now tracking ahead. Also, SGM Engineering has just committed to being title sponsor again for 2018. There are still seven foursomes available, along with one Closest to the Pin and two Longest Drive sponsorships. Everyone is welcome to join the Golf Committee for their upcoming meeting on 9/8 and help stuff the tournament swag bags, and everyone is encouraged to come out and enjoy the event as well.
V. Non-Consent Agenda

- Proposed Amendments – Bylaws & Articles of Incorporation:

Debbie and Scott asked for any further input on the current edits to the bylaws and articles of incorporation.

Tom asked that Article X, Section 3 have the following language; “All investments of funds of the Foundation shall be governed by the investment policy recommended by the Finance Committee.”

Frankie added that Article V, Section 6 does not make clear the process of ascension from Chair-Elect. Scott suggested moving this portion, using slightly modified language, to Article VI, Section 1 – Committees.

Alan moved to approve these changes, along with the edits already reviewed by the board; Tom seconded. Amended bylaws approved by unanimous consent.

Motion was requested to re-approve articles of incorporation for 2017; Alan moved, Tom seconded. Motion passed by unanimous consent.

VI. Old Business

As previously mentioned, Joe Keating from NBC Securities will be in Orlando on 9/21; it has been proposed that a special meeting of the board be held for an investment review and outlook.

A motion was requested to call a special meeting of the board on 9/21; Tom moved, Ormend seconded. Motion passed by unanimous consent.

Teacher Impact Grants are in full swing and the grant judging session was held on 8/30; several board members participated in the judging, and encouraged everyone to take part next year. There will be another opportunity to participate when the checks are disbursed in October.

VII. New Business

The Foundation is partnering with A Gift For Teaching to provide aid for Houston families impacted by Hurricane Harvey. Money raised can be given directly to the Houston ISD Foundation, so there is no barrier there. Items collected will be shipped by the Foundation as long as there are no objections to that arrangement; there were none.

Additionally, due to the potential for Central Florida being in the path of Hurricane Irma, all fundraising will pause as of September 7, to be reassessed after that storm has passed.

The meeting was adjourned at 1:20 p.m.