### Oregon Child Development Coalition BOARD OF DIRECTORS MEETING Friday, February 4, 2011 6:00 pm – 8:45 pm

#### I. Meeting to Order

Grant Baxter, Board Chair called the meeting to order at approximately 6:05 p.m.

#### II. Roll Call Board of Directors

**Board of Directors**: Grant Baxter, Board Chair; David Altman; Shari Lane; Patricia Cuevas; Margarita Castaño; Juan C. Preciado; Kay Ortega; Maria Feliz Reynoso. Quorum present. Not present, Dr. Kyle House; Juan Carlos López (*present on Saturday*)

**OCDC Staff:** Donalda Dodson, Executive Director; Joy J. Turtola, Program & Staff Development Director; Jennifer Olson, Resource Development Director; Don Horseman, Director of Financial Services; Angela Sword, Human Resources Manager; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant.

#### **1. PROGRAM AND STAFF DEVELOPMENT REPORT** Joy J. Turtola, PSD Director

Joy gave a brief update on Program and Staff Development:

- **Teaching Strategies TS Gold** TS GOLD is a web based assessment system that utilizes Creative Curriculum goals to allow teachers to track individual students and classroom progress. Detailed reports are generated and are of help for teachers to individualize planning and learning as well as reports for parents. County staff is being trained and Education Specialists will follow up to assess the use of the TS GOLD system.
- **CLASS** (*Classroom Assessment Scoring System*) This is another assessment tool and focuses on effectiveness of classroom interaction among teachers and children. The Federal reviewers in August used the class tool in only seven OCDC classrooms. OCDC can build on existing strengths and identify areas for improvements and an understanding of classroom quality.
- **Management Training Committee** The purpose of this committee is to identify the design and delivery method for ongoing management/supervisory staff training. The committee has met twice and is finalizing its work plan for 2011. The board members suggested including staff in the committee, for them to bring suggestions and to find out if those trainings are working and evaluate.
- **Professional Development Plan Committee** Was formed to review staff requests for professional development assistance.
- PSD Report included

# The Board members accepted and thanked Joy for the Program and Staff Development Report.

#### 2. 40<sup>th</sup> ANNIVERSARY CELEBRARION – Resource Development Anthony Veliz, PR

Jennifer Olson, RD Director introduced Anthony Veliz, from IZO Public Relations. OCDC has formed an exciting partnership with the PR firm. Anthony will support OCDC in organizing the celebration of our 40<sup>th</sup> anniversary, and communicate the news out to the community in a broader message.

Antony gave a brief introduction. His family moved to Woodburn, Oregon from Texas and comes from a migrant worker family. Anthony has a Masters degree from the University of Rhode Island and a Bachelor's degree from Portland State University in Portland, Oregon. He still lives in Woodburn, within the Latino community. Antony was the first Latino school board member in Woodburn, Oregon.

Anthony thanked the Board and staff for inviting him to work with OCDC. He gave out copies of information on the 40<sup>th</sup> Anniversary celebration in English and Spanish. *(Included)* 

- The OCDC Gala event will be in September 2011. Targeting current and potential supporters. Sit down dinner, guest speaker, and awards recognitions.
- Local community celebrations statewide; March through September 2011. Invitations to school board members, growers, County Commissioners, State Senators, etc.
- The first celebration will be in Mulino, Oregon on March 14, 2011
- There will be an invitation list for each county
- Other support provided as communication strategies
- Assistance in creating fund development
- Media development

# The Board members thanked Anthony Veliz for providing information and support on the 40<sup>th</sup> Anniversary.

#### 3. RESOURCE DEVELOPMENT REPORT

#### Jennifer Olson, RD Director

Jennifer Olson reported on the following grant applications:

- Spirit Mountain grant, letter of interest was accepted and the full application will be submitted by February 15<sup>th</sup>.
- OCDC competed to be one of 24 programs to be a part of a pilot project funded by Office of Head Start. Jefferson County applied and was selected. This county is preparing an action plan, and \$20,000 was allocated to fulfill the plan.
- Preparing materials for presentation to donors in the communities on employment readiness for dual language and dual cultural job openings.
- Parent Apprentice Program Video documentary has been created and is ready for distribution. The Parent Apprentice program is a project to assist parents in their goal of self sufficiency in a career as in Education or IT. The documentary will possibly be posted to the OCDC web site. (*RD Report included*)
- Jennifer presented a short clip presentation to the Board on the Parent Apprentice video.

The Board members accepted and thanked Jennifer for the RD report and the Parent Apprentice presentation.

#### 4. HUMAN RESOURCES REPORT

#### Angela Sword, HR Manager updated the Board on the Human Resources report. (Included)

- Outstanding Claims potential negligence claim
- CO New Hires Operations Coordinator, Executive Assistant, Office Assistant and Human Resources Assistant.
- Recruiting Program Directors for Klamath and Jefferson Counties.

**Union Update -** There was a wage opener meeting in December. The union presented a proposal for a 4 percent increase and benefits to remain the same. OCDC has responded with changes to the benefits plan.

**Health Benefits -** The costs for Health Net and Kaiser Plans had an increase of 24.8 and 10.8 percent respectively. OCDC was able to accommodate with minimal changes to the plan. Angie informed that staff have been traveling throughout the State and presenting the Health benefits information.

**Employee Opinion Survey -** OCDC should receive the results from the Employee Opinion survey by late February.

The Board members accepted and thanked Angela Sword for the HR Report.

#### 5. FACILITIES REPORT

# Don Horseman, Director of Financial Services gave an update on the major events at Facilities statewide.

#### Washington County: Enterprise Circle Property

Don reported on the property on Enterprise Circle in Hillsboro, Oregon that OCDC looked at last year. The owners want to know if OCDC is interested in making an offer. Don informed that the Board had made an approval on the purchase of the property earlier in June 2010. (*Motion included Minutes June 18, 2010*).

The value of the land is worth a million dollars, was previously 1,635 million, so the savings is 635,000 dollars. With all the site work, it would be 1.4 million dollars. We would merge the centers in Washington County and offset the cost of the lease and maintenance of those centers. If the Board agrees we will submit the offer and pass to US Bank for closing of the acquisition.

The Board members agreed to go forward with the purchase of the property on Enterprise Circle in Hillsboro, Oregon, and the motion for approval that was made at Board meeting June 18, 2010 still stands.

#### • Tax Credits

David Altman informed the group of the use of tax credits for certain types of facilities. Basically bringing in funds for the agency and lowering the amount of the mortgages. This has been done at

Central City Concern. The Board members thought this was a good opportunity and suggested to work with the Finance Committee on this issue.

David mentioned the concern of conflict of interest as a Board member, since this would be consulting services. The Tax Credit program was just reauthorized this year. David will consult this issue with Central City and let the Board know.

- MOTION: Grant Baxter, Board Chair entertained a motion to pursue the use of tax credit program working with the Finance Committee; Juan C. Preciado made the motion and Kay Ortega seconded the motion to pursue the use of tax credit program working with the Finance Committee. All those in favor said 'aye'; one abstention from David Altman. The motion passed.
- Dr. House gave his proxy to David Altman.

**Hood River County**: Don mentioned that the Hood River School District is planning on selling the old Frankton School. The District plans to get an appraisal and have on the market by April 1<sup>st</sup>. Don will update the Board as more information is obtained.

**Malheur County**: Malheur County Housing Authority continues to ask OCDC to purchase the building in Nyssa. Some issues have to be resolved. Rod met with the City of Nyssa about sewer service. Our line currently goes through the housing projects lift station. The center will need to ask for a variance or install our own direct connection. A report is being prepared on all these issues and costs.

**Central Office**: All planned construction is completed at Central Office. The installation of new audio visual equipment for the new training room is scheduled for the first week of March. New exterior signs for Central Office will be completed.

**Miscellaneous:** There are a number of maintenance projects from the 2010 budget that will be completed in the next few weeks, as playground improvements in Odell, Hermiston and Independence. Building repairs in Nyssa; fire and security alarm improvements in Nyssa, Ontario, Hillsboro, Cornelius and Ashland.

#### 6. Approval of Board Minutes, September 10-11, 2010

MOTION: Grant Baxter, Board Chair called for a motion to approve the Board minutes from September 10, 2010. Kay Ortega made the motion and Juan C. Preciado seconded the motion to approve the board minutes from September 10, 2010. All those in favor said 'aye', the motion passed.

> Grant Baxter called for a motion to approve the Board minutes from September 11, 2010. Patricia Cuevas made the motion and David Altman seconded the motion. No questions, all those in favor said `aye'. The motion passed.

**Note:** In the Board minutes in September 2010 there was a request to ask Margarita Castaño if she would participate as Board OPK rep in Klamath Falls. Patricia did talk to Margarita about the participation at OPK meetings, and said she would consider that. Kay will give Margarita the OPK calendar.

#### 7. Migrant and Seasonal/Early Head Start Report Kay Ortega reported on the MSEHS and OPK Reports

- The MSEHS Policy Council had a joint meeting in October 2010 with the OPK/EHS and Program Directors.
- Currently have two members from the Policy Council that participate in the annual OHSA State meetings.
- PC had elections of the Executive Committee
- Kay Ortega was re-elected as representative on the NHSA. She has a done an excellent job.
- Had several members participate in the OHSA Parent Conference in December.

#### 8. OPK (Oregon PreKindergarten) Early Head Start Report

- We had some problems with the membership of some of the counties, but they are being resolved.
- We have two members of Policy Council of OPK participating in the OHSA State meetings. From Klamath Falls, so we have an open position.
- We are recruiting new PC representatives, by sending some flyers home.
- Several OPK members participated in the OHSA Parent conference.
- OPK needs a community representative.
- Margarita Castaño might be able to help with the parents, and help improve members' participation.
- Maria Reynoso mentioned that Juan Preciado, Kay Ortega, have been recognized nationally. Natividad Barbosa and Patricia Cuevas started this participation various years ago.

#### 9. NMSHSA Leadership Institute

The NMSHSA and the NHSA meeting took place in D.C. the last week in January. This was a great opportunity for professional development for all Head Start leaders. OCDC Staff, directors and parents attended. The parents raffled a basket of baby supplies and raised \$500.00

Donalda mentioned that there will be a NMSHSA Policy Session in June in DC, and we can look into who is attending.

Kay asked about the meeting coming up for NHSA in April 4-8<sup>th</sup> and how open is it for board members. Donalda mentioned that we can find out and make that information available to the Board.

#### Adjourns

The Board regular Business meeting adjourns at 8:45 p.m. and continues tomorrow February 5 at 9:00 a.m.

#### **Executive Session**

The Board of Directors entered into Executive Session.

#### **Oregon Child Development Coalition**

## BOARD OF DIRECTORS, MSHS/EHS POLICY COUNCIL and OPK POLICY COUNCIL MEETING Saturday, February 05, 2011 9:00 am – 2:30 pm

#### I. Meeting to Order

Grant Baxter called the meeting to order at approximately 9:05 am. Introductions were made among the Board, Policy Councils and staff. Quorum present.

#### II. Roll Call Board of Directors and Policy Councils

**Board of Directors**: Grant Baxter, Board Chair; Dr. Kyle House, Board Vice-Chair; David Altman; Shari Lane; Patricia Cuevas; Margarita Castaño; Juan C. Preciado; Kay Ortega; Maria Feliz Reynoso; and Juan Carlos López

**MSHS/EHS Policy Council:** Kay Ortega, Chair; Erika Barba; Felipe Rayo; Alli Hernández; Ana Carranza; Adriana Nieves; Beatriz de los Santos; Maria Chávez; Gabriel Díaz; Daniela Almeida; Mateo Sixto; Edgardo Jiménez; María Feliz Reynoso; Benito Galindo; Victor Chonteco; José Antonio Campas

**OPK Policy Council:** Juan Carlos López, Chair; Emeterio Rodríguez; Yuliana Canchola; May McKinney; Derrick Scherwinka; and Fátima Rodríguez

**OCDC Staff:** Donalda Dodson, Executive Director; Nancy Perin, Operations Director; Don Horseman, Director of Financial Services; AneDelia Vasquez, Marion/Clackamas County Program Director; Juan Escobar, Monitoring Coordinator; Karelia Harding, Policy Council Coordinator; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant.

#### III. New Business

#### 1. OPK SELF ASSESSMENT REPORT 2009-2010

Juan Escobar, Monitoring Coordinator

Juan Escobar presented the OPK Self Assessment Report of 2009-2010. Juan explained that a new process for OPK report is required for grantees to complete a more detailed self assessment. Juan informed that included in the report are the strengths and challenges identified from the first phase of the OPK self assessment in 2010. In the report is also improvement planning and follow up and the summary of all program areas. (*OPK SA report included*)

Board of Directors approval

#### MOTION: Grant Baxter, Board Chair, called for a motion to approve the OPK Self-Assessment report 2009-2010. Kay Ortega made the motion and Juan C. Preciado seconded the motion to approve the OPK Self-Assessment report 2009-2010. All those in favor said 'aye'. The motion passed.

Migrant Seasonal Head Start/Early Head Start Policy Council approval

MOTION: Kay Ortega, MSEHS Chair, called for a motion to approve the OPK Self-Assessment report. Erika Barba made the motion, and Victor Chonteco seconded the motion. All those in favor said 'aye'. The motion passed.

Oregon PreKindergarten Policy Council approval

- MOTION: Juan Carlos López, OPK Chair, called for a motion for the approval of the OPK Self-Assessment report 2009-2010. Fatima Rodriguez, made the motion and Emeterio Rodriguez seconded the motion for the approval of the OPK Self-Assessment report 2009-2010. All those in favor said `aye'. The motion passed.
- **2. OCDC ONGOING MONITORING AND SELF ASSESSMENT PLAN 2011-2012** Juan Escobar, Monitoring Coordinator

Juan Escobar presented the Ongoing Monitoring and Self-Assessment Plan 2011-2012. (*OMA Plan included*). The annual assessment is conducted on the agency's compliance with regulations and progress towards achieving program goals by monitoring all programs and systems. The monitoring and assessment period will start on June 1, 2011 and end on May 31, 2012 to coincide with the OCDC grant development cycle of the upcoming year. The assessment can be then submitted for approval in August or September to the Board and Policy Councils. Juan informed that the goal is to conduct a monitoring/assessment in coordination with County staff and Central office. Juan reported that we want to provide opportunities for parent participation, and consult the Policy Council representatives as the parent committees.

#### Board of Directors approval of OMA Plan 2011-2012

MOTION: Grant Baxter, Board Chair entertained a motion to approve the OCDC Ongoing Monitoring and Self- Assessment Plan 2011-2012 as presented. Dr. Kyle House made the motion, and Margarita Castaño seconded the motion to approve the OCDC Ongoing Monitoring and Self-Assessment Plan 2011-2012 as presented. There were no comments, all those in favor said 'aye'. The motion passed.

#### Migrant Seasonal Head Start/Early Head Start Policy Council approval

MOTION: Kay Ortega, MSEHS Chair, called for a motion to approve the OCDC Ongoing Monitoring and Self- Assessment Plan 2011-2012 as presented. Maria Chávez made the motion, and Beatriz de los Santos seconded the motion to approve the OCDC Ongoing Monitoring and Self-Assessment Plan 2011-2012 as presented. No oppositions, all those in favor said 'aye'. The motion passed.

#### **Oregon PreKindergarten Policy Council approval**

MOTION: Juan Carlos López, OPK Chair, called for a motion to approve the OCDC Ongoing Monitoring and Self- Assessment Plan 2011-2012 as presented. Fatima Rodriguez made the motion to approve the OCDC Ongoing Monitoring and Self-Assessment Plan 2011-2012 as presented, and Yuliana Canchola seconded the motion. All those in favor said 'aye'. The motion passed.

#### 3. ELIGIBILITY SELECTION CRITERIA

Nancy Perin, Director of Operations

Nancy presented the enrollment application and the selection criteria level points information to the group. She explained that the family level selection criteria is the information on the child and parents. Looking at the points selection, determines whether the children are within the performance standards, and explained how the points are considered down the list.

There is a need to start a new schedule and have an easier tool to use. Parents will be involved to redo the selection criteria, and plans are to have the new criteria ready for June of this year and start with the new points. This will then be presented to the Board and PC for approval.

Nancy informed that management is looking into a new ERSEA training. There was a large turnover in the ERSEA staff. She is contacting a nationally known consultant who has worked on ERSEA and with other Head Start programs and is knowledgeable of Head Start standards. The consultant will provide training at Central Office to give us some feedback and look at the eligibility key points. Some discussion was on making OCDC standards uniform, but the performance standards direct that each program must be locally designed for their program. The enrollment application and eligibility criteria have no changes, and is being presented for approval from January to June of 2011. In June a new criteria will be presented to Board and Policy Councils.

# Eligibility Selection Criteria Approval- The following motions were made by Board of Directors, MSHS/EHS Policy Council and OPK Policy Council.

Board of Directors

MOTION: Grant Baxter, Board Chair, called for a motion to accept the Eligibility Selection Criteria as presented until the month of June 2011 when changes will be presented. Patricia Cuevas made the motion, and Juan C. Preciado seconded the motion to accept the Eligibility Selection Criteria as presented until the month of June 2011 when changes will be reported. No oppositions, all those in favor said 'aye'. The motion passed.

Migrant Seasonal Head Start/Early Head Start

MOTION: Kay Ortega, MS/EHS Policy Council Chair called for a motion to accept the Eligibility Selection Criteria as presented until the month of June 2011 when changes will be reported. Maria Reynoso made the motion; Gabriela Díaz seconded the motion to accept the Eligibility Selection Criteria as presented until the month of June 2011 when changes will be reported. All those in favor said "aye". The motion passed. MOTION: Juan Carlos López, OPK Policy Council Chair, called for a motion to accept the Eligibility Selection Criteria as presented until the month of June 2011 when changes will be reported. Emeterio Rodríguez made the motion, and Yuliana Canchola seconded the motion. All those in favor said "aye". The motion passed.

#### 4. OCDC WORK PLAN UPDATES 2011

Nancy Perin, Operations Director

The Work Plan is the document in reference to how OCDC meets the performance standards, and is essentially 100 pages long. Rather than giving the Board and PC such a long document an update summary was provided reflecting new tools added and new terminology used within the agency. The few changes were made in different service areas as: education, fiscal, family and health service area, ERSEA, mental health, disabilities and program governance service area. (*Work Plan Summary is included*).

- MOTION: Grant Baxter, Board Chair called for a motion to accept the OCDC Work Plan update summary. Kay Ortega made the motion to accept the OCDC Work Plan update summary. Margarita Castaño seconded the motion. Those in favor said 'aye'. The motion passed.
- MOTION: Kay Ortega, MSEHS Policy Council Chair, called for a motion to approve the OCDC Work Plan update summary. Erica Barba made the motion; Daniela Almeida seconded the motion to accept the OCDC Work Plan update summary. All those in favor said 'aye'. No oppositions. The motion passed.
- MOTION: Juan Carlos López, OPK Policy Council Chair, entertained a motion to approve the OCDC Work Plan update summary. Fatima Rodriguez made the motion, and Emeterio Rodriguez seconded the motion. All those in favor said 'aye'. No oppositions. The motion passed.

#### 5. OPERATIONS REPORT

Nancy Perin presented the Operations report. (Report included)

- OPK enrollment is at 100% in the four counties. Teachers have been using the new Teaching Strategies Gold system to track children's progress.
- The Seasonal programs are running. Some counties are starting in March or April. The migrant program will start up in mid April and the majority in May or June.
- The final State OPK review will be sometime in early Spring.

#### 6. PBIS REPORT (Positive Behavior Intervention and Support)

Rosanne Bennet, MH & Disabilities Specialist

Rosanne informed that the PBIS was previously called the Positive Guidance. The purpose of PBIS (Positive Behavior Intervention and Support) is to provide an environment that is respectful, responsible and safe for all children and families. OCDC's goal is to nurture social and emotional

development through teaching and modeling appropriate behaviors. Staff uses the assessment to foster all children's problem solving and conflict resolution skills. This consists of a teaching pyramid observation tool that also promotes positive relationships among children and families.

Rosanne explained that there is a PBIS leadership team, and they were trained by Susan Jack. Presentations are being done in six counties, Hood River-Wasco, Multnomah, Marion, Umatilla, Washington and Malheur. The PC requested a copy of the pyramid or a power point presentation so they can get a better understanding. Policy Council members asked if some training can be done during parent meetings at the local level. Rosanne can work with the Directors and parents to organize those trainings.

#### 7. FINANCIAL REPORTS

Don Horseman, Director of Financial Services

- Financial Reports preliminary as of December 31, 2010 were given out to the Board and Policy Councils.
- MHS and EHS report for all counties
- OPK report of four counties
- Facilities Report as of Jan 2011
- American Express Detail Report

#### Dashboard Reports as of December 2010/2009

- Don went over the comparative financial statements. Explained the narrative as of December 31, 2010 (preliminary).
- The first part of January there is the process of invoices for the year 2010 and expenditures processing until the end of March of all obligations that were made under the federal grant.
- Don explained there are some changes in statement of financials, assets and receivables, and we will have another training next month with the Policy Councils so it may be easier to understand.

David Altman gave a brief explanation of the dashboards to the Policy Councils and explained how numbers can be looked at quickly in the dashboard and see how things are going. On the narrative page Don explains all the changes and is easier to read. David talked about the comparison with the previous year, and explained the ratios.

Don informed that at the end of February he will be attending the Region XII Fiscal and Program Management Cluster in Washington, DC, and he was selected to be on the panel of migrant and seasonal fiscal experts. Don thanked the Policy Councils and Board for attending the leadership meetings in DC, throughout the years the agency has more and more acknowledgement at the national level and their active participation has made that possible.

#### 8. EXECUTIVE DIRECTOR REPORT

Donalda Dodson, Executive Director

Donalda's report was sent to the Board and Policy Councils. (*Report included*). She talked about Federal issues:

- Head Start funding is under continuing resolution which will expire in March. Efforts are underway to get funding passed to support Early Head Start slots.
- The Performance Standards of 2007 Head Start Act was to be released by December 2010, but still we have not seen anything.
- OCDC submitted to Office of Head Start a waiver for this year. The agency was granted 250 one time migrant slots for 2010. There were 291 slots converted from migrant to seasonal.
- There are efforts by the Oregon Head Start Association to avoid other cuts to the OPK budget, and activities currently to gain legislative support. We do need to address efforts to assure funding for the next year.
- Donalda informed on the need to reevaluate the scope of the Specialist positions. There will be two groups of Specialist at Central office. One is the Content Specialist who does coaching, assessment; the other group that will have specialty area as Service Coordinators. There are no longer Lead positions. These roles are to assure OCDC is adhering to the regulations.
- Head Start Responses to areas of noncompliance of the head Start review was submitted to the Office of Head Start in December 2010 (*copy included*).

#### 9. PARENT SURVEY 2010

Karelia Harding, Policy Council Coordinator

Parent Survey Results 2010 was presented. Karelia gave out copies of the parent survey results:

- The total survey consisted of 14 questions. 490 questions were answered.
- Karelia explained that parents' comments were divided in 8 different areas.
- The 3 areas of concern were transportation, communication issues and the OCDC food menus. We are working on improving and talking about these issues.
- We would like parents of OPK to participate more, we're going to talk more about the survey and the PC can also talk to them about the survey.
- In Umatilla we had much participation of parents attending the meetings. We would like to encourage everyone to participate more as well.

#### **10. PERSONNEL REVISED POLICIES 2011**

Angela Sword, Human Resources Manager

Angie Sword presented a summary of the revised policies and procedures. (*Memo included*):

- 10.090 Building Access and Security
- 20.070 Recruitment and Selection
- 20.110 Health Requirements- Procedures
- 30.010 Wage and Salary Structure

Approval of Board, MSEHS Policy Council and OPK Policy Council

#### MOTION: Grant Baxter, Chair, called for a motion to approve the revised policies 2011. David Altman made the motion and Juan C. Preciado seconded the motion to approve the revised policies 2011. All those in favor said 'aye'. The motion passed.

#### MOTION: Kay Ortega, MSEHS Chair, called for a motion to approve the revised policies 2011. Victor Chonteco made the motion to approve the revised policies 2011. Maria Chavez seconded the motion. All those in favor said `aye', the motion passed.

MOTION: Juan Carlos López, OPK Chair, called for a motion to approve the revised policies 2011. Fatima Rodriguez made the motion and Emeterio Rodriguez seconded the motion to approve the revised policies 2011. All those in favor said `aye'. The motion passed.

#### **NEXT BOARD OF DIRECTORS MEETINGS 2011**

- June 10-11
- August 26-27
- November 4-5
- Board Finance Committee is Feb 22 at 5:30 p.m. to discuss the Tax credits.

#### ADJOURN

Board of Directors Meeting adjourned at 2:30 p.m.

The MSEHS and OPK Policy Councils continued with their meeting.

Oregon Child Development Coalition Board of Directors Meeting and Video Conference Re: New Market Tax Credits Approval March 11, 2011 - 3:00 p.m.

**Directors Present,** Grant Baxter, Patricia Cuevas, Juan Preciado, Maria Feliz Reynoso - on video conference. Juan Carlos López – CO; Shari Lane, on phone conference.

**Others present,** Donalda Dodson, Executive Director; Don Horseman, Director of Financial Services; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant. David Altman, IPR Consulting; Alan Pasternack, Kantor Taylor

#### **Tax Credit Information**

# On 2/23/2011 the Board Finance Committee made the recommendation to the Board of Directors to move forward on Tax Credits against income taxes for equity investment in the OCDC projects, and bring to the Board for a vote to get the process started.

David Altman presented a brief summary of the tax credits to the Board. He explained that OCDC has a distinct competitive advantage to obtain this funding because the purpose of the NMTC program is to spur investment of private sector capital in complex communities. In the past, OCDC has had problems in finding funding due to its mission of working with families of migrant and seasonal workers and due to the location of our facilities. The NMTC allocation cycle also provides the most opportunity during the early spring. For all of these reasons, the timing is well suited for finding assistance for the development projects in Hillsboro, Hood River, and other locations. (Summary included).

- 1. Alan Pasternack, Attorney from Kantor Taylor, was introduced to the Board and he explained how these transactions are structured.
- 2. Alan made an illustration of the New Market leverage structure and direct investment structure for the board members to understand more clearly. OCDC will obtain approximately 20% of the cash for any development projects at the closing of the financing; and explained that compliance related to NMTCs lasts for only a 7-year period.
- 3. The investor in these transactions is typically one of the large banks (Chase, US Bank, Wells Fargo), and these banks can offer excellent terms for what in essence becomes the commercial mortgage when matched with NMTCs. OCDC has banked and has a good partnership with US Bank, so this partner will probably provide key pricing components, such as the discount for the upfront payout.
- 4. David mentioned that OCDC would own and write out the new loans and refinance old debt as long is tied into an overall project. The Board members agreed to move along and not miss the opportunity.

After some discussion the Board made the following motion to proceed with the tax credit process.

MOTION: Grant Baxter called for a motion to accept that OCDC proceed and go forward with the tax credit process. Juan Preciado moved to accept that OCDC proceed with the tax credit process; Juan Carlos López seconded the motion. There was a roll call vote. All those present voted in favor. Kay Ortega and Dr. Kyle House gave their vote prior to the meeting. The motion passed.

The Board members were in agreement that the contracts go through the Finance committee for review. Donalda will be in contact with David and keep the board updated on this issue.

David Altman who is an expert in this area, resigned from the Board of Directors (2/14/11) to be able to work with OCDC on the tax credit transaction process at this time.

#### Salem Lutheran School Property

Donalda mentioned to the Board about the opportunity to buy a small parcel of land on in Salem, Oregon. The purchase of this property would give OCDC ownership I of the existing buildings and also provide the space needed to add two more modular buildings. These would be used for classrooms, offices, and kitchen; this would be enough space for all of the EHS and MSHS children funded for the South Marion area.

The Board Chair suggested that more information with details on the property in Salem be sent to the Board to review. There was agreement to vote through mail ballot for their approval.

Action: More information will be sent to the Board members regarding the Salem property.

Board of Directors meeting and video conferencing adjourned at 4:45 p.m.

I. Call to Order – Dr. Kyle House, Board Vice-Chair called the Board meeting to order at 6:05 p.m.

### II. Roll Call – A quorum was present

Present, Dr. Kyle House, Board Vice-Chair, Patricia Cuevas, Shari Lane, Margarita Castaño, Natividad Barbosa, Kay Ortega, Maria Felíz Reynoso, and Juan Carlos López. Not present, Grant Baxter and Juan Preciado, excused.

OCDC Staff, Donalda Dodson, Executive Director; Joy J. Turtola, Program & Staff Development Director; Jose Juan Escobar, Monitoring and Compliance Coordinator; Nancy Perin, Director of Operations; Gwyn Bachtle, Polk County Program Director; Duke West, Human Resources Director; Martha Molitor; Senior Interpreter; Linda Torres, Senior Executive Assistant.

#### III. New Business

#### **Ongoing Monitoring and Assessment System** (OMA) **2010-2011** Jose Juan Escobar, Monitoring and Compliance Coordinator

In accordance with Head Start Performance Standards, OCDC is required to conduct an annual assessment of the Migrant and Seasonal and Early Head Start programs. *Juan gave out copies of the SA Summary and OMA report.* 

- a) Self Assessment (SA) Summary and Quality Improvement Plan 2010-2011 (QIP) Juan gave an overview of the ongoing monitoring and assessment system. He explained the details of the ongoing monitoring cycle and presented the five key points. The SA process found agency strengths as well as opportunities for improvement as indicated in Tables 1 and 2.
- **b) OMA cycle** Juan presented the Ongoing Monitoring and Assessment cycle and explained that the plan is developed, the Parents receive reports and give feedback, the Policy Council makes recommendations and the Board gives approval. The monitoring visits were from January 1, 2010 to April 1, 2011. Based on the plan, the monitoring team goes out and makes observations in the classrooms and data collection is summarized. There were 117 monitoring visits to the counties. (OMA included).
- **c)** Agency strengths, accomplishments and best practices. One of the strengths is The Parent Apprenticeship program and the Farm to School program.
- **d)** Quality Improvement Plan (QIP) The Head Start Act requires that Head Start agencies submit an improvement plan for areas of challenges or in need of improvement. OCDC Program Directors and management staff developed the QIP outlined in the report.

- *e)* Juan mentioned that the Counties are better versed and use the monitoring tool more often. (*SA Summary and QIP 2010-2011 included*).
  - **MOTION:** Dr. Kyle House, Board Vice-Chair called for a motion to approve the Ongoing Monitoring and Assessment System Plan 2010-2011. Kay Ortega made the motion; and Maria Felíz Reynoso seconded the motion to approve the Ongoing Monitoring and Assessment System Plan 2010-2011. All those in favor, said 'aye'; there were no oppositions. The motion passed.

#### **Program & Staff Development**

#### Joy Jerome Turtola, Program and Staff Development Director

Joy went through the PSD report and informed the Board members on the plans currently under way to train the county management staff on the new trainings.

- a) **Train the Trainer** The 'Train the Trainer'' will be presented in two days to cover overview of the agency training system, the adult learning theory; and to include actual practice by county staff. Many people know how to teach kids, but it's different to teach adults. Plans are to complete these by November; Joy mentioned that as we incorporate, this will be a real culture shift.
- **b) Dental Home Initiative** Joy informed that over the past year this initiative completed two tasks. The document OHP 101 is to provide dental information for families and encourage them to enroll in health care programs. The second task provides medical management information for Head Start staff that allows identifying the dental care assigned to a child/family.
- c) Joy also talked about HSAC (Health Services Advisory Committee); and PITC (Program for Infant Toddler Care), curriculum that is best practice and research in infant toddler care; and the National Center on Quality Teaching and Learning of Early Childhood Excellence funded by the Office of Head Start, which goal is to prepare trainings to help teachers with assessment tools improving teacher performance. (PSD report included).

The Board members thanked the Program & Staff Development Director for his report.

#### **Operations Report**

#### Nancy Perin, Director of Operations

- Nancy gave out handouts on the OPK year-end monthly reporting from October 1 to June 1, 2011.
- > Numbers reflect the status of the program as of the first of each month.
- > Program ends on the May 20<sup>th</sup>, family start moving out of the area.
- Significant numbers in immunizations up to date. Most were in the low income families.
- > We met the standards of children with identified disabilities.

Nancy reported that OCDC is in the process of a State review for the past year and a half; they brought in a fiscal consultant and are finishing the last piece of the State review. Reviewers did a lot of desk review, as we sent assessments, and the reviewers came out and looked at some things in the classroom. The Policy Council also was interviewed for this State OPK Review.

#### **OCDC Selection Criteria 2011**

*Gwyn Bachtle, Program Director from OCDC Polk County is a guest and a member of the ERSEA Committee.* 

Nancy informed the board members that at the Board meeting in February 2011 she mentioned that we would review and assess the selection criteria and come back with a new point system and would implement to the ERSEA (Eligibility, Recruitment, Selection, Enrollment and Attendance) system.

- The OCDC Selection Criteria form copies were given out. The selection criteria is a form that determines if children and families are eligible for the OCDC program services, and is also based on community assessment.
- > The objective of the selection process is developed to be fair and logical.
- OCDC Residency Questionnaire was given out. The ERSEA Committee developed the criteria. Gwyn Bachtle is a member of the committee and worked on this questionnaire.
- The questionnaire helps determine the services that a family may be eligible to receive. Intended to address the McKinney-Vento Homeless Education Improvement Assistance Act.
- > Family and Child factors were looked at on the criteria, as factors for EHS pregnant women.

Head Start standards set the requirements to determine recruitment and selection of children for eligibility. The agency has to serve the neediest of the neediest. Nancy mentioned that there is still revisions to make, there are many rules and regulations, and will continue working on this with the ERSEA committee.

**Recommendation:** The Board's recommendation is to come back in a few months, and report back to see how the Selection Criteria is working with the families.

MOTION: Dr. Kyle House, Board Vice-Chair called for a motion to approve the Selection Criteria 2011 as presented, Kay Ortega made the motion. Patricia seconded the motion to approve the Selection Criteria 2011 as presented. All those in favor said 'aye'. The motion passed.

The Board members thanked the Director of Operations, and Polk County Program Director, for the Operations report and the Selection Criteria information.

#### Human Resources Report Duke West, HR Director

- **1) Policy 10.061 Alcohol and Substance Abuse Policy for Employees**. This policy is under the Federal Motor Carrier Safety Administration Regulations. The Board members received previously copies of the policy to review. Duke stated that the Board members had discussed this policy last year; and the policy was rewritten as broad as possible in accordance with laws and to meet the requirements of the Department of Transportation for those employees of the agency who are required to drive under their employment. The policy was mentioned at the last Board HR Committee conference call in May 2011 and the committee agreed to bring forth the policy to the Board of Directors for approval. (Policy 10.061 included).
  - Motion: Dr. House, Board Vice-Chair, called for a motion to approve the Policy 10.061 Alcohol and Substance Abuse Policy for Employees. Shari Lane made the motion to approve the Policy 10.061 Alcohol and Substance Abuse Policy for Employees; and Maria Feliz Reynoso seconded the motion. All those in favor said 'aye', no oppositions; the motion passed.

#### 2) 2010 OCDC Employment Opinion Survey

Duke reported on the results from the Employee Opinion survey. He explained the comparison analysis from 2007 and 2010. Overall the scores listed were better in 2010, in 2007- 3.71 to 3.74 in 2010. On the rating scale anything with 3.68 to 3.99 is above average to extremely good. Strengths and feedback for improvement are included in the report. *(Survey included).* 

- EMT is reviewing all the information and developing an agency plan to address areas for improvement to continually move the agency forward.
- We know communication and change, as conflict resolution continue to be areas to focus on.
- > Making plans for recognition, and OCDC will be letting staff know.

The Board thanked the HR Director for the report.

#### **Meeting Adjourns**

The OCDC Board meeting adjourned for the evening at 9:15 p.m.

#### I. Call to Order Grant Baxter, Boar Chair called the Board meeting to order at 9:10 a.m.

#### II. Roll Call - Quorum was present

Present, Grant Baxter, Chair; Dr. Kyle House, Vice-Chair; Patricia Cuevas; Shari Lane; Margarita Castaño; Natividad Barbosa; Kay Ortega; Maria Felíz Reynoso. Not present, Juan Carlos López, and Juan Preciado, excused.

OCDC Staff, Donalda Dodson, Executive Director; Jennifer Olson, Resource Development Director; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant.

III. **Business Items -** Added to the agenda: EHS Budget grant; OPK Agreement to Department of Education

#### **Resource Development Report**

#### Jennifer Olson, Resource Development Director

#### a) OCDC Community Assessment

Jennifer informed that this year we only send out an update of the community assessment in the continuation grant. Jennifer and a group would be starting to come out in August to the counties to capture some of the migrant seasonal programs data to see and check how are services, and the needs of each county. We want more involvement, it is important to see how the population is changing, see where the families are living, and talking to community members. A formal document will be sent out by email explaining this idea to the Directors and parents. This will be a parent driven activity, there might be focus groups, if the parents and Board like this proposal. The Board agreed with this idea. This will help us to look at the seasonal number with more depth for the three year community assessment.

#### b) OCDC 40<sup>th</sup> Anniversary Celebration

Jennifer gave an update on the 40<sup>th</sup> anniversary and explained that the festivities are for a purpose, to be able to bring community partners to visit each of the counties and know about our program. Community partners and visitors are invited to the centers and classrooms and learn more. Jennifer noted that we are accomplishing our goal with the celebrations, to increase community awareness of the quality of OCDC services.

#### Action:

# Linda will send the local events information of 40<sup>th</sup> celebrations and new website to the Board.

Donalda reported that Astronaut, Jose Hernandez who will be the special guest speaker at the OCDC Gala, cannot attend in September, due to a conflict in schedule. So we may move up the Gala to another date, maybe in October; the Board will be notified of the official date.

# c) Early Childhood Home Visiting Program

OCDC was successful in being part of the Early Childhood Home Visiting program and was part of the grant application in seven counties. OCDC was successful in two grant applications and selected as major partner to provide EHS through the Home visiting initiative; two counties funded, Multnomah and Malheur Counties.

Portland State University did a huge analysis on families for the home visiting program, assessment and health report that is a very good data source; Jennifer mentioned that we are going to build on that information. Dr. House mentioned that he would be interested in seeing the information.

# Action: Jennifer will send Dr. House the State data and the health report information.

The Board members thanked Jennifer for the RD Report.

# Financial Report as of March 31, 2011 Dr. Kyle House, Board Finance Committee Chair

February 2011 Finance Committee - Dr. House mentioned that there was a recommendation from the Finance Committee in February meeting, would like to see the follow up with Don and Bob if they looked at the bond funds, and why they chose the funds or not.

Financial Reports as of April 30 and Dashboards as of March 31, 2011 were given out.

- > Dr. House went over the Narrative of Comparative Dashboards March 2011/2010.
- There is major activity of grants within the counties, and we see increases and decreases in some numbers.
- Statement of Activities Migrant Head Start expenditures increased a 2%. There is an increase in training costs and transportations costs (19%). Transportation needs close monitoring. We will need to watch transportation.
- Ratios Cash assets and Current liabilities. Question.... Dr. House had a question on the difference in ratios, in cash assets: 9.51% to 8.5% in 2011; also, a significant drop in ratio of current liabilities. Donalda will check with Don and ask why the significant drop. Dr. House mentioned that Auditors will notice that change.
- > As usual the financial reports are accurate and demonstrate the agency is financially stable.

## NMTC- New Market Tax Credits

Dr. House reported on the NMTC summary from David Altman, IPR Consulting. This program was presented and discussed with the Finance Committee and then brought to the Board for approval in March 2011. The information on the investment groups – is basically we borrow a large amount of money, and we can build new centers. The program permits private investors with federal tax liability to receive a credit against income taxes for investing in selected development projects.

Over five years the agency pays very little interest, and as a non-profit there is no tax implication. This is less expensive method than traditional borrowing from a bank. We're hoping to complete the process by August.

Donalda noted that when the plan is put together, and the attorney reviews contracts, we will provide the Board an update on this issue.

#### Executive Director Report Donalda Dodson, Executive Director

- *a)* The ARRA dollars are now Head Start dollars. Congress approved funding for the next six months, through March 2012. We will be submitting the EHS application. *(Info Below)*
- b) OCDC will participate in a Cluster meeting in June in Washington, DC, regarding the ARRA funding for EHS.
- c) The Risk Call with the Office of Head Start will be in person while in DC. Few of EMT members and Grant Baxter will attend. We also have a meeting with OHS Program Specialist, Debbie Youhouse.
- d) In Oregon there is a Design Team working on what the plan will be for education system. The governor wants to restructure all of education. Head Start Association is not supporting the Governor's plan, because the concept has been presented but no details.
- *e)* The Executive management team has been looking at how we do 'change management' which was one area identified in the employee survey. Looking at roles and constructive actions to help improve the leadership. *(Executive Director Report included)*

#### Early Head Start Continuation Approval

OCDC is required to submit an EHS supplemental application for a twelve month budget up to March 2012, for the seven counties: Clackamas, Hood River, Jefferson, Malheur, Multnomah, S. Marion, and Umatilla, to operate Early Head Start services for a six month period beginning September 30, 2011.

Total continuation grant for Early Head Start **\$5,071,280** – application is due by July 1, 2011.

#### Approval EHS Summary Budget 2012

MOTION:Grant Baxter, Board Chair, called for a motion to approve the EHS Summary<br/>Budget as presented; Dr. Kyle House made the motion and Kay Ortega<br/>seconded the motion to approve the EHS Summary Budget as presented.<br/>There was no discussion, all those in favor said 'aye'. The motion passed.

#### **OPK Grant Agreement to Oregon Department of Education**

Donalda informed that we need to submit the certifications and assurances for the OPK program due June 15, 2011. So the Board Chair needs to sign these. The budget will be submitted once it is approved by the State. OCDC is the largest Oregon PreKindergarten (OPK) provider with 641 slots.

#### The Board members authorized the Board Chair to sign the Agreement forms for OPK.

#### Early Head Start Federal Review Report

- Donalda informed that we received the Office of Head Start EHS Review letter. Two areas were reported, the issue of use of SNAP food stamps was mentioned again in the letter, but the Office of Head Start had told our Auditor that the policy was too narrow. Sandra Carton, OHS Regional Program Manager, is aware and is working on this issue. OCDC auditor informed us that the Program Instruction has been removed regarding the food stamps. Food stamps were part of the eligibility; and
- 2) Enrollment of 10 percent of Children with Disabilities OCDC was at 8 percent, we have another 23 children in the process of evaluation; so we were found out of compliance, although the year's now complete and the percentage is accumulative for the year. But we will be getting to our 10 percent compliance soon.

#### **MSEHS Policy Council Rep Report**

#### Kay Ortega, PC Chair

- Kay Ortega will be speaker at the Migrant and Seasonal Head Start conference breakfast on June 15 in DC.
- Few members of the Policy council are traveling to DC to participate in the Policy Forum. Visits to the congressional delegation will be made.
- Members of the Policy Council (7) visited Multnomah County and toured the center in Gresham. The staff made very good presentations regarding their initiatives; the PC experienced activities as done with the children. Parents are also very involved in that County. The PC all enjoyed the visit to Multnomah County and the information was shared with the rest of the Policy Council.
- Working on a fundraiser to help a member of the Board of Directors and previous PC member, and his family at this time. The Policy Council agreed to donate \$500.00 from the PC fund, and will continue to give support by working on fundraising. (Report included)

The Board had discussion and talked about their intention to help Board member and family with the health insurance. The Board talked about donating private funds or doing private fundraising. The health plan begins on July 15<sup>th</sup>, with a monthly payment.

- Board requested that the agency prefund the amount through unrestricted funds and through donations they would pay the agency back.
- Board members each made a donation for the insurance plan. The donations and copy of the checks donated will be given to OCDC Cash Management Accounting department.
- > The Board proceeded to make a motion.

### MOTION: Grant Baxter, Board Chair, entertained a motion for the agency to fund the insurance amount through unrestricted funds and repay OCDC through donations; Patricia Cuevas made the motion; Margarita Castaño seconded the

motion that the agency fund the insurance amount through unrestricted funds and repay OCDC through donations. The motion passed.

#### Approval of Board of Directors Minutes February 4 and February 5, 2011

MOTION: Grant Baxter, Board Chair, called for a motion to approve the Board minutes of February 4 and February 5, 2011. Kay Ortega made the motion; Natividad Barbosa seconded the motion to approve the Board minutes of February 4 and February 5, 2011. All those in favor said 'aye'. The motion passed.

#### Next Board of Directors Meeting

#### August 26-27, 2011

The Board members would like to visit Multnomah County on Friday August 26. Linda will let Program Director know. *(This info changed due to the anniversary celebration at Central Office on August 26).* 

#### Adjournment

Board of Directors meeting adjourned at 12:10 p.m.

# Oregon Child Development Coalition Board of Directors Meeting August 26, 2011

**Roll Call** – After the roll call, Grant Baxter, Board Chair called the meeting to order at 6:15 p.m.

**Directors Present**: Grant Baxter, Board Chair; Dr. Kyle House, Board Vice-Chair; Shari Lane, Natividad Barbosa; Patricia Cuevas; Margarita Castaño; Kay Ortega; Juan Carlos López and Maria Felíz Reynoso

**OCDC Staff**: Donalda Dodson, Executive Director; Jennifer Olson, RD Director; Duke West, HR Director; Don Horseman, Director of Financial Services; Rod Walker, Senior Facilities Manager; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant

#### Resource Development Report, Jennifer Olson, RD Director Anthony Veliz, PR Consultant

Jennifer and Anthony updated the Board members on the 40<sup>th</sup> Anniversary event. He gave out the agenda for the group to review for the Gala on October 8, 2011.

Anthony mentioned that this anniversary year is a wonderful opportunity for OCDC to be celebrating. The event center is at the Oregon Zoo, and holds 450 people. Inviting several businesses and community partners; and we might have a waiting list. Mariachis will be playing as guests arrive. Roxy de la Torre from Univision is going to be the Master of Ceremony, she is Univision news reporter. Jennifer mentioned that we are getting items donated for the silent auction. The Governor has been invited, and our major sponsors; a wonderful video of an OCDC child and some testimonials will be presented at the Gala.

Invited guest is Former Astronaut José Hernandez as the keynote speaker. He will be interviewed on the radio and on Univision, OPB, and in the Statesman Journal, and Caminos magazine. At the closing of the event, we will be requesting contributions. All these funds will go to support the families and children of OCDC.

The Board thanked Anthony for the updated Gala report.

#### Human Resources Report Duke West, HR Director

Duke gave the Human Resources report and updates.

1. **Union Activity** – There will probably be more activity as the full contract negotiations will start in the Fall.

- 2. **Policy Updates for Review and Approval** these two policies were presented to the Board and copies given out
- **Policy 20.150** Professional Development Plan
- **Policy 70.020** Reporting Suspected Child Abuse and Neglect
- **MOTION:** Grant Baxter entertained a motion to approve the Policy 20.150 Professional Development Plan as presented; Dr. Kyle House made the motion to approve the Policy 20.150 Professional Development Plan; Kay Ortega seconded the motion. There was no discussion. The motion passed.
- **MOTION:** Grant Baxter called for a motion to approve the Policy 70.020 Reporting Suspected Child Abuse and Neglect as presented. Kay Ortega made the motion to approve the Policy 70.020 Reporting suspected Child Abuse and Neglect as presented; Maria Felíz Reynoso seconded the motion. There was no discussion. The motion passed.

#### **FACILITIES UPDATE**

Rod Walker, Senior Facilities Manager reported to the Board on various facilities. Rod gave a Power Point presentation of property purchase proposals:

- 1. Enterprise Circle, Hillsboro
- 2. Salem Lutheran School Association, Salem
- 3. Malheur Housing Authority, Nyssa
- **1635 SE Enterprise Circle Gym Building:** The board authorized making an offer of \$450,000 on this property, with the authority to go up to \$550,000 without additional Board action.
- **4611 Lancaster Drive NE, Concordia Lutheran School:** Board authorized purchase of property and buildings. Terms of the purchase are that OCDC will pay enough to cover loan pay off and all closing costs, to a maximum of \$295,000.
- **Malheur Housing Authority:** Decided against this purchase, we will continue to lease. Grant was to talk to their Board Chair about this decision.
- The application for Enterprise was for a Community Development Block Grant (CDBG) for the project at the property we already own. The Board decided we would not apply for this money.
- PP slides included.

#### Approval Board of Director Minutes June 10-11, 2011

MOTION: Grant Baxter called for a motion to approve the Board of Directors meeting minutes of June 10 and June 11, 2011. Dr. House made a motion to approve the Board minutes of June 10-11, 2011. Kay Ortega seconded the motion. All those in favor said 'aye'. The motion passed.

#### Adjourn

The Board of Directors meeting adjourns for the evening at 9:30 p.m.

**Roll Call** – After the roll call, Grant Baxter, Board Chair called the meeting to order at 9:15 a.m.

**Directors Present**: Grant Baxter, Board Chair; Dr. Kyle House, Board Vice-Chair; Shari Lane, Natividad Barbosa; Patricia Cuevas; Margarita Castaño; Kay Ortega, Juan C. López

#### **Policy Council Members:**

**Migrant Seasonal Head Start (MSHS)** - Kay Ortega, PC Chair, Klamath County; Felipe Rayo, Hood River County; Ana Carranza, Umatilla County; Huber Sandoval, Washington; Gabriela Diaz, Jefferson; Mateo Sixto, Jackson; Daniela Almeida, Multnomah County;

**Early Head Start (EHS)** - Maria Felíz Reynoso, Jefferson; Benito Galindo, Hood River; and Diógenes de la Rosa, Multnomah County. Victor Chonteco, Multnomah, Community Rep; Anna Weller, Community Rep

**Oregon PreKindergarten (OPK)** - Juan Carlos López, PC Chair, Washington County; Derrick Scherwinka, Marion County; Mary McKinney, Jackson County, Community Rep

**OCDC Staff**: Donalda Dodson, Executive Director; Don Horseman, Director of Financial Services; Karelia Harding, Parent Involvement Coordinator; Martha Molitor, Senior Interpreter; Linda Torres, Senior Executive Assistant

### ERSEA Report (Eligibility, Recruitment, Selection, Enrollment, Attendance) Donalda Dodson, Executive Director

Donalda asked the Board and PC members for a six month extension for the ERSEA report. We will start using it for the Fall, but our IT is still working on this, many rules and regulations, and ERSEA committee is still making revisions, so that is the reason why we would want to have an extension. IT has been updating the information on ERSEA, with OPK, MSEHS, and input in all the systems. We plan to implement in January 2012 and report in June 2012.

- MOTION: Grant Baxter, Board Chair called for a motion for approval to extend the ERSEA report an additional six months. Dr. House made the motion; Kay Ortega seconded the motion to extend the ERSEA report an additional six months. All those in favor said 'aye'. The motion passed.
- MOTION: Kay Ortega, MSEHS PC Chair called for a motion for approval to extend ERSEA report an additional six months. Victor Chonteco made the motion, Maria Feliz seconded the motion to extend the ERSEA report an additional six months. No discussion, all those in favor said 'aye'. The motion passed.

#### MOTION:

OPK Chair, Juan Carlos López called for a motion for approval to extend the ERSEA report an additional six months; Derrick Scherwinka, made the motion and Mary McKinney seconded the motion for approval to extend the ERSEA report an additional six months. No discussion. The motion passed.

#### **Executive Director Report**

The Executive Director report was given out to the members in their packets.

- Donalda informed on congress working on passing the budget. We still do not know what the budget will be in 2012, will update as we receive information. We do know that they are looking at budgets for 2013.
- OHS will look at programs they are funding to see what programs are not as effective, or are duplicate, or which do not help economic growth. The instruction of the Office of Head Start is that they may eliminate those programs. As of now there is a lot of support for Head Start, but are also looking at corrections. We will wait for more information.
- EHS budget is funded for half of 2012.
- The Governor is restructuring the Oregon Education system; there will be several work groups carrying out this task.
- In OPK there was restoration of the children that were cut in 2010 and OCDC asked to continue funding in Marion County for 10 slots.
- As result of the various assessments and consultant reports, the Executive Leadership team is looking at the response to the need to address communication areas and change management. The emphasis for the team is to be more strategic oriented and less operational. Looking at strategic planning for the next five years, preparing the agency to move forward, and one of the goals is to diversify and expand.
- Donalda informed that she attended the Johnson and Johnson Head Start Management Fellows program. Was a two week training with long hours of work but she has been able to utilize some of the concepts that were presented in the trainings. She developed a plan and presented a PowerPoint presentation that is MIP - *included in the packet the Management Improvement Plan (MIP).*

#### • OCDC MISSION

Looking at the OCDC mission, Donalda mentioned that she reviewed the current mission – of who we are and what we do, and updated the mission to include early childhood care, education and developmental services as part of the services we provide to the children and families. OCDC mission and new draft mission was included for review.

#### **OPK (Oregon PreKindergarten) CONTINUATION GRANT BUDGET 2011/2012 Don Horseman, Director of Financial Services**

Don presented the summary of 2011/2012 OPK budget. The total for OPK funds is \$6,391,504

- There was an increase made in the Policy Council dollars
- Transportation costs went up and so that was increased as well

| OCDC OPK Grant budget funding |              | Funded Slots |         |          |
|-------------------------------|--------------|--------------|---------|----------|
|                               |              | 2011-12      | 2010-11 | Variance |
| TOTAL                         | \$ 6,391,504 | 766          | 641     | 125      |

Board of Directors proceeded to make a motion for the approval of the OPK Budget 2011/2012

MOTION: Grant Baxter called for a motion to approve the OPK Budget 2011/2012; Patricia Cuevas made the motion, and Margarita Castaño; seconded the motion to approve the OPK Budget 2011/2012. All those in favor said aye. The motion passed.

OPK Policy Council proceeded to make a motion for the approval of the OPK budget 2011/2012

MOTION: Juan Carlos López entertained a motion for the approval of the OPK Budget 2011/2012. Derrick Scherwinka made the motion and Mary McKinney seconded the motion for the approval of the OPK Budget 2011/2012. All voted in favor, the motion passed.

#### **FINANCIAL REPORTS**

#### Don Horseman, Director of Financial Services

Don presented to the group the Financial Reports as of June 30, 2011.

There are no major changes at this time, so we stay within the budget parameters. Enrollment has been challenging but Donalda is proactive in trying to work with Counties to meet enrollment.

There was discussion on parent activities funds and how they are being utilized. Parents can talk with the Program Directors and plan the budget. Part of the checklist is to talk about the Parent Involvement plan, and to make sure they are making those changes with the Director.

# APPROVAL OF MIGRANT AND SEASONAL HEAD START/EARLY HEAD START 2012 CONTINUATION GRANT

## <u>Summary of OCDC 2012 MSHS/EHS Budget</u>

Don Horseman, Director of Financial Services presented the MSHS/EHS budget to the MSHS/EHS Policy Council and Board of Directors. Donalda Dodson, Executive Director gave copies of the 2010-2012 Goals and Objectives updates to the group.

Don gave out copies of the summary of the MSHS/EHS 2012 budget in English and Spanish, and gave an overview of the Administrative services, County and Program, and Parent activities total budgets. The total funded enrollment MSHS/ is 2723 and EHS/ 352 for a total of 3075.

| OCDC Continuation Funds MSHS/EHS Grant |               |      | Enrollment |       |
|--|---------------|------|------------|-------|
|  |               | MSHS | EHS        | TOTAL |
| TOTAL                                  | \$ 33,714,699 | 2723 | 352        | 3075  |

Migrant and Seasonal Head Start/Early Head Start Policy Council made a motion for the approval of the OCDC 2012 MSHS/EHS Continuation grant:

MOTION:Kay Ortega, MSEHS Policy Council Chair, called for a motion to approve the<br/>2012 MSHS Continuation grant budget and Goals and Objectives updates.<br/>Huber Sandoval made the motion to approve the 2012 MSHS Continuation<br/>grant budget and Goals and Objectives updates; Anna Carranza seconded the<br/>motion. All those in favor said 'aye'. No oppositions. The motion passed.

The Board of Directors proceeded to make a motion for the approval of the OCDC 2012 MSHS/EHS Continuation grant:

MOTION: Grant Baxter, Board Chair called for a motion to approve the 2012 MSEHS Continuation grant budget and Goals and Objectives updates. Kay Ortega made the motion to approve the 2012 MSHS Continuation grant budget and Goals and Objectives updates; Juan Carlos López seconded the motion. All those in favor said 'aye'. The motion passed.

#### OCDC AUDIT REPORT 2010

#### Dr. Kyle House, Board Vice-Chair

Dr. House reported on the Audit and informed we had just received the report from the auditors. The following documents were given out to the Board and Policy Councils:

- Financial Statements as of December 31, 2010
- Governance Letter
- Management Letter

The auditors are extremely pleased with Finance management. There was only one finding listed in the Management letter. Was noted there was some confusion on part of staff regarding the status as single parent or both parents in agriculture. Governance letter stated that it was an exceptionally clean audit. One of the best comments from Bob Coen previous board member and is now a volunteer Consultant said that with all the complex of the program, it was impressive that for three years in a row OCDC resulted in good audits.

Dr. House stated the appreciation of the Board and Policy Council to the Finance area, because there are so many complex regulations and without Fiscal's detail work, we would not be in this pristine shape.

The Board Audit Committee on August 22, 2011 recommended the Board and PC to approve the 2010 Audit Report, and related letters.

#### MOTION: Grant Baxter, Board Chair called for a motion to approve the 2010 Audit Report; Kay Ortega made the motion and Shari Lane seconded the motion to approve the 2010 Audit Report. There was no discussion; all those in favor said 'aye'. The motion passed.

- MOTION: Kay Ortega, MSEHS PC Chair called for a motion to approve the 2010 Audit Report; Victor Chonteco made the motion to approve the 2010 Audit Report; and Felipe Reyes seconded the motion. All those in favor said 'aye'. The motion passed.
- MOTION: Juan Carlos López, OPK PC Chair, called for a motion to approve the 2010 Audit Report; Derrick Scherwinka made the motion and Mary McKinney seconded the motion to approve the 2010 Audit Report. All those in favor said 'aye', the motion passed.

The Financial Reports were accepted.

- Motion:Dr. Kyle House, Board Vice-Chair called for a motion to accept the Financial<br/>Reports as presented. Natividad Barbosa made the motion to accept the<br/>Financial Reports as presented; Patricia Cuevas seconded the motion; all those<br/>in favor said 'aye'. The motion passed unanimously.
- Motion:Kay Ortega, MSEHS PC Chair, called for a called for a motion to accept the<br/>Financial Reports as presented. Daniela Almeida made the motion to accept<br/>the Financial Reports as presented; Diogenes de la Rosa seconded the motion;<br/>all those in favor said 'aye'. The motion passed unanimously.
- Motion:Juan Carlos López, OPK PC Chair, called for a motion to accept the Financial<br/>Reports as presented. Derrick Scherwinka made the motion to accept the<br/>Financial Reports as presented, Mary McKinney seconded the motion; all<br/>those in favor said 'aye'. The motion passed unanimously.

#### **MS/EHS REPORT**

#### Kay Ortega, PC Chair

- Kay informed that there was a family retreat in Jackson County in July. Staff made presentations and the PC had a tour of the center.
- The PC meeting for September will be canceled due to many activities at this time.
- There will be a joint meeting with the OPK PC in October for elections and transition of officers.
- Some of the PC members are participating in the MSHS Office of Head Start conference on October 1-5, 2011.
- Kay was nominated and accepted to participate on the Brazelton Advisory Board.

#### **OPK REPORT**

#### Juan Carlos López, PC Chair

- Juan Carlos reported that there will be a joint meeting on October 21-22 with the MSEHS Policy Council and OPK.
- Policy Council lost some of their OPK members, and has only three members now.
- The OPK last meeting was in June, and the meetings have been in the evenings, they were every three months, it might change to every two months.
- OPK members will offer meetings on Saturday, and see if it's easier for others to attend.

**Update on Board Member, Juan Preciado -** Karelia Harding, Policy Council Coordinator, gave the Board an update on the status of Juan Preciado and his family. Juan has been taking care of his wife. The waiting time for transplant is still the six months. Juan said that he wanted to thank the Board and PC for all of their support. He has not been able to attend the Board meetings, but he wanted to make sure that everyone knows how grateful he is. Juan does read emails, if anyone wants to contact him. Karelia informed that the PC made a collection to raise funds as a donation for Juan Preciado and family.

#### **CALIFORNIA PROJECT**

**Presentation by Project team** - Victor Chonteco, Community Member to the PC; Nora Barbosa, parent, Washington Co; Antonio Rojas, ERSEA Supervisor, Multnomah Co; Patricia Alvarado, ERSEA Supervisor, Washington Co; Erika Ramirez, ERSEA Supervisor, Marion Co; and Ana Ruiz, Mental Health and Disabilities Coordinator, Marion Co.

The California project was a collaboration effort. The purpose of the project was to recruit families for the summer program. The group was divided in two teams, and they visited camps, clinics, markets, libraries and schools. 450 families were contacted and over 800 flyers were distributed. Collaborations were made with various California Head Start programs. The team proposed to expand their efforts in recruitment to include other States, and to increase the number of OCDC teams. The group gave a PowerPoint presentation of their visit to California. The Board and PC members congratulated the group on their recruitment efforts and successful trip, and thanked them for the presentation.

#### NEXT BOARD OF DIRECTORS MEETING

• November 4 and 5, 2011

#### ADJOURNMENT

The Board and Policy Council meeting adjourned at 12:50 p.m.

- End of Board and Policy Councils Meeting -

#### **Oregon Child Development Coalition**

# **Board of Directors Meeting November 4, 2011**

- I. **Call to Order** Dr. Kyle House, Board Vice-Chair called the meeting to order at 6:05 p.m.
- II. Roll Call A quorum was present

**Board Members,** Dr. Kyle House, Board Vice-Chair; Shari Lane; Patricia Cuevas; Margarita Castaño; Natividad Barbosa; Ana Carranza; Rosa Maria Mendoza; Juan Carlos López; Kay Ortega (on video conference). David Altman, Advisor, IPR Consulting. Grant Baxter, Board Chair; on conference call

**OCDC Staff,** Donalda Dodson, Executive Director; Joy J. Turtola, Program and Staff Development Director; Jennifer Olson, Resource Development Director

#### III. New Business

#### **Operations Report**

Donalda Dodson gave information on the Operations Report for Nancy Perin, Operations Director.

- OPK programs are doing well. Enrollment is at 100% in all four counties and OCDC is adding a fifth county in a few weeks in Multnomah County in a partnership with NAYA (Native American Youth Association) with 18 children.
- Transportation OCDC purchased a transportation software program that assists each of the Transportation Coordinators in the counties with bus routes. These have been found helpful to provide transportation services more effectively.
- Program Directors and the Executive Leadership Team, continue to meet monthly. Directors are taking more responsibility in building capacity within their management teams. They have taken a lead role in developing the agency's School Readiness Plan which will be presented to the Board in Jan/Feb 2012. *Report is included.*

#### Resource Development Report Jennifer Olson, RD Director

- Jennifer presented Resource Development homepage for OCDC that was updated. Explained what is RD, why is RD important and defined who is responsible. This work was done initially with Jack DeWaard and other contractors. This information has been articulated also in the counties and with OCDC partners.
- 2011 Grants Jennifer reported on the 2011 grants received, pending and denied grants. Specialty Crop Block Grant, \$5K; Spirit Mountain, \$26,414 for You Make the Difference parenting education, and Kaiser \$20K, to extend community childcare to Umatilla. *Homepage included.*
- GALA Jennifer presented the PowerPoint of the Gala to the Board members. This will be placed on the website.

The Board thanked Jennifer for the PP presentation.

#### **Program and Staff Development**

#### Joy J. Turtola, PSD Director

Joy gave an overview of the PS Development report.

- Teaching Strategies GOLD This is a web based assessment system that allows teachers to track individual student and classroom progress. Joy informed that the online system offers many benefits but there are numerous challenges that need to be addressed. OCDC is planning a series of trainings for education staff, and trainings for Program Directors on monitoring within TS GOLD.
- RRCAN training A refresher training is being developed with the agency's new RRCAN policies, to then conduct a "train the trainer" for county staff.
- PBIS Key county staff attended the "coaches" training in September 2011, to learn the principles and practices on PBIS. For 2012 we are developing detail county specific PBIS plans that target certain areas for implementation on PBIS Benchmarks of Quality matrix.

The Board thanked Joy for the Program and Staff Development Report.

#### New Market Tax Credits (NMTC) Conference Call with US Bank and Raza Development Fund

David Altman, Consultant, gave an overview of the NMTC discussions. The Board has been informed of the NMTC meetings.

- There are letters of interest that have been provided by both of these organizations, Raza Development Fund and US Bank, and our team is recommending for consideration. David explained that as we get further in the process, we would bring a transaction for the Board resolution.
- The conference call began at 7 p.m. with US Bank and Raza Development Fund directors. David Altman led the conference. Grant Baxter, OCDC Board Chair called in for the conference call. Maria Bustria-Glickman,Vice-President of US Bancorp; and David Clower, Chief Credit Officer, of Raza Development Fund.
- Discussion was on the OCDC financing of NMTC to support acquisition of a facility located in Hillsboro, Oregon that will be used for MSHS program.
- Group of people from OCDC working on this process, Donalda Dodson, Executive Director; Rod Walker, Facilities Manager, and Don Horseman, Director of Financial Services.
- Alan Pasternack, Attorney from Kantor Taylor, works on procedures, and David Altman, IPR Consulting.
- David Clower, from Raza Development Fund, stated that he looks forward to visit OCDC and meet staff in regard to the Hillsboro facility.
- Conditional New Markets Tax Credits Reservation Commitment from Raza Development Fund was made and sent to Donalda for signature after approvals.
- The RDF will reserve up to \$11 million of NMTC's to finance the project. Anticipation that awards will come out in February, the expected timeline to close the transaction.

• Raza Development Fund has worked with Head Start program Washington State Migrant Council. US Bancorp has made a number of investment transactions in Portland, as Blanchet House, Mercy Corp, Catholic Charities, and School of Chinese Medicine. OCDC has done financing with successful outcome, with Brian Sampson, Vice-President of US Bank in Salem for many years.

The Board thanked the group for being on the call, and thanked David Altman for attending the meeting and supporting OCDC with the process.

#### Approval of Board Minutes August 26-27, 2011

- MOTION:Dr. Kyle House entertained a motion for the approval of the August 26,<br/>2011 Board minutes. Kay Ortega made the motion, and Juan Carlos<br/>López seconded the motion for the approval of the August 26, 2011<br/>Board minutes. All those in favor said 'aye'. The motion passed.
- MOTION:Dr. Kyle House called for a motion for the approval of the August 27th<br/>2011 Board minutes. Shari Lane made the motion for the approval of<br/>the August 27, 2011 Board minutes, and Patricia Cuevas seconded the<br/>motion. All those in favor said 'aye'. The motion passed.

#### **Executive Director Report**

#### Donalda Dodson

- Donalda talked about the Head Start programs to implement recompetition. In the Act of 2007 there is a call to do recompetition for those programs that are not functioning well. More information to come on that issue.
- 2. Donalda informed that we still do not know about the Governor's plan. There is a meeting with the Governor's key people on the education plan, so we are taking a proactive approach joining hands with Early Intervention and Head Start.
- 3. New partnership with NAYA in Gresham was recently established. This allows OCDC to have another OPK site as well as strengthen our partnerships.
- Refocusing with the Executive Leadership team to reflect the leadership nature of our work. We will be more focused on strategic direction and planning with the Mid Management team.

Report included.

#### Leadership Institute Conference in Washington, DC - Jan 20- 25, 2012

Donalda informed the Board that the conference in Washington DC is January 20 to the 25<sup>th</sup>. Last year we talked to our Senators, and we will do the same for January. The parents are flying on Friday, Jan 20 for the Saturday Affiliate meetings, and Sunday is the Board meeting. Tuesday and Wednesday are the Hill visits. Linda will be making the appointments with Congress. Karelia also sent the information out to the PC. This is an opportunity to network with others, and to make contact with members from other programs.

#### **OCDC Mission Statement**

Donalda asked the Board to review and look over the Mission statement. She mentioned that we are planning a strategic session with the Board, PC, and key management to have a critical strategic facilitated discussion. We can look at different issues and plan what we want to do, as immigration, seasonal slots, and looking at the mission. Also pointing to work on diversifying OCDC revenue base, and discuss fundraising.

#### **Strategic Planning Session**

**February 10 - 11- 2012, t**he Board members agreed, we can have the Board of Directors and Strategic planning taking place.

- On Feb 10, Friday evening, we can have Board business meeting.
- Feb 11, Saturday all day for a strategic planning session.
- Donalda talked with Marc Smiley, Consultant, to facilitate the session, he is very skilled and well respected in the community.

#### **Board Members, 2 Vacant Positions**

Donalda mentioned that we still have Board vacancy, Bob Coen and David Altman's positions. The board members would like to find a grower to join the Board, and Early Childhood position. David had mentioned someone interested from John Gray sons. Donalda will follow up with him.

The Board thanked Donalda for the Executive Director Report.

#### **Executive Director Evaluation**

Grant Baxter mentioned that last year there was a huge fluctuation in the evaluation. The Board wants to understand the aspects, because not all the members understand all the work that the Director performs. They did review the evaluation and made some remarks. Seems as the format was not liked by some of the members. Grant mentioned that this year we will evaluate and respond to the form as presented, and next year we can talk about this further and get the form corrected so it is more tied into what the Executive Director is doing.

#### ACTION:

# Grant would like the Board members to send him the evaluation no later than November 23rd.

#### ADJOURN

The Board meeting adjourned at 9:15 pm for the evening.

# Oregon Child Development Coalition Board of Directors Meeting - November 5, 2011

**Roll Call** The quorum was established yesterday, November 4.

**Board Members**, Dr. Kyle House, Board Vice-Chair; Patricia Cuevas; Margarita Castaño; Ana Carranza; Shari Lane; Natividad Barbosa; and Kay Ortega.

**OCDC Staff,** Donalda Dodson, Executive Director; Don Horseman, Director of Financial Services; Duke West, Human Resources Director

#### Human Resources Report

Duke West, HR Director

- Duke presented the HR report. Gave update on Recruitment and Separations. Recruiting for a Director in Polk County.
- Union Activity Do not have a date on when contract negotiations will begin for 2012. The National Labor Relations Board (NLRB) is very active implementing changes saying that employees have the right to organize. The date of implementation has been delayed for this reason.
- Benefits Update Benefits committee met in October. Discussion is the challenge to pay as much cost so the employee as lower fees. OCDC is running at 46 percent. This could be the year we might ask the employees to cover for part of the health coverage or make major changes in the coverage.
- Executive team is looking at discussing other options.

The Board thanked Duke for the Human Resources report.

### Financial Reports as of September 30, 2011 Dashboards September 30, 2011

Don Horseman, Director of Financial Services presented the Financial Reports as of September 30, 2011 and Comparative Financials.

- Don went over the Summary of Funds in the financial Report
- Financial Dashboard Narrative as of September 30, 2011.
- Statement of financial Position
- Statement of Cash Flows and Ratios.
- Copies of Financial Reports were given out.

#### Form 990 Return of Organization Exempt From Income Tax 2010

Don presented the Form 990, OCDC tax return, filed for organizations exempt from income tax. This return has been prepared, by Accounting Manager. Information is sent to the audit firm and they put this report together. It's being required that OCDC give a copy to the Board before it is filed. Dr. House has been informed as Chair of the Finance Committee. Copies were given out to the Board. Dr. House explained that the Board needs to accept the Form 990. The form ties in with the OCDC Audit.

# Motion:Dr. House entertained a motion to accept the Form 990 as presented. PatriciaCuevas made the motion and Kay Ortega seconded the motion to accept the<br/>Form 990 as presented. All members in favor said 'aye'. The motion passed.

The Board members thanked Don for the Financial Report

#### **ERSEA Selection Criteria**

- Donalda informed the Board members of the change in the Selection Criteria form, under I Categorically Eligible: to remove or **delete Active Military Duty serving in warzone**. This is not categorically eligible and is a hardship for many families.
- Policies are taken to the Board and Policy Council, and this change has been presented to the PC.
- The Board agrees with the removal because it's not a good criteria and not supportive of compliance.

#### **MSEHS Policy Council Report**

- 1. The Policy Council just had elections and there was good participation, Huber Sandoval is the MSEHS President now.
- 2. Vice President is Antonio from Jackson County.
- 3. Treasurer is Kay Ortega.
- 4. OPK Policy Council had elections, and Juan C. Lopez is still Chair.
- 5. There were trainings given by previous PC members who demonstrated their leadership.
- 6. Planning a raffle to complete paying back the loan for Board member Juan Preciado.

# 2010-20111 Program Information Report - PIR Reports

#### Donalda Dodson

Donalda presented the PIR reports of 2010-2011 for Head Start and Early Head Start and OPK programs. Copies were given out to the members for their information.

She informed that we will be integrating the Migrant and Seasonal and Early Head Start information into one report.

- Enrollment Migrant and Seasonal Head Start 2723
- Head Start is 641
- Early Head Start 352

# School Readiness - Family Engagement

#### Donalda Dodson

Donalda informed the Board on the emphasis for services to children and the goal of School Readiness. Office of Head Start identifies four areas as indicators of a well developed School Readiness plan. Donalda gave out copies of Head Start Child Development and Early Learning Framework that represents the foundation of Head Start approach to School Readiness and the (PFCE) Parent, Family and Community Engagement Framework, which is building relationships with families that support family well being. When parent and family engagement activities are integrated across the programs, family and children outcomes are achieved. OCDC has already taken steps to address these areas within the State. Program Directors are taking the lead according to their community and needs. *Copies included*.

Board of Directors Meeting adjourns at 12:00 p.m.