



Early Learning Coalition of Lake County
Innovative services for children of Lake County

These minutes summarize the key issues of the ELCLC Board of Directors' meeting on September 1, 2010 held at the Early Learning Coalition of Lake County.

Mr. Pruitt called the meeting was called to order at 9:05 a.m. The following members were present: Ms. Michele Rawls, Mr. Eddy Workinger, Ms. Melissa Lyford, Ms. Cheryl Ridley, Ms. Kathryn Sutherin, Mr. Eric English, Ms. Porcha Green, Ms. Sabrina Ciceri, Ms. Oscar Palau, Ms. Jennifer Walz, Commissioner Linda Stewart, Dr. Hugh Brockington, Dr. Barbara Howard, Ms. Dawn Mainville, Ms. Marie Carlberg, Ms. Sherry Olszanski, Mr. B. E. Thompson, Mr. Will Pruitt and Ms. Daphine Harvey for Ms. Carpenter. The following members were absent: Mr. Hays Ginn, Ms. Maureen Jergins and Ms. Jeanie Rowin. The following staff was present: Ms. Lesha Buchbinder, Ms. Laura Close, Mr. Bill Hartman and Ms. Patricia Pierce. The following guests were present: Ms. Denise Lancaster, Ms. Erica Mott, Ms. Renet McCall, Ms. Doreen Chatelier and Ms. Diana Diaz.

Ms. Buchbinder determined a quorum was present.

Prior to reviewing the action items for consideration, Ms. Buchbinder asked to present a document regarding a proposed lease for the building located at 1300 Citizens Blvd. Ms. Buchbinder distributed a copy of the proposed lease. Ms. Buchbinder announced that Mr. Stephen Lee, attorney for the Coalition, was on the phone to assist in the discussion of the proposed lease. Ms. Buchbinder commented that Mr. Lee has been working with her on the review of the lease and there are four areas for discussion by the Board.

Mr. Lee began with item 16.1 relating to the liability responsibility the premises. The proposed lease states that ELCLC will hold SunTrust bank harmless of damage to the premises. Mr. Lee explained that this action would put the Coalition at higher risk. Mr. Lee stated that he has requested that the language be reciprocal, but at this time the bank has not accepted his proposal.

Mr. Lee proceeded with item 19.1, which addressed subletting of the property. Mr. Lee commented this item had not been previously discussed or proposed. Mr. Lee explained that the lease currently reads that if the Coalition were to allow another agency to use part of the leased space and charged a fee over the fee per square foot stated in the lease agreement, the Coalition would have to pay SunTrust 50% of the amount collected. Ms. Buchbinder asked Mr. Lee if the Coalition was subletting space to offset a percentage of our expenses, would the bank get half if the fee was the same as our square footage rate.

Dr. Brockington asked we could get around that if the fee was a match donation and the money went directly back into programs. Mr. Lee said this would require further discussion. Dr. Howard commented that the Bank is leasing the facility to use to use at will, and we should be able to decide if we want to allow others to use our space. Dr. Howard asked how much the Coalition is willing to lose, and suggested that we try to compromise with the Bank. It was suggested that the Coalition counter the language with something less than the proposed 50%.

Mr. Pruitt asked Mr. Workinger his opinion of the language of the lease. Mr. Workinger commented that the price per square foot is the best deal in the county at this time; the cost is currently below market rate; particularly due to the fact that the proposed lease includes utilities and the fact that the Bank is willing to do the build out for the training area.

Ms. Buchbinder commented that the goal of the Coalition is not to make a profit with the possible rental of the training space, but it would be an opportunity recoup lease expenses. Mr. Pruitt asked Mr. Lee to inform the Bank regarding the purpose of the fees, and that any monies collected would be to go back to helping kids.

Mr. Lee addressed item 23.2d addressing the issue of litigation and stated that the Landlord and Tenant expressly waive the right to trial by jury in any action, proceeding or counterclaim between the parties regarding the lease or its provisions. Mr. Lee expressed his opinion that though he would disagree with the language, the ultimate decision lies with the Coalition.

Mr. Lee proceeded with item 25.9 for discussion. This referenced the possibility of any transfer of the landlord's interest in the leased premises, and states that the tenant shall recognize such transferee and the landlord and the bank shall have no further liability to the tenant. Mr. Lee commented that parts of this item had been struck out previously, but was put back in the proposed lease. Mr. Workinger commented that a title search showed SunTrust as the owner; however, Mr. Workinger added that the master lease is with a third entity.

Ms. Buchbinder requested that each item be considered and a consensus made by the Board so the Coalition would know how to proceed.

Item 16.1: The consensus was that this would not be a deal breaker. Mr. Workinger reiterated that this is a standard lease and the proposed language is common. Mr. Thompson commented that further negotiations be held and move forward and accept the language.

Item 19.1: The consensus was to have Mr. Lee do a counter offer on the subletting and suggest that 25% of any rental fee would be considered by the Coalition and that the timeframe for use of the space would only be for one day. The Board also asked Mr. Lee to state that review of financials of potential renters would be unacceptable. Mr. Lee commented that the lease refers to a long term sublet and may not be applicable for short term usage. Mr. Pruitt stated to offer new language on this item.

Item 23.2d: Mr. Thompson commented that a mediator would be the first course of action on a waiver of jury trial, and a judge would be the second action. Mr. Thompson recommended accepting the language and moving forward.

Item 25.9: The consensus was that we have a vested interest in the building and should attempt to negotiate the language accordingly.

Ms. Buchbinder commented that time is critical and a meeting should be scheduled with Mr. Pruitt, herself and the Bank to review the Coalition's response to the key areas discussed. Ms. Buchbinder will see if a meeting can be scheduled for later in the day.

CONSENT CONSIDERATION:

Mr. Pruitt presented action items 621-625 and asked if anyone had questions. Ms. Buchbinder requested to pull item 625 for discussion. There were no questions; a motion was made and seconded to approve action items 621-624. Motion carried. Ms. Buchbinder began dialogue on item 625, stating that it didn't require a vote as the information was an update on the probation status of Little Ones Learning Center. Ms. Buchbinder stated that Little Ones Learning Center had been sold and the owners have renamed the center to Children's House of Learning. Ms. Buchbinder commented that the previous owners have moved out of the area. The new owners have expressed their desire to have an SR contract and requested that the probation status on the facility be removed. After some discussion, it was the consensus of the Board that if the sale was to a full legal entity, that the new owners would need to go through an orientation, etc. and would then be allowed to have an SR contract. Ms. Buchbinder will contact the owners to ensure they have met the orientation requirement.

EXECUTIVE DIRECTOR'S REPORT:

Ms. Buchbinder stated that there are 28 days left before October 1, 2010. Ms. Buchbinder distributed a summary of the various components of the transition process, noting what progress had been made and what was still needing to be completed.

Ms. Buchbinder distributed additional information regarding the process for the transition. Ms. Buchbinder commented on Board Governance stating that the current operating policies and procedures as well as personnel policies, will be used going forward with the merger and CCCS policies and procedures along with the Coalitions will be reviewed in the near future. Ms. Buchbinder commented that our current HR firm will be conducting an HR audit to review current policies, procedures, job descriptions, etc. Ms. Buchbinder further commented that one of the tasks at hand will be to review the exempt and non-exempt status of all positions. Ms. Buchbinder commented that the staff morale at this time is good and staff is already blending together. Ms. Buchbinder informed the board that the current phone system used by the Coalition has gone out of business and the expanding the system is not an option. Ms. Buchbinder stated that the Coalition has obtained quotes for a new and more efficient phone system that will provide the best possible service for a reasonable cost.

Ms. Buchbinder stated that the Coalition is looking for alternate drop areas for providers to get their monthly sign-in sheets to ELCLC without having to come to the Leesburg office. Ms. Buchbinder commented that she met with Ms. Porcha Green and had agreed to partner together place secure drop boxes in three of the Head Start Centers. Ms. Buchbinder also stated that paperwork had been sent to all providers asking them to submit updated information for direct deposits through QuickBooks for provider payments. Finally, Ms. Buchbinder stated that CCCS had completed a satisfaction survey with parents and providers indicating 98% were satisfied with the services provided.

Ms. Buchbinder discussed the process for record management and document retention and will continue to work with LifeStream to determine where original files should be maintained. Ms. Buchbinder stated that a meeting is being scheduled to discuss our IT systems and EFS. Ms. Buchbinder explained to the board that Central Florida Help Desk will be moving all of the IT equipment to the new facility. Ms. Grant will be conducting a full review of the inventory for all parties involved in the merger.

Ms. Buchbinder informed the Board that posters, flyers, etc will be prepared to notify centers and parents about the upcoming change.

Ms. Buchbinder provided a brief update on the annual Day in the Park event scheduled for October 28, 2010 at Hickory Pointe.

Ms. Buchbinder stated that the Board's Annual Retreat is typically held in the fall, but due to the pending transition of staff, would like to schedule the annual retreat for the first quarter of 2011.

Mr. Pruitt and Mr. Thompson complimented Ms. Buchbinder and Ms. Olszanski on the cooperation between both organizations and getting the transition process to where it is now.

Mr. Pruitt did a presentation on a new campaign to raise match dollars. It is called "Just Match It" and showed a sample of a display with a child holding the "Just Match It" card. Mr. Pruitt also presented a brochure that can be sent in an envelope that will serve as a response card with the campaign logo to make donations easier; the brochure can be removed and given to another potential donor. Mr. Pruitt also showed the members a t-shirt with the Just Match It logo printed on it that could be given out for a donation of \$15 or more. The Just Match It website will have directions to help donors use the secured PayPal system to make their donations online. Mr. Thompson suggested putting the PayPal logo on the donation page. Information about the campaign will be distributed via an email blast, personal distribution to family and/or friends, churches, etc. Ms. Buchbinder commented that the match goal for 2010-2011 is estimated at \$200,000. Mr. Pruitt stated he hopes that this campaign will generate more private dollars so the Coalition is not competing with LifeStream for grants from other agencies. Ms. Stewart commented that perhaps the information could be sent to the school system and be placed in the teachers' boxes. Mr. Pruitt commented that he anticipates obtaining 25 of standup displays for distribution by ELC Board Members and if anyone else is interested to let the Coalition know.

FISCAL/UTILIZATION REPORT

Ms. Buchbinder commented that the July fiscal analysis was in the board packet for review by the members. The final invoice and year end information will be presented at the October Board meeting.

COMMITTEE REPORTS

Ms. Buchbinder stated that a meeting of the Professional Development Reimbursement committee will be scheduled to review the applications for the fall 2010 semester. Additional committee meetings will be scheduled to determine what action going forward would be necessary by each committee.

OTHER INFORMATION

Ms. Buchbinder stated that the programmatic reports are in the packet for review and members could contact her if they have any questions.

OLD BUSINESS

There was no old business.

NEW BUSINESS

Ms. Buchbinder stated that Ms. Jennifer Walz was instrumental in implementing a fundraising campaign at the Chiropractic Center where she is employed. Ms. Walz explained how the campaign

could raise funds for the Coalition. Ms. Walz explained that as part of the fundraiser campaign the center will charge \$25 for x-rays for new patients which will then be donated to the Coalition. Ms. Walz explained that each year their organization selects a business to receive funds raised by the center. Ms. Walz stated the ELCLC had been selected as the recipient of the fundraising campaign for the next 12 months. The Board applauded Ms. Walz and the Chiropractic Center for their support.

There was no further discussion. A motion was made to adjourn at 10:50 a.m.

Respectfully submitted by:

Patricia Pierce
Executive Assistant

approved October 13, 2010