Cabarrus Partnership for children

Executive Committee May 28, 2024
Zoom Meeting – 8:00 a.m.

The Executive Committee of the Cabarrus County Partnership for Children met at a called Zoom meeting on Tuesday, May 28, 2024 at 8:00 a.m. by Zoom Meeting. These members were present: Beth Street, Danielle Mauldin, and Marcella Beam. Beth Street led the meeting. Beth welcomed everyone. Staff: Ann Benfield and Ariel Ayers were present. **Quorum was established**.

Minutes for the March 14, 2024
Beth Street presented the minutes of the March 14, 2024 executive committee meeting and the committee reviewed. Marcella Beam moved to approve the minutes as presented, and Danielle Mauldin seconded and all were in favor.

Ariel Ayers presented these financial reports that she sent by email:
Smart Start Expenditure Report, NCPK Expenditure Report, Other Funds Report, and the SUN Report

Ariel Ayers also presented the Reallocation for Smart Start Fund. These changes were made in our FY 23-24Smart Start Allocation:

Activity	Current FY 23-24 Budget	Requested Allocation Adjust.	Proposed Allocation Adjust.	Proposed FY 23-24 Reallocation	Comments
Child Care Health Consultants	$174,441	$20,000	$20,000	$194,441	PTO Cash Outs/Increased Staff time on activity
Social Emotional Intervention	$133,719	-$28,330	-$28,330	$105,389	Updated budget projections provided by DSP
ABCD	$34,787	$2,800	$2,800	$37, 587	PTO Cash Outs/Increased Staff time on activity
DPIL	$10,126	-$3,250	-$3,250	$6,876	Received separate funding from NCPC
Emergency Dental	$30,259	$6,000	$6,000	$36,259	New children with dental needs identified
Program Management/Evaluation	$116,298	$13,500	$13,500	$129,798	PTO Cash Outs/Increased Staff time on activity
Public Education/Outreach	$36,483	$15,280	$15,280	$51,763	PTO Cash Outs/Increased Staff time on activity
	$2,313,419			**$2,313,419**	
Unallocated Services	0			0	
Administration	$233,167	-$26,000	-$26,000	$207,167	
Unallocated Administration	0			0	

After the presentation, Danielle Mauldin moved to make the changes to the FY 23-24 Smart Start Allocation and Beth Street seconded. All were in favor.

Ann Benfield Shared the Program Oversights minutes of their meeting and these items were discussed: Program Oversight Items for Approval

Inclusive Child Care – Additional Training Offerings:

Ann Benfield presented that P.U.R.E. Excellence has been asked for additional in-depth trainings at certain centers to support the Conscious Discipline training. The direct service provider put together a list of trainings that they would like to offer, which are as follows:

1. Building Relationships
2. Growth Mindset
3. Connecting with Families
4. Creating Lesson plans to promote social emotional development
5. Self-Care
6. Effective Communication
7. Building Self-Esteem/Efficacy
8. Developmentally Appropriate Practices
9. Learning Children's Temperament Traits and How to Respond
10. Effective Supervision
11. Cultural Competence
12. Quality Enhancement
13. Observation/Assessment Documentation
14. Inclusion
15. Professionalism

Danielle Mauldin moved to allow the direct service provider to provide these additional trainings as requested.
2nd: Lora Lipe, All were in favor.
Executive Committee reviewed and approved: May 28, 2024

Parents As Teachers (State Appropriated Grant):
Ann Benfield presented that after the Board decided to offer funding to Endless Opportunities to provide Parents As Teachers (PAT) under the State appropriated grant following the same provisions as were initially offered to the direct service provider ahead of FY23-24, Endless Opportunities reached out to inquire about changing those provisions as the Essential Requirements for PAT have changed. The committee reviewed the Essential Requirements for visits for Full Time Parent Educators from Page 65 of the manual, as well as the proposed visitation requirements sent by Endless Opportunities.
Danielle Mauldin moved to change the visitation requirement to 400 visits for the year. 2nd: Gale Coor. All were in favor. The Executive Committee Reviewed and approved: May 28, 2024

The Executive Committee received and approved the Additional Preschool Slots for Cabarrus County Schools and the rankings listed below:

Activity	Provider	Motion	2nd	Approved/ Denied	Ranking for Funding	Ranking Motion	Ranking 2nd	Board Approved/De Recommendation 4.
Additional Preschool Slots	Cabarrus County Schools	MH	LL	Approved	9	LL	MH	
Conscious Discipline	Cabarrus County Schools	MH	LL	Denied				Denied this applicant, bu for other options that completed within the tim the State Directed C
Dental Navigator	Cabarrus Health Alliance	PS	LL	Approved	8	LL	MH	Approved
Water Testing	Cabarrus Health Alliance	PS	MH	Denied				Denied this proposal, l Benfield will start conve with CHA and enviromen regarding issue
Cabarrus Share	Catapult	PS	MH	Denied				Denied this applicant, administer this program t Partnership for cost s
Cabarrus Share	InHouse	MH	LL	Approved	2	LL	MH	Approved
Conscious Discipline	Conscious Discipline	MH	LL	Denied				Denied this applicant, bu for other options that completed within the tim the State Directed C
Conscious Discipline	InHouse	MH	LL	Approved	6	LL	MH	Approved
Parents As Teachers	Endless Opportunities	PS	MH	Approved	3	LL	MH	Approved, with contr stipulations for this Dire Provider as previously ou the Board during the las cycle
Evaluation	Evaluation Innovations	MR	MH	Approved	4	LL	MH	Approved
On Call Teachers	P.U.R.E. Excellence	LL	MH	Approved	7	LL	MH	Approved
Grant for Child Care Providers	InHouse	LL	MH	Approved	5	LL	MH	Approved
	To Increase WAGE$ in Cabarrus County, Funding will go to the below to programs, to free funding from Sm							
Public Education and Awareness	InHouse	LL	MH	Approved	1A	LL	MH	Approved
Child Care Health Consultant	InHouse	LL	MH	Approved	1B	LL	MH	Approved

The Governance Committee met on May 21, 2024 and reviewed the ByLaws and made these changes in yellow.   Judge Beth Street reviewed.

BYLAWS OF
CABARRUS COUNTY PARTNERSHIP FOR CHILDREN
ARTICLE I - OFFICES

Section 1.1. Principal Office. The principal office of the corporation shall be located in Cabarrus County, North Carolina or at such other place as may be designated from time to time by the board of directors.

Section 1.2. Registered Office. The registered office of the corporation required by law to be maintained in the State of North Carolina may be, but need not be, identical with the principal office.

ARTICLE II - BOARD OF DIRECTORS

Section 2.1. General Powers. The business and affairs of the corporation shall be managed by its board of directors or by such committees as the board may establish pursuant to these bylaws.

Section 2.2. Composition. The board composition of the Cabarrus County Partnership for Children Board of Directors will be determined by the requirements of the North Partnership for Children Board of Directors. The Cabarrus County Partnership for Children Board of Directors will select an approved board structure that best fits their needs. For audit purposes, annually, the Cabarrus County Partnership for Children Board of Directors may review its operating board structure and should the Cabarrus County Partnership for Children Board of Directors opt to change its current board structure, the change will be done in a timely manner to meet the North Carolina Partnership for Children Board of Directors guidelines and requirements. **The board of directors must have a minimum of thirteen board members.**

Section 2.3. Term of Office. Board of Directors' members will be appointed for a term of two years beginning on the first day of July following such election. ***A Board Member may be asked to serve additional terms at the discretion of the Board of Directors. Each officer shall hold office until one of the following: his/her term ends, death, resignation, retirement, or removal.***

Section 2.4. Election of Directors. Directors shall be elected by the board of directors. A vacancy occurring on the board of directors will be filled by the Governance Committee.

Section 2.5. Compensation. Directors may be compensated for direct costs incurred that were pre-approved by the board of directors. No further compensation shall be allowed to directors of the board.

Section 2.6. Resignation. A director may resign at any time with a 30-day notice in writing to the chairperson. The new director shall begin a new two-year term; term end date shall coincide with the closest fiscal year end.

Section 2.7. Leave of Absence. A director may request a leave of absence in writing for up-to six months within one week of any meeting commitment to the board chair. Acceptance of the leave of absence will be at the discretion of the board chair and will be announced at the next scheduled board meeting. For all timely, approved leave of absence the director's meeting requirements during such leave will be waived.

Section 2.8. Voting. Each director shall have one vote **in person or virtually** on any issue that does not involve a conflict of interest **and fulfills all open meeting laws requirements**.

Section 2.9. Proxy Voting. North Carolina law for non-profits does not permit proxy votes and therefore proxy votes will not be practiced by the Partnership.

Section 2.10 Conflict of Interest. In accordance with G.S. 143B-168.12(a) (1) and related legislation, all appointed local board members shall avoid conflicts of interests and the appearance of impropriety. Should instances arise when a conflict of interest may be perceived, any individual who may benefit directly or indirectly from the partnership's disbursement of funds shall abstain from participating in any decisions or discussion and may be asked to leave the room during the deliberations or vote, regarding the disbursement of funds.

Section 2.11. Board Attendance. Any board member filling one of the positions must attend **in person or virtually** <u>**50%**</u> of board and committee meetings annually or the board member will be removed from the board unless the executive committee determines the board member should remain on the board. This does not apply to directors that are on leave of absence. Board members may not designate a proxy for individual board meetings, in accordance with Section 2.9.

Section 2.12. Committees. Executive Committee. The executive committee shall consist of the chairperson, vice chairperson, secretary, treasurer.

The executive committee shall have and may exercise all the authority of the board in matters pertaining to the basic management of the corporation between meetings of the board except as limited by Gen. Stat. 55A-8-25 or successor statutes in the North Carolina Nonprofit Corporation Act.

Other Board Committees. The board of directors and chairperson may establish any committees deemed necessary to carry out the work of the corporation. The board chairperson shall appoint board of directors and other community members to these committees and the board chair/committee shall designate chairpersons for each committee. Committees serve in an advisory capacity to the board, unless specifically authorized by the board to carry out duties of the board.

Section 2.13. Financial Support of Partnership: All board members are required to contribute annually to the Partnership. ***Contributions will be made between July and June annually.***

ARTICLE III - OFFICERS

Section 3.1. Number. The officers of the corporation shall consist of a chairperson, one or more vice chairpersons, a secretary, a treasurer and such assistant secretaries, assistant treasurers and other officers as the board of directors may from time to time elect. Any two or more offices may be held by the same person, except the offices of chairperson and secretary may not be held by the same person.

Section 3.2. Election and Term. ***The officers of the corporation shall be elected by the board of directors absent extenuating circumstances for a term of one - two years beginning on the first day of July following such election. An Officer of the Board may be asked to serve additional terms at the discretion of the board of directors. Each officer shall hold office until one of the following: his/her term ends, death, resignation, retirement, or removal.***

Section 3.3. Removal. Any officer or agent elected or appointed by the board of directors may be removed by the board by a two-thirds vote whenever in its judgment the best interest of the corporation will be served thereby; but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 3.4. The Chairperson. The chairperson shall preside at meetings of the board. The chairperson shall sign and execute instruments in the name of the corporation, with the secretary, an assistant secretary, or any other proper officer of the corporation thereunto authorized by the board of directors, including any deeds, mortgages, leases, bonds, contracts, or other instruments which the board of directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors or by these bylaws to another officer or agent of the corporation; and in general the chairperson shall perform all duties incident to the office and such other duties as may be prescribed by the board of directors from time to time.

Section 3.5. Vice Chairperson. In the absence of the chairperson or in the event of his/her death, inability or refusal to act, the vice chairperson or vice chairpersons, in the order determined by the board of directors shall perform the duties of the chairperson, and when so acting shall have all the powers of and be subject to all the restrictions upon the chairperson. The vice chairperson or vice chairpersons, shall perform such other duties as from time to time that may be assigned by the chair or vice chairpersons or by the board of directors.

Section 3.6. Secretary. The secretary shall keep, or cause to be kept, accurate records of the acts and proceedings of all meetings of the board of directors. The secretary shall give, or cause to be given, all notices required by law and by these bylaws. The secretary shall have general charge of the corporate books and records and of the corporate seal, and the secretary shall affix the corporate seal to any lawfully executed instrument requiring it. The secretary shall sign such instruments as may require the secretary's signature and shall perform all duties incident to the office of secretary and such other duties as may be assigned the secretary from time to time by the chairperson or by the board of directors.

Section 3.7. Treasurer. The treasurer shall have custody of all funds and securities belonging to the corporation and shall receive, deposit or disburse the same under the direction of the board of directors. The treasurer, with assistance from the corporation staff, shall keep full and accurate accounts of the finances of the corporation in books especially provided for that purpose, shall prepare and publish a financial statement for the corporation and shall perform all other duties incident to the office of treasurer and such other duties as may be assigned to the treasurer from time to time by the chairperson or the board of directors.

Section 3.8. Assistant Secretaries and Assistant Treasurers. The assistant secretaries and assistant treasurers, if any, shall, in the absence or disability of the secretary and the treasurer, respectively, have all the powers and perform such other duties as shall be assigned to them by the secretary or the treasurer, respectively, or by the chairperson or the board of directors.

Section 3.9. Bond. At the direction of the board, any officer or employee of the corporation shall be bonded. The corporation shall pay the expense of procuring any such bond.

Section 3.10. Conflict of Interest. In accordance with G.S. 143B-168.12 (a) (1) and related legislation, and in order to avoid conflicts of interests or the appearance of impropriety, all officers of the board of directors shall not work directly with a program that receives Smart Start funding or be employed by or serve on a board of an agency or organization that receives Smart Start funds.

ARTICLE IV – MEETINGS OF DIRECTORS

Section 4.1. Regular Meetings. Regular meetings of the board of directors shall be held not less than six times each year at a time and place designated in the notice of meeting, fulfilling all the requirements of Open Meeting Laws. The first Tuesday of December shall be considered the Annual Meeting. If any regular board meeting must be canceled, it shall be rescheduled as soon as possible while maintaining all Open Meeting Law requirements. Meetings may be in person or virtually fulfilling all the requirements of Open Meeting Laws.

Meeting materials shall be sent to directors ahead of time. Minutes shall be taken and distributed to all directors. If a vote on a corporate matter is necessary, the executive director shall record the vote. Each director shall submit their vote either in person which shall become part of the official minutes.

Section 4.2. Special Meetings. Special meetings of the board of directors may be called by or at the request of the chairperson or any two directors, but Open Meeting Laws must be observed.

Section 4.3. Notice of Meetings. Notice of a regular meeting of the board of directors, or any special meeting of the board of directors, shall be given at least three days before the meeting by the usual means of communication. Except as provided in Section 4.4 hereof, such notice need not specify the purpose for which the meeting is called.

Section 4.4. Waiver of Notice. Any director may waive notice of any meeting. The attendance by a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 4.5. Quorum. One half (50%) of the number of directors serving from time to time shall constitute a quorum for the transaction of business at any meeting of the board of directors. For committee meetings a quorum shall be one half of the members currently serving on the committee.

Section 4.6. Manner of Acting. Except as otherwise provided in these bylaws the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors.

Section 4.7. Presumption of Assent. A director of the corporation who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless a contrary vote is recorded or a dissent is otherwise entered in the minutes of the meeting.

Section 4.8. Parliamentary Rules. All meetings shall be conducted in an open, orderly and fair manner. Robert's Rules of Order, as revised, shall apply to all deliberations unless the board by two-thirds vote chooses an alternative method for a particular procedural issue or for a specific instance.

ARTICLE V - CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 5.1. Contracts***. The Board Chair is authorized to sign contracts on behalf of the Partnership; only one signature is required. The board of directors may authorize another officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.***

Section 5.2. Loans. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances.

Section 5.3. Checks and Drafts. All checks, drafts or other orders for the payment of money issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the board of directors.

Section 5.4. Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such depositories as the board of directors may select.

Section 5.5. Gifts to the Corporation. The board or any officer or officers or agent or agents of the corporation to whom such authority may be delegated by the board, may accept on behalf of the corporation any contribution, gift, bequest or devise for the purposes of the corporation.

Section 5.6. Audits. The accounts of the corporation shall be audited as required by the State law. Each director of the board shall receive a copy of any audit of the corporation.

ARTICLE VI - GENERAL PROVISIONS

Section 6.1. Seal. The corporate seal of the corporation shall consist of two concentric circles between which is the name of the corporation, and in the center of which is inscribed SEAL, N.C. and 1998; and such seal, as impressed on the margin hereof, is hereby adopted as the corporate seal of the corporation.

Section 6.2. Waiver of Notice. Whenever any notice is required under the provisions of the North Carolina Nonprofit Corporation Act, or under the provisions of the articles of incorporation or by the bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Section 6.3. Fiscal Year. Unless otherwise ordered by the board of directors, the fiscal year of the corporation shall be July 1 through June 30.

Section 6.4. Executive Director:

Hiring: The Executive Committee will recommend to the board a candidate to serve as Executive Director. The board will vote to accept the candidate before a contract will be offered to the Executive Director. The board chair will contact ***Atrium Health Cabarrus*** to hire the Executive Director at the specified salary authorized by the board of directors upon hire.

Termination: In the event an Executive Director must be terminated, the board chair will contact Human Resources at ***Atrium Health Cabarrus*** to relay the ruling of the Cabarrus County Partnership for Children Board of Directors.

Performance Evaluation and Compensation: The Executive Committee will partner with ***Atrium Health Cabarrus Vice President of Administration*** to complete the Executive Director's Performance Evaluation and Compensation Review by December 31st of each year. ***The Executive Committee will report at the January Board of Director's Meeting of the completion of the Executive Director's Performance Evaluation and Compensation Review.***

Section 6.4. Amendments. These bylaws may be amended, restated or repealed and new bylaws may be adopted by the affirmative vote or a majority of the directors then holding office at any regular or special meeting of the board of directors; provided, however, that the board of directors shall have received notice of said meeting that meets the requirements of G.S. 55A-10-20 or successor statutes.

Adopted and Revised: **May 28, 2024**
October 27, 2020
April 25, 2017
May 28, 2013
March 16, 2010
September 27, 2005
June 11, 2002

After the Executive Committee's review, the ByLaws were approved as submitted by the Governance Committee.

New Board Members for FY 24-26

Ann Benfield presented the Board Matrix Worksheet and stated that two members will be rotating off the board: Amos McClorey & Patrick Graham. Gil Small & Danielle Mauldin will be serving an additional two-year term. The Governance Committee also submitted two new board members for Board Membership for FY 24-26: Aalece Pugh – Assistant Cabarrus County Manager and Timbs Fulghum the community connections outreach at Atrium Health Cabarrus.

After the review of the information above by the Executive Committee, the new members were approved as submitted by the Governance Committee. The new slate of officers will be presented at the June Board Meeting.

Conscious Discipline Proposal from P.U.R.E. Excellence
Ann Benfield shared a Conscious Discipline Proposal from P.U.R.E. Excellence that came into after the Program Oversight meeting. The proposal was prepared for one year and would include all child care centers in Cabarrus County, including private and public centers.

After the review the Executive Committee wanted to make these recommendations for funding:
1. Provide to center that have never had Conscious Discipline training/coaching.
2. Provide Training for every director in Cabarrus County facilities
3. Prioritize new teachers in early childhood
4. Prioritize those people that have not participated in any trainings or coaching in the past.
5. Make sure this Conscious Discipline Training/Coaching is for all child care providers in Cabarrus County (private/public)

With these recommendations, Beth Street moved to accept this proposal and Danielle Mauldin seconded, and all were in favor.

Greater Cabarrus Foundation
Ann Benfield reported that she met with Cam Cruickshank the CEO and Bob Bratton, the Chair of the Greater Cabarrus Foundation. They are working to form a new foundation that will be investing the community using the Cabarrus County Community Needs Assessment as their, "North Star," so since early childhood is one of top three needs they are interested in investing in the Cabarrus County Partnership for Children. They want to award scholarship for children to attend a quality child care program in Cabarrus County. Once Cam is settled into his new position July 1, 2024, they want to come and share more information with the board of directors in the fall.

The Executive Committee approved the following Board Meeting Schedule for FY 24-25

FY 2024-2025 Board Meeting Schedule

The Cabarrus County Partnership for Children Board Meetings will be held at the Partnership office located at 1307 S. Cannon Blvd., Kannapolis, NC 28083 (the second entrance to the Cabarrus County Department of Human Services at the corner of Dale Earnhardt Blvd, and S. Cannon Blvd. (Hwy 29) At 1:00 pm.

July 23, 2024	Executive Committee – Fourth Tuesday Virtually at 8:00 am
August 27, 2024	**Board Meeting** – Fourth Tuesday at **Partnership Office** or Virtually at **1:00** pm (link will be sent)
September 24, 2024	Executive Committee – Fourth Tuesday Virtually at 8:00 am
October 22, 2024	**Board Meeting** – Fourth Tuesday at **Partnership Office** or Virtually at **1:00 pm** (link will be sent)
December 3, 2024	**Voices for Children Luncheon:** First Tuesday on the first Tuesday at **noon** at **McGill Baptist Church**
January 28, 2025	Executive Committee – Fourth Tuesday Virtually at 8:00 am
February 25, 2025	**Board Meeting** – Fourth Tuesday at **Partnership Office** or Virtually at **1:00 pm** (link will be sent)
March 25, 2025	Executive Committee – Fourth Tuesday Virtually 8:00 am
April 22, 2025	**Board Meeting** – Fourth Tuesday at **Partnership Office** or Virtually at **1:00 pm** (link will be sent)
May 27, 2025	Executive Committee – Fourth Tuesday Virtually at 8:00 am
June 24, 2025	**Board Meeting** – Fourth Tuesday at **Partnership Office** or Virtually at **1:00** pm (link will be sent)

Board Adopted: <u>May 28, 2024</u>

Update on the $2 Million State Directed Grant
Ann Benfield reported the $2 million State Directed Grant was deposited by NCDHHS in our bank account last Thursday, May 23, 2024. We are in the process with contracting for the new programs. We will be looking at the allocations for all our new programs at the June board meeting since some of the proposals requested more funding than we projected. We will keep you posted. Thank you for your support and help!

Ann Benfield thanked all the officers for serving this year and reminded everyone that a new Slate of Officers will be presented at the June Board Meeting. The last board meeting of FY 23-24 will be Tuesday, June 25, 2024 at 1:00 pm at the Partnership Office at 1:00 pm. The next Executive Committee will be on Tuesday, July 23, 2024 at 8:00 am on Zoom.

With no further business the meeting was adjourned at 8:45 am
Respectfully submitted, Ann Benfield, Executive Director