

**From Cradle to College Foundation, Inc.
Board of Directors Meeting
Of
February 21, 2022**

The From Cradle to College Foundation, Inc. held a Board of Directors meeting on February 21, 2022, at 3:00 PM through a Zoom Meeting initiated at 600 8th Avenue West, Palmetto, Florida

Board Members Present:

Marc Gilner
Dianne Kopczynski
Diana Dill
Rachel Quinn
Howard Veltz

Board Members Absent:

Linda Guritz (excused)
Andrew Minor (excused)

Foundation Staff Present:

Marie O'Connell

These minutes are a summary of the discussion and action items of the From Cradle to College Foundation Board of Directors meeting on February 21, 2022.

Welcome and Roll Call

Marc Gilner called the meeting to order at 3:03 PM.

Marie O'Connell conducted roll call and determined a quorum was present.

Foundation Update

Change in Foundation IRS Status

Marie O'Connell shared information related to the ELC Executive Committee meeting held on February 16, 2022, in which ELC Interim Director, Darrell King, presented a document outlining his plan for the Coalition and Foundation's relationship. This plan outlined the Coalition and the Foundation operating as unrelated organizations and the Coalition noting that the mission statement will not be altered at this time to accommodate the immediate need of the Foundation to distribute the scholarship funds raised at the Leadership Prayer Breakfast in October 2021. Diana Dill, Scholarship Committee Chair, and Ms. O'Connell had conducted additional research with both Moss Krusick and Blalock Walters to fully understand what the Foundation's next steps would be to ensure proper distribution when Mr. King first indicated that he was not in favor of Ed Moss's suggestion that the Coalition change its mission. The legal and fiscal advisors stated that to separate from the Coalition, the next step would be to file a Form 1023 and supply supporting documents including Amended Bylaws, Amended Articles of Incorporation and a letter signed by the Board Chair of the Coalition relinquishing control over the Foundation. Both advising firms stated that the Foundation could not distribute the scholarship funds under the Foundation's status as a supporting organization of the Coalition if they maintained their mission which currently includes children 0-12 and remain in compliance with governing regulations.

Future Operations/Direction

Board discussion that followed Ms. O'Connell's report included questions as to why this situation was occurring so rapidly after Mr. Sharff's passing and what the Foundation's purpose would be moving forward.

All agreed that the Foundation has a responsibility to properly administer the scholarships that were generated by the Leadership Prayer Breakfast. The PEARLS program is currently under contract with the State until June 30 and is also on target to be included for 2022-23 funding. This program generates funding through training that covers its expenses and Ms. O'Connell noted that it is a valuable program providing services that are not available to early childhood providers through another resource and she would like to see PEARLS continue.

Fundraising Monies to ELC

Ms. O'Connell also reported that the Coalition discussed the return of fundraising monies in the meeting, which would need to be further defined and agreed upon by both entities. The Coalition also shared in the report that they will be conducting all future fundraisers under the Coalition.

Foundation Asset – 2021 Thomas Bus

The Early Learning Coalition has been utilizing the Foundation Bus since its purchase for multiple ELC programs. The Board agreed that once the current situation is resolved, the future of the asset will need to be determined. The Foundation will not have use for the bus, so a potential sale would be considered at that time.

Scholarships Report

Diana Dill reported that she had been researching possibilities for the scholarship administration to provide the most benefit to the community. She noted that both MTC and SCF would be valuable partners for the Foundation, they have processes in place currently that will be effective. She proposed that \$30,000 go to First Responder Scholarships and \$16,000 go to Educators as per the press release. Diana also suggested to the Board that we would have two named scholarships for the Educators fund. These funds would be named in honor of Harry Kinnan and Paul Sharff. Kinnan would be for educators seeking a Bachelors in K-12 Education and Sharff would be designated for Early Learning Educators.

Items for Approval on Non-Consent Agenda

The Foundation will utilize the services of community partners MTC and SCF to manage the scholarship process and there will be two named Educator Scholarships, Kinnan and Sharff.

Upon a motion duly made by Dianne Kopczynski and seconded by Diana Dill, the motion to approve the Non-Consent Agenda item was unanimously approved as presented.

Items for Approval on Consent Agenda

The Foundation will file documents to change its status to a stand-alone organization, no longer acting as a support organization of the Early Learning Coalition of Manatee.

Upon a motion duly made by Diana Dill and seconded by Howard Veltz, the motion to approve the Consent Agenda item was unanimously approved as presented.

Approval of the Board of Directors' Meeting Minutes of February 3, 2022

Diana Dill noted a change needed on page one of the document, changing the word "the" to the word "to" in sentence 4 under Donations.

Upon a motion duly made by Dianne Kopczynski and seconded by Howard Veltz, the Minutes for the Board of Directors Meeting of February 3, 2022, were unanimously approved with the correction made.

Old Business

None

New Business

Ms. O'Connell asked the Board to confirm if they would like to attend the March 30th Spirit of Manatee Awards Luncheon where Mr. Sharff will be posthumously presented the Charles Clapsaddle Award.

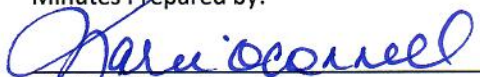
Public Comments

None

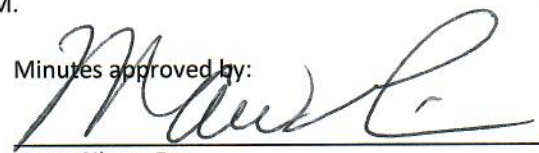
Adjournment

There being no further business to come before the Board, Howard Veltz moved to adjourn, and Rachael Quinn seconded the motion. The Meeting was adjourned at 4:05 PM.

Minutes Prepared by:


Marie O'Connell

Minutes approved by:


Marc Gilner, Esq.