



Board of Directors Meeting
Tuesday, December 8, 2020 1:00 pm - 3:00 pm
Join Zoom Meeting: Link Available Upon Registration Confirmation

Overview: First 8 Memphis hosts quarterly Board of Directors meetings as a function of the governing body for the organization. The Board provides oversight and accountability for the organization. Board meeting dates and virtual access are open to the public.

Time	Agenda Item
1:00 pm	Board Chair Welcome
1:10 pm	Board Committee/Working Group Reports <ul style="list-style-type: none"> ● Executive Committee ● Nominating and Governance Committee ● Finance Committee ● Communications Working Group ● HR Working Group
2:25 pm	Executive Director Report
2:45 pm	Check Out and Adjourn

* Voting Item

FY21 Board of Directors Meeting Dates
 Tuesday, October 20, 2020
 Tuesday, December 8, 2020
Tuesday, March 9, 2021 (next meeting)
 Tuesday, June 8, 2021



First 8 Memphis Board of Directors Meeting
Date: December 8, 2020 **Time:** 1:00pm - 3:00pm

Board Members Present: Jim Boyd, Kathy Buckman Gibson, Dr. Marion Hare, Tanya Hart, Amber Huett-Garcia, Yvonne Madlock, Mary McDaniel, Keva Latham, Patrice Robinson, Alex Smith, and Michael Whaley

Board Members Absent: Dr. Antonio Burt and Carol Johnson Dean

Staff Present: Ginny Renfroe, LeAmber Hill and Dr. Kandace Thomas

Visitors Present: Ronda Hughey (Hughey's Debits and Credits)

Board Chair Welcome

Board Chair, Kathy Buckman Gibson, called the meeting to order at 1:05 pm. A quorum was recognized.

Buckman Gibson acknowledged that the final sign offs and documentation required for Year 2 Pre-K financing was completed thanks to the hard work of staff and Commissioner Whaley.

Key points of the meeting agenda included:

- Board membership and potential Board candidates
- a virtual open house as a way to reach out to the community

Committee Business

Review of October 20, 2020 Board of Directors Meeting Minutes

VOTE: A motion to approve the October 20, 2020 F8M Board Meeting Minutes was made by Mary McDaniel with a second by Jim Boyd. There were no objections. The minutes were approved unanimously.

Board Committee/Working Group Reports



Executive Committee

Buckman Gibson provided the following updates:

- A 6-month Executive Director Review was conducted with Dr. Thomas. An overview of the conversation was included in the meeting materials and highlighted reflections, achievements, and needs for Dr. Thomas and the organization.
- Conflict of Interest Forms were provided to the Board members for completion. The forms will be requested again at the annual meeting in March (and each year following).

ACTION ITEM: Board members will complete the Conflict of Interest form and return to LaDora.

Nominating and Governance Committee

Director Boyd provided an update on draft materials in development for the Board.

- Job Description
 - Members were encouraged to review the materials and provide feedback to the committee.
 - Working list of candidates
 - Candidates for three open seats as well as individuals to consider in the future. Members discussed potential candidates with expertise representing fundraising and 0-3. Secondary needs include legal, marketing & communication, and philanthropy experience. A parent or grandparent involved in early care and education, experience operating an early care center or involved in childhood education.
 - **0-3:** Sue Bolding (Foreign Language Immersion Childcare and Preschool) bi-lingual; resources for Spanish speaking families; grandparent to Pre-K children
 - **Fundraising:** Reggie Davis (Seeding Success) parent, fundraising and childhood related education experiences (*possible conflict of interest*)
 - **Legal:**
 - Ramesh Akbari (TN State Senator) lawyer, good relationships at state level, passionate about Pre-K
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- **Marketing:** Isabel Gonzales Whitaker (St. Jude Hospital; formerly at Billboard Magazine) communication background, connected to large publications, husband runs online Grizzlies platform; interest in education
- Director Robinson has a few recommendations that she will send over via email. She will inform them before doing so. All recommendations should be submitted to Kandace, Jim, and Kathy
- Board assessment
 - It is the Board's desire to encourage excellence related to Board involvement and participation This draft format was presented as a vehicle that will support the Board's own assessment.
- Other updates:
 - A conversation is in progress with Carol Johnson Dean about the Board Vice position.
 - A conversation is currently in progress for the Board Secretary position.

ACTION ITEM: Board members will review the job description and Board assessment, providing feedback and comments to Kathy, Jim, and Dr. Thomas. Recommendations for potential Board membership will also be submitted to Kathy, Jim, and Dr. Thomas.

Finance Committee

Director Keva Latham recapped November 19th Finance Committee meeting:

- Year Two Escrow Agreement

VOTE: A motion to approve KEVA LATHAM and DR KANDACE THOMAS as signatories on the Year two Escrow agreement was made by Yvonne Madlock and seconded by Mary McDaniel.

- TN Cares Funding
 - F8M was awarded \$875K for purchase and distribution of devices and hotspots to the Pre-K students. Challenges with the hotspots have occurred and we have learned that we may not be able to distribute hotspots to the Pre-K families in the program. The TN Cares Community Grant will not allow prepayment of services or any expenditures after December 30, 2020. Therefore, we may not be able to provide the hotspots to families because we will not be able to receive funding for hotspot data



for the remainder of the school year. There are at least 50% of United Way's grantees that are also experiencing the same type of challenge.

- There is a 3.5% interest rate on the loan. Various ideas have been discussed. The staff concluded that it is best to pay the portion of the loan related to the purchase of the tablets. This would begin to decrease the interest obligation as we determine what to do next.
- The Board discussed exploration of alternative avenues to obtain funding, research creative ways in which other organizations have used the Cares Funding, and reassess the needs of the community to provide support to F8M families

ACTION ITEM: Kathy, Keve, and Dr. Thomas will meet offline to set a deadline for identifying when all possibilities have been exhausted and decide on paying down the loan. They will also talk about how to repay the loan, ensuring compliance with our various funding streams.

Communications Working Group

Director Madlock provided the latest updates from the Communications Working Group.

- An RFP has been released to identify a different communications contractor for the organization. Proposals will be accepted until January 15, 2021.

ACTION ITEM: Board members will review the RFP and contact Yvonne or Dr. Thomas with questions and/or additional firm recommendations.

HR Working Group

Director Alex Smith, Co-Chair of the HR Working Group, and Dr. Thomas provided updates.

- The HR Working Group is working with staff to finalize job descriptions for the Associate Director and Pre-K Partner Liaison positions.
- Momentum Nonprofit Partners is starting up an Executive search component of their organization. F8M may be 1 of 3 organizations selected. In this pilot, Momentum would engage in an executive search to hire the Associate Director role. Negotiations are still underway with Momentum for the Pre-K Partner Liaison role. The job descriptions are expected to officially launch on January 4, 2021.



ACTION ITEM: Staff will circulate the final job descriptions to the full Board once they are complete.

Executive Director Report

Pre-K updates and Open House

- Pre-K Updates:
 - Monies have been received from the City and County, documents are signed, and a process for issuing payment to operators before the end of the year is in process.
 - Long contract negotiation process with operators - more than half of the contracts are signed. Five other contracts are expected to be signed by the end of week. One contract – Achievement School District - is not currently signed.
 - Most operators are still in a virtual learning environment; not known when the majority will return to in person instruction.
 - A more robust report out of Pre-K (enrollment
- First 8 Memphis Open House
 - Held virtually on Thursday, February 4, 2021 at 4:00 p.m. Calendar holds are forthcoming.
 - Objective: Community will learn about First 8 Memphis, the staff, and the Board of Directors. This will also be an opportunity to share the community's early childhood vision and set the stage for next steps including the Blue Meridian work and F8M's strategic planning process.
 - Breakout rooms will be set up. Board members are encouraged to take notes as they listen to what the community is saying.
 - Board members are asked to send email addresses to LaDora to receive an invitation
 - Other thoughts/discussion around planning:
 - Important to share key metrics of the Pre-K program that have been developed over time as well as the progress that has been made



- Audiences to target may include a very diverse group. We will also need to be strategic about who attends. It seems like members of the Shelby County School Board, Early Childhood providers (Childcare providers, home visitors) should be invited to attend.
- Agenda would influence who should be there and should come prior to the guest list
- Policy roundtable as a separate event to focus on elected officials, etc.
- This first event should make the case for First 8 Memphis to a broader audience than the current audience that understands it. There is also an opportunity here to leverage getting some PR out to a broader audience.
- Save the date will go out in the next few weeks and a formal invite will go out in the beginning of January.

Next Steps

Chairwoman Buckman Gibson recapped next steps.

- Look at the Board job descriptions and Board assessment. Provide feedback to Kandace, Kathy, and Jim
- Provide Board candidate recommendations information to Kandace, Kathy, and Jim
- Complete the conflict of interest form and send back to LaDora
- Several people indicated supporting ideas for TN Cares Fund monies and options we may have. Director Robinson will lead the effort.
- Zoom Open House - send names and emails to LaDora
 - An Annotated agenda will come a week before the meeting. Calendar hold will also go out. Members were asked to confirm attendance so that listening, and breakout sessions can be planned.

Adjournment

The next full Board meeting is March 9, 2021. The Board meeting adjourned at 2:31pm.