



**North Carolina Early Childhood Foundation
Governance, Nominating & Human Resources Committee Agenda
May 6, 2019 10:30 to 12:00
HQ Capital Club 10th Floor Meeting Room
Conference Call number: (712) 432-0075. Access Code 648502#**

The mission of the North Carolina Early Childhood Foundation (NCECF) is to marshal North Carolina's great people, ideas and achievements to build a foundation of opportunity and success for every child by the end of third grade.

Governance Committee

- 10:30 AM Welcome, Call to Order and Establish a Quorum**
Duncan Munn
- 10:35 AM February 11, 2019 Committee Minutes – Action** **Attachment A**
Duncan Munn
- 10:40 AM Board Member Prospects - Discussion** **Attachments B, B1**
Duncan Munn
- 11:00 AM Review Materials for Board Recruitment - Discussion** **Attachments C, C1, C2**
Duncan Munn
- 11:10 AM Board Intern Position - Discussion** **Attachment D**
Duncan Munn
- 11:20 AM Emeritus Status Policy - Discussion** **Attachment E**
Duncan Munn
- 11:30 AM Adjourn**
Duncan Munn



**North Carolina Early Childhood Foundation
Governance, Nominating & Human Resources Committee
February 11, 2019, 10:30 AM to 11:30 AM**

DRAFT MINUTES

Members Present: Duncan Munn, Patti Gillenwater, Sheresa Blanchard, Matty Lazo-Chadderton, Tracey Greene-Washington, Easter Maynard

Members Absent: Ken Dodge

Others in Attendance: Lisa Finaldi

Welcome, Call to Order and Establish Quorum

The Governance Committee of the Board of Directors (Board) of the North Carolina Early Childhood Foundation (NCECF) met February 11, 2019. Duncan Munn called the meeting to order and a quorum was established.

Board Vacancies

Duncan shared that five of the current Board members (Kenneth Dodge, Marian Earls, Olson Huff, Duncan Munn, Charles Willson) will have completed three terms and will leave the board in December 2019. All Board members that will be leaving are experts in early childhood. NCECF also will lose Board members that live in the Western part of the state.

Duncan reported that the Executive Committee discussed the upcoming vacancies and recommended that for 2019, the Committee bring three nominations to the Board for approval in December of this year. During 2020, the recommendation is to bring forward two nominations to the Board. Bringing five new members on simultaneously is a large number especially since the organization is in transition as the Board searches for a new Executive Director.

Next steps for the Committee include:

- Lisa Finaldi will bring the names forward names from the November 2018 Committee meeting to the May Committee meeting.
- Lisa will set up the same matrix we are using for the current Board members to make it simpler to compare the lists.
- Duncan will draft a 'recruitment' letter to be signed by him and Easter Maynard. It would encourage folks who might be interested in our work to consider serving on our Board to contact us or pass the word on to others. Potential recipients could include listservs, current and former Board members, organizations such as the Pediatric Society and The Division for Early Childhood, at the Inclusion Institute.
- Committee members will send names to Lisa before the May meeting that include candidates with the following background or expertise: a medical doctor, expert in early childhood with a focus on intervention and special needs, financial expert, legal expert, candidates from rural parts of the state, corporate experts, and candidates that reside in Charlotte.
- The Committee will review the names, make selections and assign Board members to contact the prospective members.
- For the May meeting, Lisa will provide updated talking points and the letter created for candidates. Committee members assigned to contact candidates will send the letter.

The committee also discussed bringing a by-law change in the future to the Board to adjust term limits from three terms of three years to two terms of three years.

Board Intern

The Committee discussed ways to engage young people that do not have non-profit board experience in the governance of the organization. The Committee agreed that the goal of this effort would be to create a pipeline to bring younger people to serve on the Board and to support future thought leaders in the work of early childhood policy and practice.

The Committee discussed various ideas of what an appropriate title of this position would be (intern, fellow, associate, etc.) and that the candidate would be an ex-officio member of the board and therefore non-voting.

A draft outline of the position will include: Title and definition of the role, role of the Board in supporting the candidate, terms to serve, timeline to present the idea to the Board.

Action Items:

- Duncan will draft an outline for the May meeting for the Board Intern Position.

Emeritus Status for Former Board Members

The Committee discussed how it could retain the expertise and wisdom of board members once their term is up with priority for founding Board members. An agreement was made that the goal would be for ex-board members to support current Board members and staff when called upon. This could be for content expertise and outreach to their network. Emeritus members would be encouraged to attend one Board meeting per year.

Action Items:

- The Committee agreed to bring this concept to the full Board at its March meeting for approval.

Governance Committee 2019 Work plan

The Committee agreed to share its work plan to the full Board in March.

1. The Committee will recommend three candidates for the Board at the December 2019 Board meeting.
2. The Committee will complete its discussion about engaging young professionals through an ex-officio status and bring it the Board for consideration during 2019.
3. The Committee requests that at its March meeting the Board approve emeritus status for founding board members. A memo will be prepared for the Board meeting agenda.
4. Review our publications and website to ensure that they reflect the principles of inclusion (as our practices do).

Adjournment

Having no further business, the meeting was adjourned at 11:30 AM. The next meeting will take place on May 6, 2019, from 10:30-12:00. Given the nature of the proposed agenda, an in-person meeting is encouraged.

Minutes submitted by:

Duncan Munn, Committee Chair



GOVERNANCE COMMITTEE MEETING: May 6, 2019

ACTION ITEM: New Board Member Recommendations

BACKGROUND:

In December of 2017, the Board of Directors (Board) amended the organization's by-laws to allow the expansion of the board from 15 to 17 members to ensure diversity of the Board. Currently there are 17 board members and there will be five board members (Kenneth Dodge, Marian Earls, Olson Huff, Duncan Munn, Charles Willson) that will have completed the maximum number of terms by the end of 2019. Members serve three-year terms and may serve a total of three consecutive terms.

Discussion at the February 2019 Board meeting led to the following recruitment priorities:

- Medical background
- Expertise in early childhood (intervention and special needs)
- Financial expertise
- Legal expertise
- From rural communities
- Corporate background
- Resides in Charlotte

ISSUE:

The Committee should consider if and when it would like to recruit new Board candidates.

A timeline for recruitment in 2019 would be as follows:

- In early May, the Governance Committee will review candidates that will be presented to the Board of Directors at the May 24th meeting.
- At that Board meeting, the proposed candidates will be reviewed and a list will be finalized for the Committee to approach.
- New board members will be elected at the December 2019 board meeting.

RECOMMENDATION:

The Committee will agree on potential candidates to present to the Board at the May meeting.

**GOVERNANCE COMMITTEE MEETING: May 6, 2019****DISCUSSION ITEM: Board of Directors Job Description****Mission**

The mission of the North Carolina Early Childhood Foundation (NCECF) is to marshal North Carolina's great people, ideas and achievements to build a foundation of opportunity and success for every child by the end of third grade. For more information, please visit NCECF's website: www.buildthefoundation.org.

Position

The Board will support the work of NCECF and provide mission-based leadership and strategic governance. While day-to-day operations are led by NCECF's Executive Director, the Board-Executive relationship is a partnership, and the appropriate involvement of the Board is both critical and expected. Specific Board Member responsibilities include:

Leadership, governance and oversight

- Setting NCECF's strategic direction.
- Serving as a trusted advisor to the Executive Director as s/he implements NCECF's strategic plan.
- Reviewing outcomes and metrics created by NCECF for evaluating its impact, and regularly measuring its performance and effectiveness using those metrics.
- Approving NCECF's annual budget, audit reports, and material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities.
- Contributing to an annual performance evaluation of the Executive Director.
- Assisting the board chair in identifying and recruiting other Board Members.
- Ensuring NCECF's commitment to a diverse board and staff that reflects the communities it serves.
- Serving on committees or task forces and taking on special assignments.
- Representing NCECF to stakeholders; acting as an ambassador for the organization.

Fundraising

NCECF's Board Members will consider NCECF a philanthropic priority and make annual gifts that reflect that priority. So that NCECF can credibly solicit contributions from foundations, organizations, and individuals, NCECF expects to have 100 percent of Board Members make an annual contribution that is commensurate with their capacity.

In addition, Board Members are expected to make connections to potential donors and funders and participate in special fundraising activities.

Board terms/participation

NCECF's Board Members serve three-year terms and are eligible for re-election for up to three consecutive terms. Board and committee meetings will be held quarterly or as needed.

Qualifications

This is an extraordinary opportunity for an individual who is passionate about NCECF's mission and who has a track record of leadership. Selected Board Members will have achieved leadership stature in business, government, philanthropy, or communities. His/her accomplishments will allow him/her to attract other well-qualified, high-performing Board Members.

Ideal candidates will have the following qualifications:

- Extensive professional experience with significant leadership accomplishments.
- A commitment to and understanding of NCECF's goals.
- Savvy diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals.
- Personal qualities of integrity, credibility, and a passion for improving the lives of young children.
- Service on NCECF's Board of Directors is without remuneration, except for travel, and accommodation costs in relation to Board Members' duties.



GOVERNANCE COMMITTEE MEETING: May 6, 2019

DISCUSSION ITEM: Talking Points for Potential Board Member Contacts

- Calling in my role as a member of the NC Early Childhood Foundation Board to talk with you about potentially joining our Board.
- The North Carolina Early Childhood Foundation is the state's only organization focused exclusively on children from birth through age eight—the most rapid period of development in human life. These years set the foundation for all the years that follow.
- Our vision is that Each North Carolina child has a strong foundation for lifelong health, education and well-being supported by a premiere birth-to-age-eight system.
- We are a nonpartisan, not-for-profit organization.
- We engage in three core strategies to advance our mission: 1) Promote Understanding, 2) Spearhead Collaboration, and 3) Advance Policies.
- Our work is based on the foundational belief that sustainable and lasting progress will take collaborative action. We are committed to creating an environment that brings many voices to the table to accelerate collaboration toward a common agenda and to support a shared course of action. We are recognized as a neutral convener and as skilled and responsive facilitators who produce results. We complement this skillset with expertise in communications, policy and data analysis, community engagement and technical assistance.
- We are prioritizing racial equity and are engaging with outside consultants to build the capacity of board and staff.
- Mid-year 2019, we hired a new Executive Director as Tracy Zimmerman accepted a position with the NC Department of Health and Human Services.
- We have a strong board, solid funding, a theory of change and a strategic plan. In 2019, we will be adding new members to continue to build an active and diverse board.
- You have been identified by our current Board members and outside advisors as a potential Board member because of your leadership and experience.
- I am hoping that you are interested in learning more and am happy to answer any questions you have.

Then provide opportunity for person to ask questions.

If they express interest:

- Let them know that the Board Chair or new ED will be sending them more information about the Foundation and information about the Board, and to schedule a follow-up meeting or call to further explore potential board membership. (This meeting/call will be with the new ED and Easter or another Board member).
- Explain that the full Board will vote on new members in December, their term would begin in 2020 for three years (and up to three terms).
- ***If they decline, ask them if they would be interested in learning more about the organization and staying engaged in less time-intensive manner or be considered as a board member at another time (depending on their reason why they declined).***



GOVERNANCE COMMITTEE MEETING: May 6, 2019

DISCUSSION ITEM: Board Recruitment Letter

Thank you for your interest in serving on the Board of Directors (Board) for the North Carolina Early Childhood Foundation (NCECF). (or “You have been mentioned to us as someone who would be an excellent candidate for the Board of Directors (Board)...”)

NCECF is the state’s only organization focused exclusively on children from birth through age eight—the most rapid period of development in human life. It promotes public understanding, spearheads collaboration and advances policy to achieve its vision that each North Carolina child has a strong foundation for lifelong health, education and well-being supported by a premiere birth-to-age-eight system. Our work incorporates partnerships with businesses, foundations, state agencies, professional organizations, and focuses on the health, early education, and development of all young children and their families.

Examples of NCECF’s initiatives include:

- Pathways to Grade Level Reading: comprehensive strategic planning to ensure that children are reading at grade level by the end of third grade
- Family Forward NC: an innovative business initiative to improve children’s health and well-being and keep NC businesses competitive. Through research and the exchange of ideas among business leaders, employees and organizations, Family Forward NC promotes workforce investments that support children’s health development and a competitive business environment
- Local Financing for Early Learning: with a North Carolina Community Toolkit, this provides NC communities the information they need to understand viable public, local financing mechanisms in the state.

Since our inception six years ago, NCECF provides significant data documenting the impact of our work with the intention of viewing all initiatives through an equity lens.

The Board includes a compassionate and dedicated group of pediatricians, business leaders, foundation managers, early childhood researchers, educators, school administrators, and parents from all across the state of North Carolina.

If you are interested in learning more about NCECF, please visit our website at www.buildthefoundation.org. Also feel free to contact me at (INSERT CONTACT INFORMATION). We would love to have you join our team.



GOVERNANCE COMMITTEE MEETING: May 6, 2019

DISCUSSION ITEM: Board Intern Policy

The Committee requested a draft policy for a board intern position that would:

- Identify, recruit, and develop leadership skills of future Board members
- Build leadership capacity for other non-profit leadership in organizations whose focus relates to the mission, goals and initiatives of the organization
- Increase in depth awareness of the importance of early childhood education, health, and development

The ideal candidate for the Board Intern position would be:

- Graduate level students studying early childhood education, public health, business administration, management, public policy, child psychology, developmental or behavioral disabilities

Examples of responsibilities for the board intern are to:

- Attend Committee and Board meetings (when necessary)
- Support staff by providing background research for policies under consideration by the organization
- Assist in research and preparation of grants and other proposals
- Write minutes
- Assist in planning and implementing Board initiatives such as retreats, self-evaluations, strategic plan reviews, etc.
- Assist Committee chairs in planning and giving reports to the Board

The Board intern will work with the graduate program to further define possible responsibilities and develop guidelines for receiving course credit. The Board will designate a Board member to serve as mentor/advisor to develop a specific responsibilities plan with the intern, unique to the discipline and interests of the intern and the needs of the Board and provide ongoing guidance in the implementation of the plan.



ATTACHMENT E

GOVERNANCE COMMITTEE MEETING: May 6, 2019

DISCUSSION ITEM: Emeritus Status Policy

This emeritus status is to honor the contributions for the Board of Directors (Board) who have completed three terms on the Board for the North Carolina Early Childhood Foundation. The emeritus status will be awarded after a vote of approval by the Board.

Duties and responsibilities:

- a. Attend at least one Board meeting per year.
- b. At the request of the Chairperson of the Board, carry out activities in support of NCECF such as:
 - Assist in recruiting new Board members
 - Mentor other Board members
 - Promote the fiscal sustainability of the organization through assistance in communicating with foundations, businesses, agencies and other funding sources
 - Assist with educating legislators, agency directors, advocacy and professional groups about issues important to NCECF
 - Review funding proposals and public awareness materials