


**The Early Learning Coalition of Manatee County, Inc.**

**Governance Policy**

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**Our Mission**

The Mission of the Early Learning Coalition of Manatee is to coordinate and provide the services in school readiness programs in an efficient manner in order to help all children develop the skills needed to achieve future educational success, to support the role of parents as their first and most important teacher, and continue to improve the quality of services available in the community.

**Our Vision**

The vision of the Early Learning Coalition of Manatee is to provide and support high quality school readiness opportunities for all children and their families, understanding that it is in the first years of life that a child's future educational success is determined.

**History and Purpose**

The Early Learning Coalition of Manatee County is one of 30 Coalitions located throughout the state of Florida. These Coalitions were originally created in May of 1999 as a component of Florida Statute 411- the School Readiness Act. The intent of the School Readiness Act was to create a locally designed, operated, and managed system of fully integrated and coordinated school readiness programs with a state-level partnership providing overall leadership for coordinating programmatic, administrative, and fiscal policies and standards. Local coalitions are responsible for examining local programs and delivery systems, establishing concrete steps to improve service integration, efficiency, and quality, and developing an evaluation plan to measure progress in meeting the goals it establishes. To accomplish these requirements, coalitions must understand the strengths and needs in their communities and develop multiple community partnerships and action steps for service continuation, service improvements, and address gaps in service. Service delivery, as defined by the Act, includes early education and care, screening and assessment, and parenting support. Local coalitions are required to develop strategies to bring school readiness partners together, develop concrete steps to integrate services, identify mechanisms to increase efficiencies and implement quality improvement activities. The School Readiness Act requires a community plan to address the needs of all eligible children. For children to be ready for school, the following goals (as identified in F.S. 411.01) must be addressed in the community plan:

- Goal 1: School readiness programs shall prepare children for success in school.
- Goal 2: School readiness programs shall involve parents as their child's first teacher and support family skill building.
- Goal 3: School readiness programs shall be an integrated and seamless system of services and shall be implemented through local coalitions.
- Goal 4: School readiness programs shall be coordinated and public funding integrated to achieve effectiveness and efficiency.

Upon enactment of HB1A in January 2005, the Coalition also became responsible for the implementation and administration of the Voluntary Pre-Kindergarten Program, which serves 4-year-old children. The Coalition administers the VPK Program for children who are receiving that service only, as well as integrating VPK into the School Readiness component, when applicable.

## Organizational Structure

### Early Learning Coalition Board of Directors

The Board of Directors of the Early Learning Coalition of Manatee County is charged with the coordination of the early care and education system for Manatee County and is the local oversight body for the Coalition.

### Early Learning Coalition

The Coalition is responsible for the development, implementation and oversight of the School Readiness and Voluntary Pre-Kindergarten programs and serves as the oversight agency for the delivery of early education services. The Coalition receives and disburses funds for the Coalition to its contractors and the service providers if so applicable. Under the state's new early education system design, the Coalition maintains responsibility for local match solicitation. The organizational chart illustrates the coalition's structure.

### The Role of the Board of Directors

The purpose of the Board of Directors is to ensure that the Early Learning Coalition, which serves the children of Manatee County, achieves appropriate results for eligible children and their families at an appropriate cost. The Coalition Board is authorized to implement the provisions of the State of Florida's early learning and care legislation in Manatee County. The Coalition Board's purpose is to lead, coordinate, and advocate for all aspects of early care and education services, including, without implied limitation, school readiness and voluntary pre-kindergarten programs. The Coalition recognizes the primacy of parents as their child's first teachers and the importance of children entering the education system ready to learn. It seeks to assist parents by providing opportunities for children, birth through school age, to enhance their chances for educational success by participating in quality school readiness programs.

### Governing Style

The Board will govern with an emphasis on:

1. Outward vision rather than internal preoccupation
2. Encouragement of diversity of viewpoints
3. Strategic leadership more than administrative detail
4. Clear distinction of Board and executive Chief Executive Officer roles
5. Collective rather than individual decisions
6. Future rather than past or present
7. Pro-activity rather than reactivity

The Early Learning Coalition of Manatee County is governed by its Board of Directors, which is responsible for the oversight of the organization. As a collective body, the board governs the nonprofit, ensures adherence to all laws, and is accountable to the public and the State of Florida for all organizational actions. The purpose of the board of the Early Learning Coalition of Manatee County is to strategically plan to ensure the future of the agency and to measure the progress of fulfilling its plan and mission.

### Board Ethics, Roles, and Expectations

As a board member of the Early Learning Coalition of Manatee County, members must agree to abide by the following:

General Expectations

1. Support the organization's mission, vision, purposes, goals, policies and programs, while knowing its strengths and needs.
2. Participate in the decisions of the Board and be informed as to data relevant to such decisions; be informed and exercise independent judgment.
3. Suggest possible nominees to the Governance Committee who are individuals of achievement, who meet Board member requirements and do not have a personal conflict of interest. Nominees should be

individuals who can make significant contributions to the work of the board and the progress of the organization.

4. Serve actively on committees as requested by the Chairman or Committee Chair.
5. Will work with the full board or appropriate committee to establish effective board policies.
6. Provide input and feedback to the Chairman on the performance of the CEO.
7. Attend activities and events sponsored by the organization whenever possible.

Avoiding Conflict

1. Serve the organization as a whole rather than any special group, organization, individual, or constituency.
2. Avoid even the appearance of a conflict of interest that might embarrass the board or organization and disclose any possible conflict to the board, and complete state form 8-B to be filed with the meeting minutes.
3. Will not vote or use personal influence in the actions of the board or committees.
4. Never accept or offer favors or gifts to or from anyone who does business with the organization.

**Board Member Code of Ethics**

1. Recognize that the chief function of the Board always is to serve the best interests of our constituency.
2. Accept as a personal duty the responsibility to keep up to date on emerging issues and to conduct ourselves with professional competence, fairness, impartiality, efficiency, and effectiveness.
3. Respect the structure and responsibilities of the board, provide them with facts and advice as a basis for their making policy decisions, and uphold and implement policies adopted by the board.
4. Keep the community informed about issues affecting it.
5. Conduct our organizational and operational duties with positive leadership exemplified by open communication, creativity, dedication, and compassion.
6. Exercise whatever discretionary authority we have under the law to carry out the mission of the organization.
7. Serve with respect, concern, courtesy, and responsiveness in carrying out the organization's mission.
8. Demonstrate the highest standards of personal integrity, truthfulness, honesty, and fortitude in all our activities in order to inspire confidence and trust in our activities.
9. Avoid any interest or activity that conflicts with the conduct of our official duties.
10. Respect and protect privileged information to which we have access in the course of our official duties.
11. Strive for personal and professional excellence and encourage the professional development of others.
12. Abide by Florida's Government in the Sunshine Law.

Board Members ***shall not:***

1. Fail to attend meetings regularly or be unprepared.
2. Fail to participate in board orientation.

3. Fail to be knowledgeable about the organization's governance framework.
4. Disrespect or undermine the role for the CEO in supervising staff.
5. Be publicly unsupportive or speak unfavorably of the CEO, Staff, fellow board members or the organization.
6. Focus on the business of the staff or interfere with the day-to-day operations of the organization.
7. Engage or question staff without the prior permission of the CEO.
8. Inappropriately divulge confidential or privileged information of the organization.
9. Speak on behalf of the Board in a public setting or with members of the media unless authorized to do so by the Chairman of the Board or upon direction of the Board of Directors.
10. Allow conflicting loyalty or personal interests to interfere with the performance of their duties, or fail to behave in accordance with the governance policy or by-laws.

**Legal Duties: Duty of Obedience, Duty of Care and Duty of Loyalty**

1. To demonstrate *Duty of Obedience*, it is important to assure the state and the public that the organization operates in compliance (or obedience) with the law and policies that govern and regulate it.
2. To demonstrate *Duty* of *Loyalty*, decisions will be reached with the best interests of the organization firmly in mind and predominating. It is unacceptable to make decisions that have as the primary beneficiaries, individuals, businesses, organizations, or associates or friends or family.
3. To demonstrate *Duty of Care*, it is important that meetings be well attended and that the discussions and decisions that take place at these meetings be well informed candid and documented so that others can judge how carefully the board conducts business.

**Fiduciary Responsibility**

1. Exercise caution and careful judgment with the board when managing funds. Faithfully read and understand the organization's financial statements and ask questions to get clarification on issues.
2. Help the board fulfill its fiduciary responsibility.

**Governance Duties**

***Results*** – The board determines the strategic direction, defines the mission, and prioritizes the organizational outcomes for the organization.

***Relationships*** – The board preserves and nurtures a number of external and internal relationships to ensure the accomplishment of the mission and outcomes.

***Monitoring*** – The board demonstrates accountability by establishing standards to measure both organization and board performance.

Specifically:

- We will develop, revise and update policies, which lead to the fulfillment of the mission.
- We will focus on the on-going process of strategic planning.
- We will hire, evaluate and support the CEO.
- We will assure the financial integrity of the organization by exercising responsible stewardship.
- We will establish and maintain linkage with other community organizations whose missions are similar to that of ours.
- We will evaluate the work of our board with respect to the achievement of its own governance and programmatic outcomes.

**Individual Board Member Expectations**

- Attend all Board, and workgroup meetings including special trainings and workshops and committee meetings, if so assigned.

- Be willing to assume leadership positions.
- Prepare adequately for meetings in order to make informed decisions.

**Board Continuity**

- Support the board's function
- Champion ongoing board training and education
- Help to recruit new members as needed

**ROLE OF OFFICERS**

**Chairman**

The Chairman of the Board is responsible for overseeing the decision-making process and guiding the board members. This role includes steering long-range planning efforts and motivating the board to develop strategies that address the needs of clients and customers. Additionally, the Chairman is tasked with ensuring the board regularly evaluates its progress toward the long-term plan and maintains a robust governance process aligned with the organization's mission.

**Governance Duties**

The Chairman is responsible for ensuring that communication remains constructive and focused on decision-making.

When facilitating discussions, the Chairman must ensure that conversations remain aligned with the agenda and maintain focus and productivity.

It is the responsibility of the Chairman to remain an acute awareness of community and client concerns and communicate those concerns to the CEO and the full board.

It is the responsibility of the Chairman to appoint committees.

The Chairman will encourage board members to prioritize organizational goals over personal agendas and foster collaboration towards enhancing client and customer services.

**Authority**

*The Chairperson **is** authorized to:*

Call Meetings; determine the board agenda content with respect shown for the boards articulated governing priorities;

Chair the Executive Committee and to appoint special /Ad-Hoc committees for a specific task or project when needed;

Act upon decisions made with the full board or Executive Committee's approval; however, the Chairman has the authority to circumvent or override delays in committee decision-making when it creates impediments to action;

Appoint standing and ad hoc committee chairs;

Serve as a liaison between the Board and the CEO;

Facilitate the performance review of the CEO;

*The Chairman is **not** authorized to:*

Do anything to jeopardize the integrity of the board process;

Operate outside of the authority granted him/her by the bylaws or governance policy;

Represent any interest other than the entire Board's interest in establishing meeting agendas.

**Vice Chairman**

The Vice Chairman shall perform the duties of the chairman in the chairman's absence and shall perform such other duties as may be assigned by the chairman or the board of directors.

**Governance Duties**

The Vice Chairman shall serve on the Executive Committee and learn the duties of the Chairman.
It is the responsibility of the Vice Chairman to work closely as a consultant and advisor to the Chairman.

**Authority**

The Vice Chairman has the authority of the Chairman in his or her absence and assumes the duties assigned to the chairman or other duties assigned by the full board.

**Secretary/Treasurer**

The Secretary/Treasurer of the Board provides oversight to ensure the financial integrity of the organization. The Secretary/Treasurer ensures that financial policies are followed, reviews financial documents, and gives regular reports to the board on the status of the financial status of the organization. The Secretary/Treasure of the board also serves as a monitor to ensure the board's secretarial duties are carried out by Coalition staff.

**Governance Duties**

It is the responsibility of the Secretary/Treasurer to chair the Finance Committee and to appoint special committees for a specific fiscal task or project when needed. The Secretary/Treasurer ensures all board actions are recorded in the minutes and distributed to members.

## Committee Structure

The Board of Directors shall form committees in order to assist the Board in fulfilling its responsibilities. These committees represent vehicles for parceling out the Board's work to smaller groups, thereby removing the responsibility for evaluating all of the details of particular issues from the full Board's consideration.

Standing Board-level committees of the Early Learning Coalition of Manatee County consists of the Executive Committee, Finance Committee, Strategic Planning Committee, and Governance Committee. Each of these committees may designate subcommittees. Committee Chairs shall be appointed by the Chairman of the Coalition, except for the Chair of the Finance committee, which is chaired by the Secretary/Treasurer.

**Committee Membership**

The Chair of each committee will be a voting member of the Coalition.

Each Coalition Committee shall consist of the Committee Chair and at least three other voting members of the Board of Directors.

Voting and non-voting Coalition Board Members may be additional members of committees and will have a vote at the committee level.

Meeting minutes shall be provided to members at least five (5) days prior to the next regularly scheduled meeting.

Notice of all committee meetings must be made public pursuant to Florida Statute 286.011.

**Committee Principals**

Committees will be assigned so as to reinforce the wholeness of the Board's mission and shall not interfere with delegation from the Board to the CEO.

Accordingly,

a. Committees are to help the board do its job, never to advise staff. In keeping with the board's broader focus, board committees will not have dealings with current staff operations.
b. Committees cannot exercise authority over staff.
c. Committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a committee that has helped with policy development will not be used to monitor performance on that same topic.

d. Committees will be used sparingly in an ad hoc capacity.

## The Roll of the Chief Executive Officer

The Board of Directors approves the hiring of the CEO, who reports directly to the Chairman of the Board of Directors. All staff report to the CEO, or their Department Director, as outlined in the approved organizational chart.

### The Chief Executive Officer

a. Manages the Early Learning Coalition non-profit organization and all of its employees.
b. Manages the day-to-day activities of the Coalition, such as but not limited to, the hiring, terminating, evaluation, compensation, and the directing of staff in the assignment and performance of duties.
c. Initiates and directs the development of staff policies for Board Approval and implements those policies;
d. Represents the organization as its Chief Executive Officer in all dealings with other organizations, individuals, and the general public;
e. Develops short range (one-year) goals for the organization and works with the Board to prepare long-range plans for the organization;
f. Reports to the Board on the progress towards organizational objectives, new state policies, directives and legislation, and other issues of concern to the Board.
g. Ensure that all aspects of the Early Learning Coalition of Manatee County By-Laws are adhered to, and report any deficiencies to the Board.

### Chief Executive Officer Limitations

The CEO shall not cause any practice, activity, decision or organizational circumstance which is either imprudent or in violation of commonly accepted business and professional ethics. Accordingly, he or she may not:

a. Cause or allow the development of fiscal liability or material deviation of actual expenditures from Board priorities and approved items;
b. Allow assets to be unprotected, inadequately maintained, or unnecessarily risked.
c. Cause or allow jeopardy to the fiscal integrity of the organization as it relates to employment, compensation, and benefits.
d. Perform in a manner which does not deliver the Board defined goals and objectives.
e. Permit the Board to be uninformed on issues essentially relative to the mission of the ELC.
f. Have less than two staff familiar with Board and CEO duties, issues, and processes.

### Accountability

The CEO, as chief executive officer is accountable to the full Board. He/she is not accountable to any individual member of the Board. The Board will instruct the CEO through written polices, delegating interpretation, and implementation through communication to The Chairman of the Board of Directors.

### Delegation

All Board authority delegated to staff is delegated through the CEO, so that all authority and accountability of staff as far as the Board is concerned is considered to be the authority and accountability of the CEO.

a. The Board will direct the CEO to achieve certain results and outcome measures to achieve the goals and objectives established by the Board.
b. Only decisions of the Board acting as a body are binding upon the CEO.
c. Decisions or instructions of individual Board members, or officers are not binding on the CEO except in rare instances when the Board has specifically authorized such exercise of authority.
d. In the case of Board members or committees requesting information assistance without Board authorization, the CEO can refuse such request that requires, in the CEO's judgment, a material amount of staff time, funds, or is disruptive.

e. Performance Review: A formal evaluation of the CEO will be made annually by the Board Chairman with a Division of Early Learning approved evaluation tool based on the job description.

f. Upon recommendation by the Compensation Committee, the Board shall be responsible for determining the compensation of the CEO. In determining compensation, the committee shall consider the results of the performance evaluation, professional market for the skills employed, the achievement of organizational goals, any increase in funding to the Coalition, and the utilization of other services brought to the Coalition which increases services to the children of Manatee County.

**Compensation and Benefits**

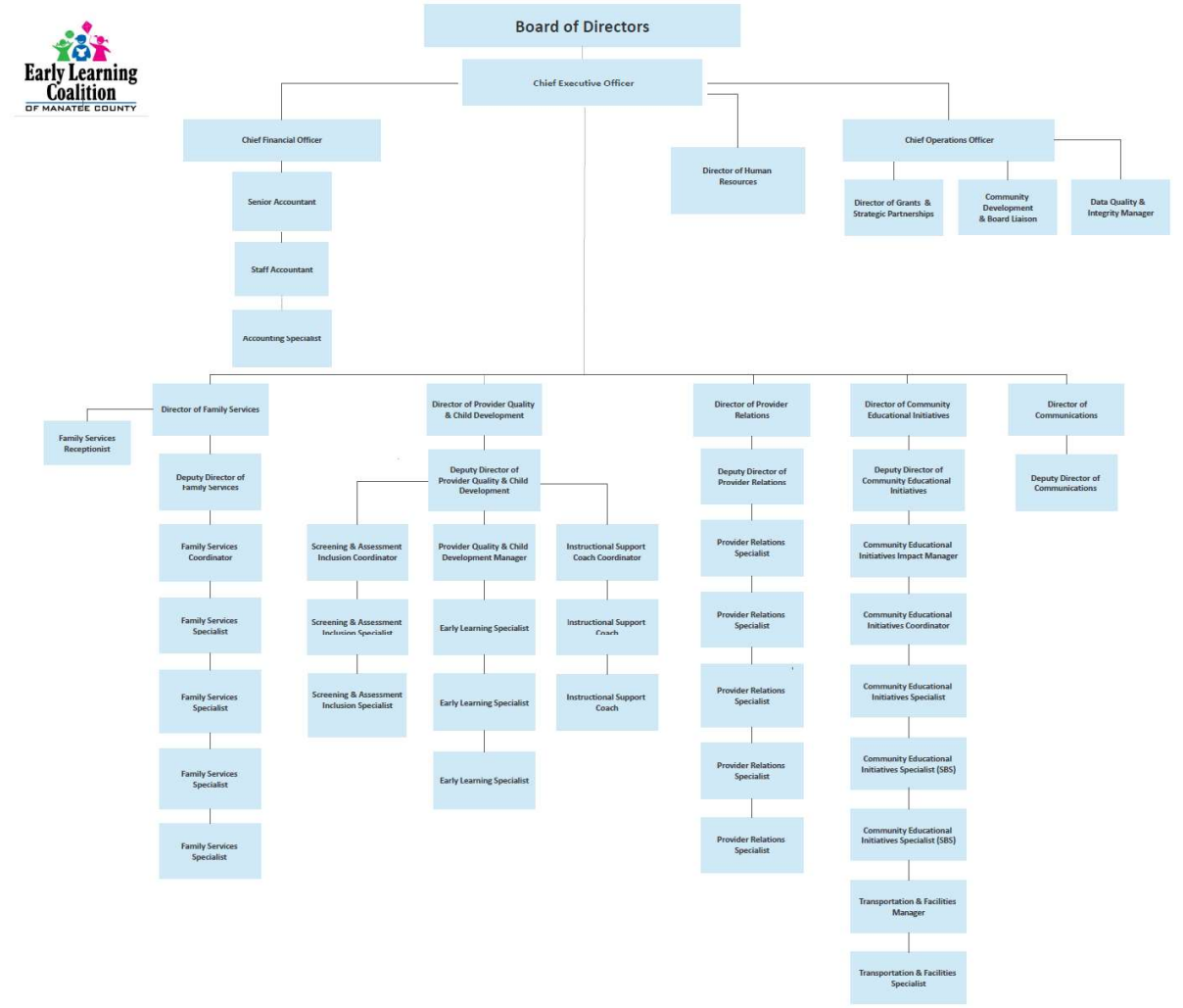
With respect to employment, compensation and benefits to employees, consultants, contract workers, and volunteers, the CEO shall not cause or allow jeopardy to fiscal integrity or public image. Accordingly, he or she shall not change his or her own compensation or benefits.

**Accessing Coalition Staff**

The CEO has complete oversight of the coalition personnel regarding daily operations and functions of the coalition. Board members should direct all inquiries to the CEO.

**Attachment 1**

Organizational Chart



**Attachment 2**

**Governance Policy Acknowledgement**

I _____ have received the governance policy established by the Early Learning Coalition of Manatee County, Inc. and agree to read and comply with the policies contained therein and any subsequent revisions approved by the full Board of Directors.

_____ _____

Signature Date

_____

Print Name

THIS ACKNOWLEDGMENT PAGE IS RETAINED IN THE COALITION'S BOARD FILES.