



Minutes of Board meeting 03/26/15

Meeting convened at 12:08 p.m.

Attendees: Paul Agosta, Gary Gilger, Jodie Ledford, Greg Marks, Andrew Smart, Mary Sutton, Vass Theodoractatos, Gary Farina, Ali Elyaderani

On the phone: Patty Cantu, Christy Cloud-Webb, Linda Daichendt, Greg Johnson, Brandon Lucas, Val Masuga, Michael Tanoff, Monique Q. Wells, Tom Wessels

Apologies: Lisa Gordon, Derhun Sanders, Jenny Schanker

Guest Attendees: Darcy McMahan

Public Comments: There were no public comments.

- 1. **Call to Order** ED
- 2. **Welcome Members and Guests** ED
- 3. **Consent Agenda - Previous Minutes** ED

Regarding the February minutes, Mike Tanoff, mentioned that Representative Adam Zemke's name was misspelled in one of the sentences and should be corrected.

ED took a motion to approve the February minutes. The motion to approve was passed. (Greg/Andrew)

Regarding the website update (Agenda - under item 7) for the Current STEM grants, Greg Johnson recommended that we could allow people to upload their proposals directly to the website.

4. **Board Actions**

a. **Yeo and Yeo (Business Consultant Firm) Engagement Letter – Action to accept**

ED reviewed that the purpose of the letter is to engage Yeo Yeo's (Accounting & Business Consultant Firm) services to assist the MSP with the preparing and processing of the 1023 application for 501c3 tax exempt status. ED and Gary Gilger attended a meeting at Yeo Yeo's office to discuss the application process and the support parameters from Yeo & Yeo. The work to complete the form and all required attachments will be done by the ED/Partnership. Yeo & Yeo will review the work to ensure all necessary information is completed and there are no red flags. Gary Gilger informed the board that the costs for Yeo & Yeo services are estimated to be up to \$1400.00.

ED added that he has reviewed the application instructions for the 1023 Form and the numerous required attachments. The IRS estimates that it takes over 100 hours to prepare the materials for filing and another 50+ hours to set up a record system to maintain non-exempt status. Gary commented that Yeo & Yeo has a very good background and he is confident in their ability to support this process.

Paul added that becoming a 501c3 corporation will allow the Partnership to setup and manage our own finances and reduce the \$8,000.00 annually we are paying Wayne RESA. Vass added that the 501C3 status allows the partnership to seek funding through foundations and grants.

ED took a motion to approve the engagement letter with Yeo and Yeo. The motion to approve was passed (Gary/Greg Marks).

This Letter of Engagement document is available the Partnership Shared Google Drive.

b. Conflict of Interest Policy – Adoption

ED reviewed the updated draft Conflict of Interest Policy. Language addressing the aspect of “duality of interest” was incorporated in the document. This addresses the situation where an individual may have a similar interest with more than one organization (rather than a direct conflict of interest). ED took a motion to approve the Conflict of Interest Policy for the Michigan STEM Partnership. The motion to approve was passed. All Board Members will need to provide a sign a Disclosure Statement and document any duality and/or conflicts of interest. (Greg Johnson/Gary Gilger)

c. New Position, MSP Development Specialist. Recommendation to hire Christine Cloud-Webb as a Development Specialist

Paul explained that though the Partnership chose to hire the more experienced candidate as the ED, Christy has displayed many skills that would serve the needs of the Partnership. Additionally, her location in the Upper Peninsula is where there is a significant support need for HUB development.

ED reviewed the proposed job duties for the Development Specialist and Grant Manager position. Two of the duties are primary responsibilities. These two duties include support for the development of the Superior Hub and management of the statewide STEM grant process for the partnership. Paul added that regarding the fourth item (supporting the collecting and reporting of STEM metrics), the partnership has been asked by Senator Schmidt to provide data on the current level of STEM penetration in the educational system in Michigan. He is expected to propose a STEM Week proclamation this fall. In order to collect and provide the information expected we need to accelerate our performance on the task.

Linda asked if we are paying Christy through the funding that comes for the ED. Paul answered that we are funding this position through the fund we have carried over from 2014 (~\$22,000) and 2015 funds. Tom Wessels asked if the (~\$22,000) would cover the salary of this position. ED reported that the estimated cost for this position for the current fiscal year \$17,500 in salary plus expenses which are estimated at \$6,000-\$8,000.

Andrew Smart asked if some part of the roles defined in this position was previously some part of the ED roles. Paul confirmed and explained that there are many new activities that have developed for the ED including the new work with legislators. He added that, as we all know, grants should be used for development of STEM activities and this position will help. ED explained that this new position could have a significant return on investment as it provides support where needed for Hub development and allows more time/effort to seek additional funding and promoting the Partnership.

Andrew asked if the board can explain more about the current situation and give data driven reasons why these tasks need to be done through this new position (Development Specialist). Vass mentioned that with this position we are assisting our ED with activities which do not clearly explains the need for new position. He also asked if this position is going to be a full time/temporary position. Paul responded that this is a half time position and that our organization is growing and is being call on to do more. As this occurs we need more people to rely on. Vass added that first we need determine what new activities are occurring and then we allocate money for those new roles.

Greg Marks added that during the last six months we had major shifts in level of interest from legislators. He added that dealing with legislators in order to receive more grants requires us to be ready to respond more quickly.

Mike Tanoff asked if we have money to allocate for this position. He also asked if we really need this position.

Paul explained that by moving some part of these funds into general fund dollars we created more flexibility to allocate funds for some specific tasks including this position.

Mike added that MDE document clearly says that \$345,000 should be only allocated for competitive STEM education activities and there is no room for other expenses. Greg Marks added that this money comes from the general fund money and MDE does not have authority on that part.

Patty Cantu commented that MDE's document clearly says that \$300,000 can only be allocated on competitive STEM grants. The \$100,000 that comes from the general fund used to fund partnership expenses. Regarding the carry over money from last year, she suggested to contact Linda at MDE to make sure the board is proceeding by knowing the complete facts about the way the fund can be allocated. Paul reported that he has contacted MDE but he has not received a response. Patty Cantu added that the board needs to lobby for additional funding and Linda added that as a 501C3 we cannot lobby for money like charity. Mike clarified that as a 501C3 we can lobby. Mary Sutton added that as 501C3 we can lobby for certain percentage of time.

Vass commented that as a board we need to come on agreement on two issues. First, if we all agree that we need this new position. Second, how we can carry over that money from last year and pay for this position.

Paul added that clearly board is not going to be able to act on this position at this time so we need direction from the board on how we can proceed.

Greg Marks recommended approving this position pending clarification on how existing funds can be used. He clarified, if information is received that verifies the position could be funded with existing funds that we move forward allowing the executive committee to make the final determination.

The motion was made to approve the position pending the clarification of funding and the executive committee determining the final decision with the target date of April 1st.

Tom Wessels and Val Masuga opposed the additional hire

The motion to approve was passed. (Greg Marks/Vass)

1:10:00 Break at 1:11 to 1:21

5. Executive Director's Report

ED

In addition to the written report the following items we discussed:

Governor's Economic and Educational Summit: The report overviewed that the new format of the summit was positive and felt that the strong presence of economic and workforce development pushed education to evolve STEM activities. He added that the meeting was heavily focused on talent needs for the workforce (College and Career Ready Program). Additionally, The ED reported that based on the invitation made by President of U of M, the Partnership has contacted his office to request what department/individual we need to contact to hopefully engage the university and their resources with the Partnership.

Legislative issues: In a recent committee meeting, Representative Adam Zemke asked committee members to prepare a framework document of what STEM would look like in the educational system; where activities take place in the system, and who are the providers. He believes this document will help them to communicate a common understand and framework of STEM and STEM education. A draft framework document was initially prepared by Monique and reviewed by the Strategic Directions Committee. This framework is structured around system pillars. Additional detail information on system component, outputs, and providers has also been drafted. The ED added that criteria in the current House and Senate Bills for providing an optional STEM Endorsement on High School Diploma in not representative of STEM and STEM education. It is primarily based on completing credits in current math and science courses.

Committee Reports

a. Executive Committee

Paul Agosta

Paul stated that most of the activities of the Executive Committee have already been addressed in previous discussions but added the following:

- Paul restated the need to get clarification from MDE on what restriction and limitations there are in the use of Partnership funds.
- The work with the legislators is critical for both addressing STEM needs in the state and establishing the Partnership as an organization of prominence in STEM and STEM education. As an neutral organization without a specific agenda
- Paul and the ED attended the recent ST. Clair Hub meeting. This hub has connected to the prosperity region, workforce and economic development, and other organizations. As we know, the prosperity region is a primary

source to connect with government agencies. We are also working to have a representative from Economic Development on this board.

b. Finance Committee

Gary Gilger

Garry Gilger reported that there is a concern regarding financial reporting (or lack of it) by Wayne RESA. The ED reported that we have only been able to get general budget information without detail. Detail information has been requested but to-date nothing has been received. Gary Gilger recommended that there needs to be a meeting with Wayne RESA to get the information needed for operations, planning, and the 501C3 application. It is also necessary to find out what happened to the \$22,000+ surplus from last year and why there was no carryover of these funds documented in the general budget worksheet provided by Wayne RESA. Additionally, the Partnership does not receive regular monthly (and detailed) budget reports from Wayne RESA.

Regarding \$20,000+ surplus from last year, Gary commented that the Partnership needs to have a clarification from MDE on how that money can be used. Gary added that in regard to the 501c3 Corporation application, once the application is filed the Partnership may start operating as a 501C3. We do not need to wait for final approval as the IRS expects that any issues in the application will be resolved.

The ED was directed to setup a meeting with Wayne RESA regarding this issue ASAP.

c. Strategic Direction Committee

Brandon Lucas/Monique Wells

Monique reported that the Framework document discussed will be reviewed at the next meeting with Adam Zemke on Tuesday March 31st.

Andrew asked if it is the responsibility of the Strategic Direction Committee to define the plan seeking opportunities for funding from foundations (Foundation Acquisition). Brandon answered positively and said that board members can contribute to this process. Paul added that the Strategic Direction Committee can provide the framework for the process. ED added that we have been following funding activities for STEM around the country. We can begin to identify contacts and find out what process and resources are necessary to solicit funds. Vass added that having a direction would help us to have a better performance for searching available funds.

Gary added that, once we have the 501C3 and start seeking funds that we need have a document that outlines a 'case of support' we can provide to organizations with funds.

d. Governance Committee

Greg Marks

Greg added that we need to replace some of our memberships who are not participating in our board activities. He also added that we need to make some changes in the strategic arena and shift the nature of representation.

Paul commented that we had a participation policy last year. He recommended that we need to have an active attendance sheet and publish it. Brandon asked if there are any documents in place which explain about the board members attendance expectations. Greg Marks answered positively and said we need to find and resend it to board members. Paul commented that the governance committee should resend the document and express the board members' expectations.

ED added that he will find the documents and will contact those members who did not attend the meeting.

e. Communication Committee

Heather Gallegos

ED mentioned that due to the absence of Heather, we will have the Communication Committee update next month

f. Board Task Force

Brandon Lucas/Andrew Smart

- **Grant Application Status – Response to questions from the field**

Andrew explained that documentation for grant application has been updated. Regarding grant applications and awards, Christy explained that application process will finish by April 10th and awards should be determined by May 15th 2015. Greg Johnson mentioned that the time frame for submitting the grant application is short (Due the spring break schedule for most school districts). Additionally, it was stated that the MSP website does not have any place for uploading applications' materials.

ED explained that all of the instructions including a downloadable grant application template have recently been prepared. Greg asked about the information release and Christy confirmed that she has received the documents and it will be accessible from the website by early next week.

Greg Johnson added that the website does not clearly explain where the applications should be submitted.

Brandon asked when the grant application will be reviewed. Christy answered that we will start the reviewing process as soon as we find out how many grant applications have been received. She added that we will issue a call for reviewers from board and hub members and setup reviewer groups. Once the grant applications are reviewed and scored we will compile the information to determine which grants are funded.

Regarding the grant notification process, Christy mentioned that we should notify all recipients by the end of May giving them time to plan for the next school year and/or any summer preparatory activities. Christy also explained to the board should consider extending the grant application deadline as school districts have scheduled spring breaks.

Greg Johnson mentioned that there is a discrepancy in the "Grant Guideline Document" on MSP website. He added that document states that a grant proposal must be submitted through MSP and provides a URL link. There is no place on the website with the link to submit the documents. ED mentioned that the email address for submitting the grants was removed during the recent website update and needs to be restored. He will work to ensure that happens.

Greg Marks mentioned that Christi and Gary can work together to propose a solution. ED mentioned that we need to get information on what exact changes we need to make on website to clarify the grant upload process including information for filing process. Andrew recommended that having only one method for uploading documents can produce better results.

Tom Wessels asked about the amount of the money allocated for funding. Christi confirmed that \$40,000 is allocated for hub level activities and the remaining funds, estimated at \$150,000, is allocated by the Partnership for state level activities.

After discussion the board decided to extend the application deadline to end of day April 20th.

- Call for Readers

ED – Mentioned that this part has been already covered.

6. Items for discussion

ED

a. Website update

Greg mentioned that the website information has been transferred from old website and there is no new content. Paul added that we need to find out how we can update this information.

Greg added that we can look at the document that Monique prepared and use it as a reference.

Jodie asked about the person who is in charge of operating social media accounts. ED answered that currently the social media accounts are inactive. Previously the Partnership contracted with Rebecca Wenglinski to manage the twitter account and the LinkedIn Group was managed by the former ED. Ali will provide the ED with her contact information and the ED will get a cost estimate to reactivate the accounts.

ED mentioned that Linda brought this topic to board's attention and asked her to overview her question and concern. Linda informed the board that governor's current strategy appears to push towards CTE and STEM but does not specify what specific training programs are included in STEM funded programs. Linda's primary concern is if wireless and mobile technology needs are included in STEM programs. The record shows that employers are not able to find people with right wireless skills. We need to make sure new STEM programs are designed to prepare students in these areas. Patty commented that new government funding is intended to go to the ten prosperity regions and regions can initiate programs. Additionally programming in CTE and early college programs may have some curriculum content but CTE area and the prosperity region may determine that they have a bigger talent gaps in the other areas. She said that prosperity regions make the final decision where they should spend the funds. She added that we know that specific mobile technology is not included in most STEM programming. Linda added that even in agricultural communities there is a strong need for mobile and wireless technology; people who have a good understanding of what these technologies do are needed to fill jobs/careers in these areas. In order to send this message out to ten prosperity regions, Jodie recommended that we could promote some part of that information by putting either content or contents' links on our website. Linda offered to help more with preparing some contents to promote the message and send it out after social media updates are finished. Paul added that we need a leadership in Communication Committee.

Additional

- ED welcomed Darcy McMahon from Bay Hub as a guest.
- Mike asked if the call for reviewers can wait until we have all applications ready in hand. He also mentioned that there is a discrepancy and disconnection in the grant guideline. He said that mission and vision of the Partnership are provided but the instructions ask for alignment to the goals (that are not included).
- ED added that there are additional updates that need to be made to the grant documents prior to next year's cycle.
- Mike mentioned that we need to replace the goals with priority criteria.
- Mike asked how the board wants to precede with the grant review process. Christi recommended that if anyone is interested in participating in the grant review process to just send their information to Gary and her.

7. Next Meeting Date – April 23, 2105

8. Adjourn

ED

The meeting adjourned at 2:39 p.m.