

Date: July 03, 2024

From: Matthew Shim  
Early Learning Board (ELB) Governance Subcommittee Chair

Re: Governance Subcommittee Update to Early Learning Board

The Governance Subcommittee met during our regularly scheduled monthly meeting on Friday, June 21, 2024 (1230p-130p).

- Members present on Friday, June 21, included: Elaine Yamashita, Rochelle Mahoe, Matthew Shim, Dayna Luka, and Yuuko Arikawa-Cross

**Subcommittee Item 1. Amending the previously approved (July 9, 2020) Early Learning Board Chairperson and Vice Chairperson term limits.**

- The Subcommittee members discussed the following duties and term of the ELB Chairperson and Vice Chairperson as approved by the ELB on July 9, 2020:
  - **Chairperson:** The Board Chairperson shall call meetings of the Board and shall preside at all meetings of the full Board. The Board Chairperson shall delegate assignments and duties to other Board members, manage all matters of the Board, and perform such other duties as are incident to the office or are required by the Board or by law. The Chair is selected by a majority of its voting members every three years.
  - **Vice Chairperson.** In the absence or unavailability of the Chairperson, the Vice Chairperson shall perform all of the duties of the Chairperson, and when so acting shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice Chairperson shall assist the Chairperson as the Chairperson deems necessary and shall have such powers and perform such other duties as from time to time may be prescribed by the Chairperson or the Board. The vice chair is selected by a majority of its voting members every 3 years, except for the 1st vice chairperson in which the term will expire in two years.
- Due to changes in the voting ELB membership composition and term limits set by the governor per ACT 170 (7/3/23), clarification of the terms for Chairperson and Vice Chairperson is necessary.
- The subcommittee recommends that the Chairperson Duties be amended to read:
  - **Chairperson.** The Board Chairperson shall call meetings of the Board and shall preside at all meetings of the full Board. The Board Chairperson shall delegate assignments and duties to other Board members, manage all matters of the Board, and perform such other duties as are incident to the office or are required by the Board or by law. ***The chair is selected by a majority of its voting members every three years or the term of the selected board member if less than three years.***
- The subcommittee recommends that the Vice Chairperson Duties be amended to read:
  - **Vice Chairperson.** In the absence or unavailability of the Chairperson, the Vice Chairperson shall perform all of the duties of the Chairperson, and when so acting shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice Chairperson shall assist the Chairperson as the Chairperson deems necessary and shall have such powers and perform such other duties as from time to time may be prescribed by the Chairperson or the Board. ***The vice chair is selected by a majority of its voting members every three years or the term of the selected board member if less than three years,*** except for the 1st vice chairperson in which the term will expire in two years.
- **ELB ACTION ITEM:** Approve the recommended changes to the ELB Chairperson and Vice Chairperson term limits as presented to the board on July 11, 2024.

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**Date:** July 3, 2024

**Re:** Governance Subcommittee Update to Early Learning Board

**Subcommittee Item 2. Present a Vice Chairperson Selection Process to the ELB for approval.**

- The Subcommittee members discussed the following Chairperson Selection Process approved by the ELB on April 11, 2024:

**Chairperson Selection Process:**

- The Chair/Convenor of the Governance Subcommittee will manage the selection process.
  - Announces upcoming chair selection and defines a timeframe for nominations;
  - Collects nominations and determines interest of each nominee in serving as chair;
  - Submits names of those who accept the nomination to the Board Chair; and,
  - Following the election process, tabulates the votes and announces the results.
- The Board Chair plans the election as an agenda item and prepares written ballots for members to complete.
- The formal election is held at a Board meeting via written ballot and results are announced by the Governance Subcommittee Chair/Convenor.
- Should there be a tie, a run-off of the top two nominees will be conducted at the next Board meeting.

**Who Is Eligible:**

- Voting members of the Board
- The subcommittee recommends a similar selection process for the Vice Chairperson as follows:

**Vice Chairperson Selection Process:**

- The Chair/Convenor of the Governance Subcommittee will manage the vice chairperson selection process.
  - Announces upcoming vice chair selection process and defines a timeframe for nominations;
  - Collects nominations and determines interest of each nominee in serving as vice chair;
  - Submits names of those who accept the nomination to the Board Chair; and,
  - Following the election process, tabulates the votes and announces the results.
- The Board Chair plans the election as an agenda item and prepares written ballots for members to complete.
- The formal election is held at a Board meeting via written ballot and results are announced by the Governance Subcommittee Chair/Convenor.
- Should there be a tie, a run-off of the top two nominees will be conducted at the next Board meeting.

**Who Is Eligible:**

- Voting members of the Board
- **ELB ACTION ITEM:** Approve the recommended Vice Chairperson Selection Process as presented to the board on July 11, 2024.

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