

Texas Migrant Council, Inc.
BOARD OF DIRECTORS
Bi- MONTHLY BOARD MEETING MINUTES

LOCATION: Live Washington, DC

Date: February 28, 2008

ROLL CALL:

MEMBER	PRESENT/ABSENT	CHARTER MEMBER
Ms. Sandra Martinez, Board Chair	Present	
Mr. Louis Dan Liskai, Board Vice-Chair	Present	
Mr. Leonel Lopez, Treasurer	Present	
Ms. Grace Camargo, Secretary	Present	
Ms. Diana Palacios, SGT. At Arms	Present	
Mr. Juan Jose Balli	√	CHARTER MEMBER
Mr. Vidal Cantu, Jr.	√	CHARTER MEMBER
Mr. Blas Castaneda	Present	
Judge Juan Velasquez	Present	
Mr. Francisco Flores	Present	CHARTER MEMBER
Mr. Miguel Lopez	Absent	
Dr. Hilda Medrano/PC Liaison	Present	
Ms. Blanca Munoz	Absent	
Ms. Maribel Garcia	Present	
Dr. Rene Cantu	Absent	
Mr. Juan Massey	Present	
Ms. Claudia Salazar PC President	Present	

Agenda: (y) (n)

Materials provided/distributed: (y) (n)

Minute Taker: Ms. Minerva Mendoza

Item/Subject	Discussion Referenced materials, copies, etc.	Action/ Motions
I. Meeting Called to Order	Ms. Sandy Martinez, Board Chair, called the Bi-Monthly Board meeting to order at 3:20 p.m.	Called to Order
II. Roll Call	Ms. Grace Camargo, Board Secretary, called roll. Twelve (12) out of seventeen (17) board members were present. Quorum was established.	Quorum Established

III. Action Items

A. Approval of the Consent Agenda Items

1. Mr. Blas Castaneda, Board Member, moved to approve the following consent agenda items:
 - a. January 11, 2008 New Board Member Orientation Meeting Minutes.
 - b. January 11, 2008 Annual Board Training and Meeting Minutes.
 - c. January 12, 2008 Strategic Planning and Bi-Monthly Board Meeting Minutes.
 - o Ms. Maribel Garcia, Board Member, seconded.
 - o **Approved Unanimously.**
 - o No Discussion.

2. Mr. Blas Castaneda, Board Member, moved to approve the proposed Amendments to the By-laws. Ms. Mary Capello, CEO briefed the board on the changes to the By-laws recommended by the board to be amended.
 - o Mr. Leonel Lopez, Board Treasurer, seconded.
 - o **Approved Unanimously.**
 - o No Discussion.

3. Mr. Dan Liskai, Board Vice Chair, moved to approve the Board of Directors Schedule of Meetings for 2008-2009. There were two (2) meetings that needed to be finalized. The May meeting will be held in Laredo to coincide with Dia de los Ninos. The November 8, 2008 meeting will be a joint meeting with the Policy Council and will take place in San Antonio, TX.
 - o Ms. Diana Palacios, Board Sgt-at-Arms, seconded.
 - o **Approved Unanimously.**
 - o No Discussion.

4. Mr. Dan Liskai, Board Vice Chair, moved to approve the Board of Directors Schedule of Committee Meetings for 2008-2009. The below committees will meet as follows: Executive Committee will meet the Friday before every scheduled BOD meeting; Fiscal Committee will meet every month and Mr. Leonel Lopez, Committee Chair, will provide calendar of scheduled dates; Programs/Corporate Compliance Committee will meet every six (6) months, with the first meeting scheduled for July 2008; Legislative/By-laws Committee will meet mid year and their first meeting will be on July 1, 2008;; and, the Advisory and Fundraising Committee will meet once a year and they already met for this year.
 - o Ms. Maribel Garcia, Board Member, seconded.
 - o **Approved Unanimously.**

o No Discussion.

5. Ms. Diana Palacios, Board Sgt-at-Arms, moved to approve the 2008-2013 Strategic Plan.

- o Ms. Grace Camargo, Board Secretary, seconded.
- o **Approved Unanimously.**
- o No Discussion.

6. Ms. Grace Camargo, Board Secretary, moved to approve Putnam as the New Pension Plan Provider. Mr. Tom Ferrari from Cobb Investments gave a presentation to the board on the Retirement Plan Provider Search results. Six providers responded to our pension plan provider RFP. Information was compiled from a variety of sources, including the vendor's proposals, site visits, interviews and reference checks. The committee reviewed all information collected and recommended to make site visits to the two finalists: Putnam and Wells Fargo. After conducting a visit to each site, the committee recommended Putnam to provide the pension plan services to TMC beginning in the Summer 2008.

- o Dr. Hilda Medrano, Board Member, seconded.
- o **Eleven (11) Board Members approved; Judge Juan Velasquez, Board Member abstained**
- o No Discussion.

7. Ms. Grace Camargo, Board Secretary, moved to approve the recommended 1-5% match by the employees to the pension plan.

- o Mr. Dan Liskai, Board Vice Chair, seconded.
- o **Approved Unanimously.**
- o No Discussion.

8. Ms. Maribel Garcia, Board Member, moved to approve the Resolution for Schools and Libraries Universal Services (E-Rate) for 2008-2009.

- o Mr. Francisco Flores, Board Member, seconded.
- o **Approved Unanimously.**
- o No Discussion.

9. Ms. Diana Palacios, Board Sgt-at-Arms, moved to approve the following changes to the Dispute Resolution Policy:

- o Changing the reference from business days to calendar days.
- o Changing Section C, Step 1, directing all positions that report to the CEO to initiate a complaint at Step 1 and then, if necessary, Step 4.
- o The board did not approve any extensions to the 14

	<p>days.</p> <ul style="list-style-type: none"> o Mr. Dan Liskai, Board Vice Chair, seconded. o Approved Unanimously. o No Discussion. 	
I. Reports	<p>Ms. Diana Palacios, Sgt-At-Arms, moved to approve the following reports that were previously sent via e-mail.</p> <ul style="list-style-type: none"> A. CEO Corporate Monthly Reports. B. Financial Reports & Contracts Report. C. Human Resources, Benefits, Risk Management Reports. D. Texas Early Education Model (TEEM) Report. E. Migrant Seasonal Head Start Program Report. F. Workforce/CCS Management Programs Reports. G. Healthy Marriages Program Report. <ul style="list-style-type: none"> o Mr. Dan Liskai, Board Vice Chair, seconded. o Approved Unanimously. o No Discussion. 	Reports Approved Unanimously
V. Executive Session	<p>Mr. Francisco Flores, Board Member, made a motion to go into Executive Session at 6:00 p.m.</p> <ul style="list-style-type: none"> o Mr. Dan Liskai, Board Vice Chair seconded. o Approved Unanimously. o Items discussed in Executive Session: Policy Council Reports. <p>Mr. Blas Castaneda, Board Member moved to return to regular session.</p> <ul style="list-style-type: none"> o Ms. Diana Palacios, Board Sgt-At-Arms, seconded. o Approved Unanimously. o No Discussion. 	
V. Sound-off Session	<p>Ms. Mary Capello, CEO, reported that Texas Migrant Council received notice from the landlord in regards to the lease agreement on the corporate building which expires June 2008. The option to extend the lease agreement will expire and if we are interested in extending the terms of the lease for another five years or if we want to negotiate a lesser time, we need to contact KQC Investments. Mr. Jerald Sparenberg, CFO, briefed the board on the space of the building. The board needs to make a decision on the lease because TMC will be out of a building. If TMC signs a one (1) year agreement the landlord may be interested in a month-to-month agreement thereafter. The board needs to authorize Ms. Mary Capello to work and negotiate an extension to the lease agreement with the landlord. Judge Juan Velasquez made a recommendation to authorize Ms. Mary Capello, CEO, to work on a plan to bring back to the board and to allow her to look for a new building. The board decided to form a building committee. Ms. Sandy</p>	

	<p>Martinez, BOD Chair, appointed the following board members to the building committee: Judge Juan Velasquez, Mr. Dan Liskai, Ms. Grace Camargo, Dr. Hilda Medrano and Ms. Diana Palacios. Ms. Sandra Carton, Chief of Migrant Seasonal Head Start Programs attended part of the board meeting and addressed the board on proposed changes to enrollment.</p>	
<p>VI. Adjourn</p>	<p>Ms. Diana Palacios, Board Sgt at Arms, moved to adjourn. o Dr. Hilda Medrano, Board Member, seconded. c Approved Unanimously. o No discussion.</p> <p>Meeting Adjourns at 7:30 p.m.</p>	<p>Adjourned</p>

APPROVED BY: Graciela Camargo
 BOD Secretary