



Board of Directors Bi-Monthly Meeting  
Official Minutes  
September 25, 2009  
Mission, Texas  
Live/&Via Conference Call  
6:00 P.M. CT

**01. 09-25-233. Call to order by Mr. Louis Daniel Liskai.**

Let it be remembered that a regular Meeting of the TMC Board of Directors (BOD) was held on Friday, September 25, 2009, at 6:00 P.M. live and via Conference Call, in Mission, Texas.

**02. 09-25-234. Roll Call**

Roll call by Ms. Diana Palacios, 14 members were present.

Thus constituting a quorum, the TMC Board of Directors proceeded to act upon the Agenda as presented in the meeting notice of September 25, 2009 with the following members' present to-wit:

Louis Dan Liskai	Board Chair
Graciela Camargo	Vice-Chair
Diana Palacios	Secretary
Leonel Lopez	Treasurer
Judge Juan Velasquez, III	Sgt. At Arms
Sandy Martinez	Member
Francisco Flores	Member

Miguel Lopez	Member
Juan Massey	Member
Dr. Hilda Medrano	Member
Blanca Munoz	Member
Rev. Chester Phyffer	Member
Rev. Tino Espinoza	Member

**Not in Attendance:**

Senator Cynthia Nava	Member
Blas Castaneda	Member
Dr. Rene Cantu	Member
Juan Jose Balli	Charter Member
Claudia Salazar	PC President

Also present were Ms. Mary Capello, TMC CEO, Mr. Manny Duque, TMC COO, Mr. Jerald Sparenberg, TMC CFO, Mr. Rodney Rodriguez, TMC CCO, Ms. Norma Ybarra, TMC Human Resources Director, Mr. Rene Gonzalez, TMC Communications Officer, Dr. Mary Alice Reyes, Regional Director for the Rio Grande Valley Region, Mr. Edgar Lao, Rio Grande Valley Region MIS Department, and Ms. Cordelia L. Valdez, TMC Board Secretary.

**03. 09-25-235. Approval of TMC Board Minutes**

It was moved by Ms. Grace Camargo and seconded by Mr. Miguel Lopez to approve the Minutes of July 27-28, 2009.

Motion was approved unanimously.

**04. 09-25-236. Board Action Items**

- a. Discussion and possible action to approve the revised Organizational Chart for MSHS.

Ms. Capello gave the Board a copy of the organizational chart and explained in detail the structure of it directors, managerial and staff within each department and their functions. Ms. Blanca Munoz asked if TMC was going to expand its services and personnel. Ms. Capello mentioned that TMC was growing at rapid pace and in dire need of

additional personnel however, there would be no additions at the present time. Ms. Capello did advise the Board that additional partnerships were in progress that would not affect the overall operations of TMC. TMC has evolved within the last years to be an outstanding organization and hopes to continue in the same path.

It was moved by Dr. Hilda Medrano and seconded by Ms. Grace Camargo to approve the revised Organizational Chart for MSHS.

Motion was approved unanimously.

- b. Discussion and possible action to approve the amended TMC Dress Code Policy.

After several questions, and lengthy discussions with concerns regarding ear piercing, tattoos, attire, and identification of employees, Judge Velasquez recommended that the Board approve the areas, of “Acceptable Attire”, and “Identification” and have TMC’s legal counsel address the specifics of ear piercing and tattoos.

It was moved by Ms. Diana Palacios and seconded by Judge Juan Velasquez, to approve the TMC Dress Code and to have corporate legal counsel review the sections on tattoos and earrings for compliance.

Motion was approved unanimously.

- c. Discussion and possible action to approve the TMC Proposed Toddler and Preschool Menu for 2009-2010.

The School Menu was reviewed and acknowledged that all was in compliance with USDA regulations and Child Care Programs.

It was moved by Ms. Sandy Martinez and seconded by Ms. Grace Camargo to approve the TMC Toddler and Preschool Menu for 2009-2010 as presented.

Motion was approved unanimously.

- d. Discussion and possible action to approve proposed goals to be included in TMC's 2008-2013 Strategic Plan.

Mr. Rodney Rodriguez explained TMC's business goals are to promote quality services to clients, increase TMC's organizational capacity by providing and maintaining high-quality facilities and playground equipment that supports the delivery of services to children and their families; improve the image and profile by increasing the Board's and staff participation in public relations and develop TMC as a self sustaining corporation. After a lengthy presentation all Board members agreed to assure that TMC continue with the mission, vision and business goals.

It was moved by Ms. Blanca Munoz and seconded by Dr. Hilda Medrano to approve the proposed goals as presented.

Motion was approved unanimously.

- e. Discussion and possible action regarding Employee Definitions.

The Employee Definitions were addressed by Ms. Capello by defining specifically the categories of Employee to be as follows:

Regular Full-Time, Regular Part-Time, Seasonal Full-time, Seasonal Part-Time, Introductory (Probationary), Contractual, Consultant, and Volunteers; Employees are also classified as Exempt or Non-Exempt. Board Members asked if all classifications were in compliance with the Fair Labor Standards Act. Ms. Capello advised them that all categories had been carefully reviewed and researched to comply according the Fair Labor Act.

It was moved by Ms. Diana Palacios and seconded by Ms. Sandy Martinez to approve TMC's Employee Definitions as presented.

Motion was approved unanimously.

- f. Discussion and possible action to approve the recommendation of the TMC Board/Staff Building Committee regarding the selection of the bidder for the development of the new TMC Corporate Office Building in Laredo, Texas; and to authorize the CEO to enter into negotiations and execute all relevant document.

It was moved by Ms. Grace Camargo and seconded by Rev. Chester Phyffer to approve the recommendations of the Building Committee to continue to review and prepare a report to the board consisting of the estimated total construction cost for the property and the resulting lease cost to TMC, for final review and approval. Staff was to do the following:

1. Submit a letter to bidders requesting projected cost of building with several options, and to provide TMC with the lease cost based on Fair Market Value per square footage;
2. Advise the funding sources of the anticipated use of funds for the lease payment; and,
3. Complete request by the next board meeting.

Motion was approved unanimously.

- g. Discussion and possible action to approve the recommendation of Mr. Ricardo Gonzalez, CPA from Las Vegas Nevada, to the TMC Board.

The Executive Committee addressed the Board regarding the recommendation given by Dr. Rene Cantu of Mr. Ricardo Gonzalez, CPA, as a prospective Board Member to represent the state of Nevada. The Executive Committee

recommendation was to approve Mr. Gonzalez and bring him on board to represent the State of Nevada.

It was moved by Ms. Sandy Martinez and seconded by Rev. Chester Phyffer to approve the nomination of Mr. Ricardo Gonzalez, CPA to represent the State of Nevada on the TMC Board.

Motion was approved unanimously.

- h. Discussion and possible action to approve the recommendation to approve to enter into a partnership venture with Las Vegas Latin Chamber of Commerce.

It was moved by Ms. Diana Palacios and seconded by Mr. Leonel Lopez to approve and commence discussion with Las Vegas Latin Chamber of Commerce regarding a proposed partnership with the Las Vegas Latin Chamber of Commerce and prepare a Memorandum of Understanding (MOU).

Motion was approved unanimously.

- i. Discussion and possible action to approve the partnership request presented by Mr. Fernando Rey of Heroes and Heritage on the National Youth Conference to be held in San Antonio, Texas in March 2010.

After a lengthy presentation by Mr. Fernando Rey it was moved by Ms. Diana Palacios and seconded by Reverend Chester Phyffer to approve the request by Mr. Fernando Rey of Heroes and Heritage for TMC to partner with his organization to assist with parent participation for the National Youth Conference to be held in San Antonio, Texas in March 2010.

Motion was approved unanimously.

- j. Discussion and possible action regarding request from CEO for a Special Meeting the week of October 19, 2009 for

**Renewal of TMC Employee Benefits Package, Migrant Seasonal Head Start and Head Start/Early Head Start Funding Applications.**

Mr. Sparenberg addressed the Board regarding the upcoming Employee Benefits package for TMC. He further explained the funding applications that would be submitted for Migrant Seasonal, and Head Start/Early Head Start.

It was moved by Ms. Sandy Martinez and seconded by Ms. Grace Camargo to approve item as presented by Mr. Sparenberg and to call a Special Meeting for the Employee Benefits Package in October as requested.

Motion was approved unanimously.

**k. Presentation by Kell Munoz Architects.**

It was moved by Ms. Diana Palacios and seconded by Mr. Miguel Lopez to table the item as there was no one present from the Architectural Firm of Kell Munoz.

Motion was approved unanimously.

05. 09.25.237. **TMC BOARD OF DIRECTORS COMMITTEE REPORTS**

- a. Executive Committee
- b. Fiscal Committee
- c. Building Committee
- d. Programs/Research and Evaluation/Corporate Compliance Committee
- e. Board Liaison Report
- f. MSHS Policy Council President Report

06. 09-24-238. **CHIEF EXECUTIVE OFFICERS REPORT**

- a. Corporate Report  
CEO Report for July-August 2009.
- b. Financial Reports-Actual, Expenditures, MSHS Financial
- c. Programs Report
- d. Corporate Compliance Report
- e. Communications Report
- f. Human Resource Report
- g. Purchasing/Contracts Report

It was moved by Ms. Grace Camargo and seconded by Ms. Diana Palacios to approve reports listed in items 05.09-24-237 & 06.09-25-238 as presented.

Motion was approved unanimously.

With no further business it was moved by Ms. Grace Camargo and seconded by Ms. Blanca Munoz to adjourn the meeting.

Respectfully Submitted,



Diana Palacios  
TMC Board Secretary