



RESOLUTIONS OF THE BOARD OF DIRECTORS

Approved at the March 23, 2020 Meeting of the Board of Directors

Approval of Minutes

The minutes of the December 16, 2019 meeting of the Board of Directors are approved.

Appointment of President/CEO

WHEREAS, the Board developed a job description for the President/CEO and established a Search Committee on October 18, 2019 to lead, on behalf of the Board, the search for the President/CEO and to develop a compensation package for consideration by the Board for the President/CEO; and

WHEREAS, the Search Committee led an extensive local and national search process that spanned several months and involved sourcing 261 individuals and interviewing 33 candidates, including 19 from Connecticut, for the position of President/CEO; and

WHEREAS, the Search Committee presented Mary Anne Schmitt-Carey as the finalist for the Board's consideration and the Board interviewed Mary Anne Schmitt-Carey and carefully considered her background and qualifications; and

WHEREAS, the Search Committee obtained and relied upon comparability data, including compensation levels paid by similarly situated organizations for functionally comparable positions, the availability of similar services in the geographic area of the organization, and current compensation surveys compiled by independent firms, in developing the compensation package for consideration by the Board for the President/CEO; and

WHEREAS, the Board, relying upon such comparability data, finds the proposed compensation package, including \$247,500 in base salary plus benefits, to be reasonable and in line with other comparable leaders; and

WHEREAS, the Board seeks to appoint Mary Anne Schmitt-Carey as the President/CEO of the Partnership for Connecticut, Inc. (the "Partnership"), subject to the approval of the Members in accordance with Section 2.5 of the Bylaws of the Partnership; and

WHEREAS, the Board wishes to extend Mary Anne Schmitt-Carey the offer letter, setting forth the terms of the at-will employment arrangement with the Partnership;

NOW, THEREFORE, be it hereby:

RESOLVED, that the proposed compensation package, including \$247,500 in base salary plus benefits, is approved in advance of entering into the compensation arrangement; and further

RESOLVED, that Mary Anne Schmitt-Carey is appointed as President/CEO of the Partnership, subject to (a) the approval of the Members in accordance with Section 2.5 of the Bylaws of the Partnership and (b) mutual acceptance and execution of the offer letter; and further

RESOLVED, that the Officers are hereby approved to take all necessary actions to accept and execute the offer letter on behalf of the Partnership if the Members approve the appointment of the President/CEO in accordance with Section 2.5 of the Bylaws of the Partnership; and further

RESOLVED, that the President/CEO shall serve as a member of the Partnership’s Operations Committee and Program Committee; and further

RESOLVED, that the President/CEO shall serve as an ex-officio director on the Partnership’s Board of Directors in accordance with Section 3.3(a) of the Bylaws of the Partnership.

Approval of Office of Policy and Management Grant Agreement

WHEREAS, Public Act 19-117 § 186 provides that the Dalio Family Fund, Inc. shall provide \$20 million to the Partnership for the fiscal year commencing July 1, 2019 and that the State of Connecticut shall transfer \$20 million to the Philanthropic Match Account established in Section 188, upon certification by the Dalio Family Fund, Inc. to the Secretary of the Office of Policy and Management that it has transferred \$20 million to the Partnership; and

WHEREAS, Public Act 19-117 § 187(c) provides that State assistance may be provided to the Partnership through contractual arrangements as may be agreed upon by the Partnership and the Secretary of the Office of Policy and Management; and

WHEREAS, Public Act 19-117 § 188(b) provides that funds in the State’s Philanthropic Match Account shall be expended by the Secretary of the Office of Policy and Management to match the philanthropic gifts made by the Dalio Family Fund, Inc. to the Partnership, upon certification by the Dalio Family Fund, Inc. to the Secretary of the Office of Policy and Management that it has transferred \$20 million to the Partnership; and

WHEREAS, Public Act 19-117 § 188(c) provides that the Secretary of the Office of Policy and Management may expend \$20 million provided the Secretary has entered into an agreement under which the Partnership confirms that it has received an equivalent amount for the fiscal year from the Dalio Family Fund, Inc.; and

WHEREAS, the Partnership’s counsel has worked with the Office of Policy and Management to develop a grant agreement for the Board’s consideration and has discussed the proposed agreement with the Partnership’s Operations Committee; and

WHEREAS, the Board has reviewed the Office of Policy and Management Grant Agreement; and

WHEREAS, the Board recognizes that the Partnership will need to secure additional insurance in order to comply with said Grant Agreement; and

WHEREAS, the Board wishes to accept and formalize the Grant Agreement;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Office of Policy and Management Grant Agreement is approved and accepted; and further

RESOLVED, that the Officers are hereby approved to take all necessary actions on behalf of the Partnership to execute the Grant Agreement, accept the funds, and secure necessary insurance.

Approval of Dalio Family Fund, Inc. Grant Agreement

WHEREAS, Public Act 19-117 § 186 provides that the philanthropic enterprise (the “Dalio Family Fund, Inc.”) shall provide \$20 million to the Partnership for the fiscal year commencing July 1, 2019; and

WHEREAS, Public Act 19-117 § 188 provides that the State of Connecticut shall transfer \$20 million to the Partnership, upon certification by the Dalio Family Fund, Inc. to the Secretary of the Office of Policy and Management that it has transferred \$20 million to the Partnership; and

WHEREAS, the Partnership’s counsel has worked with the Dalio Family Fund, Inc. to develop a grant agreement for the Board’s consideration and has discussed the proposed agreement with the Partnership’s Operations Committee; and

WHEREAS, the Board has reviewed the Dalio Family Fund, Inc. Grant Agreement; and

WHEREAS, the Board notes that said Grant Agreement is in the amount of \$19,575,000 because it supplements \$425,000 in funding previously provided by the Dalio Family Fund, Inc. to the Partnership in August 2019; and

WHEREAS, the Board recognizes that the Partnership will need to secure additional insurance in order to comply with said Grant Agreement; and

WHEREAS, the Board wishes to accept and formalize the Grant Agreement;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Dalio Family Fund, Inc. Grant Agreement is approved and accepted; and further

RESOLVED, that the Officers are hereby approved to take all necessary actions on behalf of the Partnership to execute the Grant Agreement, accept the funds, and secure necessary insurance.

Approval of Request for Proposals: Independent Auditor

WHEREAS, the Board wishes to issue a Request for Proposals (RFP) in April 2020 to seek an independent auditor for the purpose of conducting the Partnership's first annual fiscal audit for the period ending June 30, 2020; and

WHEREAS, the Board anticipates that the RFP process would result in the recommendation of an independent auditor for the Board's selection by June 2020 so that the auditor may complete the necessary fieldwork for the audit by October 2020 and then finalize and issue the audit by early December 2020;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Board hereby approves the Partnership issuing the RFP to achieve the aforementioned purposes; and further

RESOLVED, that the Officers, President/CEO, Operations Committee, and Senior Advisor are hereby approved to take all necessary actions to advance the RFP process consistent with this authority.

Approval of Amended Expense Management and Signing Authority Policy

WHEREAS, the Board approved the initial Expense Management and Signing Authority Policy on October 18, 2019, recognizing the initial need to have a basic set of financial and accounting policies and procedures in place for the Partnership; and

WHEREAS, the Board intends for the President/CEO to collaborate with the Partnership's accounting firm, blumshapiro, to develop and adopt a comprehensive set of financial and accounting policies and procedures by July 2020; and

WHEREAS, in the meantime, the Board wishes to update the initial Expense Management and Signing Authority Policy in order to give the President/CEO practical flexibility necessary to operate the non-profit organization and in anticipation of the Partnership awarding grant funding; and

WHEREAS, the Board recognizes that these policies and controls are intended to provide interim procedures for the Partnership until such time as a full set of fiscal policies and controls are developed under the President/CEO's leadership and presented to the Board for approval;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Amended Expense Management and Signing Authority Policy is hereby approved and adopted.

Approval of Operating Budget Updates

WHEREAS, the Partnership has spent \$85,030.50 as of February 29, 2020, consistent with the Board's approved initial operating budget; and

WHEREAS, the Partnership has \$339,970.30 in cash on hand as of March 16, 2020; and

WHEREAS, the Board has approved the Partnership to enter into grant agreements with the Dalio Family Fund, Inc. and the State of Connecticut, and thus, anticipates receiving significant FY20 revenue contributions from the Dalio Family Fund, Inc. and the State of Connecticut in April 2020; and

WHEREAS, the Board has approved the appointment of the President/CEO, subject to approval by the Members, and anticipates that Mary Anne Schmitt-Carey will formally start in April 2020 if the offer letter is mutually accepted;

WHEREAS, the Board wishes to secure additional capacity for the non-profit organization in the areas of program support, audit services, benefits expertise, and fundraising expertise;

WHEREAS, the Board wishes to update the initial operating budget for the Partnership in order to set parameters for these expenses and the organization's ongoing expenses; and

WHEREAS, the Board has reviewed the proposed updates to the initial operating budget through June 30, 2020; and

WHEREAS, the Board recognizes that the initial operating budget does not yet reflect full operating costs or program costs; and

WHEREAS, the Board expects the President/CEO to create an annual operating budget by July 2020 for the Partnership's full operating expenses and program costs, subject to Board approval;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Board hereby approves the initial operating budget through June 30, 2020; and further

RESOLVED, that the Board hereby directs the Officers and Operations Committee to work closely with the President/CEO to secure immediate capacity by formalizing contracts for the non-profit organization in the areas of program support and benefits expertise consistent with the parameters established in said initial operating budget and the Partnership's Board-approved polices, and to use the contingency funds only as necessary to execute such contracts; and further

RESOLVED, that the Board hereby directs the Officers and Operations Committee to work closely with the President/CEO to develop recommendations for the Board's approval to secure audit services and fundraising expertise for the non-profit organization consistent with the parameters established in said initial operating budget and the Partnership's Board-approved polices.

Approval of United Response to COVID-19 for Connecticut's Youth and Young Adults

WHEREAS, the Partnership for Connecticut's mission is to help Connecticut's disengaged and disconnected youth and young adults (ages 14 to 24) access the educational and career opportunities they need to succeed in life;

WHEREAS, the COVID-19 pandemic is a public health crisis that has and will continue to impact Connecticut's residents and families, especially Connecticut's disengaged and disconnected youth and young adults who are already in a vulnerable position and are likely to have inequities exacerbated by the pandemic;

WHEREAS, the Partnership aims to assist with a united response to the COVID-19 pandemic consistent with its mission and for the benefit of disengaged and disconnected youth and young adults (ages 14 to 24) in under-resourced communities across Connecticut;

WHEREAS, the Partnership underscores the importance of addressing both urgent and longer-term challenges in order to advance equity, access, and opportunity for Connecticut's disengaged and disconnected youth and young adults;

WHEREAS, the Partnership aspires to support and encourage a future whereby all young people have access to the educational tools and technology they need to learn and thrive, and situations such as this pandemic would not further marginalize our most vulnerable young people;

WHEREAS, the Partnership believes that a united response requires bipartisan leadership, as well as collaboration and coordination with young people and their families, State leaders, educators and school officials, higher education leaders, mayors and community leaders, and non-profits and service providers;

NOW, THEREFORE, be it hereby:

RESOLVED, that the Partnership will commit resources, time, and energy toward assisting with a united, statewide response to COVID-19 for Connecticut's disengaged and disconnected youth and young adults (ages 14 to 24), helping them to access the educational and career opportunities they need to succeed in life; and further

RESOLVED, that the Partnership will work with the Connecticut State Department of Education and local school officials to increase equitable access to education for up to 60,000 students enrolled in eligible high schools by understanding their technology needs and making every effort to secure laptops for those high school students as quickly as possible in accordance with the Equitable Access Program Guidelines, as follows:

- A. The program objective is to advance equitable access to education by providing laptops to those eligible high schools and students who need them;
- B. Program eligibility is limited to the high schools across the 33 Alliance Districts who serve significant populations of students who are eligible for free or reduced-price meals, and laptop

distribution will prioritize students demonstrating the most need; however, if the needs are met for these eligible high schools and there is remaining inventory and resources, then program eligibility may expand to include high schools beyond the Alliance Districts where more than 40% of students qualify for free or reduced-price meals, and laptop distribution will prioritize students demonstrating the most need;

- C. Eligible districts and high schools may opt into this program on behalf of their students if student laptops are a need;
- D. Eligible districts who opt into the program will receive laptops to increase their ability to provide high school students with devices during their high school careers; districts will retain ownership of these laptops to help close opportunity gaps and support future cohorts;
- E. The program will distribute laptops through a collaborative design, such that everyone is working together to achieve the program objective, as follows:
 - a. The Partnership and the Connecticut State Department of Education will determine the available inventory of laptops in the country's supply chain;
 - b. The Connecticut State Department of Education and participating school district superintendents will develop a comprehensive plan to promote equitable access to public education by linking the program with efforts to expand content and connectivity for eligible students and their families;
 - c. The participating school district superintendents will:
 - i. Determine specific needs within the available inventory identified by the Partnership and the Connecticut State Department of Education;
 - ii. Develop and assume responsibility for device distribution and maintenance plans, ensuring that students receive the laptops once ordered and that the laptops are well maintained and integrated into each participating district's IT system;
 - iii. Create a communications plan so that eligible high school students and their families have the information they need to participate in the program;
- F. The Partnership's CEO shall negotiate prices and develop proposals with device providers based on the available inventory, identified needs, and available resources, and recommend proposals to the Partnership's Board of Directors for consideration and final approval within 10 days; and further

RESOLVED, that the Partnership will work with young people and their families, State leaders, higher education leaders, mayors and community leaders, and non-profits and service providers to develop an inclusive and impactful strategy for addressing immediate and longer-term challenges consistent with the Partnership's mission in accordance with the United Community Program Guidelines, as follows:

- A. The program objective is to help Connecticut’s disengaged and disconnected youth and young adults overcome the crisis caused by the COVID-19 pandemic in ways that are consistent with the Partnership’s mission;
- B. Program eligibility is limited to under-resourced communities in Connecticut where there is a high poverty rate and youths and young adults (ages 14 to 24) who are showing signs of disengagement or disconnection from high school, the workforce, or the community;
- C. The Partnership shall work with stakeholders in under-resourced communities to ensure public input and participation in program design, while remaining focused on advancing positive outcomes as quickly and sustainably as possible;
- D. The Partnership’s CEO shall present a recommended strategy to the Partnership’s Board of Directors for consideration and final approval within 15 days, leading to direct funding opportunities consistent with the Partnership’s mission and the explicit goals for the United Community Program; and further

RESOLVED, that the President/CEO and the Officers are hereby authorized to take all necessary actions to advance planning, engage stakeholders, and develop proposals and recommendations for the Board of Directors’ consideration and approval as soon as possible in accordance with the Equitable Access Program Guidelines and United Community Program Guidelines.

Authority for Officers to Act on Resolutions

RESOLVED, that the Officers of the Partnership be, and each of them thereby is, authorized and directed to execute, for and on behalf of the Partnership, any and all documents and instruments required in connection with such matters and take all such other actions as may be necessary or appropriate to implement the foregoing resolutions.