

INTERNATIONAL LITERACY ASSOCIATION
BOARD OF DIRECTORS MEETING
9:00 AM, EDT, Friday, October 26, 2018
Renaissance Philadelphia Airport Hotel, PA

OPENING AND ATTENDANCE

On October 26, at 9:00 a.m. EDT, 2018–2019 Board President Bernadette Dwyer called to order a meeting of the Board of Directors of the International Literacy Association, which was held at the Renaissance Philadelphia Airport Hotel, PA.

Board Directors in attendance were 2018–2019 President of the Board, Bernadette Dwyer; Vice President, Kathy Headley; Board of Directors Juli-Anne Benjamin, Wendy Carss, Beverley Harris, Stephanie Laird, Susan Paasch, Stephen Peters, Julia Reynolds, and Jennifer Williams; and Executive Director, Marcie Craig Post.

Absent were Immediate Past President, Doug Fisher and Kenneth Kunz

Staff in attendance included Linda Marston, Director of Finance; Deborah Harris, incoming Director of Finance; and Wendy Logan, Recording Secretary.

APPROVAL OF MINUTES FROM JULY 19, 2018

The minutes from the Board of Directors meeting held on July 19, 2018 in Austin, Texas were presented. S. Laird motioned to approve the minutes and the motion was seconded by J. Williams. The motion was unanimously approved.

RESOLVED: *The Board of Directors of the International Literacy Association approves the minutes of the Board meeting held on July 19, 2018 in Austin, Texas.*

USE OF DIGITAL RESOURCES IN EARLY LITERACY POSITION STATEMENT

S. Paasch made a motion to approve the *Use of Digital Resources in Early Literacy Development* Position Statement as presented by the Early Literacy Committee. J. Reynolds seconded the motion. Launch and promotion of the paper was discussed and in particular, what steps might be taken to position the paper to the widest audience. Following the discussion, the question was called, and the motion was approved unanimously.

RESOLVED: *The Board of Directors of the International Literacy Association approves the Early Literacy Position Statement “Use of Digital Resources in Early Childhood Literacy Development” as presented by the Early Literacy Committee.*

ADOLESCENT LITERACY POSITION STATEMENT

The Adolescent Literacy Committee put forth the document, “*Engagement and Adolescent Literacy*” for approval by the Board. A motion was made by W. Carss to approve the document as presented and seconded by J. Reynolds.

The motion was approved unanimously.

RESOLVED: *The Board of Directors of the International Literacy Association approves the Adolescent Literacy Position Statement “Engagement and Adolescent Literacy” as presented by the Adolescent Literacy Committee.*

FINANCE & OPERATIONS

L. Marston acknowledged the continued support of the auditors throughout the year and the efforts of ILA’s accounting team in keeping ILA aligned with the audit principles.

L. Marston reported that on October 2, 2018, the Finance and Audit Committees held a joint meeting to review the draft of the FY 2018 Audit and the August 31, 2018 internal financial statements.

ILA received the highest audit rating possible of a clean, unmodified opinion. No audit adjustments were required, nor any material weakness or deficiencies reported. Auditors did note two areas of opportunity to improve operational effectiveness relating to FILL’s internal controls:

- enhancement is needed to documentation process for cash disbursements
- ensuring all credit card receipts are documented in addition to the statements

These two issues are already being addressed by FILL staff.

The Committee did not request any changes to the draft and forwards the draft of the FY 2018 Audit to the Board of Directors for its review and approval.

The August internal statements reflect normal activity for the first two months of the fiscal year except for July Conference, which had not yet been reconciled. Total Revenue of \$2.49M compares to \$2.48M in Orlando. The registration revenue missed its target by \$200K, but Sponsorship, Exhibits, Rebates partially offset by exceeding target by \$60K. Direct Expense plus compensation of \$1.9M were under budget by \$147K.

The contract for sale of the vacant lot is proceeding with applications being submitted to the City of Newark for rezoning. Developers held a 2nd community planning meeting and the community and planning/zoning appear to be receptive as the developer has made some design revisions to the project addressing concerns from the first meeting. ILA has received six requests from the buyer to extend the development period for 30 days. Gross sales price is \$2.825M, and an estimated net revenue after closing costs to ILA is \$2.5M.

The rental lease with the University of Delaware (UD) is active, and UD is renovating the space to accommodate its needs. During the renovations it was discovered that the HVAC system needed repairs, a water heater replaced and significant upgrades to the electrical system to

meet building codes. After researching files and the City of Newark records, there were no permits on file for electrical work done in the early 2000's. Several bids were received, and the final repair cost is \$26,000. UD continues to pay rent on the three-year lease, and tenancy makes the property more attractive to investment buyers.

The annual taxes are ready for review and will be filed November 15, 2018.

LINE OF CREDIT APPROVAL

S. Laird motioned to approve the resolution to establish a line of credit, as presented by Glenmede, to address typical financial requirements and was seconded by S. Paasch.

The Board discussed how the line of credit would be used to pay bills during times of lower revenue. The total cost would be 4–4.5% but will be collateralized and will cost less than withdrawing money from the endowment. The line of credit would not have to be used, but it would be available if needed when revenues are low. and repaid once the return on revenue is received and will be reported in statements.

Following discussion, the motion was approved unanimously.

RESOLVED: *The Board of Directors of the International Literacy Association approves the application for a line of credit for \$1 million dollars.*

APPROVAL OF AUDIT

S Laird made a motion to approve the FY 2017–2018 audit as presented by Belfint, Lyons, & Shuman, P.A. The motion was seconded by B. Harris.

S. Laird acknowledged appreciation to the auditors, and the motion was approved unanimously.

RESOLVED: *The Board of Directors of the International Literacy Association approves the FY 2017–2018 audit as presented by Belfint, Lyons, & Shuman, P.A.*

REPORTS ON COMMITTEES

Children's Rights to Read: The launch of the campaign for Children's Rights to Read (CRR) coincided with International Literacy Day in September. Resources, such as the *Case for Children's Rights to Read*, translations of the rights into eight languages and a poster of the rights have been posted onto the ILA website. The Case for Children's Rights to Read presents the 'what' and the 'why' of children's rights to literacy. A new Taskforce has been set up to investigate how these rights can be translated into action in the classroom and community. The Children's Rights to Excellent Literacy Instruction taskforce has been charged with developing a position statement and a research brief on this topic. Over 1000 pledges of support for the CRR campaign have been registered on the website. More pledges are needed. Staff are actively seeking sponsorship for the campaign.

Board Committee Report: S. Paasch was in contact with the chairs of the following committees and reported that the work is ongoing and continues to be productive:

- Assessment Committee
- Digital Literacy Committee
- Writing Taskforce.
- Strategic Content Committee

The Board discussed the work of the committees and engaging ways to move the work forward.

TASK FORCE ON STANDARDS USE

B. Dwyer discussed the formation of a new Task Force on Standards, to be chaired by K. Headley. K. Headley will liaise with B. Dwyer and D. Fisher, to look at the use of the 2017 Standards.

NEW BUSINESS

APPROVAL OF REVISED FEBRUARY AND JUNE 2019 MEETING DATES

S. Peters made a motion to revise the February and June 2019 meeting dates of the ILA Board of Directors from February 21–22 to February 25–26 and from June 13–14 to June 19–20. The motion was seconded by J. Williams and approved unanimously.

***RESOLVED:** The Board of Directors of the International Literacy Association approves the revised meeting dates of February 25–26, 2019 and June 19–20, 2019.*

MOTION OF APPRECIATION FOR LINDA MARSTON

B. Dwyer made a motion of the Board of Directors of the International Literacy Association to congratulate Linda Marston, Director of Finance, on her upcoming retirement and commend her on her excellent service to the Association. The motion was seconded by J. Reynolds.

B. Dwyer expressed appreciation to Linda Marston for her contributions to the organization. L. Marston joined ILA in 2013 and has raised the level of fiduciary oversight and leadership among the staff and the Board.

M. Post added that Linda took finance out of the finance department and made it the business everyone at ILA. She explained finance in a way that informed how the organization operates and how the total bank of resources is applied. Additional commendations were made by other Board members and staff.

The motion was approved unanimously.

***RESOLVED:** The International Literacy Association's Board of Directors congratulates Linda Marston, Director of Finance, on her upcoming retirement and commends her on her service to the Association.*

ADJOURNMENT

Being that there was no further business, B. Dwyer motioned to adjourn the meeting. The motion was seconded, and the meeting was adjourned at 10:17 a.m. EDT.

NEXT MEETING OF THE BOARD OF DIRECTORS

February 25–26, 2018, 9:00 AM

TBD