

12_3_2015 FINAL minutes, Governance Committee

Present: Nancy Stearns, Nancy Manning, Chris Hugues, Evelyn Bless, Jan McCarthy

Also present: Paul Berg, John Miley

Called to order 12:55 pm.

Chair: Nancy Stearns, minutes: Evelyn

Approval of minutes. Motion to approve: Evelyn. 2nd: Chris. Approved unanimously.

Board applications.

- Diane Leeper:
 - Interviewed today 12:15-12:45 by Nancy S., Jan, Chris and Evelyn.
 - After discussion, motion from Chris: Move Diane's application for Board membership to the full Board, pending positive references and background check. 2nd: Jan. Approved.
 - **Actions:** Evelyn will check references; Paul will do background check.
- HOA Phase II has selected a potential Board member but we have not yet received information.

Policy research:

- Include Agreement with County and Articles of Incorporation in the policy search and as part of what is given to Board members.
- Current package now identifies which policies are in Bylaws and where.
- Suggestion was made to pull out policies into a Handbook for Board members that will serve as overview and introduction: start with mission, values, list of Board members, each person's term of office, flowchart of organization.
- **Action:** Jan will produce table of contents for February.
- Bylaws review notes:
 - Bylaws say Board members will be "age of majority" in Florida. This is age 18, not 21. We need to change Commitment to Service, which now says 21, to 18 to match. **Action:** Nancy M. will make the change.
 - Board Officers section: Line 183 and after: why is Board compensation there? **Action:** Paul will follow up with Ken Tinkler.
 - Committee should review Bylaws yearly.
- Motion from Chris: At the January Board meeting, we will distribute current packet to Board members for their review. The packet will be voted on in February. 2nd: Evelyn. Approved. **Action:** Nancy M. will send packet to Paul for copying.

Board committee member: Nancy S. will ask Neil Smith.

Committee areas of responsibility: Tabled.

No Governance meeting in January.

Adjourned: 2:15 p.m. Next meeting: Feb. 4, 2016.