

6-7-2018 Governance Committee Minutes

Present: Nancy Manning, Jan McCarthy, Evelyn Bless, Neil Smith, Chris Hugues

Absent: Nancy Stearns

Also present: Paul Berg, Bill DeMare, Alan Preston

Called to order 1:09pm

Chair: Paul Berg; minutes: Evelyn

Approval of April minutes: Motion to approve: Evelyn; Nancy Manning, Jan McCarthy: 2nd. Approved unanimously.

May minutes. No quorum, sominutes do not require review or approval.

HOA nominations to Board. The meeting was taken up with discussion of this topic, as it appears that Phase 3 may be ready to submit a name and the Phase 2 representative, Bill De Mare, has resigned from Phase 2 Board and no longer formally represents them. After discussion of Bylaws language and HOA expectations, we agreed to:

- Clarify the Bylaws by removing “appoint” and instead using “nominate.” Remove language suggesting that HOAs appoint someone who is a representative of their Board. Use the word “may” instead of “shall” because this is a courtesy extended to them; they are not required to nominate someone.
- Possibly add language affirming the intent of the FCCC to have a Board that reflects the diversity of communities in the County we serve.
- Speak with HOA Boards and Board presidents, in particular Phase 3, about why we are clarifying the Bylaws:
 - (1) The Center needs to have people who are committed and engaged to help it succeed (which of course ultimately helps the HOAs); the Board member’s role is not simply reporting back to the HOA. We need people who care about the Center’s mission and will commit time and energy to committee work. Especially now, as we grow and go through strategic planning.
 - (2) The clarification reflects what has been our practice for almost 10 years: vetting applicants to ensure they understand what they are getting into and so we understand what they bring to the Board. We expect all nominees to go through this process, including people from the HOAs and those who reapply.

ACTION: Paul Berg will speak with Bill West, Phase 3 president, asap.

- **Agenda item for Governance in July:** Make it a priority next month to review the New Board Member Application procedure and forms, with the goal of streamlining them. It was suggested that we ask applicants to send us a 1-page resume and paragraph about why they want to be on the Board. Give them the paperwork/reading afterward. Explain the importance of the Sunshine Law if they join the Board. If the applicant is from the HOA, ask how he/she views the role of HOAs at the Center.
- **Agenda item for next Board meeting:** Vote to request Bill DeMare to serve the remainder of his current term as a “regular” Board member without regard to his relationship to the Phase 2 HOA Board. Start date will remain the same. This will set a precedent for how we handle turnover of HOA nominees.

Adjourned 3:06 pm

Next meeting July 5, 1 pm.