

**MINUTES**

**Cultural Council of Greater Jacksonville**

**Governance Committee Meeting**

**Thursday, April 6, 2023, 11:30 a.m.**

**Location: The Jessie/Remote**

Present:

Members - Chair Lisa Johnson, Kirsten Doolittle, David Faliszek, Karen Feagins

Staff - Amy Palmer, Iris Benson

1. The meeting was called to order at 11:33 a.m. by the chair, Lisa Johnson.
2. A motion to approve the minutes of the Jan. 23, 2023 Governance Committee was made by Kirsten Doolittle, Seconded by David Faliszek. Motion carried.
3. There was a review of the current board slate.
   1. There is currently a full slate of elected board members.
   2. Lisa Johnson provided an update on the four elected board members who will be completing their first terms in 2023. All three – David Faliszek, Karen Feagins, Lisa Johnson, and Ari Jolly – have confirmed that they are willing to serve for a second three-year term.
   3. Those elected members in their pilot year – Michael Freed, Laura Schepis, Tim Snyder –will receive a friendly check to see if they are interested in continuing for a first term.
   4. Kirsten Doolittle noted that it would be helpful to do a needs assessment in terms of gaps when the Governance Committee looks at openings and to also share what the gaps are when the board is solicited to make nominations. The board application includes a skill set and there is a board demographic survey that should be conducted on an annual basis.
   5. Lisa Johnson said that the goal should always be to have a rich pipeline of potential candidates and that prospects with financial acumen are always needed.
4. Amy Palmer provided an update on Mayoral appointees to the board. Currently, there is a full slate of Mayoral appointees. The upcoming Mayoral election could create some changes to the Mayoral appointees; CCGJ doesn’t have any control over that.
5. The committee reviewed current board officer assignments and discussed upcoming transitions in FY2024. An officer may serve two years in a particular role, according to the bylaws. Some officer positions naturally come with related committee chair assignments, as well (i.e. Treasurer/Finance Committee Chair and Vice Chair/Governance Committee Chair). The new officers would take their seats at the conclusion of the October 2023 board meeting. The Governance Committee decided to discuss this item further at its August meeting and at that time put forward a recommendation for an officer slate to the full board at the August board meeting.
6. Amy Palmer provided an update on openings for the CSGP Committee and APP Committee. The CSGP Committee has a full slate and has started its work. The APP Committee has openings for an art professional and for two of the planning districts. The Governance Committee requested that the board be solicited for prospective members and that qualifications and volunteer expectations be shared.
7. The Governance Committee will complete a review and update of the bylaws in 2023. A timeline for soliciting input from the Governance Committee and the board, through a survey, was reviewed. The committee reviewed the first draft of the revised bylaws, which included recommended changes and additions from committee members and staff. Further changes were suggested.
8. The following old and new business items were discussed:
   1. Committee members decided to treat future meetings as working lunches, given the timing of the meeting. The Cultural Council will provide beverages.
   2. Lisa Johnson noted that a new member board meeting was held; all board members have now received an orientation.
   3. Governance Committee FY2023 meeting schedule was reviewed

-Monday, June 12, 3-5 p.m. (extraordinary meeting scheduled for bylaws review)

-Thursday, August 3, 11:30 a.m.-1 p.m.

-Thursday, Oct. 5, 11:30 a.m.-1 p.m.

1. The committee reviewed what to include in its report to the full board at the next board meeting.
2. There was no public comment.
3. The meeting was adjourned at 12:47 p.m.