

Committee Members Present: Ari Jolly, *Chair*, Jannet Walker-Ford, Ann Carey, David Faliszek
Committee Members Absent: Sandra Hull-Richardson
Staff Members Present: Joy Young, Amy Palmer, Megan Reid

A. Call to Order

The meeting was called to order at 11:34 AM by Ari Jolly with a quorum present.

B. Approve minutes of Feb. 18, 2020 meeting

Ann Carey made a motion to approve the minutes from February 18, 2020. David Faliszek seconded the motion. All were in favor, the motion passed unanimously.

C. Status - Board openings and nominations; timeline

Kemal Gasper has agreed to continue on the board for an additional year. This will require a special $\frac{2}{3}$ vote of the board to approve a special extension. Additionally, Kemal would like to become an official member of the Finance Committee.

Ari Jolly would like to send an additional email to the board to solicit more board nominations. The committee discussed openings and next steps so that the new board member(s) can be approved by the board in August and be seated in October. There is one opening for a regular board position and one for a Mayoral appointee. A prior recommendation for another Mayoral appointees opening is still pending. Staff is reaching out to the city for a status report on that nomination. The pandemic has slowed the city's appointee approval process.

The board chair and immediate past chair agreed to re-review the list of prospects from last year's search. The governance chair agreed to speak to 2-3 people that she had in mind and will additionally send an email to the board for nominations.

Ari Jolly would like to schedule an additional Governance Committee meeting in June to work on board nominations.

D. Planning - Board Retreat (Nov. 5, 2020)

Planning for a full-day board retreat to take place on Nov. 5 was discussed. Location and whether or not the event will be virtual or in-person is to be determined, but in-person is preferred. The location must be publicly accessible. David Faliszek recommended the Don't Miss A Beat facility for the board retreat and a potential performance from the children. Ari Jolly also will look into the facility at Blue Cross Blue Shield.

Potential agenda and topics discussed included:

- Ari Jolly has confirmed that she has identified a firm to do a Board 101 training. Other topics to cover included:
- Ethics session especially for CCGJ. Amy Palmer noted that Damian Cooke, Grants Administrator for the City of Jax, has volunteered his services to do this, along with the City's Ethics Office and OGC.

- Staff provide overview of CCGJ “other programs” and how it responded to COVID-19 challenges as well as tutorial on local arts agencies that is more narrow in scope/granular -- tackle a few topics more deeply rather than a broad overview. The board members asked Joy Young to pick appropriate topics to include.
- Strategic planning - Jannet Walker Ford suggested including financial strategies and a wrap-around communications strategy, including providing the board with talking points, which will also aid in fundraising
- Jannet Walker-Ford would like to have a motivational speaker and she would like to highlight one or two Cultural Service Grantees for 15 or so minutes. David Faliszek suggested combining the motivational speaker and a Cultural Service organization.
- End the retreat with social time/happy hour. Ann Carey recommended that reviewing board member requirements and obligations may be a good discussion during a social/happy hour.

David would like to receive suggestions for events, online trainings, or seminars for board members to attend. He also suggested having board members speak on the trainings they attended and report back to the board at the retreat.

Ari Jolly would like to have a draft agenda for the November board retreat by the July Governance Committee meeting for Jannet to review and submit for approval in the August board meeting.

E. Bylaws

Ari Jolly is asking a law firm for in-kind external support to review and redline the current bylaws for the July board meeting. The executive director would like to address the membership portion of the bylaws. This needs to be sorted out as it relates to member benefits when fundraising. Ari Jolly provided an example of another organization with similar membership requirements and rights in its bylaws. The positive aspect is that this offers a training ground for future regular board members. Ann Carey discussed the bylaws and membership of other organizations such as the Cummer Museum or MOCA for other options.

F. Opportunity for Public Comment

No comment was made.

G. Adjournment

Ann Carey made a motion to adjourn the meeting, Ari Jolly seconded the motion. All were in favor, the motion passed unanimously. The meeting ended at 12:38 p.m.