**Board of Directors Committee Members Present**

Ann Carey, Committee Chair

Tayloe McDonald

**Board of Directors Committee Members Absent**

Kevin Holzendorf (unexcused)

Claudia Baker (unexcused)

**Cultural Council of Greater Jacksonville Staff Present**

Patrick Fisher

Amy Palmer

**Call to Order**

Committee Chair Ann Carey called the meeting to order at 10:09 AM.

**Charter**

**Statement of Purpose**

Presently, the committee is named the Governance and Nominating Committee. Group consensus was that it should be changed to the Governance Committee to reflect changes made to the bylaws.

**Composition**

It is outlined in the charter that the Committee shall be composed of no more than five (5) Directors of the Company. Group consensus was that a minimum of three (3) Directors of the Company should also be included in the charter.

Board Responsibilities

**Board Engagement**

Group consensus was that the Committee will oversee review of the board scorecard, which will be posted to the Board resources page of the Cultural Council’s website.

The group then discussed Board attendance and what defines an unexcused absence. Group consensus was that an absence is excused if a Board member provides notice no later than 24-hours prior to the scheduled meeting.

If the Committee sees a pattern of absences, even if excused, then the Chair of the Committee will present the issue to the Board Chair. This is applicable at both the Board and Committee level.

 **Board Orientation**

The group discussed the possibility of developing a buddy system to assist new board members with onboarding for training and orientation. This matter will need to be discussed with the Office of General Council to determine how Sunshine Ethics will impact the suggested buddy system.

The new Board Portal, which is accessible to all board members, is designed to replace the board “binder” and houses all the materials to be found in the binder.

A recommendation was made to include various board training in each annual retreat.

**Selection of Directors**

There are no Board members rolling off at the end of the 2016-2017 fiscal year. Because of that, there is no need to recruit new Board members at this time. It was mentioned that Scott Wooten will be stepping down from the Finance Committee. The Committee reviewed the skills assessment to identify potential candidates for the Chair position and identified potential candidates for FY17-18.

In review of the skills assessment, Ms. Carey inquired if Board composition could benefit from more representation of Jacksonville’s artist community.

**Social Media and Communication**

The group discussed the topic of communication and what types of communications between Board and Staff are most effective. It was indicated that a concise email once a week from one point-of-contact would serve as best practice. Additionally, using subject titles such as “BOARD ACTION REQUIRED” should be used to cut through inbox clutter.

The group discussed how to navigate the world of social media and online platforms. Group consensus was that Board members are advocates for the Cultural Council. It was agreed upon that if a Board member has a question about something they read on social media or a different online platform then they should contact Cultural Council staff for clarity before engaging an audience through comments.

**Cultural Service Grant Committee**

Amy Palmer, the Director of Grants Administration, presented to the group how CSG Committee Members are nominated and recruited. She then outlined some of the hiccups present in the current process with the timing of all the steps that must occur in the process. Ms. Palmer sought the Committee’s input on how the process can be improved to be more effective.

The group concluded that the Committee will receive, review, and approve CSG Committee nominations, once reviewed and vetted by the Cultural Council Staff and the CSG Committee. The Board will no longer vote on the nominations before they are presented to the City.

The Committee will remind the Board to submit nominations to Amy.

Meeting Times

The Committee agreed to meet every other month, two weeks prior to the Board meeting.

**Closing**

The meeting was brought to a close at 11:45 AM.