

**MINUTES**

**CCGJ Governance Committee - March 11, 2019**

Present:

Committee Members - Jannet Walker Ford, Ann Carey

Staff - Joy Young, Amy Palmer

Governance Committee Chair Jannet Walker Ford called the meeting to order at 9:15 a.m.

The committee reviewed the current membership of the Governance Committee. Jannet Walker Ford is serving as chair. Members also include: Mac Bracewell, former chair of the committee, and Charlie Joseph. Board Chair Ann Carey agreed to serve.

The committee reviewed the roles and responsibilities of the Governance Committee. These include:

* Bylaws
* Nominations for board and committees
* Interviews of prospective board members
* Onboarding of new board members
	+ Providing orientation
	+ Maintaining board handbook
		- In related discussion suggestions were made that new board members attend a meeting of each standing committee in order to familiarize themselves with the work of the board and that each board member serve on either the CSGP or APP committee during his/her tenure.
* Maintaining board member participation dashboard
* Review of standing committees (strategic planning)
* Compliance with city/state ethics requirements and bylaws

The committee also reviewed the accomplishments and outstanding items from recent years. The committee will continue to work on the following points relating to the bylaws:

* Bylaws are written for “membership.” This needs to be researched and clarified.
* Clear definition of a quorum

The committee discussed the membership status of current board members:

* There is currently one elected board member opening.
* Ann Carey noted that some board members coming to the end of their terms could have their terms extended through a two-thirds vote of the board, which is now allowed through an amendment to the bylaws. This staggering of board terms would help to ensure continuity in board leadership as the Cultural Council’s new executive director acclimates to her new role.
* The committee discussed the need to update the board asset map and demographic information. Demographic surveys of board members are nearly complete and new asset surveys will be completed to help determine needed skills sets and continued diverse representation as board openings are filled.
* The recruitment and interviewing of new board members should begin this spring with new members ready to come on the board by the October 2019 meeting.

Amy Palmer provided a CSGP Committee update. Nominations for appointments and reappointments to the committee are complete and will soon go the City for approval.

Appointments include:

* Chair - Kenyon Merritt
* Board Representative - Diana Donovan
* Community Representative - Kyle Enriquez
* Community Representative - Ellen Williams

Reappointments include:

* Board Representative - Anne Boccuzzi
* Community Representative - Sandra Hull-Richardson

Relating to compliance with Sunshine, public records and open meetings laws, a copy of the 2019 Edition of the Government-in-the-Sunshine Manual, prepared by the Office of the Florida Attorney General and published by the First Amendment Foundation, has been ordered.

The committee discussed a monthly meeting schedule for the remainder of FY2019. The next meeting of the Governance Committee is scheduled for Tuesday, April 23 at 3 p.m. at the Cultural Council.

Public Comment – There was an unrelated question about the board’s Identity Task Force by a member of the media, who was present.

The meeting was adjourned at 10:24 a.m.