



FOR YOUTH DEVELOPMENT  
FOR HEALTHY LIVING  
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## **Board Governance Committee Minutes and Action Items**

## General

- The Governance Committee is the “DNA” of the Board, to look into the future and make sure the Board and the Organization is equipped to move forward
- Approximately May 2019 - April 2020 will be the Preparation Year, while the strategy is being finalized; Our job is to equip ourselves to be successful for once strategy is complete
- Once strategy is finalized:
  - Where is the organization in the life cycle? Does it need to be re-invigorated?
  - Does the board have what is required to meet the strategy at that moment in time?
  - The Governance Committee needs to bring up generative discussions as needed
  - Apply strategy to the processes and criteria outlined below
  - As needed, revise bylaws
- Overall, it will take at least 2-3 years to build the governance processes which are needed
- We will be celebrating successes throughout, and not waiting until the end 😊

## Year 1: 2019-2020

### #7 Evaluate the Work of the Board

1. Determine the primary purpose of the board
  - a. Review the list of Board responsibilities as provided by Gigi. Sort through which are done by Management and which are Board responsibilities
2. Review individual members
  - a. Come up with 3-5 characteristics that we expect of all board members
    - i. Bring current expectations document to the Board
    - ii. Ask them to consider the changes we have gone through since originally developed
    - iii. Have them consider questions that Gigi has provided to us
    - iv. Utilize polling as needed (Poll Everywhere)
    - v. Ask them to give Committee permission to come back to them with suggestions
    - vi. Governance committee come up with 3-5 recommendations to bring to Board
  - b. Review & select assessment tool – 3 current vendors being considered
    - i. Make sure that assessment tool questions are geared toward volunteers and not employees
    - ii. Make sure that assessment tool will measure the 3-5 characteristics we determine important
  - c. Ask each board member to take assessment and chart results of key characteristics; look for gaps
3. Review committee work
  - a. Do we have the right committees (as established by bylaws) and the taskforces for the 2019 year?
  - b. Determine desired characteristics of committee chairs
  - c. Committee chairs to review committee composition, and desired committee characteristics; committees should have some “non-experts” on them as well as those who specialize in that field
  - d. Committee chairs to establish succession planning processes
  - e. Review charts of work; Are agenda items on calendars achieving the goals of the commission?
  - f. December of each year:
    - i. Each Committee discusses:
      1. What they achieved during the year, and celebrate
      2. What still need to do, which will carry into the next year
      3. Board agrees on vision/values

4. Board agrees on what structure is needed for the following calendar year – standing committees & taskforces, and then commissions are drafted
    - g. January meeting – Approve the commissions that were drafted above
4. Review the board as a whole as compared to race, gender, age, area served, etc.
  - a. Dolores to complete the spreadsheet
  - b. Develop draft guidelines as to what mix of demographics we would aspire to have on the board
5. Review the Chair role
  - a. Desired characteristics of chair
  - b. Succession plan process (could be an assigned task force):
    - i. How to identify more than one possible chair candidate 3-5 years into their terms
    - ii. Process by which potential board chairs sit on or leads certain committees prior to taking on chair role (finance, governance, etc.)
  - c. Education needed for future chair, and newly appointed chair

#### #5 Involve all board members

- Discover their interests and availabilities
- Solicit feedback
- Hold everyone accountable

#### New Board member on-boarding

1. Create a taskforce to expand upon our current processes
2. Review current processes and materials provided to new Board members
3. Add/create new processes to better onboard new Board members

#### Year 2: 2020-2021

- #6 Educate the Board
- Bring on new board members
  - #1 Identify the needs of the board
  - #2 Cultivate potential members
    - Cultivate more potential members than needed
  - #3 Recruit prospects
  - #4 Orient new board members
- #8 Rotate Board Members
- Succession planning for the CEO

Annually – Review Mission/Vision/Values – How we will accomplish the Mission, which will change to meet new or unrealized needs

#### Notes for future

- If we were to reinstate branch representation, those individuals should sit on committees, not the actual board

### **Questions for Board to Consider**

We have a Board expectations document that was developed several years ago (see attached). Please consider the changes we have gone through as a Board and as an organization over the last two years, and where we are as a Board currently. Please review the expectations document and consider what other attributes/expectations should be added.

- Which competencies are most important to make a successful and contributing member of the Board?
- What competencies are we currently missing on our board?

(We recognize that the strategy is being finalized, which will affect the above, but we would like to get input from the Board prior to that point.)

**Board characteristics to vote on (polling), plus others that are suggested. This will give the Governance Committee a sense of direction to refine. Select your top 3.**

- Commit time
  - Community connections
  - Emotional maturity/open minded/positive presence
  - Engaged/inquisitive
  - Financial generosity/philanthropic
  - Functional expertise
  - Good listener/inclusion
  - Influence/facilitate/articulate opinions clearly
  - Integrity/respect
  - Leadership/decision making
  - Strategic thinker
- Other – to be done in a word cloud exercise