

**Governance Committee Meeting
Heart of Florida United Way
1940 Traylor Blvd. Orlando, FL, 32084**

**Wednesday, February 12, 2014
2:00 p.m.**

MINUTES

MEMBERS PRESENT: Robert Brown, Wendy Brandon, and Eric Jackson

MEMBERS ABSENT: Greg Beliveau

STAFF PRESENT: Pam Nabors and Kaz Kasal

WELCOME & CHAIR'S REMARKS

Mr. Brown called the meeting to order at 2:08pm and welcomed those in attendance.

- Roll Call/Establishment of Quorum
Ms. Kasal reported that there was a quorum present.

- Public Comment
None Offered.

APPROVAL OF MINUTES FROM PREVIOUS MEETING (11/20/13)

After review, Mr. Jackson made a motion to approve minutes from 11/20/13 Governance Committee Meeting. Mr. Brown seconded, motion passed.

INFORMATION/DISCUSSION ITEMS

1. Governance Committee Support of CareerSource Central Florida Strategic Goals
Ms. Nabors stated that the goals as listed on the agenda were identified from the 10/10/13 Board Retreat. Ms. Brandon, the Board Chair, asked that each committee keeps these three goals on their meeting agendas – she stated that staff can place these goals at the top part of the agenda under the meeting location/time details. This way board members can refer/be reminded of these goals to make sure the committee work they are doing ties back into these goals.

2. Board Demographics and Characteristics
Ms. Nabors referred the “CareeSource Central Florida Board Demographics” chart in the meeting packet. At the request of the Governance Committee at their last meeting, staff rolled up the totals of board members’ demographics and plotted into pie graph format per each demographic category. The committee reviewed and concurred that this information should now be compared to the demographics of the community that CareerSource Central Florida serves - to see if the demographics of the board are in line with the demographics of the community. Ms. Nabors stated that she will have staff pull this information so comparisons can be made to help determine areas that need to be

targeted when recruiting for board members. Ms. Nabors added that the local elected officials and economic development centers can help in the recruitment process to identify candidates meeting these targeted areas. With regard to board members' skills and education, an email request for this information went out to the board, but not all board members have responded. Mr. Brown asked that Ms. Kasal bring the supplemental form to the 2/27/14 Consortium/Board meeting and ask those board members, whom have not already done so, to complete this information.

3. Review of Board Member Seats Expiring 6/30/14

Ms. Nabors referred to the list of those board members whose terms are expiring on 6/30/14. Mr. Brown asked if any of these board members have indicated they do not want to continue. Ms. Nabors replied that the following two board members' seats may open: mandatory seat for Senior Community Service Employment Programs and mandatory Labor seat. Ms. Nabors stated that she will bring this up at the 2/27/14 Consortium/Board meeting and ask the Consortium to reach out to their economic development departments to attain candidates in readiness for the June 2014 Consortium/Board meeting.

4. Slate of Officers

The committee reviewed and concurred on the following slate of officers to be presented at the 4/29/14 Board Meeting – all have agreed to serve and/or continue to serve as follows:

Chair, Wendy Brandon
Vice Chair, Eric Jackson
Treasurer, Bill Merck
Secretary, Greg Beliveau

5. Discussion of Board Evaluation Process

Ms. Nabors referred to the "Individual Board Member Self-Evaluation" in the meeting packet. She indicated that this would be an online survey that each board member can fill out electronically. This survey will serve as an evaluation tool and each board member will self-assess his or her performance as a member on the CareerSource Central Florida Board of Directors. This will help the Governance Committee identify areas of dissatisfaction or areas to strengthen. Mr. Jackson commented this is a good way to be proactive with board members to make sure this is a more rewarding and successful experience for all. Additionally, board member commitment confirmation should be part of this process. Mr. Brown and Ms. Brandon concurred and suggested having an ethics statement that is signed annually by each board member. Ms. Brandon added that the self-assessment survey and ethics statement would be a good check each year for board members to see if they are meeting expectations. Mr. Brown stated that the survey should remain anonymous for more candid responses, but this committee and full board should see the general feedback from the questions. Ms. Nabors stated she will finalize the self-assessment to keep it anonymous and include the free form commentary section. She will also create an annual ethics statement as part of the annual process, which will also be included in the Board Orientation Manual. At the 2/27/14 Consortium/Board Meeting, Ms. Nabors will make an announcement about the survey and launch it in March 2014.

6. Review of Bylaws

Ms. Nabors referred to the Bylaws in the meeting packet and reviewed the current draft revisions. With regard to number 1 under “Article VII Officers and Their Duties” – the committee concurred on the following changes:

All officers will serve 1 year terms. The Chairman can serve for 2 consecutive terms. At the conclusion of the Chairman’s term, he or she will serve as immediate Past Chair on the Executive Committee.

With the inclusion of the above noted revisions, Mr. Brown made a motion to approve the “Amended and Restated Bylaws of Central Florida Regional Workforce Development board, Inc. d/b/a CareerSource Central Florida” and forward to the board for review and approval. Mr. Jackson seconded, motion passed.

Ms. Nabors stated that she will include the revised Bylaws in the 2/27/14 Consortium/Board Joint Meeting packet and at this meeting put the board on notice that they will vote to approve the Bylaws at the 4/29/14 meeting. There needs to be 30 days’ notice to the board before they can approve the Bylaws.

Ms. Nabors stated that last Friday they received guidance from the state that encourages regional workforce boards to have a policy in place on CEO’s and board members’ financial disclosure process. Mr. Alvarez is currently creating a policy which will be brought to an Executive Committee meeting for their review. This will also be included in the Board Orientation Manual.

There being no other business, the meeting was adjourned at 3:07 p.m.

Respectfully submitted,

Kaz Kasal
Sr. Administrative Assistant