

## **Governance Committee Meeting**

**Workforce Central Florida  
707 Mendham Blvd., Suite 250  
Orlando, FL 32825  
Wednesday, August 14, 2013  
2:00 p.m.**

### **MINUTES**

**MEMBERS PRESENT:** Robert Brown (via phone), Greg Beliveau (via phone), Eric Jackson and Thomas Katheder (via phone)

**MEMBERS ABSENT:** Rick Walsh

**STAFF PRESENT:** Pam Nabors and Kaz Kasal

### **WELCOME & CHAIR'S REMARKS**

#### Welcome

Mr. Brown called the meeting to order at 2:05pm 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 (5/8/13)**

**After review, Mr. Beliveau made a motion to approve minutes from 5/8/13 Governance Committee Meeting. Mr. Jackson seconded, motion passed.**

### **INFORMATION/DISCUSSION ITEMS**

#### WCF Board Retreat Review

Mr. Brown stated that a few leaders from the workforce system and economic development sector will be brought in to present at the retreat; they will be sharing success stories and helping to expand the vision of our workforce board. Ms. Nabors indicated that last month she met with Mr. Brewer (the main facilitator) and together they came up with an outline for the retreat. The retreat will go from 1:00pm to 5:00pm and be divided up into in 2 parts: the first part will be setting the stage on the vision (where WCF is currently at from a bird's eye point of view), and where to strategically go from here; the second part will be presentations regarding a vision from WCF's future. After the presentations, the board will have the opportunity to have strategic conversations. They will then convene back together to provide a briefing on their discussions. Finally, Mr. Brewer will bring it all together and narrow down priorities for the board to align with future metrics. Mr. Brown added that the board should have a future focus of 18 months to 3 years, instead of 5-year. An annual review of an 18-month plan is more dynamic and realistic in this environment and the nature

of workforce development system. Mr. Brown stated that Mr. Brewer is a master of this facilitation process. Mr. Jackson concurred and added that Mr. Brewer will keep the board engaged and is very credible, fact driven. His format is unique and the board should benefit from this. Ms. Nabors stated that three board members agreed to sponsor refreshments. The retreat will occur on 10/10/13 at the Collaborative Design Center at Valencia College, West Campus. This date was the best for board participation; approximately two-thirds of the board confirmed. The Collaborative Design Center is a great space with breakout rooms and is perfect for the format of this retreat. Thanks to Dr. Shugart for hosting his location for this retreat. Ms. Nabors indicated that Mr. Brewer will be present at the upcoming board meeting on 9/24/13 to provide a briefing on the retreat.

#### Orientation Plan

Ms. Nabors referred to the "WCF Board Orientation Agenda" for the committee's review. This orientation will occur 1 ½ hours prior to the board meeting on 9/24/13. This orientation is for new board members and any other board members who would like to attend. At the orientation, Mr. Wilkes with GrayRobinson (WCF's attorney) will provide an overview on the Florida Sunshine Law, conflict of interest and board ethics. Then the operation staff will provide brief overviews of their respective departments. Ms. Nabors also referred to the draft index from the draft board orientation handbook, which staff is in process of compiling. This will serve as a reference manual for board members, which will include general information of consortium, board, WCF, funding/strategic operations, planning, and partnerships. The manual will also include an "elevator speech" which board members can refer to when they talk of WCF in the community. Mr. Brown commented that what will be covered in this handbook seems very comprehensive. Mr. Jackson asked if the board manual can be distributed electronically. Ms. Nabors replied yes, and also provided as a hard copy or on a thumb drive for members who would prefer a printed copy of the board manual.

Financial Disclosure Filing – Form 1 – Ms. Nabors indicated there are six board members who have not filed Form 1 – there will be a penalty fee if not filed by 9/3/13. Mr. Katheder stated it is imperative that staff follow up on these board members to make sure they file before deadline.

#### Board Member Outreach Process

As discussed at the Executive Committee meeting last month, Mr. Katheder stated he will need to step down as chair later this fall, as he has accepted a position in Arizona and will be relocating there later this year. The committee discussed how to proceed forward to identify potential candidates to serve as Chair, when Mr. Katheder steps down. Ms. Nabors added that as Mr. Katheder leaves, his seat will need to be filled by another representative of the private sector in Orange County.

Ms. Nabors asked the committee, from a governance perspective, what best practices can be used for board recruitment. Mr. Brown replied that a matrix should be developed that shows the current characteristics of the board and this will help determine where there are gaps and what type of board members need to be recruited to fill those gaps. The composition of the matrix should include: business represented, demographics, diversity, and talent & skills of each board member (the latter information can be obtained by surveying the board members). Mr. Jackson concurred this would be a good starting point and added that this will also help as a cross-reference to recruit board members who can fill multiple areas where there are gaps. Mr. Jackson asked how we should proceed forward once the matrix is developed. Mr. Brown replied that the Governance Committee will review the candidates and provide a list of recommendations (pool of candidates) for the Consortium to choose from and approve.

Current Board Committee Assignments

Mr. Brown referred to the board member listing, showing those who are serving on committees. Mr. Katheder indicated he will draft up a memo encouraging members to serve on at least one committee and that mentoring/support will be provided to orientate them to the respective committee of interest. The committee concurred on the importance of all board members serving on at least one committee. The committee also concurred that if further legal matters need to be discussed, another ad hoc Legal Services Committee will be formed.

**OPEN DISCUSSION**

Ms. Nabors suggested that having the Executive and Governance Committee meeting on the same date next month, since members on the Governance Committee are also on the Executive Committee. The committee concurred to have the Governance Committee meeting prior to the Executive Committee meeting on 9/17/13.

**CHAIRMAN'S CLOSING REMARKS**

Mr. Brown thanked those that attended today's meeting.

There being no other business, the meeting was adjourned at 2:57 p.m.

Respectfully submitted,

Kaz Kasal  
Sr. Administrative Assistant