

**Draft  
Governance Committee Meeting  
Wednesday, May 10, 2022 / 3:00 p.m.  
MINUTES**

**MEMBERS PRESENT:** Richard Sweat, Keira des Anges, John Gill and Jeff Hayward

**MEMBERS ABSENT:** Eric Jackson

**STAFF PRESENT:** Pam Nabors, Steven Nguyen, Dyana Burke, Emily Kruszewski, Lance Willingham, Sean Masherella, Fabia Diaz, Sheril Capleton and Kaz Kasal

**GUESTS PRESENT:**

Agenda Item	Topic	Action Item / Follow Up Item
1	<b>Welcome</b> Mr. Sweat, Committee Chair, called meeting to order at 3:04 p.m.	
2	<b>Roll Call / Establishment of Quorum</b> Ms. Kasal reported a quorum present.	
3	<b>Public Comment</b> None offered.	
4	<b>Approval of Minutes:</b> <u>Approval of Minutes</u> <ul style="list-style-type: none"> <li>Reviewed draft minutes from 1/11/23 Governance Committee meeting (attachment).</li> </ul>	<b>Mr. Gill made a motion to approve the minutes from the 1/11/23 Governance Committee Meeting. Mr. Hayward seconded; motion passed unanimously.</b>
5	<b>Information / Discussion / Actions Items</b>	
	<u>Board Compliance to CSCF's Bylaws</u> <p><u>Proposed Roster for FY 2023-2024</u></p> <ul style="list-style-type: none"> <li>Reviewed status of proposed new seats, renewals and replacements (attachment).</li> </ul> <p><u>Approval of Slate of Officers</u></p> <ul style="list-style-type: none"> <li>Reviewed proposed slate of officers for FY 2023-2024 (attachment).</li> </ul> <p><u>Board Engagement (7-1-22 thru 3-31-23)</u></p> <ul style="list-style-type: none"> <li>Reviewed Board Engagement metrics (attachment). Committee concurred on following: <ul style="list-style-type: none"> <li>Need to show trends; display last three years.</li> <li>Color-code for status: i.e. green for on target, yellow within 10% of target and red when more than 10% from target</li> <li>Provide Board more social opportunities to engage</li> </ul> </li> </ul>	<b>Ms. des Anges approved forwarding to Board the proposed slate of officers, as presented. Mr. Gill seconded; motion passed unanimously.</b>

	<p><u>Enterprise Risk Update</u></p> <ul style="list-style-type: none"> <li>• For period July 2022 through January 2023, reviewed methodology, pareto chart and updates on CSCF's current top five risks. Also reviewed actions staff have taken, as well as next steps, to address and mitigate these risks (attachment).</li> <li>• Reviewed data on current staff demographics, turnover rate over last five years, time-to-fill rates, and reasons why staff leave or lose candidates. Also reviewed strategies being applied for talent recruitment and retention (attachment).</li> </ul>	
6	<p><b>Other Business</b></p> <ul style="list-style-type: none"> <li>• None offered.</li> </ul>	
7	<p><b>Adjournment</b></p> <p>Meeting adjourned at 4:38 p.m.</p>	

Respectfully submitted,

Kaz Kasal  
Executive Coordinator