

Governance Committee Meeting

August 10, 2022



8/10/22 GOVERNANCE COMMITTEE MEETING DETAILS

Meeting Details

Meeting Agenda

Welcome

Roll Call

Public Comment

Approval of Minutes

Information / Discussion / Action Items

Other Business

Adjournment

What: Governance Committee Meeting

When: Wednesday, August 10, 2022
3:00 p.m. – 4:30 p.m.

Where: Virtual via Zoom:

LINK: <https://careersourcecf.zoom.us/j/88294062810?pwd=Ry9LWnMzVlgwbmtqbIBlcm1mSGJ2Zz09>

Dial In: 1 (929) 205-6099 / Meeting ID: 882 9406 2810

Passcode: 409022

8/10/22 GOVERNANCE COMMITTEE MEETING AGENDA

Agenda Item	Topic	Presenter	Action Item
1.	Welcome – Introduction of New Committee Member	Richard Sweat	
2.	Roll Call / Establishment of Quorum	Kaz Kasal	
3.	Public Comment		
4.	Approval of Minutes	Richard Sweat	
	<u>5/25/22 Governance Committee Meeting</u>		X
5.	Information / Discussion / Action Items	Committee Discussion	
	A. <u>Charter – Annual Review</u>		
	B. Board Member Recruitment, Participation, Engagement and Development		
	1) <u>Board Engagement (7/1/2021 thru 6/30/2022)</u>		
	2) Ideas to Increase Overall Engagement		
	C. <u>Enterprise Risk Update</u>		
6.	Other Business		
7.	Adjournment		

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WELCOME



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ROLL CALL



Meeting Details

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Welcome

Roll Call

► **Public Comment**

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PUBLIC COMMENT



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APPROVAL OF MINUTES



Draft
Governance Committee Virtual Meeting
Wednesday, May 25, 2022 / 2:30 p.m.
MINUTES

MEMBERS PRESENT: Richard Sweat, Keira des Anges, Jeff Hayward, Eric Jackson and Charles Scherer

MEMBERS ABSENT: John Gill and Rick Walsh

STAFF PRESENT: Pam Nabors, Mimi Coenen, Leo Alvarez, Becca Bides, Steven Nguyen, Lance Willingham, Sean Masherella and Kaz Kasal

Agenda Item	Topic	Action Item / Follow Up Item
1	Welcome Mr. Sweat, Committee Chair, called meeting to order at 2:35 p.m.	
2	Roll Call / Establishment of Quorum Ms. Kasal reported a quorum present.	
3	Public Comment None offered.	
4	Approval of Minutes: <u>Approval of Minutes</u> <ul style="list-style-type: none"> Reviewed draft minutes from 2/3/22 Governance Committee meeting (attachment). 	Mr. Jackson made a motion to approve the minutes from the 2/3/22 Governance Committee Meeting. Mr. des Anges seconded; motion passed unanimously.
5	Information / Discussion / Actions Items	
	<u>Board Member Recruitment, Participation, Engagement and Development</u> <ul style="list-style-type: none"> <u>Proposed Roster for FY 2022-2023</u> Reviewed status of proposed new seat, renewals and replacements (attachment). <u>Approval of Slate of Officers</u> Reviewed proposed slate of officers for FY 2022-2023 (attachment). <u>Board Engagement (7/1/2021 thru 4/30/2022)</u> Reviewed Board Engagement metrics (attachment). Committee concurred to increase focus with Contribution category. Committee also concurred to keep Board Engagement Metric Goals/KPIs the same for FY 2022-2023. 	<p>Mr. Hayward approved forwarding to Board the proposed slate of officers, as presented. Mr. Scherer seconded; motion passed unanimously.</p> <p><i>For remainder of FY 2021-2022, staff to strategize on ways to motivate the Board to help reach the FY 21-22 Contribution goal and report at Executive Committee.</i></p> <p><i>For next meeting, staff to develop strategies and process to help increase Board's engagement with Contribution category in FY 2022-2023.</i></p>
6	Other Business	



	<ul style="list-style-type: none">• None offered.	
7	Adjournment Meeting adjourned at 3:28 p.m.	

Respectfully submitted,

Kaz Kasal
Executive Coordinator

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INFORMATION / DISCUSSION / ACTION ITEMS





Governance Committee Charter

Purpose:

The Governance Committee reports to the Board of Directors and is charged with assessing and evaluating:

1. Board Compliance to the Organization's By-Laws including ensuring Board representation reflects the demographics, business sectors, and expertise of the Central Florida Region.
2. Board Member Recruitment, Participation, Engagement, and Development.
3. Assessment of Organizational/Enterprise "Risks".

Responsibilities:

- Review By-Laws every other year and recommend modifications and/or changes.
 - *Metric – Updated By-Laws that are in compliance with federal/state requirements and support Board's strategic goals*
- Evaluate Board demographics, geographic representation, businesses sectors, and expertise to ensure diversity and balanced representation of the Central Florida Region.
 - *Metric – Evaluate annually to align Board representation to characteristics of region (i.e., demographics, geography, sectors, etc.)*
- Recruit potential Board Members for submission to the Local Elected Consortium.
 - *Metric – Annual Board has all required seats filled in compliance with By-Laws by June of each Program Year.*
- Assess Board Member participation and engagement.
 - *Metric – Goals annually: 70% Board meeting participation rate and 70% overall Board activities.*
- Annually Nominate Board members to be Board Officers.
 - *Metric – present a slate of Officers to the Board in June for election.*
- Assess identified Organizational/Enterprise risks biannually.
 - *Metric – Goal annually: Decreasing the top three risks on Pareto Chart and Risk Priority Numbers year over year.*

Skills/Expertise:

- Willingness to participate and engage with the organization.
- Interest in developing board leadership.
- Prior experience as a board member desired.
- Prior experience of Board governance practices desired.

**Structure:**

- Membership of the Committee consists of Board members and community subject matter experts; the Board Chair appoints all committee members
- The Committee Chair is appointed by the Board Chair and is responsible to report on the Committee activities at the full Board meetings.
- The Governance Committee meets, at a minimum, once per quarter or 4 times annually.
- Agenda and minutes are kept and published on the CareerSource Central Florida website and supplied to committee in written form via email one week prior to meetings.

Board Engagement

(7/1/21 – 6/30/22)



BOARD ENGAGEMENT METRICS – FY 2021-2022

	ENGAGEMENT		
	PARTICIPATE	DEMONSTRATE	CONTRIBUTE
GOAL	90% of Board Membership	80% of Board Membership	70% of Board Membership
DESCRIPTION	<ul style="list-style-type: none"> ▪ Board Meetings ▪ Committee Meetings ▪ Board Orientation ▪ Board Conference Travel (NAWB, State Board Meetings) ▪ Individual Meetings with CSCF Staff ▪ Workforce Development-Related Meetings and Events 	<ul style="list-style-type: none"> ▪ Attending Company Sponsored / Industry Events ▪ Participate in Media Interviews ▪ Speaking Engagements (internal or external) ▪ Sharing the CSCF Story: Inclusion of News/Information in Company's Communications Channels (internal or external) ▪ CSCF Miscellaneous Business Activities ▪ Job Shadowing ▪ Center Visits ▪ The Board Source Quarterly Newsletter 	<ul style="list-style-type: none"> ▪ Annual Contribution (Suggested \$500) ▪ Participation in Fundraising Activities ▪ Contribution of In-Kind Donations ▪ Sponsor Summer Youth Program
KPI	Participate for 24 Hours, Per Year	Participate in One Occurrence, Per Year	Contribute to Revenue Generation and/or provide In-kind Contribution

BOARD ENGAGEMENT: 7/1/21 – 6/30/22

	PARTICIPATE*	DEMONSTRATE*	CONTRIBUTE*
GOAL	90% of Board Membership	80% of Board Membership	70% of Board Membership
KPI	Each Board Member Participates with 24 Hours per Year	Each Board Member Demonstrates One Occurrence per Year	Each Board Member Contributes to Revenue Generation and/or In-kind Contribution Per Year
FY 2021-2022	48% (12 of *25) Participated <i>*Total Board Members active the full FY)</i>	96% (24 of *25) Demonstrated <i>*Total Board Members active the full FY)</i>	60% (15 of *25) Contributed <i>*Total Board Members active the full FY)</i>

* **PARTICIPATE:** board, committee, industry and staff meetings

* **DEMONSTRATE:** taking action e.g. center visit, social media, RFQ participating

* **CONTRIBUTE:** monetary, host board meeting, accept interns, sponsorship referrals

[RETURN TO AGENDA](#)



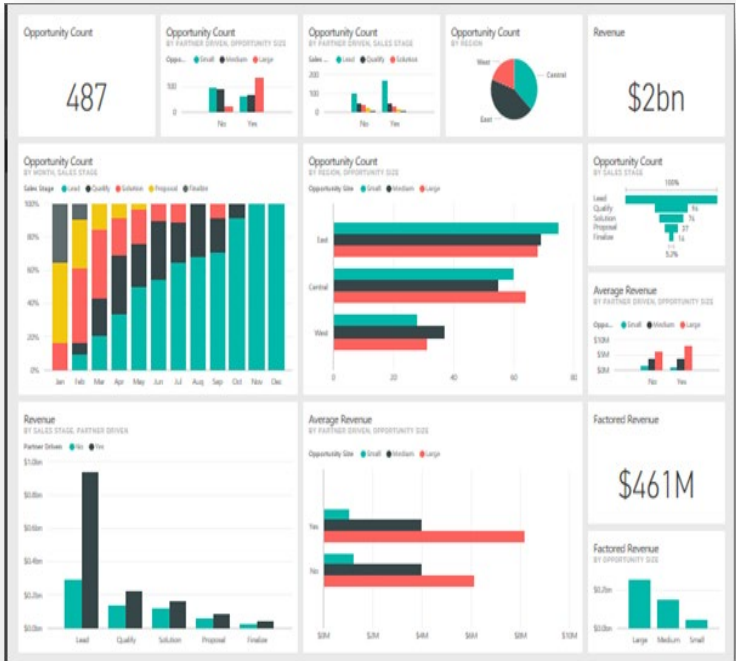
Enterprise Risk Management 21-22



ENTERPRISE RISK MANAGEMENT MUST BE MEASURABLE

Methodology

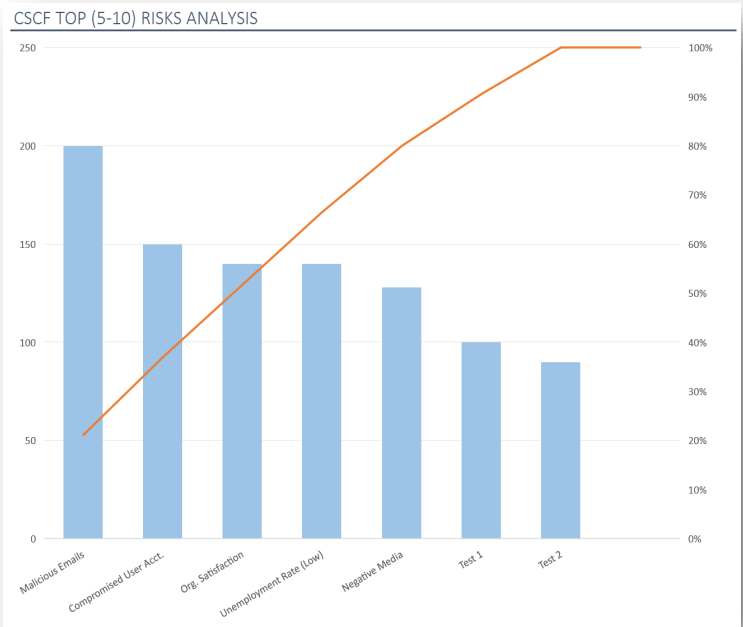
Baseline Data > Six Sigma FMEA Tool > Pareto “Top Risks” Chart

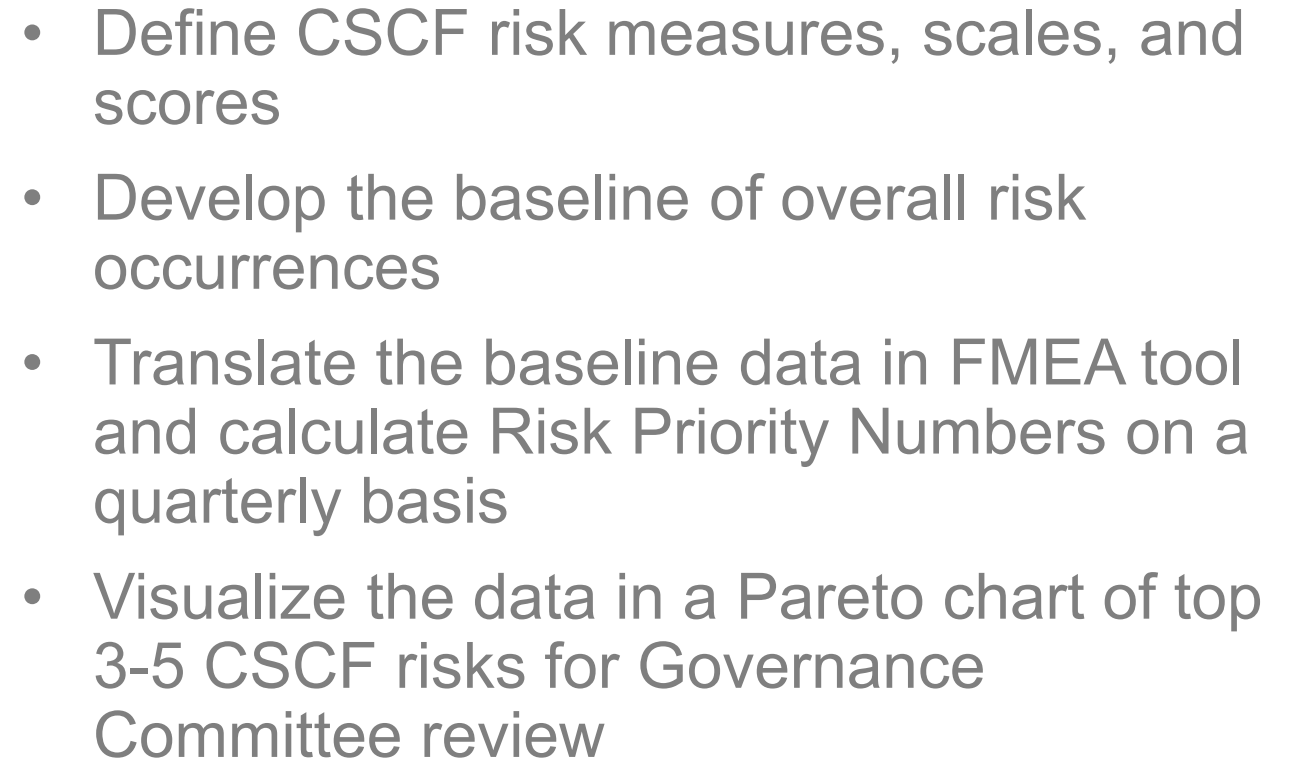


FMEA Form

Process/Module Name: _____ Prepared By: _____
Responsible: _____ Date: _____ (Rev. 1)

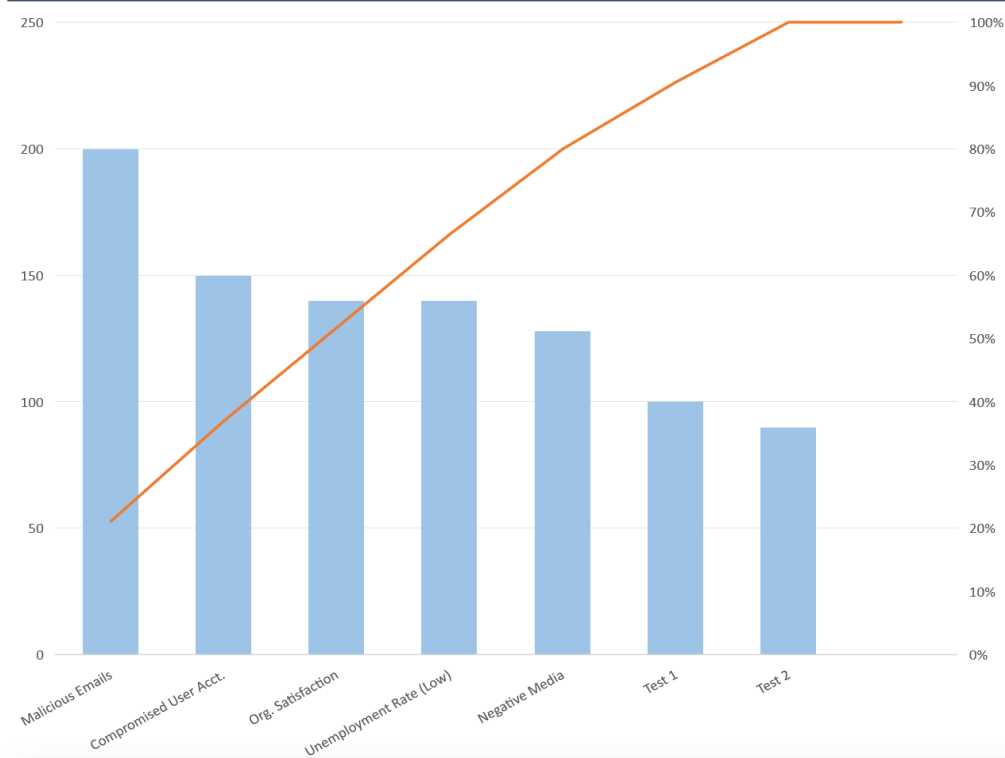
Process Step	Process Step Description	Process Step Input	Process Step Output	Process Step Control	Process Step Risk	Process Step Mitigation	Process Step Status	Process Step Owner	Process Step Date
1	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.	Identify the process step to be analyzed.
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GOVERNANCE COMMITTEE RESPONSIBILITIES

CSCF TOP (5-10) RISKS ANALYSIS



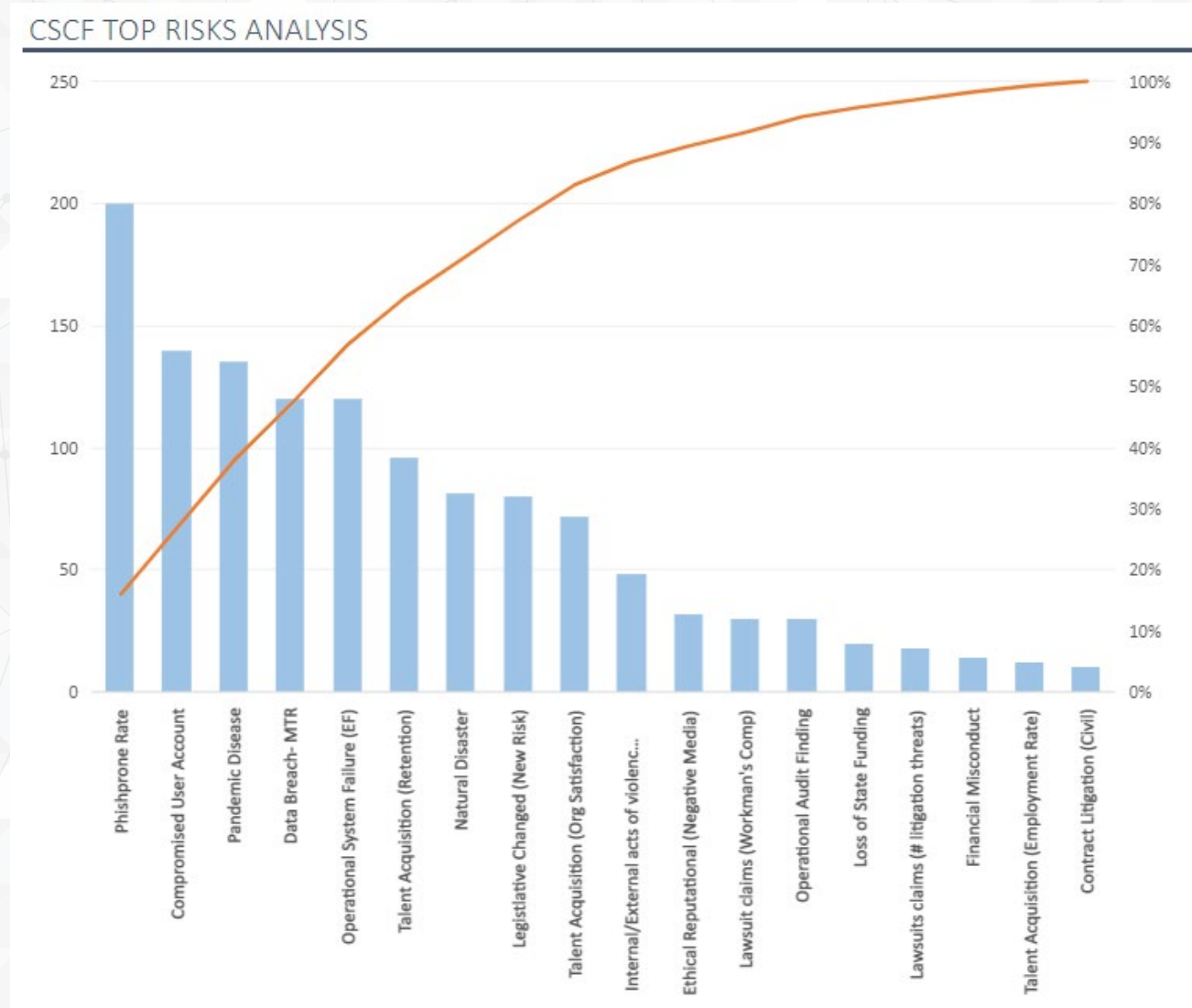
RISK DATA

RISK CATEGORY	RISK PRIORITY NUMBER	PERCENT OF TOTAL	CUMULATIVE PERCENT
Malicious Emails	200	21.10%	21.10%
Compromised User Acct.	150	15.82%	36.92%
Org. Satisfaction	140	14.77%	51.69%
Unemployment Rate (Low)	140	14.77%	66.46%
Negative Media	128	13.50%	79.96%
Test 1	100	10.55%	90.51%
Test 2	90	9.49%	100.00%

- Review Pareto Chart information of the top 3-5 Enterprise Risks
 - Review the mitigation action items provided for each risk
 - Review new measures for % Reduction in Risk Priority Number
 - Approve allocation of resources to appropriate risks as needed
-
- **Defined objective:** Reduction in top 3-5 CSCF Risk Priority Numbers over time

Enterprise Risk Management 21-22

- ERM uses a Six Sigma Tool to calculate Risk Priority Number for data-driven decisions
- Phishing remains the highest risk to the CSCF organization by Risk Priority Number.
- 91% of cybersecurity attacks start with a malicious email, clicking a link, or entering your info into websites.



Top 5 Risks 21-22

1. Phishprone: (↔)
 1. Static at RPN 200
2. Compromised User Account: (+1)
 1. Reduction RPN 160 to 140
3. Pandemic Disease: (-1)
 1. Reduction RPN 200 to 135
4. Data Breach MTR: (↔)
 1. Static at RPN 120
5. Operational System Failure EF: (+5)
 1. Increase RPN 32 to 120

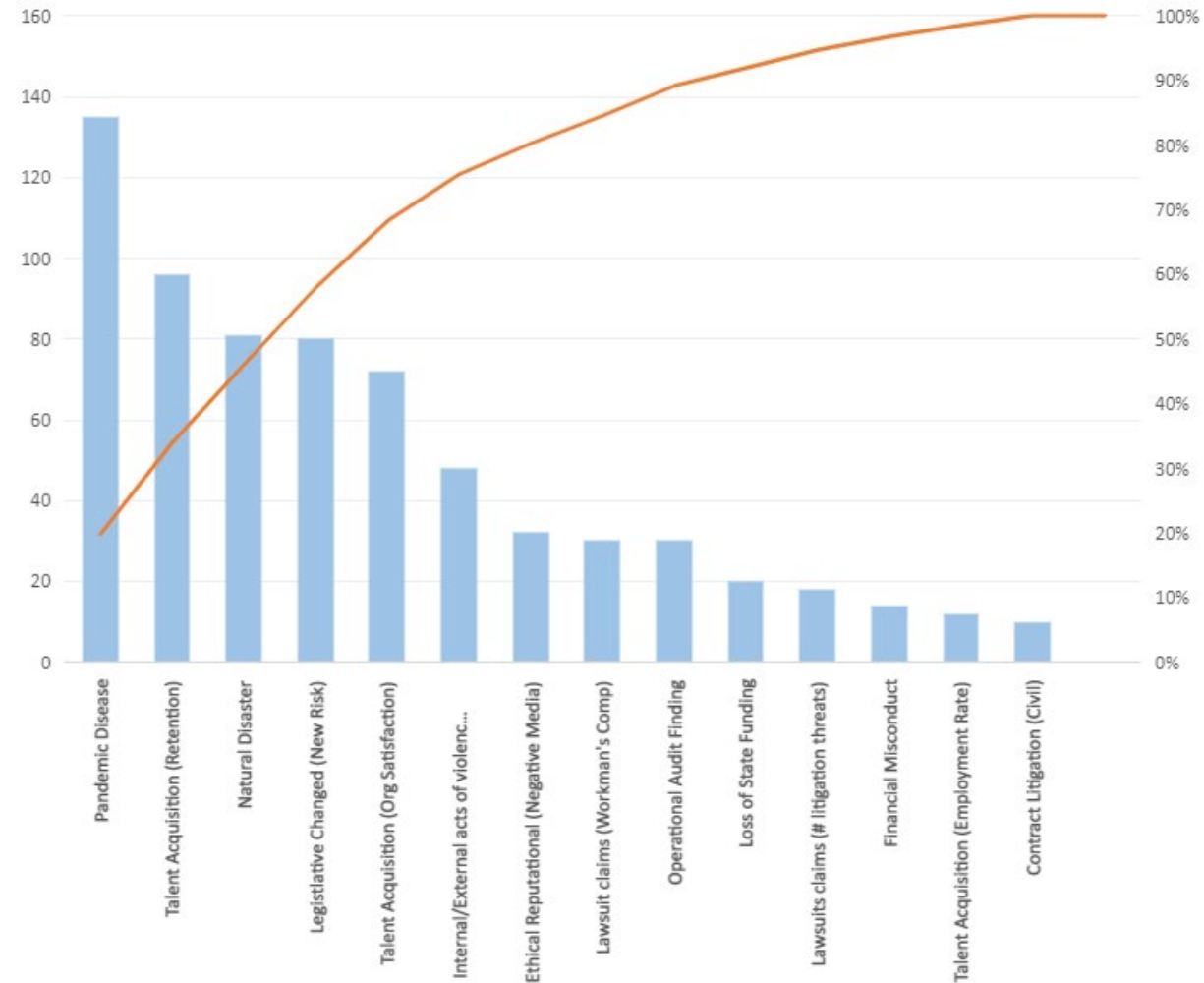
Updates in Enterprise Risk 21-22

- Technology attributes to almost 50% of all CSCF Risk Priority Numbers (RPN)
- Biggest increase - Operational System Failure State Database, Employ FI, (-73%) due to prolonged downtime by days.
- Pandemic Disease moves **down** the list from 2 to 3
 - Covid occurrences decreased, detection is higher, and severity decreased due to vaccines, boosters, and best practices.
- ERM Committee Suggestion
 - Review “TOP 5” risks outside of IT

Enterprise Risk Management (No IT)

- Removing IT, "Pandemic Disease" is the highest risk.
- "Talent Acquisition- Retention" is the 2nd highest risk.
- "Legislative Change" is a new risk (#4) forecasting the potential impacts of workforce board restructuring.

CSCF TOP RISKS ANALYSIS (No IT)



Top 5 Risks 21-22 (No IT)

1. Pandemic Disease
 1. **Reduction** RPN 200 to 135
2. Talent Acquisition (Retention)
 1. **Static** RPN 96
3. Natural Disaster
 1. **Reduction** RPN 108 to 81
4. Legislative Changes
 1. New Risk RPN 80
5. Internal/External Acts of Violence
 1. **Static** at RPN 48

FMEA Drives Action

- Phishprone Compromised User Account, and Data Breach MTR
 - Cybersecurity awareness training (LMS), Phishing policy + process, Monthly all staff communication, increased spam filtering controls, cybersecurity contract service (Sophos endpoint protection), external monitoring 24/7, Disaster Recovery Test, two factor authentication, and dedicated IT staff member.
- Pandemic Disease
 - Ongoing Infectious Disease Preparedness and Response Plan, Weekly Covid Reporting, CDC and local monitoring assignment, incentives for vaccination, load balancing analysis, and Health Screening App.
- Operational System Failure (EF)
 - Working directly with the State (DEO) reps, consulting w State SQL Developers to assess our systems, queries, and workarounds.

FMEA Drives Action

- Talent Acquisition (Retention)
 - Salary analysis, pay raises, incentive bonus, hybrid work schedule, benefits package, Career Pathways in Service Delivery (promotion opportunities)
- Natural Disaster
 - Updated Hurricane Preparedness Plan and communication, Post Event Emergency Review process.
- Legislative Changes
 - Proactive meetings and strategic planning at executive level
 - Adding new risk to ERM

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► **Adjournment**

ADJOURNMENT



THANK YOU!

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