

Governance Committee Meeting

**CareerSource Central Florida
390 North Orange Ave., Suite 700, Orlando, FL 32801**

**Wednesday, August 16, 2017
2:00 p.m.**

MINUTES

MEMBERS PRESENT: Mark Wylie, Steve Ball, Debbie Clements, and Eric Jackson

MEMBERS ABSENT: Greg Beliveau, John Gill, Jeff Hayward and Rick Walsh

STAFF PRESENT: Pam Nabors, Leo Alvarez and Kaz Kasal

Agenda Item	Topic	Action Item / Follow Up Item
1	<p>Welcome Mr. Wylie called the meeting to order at 2:05 pm and welcomed those in attendance.</p>	
2	<p>Roll Call / Establishment of Quorum Ms. Kasal reported that there was a quorum present.</p>	
3	<p>Public Comment None Offered.</p>	
4	<p>Approval of Minutes A. 5/11/17 Governance Committee Meeting.</p>	<p>Ms. Clements approved the minutes from the 5/11/17 Governance Committee Meeting. Mr. Jackson seconded; motion passed unanimously.</p>
5	<p>Information/Discussion/Action Items</p>	
	<p><u>Governance Committee Charter</u> Ms. Nabors referred to the Governance Committee Charter (attachment) and stated that each committee reviews their respective charters on an annual basis, at the beginning of each fiscal year. The Governance Committee concurred that there are no needed changes to the Charter at this time.</p> <p><u>Board Member Characteristics</u> Ms. Nabors referred the Board Characteristics documentation (attachment) and reviewed demographics, areas of representation, education, and expertise of each Board Member. The Committee noted characteristics lacking or deficient on the CSCF Board are Hispanic and veterans, and asked Ms. Nabors to identify potential business representatives with these characteristics for the Committee's review - in readiness for future openings on the CSCF Board. The Committee suggested having a few</p>	<p><i>Ms. Nabors to identify potential candidates for CSCF Board who are either: 1) Hispanic and/or 2) a veteran for the Committee's review.</i></p>

	<p>candidates in the pipeline for each seat; the non-board committee members would also be a good source to review for potential candidates.</p>	
	<p><u>Discussion of Board Evaluation Process</u> Ms. Nabors referred to the Board self-evaluation assessment survey (attachment) which was conducted in the Spring of 2014. Since it has been a few years, Ms. Nabors stated it would be worthwhile to conduct a subsequent survey to: 1) compare with the initial survey and 2) identify opportunities to create better understanding and engagement with CSCF’s current mission and vision. The Committee discussed tweaking some of the questions and concurred that if Board Members reply to a question with a 3 (dissatisfied) or 4 (very dissatisfied), an open-ended question such as “please explain” should be prompted for Board Member to provide their comments.</p> <p><u>Board Goal #3</u> The Committee reviewed the current strategic board goals (attachment) and discussed the strategic planning process for the current fiscal year. The Committee concurred on a 2 half-day session format as follows:</p> <p>1st Session: Fall Retreat reviewing and determining “what’s CSCF’s niche” (what does CSCF do best that provides the best Return on Investment)?</p> <p>2nd Session: Spring Retreat to review alignment of resources to “CSCF’s niche” and begin crafting CSCF’s vision moving forward in the 5 to 10 years.</p>	<p><i>Provide notification to the Board at their 9/12/17 meeting that a self-evaluation survey will be sent out to them.</i></p> <p><i>Staff to modify survey as noted and send out to Board after 9/12/17.</i></p> <p><i>Staff to work up a briefing for the Board in readiness for each Board Retreat. The briefing will provide anticipated goals and the expectations of the Board.</i></p> <p><i>Ms. Nabors to bring forward the Governance Committee’s strategic planning process recommendations to the Executive Committee for their review.</i></p>
	<p><u>Enterprise Risk Update</u> Mr. Alvarez stated the Enterprise Risk Committee met on 8/15/17 and reassessed the top ten risks facing the organization, which are reflected on the “Enterprise Risk Management” memo (attachment). Mr. Alvarez reviewed status of each risk and noted most risks either remained at the same level or decreased in probability. Only the risk of Economic Conditions increased as it is almost certain that additional reductions in government funding will occur. To mitigate this risk, CSCF has formed an ad hoc committee (a subcommittee of the Executive Committee) to work with staff and develop a model and strategy for revenue diversification. The goal is to begin generating new revenue during this fiscal year.</p>	<p><i>Ms. Kasal to forward the Enterprise Risk Policy to the Governance Committee.</i></p>

	The Committee also discussed level of security at each office and how litigation matters are handled.	
6	<p>Other Business</p> <p>The Committee concurred the Bylaws should be reviewed at their next meeting.</p> <p>Ms. Nabors stated that one of her goals this fiscal year is to create the framework for a succession plan for staff.</p>	<p><i>Ms. Kasal to forward the Bylaws to the Committee for their review, in readiness for next meeting.</i></p> <p><i>Ms. Nabors will bring a draft framework of succession plan for staff to the Governance Committee at a future meeting.</i></p> <p><i>Mr. Alvarez to contact CSCF's attorney on any exceptions to Sunshine law related to litigation and brief the Executive Committee.</i></p>
7	<p>Adjournment</p> <p>There being no other business, the meeting was adjourned at 3:30 p.m.</p>	

Respectfully submitted,
 Kaz Kasal