

# Tucson Youth Development Board Governance Committee

Meeting Minutes from:

Wednesday, June 16, 2021 from 12:00 pm – 1:00 PM

**Location/access:** Held virtually via Zoom. To attend either go to [zoom.us](https://zoom.us) or call 408-638-0968. To access the meeting, use Meeting ID 992 7005 7944 and passcode 539709.

|    | <b>Topic</b>   | <b>Leader</b> | <b>Purpose and Desired Outcome</b>   |
|----|--|---------------|--|
| 1. | <b>Welcome &amp; Roll Call</b><br><u>Attendees:</u> Jose Aria, Julie Kudrna, Larry Lucero, Michael Olguin<br><u>Apologies:</u> Marissa Amezcua   | Julie Kudrna  | Open meeting   |
| 2. | <b>Consent Agenda</b><br>a. None   |               |  |
| 3. | <b>Why are we here? What is a Governance Committee?</b><br><br><b>Minutes:</b> Ms. Kudrna shared brief slides about the purpose of a Board Governance Committee, highlighting its role to support the health and function of the board itself concerning matters related to board composition, orientation and training, performance evaluation, and board policies and process. The slides contain potential responsibilities in each of these areas.<br><i>See Attachment A for the slides.</i><br>Mr. Lucero indicated a primary interest in board composition, orientation, and training.<br>Mr. Arias indicated the Board would especially benefit from updated guidelines, policies, and procedures for handling situations.<br>Dr. Olguin welcomes the committee and expressed it will greatly benefit TYD.<br>Mr. Lucero offered a historical perspective on board governance indicated that TYD has previously held annual meetings in which presentations were given by program managers and organizational leadership to provide board members with thorough orientation and understanding of the scope of the organization. The meeting sometimes included a review of board member skill sets to inform board member recruitment. | Julie Kudrna  | Share information, discussion  |
| 4. | <b>Strategic Initiatives</b><br>a. Committee charter<br>b. Prioritize responsibilities<br><br><b>Minutes:</b><br>a. <u>Committee charter</u> – Mr. Arias and Mr. Lucero indicated that TYD Committees tend to have minimal descriptions in the bylaws but not formal charters. The Governance Committee would like to set an example for establishing committee charters. <b>Action</b>  | Julie Kudrna  | a. Decision → Content for charter<br>b. Decision → Select first initiative |

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|    | <p><b>item:</b> Ms. Kudrna will draft a charter following available examples and in alignment with TYD's bylaws and circulate for review.</p> <p>b. <u>Prioritize responsibilities</u> – The Committee determined to focus first on board composition and orientation/onboarding and then bylaws and board policies.</p> <p>i. Board composition action plan</p> <p>(1) Conduct a review of current board member skills, content expertise, industry/sector experience, and lived experience/identities (e.g., race/ethnicity, gender identity, etc. – whatever they are comfortable sharing). Board members to complete a brief survey administered by the Committee. <b>Action Item:</b> Ms. Kudrna will draft the email to be sent to Board members from TYD staff.</p> <p>(2) Results and identify board composition gaps</p> <p>(3) Explore optimal board size and make recommendation to full board</p> <p>(4) Develop recruitment plan to fill identified gaps</p> <p>ii. Orientation and training action plan – attempt to first accomplish this through leveraging the support from the Center for Health Nonprofits TeamUp program for which TYD submitted an application on 5/3/21</p> <p>(1) <b>Action Item:</b> Ms. Kudrna reach out to the Center for Healthy Nonprofits to inquire about the status of TYD's TeamUp application.</p> |               |   |
| 5. | <p><b>Unfinished Business</b></p> <p>a. Committee meeting date/time</p> <p><b>Minutes:</b></p> <p>Regular meeting date/time still to be determined. Next meeting date and time will be July 12 at noon. For efficiency, meetings will continue to be conducted virtually via Zoom</p>   | Julie Kudrna  | Decision → select regular meeting date/time |
| 6. | <p><b>Suggestions for future agenda items</b></p> <p><b>Minutes:</b></p> <p>Next meeting agenda will include a review of board composition and gaps using information provided by board members via the survey and a discussion of board size.</p>  | All           | Seek information                            |
| 7. | <b>Adjourn</b>  | Julie Kudrna  | Close meeting                               |

**Next meeting:** Monday July 12 at 12:00 pm via Zoom. Agenda and meeting invite forthcoming.

# What is a Governance Committee?

Tucson Youth Development

June 16, 2021

Presented by Julie Kudrna

# General Purpose

Support the health and function of the Board through addressing matters related to:

- Board composition
- Board member orientation, training, and development
- Board performance evaluation
- Board process and practice

Ensure best practices in Board operations to improve capacity to support a thriving organization!

Develop, review, conduct, make recommendations to the full Board

# Typical Responsibilities

## Board composition

- Assess board composition, skills, experience, and diversity
- Recruitment strategy
- Recruit, nominate
- Retention strategy
- Succession planning

## Orientation and training

- New board member onboarding and orientation
- Board handbook
- Annual retreat
- Board development and education
- Member engagement

## Board performance evaluation

- Annual evaluations of the full-board, committees, and individual members
- Board meeting efficacy
- Exit interviews

## Board process and practice

- Bylaws and governing documents
- Board and committee processes and practices
- Job descriptions for members and officers

# Sources

- <https://boardontrack.com/blog/what-is-a-governance-committee/>
- <https://nonprofitlawblog.com/governance-committee/>
- <https://managementhelp.org/boards/committees/governance-committee.htm>