

Minutes

VSAC Governance Committee Meeting

**November 21, 2014
8:30 a.m. – 10:00 a.m.**

**Board Room, VSAC Offices
10 East Allen Street
Winooski, VT**

Committee Members Present: Dave Larsen (Chair), Martha Heath, and Dodie Mitchell

Committee Members Absent: Pam Chisholm

Other Board Members Present: None

VSAC Staff Present: Scott Giles, Tom Little, Marilyn Cargill, Patrick Leduc, Mike Stuart, and Kristi Rocheleau

The meeting was called to order at 8:37 a.m., with a quorum declared present.

Approval of Minutes

Upon a motion made by Martha Heath and seconded by Dodie Mitchell, the Committee voted unanimously to approve the Governance Committee minutes of the September 12, 2014 meeting, as presented.

Board self-evaluation timing and next steps

Chair Dave Larsen led a discussion with Committee members to collect input on the timing, format, process, and content for a Board self-assessment. Committee members agree that this is the right time to implement and recommend an initial questionnaire to collect individual feedback, with review by a consultant afterwards. The group advocates for an extended June Board meeting to provide ample time for review. The Executive Committee will reach out to potential facilitators to explore options and will report findings at a future meeting. The January Committee meeting will focus on specific areas and specific questions to be assessed.

Board member recruitment and gap analysis discussion

The Committee continued to discuss the possible Board positions openings coming next year and the Board member recruitment the Board may face. Members recommend identifying critical Board members and working with these members to determine key skills future members would need to have to maintain the Board's effectiveness. The Committee requested that Tom Little share with the Committee the gap-analysis work he has completed.

Other business

Members of the Committee recommend transferring the Board manual and bylaws to an online format in order to improve access and to facilitate future Board member training. Tom Little will explore this and also the possibility of condensing portions of the Manual to make it more accessible.

Upon there being no other business, the meeting adjourned at 9:57 a.m.

Respectfully submitted,

Thomas A. Little