

Minutes

VSAC Governance Committee Meeting

**November 25, 2019
8:30 a.m. – 10:00 a.m.**

**Boardroom, VSAC Offices
10 East Allen Street
Winooski, VT**

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

Committee Members Absent: N/A

Other Members Present: N/A

VSAC Staff Present: Tom Little, Patrick Leduc, Scott Giles, Marilyn Cargill, Jodie Ducharme

Chair Dave Larsen called the meeting to order at 8:33 a.m. With a quorum established, the Committee took up the first order of business.

Approval of Minutes

Upon a motion made by Martha Heath and seconded by Dodie Mitchell, the Committee voted unanimously to approve the Governance Committee meeting minutes of September 30, 2019, as presented.

Board Officer Selection Process

Tom Little lead the Committee in a discussion of the Board Officer Selection Process, referencing relevant sections from VSAC statutes.

Process & Timeline for Selecting New Board Members

Dave Larsen transitioned to an upcoming Board vacancy due to a Board member who has decided to retire. The Committee reviewed the timeline to select a new member and discussed involvement of the full Board as well as the Executive Committee. Scott Giles noted that, as this is a Board-appointed position, he would like to get feedback and suggestions from current Board members on who they think would be a good fit.

“Constructing” a New Board Member

The Committee engaged in a discussion of desirable skills, knowledge, experiences, and characteristics of potential new Board members. Tom Little, in response to the Committee’s request, will provide information on current Board member skills so the Committee can review and conduct a gap analysis. The Committee will continue this discussion in January, after the Board Retreat, to see if additional characteristics are identified as the strategic planning process begins.

Other Business and Planning for Next Meeting

There being no other business, the meeting adjourned at 9:59 a.m.

Respectfully submitted,

Thomas A. Little, Assistant Secretary