

Governance Committee Meeting Minutes

Jan 4, 2022

FOR REFERENCE: 2021 Governance Committee Goals Yellow highlight includes related action items on this agenda or reported

1. Board partners work with committees to
 - a. **Help committees set goals that help them move toward accomplishing current set Strategic Goals.** (Goals set with Jane Grosser in 2019/2020.)
 - b. Support and encourage effective meetings and posting of minutes.
2. ~~Get a working draft of the Leadership Task Calendar(LTC) to the board by the end of the first quarter.~~ Update and revise the LTC throughout the year.
3. **Continue to update UTSI Policies and Procedures as needed and with board input.**
4. **Continue to improve board member orientation and ongoing training.**
5. **Create, publish, and follow a nomination process calendar for the year.**

MINUTES taken by: SUSAN

Attending: Ellie Boyer, McKay Larson, Cathy Vaughan. Stan Crump, Susan Andrews Winter

Board Partners	ACTION ITEMS
Any problems getting assignments done from the last meeting? (See November 30 Minutes) Cathy had reached her partners by email. Stan had spoken with Suzie. It was reported that Mike Werner has resigned as the Senior Chair. The position will be assigned by Paul – General Chair. Board Partner Focus (Board Partner Assignments) • Strategic Plan update NEXT WEEK. Are your BP's prepared? ○ GOVERNANCE AREA (Gov Cmt reviewed above) ○ PROGRAMMING AREA ■ Strategic Goal 1: 1st Measurable Objective (pg 4): Mike Werner & Senior Cmt ■ Strategic Goal 1: 2nd Measurable Objective (pg 5): Suzy & Age Group Cmt ■ Strategic Goal 2: (pg 5): Danny and Athlete Cmt ■ Strategic Goal 3: (pg 5-6): Nikki & Coaches Cmt	Susan to follow up with Heather Hale prior to UTSI board meeting Jan 11th. Governance members to remind board partners about the focus on the Strategic plan for the upcoming board meeting on Jan 11th.

- Strategic Goal 4: (pg 6-7):
Alicia & Officials Cmt
- Strategic Goal 5: 1st
Measurable Objective (pg 7):
Cathy & “The Board”
(Cathy’s part done, need to
reassign “The Board” to a
specific person if want to
keep working on this
objective)
- Strategic Goal 5: 2nd
Measurable Objective (pg 7):
Mo & Safety Cmt

Strategic Goal 6: (pg 7-8): **Heather** and DEI Cmt

Board Partner Focus ([Board Partner Assignments](#))

- [Strategic Plan](#) update NEXT WEEK. Are
your BP’s prepared?
 - GOVERNANCE AREA (Gov Cmt
reviewed above)
 - PROGRAMMING AREA
 - Strategic Goal 1: 1st
Measurable Objective (pg 4):
Mike Werner & Senior Cmt
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**LTC Assignments through March were emailed
on 12/29/2021** (To view entire LTC, go to [P&P
webpage](#) then click LTC link in the upper left
corner)

Governance Committee Business ● Cathy reports on LTC insert of nominations calendar ○ Be mindful of succession planning. In 2022 the HOD must elect a new ■ General Chair ■ Senior Vice Chair ○ The following positions are also up for election. The current people may run again. ■ Coaches Rep ■ Finance Vice Chair ■ Safety Chair Discussion regarding whether or not to present skill sets together with the current job descriptions particularly for the General Chair and Senior Vice Chair positions. ● Susan, Ellie & McKay: Heads up about upcoming athlete election and orientation. Any questions or concerns? ● McKay reports on USA Swimming BOD Portal/Dashboard McKay reported that this is a work in progress. ● Transitioning Governing Doc responsibilities from Cathy to Stan. (Thank you Stan for being the “guinea pig” in this important area!) ● <u>Strategic Plan</u> GOVERNANCE area Measurable Objectives Review (pp 1-3): How are we doing? What’s next to keep the LSC moving forward on the GOVERNANCE area Strategic Goal (pg 1)? Much of the past year was spent on P&P and the LTC. The discussion focused on potentially using this year to develop recommendations to the board on how to bring in new volunteers to participate on	Important for UTSI Board members and Governance Committee members to talk about upcoming nominations on deck at meets. Start to develop a potential candidate slate early. Athlete Committee meeting to meet Jan 27th. Will consider paper ballots for At Large position at Senior State and start to identify who in the committee would be a good candidate for the Junior Athlete Rep. Susan willing to join meeting. Cathy requested that McKay follow up to see if there was any useful dashboard information that could be used by the board for our LSC. For example, registration numbers and whether or not the pandemic has driven membership down? Governance committee members commit to thinking about how to set a succession planning process to engage more potential leaders going forward. Think about this in terms
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the board and how to provide opportunities to engage the broader membership. For example should we look at the feasibility of a “General Chair Elect” position.	of the Strategic Plan so that the Governance Committee can have a significant impact going forward.

Jan BOD Training Topic (Done by McKay unless otherwise noted)

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NEXT MEETING: Jan 25th @ 7:30 pm **MINUTES to be taken by:** Stan

Governance Committee Meetings Are Held: *Last Tuesday of each month @ 7:30 pm*
Minutes Rotation Starting w/ Next Meeting first: Stan, McKay, Ellie, Susan

Items for Future Discussion

- APRIL: Nominations Plan: How to get the skill-sets needed onto the board and ARB
 - From bylaws:
 - develop criteria for the qualities and required characteristics of Board officers;
 - assessing current and anticipated needs for Board composition and identifying and recruiting potential Board members;
 - To nominate Board members, Administrative Review Board members, and other coordinator or chair positions to be elected by the House of Delegates ***consistent with the matrix of skills, demographics, and talents needed;***
 - To lead periodic assessment of the Board’s performance (as a whole and of individual members) and make recommendations to enhance Board effectiveness.

Governance Committee Meeting Dates (Last Tu each month unless highlighted)

Jan 25, 2022 7:30 PM
 Feb 22, 2022 7:30 PM
 Mar 29, 2022 7:30 PM
 Apr 26, 2022 7:30 PM
 May 31, 2022 7:30 PM
 Jun 28, 2022 7:30 PM
 Jul 26, 2022 7:30 PM
 Aug 30, 2022 7:30 PM
 Sep 27, 2022 7:30 PM
 Oct 25, 2022 7:30 PM
 Nov 29, 2022 7:30 PM

Jan 3, 2023 7:30 PM

Jan 31, 2023 7:30 PM

OTHER CALENDAR ITEMS FOR GOVERNANCE COMMITTEE

REFERENCE: 5 Responsibilities of the Gov Cmt (From Jane Grosser)

1. CATHY: Board **Composition** (Get the right people on the board and Administrative Review Board (ARB)--nominating cmt function)
 - *Blind Spots, -Diversity, Recruitment, Nominations, Succession Planning,*
2. STAN: Board **Documents** (Monitoring and maintaining governing docs)
 - *Bylaws, Rules and Regs, P&P, USA-S Compliance. Also integrating LEAP and the Affiliation Agreement into LSC Governing Docs. Ensure the LTC correctly lists items to help board members and committees keep in compliance with legal, USA Swimming, and LSC Governing Document requirements.*
3. ELLIE: Board **Monitoring** (Keep the BOD on track)
 - *Strategic Emphasis at meetings, Ensure Strategic Plan referenced in board meeting at least quarterly, Promote effective Board of Director meetings, Ensure the board addresses LTC agenda assignments in a timely way.*
4. McKAY: Board **Health** (Monitor the health of the board)
 - *Monthly Board Training, Mission/Vision/Core Values Review, Evaluation, Minutes reflect mission focus, Debriefing former board members, [BOD dashboard/portal](#)*
5. SUSAN: Board **Improvement** (Provide opportunities for BOD Improvement)
 - *Teambuilding, BOD attendance, Developing and managing Board Orientation material, On-Boarding, Orientation--organizing and verifying that it got done by Board Partner and (hopefully) previous board member*