



MINUTES

BOARD OF DIRECTORS WORK SESSION

Wednesday, January 19, 2022

West Center Auditorium / Zoom

Directors Present: Mike Zelenak (President), Nina Campfield (Vice President), Ted Boyett (Secretary), Donna Coon (Treasurer), Mark McIntosh (Assistant Secretary), Randy Howard (Assistant Treasurer), Kathi Bachelor, Carol Crothers, Christine Gallegos, Bart Hillyer, Bev Lawless, Scott Somers (non-voting)

Absent: Connie Griffin

Staff Present: David Jund (Facilities Director), Nanci Moyo (Administrative Supervisor), David Webster (CFO)

Visitors: 22

AGENDA TOPIC

Called to Order at 2:00pm

1. Discuss and Review Proposals from Management/Leadership Analysis

The scope of work for the management/leadership analysis and the proposals for the three consultants were reviewed. The recommendation was for the Board to consider this and move forward with a plan.

The Board held a lengthy discussion with these highlights:

- The holistic approach or 360 approach is a good plan. The scope prepared for the RFP was good. There are concerns about timing for this analysis and it was suggested to wait until a new Board is seated in April.
- The CEO evaluation could be done using the evaluation used in June for Mr. Somers' six-month evaluation. The CEO evaluation needs to be done 30 days before the Annual Meeting.
- A suggested hybrid scenario included engaging with a consultant to start with a survey and use pieces of the survey regarding staff management to help evaluate the CEO's job performance.
- The Evaluation Committee's goal for seeking a consultant was to have a measurable evaluation created based on the work plan and not an opinion-based evaluation.

2. Discuss Proposals to Engage an Outside Consultant to Conduct an Anonymous Employee Survey to Complete the Annual CEO Performance Evaluation

This discussion was included in Agenda Item 1.

3. Review CPM Amendments Sections 1 – 4

The revisions of the CPM in Sections 1 – 4 have been approved by legal counsel. The approach by legal counsel was the contents of the Bylaws and Articles of Incorporation do not need to be repeated in the CPM. The CPM has repetitive sections removed and the structure reorganization will keep topics in the correct areas.

The Board held a lengthy discussion on the changes of the CPM and would like to have explanations for added wording and wording that has been removed. There was a suggestion for legal counsel to be present at a meeting to speak to the changes being discussed.

The Board has been asked to send in their questions regarding the changes of the CPM Sections 1 – 4 to the Chair of the Board Affairs Committee by Friday of this week. This topic may be removed from the January Regular Board Meeting.

4. Discuss Video Postings of the Meetings

Posted videos of the meetings allow for transparency and for members to be more active with GVR governance.

A request was made for legal counsel's opinion on availability of meeting videos.

Meetings that are online need to be edited to only include the meeting from call to order to adjournment.

5. Discuss Creating a Ballot Measure to Consider Building an Arts Center at WC and Related Debt Service

The discussion is to consider a special ballot measure for related debt service for the Arts Center at West Center. The Board had a general consensus this should go to the members to vote on to understand the desires of GVR members. This needs to be done sooner than later because there are clubs waiting to see where they would be housed.

An architectural firm is preparing a high-level evaluation, along with cost estimates for the West Center.

6. Professional Fees Request – added to the Agenda at the meeting.

A report of the professional fees account was reviewed.

7. Adjournment: Meeting was adjourned at 4:12pm.