

Governance Committee Meeting
August 8, 2013
Minutes

- I. Call to Order
- II. Determination of Quorum
 - A. Committee Members Present
 - 1. Tom Argust (Chair)
 - 2. Milo Turner
 - 3. Henry Smith
 - 4. Ed White
 - 5. Karen Pryor
 - B. Others Present
 - 1. Jim Redmond – Chairman
 - 2. Bill Carpenter – CEO
 - 3. Lisa Berrittella - In-House Counsel
- III. Review of Proposed “Board Roles and Responsibilities” Document.
 - A. Board Mission - It was determined that the Board Mission would remain as presented.
 - B. Board Responsibilities
 - 1. A review of each sub-section was discussed (Governance, Organizational, Community and Legal)
 - 2. It was determined that the section entitled “Governance” would be enhanced to include nine ‘general’ roles and responsibilities, some of which were shifted from other categories, while some of which were newly defined.
 - 3. The remaining sub-sections were to remain essentially as set forth in the draft document.
 - 4. The proposed “Roles and Responsibilities” to be presented and discussed at the November Governance Retreat.
- IV. Review of Proposed Board Retreat Agenda for November 13, 2013 Meeting.
 - A. Board Retreat scheduled as a five-hour session with breaks
 - B. Compliance Updates – Medicaid and EEO Updates
 - C. Governance Focus on Roles and Responsibilities of the Board
 - D. Key Topics to include Financial Overview, 2014-2017 Strategic Framework, 2014-2015 Critical Initiatives (Transit Center and Brand Development), 2014-2017 Critical Initiatives – Market Focus .
 - E. Wrap-Up: Board Retreat Evaluation and Board Self-Assessment to be Completed on Laptops for increased efficiency
 - 1. Commissioner Pryor and Lisa Berrittella to continue work on Board self-assessment.
- V. The next regularly scheduled Committee meeting will be March 2014.
- VI. Meeting Adjourned