



Board Governance Committee

Item Number 3 – Open Session

Subject: Revised Board Governance Committee Workplan

Presenter(s): Amy McDuffee, Mosaic Governance Advisors, LLC

Item Type: Action

Date & Time: November 5, 2021 – 30 minutes

Attachment(s): Draft Revised FY 21/22 Board Governance Committee Workplan

PowerPoint(s): None

PURPOSE

The purpose of this item is for the Board Governance Committee (Committee) to review, provide input on, and take action to recommend to the board a refreshed Committee workplan for the remainder of FY 21/22.

DISCUSSION/SUMMARY

The board and its committees have a long-standing practice of using annual workplans to guide their work. Workplans are typically approved in July each fiscal year, first by a committee and then by the full board, unless the committee is a delegated committee.

The workplan reflects a mixture of required routine items and those that are connected to the board's strategic plan. It aids staff in determining each meeting agenda and pre-planning the work and resources required to address a specific agenda item. A committee's workplan and charter are provided as reference with each meeting agenda so progress can be monitored throughout the fiscal year.

In July 2021, the board approved a Committee workplan with the understanding that more specific direction for the Committee would be identified through the board offsite in October 2021. At its recent offsite, the board discussed lessons learned from the pandemic as it relates to fostering continued effectiveness, efficiency, and excellence in governance through board operations. The board directed the Committee to study two items, as follows:

1. **How can the board take advantage of a hybrid meeting format in the future, leveraging lessons learned from the pandemic?** The board requested a review of meeting agendas to determine options that could be implemented beginning FY 22/23 and beyond. Specific topics to evaluate included the following:
 - a. Optimal ways to leverage the in-person and virtual formats,
 - b. Shifting the delivery of some board education to other formats from regular meeting agendas,
 - c. Balancing meeting frequency and length, including preferences for time in between meetings and the format by which regular meetings operate.
2. **How can the board meeting materials be enhanced to continue to support the delivery of consistent, decision-useful information to the board and its committees?** The board requested an evaluation scope that included reviewing the agenda item writeup template, the materials provided to support agendas, the delivery of presentations, and reaffirming or refreshing norms.

The attached draft workplan features these two studies. Mosaic will work with the Committee's Leadership and staff to support the scope. Elements of the scope may include the following:

- Surveying the full board to better understand specific preferences,
- Discussing the survey results with the Committee to develop consensus operating principles to guide the development of options,
- Liaising with the leadership and staff of the board and its other committees to identify ideas and suggestions to bring forward, and
- Researching peers and/or other related entities for insights.

It is anticipated that the Committee's work will result in recommendations to the full board. Given the frequency of Committee meetings and the scope of the studies, Mosaic and staff expect that the Committee could undertake a first reading of options at its May 2022 meeting. At that time, some recommendations could move forward should the Committee feel comfortable, with others presented at a subsequent Committee meeting during FY 22/23.

RECOMMENDATION

Mosaic recommends that the Committee provide additional input on the studies to be undertaken and desired elements to include within the scopes.

Mosaic also recommends that the Committee approve the draft FY 21/22 workplan. Committee approval means that the workplan is then considered by the full board for further action and adoption.

**BOARD GOVERNANCE COMMITTEE
2021-22 Meeting Work Plan**

	November	January	May
<i>Board Education Forum</i>	Board Education Forum – Explore Governance Topics (I)	Board Education Forum – Explore Governance Topics (I)	Board Education Forum – Explore Governance Topics (I)
<i>Board Governance Manual</i>	Revision to the Board Governance Manual-Form 600H Compliance. (I) Existing Agreements, Exemptions, Current Polices & Practices [Appendix III] - Review (I) Review of hybrid meeting format. (I) Review of meeting materials. (I)	Revision to the Board Governance Manual-Form 600H Compliance (I) Existing Agreements, Exemptions, Current Polices & Practices [Appendix III] - Review (I) Review of hybrid meeting format. (I) Review of meeting materials. (I)	Revision to the Board Governance Manual-Form 600H Compliance (A) Existing Agreements, Exemptions, Current Polices & Practices [Appendix III] - Revisions (A) Review of hybrid meeting format. (I) Review of meeting materials. (I)

(A) = Action
(I) = Information