



**BOARD OF DIRECTORS
GOVERNANCE COMMITTEE MEETING
Monday, January 24, 2022
By Teleconference**

MINUTES

Present: Chair Frank Gifford, Prabhas KC, Kyle Muncy, Diana Pelletier and Sean Vasington

Staff: Cynthia van Zelm

1. Call to Order

Chair Frank Gifford called the meeting to order at 4:05 pm.

2. Public Comment

There was no public comment.

3. Approval of November 22, 2021 Minutes

Kyle Muncy made a motion to approve the minutes from November 22, 2021.

Diana Pelletier seconded the motion.

The minutes were approved.

4. Board Assessment Responses

Mr. Gifford thanked Board President Kyle Muncy for preparing a summary of Board members' assessment of the Board.

Mr. Gifford agreed with one of the consistent responses on the assessment that one of the main objectives over the next few months is Board recruitment. He noted that it was on hold while waiting for the Strategic Action Plan to be completed.

Mr. Muncy said it was important to recruit members who have time to devote to the Board and encouraged more members from the Mansfield community.

Sean Vasington thought the process should be more open in terms of recruiting Board members. The Strategic Action Plan creates a buzz and could help with getting more people involved including new Board members.

The Committee agreed that the PTOs at the schools were a good place to recruit Board members. Prabhas KC suggested developing a one-page overview about why it is beneficial to be a Board member.



Ms. Pelletier said she had reached out to the PTOs for Festival Committee members and received interest; one person has joined the Festival. She suggested going to the PTO meetings to recruit members.

Mr. Gifford said he will follow-up with Ms. Pelletier, Mr. KC, and Mr. Vasington.

Mr. Vasington said it would be important to determine how large the Board should be prior to active recruitment. Ms. van Zelm said the Board is currently capped at 15. It was capped at 19 for the first several years of its existence. She said changing the number will require a bylaws change, which would need to be voted on by the Partnership membership.

The Committee talked about the importance of students and Downtown Storrs commercial property owners having seats on the Board.

Mr. Gifford said he would like see more input from the public during public comment at Board meetings.

Mr. Gifford said the assessment will be discussed at a Board meeting.

5. Strategic Action Plan Tentative Implementation Process

Mr. Gifford said the Board approved developing a working group(s) to work on implementation of the Strategic Action Plan.

Ms. van Zelm reviewed a proposed process where working groups would work on the 19 strategies from the Strategic Plan and report back to a joint team of the Governance Committee and Partnership Executive Committee. The proposal will be reviewed by the Board at its February meeting.

Mr. Muncy suggested that Board members split up review of the 19 strategies and do so prior to the February Board meeting.

Mr. Gifford said he would advocate for five or so members on the working group(s). He said the effort needed is durational and suggested a charge for each working group.

Mr. Muncy said Streetsense suggested that experts be included on working groups for a specific strategy.

Mr. Vasington asked when does the implementation “clock” start. Ms. van Zelm suggested that it would not start until the working groups meet.

Mr. Vasington said the role of the Governance and Executive Committees in serving as the reporting mechanism for the working groups should be memorialized by the Board.

Mr. Vasington asked that the Strategic Action Plan working groups be included as a regular agenda item on the Governance Committee agenda.

Ms. van Zelm will share the draft agenda memo on the Strategic Action Plan with the Governance Committee before placing it in the February Board packet.

6. Discussion of new Board members/Student Board Representative

Ms. van Zelm said with Mr. KC's graduation in May, there will be the need for a new UConn student Board representative.

Mr. Gifford will follow-up with Mr. KC on recruitment.

Mr. Gifford referred to the pipeline of potential Board members in the Board packet.

Mr. Gifford noted that Board member Sam Bruder has resigned, and that the Town Council will be discussing his replacement tonight.

7. Review of Bylaws

Mr. Gifford noted that the bylaws are very comprehensive.

He pointed to a few suggested changes that Ms. van Zelm noted from prior Committee discussion.

Ms. van Zelm reminded the Committee about the 45-day notice to send the bylaws to the membership before voting on them.

The Bylaws will be further discussed at the next Committee meeting.

8. Adjourn

Mr. Muncy moved to adjourn the meeting.

Mr. Vasington seconded the motion.

The meeting adjourned at 5:01 pm.

Minutes prepared by Cynthia van Zelm