



**BOARD OF DIRECTORS
GOVERNANCE COMMITTEE MEETING
Monday, February 27, 2023
By Teleconference**

4:00 PM

DRAFT MINUTES

Present: Chair Frank Gifford, Steve Bacon (joined at 4:13 PM), Kyle Muncy, Betsy Paterson, Ron Schurin, and Sean Vasington

Absent: Rachel Goldberg, Diana Pelletier

Staff: Cynthia van Zelm

1. Call to Order

Frank Gifford called the meeting to order at 4:00 p.m.

2. Public Comment

There was no public comment.

3. Approval of January 23, 2023 Minutes

Betsy Paterson made a motion to approve the minutes of January 23, 2023. Kyle Muncy seconded the motion. The motion was approved unanimously.

4. Update on Bylaws

Cynthia van Zelm said she does not think any significant changes need to be made to the bylaws this year. She will follow up with Partnership Attorney John Zaccaro on the language about Board terms, specifically for appointed members. Mr. Gifford suggested keeping this item on the agenda in case any bylaws issues come up before the Annual Meeting.

5. Review Board Member Positions

Ms. van Zelm said student representative Colby Trembley will be studying abroad during the fall 2023 semester and is on track to graduate from UConn in May 2024. She wondered whether Mr. Trembley should take a temporary leave from the Board or whether a new student representative should be recruited for this fall. Members noted that student representatives are reappointed each year in June and that Mr. Trembley serves on the Celebrate Mansfield Festival Committee. Ms. van Zelm is also waiting to hear back from Rachel Goldberg about whether she would like to serve another term.

Kyle Muncy suggested that Ms. van Zelm contact Mr. Trembley to gauge his interest in continuing on the Board. He also suggested focusing on recruiting new members for the Festival Committee. Mr.

Gifford and other members said it is important for the additional student voice to remain represented on the Board during the time Mr. Trembley is abroad.

Mr. Muncy said he thinks the Board could benefit from a third or fourth student representative and that he would like the Board to consider this change for future years. He wondered if the leader of an E.O. Smith or UConn student organization could become a de facto member of the Board. Ms. van Zelm noted that the Board still has two vacant positions that would be open to students. The Committee discussed.

Steve Bacon joined the meeting at 4:13 p.m.

6. Review Overview of Board Assessment Responses

Mr. Muncy said the responses from many of the Board members stressed recruitment of new members and aiming for a more diverse Board composition. He said the Board's engagement with the downtown property owners was well received. He said the business networking events were also well received and stressed the importance of continuing to communicate about the Partnership's day-to-day efforts. Mr. Muncy added that the Executive Director's evaluation will be discussed at the Executive Committee meeting this Thursday.

Mr. Gifford noted that the Strategic Action Plan may have shifted the Board's focus toward longer-term goals rather than communicating about day-to-day occurrences and efforts in the downtown. Committee members discussed possible reasons more Board members did not contribute comments when filling out the form. Some see it as a sign that the members feel connected and engaged. Ron Schurin and Mr. Gifford noted the importance of informing new Board members about the Strategic Action Plan in more detail.

Mr. Bacon suggested having the Board fill out the assessment form every two years rather than annually. Mr. Schurin suggested having Board members break into small groups to discuss their experiences rather than filling out a survey. The Committee will share these ideas with the full Board at its meeting this Thursday.

7. Review Revised DRAFT Updated Executive Director Job Description

Ms. Paterson said "have" should be changed to "has" in the second paragraph under General Description. Mr. Gifford noted a suggestion Cara Workman had given at the last Board meeting to change the action verbs to better suit the role of an Executive Director. Ms. van Zelm said the proposed changes came from her and Ms. Workman.

The Committee approved the updated Executive Director job description by consensus. It will be added to the agenda for the April Board meeting.

8. Check in with New Board Members

Mr. Gifford asked Mr. Schurin about his first year on the Board. Mr. Schurin re-emphasized his lack of deep familiarity with the Strategic Action Plan as he joined the Board after the Plan was completed. He said his first year has overall been a positive learning experience. He answered questions from Mr. Gifford about the orientation process and whether he feels he plays a meaningful role.



In response to a question from Mr. Muncy, Mr. Schurin expressed support for Town Council members being appointed to the Partnership Board. The Committee discussed the history and future of the Council's appointments to the Board.

9. Update on Strategic Action Plan and Working Groups

No updates were given.

10. Check In on Next Meeting – In person or virtual?

The March 27, 2023 Committee meeting will be virtual.

11. Adjourn

Ms. Paterson moved to adjourn the meeting.

Mr. Schurin seconded the motion.

The motion was approved and the meeting adjourned at 5:00 p.m.

Minutes taken by Joshua Stern