

APPROVED



**MCCPS**

## MCCPS Board of Trustees

### Minutes

#### Governance Monthly Meeting - January 2020

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##### **Date and Time**

Tuesday January 7, 2020 at 7:00 PM

##### **Location**

17 Lime Street

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##### **Governance**

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##### **Committee Members Present**

Christopher Riegler, Cynthia Canavan, Jeanne Smith, Karl Smith, Kay O'Dwyer, Pam Ferris, Peter Cohen

##### **Committee Members Absent**

Paul Baker

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#### **I. Opening Items**

##### **A. Record Attendance and Guests**

##### **B. Call the Meeting to Order**

Karl Smith called a meeting of the Governance Committee of MCCPS Board of Trustees to order on Tuesday Jan 7, 2020 at 7:08 PM.

##### **C. Approve Minutes - October Meeting**

Kay O'Dwyer made a motion to approve the minutes from Governance Monthly Meeting - October 2019 on 10-08-19.

Pam Ferris seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### **D. Approve Minutes - November meeting**

Karl Smith made a motion to approve pending amendment for David Morse's resignation and Elizabeth Burns' comments on the communication which were acknowledged by the Governance Committee Governance Monthly Meeting - November 2019 on 11-20-19.

Cynthia Canavan seconded the motion.

Required follow-up / clean-up items:

David Morse resignation must be noted and recorded - Karl to update minutes. Also include e-mail into the records.

Additionally add comments noting Elizabeth Burns' concerns on communication and the committee's acknowledgement.

The committee **VOTED** unanimously to approve the motion.

## **II. Governance matters**

### **A. Board Meeting Update**

Note there was no December meeting as it was cancelled due to weather.

### **B. By-Laws Update**

The proposed sequence for updating the bylaws was as follows:

- Present an updated version of the bylaws to the Governance Committee.
- Bylaws Task force is to update the policies as advocated by the DESE - with special attention to Open Meeting Laws (OML)
- Karl Smith to gather comments from Governance Committee members and distribute in advance of the February meeting.
- After commentary review and related updates, present the proposal to the Board of Trustees for their review, commentary and approval (goal is to present at March Board meeting).

Ms. Canavan cautioned the group to ensure the bylaws properly reference OML, and that there was absolute clarity when updates to the laws are passed. She urged proper referencing and making sure that key elements are not 'lost in the policies'.

Other areas noted involved updates and availability of the Board member handbook, ensuring the completeness and accuracy of the bylaws is maintained.

All of the members present acknowledged the importance of maintaining compliance.

### **C. Board Composition**

The group reviewed the composition report and noted the members with terms scheduled to expire during 2020. Specifically Fred Ferris will be rolling off in May and is not likely to return. Additionally in the Fall, Ian Hunt and Ellen Lodgen will also be concluding their terms. It is believed that Ian will not be continuing and Ellen has fully served 2 terms and cannot return.

General discussion ensued regarding neighboring community participation and that a concerted effort is needed to recruit from those contingents.

It was determined that as part of the committee composition requests to the chairs, Karl Smith as Clerk will request more specifics regarding the demographics of all committee members.

Applicant for Governance Committee membership, Elizabeth Burns was further considered by the team before the vote.

Karl Smith made a motion to Present Elizabeth Burns to the Board for membership in the Governance Committee.

Christopher Riegle seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### **D. Review exit interview questions from previous board members**

All of the exit interview responses from board members resigning in the past year have been received. Action item - Karl Smith to summarize create an executive summary to present to the Board at the next scheduled meeting.

Some general discussion ensued covering topics including:

- Board meeting length
- Training and workshops - (potentially brunch or lunch)
- Better public relations efforts for recruiting
- Overview - general expectations, individual, etc.

### **III. Planning - Future meeting**

#### **A. Next Meeting - November**

Feb 4th being the first Tuesday of the month, the group determined the best approach is to keep the standing meeting on the same first Tuesday of the month.

Chris Riegle suggested that the Governance calendar be re-activated and distributed during all future Governance meetings.

Additionally it was determined that the Chairman, Artie Sullivan should request Board on Track training during the next Board Committee.

#### **IV. Closing Items**

##### **A. Adjourn Meeting**

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 9:14 PM.

Respectfully Submitted,  
Karl Smith

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#### **Documents used during the meeting**

- MCCPS Trustees Composition Report-Jan-2020.docx