



**GOVERNANCE
COMMITTEE MEETING
APPROVED MINUTES**

Thursday, August 4, 2022, at 3:00 pm
6302 E. Martin Luther King Jr. Blvd. Ste. 100,
Tampa, Florida 33619

MEETING ATTENDANCE

Facilitator: Dr. Stephie Holmquist Johnson, Chair

Committee Members Present:

Dr. Daphne Fudge, Dr. Stephie Holmquist Johnson, Dr. Jodi Marshall*, Aakash Patel

Committee Members Absent:

Adam Giery

Board Members Present:

Allison, Nguyen and Kelley Parris*

ELCHC Staff:

Alison Fraga, Hannah Goble, Abby Perez, Gay Meyer, Kelley Minney, Kiyana Scott*, Helen Sovich, Erica Turchin, Dominique Watson*, Jeremy Morehouse*, Lauren Morgan*, Tiffany Skals*, Kenya Rowe*, Ingrid Sanchez*, Megan Folts*

Other Attendees:

Genet Stewart*, Beneytte Davis*, Marni Fuente*, Angela*(last name not provided), Andrea*(last name not provided), Tonia Williams*, Britney*(last name not provided), Kristy Sams*, Dominique Floyd*, Tonja*(last name not provided), Sandy Murman*, Danielle*(last name not provided), Blair Maxwell*, Carole Yokell*, Henry Queen*, Denise*(last name not provided), Aleta Ford*, Rick Davis, Willie R. Coachman, Niki Carraway, Thomasina Allen, Demetria Waddell

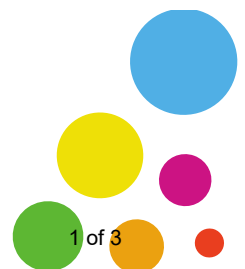
*indicates attendance via Zoom

CALL TO ORDER

Quorum Verification

Noting a quorum was present, Committee Chair, Dr. Stephie Holmquist Johnson called the meeting to order at 4:01 pm.

Dr. Holmquist Johnson stated that the Governance Committee convened for a special meeting to discuss the next steps after CEO Gordon Gillette announced his retirement earlier in the week. Dr. Holmquist Johnson reminded board members that searching for a new CEO would be conducted under Florida Sunshine Law and ELCHC Bylaws. Dr. Holmquist Johnson announced that Mr. Gillette's final day at the ELCHC would be August 19, 2022, and that the Executive Committee would address an interim CEO at the August 15, 2022, Executive Committee meeting.



ACTION ITEMS

There were no Action Items.

DISCUSSION ITEMS

A. Review Process and Draft of Request for Proposal (RFP) for Executive Search Firm

Gary Meyer, Chief Financial Officer, stated that the staff leveraged the process from the previous executive search to create a timeline and process that reflects state procurement guidelines and governance requirements. Staff will post the RFP to the ELCHC website and My Florida Marketplace for a minimum of two weeks.

Alison Fraga, Chief Development Officer, stated that a contract template would be included with the RFP so that the bidder has the information in advance (i.e., insurance requirements).

The Committee requested that staff provide a list of Search firms that received the RFP.

The Committee requested that staff keep a record of disqualified RFP's and include the reason for their disqualification.

Staff reviewed the proposed timeline with the Committee. The Committee agreed to call a special Governance Committee on Thursday, August 25, 2022, to review and score proposals and to make a recommendation of an executive search firm to go before the entire board for approval. The Committee agreed to call a special meeting of the Board of Directors on Tuesday, September 6, 2022, at 3:00 pm to approve the Governance Committee's recommendation of an executive search firm.

Staff and the Committee reviewed the draft RFP for an Executive Search Firm and made the following changes:

1. Contract term is August 2022 to June 30, 2023.
2. Change notification of award from two weeks to 30 days.
3. Target employment date for CEO is January 3, 2023.
4. Add "experience building diverse and inclusive environments" under CEO qualifications.
5. Update language under Scope of Service to "Consult with the Executive Committee of the Board, independently to..."
6. Add under Methodology and Approach Narrative heading G "include methodology and/or rubric for scoring the potential candidates."

There was a discussion about administrative funds to cover the cost of an Executive Search Firm.

There was a discussion about a retirement reception for Mr. Gillette on or before September 6, 2022.

Dr. Stephe Holmquist Johnson requested ELCHC name badges for all board members.

PUBLIC COMMENT

Sandy Murman made a public comment about offering her support through the CEO transition.

ADJOURNMENT

Aakash Patel made a motion to adjourn the meeting at 5:23 pm. Dr. Daphne Fudge made a second. The motion carried unanimously.

Read and approved by: Stephanie Holmquist

Jul 10, 2023

Dr. Stephe Holmquist Johnson, Secretary

Date

Signature: *Stephanie Holmquist*

Email: stephie@hecedu.com






8.4.2022 Governance Committee Meeting Minutes_Aproved 92622

Final Audit Report

2023-07-10

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