**Columbia County Community Healthcare Consortium, Inc.**

**Minutes of the Governance Committee meeting of January 26, 2022**

**Participants**:

Board Members: Robin Andrews (Chair), Raina Cashdollar, John Thompson

Staff: Claire Parde, Ashling Kelly

**Discussion Summary**:

**Review of Term Expirations**

The Committee reviewed the list of current board members and their term expirations. Of the fifteen (15) voting members, seven (7) have terms that will expire in April 2022: Robin Andrews, Chelly Hegan, Theresa Lux, Casey O’Brien, Art Proper, Ken Stall, and John Thompson. Governance Committee members Robin Andrews and John Thompson confirmed their willingness to recommit to the Board for another term at the meeting. Claire will send the committee a draft of the recommitment letter.

**Review of current board member attendance at board and committee meetings**

The Committee reviewed the record of board member attendance at board and committee meetings. The group identified only one (1) member with a particularly spotty attendance record, which was attributed, in part, to a suspected distaste for virtual meetings. The committee decided that it would wait to address the attendance issues with this member when their current term approaches its end next year.

Claire advised the group that Sarah Sterling, who was the Columbia County Board of Supervisors’ representative on the Consortium board, is no longer in office and therefore, no longer on the agency’s Board. The Columbia County Chairman has appointed Kathleen Eldridge, Town of Greenport Supervisor, to serve as representative. Claire will initiate contact with her shortly.

**Committee Assignments**

The group briefly discussed a member whose schedule has changed, and is often in conflict with the meeting time of the committee upon which he serves. It was suggested that he be invited to join the Governance Committee, which meets less frequently. Claire will follow up with the member with this option.

**Potential New Board Candidates**

Claire advised the committee that there are several network member vacancies at this time; two of them are due to the recent retirements of Jeffrey Rovitz, formerly Executive Director of MHA, and Linda Tripp, formerly of Cornell Cooperative Extension of Columbia and Greene Counties. David Rosetti, the new Executive Director of MHA, has been briefed on the opportunity to the join the Consortium’s Board by his MHA colleague, Scott Thomas, and has indicated that he is willing to pursue the appointment. Prior to her departure, Linda Tripp had suggested that CCE Program Director Rebecca Polmateer serve as CCE’s Network Member Representative. Claire contacted Evon Antonio, Executive Director of CCE, to get his permission to approach Becky with this opportunity and received that permission and his full support. Claire will follow up with both David and Becky to arrange for them to meet with Robin and her, with the goal of nominating and electing them at the Annual Meeting in April.

Network members Twin County Recovery Services and ReEntry Columbia currently have no representation on the Board of Directors. Claire advised the group that both are under interim leadership and recommended waiting to pursue Board representation until more permanent leadership is established; the Committee members agreed.

The group discussed the current size of the Board, and agreed there was room for growth beyond the network member representation already discussed. Claire suggested that, because the Consortium serves both counties, there could be value in recruiting from Greene County’s public sector, mentioning Kim Kaplan (Public Health Director), Kira Pospesel (Social Services Commissioner), Jason Fredenberg (Director of Community Services) , and Terri McGee Ward (Human Services Director). There was some concern about how reaching out to Greene County public sector leadership might be received, particularly by the Board and management of the Greene County Rural Health Network (GCRHN). It was noted that Consortium Board member Theresa Lux might be in a position to offer insight into this, as she also serves on the GCRHN’s Board; Claire will follow up with Theresa.

Additional suggestions included someone that is connected with a service area such as transportation, and also having another consumer representative. Claire noted that most board members are network member representatives, and Board membership is part of their professional work; therefore, meetings are naturally scheduled during business hours, which may create challenges for consumer representatives.

Claire offered two additional suggestions. The first is Adolfo Lopez, the Assistant Director of Greater Hudson Promise Neighborhood, which is doing a tremendous amount of work locally with populations not always reached by Consortium programs. Adolfo in particular is working with the incarcerated population, so having him as a Board member could help us to better understand the circumstances and needs of that population. Another advantage Adolfo brings is his youth and the possibility of a longer tenure.

Claire’s second suggestion was Darcy Connor, Executive Director of the Hudson Salvation Army and formerly the Consortium’s Cancer Services Program Director. Through her current work, Darcy is well-connected to low-income individuals and families who may benefit from Consortium programs.

The group agreed that Claire would further explore options within Greene County, as well as Adolfo Lopez and Darcy Connor.

**Slate of Candidates for Board Offices**

At the last Governance Committee meeting, Scott Thomas indicated he would consider the role of President when Robin Andrew’s term expires in April 2022, but would need to consult with David Rosetti prior to committing. Claire reported that he has since done so, and is prepared to be on the slate. Robin indicated that she is willing to serve as Secretary. Robin will speak with current Vice President Chelly Hegan regarding her willingness to renew her term in office.

The committee was uncertain whether current Treasurer Jack Mabb would be interested and able to commit to an additional term as Treasurer. In case he is not able, Board member Bob Gibson was suggested as an alternate candidate; he is currently on the Budget and Finance Committee and reviews the agency’s bank reconciliations. Claire will speak first with Jack and, if necessary, Bob.

**Annual Meeting**

Claire reminded the committee that the next Board meeting, on April 6th, includes the audit presentation and Corporate Compliance training, and will also be the Annual Meeting during which nominations and elections occur. In the past, the Annual Recognition Event has taken place immediately following the Annual Meeting. After brief discussion the group agreed that, having honored retiring Board members Linda Trip and Jeff Rovitz so recently at the December Board meeting, and in view of the current limitations on being able to celebrate in person, the 2022 Annual Recognition Event should be postponed to a later date.

**Next Meeting: March 23, 2022 at 1:00 p.m.**