



Governance Committee Minutes – 09/13/2023

- I. The meeting was called to order at 8:32 pm.
- II. In attendance: Ken Ebuna (Chair), Ingrid Briant, Allyson Angle
- III. Motion to approve Minutes from 21JUN2023 as submitted was approved.
- IV. Old Business
 - a. HOD Schedule Change
 - i. An ad-hoc committee was appointed at the May BOD meeting to determine the feasibility of moving the HOD meeting, in part or in total, to April. The committee was never activated but the issue was discussed at the July BOD meeting. Consensus at that time was to move the meeting to the last weekend of September (after the USA Swimming meeting) rather than to April, primarily for scheduling reasons. The Governance Committee may raise this issue again for further discussion.
 - b. Succession Document
 - i. Ingrid created a “skeletal process” of what CSI might adopt related to succession planning. The committee STILL needs to flesh this out and present it to the BOD. Perhaps we will recommend the BOD create a task force to further expand on this issue.
 - c. Administrative Review Board (ARB) – Ken will reach out, again, to the Western Zone Senior Advisors, to determine if there are any developments regarding what this body CANNOT adjudicate.
- V. New Business
 - a. Candidate Slate for 2023 HOD Election – we discussed the candidates on the slate to date and identified additional individuals to reach out to in order to explore their interest in open positions prior to finalization of the slate.
 - b. Reflections on 08SEP BOD Retreat—Jon was a great facilitator, and it was viewed as a positive experience overall that involved team building, collaboration, and generated ideas relating to priorities and the strategic plan.
 - c. Committee Members Concerns/Issues for Discussion – nothing additional.
 - d. Bylaws Amendment – the language below was reviewed and deemed reasonable:

6.8 RESIGNATIONS - Any officer *or director* may resign by orally advising the General Chair ~~or~~ submitting a written resignation to the Board of Directors specifying an effective date of the resignation. ~~In the absence of a specified effective date, any such resignation shall take effect upon the appointment or election of a successor.~~ ***When at all possible, the effective date of resignation for officers shall be no more than sixty (60) days prior to the House of Delegates so that qualified replacements may be recruited and a successor subsequently elected.***

Rationale: Requiring a written letter of resignation from board members is a professional and prudent practice that promotes transparency, accountability, and

effective governance within an organization. It ensures that resignations are formal, well-documented, and aligned with the organization's rules and procedures.

VI. Adjournment – the meeting adjourned at 9:51 pm.

DRAFT