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| **Balance of State Nominating Committee** | **5/10/2022**  **3:00PM**  **Via Teleconference** |

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| **Meeting called by:** | Michael Bonertz | **Type of meeting:** | Nominating Committee Meeting |

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| **Attendees:** | Michael Bonertz, Lisa Haen, Tara Prahl, Carrie Poser |

***Minutes***

**Agenda Item:** Committee Charter **Presenter:** Lisa

**Discussion:**

* Feedback received from Board Members about governance documents when onboarding new members (Conflict of Interest and Annual Statement, Board Decision Making Policy and Board of Directors Responsibility and Code of Conduct)
  + There have been past board members who have not signed them because of some language along with one new board member.
  + Also received feedback that documents are redundant. It may be worth taking a look at updating these documents to better streamline. Where does responsibility lie?
    - Documents were formerly created by former board chairs.
* Lisa identified that Executive Committee proposed that this responsibility lies within Nominating Committee
  + Committee agreed to add the governance responsibilities to the charter and begin updating these documents
* Received guidance on how to combine documents from Carrie
  + Need both Conflict of Interest and Code of Conduct policies for grant purposes
  + Tara asked if it’s necessary to have different policies or if it is more viable to update bylaws to reflect all of the needs and if a receipt of bylaws for BOD to sign is suitable to satisfy grants
  + Additional policies specific to board:
    - Code of Conduct- not in bylaws at this time
      * Michael suggested we focus our energy first on Code of Conduct since there is not any specific language in the bylaws about Code of Conduct
      * Michael also suggested that we start by requesting feedback from full membership
      * Committee to summarize feedback
      * Will provide suggestions to the BOD for a vote

**Agenda Item:** Open Secretary position

**Discussion:**  **Presenter:** Michael/Lisa

* Received one nomination for the open position
  + Will follow-up to see if they are interested in the role (preliminarily had said no)
* Deadline for further nominations is Tuesday, May 17, 2022
* Should no other nominations occur, we will be without a Secretary come June
* Discussed if there is anyone else on the BOD that is able to make the capacity to become Secretary
  + Will reach out to another potential candidate
* The Secretary role that we are currently filling will be from June until December

**Agenda Item:** Open Board Seats **Presenter:** Michael/Lisa

* Have open BOD seat from Dairyland, NWISH and Coulee
  + Lisa identified that some BOD members that represent special populations also belong to some of the CoC’s above, but also wondering if we need to have additional sub-populations or if these BOD members can represent CoC
    - Will need to vote on representation change at local coalition level if there was a decision to change to LC rep versus sub-population rep
    - Each sub-population vacancy would then be decided by BOD if seat would be refilled
      * Anticipate discussing possible sub-population change at the next BOD meeting
  + Committee members feel strongly about embracing Lived Experience Panel further that would provide representation for sub-populations
* 8 LC BOD terms are expiring in November; 2 sub-population BOD terms expiring in November

*Action Items to follow up on:*

* *Carrie to send out Code of Conduct to full membership for feedback*
* *Michael to follow-up with current nominee for Secretary*
* *Tara to reach out to another potential candidate for Secretary*