The Health Care Foundation
COMMUNITY ADVISORY COMMITTEE (CAC)
Minutes of the Nominating Committee Conference Call
Thursday, June 6, 2019
Location: 2300 Main Street, Suite 304
Kansas City, Missouri 64108

Attendance
CAC Members in Attendance: Niki Donawa (Chair), Alan Flory, Brian Geary, Siobhan McLaughlin Lesley, Aaron Link, Lana McKinney, and Terry Trafton.

CAC Members Unable to Attend: Nozella Brown

Health Forward Associates in Attendance: Bridget McCandless and Karol Shadle

Guests in Attendance: None

Call to Order
Niki Donawa, Chair, called the meeting to order at 12:50 p.m.

2019 Board Nominations
Timeline
The timeline for this year’s election process was reviewed during the CAC Meeting just prior to this meeting, so it was not reviewed again.

Board Governance Committee Update
Bridget McCandless, President and CEO, stated that several years ago, the Nominating and Bylaws Committees of the Board were merged into one new committee, the Governance Committee. One of their responsibilities is to make a recommendation to the Board of Directors on the size of the Board and our current bylaws state the board consist of 17-21 members, which is very large. The chair of the Governance Committee has asked staff to research nonprofit board size best practices, the pros and cons of small and large boards, and ways to accomplish a reduction in size. Staff has compiled a list of board size for similar organizations, regionally and nationally and they range from 9 to 17 members. The Governance Committee will review on the information at their meeting on June 13th and make a recommendation to the Board at the June 26 Board of Directors Meeting.

In addition to the board size consideration, the Governance Committee will also review the skills sets being lost for departing board members and identify any special skills sets or other considerations needed in this year’s slate of candidates.
2020 Open Positions
This year the Board will have nine vacancies. Of those nine, five incumbents are eligible for re-election and have been contacted and committed to running for a second term, three are terming out, and one Board member has resigned effective August 2019, with two years remaining on her term.

At the CAC conference call just prior to this call, it was decided that the replacement for the resigning board member will be filled through the upcoming election process.

Until the Board makes a decision on the board size for this year, the Nominating Committee will continue recruiting candidates under the assumption there will be nine slots.

Candidate Considerations
Other considerations for the slate are:
- Residency Requirements: Per the bylaws, a minimum of 14 members must be from Missouri and three from Kansas. Of the incumbents eligible for re-election, two are from Kansas and three are from Missouri; from those that term out, one is from Kansas and one is from Missouri; and the resignation is from Kansas. It was also noted that of the current Missouri Board members, most are from Eastern Jackson County. There is also no representation from Cass County (rural).
- Diversity: Diversity considerations should include race, ethnicity, gender, etc.
- Skill Sets: Skills sets to consider are accounting/auditing, behavioral health, management/organizational leadership, community/neighborhood, communications, government, education, investments, law, health care/delivery, public health, research/evaluation, rural issues, etc.

Chair Donawa reviewed the demographics of the current board and noted 57% either live or work in Jackson County, predominantly eastern Jackson County. It was noted that many of the 57% may work in eastern Jackson County but live elsewhere.

Other areas of diversity to consider and/or have Board members self-identify include Asian, refugee/immigrant, LGBTQ identification, and individuals with disabilities.

Online Application – Review of Form
Chair Donawa reviewed the draft online application and noted that the application has evolved over the last couple of years, but she doesn't recall or see any gaps in information needed for this year.
As a way for the Nominating Committee to be able to identify candidates who have a framework around equity, the committee decided diversity and equity questions should be asked during the interview process and will defer this issue to the Governance Committee's review of the interview questions.

**Interviews and Videotaping**
Candidate interviews are scheduled for October 1 and 2. In order to participate in the process, members must commit to attending both days.

**Adjournment**
Having no further business, the meeting was adjourned at 1:15 p.m.

Minutes prepared by Karol Shadle, Governance Coordinator

Reviewed and approved by BMc 07.07.19; ND 07.07.19