



AGENDA



Nominating & Governance Committee Meeting
Wednesday, November 10, 2021 8:30 am - 9:30 am

Join Zoom Meeting: **Meeting Link Available Upon Registration Confirmation**

Time	Agenda Item
8:30 am	Welcome & Introduction
8:40 am	Approval of Meeting Minutes
8:45 am	Update on Board Retreat Update on Potential Committee Members
9:00 am	Nominating and Governance Committee
9:30 am	Adjourn

FY21 Nominating & Governance Committee Meeting Dates

Wednesday, November 10, 2021

Wednesday, February 9, 2022

Wednesday, May 11, 2022



First 8 Memphis Nominating and Governance Committee Meeting**Date:** November 10, 2021**Time:** 8:30am - 9:30am

Committee Members Present:	Sue Bolding, Kathy Buckman Gibson, Jim Boyd, and Leigh Mansberg
Committee Members Absent:	None
Staff Present:	Dr. Kandace Thomas and LaDora Watkins
Visitors Present:	None

Welcome & Introduction

The meeting began at 8:35 a.m.

Approval of Meeting Minutes

A motion to approve the May 19th meeting minutes was made by Leigh Mansberg with a second by Sue Bolding. The Committee approved the minutes unanimously.

Updates

Board Retreat

There was a Board retreat in August to kick off thinking and planning around the Strategic Plan. This Friday, November 12th, the Board will review a draft of the Strategic Plan during a half day retreat. The Board's thoughtful conversation and suggestions will help inform shaping the document into an executable plan.

New Board Assignments

- Sue Bolding and Leigh Mansberg - Nominating and Governance Committee
Both directors would like more education of F8M financials (i.e. flow chart of the money from start to end)
- Alicia Norman - Communications Working Group
- Aubrey Nelson - S2/F8M Identity Working Group

Open Seats



- Tanya Hart was promoted to Chief HR at First Horizon. She resigned her role as Secretary of the F8M Board of Directors.
- Dr. Antonio Burt recently accepted the position of CEO of Kipp Memphis. He formerly represented Shelby County Schools as the SCS representative. SCS School Superintendent, Dr. Joris Ray, appointed Jaron Carson as the new SCS representative. Mr. Carson will join the Board at the December 16th meeting.
 - An acknowledgement stating that Dr. Burt is no longer representing SCS as a representative of the Board is needed. Thereafter, the committee will nominate and elect Dr. Burt to the open position and full term on the Board.

Update on Potential Committee Members

Recommendations and assignments for all committees will be held until after the strategic plan is adopted.

Nominating and Governance Committee

First 8 Memphis, per the Tennessee Sunshine Law, falls under a public agency because more than 30% of the income is obtained through public dollars. As such, First 8 Memphis is required to give public notice of all meetings.

Due to an administrative oversight, adequate public notice was not given for some meetings. Actions taken in meetings over the summer must be revisited and given public notice. The committee decided that items should be brought before the Board at the December 16th meeting. The actions will be divided into two groups for vote and approval - meeting minutes from the Finance Committee, Executive Committee, and Board of Directors meetings and financials.

Next Steps

- Schedule time for new directors to get a better understanding of the First 8 Memphis financial structure.
- Send the full list of committee assignments to the committee.
- Recirculate the Tennessee Sunshine Law and Open Meetings Policy to the full Board for discussion.

Adjournment

The meeting adjourned at 9:30 a.m.