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Governance Committee Meeting Minutes
December 2, 2022
8:30 am – 9:30 am (MT)

CALL-IN INFORMATION
https://us06web.zoom.us/j/88224849082?pwd=UkhaZzhoaVRwVWhWT01PUU5YOEFwUT09

Toll-free: 1-833-548-0282
Meeting ID: 882 2484 9082
Passcode: 272081

IN PERSON INFORMATION
Idaho Department of Labor – 3 West Conference Room
317 W. Main St., Boise, ID 83735

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In attendance: Amy Little (Chair), Alina Rahim, Katie Mathias, Kristi Keeler, ~~Kimber Russell,~~ Renee Bade

Meeting called to order at 8:38 am by Amy Little.

Motion to approve November 14, 2022 meeting minutes:

- Motion: Kristi Keeler
- Second: Katie Mathias
- Motion Carries

Commission Appointment Process

- Commission Outreach Updates
    o Who has provided appointment materials?
        ▪ Have currently received from Destinie Hart and Becky Martin. Currently waiting on political affiliation from Becky Martin.
        ▪ Committee reviewed spreadsheet with appointment updates.
    o Timeframe for submitting appointment materials.
        ▪ All items should be gathered and ready to submit to the Governor's office by February 1, 2023.
    o Does additional outreach need to be conducted?
        ▪ Press release
        ▪ Amy send to the full commission – please repost and share the press release.
        ▪
    o Next steps
        ▪ Craft some details for individuals to provide to their employers.
            • What a conflict might look like.
            • Costs associated with service
            • Time commitment – Outside meeting time expectation
            • Katie and Renee will work on together.

Proxy Policy Discussion

- The committees have had challenges throughout the year in meeting quorum requirements to conduct meetings. In participating with other state commissions/councils they allow commissioners to appoint a proxy to serve in their place in rare occasions.
- Is this something we would like to do?
- If so, would we want to amend the bylaws to include the proxy language?
    - o Example of bylaws language from the New Mexico state commission was provided.

        - ▪ "A Commissioner may elect a proxy to vote in their absence 24 hours in advance of a meeting if they are unable to personally attend a scheduled meeting. The commissioner must notify the commission/committee chair 24 hours in advance of their absence and the proxy replacement. Proxy votes should be used sparingly."
    - o Add in the verbiage in the bylaws.
    - o Clarify within the policy manual that commissioners must check if there is quorum, and if not they will be required to elect a proxy.
- Update the bylaws for the January commission meeting.
- Update the governance committee SOP for approval at the April commission meeting.
- Discussion
    - o Would be beneficial and the language is vague enough to allow flexibility.
    - o Does this apply to committee meetings or commission meetings as well? As written, it would apply to all meetings.

Motion to amend the agenda to vote on adding proxy language to the bylaws to following verbiage

"A Commissioner may elect a proxy to vote in their absence 24 hours in advance of a meeting if they are unable to personally attend a scheduled meeting. The commissioner must notify the commission/committee chair 24 hours in advance of their absence and the proxy replacement. Proxy votes should be used sparingly."

- Motion: Katie Mathias
- Second: Kristi Keeler
- Motion carries.

Commissioner Contribution Slide Show

- Katie will ask Kimber to share all the engagement documents with her.
- Katie will set up a template for each commissioner to put together a slide show.

Review Operational Dashboard

Follow up items:

- Google doc. for master list of commissioners – Renee will develop.

- Amy will send out an email to the full commission asking them to submit a name and email address for potential commissioner.
- Press release – Renee will send out next week.
- Reach out to labor union representative – Katie.
- Update the bylaws to include the recommended proxy language – Renee.
- Renee will send Serve Idaho PowerPoint template to Katie.

Motion to Adjourn:

- Motion: Katie Mathias
- Second: Kristi Keeler

Meeting adjourned at 9:31 am by Amy Little – Chair.

Minutes submitted by Renee Bade.

Approved January 11, 2023.