

# Tucson Youth Development Board Governance Committee

Meeting Minutes from:

Tuesday, August 10, 2021 at 12:00 pm held via Zoom

## AGENDA

	<b>Topic</b>	<b>Leader</b>	<b>Purpose &amp; Desired Outcome</b>	<b>Estimated Time</b>
1.	<b>Welcome &amp; Roll Call</b>  <u>Present:</u> Jose Arias, Julie Kudrna, Larry Lucero, Michael Olguin <u>Absent:</u> Marissa Amezcua <u>Guest:</u> Jenny Carrillo (Alexander   Carrillo Consulting)	Julie Kudrna	Open meeting	2 min
2.	<b>Review and approve 7/12/21 meeting minutes</b>  Approved with no edits	Julie Kudrna	Decision → Revise and approve	3 min
3.	<b>Strategic Initiatives: TYD Board Member Recruitment and Training</b>			45 min:
	a. Welcome TeamUp consultant: Ms. Jenny Carrillo of Alexander   Carrillo Consulting; introductions	a. Julie Kudrna	a. Welcome and introductions	5 min
	b. Overview of TeamUp Board Member Recruitment and Training project and plan	b. Julie Kudrna & Jenny Carrillo	b. Share information, discussion → Shared understanding and consensus re: plan	10 min
	<p><b><u>Minutes:</u></b> The scope of TYD’s TeamUp work with Jenny Carrillo, under the sponsorship of the Community Foundation for Southern Arizona, is broad board development: recruitment, training, and technical assistance on the entire board cycle to ensure TYD has the right people serving on its board. Most of the content or theory Ms. Carrillo draws on comes from a national organization called BoardSource, which is widely understood as a leader in good board practices.</p> <p>Recruitment will first include development of shared understanding/agreement of board member roles and responsibilities. TYD will develop an annual outline and timeline of board duties, which includes recruitment activities. Training is anticipated to occur in the fall.</p> <p>Committee members commented that this will provide much needed structure and formality. Mr. Lucero indicated that he would like to accelerate the recruitment, stating we have a need to bring on two or three board members and it would be valuable if this could be done</p>			

	quickly enough so they could participate in training. Ms. Carrillo indicated that this is realistic if we move quickly with putting together the big pieces of the recruitment process (job description, application, interview/approval process).			
	c. Develop TYD Board Member job description	c. Jenny Carrillo	c. Decision → Draft board member job description	30 min
	<p><b>Minutes:</b> Ms. Carrillo shared a handout from BoardSource describing typical nonprofit board member roles and legal duties. The Committee then reviewed and revised a draft board member job description shared by Ms. Carrillo. <u>See Handout A for a copy of the draft as of the end of Committee meeting;</u> the draft is still being developed. This job description would be shared with anyone considering joining the board. Some questions were raised including if a special section is needed for charter school board member functions and if charter school boards tend to have any standing committees that we lack.</p> <p>Ms. Carrillo will set up a shared Google drive containing this draft job description as well as a draft board member application. Committee members will review and provide feedback electronically on these documents in advance of the next committee meeting. Ms. Carrillo will also add other resources to the Google drive folder.</p>			
4.	<b>Unfinished Business</b>	Julie Kudrna		5 min
	a. Select next and/or regular meeting date/time		a. Decision → Select meeting date/time	
	<p><b>Minutes:</b> Meet in two weeks: Tuesday August 24, 2 – 3 pm via Zoom. <i>Homework: Review and provide comments/edits (use track changes) on items in Google drive:</i></p> <ul style="list-style-type: none"> <li>- Job description</li> <li>- Board application</li> <li>- TYD FAQs for (prospective) Board Members (brand new document – add content ideas)</li> </ul>			
5.	<b>Suggestions for future agenda items</b>	All	Seek information	3 min
	None			
6.	<b>Adjourn</b>	Julie Kudrna	Close meeting	2 min

**Next meeting:** Tuesday August 24, 2021, 2 – 3 pm

**Tucson Youth Development and Charter Schools Governing Board**

**Board Member Job Description**

**Board Members commit to the following:**

**1) Consistent Board Meeting Attendance & Participation**

- a) Attend a minimum of 10 of 12 monthly meetings of the Board of Directors annually.
- b) Come to meetings prepared, having read background materials distributed prior to the meeting.
- c) Actively participate in Board meetings by engaging in discussion and asking pertinent questions.
- d) Serve actively on at least one standing board committees, currently either Finance or Governance. *[Do Charter School Boards need any specific committee?]*
- e) From time to time provide leadership to a Board designated task force to address critical issues with input from other stakeholders with expertise and influence.
- f) Follow through on commitments.

**2) Attentive Fiduciary Responsibility**

- a) Understand and approve the annual budget and current financial status of the organization.
- b) Review financial reports thoroughly, and ask questions to clarify.
- c) Ensure that financial policies and procedures are ethical and within generally accepted accounting practice.
- d) Represent key stakeholder perspectives when determining budget and analyzing financial statements.
- e) Ensure there is proper planning to generate financial resources.
- f) **Ensure annual external audit process.**

**3) Charter School Specific Oversight**

**4) Personal Financial Support & Fundraising [Is this relevant for TYD?]**

- a) **Set a leadership example by making an annual, meaningful personal contribution according to ability.**
- b) **Encourage others to give.**
- c) **Participate in fundraising activities by introducing people to the organization, participating in events, thanking donors, and watching for opportunities to support fund development.**

**5) Active Ambassador & Advocate [Need bulleted talking points for board members]**

- a) Become informed about the organization's history, goals, accomplishments, current operations, and concerns so that you can act as a knowledgeable advocate.
- b) Positively communicate the vision and value of the organization to the community, as well as potential students/family, policy makers, supporters, donors and the public at large.
- c) Take every appropriate opportunity to increase the public's awareness of the organization's strategic priorities and contribution to the community.
- d) Attend and participate in organization activities including special events and fundraising activities.

**6) Good Governance & Leadership**

- a) Select and regularly assess the performance of the Chief Executive. Ensure that the Chief Executive has the moral and professional support needed to further the mission and vision of the organization.
- b) Direct focus of board on governance (strategic, long-term and policy based), and reserve management and day-to-day operations to the Chief Executive.
- c) Develop and hold true to the organization's Mission, Vision and Values as strategic decisions are made.
- d) Respect the confidentiality under which discussions take place during board and committee meetings.
- e) Contribute to a functional working group and productive meetings by communicating efficiently, clearly and openly.
- f) Participate in board evaluation geared to evaluate and improve board experience and outcomes

I find all of the above reasonable for the successful operation of the Board and acceptable to me as a Director. I will act in good faith to carry out the above agreements, and understand that serving as a Director requires a commitment of my time of no less than 4 hours per month. If I fail to act in good faith I must resign, or someone from the Board may ask me to resign.

---

Director Signature: \_\_\_\_\_ Date \_\_\_\_\_

---

Board Chair/Officer Signature: \_\_\_\_\_ Date \_\_\_\_\_