

Community Services Associates, Inc.

Governance Committee Meeting

June 15, 2021

A regular meeting of Community Services Associates, Inc., (CSA), Governance Committee, was held on Tuesday, June 15, 2021, via videoconference.

Present from the Governance Committee, were: Jim Kaskie, CSA Vice Chair, Chair; Greg Thomson, CSA Director, Vice Chair; Barry Barth, CSA Director; Steve Birdwell, CSA Director; Alex Cruden, Member; David Ericson, Member; Paul Slaggert, Member; Lee Stevens, Member; George Sywassink, Member; Scott Richardson, CSA Director

Absent from the Governance Committee, were: Janemarie Gagen, Member, Mark King, CSA Director; and Vail Thorne, Member

Present as Ex-Officio, was: Larry Movshin, CSA Chair

Present from Community Services Associates, Inc., were: Sam Bennett, President; Amanda Sutcliffe-Jones, Director of Communications; Victoria Shanahan, Director of Finance & Administration; Stephanie Fera, Communications Coordinator and Sandra Archer, Executive Administrator

Call to Order

The meeting was called to order by Jim Kaskie, Chair, at 9:01 a.m., Eastern time.

Establishment of Quorum

With the majority of Committee Members in attendance, quorum was met.

Ratify Approval – Committee Meeting Minutes, May 11, 2021

A motion was made by Barry Barth, to support the resolution, “Ratify Approval – Committee Meeting Minutes, May 11, 2021”. The motion was seconded and unanimously carried.

“**RESOLVED**, Community Services Associates, Inc., Governance Committee, ratified approval of the Committee Meeting Minutes, May 11, 2021, as finalized by email”.

Chair Remarks

Overview and Goals of the Meeting

Chair Kaskie provided overview and goals of the meeting. He announced that at the May CSA BOD Meeting the CSA Board approved the Governance Committee’s recommendations to implement the Confidentiality Acknowledgement and Committee Protocol, the Committee Guidelines, and to continue the research on Electronic Voting.

Unfinished Business

Conflict of Interest Policy and Disclosure Form

Discussion led by Chair Kaskie. No action taken.

- The Conflict of Interest Policy remains under review of the Executive Committee.

Electronic Voting

Discussion led by Amanda Sutcliffe-Jones. Action taken:

- Upon further research, it remains the suggestion of CSA Staff to use an electronic voting platform for the CSA Board of Directors Election as well as for Annual Meeting Proxies.

- The CSA communications department will begin to put together a marketing campaign to solicit email addresses.
- Final approval to move forward with electronic voting will be needed at the June 29, 2021 CSA Board Meeting to meet our deadlines for the 2021 CSA Board of Directors Election.

A motion was made by Scott Richardson to support the resolution, “Approval - Electronic Voting, Sea Pines CSA Board of Director Election/Annual Meeting Proxy”. The motion was seconded and unanimously carried:

“**RESOLVED**, Community Services Associates, Inc., Governance Committee, recommends to the CSA Board of Directors, approval of electronic voting for Sea Pines CSA Board of Directors Election/Annual Meeting Proxy, with an education campaign to the electorate”.

New Business

Board Self-Assessment: Ways to approach

Discussion led by Chair Kaskie. No action taken.

- Does the Governance Committee want to research the benefits of Board Self-Assessments to evaluate how we are doing on our mission and strategy, setting policies and goals for executive leadership, etc.?
- A positive discussion was held with the following outcome:
 - Best for a 3rd party to conduct the assessment
 - Goals and vision setting as preamble
 - Need to decide if collectively and/or individual assessments would be more beneficial
 - Jim to circulate memo to committee and put samples together
 - Revisit at the September Governance Committee Meeting to answer questions in a more formal manner

ARC-ARB-CSA

Discussion held on if CSA should investigate Bylaws and interrelationship of ARC and ARB. No action taken.

Assess This Meeting

Chair Kaskie thanked the committee for a productive meeting. It was suggested that a reminder of the confidentiality policy be announced before and after the meeting, possibly adding as an agenda item.

Adjournment

With no further business to come before the Committee, Chair Kaskie adjourned the meeting at 9:59 a.m. The next regularly scheduled meeting of the Governance Committee, is Tuesday, September 14, 2021, 9:00 a.m., via videoconference.

Respectfully Submitted,



Jim Kaskie
Chair