



NOMINATIONS COMMITTEE MEETING MINUTES

Workforce Solutions Alamo
100 N. Santa Rosa, Suite 120
San Antonio, TX 78207
November 06, 2020
9:30AM

AGENDA

Agenda items may not be considered in the order they appear.

WSA Board Members Attended: Carolyn King; Frank Crowder; Jamie Allen

WSA Staff Attended: Adrian Lopez and Linda G. Martinez

Legal Counsel: Frank Burney

Citizens may appear before the Committee to speak for or against any item on the agenda in accordance with procedural rules governing meetings. Speakers are limited to three (3) minutes on each topic (6 minutes if translation is needed) if they register at the beginning of meeting. Questions relating to these rules may be directed to Linda G. Martinez at (210) 581-1093.

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- I. Call to Order and Determine Quorum
Presenter: Chair Carolyn King
The meeting was called to order by: Carolyn King @ 9:32am
- II. Roll Call
Presenter: Chair Carolyn King
- III. Declarations of Conflict of Interest
Presenter: Chair Carolyn King
There was no conflict of interests declared
- IV. Public Comment
Presenter: Chair Carolyn King
There were no public comments
- V. Discussion and Possible Action Regarding Process and Elections of Officer Nominations (Chair, Vice-Chair, and Secretary)
Presenter: Chair Carolyn King
 - Reviewed and discussed election of officers.
 - The Organization shall be elected by the Board to a one **(1)** calendar year term, or until their successors are elected, and shall be eligible for re-election without limitation.
 - The Board shall elect its officers from the nominations slate and from any nominations from the floor for each office, at the annual meeting of the Board.
 - Committee outlined the specific duties for each position:
 - o The **Chairperson** shall be elected by the Board from among those directors who are representatives of the private sector. The duties of the Chair shall include but are not limited to the following:
 - Preside over meetings of the Board.
 - Make appointments to standing committees, Ad Hoc committees and shall be an ex-officio member of all committees.
 - The Chairperson will serve as the official spokesperson for the Board.
 - The Chair or a designee shall represent the Board at state, regional or national meetings concerning workforce development or other business of the Board.
 - Except as otherwise provided by Board policies, Applicable Law or in these Bylaws, the Chair, in the name of the Board, shall execute - contracts, plans or other instruments authorized by the Board.
 - The duties of the **Vice Chair** shall include, but are not limited to:
 - In the Chair's absence or temporary disability, the Vice-Chair will exercise all authority and discharge all responsibilities of the Chair subject to restrictions applicable to the Chair.
 - Perform such other duties as may be identified by the Board.
 - The duties of the **Secretary**, which may be the Chief Executive Officer, shall include, but are not limited to:
 - Keep or cause to be kept and certify the minutes of all meetings of the Board.
 - Serve as custodian of corporate records.
 - Perform all duties incident to the office of the Secretary as may be required by law, these Bylaws, or as assigned from time to time by the Board.

- Mr. Frank Burney, Legal Counsel stated: It's a state law that requires the chairperson be from the private sector. Mr. Burney's recommendation was the vice chair should also be from the private sector.
- Selection of Vice Chair from the private sector will be added at the time when the By-laws are reviewed and updated.
- Committee reviewed the nomination process and timeline.
- Linda sent out a Doodle Poll to Board members requesting self-nominations or nominations for others. Nomination timeline is Nov 5th thru Nov. 12th.
- Nomination Committee will send out recommendations to Board by Nov. 19th
- Annual Board meeting is scheduled for Dec. 4th at which time nominations will be accepted from the floor. Nominated Board members will have an opportunity to provide a brief 1-2-minute presentation.
- Follow-up meeting for Nomination Committee will be scheduled for Nov. 16 at 1PM.
- Committee also reviewed the current Doodle Poll results as of Nov 6:
 - o Chair Nominations: Mr. Juan Solis – 2; Leslie Cantu - 2
 - o Vice Chair Nominations: Ben Peavey – 1; Leslie Cantu - 4
 - o Secretary Nominations: John Blaylock- 2
- Carolyn will reach out to those that have been nominated to confirm they are willing to accept the nomination.
- Discussed how voting will be done virtually.
- Ms. Jamie Allen recommended we use 'raising hand' option on WebEx. Only the host/moderator can see the raised hands for votes.
- Carolyn King requested a 'how to' document be prepared and sent to Board prior to meeting.

VI. Current Review of Board Attendance

Presenter: Chair Carolyn King

- Committee reviewed the attendance of Board Members that have been nominated.
- Frank Burney stated Mr. Juan Solis, Board Chair, was requesting Nomination Committee provide recommendations about removing Board Member(s) due to lack attendance. Also, provided recommendation to give all Board Members a COVID-19 pass allowing all absences to be excused. Due to COVID-19, all meeting has been virtually and there have been more meetings.
- Mr. Adrian Lopez stated Committee of Six requires all Board Members to attend Board meetings. Despite the fact, that all work is done primarily at the committees; committee meeting attendance is not taken into account.
- Mr. Frank Burney stated there is an antiquated policy that was mandated by Committee of Six. State law does not have any requirements about participation. They obviously encourage it but there is no prohibition or guidelines. We have a rolling 12-month period and the Directors must make at least 75% of meetings unless they are excused. Mr. Burney also recommended the Nomination Committee review the attendance of Board members that are below 75% and ask if they are still interested in being on the WSA Board.
- Nomination Committee recommended to accept Frank Burney's recommendation of the COVID-19 pass for absence.
- Ms. Jamie Allen recommended to add a Required Meetings column that will compare last year's and current year meetings.

VII. Overview of Election Process/Procedure at Board Meeting

Presenter: Chair Carolyn King

VIII. Adjournment

Presenter: Chair Carolyn King

Ms. Jamie Allen motioned to adjourn meeting @ 10:10am