



DRAFT

**Governance Committee
January 25, 2022**

MINUTES

Present: Kevin Berg; Beth Bird; Anita S. Duckor; Jean Wincek, CSJ; Bridget Sperl; Ralph Scorpio

Via Zoom

1. **Prayer:** Ralph opened with a prayer.
2. Anita read aloud the Ministries Foundation's Racial Equity Statement.
3. **Agenda:** Committee approved agenda with no additions or edits.
4. **Minutes:** Jean made a motion to approve the November 23 minutes. Beth seconded the motion. Committee approved November 23 minutes with no additions or edits.
5. Committee decided to stay with meeting on the 4th Tuesday of each month at 8:30 am via Zoom.
6. **2021-22 Committee Action Plan**
Anita reviewed the Action Plan and reported that the work plan is on track.
It was agreed that "Ministry Operations" should be added to the Board of Directors Matrix. This will be an area of need on the board as Bold Moves 2030 moves toward implementation.
Several other items on the Action Plan are dependent on the work of the Bold Moves 2030 Steering Committee and Memo of Understanding Committee, which are underway. Anita will update Action Plan accordingly.

Bridget asked if the board self-assessment could be shorter. One idea discussed is to keep the main board assessment but eliminate the committee assessments and add a question or two about the committees' effectiveness in the main assessment. This idea should be brought to the Executive Committee.

The committee also discussed the need to follow Robert's Rules of Order for all board votes so we will have a more complete record. Ralph will check out how to do this via Zoom.
7. **CSJ Board Recruitment**
Although nominations for lay board members are on hold until Bold Moves 2030 takes effect, we thought we had two CSJ board openings this June, once the terms of Jill Underdahl and Kay Egan

expire. Now, with changes to Province leadership responsibilities, the Ministries Foundation board will not have an automatic Province Leadership Team liaison. Instead, a Sister selected by the CSJs on the Ministries Foundation board will inform the Province on MF matters.

Ralph and Jean discussed a list of CSJ possibilities prior to the meeting and shared the list with the committee. Most of the Sisters on the list are also on the list of potential Province Leadership Team candidates. Therefore, it was decided to wait until that list gets winnowed down before discussing or acting on the list of CSJs for the Ministries Foundation board. Jean and Ralph also followed-up on the suggestion at the previous meeting that we could also look in the Congregation for potential board members. The MF by-laws does not stipulate that the CSJs must be from the St. Paul Province. A short list was presented.

The committee discussed that ministry/program operations experience is a key new attribute we need to look at going forward, in both potential CSJ and lay members.

As we go forward, it is also important to consider the concept of always maintaining a “critical mass” of CSJs so that when we meet, especially in-person, the CSJs are truly visible partners in this venture. This should be incorporated into the Memo of Understanding.

8. Bold Moves Update

The Steering Committee has met. The first meeting included an introduction to the task at hand; a brief background on how and why we are doing this work; description of roles and responsibilities; and a discussion of the Steering Committee’s Shared Commitment. A critical issue for the Steering Committee will be to work together with the MOU Committee, and vice versa.

Next meeting: Tuesday, February 22, 2022 at 8:30 am.

Adjourned at 10:20 am.