



SC ADM Board of Directors Governance Committee Meeting

Tuesday, October 8th, 2024

SC ADM Board Office Trailblazer Conference Room

1867 West Market Street

Suite B2

Akron, OH, 44313



Meeting Book - SC ADM Board of Directors Governance Committee Meeting

Tuesday, October 8th, 2024

I. Call to Order

II. Review and Approve Minutes from April 9th, 2024 Meeting

III. Unfinished Business

- A. Recruitment Updates
- B. Review of Board Member Term Limits
- C. Strategic Planning Updates
- D. Review of Policy 3.7 Board Committee Structure

IV. New Business

- A. Review of Policy 4.0 Board Management Connection
- B. Review of Policy 4.2 Accountability of the Executive Director
- C. Review of Policy 4.4 Monitoring Executive Director Performance
- D. 2025 Committee Meeting Schedule

V. Comments from the Public

VI. Adjournment

The next scheduled meeting of the SC ADM BoD Governance Committee is to be determined.



Minutes for Meeting Book - SC ADM Board of Directors Governance Committee Meeting

04/09/2024 | 04:00 PM - (GMT-05:00) Eastern Time (US & Canada)

SC ADM Board Office Trailblazer Conference Room

Attendees (6)

Christine Myers; Crystal Burnett; Henry Johnson; James E. Merklin; Marc Lee Shannon;
Charles Twigg

Committee Members Absent

None

ADM Board Staff Present

Aimee Wade, Executive Director; Kimberly Patton, Associate Director of Clinical Services;
Olivia Warther, Administrative Assistant

Other Parties Present

Margaret J. Halter, Ph.D., Board Member; Dr. Todd Ivan, *ex officio*; Jo Trainer

Call to Order

With a quorum present, Chair Chrissy Myers called the meeting to order at 4:05p.m.

Review and Approve Minutes from March 19th, 2024 Meeting

With the addition of committee member Marc Lee Shannon's attendance at the last meeting,
the chair called for a motion to approve the minutes.

MOTION: Jim Merklin

SECOND: Marc Lee Shannon

That the Summit County ADM Board of Director's Governance Committee approve the minutes of the March 19th, 2024, meeting of the Governance Committee as presented.

VOTE: Verbal Vote - Motion passed

Unfinished Business

A. Review of Board Member Term Limits

- Chair Myers reviewed the ADM Board Member Term Limits. It was discussed that Ohio Mental Health and Addiction Services (OMHAS) has an online application for their board appointees and their processes have changed from last year.
- Mr. Shannon and Mr. Merklin are concluding their first term and they have begun the process with the County and OMHAS for appointment for their next term.

B. Recruitment Updates

- Associate Director Kim Patton, along with BoD Member Huff and BoD Shadow Okoh provided representation at the Leadership Akron Diversity on Board agency forum. The schedule for interviews were full and several expressed interest in BoD and shadow opportunities. Director Wade will follow-up with those who expressed interest.
- This committee also reviewed the responses from the Board of Directors' Demographics Survey. They are interested in seeing a comparison of this survey to the previous survey the board has taken to compare the data and ensure that we do not have any gaps in community representation.

C. Strategic Planning Updates - Board Retreat Survey Results

- The dates for the upcoming board retreat were discussed as the board had recently completed a survey to determine when they will meet for this event. August 19th and 20th are the agreed upon board retreat dates.
- The location for the board retreat was also discussed. This committee has provided some options for potential venues and will be looking into them.

D. Virtual Meeting Access Update

- This topic has been tabled until the bill regarding virtual meeting access for a public meeting makes traction in the senate.

E. Board of Directors Member Attendance

- This committee reviewed board meeting attendance through the previous calendar year and noted that a couple of our board members are close to being out of compliance due to attendance. The board chair was notified that he will be following up accordingly.

New Business

A. Annual Review of Board Process and Board Management Connection Policies

1. Review of Policy 3.3 - Board Member's Code of Conduct

- The committee reviewed Policy 3.3 and found no need for updates.
- The committee did agree upon updates to the conflict of interest form for the upcoming year.

MOTION: Jim Merklin

SECOND: Crystal Burnett

That the Summit County ADM Board of Directors' Governance Committee recommend the board to accept the new form for changes to the Conflict of Interest form coinciding with Policy 3.3.

VOTE: Verbal Vote - Motion Passed

2. Review of Policy 3.5 - Board Officers & Elections

- The committee reviewed Policy 3.5 and found no need for updates.
- The committee did discuss and agree upon a slate of officer to put before the full BoD for FY26.

MOTION: Charles Twigg

SECOND: Marc Lee Shannon

That the Summit County ADM Board of Directors' Governance Committee recommends the following slate of officers for FY26: Chrissy Myers - Board Chair; Dr. Margaret Halter - Vice Chair; James Merklin - Board Secretary.

VOTE: Verbal Vote - Motion Passed

3. Review of Policy 3.6 - Board Committee Principles

- There were no proposed suggestions or changes to this policy.

4. Review of Policy 3.7 - Board Committee Structure

- There were no proposed suggestions or changes to this policy.

5. Review of Policy 3.8 - Governance Investment

- After some discussion, a motion was called to approve the Governance Committee Budget for FY26

MOTION: Crystal Burnett

SECOND: Henry Johnson

That the Summit County ADM Board of Directors' Governance Committee recommends that the Board of Directors approve a budget of \$60,000 for board prerogatives for FY2026.

VOTE: Verbal Vote - Motion Passed

Comments from the Public

None

Adjournment

MOTION: Jim Merklin

SECOND: Crystal Burnett

That the Summit County ADM Board of Directors' Governance Committee move to adjourn this meeting of Tuesday, April 9th, 2024.

VOTE: Verbal Vote - Motion Passed

The next meeting of the SC ADM Board of Directors' Governance Committee will be held Tuesday, July 9th, 2024, at 4:00p.m., at the ADM Board Office Trailblazer Conference room.

The meeting was adjourned at 4:57pm.