

Board Development Committee

Meeting Summary 1/3/2023

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1. Chair Thaxton called the meeting to order at 3:03 p.m. A quorum was established.

2. Welcome and introductions. Chair Thaxton welcomed the attendees and led roll call.

Committee members in attendance unless otherwise noted:

- Robynne Thaxton (temp) Chair, Thaxton Parkinson PLLC CPARB
- Irene Reyes, The Glove Lady (*absent*) CPARB
- Olivia Yang, Washington State University CPARB
- Janice Zahn, Port of Seattle CPARB
- Bill Dobyys, CBRE CPARB
- Santosh Kuruvilla, Exeltech CPARB
- Linneth Riley Hall, Sound Transit CPARB
- Lekha Fernandes, OMWBE (*absent*) CPARB
- Jeff Jurgensen, OAC Services/PRC Chair (*absent*) PRC

Other attendees include:

- Talia Baker, DES
- Nancy Deakins, DES
- Brenda Portaro

3. Review and approve agenda. Chair Thaxton reviewed the agenda and asked the group for any edits before proceeding.

4. Review and approve last meeting's minutes.

Approval of meeting minutes for October 4, 2022 and December 6, 2022 was postponed to the next committee meeting.

5. Invitation to the public to participate.

Chair Thaxton explained this committee meeting is open to participation from non-committee members.

6. Committee Responsibilities.

a. Finalize CPARB Onboarding and Mentoring

- i. Chair Thaxton showed members the draft CPARB onboarding checklist and asked for input, noting that CPARB will welcome new members in June 2023 (seven positions will expire this year). Lekha Fernandes and Chair Thaxton are working to complete the new member slide deck by the end of June. Members requested the following updates to the checklist:
 1. Include a space for new members to add their appointment date, and another space to obtain signoff from the mentor and the vice-chair to confirm completion of the checklist.
 2. Post the checklist to the CPARB website so board members can review it and provide input.
- ii. One member made the comment that active membership on committees is an expectation of CPARB members, and clear communication of that expectation to new CPARB members is part of this committee's work.

- iii. Given that Chair Thaxton is not renewing her term with CPARB or planning to continue as Chair of this committee after June 2023, members discussed putting together a list of what functions will need to be redistributed. Discussion of upcoming openings and replacements is slated for the next CPARB meeting.

b. CPARB Job Descriptions

- i. Chair Thaxton showed members a draft list of job descriptions and the matrix of job expectations pulled from the CPARB bylaws. She proposed integrating the two documents and asked members to provide input on putting together the new member committee that members discussed at the last meeting.
 - 1. The idea is for new members to join the new member committee for at least one year, to be able to meet and connect with other new members. Members discussed who would chair it, whether it needs to be a committee or a subgroup/support group, and other considerations.
 - 2. One member asked that the group consult with some recent new members to gather feedback on what would be helpful in designing such a group. Relationship-building would be valuable whether it is an official meeting with an agenda or not.
 - 3. The group discussed having mentors also attend but determined that would likely be too many board members in one committee meeting.
- ii. Members also discussed the following edits:
 - 1. Noting a best practice of having co-chairs wherever possible, rather than one chair carrying all the responsibilities of chairing a committee.
 - 2. Including in the committee chair/co-chair responsibilities to ensure the committee follows its purpose and accomplishes specific assignments.
 - 3. Adding 'tracking and monitoring quorum' under the responsibilities of committee chair/co-chair, as well as keeping track of agendas, pre-reads, and posting of materials.
 - 4. Adding a section in the matrix describing the role of administrative staff for CPARB meetings and adding a bullet on coordinating with administrative staff to the list of chair/co-chair responsibilities.
 - 5. Adding an expectation for members to notify their committee chair/co-chair and DES staff if they will not be able to attend a committee meeting, so quorum can be planned for.
 - 6. Noting that the CPARB vice-chair, while responsible for assigning mentors to new members, should do this in consultation with the CPARB chair to ensure mentors have sufficient experience.
 - 7. Suggesting a preferred minimum two years of CPARB experience for mentors, while leaving it up to the discretion of the CPARB chair and vice-chair in assigning mentors and mentees.
 - 8. Including a suggested timeframe of 6 months to complete the checklist, as this allows enough opportunities to attend the required CPARB and PRC meetings.
 - 9. Building out the expectation for CPARB members to conduct stakeholder outreach as well as represent stakeholder interests.
 - 10. Adding an expectation for mentors to touch base with mentees monthly.

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7. Future Issues

i. Conflict of Interest

Chair Thaxton flagged that conflict of interest is still an outstanding topic for discussion and asked to first gather all existing requirements and guidance for CPARB on conflict of interest.

ii. Stipends for participation

Nancy Deakins flagged that stipends for participation are a new topic for discussion, and this committee is likely the best one to present a recommendation.

iii. New meeting cadence

Members agreed to expand this committee's recurring meeting to 1.5 hours.

8. Setting the Next Agenda

- i. Finalize onboarding checklist and list of job descriptions.
- ii. Focus on discussion of conflict of interest.

9. Next Steps

Chair Thaxton will pull the job descriptions together based on discussion today and share the document on the CPARB website and in the next CPARB meeting.

10. Adjourn at 4:02 pm