



MEETING MINUTES

Board Governance Committee Meeting

January 20, 2026

Committee Members: Mayor Koomar (Chair), Ms. Pacetti (Vice Chair), Ms. McPherson, Mr. Sleasman, Mayor Weiss

Staff/Other: Shawn Becker, Nick Biggar, India Birdsong Terry, Felicia Brooks-Williams, Janet Burney, Floun'say Caver, Brent Charnigo, Jonathan Ciesla, Nick Davidson, Nadine DeJesus, Wendy Feinn, Michael Fesler, George Fields, Bob Fleig, Joel Freilich, Catherine Galla, Anthony Garofoli, Rajan Gautam, Fiona Gibbons, Chief Deirdre Jones, Lawrence Jupina, Carl Kirkland, Jeff Macko, Ida Marshall, Sheila Miller, Joshua Miranda, Charles Morgan, Ruben Morgan, Mike Schipper, Kay Sutula, John Togher

Public: Ehren Bingaman, Tracie Collins, Travis Ducuruen, Kesley Finucan, Alex Johnson, Mustafa Shaikhan, Carren Woods

New Board Trustee Shanelle Smith Whigham was administered the oath of office.

I. Roll Call

Mayor Koomar called the meeting to order at 9:00 a.m. with roll call. A quorum was present.

II. Review Committee Assignments

Mayor Koomar discussed the importance of making the Governance Committee more active and reviewed current Committee assignments. He noted that there is one vacancy on the Board and assignments will be revisited once the position is filled. The Committee aims to balance assignments and make mid-year adjustments as needed, considering members' interests and skill sets.

The Committee plans to integrate new members at the start of the goal-setting cycle for continuity.

The Committee emphasized the importance of timely evaluations for the Executive Director of Internal Audit and the CEO. Recent improvements include establishing protocols and schedules for evaluations and internal audits, informed by management retreats and input from Tony and his team. These changes aim to ensure that planning and audit cycles are well-coordinated and not rushed.

The value of communication between Committee members, chairs, and staff liaisons was stressed. Pre-meetings on presentations and agenda items help ensure clarity and preparedness. Committee members are encouraged to communicate questions in advance, allowing for more thorough responses during meetings. Informal communication with management is seen as beneficial for clarifying issues, such as contract approvals.

Timely distribution of board packets was discussed, with a preference for at least a two-day lead time to allow members to review materials and submit questions. Staff were thanked for their efforts to provide updated materials promptly, noting that last-minute changes are sometimes unavoidable.

The Committee discussed the value of brief committee reports during board meetings to keep all members informed of activities and discussions. Enhanced communication among committee members, including sharing questions and updates, was encouraged to foster inclusivity and transparency.

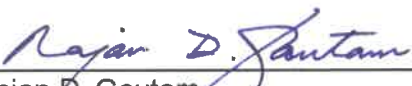
III. Discussion of Future Governance Topics

Committee liaisons have been carefully selected to align with committee work, but members are reminded that additional leadership and resources are available if needed. Members are encouraged to use their liaisons as primary contacts but to reach out to others as necessary for information or support.

The Committee expressed interest in meeting quarterly to discuss ongoing assignments and governance topics.

IV. Adjournment

There being no further business to bring before the Committee, Mayor Koomar moved to adjourn the meeting and seconded by Mr. Sleasman. The meeting was adjourned at 8:49 a.m.



Rajan D. Gautam
Secretary/Treasurer



Brent Charnigo
Board Administrator