



**AGING TOGETHER
GOVERNANCE COMMITTEE MEETING
MAY 19, 2023 | 2:00 PM
VIA ZOOM**

MINUTES

Committee Members Present: Dr. Ethel Bothuel, Crystal Hale, Christy Ludlow, Patrick Mauney (Chair)

Staff Members Present: Ellen Phipps

1. Call to Order

Committee Chair Patrick Mauney called the meeting to order at 2:00 p.m.

2. Strategic Plan Actions

a. Recruitment & Board Membership Updates

Committee members reviewed recent board membership changes and recruitment efforts. Ellen shared that Brittany Antezana was the new member representing Fauquier County Department of Social Services and had received an orientation session. As of now, all designated organizations have an active member and recruitment for appointed members continues with efforts focused on Madison, Orange and Rappahannock as well as those areas not represented on the board matrix to the extent possible.

b. Training Needs – Draft Survey

Patrick reviewed a brief 2-question survey designed to identify board member training and/or educational needs. Committee members discussed adjustments to the survey and determined to send the survey out by May 26 with the goal of having a follow-up discussion at the June 9th Board of Directors meeting.

c. By-Laws and Charter Review

The committee reviewed the By-Laws and Charter as specified in the Strategic Plan. Most revisions are minor in nature and will be presented to the Board in June, with a likely vote in August. Patrick will generate the redline version and summary of changes and distribute to the committee to review following the meeting.

Ethel asked about the listing of names within the Articles of Incorporation. Patrick stated that these were the original Board of Directors and that he would research whether amending the Articles would be required to update that.

[NOTE added post-committee meeting: It appears that updating the Officers and Board of Directors with the Virginia State Corporation Commission can occur with filing of the Annual Report, and that this has been done for Aging Together officers according to search function at <https://scc.virginia.gov/pages/Virginia-Nonstock-Corporations>].

d. Board Member Orientation Materials

Patrick noted that the Strategic Plan indicates the committee should review board orientation materials prior to the June meeting, but that he felt this had been an ongoing effort throughout the course of the year thanks to Christy's leadership on this subject. Committee members noted that additional information may be sourced from the board survey and that this will remain an ongoing process.

Ellen briefly reviewed the Board Member Access pages on the website that has been added to house Board governance documents and other relevant information behind a password-protected area on the website.

3. Other Business

4. Adjourn

With no further business, the meeting was adjourned at 3:00 p.m.

Submitted by: Patrick Mauney