RNCoC Governance Meeting Minutes

When: March 4th, 2025, 1:00 PM

Where: via Teams

Who: Governance Committee

Why: To review necessary documents for the Governance Committee

Attendees:

Jackee Stewart, Churchill County Social Services
Dawn Tann, DPBH Rural Clinics
Chris Murphy, New Frontier
Rhiannon Baker, Lyon County Human Services
Jackie Rhea, Advocates to End Domestic Violence
Jazzmine Betancourt, Nevada Housing Division
Lovia "Vi" Larkin, Vitality Unlimited
Jennie Martin, Nye County Health and Human Services

Michele Fuller-Hallauer (WWI)
Brandon Hallauer (WWI)
Jordan Ernst (WWI)

Link to Governance documents: RNCoC Governance

Summary:

1. Discussion on Governance Document Structure & Decision-Making

A. Membership Decision-Making (Section 2.3)

- Proposal: Instead of repeating decision-making processes under each committee, consolidate a general COC operational guidance section to cover:
    - Meeting etiquette
    - Decision-making processes
    - Voting protocols across committees

- Outcome: Members agreed that decision-making at full CoC membership meetings is distinct from board and committee votes, requiring clear delineation.

B. Conflict of Interest & Stakeholder Representation

- Clarification Needed:

- A definition of "conflict of interest" was suggested, with a focus on financial conflicts being the most relevant.
- Members debated whether CoC representation should prioritize agency interests or the broader needs of the CoC.
- The Point-in-Time Count vote was used as an example, highlighting the need for members to vote in the CoC's best interest rather than based on local county priorities.

- Decision:
  - Clarify voting responsibilities in the governance document.
  - Formalize a process where members state which stakeholder group they represent at the start of each meeting (e.g., behavioral health, domestic violence services).

C. Steering Committee & Board Elections (Section 3.3.2)

- Term Limits Clarified:
  - Officers will serve three-year terms and are eligible for re-election without term limits.

D. Quorum Requirements & Voting Procedures (Section 3.8 & 4.1.5)

- Clarification on Quorum for Board Meetings:
  - Adjusted to "50% plus one" of voting members.

- Proxies for Board Members:
  - Discussion: Historically, each agency had a designated voting member with an alternate if necessary.
  - Decision: Proxies will not be allowed for board members to ensure consistent leadership and accountability.

- Losing Quorum During a Meeting:
  - Prior Wording: Allowed meetings to continue if quorum was initially established.
  - Updated Decision: If quorum is lost, all action items must be tabled until the next meeting.

E. Robert's Rules of Order & Formal Meeting Structure

- Board Meetings: Will follow Robert's Rules of Order for structure and clarity.
- Committees & Subcommittees:
  - A less formal "small board" procedure will be implemented.
  - A reference to Robert's Rules of Order will be added to the appendix for clarity.

2. Funding & Program Oversight

A. Board Role in Funding Decisions

- Original Wording Issue: The document suggested that the board must approve all funding applications, acceptances, and distributions if they impact the CoC.

- Concerns Raised:
    - This could limit agencies from applying for grants independently.
    - The board meets only four times a year, which could create delays.

- Resolution:
    - Change "decision" to "recommendation" regarding grant funding oversight.
    - Ensure transparency and collaboration without creating restrictive approval barriers.

B. Program Implementation & Discontinuation

- Original Wording Issue: Required board approval to implement or discontinue programs.

- Concerns Raised:
    - Agencies must retain autonomy over their own funding decisions.
    - The board should not have authority to prevent an agency from discontinuing services.

- Resolution:
    - Replace "programs" with "initiatives", ensuring board oversight of system-wide changes rather than individual agency programs.
    - A fast-track process will be considered for last-minute funding opportunities to avoid missed deadlines due to board meeting schedules.

3. Nominations & Committees

- Nominations Committee:
    - The only reference to a Nominations Committee was in Section 4.

- Decision:
    - Remove reference unless an ad-hoc nominations group is needed to vet applications during election cycles.

- Geographic Area Definition:
    - Language updated to "geographic area" instead of "county" to reflect the COC's broader coverage.

Next Steps & Action Items

1. **Tabled items to be reviewed prior to next meeting:**
    - Final wording for decision-making consolidation
    - Quorum & proxy updates

      o   Formalized stakeholder representation process

2. **Steering Committee will:**
   - o   Review the draft governance document
   - o   Develop a public comment process (including a survey option)

3. **Jordan will send a new Doodle Poll** to reschedule the next meeting for the week of March 17th or the 24th, ensuring key participants can attend.