MEMBERS PRESENT
Annamarie Buller, Juan Daniel Castro, Sadie Erickson, Francine Gaston, Rick Stevens, Lee Nelson Weber

MEMBERS ABSENT
Renee Williams

STAFF PRESENT
Sabrina Barrios, Zoe Post, Steve Recker, Dennis Sturtevant

Rich Kogelschatz

The meeting was convened via video conference at 8:01 AM.

APPROVAL OF MINUTES
Minutes of the joint Executive/Governance Committee meeting of April 13, 2021 were approved by motion of Annamarie Buller, supported by Lee Nelson Weber, and carried unanimously.

DEI GOVERNANCE TASKS
The committees reviewed its goals for the Diversity, Equity, and Inclusion action plan and generated the following ideas to be added to the plan, though the exact wording is not yet finalized:

● Review recruitment process for new board members after one year of service
● Annual board survey assessing inclusion and belonging
● Annual board satisfaction survey/check-in
● Incorporate DEI themes into monthly calls and/or semi-annual board and staff events

Mr. Sturtevant will create a one-page document with these goals, along with a draft DEI Committee description and send it to the committee.

FRANCINE GASTON RESIGNATION DECEMBER 2021
After 14 years on the board, Ms. Gaston will be stepping down from the board as she plans to move out of state. Since the board will likely continue virtual meetings for some time, Ms. Gaston will remain on the board until December 2021.

COMMITTEE AND AFFILIATE BOARD VACANCIES
Several committees and affiliate boards have vacancies for which the Governance Committee will need to develop new representation priorities for 2021/2022. Mr. Sturtevant provided an update on the affiliate boards:

● CLT: Currently has enough members with the addition of Kim Sims but will require additional members in the near future.
● Sawkaw Board: Needs 2-3 more members; these individuals do not have to be on the current Dwelling Place Board and can be community members
● Genesis NPHC: Shifting to a directorship corporation; Francine Gaston, Larry Titley, and Denny Sturtevant will remain on the board for 1, 2, and 3 years, respectively.
NEW CEO ORIENTATION PLAN  
Rich Kogelschatz has requested Mr. Sturtevant's assistance in developing an orientation plan for the new CEO. Management staff and committee members are invited to provide feedback before the plan is finalized and shared with the CEO search committee.

STAFF BONUS PER PERFORMANCE REVIEW  
Mr. Recker described the Performance Review and Compensation Program, which allows for a staff bonus if at least four of six performance metrics are met. Staff met three of the six goals, but since the vacancy loss affecting a fourth metric was due to the pandemic, Mr. Recker recommended adjusting for this and pursuing the employee bonus. Increased cash flow from the PPP loan and other surplus cash flow is more than enough to cover the bonuses, which would cost approximately $24,000. **Motion to approve these staff bonuses was made by Rick Stevens, supported by Lee Nelson Weber, and carried unanimously.**

Updates to the Performance Review and Compensation Program document were reviewed by the committee and **approved by motion of Rick Stevens, supported by Sadie Erickson, and carried unanimously.**

An additional proposal would recognize employee service to Dweling Place with a bonus of $100 for staff serving 10 years or less, $200 for those with 11-20 years, and $300 for those with more than 20 years. **Motion to approve the proposal was made by Annamarie Buller, supported by Francine Gaston, and carried unanimously.**

CEO PROPOSAL TO CREATE DPA FUND  
Mr. Sturtevant would like to donate about $20,000 of his paid time off toward a down payment assistance program for the CLT. Mr. Stevens recommended discussing the creation/operation of this fund with legal counsel to determine next steps. **The committee reached consensus to pursue a down payment assistance program for CLT homebuyers.**

JUNE BOARD MEETING AGENDA  
- Mission Moment
- Consent agenda/agenda approval
- Board Elections
- CEO Transition and PROMPT Review -- Andre Butler (NeighborWorks Relationship Manager)
- Beene Garter 2020 Audit Presentation

**Motion to recommend the current slate of officers for reelection to a one-year term was made by Rick Stevens, supported by Annamarie Buller, and carried unanimously.**

OTHER BUSINESS  
Sabrina Barrios has temporarily joined the Dwelling Place team to assist with administrative duties related to Board committees.

ADJOURNMENT  
The Executive Committee adjourned at 9:33 AM.