



# CENTRAL HEALTH

## **Our Vision**

Central Texas is a model healthy community.

## **Our Mission**

By caring for those who need it most, Central Health improves the health of our community.

## **Our Values**

Central Health will achieve excellence through:

*Stewardship* - We maintain public trust through fiscal discipline and open and transparent communication.

*Innovation* - We create solutions to improve healthcare access.

*Right by All* - By being open, anti-racist, equity-minded, and respectful in discourse, we honor those around us and do right by all people.

*Collaboration* - We partner with others to improve the health of our community.

## **AD HOC APPOINTMENTS COMMITTEE MEETING**

**Monday, September 11, 2023, 2:00 p.m.**

**Videoconference meeting<sup>1</sup>**

**A quorum of the Committee and the presiding officer will be present at:**

Central Health Administrative Offices  
1111 E. Cesar Chavez St.  
Austin, Texas 78702  
Board Room

Members of the public may attend the meeting at the address above, or observe and participate in the meeting by connecting to the Zoom meeting link listed below (copy and paste into your web browser):

<https://us06web.zoom.us/j/88030551123?pwd=TGZPUXBWN2F4NUFaT1Z6dS8yQjF0dz09>

Meeting ID: 880 3055 1123

Passcode: 736079

Links to livestream video are available at the URL below (copy and paste into your web browser):

<https://www.youtube.com/watch?v=EceocRYV-rl>

Members of the public may also listen and participate by telephone at:

Dial: (346) 248 7799

Meeting ID: 880 3055 1123

Passcode: 736079

The Committee may meet via videoconference with a quorum present in person and will allow public participation via videoconference and telephone as allowed under the Open Meetings Act. Although a quorum of the Committee will be physically present at the location posted in the meeting notice, we strongly encourage all members of the public to observe the meeting virtually and participate in public comment, if desired, through the virtual meeting link or telephone number listed on each meeting notice.

Members of the public who attend in person should conduct a self-assessment before coming to the building to ensure they do not have a high temperature or any symptoms of COVID-19. Anyone who is symptomatic and/or has a fever should contact their healthcare provider for further

instructions. Symptomatic members of the public can still participate, if desired, through the virtual meeting link or telephone number listed on each meeting notice. Resources related to COVID-19 can be found at the following link <https://www.austintexas.gov/covid19>.

A member of the public who wishes to make comments virtually during Public Communication for the Committee meeting must properly register with Central Health **no later than 12:30 p.m. on September 11, 2023** Registration can be completed in one of three ways:

- Complete the virtual sign-in form at <https://www.centralhealth.net/meeting-sign-up/>;
- Call 512-978-9190. Please leave a voice message with your full name and your request to comment via telephone at the meeting; with the name of the meeting at which you wish to speak; or
- Sign-in at the front desk on the day of the meeting, prior to the start of the meeting.

Individuals who register to speak on the website or by telephone will receive a confirmation email and/or phone call by staff with instructions on how to join the meeting and participate in public communication.

## **PUBLIC COMMUNICATION**

Public Communication rules for Central Health Board and Committee meetings include setting a fixed amount of time per person to speak and limiting Committee responses to public inquiries, if any, to statements of specific factual information or existing policy.

## **REGULAR AGENDA<sup>2</sup>**

1. Approve the minutes of the Ad Hoc Appointments Committee August 21, 2023 meeting. (*Action Item*)
2. Discuss and take appropriate action on the procedures and timeline to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for new appointments and reappointments to outside boards and committees. (*Action Item*)
3. Discuss and take appropriate action on steps to be followed by the Committee to submit a recommendation to the Central Health Board of Managers for a candidate to be appointed to outside boards and committees. (*Action Item*)
4. Discuss and take appropriate action on minimal experience criteria of the candidates being considered for new appointments. (*Action Item*)
5. Confirm the next regular Ad Hoc Appointments Committee meeting date, time, and location. (*Informational Item*)

Notes:

<sup>1</sup> This meeting may include one member of the Ad Hoc Appointments Committee participating by videoconference. It is the intent of the presiding officer to be physically present and preside over the meeting at Central Health Administrative Offices, 1111 E. Cesar Chavez St., Austin, TX 78702, Board

Room. This meeting location will be open to the public during the open portions of the meeting, and any member participating by videoconference shall be both visible and audible to the public whenever the member is speaking. **Members of the public are strongly encouraged to participate remotely through the toll-free videoconference link or telephone number provided.**

- 2 The Ad Hoc Appointments Committee may take items in an order that differs from the posted order and may consider any item posted on the agenda in a closed session if the item involves issues that require consideration in a closed session and the Committee announces that the item will be considered during a closed session. A quorum of Central Health's Board of Managers may convene or participate via videoconference to discuss matters on the Committee agenda. However, Board members who are not Committee members will not vote on any Committee agenda items, nor will any full Board action be taken.

Any individual with a disability who plans to attend this meeting and requires auxiliary aids or services should notify Central Health at least two days in advance, so that appropriate arrangements can be made. Notice should be given to the Board Governance Manager by telephone at (512) 978-8049.

Cualquier persona con una discapacidad que planea asistir o ver esta reunión y requiera ayudas o servicios auxiliares debe notificar a Central Health con la mayor anticipación posible de la reunión, pero no menos de dos días de anticipación, para que se puedan hacer los arreglos apropiados. Se debe notificar al Gerente de Gobierno de la Junta por teléfono al (512) 978-8049.

Consecutive interpretation services from Spanish to English are available during Public Communication or when public comment is invited. Please notify the Board Governance Manager by telephone at (512) 978-8049 if services are needed.

Servicios de interpretación consecutiva del español al inglés están disponibles durante la Comunicación Pública o cuando se le invita al público a comentar. Notifique al Gerente de Gobierno de la Junta por teléfono al (512) 978-8049 si necesita servicios.

## **Central Health Board of Managers Shared Commitments** **Agreed adopted on June 30, 2021**

Whereas, the Board of Managers of Central Health has come together as a governing body to ensure the Vision of Central Health: Central Texas is a model health Community;

Whereas, the Board of Managers of Central Health bring this vision into reality by enacting the mission of caring for those who need it most and thereby improving the health of our community;

Whereas, the Board of Managers of Central Health achieves excellence toward this vision and mission through the stated values of Stewardship, Innovation, Respect, and Collaboration;

Whereas, the Board of Managers of Central Health further known as we in this document understand that systemic racism is the root of health inequities that emerge from a history of racism in Texas including Travis County that contributes to the social determinants of health that play a primary role in producing inequitable health outcomes;

Whereas, as an organization, Central Health is anti-racist and committed to a diverse and inclusive culture that seeks equity and social justice in the pursuit of its mission:

1. We Commit to informing all of our actions as Board Managers with the understanding that we are accountable to recognizing and to interrupting systems of oppression. This includes understanding the power structure in the United States, and Texas, and Travis County, that advantages certain community members and has historically disadvantaged other community members based on the color of their skin, race, ethnicity, language, and/or other characteristics. We further understand that to disrupt this power structure and the health inequities it produces, we must collaborate to collectively respond to the lived realities of all ethnicities, races, and identities disadvantaged within this system and all historically oppressed identities and communities disadvantaged within this system. We Commit to understanding that when disadvantaged communities compete against each other, we all lose in this system, and the only way forward is to work together for the benefit of all oppressed communities collectively.
2. We Commit to a model of Generative Leadership which requires us to understand and practice collaboration and accountability demonstrated by following our agreed upon meeting procedures and ensuring all members have the opportunity for comparable speaking time. We further Commit to intentionality prior to speaking including: considering: what is the goal of what I

- want to share; is this the right time to share it; and is this in keeping with our collective goal for this particular moment within this particular meeting?
3. We Commit to Generative Conflict which includes engaging in disagreements and differences in perspective in a way that deepens relationships and trust by expanding knowledge and understanding of each other, including expecting our ideas to be expanded and enriched by learning and engaging with other Board Manager ideas, choosing curiosity over competition of ideas, and anchoring our conversations in our common purpose.
  4. We Commit to practicing emotional intelligence as leaders which includes being aware of our own emotions and reactions and managing them, as well as being aware of our impact on others and managing this impact for the collective good when we are in our role as Board Managers.
  5. We Commit to being aware of our own privileges and advantages in the sociopolitical and economic structure of the United States, Texas, and Travis County to use these for the benefit of interrupting inequities across historically disadvantaged identities.
  6. We Commit to preventing the commission of microaggressions through the awareness of the history and oppression of diverse identities and communities. To this end, we Commit to strive to learn the historical context informing the lived realities of all historically oppressed identities and communities, and to use this to prevent use of language and commission of actions that can be harmful given these histories.
  7. If we inadvertently commit a microaggression, we strive to immediately become aware on our own of the harm we have caused. If another Board Manager generously helps us become aware of a microaggression we have committed we welcome the support in our learning and growing process as a leader and immediately express appreciation for having made us aware, own the mistake we have made, acknowledge the impact of the harm we have caused, and engage repair through apology and the articulation of what we will do to avoid the repetition of such harm in the future.
  8. If we observe one of our fellow Board Managers commit a microaggression, we Commit to calling them in by letting them know in a respectful and kind manner of the mistake that has been made.
  9. We understand that many of us, as survivors of historically oppressed identities and communities, carry internalized narratives of oppression, and we can inadvertently express these oppressions against others in ways that cause harm and we Commit to the same process identified in 7 and 8 to engage repair and return to generative collaborative processes.
  10. We understand that even without the history of oppression potentiating the weight of harm, expressions of prejudice and rudeness can also cause harm to our shared aims, and we Commit to the same process identified in 7 and 8 to engage repair and return to generative collaborative processes.

11. We Commit to using our Racial and Social Justice Framework (next page) for decision-making as we work together for the collective good of our communities as we eradicate health inequities and create a model healthy community.
12. We understand that we are entrusted with a vital responsibility for our communities and are accountable stewards for the time and resources available to our Board of Managers. We understand that these commitments are entered into to ensure responsible stewardship of this time and resources through generative collaborative processes to reach our vision and mission and we agree that if we do not follow any one of these commitments we welcome our Board Manager colleagues to bring this to our attention through the agreed upon process reflected here and when this occurs, we commit to immediately acknowledging the mistake and engaging in a repair and correction process as indicated in these commitments so that our work to dismantle systemic racism and resulting barriers and achieve health equity can move forward.

Be it adopted that the above agreements will be honored and acted upon by each Board Manager as of 6/30/2021 and henceforth forward as indicated by signature below.

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Board Manager Signature

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Date

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Board Manager Printed Name

# Calling In and Repairing Harm

## Calling In after Harm in Groups with Shared Values and Aims Stance

Hey, this thing you said/did hurt some folks or could hurt some folks.

A) Here's why that can be hurtful or,

B) Please do some research to learn the history of why that's hurtful.

Implied message: I know you are good and are on this journey with us and we are all going to make mistakes as we unlearn things.

## Calling In after Harm in Groups with Shared Values and Aims Sample Language

- I know it wasn't your intention, but what you just said minimizes the horror of \_\_\_\_\_ e.g. the history of racism, enslavement, the holocaust, etc.
- I know it wasn't your intention but what you just said has the impact of implying that \_\_\_\_\_ are not competent or as intelligent as others.
- What you just said suggests that \_\_\_\_\_ people don't belong.
- That phrase has been identified as being disrespectful and painful to \_\_\_\_\_ people and it's important that we not use it.
- Oh, I have also used that term, but I have now learned that when we use it we are leaving out people who \_\_\_\_\_ or we are implying that \_\_\_\_\_ and the word people are learning to use now is \_\_\_\_\_.
- The term used now by people living with that identity is \_\_\_\_\_.

## Repairing Harm after Microaggressions, Mistakes, and expressions of Prejudice

- Own / Name it
- Recognize the Impact
- Apologize (Do not share context or explanations)
- Make any amends that are possible
- State what you are going to do to learn and do better in the future.

Sample Language: Thank you so much for letting me know. You are right, I used this term or said that phrase and realize that it has the impact of minimizing the experience of \_\_\_\_\_ or implying that \_\_\_\_\_. I am deeply sorry and will practice learning the correct language and will research and learn more about this to ensure that I do not make this mistake and cause this harm in the future.

# RACIAL and SOCIAL JUSTICE FRAMEWORK

## Values and Anti-Racism/Anti-Oppression

- Is this consistent with our values?
- Are we taking steps so we cannot predict outcomes by race and other systemically disadvantaged characteristics?

## Intentional and Accountable Storytelling

- What data are we using and has it been disaggregated by race? What is the source of the data? Who is it making visible and invisible? Whose experience is being centralized and whose is being marginalized in the data? Does the way we are using the data reflect the complexity of the issues and reflect the issues accurately?
- What are the stories and narratives we are telling? What is the purpose? Who is interpreting the meaning? Who's it meant for? Who's impacted and how?
- Are we refusing to be ahistorical? Are we fully considering history and the impacts of the historical context?

## Power Analysis

- What are the power dynamics in this situation? What are the intersecting spheres of oppression at work in this situation?
- What are the cultural norms of white supremacy at work in this situation?
- Who would benefit and who would be harmed by this action/decision?
- Does this interrupt/disrupt or collude with/reinforce oppressive systems/power structures?
- If this is attempting a solution, where are we locating the problem?
- Does the solution/strategy we are proposing change the system or the individual?
- Who are we asking to change and why?

## Relationships

- Who is in the room and who isn't and why? Who is sharing and who is not and why?
- Whose perspective is represented/who is left out? And who is doing the representing? Who do we believe, who do we find credible? Why? Why not?
- Whose experience is being centralized and whose experience is being marginalized? Who is gazing and who is being gazed upon?
- Are we boldly leading toward our racial justice aim by building a broad coalition of support?
- Are we operating from a similar/shared understanding of anti-racism work? Do we have a shared anti-racist understanding of where the problem is located and a shared anti-racist theory of change to generate a solution? Have we agreed upon a shared goal?





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## **CENTRAL HEALTH BOARD OF MANAGERS AD HOC BOARD APPOINTMENTS COMMITTEE**

# **September 11, 2023**

## **AGENDA ITEM 1**

Approve the minutes of the Ad Hoc Appointments Committee August 21, 2023 meeting.  
(*Action Item*)

MINUTES OF MEETING – AUGUST 21, 2023  
CENTRAL HEALTH  
AD HOC APPOINTMENTS COMMITTEE

On Monday, August 21, 2023, a meeting of the Central Health Ad Hoc Appointments Committee convened in open session at 10:32 a.m. in person at the Central Health Administrative Offices and remotely by toll-free videoconference. Clerk for the meeting was Briana Yanes.

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**Committee members present in person:** Chair Martin, Manager Jones, Manager Valadez

**Board members present via audio and video or in person:** Manager Bell

**Absent:** Manager Museitif

**PUBLIC COMMUNICATION**

**Clerk’s Notes:** Public Communication began at 10:33 a.m. Briana Yanes announced that no speakers signed up for Public Communication.

**COMMITTEE AGENDA**

**1. Approve the minutes of the Ad Hoc Appointments Committee July 24, 2023 meeting.**

**Clerk’s Notes:** Discussion on this item began at 10:34 a.m.

Manager Bell moved that the Committee approve the minutes of the Ad Hoc Appointments Committee July 24, 2023 meeting.

Manager Jones seconded the motion.

Chairperson Martin	For
Manager Jones	For
Manager Museitif	Absent
Manager Valadez	For

**2. Discuss and take appropriate action on criteria for a timeline to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for appointment to outside boards and committees.**

**Clerk’s Notes:** Discussion on this item began at 10:35 a.m. Chair Martin and Manager Bell shared that that the proposed timeline to be used is 6 weeks for appointments to outside boards and committees.

Manager Bell moved that the Committee recommend that the Board approve the criteria and timelines to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for appointment to outside boards and committees, allowing for modifications by the Committee to address unique circumstances, and as presented on this item.

Manager Jones seconded the motion.

Chairperson Martin	For
Manager Jones	For
Manager Museitif	Absent
Manager Valadez	Against

3. **Discuss and take appropriate action on steps to be followed by the Committee in seeking and evaluating candidates for appointments, including:**
  - a. **Recruitment of candidates**
  - b. **Evaluation of applications using consistent criteria for vetting candidates**
  - c. **Interview process and development of questions**
  - d. **Procedure for recommending finalist(s), including sole finalists, for consideration by the full Board of Managers**
  - a. **Notification of successful and non-selected candidates.**

**Clerk’s Notes:** Discussion on this item began at 10:36 a.m. Chair Martin and Manager Bell discussed each step with the Committee for evaluating candidates for appointments. Managers gave feedback on steps. Chair Martin announced that he would accept additional interview questions if members wanted to submit any.

Manager Bell moved that the Committee recommend that the Board approve the steps to be followed by the Appointments Committee in evaluating candidates for appointments, allowing for modifications by the Committee to address unique circumstances, and as presented on this item.

Manager Jones seconded the motion.

Chairperson Martin	For
Manager Jones	For
Manager Museitif	Absent
Manager Valadez	Against

4. **Confirm the next regular Ad Hoc Succession Committee meeting date, time, and location.**

Manager Bell moved that the Committee adjourn.

Manager Valadez seconded the motion.

Chairperson Martin	For
Manager Jones	For
Manager Museitif	Absent
Manager Valadez	For

The meeting was adjourned at 12:01 p.m.

ATTESTED TO BY:

\_\_\_\_\_  
 Manuel Martin, Chairperson  
 Central Health Ad Hoc Appointments Committee

\_\_\_\_\_  
 Cynthia Valadez, Secretary  
 Central Health Board of Managers



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## **CENTRAL HEALTH BOARD OF MANAGERS AD HOC APPOINTMENTS COMMITTEE**

# **September 11, 2023**

## **AGENDA ITEM 2**

Discuss and take appropriate action on the procedures and timeline to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for new appointments and reappointments to outside boards and committees. (*Action Item*)



AGENDA ITEM SUBMISSION FORM

This form is to provide a general overview of the agenda item in advance of posting for the Board meeting. Proposed motion language is a recommendation only and not final until the meeting and may be changed by the Board Manager making the motion. All information in this form is subject to the Public Information Act.

Agenda Item Meeting Date September 11, 2023

Who will present the agenda item? (Name, Title) Chair Martin

General Item Description Discuss and take appropriate action on the procedures and timeline to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for new appointments and reappointments to outside boards and committees.

Is this an informational or action item? Action Item

Fiscal Impact N/A

Recommended Motion (if needed – action item) Approve the procedures and timeline to be used by the Appointments Committee to solicit, evaluate, and recommend candidates for new appointments and reappointments to outside boards and committees.

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) The Committee will review procedures for making new appointments and reappointments.
- 2) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal

Estimated time needed for presentation & questions? 10 minutes

Is closed session recommended? (Consult with attorneys.) N/A

Form Prepared By/Date Submitted: Briana Yanes/ September 8, 2023

## **Procedure for Making NEW Appointments to External Governing Boards and Advisory Groups by the Central Health Board of Managers**

1. **Identification of Needs:** The first step before appointing any member to a Board of Directors is identifying the needs and gaps that currently exist within the board. This could include industry knowledge, financial expertise, diversity and inclusivity, and strategic leadership skills.
2. **Define the Role:** Once the need has been identified, it's important to clearly define the role and expectations of the new board member. This includes detailing the responsibilities, duties, and time commitment the role will require, as well as any specific skills or qualifications necessary.
3. **Recruitment of Potential Candidates:** After defining the role, the board should identify potential candidates. These candidates can come from a variety of sources, including: suggestions from current board members, industry contacts, professional organizations, or a professional search firm.
4. **Background Checks and Initial Vetting:** Perform thorough background checks and initial vetting of the identified candidates. Ensure candidates have the necessary skills, no legal issues that can affect their candidacy, and that they are aligned with the company's mission and objectives. Written responses to questions on the application will be reviewed by the Committee members individually prior to a quorum meeting of the Committee. When a quorum of the Committee is convened, the members present will note or prioritize candidate(s) for interview. The Committee will vote on the slate of applicants to interview, with such slate not exceeding three candidates. [Note: Seek legal counsel advice on how to handle non-present member input outside of a closed-session or open-session meeting. E.g., message board, email from counsel, etc.]
5. **Interviews:** Conduct an interview process to get to know the potential candidates better. These interviews would ideally be carried out by current board members and senior leadership, and should focus not only on the candidate's skills but also on their strategic thinking, leadership style, and overall fit within the current team.
6. **Reference Checks:** It's crucial to check references of the finalists to provide additional insights into the candidate's capabilities, work ethic, and past experiences, particularly related to their performance in strategic roles.
7. **Board Approval:** Once the finalist(s) have been selected, the board should vote to approve the new member(s). This usually requires a majority vote. Depending on the organization's bylaws, this may also require approval from shareholders.
8. **Appointment Letter:** Upon board approval, the new board member should be officially appointed through an appointment letter. This letter formalizes the role and includes details such as their term length, specific responsibilities, compensation, expected time commitment, etc.
9. **Orientation and Induction:** Newly appointed directors should undergo induction to understand how the organization operates. This includes learning the company's strategic plans,

meeting the leadership team, understanding legal responsibilities, and any other information that will help them execute their roles effectively.

10. **\*\*Announcement:\*\*** Finally, make a public announcement of the new board member appointment. This may involve posting the announcement on the organization's website, sending out a press release, or making an announcement at the next shareholders' meeting.

## **Procedure for Making Reappointments to Governing Boards and Advisory Groups by the Central Health Board of Managers**

### Introduction:

The process for reappointing members to the external governing boards will require a comprehensive review of their service, adherence to by-laws, and their reiterated interest in continuing to contribute to the board of the organization that they are currently appointed. The reappointment procedure strives to maintain a balance of experience and innovation in its membership and as such, certain steps must be followed for reappointment.

1. **\*\*Expressing Interest for Reappointment\*\***: The Central Health administration should solicit the current board member's intention and willingness for reappointment.

2. **\*\*A By-Law Review of the Governing Board of the member to be reappointed:\*\***  
It's essential to ensure compliance with organizational by-laws related to term limits and other conditions that might impact reappointment. This process safeguards the organization's integrity and maintains adherence to its foundational governance.

3. **\*\*Convening an Appointments Committee Meeting:\*\***  
Organize an ad hoc Appointment Committee meeting to facilitate a discussion with the potential reappointee regarding their previous term. In this discourse, the member should share insights into their experience, contributions, and vision, providing the committee information to make an informed decision.

4. **\*\*Submission for Approval:\*\***  
The ad hoc Appointments Committee then puts forth their recommendation for reappointment to the Central Health Board of Managers. This recommendation is contingent upon the member's demonstrated commitment, adherence to by-laws, and positive engagement in the dialogue during the committee meeting.





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## **CENTRAL HEALTH BOARD OF MANAGERS AD HOC APPOINTMENTS COMMITTEE**

# **September 11, 2023**

## **AGENDA ITEM 3**

Discuss and take appropriate action on steps to be followed by the Committee to submit a recommendation to the Central Health Board of Managers for a candidate to be appointed to outside boards and committees. (*Action Item*)



AGENDA ITEM SUBMISSION FORM

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Agenda Item Meeting Date September 11, 2023

Who will present the agenda item? (Name, Title) Chair Martin

General Item Description Discuss and take appropriate action on steps to be followed by the Committee to submit a recommendation to the Central Health Board of Managers for a candidate to be appointed to outside boards and committees.

Is this an informational or action item? Action Item

Fiscal Impact N/A

Recommended Motion (if needed – action item) Approve steps to be followed by the Committee to submit a recommendation to the Central Health Board of Managers for a candidate to be appointed to outside boards and committees.

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) The Committee will review Central Health Board of Managers approval process.
- 2) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal

Estimated time needed for presentation & questions? 10 minutes

Is closed session recommended? (Consult with attorneys.) N/A

Form Prepared By/Date Submitted: Briana Yanes/ September 8, 2023

## **Central Health Board of Managers Approval Process for external Governing Board Appointees**

1. The ad hoc Committee will follow the approved process of selecting a candidate to recommend to the full board for approval.
2. The ad hoc Committee meetings are open for any interested Board member to attend. Board members attending will be allowed to ask questions only as those questions relate to the standard set of questions adopted by the ad hoc Appointments Committee. Topics not included in the adopted list of questions will not be asked of the candidates.
3. The ad hoc Appointments Committee members will vote on the "recommendation to appoint" which will be forwarded to the Board of Managers for approval. The item will either be on the Consent Agenda or the Regular Agenda at the discretion of the Chairperson of the Board of Managers. If on the Regular Agenda or if pulled from the Consent Agenda, the Chair of the Appointments Committee will lead the discussion. Backup materials (selected and approved by the ad Hoc Appointments Committee chair) will be included in the Board materials for review, regardless of whether it is a Regular Agenda item or a Consent Agenda item.
4. Upon approval, the steps for notification of the candidates will be performed per "Procedure for Making NEW Appointments to External Governing Boards and Advisory Groups by the Central Health Board of Managers."
5. Central Health staff will assist with tasks as directed by the Committee, and only to the extent directed by the Committee.



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## **CENTRAL HEALTH BOARD OF MANAGERS AD HOC APPOINTMENTS COMMITTEE**

# **September 11, 2023**

## **AGENDA ITEM 4**

Discuss and take appropriate action on minimal experience criteria of the candidates being considered for new appointments. (*Action Item*)



AGENDA ITEM SUBMISSION FORM

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Agenda Item Meeting Date September 11, 2023

Who will present the agenda item? (Name, Title) Chair Martin

General Item Description Discuss and take appropriate action on minimal experience criteria of the candidates being considered for new appointments.

Is this an informational or action item? Action Item

Fiscal Impact N/A

Recommended Motion (if needed – action item) Approve steps to be followed by the Committee to submit a recommendation to the Central Health Board of Managers for a candidate to be appointed to outside boards and committees.

Key takeaways about agenda item, and/or feedback sought from the Board of Managers:

- 1) The Committee will review experience criteria for candidates being considered for new appointments.
- 2) \_\_\_\_\_

What backup will be provided, or will this be a verbal update? (Backup is due one week before the meeting.) Verbal

Estimated time needed for presentation & questions? 10 minutes

Is closed session recommended? (Consult with attorneys.) N/A

Form Prepared By/Date Submitted: Briana Yanes/ September 8, 2023

## **Preferred Experience of Board Appointees to Warrant Consideration**

The experience of a Board appointee can vary depending on the organization's type and size. However, below are experience criteria that can be considered when vetting and prioritizing candidates for Board appointment.

1. **Governance:** Overseeing the strategic direction of the organization, establishing and enforcing governance policies, and ensuring ethical conduct.
2. **Strategy formulation:** Reviewing, approving, and guiding the organization's mission, vision, and strategic direction.
3. **Executive oversight:** Selecting, evaluating, and if necessary, replacing the chief executive.
4. **Financial oversight:** Approving annual budgets and ensuring the organization's financial sustainability and integrity.
5. **Risk Management:** Understanding and monitoring the organization's principal risks and ensuring the implementation of appropriate systems to manage these risks.
6. **Performance measurement:** Regularly evaluating the performance of the company in achieving its strategies.
7. **Compliance:** Ensuring compliance with laws and regulations, and adherence to internal policies and procedures.
8. **Stakeholder Communication:** Building relationships with stakeholders and acting as advocates for the organization in its community.
9. **Succession planning:** Developing and periodically updating a succession plan for the CEO and top management.
10. **Board development:** Identifying needed board member skills, selecting new members, and ensuring all board members are properly oriented and trained.
11. **Fundraising:** Depending on the type and size of the organization, Board members may also be responsible for participating in fundraising activities.

Remember that all these duties should be carried out with a commitment to the organization's mission, vision, and ethical standards.

## Board Candidate Questions

1. Outline the aspects of your experience and information provided on your application that you feel would make you a good and valuable member to [Board].
2. What other boards or commissions have you served on in the past and did you hold any executive positions (Chair, Vice, Treasurer, Secretary) on any of them?
3. Tell us about any work activities or personal experience that you have had that aligns with the mission of [Organization]
3. Why are you interested in serving on the board of [Organization]?
4. Do you have any time constraints that may limit your full participation in the required board activities?
5. What qualities do you believe make a great board member? (This is good way to figure out the best role for them.)
6. How do you differentiate the type of leadership at the board level from the executive leadership of the organization?
7. What role do you think you would play on the board, and what perspectives would you contribute?



# CENTRAL HEALTH

## **Our Vision**

Central Texas is a model healthy community.

## **Our Mission**

By caring for those who need it most, Central Health improves the health of our community.

## **Our Values**

Central Health will achieve excellence through:

*Stewardship* - We maintain public trust through fiscal discipline and open and transparent communication.

*Innovation* - We create solutions to improve healthcare access.

*Right by All* - By being open, anti-racist, equity-minded, and respectful in discourse, we honor those around us and do right by all people.

*Collaboration* - We partner with others to improve the health of our community.

## **CENTRAL HEALTH BOARD OF MANAGERS AD HOC APPOINTMENTS COMMITTEE**

### **September 11, 2023**

## **AGENDA ITEM 5**

Confirm the next regular Ad Hoc Appointments Committee meeting date, time, and location. (*Informational Item*)