# ALCOHOL, DRUG ADDICTION AND MENTAL HEALTH SERVICES BOARD OF CUYAHOGA COUNTY NOMINATING COMMITTEE MINUTES JUNE 29. 2016

Nominating Committee Chair, Dr. Reginald C. Blue, called the meeting to order at 3:00 p.m. in the Ohio Room.

Committee Members Present: Reginald C. Blue, Ph.D., Rev. Benjamin F. Gohlstin, Sr., Pythias D. Jones, M.D.,

Harvey A. Snider, Esq., Annaela Williams / Absent: J. Robert Fowler, Ph.D., Erika L.Thoms

Others present: Mary R. Warr, M.Ed.

Board Staff Present: William M. Denihan, CEO, Valeria Harper, Carol Krajewski

1. <u>APPROVAL OF MINUTES</u>: The Nominating Committee minutes of 05/11/16 were approved as submitted.

## 2. RECOMMENDED SLATE OF OFFICERS FOR FY2017

Based upon a question posed to the Nominating Committee regarding the recent Bylaws amendment changing the term of officers to two years, a legal opinion was sought from the Board's legal counsel. Dave Lambert, Director of Risk Management, conducted a legal analysis to determine whether the amendment changing the officer term from one year to two years automatically extended those terms for another year. (The 3-page legal opinion is attached to the original minutes stored in the Executive Unit.) The concluding paragraph states . . .

"For these reasons, it is my opinion, and you are so advised, that the change brought about by the amendment of Article VII, Section 4 of the Board's Bylaws applies prospectively to redefine the terms of office for those officers appointed after the date of the amendment. It does not operate to extend the existing one-year terms of officers elected in June of 2015 and convert that term into a two-year term."

As there were no further questions generated by committee members, Dr. Blue noted that a secret ballot of all Board members present at the General Meeting will be utilized to determine the person chosen for the Chairperson position to complete the recommended FY2017 Slate of Officers. The full Board will then be asked to vote for the FY2017 Slate of Officers. Dr. Blue clarified that offices of Vice Chair and Second Vice Chair were determined and announced at the May General Meeting; therefore, this portion of the slate remains unaffected.

## 3. POTENTIAL REVISION FOR BYLAWS REGARDING NOMINATING PROCESS

Dr. Blue introduced a potential Bylaws revision for Article II, Section 2: Election of Officers. He noted that this section stipulates that, "Nominations from Board members, who are not on the Nominating Committee, may also be presented at the May meeting." Dr. Blue proposed that an additional statement be added to require that individuals nominated in this manner would be subject to the same requirement of other nominees. Committee members added their input and agreed that the following (underscored) wording should be inserted after the second sentence in Section 2.

"Nominations from Board members, who are not on the Nominating Committee, may also be presented at the May meeting. Floor nominees presented at the May meeting are subject to the same requirements as those submitted to the Board by the Nominating Committee."

Motion to recommend amending Article VII, Section 2 of the ADAMHS Board Bylaws, as noted above, to the <u>full Board</u>. MOTION: B. Gohlstin / SECOND: H. Snider / AYES: B. Gohlstin, P. Jones, H. Snider, A. Williams NAYS: None / **Motion passed**.

## 4. CHANGE OF BOARD OFFICER LETTER OF INTENT

Dr. Blue suggested the concept of revising the Letter of Intent form for use in the future. His concern centered on the instruction to "mark the options shown below." Given the fact that a recent candidate marked an interest in all

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offices/options, Dr. Blue suggested that the form be revised to allow candidates to select only one office with the opportunity of marking the final option, "open to serve as needed/recommended by the Nominating Committee."

A lively discussion ensued. Dr. Gohlstin expressed his opinion that this revision was too restrictive.

Motion to revise the Letter of Intent Template for potential Board Officer Candidates. MOTION: P. Jones SECOND: H. Snider / AYES: R. Blue, P. Jones, H. Snider, A. Williams / NAYS: B. Gohlstin / ABSTAIN: None Motion passed.

## 5. STATE APPOINTMENT VACANCY

Regarding the OhioMHAS appointment vacancy to be filled by a person who has received or is receiving mental health services, two applications have been received and word has been received that another is forthcoming. Dr. Blue asked Ms. Krajewski to scan all applications and e-mail them to Nominating Committee members for their review and feedback. Committee members were asked to contact Dr. Blue by e-mail or phone regarding their input. Interviews will then be arranged.

## 6. OLD/NEW BUSINESS

Ms. Warr inquired about the status of her and Dr. Fowler's county reappointment. Mr. Denihan noted that he and Dr. Blue met with Chris Glassburn, Senior Policy Analyst/Cuyahoga County Administration, who assured them that the two appointment terms for Ms. Warr and Dr. Fowler would be corrected.

There being no further business to discuss, the meeting was adjourned at 3:35 p.m.

Submitted by: Ca	arol Kraiewski.	<b>Executive S</b>	pecialist
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Approved by: Reginald C. Blue, Ph.D., Nominating Committee Chair

What leadership skills will you bring to this position?

	FORM OF INTENT QUESTIONS FOR FY2018 BOARD OFFICER CANDIDATES		
Name	Date		
Please indicate your interest in serving as an ADAMHS Board Officer by selecting only one officer position, noting the opportunity to select the 4 <sup>th</sup> optionopen to serving as needed and/or recommended by the Nominating Committee.			
1)	☐ Chairperson		
2)	☐ Vice Chair		
3)	☐ Second Vice Chair		
4)	$\hfill \Box$ Open to serve as needed/recommended by the Nominating Committee.		

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Explain how you are able to commit to the extensive time frame required to serve in this specific position.