

BYLAWS COMMITTEE MEETING

Date: March 13, 2025

Time: 1:30 PM

Location: 1920 Mariposa Street, Suite 310 Fresno, CA 93721

AGENDA

ITEM	SUBJECT	PRESENTER	ACTION
1.	CALL TO ORDER	Mitchell, Committee Chair	
2. Page 2	ROLL CALL A. Monthly Attendance Record		
3. Page 3	NOVEMBER 18, 2024 BYLAWS COMMITTEE MEETING MINUTES	Mitchell, Committee Chair	Approve
4. Page 6	2025 BYLAWS COMMITTEE MEETING SCHEDULE	Mitchell, Committee Chair	Approve
5. Page 7	BYLAWS COMMITTEE CHARTER A. Supporting Document	Mitchell, Committee Chair	Approve
6. Page 12	TARGET AREA C SPECIAL ELECTION CANDIDATE	Mitchell, Committee Chair	Accept
7. Page 13	ELECTION MATERIALS A. Supporting Document	Mitchell, Committee Chair	Approve
8. Page 20	BOARD SELF-ASSESSMENT A. Supporting Document	Mitchell, Committee Chair	Approve
9. Page 26	COMMISSIONERS ONBOARDING PROCESS A. Supporting Document	Mitchell, Committee Chair	Approve
10. Page 28	2025 EXPIRING TERMS	Mitchell, Committee Chair	Information
11.	PUBLIC COMMENTS <i>(This is an opportunity for the members of the public to address the Board on any matter related to the Commission that is not listed on the agenda. Limit two minutes per speaker.)</i>		
12.	COMMISSIONERS' COMMENT	Mitchell, Committee Chair	
13.	ADJOURNMENT	Mitchell, Committee Chair	
Note:	NEXT COMMITTEE MEETING: TBD 2025		



Bylaws Committee Meeting Monthly Attendance Record 2025

Lisa Mitchell
 David Ruiz
 Bruce McAlister
 Luis Martinez
 Earl Brown

Jan.	Feb	13-Mar	April	May	June	July	21-Aug	Sep.	Oct.	20-Nov	Dec	Attended
												0/3
												0/3
												0/3
												0/3
												0/3

O-Present X-Absent T-Teleconference

BYLAWS COMMITTEE MEETING

Date: November 18, 2024

Time: 4:00 PM

Location: 1920 Mariposa Street, Suite 300 Fresno, CA 93721

MINUTES

ITEM

1. CALL TO ORDER
Lisa Mitchell, Chair, called the meeting to order at 4:03 P.M.

2. ROLL CALL
Roll was called and a quorum was established.

<u>Committee Members:</u>	<u>Other Commissioners</u>	<u>Staff:</u>
Lisa Mitchell	Lauren Nikkel	Karina Perez
Linda Hayes	Charles Garabedian	Kenneth Price, Legal Counsel
David Ruiz		Elionora Vivanco
Luis Martinez		

Teleconference
Zina Brown-Jenkins

Absent:
N/A

3. MINUTES FROM OCTOBER 21, 2024 COMMITTEE MEETING

Public Comment: None heard.

Motion by: Hayes **by:** Ruiz
Ayes: All in favor.
Nays: None heard

4. TARGET AREA CANDIDATES

Karina Perez, Chief of Staff, provided an overview of the Target Area Candidates nominees.

Uncontested Candidates

- Target Area C: Danielle Parra
- Target Area F: Alysia Bonner
- Target Area G: Earl Brown
- Target Area H: Debra D. McKenzie

Contested Candidates:

- Target Area B: Rey Leon
- Target Area B: Aldo Jay Chavira

Public Comment: None heard.

Motion by: Hayes **by:** Martinez

Ayes: All in favor.

Nays: None heard

5. COMMUNITY SECTOR APPLICATIONS

Perez provided an overview of the completed Community Sector applications received and notified the Committee of the one (1) open Community Sector seat available.

Commissioner Hayes inquired if Head Start County-Wide Policy Council automatically has a Community Sector seat on the Board. Perez stated all Community Sectors representatives must apply for a seat and go through the election procedures.

Upon further discussion, the Committee decided to revise the agency Bylaws with the following change:

Article IV. Composition of the Board: Section 2: Head Start Board Composition Requirements

- D. One Commissioner shall represent the Head Start Policy Council, which shall be a Community Sector appointment.

Public Comment: None heard.

Motion by: Hayes **by:** Martinez

Ayes: All in favor.

Nays: None heard

6. BYLAWS REVISIONS

Kenneth Price, Legal Counsel, provided an overview of the redline restoring previous standing committees' Bylaws revisions with recommended changes.

Commissioner Garabedian stated concerns about the attendance policy. Upon further discussion, the Committee decided to make the following additional changes.

ARTICLE VIII. MEETINGS - Section 8. Electronic Participation in Board Meetings

- Board members' electronic participation is limited to five regular meetings per year.
- Remove the physical present quorum for Board Members to participate electronically.

Board Chair Baines recommends creating an Executive Session folder to allow the Commission to review documents in a timely manner. Perez stated a confidential Executive Session Folder will be created in SharePoint for the Commission to review before the Board Meetings.

Public Comment: None heard.

Motion by: Ruiz **by:** Hayes

Ayes: All in favor.

Nays: None heard

7. CHRONOLOGY OF BOARD ELECTION EXTENSION

Price shared with the Committee the Expiring Terms with the Commissioners' new three-year expiring terms to avoid confusion. Chair Mitchell will mention the Expiring Terms to the full Board during the November 18, 2024, Board Meeting.

Perez provided an overview of two options for the chronology of Board Election extension. Upon future review by the Bylaws Committee, they decided to go with "Option B" to allow the candidates time to collect voter registration forms.

Public Comment: None heard.

Motion by: Martinez **Second by:** Ruiz

Ayes:. All in favor.

Nayes: None heard

8. BOARD SELF-ASSESSMENT RESULTS

Perez provided an overview of the Board self-assessment results.

Public Comment: None heard.

No action required.

9. PUBLIC COMMENTS

Public Comment: None heard.

No action required.

10. COMMISSIONERS' COMMENT

No action required

11. ADJOURNMENT

Motion by: Hayes **Second by:** Ruiz at 5:02 P.M.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 4	Director: N/A
Subject: 2025 Bylaws Committee Meeting Schedule	Officer: Brian Angus

Recommended Action

Staff recommends Committee review and approval of the 2025 Bylaws Committee Meeting Schedule.

Background

As stated in the Bylaws Committee Charter, the committee shall meet at least four times a year, typically on the third Thursday of the month at 5:30 p.m.

Bylaws Committee	
Month	Meeting Date
February	No Meeting
March	*Thursday, March 13, 2025
April	No Meeting
May	Thursday, May 15, 2025
June	No Meeting
July	No Meeting
August	Thursday, August 21, 2025
September	No Meeting
October	No Meeting
November	Thursday, November 20, 2025
December	No Meeting

* Second Thursday of the month

All meetings will be held in person with the option for Committee members to call in and be counted towards quorum.

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If approved by the Committee, the committee meeting schedule will be finalized and implemented.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 5	Director: N/A
Subject: Bylaws Committee Charter	Officer: Brian Angus

Recommended Action

Staff recommends Committee review and approval of the Bylaws Committee Charter.

Background

The Committee’s Charter is attached for reference in a redline version for review and discussion of additional changes proposed to the Bylaws Committee Charter.

The changes proposed are in alignment with our current Agency’s Bylaws.

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If approved by the Committee, the Bylaws Charter will be finalized to align with the agency’s Bylaws.

FRESNO ECONOMIC OPPORTUNITIES COMMISSION

BYLAWS COMMITTEE CHARTER

MODIFIED MARCH 2025³

FRESNO EOC BYLAWS COMMITTEE CHARTER

INTRODUCTION

The Bylaws Committee was established by the Board to oversee processes by which the Board conducts itself and adds new Commissioners. Unless the commissioners otherwise designate, committees shall conduct their affairs in the same manner as is provided in these bylaws for the conduct of the affairs of the Board of Commissioners, with such changes in the context of such provisions as are necessary to substitute the committee and its members for the Board of Commissioners and its members.

PURPOSE

To act as a resource and oversight arm for the Board of Directors by maintaining the Agency's Bylaws, Policies and Procedures and having responsibility for Board recruitment and development. This provides the Board with clear guidelines for accomplishing their responsibilities while following proper standard operating procedures and protocols.

MEMBERSHIP

The Bylaws Committee shall be composed of five (5) Commissioners, with at least one from each tripartite sector. The committee members and chair shall be appointed by the Board Chair and approved by the board and shall serve at the pleasure of the board.

Fresno EOC staff, assigned by the Board Secretary, shall serve as the Committee Secretary.

QUORUM

A quorum shall be established at the beginning of all meetings. A quorum shall equal a majority of the Commissioners assigned to the committee. ~~Any Board member's participation in any meeting via electronic means shall comply with the Brown Act's limitations on technological conferences, as may be modified by Executive Order pursuant to Article VIII of the Corporation's Bylaws constitutes presence at that meeting.~~ Should a meeting not meet quorum requirements or lose the quorum at some point during the meeting, the meeting may proceed with informational items however no action, other than adjournment, may be taken.

SCOPE

Subject to the approval of the board, the committee is granted the authority to:

- A. review and revise the bylaws and policies and procedures of the organization;
- B. oversee the Target Area election and the Community Sector appointment processes; and
- C. conduct the annual board self-evaluation

RESPONSIBILITIES AND DUTIES

Section 1. Bylaws

- A. Maintain an official text of the Bylaws, incorporating all changes as adopted by the organization.
- B. Create and maintain a Policies and Procedures Manual.
- C. Interpret any bylaws questions and implement solutions to bylaws related problems.
- D. Consider and recommend bylaw amendments.
- E. Coordinate annual review of the organization's articles of incorporation and bylaws.

Section 2. Training and Evaluation

- A. Oversee Commissioner orientation and training.
- B. Coordinate the board's periodic evaluation process of itself and the organization's governance structure, policies and procedures..

Section 3. Commissioner Election and Appointment

- A. Draft Commissioner Reference and election documents such as job descriptions and guidelines.
- B. Administer the Target Area board member democratic selection process.
- C. Meet as the Selection Committee to recommend candidates for Community Sector board positions.
 - 1. The Selection Committee shall meet as needed with the purpose of interviewing qualified candidates for Community Sector board positions and making recommendations to the Board.
 - 2. The Selection Committee shall have 5 members and be comprised of Bylaws Committee members that are not Community Sector Representatives up for reappointment that year.
 - 3. If needed, the Board Chair will appoint Commissioners that are not Community Sector Representatives up for reappointment that year to the Selection Committee for a total of 5.
- D. Ensure that the board fills vacancies promptly.

MEETINGS

Meetings are open to all commissioners and shall generally be attended by program officers and directors to introduce or respond to agenda items, or general questions and comments Committee members may have. Only those members appointed to the Committee are permitted to vote on agenda items.

Section 1: Frequency

The Bylaws Committee shall meet at least four times a year, typically on the third Thursday of the month at 5:30p.m. with authority to convene additional meetings or reschedule, as circumstances require. In the event the Committee meeting date is a Holiday recognized by the Agency, the meeting will be moved to an alternate date. Meetings during the months of July and August shall be held at the discretion of the Committee Chairperson. The Committee Chair shall have authority to convene additional meetings, as circumstances require, and to reschedule meetings allowing for sufficient notice period Meetings will be held without restrictions or time constraints.

Section 2: Agenda

The Committee Chair will approve the agenda for the committee's meetings and any member may suggest items for consideration. Written materials will be provided to the committee 72 hours in advance before the Committee Meeting per Brown Act Rules.

Section 3: Minutes

The committee shall keep a record of its actions and proceedings, and when required by the board, shall make a report of those actions and proceedings to the board.

Minutes will be prepared after each committee meeting by the Committee Secretary. The Committee Chair approves the minutes for inclusion and approval in the next committee packet.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 6	Director: N/A
Subject: Target Area C Special Election Candidate	Officer: Brian Angus

Recommended Action

Staff recommends the acceptance of the elected candidate to represent Target Area C, identified on Tuesday, March 11th.

Background

The Special Target Area C election received more than one application. The candidate will be disclosed at meeting.

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If accepted by the Committee, this item will move forward for full Board consideration at the March 17, 2025, Commission Meeting. If not accepted, the Target Area C seat will remain vacant.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 7	Director: N/A
Subject: Election Materials	Officer: Brian Angus

Recommended Action

Staff recommends Committee approval for full Board consideration of the 2025 Election Materials.

Background

Attached are the revised Election Materials for the 2025 Board Election to be updated on the Fresno EOC’s website.

- ❖ Chronology of Board Election 2025 Dates
- ❖ Community Sector Public Notice
- ❖ Target Area Public Notice
- ❖ Target Area Vote Registration Form
- ❖ Policies and Procedures for Election of Officers

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If approved by the Committee, this item will move forward for full Board consideration at the March 17, 2025, Commission Meeting. If not approved, the Election Materials will not be updated on the Fresno EOC’s website and cause delays in the 2025 Board Election.



Chronology of Board Election 2025 Dates

- Mon, 3/17 Updated election materials uploaded to website.
- Mon, 5/12 Press Release is released.
- Fri, 10/3 Last day of acceptance of nomination forms for Community Sector Representatives and Target Area Candidates. (Organization appointing Community Sector Representative must submit an original resolution with the application, signed and dated within 60 days).
- October Ballots to target area-registered voters are mailed as registrations are received and verified.
- Thurs, 10/16 Screening Committee meets to review Community Sector applications. 5:00p.m.
- Mon, 10/27 & Tue, 10/28 Screening Committee Interviews Community Sector candidates starting.
- Fri, 11/07 Voter registration form deadline to vote in 2025 elections.
- Fri, 11/21 Election Close Date. Ballots can be hand-delivered by 5:00p.m. If mailed, ballots must be postmarked by November 21, 2025.
- Mon, 12/1 Ballots Opened at 4:00 PM in the Fresno EOC Board Room and Virtual Link provided for Public View.
- Mon, 12/15 Present election and community sector selection results at the Board of Commissioners meeting for approval to seat as of January 1, 2026.
- January 2026 New board members onboarding process start.

Voters may register to vote at any time during the year. If registering to vote in this year's election your paperwork must be in by the deadline.

Dates and times subject to change.
Pending Bylaws Approve



COMMUNITY SECTOR REPRESENTATIVES PUBLIC NOTICE

Fresno Economic Opportunities Commission (Fresno EOC) is seeking qualified nominations for Board Commissioners representing the Community Sector. There are four (4) openings commencing January 202~~6~~⁵ for a ~~three~~-year term.

Fresno EOC is governed by a twenty-four-member Board of Commissioners. One-third of the board consists of public officials, or their representatives, and one-third are elected members representing low-income persons. The remaining members are Business/Community Representatives. Their participation and involvement on the Board, its committees, and collaboration with community organizations, agencies, and groups are critical to Fresno EOC's efforts. In addition, their ability to help in developing public and institutional understanding of and support for the programs – and the positive effects those programs can have on the community is very important. All board members serve on a voluntary basis.

CANDIDATES FOR COMMUNITY SECTOR COMMISSIONERS

Community Sector Commissioners are representatives of business, industry, labor, religious, law enforcement, youth, education, social services, and/or multicultural organizations that can contribute or mobilize economic and human resources, ethnic and racial diversity and balance to the Commission as a whole, and is supportive of the mission and objectives of the Agency.

To qualify, the candidate must be 18 years or older, a resident of the target area, and neither an employee of Fresno EOC nor a member of the immediate family of an employee of Fresno EOC. Nominees must be individuals that are responsible, professional and capable; of good character and reputation; and have the understanding of and ability to perform board governance consistent with the agency's Articles of Incorporation and By-laws.

NOMINATION PROCESS

Interested nominees must complete and submit the electronic [Community Sector Nomination Form](#). The form must be accompanied by a proof of age and a board-adopted resolution from the organization, agency, or group that is authorizing the nomination of the candidate. The resolution must be dated within 60 days of the due date and signed by an officer of the board other than nominee. If the organization is a public entity, a letter from an authorized official is required. The form, documentation and resolution/letter must be submitted by **FRIDAY, OCTOBER 34, 2025**.

SELECTION

The Community Sector Screening Committee of the Fresno EOC Board of Commissioners shall review and screen all eligible nominations and forward the most qualified candidates to the Board to be ratified. The selected Business/Community Representatives will be seated at the January 202~~6~~⁵ Board Meeting.

For further information, contact Executive Office at (559) 263-1014 or e-mail at elections@fresnoeoc.org

Fresno Economic Opportunities Commission, 1920 Mariposa Street, Suite 300, Fresno, CA 93721



TARGET AREA REPRESENTATIVES PUBLIC NOTICE

Fresno Economic Opportunities Commission (Fresno EOC) is holding elections for Board Commissioner Representatives of low-income Target Areas **BA**, **CD**, **F, G & HE**, to serve for a ~~three~~ year term commencing January 202~~6~~**5**.

Fresno EOC is governed by a twenty-four-member Board of Commissioners. One-third of the board consists of public officials or their representatives, and one-third are members of business and community groups. The remainder must be democratically elected to represent low-income residents and groups. Representatives are a fundamental source of information on conditions and problems of poverty. Their participation and involvement on the Board, on its committees and at neighborhood levels are critical to Fresno EOC's efforts. Also important is their ability to help develop public and institutional understanding of, and support for, the programs – and the positive effects those programs can have on the community. All board members serve on a voluntary basis.

CANDIDATES FOR TARGET AREA COMMISSIONERS

To qualify, candidates must be 18 years or older, a resident of the target area, and neither an employee of Fresno EOC nor a member of the immediate family of an employee of Fresno EOC. Qualified candidates must be individuals that are responsible, professional and capable; of good character and reputation; sympathetic to the mission and objectives of Fresno EOC; will act as a representative of the poor; and can govern the affairs of the Agency consistent with its Articles of Incorporation and Bylaws.

NOMINATION PROCESS

Interested candidates must complete and submit an electronic [Representative Nomination Form](#) along with documentation of your age and residency. The form and documentations must be submitted by **FRIDAY, OCTOBER 34, 20254**.

ELECTIONS

Elections will be by mail-in or in-person ballot only. Ballots will be mailed out starting in October as [registration forms](#) are received and validated. Completed ballots must be postmarked by **Friday, November 212, 20254** or submitted in person by 5:00pm to the Fresno EOC Internal Audit office at 1920 Mariposa Street, Suite 300, Fresno, CA 93721. Emails and faxes will not be accepted. Results of the election will be posted after December **156, 20254**. The newly elected Commissioners will be seated at the January 202~~6~~**5** Board Meeting.

REGISTRATION TO VOTE

To qualify to vote in the Fresno EOC Target Area Representative Elections, you must be 18 years or older and a resident of the target area in which you wish to vote. To register the electronic [Voter Registration Form](#) must be submitted by **Friday, NOVEMBER 71, 20254**, or postmarked and mail to "Voter Registration", Post Office Box 992, Fresno, CA 93714, via email by 11:59 pm to elections@fresnoeoc.org or in person by 5:00 pm at 1920 Mariposa Street, Ste. 300 Fresno, CA 93721.

For further information, contact Executive Office at (559) 263-1014 or e-mail at elections@fresnoeoc.org

Fresno EOC, 1920 Mariposa Street, Suite 300, Fresno, CA 93721



Fresno Economic Opportunities Commission

TARGET AREA VOTER REGISTRATION FORM

In order to vote in the Fresno EOC Target Area election, you must register, be 18 years or older and be a resident of the designated Target Area. Voters may register to vote at any time during the year. If registering to vote in this year's election your paperwork must be in by **NOVEMBER 7, 2025**.

Voter Information

Full Name: _____
Last First M.I.

Home Address: _____
Street Address Apartment/Unit #

City State Postal Code

Primary Phone: _____ Alternate Phone: _____

Email: _____ Date of Birth: _____

Target Area: A B C D E F G H

See [Target Area Map](#), if you aren't certain which Target Area you live in.

This signed nomination form may be submitted in the following ways:

By Mail: Postmarked by due date	By E-Mail: By 11:59 PM on the due date	Hand Delivered: By 5:00 PM on the due date
Fresno EOC Elections Office Post Office Box 992 Fresno, CA 93714	Elections@Fresnoeoc.org	Fresno EOC 1920 Mariposa Street, Suite 300 Fresno, CA 93721

This election will be by mail-in or in-person paper ballot only. Once the registration form is received and validated, eligible voters will be mailed ballots with a return envelope to their mailing address. The ballot must be returned sealed, in the self-addressed envelope no later than 5:00pm or postmarked by **NOVEMBER 21, 2025**.

Disclaimer and Signature

I certify under penalty of perjury that the above is true. I hereby register to vote in the Fresno Economic Opportunities Commission Target Area Election and that:

- *I am or will be 18 years of age or older by the date of the election;*
- *I reside in the Target Area for which I am registering to vote.*

Signature: _____ Date: _____

POLICIES AND PROCEDURES FOR ELECTION OF OFFICERS

These Policies and Procedures for Election of Officers are intended as a guide to an orderly, fair, and open Board of Commissioner election of officer process for the Fresno Economic Opportunities Commission.

ELECTION DATE AND CANDIDATE NOTIFICATION

Elections will be held at the annual meeting of the Board of Commissioners, which occurs in January unless postponed pursuant to the Article VIII, Section 1 of the Bylaws. Members of the Board who are interested in being considered as an officer should notify the Board Secretary of their interest at least 14 calendar days before the January meeting. Any Commissioner may nominate a candidate by notifying the Secretary. Nominees shall be contacted by the Secretary or his designee to confirm the nominee's acceptance of the nomination. This information will be distributed to Board members prior to the January meeting. If an officer position is vacant, that position may be filled at the next regular or special Board of Commissioners' meeting ~~so long as such action does not violate the notice requirements in the Ralph M. Brown Act.~~

Nominations can be made from the floor at the time of the election. In such instances, nominees must confirm their willingness to let their name stand. In cases where the member is present, the nominee's expression of willingness shall be done verbally. In instances where the member is not present, the nominator must provide a written statement from the nominee agreeing to their nomination.

~~All votes shall occur via voice vote in a manner consistent with the Ralph M. Brown Act.~~

VOTING

The Secretary shall preside over the voting portion of the election.

The Secretary will announce the names of those individuals who have already put their name forward.

The nominations shall be opened to the floor and any regular commissioner may nominate another regular commissioner as a candidate for office.

Nominations do not require a second, only the nominee's consent.

The Secretary will ask for additional nominations for all positions in the order of Chair, First Vice Chair and Treasurer, before closing nominations for all elected offices and then proceed with the election

The Secretary states,

" _____ has been nominated for Chair, are there further nominations for Chair?" (Pause).

" _____ has been nominated for First Vice Chair, are there further nominations for First Vice Chair?" (Pause) and so forth.

This procedure is used for each office.

The Secretary then says,

"Are there further nominations for any of these offices?"(Pause) "Hearing none, I declare the nominations closed.

Candidates will be offered an opportunity to speak to the Board, but will not be required to do so. The Chair will ask, "Does any candidate wish to address the Board?"

ONE NOMINEE FOR OFFICE

The Secretary will state, "Being that there is but one nominee for some offices, the Board shall take action to elect _____ to the position of _____. Do I have a motion? Do I have a second? Any Board member comment? Any public comment? The vote occurs.

Officers are elected by a majority vote of those present, providing the quorum as stated in the bylaws has been met.

TWO OR MORE NOMINEES FOR OFFICE

When there are two or more nominees for an office, the election shall be held by voice vote, each member stating their preferred candidate. If no candidate obtains 50% + 1 of those Commissioners present, the two Commissioners receiving the highest number of votes for that office shall participate in a runoff. The Commissioner receiving the highest number of votes shall be elected for that office.

In the event a tie vote occurs, this will be announced and there will be one more vote. If the vote is still tied, the tie will be broken by a random "coin toss".

- A. This procedure is repeated for each contested office. The Secretary announces who has been elected to office.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 8	Director: N/A
Subject: Board Self-Assessment	Officer: Brian Angus

Recommended Action

Staff recommends Committee approval for full Board consideration of the Board Self-Assessment.

Background

On a consistent basis, a Board Self-Assessment is conducted to aid Fresno EOC’s Board of Commissioners to:

1. Identify gaps between the standards for effective, nonprofit boards
2. Engage the commissioners in discussions about their effectiveness as a board
3. Ascertain our commissioners’ perceptions of knowledge, skills, and processes as they carry out their board roles
4. As applicable, pinpoint areas in which the Board is excelling as well as those requiring improvement.

A timeline of the Board Self-Assessment Timeline is outlined below:

SELF-ASSESSMENT TIMELINE

MARCH 13TH – Bylaws Committee Meeting	Bylaws Committee Review And Approval Of The Assessment Questions.
MARCH 17TH – Board Meeting	Board approves assessment questions
JUNE / JULY	Questionnaire is sent for commissioners to complete
OCTOBER 6TH – Bylaws Committee Meeting	Draft report is generated and presented to Bylaws committee. Bylaws Committee input is incorporated into report
OCTOBER 20TH – Board Meeting	Final report is presented to the Board

After analyzing the data the Bylaws Committee will prepare a presentation to be given to the board on the results of their collective responses and engage in a discussion on next steps.


Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If approved by the Committee, this item will move forward for full Board consideration at the March 17, 2025, Commission Meeting. If not approved the Board Self-Assessment questionnaire will not be sent to the full Board to obtain the Commissioners feedback.



Board Self-Assessment Questionnaire

Please evaluate each question based on your experience. Do not answer questions as you think they should be answered, but as you truly see it given your experience. Only select “N/A” if you feel you don’t have enough information to measure the question.

Feel free to leave comments below each section.

- 4 – Strongly Agree
- 3 – Agree
- 2 – Disagree
- 1 – Strongly Disagree
- 0 – N/A

Section 1: Board and Staff

1. The board operates under a set of policies, procedures, and guidelines with which all members are familiar.
2. Commissioners play an active role in the organization’s strategic planning.
3. Our organization’s vision and mission is clear and accepted by our board.
4. The full board collaboratively reviews and updates the organization’s strategic plan on a regular basis.
5. Staff develop and carry out annual action plans based on the board–approved strategic plan.
6. The board routinely receives updates by the staff on their annual plans developed by staff.
7. Staff support to board meetings is adequate.
8. Information provided by staff is adequate to ensure effective board governance and decision-making.

Section 2: Board Committees

9. Committees are the primary tools for communication and decision making for our board structure.
10. The board’s ad hoc and standing committees streamline our work process and increase board effectiveness.
11. My committee assignments make good use of my interests and expertise.
12. I am able to attend the majority of my committee meetings.

13. Each standing committee reviews its charter at the beginning of the year and modifies it as needed.
14. I understand the function of the different committees.
15. The committee structure provides adequate contact with administration and staff.
16. The Executive Committee meets only when necessary and reports to the board on all actions taken.
17. All committees have adequate agendas and minutes for each meeting.

Section 3: Board Meetings

18. The number of board meetings is adequate to ensure effective governance.
19. Board meetings are long enough to accomplish the necessary work.
20. The agendas of our board meetings and supporting written material are provided in advance of meetings with enough time for adequate advance review.
21. Board meetings are well attended, with near full turnout at each meeting.
22. I am aware of and follow the board meeting attendance policy.
23. Our board thoroughly examines the pros and cons of all major issues and makes fully informed decisions.
24. I am comfortable with the amount of time spent on agenda items.
25. I understand the process to get more information when there is something I don't understand on the agenda.
26. Commissioners fully participate in discussions around significant issues.
27. Our board environment encourages dealing with different points of view.
28. Once a decision is made, we stand behind it as a group.

Section 4: Board Membership & Orientation

- 29. As a Commissioner, I am aware of what is expected of me.
- 30. I am satisfied with my participation on the board.
- 31. I am aware and understand the tri-partite requirement.
- 32. Nomination and appointment of Commissioners follow clearly established procedures using known criteria that I understand.
- 33. Our board and staff inform new Commissioners about responsibilities and important organizational information through a structured new member orientation program.
- 34. The new member orientation prepared me to effectively serve as a Commissioner.
- 35. The board size is adequate to effectively govern the organization.

Section 5: Board - CEO Relationship

- 37. There is a clear understanding of where the board's role ends and the Chief Executive Officer's begins.
- 38. There is good two-way communication between the board and the CEO.
- 39. Commissioners provide the necessary support that allows the CEO to carry out the role successfully.
- 40. The board has developed formal criteria and a process for evaluating the CEO.
- 41. The board, or a committee of the board, has formally evaluated the CEO within the past 12 months.
- 42. The board evaluates the CEO primarily on the accomplishment of the organization's strategic goals and priorities and adherence to policy.

Section 6: Board Chair

- 43. The board has discussed the role and responsibilities of the Chair.
- 44. The Chair is well prepared for board meetings and helps the board stick to the agenda.

45. The Chair ensures that every Commissioner has an opportunity to be heard.
46. The Chair is skilled at managing different points of view.
47. The Chair helps the board work well together.
48. The Chair demonstrates good listening skills.
49. The board supports the Chair.
50. The Chair is effective in delegating responsibility among Commissioners.

Section 7: Fiscal Management and Monitoring

51. Board members are fully aware of their legal responsibilities for the organization's fiscal management.
52. The board adequately oversees the financial performance and fiduciary accountability of the organization.
53. The board receives regular financial updates and takes necessary steps to ensure the operations of the organization are sound.
54. Our organization's fund raising needs and strategies are understood by the board.
55. Board members are knowledgeable about the organization's programs and services.
56. The board has been made aware of and understands its oversight role of the CSBG Organizational Standards.
57. The board has been made aware of and understands its oversight role of the Head Start Governance, Leadership and Oversight Capacity Screener.

Section 8: External Relations Practices

58. Our board receives regular reports about the organization's relationships with external constituents and community groups.
59. I participate in critical organizational events designed to promote the organization (annual meeting, programmatic kick-off events, openings of major new programs, etc.)
60. Board members are clear about who serves as official spokesperson for the organization.

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 9	Director: N/A
Subject: Commissioners Onboarding Process	Officer: Brian Angus

Recommended Action

Staff recommends Committee approval for full Board consideration of the revised Board Members Onboarding Process form.

Background

On an annual basis, Commissioners are elected/selected and/or appointed to represent a Community Sector, Public Sector or Target Area.

The onboarding process form was updated to include the following:

CSBG Organizational Standard

Standard 5.7 The organization has a process to provide a structured orientation for governing board members within 6 months of being seated.

In addition to a signature and date line.

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

If approved by the Committee, this item will move forward for full Board consideration at the March 17, 2025, Commission Meeting. If not approved, the agency will be out of compliance with the CSBG organization standards.

BOARD MEMBER ORIENTATION CHECKLIST

CSBG Organizational Standard 5.7: The organization has a process to provide a structured orientation for governing board members within 6 months of being seated.

ONBOARDING PROCESS
<p>PROGRAM UNDERSTANDING</p> <p>Agency Tour</p> <ul style="list-style-type: none"> • Shared understanding of Poverty in Fresno • Understanding Fresno EOC History <ul style="list-style-type: none"> Materials to share with board members <ul style="list-style-type: none"> ▪ Community resource guide / programs list
<p>Strategic Direction</p> <ul style="list-style-type: none"> • Know the organization’s mission, vision and values. <p>Board member roles and responsibilities</p> <ul style="list-style-type: none"> • Understanding tripartite board • Community Service Block Grant (CSBG) organizational standards • Importance on preparing for and conscientiously participating in all assigned committees and board meetings including agency activities when possible. <ul style="list-style-type: none"> Materials to share with board members <ul style="list-style-type: none"> ▪ Board member position description ▪ Strategic Plan ▪ CSBG organizational standards ▪ Committee list ▪ Board roster
<p>Organizational Structure</p> <ul style="list-style-type: none"> • Review organizational chart • Review Articles of Incorporation and Bylaws • Introduce to key staff members <p>Finances</p> <ul style="list-style-type: none"> • Independent Audit Report • Review recent agency financials • Provide an overview of the agency budget • Understanding fiduciary responsibilities <ul style="list-style-type: none"> Materials to share with board members <ul style="list-style-type: none"> ▪ Audit report ▪ Agency budget ▪ Agency financial statement ▪ Organizational chart ▪ Articles of Incorporation and Bylaws

Board Member Signature

Date Seated:

*Date Completed:

*Must be completed within 6 months of seating

BYLAWS COMMITTEE MEETING

Date: March 13, 2025	Program: N/A
Agenda Item #: 10	Director: N/A
Subject: 2025 Expiring Terms	Officer: Brian Angus

Recommended Action

The information presented below is intended to keep the Board apprised on the Commissioners expiring terms for 2025.

Background

Commissioners will be notified by mail, email, phone call and text of their upcoming expiring term and receive a 90, 60 and 30 day reminders before election application due date.

Expiring Terms 2025

COMMISSIONER	REPRESENTS
Community Sector	
Kathleen Arambula-Reyna	Fresno Reel Pride
Bruce McAllister	West Fresno Faith Based Organization
Jimi Rodgers	Association of Black Social Workers
Manuel Romero	Centro la Familia Advocacy Services
Public Sector	
Charles Garabedian	Board of Supervisors
Brian King	Mayor of the City of Fresno
Luis Martinez	14 th Senatorial District
Robert Pimentel	State Center Community College District
Target Area	
Alena Pacheco	Target Area A
Daniel Martinez	Target Area D
Lisa Mitchell	Target Area E

Fiscal Impact

Action on this agenda item will have no fiscal impact.

Conclusion

This item is for informational purposes only.