

NOMINATING COMMITTEE MEETING LANSING BOARD OF WATER & LIGHT BOARD OF COMMISSIONERS

Thursday, May 30, 2024 ♦ 5:00 P.M. 1201 S. Washington Ave., Lansing, MI 48910 REO Depot

Nominating Committee: Tracy Thomas, Committee Chairperson; Beth Graham, DeShon Leek, Dale Schrader

BWL full meeting packets and public notices/agendas are located on the official web site at https://www.lbwl.com/about-bwl/governance.

AGENDA

| Call to Order | |
|---|---|
| Roll Call | |
| Public Comments on Agenda Items | |
| 1. Nominating Committee Meeting Minutes of June 13, 2023 TAB | 1 |
| 2. Officer & Committee Survey Memorandum TAB | 2 |
| 3. Committee Selection Results Memorandum | 3 |
| 4. Officer & Committee Survey Results and Comments | 4 |
| 5. Nomination of Board Officer Candidates for Fiscal Year 2024-2025 | |
| Other | |
| Adjourn | |

*A quorum of the Board of Commissioners may be in attendance.

NOMINATING COMMITTEE Meeting Minutes June 13, 2023

The Nominating Committee of the Lansing Board of Water and Light met at the BWL Headquarters-REO Town Depot located at 1201 S. Washington Ave., Lansing, MI, at 5:00 p.m. on Tuesday, June 13, 2023.

Nominating Committee Chairperson, Beth Graham, called the meeting to order at 5:00 p.m. and asked the Corporate Secretary to call the roll. The following committee members were present: Commissioners Beth Graham, DeShon Leek, Tony Mullen and Tracy Thomas.

Absent: None

The Corporate Secretary declared a quorum.

Public Comments

There were no public comments.

Commissioner Tracy Thomas requested permission from the Nominating Committee Chairperson, prior to the start of the Nominating Committee process, to allow him to make a personal, editorial comment for all Commissioners in attendance. Nominating Committee Chairperson Beth Graham granted Commissioner Thomas' request. Following Commissioner Thomas' comment, Commissioners running for Chairperson and Vice-Chairperson were respectfully asked to consider leaving the meeting to allow the Nominating Committee to have open conversation and dialogue for the Fiscal Year 2023-2024 nominations of Chairperson and Vice-Chairperson. Commissioners Dusty Horwitt, Sandra Zerkle and David Price complied with this request and left the meeting until the open conversation and dialogue had concluded.

Approval of Minutes

Motion by Commissioner Tony Mullen, Seconded by Commissioner Tracy Thomas to approve the Nominating Committee meeting minutes of July 12, 2022.

Action: Motion Carried.

Officer & Committee Survey Memorandum, Committee Selection Results Memorandum and Officer & Committee Survey Results and Comments

Chairperson Beth Graham stated that the Officer & Committee Survey Memorandum, Committee Selection Results Memorandum and the Officer & Committee Survey Results and Comments were included in the Nominating Committee meeting packet for review and asked if there were any questions regarding the documents. There were no questions.

Nomination of Board Officer Candidates for Fiscal Year 2023-2024

Chairperson and Vice Chairperson

Chairperson Beth Graham opened the floor for nominations for the Chairperson for the 2023-2024 fiscal year and for the Vice Chairperson for the 2023-2024 Fiscal Year.

Motion by Commissioner Tony Mullen to nominate Commissioner David Price to serve as Chairperson of the Board of Commissioners for the 2023-2024 Fiscal Year. There was no second.

Action: Motion failed.

Motion by Commissioner DeShon Leek to nominate Commissioner Semone James to serve as Chairperson of the Board of Commissioners for the 2023-2024 Fiscal Year. There was no second.

Action: Motion failed.

Motion by Commissioner Tony Mullen to nominate Commissioner Sandra Zerkle to serve as Chairperson of the Board of Commissioners for the 2023-2024 Fiscal Year. There was no second.

Action: Motion failed.

Motion by Commissioner DeShon Leek, Seconded by Commissioner Tracy Thomas, to nominate Commissioner Semone James to serve as Chairperson of the Board of Commissioners for the 2023-2024 Fiscal Year.

Roll Call Vote:

Yeas: Commissioners Beth Graham, DeShon Leek and Tracy Thomas

Navs: Commissioner Tony Mullen

Action: Motion Carried.

Motion by Commissioner Tracy Thomas, Seconded by Commissioner Tony Mullen to nominate Commissioner David Price to serve as Vice-Chairperson of the Board of Commissioners for the 2023-2024 Fiscal Year.

Yeas: Commissioners Beth Graham, DeShon Leek, Tony Mullen and Tracy Thomas

Nays: None.

Action: Motion Carried.

Motion by Commissioner Tony Mullen, Seconded by Commissioner DeShon Leek to present the Slate of Officers for Fiscal Year 2023-2024 to the full Board for consideration as follows:

Chairperson: Semone James Vice Chairperson: David Price

Roll Call Vote:

Yeas: Commissioners Beth Graham, Tony Mullen, DeShon Leek and Tracy Thomas

Nays: None.

Action: Motion Carried

Nominating Committee Chairperson Beth Graham stated that the recommended slate will be presented to the full Board for consideration and nominations will be taken from the floor at the July 18, 2023, Regular Board/Annual Organizational meeting.

Adjourn

There being no further business, the meeting adjourned at 5:27 p.m.

Respectfully submitted, Beth Graham, Chairperson Nominating Committee



M E M O R A N D U M

TO: Board of Commissioners

FROM: LaVella J. Todd, Corporate Secretary

CC: General Manager Richard Peffley

DATE:

RE: Officer and Committee Survey Forms

In accordance with our Rules of Procedure and past practice, the selection of Board Officers (Chair and Vice Chair) for fiscal year is as follows:

- 1. Officer and Committee Survey interest forms electronically sent to all Board members.
- 2. Completed Survey interest forms returned to the Corporate Secretary. (*Please make sure your survey forms are submitted on time*)
- **3.** Tabulate Survey interest forms. The current Board Chair selects the Nominating Committee members according to the interest survey results.
- **4.** Notice of selected Nominating Committee members electronically sent.
- **5.** The Nominating Committee undertakes the charged task of selecting the Slate of Officers to be presented at its Annual Organization meeting.
- **6.** Annual Organizational Meeting. Recommended Slate of Officers presented and sanctioned.

Committee Chair preferences will be taken into consideration when the newly elected Chair makes the committee assignments for fiscal year.

Commissioners interested in serving as an Officer (Chair or Vice Chair) may not serve on the Nominating Committee. A copy of the Committee's proposed slate of officers will be sent to each Commissioner following the Nominating committee meeting and the results will be presented at the Board's Annual Organizational meeting held on for the Full Board to consider and approve.

Please contact me with any questions or concerns.

Thank you.

| Nam | ie: | | | | | | |
|-----|--------|---------------|------------|-----------|---------------|-------|---|
| 1. | Are yo | ou interested | in serving | as an Off | cer of the Bo | pard? | _ |
| | | Yes | | | | | |
| | | No | | | | | |
| | | | | | | | |

Chair-Description below) with a brief explanation regarding your interest.

If you answered yes to question #1, please indicate your Officer preference (Chair or Vice-

Officer Responsibilities:

2.

Chair

The Chair shall preside at all regular or Special Meetings of the Board and public hearings conducted by the Board, see that all orders and regulations are executed and complied with, see that all legal contracts with the BWL for or in the name of the City are performed, and shall perform such other duties as may be from time to time lawfully required of the Chair. The Chair shall also be an ex officio member of all committees of the Board, unless the Chair is an official member of a Committee. If the Chair is an official member of a Committee, she or he shall possess all voting privileges. It shall not be necessary for the Chair to relinquish the chair for the purpose of participating in debate or for the making of routine motions and resolutions.

Vice Chair

In the absence of the Chair, the Vice Chair shall perform all the duties and have all the powers of the Chair. The Vice Chair shall also preside over meetings of the Committee of the Whole.

Past Chair (RESERVED FOR THE PAST CHAIR OF THE BOARD)

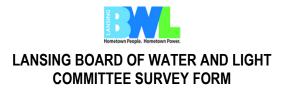
The most immediate past Chair of the Board who is not currently serving, as Chair or Vice Chair of the Board shall be designated "Past Chair." If no Past Chair is serving on the Board, members of the Board shall select a member to assume the duties of the Past Chair as set forth in these Rules of Administrative Procedure. The Past Chair shall assume the duties of the Chair when neither the Chair nor the Vice Chair is present.

| Oth | 1er | Re | ma | rks: |
|-----|-----|-----|-----|------|
| Vи | 161 | 116 | ııa | ına. |

| Signed | |
|--------|--|
| Date | |

Return Survey Forms no later than
LaVella J. Todd
Lansing Board of Water & Light
Office of Corporate Secretary
1201 S. Washington Ave.
Lansing, MI 48910
P.O. Box 13007
Lansing, MI 48901
E- Mail: LaVella. Todd @lbwl.com

to:



| Na | me: |
|----|--|
| 1. | Are you interested in serving as a Committee Chair? |
| | □ Yes □ No |
| 2. | If you answered yes to question #1, please indicate your Committee Chair preference and a brief explanation regarding your interest. |
| 3. | Please indicate your Committee assignment preference by checking the box next to the Committee description. This information will assist the Chair-Elect with Committee assignments for year. |
| | Finance Committee The Finance Committee shall have oversight responsibility for financial performance measures and audits, capital expenditures and returns, bond indebtedness and credit rating, annual Operations & Maintenance budget, rate review, and the investment policies of the retirement plans. |
| | Human Resource Committee The Human Resource Committee shall have oversight responsibility for non-bargaining salary adjustments, employee survey results, labor relations, performance appraisal review for Board-appointed positions, Board staff appointments, salary, wages and employee benefits. |
| | Nominating Committee The Nominating Committee shall at its first regular meeting following July 1st of each year, nominate a slate of officers at its annual organizational meeting and shall endeavor to rotate officers of the Board annually. |

Remarks

| Signed |
|--------|
| Date |

Return Survey Forms no later than
LaVella J. Todd
Lansing Board of Water & Light
Office of Corporate Secretary
1201 S. Washington Ave.
Lansing, MI 48910
P.O. Box 13007
Lansing, MI 48901
E- Mail: LaVella. Todd @lbwl.com

to:



MEMORANDUM

TO: Board of Commissioners

FROM: LaVella J. Todd, Corporate Secretary

CC: General Manager Peffley

DATE: May 17, 2024

RE: Officer and Committee Survey Results

Based on the responses of the Officer and Committee Survey Forms, the Nominating Committee has been established. Board Chair Semone James has deemed that the Nominating Committee will be composed of the following Board members:

Commissioner Tracy Thomas (Chair) Commissioner Beth Graham (Member) Commissioner DeShon Leek (Member) Commissioner Dale Schrader (Member)

The Nominating Committee will meet to discuss and recommend a slate of officers for fiscal year 2024-2025. The Nominating Committee Meeting is scheduled to held Thursday, May 30, 2024 at 5:00pm.

A copy of the Committee's proposed slate of officers will be sent to each Commissioner following the respective meeting. The committee report will then be presented to the Board of Commissioners for approval at the regularly scheduled Board (Annual Organizational) Meeting to be held July 23, 2024.

In addition to the slate of officers presented by the Nominating Committee, the Chair will also ask for nominations from the floor. If there are additional persons nominated for the position of Chair or Vice Chair, the Board of Commissioners will vote on each candidate individually (if applicable). If no nominations are received from the floor, the Board can introduce a motion to pass the slate of officers as presented.

If you have any questions or concerns regarding the above information, please feel free to contact me.

Thank you.

OFFICER AND COMMITTEE SURVEY RESULTS & BOARD MEMBERS' COMMENTS

2024-2025

| COMMISSIONER | SERVE AS AN OFFICER? | OFFICER PREFERENCE | SERVE AS A COMMITTEE CHAIR? | COMMITTEE CHAIR PREFERENCE(S) | COMMITTEE MEMBER PREFERENCE(S) |
|--------------|-------------------------|------------------------------------|-----------------------------|----------------------------------|--------------------------------------|
| Graham | No | | No | | |
| James Yes | | Vice Chairperson or Chairperson | Yes | Finance | Finance |
| Leek No | | | No | | |
| Mullen | Yes | Vice Chairperson | Yes | Finance | Finance Human Resources |
| Price | Yes | Chairperson or Vice Chairperson | No | | Finance |
| Schrader | No | | No | | Finance Nominating |
| Thomas | No | | Yes | Human Resources Nominating | Human Resources Nominating |
| Zerkle | No | | Yes | Finance | Finance |
| (Non-Voting) | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| (Non-Voting) | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| (Non-Voting) | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |

COMMENTS FROM COMMISSIONERS

Commissioner Beth Graham

No comments.

Commissioner Semone James

Officer Interest: Board Vice-Chairperson or Board Chairperson

Committee Chairperson Interest: Finance

Officer preference is either Vice-Chair or Chair. My interest in serving as an Officer of the Board is to continue inclusive and effective governance with open lines of communication. Also, I will work with the Board and BWL management to ensure compliance with fiduciary, legal and regulatory requirements in achieving the goals of the BWL for the City of Lansing and its citizens.

My reasoning for offering to serve as Vice-Chair or Chair is to offer my services, which will allow the Nominating Committee the opportunity to rotate officers when selecting this year's slate of Officers.

If for some reason I am needed to serve as a Committee Chair, then my preference is to serve as the Finance Committee Chair. My extensive experience in asset and operations management, revenue generation and budget oversight would allow utilization of my skills in this committee assignment.

Commissioner DeShon Leek

No Comments.

Commissioner Tony Mullen

Officer Interest: **Board Vice Chairperson**Committee Chairperson Interest: **Finance**

I believe I can do a good job guiding the BWL.

Commissioner David Price

Officer Interest: Board Chairperson or Board Vice Chairperson

As we work to adopt a new Strategic Plan and consider rate increases, I believe my leadership will help us to stay focused and accomplish these critical objectives in the best interests of our customers.

I will work to maintain transparency in our deliberations and will assure that all commissioners have an opportunity to participate in meaningful dialogue on the issues before us.

Commissioner Dale Schrader

Thank you for the opportunity to apply for a position as officer of the Board. I feel that I need more experience before I could potentially become an officer. Maybe next year. I'm learning a lot.

I need at least a year experience before I could consider committee chair or board officer. This is something I would consider in the future.

Commissioner Tracy Thomas

Committee Chairperson Interest: Human Resources

I would be interested in serving as HR Chair as I have successfully served in this position three (3) times during my 16 years as a Board of Commissioner. I believe my knowledge and skills both with the Board as well as with management affords me the opportunity to serve in this position with confidence and success.

After putting my name in the hat for the HR Chair, I would be open to deferring to afford a Commissioner who might be interested that has not served in this position so to allow them the opportunity to get this experience. As usual, I would be willing to serve on the committee and as a mentor to anyone new to this HR Chair position.

I have served in the position of Nominating Committee Chair in the past, I believe I should be afforded the opportunity to serve in a leadership position after not serving for the past two (2) years.

Commissioner Sandra Zerkle

Committee Chairperson Interest: Finance

I have been chair of all committees and I think Finance fits me.