

**RAP**  
FOUNDATION  
GOVERNANCE COMMITTEE  
**DRAFT MINUTES**

July 20, 2021 at 9:00 AM  
41550 Eclectic St. Palm Desert, CA 92260  
Join Zoom Meeting

<https://us02web.zoom.us/j/86272580741>  
Call-In: 1 669 900 6833 Meeting ID: 862 7258 0741

- I. CALL TO ORDER at 9:03 by Committee Chair R. Gutierrez. In attendance: R. Gutierrez, C. Borba, A. Wilson, M. Moran joined but left meeting at 9:10, E. Romero joined at 9:08 and left at 9:45.**

***Also in attendance: M. Gonda, L. De Lara***

**II. APPROVAL OF THE AGENDA**

***Motion to approve as submitted made by C. Borba and seconded by M. Moran Yes: 4 No: 0 Abstentions: 0***

**III. PUBLIC COMMENTS – *None***

**IV. Draft Minutes of June 21, 2021 (attach 1)**

***Motion: M. Moran to accept as submitted. Second: C. Borba Yes: 4 No: 0 Abstentions: 0***

- V. Continue to the modification of the CEO Evaluation Template and Palm Springs Cemetery District Evaluation tool provided recently (attach. 2, 2A, 2B). Create performance measures.**

***No action taken. By consensus, directed the CEO to review the template and provide 1) New insight, 2) Add qualification ideas, 5 or 6 characteristics, 3) and timeline. There was share comments that they do not want to get into too much detail on data collection but rather move forward with the template already given the “go ahead” by the Executive Committee. Will bring back at the Sept. meeting.***

- VI. Review the Bylaws (attach. 3A) And Board Handbook (Page 31- Attach. 3B) regarding the CEO Evaluation review frequency.**

CEO to be evaluated every year. However, if the CEO has received an above satisfied rating evaluation for three consecutive years that the full (summative) evaluation takes place every other year. The CEO is to report the board every 6 to 8 months the status of Goals and Objectives jointly developed by the Executive Board and CEO

***Motion: A. Wilson to change the Board Handbook to include the words “above satisfied rating” in the blank above. Second: C. Borba Yes:3 No: 0 Abstentions: 0***

- VII. Selection of the Vice-Chair for Committees**

***Motion: C. Borba to add the following ideas: The Vice-Chair has to be a RAP board member. The Committee Chair will select and appoint the Vice-Chair. Terms for Chair and Vice-Chair will be two***

*years, with the opportunity to serve more than one term. To advance these changes to the Executive Committee for review prior to moving forward to the Board. Second: A. Wilson Yes: 3 No: 0 Abstentions: 0*

- VIII. Specify authority of Executive and Finance-Investment Committees regarding legal and financial issues. The Executive Committees voted that there is a need to amend the bylaws to require that all potential/evident legal issues are to be directed to the Executive Committee prior to going to the Board. Also, that all Financial issues are to be directed to the Finance-Investment Committee, and to be forwarded to the Executive Committee. If there is an emergency items, a joint meeting of the Finance-Investment and Executive Committees will be convened prior to the Board meeting."

*Motion: C. Borba to direct staff to draft changes that will be shared with the Executive Committee for input before moving forward for board consideration. The changes will include that all potential/evident legal issues will be directed to the Executive Committee prior to being directed to the Board. All unbudgeted expenses will go to the Finance Investment (FI) Committee, then the Executive Committee, prior to being directed to the full board. Keeping in mind that if there is a timing issue, that there be a joint Executive and FI committee meeting to ensure that their input is considered prior to advancing to the board. The plan is to have this change be agendized for the September board meeting. Second: A Wilson Yes: 3 No: 0 Abstentions: 0*

IX. BOARD MEMBER/STAFF COMMENTS

Possible topic(s) for next meeting: *Continue to review the CEO Evaluation Template*

- X. Set Next Meeting Date and Time ????? ADJOURN *at 11:06*– Schedule next meeting *Sept. 21 at 9 AM*

**RAP Foundation**

**RAP Governance Committee Meeting Minutes**

**DATE: September 21, 2021**

**ATTEST: \_\_\_\_\_**

**Rudy Gutierrez, Committee Chair**

**Minutes respectfully submitted by Leticia De Lara, CEO**