

HARBOR BRANCH OCEANOGRAPHIC INSTITUTE

FOUNDATION

MINUTES

Governance Committee Meeting

March 16, 2018

Held at the Harbor Branch Oceanographic Institute Foundation

PRESENT: Mike O'Reilly*, Marjorie Raines*, Bill Stewart, Chair; Mike Toner

ABSENT: Michael Minton

ALSO IN ATTENDANCE: Katha Kissman, President & CEO; Debbie Dutton, Director of Operations;

*participated virtually

Call to Order

The meeting was called to order by Chair Stewart at 3:02 pm.

Approval of Minutes

The minutes of the April 14, 2017 meeting were approved unanimously.

Discussion of annual CEO Performance Evaluation Process

The annual CEO performance review process happens in March to inform the budget preparation process as may be applicable.

Because of the unusual and tumultuous year at the Foundation, the CEO work load and performance have not been normal and have included other requirements of focus and time over and above the responsibilities in her position description. In addition, there were no stated performance goals for the past year other than to best steer the Foundation given the unique circumstances of the litigation with Florida Atlantic University.

After discussion it was agreed that an online attributable survey would be sent out with a cover email from Chair Stewart that would invite the Board Members to provide feedback by a specific date. This feedback will be along the lines of two questions (final to be provided by Chair Stewart):

- In what ways do you feel our CEO's performance this year has served the Foundation well?
- Do you have any concerns about our CEO's performance this year that you would like to bring up?

Debbie Dutton as the Director of Operations will launch the survey and gather the responses. Once closed (March 30, 2017), the results will be shared with Governance Chair Stewart and Chair O'Reilly for discussion with CEO Kissman and reported on at the May 1 Board Meeting.

Adjournment

There being no further business, the meeting was adjourned at 3:15 pm.