



**NOMINATING COMMITTEE MEETING
 LANSING BOARD OF WATER & LIGHT BOARD OF COMMISSIONERS
 Tuesday, July 12, 2022 ♦ 5:00 P.M.
 1201 S. Washington Ave., Lansing, MI 48910
 REO Depot**

Nominating Committee: Tony Mullen, Committee Chairperson; Beth Graham, DeShon Leek, Tracy Thomas

AGENDA

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

Call to Order

Roll Call

Public Comments on Agenda Items

- 1. Nominating Committee Meeting Minutes of June 15, 2021**TAB 1**
- 2. Officer & Committee Survey Memorandum.....**TAB 2**
- 3. Committee Selection Results Memorandum.....**TAB 3**
- 4. Officer & Committee Survey Results and Comments**TAB 4**
- 5. Nomination of Board Officer Candidates for Fiscal Year 2022-2023

Other

Adjourn

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

NOMINATING COMMITTEE MEETING
Meeting Minutes
June 15, 2021

Due to public safety concerns resulting from the COVID-19 Pandemic, the Nominating Committee meeting of the Lansing Board of Water and Light (BWL) was conducted via WebEx Conferencing in Lansing, MI, at 4:30 p.m. on Tuesday, June 15, 2021.

Event Address for Attendees:

<https://lbwlevents.webex.com/lbwlevents/onstage/g.php?MTID=ed8c3f9d079ba1e9532ceeeef22648917>

Event Number for Attendees: 132 808 7891 Event Password: WbjjpxHm292

Audio Conference: United States Toll +1-408-418-9388 Access Code: 132 808 7891

Nominating Committee Chair, Tony Mullen, called the meeting to order at 4:43 p.m. and asked the Corporate Secretary to call the roll.

The following Commissioners were present via audio/video:

Tony Mullen remotely, Lansing, MI (Member)	Beth Graham remotely, Lansing, MI (Member)
DeShon Leek remotely, Lansing, MI (Member)	David Lenz remotely, Lansing, MI (Member)
Stuart Goodrich remotely, Delhi Township, MI	Ken Ross remotely, Lansing, MI

Absent: None

Public Comments

There were no public comments.

Approval of Minutes

Motion by Commissioner Leek, Seconded by Commissioner Graham to approve the Nominating Committee meeting minutes of June 23, 2020.

Roll Call Vote:

Yeas: Commissioners Tony Mullen, Beth Graham, Deshon Leek, and David Lenz

Nays: None

Action: Motion Carried

Officer & Committee Survey and Committee Selection Results Memoranda

Nominating Committee Chair Mullen stated that the Officer Committee Survey and Committee Selection Results Memoranda and Committee Survey Results and Comments Forms were included in the Nominating Committee meeting packet for review and asked if there was any discussion regarding the documents. There was no discussion.

Nomination of Board Officer Candidates for Fiscal Year 2021-2022

Chairperson and Vice Chairperson

Nominating Committee Chair Mullen opened the floor for nominations for the Chairperson for the 2021-2022 fiscal year and for the Vice Chairperson for the 2021-2022 fiscal year.

Motion by Chair Mullen, Seconded by Commissioner Graham to nominate Commissioner David Price to serve as the Chairperson for the 2021-2022 fiscal year.

Roll Call Vote:

Yeas: Commissioners Tony Mullen, Beth Graham, Deshon Leek, and David Lenz

Nays: None

Action: Motion Carried

Motion by Commissioner Lenz, Seconded by Commissioner Graham to nominate Commissioner Tracy Thomas as the Vice Chairperson for the 2021-2022 fiscal year

Roll Call Vote:

Yeas: Commissioners David Lenz

Nays: Commissioners Tony Mullen, Beth Graham, and Deshon Leek

Action: Motion Failed

Motion by Commissioner Leek, Seconded by Chair Mullen to nominate Commissioner Sandra Zerkle as the Vice Chairperson for the 2021-2022 fiscal year.

Discussion: Commissioner Lenz questioned if Commissioner Thomas and Commissioner Zerkle had been vice chair prior to this past year. Chair Mullen affirmed Commissioner Zerkle had held the officer position of vice chair previously as well as the officer position of Chairperson and had more extensive experience with BWL and Board related matters. Commissioner Graham noted that Commissioner Zerkle did have a great deal of institutional knowledge.

Roll Call Vote:

Yeas: Commissioners Tony Mullen, Beth Graham, Deshon Leek, and David Lenz.

Nays: None

Action: Motion Carried

Motion by Commissioner Leek, Seconded by Commissioner Graham to present the slate of Officers for 2021-2022 to the full Board for consideration as follows:

Chair:	David Price
Vice Chair:	Sandra Zerkle

Roll Call Vote:

Yeas: Commissioners Tony Mullen, Beth Graham, Deshon Leek, and David Lenz

Nays: None

Action: Motion Carried

Nominating Committee Chairperson Mullen stated that the recommended slate of officers will be presented to the full Board for consideration at the July 27th Board/Annual Organizational meeting; and that Nominations would also be taken from the floor for the Officer positions of Chairperson and Vice Chairperson at the said meeting.

Chair Mullen commented that as the Nominating Committee is small, and believes that there isn't a reason for its existence, and that Commissioners should be able to submit their names for the Chair and Vice Chair positions to be voted on at the full Board meeting or have the Committee of the

Whole as the Nominating Committee. Commissioner Lenz questioned if there is a specific reason for a Nominating Committee. Corporate Secretary Griffin responded that the BWL Board of Commissioner's Administrative Rules of Procedure designates the Nominating Committee as a Standing Committee, that is specifically charged with the task of nominating and presenting a slate of officers at its Annual Organizational Meeting. Chair Mullen commented that the rules could be changed by the Board. In response, Corporate Secretary Griffin relayed that there is a process for making changes to the Administrative Rules of Procedures, one of which, includes submittal to the Lansing City Council for approval. Commissioner Lenz asked if the Nominating Committee exists so that Commissioners who are nominated are not casting a vote for themselves. Corporate Secretary Griffin stated that the Nominating Committee *usually* consists of Commissioners who are not seeking the position of Chairperson or Vice Chairperson.

Excused Absence

None

Adjourn

There being no further business, the meeting adjourned at 5:01 p.m.

Respectfully submitted,
Tony Mullen, Chair
Nominating Committee



M E M O R A N D U M

TO: Board of Commissioners

FROM: Lavella 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 2023 is as follows:

1. Officer and Committee Survey interest forms electronically sent to all voting 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.



LANSING BOARD OF WATER AND LIGHT OFFICER SURVEY FORM

Name:

1. Are you interested in serving as an Officer of the Board?
 Yes
 No
2. If you answered yes to question #1, please indicate your Officer preference (Chair or Vice-Chair-Description below) with a brief explanation regarding your interest.

Officer Responsibilities:

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.

Other 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*

to:

E- Mail: LaVella.Todd@lbwl.com



**LANSING BOARD OF WATER AND LIGHT
COMMITTEE SURVEY FORM**

Name:

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@lwl.com

to:



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: June 6, 2022

RE: Officer and Committee Survey Results

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

Commissioner Mullen (Chair)
Commissioner Graham
Commissioner Leek
Commissioner Thomas

As such, the Nominating Committee will meet to discuss and recommend a slate of officers for fiscal year 2022-2023. The Nominating Committee Meeting has been scheduled for July 12, 2022 at 5:00 p.m.

A copy of the Committee's proposed slate of officers will be sent to each Commissioner following the respective meeting. The committee report containing the slate of officers will then be presented to the Board of Commissioners at the regularly scheduled Board (Annual Organizational) Meeting to be held July 26, 2022.

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 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
2022-2023**

COMMISSIONER	SERVE AS AN OFFICER?	OFFICER PREFERENCE	SERVE AS A COMMITTEE CHAIR?	COMMITTEE CHAIR PREFERENCE(S)	COMMITTEE MEMBER PREFERENCE(S)
Graham	No	--	No	--	N/A
Horwitt	No	--	Yes	Human Resources Nominating	Human Resources Nominating
James	Yes	Chair Vice Chair	Yes	Finance	Finance
Leek	No	--	No	--	Nominating
Mullen	No	--	No	--	Finance
Price	Yes	Chair	--	--	Finance
Thomas	No	--	No	--	Human Resources
Zerke	Yes	Chair	--	--	Finance
(Non-Voting) Jester	N/A	N/A	N/A	N/A	Finance
(Non-Voting) Merrill	N/A	N/A	N/A	N/A	N/A
(Non-Voting) Sanders	N/A	N/A-	N/A	N/A	N/A

COMMENTS FROM COMMISSIONERS

Commissioner Beth Graham

I can't serve at this time.

Commissioner Dusty Horwitt

Committee Chair Interest: **Human Resources Chair**

I would be interested in serving as Human Resources Committee chair and/or Nominating Committee chair.

I have served on the Human Resources committee since my appointment to the board in October 2021 and have enjoyed contributing to the committee's work. I now have experience working with our Executive Director of Human Resources Michael Flowers and consultant William Brewer. These relationships would help us continue to address employment issues in constructive ways. As an attorney, I could add my legal expertise to employment issues.

Regarding the Nominating Committee, I would be qualified to serve on the committee because I am not interested in serving as an officer. If chosen as chair or as a member of the committee, I would work to ensure that we nominate a slate of officers through an open and inclusive process.

Commissioner Semone James

Officer Interest: Position of **Board Chair or Vice-Chair**

Committee Chair Interest: **Finance Chair**

Officer preference is either Chair or Vice-Chair. My interest in serving as an Officer of the Board is to ensure effective and inclusive governance with open lines of communication, while ensuring compliance with the legal, fiduciary and regulatory requirements and goals of the Lansing Board of Water and Light.

My reasoning for offering to serve as either the Chair or Vice-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 be of service as a Committee Chair, 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 skill sets in this committee assignment.

Commissioner DeShon Leek

No Comments.

Commissioner Tony Mullen

No Comments.

Commissioner David Price

Officer Interest: Position of **Board Chair**

Chair--Even though we may have gotten off to a rocky start, I believe my leadership has helped us to accomplish a lot this year. We amended our Rules of Procedure and Governance Policy; we hired a new Corporate Secretary and Internal Auditor; we attended Governance Training provided by the City Attorney's Office; we have scheduled Diversity, Equity and Inclusion training for June 30 and a joint meeting with City Council on July 19.

As we move forward with Lansing Energy Tomorrow, the BWL's major electric modernization program, it will be critically important to have board members working in consort with the BWL administration to accomplish this goal and continue to have our products affordable and reliable for rate payers. I believe I have demonstrated my ability and willingness to serve in that capacity.

Commissioner Tracy Thomas

My high preference is the HR Committee; I'm also willing to serve on the Nominating Committee, if my services are needed.

Commissioner Sandra Zerkle

Officer Interest: Position of **Board Chair**

I am very much interested in serving as the Chairperson of the Lansing Board of Water and Light Board of Commissioners. I am the longest serving member of the Board and I have a great amount of institutional knowledge. Please note that I am interested in serving in a leadership position.

I love being part of a this "Home-Town" Utility company. I work well with Commissioners, the Administration, the Appointed Employees, and the City Council. As we (the Commissioners and the Company) move forward it is crucial to have everyone work together to accomplish desired goals as well as to maintain affordability and reliability for our rate payers; and to continue to move forward on renewable processes.

Non-Voting Commissioner Douglas Jester

No Comments.

Non-Voting Commissioner Larry Merrill

No Comments.

Non-Voting Commissioner Maggie Sanders

N/A