



**NOMINATING COMMITTEE MEETING
LANSING BOARD OF WATER & LIGHT BOARD OF COMMISSIONERS
Tuesday, June 13, 2023 ♦ 5:00 P.M.
1201 S. Washington Ave., Lansing, MI 48910
REO Depot**

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

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 July 12, 2022**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 2023-2024

Other

Adjourn

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

NOMINATING COMMITTEE MINUTES

July 12, 2022

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, July 12, 2022.

Nominating Committee Chairperson, Tony Mullen, 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 Tony Mullen, Beth Graham, DeShon Leek, and Tracy Thomas.

Absent: None

Public Comments

There were no public comments.

Approval of Minutes

Motion by Commissioner Thomas, Seconded by Commissioner Graham to approve the Nominating Committee meeting minutes of June 15, 2021.

Action: Motion Carried.

Officer & Committee Survey Results & Officer & Committee Survey Memorandum

Nominating Committee Chairperson Tony Mullen stated that the Officer Committee Survey Results Forms and Committee Survey Memorandum 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 2022-2023

Chairperson and Vice Chairperson

Nominating Committee Chairperson Mullen opened the floor for nominations for the Chairperson for the 2022-2023 fiscal year and for the Vice Chairperson for the 2022-2023 fiscal year.

Motion by Commissioner Leek, Seconded by Commissioner Thomas to nominate Commissioner James to serve as Chairperson of the Board of Commissioners for the 2022-2023 fiscal year.

Roll Call Vote:

Yeas: Commissioners DeShon Leek, Tracy Thomas

Nays: Commissioners Beth Graham, Tony Mullen

Action: Motion failed.

Motion by Commissioner Graham, Seconded by Commissioner Mullen to nominate Commissioner Price to serve as Chairperson of the Board of Commissioners for the 2022-2023 fiscal year.

Commissioner Thomas commented that the position of Chairperson should be rotated.

Roll Call Vote:

Yeas: Commissioners Beth Graham, Tony Mullen

Nays: Commissioners DeShon Leek, Tracy Thomas

Action: Motion failed.

Motion by Commissioner Mullen, Seconded by Commissioner Leek to nominate Commissioner Zerkle to serve as Chairperson of the Board of Commissioners for the 2022-2023 fiscal year.

Roll Call Vote:

Yeas: Commissioners DeShon Leek, Tony Mullen

Nays: Commissioners Beth Graham, Tracy Thomas

Action: Motion failed.

Commissioner Graham commented that the Chairperson position should be filled by someone who has served as Vice-Chairperson. Commissioner Thomas commented that Commissioner James had served as Chairperson in a previous appointment and Commissioner James confirmed that was correct.

A second motion was made to nominate Commissioner James to serve as Chairperson for the 2022-2023 fiscal year.

Motion by Commissioner Thomas, Seconded by Commissioner Graham to nominate Commissioner James to serve as the Chairperson for the 2022-2023 fiscal year.

Roll Call Vote:

Yeas: Commissioners Beth Graham, DeShon Leek and Tracy Thomas

Nays: Commissioner Tony Mullen

Action: Motion carried.

Motion by Commissioner Leek, Seconded by Commissioner Mullen to nominate Commissioner Zerkle to serve as Vice-Chairperson of the Board of Commissioners for the 2022-2023 fiscal year.

Roll Call Vote:

Yeas: Commissioners DeShon Leek, Tony Mullen

Nays: Commissioners Beth Graham, Tracy Thomas

Action: Motion failed.

Motion by Commissioner Leek to nominate Commissioner Thomas to serve as Vice-Chairperson of the Board of Commissioners for the 2022-2023 fiscal year.

Commissioner Price made a point of order that a member of the Nominating Committee could not be nominated for an officer position. Commissioner Leek withdrew his motion.

A second motion was made to nominate Commissioner Zerkle to serve as Vice-Chairperson for the 2022-2023 fiscal year.

Motion by Commissioner Thomas, Seconded by Commissioner Mullen to nominate Commissioner Zerkle to serve as the Vice-Chairperson for the 2022-2023 fiscal year.

Roll Call Vote:

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

Nays: None

Action: Motion carried.

Motion by Commissioner Leek, Seconded by Commissioner Thomas to present the slate of Officers for 2022-2023 to the full Board for consideration as follows:

Chairperson:	Semone James
Vice Chairperson:	Sandra Zerkle

Roll Call Vote:

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

Nays: None

Action: Motion carried.

Nominating Committee Chairperson Mullen 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 26th Regular Board/Annual Organizational meeting.

Adjourn

There being no further business, the meeting adjourned at 5:21 p.m.

Respectfully submitted,
Tony Mullen, 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.



**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 Peffley

DATE: June 2, 2023

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 Beth Graham (Chair)
Commissioner DeShon Leek (Member)
Commissioner Tracy Thomas (Member)
Commissioner Tony Mullen (Member)

The Nominating Committee will meet to discuss and recommend a slate of officers for fiscal year 2023-2024. The Nominating Committee Meeting will be held on June 13, 2023 at 5:00p.m., immediately preceding the Human Resource Committee meeting scheduled for 5:30p.m.

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 18, 2023.

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
2023-2024**

COMMISSIONER	SERVE AS AN OFFICER?	OFFICER PREFERENCE	SERVE AS A COMMITTEE CHAIR?	COMMITTEE CHAIR PREFERENCE(S)	COMMITTEE MEMBER PREFERENCE(S)
Graham	No	--	No	--	Nominating
Horwitt	Yes	Vice Chairperson	Yes	Finance	Finance
James	Yes	Chairperson Vice Chairperson	Yes	Finance	Finance
Leek	No	--	No	--	Human Resources Nominating
Mullen	No	--	Yes	Human Resources	Human Resources
Price	Yes	Chairperson	No	--	Finance
Thomas	No	--	No	--	Human Resources Nominating
Zerkle	Yes	Vice Chairperson	Yes	--	Human Resources
(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 Dusty Horwitt

Officer Interest: **Board Vice-Chairperson**

Committee Chairperson Interest: **Finance**

I have served on the Board since October 2021, and have become familiar with a broad range of subjects that could come before the Committee of the Whole including our energy risk management program, environmental issues, procurement policy, rules for customers, rules of procedure for the Board, and creation of a manual detailing Commissioner roles and responsibilities. I have served as chair of the Finance Committee and as a member of the Human Resources Committee. In my prior roles, I have been inspired by the inclusive example set by my fellow commissioners and have brought that same inclusivity to my own leadership of the Finance Committee. Serving as Vice-Chairperson would provide an opportunity to build on my past experience to help strengthen the Board of Water and Light and to continue to serve collegially with fellow board members, management, and the public.

I have served as chair of the Finance Committee over the past fiscal year. During that time, I have become familiar with a broad range of Finance Committee subjects including Internal Audit, External Audit, rate setting, the Retirement Plan Committee, our financial statements, and P-card policies and procedures. I helped lead our recent modifications to the Retirement Plan Committee and am in the process of leading the revision of our P-card policies and procedures. I have kept my fellow committee members informed and worked collaboratively with management. Serving as Finance Chairperson for an additional year would provide an opportunity to build on my experience and to implement the P-card modifications.

Commissioner Semone James

Officer Interest: **Board Chairperson or Vice-Chairperson**

Committee Chairperson Interest: **Finance**

Officer preference is either Chairperson or Vice-Chairperson. My interest and reasoning for offering to serve as an Officer of the Board is to provide 1) continuity of leadership; 2) continue 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 Board, and; 3) complete the Commissioner's Dashboard Governance Project.

Over the past year, through my leadership efforts we have achieved a greater level of inclusion, completed the updating of the BWL Board of Commissioners' Rules of Procedure, updated the Board Appointee Contracts, provided Robert's Rules of Order training and Board Governance training. Currently, I am working with several Commissioners, the Office of the Corporate Secretary and BWL Legal to update the Commissioner's Dashboard with guidance on Commissioner Roles and Responsibilities as well as other governance procedures.

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.

Over the past year, as Board Chair and member of the Finance Committee, I have worked collaboratively with the Finance Committee Chair and have a greater understanding of what is required of the Finance Committee Chair and believe that I could effectively serve in this capacity, if needed.

Commissioner DeShon Leek

No Comments.

Commissioner Tony Mullen

Committee Chairperson Interest: **Human Resources**

I have experience with the HR Committee and I'd like to finish the hiring of the IA position.

Commissioner David Price

Officer Interest: **Board Chairperson**

As we move forward with making the BWL the Utility of the Future, it will be extremely important to have commissioners working in consort with the BWL administration to accomplish this goal. It is critical to have our products affordable and reliable for all rate payers and to be a driver of economic development in Greater Lansing. I believe I have demonstrated my ability and willingness to serve in that capacity.

I will respect the board's committee structure as this has served us well over the years. I pledge to respect commissioners' and staff's time while working together to advance the mission, vision and values of the Board of Water and Light's strategic plan in a transparent environment.

Commissioner Tracy Thomas

No comments.

Commissioner Sandra Zerkle

Officer Interest: **Board Vice-Chairperson**

I feel I have the ability to work with all 10 of the commissioners and the staff to get things accomplished. The goal for the 2024 fiscal year is to follow our rules of fiduciary and regulatory responsibility.