

## NYCIDA and Build NYC Governance Committee Meeting

The Governance Committee convened on May 6, 2022, to discuss the following:

- NYCIDA Board Self-Evaluation Survey
- Build NYC Board Self-Evaluation Survey

Governance Committee Members: Betty Woo, HeeWon Brindle-Khym and Robert Santos  
Build NYC Staff Members: Emily Marcus, Noah Schumer, and Christine Robinson

Start: 4:00 PM

End: 4:30 PM

### **Board Self-Evaluation (IDA)**

1. Board members have a shared understanding of the mission and purpose of NYCIDA.
2. The policies, practices and decisions of the Board are always consistent with this mission.
3. Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.
4. The Board has adopted policies, by-laws and practices for the effective governance, management and operations of NYCIDA and reviews these annually.
5. The Board sets clear and measurable performance goals for NYCIDA that contribute to accomplishing its mission.
6. The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.
7. Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.
8. Board members are knowledgeable about NYCIDA's programs, financial statements, reporting requirements, and other transactions.
9. The Board knows the statutory obligations of NYCIDA and if NYCIDA is in compliance with state law.
10. Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.
11. Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.
12. Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.
13. The Board exercises appropriate oversight of the Executive Director and other executive staff, including setting performance expectations and reviewing performance annually.
14. The Board has identified the areas of most risk to NYCIDA and works with management to implement risk mitigation strategies before problems occur.

## **Board Self-Evaluation (Build NYC)**

1. Board members have a shared understanding of the mission and purpose of BNYC.
2. The policies, practices and decisions of the Board are always consistent with this mission.
3. Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.
4. The Board has adopted policies, by-laws and practices for the effective governance, management and operations of BNYC and reviews these annually.
5. The Board sets clear and measurable performance goals for BNYC that contribute to accomplishing its mission.
6. The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.
7. Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.
8. Board members are knowledgeable about BNYC 's programs, financial statements, reporting requirements, and other transactions.
9. The Board knows the statutory obligations of BNYC and if BNYC is in compliance with state law.
10. Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.
11. Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.
12. Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.
13. The Board exercises appropriate oversight of the Executive Director and other executive staff, including setting performance expectations and reviewing performance annually.
14. The Board has identified the areas of most risk to BNYC and works with management to implement risk mitigation strategies before problems occur.

*Ms. Brindle-Khym addressed the relevancy of the last two questions on the evaluation for the IDA and Build NYC. She stated that those questions are difficult to answer because they do not seem to be relevant to the respective Boards for Build NYC and NYCIDA.*

*Ms. Marcus replied that the reason for that may be because the source of the form of the survey is a PAAA form that the IDA and Build NYC are required to use. In an effort to make the questions more relevant, the Board voted to change "Chief Executive Officer" to "Executive Director" the previous year.*

*Ms. Brindle-Khym asked what the expected timeline is for the survey.*

*Ms. Marcus replied that the IDA and Build NYC team has a requirement to bring the results of the survey to the Board at the September Board meeting on September 20<sup>th</sup> for their review. As a result, final items would be sent to the board on Friday September 9<sup>th</sup>. Ms. Marcus continued that the survey results would be needed two weeks in advance of the 9<sup>th</sup> to allow staff review time, organizing the answers and ensuring that it is in the proper format. This would result in the responses being due by August 26<sup>th</sup>.*

*Ms. Woo recommended pushing the due date up to August 19<sup>th</sup>.*

*After Mr. Santos recommended a shorter deadline, Ms. Marcus suggested moving the deadline to the week of the July meeting. This would allow staff to remind the Board that the deadline would be approaching directly after that meeting.*

*The group agreed to push the survey due date to the end of the week of the July board meeting.*

*Mr. Santos noted that committee members have the opportunity to speak up anonymously year-round, even if the survey is not being used. This way, if something comes up later, they can submit it. As long as an anonymous route remains an option, there should not be an issue.*

*Ms. Marcus replied that she does not know of an anonymous ability to make comments throughout the year. The survey opens and closes but there are no other anonymous methods that come to mind.*

*Ms. Santos recommended that the Governance Committee could uphold that confidentiality, thus providing a year-route to voice concerns anonymously.*

*Ms. Marcus agreed that it could be good for the governance committee to communicate to the larger Board that they can facilitate anonymous communication with the IDA and Build NYC staff.*

*Ms. Woo recommended providing survey respondents with another chance to view onboarding materials and mission statements prior to sending the survey.*

*Ms. Marcus agreed, suggesting that relevant onboarding and board mission statements be attached to the survey.*

*The group also discussed adding a 'Not Applicable' option to certain questions of the survey.*

*Ms. Marcus concluded the meeting by stating that the Build/IDA team would run the survey suggestions by the legal team. If the attorneys determine that the IDA and the Board could make the changes to add 'Not Applicable', they can be incorporated and presented to the board.*