



**CENTRAL ARIZONA WATER CONSERVATION DISTRICT
Nominating Committee
January 21, 2021**

A meeting of the Central Arizona Project Nominating Committee ("Committee") of the Central Arizona Water Conservation District's ("CAP" or "CAWCD") Board of Directors was called to order by Chair Brown on January 21, 2021 at 8:38 a.m. The meeting was held virtually and broadcast for the public via livestream.

Committee Members present were: Chair Jennifer Brown, Maricopa County; Jim Holway, Maricopa County; and Pat Jacobs, Pima County.

Staff members present were: Ted Cooke, General Manager; Jay Johnson, General Counsel; Bridget Schwartz-Manock, Director, Public Affairs; Megan Casey, Public Affairs Management Analyst; and Jenn Miller, Board Support Specialist.

Ms. Schwartz-Manock performed a roll call and confirmed a quorum was present. Chair Brown reviewed the logistics for the virtual meeting.

1. REVIEW OF BOARD BYLAWS FOR NOMINATING COMMITTEE - JOHNSON

Jay Johnson, General Counsel, reviewed the CAWCD Bylaws on the scope of the Nominating Committee. In response to questions from Board Member Jacobs and Chair Brown, Mr. Johnson and Ted Cooke, General Manager, reviewed the membership and role of the Executive Committee.

2. REVIEW NOMINATION REQUESTS FOR BOARD OFFICER AND EXECUTIVE COMMITTEE POSITIONS - BROWN

Chair Brown reviewed the list of open positions and reported that Statements of Interest were received from the following Board Members:

- For the office of President: Karen Cesare and Terry Goddard
- For the office of Vice President: Mark Taylor
- For the office of Secretary: Alexandra Arboleda
- For the Executive Committee: Stephen Miller

In response to a question from Chair Brown, Mr. Johnson reviewed how nominations from the floor will occur at the Board meeting, and the process for acclamation.

3. DISCUSSION AND CONSIDERATION OF ACTION TO MAKE A RECOMMENDATION TO THE BOARD REGARDING BOARD OFFICERS AND EXECUTIVE COMMITTEE MEMBERSHIP - BROWN

Chair Brown commented that, since there are multiple members interested in one office, she prefers to advance all names to the Board for consideration. Board Members Jacobs and Holway discussed the option to recommend just one candidate.

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On a motion (Board Member Holway) and a second (Board Member Brown), advanced all interested candidates for each office to the full Board for consideration.

- **For the office of President: Karen Cesare and Terry Goddard**
- **For the office of Vice President: Mark Taylor**
- **For the office of Secretary: Alexandra Arboleda**
- **For the Executive Committee: Stephen Miller**

Motion passed.

Voting yes: Jennifer Brown, Jim Holway

Voting no: Pat Jacobs

Further discussion occurred about the sixth seat on the Executive Committee, which no one submitted a Statement of Interest in, and whether the Committee should make a nomination for that seat. Board Member Brown explained her vote, commenting that she is not opposed to the nominee, but that she prefers to only forward interested candidates to the Board and let any other nominations come from the floor.

On a motion (Board Member Jacobs) and a second (Board Member Holway), recommended Jennifer Martin as nominee for the Executive Committee, if she agrees to serve and if the seat is available to a Maricopa County member. Motion passed.

Voting yes: Jim Holway, Pat Jacobs

Voting no: Jennifer Brown

4. PUBLIC COMMENT

No public comment.

5. ADJOURN

The Committee had a brief discussion about the election at the February Board Meeting. There being no further business to come before the Committee, the meeting adjourned at 9:30 a.m.

DocuSigned by:

Jennifer Brown

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Jennifer Brown

Chair