



Wes Moore GOVERNOR

Aruna Miller LT. GOVERNOR

Charles Glass, Ph.D., P.E. EXECUTIVE DIRECTOR

**BOARD OF DIRECTORS
HUMAN RESOURCES COMMITTEE
MEETING MINUTES
May 25, 2023**

LOCATION: Conference/Video Call

TIME: 9:00 a.m.

COMMITTEE MEMBERS PRESENT: Marian C. Hwang, Esq. (Chair) (video)
Honorable Frederic N. Smalkin (video)
Robert L. Witt II (video)

COMMITTEE MEMBERS ABSENT:

OTHERS PRESENT: Charles C. Glass, Ph.D., P.E., Executive Director (video)
Sean Coleman, Esq.
Pamela Fuller
Jana Leech (video)
Casey Powers (IT) (video)

CALL TO ORDER

Ms. Hwang called the meeting to order at 9:00 a.m. Some Board members and staff participated via Zoom video and/or audio call; the remainder were present at Maryland Environmental Service (MES) Headquarters. The meeting was streamed live to the public via YouTube.

MINUTES

Ms. Hwang requested discussion or a motion for the approval of the January 19, 2023, Human Resources (HR) Committee meeting minutes. Ms. Hwang proposed one minor correction. There were no other questions or comments. The minutes were unanimously approved.

EXECUTIVE DIRECTOR PERFORMANCE EVALUATION TIMELINE

On February 24, 2022 the Board of Directors approved the Executive Director's (ED) performance evaluation process and evaluation form. The existing process requires that the ED's evaluation "should occur following completion of the MES annual financial audit." The financial audit for the current fiscal year, however, will not be completed until after July 1, 2023. Because the terms of two current Board members (Ms. Hwang and Mr. Neal) who have evaluated the ED, will end of June 30, 2023, and two new members who have not evaluated the ED, will commence on July 1, 2023, the Committee recommended that the timeline and process for conducting the ED's evaluation be amended in such circumstances to allow for the completion of the ED's evaluation prior to the issuance of the financial audit

Ms. Hwang forwarded the following proposed language to modify the evaluation process and survey form:

"In the event that Board members, who evaluated the ED in any given year, will complete their terms prior to the issuance of the MES annual financial audit, then the Board may complete the ED's evaluation prior to the issuance of the MES annual financial audit. The Board may revise the ED's evaluation, as appropriate, following the issuance of the MES annual financial audit."

This language will allow the Board to complete the ED's evaluation using the unaudited financial information provided at the Board meetings, and it will allow the flexibility to revise the evaluation if needed once the financial statements are fully audited, if any new information is revealed.

Ms. Hwang asked for a motion for the HR Committee to recommend that the full Board amend the ED's performance evaluation process to allow for completion of the ED's evaluation when the terms of members of the Board will be ending before the financial audit is available, and allow the Board to revise the evaluation if appropriate after the audit is completed. Mr. Witt made the motion; Judge Smalkin seconded. The motion passed unanimously.

ADJOURNMENT

Upon motion by Ms. Hwang, the meeting adjourned at 9:16 a.m.

Marian C. Hwang

MARIAN HWANG, ESQ.
HUMAN RESOURCES COMMITTEE CHAIR