

**PUBLIC ENTITY PARTNERS
BOARD OF DIRECTORS
MINUTES OF SPECIAL CALLED MEETING
DATE OF MEETING: JULY 30, 2020
IN PERSON AND BY ELECTRONIC MEANS PURSUANT TO GOVERNOR LEE'S EXECUTIVE ORDER 51**

The Board of Directors of Public Entity Partners (“PE Partners” or “PEP”) met at 10 a.m. on Thursday, July 30, 2020 in person and by electronic means pursuant to Governor Lee’s Executive Order 51 for a special called meeting for the purpose of considering prospective candidates for the position of President / CEO of Public Entity Partners.

Board members present: Chairman Curtis Hayes, Victor Lay, Mayor Preece, and Commissioner Sam Tharpe.

Board members present via Zoom: Vice-Chairman Randy Brundige, Mayor John Holden, Dr. Christa Martin, Mayor Mike Werner, Todd Smith

PE Partners staff present: Charles DeMore, President / CEO; and Halie Gallik, Corporate Secretary

Also Present: Russ Farrar, General Counsel (via phone); Ross V. Smith, Associate General Counsel, Margaret Mahery, Executive Director, TML; Wade Morrell, President, Tennessee Municipal Bond Fund; Jim Morrison, President, Public Risk Services, Inc.

I. Call to Order

Chairman Hayes called the meeting to order. Roll Call Vote. All Board Members Present.

Chairman Hayes welcomed Mayor Mike Werner, Chairman of the Tennessee Municipal League for joining the Board of Directors.

II. Consideration of Prospective Candidates for Position of President / CEO

Chairman Hayes shared the job description was posted on PE Partners website, LindedIn.com, National League of Cities, Public Risk Management Association, Association of Governmental Risk Pools, and Business Insurance.com. We have a total of 105 applicants for consideration.

Chairman Hayes read the job description for the record:

“Public Entity Partners (PEP) is seeking its next President/Chief Executive Officer (CEO) due to the retirement of its current President/CEO. PEP is a public entity risk pool created in 1979 and has been providing risk management services and workers compensation, liability, and property insurance coverage to almost 500 Tennessee cities and local governmental entities for over 40 years. PEP currently insures approximately 92% of the cities in Tennessee and provides a vast array of risk management services and programs to its membership through its 31 employees and \$70 million budget. More information about PEP may be viewed on PEP’s website at <https://www.pepartners.org>.

The President/CEO reports to PEP's nine-member board of directors, which is comprised of municipal officials and city managers/administrators from member entities. The President/CEO provides executive leadership and management over all functions and programs by managing PEP staff.

Candidates for President/CEO are expected to have extensive experience in public sector risk management, strong business acumen in financial and investment management, and familiarity with risk management, insurance administration, and claims management. Candidates must also possess excellent interpersonal and communication skills with an ability to think strategically and to effectively interact with PEP staff, vendors, and members."

Chairman Hayes shared we have asked that candidates have a general understanding of the Tennessee Municipal League, MTAS, and the Tennessee General Assembly. Chairman Hayes suggested we narrow the field from 105 to the 30 candidates that had experience within the State of Tennessee, which was a requirement in the job description.

A motion to narrow the candidates from 105 prospective candidates to 30 candidates who had experience within the State of Tennessee was made by Mayor Preece. Motion was seconded by Sam Tharpe. Roll call vote was taken. PASSED UNANIMOUSLY.

Chairman Hayes suggested for the sake of going through 30 applicants and being redundant, the goal was to narrow the field to 3-5 applicants to start the interview process in the coming weeks. Each board member acknowledged they had the opportunity to review the resumes of all applicants.

Each board member was asked to list their top 5 candidates in no particular order. A tally of the number of times each candidate's name was taken.

- Embry Nichols was listed by 7 board members
- Michael G. Fann was listed by 7 board members
- Crissy Bosworth Zitka was listed 6 times
- Rodney Escobar was listed 6 times

Victor Lay made motion and second by Mayor Brundige to interview 4 candidates.

Roll Call Vote. MOTION PASSED UNANIMOUSLY.

Chairman Hayes thanked each board member for taking time prior to the meeting to review the resumes. August 14, 2020 was set as the date to interview the 4 candidates. Chariman Hayes asked General Counsel Farrar to provide an overview of the interview process. Each board member was asked to submit ten questions to Charles DeMore so that we can divide questions up during the

interview process. Each board member will ask questions. We will present ourselves as a team. Charles will put all the questions together. Submit questions to Charles DeMore by August 10, 2020.

General Counsel Farrar asked for all submitted questions to be reviewed by legal.

Chairman Hayes laid out the timeline for the August 14, 2020 meeting.

Working breakfast with legal presentation – 9 a.m.

Embry Nichols – 10 a.m. interview

Crissy Bosworth - 11am interview

Rodney Escobar - 1pm interview

Michael Fann - 2pm interview

A motion to accept the agenda and times for the special called August 14, 2020 meeting was made by Victor Lay, Second by Commissioner Sam Tharpe. Roll Call Vote. MOTION PASSED UNANIMOUSLY.

Chairman Hayes shared a CEO/President PayScale and compensation package. The board is not voting on this today, but it will be on the agenda for August 14, 2020 after the interview sessions. If we need a second interview date, we can also add that.

Motion to adjourn – Victor Lay, second Mayor Mike Werner. Roll Call Vote. MOTION PASSED UNANIMOUSLY.

William Curtis Hayes, Chairman

Halie Gallik, Secretary