



**Oklahoma Academy of Physician Associates
Governance Committee Meeting
April 6, 2026 via Zoom**

Committee Members Present: Don Guthrie, Jeanine Smith, Jeff Burke, Keith Plummer, Nicole Mason, Susan Thomas

Committee Members Not Present: Alex Garcia, Nicole Bateman

Other Present: Audrey Poole, Tamara Brown

Summary:

The Governance Committee met to verify the election results and address a situation in which a newly elected board member cannot attend the required board orientation retreat.

1. The committee reviewed the results of the election and approved.
2. Discussion was held regarding newly elected At-Large Director Saura Douglas and her inability to attend the required board orientation/retreat.
 - Don and Susan reported on their conversation with nonprofit attorney Jeri Holmes. She indicated that making orientation mandatory for newly elected board members would not be an issue and that failure to attend could disqualify an individual from taking the seat, since applicants signed an agreement stating they would attend. However, she strongly recommended that this requirement be clearly included in the organization's policy.
 - The committee was informed that Saura sent a text message to Susan stating that she is now unable to attend the retreat and understands that this may mean she would need to vacate the seat.
 - The committee discussed that although Saura previously served on the board, she had been off for a year. It was emphasized that it remains important for all newly elected board members to attend the retreat/orientation, as many changes can occur over the course of a year. Attendance helps ensure continuity and keeps members informed on ongoing priorities and initiatives.
 - The committee then discussed moving Phil Green into the director's seat since he was the next candidate with the highest number of votes.
 - A discussion was also held that the committee would need to make a recommendation to the board to fill the secretary seat since Christy Niehues was elected as President-Elect.

- The committee discussed the other two candidates who ran for director seats, but they were unable to fill the Secretary seat since neither had been on the board before.
- It was further discussed to move Phil Green to the Secretary seat, and that the other director seat would go unfilled.
- The bylaws were reviewed to ensure we would still have the required number of board members.

MOTION: Motion to move Phil Green up to a director and secretary made by Jeff Burke; Keith Plummer seconds. All in favor. Motion Passes.

The meeting was adjourned with a reminder that recommendations would be sent to the board, which would have final approval.