



Fall 2020 Board of Directors Virtual Meeting

# GENERAL BOARD MEETING

Thursday, November 19, 2020 | 2 p.m. – 3:30 p.m.

#877-884-1929 | Code: 7795990

## Agenda

2:00 p.m.	<b>Call to Order</b>	Chair Jemal Gibson
2:02 p.m.	<b>Roll Call</b>	Ms. Angie Wiggins
2:04 p.m.	<b>Conflict of Disclosure</b>	Chair Gibson
2:05 p.m.	<b>Approval of Minutes</b> a. May 21, 2020, General Board Meeting	Chair Gibson
	<b>Opening Comments</b>	
2:10 p.m.	a. FAMU Foundation Board Chair	Chair Gibson
2:20 p.m.	b. FAMU National Alumni Association President	Col. Gregory Clark
2:25 p.m.	c. FAMU Board of Trustees Chair	Mr. Kelvin Lawson
2:30 p.m.	d. FAMU University President	Dr. Larry Robinson
	<b>Committee Reports</b>	
2:40 p.m.	a. Audit Committee	Dir. John Green
2:46 p.m.	b. Board Governance & Stewardship Committee	Dr. Larry Robinson
2:52 p.m.	c. Development Committee	Dir. Lisa LaBoo
2:58 p.m.	d. Finance Committee	Dir. Twuanna Munroe Ward
3:04 p.m.	e. Investment Committee	Dir. Clifton Goins, IV
3:10 p.m.	<b>Executive Director's Report</b>	Dr. Shawnta Friday-Stroud
3:20 p.m.	<b>Confirm Spring 2021 Board of Directors Meeting</b> <i>FYI, Memorial Day: May 31, 2021</i> • 2021 FAMU NAA Convention	Chair Gibson
3:25 p.m.	<b>Board Member Comments</b>	Chair Gibson
3:30 p.m.	<b>Adjournment</b>	Chair Gibson

# BOARD GOVERNANCE AND STEWARDSHIP COMMITTEE MEETING MINUTES

Florida A&M University Foundation Board of Directors  
Thursday, October 29, 2020 | 3 p.m. – 4 p.m.  
Teleconference

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## Members Present

President Larry Robinson, *Chair*  
Dir. William Bryant, *Vice Chair*  
Dir. Chan Bryant Abney  
Dir. Shawnta Friday-Stroud  
Dir. Jemal Gibson  
Dir. John Green

Dir. Erica Hill  
Dir. Lenetra King  
Dir. Carmen Cummings Martin  
Dir. Belvin Perry, Jr.  
Dir. Twuanna Munroe Ward

## Member Not Present

Dir. Thomas Jones, Jr.

## Guests Present

Dir. Gregory Clark  
Dir. John Crossman  
Dir. Maurice Gilbert

Mr. David Self, *Associate Gen. Counsel, FAMU*  
Dir. Pia Woodley

## Staff Present

Ms. Kimberly Brown  
Ms. Shelia Fields, *University IT Office*  
Ms. Kimberly Hankerson  
Mrs. Audrey Simmons Smith

Mr. Eric Swanigan  
Mrs. Brandi Tatum-Fedrick  
Ms. Angie Wiggins

## Call to Order and Roll Call

The meeting was called to order at 3:02 p.m. by Chair Larry Robinson. Ms. Angie Wiggins called the roll and confirmed that a quorum was present.

## Conflict of Interest Disclosure

Chair Robinson requested that Committee members disclose any conflict of interest with items on the Agenda; none were disclosed.

## Approval of Minutes

### **November 21, 2019, Board Governance and Stewardship (BG&S) Committee Meeting**

Director Belvin Perry, Jr., moved to approve the minutes. Director Chan Bryant Abney seconded the motion. An amendment was made by Director Twuanna Munroe Ward to change the language regarding the vote from “I motion” to “I move, or I make a motion to...”. The minutes were approved, unanimously.

## Status of Action Items – June 1, 2020, Executive Committee Meeting

### **a. Nominees for Honorary Board or Advisory Board**

#### **1. Review Names of Nominees for both Boards**

This Committee was requested to create a process for receiving names of nominees for the Honorary and Advisory Boards. The items listed below were discussed.

### **Honorary Board**

- For this Board, leverage the names of people who have access to capital or access to relationships with people with capital at high levels.
- Twenty-Seven names were received; no stated limit for this Board in the Bylaws.

Consider the impacts listed below.

- Does the Committee want to commence with a large number all at once?
- Keep the rights and responsibilities in mind.
- Who will manage this Board?
- How will they be managed by staff?

### **Advisory Board**

- For this Board, consider people who have access to capital or access to relationships with people with capital at high levels; are willing to solicit and be solicited for advice; and are potential FAMU Foundation Board members.
- Twenty-eight names were received for the Advisory Board; 13 vacant positions.

Approximately ninety percent of nominees for the Honorary Board are also nominees for the Advisory Board. To condense both lists of names, a suggestion was made to contact the person who nominated the individuals to narrow the lists down consistent with the definitions in the Bylaws. The Committee was asked to perform an initial scrub and to submit their top 10 recommendations to staff to be cross-referenced.

## **b. Present a Strategic Way for Optimizing Board Seats**

### **1. Review of Board Skills Assessment Summary**

This Committee was requested to create a strategic way of optimizing Board seats to assess the strengths on the Board and for when there are vacancies. Staff prepared a Board Skills Assessment Summary based upon Board member submissions that could be used to determine what type of capabilities and talent are needed when bringing individuals to match the needs of the Board. The items listed below were discussed.

- A suggestion was made to make the skills assessment a consistent approach moving forward.
- Does the Board want greater geographic representation than what it currently has?
- Consider which areas to penetrate by getting additional partnerships and the areas that the Board could leverage existing relationships.
- Committee members were requested to send staff their thoughts and ideas regarding geographic representation needs.

## **c. Develop Criteria for Assessing the Board Chair and Directors**

This Committee was requested to develop criteria for assessing the Board Chair and Directors, and to prepare an assessment on the level of engagement, participation, meeting give-get requirements, etc., and to bring the assessment to the Board for approval. The Board received a draft document for review, recommendation, and modifications if needed.

## **New Business**

### **Review of Recommendations and Nominations of Directors**

#### **a. Directors with Expiring Terms**

1. Blackshear, Alfreda
2. Green, John
3. Harris, Monica Williams
4. Hill, Erica
5. Jones, Jr., Thomas
6. LaBoo, Lisa

There are six Directors whose four-year terms will expire on December 31, 2020. Director Blackshear has advised that she does not desire to be re-elected for another term on the Board. The remaining five Directors have expressed in writing that they would like to be nominated and re-elected for an additional term.

**b. Nominees for Board Membership**

1. Adderley, Angela Cofield - Nominated by Dir. Chan Bryant Abney
2. Raines, Freddie - Nominated by Dir. Thomas Jones, Jr.

Two names of nominees were received for consideration for Board membership. The Committee was reminded that they were provided with a listing of nominees received from 2014-2019. This was from the inventory of nominations and people who have expressed an interest in being nominated. For reference, Directors Akunna Olumba's and T.J. Rose's previous nominations were rolled over until they were elected to the Board.

Dr. Blackshear's departure creates a vacant seat on the Board in addition to those who are applying for re-election. A vote will be held during the BG&S Committee Meeting in November and presented to the Board for vote during the Fall 2020 Board Meeting.

**Review and Recommendation of Nominees for Board Officers**

**a. Chair**

1. Gibson, Jemal - Nominated by Dir. Twuanna Munroe Ward

**b. Vice Chair**

1. Lisa LaBoo - Nominated by Dir. Twuanna Munroe Ward

**c. Treasurer**

**d. Secretary**

All four offices of the Foundation Board will be vacant after December 31, 2020. An election is required to fill the upcoming vacancies. The voting will be held during the BG&S Committee Meeting in November and presented to the Board for voting purposes. Nominations were received in advance for the Chair and Vice Chair positions. At this meeting, Director Belvin Perry was nominated for Board Treasurer and Director Pia Woodley was nominated for Board Secretary.

**Other Items**

- An action item for this October 29, 2020, BG&S Committee Meeting - Director Blackshear was recommended for Emeritus status.
- President Robinson informed the Board of the newly appointed FAMU Board of Trustees member, Kenny Stone, an alum who lives in Savannah, GA.

**Adjournment | Minutes Prepared By**

The meeting was adjourned at 4 p.m. by Chair Larry Robinson.

**Minutes Prepared By**

Ms. Angie Wiggins