

BOARD GOVERNANCE AND STEWARDSHIP COMMITTEE MEETING MINUTES

Florida A&M University Foundation Board of Directors
Fall 2019 FAMU Foundation Board Meeting
Thursday, November 21, 2019 | 1:15 p.m. – 2:15 p.m.
Hyatt Grand Cypress Hotel | Orlando, FL

Members Present

President Larry Robinson, *Chair*
Dir. William Bryant, *Vice Chair*
Dir. Chan Bryant Abney
Dir. John Green
Dir. Erica Hill

Dir. Thomas Jones, Jr.
Dir. Lenetra King
Dir. Carmen Cummings Martin
Dir. Belvin Perry, Jr.
Dir. Twuanna Munroe Ward

Guests Present

Dir. Elaine Armster
Dir. Jemal Gibson
Dir. Clifton Goins, IV

Dir. Monica Williams Harris
Dir. Lisa LaBoo
Dir. Tirrell D. Whittley

Staff Present

Ms. Kimberly Hankerson
Mrs. Barbara Jones
Ms. Quiana Lowe
Mrs. Audrey Simmons-Smith

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

Call to Order and Roll Call

The meeting was called to order at 1:46 p.m. by Chair Larry Robinson. Mrs. Audrey Simmons-Smith 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 18, 2018, Nominating Committee Meeting

August 20, 2019, Board Governance and Stewardship Committee Teleconference

Director Carmen Cummings Martin moved to approve the minutes with an addendum to the November 15, 2018, minutes that Director Lenetra King was in attendance. Director Erica Hill seconded the motion. The minutes were approved, unanimously.

Status of Action Items

a. Board Skills Assessment

Chair Robinson advised that the assessment is essential to actively elevate the talent that is currently on the Board and to better determine which skills are lacking and which nominee would best compliment and strengthen the Board. A Board Skills Assessment instrument was developed and sent to Directors to complete and submit before the Fall 2019 Board Meeting ends.

b. Training Program for the Chair and Vice Chair

Chair Robinson stated that staff is working to develop a training program.

c. Role of the Board Governance and Stewardship Committee in the nomination process

The role of this Committee in the nominating process was referred to the Bylaws Committee. Dr. Shawnta Friday-Stroud advised that it was determined that this Committee will receive, review, and evaluate the eligibility of the slated candidates to then forward an eligible slate of candidates to the Board for a vote. The re-nomination of existing Board members will take place in advance to determine if there are open positions for any new members.

Board Chair Jemal Gibson stated how critically important the Advisory Committee and the Honorary Board are and the current Board not having an opportunity in the past to leverage them. In leveraging them, the Foundation Board can connect with key influential individuals who have either been a part of FAMU or have an affinity to advance FAMU. Board Chair Gibson made a recommendation for Director Keith Clinkscales, a longtime supporter of FAMU and FAMU Foundation Board member, to be on the Advisory Committee. His skills and influence and the impact it can have will best be served on the Advisory Committee.

Chair Robinson inquired about the Advisory Committee's structure. Board Chair Gibson responded that there is a structure and specific language for that Committee and the Honorary Board in the Foundation Bylaws. Chair Robinson advised that he contacted Director Clinkscales regarding his interest in being nominated or re-appointed to the Board.

Chair Robinson advised that to move forward with a slate, the Committee would have to first solidify the number of open positions and if the Committee so chooses, remove Director Clinkscales to appoint him to the Advisory Committee. That will require a motion and a vote for who would be used in that position. After discussion, the recommendation made by Board Chair Gibson was converted into the following motion.

Motion: I move that we select Keith Clinkscales to the Advisory Committee.

Moved by: Director John Green

Seconded by: Director Belvin Perry, Jr.

The motion passed, unanimously.

Recommendation & Nomination of Directors

a. Directors with Expiring Terms

1. Keith Clinkscales
2. Kenneth Neighbors
3. G. Scott Uzzell

Chair Robinson informed the Committee that there are two Directors remaining for re-appointment, and one Director slot open. The following motion was made.

Motion: I move that both Director Neighbors and Director Uzzell be re-appointed.

Moved by: Director Thomas Jones, Jr.

Seconded by: Director Chan Bryant Abney

The motion passed, unanimously.

b. Nominees for Board Membership

Chair Robinson stated that there is one open Director position for consideration. Following discussions regarding ranking, skills, and if there was still interest from the nominees listed, a ballot was distributed to Committee members to vote on the proposed new members.

Nine ballots of the nominees were distributed to Committee members; one vote was taken via email from Director Munroe Ward. The nominees for Board Membership and the results are listed below:

Jack Foster, Jr.	-	0
Terri Hines	-	2
Jonathan Jackson	-	1
Chekesha Kidd	-	3
T. J. Rose	-	4
Ronald Tate, Jr.	-	0

Ten total ballots casted; counted and certified by Dr. Denise Wallace and Angie Wiggins. As a result of the tally, Chair Robinson advised that Mr. T.J. Rose is the next nominee from this Committee to serve on the Foundation Board of Directors. The following motion was made:

Motion: **I motion to move forward with this nominee from the Committee.**
Moved by: Director Thomas Jones, Jr.
Seconded by: Director Erica Hill
The motion passed, unanimously.

Chair Robinson requested a motion to present the full slate (Directors Neighbors and Uzzell, and Mr. Rose) of nominees to the Board for consideration.

Motion: **I motion to present the full slate of nominees to the Board for their consideration.**
Moved by: Director Belvin Perry, Jr.
Seconded by: Director Thomas Jones, Jr.
The motion passed, unanimously.

Other Items

Chair Robinson informed the Committee that the three motions made during the August 20, 2019, Board Governance and Stewardship Teleconference will be forwarded to the Board for approval during the General Board Meeting this Saturday.

Adjournment

The meeting was adjourned at 2:34 p.m. by Chair Larry Robinson.

Minutes Prepared by

Mrs. Barbara Jones
Ms. Angie Wiggins