

BYLAWS COMMITTEE MEETING MINUTES

Florida A&M University Foundation Board of Directors

Tuesday, April 7, 2020 | 4 p.m. – 4:30 p.m. EDT

Teleconference



Committee Members Present

Dir. Chan Bryant Abney, *Chair*
Dir. Monica Williams Harris, *Vice Chair*
Dir. Alfreda Blackshear
Dir. Taylar Hall

Dir. Erica Hill
Dir. Akunna Olumba
Dir. Belvin Perry, Jr.

Committee Members Not Present

Dir. Elaine Armster
Dir. William Bryant

Dir. John Green
Dir. Kenya Washington-Johnson

Guests Present

Dir. Hosetta Coleman
Dir. John Crossman
Dir. Shawnta Friday-Stroud
Dir. Jemal Gibson
Dir. Lisa LaBoo

Dir. Carmen Cummings Martin
Dir. Alan Robertson
Dir. Larry Robinson
Mr. David Self, *Associate General Counsel, FAMU*
Dir. Twuanna Munroe Ward

Staff Present

Ms. Kimberly Hankerson
Ms. Juanita Johnson
Mrs. Gena Palmberg

Mrs. Audrey Simmons-Smith
Mrs. Brandi Tatum-Fedrick
Ms. Angie Wiggins

Call to Order and Roll Call

The meeting was called to order at 4:05 p.m. by Chair Chan Bryant Abney. Ms. Angie Wiggins offered the roll call and determined a quorum was present.

Conflict of Interest Disclosure

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

Approval of Minutes

February 20, 2020, Bylaws Committee Teleconference

Director Monica Williams Harris moved to approve the minutes; Director Alfreda Blackshear seconded the motion. The minutes were approved, unanimously.

Review of Revised Language for Advisory Board (Options 1 and 2)

- Option 2 was recommended to the Board for approval at the January 16, 2020, Board of Directors Teleconference. Due to the lack of a quorum of the majority of the Board for the amendment of the Foundation's Bylaws, the vote failed. The recommendation returned to the Bylaws Committee for review.

- During the February 20, 2020, Bylaws Committee Teleconference, a motion was passed to move to table the recommendation of Option 2 until a later time to re-address issues with the revised language.
- Following today's discussion, the suggestions below were made by Committee members.
 - Clarification was provided on members of the Advisory Board (an actively engaged pool of names and access to their networks) and the Honorary Board (leverage the names of individuals and their connections to the University).
 - Add a separate section - **Section 10. Honorary Board** – that is reflective of Honorary Board versus having it as a subset of the Advisory Board.
 - No concurrent memberships on these boards, delete this content.
 - Revised language to state that Honorary Board members will be allowed to serve on the Advisory Board, concurrently.
 - Under the description of Honorary Board members, add language advising that Honorary Members can become Advisory Board members.
- Chair Bryant Abney requested a meeting of the Bylaws Committee and Attorney David Self to address all concerns and present the final recommendation during the Spring 2020 Board Meeting in May. Staff to provide dates for the next Bylaws Committee Meeting.

Motion: **I move that we table the action on Option 2 until the next Bylaws Committee Meeting.**

Moved By: Director Alfreda Blackshear

Seconded By: Director Belvin Perry, Jr.

The motion passed, unanimously.

Action Item

- Staff to coordinate a meeting of the Bylaws Committee and Attorney Self to address all concerns regarding the revised language for the Advisory Board (Options 1 and 2).

Adjournment

The meeting was adjourned at 4:31 p.m. by Chair Chan Bryant Abney.

Minutes Prepared By

Ms. Angie Wiggins