

**Florida Agricultural and Mechanical University
Board of Trustees**



Ad-Hoc Board Governance Committee Meeting

Date: Wednesday, September 10, 2014

Time: 8:30 AM

Location: Grand Ballroom

Committee Members: Torey Alston, Chairman
Kimberly Moore, Belinda Shannon, Karl White

AGENDA

- | | | |
|-----|---------------|-----------------|
| I. | Call to Order | Chairman Alston |
| II. | Roll Call | |

ACTION ITEMS

- | | | |
|------|---------------------|-----------------|
| III. | Approval of Minutes | Chairman Alston |
| | a. May 27, 2014 | |
| | b. August 8, 2014 | |

DISCUSSION ITEMS

- | | | |
|-----|------------------------------|-----------------|
| IV. | Revised Commitment Statement | Chairman Alston |
| V. | Revised Compact | Chairman Alston |
| VI. | Adjournment | |



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

Ad-Hoc Board Governance Committee

Date: Thursday, September 11, 2014

Agenda Item: III

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other <input checked="" type="checkbox"/> ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: Ad-Hoc Board Governance Minutes

Rationale: In accordance with the Florida Statutes, a governmental body shall prepare and keep minutes or make a tape recording of each open meeting of the body.

Attachments: Ad-Hoc Board Governance Minutes

- May 27, 2014
- August 8, 2014

Recommendation: Approve the minutes for the May 27, 2014 and August 8, 2014 meetings.

Florida Agricultural and Mechanical University Board of Trustees



Ad-Hoc Board Governance Committee Minutes Trustee Torey Alston, Chairman

Date: Tuesday, May 27, 2014

Committee members present via conference call: Torey Alston, Kimberly Moore, Belinda Shannon and Karl White.

Additional trustees participating via conference call: Solomon Badger and Kelvin Lawson.

I. CALL TO ORDER AND WELCOME

Trustee Torey Alston, Chairman

Chairman Alston called the meeting to order and asked Chief of Staff Abdi to call the roll. A quorum was established.

II. COMMITTEE CHARGE

Chairman Alston explained that the Board Governance Ad-hoc Committee was formed after the Board of Trustees's May 4, 2014 Retreat as a continuous mechanism to review and evaluate board governance best practices. The areas of focus for the committee were outlined as follows:

- Approve a Board Compact with President Mangum;
- Review Board agendas and Board of Trustees meeting format; and
- Develop a Board evaluation survey instrument.

III. BOARD COMPACT DISCUSSION

This meeting agenda centered on the Board compact. Prior to our meeting, the 2010-2011 Board compact was distributed in addition to three (3) sample compact documents that had been provided by the AGB consultants who facilitated the May 4th retreat. The 2010-2011 compact had been used during former President Ammons' tenure but had not been recently reviewed.

There was consensus around the following items.

- 1) The 2010-2011 compact was a fairly comprehensive document that would serve as a good starting point for a 2014-2015 compact. The document should be simplified and redundancies eliminated. There should be a streamlined way to provide feedback around document changes.
- 2) The 2014-2015 compact should be viewed as a "living process", not just a living document. This means the document should not just live on a shelf. It must be referred to often, changed when appropriate, and implemented with fidelity.
- 3) The full Board of Trustees should have the opportunity to review and ratify the final 2014-2015 compact.
- 4) There needs to be feedback and buy-in from President Mangum.

Florida Agricultural and Mechanical University Board of Trustees



Additional discussion surrounded how the document should be structured. While this will be reviewed in subsequent ad-hoc committee meetings, possible structure includes a high-level one page document with salient points, followed by a more detailed compact that is segmented into two (2) core sections: behaviors/values and protocols/communication.

IV. NEXT STEPS

The full Board is asked to review the 2010-2011 compact and submit feedback to Chief of Staff Abdi by Thursday, June 12, 2014. She will then will review the feedback and discuss potential changes with Chairman Alston, who will then convene a follow-up Committee meeting.

The Committee believes that the 2014-2015 compact should be in place before Dr. Mangum's inauguration. Therefore, the goal would be to have a document that could be approved at the September Board of Trustees meeting.

The Committee plans to revisit items listed in the charge, as well as review the Board of Trustee Orientation Manual during future meetings. Finally, the Committee discussed reviewing the compact on an annual basis.

With no further business, the meeting adjourned.

**Florida Agricultural and Mechanical University
Board of Trustees**



**Ad-Hoc Board Governance Committee Minutes
Trustee Torey Alston, Chairman**

Date: Friday, August 8, 2014

Trustees on the committee present via conference call: Torey Alston, Kimberly Moore, Belinda Shannon and Karl White.

Additional trustees participating via conference call: Solomon Badger, Lucas Boyce, Tonnette Graham, Kelvin Lawson, Rufus Montgomery and Cleve Warren.

I. CALL TO ORDER AND WELCOME

Trustee Torey Alston, Chairman

Chairman Alston called the meeting to order and asked Chief of Staff Abdi to call the roll. A quorum was established.

II. COMMITMENT STATEMENT AND COMPACT

Chairman Alston explained that the draft commitment statement and compact had been reviewed by trustees and feedback was submitted. Chief of Staff Abdi was asked to walk the Committee through changes that had been made to the two documents to date. The following summarizes her comments:

1. With respect to the commitment statement:
 - a. She used the three (3) statements provided by AGB at the May retreat as a template. Statements were from William Patterson and Western Kentucky Universities, as well as from a sample document. During the retreat, the Board broke into small groups. Trustee Warren's group submitted notes, which were referenced when creating the document.
 - b. The draft document was created and reviewed with Trustee Alston. The document was then circulated to the full Board for feedback.
 - c. Trustee Moore requested that the verb tenses be changed from continuous present to simple present, i.e., drop the "ing" after each leading verb.
2. With respect to the compact statement:
 - a. Feedback from the initial May committee call was that the document should not be redundant and should be simplified.
 - b. The 2010-11 compact was circulated to the full Board for feedback. Trustee Turnbull responded.
 - c. The document was organized by role – Board member, Chair and President – and each item was separated into behaviors and actions. The behavior rationale was that norms should be consistent across each role. When looking at actions, each action was reviewed within a role and then was reviewed across each role to ensure that language was consistent

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- d. Currently, each compact statement can exist on its own, which was purposeful. If viewed in its totality, the document would appear to have redundancies.
- e. The document was circulated to the full Board in advance of the call. No feedback was received.

Commitment statement feedback:

Trustee Shannon asked for clarification around the line “Participating in University events that have been identified as integral, culture-building parts of the University community.” She believed the line to be broad and subjective. Trustee Moore believed that the goal was to highlight trustee engagement. Trustee White commented that the goal was to ensure that people were involved. Trustees should be supportive and participate in events that further University objectives. The Chief of Staff was asked to incorporate clarifying language into the document. The change in verb tense was also asked to be reflected in the revised document. Additional trustees on the Board were asked for feedback. Trustee Warren asked if it were acceptable to add “when reasonably possible” to the line in question. Trustee Shannon said that the change would not address her concern. Trustee Lawson said the goal should be active engagement and the wording should reflect as such.

Compact statement feedback:

Trustee Shannon mentioned that she was glad that there is a uniform set of behaviors identified. However, “Be politically savvy” under the behaviors section was vague. Trustee Moore agreed that the language was subjective and suggested that it be removed. There was discussion around why the language was in the compact. The Committee agreed to remove the line.

Trustee Moore asked if the ad-hoc body would also take on development of a tool to assess whether the Board was aligned with the compact each year. Chairman Alston said that the committee would do so.

Trustee Montgomery asked about constructs 3, 4 and 8. Specifically, he questioned whether the Board had an enforceable expectation of conformity and acceptance of the three (3) constructs. There could be direct conflict with the President’s contract. The Board needs to be able to enforce the constructs. Chairman Alston asked Attorney McKnight to review the compact and the President’s contract to determine what is enforceable. Trustee Shannon clarified her understanding of Trustee Montgomery’s request stating that we should take action to ensure that there are no statements in constructs 3, 4 and 8 that conflict with the employment contract. She then noted that the only thing that is enforceable is the employment contract. Trustee Alston said that the document needs to go to the Chair and to the President for their review. Therefore, Attorney McKnight’s analysis would be helpful.

Trustee Montgomery also mentioned that he had another issue with construct 8. The construct does not cover the fact that there should be communication with proper spelling and grammar. The Committee should develop a mechanism to deal with this issue as it impacts our brand.

Florida Agricultural and Mechanical University Board of Trustees



Trustee Boyce had a question about construct 1 - "Support the Chair's need to build consensus, presenting a unified front after decisions have been made." This stated that this should not preclude debate about an issue. He also discussed moving "Permit the University to operate in an agile manner" out of construct 1 because it did not fit within the section. He also mentioned that "Support the President as he/she is the exclusive agent of the University and carries out delegated authority for all academic, administrative, fiscal, and human resource matters" sounded like the Board should give the President a rubber stamp or agree unconditionally with the President's actions.

Trustee Montgomery also noted that the phrase "listen to and address Board concerns" in construct 4 does not require the President to act on Board concerns. He requested that "act upon concerns" be added to the statement. Trustee Shannon mentioned that it may not always be possible or necessary to take action on a Board concern. There may be concerns in absence of information, yet after speaking with the President, action would not be required. Trustee Montgomery suggested "take action when appropriate" would be appropriate if the Board unanimously expressed a concern.

Chairman Alston expressed a desire for a motion to move the compact and commitment statement forward. Trustee Warren asked that the committee take a second look at the document before bringing the compact before the Board. The Committee agreed that the compact should not be moved into an action item at this time. There needs to be time to review the suggested changes as well as get feedback from the General Counsel before a recommendation goes before the full Board.

III. NEXT STEPS

A revised document and feedback from Attorney McKnight will be sent. The Chief of Staff will incorporate revisions and suggestions.

Trustee Boyce thanked the Ad-Hoc Committee for their service on the Committee and the Chief of Staff for her diligence in preparation of the documents.

With no further business, the meeting adjourned.

**Florida Agricultural and Mechanical University
Board of Trustees**



Commitment Statement

This commitment statement outlines the obligations and duties to which I have agreed as a Trustee of Florida Agricultural and Mechanical University. In service to the University, its students, and the community, I will:

- Be a vigorous advocate for the University’s mission.
- Act in the best interest of the University, the public, and the State of Florida at all times.
- Exemplify the highest standards of ethical behavior.
- Devote the necessary time, attention, and preparation to Board activities and operations that enable the Board to function effectively.
- Act strictly in accordance with federal, state, and local laws, as well as complying with State University System rules and regulations.
- Respect the boundary between board governance and institutional management and administration.
- Engage in vigorous, constructive, and respectful debate to advance substantive dialogue on matters of institutional importance.
- Abide by Board decisions regardless of personal viewpoints, beliefs, or preferences without compromising; deferring public comment on matters before the Board to the Chair and the President.
- **To the extent possible**, be actively engaged in key University events.

Signed:

Trustee Name

Date

Chair Name

Date

Note: This document relied on ideas from documents of similar purpose from William Paterson University and Western Kentucky University Board of Regents

Florida Agricultural and Mechanical University
Board of Trustees



Commitment Statement

This commitment statement outlines the obligations and duties to which I have agreed as a Trustee of Florida Agricultural and Mechanical University. In service to the University, its students, and the community, I commit to the following:

- **Being** a vigorous advocate for the University's mission.
- **Acting** in the best interest of the University, the public, and the State of Florida at all times.
- Exemplifying **ing** the highest standards of ethical behavior.
- **Devoting** the necessary time, attention, and preparation to Board activities and operations that enable the Board to function effectively.
- **Acting** strictly in accordance with **f**Federal, **s**State, and local laws, as well as complying with State University System rules and regulations.
- **Respecting** the boundary between board governance and institutional management and administration.
- **Engaging** in vigorous, constructive, and respectful debate to advance substantive dialogue on matters of institutional importance.
- **Abiding** by Board decisions regardless of personal viewpoints, beliefs, or preferences without compromising; deferring public comment on matters before the Board to the Chair and the President.
- **To the extent possible, be actively engaged in key University events. Participating in University events that have been identified as integral, culture building parts of the University community.**

Commented [SA1]: Trustee Shannon provided the latter portion of the phrase. Trustee Moore added "to the extent possible".

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Signed:

Trustee Name

Date

Chair Name

Date

Note: This document relied on ideas from documents of similar purpose from William Paterson University and Western Kentucky University Board of Regents.



Florida Agricultural and Mechanical University Board of Trustees Compact

Statement of Purpose: This Compact outlines guiding principles for the Board, the Chair and the President with the future expectation that such will foster positive individual and collective actions and behaviors as noted herein.

Board's Expectations – Constructs 1 to 3

CONSTRUCT 1: The Board can expect one another to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for its role and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support the Chair's need to build consensus, presenting a unified front after decisions have been made.
- Support the President as the exclusive agent of the University.
- Leverage professional expertise, as requested, to promote University initiatives.
- Serve as advocates for the University.
- Serve as positive role models for the internal and external community.
- Participate in University events.
- Allow the Chair to be the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Respect one another as individuals.



Florida Agricultural and Mechanical University Board of Trustees Compact

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Board's Expectations – Constructs 1 to 3

CONSTRUCT 2: The Board can expect the Chair to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for the role and responsibilities as Chair.
- Understand the roles and responsibilities of the Board as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and champion communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any concerns with the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Build consensus and carry it forward, even if the consensus differs from the Chair's point of view.
- Support the President as the exclusive agent of the University.
- Leverage professional expertise, as requested, to promote University initiatives.
- Serve as an advocate for the University.
- Serve as a positive role model for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



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Board's Expectations – Constructs 1 to 3

CONSTRUCT 3: The Board can expect the President to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Demonstrate a willingness to learn, grow and accept feedback.
- Serve as the "standard bearer" for excellence.
- Understand the environment in order to gauge when change is needed.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Share the context of any concerns, decisions and actions.
- Understand and appreciate the roles and responsibilities of the Board as policymakers.
- Listen to and address Board concerns.
- Be knowledgeable of University policies, procedures and practices.
- Leverage the Board's professional expertise, as needed, to promote University initiatives.
- Build an effective team and develop talent to ensure a proper administrative succession plan.
- Actively engage the internal and external community, understanding their needs and working to fulfill them.
- Serve as a hub of communication, keeping Board members well informed of key issues in a timely fashion.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the role of the Board and the individuals serving on the Board.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University or its Board of Trustees.



Florida Agricultural and Mechanical University Board of Trustees Compact

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Chair's Expectations – Constructs 4 to 5

CONSTRUCT 4: The Chair can expect the President to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Demonstrate a willingness to learn, grow and accept feedback.
- Serve as the "standard bearer" for excellence.
- Understand the environment in order to gauge when change is needed.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Share the context of any concerns, decisions and actions.
- Understand and appreciate the roles and responsibilities of the Chair and the Board as policymakers.
- Listen to and address Board concerns.
- Be knowledgeable of University policies, procedures and practices.
- Leverage the Board's professional expertise, as needed, to promote University initiatives.
- Build an effective team and develop talent to ensure a proper administrative succession plan.
- Actively engage the internal and external community, understanding their needs and working to fulfill them.
- Serve as a hub of communication, keeping Board members well informed of key issues in a timely fashion.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the role of Chair and the individual serving as Chair.



Florida Agricultural and Mechanical University Board of Trustees Compact

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Chair's Expectations – Constructs 4 to 5

CONSTRUCT 5: The Chair can expect the Board to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for its role and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support the Chair's need to build consensus, presenting a unified front after decisions have been made.
- Support the President as the exclusive agent of the University.
- Serve as advocates for the University.
- Leverage professional expertise, as requested, to promote University initiatives.
- Serve as positive role models for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Allow him/her to serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



Florida Agricultural and Mechanical University Board of Trustees Compact

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President's Expectations – Constructs 6 to 7

CONSTRUCT 6: The President can expect the Chair to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for the role and responsibilities as Chair.
- Understand the roles and responsibilities of the Board as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and champion communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any concerns with the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Engage with individual Board members and share their points of view.
- Build consensus and carry it forward, even if the consensus differs from the Chair's point of view.
- Support the President as the exclusive agent of the University.
- Leverage professional expertise, as requested, to promote University initiatives.
- Serve as the primary advocate for the University.
- Keep abreast of important University matters through communication with the President, the Office of the President and the Senior Leadership Team.
- Support the President and the President's administration, providing advice and counsel.
- Serve as a positive role model for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



Florida Agricultural and Mechanical University Board of Trustees Compact

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President's Expectations – Constructs 6 to 7

CONSTRUCT 7: The President can expect the Board to

Actions:

- Exhibit strong leadership skills.
- Act in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for its role and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support needed change as identified by the President.
- Leverage professional expertise, as requested, to promote University initiatives.
- Serve as advocates for the University.
- Keep abreast of important University matters through communication with the President, the Office of the President and the Senior Leadership Team.
- Support the President as the exclusive agent of the University.
- Serve as positive role models for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Allow the Chair to serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner, understanding that the University is being represented at all times.
- Communicate in an open, honest, direct and respectful manner.
- Listen actively and communicate effectively to facilitate positive collaboration.
- Be accessible.
- Act in a trustworthy manner.
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



Florida Agricultural and Mechanical University Board of Trustees Compact

Statement of Purpose: This Compact outlines guiding principles for the Board, the Chair and the President with the future expectation that such will foster positive individual and collective actions and behaviors as noted herein.

Communications Expectations – Constructs 8 to 10

CONSTRUCT 8: With respect to communications with the Media, the Public and the University community, the Chair and the Board can expect the President and the President's administration to

- Keep the Board well informed of key issues in a timely fashion.
- Recognize that the President is the official spokesperson for the University and the Chair is the official spokesperson for the Board.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner with respect to Board policies and decisions.
- Develop a comprehensive communication strategy to facilitate timely and appropriate responses to issues and events.
- Understand the 24-hour news cycle and the need to proactively address issues.
- Actively distribute positive University news across diverse media platforms to advance the FAMU brand globally.
- Cultivate effective relationships with the media across delivery platforms.
- Respond to media requests in a timely fashion.
- Provide consistent, accurate communications that convey University values.

CONSTRUCT 9: With respect to communications with the Media, the Public and the University community, the President and the President's administration can expect the Chair to

- Serve as the Board's primary spokesperson on University issues, including Board actions.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University, the President or the President's administration.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner with the President.
- Act responsibly when communicating with the media regarding his/her role beyond the statutory role as Chair (cautionary boundary).
- Regularly view the University website and read the FAMUINFO email blasts to stay abreast of University activities, press releases and activities.



Florida Agricultural and Mechanical University Board of Trustees Compact

Statement of Purpose: This Compact outlines guiding principles for the Board, the Chair and the President with the future expectation that such will foster positive individual and collective actions and behaviors as noted herein.

Communications Expectations – Constructs 8 to 10

CONSTRUCT 10: With respect to communications with the Media, the Public and the University community, the President and the President’s administration can expect the Board to

- Direct all formal communications to the Chair or the Office of Communications.
- Convey that any public comments are individual opinions.
- Speak on behalf of the University only when specifically authorized to do so by the Chair.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University, the President or the President’s administration.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner and abstain from preceding the President or the Chair when communicating.
- Act responsibly when communicating with the media regarding its role beyond the statutory role as Board members (cautionary boundary).
- Regularly view the University website and read the FAMUINFO email blasts to stay abreast of University activities, press releases and activities.



Florida Agricultural and Mechanical University Board of Trustees Compact

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Board's Expectations – Constructs 1 to 3

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Construct 1: The Board can expect one another to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for their roles and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of their concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support the Chair's need to build consensus, presenting a unified front after decisions have been made.
- Support the President as he/she is the exclusive agent of the University and carries out delegated authority for all academic, administrative, fiscal, and human resource matters.
- Leverage their expertise, as requested, to promote University initiatives.
- Serve as advocates for the University.
- Serve as positive role models for the internal and external community.
- Participate in University events.
- ~~Permit the University to operate in an agile manner.~~
- Allow the Chair to be the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- ~~Communicate in an~~ Be open, honest, direct and respectful manner in his/her communication.
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Respect one another as individuals.



Florida Agricultural and Mechanical University Board of Trustees Compact

Statement of Purpose: This Compact outlines guiding principles for the Board, the Chair and the President with the future expectation that such will foster positive individual and collective actions and behaviors as noted herein.

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Construct 2: The Board can expect the Chair to

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Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for the his/her role and responsibilities as Chair.
- Understand the roles and responsibilities of the Board as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and champion communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any his/her concerns with the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Build consensus and carry it forward, even if the consensus differs from the Chair's his/her point of view.
- Support the President as he/she is the exclusive agent of the University ~~and carries out delegated authority for all academic, administrative, fiscal, and human resource matters.~~
- Leverage professional his/her expertise, as requested, to promote University initiatives.
- Serve as an advocate for the University.
- Serve as a positive role model for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- Communicate in an Be open, honest, direct and respectful manner in his/her communication.
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



Florida Agricultural and Mechanical University Board of Trustees Compact

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CONSTRUCT 3: The Board can expect the President to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Demonstrate a willingness to learn, grow and accept feedback.
- Serve as the "standard bearer" for excellence.
- Understand ~~the~~his/her environment in order to gauge when change is needed.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Share the context of ~~any~~his/her concerns, decisions and actions.
- Understand and appreciate the roles and responsibilities of the Board as policymakers.
- Listen to and address Board concerns.
- Be knowledgeable of University policies, procedures and practices.
- Leverage Board expertise, as needed, to promote University initiatives.
- Build an effective team and develop talent to ensure a proper administrative succession plan.
- Actively engage the internal and external community, understanding their needs and working to fulfill them.
- Serve as a hub of communication, keeping Board members well informed of key issues in a timely fashion.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- ~~Communicate in an~~ Be open, honest, direct and respectful ~~manner, in his/her communication.~~
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the role of the Board and the individuals serving on the Board.
- **Abstain from communication that is inconsistent with Board decisions or that is adverse to the University or its Board of Trustees.**

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Florida Agricultural and Mechanical University Board of Trustees Compact

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Chair's Expectations – Constructs 4 to -5

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CONSTRUCT 4: The Chair can expect the President to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Demonstrate a willingness to learn, grow and accept feedback.
- Serve as the "standard bearer" for excellence.
- Understand ~~the~~his/her environment in order to gauge when change is needed.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Share the context of ~~any~~his/her concerns, decisions and actions.
- Understand and appreciate the roles and responsibilities of the Chair and the Board as policymakers.
- Listen to and address Board concerns.
- Be knowledgeable of University policies, procedures and practices.
- Leverage Board expertise, as needed, to promote University initiatives.
- Build an effective team and develop talent to ensure a proper administrative succession plan.
- Actively engage the internal and external community, understanding their needs and working to fulfill them.
- Serve as a hub of communication, keeping Board members well informed of key issues in a timely fashion.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- ~~Communicate in an~~Be open, honest, direct and respectful manner, in his/her communication.
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the role of Chair and the individual serving as Chair.



Florida Agricultural and Mechanical University Board of Trustees Compact

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CONSTRUCT 5: The Chair can expect the Board to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for ~~its~~ their roles and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of ~~any~~ their concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support the Chair's need to build consensus, presenting a unified front after decisions have been made.
- Support the President as he/she is the exclusive agent of the University, ~~and carries out delegated authority for all academic, administrative, fiscal, and human resource matters.~~
- Serve as advocates for the University.
- Leverage professional ~~their~~ expertise, as requested, to promote University initiatives.
- Serve as positive role models for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Allow him/her to serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- ~~Communicate in an~~ Be open, honest, direct and respectful manner, in his/her communication.
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



**Florida Agricultural and Mechanical University
Board of Trustees Compact**

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President's Expectations – Constructs 6 to -7

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CONSTRUCT 6: The President can expect the Chair to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for the his/her role and responsibilities as Chair.
- Understand the roles and responsibilities of the Board as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and champion communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of any his/her concerns with the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Engage with individual Board members and share their points of view.
- Build consensus and carry it forward, even if the consensus differs from the Chair's his/her point of view.
- Support the President as he/she is the exclusive agent of the University ~~and carries out delegated authority for all academic, administrative, fiscal, and human resource matters.~~
- Leverage his/her professional expertise, as requested, to promote University initiatives.
- Serve as the primary advocate for the University.
- Keep abreast of important University matters through communication with the President, the Office of the President and the Senior Leadership Team.
- Support the President and the President's his/her administration, providing advice and counsel.
- Serve as a positive role model for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- Communicate in an Be open, honest, direct and respectful manner in his/her communication.
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.



Florida Agricultural and Mechanical University
Board of Trustees Compact

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- Exhibit respect for both the Office of President and the individual serving as President.

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**Florida Agricultural and Mechanical University
Board of Trustees Compact**

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CONSTRUCT 7: The President can expect the Board to

Actions:

- Exhibit strong leadership skills.
- ~~Acting~~ in an ethical manner and in the University's best interest at all times.
- Understand and be accountable for ~~its~~their roles and responsibilities as policymakers rather than administrators.
- Attend all meetings, orientations and retreats, in-person or via conference, and prepare for said meetings to facilitate active participation.
- Know the University's mission, governance, policies, financing, strategic plans, and performance funding metrics as outlined by the Florida Board of Governors.
- Exhibit full commitment to effective and efficient Board operations and communication norms, including knowledge of and adherence to Board bylaws.
- Be knowledgeable of and remain in compliance with open meeting and public comment laws (Florida Constitution, Article II, Section 8), also known as "Sunshine Laws".
- Demonstrate a willingness to learn, grow and accept feedback.
- Share the context of ~~any~~their concerns with the Chair, the President or the President's proxy.
- Listen to and address the President's concerns.
- Use sound judgment to make difficult, yet fair, decisions and take decisive action.
- Support needed change as identified by the President.
- Leverage ~~professional~~their expertise, as requested, to promote University initiatives.
- Serve as advocates for the University.
- Keep abreast of important University matters through communication with the President, the Office of the President and the Senior Leadership Team.
- Support the President as he/she is the exclusive agent of the University ~~and carries out delegated authority for all academic, administrative, fiscal, and human resource matters.~~
- Serve as positive role models for the internal and external community.
- Participate in University events.
- Permit the University to operate in an agile manner.
- Allow the Chair to serve as the Board's primary spokesperson on University issues, including Board actions.

Behaviors:

- Act in a professional manner at all times, understanding that he/she is representing the University at all times.
- ~~Communicate in an~~Be open, honest, direct and respectful ~~manner in his/her communication.~~
- Listen actively and communicate effectively to facilitate positive collaboration.
- ~~Be politically savvy.~~
- Be accessible.
- Act in a trustworthy manner
- Operate transparently and objectively, setting aside personal interests and avoiding and disclosing conflicts.
- Exhibit respect for both the Office of President and the individual serving as President.



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Communications Expectations – Constructs 8 to -10

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CONSTRUCT 8: With respect to communications with the Media, the Public and the University community, the Chair and the Board can expect the President and ~~the President's/his/her~~ administration to

- Keep the Board well informed of key issues in a timely fashion.
- Recognize that the President is the official spokesperson for the University and the Chair is the official spokesperson for the Board.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner with respect to Board policies and decisions.
- Develop a comprehensive communication strategy to facilitate timely and appropriate responses to issues and events.
- Understand the 24-hour news cycle and the need to proactively address issues.
- Actively distribute positive University news across diverse media platforms to advance the FAMU brand globally.
- Cultivate effective relationships with the media across delivery platforms.
- Respond to media requests in a timely fashion.
- Provide consistent, accurate communications that convey University values.

CONSTRUCT 9: With respect to communications with the Media, the Public and the University community, the President and ~~the President's/his/her~~ administration can expect the Chair to

- Serve as the Board's primary spokesperson on University issues, including Board actions.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University, the President or ~~the President's/his/her~~ administration.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner with the President.
- Act responsibly when communicating with the media regarding his/her role beyond ~~the his/her~~ statutory role as Chair (cautionary boundary).
- Regularly view the University website and read the FAMUINFO email blasts to stay abreast of University activities, press releases and activities.



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CONSTRUCT 10: With respect to communications with the Media, the Public and the University community, the President and ~~the President's/his/her~~ administration can expect the Board to

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- Direct all formal communications to the Chair or the Office of Communications.
- Convey that any public comments are individual opinions.
- Speak on behalf of the University only when specifically authorized to do so by the Chair.
- Abstain from communication that is inconsistent with Board decisions or that is adverse to the University, the President or ~~the President's/his/her~~ administration.
- Abstain from communication with the media on actionable items that may come before or are being considered by the Board.
- Act in a coordinated manner and abstain from preceding the President, or the Chair, ~~when communicating#~~ ~~his/her~~ communications.
- Act responsibly when communicating with the media regarding ~~its~~ their roles beyond their statutory roles as Board members (cautionary boundary).
- Regularly view the University website and read the FAMUINFO email blasts to stay abreast of University activities, press releases and activities.

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