

FLORIDA **A&M** UNIVERSITY
Board of Trustees

Governance Committee Minutes
Trustee Thomas Dortch, Chair
Thursday, June 24, 2021

The Governance Committee met on Thursday, March 4, 2021. A quorum was established, with the following Committee members in attendance: Thomas Dortch, Michael Dubose, Kimberly Moore, Belvin Perry, Kenny Stone and Carrington Whigham. Trustee Nicole Washington had a scheduling conflict and did not attend the meeting.

Trustee Dortch shared that during this meeting the committee would recommend a facilitator for the BOT's retreat in August. He stated that the committee would be joined by Attorney Artis Hampshire-Cowan, the facilitator the BOT used at its last retreat.

Mrs. Hampshire-Cowan addressed the committee and provided information regarding her background. She said that in her role as a consultant, she focuses on governance and effectiveness. She shared that during her 25 years at Howard University, she served as the corporate secretary and senior vice president, as well as the chief operating officer and executive president. In her private practice, she has worked with the Chicago Transit Authority, major airport authorities, the Kellogg Foundation and non-profits. She said that in her work she has seen the full spectrum of corporate governance and that her philosophy is to "do no harm and say what needs to be said."

Trustee Moore asked what Mrs. Hampshire-Cowan's thoughts were in response to any changes due to COVID-19. Mrs. Hampshire-Cowan shared that most boards are trying to figure out the way forward, redefining relationships, focusing on the critical partnership between the board and executive leaders, and how you go through a crisis. Organizations should also look at how to prepare for the future, what are best practices and taking advantage of opportunities to make changes now.

Trustees Cliatt suggested the facilitator do the following:

1. have pre-meetings with each member of the BOT so that the expectations are clear
2. remain on track with time and allocation making sure that all agenda topics are covered during the meeting
3. the facilitator should be inclusive and not divisive.

Trustee Harper stated that she participated in the retreat the previous year and Mrs. Hampshire-Cowan stimulated good conversation, asked provocative questions and that she had full faith in her ability and leadership to continue that conversation.

Trustee Cavazos said that based on last year, she found her to be transparent in the way that she addressed issues. She said she is really interested in hearing discussions on post-pandemic

policy. She would also like to hear suggestions regarding the impact on female faculty with respect with their roles and placement in administration.

Trustee Dortch then reminded the Committee that the retreat is probably one of the more critical ones that it will have as leaders and with leadership on campus. He said that the retreat is going to help the BOT focus and give their collective thoughts as the University prepares to open in the fall. He then opened the floor for a motion.

Trustee Dubose moved approval of Mrs. Hampshire-Cowan as the facilitator for the BOT retreat. The motion was seconded by Trustee Perry and the motion carried unanimously.

Trustee Dubose stated that the agenda should include a discussion on the recent Supreme Court ruling regarding student athlete's likeness and what that means for FAMU. Also, how should the FAMU brand be protected, while supporting the student athletes. Regarding online learning, he indicated he wanted to know the University's future direction as it brings back its 9000 plus students. Also, what is the strategic direction around online learning - what has been learned and using that as part of the University's goals.

With there being no further business, the meeting adjourned.