

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



**Governance Committee Report
Trustee Gary McCoy, Chair
Wednesday, May 11, 2016, Telephone
Conference Call**

The Board of Trustees Governance Committee met on May 11, 2016.

Linda Barge-Miles called the roll.

A quorum was present.

Three action items were on the agenda: (1) the approval of the minutes of the February 10, 2016 committee meeting, (2) approval of a Charter for Governance Committee, (3) and approval of amendments to BOT Operating Procedures. There was one informational item, the review of the Governance Committee's Action Item Matrix.

A. Action Items

1. Approval of Minutes- February 10, 2016

The first action item was the approval of the minutes of the February 10, 2016 committee meeting. The motion to approve the minutes was moved by Trustee Perry and seconded by Trustee Reed. The motion carried unanimously.

2. Approval of the Charter for Governance Committee

The second action item was the approval of the Charter of the Governance Committee.

The committee was informed that Chief of Staff Jim Miller had been asked to do research about other schools for the purpose of drafting a charter for this committee. At this time, FAMU only had one full charter – the Audit Committee Charter. Chief of Staff Miller informed the committee that he used information from several different universities and the Association of Governing Boards (AGB) to develop the proposed charter, but the primary impetus for the proposed charter emanated from the University of Central Florida and the AGB.

Trustee Perry made the motion for approval of charter, and it was seconded by Trustee Reed. The motion carried unanimously.

This item is on today's consent agenda as item GC 1.

3. Approval of Amendments to BOT Operating Procedures

The next action item was the approval of revisions to the Operating Procedures required by the Governor Rick Scott's signing of Florida House Bill HB 7029. Acting General Counsel Shira Thomas provided an overview of the proposed changes. HB 7029 amended Section 1001.71 of the Florida Statutes that deals with universities' board of trustees. The bills added Subsections 4 and 5 to that section of the statute. Subsection 4 allows the Board Chair to serve a two-year term with one consecutive two-year term renewal, after which the Chair may be selected for any subsequent two-year term, but this must be approved by an affirmative vote of no less than 2/3 votes of the members. Subsection 5 requires the Board Chair to provide written notice to the Board of Governors when a trustee has three (3) consecutive unexcused absences from regular meetings in a fiscal year. Three consecutive unexcused absences may be grounds for dismissal from the Board. Subsection 5 also requires that documents must be posted to the University's website two (2) weeks after a Board meeting. Minutes of meetings must give the attendance and the vote history of each trustee.

The motion was moved by Trustee Reed and seconded by Trustee Perry. The motion carried unanimously.

This item is on today's consent agenda as item GC 2.

B. Information Item

Review of the Governance Committee's Action Item Matrix

The committee was provided an overview the Action Item Matrix. The document was created in response to questions raised by members of the Board regarding the activities of the committee. The matrix covers activities of the committee from April 2016 to June 2017.

Mr. Chair, this concludes my report.