

# FLORIDA **A&M** UNIVERSITY

## **Board of Trustees**

### **Governance Committee Minutes** **February 12, 2026** **10:00 a.m.**

#### **CALL TO ORDER AND WELCOME**

Committee Chair Prerak Shah called the Governance Committee (“Committee”) meeting to order. Trustees Figgers, Gainey, Shah, Washington, and White were in attendance and established a quorum.

#### **APPROVAL OF MINUTES**

There were no corrections to the December 4, 2025 meeting minutes that were posted on the Board’s website and provided in the meeting material. Trustee Figgers moved approval of the minutes and Trustee Gainey seconded. The motion carried.

#### **PRESIDENT JOHNSON’S EMPLOYMENT CONTRACT AMENDMENT**

Attorney Avery McKnight presented the First Amendment to President Johnson’s employment contract for the committee’s consideration. The original contract was executed by the Board in June of last year. The amendment was prepared in light of the University President’s House being unavailable for permanent occupancy and unlikely to become available in the near future.

Accordingly, the proposed amendment focuses on revising Article 6.2 of the President’s employment contract. The current provision authorizes a one-time reimbursement of up to \$25,000.00 for moving and relocation expenses incurred by the President and her family, including the moving and storage of personal property and related costs. The amendment presented to the committee proposes replacing this reimbursement with a one-time payment of \$25,000.00 to support the President’s transitional relocation to Tallahassee, Florida. This payment would be issued within thirty days of full execution of the First Amendment.

Additionally, Article 6.2 is further amended to provide President Johnson a monthly housing allowance of \$5,000.00 beginning March 1, 2026, and continuing until the President’s House becomes available for permanent occupancy as intended.

The draft First Amendment also affirms that all remaining terms and conditions of the employment agreement not in conflict with this amendment are restated and incorporated therein.

Trustee Figgers moved approval of the amendment to President Johnson’s employment contract, and Trustee Washington seconded. The motion carried.

## **PRESIDENT JOHNSON'S 2025-2026 GOALS**

President Johnson presented a revised version of the strategic framework and her goals for the remainder of the 2025–2026 fiscal year. She noted that the University has already established a strong foundation for developing the 2026–2027 goals, placing the institution ahead of the typical six-month goal-setting cycle. After beginning her tenure on August 1, 2025, she and her team initiated negotiations on the 2025–2026 goals and began planning immediately. From November through the end of 2025, she received feedback from Board members, which informed the goals presented today.

She emphasized that the proposed goals reflect collective input and represent what the leadership team believes is achievable by June 30, while also creating a smooth transition into the priorities for fiscal year 2026–2027. The updated metrics focus on student success, fiscal accountability, organizational management, brand reputation and engagement, and operational excellence for enterprise assessment. In addition, 16 new decision points have been introduced for Board review.

President Johnson informed the Board that the University team did not wait for formal approval before beginning work to ensure progress toward the desired outcomes. She also highlighted adjustments made to distinguish between areas directly influenced by the current administration and those inherited from prior periods. As an example, she noted that the 2024–2025 financial audits were difficult for her to commit to as a performance measure, given that she had no impact on those outcomes. Instead, the team has committed to cleaning up the financial records and establishing strong, sustainable, and repeatable business processes to ensure clean audits for 2026–2027.

She assured the Board that the University team is prepared to be held accountable and to be measured using indicators that provide clear, forward-looking insight into progress without requiring intensive oversight. If the goals are approved, the administration will formalize a data-collection process, establish baselines, assign data stewards, and begin tracking indicators that will more accurately assess the fiscal and operational health of the enterprise. The team is scheduled to present draft data, using fiscal year 2024–2025 as the baseline, during the April virtual meeting.

Chair Gibbons provided additional context regarding the new decision points incorporated into the President's goals. He explained that, in several areas of the organization, there were no reliable data points or information available to accurately assess impact. As a result, new KPIs were necessary to evaluate how to effectively move the institution forward. By expanding the evaluation to include leading indicators, the Board will receive updates from key operational areas that offer earlier insight and more meaningful feedback.

Vice Chair White expressed his appreciation to Chair Gibbons and President Johnson for their work in developing the assessment. He stated that the framework provides the University with the data needed to begin the budgeting process for the upcoming year. His primary concern centered on the availability of data required for assessment. He therefore asked Trustee Harris—pending approval from the Chair—to contact COO Lawson to evaluate and report to Chair Gibbons on the status of the University's Workday implementation, noting that the system is critical to assessing the institution's overall health. Chair Gibbons recommended further discussion on the steps necessary to ensure the successful implementation of Workday and to support the Board's oversight responsibilities.

Trustee Gainey moved approval of President Johnson's 2025–2026 goals, and Trustee White seconded. The motion carried.

## **OFFICE OF GENERAL COUNSEL REPORT**

Attorney McKnight presented the organizational chart for the Division of Legal Affairs and provided an overview of pending litigation. He advised that any questions from the Board or President Johnson requiring privileged discussion should be addressed in a separate meeting to preserve attorney-client confidentiality.

He reported that current litigation involves a range of matters, including contract disputes, whistleblower retaliation claims, student allegations of discrimination based on race, color, national origin, or disability, as well as personal injury and other tort-related claims. These include allegations of employee negligence involving a University vehicle, civil rights claims, and tort actions arising from arrests made by campus police.

Attorney McKnight also shared a breakdown of cases by division, noting that of the thirty-six cases reflected ten have been resolved since August 1, 2025. Of the resolved cases, five were settled—primarily through Division of Risk Management funds—and five were dismissed on procedural grounds. One of the dismissed cases involved a significant injunction related to the presidential search and selection process.

Before concluding, Attorney McKnight introduced members of the Office of General Counsel and the Office of Policy.

Trustee Brown and Chair Gibbons expressed appreciation to General Counsel McKnight and President Johnson for prioritizing timely case resolution and safeguarding the University's financial health through regular updates on legal obligations. Chair Gibbons recommended that the Board receive quarterly reports moving forward. Trustee Crossman requested comparative research on caseloads at other state universities and expressed interest in having members of the legal team guest lecture at the College of Law. Trustee Young inquired whether recent organizational changes had contributed to an increase in cases. Attorney McKnight responded that no such spike had occurred to date, though one could emerge as anticipated changes take effect.

## **GOVERNMENT RELATIONS UPDATES**

Vice President Robinson opened her report with an overview of major developments since the September 2025 Board update. She noted that the legislative session began in January, highlighted by the Marching 100's performance of the national anthem in the Senate chamber. Two days later, the University hosted its largest annual advocacy event—FAMU Day at the Capitol—which brought together students, trustees, faculty, staff, and President Johnson. The event generated approximately 100 targeted engagements focused on advancing the University's legislative budget priorities.

She reported that this month, the Hernando County Commission voted unanimously to begin negotiations with the University to sublease the Chinsicott Hill property adjacent to the Bears campus in Brooksville. Securing this site would expand opportunities for research, education, and workforce development while preserving a historic asset and strengthening FAMU's land-grant mission.

VP Robinson also provided an update on federal issues. During the September briefing, there was uncertainty surrounding potential changes to the Pell Grant and other student aid programs. Many of those concerns did not materialize, and most federal operations—including core student aid programs—are now funded through fiscal year 2026. Research agencies such as NIH are operating in a near-flat funding environment. She noted that implementation of the One Big Beautiful Bill Act is underway, with new student loan accountability rules scheduled to take effect in July 2026. Community funding project proposals for March and April deadlines are being developed for submission through Florida’s congressional delegation. The University is also advancing a more coordinated federal research funding strategy to enhance competitiveness.

Turning to state matters, she reported that the Florida legislative session is now in its fifth week. Engagement with House and Senate leadership, committee members, and staff remains consistent as the University works to advance its legislative budget requests. Both chambers are expected to release their proposed budgets early next week.

At the local level, VP Robinson noted that on March 11, the Tallahassee City Commission is expected to vote on the proposed transfer of Tallahassee Memorial Healthcare assets to Florida State University. The University continues to monitor this process closely in light of the executed Memorandum of Understanding related to the development of the new academic health center.

**ADJOURNMENT:**

There being no further business, Committee Chair Shah adjourned the meeting.