

FLORIDA **A&M** UNIVERSITY

Board of Trustees

Meeting Minutes

May 16, 2025

Call to Order and Welcome

Chair Kristin Harper called the meeting to order at 9:00 a.m. A quorum was established with the presence of Trustees Brown, Bryant, Crossman, Gainey, Gibbons, Harper, Lawson, Perry, Reed, Vazquez, Washington, and White.

Newly appointed Trustee Raphael Vazquez was introduced, expressed gratitude for his appointment and shared his connection to the university.

The Board voted and approved the suspension of the 7-day notice requirement for meetings, as recommended by general counsel, to expedite the presidential search process.

Public Comments

Trustees received public comments from students, alumni, and community members expressing concerns regarding presidential candidates, particularly Marva Johnson. Many urged the selection of a candidate with experience in higher education and an understanding of HBCU culture.

The following individuals addressed the Board during the fifteen minutes allocated for public comments:

- Will Packer
- Rob Hardy
- Amy Wheeler
- Gabrielle Albert
- Miya Dennis
- Dr. Carolyn Collins

Chair Harper extended public comments for twenty-five additional minutes due to the importance of the decision before the Board. Additional speakers allowed to comment were:

- Curtis Johnson
- Lynette Jones
- Monica Harris
- Kennedy Williams
- Juanita Moore
- Elijah Hooks
- Chekesha Kidd

Following public comments, the Board Chair requested an investigation into the suspension of Mr. Hooks, who had participated in the presidential selection protest. Trustee Lawson asked Interim President Beard to provide feedback directly to the Board.

The discussion concluded with a call for trustees to fulfill their fiduciary duties and select a president capable of uniting the university community.

Approval of April 24, 2025 Minutes

Chair Harper requested updates to the Presidential Search Update section before approving the April 24, 2025 minutes.

Key updates included:

- The friendly amendment to pause (not suspend) the presidential search.
- The compensation study had not yet been completed at the time of the April 24, 2025 meeting.

The Board approved the amended minutes unanimously.

Presidential Range of Compensation

Trustee Gibbons presented the executive compensation analysis encompassing salary, benefits, bonuses, and other forms of remuneration, comparing compensation levels across peer institutions and market trends. The Board voted and approved a compensation range of \$450,000 to \$750,000 for negotiating the employment contract with the final candidate.

Discussion and Selection of Final Candidate

Chair Harper confirmed that background checks had been completed for all four finalists. Summaries were provided, and no concerns were found.

Hundreds of stakeholder feedback were analyzed using AI technology, with the following insights:

- **Candidate 1:** Strong support from faculty and alumni, but students raised concerns about experience.
- **Candidate 2:** Financially qualified but lacked a terminal degree and presidential experience.
- **Candidate 3:** Received overwhelming negative feedback due to lack of higher education experience and political affiliations.
- **Candidate 4:** Noted strengths in teaching and collaboration but concerns regarding research and financial sustainability.

Chair Harper challenged each trustee to vote responsibly, considering leadership qualities and institutional vision.

Discussion Highlights:

- Trustee Perry emphasized voting based on academic leadership, administrative experience, fundraising, and budgeting, clarifying his term expiration.
- Trustee Bryant prioritized student, alumni, and faculty voices, supporting Dr. Donald Palm.

- Trustee Washington acknowledged changes in higher education and emphasized financial and fundraising leadership, citing an American Council of Education study.
- Trustee Brown advocated for Marva Johnson, citing her experience in accountability systems.
- Trustees Lawson, Gibbons, and White highlighted financial challenges and the need for a transformational leader.

Final Vote:

- Marva Johnson was selected as FAMU's 13th President-elect, receiving eight votes (Brown, Crossman, Gainey, Gibbons, Lawson, Vazquez, Washington, White).
- Dr. Donald Palm received four votes (Bryant, Harper, Perry, Reed).
- Approval of Johnson is pending confirmation by the Board of Governors.

The selection process faced concerns over transparency and leaks of candidate information, but trustees emphasized the importance of student success and institutional longevity.

Contract Negotiation and Adjournment

During the meeting, Trustee White introduced a motion to delegate the authority to Trustee Washington for negotiating the employment contract of President-elect Marva Johnson, with the goal of finalizing the agreement by June 16, 2025. Trustee Gainey seconded the motion, leading to a discussion.

Chair Harper proposed a friendly amendment to the motion, which was denied. Following this, Trustee Perry questioned the rationale for deviating from the typical practice of allowing the Board Chair to negotiate such contracts. Trustee White responded by highlighting Trustee Washington's extensive experience with presidential searches, arguing that this expertise made him the best choice for the negotiation.

Trustee Perry expressed concerns regarding the motion and potential activities preceding the meeting. Subsequently, Chair Harper's amendment—to remove the deadline and allow the contract to be completed without a specific date—was accepted. Trustee Reed sought clarification on whether the authority to negotiate could legally be delegated to someone other than the Board Chair. Attorney Avery McKnight confirmed that, under BOG regulation 1.002, the Board of Trustees or its designated representative is responsible for drafting the employment contract, meaning the Board could delegate the responsibility to another trustee.

Chair Harper then reaffirmed that the Board has traditionally assigned contract negotiations to the Chair and emphasized her qualifications and past experience in such matters. She reminded attendees that the Board previously delegated contract authority to the Chair in July of the previous year and stated that she takes personal offense to the current situation.

Later, Trustee Bryant motioned to adjourn the meeting, citing that all agenda items had been addressed. Trustee Brown called for the question, and the motion passed by a vote of nine to one. Attorney McKnight, after consulting with Chair Harper, clarified the procedural rules—explaining that a motion to adjourn does not override an active motion for action and can only be considered if debate on the main motion has not concluded. Chair Harper acknowledged that had she fully

understood the procedural explanation beforehand, she would have allowed the adjournment vote, as debate had not yet ended.

Trustee Bryant's motion to adjourn was ultimately defeated, with eight trustees voting against (Brown, Gainey, Gibbons, Lawson, Perry, Reed, Washington, White) and two voting in favor (Bryant and Harper). The Board then proceeded to vote on the main motion to delegate negotiation authority to Trustee Washington, which was approved with six votes in favor (Brown, Gainey, Gibbons, Lawson, Washington, White) and four votes against (Bryant, Harper, Perry, Reed).

As a result, Trustee Washington was formally granted the authority to negotiate President-elect Johnson's contract.

The Board of Governors meeting is scheduled for June 18, 2025 for confirmation.

Adjournment

There being no further business, the meeting was adjourned.