

General Board Meeting Minutes

2022 FAMU Foundation Board Retreat

Sunday, September 4, 2022 | 9:30 a.m. – 10:00 a.m. EDT

The Westin Fort Lauderdale Beach Resort | Oceanside Ballroom II | Fort Lauderdale, FL

Board Members Present

Dir. Jemal Gibson, *Chair*
Dir. Larry Robinson
Dir. Carmen Cummings Martin
Dir. Chan Bryant Abney
Dir. Lorin Crenshaw
Dir. Clifton Goins, IV
Dir. Laurence Humphries
Dir. Twuanna Munroe Ward

Dir. Lisa LaBoo, *Vice Chair*
Dir. Shawnta Friday-Stroud
Dir. Muhammad Haseeb
Dir. Elaine Armster
Dir. John Crossman
Dir. John L. Green
Dir. Kenneth Neighbors
Dir. Thomas Jones, Jr. (*Emeritus*)

Dir. Gloria J. Walker
Dir. Curtis E. Johnson, Jr.
Dir. Machia J. Sanders
Dir. Hosetta Coleman
Dir. Marcella Freeman
Dir. Monica Williams Harris
Dir. Freddie Raines

Board Members Not Present

Dir. Erica Hill
Dir. Lenetra King
Dir. G. Scott Uzzell

Dir. Belvin Perry, Jr.
Dir. Akunna Olumba
Dir. Tirrell D. Whittley

Dir. Angela Adderley
Dir. T.J. Rose

Guests Present

Dr. Maurice Edington, *Provost & VP, Academic Affairs*
Trustee Otis Cliatt, II
Mr. Stanley Campbell
Mr. Keith Miles, *Director, Office of Communications*
Atty. David C. Self, II, *Univ. Assoc. Gen. Counsel*
Atty. J. Michael Haygood, *Found. Gen. Counsel*

Trustee Kelvin Lawson
Dr. Pia Woodley
Mrs. Cheryl Campbell

Advancement Team Members Present

Mr. Nick Dulcio
Ms. Kimberly Hankerson
Mrs. Audrey Simmons Smith

Mrs. Brandi Tatum-Fedrick
Mrs. Quiana Cunningham-Lowe
Mr. Eric Swanigan

Call to Order & Roll Call

The meeting was called to order at 9:44 a.m. by Chair Jemal Gibson. Mr. Nick Dulcio offered the roll call and confirmed that a quorum was present.

Conflict of Interest Disclosure

Chair Gibson requested that committee members disclose any conflict of interest with items on the agenda; none were disclosed.

Approval of Minutes

June 3, 2022, General Board Meeting

Dir. Machia Sanders moved to approve the minutes. Director Monica Williams Harris seconded the motion. The minutes were approved, unanimously.

Chair Gibson welcomed the newly installed FAMU NAA President, Mr. Curtis E. Johnson, Jr. and Student Designee, Ms. Machia J. Sanders to their first Board Meeting of the Foundation Directors.

COMMITTEE REPORT

Board Governance and Stewardship Committee – Director Larry Robinson, Chair

Review of Directors with Expiring Terms (December 31, 2022)

The Committee reviewed the re-nomination of three (3) Board Members whose terms will expire on December 31, 2022. Directors Chan Bryant Abney and Twuanna Munroe Ward have since reconsidered their decision to not seek re-nomination for another term and the Committee approved their re-nomination for another four-year term.

Motion: **To approve Directors Chan Bryant Abney and Twuanna Munroe Ward for a four-year term to the Foundation Board, commencing on January 1, 2023, and ending on December 31, 2026.**

Moved By: Dir. Monica Williams Harris

Seconded By: Dir. Kenneth Neighbors

The motion passed, unanimously.

In addition, the Committee reviewed the re-nomination of Director Akunna Olumba for another term. The Committee did not move forward with a recommendation for another term.

Review of Nominees for Board Membership

The Committee was provided an action item summary in their briefing binder. The Committee has ten (10) nominees that were submitted for nomination to the Board. The Committee will review and select three nominees at their October 4, 2022, Committee Meeting and recommend them to the full Board for review and approval at the Fall 2022 General Board Meeting.

Honorary Board Membership Update

The Committee reviewed and approved the Honorary Board Membership Nomination Template.

Motion: **To approve the Honorary Board Membership Nomination Template.**

Moved By: Dir. Elaine Armster

Seconded By: Dir. Twuanna Munroe Ward

The motion passed, unanimously.

After discussion, the Committee did not recommend a cap on the number of Honorary Board Members.

Update on Ex-Officio Membership Nomination (Bylaws Committee)

During the June 2, 2022, Board Governance and Stewardship Committee meeting, there was discussion about ex-officio members, specifically once they leave their ex-officio roles, and determining their eligibility for nomination to the Board outside of the time period specified in the Bylaws.

The Bylaws Committee met on August 11, 2022, to review some language that would allow such action. A majority of the committee members voted not to make this language change.

Dir. Crenshaw relayed to the Board that decisions on re-nomination to the Board should be made with an assessment of the current membership skillset. Dir. Friday-Stroud responded that a Foundation Board Skills Assessment is provided to the Board Governance and Stewardship Committee during every nomination cycle at their October committee meeting.

Chair Gibson communicated to the Board that there may be a potential conflict-of-interest with Gregory Clark serving as a Board member, due to his new role as Vice President of Institutional Advancement and Executive Director of the Foundation at Alabama State University. Atty. Haygood will provide legal guidance to the Board Governance and Stewardship Committee during their October 4, 2022, committee meeting.

Confirm Fall 2022 FAMU Foundation Board Meeting

Chair Gibson confirmed the date for the Fall 2022 FAMU Foundation Board Meeting:

- FAMU Foundation Fall 2022 Board of Directors Meeting | November 16-19, 2022 | Orlando, FL

Adjournment | Minutes Prepared By

There being no further business, Dir. Carmen Cummings Martin moved to adjourn the meeting. Dir. Monica Williams Harris seconded the motion. The meeting was adjourned, by unanimous approval, at 9:58 a.m. Mr. Nick Dulcio prepared the minutes.