

North Carolina Agricultural & Technical State University

**BOARD OF TRUSTEES  
GOVERNANCE COMMITTEE MEETING**

Meeting Minutes for

November 22, 2019

**CALL TO ORDER**

The Governance Committee of the Board of Trustees convened on Friday, November 22, 2019 at 10:00 A.M., in the Conference Room of the Alumni Foundation Events Center with Mr. John Bluford presiding. Mr. Bluford called the meeting to order and asked for the roll call.

**ROLL CALL**

*Committee members present were:*

Mr. John Bluford, Chair

Ms. Kimberly Gatling

Mr. George Mainor

Mr. Bhakar Venepalli

*Others Present:*

Ms. Melissa Jackson Holloway, General Counsel

Ms. Sandra Ross, Recorder, Office of Legal Affairs

**REVIEW AND APPROVAL OF MINUTES**

The February 22, 2019 and April 26, 2019 meeting minutes were approved.

**INFORMATION ITEMS/PRESENTATIONS**

**Governance Committee Charter Review:**

Ms. Holloway reviewed the roles and responsibilities contained in the Governance Committee Charter for the benefit of new and continuing members of the Committee.

As a part of the discussion, Trustee Gatling highly recommended continued use of the Board Assessment Survey and Interest/Skill Assessment document to better understand where the skillsets are for board members would be useful. The Committee also discussed regular review of the committee structure to ensure efficiencies, best practice, and appropriate workload for each

board committee. Ms. Holloway also mentioned the potential use of a consent agenda for routine matters to allow more substantive discussion about major initiatives and other areas of interest.

**Board Orientation Debrief/Continuing Board Education Programs:**

The Committee discussed both the campus Board Orientation held last summer and the UNC System orientation offered in during the Fall academic semester. The Committee discussed the need for additional training and information beyond updates to the various committees and will provide feedback on proposed areas of interest for future orientation programs.

The Committee also discussed the impact of staggered terms and how those terms impact orientation efforts. The Board and Administration should develop a strategy to keep continuing members updated and engaged while at the same time addressing the needs and learning curve of new members. Trustee Venepalli suggested as a new board member having a 2-page document with instructions, a summary of expectations of a board member (i.e. responsibilities, etc.) in very simple language. Ms. Holloway indicated that a Board expectation document exists and that she would distribute and discuss during the next meeting.

The Committee discussed the option of having mentors for the new board members and asking the Chair to assign. The Committee also discussed the need for more substantive discussions. Trustee Bluford stated these comments will be helpful through a board evaluation and will let the full board know these are some of the concerns that were discussed from this committee.

**Nominations Process and Timeline:**

The Committee discussed its role, as outlined in the charter, in the nominations process. Trustees Bluford and Mainor expressed the need for more clarification regarding the role of the Committee and the timelines associated with the nominations process.

**Board Hearing Committee:**

This item was tabled until the February 2020 committee meeting.

**Adjournment**

There being no other business, a motion to adjourn, was seconded, and unanimously approved.

Approved by the Committee on February \_\_\_\_\_, 2020.

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John Bluford, Chair