

**September 2024 Retreat Meeting Minutes  
September 11, 2024**

**CALL TO ORDER**

Chair Kristin Harper called the meeting to order. Trustees Aly, Cliatt, Figgers, Gibbons, Harper, Lawson, May, Reed, Washington, and White were present, and a quorum was established.

The Board of Trustees convened part two of the retreat, with Chair Harper providing an overview of the agenda with discussions on governance during a storm, a review of the self-evaluation, Presidential Search and Selection, President Beard's proposed goals, and the University's compensation study. Afterward, Chair Harper presented to some and introduced Mrs. Artis Hampshire-Cowans to others to lead the discussions.

**Governing Through a Storm**

Mrs. Hampshire-Cowans began the discussion by highlighting her objectives, which were 1) review the higher education landscape; 2) review Board and members; performance post-commencement 2024 and assess implications; 3) review indicators of dysfunction and high-performance boards; 4) review opportunities to enhance board effectiveness; 5) review the 2024 board self-assessment; and finally, 6) the work toward the presidential search. She began with an exercise where each board member shared their motivations and goals for their service on the Board, emphasizing the importance of improving graduation rates, advocating for student services, and making tough decisions to move the University forward. Ms. Hampshire-Cowans focused the discussion on the current state of higher education, particularly in relation to FAMU. The discussion highlighted the importance of trustees understanding the industry and the challenges institutions face, such as the shift towards a more business-oriented environment and the leadership crisis in higher education. Mrs. Hampshire-Cowans also discussed the changing landscape of college athletics, the impact of AI on education, and the risks associated with public-private partnerships. The conversation ended with a review of the top strategic issues in higher education, including board independence and leadership. The speaker emphasized the Board's role in ensuring the independence and success of higher education institutions. She highlighted the need for trustees to support the President, engage in thought partnerships, and encourage innovation and digital transformation. The speaker also discussed the implications of the Supreme Court ruling on the use of race in admissions, urging the board members to consider the potential impact on their institution. Mrs. Hampshire-Cowans encouraged board members to ask difficult questions and engage in supportive yet critical discussions to advance the institution. The discussion revolved around the implications of increased demand for HBCU education, particularly at FAMU. The speakers highlighted the need for more scholarships and financial packages to attract and retain students and the importance of removing barriers for students to progress through the institution. They also emphasized the need to invest in summer programs to build a pipeline of students. The speakers warned against assuming that increased enrollment would automatically lead to a windfall, as the popularity of HBCUs and community colleges is driven by cost and debt considerations. They stressed the importance of understanding the implications of these decisions and not assuming that the increased demand would automatically translate into more resources. The discussion revolved around the importance of innovation and embracing change in the context of education. The speaker emphasized that the status quo is no longer an option and that innovation should be a part of the culture. They also highlighted the need to manage risk and deliver high-quality education quickly and efficiently. According to the speaker, the primary mission is to get students out into society and be successful.

The Board of Trustees discussed their performance and behavior after a recent crisis, acknowledging their failure due to a lack of unity and trust among board members. They recognized the need for better communication and adherence to established protocols in times of crisis. They identified the importance of learning from past experiences and ensuring

sound leadership. The discussion concluded with a call for improved accountability and trust among board members. Members also discussed the importance of governance philosophy, risk management, and balancing oversight and governance. They emphasized the need for a structured approach to risk management, effective communication from leadership, and accountability within the institution. The conversation concluded with a focus on the need for a reset in the Board's approach to governance, given the current state of communication and trust issues. The discussion focused on improving communication and alignment within the institution, particularly between the Board and the President. The Board agreed on the need for more frequent engagement, with monthly touch base calls proposed, and the importance of briefings before board meetings. They acknowledged the challenges of the President's role in managing communication with many individuals. Still, they emphasized the need for clear expectations and standards. The aim was to rebuild trust and leadership within the institution. The discussion also highlighted the need for more concise and accurate communication, understanding each other's perspectives, and maintaining key stakeholder relationships. The team agreed to act on these recommendations. The Board discussed their performance and areas for improvement, including decision-making processes, cohesiveness, and shared vision. They decided to provide clear rules and guidelines for the Direct Support Organizations (DSOs) and to implement a systematic review of policies. The team also discussed the need for a constant committee to review and update university policies and the importance of clear delineation of approval authority. The existence of a private gift policy at the foundation was clarified, and the Board emphasized the need for improvement in the University's operations and performance. The Budget Review process factor was identified as needing improvement, and the importance of sustainability and the role of budget and internal controls in it was acknowledged.

The meeting focused on the need for higher education institutions to adapt to changing times and ensure their programs remain relevant and competitive. The team discussed the importance of incorporating more experiential learning, hands-on training, and internships into programs to better prepare students for the workforce. They also considered the potential for mandatory paid internships to alleviate financial burdens on students. The conversation touched on the need for programs to be autonomous and the importance of understanding the economic realities of higher education. The team also discussed declining black male students in graduate and undergraduate programs. It proposed implementing a program to address this issue. The discussion revolved around the need to re-evaluate the allocation of resources and programs within the University, suggesting that some programs could be combined to avoid faculty layoffs. The team agreed to shift its focus towards workforce development, emphasizing internships, placements, and certifications, and to create a center for innovation and strategic partnerships, including an entrepreneurship academy. The meeting focused on enhancing board preparation and education, emphasizing deepening board knowledge and fiduciary competency. The Board agreed to prioritize strategic issues and establish a meeting calendar to address them. They also discussed transparency, accountability, and respect among board members. The Board emphasized the need for better management of meetings, focusing on strategic priorities and using Robert's rules of order. They also highlighted the importance of making difficult decisions for the University's vitality. The Board also discussed the need for better engagement with academic leaders to address the lagging licensure passage rate and the importance of developing complex conversation competencies. They recommended annual meetings as a committee of the whole to discuss strategic issues and implement a culture of assessment. The Board also stressed needing a best-in-class presidential search and transition process.

### **BOT Self-Evaluation**

The Board discussed the completion of the self-assessment and the insights it provided. They also mentioned ongoing issues that need priority. Mrs. Hampshire-Cowans began the conversation by reviewing the areas that were evaluated and provided the board's and her recommendations. The board's major accomplishments included enhanced accountability around administrative decisions, approval of specific regulations related to tuition and programs and the legislative budget, convened the joint meeting with the Direct Support Organizations, focused on all areas that need to

be approved and made timely approvals, provided leadership through staff accountability and customer service, supported and advocated for additional funds for the University, continued upward trajectory to the Top 100, clean audit, exceeded fundraising goals, achieved national rankings, achieved research dollar goals in support of R1 status, new living-learning center, improvement to the stadium and orientation of new and seasoned trustees. A summary of board organization, governance and leadership; board relations, policy, University operations and performance, institutional sustainability and board education was also discussed. Mrs. Hampshire-Cowans found the ratings were drastically down from the past, with the most troubling being cohesive and shared vision.

The consultant recommendations to the board include:

1. Prioritize the priorities.
2. Engage with academic leaders.
3. Work toward a thought partner relationship with the Interim President
4. After agreeing upon the University's greatest issue of consequence, prioritize them on the agenda.

Her enhancement list suggested the following:

1. Discuss, agree and adopt a governance philosophy.
2. Develop difficult conversation competencies.
3. Become a high-performance board.
4. Work to restore the board's and University's reputation.
5. Keep the long view and align agendas with the strategic and master plans.
6. Agree on the "Big Rocks" to stay focused: Use data driven assessment and accountability.
7. Study the business of higher Education and FAMU within the context of its competitors.
8. Lean in on student success, graduate return on investment (ROI), and licensure exam outcomes.
9. Ensure corrective actions are implemented at the foundation
10. Execute a "best class" presidential search and transition process.

Finally, she stated and discussed governance as leadership to be strategic, consequential and fiduciary.

### **Presidential Search & Selection**

The meeting focused on the need for a dynamic and transformational leader in higher education institutions who can adapt to change and influence the organization to prosper in a competitive environment. The participants agreed that more than the traditional approach to recruiting a university president might be required and that a non-traditional candidate with managerial and leadership experience from a corporate background would be ideal. They emphasized the importance of a consensus on the desired traits of the next leader, which should be reflected in the job description, and the need for an outcomes-focused leader who can manage competing priorities and build relationships with various stakeholders. The discussion also touched on a book titled "The New College President" by two successful higher education leaders, which explores the issue of Presidential selection and leadership qualities in a changing environment. The speaker emphasized the importance of advanced recruiting in hiring, suggesting a new approach called "forensic recruiting" to ensure the right candidate is hired. The Board of Trustees (BOT) discussed the need for specific and pointed requirements for higher education institutions like FAMU, highlighting the importance of a visionary leader who can bring resources and have extraordinary fundraising abilities. They stressed the need for a president who can execute plans, build consensus, and drive positive change throughout the organization, focusing on fundraising, governance, leadership development, and alignment with the Board of Governors.

The discussion also touched on the importance of succession planning, faculty relations, and the role of faculty in achieving the mission and fulfilling the organization's purpose. The speaker expressed confidence that the Board of Governors would make the right decision for the organization. The meeting focused on the ongoing Presidential search

and selection process. The search committee's appointments were expected to be announced soon, and two topics for the Board's consideration were the search firm and the compensation study. A pending regulation affecting the presidential search and selection process was mentioned, including the chair of the Board of Governors serving as an ex officio of the Search Committee and the appointment of two members from the chair of the Board of Governors. The Board of Trustees discussed the decision-making process for obtaining an executive compensation analysis and retaining the services of an executive search firm. The Board also discussed the potential for the search firm to conduct the compensation analysis. The timing of these events was a concern, with the next Board meeting scheduled in December, which could delay the selection of a search firm. The Board agreed to discuss the decision-making process and the timing of events in future meetings further. The conversation also focused on selecting a new president for the institution, with the Board of Trustees discussing the need to define the chair and committee and the possibility of running an RFP for the search firm. The timeline for the process was a significant concern, with some trustees suggesting a 6 to 9-month process while others proposed a shorter timeline. The Board agreed to establish a Presidential search and selection committee before the month's end and to decide on the executive search firm by the end of October. The goal was to have the President selected and in place before the next academic year. The Board also discussed the importance of not rushing the process and ensuring that all logistics and mechanics are considered to stay aligned and on track.

### **President's Goals**

The President presented his seven goals, focusing on the 4-year graduation rate and student retention. The baseline data showed a 27% graduation rate and 27% retention rate in 2017, which increased to 28.4% and 35% by 2024. The goal for 2025 is a 46% graduation rate and an 88% retention rate. Still, the team projected a 40-41% graduation rate and a 90% retention rate. Dr. Beard was optimistic about achieving these goals. However, the Board considered revising the goals to reflect better the interim president's capacity to influence and achieve them. The Board decided to continue with the current goals as university goals but to set more specific goals that can be measured and achieved within the given timeframe. The meeting focused on improving the students' resources, particularly in academic advising, to prevent delays in graduation. The Board also discussed the College of Law, emphasizing the high priority of licensure passage rates and the bar exam. The need for President Beard to take specific actions to improve the College of Law's performance was highlighted with a proposal to visit top-performing law schools to understand their successful strategies. The importance of teaching bar exam questions from the beginning of the law program was emphasized to better prepare students for the exam. A small committee was suggested to review and improve the law program, consisting of knowledgeable individuals, possibly including outside consultants. The need for a deep dive into the issues affecting the program was emphasized, focusing on connecting with the President's goals and leveraging the expertise and passion of the Board. The discussion also addressed the need to address factors beyond the LSAT and undergraduate GPA affecting the outcomes. The team agreed to act around specific goals and to make proposals for discussion and approval.

### **Compensation Study**

The Board discussed the compensation study conducted by the Seagull group, and the team from the Seagull group, Kevin Carrington and Megan Ayers, were invited to present the report. The meeting discussed the methodology and outcomes of a project with Florida A&M University, focusing on salary structures for administrative and professional staff, support positions, and faculty. The total cost of implementing these new salary structures was estimated at around \$2 million, excluding fringe benefits. The team also discussed the relevance of comparing Florida State University's expenditure to other State University System institutions and the limitations of their system in pulling data from only SUS institutions. The team expressed a desire to understand salary trends among institutions better, particularly in the context of the Sunshine State universities, and agreed to explore this further. The conversation ended with a discussion

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on the need for more specific data to accurately compare faculty and staff compensation across different institutions and the possibility of consulting a consortium of VPs of HR for more information.

**ADJOURNMENT**

There being no further business for the Board, the meeting adjourned.