

FLORIDA **A&M** UNIVERSITY  
Board of Trustees

**Governance Committee Minutes**  
**September 12, 2024**

Trustee Stone called the Governance Committee meeting to order, and the following committee members were in attendance and established a quorum: Trustees Kelvin Lawson, Belvin Perry, Craig Reed, and Kenny Stone. Trustees Natlie Figgers and Michael White joined the meeting after the roll call.

The first action was approval of the minutes of the May 22, 2024 meeting. Trustee Lawson moved approval of the minutes. The motion was seconded by Trustee Perry and was approved unanimously.

The next item on the agenda was the approval of President's Beard's 2024-2025 goals. As a follow up from September 11, 2024 discussions, President Beard will make some modifications to the University goals presented and provide his goals to the Board at a future date for approval. The will of the Board is to add additional context on the items that they believe he can accomplish during the year of his tenure. Trustee Perry moved that President Beard's 2024-2025 goals be tabled until it is brought back for Board approval. Trustee Lawson seconded the motion, and was approved unanimously.

Attorney Shira Thomas presented final action item on the agenda, which were the proposed changes to the BOT Operating Procedures, which was presented and voted on individually. The first set of revisions related to the ERM Charter to address operational, restructuring, and changes in auditing standards. The revisions to provision 4.2.2 would remove the chief risk manager and enterprise management functions from within the Audit Committee charter, and recognize the Office of ERM as an entity that is separate from the Division of Audit. Trustee Reed motion the acceptance of the changes as outlined. The motion was seconded by Trustee Lawson and was unanimously approved. The second revision was made to the Direct Support Organizations Intercollegiate Athletics Charter to remove language that relates to the approval of intercollegiate athletics contracts in order to align the charter with SACS Operating standards, NCAA Operating Standards, Board of Governors Regulations and Board of Trustees Regulations. The committee discussed the policy related to multi-year contracts in the athletics department and concerns were raised about transparency, budget restraints, and the need for more Board involvement in the decision-making process. Trustee Lawson moved to table the discussion for further review by the President, the Chair and the legal team. The motion was seconded by Trustee Reed. After further discussion, the motion carried.

The final agenda item was the Governance Committee 2024-2025 Action Plan, which is meant to help guide the committee's agendas over the next year. Trustee Stone encouraged committee members to add any recommendations and make changes as needed. He reminded the committee that the action plan includes a comprehensive review of the operating procedures with recommendations to be presented to the committee in December. He will coordinate efforts with General Counsel and the Chief of Staff to initiate the process.

With there being no further business for the Committee, the meeting adjourned.