

**BOARD OF VISITORS
GOVERNANCE COMMITTEE MEETING
April 13, 2022**

MINUTES

1. Call to Order

The Governance Committee Meeting was called to order at approximately 2:32 p.m. with Mr. Delbert Parks announcing that Rector Devon Henry approved participation of Mr. Parks and Dr. Best to complete a quorum. A quorum was established with 4-0 Roll Call Vote.

Committee Members Present

Mr. Dwayne B. Blake, Chair (*Virtual participation*)
Bishop Kim W. Brown
Dr. Deborah M. DiCroce (*Virtual participation*)
Dr. Harold L. Watkins, II
Dr. Terri Best
Mr. Delbert Parks

Committee Members Absent

Mr. James Dyke

Student Representative Committee Member

Mr. Jaylin Drewry, Student Representative

NSU Administrators and Staff Present

Dr. Javaune Adams-Gaston, President
Mr. Eric Claville, Interim Executive Advisor to the President for Government Relations
Dr. Justin Moses, Vice President for Operations and Chief Strategist for Institutional Effectiveness
Ms. Tanya S. White, Chief of Staff
Ms. Inda Walker, Clerk to the University President and Liaison to the Board of Visitors
Mr. Christopher Nelson, Office of Information Technology
Mr. Obie Smith, Office of Information Technology

Counsel Present

Ms. Pamela F. Boston, University Counsel and Senior Assistant Attorney General

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2. Recommend Approval of Electronic Participation

The Committee voted and unanimously approved with a 4-0 Roll Call Vote for the electronic participation of Mr. Dwayne Blake and Dr. Deborah DiCroce because of medical reasons.

3. Approval of the Minutes

The Committee voted and unanimously approved with a 6-0 Roll Call Vote the minutes for the February 9, 2022 Committee Meeting.

4. Review and Approval of Board of Visitors Policy 13

The Foundation recommends that the Full Board vote on synchronizing the dates for the annual summary for the NSU Foundation and the University. The current policy notates the end of the fiscal year, however, the foundation would like the donors to be able to maximize their giving, and therefore recommends changing to a calendar year with representatives submitting to the Full Board an annual summary by January 15 of each year covering the previous January 1 - December 31 calendar year.

The Foundation recommends that the President designate a University officer to prepare an annual report on compliance by the University to the Board of Visitors to be submitted no later than January 31 of each year covering the previous January 1 - December 31 calendar year.

More clarity is needed in order to determine a most beneficial date before this is presented to the Full Board. The consensus is that the spirit of the document is clear but the language needs adjusting, which will be done before the Full Board meeting.

Mr. Delbert Parks motioned that Policy 13 be presented to the Full Board to amend that reporting be changed from a fiscal year to a calendar year, seconded by Bishop Kim Brown, and with a 6-0 Roll Call Vote the Committee unanimously agreed.

5. Other Items

Incentive Compensation Package – Consistent with the consultants, NSU should develop bonus and incentives for NSU executives. It was determined that a timeline would be determined for getting this ready to present to the Full Board.

Title IX – for informational purposes only, BOV Policy 5. Federal Regulations will be coming from the Biden Administration, for which we are waiting. The current policy is good, however, we want to ensure that our policy is as tight as it can be. Legal and Academic and Student Affairs will be working together to make any adjustments if new regulations are issued and to ensure that the current policy is clear and concise.

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6. Adjournment

There being no further business, Chairman Blake adjourned the meeting with a motion to close and a 6-0 Roll Call Vote, the Committee unanimously agreed, the meeting closed at 3:04 pm.

Respectfully submitted,

Inda B. Walker, Board Liaison

Dwayne B. Blake, Chair
Governance Committee