

MINUTES
STATE UNIVERSITY SYSTEM OF FLORIDA
BOARD OF GOVERNORS
UNIVERSITY OF NORTH FLORIDA
TAMPA, FL
November 5, 2020

*Video or audio archives of the meetings of the Board of Governors
and its Committees are accessible at <http://www.flbog.edu/>.*

Chair Kitson convened the meeting of the Nomination and Governance Committee of the Board of Governors on November 5, 2020 at 2:02 p.m., with the following members present: Tim Cerio, Darlene Jordan, Brian Lamb, Alan Levine, Kent Stermon and Norman Tripp.

1. Approval of Minutes of Meeting held September 16, 2020

Mr. Lamb moved approval the minutes of the meeting held on September 16, 2020, as presented. Ms. Jordan seconded the motion and the members of the Committee concurred.

2. Recommendations of Candidates to fill the Trustee Vacancies and Reports on Applicant Interviews

Chair Kitson stated there are a few current trustee vacancies and upcoming vacancies for terms that expire on January 6, 2021. All of these appointments are subject to Senate confirmation and the trustees completing a Board of Governors orientation session, trustee training, and attending the annual Trustee Summits.

In accordance with the Nomination and Governance vetting process, subcommittees reviewed the applications and interviewed potential candidates.

Chair Kitson stated that he spent considerable time going through the applications and interviewing applicants. He thanked his fellow Committee members for their time as well. This is an extremely important function given the significant oversight responsibilities a trustee has to his or her university.

a. Florida Agricultural and Mechanical University

Chair Kitson said there are three upcoming vacancies on the Florida Agricultural and Mechanical University Board of Trustees for terms expiring on January 6, 2021.

Mr. Cerio, Mr. Lamb, Mr. Levine and Mr. Tripp vetted the applicants. Chair Kitson called on Governor Levine to discuss his recommendations for filling those seats.

Mr. Levine thanked Mr. Cerio, Mr. Lamb and Mr. Tripp for their hard work in the vetting process. He made a motion to recommend the reappointments of Mr. Thomas Dortch, Ms. Kristin Harper and Mr. Craig Reed to the Florida Agricultural and Mechanical University Board of Trustees to serve terms effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Levine said Mr. Dortch was originally appointed to the Board during a trying time and applauded the progress that has been made. Mr. Dortch is the Chairman and CEO of TWD, Inc. He was the former State Director and Chief Administrator for U.S. Senator Sam Nunn and the

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former CEO of Atlanta Transportation Systems, Inc. Mr. Dortch is also a member of the National Alumni Association of FAMU.

Mr. Levine then provided an overview of Ms. Harper's professional background. Ms. Harper is the Founder and CEO of Driven to Succeed, LLC, and was formerly Global Vice President of Marketing for Cardinal Health; the Director of Marketing for the Hershey Company, and the Brand Manager for Marketing at Proctor and Gamble. She is the founder, Charter Member and Immediate Past President of the FAMU Central Ohio Alumni Chapter.

Mr. Levine next described Mr. Reed's professional background. Mr. Reed is the Chief Procurement Officer for Corteva Agriscience and was the former Executive Director for E.I. du Pont de Nemours and Co. He is also a member of the Institute for Supply Management.

Mr. Levine stated that these individuals have demonstrated exceptional governance abilities.

Mr. Tripp seconded the motion and all members of the Committee concurred.

b. Florida Gulf Coast University

Mr. Kitson stated there are two upcoming vacancies on the Florida Gulf Coast University Board of Trustees for terms expiring on January 6, 2021.

Mr. Cerio, Ms. Jordan, Mr. Tripp and Mr. Kitson vetted the applicants. Chair Kitson then called on Governor Jordan to discuss her recommendations for filling those seats.

Ms. Jordan recommended the reappointments of Mr. Joseph Fogg and Mr. Leo Montgomery to the Florida Gulf Coast University Board of Trustees.

Ms. Jordan said Mr. Fogg is the CEO of J.G. Fogg and Company, Inc. Formerly, he was the Chairman and CEO of Westbury Capital Partners L.L.C. He currently serves as the Vice Chair of the Citizen's Police Review Board for the City of Naples. Mr. Fogg is a graduate of Yale University and the Harvard Business School.

Ms. Jordan explained that Mr. Montgomery is the CEO of J.L. Montgomery Consulting and was a former Senior Partner with Ernst and Young, LLP. He also serves as a board member of Artis-Naples.

Ms. Jordan moved to recommend the reappointments of Mr. Joseph Fogg and Mr. Leo Montgomery to the Florida Gulf Coast University Board of Trustees to serve terms effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Tripp seconded the motion and all members of the Committee concurred.

c. Florida International University

Chair Kitson stated there is an upcoming vacancy on the Florida International University Board of Trustees for a term expiring on January 6, 2021. Ms. Jordan, Mr. Kitson and Mr. Tripp vetted the applicants.

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Chair Kitson said he is the lead for the Florida International University Subcommittee and it is his recommendation for the Committee to reappoint Mr. Dean Colson to the FIU Board of Trustees.

Mr. Kitson provided some background information on Mr. Colson. He is the managing partner for Colson, Hicks, Edison. He formerly served as the Chair and Vice Chair of the Board of Governors; as a member of the University of Miami Board of Trustees, and as a member of the State of Florida Commission on Ethics.

Chair Kitson moved to recommend the reappointment of Mr. Dean Colson to the FIU Board of Trustees for a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Tripp seconded the motion and all members of the Committee concurred.

e. Florida Polytechnic University

Chair Kitson stated there are two current vacancies on the Florida Polytechnic University Board of Trustees created by the resignation of Dr. Louis Saco and due to Dr. Adrienne Perry's appointment not being taken up during the 2020 legislative session.

Mr. Cerio, Mr. Kitson, Mr. Levine and Mr. Tripp vetted the applicants. Chair Kitson then called on Governor Levine for his recommendations for filling those seats.

Mr. Levine stated there are two people he would like to nominate on behalf of the Committee. He thanked Governor Cerio, Governor Kitson and Governor Tripp for their help in interviewing the applicants.

Mr. Levine introduced Ms. Lyn Stanfield who is the Inclusion and Diversity External Relations Leader for Apple, Inc. She is a former Trustee member of Tallahassee Community College and she is a member of Leadership Tallahassee and the FSU Black Alumni Association. Mr. Levine stated he had the opportunity to speak with Ms. Stanfield and he thinks she would add incredible value to the Board.

He then introduced the second applicant, Dr. Naren Kini. He is a member of the American Academy of Pediatrics and a member of the Board of Directors for Jumtuit Health. Dr. Kini is also a former CEO of Nicklaus Children's Hospital. Mr. Levine stated that Dr. Kini has a great perspective that Florida Polytechnic University plays in the community.

Mr. Levine moved to recommend the appointments of Ms. Lyn Stanfield and Dr. Naren Kini to fill current vacancies on the Florida Polytechnic University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning November 5, 2020.

Mr. Tripp seconded the motion and all members of the Committee concurred.

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f. Florida State University

Chair Kitson stated there is an upcoming vacancy on the Florida State University Board of Trustees for a term expiring on January 6, 2021. Mr. Cerio, Mr. Kitson, Mr. Levine, Mr. Stermon vetted the applicants.

Chair Kitson said he is the lead for the Florida State University Subcommittee and it is his recommendation for the Committee reappoint Mr. Craig Mateer to the FSU Board of Trustees.

Chair Kitson provided an overview of Mr. Mateer's professional background. Mr. Mateer is self-employed and he is the founder and past CEO of Bags Parking and Guest Services, Inc., a diverse aviation, logistics and hospitality services company that operates in more than 250 cities across the United States, Canada and Europe. Mr. Mateer is a member of the Downtown Orlando YMCA Board of Directors; a former Member of the Visit Orlando Board of Directors and a former Member of the Salvation Army Board of Directors.

Chair Kitson then moved to recommend the reappointment of Mr. Craig Mateer to the FSU Board of Trustees for a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Levine seconded the motion and all members of the Committee concurred.

g. New College of Florida

Chair Kitson stated there is a current vacancy on the New College of Florida Board of Trustees due to the resignation of Mr. George Skestos and two upcoming vacancies for terms expiring on January 6, 2021.

Ms. Jordan, Mr. Kitson, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants. Chair Kitson then called on Mr. Tripp for his recommendations on filling those seats.

Mr. Tripp stated there are three candidates up for consideration. The first is Ms. Mary Ruiz, who is the current Chair of the New College Board of Trustees and the CEO of Ruiz Strategic Advisors. She is the former CEO and former Chief Strategy Officer of Centerstone of America and the founding President of the NCF alumni association.

Mr. Tripp then introduced Dr. Lance Karp. He is the owner, practicing dentist and President of Sarasota Dental Group. He is a member of the American Dental Association and the Board Secretary for the West Coast Dental Association.

The third candidate is Dr. Sarah Mackie, who is the Optometrist and Vice President at Eye Center, Inc. She is a member of the American Optometric Association and a member of the Junior League of Manatee County.

Mr. Tripp moved to recommend the reappointment of Ms. Mary Ruiz to the New College of Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

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Ms. Jordan seconded the motion and all members of the Committee concurred.

Mr. Tripp then moved to recommend the appointment of Dr. Lance Karp to the New College of Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Cerio seconded the motion and all members of the Committee concurred.

Mr. Tripp then moved to recommend the appointment of Dr. Sarah Mackie to fill a current vacancy on the New College of Florida Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning November 5, 2020.

Ms. Jordan seconded the motion and all members of the Committee concurred.

h. University of Central Florida

Mr. Kitson stated that there is an upcoming vacancy on the University of Central Florida Board of Trustees for a term expiring on January 6, 2021.

Mr. Cerio, Mr. Levine and Mr. Tripp vetted the applicant. Chair Kitson then called on Mr. Cerio to discuss his recommendations for filling that seat.

Mr. Cerio then introduced Mr. Harold Mills who is the CEO of VMD Ventures. He is the former CEO of ZeroChaos, a former member of the FAMU Board of Trustees and a graduate of Harvard Business School.

Mr. Cerio moved to recommend the reappointment of Mr. Harold Mills to the University of Central Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Tripp seconded the motion and all members of the Committee concurred.

i. University of Florida

Chair Kitson stated there are two upcoming vacancies on the University of Florida Board of Trustees for terms expiring on January 6, 2021.

Ms. Jordan, Mr. Kitson, Mr. Lamb and Mr. Levine vetted the applicants. Chair Kitson then called on Mr. Lamb to discuss his recommendations for filling those seats.

Mr. Lamb said there are two applicants for consideration. He then provided a professional overview on Ms. Marsha Powers. She is the former CEO and Chief Strategy Officer for Tenet Healthcare and a former member of Associated Industries of Florida. She is a member of the University of Florida Alumni Association and a former member of the Federation of American Hospitals. Mr. Lamb stated that Ms. Powers has served well on the UF Board of Trustees.

Mr. Lamb moved to recommend the reappointment of Ms. Marsha Powers to the University of Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate

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confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Ms. Jordan seconded the motion and all members of the Committee concurred.

Mr. Lamb then provided a professional overview of Mr. Chris Corr. He is the Senior Vice President for Rayonier and a member of the Florida Council of 100. He is the former Representative for the Florida House of Representatives and former Executive Vice President of AECOM. He is the former Senior Manager for Walt Disney Imagineering. Mr. Corr also served on the Board of Governors and served the state of Florida in many capacities.

Mr. Lamb moved to recommend the appointment of Mr. Chris Corr to the University of Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Tripp seconded the motion and all members of the Committee concurred.

j. University of North Florida

Chair Kitson said there is an upcoming vacancy on the University of North Florida Board of Trustees for a term expiring on January 6, 2021. Ms. Jordan, Mr. Kitson, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants.

Chair Kitson then called on Governor Stermon to discuss his recommendation for filling that seat.

Mr. Stermon stated that he is pleased to recommend the reappointment of Mr. Paul McElroy. He is a former Managing Director and Chief Executive Office of JEA and a former member of the Florida Electric Power Coordinating Group, Inc. He is a former member of the Energy Authority, Inc and a former member of the Florida Reliability Coordinating Council, Inc. Mr. Stermon stated that Mr. McElroy has been an excellent Trustee for the University of North Florida.

Mr. Stermon moved to recommend the reappointment of Mr. Paul McElroy to the of North Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Ms. Jordan seconded the motion and all members of the Committee concurred.

k. University of West Florida

Chair Kitson stated that there is an upcoming vacancy on the University of West Florida Board of Trustees for a term expiring on January 6, 2021. Mr. Cerio, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants.

Chair Kitson then called on Governor Cerio for his recommendations on filling that seat.

Mr. Cerio stated he would like to recommend Mr. Richard Baker to the Board. Mr. Baker is the interim CEO for the Pensacola Habitat for Humanity. He is the former Executive Director for Rebuild Northwest Florida and the former CFO for Wendco Corporation. Mr. Baker is a member of the Institute of Human and Machine Cognition.

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Mr. Cerio moved to recommend the reappointment of Mr. Richard Baker to the University of West Florida Board of Trustees to serve a term effective January 7, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

Mr. Tripp seconded the motion and all members of the Committee concurred.

Mr. Kitson said the Nomination and Governance Committee will take up the remaining vacancies during the January 27, 2021 Board of Governors meeting.

3. Concluding Remarks and Adjournment

Having no further business, the meeting was adjourned at 2:23 p.m. on November 5, 2020.

Vikki Shirley
Corporate Secretary

Sydney Kitson, Chair