

MINUTES
STATE UNIVERSITY SYSTEM OF FLORIDA
BOARD OF GOVERNORS
NOMINATION AND GOVERNANCE COMMITTEE
GRAND BALLROOM
J. WAYNE REITZ UNION
UNIVERSITY OF FLORIDA
655 REITZ UNION DRIVE
GAINESVILLE, FLORIDA 32611
OCTOBER 30, 2019

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

Chair Lautenbach convened the meeting of the Nomination and Governance Committee of the Board of Governors on October 30, 2019 at 1:26 p.m., with the following members present: Tim Cerio, Darlene Jordan, Sydney Kitson, Alan Levine, Kent Stermon and Norman Tripp.

1. Approval of Minutes of Meeting held June 13, 2019

Mr. Kitson moved approval the minutes of the meeting held on June 13, 2019, as presented. Mr. Cerio 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 Lautenbach stated there were several trustee vacancies and upcoming vacancies for terms that expire on January 6, 2020 for each university.

All of the 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 Committee process, subcommittees reviewed the applications and interviewed potential candidates.

Chair Lautenbach thanked the Committee members for dedicating their time in reviewing the applications and conducting interviews. 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 Lautenbach stated there are two upcoming vacancies on the Florida Agricultural and Mechanical University Board of Trustees in light of Harold Mills' recent resignation from that board. Mr. Mills' term expires on January 6, 2021 so the person appointed to this seat will serve the remainder of that term and his or her appointment will be effective immediately.

Mr. Cerio, Mr. Lautenbach, Mr. Levine and Mr. Tripp vetted the applicants. Chair Lautenbach then called on Governor Levine to discuss his recommendations.

Mr. Levine said he was impressed with Ms. Kristin Harper, who is the Global Vice President of Marketing for Cardinal Health and the former Director of Marketing for the Hershey Company and former Brand Manager for Marketing at Proctor and Gamble. Ms. Harper is also the

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founder, Charter Member, and immediate past president of FAMU Central Ohio Alumni Chapter and a member of the Healthcare Business Women's Association.

Mr. Levine recommended the appointment of Ms. Kristin Harper to the Florida Agricultural and Mechanical University Board of Trustees to serve the remainder of the term expiring on January 6, 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.

Chair Lautenbach called on Mr. Cerio to discuss his recommendation for the upcoming vacancy on the FAMU Board for a term expiring on January 6, 2020.

Mr. Cerio recommended the reappointment of Nicole Washington to the Florida Agricultural and Mechanical University Board of Trustees, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

Mr. Cerio stated Ms. Washington is an educational consultant and Principal of Washington Education Strategies, LLC. She is a member of Leadership Florida and former Associate Director of Governmental Relations for the State University System of Florida. She was also recently appointed to the Miami-Dade College Board of Trustees.

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

b. Florida Atlantic University

Chair Lautenbach said there are two upcoming vacancies on the Florida Atlantic University Board of Trustees for terms expiring January 6, 2020. Ms. Jordan, Mr. Lautenbach, Mr. Kitson, Mr. Tripp vetted the applicants. He then called on Mr. Tripp to discuss his recommendations.

Mr. Tripp made a motion to recommend the appointment of Elycia Morris to the Florida Atlantic University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

Mr. Tripp stated that Ms. Morris to the Florida Atlantic University Board of Trustees. Ms. Morris is the healthcare industry lead for Apple, Inc. She is the former Sales and Innovation Account Executive for General Electric and former mission director for Air Force One. She is also Lean Six Sigma Black Belt certified.

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

Mr. Tripp then recommended the reappointment of Michael Dennis. Mr. Dennis is a retired board certified plastic and reconstructive surgeon. He is the founding Chair of the Advisory Board for the Schmidt College of Medicine at Florida Atlantic University.

Mr. Tripp made a motion to recommend the reappointment of Michael Dennis to the Florida Atlantic University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

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c. Florida Gulf Coast University

Chair Lautenbach stated that there are two upcoming vacancies on the Florida Gulf Coast University Board of Trustees for terms expiring January 6, 2020. Mr. Cerio, Mr. Lautenbach, Mr. Kitson, and Mr. Tripp vetted the applicants.

Chair Lautenbach stated that he is the lead for the FGCU subcommittee and it is his recommendation that the Committee appoint Mr. Ed Morton to the Florida Gulf Coast University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020. Mr. Morton's term with the Board of Governors expires on January 6, 2020.

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

Chair Lautenbach stated the second nominee is Ms. Jaye Semrod. Ms. Jaye Semrod is the former Senior Vice President and General Manager for Jack Morton Productions and former President of the Port Royal Club.

Chair Lautenbach made a motion to recommend the appointment of Ms. Jaye Semrod to the Florida Gulf Coast University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

d. Florida International University

Chair Lautenbach stated that there are two upcoming vacancies on the Florida International University Board of Trustees for terms expiring January 6, 2020. Ms. Jordan, Mr. Lautenbach, Mr. Kitson and Mr. Tripp vetted the applicants. He called on Mr. Kitson to discuss his recommendations.

Mr. Kitson recommended Ms. Donna Hrinak to serve on the Florida International University Board of Trustees. Ms. Hrinak Regional President of Latin America operations at The Boeing Company. She is a member of the Council on Foreign Relations and a member of the International Women's Forum and the Inter-American Dialogue.

Mr. Kitson moved that the committee recommend the appointment of Donna Hrinak to the Florida International University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

Mr. Kitson recommended the reappointment of Ms. Natasha Lowell to the Florida International University Board of Trustees. Ms. Lowell is the Senior Vice President at First National Bank of South Miami and former Vice President at Great Florida Bank in commercial real estate.

Mr. Kitson moved that the committee recommend the reappointment of Natasha Lowell to the Florida International University Board of Trustees subject to Senate confirmation and attending

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an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

e. Florida Polytechnic University

Chair Lautenbach said there is one vacancy on the Florida Polytechnic University Board of Trustees. The recommended candidate will serve a term beginning October 30, 2019. Mr. Cerio, Mr. Lautenbach, Mr. Kitson, Mr. Levine and Mr. Tripp vetted the applicants. He then called on Governor Levine to discuss his recommendation for filling that seat.

Mr. Levine made a motion to recommend the appointment of Dr. Earl Sasser to 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 October 30, 2019 and expiring on July 15, 2024.

Dr. Sasser is the Professor Emeriti of Harvard University and former Baker Foundation Professor at Harvard Business School.

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

f. Florida State University

Chair Lautenbach said there are two upcoming vacancies on the Florida State University Board of Trustees for terms expiring January 6, 2020. Mr. Cerio, Mr. Lautenbach, Mr. Kitson, Mr. Levine and Mr. Stermon vetted the applicants.

Chair Lautenbach stated that he is the lead for the FSU subcommittee and it is his recommendation to appoint Mr. John Thiel to the FSU Board of Trustees.

Mr. Thiel is a certified public accountant and retired Vice Chairman of Global Wealth and Investment Management w/Merrill Lynch. He is the Partner and Senior Advisor at My Next Season and the 2019 College of Business Alumni Hall of Fame inductee.

Chair Lautenbach made a motion to recommend the appointment of John Thiel to the Florida State University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

Chair Lautenbach recommended the appointment of Mr. Bob Sasser to the FSU Board of Trustees. Mr. Sasser is the Executive Chairman of Dollar Tree, Inc. He is the Chairman of the Finance Committee of the FSU Board of Trustees.

Chair Lautenbach made a motion to recommend the reappointment of Bob Sasser to the Florida State University Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

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g. New College of Florida

Chair Lautenbach said there is a current vacancy on the New College of Florida Board of Trustees created by Ms. Audrey Coleman's resignation. The recommended candidate will serve the remainder of the term that expires on January 6, 2021. Ms. Jordan, Mr. Kitson, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants. He called on Governor Tripp to discuss his recommendation.

Governor Tripp recommended Ms. Mary Ruiz, who is the CEO of Ruiz Strategic Advisors, former CEO and Chief Strategy Office of Centerstone of America and founding President of the NCF Alumni Association.

Governor Tripp made a motion to recommend the appointment of Ms. Mary Ruiz to the New College of Florida Board of Trustees to serve the remainder of the term expiring on January 6, 2021, subject to Senate confirmation, attending orientation, trustee training, and the annual Trustee Summits.

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

Chair Lautenbach stated there is an upcoming vacancy on the New College Board of Trustees for a term expiring January 6, 2020. He called on Governor Tripp to discuss his recommendation for filling that seat.

Governor Tripp recommended Mr. Ronald Christaldi, who is a partner at Shumaker Loop and Kendrick, LLP law firm. He is also the President and CEO of Shumaker Advisors Florida, LLC and a member of the Greater Tampa Chamber of Commerce Board of Directors.

Governor Tripp made a motion to recommend the appointment of Ronald Christaldi to 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 January 6, 2020.

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

h. University of Central Florida

Chair Lautenbach stated that there is currently a vacancy on the University of Central Florida Board of Trustees created by Mr. Marcos Marchena's resignation. The recommended candidate will serve the remainder of that term which expires on January 6, 2021. Mr. Cerio, Mr. Lautenbach, Mr. Levine and Mr. Tripp vetted the applicants.

Chair Lautenbach said he is the lead for the UCF subcommittee and he recommended the appointment of Mr. Harold Mills to serve the remaining term. Mr. Mills is the CEO of VMD Ventures and a graduate of the Harvard Business School.

Chair Lautenbach made a motion to recommend the appointment of Harold Mills to the University of Central Florida Board of Trustees to serve the remainder of the term expiring on January 6, 2021, subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits.

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

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Chair Lautenbach stated there are two upcoming vacancies on the University of Central Florida Board of Trustees for terms expiring January 6, 2020. All members of the University of Central Florida subcommittee vetted the applicants.

Chair Lautenbach recommended the appointments of Caryl McAlpin and Michael Okaty to the UCF Board of Trustees. Ms. McAlpin is a real estate investor and developer and the former Business Development Manager for Beers Construction Company and Centex Rooney Construction. She is also a former member of the Orange County Planning and Zoning Commission. Mr. Okaty is a partner and business lawyer at Foley and Lardner LLP. He is also a member of the UCF Foundation Board of Governors and Chair of the American Bar Association's Senior Housing and Assisted Living group.

Chair Lautenbach made a motion to appoint Caryl McAlpin and Michael Okaty to the University of Central Florida Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

i. University of Florida

Chair Lautenbach stated that there are two upcoming vacancies on the University of Florida Board of Trustees for terms expiring January 6, 2020. Ms. Jordan, Mr. Kitson, Mr. Lautenbach and Mr. Levine vetted the applicants. He called on Governor Kitson to discuss his recommendations.

Governor Kitson recommended the reappointments of Ms. Anita Zucker and Mr. David Lee Brandon. Ms. Zucker is the Chair and CEO of the InterTech Group, Inc. and a life member of the UF Alumni Association and Distinguished Alumna Awardee. Mr. Brandon is the President and CEO of Brandon Construction and past President of the Rotary and Chamber of Commerce.

Governor Kitson made a motion to recommend the reappointments of Anita Zucker and David Lee Brandon to the University of Florida Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

j. University of North Florida

Chair Lautenbach said there are two upcoming vacancies on the University of North Florida Board of Trustees for terms expiring January 6, 2020. Ms. Jordan, Mr. Kitson, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants. He called on Governor Stermon to discuss his recommendation on filling those seats.

Governor Stermon recommended the appointments of Mr. Nikul Patel and Ms. Jill Davis. Mr. Patel is the Information/Cyber Security Senior Vice President of Citi Group. Ms. Davis is the President of Ocean Pines, LLC and the former Assistant State Attorney for the 4th Judicial Circuit.

Governor Stermon made a motion to recommend the appointments of Nik Patel and Jill Davis to the University of North Florida Board of Trustees subject to Senate confirmation and attending

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an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

k. University of South Florida

Chair Lautenbach stated that there are two upcoming vacancies on the University of South Florida Board of Trustees for terms expiring January 6, 2020. Ms. Jordan, Mr. Kitson, Mr. Lautenbach and Mr. Levine vetted the applicants. He then called on Governor Jordan to discuss her recommendations.

Governor Jordan recommended the appointment of Ms. Sandra Callahan, who is a retired CFO and Senior Vice President of TECO Energy, Inc. She is also a former Director, Treasurer and Finance Committee Chair of the Tampa Chamber of Commerce.

Governor Jordan made a motion to recommend the appointment of Sandra Callahan to the University of South Florida Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

Governor Jordan then recommended the reappointed of Michael Griffin, who is the Senior Managing Director for Savills Occupier Services and a member of the University of South Florida Foundation Board. He is also the past Chair of the University of South Florida Consolidation Task Force.

Governor Jordan made a motion to recommend the reappointment of Michael Griffin to the University of South Florida Board of Trustees subject to Senate confirmation and attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

l. University of West Florida

Chair Lautenbach said there are two upcoming vacancies on the University of West Florida Board of Trustees for terms expiring January 6, 2020. Mr. Cerio, Mr. Lautenbach, Mr. Levine, Mr. Stermon and Mr. Tripp vetted the applicants. He called on Governor Cerio to discuss his recommendations for filling those seats.

Governor Cerio recommended the appointment of Ms. Stephanie White, who is an attorney specializing in adoption and child-related issues. She is also a member of the Escambia Santa Rosa Bar Association and a member of the Florida Association of Women Lawyers, Northwest Chapter.

He also recommended the appointment of Ms. Jill Singer, who is the Vice President of National Security for AT&T and a Board member of the International Spy Museum.

Governor Cerio made a motion to recommend the appointments of Stephanie White and Jill Singer to the University of West Florida Board of Trustees subject to Senate confirmation and

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attending an orientation session, trustee training, and annual Trustee Summits for a term beginning January 6, 2020.

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

3. Concluding Remarks and Adjournment

Having no further business, the meeting was adjourned at 1:40 p.m. on October 30, 2019.

Vikki Shirley
Corporate Secretary

Sydney Kitson, Chair