

Governance Committee

Governance Committee

Closed

KSC Young Student Center, Room 309

Date: 10/19/2017 at 9:00 AM to 10:30 AM (EDT)

Location: KSC Young Student Center, Room 309

Dial-in:

Visibility Setting: Public

Roster Visibility Setting: Public

Required: Yes

Agenda Posted: 10/12/2017 10:27 AM

Description:

Meeting Summary

Attended Members

Kassandra (Kass) Ardinger

James Burnett

Cathy Green

Kenneth Moulton

Christopher Pope

J (Morgan) Rutman

Wallace (Wally) Stevens

Meeting Minutes For Agenda Items

Call to Order: At 9:00 am, Chair Kass Ardinger opened the meeting and noted the presence of a quorum sufficient for the conduct of business. In addition to the committee members noted above the following trustees attended the meeting: Board Chair John Small and President Mark Huddleston. Also present was: Ron Rodgers.

Approval of Meeting Minutes: On motion made by Trustee Moulton and seconded by Trustee Pope, the committee unanimously approved the minutes for the meeting of June 17, 2017.

Committee Work Plan for GY2018: Chair Ardinger opened the discussion by encouraging committee members to review the Governance Committee's charter. After a brief discussion of the charter, committee members agreed to include on the committee's work plan an annual review of the charter, to take place during the last committee meeting of the year. The committee also agreed to include on the GY2018 work plan: (1) After action review of the Board's oversight of USNH institutions in light of recent developments and current circumstances; (2) Improvement of the Board's self-assessment efforts through increased participation in the annual surveys and periodic use of a facilitated assessment discussion, perhaps every other year at the Board retreat; (3) Increasing the value and effectiveness of the University System Student Board (USSB), including the appointment of a Trustee-liaison to the USSB; and (4) Review and updating of the Board's policy on conflicts of interest and the related disclosure form. The committee discussed the recent news reports regarding sexual harassment in the entertainment and technology industries and concluded the Audit Committee has jurisdiction over the constellation of related issues including Title IX, Title VII, harassment, and cultural change management. It was suggested the Audit Committee consider asking the presidents to report on their respective institution's policies and efforts to create a healthy culture among students, faculty, staff, and all members of the campus community.

Trustees Orientation Program: Chair Ardinger noted this year's trustee orientation program is scheduled for the following day, October 20, immediately following the full Board meeting at Noon and encouraged all trustees to attend.

After Action Review: BOT Oversight of and Response to Developments at KSC: After discussing the conduct of an after action review, the committee agreed to start by reviewing the Huron governance report and related reports and documents and then interviewing members of the Board and management who would have insight into the causes for and development of current circumstances. Chair Ardinger asked for volunteers and it was agreed that she would work with Trustee Moulton and Trustee Pope to conduct those interviews in time to report to the committee's next meeting on February 1, 2018.

New Trustee Mentor Program: Chair Ardinger reported that each of this year's new trustees have been paired with a mentor and provided copies of the mentor program guidelines and new trustees orientation activities checklist.

AGB Report: Freedom of Speech on Campus: The committee briefly discussed the Association of Governing Board's (AGB) report "Freedom of Speech on Campus," agreed it is a very interesting and informative report, and commended it to all members of the Board. The committee also agreed the topic is worthy of a presentation to and discussion by the full Board. Chair Ardinger will work with the Chancellor's Office and Board leadership to develop a full Board session that, in addition to freedom of speech, will include the issues of campus safety and security and the cost of providing for the same. The session may include a presentation by one or more experts on the topic, possibly from within the USNH institutions. Finally the committee discussed the institutions' level of preparedness for civil disturbances, including policies and response plans, and agreed that would also be a good topic for presentation to and discussion by the full Board. In particular, the committee suggested it would be helpful to have the institutions' policies distributed in advance of the session.

Call for Further Business: Chair Ardinger called for further business and recognized Trustee Greene who suggested the committee consider asking the Board leadership to set the Board's meeting calendar a year ahead of time. A brief discussion revealed that it would be most helpful for trustees to know the dates of the annual strategic planning retreat at least a year in advance. At the conclusion of the discussion Board Chair Small stated that he would work with Board support staff to include in the annual meeting calendar issued each spring the retreat dates for both the following governance year and the one after (i.e., the calendar issued in spring of 2018 will include the dates for the retreats in September 2018, and September 2019).

Adjourn: On motion made and seconded, the committee voted to adjourn. At 10:30 am, Chair Ardinger adjourned the meeting.