

# University System of New Hampshire

University System of New Hampshire

Governance Committee

Thursday, October 25, 2018 9:30 AM (EDT)

PSU - Merrill Place CC - Multipurpose Room A

## I. Committee Roster

*Kass Ardinger (Chair)*

*Ken Moulton (Vice Chair)*

*Amy Begg*

*Jamie Burnett*

*Jackie Eastwood*

*Chris Pope*

*Morgan Rutman*

## II. Call to Order

*Establishment of a quorum sufficient for the conduct of business (four committee members present at the meeting location).*

## III. Approval of Meeting Minutes

*Approve minutes of the meeting of June 21, 2018.*

*Proposed Motion:*

*MOVED, the Governance Committee hereby approves the minutes of the meeting of June 21, 2018, as presented in Attachment A to the agenda for this meeting.*

*(Attachment A: Draft Minutes for the meeting of June 21, 2018)*

## IV. Proposed Amendment to the Board's Conflict of Interest Policy defining "Transactions"

*Review and discuss proposed amendment to Board policy on conflict of interest to clarify definition of the term "transaction." Approve or amend proposal for recommendation to the full Board of Trustees at its meeting on January 25, 2019.*

*Proposed Motion:*

*MOVED, the Governance Committee hereby recommends for adoption by the full Board of Trustees the following motion:*

*MOVED, on recommendation of the Governance Committee, the Board of Trustees hereby adopts the proposed amendment to the policy on conflict of interest, clarifying the term "transaction," as presented in the materials distributed with the agenda for this meeting.*

*(Attachment B: Proposed Amendment to the Board Policy on Conflict of Interest)*

## V. BOT Visiting Committees

*Review and discussion of the suggestion made last year to establish Board of Trustees visiting committees to each of the USNH institutions.*

## VI. BOT Inventory of Interests, Skills, and Experience

*Review previous BOT inventory of interests, skills, and experience and consider whether to revive the inventory or meet in some other way the need to anticipate and fill membership gaps.*

*(Attachment C: Copy of previous BOT Inventory of Interests, Skills, and Experience and current Data Collection Form)*

## VII. Annual Board Orientation Program

*In light of unusually low turnover of Board membership, discuss the format and timing of this year's annual Board orientation program.*

*(Attachment D: BOT Roster for GY2019 showing term dates and highlighting members in their first or last year of service).*

## VIII. New Trustee Mentorship Program

*Brief status report on the new trustee mentorship program.*

- IX. **Board Conflict of Interest Disclosure Process for GY2019**  
*Brief status report on the Board's conflict of interest disclosure process for FY2019.*
- X. **Committee Work Plan for GY2019**  
*Review proposed committee work plan for GY2019. Approve or amend proposed plan.  
(Attachment E: Proposed Governance Committee Work Plan for GY2019)*
- XI. **Call for Further Business**  
*Old business, new business, and Chair's closing comments.*
- XII. **Adjourn**