

**GOVERNORS STATE UNIVERSITY
BOARD OF TRUSTEES**

Approved for
posting at 5-26-22
meeting

**Governance and Nominations Committee
Minutes of the February 11, 2022 Regular Meeting**

Call to Order and Roll Call

The Governance and Nominations Committee of the Governors State University Board of Trustees for Friday, February 11, 2022 was called to order by Chair Kevin Brookins at 9:07 am. Roll call was taken. Committee Members Kevin Brookins, Janine Latrice Koger, and Anibal Taboas were in attendance and Trustee Angela Sebastian attended via phone. The meeting took place at the University Park campus in Engbretson Hall.

Also in attendance:

Cheryl Green, President

Corey Bradford, Vice President for Administration and Finance

Therese King Nohos, VP, General Counsel

Penny Perdue, Chief of Administrative Operations and Liaison to the Board

Josh Allen, Associate Vice President of Human Resources

Will Davis, Vice President for Institutional Advancement and CEO of the GSU Foundation

Maureen Kelly, Executive Director of Government Relations

Kaitlyn Wild, Director of Compliance and Ethics Officer

Public Comment

There were no public comments.

Approval of Meeting Agenda

Chair Brookins asked for a motion to approve the February 11, 2022 meeting agenda. Trustee Koger motioned. Trustee Taboas seconded. The meeting agenda was approved unanimously on a roll call vote.

Approval of Minutes

Chair Brookins asked for a motion to approve the open session minutes of the October 26, 2021 Governance and Nominations Committee meeting. Trustee Taboas motioned. Trustee Koger seconded. The minutes were approved unanimously on a roll call vote.

Information Items

Chair Brookins asked Therese King Nohos to give the Report on Review of Board of Trustees' Bylaws, Regulations, and Policies. Ms. Nohos provided the report. Discussion ensued.

Action Items

Chair Brookins requested a motion to recommend to the full Board the review of closed session minutes to determine the need for ongoing confidential treatment or release, as presented in the Committee Book. Trustee Taboas motioned. Trustee Koger seconded. Therese King Nohos presented the resolution. The motion passed unanimously on a roll call vote.

Chair Brookins requested a motion to recommend to the full Board the restated Board of Trustees Bylaws, as presented in the Committee Book. An extended discussion ensued regarding recommended changes to Bylaws, including areas where the Trustees would like additional information and/or changes to the recommendations. Trustee Taboas moved to table the motion for further consideration. Trustee Koger seconded. Chair Brookins then asked for a roll call vote to table the motion. The motion passed unanimously on a roll call vote.

Old Business / New Business

There was no old or new business.

The meeting adjourned at 11:12 a.m. with a motion from Trustee Taboas and a second from Trustee Koger. The motion was approved by unanimous voice vote.

Respectfully submitted,
Penny Perdue
Recording Secretary