

Board committee members present:  
Steven Borg  
Josefina Mena  
Jason Reimann  
Dewayne Walton

Joined by:  
Lisa Sherman-Colt  
Wei-Ling Huber  
Wayne Strumpfer, Legal Counsel

1. Status of current parent representatives on the Board

- a. The Board elected the designated parent representatives as general representatives with the expressed intent to revise the by-laws to include a parent representative designation, and eventually move these newly elected board members to that designation.
- b. The intent is that parent representatives would serve for one year
- c. The by-laws were revised with to create a designation of General Board Representative and Parent Board Representative, and also address inconsistencies/irregularities in the by-laws. The intent was to bring those proposed revisions to a May 2020 Board Governance Committee for review/approval and June 2020 Board meeting for approval. That did not occur.

ACTION:

Counsel indicated that since the 3 parent reps have been operating under the current by-laws for over a year, that no action is required to reconcile the Board vote taken, meeting minutes, or meeting recording and that the intent is not binding. This also means that the new Board Chair has been elected for a 3-year term. The committee accepted the position.

2. Board Composition

The committee discussed the following Board positions and makes the following recommendations:

- i. Alumni Representative: Elect one representative.
- ii. Student of Color Ex-Officio Representative: Elect one representative. This representative will serve in the same capacity as the Student Ex-Officio Representative.
- iii. Parent Representatives: This needs to be discussed further.
- iv. Faculty / Staff Representatives: There are unique conflict of interest restrictions associated with employees on the Board. The Governance Committee will continue to explore this with counsel.

ACTION:

Governance Committee will recommend that a Board seat be designated for an Alumni Representative and a Board seat be designated for a Student of Color Representative Ex-Officio at the September meeting. Board Chair has received nominations for Alumni Representative but not a Student of Color Ex-Officio Representative. Board Chair will bring candidates forward for election by the Board at the October meeting.

Meet with APT to readdress Parent Representatives, parameters, and terms.

Meet with faculty and staff representatives to discuss Board representation. Continue discussions with legal counsel.

3. By-Law Updates

The Governance Committee will update the by-laws to reflect the Board Composition changes and bring these changes to the Board for approval by the January 2022 meeting.

4. Board Committees

The Board Chair will finalize the Board committee assignments at the September 2021 Board meeting.