



UNIVERSITY OF CENTRAL FLORIDA

Foundation, Inc. Governance Committee

UCF Foundation Board of Directors

Feb 15, 2024, at 9:00 AM EDT to 10:00 AM EDT
Hybrid Meeting

Members Present:

Carrie Daanen, *Committee Chair*, Brian Butler, *Committee Vice Chair*, Kevin Wydra, *Committee Vice Chair*, Roslyn Burttram, James Harhi, Kevin Miller, Dianne Owen, Dana Patton, Heather Pigman

Members Absent:

Micky Grindstaff, Mike Manglardi, Chris Marlin

I. Welcome and Call to Order

Carrie Daanen, *Chair*, Governance Committee, called the meeting to order at 9:01 a.m., stating that the meeting was covered under the Florida Sunshine Law and the public and press were invited to attend. Roll call was performed, and quorum was confirmed.

II. Conflict of Interest Disclosure

No conflicts of interest were declared by committee members.

III. Minutes

Minutes from the December 7, 2023, Governance Committee meeting were unanimously approved as written.

IV. Reports

Janelle Hom '10MA, *Director, Foundation Board Relations*, UCF Advancement & Partnerships, presented the following items:

A. DISC-1: Board & Committee Advisor Participation Snapshot

Hom presented an updated on the board participation metrics report, including to-date statistics for Fiscal Year 2023-2024 meeting attendance, philanthropic support, and recruitment referrals. She noted minimal increases in philanthropic support since the December 7, 2023, report. Compared to the previous fiscal year-to-date, there has been a decrease in the number of board members meeting the philanthropic minimum. Elected Director meeting attendance has been notably positive. Thirty referrals have been recorded to-date for the current fiscal year, a significant increase compared to Fiscal Year 2022-2023.

B. DISC-2: Board Referral Tracking Update

Hom presented an update on the board referral matrix. Data as of January 26, 2024, showed 183 individuals in the referral tracker, reflecting an increase of 11 since the December 7, 2023, meeting. Currently, 76% of these individuals are active with 91% of active individuals having been assigned a gift officer.

V. **Discussion**

Carrie Dannen, *Chair*, Governance Committee, presented the following item:

A. DISC 3: Board Recruitment Process & Second Term Nominee Review

Chair Dannen presented an overview of the board recruitment process and the review of second-term eligible directors. Hom provided an overview of meeting attendance and philanthropic support of the second-term eligible directors. Conversations with second-term candidates are scheduled to occur in the coming weeks to confirm interest.

Dana Patton, *Chair*, Board Composition Subcommittee, presented the following item:

B. DISC-4: Board Composition Subcommittee Recommendations

Director Patton presented the eight first-term candidate recommendations from the Board Composition Subcommittee. The subcommittee began with 19 strong candidates and has developed cultivation and engagement plans for nine candidates who were not selected for the immediate recruitment cycle.

Carrie Dannen, *Chair*, Governance Committee, presented the following item:

C. DISC-5: Emeritus Nominee Review

Director Daanen provided a brief update on the emeritus nominee review, highlighting the importance of establishing clear criteria and engagement plans for potential emeritus nominees. Hom shared insights from outreach to peer institutions, noting challenges in finding successful emeritus programs to model from. She also discussed the UCF Foundation Emeritus Engagement Program initiated this year, emphasizing the need for ongoing communication and outlining specific roles for these directors.

After brief discussion regarding peer institution emeritus programs and the work of the Bylaws Review Ad Hoc Workgroup, Hom proposed a timeline to provide nominees at the Fall 2024 meeting based on the committee's recommendations.

Kevin Miller, *Chair*, Bylaws Review Ad Hoc Workgroup, presented the following item:

D. DISC-6: Bylaws Review Ad Hoc Workgroup Update

Director Miller provided an update on the Bylaws Review Ad Hoc Workgroup's progress, indicating that the workgroup has met twice since December 7, 2023, and have engaged in productive discussions with board staff. While there are no immediate changes mandated by legal deadlines, the focus has been on clarifying and streamlining the existing bylaws.

Director Miller highlighted the need for clarity, citing examples such as discrepancies in position titles affecting operational processes and ambiguity regarding advisory roles. The proposed changes primarily focus on enhancing clarity and efficiency, with an emphasis on moving certain provisions from the bylaws to policy for easier future updates.

Carrie Dannen, *Chair*, Governance Committee, presented the following item:

E. DISC-7: Mentorship Program Update

Hom provided a brief update to the board mentorship program. Committee members were encouraged to review the mentorship outline and quarterly discussion points, emphasizing the importance of providing feedback for ongoing improvements and enhancements to the program.

Vice Chair Butler and Director Harhi shared the positive experience of the mentorship program with their assigned mentees. Hom also mentioned the successful pairing between Director Blume and Director Koellner.

VI. Information

In addition to the reports and discussions, the following informational items were provided to the committee. No questions or comments were provided by committee members.

- A. INFO – 1 Board Education & Engagement Program
- B. INFO – 2 Committee Roster & Contact Information

VII. New Business

No new business was presented.

VIII. Adjournment

Chair Daanen adjourned the meeting at 9:37 a.m.

Approved by the Governance Committee on **May 2, 2024**.

Respectfully Submitted by:

Carrie Daanen '92, *Chair*, Governance Committee

Minutes prepared by: Ronney Demosthene, *Coordinator, Foundation Board Relations*, UCF Advancement & Partnerships