

NWFSC Foundation Governance Committee Meeting
February 11, 2016 11:30 a.m.
Arpke Room (315), Costa Leadership Institute, Niceville Campus

Members Present:

Mike Flynt	Steve Wills
Don Litke	Dewayne Youngblood
Jeff McInnis	

Staff Present:

Cristie Kedroski	Carla Reinlie
Jason Masters	Annie Young

Absent: Serena Brown, Lois Lunderman, Melissa Pilcher, Tom Rice, Donnie Richardson, Fred Thomas

Call to Order: Mr. Youngblood called the meeting to order at 11:41 am.

Approval of Minutes:

The minutes of the December 10, 2015 committee meeting were approved. **Motion to approve, Mr. Flynt; Second, Maj Gen Litke. Motion carried unanimously.**

Review of Director Nominations

Mr. Youngblood noted that seven board members had submitted nominations resulting in a pool of eight candidates for the NWF State College Foundation Board of Directors. Ms. Kedroski presented a sample candidate scoring form that was received from another foundation board and asked for the committee's feedback on utilizing it as a possible tool for scoring candidates. The committee agreed that the criteria should be used as a guideline rather than utilized as a scoring sheet to rank the nominees.

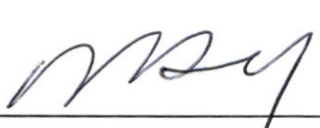
Based on the nominations, committee members made their recommendations for their top two strongest candidates. Ms. Kedroski reminded the committee of various attributes that should be considered including county of residence, alumni status, and industry sector. After the discussion, the committee came to a consensus on the top two candidates, selecting Mr. Steve Wolfrom and Mr. Jerry Williams. Next steps are to arrange a lunch meeting with them to further discuss the opportunity and expectations for serving as a board member. An additional two candidates, Dr. William "Bo" Arnold and Ms. Paige Floyd-Hart, were also identified as strong candidates to serve as possible alternates. Ms. Kedroski noted that the lunch meetings would include at least one governance committee member and herself. She also noted that after the lunch meetings the governance committee is scheduled to reconvene on March 17 to create a 2016-17 slate of directors.

Mr. Youngblood stated that as the slate is assembled, the board will also be looking for a treasurer. He noted that this position moves through the leadership ladder from treasurer, to vice chair, to chair, and past chair. Interested persons should talk with Mr. Youngblood or Ms. Kedroski.

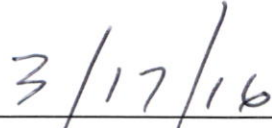
Board Term Limits/Honorary Board Member

Ms. Kedroski stated that at the last meeting, staff was asked to bring forward recommended bylaw/policy language relevant to a potential change in board terms as well as address a potential plan on a life or honorary member program. Ms. Kedroski provided an informational document titled, "Leading with Intent," which provided a guide on the best practices in the non-profit sector. The article indicated that an industry best practice is to exercise board term limits. Ms. Kedroski also discussed the potential honorary/ emeritus program to allow out-going board members the opportunity to continue to participate in board meetings. Ms. Kedroski provided the committee with a recommended bylaws change. **Motion to approve changes to Bylaws for presentation to the board, Maj Gen Litke; Second, Mr. McInnis. Motion carried unanimously.**

Adjournment: With there being no further business, the meeting was adjourned at 12:59 p.m.



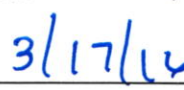
Dewayne Youngblood, Governance Committee Chair



Date



Cristie Kedroski, Secretary



Date