

APPROVED



Voices for International Business and Education

Minutes

Governance Committee Meeting

Date and Time

Wednesday September 27, 2017 at 6:30 PM

Location

727 Carondelet St. New Orleans, LA 70130

Voices for International Business and Education http://public.boardontrack.com/VIBE_1

Committee Members Present

C. Allen, L. Lopez, R. Keller, S. Thomas (remote), S. Wilson

Committee Members Absent

B. Schilling

Guests Present

K. Katner, N. Reyes-Arias

I. Opening Items**A. Record Attendance and Guests****B. Call the Meeting to Order**

R. Keller called a meeting of the Governance Committee of Voices for International Business and Education to order on Wednesday Sep 27, 2017 at 6:30 PM.

C.

Approve Minutes

S. Thomas made a motion to approve minutes from the Governance Committee Meeting on 03-07-17 Governance Committee Meeting on 03-07-17.

R. Keller seconded the motion.

The committee **VOTED** unanimously to approve the motion.

II. Governance

A. Candidacy of Donaldo Batiste for IHSNO Board of Directors

The Governance Committee recommends that Dr. Batiste is invited for an interview on site on October 3rd and try to onboard him as fast as possible.

B. New Board Member Recruitment

C. Allen also recommended G. Lazarde as a board candidate with a strong education background.

K. Katner is also considering the current president of Xavier University as a candidate to become a VIBE board member as well as R. Tomlinson from Whitney Bank. K. Katner also wants the committee to consider a former board member as a possible candidate. The discussion was carried. The committee reviewed current needs of the board and consideration needs to be given in reference to bringing someone with a financial background.

Consideration needs to be given to areas of needs for the board in reference to skills sets for board candidates. Looking for someone who has had experience with boards or their own company and is familiar with previous board experience.

The committee also discussed the consideration of an independent consultant that could provide the board an external opinion on financials.

Board diversity and development is an important ongoing topic for future committee meetings.

There are currently 11 board members and with Dr. Batiste, the number would increase to 12. Ms. Lazarde can be brought in around January.

C.

Vote to Approve Amendments and Revisions to the IHSNO Board Member Agreement

This item will be tabled for next meeting given that the needed document is not attached.

D. The Governance Committee and the Strategic Plan

Governance and Strategic Pillar Objectives:

Recruitment, Diversity, board profile worksheet, assessing the needs and providing board members with needed professional development, Efficiency of Board meetings, Feedback systems for board members, protocol ensure effective onboarding, conduct a board retreat.

Consider the condensing from 6 to 3 objectives: Recruitment, training, effective use of board meetings/annual report,

Goal 2 Ensure that all board members are aware of compliances - possibly create a compliance rubric. Ensure that we meet all compliance and best practices. This leads to recruiting board members with previous board experience.

Goal 3 Ensure that all directors understand their fiduciary responsibility - ensuring we have someone qualified or a consultant

Goal 4 Develop and periodically check on the strategic plan: This was moved to the Executive Committee which can continue to manage and oversee. Each committee will review their respective sections of the strategic plan and report its progress. Consider that each committee can report twice a year. Each committee reports at board meetings.

Goal one requires an active involvement of this committee and has an end goal. The committee can assess the effectiveness of the board meeting through a survey- how often? School is currently using survey monkey for surveys. Board can consider a similar tool. Committee wants to consider a survey plan. Bring to next meeting along with policy revision.

III. Other Business

A. Future Governance Committee Meetings will occur the first Tuesday of each month at 6:30 pm

A reminder that future meetings are the first Tuesday of each month at 6:30 pm after facilities.

IV. Closing Items

A. Adjourn Meeting

K. Katner made a motion to adjourn the meeting.

R. Keller seconded the motion.

The committee **VOTED** unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:30 PM.

Respectfully Submitted,

L. Lopez