



# Governance and Board Enrichment Committee Meeting (working lunch) Minutes

College of Charleston Foundation

9/12/2024 12:00 PM EDT

@ Tate 202 (School of Business) or Zoom (<https://cofc.zoom.us/j/98161141458>)

## **Attendance**

### **Present:**

Members: JR Barnhart, Johnnie Baxley, Carl Blackstone, Mark Buono, Dan Frezza, Jonathan Hayes, Sabra Horne, Courtney Howard, Carin Jorgensen, Susan Luna, Richard Maclean, Tricia Ory, Steve Osborne, Bill Penney, Kady Preston, Richard Salmons, Keith Sauls, Sherrie Snipes-Williams (remote), Victoria Thompson

### **Absent:**

Members: John Carter, Tanner Crunelle, Nicholas Glover

#### I. Call to order and roll call/FOIA Statement

Governance and Board Enrichment Committee Chair Sabra Horne called the meeting to order at 12:16 p.m. and welcomed everyone. Quorum was confirmed. Chair Horne stated that the meeting notice had been posted as required by the South Carolina Freedom of Information Act.

 [September 2024 GBE agenda.docx](#)

#### II. Approval of minutes from May 2, 2024 Governance and Board Enrichment Committee meetings

Chair Horne called for a motion to approve the minutes from the May 2, 2024 Governance and Board Enrichment Committee meeting. Mr. Richard Salmons made the motion, Mr. Johnnie Baxley seconded. Motion passed unanimously.

 [May 2024 Governance & Board Enrichment committee meeting Minutes.docx](#)

#### III. Draft Statement of Commitment and Responsibilities and Draft Statement of Understanding for Members of the Board of Directors

Chair Horne talked about the areas of focus for the Governance and Board Enrichment Committee in the coming year, which will center on achieving new levels of professionalism with Foundation documentation of policies and procedures. The first documentation the committee is finalizing are the Statement of Commitment and Responsibilities and the Statement of Understanding for Members of the Board of Directors, which will be provided to incoming Directors so everyone understands the same expectations. Both documents have been vetted and edited through the committee and were submitted for formal approval. Mr. Steve Osborne made the motion to approve the Statement of Commitment and Responsibilities. Mr. Johnnie Baxley seconded. Motion passed unanimously. Chair Horne made the motion to approve the Statement of Understanding for Members of the Board of Directors. Mr. Baxley seconded. Motion passed unanimously.

 [CofC Foundation Statement of Commitment and Responsibilities 5.31.24.docx](#)

IV. Discussion of additional updates to Bylaws

Chair Horne led the discussion about updating the Bylaws and asked Ms. Jorgensen to upload the latest version into Google docs to share with the committee and with other committee chairs to update their respective committee charters. The majority of this work will take place off line, and the committee will convene again before the November meeting to finalize the desired edits.

 [Foundation Bylaws \(updated May 2024\).doc](#)

V. Review board calendar for November

The Governance and Board Enrichment Committee has no action items in the calendar for the November meeting.

VI. Old Business/New Business

Chair Horne asked for any old business to be discussed. There being none, she asked for any new business to be discussed. There was no new business for discussion.

VII. Adjourn

Chair Horne called for a motion to adjourn. Mr. Steve Osborne made the motion, and Mr. Baxley seconded, Motion passed unanimously. Adjourned at 1:02 p.m.