



Board of Trustees

Governance and Nomination Committee

June 28, 2022

Minutes

Loughman Living Room, Scanlon Hall

And via Zoom, in accordance with Massachusetts Gov. Charlie Baker's Executive Order Suspending Certain Provisions of the Open Meeting Law, G.L. c. 30A, § 20 dated March 12, 2020.

A live stream of the meeting for public viewing also took place on YouTube.

MEMBERS PRESENT: Committee Chair Melissa Alvarado, Vice Chair Ali Salehi, Secretary William Reichelt, and Trustees Chris Montemayor and Dr. Gloria Williams

TRUSTEE GUESTS PRESENT: Trustees Paul Boudreau, Theresa Jasmin, Madeline Landrau, and Dr. Robert Martin

Also present were Westfield State University President Dr. Linda Thompson and Chief of Staff Dr. Michael Freeman.

The meeting was called to order at 2:01 PM by Committee Chair Alvarado and a roll call was taken of the committee members participating as listed above. It was announced that the meeting was being livestreamed and recorded.

MOTION made by Trustee Reichelt, seconded by Trustee Salehi, to approve the minutes of the April 27, 2022, meeting. There being no discussion, **Motion passed unanimously.**

Nominations for Board of Trustees Officers for 2022-2023. Trustee Alvarado stated that the following ballot is proposed based on the input received by the Board assistant from Trustees.

Dr. Robert A. Martin, Chair
Ali Salehi, Vice Chair
Dr. Gloria Williams, Secretary

Trustee Martinez-Alvarez has completed three years as Board secretary, so a new secretary was required this year. Chair Martin stated he has two years left on his Trustee term, and this will be his last year as chair of the Board. Since the Bylaws state the Executive Committee will include the past Board chair and there is none, he asked Trustee Jasmin to serve as the fourth Trustee on the Executive Committee.

Board of Trustees Committee Assignments. Trustees should let the Board assistant know which committees they would like to serve on for the next academic year.

Committee Structures. With the creation of a Division of Justice, Equity, Diversity, and Inclusion (JEDI) starting on July 1, it needs to be determined how this division will be represented in the existing committee structure. This had been reviewed during the comparison of the Bylaws with those of sister institutions, and most of them do not have JEDI committees. Discussion followed on how to report JEDI issues to Board committees.

- The JEDI Vice President will work with all divisions on campus and provide guidance on policies to ensure we are being responsive to the needs of the campus community.
- JEDI topics could be brought to the Governance and Nomination Committee.
- It would be prudent to create a separate Board JEDI committee as a social justice and governance issue, helping to become an institution that people want to attend and to show that as overseers, the Board places an elevated level of importance on JEDI. By being its own committee, it would not be encumbered by other sectors of the University. Trustee Landrau offered to chair a new committee.
- Dr. Freeman stated the new Vice President's challenge will be to determine what Westfield State means by "JEDI" and how that definition gets implemented by faculty, staff, and students.
- As Trustees review and share interest in committee assignments, Chair Martin will make sure that committee assignments are broad and diverse. Chair Martin will communicate to the Board where the JEDI committee will sit. The challenge will be how to balance committee meetings through the day of meetings. A new committee would need to create a charter and be added to the Bylaws.

Board of Trustees Meeting Format for 2022-2023. The Trustees wished to continue having full-day meetings instead of splitting the days between the full Board and committee meetings. There will be five regular meetings during the year and if additional meetings are required, they can take place on Zoom. Over the summer, Chair Martin would like the committee chairs and staff liaisons to map out the course of the academic year and identify the key strategic issues (not operational issues) the committee wants to discuss. The locations of the meetings were discussed, varying from returning to the president's boardroom to meeting in a larger room, especially during COVID.

Bylaw Revision Discussion. Trustee Alvarado reminded Trustees that a draft of Bylaw revisions was presented at the April meeting, and comments or feedback should be sent to the Board assistant. Revisions will be brought to the Board for review in the fall.

There being no further business, **MOTION** made by Trustee Williams, seconded by Trustee Reichelt, to adjourn. There being no discussion, **Motion passed unanimously.**

Meeting adjourned at 2:29 PM.

Attachments presented at this meeting:

- a) Draft Minutes of April 27, 2022
- b) Proposed Slate of Board of Trustees Officers for 2022-2023