



Board of Trustees

Governance and Nomination Committee

April 25, 2023

Minutes

Scanlon Banquet Hall A

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

MEMBERS PRESENT: Vice Chair Ali Salehi, Secretary William Reichelt, Trustee Chris Montemayor, and Board Chair Dr. Robert Martin, ex-officio member

MEMBERS PARTICIPATING REMOTELY: Committee Chair Melissa Alvarado

Also present and participating remotely were Westfield State University President Dr. Linda Thompson, Chief of Staff Dr. Michael Freeman, and Special Assistant to the President for Community and Governmental Affairs Timothy Rooke [joined at 8:12 AM].

The meeting was called to order at 8:03 AM by Committee Chair Alvarado and a roll call was taken of the committee members participating as listed above. It was announced the meeting was being livestreamed and recorded.

MOTION made by Trustee Salehi, seconded by Trustee Martin, to approve the minutes of the December 20, 2022, meeting. **There being no discussion, ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Montemayor, Reichelt, Salehi, Alvarado, and Board Chair Martin.

MOTION made by Trustee Reichelt, seconded by Trustee Martin, to approve the minutes of the February 7, 2023, meeting. **There being no discussion, ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Montemayor, Reichelt, Salehi, Alvarado, and Board Chair Martin.

Committee Charter Reviews

Specific language to be consistent among all the committee charters was discussed, which includes adding "transparency" to the mission paragraph, annual review of charters, removing the limit of the number of committee members, timeline for providing meeting documents, and post-meeting document availability. Language will be inserted into all charters that the committees shall meet in advance of each Board of Trustees meeting unless the chair of the committee and chair of the Board determines that a meeting is not necessary. At the beginning of each academic year, committees should create a list of objectives for the year. Committees will revise their charters to be brought to their June meetings for approval. [Timothy Rooke joined at 8:12 AM]

New Trustee Nomination Process

In the process for new Trustee nominations, the names of multiple candidates should be provided to the Governor's office for every vacancy. That office will vet and determine the person to be placed on the Board. In preparation for vacancies, a pool of potential Trustees should always be available with a diversity of skills to complement the existing skill set of current Trustees. Any recommendations for potential Trustees should be sent to the Board assistant. The skills matrix of existing Trustees will be discussed in a future meeting.

Review Governance and Nomination Committee Charter

The committee reviewed and discussed revisions to their charter. The mission paragraph will be reduced and language moved to the authority and responsibility section. Discussion points will be made to the existing charter to be reviewed and approved in June.

Trustee Officer Election Process

An email will be sent soon requesting feedback for Board officers and committee preferences for next year.

There being no further business,

MOTION made by Trustee Reichelt, seconded by Trustee Montemayor, to adjourn.

There being no discussion, ROLL CALL VOTE passed motion unanimously with Trustees voting in the affirmative: Montemayor, Reichelt, Salehi, Alvarado, and Board Chair Martin.

Meeting adjourned at 8:40 AM.

Attachments presented at this meeting:

- a. Draft Minutes of December 20, 2022, Meeting
- b. Draft Minutes of February 7, 2023, Meeting
- c. Draft Revisions to Governance and Nomination Committee Charter