MINUTES OF THE MEETING OF THE GOVERNANCE, TRUSTEESHIP, AND NOMINATING COMMITTEE OF THE BOARD OF DIRECTORS OF THE UofL RESEARCH FOUNDATION, INC., AND THE BOARD OF TRUSTEES OF THE UNIVERSITY OF LOUISVILLE

April 22, 2021

In Open Session

Members of the Governance, Trusteeship, and Nominating Committee of the UofL Research Foundation, Inc., Board of Directors and the UofL Board of Trustees met at the Student Activities Center Ballroom, Belknap Campus, both in-person and virtually at 1:07 p.m. on April 22, 2021, with members present and absent as follows:

Present: Mr. Scott Brinkman, Chair

Ms. Mary Nixon Ms. Diane Porter Mr. James Rogers Prof. David Schultz

Other Trustees

Present: Mr. Randy Bufford Dr. Raymond Burse

Mr. John Chilton Ms. Sabrina Collins Mr. John Smith

Ms. Sherrill Zimmerman

From the

University: Dr. Neeli Bendapudi, President

Dr. Lori Gonzalez, Executive Vice President and University Provost Dr. Kevin Gardner, Executive Vice President for Research & Innovation

Mr. Dan Durbin, Vice President for Finance and CFO

Ms. Angela Curry, General Counsel and Vice President for Legal Affairs

Dr. Michael Wade Smith, Vice President for External Affairs and Chief of Staff

Dr. Jasmine Farrier, Vice President for University Advancement Mr. Vince Tyra, Vice President for Athletics and Athletic Director Dr. Toni Ganzel, Vice President for Academic Medical Affairs Ms. Mary Elizabeth Miles, Vice President for Human Resources

Dr. Ralph Fitzpatrick, Vice President for Community Engagement

Mr. Rehan Khan, Vice President for Information Technology Services

Dr. Michael Mardis, Vice President for Student Affairs and Dean of Students

Mr. Mark Watkins, Sr. Associate Vice President for Operations

Ms. Sandy Russell, Assistant Vice President for Enterprise Risk and Compliance

Ms. Shannon Rickett, Assistant Vice President for Government Relations

Dr. Faye Jones, Senior Associate Vice President for Diversity and Equity

Dr. Beth Boehm, Dean of the Graduate School

Dr. David Jenkins, Dean of Kent School of Social Work

Mr. Thomas Hoy, University Counsel

Mr. Walter Newell, Treasurer/Controller

Ms. Jessica Murnock, Executive Officer to the President

Prof. Wei Zhang, Chair of Dept. of Computer Engineering & Computer Science

Prof. Bibhuti Sar, Director of Doctoral Program, Kent School of Social Work

Prof. Richard J. Lamont, Chair, Oral Immunology, and Infectious Diseases

Prof. Richard Germain, Challenge for Excellence Chair, Supply Chain Mgmt.

Prof. Sean Beirne, Director of Equine Industry Program

Prof. Jason Gainous, Professor, Dept. of Political Science

Dr. Charlie Leonard, Interim Dir., National & Int'l. Scholarship Opportunities

Ms. Lexi Raikes, Student

Mr. Jake Beamer, Dir. of Governance & Strategic Initiatives & Asst. Secretary

From UofL

Health: Mr. Tom Miller, CEO

From the UofL

Foundation: Mr. Keith Sherman, Executive Director

I. Call to Order

Chair Brinkman called the roll and having determined a quorum present, called the meeting to order at 1:07 p.m.

Approval of Minutes, 12-10-2020

Ms. Nixon made a motion, which Ms. Porter seconded, to approve the minutes of the December 10, 2020 meeting.

The motion passed.

II. Action Item: Election of ULRF 2021-2022 Officers

Chair Brinkman read the slate of ULRF 2021-22 officers as follows:

Chair James Rogers
Vice Chair Diane Porter
Treasurer Diane Medley
Secretary John Chilton
Assistant Secretary Jake Beamer

Hearing no other nominations, Prof. Schultz made a motion, which Mr. Rogers seconded, to approve the

Governance, Trusteeship, and Nominating Committee's recommendation that the following be elected as the ULRF Officers for 2021-2022:

Chair James Rogers
Vice Chair Diane Porter
Treasurer Diane Medley
Secretary John Chilton
Assistant Secretary Jake Beamer

The motion passed.

III. <u>Information Item</u>: Designations and Awards Policy

Chair Brinkman notified trustees that the committee will recommend for approval at a later date a revised designations and awards policy. The Board of Trustees' current policy has not been updated since 1998 and the new policy will coincide with changes to the university's designations/awards policies and procedures, as well as the creation of a formal naming policy – both of which are being drafted by the Office of the President and the Office of Advancement in consultation with the UofL Foundation. Together with these offices, the Governance Committee will submit revised policies and procedures for the committee and board to review at the June and July meetings.

No action was taken.

IV. Adjournment

Having no other business to come before the committee, Ms. Nixon made a motion, which Mr. Rogers seconded, to adjourn.

The motion passed and the meeting adjourned at 1:10 p.m.

Approved by:

_Signature on file____

Assistant Secretary

RECOMMENDATION TO THE UNIVERSITY OF LOUISVILLE RESEARCH FOUNDATION, INC. BOARD OF DIRECTORS REGARDING THE ELECTION OF OFFICERS FOR 2021-2022

Governance, Trusteeship, and Nominating Committee – April 22, 2021 Board of Directors – April 22, 2021

RECOMMENDATION:

The Governance, Trusteeship, and Nominating Committee recommends the following for election:

Slate of Officers for 2021-2022:

Chair	James Rogers
Vice Chair	Diane Porter
Treasurer	Diane Medley
Secretary	John Chilton
Assistant Secretary	Jake Beamer

BACKGROUND:

Per the ULRF bylaws, the Chair, Vice Chair, Secretary, Treasurer, and other officers shall be elected annually by the Board of Directors.

COMMITTEE ACTION:	BOARD ACTION:
Passed X	Passed X
Did Not Pass	Did Not Pass
Other	Other
<i>V</i> 2	<i>V</i> 2
Signature on file	Signature on file
Assistant Secretary	Assistant Secretary