

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

July 15, 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 Ballrooms, Belknap Campus, both in-person and virtually at 1:07 p.m., with members present and absent as follows:

Present: Mr. Scott Brinkman, Chair
Ms. Mary Nixon
Mr. James Rogers
Dr. David Schultz

Absent: Ms. Diane Porter

Other Trustees

Present: Dr. Raymond Burse
Mr. John Chilton
Mr. Al Cornish
Ms. Diane Medley
Ms. Ugonna Okorie
Mr. John Smith
Ms. Sherrill Zimmerman

From the

University: Dr. Neeli Bendapudi, President
Dr. Lori Gonzalez, Executive Vice President and University Provost
Mr. Dan Durbin, Executive Vice President for Finance and Administration
Dr. Kevin Gardner, Executive Vice President for Research and Innovation
Ms. Angela Curry, General Counsel and Vice President for Legal Affairs
Dr. Jasmine Farrier, Vice President for Advancement
Mr. Rehan Khan, Vice President for Information Technology
Dr. Michael Mardis, Vice President for Student Affairs
Ms. Mary Elizabeth Miles, Vice President for Human Resources
Ms. Sandy Russell, Vice President for Risk, Audit, and Compliance
Dr. Michael Wade Smith, Vice President for External Affairs and Chief of Staff
Mr. Vince Tyra, Vice President for Athletics and Athletic Director
Mr. Mark Watkins, Chief Operations Officer
Mr. John Drees, Sr. Assoc. Vice President for Communications & Marketing
Ms. Beverly Santamouris, Treasurer/Controller

Ms. Amy Shoemaker, University Counsel and Associate Athletic Director
Mr. Matt Banker, Associate Athletic Director
Mr. John Karman, Executive Director of Communications
Ms. Brigid Gies, University Counsel
Mr. Jake Beamer, Dir. of Governance & Strategic Initiatives & Asst. Secretary

From UofL
Health: Mr. Tom Miller, CEO

From UofL
Foundation: Mr. Keith Sherman, Executive Director and COO

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, 6-24-2021

Ms. Nixon made a motion, which Dr. Schultz seconded, to approve the minutes of the June 24, 2021 meeting.

The motion passed.

II. Action Item: Election of BOT Officers, Executive Committee for 2021-2022

Chair Brinkman read the slate of officers as follows:

Slate of Officers for 2021-2022:

Chair	Mary Nixon
Vice Chair	Raymond Burse
Treasurer	Diane Medley
Secretary	Scott Brinkman
Assistant Secretary	Jake Beamer

The chair also recommended the following for membership to the Executive and Compensation Committee:

Mary Nixon, Chair
Raymond Burse
Diane Medley
Scott Brinkman
Jim Rogers (at-large member)
Ugonna Okorie (constituency representative)

Hearing no other nominations for officers, and no objections to the recommendation regarding Executive & Compensation Committee membership, Ms. Nixon made a motion, which Dr. Schultz seconded, to approve the

Governance, Trusteeship, and Nominating Committee’s recommendation that the Board of Trustees elect the 2021-2022 Slate of Officers, and approve the membership of the Executive and Compensation Committee, as attached.

The motion passed.

III. Adjournment

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

The motion passed and the meeting adjourned at 1:09 p.m.

Approved by:

_____ⁿ Signature on file _____
Assistant Secretary

RECOMMENDATION TO THE
UNIVERSITY OF LOUISVILLE BOARD OF TRUSTEES
REGARDING THE ELECTION OF OFFICERS AND THE AT-LARGE MEMBER
OF THE EXECUTIVE COMMITTEE FOR 2021-2022

Governance, Trusteeship, and Nominating Committee – July 15, 2021
Board of Trustees – July 15, 2021

RECOMMENDATION:

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

Slate of Officers for 2021-2022:

Chair	Mary Nixon
Vice Chair	Raymond Burse
Treasurer	Diane Medley
Secretary	Scott Brinkman
Assistant Secretary	Jake Beamer

The Governance, Trusteeship, and Nominating Committee also recommends the following for membership to the Executive and Compensation Committee:

Mary Nixon, Chair
Raymond Burse
Diane Medley
Scott Brinkman
Jim Rogers (at-large member)
Ugonna Okorie (constituency representative)

BACKGROUND:

Per the Board of Trustees Bylaws, the annual meeting of the Board shall be held in July of each year. At said annual meeting the Board shall elect its officers and the at-large member of the Executive Committee.

The Executive and Compensation Committee shall consist of the officers of the Board of Trustees, one at-large member of the Board who shall be elected by the Board, and one of the three constituency representatives who shall be a member. In the case of the one constituency representative who shall serve on the Executive and Compensation Committee, the seat shall be filled on a rotating academic year basis in the following order and sequence beginning with the 2017-2018 academic year: the Faculty Senate chair, the Student Government Association president, and the Staff Senate chair.

COMMITTEE ACTION:

Passed X

Did Not Pass _____

Other _____

ps
Signature on file _____

ps
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass _____

Other _____

ps
Signature on file _____

ps
Assistant Secretary