

NWFSC Foundation Governance Committee Meeting  
September 20, 2018 11:30 a.m.  
Room 301, Student Service Center, Niceville Campus

**Members Present**

Chad Hamilton	Mitch Mongell
Scott Jackson	Dale Peterson
Don Litke	Steve Wolfrom

**Staff Present**

Serena Brown	Carla Reinlie
Cristie Kedroski	Annie Young
Jason Masters	

**Absent:** Melissa Pilcher, Donnie Richardson, Fred Thomas, Steve Wills

**Call to Order:** Mr. Peterson called the meeting to order at 11:35 am.

**Approval of Minutes:**

The minutes of the May 17, 2018 committee meeting were approved. **Motion to approve minutes, Mr. Mongell; Second, Mr. Jackson. Motion carried unanimously.**

**Role of the Governance Committee:**

Mr. Peterson gave a brief overview of role of the Governance Committee. He noted that the committee is chaired by the Past Chair, and that it supports Board orientation and training, identifies candidates for election to the Board, and develops and reviews succession plans related to Directors and Officers. He also noted that the Committee is accountable for regular review of the Strategic Plan. Ms. Kedroski then discussed the college's strategic plan and noted that she expected additional discussion about a Foundation strategic plan from Armistead Group's development audit.

**Director Resignation:**

Mr. Peterson notified the committee that Foundation Board Member, Paige Floyd Hart, has submitted her resignation from the board.

**Review Treasurer Nominations:**

Ms. Kedroski noted that four directors, Bo Arnold, Jonathan Ochs, J.D. Peacock and Ken Wampler, have either volunteered or been recommended to serve as the 2018-19 treasurer for the NWF State College Foundation. After discussion, the committee recommended Mr. J.D. Peacock as treasurer. **Motion to recommend Mr. J.D. Peacock as treasurer to the Foundation Board, Mr. Mongell; Second, Maj Gen Litke. Motion carried unanimously.**

**Discuss 2019-20 Slate/Nomination Process**

Mr. Peterson reviewed the current Foundation Board composition with the committee and drew attention to the industry sector representation as well as Okaloosa/Walton County population statistics. Ms. Kedroski provided a chart showing industry sectors for our current Board members and noted that

the current Okaloosa/Walton County ratio of the Board is at an appropriate level, but could use slightly more representation from Walton County. The current board count is 20 members (80%) from Okaloosa County and 5 members (20%) from Walton County. Population statistics show that in the Okaloosa/Walton service territory, the population from Okaloosa represents 74.80% of the population and Walton represents 25.2% of the population. Staff is hoping to appoint 5-8 candidates for this nomination cycle.

Ms. Kedroski also provided 2017-18 Board attendance information. She noted there are five foundation directors, whose board terms will expire in June 2019. Three of the five are not eligible for reappointment due to board term limits.

The committee was also reminded to be mindful of the rolling three-year term schedule to ensure the Board has a somewhat balanced number of Board members concluding their term each year. Our fundraising consultants, The Armistead Group, will also have recommendations related to board effectiveness. Lastly, Ms. Kedroski presented the nomination process schedule and noted that an important aspect to keep in mind when nominating is Board diversity. Ms. Kedroski noted that key traits that the governance committee looks for, beyond influence, is ethnicity, gender, industry sector and county residence.

**Review Board Member Survey Results:**

Mr. Peterson noted that annually, the Foundation administers a Board Member Survey to garner and review Board progress and leadership expectations. He then presented results of the survey conducted in May 2018 for review and discussion. Ms. Kedroski commended Ms. Young for the improvements to the survey and then opened discussion on the responses of interest.

**Other Business:** No further business was discussed.

**Adjournment:** With there being no further business, the meeting was adjourned at 12:46 p.m.

  
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Dale E. Peterson, Governance Committee Chair

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Date

  
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Cristie Kedroski, Secretary

2-21-19  
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Date