

**University of North Florida
Board of Trustees
Governance Committee Charter**

1.0 Overall Purpose and Objectives

The Governance Committee is appointed by the University of North Florida Board of Trustees with the responsibility to:

- 1.1 Review annually and recommend changes as necessary to the Board Bylaws.
- 1.2 Oversee an annual evaluation of the performance of the Board.
- 1.3 Develop and provide recommendations to the Board regarding Board member education, including new member orientation and regularly scheduled Board member training.
- 1.4 Inform members of corporate governance "best practices" and make recommendations to the Board and its committees.
- 1.5 Develop and recommend to the Board the number and structure of committees.
- I. 6 Review and analyze the discussions and actions of the Board of Governors.
- 1.7 Develop a trustee engagement plan which:
 - Effectuates opportunities for the University to become more involved in Congressional, legislative and other public advocacy.
 - Builds positive relationships and maintains open channels of communication between the University and the Board of Governors, the Governor, the Legislature, and other public officials and leaders at the local, state, and federal levels.
 - Facilitates networking and collective action on issues of shared interest among the other state universities.
 - Broadens understanding and respect for the role of regional comprehensive universities among the various university constituents.
- 1.8 Fulfill any other responsibilities as subsequently may be assigned by the University of North Florida Board of Trustees and/or the Board Chair.

2.0 Authority

The Board authorizes the committee to:

- 2.1 Perform activities within the scope of its charter.
- 2.2 Engage advisors as it deems necessary to carry out its duties.
- 2.3 Have unrestricted access to management, faculty, and employees of the University of North Florida and its Direct Support Organizations and affiliates.

3.0 Organization/ Membership

- 3.1 The Chair of the Board will appoint the chair and members of the committee.
- 3.2 Members will serve on the committee until their resignation or replacement by the Chair of the Board.

4.0 Meetings

- 4.1 A majority of the members of the committee will constitute a quorum for the transaction of business.
- 4.2 Meetings will be held not less than two times per year.
- 4.3 The committee will maintain written minutes of its meetings.
- 4.4 The committee may request special reports from the members of the University or Direct Support Organization management personnel on topics that may enhance its understanding of their activities and operations as it relates to the committee's mission.


5.0 Governance

The Committee will:

- 5.1 Evaluate its own performance, both of individual members and collectively, on a regular basis.
- 5.2 Assess the achievement of the committee's duties specified in the charter and report findings to the Board.
- 5.3 Review the committee charter annually and discuss any required changes with the Board or ensure that the charter is approved or reapproved by the Board annually.

Adoption of Charter


I HEREBY CERTIFY that the University of North Florida Board of Trustees reviewed and approved this charter at its regularly scheduled meeting on February 27, 2023.



Moez Limayem
President



Kevin Hyde
Chair, Governance Committee



Kevin Hyde
Chair, Board of Trustees

History: New 10-26-2015. Amended 01-16-2020, 01-28.2021, 01-27-2022, 2-27-23