

# Foundation for Louisiana Students

Governance Committee Meeting Minutes  
3113 Valley Creek Drive  
Baton Rouge, LA  
First Floor Conference Room  
March 14, 2024

**Subject to approval at the next Board meeting**

*IN COMPLIANCE WITH LOUISIANA OPEN MEETINGS LAW*

## 1. Opening Items

- A. Governance Committee Chair Thomas Nealsson called the meeting to order at 5:16 p.m.
- B. Governance Committee Chair Thomas Nealsson requested a roll call vote. The following Directors through a voice vote were recorded as present: Mr. Thomas Nealsson and Dr. Hala Esmail, Ex-officio member – Dr. Quentina Timoll, and Board President Linda Holliday.

Guests present: Ms. Darah Husser, Ms. Traci Payne, Mr. Michael Adams, and Mr. Michael Tran.

Conference Room & Online Guests: See attached list.

- C. On motion by Director Esmail, seconded by Director Nealsson, and carried to approval of the Governance Committee Meeting Agenda for March 14, 2024. The Governance Committee Meeting Agenda was approved as presented. The motion passed through a voice vote with Directors Nealsson and Esmail voting in favor. A request by the committee for public comment was made. No public comment.

## 2. Routine Business

- A. Approval of the Minutes from the Governance Committee Meeting for February 27, 2024. On motion by Director Esmail and seconded by Director Nealsson, to approve the Governance Committee Meeting Minutes for February 27, 2024. The motion passed through a voice vote with Directors Nealsson and Esmail voting in favor. A request by the committee for public comment was made. No public comment.

## 3. New Business

**\*\*\*Director John Price entered the meeting at 5:27 p.m.**

- A. Discussion of proposed revisions of Section 3 of Bylaws regarding “Term of

Office”. Committee Chair Thomas Nealsson led the discussion of the proposed revisions of Section 3 of the bylaws. Director Hala Esmail and Committee Chair Thomas Nealsson reviewed the current bylaws and provided suggestions. Board President Linda Holliday suggested that when terms expire in 2025, a random draw would determine membership classification. Mr. Michael Adams stated that once a Board members term expires they are eligible for renewal. Director Price stated that he will draft an amendment to Section 3 of the current Bylaws and provide this draft at the next Governance committee meeting for discussion.

On motion by Director Price and seconded by Director Esmail to defer the discussion of proposed revisions of Section 3 of Bylaws regarding “Term of Office” to the next Governance Committee meeting. The motion passed through a voice vote with Directors Nealsson, Price, and Esmail voting in favor. A request by the committee for public comment was made. No public comment.

- B. Discussion of top recommendations for board membership position(s). Committee Chair Thomas Nealsson led the discussion of top recommendations by reviewing the current list of candidates. Director Esmail recommended Dr. James Llorens, Mr. John Cavell, and Ms. Tiffany Quiett. Committee Chair Thomas Nealsson recommended Dr. James Llorens, Mr. John Cavell, and Ms. Sarah Mungall. The Committee will present all candidates and recommendations to the full Board at the next Board meeting. Board members will be invited to attend the discussion with each Board candidate for vetting. Director Esmail will be out of town and will not be able to attend the informal discussion with candidates or the next Governance Committee Meeting in person. The next Governance Committee meeting will be held on Tuesday, April 16, 2024 at 5:30 p.m. No vote taken.

#### 4. Closing Items

- A. On motion by Director Esmail, seconded by Director Price, and carried to unanimously adjourn the meeting at 6:49 p.m. The motion passed through a voice vote with Directors Nealsson, Price, and Esmail.

#### Conference Room & Online Guests:

First Name	Last Name	Location
		Conference Room
*** 0 individuals logged in to attend the meeting online.		