



**Friday, September 12, 2025
Governance & Nominating Committee Meeting
Zoom Video Conference**

Members Present: Andy Barnes, Matt Carbone, Jill Kinney, Afaf Meleis, Bill Poland, Steven Read, Paul Verkuil

Others Present: Remy Gross, JM Reyes

MINUTES

I. Call to Order

A quorum was confirmed and the meeting began at 10:00am.

II. Nominating Report - Discussion on Board Candidate, Rob Acker

Rob Acker was previously nominated to the Board by the Governance & Nominating Committee. JM Reyes will organize a full Board vote for Rob Acker's election ahead of the upcoming September Board meeting.

III. Advisory Committee Discussion

The committee discussed initiative-aligned advisory committees to be chaired by trustees and open to non-Board participants. Specific committees would focus on Center for Healthy Aging in Women, Center for Human Healthspan, Education, and Innovation.

Matt Carbone and Remy Gross will continue to draft the structure of these advisory focus committees and identify provisional chairs.

IV. Succession Planning & Audit Review

The committee verified the active roster of Board committees. Committee chairs/co-chairs will be confirmed at the next meeting.

The annual financials audit and EMMA audit are on track. The Clinical Research Unit (CRU) team has good clinical practice framework in place and is prepared for an audit.

Remy Gross will confirm audit landscape for human/clinical research and report back to the committee with any notable changes.

V. FY26 Committee Goals

The committee outlined the following goals for the upcoming fiscal year:

- Update and maintain Board website resources.
- Lead sourcing and nominations for new Board candidate.
- Define and document annual compliance/audit procedures.
- Evaluate Board performance and recommend improvements.
- Target 75% in-person attendance at quarterly Board meetings; \$30K board contributions.

The meeting adjourned at 11:00am.