

HARBOR BRANCH OCEANOGRAPHIC INSTITUTE

FOUNDATION

**Minutes
Nominating Committee
September 11, 2018
Held at the Harbor Branch Oceanographic Institute Foundation**

PRESENT: Joe Duke*; Joe Ferro, Chair*; Michael Minton*; Mike O'Reilly*; Bill Stewart

ALSO PRESENT: Debbie Dutton, Director of Operations; Katha Kissman, President & CEO

*participated virtually

Call to Order

The meeting was called to order by Chair Ferro at 11:05 pm.

Discussion 2017 Officer Slate

Chair Ferro reported that President Kissman had confirmed each of the current officers' willingness to serve in 2018. HBOIF Board officers serve for a one-year appointment. 2018 officers are:

Chair	Mike O'Reilly
Vice Chair	Mike Toner
Treasurer	Marjorie Raines
Secretary	Bill Stewart

President Kissman has previously forwarded an email on behalf of Chair Ferro and the Nominating Committee to the full Board indicating the above and inviting additional nominations. President Kissman reported there were none.

The motion to forward these names to the Board was approved unanimously.

Discussion of Possible Board Candidates

After discussion, the Committee determined not to forward anyone new for consideration to the Board at the November Board meeting primarily due to the current lawsuit. However, three individuals were introduced as possible future board members because of their past history and understanding of the Harbor Branch Oceanographic Institution and the Harbor Branch Oceanographic Institute Foundation:

Robert Campbell

Bob Campbell is a retired Vice Chairman of The Board of Directors of Johnson & Johnson (J&J) where he also was Chairman of the Professional Sector. Campbell joined J&J in 1955 and later served as an Air Force officer for three years. During his career he held numerous positions in financial and general management including Treasurer, Vice President Finance, and Executive Committee Member. Mr. Campbell is a member of the Board of Trustees of the Cancer Institute of New Jersey Foundation and past Chairman of The Cancer Institute of New Jersey Board of Overseers. He is a Trustee Emeritus and past Chairman of the Board of The Robert Wood Johnson Foundation and a member of the Advisory Council for the College of Science of the University of Notre Dame and an Overseer of The Robert Wood Johnson Medical School. He is also past Chairman and current Trustee Emeritus of the Board of Trustees of Fordham University. A graduate of Fordham University, Mr. Campbell earned an MBA degree at Rutgers University. He is also the recipient of honorary doctorate degrees from Fordham University and the University of Medicine and Dentistry of New Jersey.

George S. Frazza

Mr. Frazza joined in 1997 after more than 30 years with Johnson & Johnson where he held the positions of Corporate Secretary (1975-1978), Vice President and General Counsel (1979-1997)

and member of Johnson & Johnson's Executive Committee (1987-1996). In 1982, he was a key member of the five-person committee that guided the company through the crises arising out of the Tylenol poisoning, with responsibility for the company's relationships with the FBI, FDA and the media. He is a past co-chair of the American Arbitration Association's large Complex Case Program and has been serving since 1997 as an arbitrator in a number of commercial disputes conducted under AAA and ICC rules. He is a past president of the Association of General Counsel (an organization comprised of the chief legal officers of Fortune 100 companies), and a former editor of The Business Lawyer. Mr. Frazza has served as a member of the New York Stock Exchange's Legal Advisory Committee. He is a Trustee of the Robert Wood Johnson Foundation and Atlantic Legal Foundation, and a director of the National Center for State Courts.

James L. Seitz

Jim Seitz is a retired senior level executive who most recently was president of J.L. Seitz & Associates. His company specialized in developing and implementing business strategies that create value and profitable growth. From 1993 - 1996, Seitz was chairman of the board in IBM's Technology Services Solutions company. Also during that time, he was general manager of Availability Services with IBM North America. Seitz was affiliated with IBM for 28 years. He earned an undergraduate and graduate degree from Rochester Institute of Technology. Seitz served as chair of the Board and President/CEO of the Harbor Branch Oceanographic Institution (HBOI) Foundation Inc. from 2007 to 2012.

Adjourn

There being no further business, the meeting was adjourned at 11:29 am.