

**THE FLORIDA INTERNATIONAL UNIVERSITY**  
**BOARD OF TRUSTEES**



**BOARD MEETING**  
**MINUTES**  
**25 APRIL 2009**

**1. Call to Order and Chair's Remarks**

Chairman David Parker convened the meeting of The Florida International University Board of Trustees at 11:30 a.m., on Saturday, 25 April 2009, at University Park Campus, Graham Center Ballrooms, Miami, Florida.

The following attendance was recorded:

***Present:***

David Parker, Chair  
Albert Dotson, Vice Chair  
Cesar Alvarez  
Jorge Arrizurieta  
Betsy Atkins  
Thomas Breslin  
Patricia Frost

Miriam López  
Albert Maury  
AJ Meyer  
Claudia Puig

***Excused:***

Kirk Landon

Chairman Parker welcomed all Trustees, University faculty and staff.

Chairman Parker provided a review of the Presidential Search process for Board consideration and approval, adding that the Board was faced with the significant task of finding a worthy successor to Dr. Modesto A. Maidique, who has guided FIU for more than two decades. He noted that the Board's goal and focus throughout the process was to recruit highly qualified candidates while ensuring efficiency and transparency.

Chairman Parker stated that the Board's consultants on the search process, former university presidents and nationally renowned search executives, Jan Greenwood and Betty Asher, assisted the University in developing a process and timeline, which was approved by the Board of Governors.

Chairman Parker noted that the process was all-inclusive, adding that open lines of communication were maintained while broad community involvement was achieved. He reported that he routinely communicated through email updates to the community regarding the status of the presidential search. In addition to these updates, he noted that a Presidential Search Website was launched in order to keep the public at large informed.

Chairman Parker expressed his gratitude to the Search Committees members for their hard work and dedication in ensuring that the process was maintained at a standard worthy of the University. Trustees also noted their support of the process and expressed their respective gratitude towards the work achieved by the Search Committees and Greenwood/Asher.

After discussion, the Board approved the following Resolution:

WHEREAS, pursuant to Florida Board of Governors (the BOG) Regulation 1.001, the Florida International University Board of Trustees (the BOT) has been vested with the authority to select the University president subject to ratification of the candidate by the BOG; and

WHEREAS, the BOT shall select a candidate for ratification by the BOG; and

WHEREAS, prior to ratification, the BOT shall submit a written description of the selection process and criteria to the BOG for approval; and

WHEREAS, the BOG approved the BOT's selection process and criteria on April 16, 2009;

THEREFORE BE IT RESOLVED that the BOT hereby approves the Presidential Search Process and Criteria attached hereto as Exhibit "A", and

BE IT FURTHER RESOLVED that the University Administration provides all necessary documentation to the BOG for ratification of the presidential candidate.

Chairman Parker noted that the Term Sheet of Employment Agreement for President of Florida International University leveraged the insights from experts in the field as well as Greenwood/Asher & Associates, and tailored market standards to FIU's employment policies, culture and financial limitations. He added that the Term Sheet was reviewed and approved by the Board's Presidential Search Committee with the participation of the Foundation's Board of Directors' officers. He added that subsequently, the Foundation Board's Executive Committee met to review and approve the Term Sheet.

Chairman Parker asked if there were any questions or changes to the employment term sheet. Hearing none, the Board adopted the following Resolution:

WHEREAS, pursuant to the Board of Governors, University Boards of Trustees powers and duties, the Board is the employer of all University employees; and

WHEREAS, the mandate of the Florida International University Board of Trustees' Presidential Search Committee ("the PSC") includes approval of employment terms for Florida International University's fifth president; and

WHEREAS, a national compensation study focused on presidential compensation of benchmark universities was conducted to help thoroughly understand the elements needed to create a competitive compensation package and used in creating the employment term sheet; and

WHEREAS, the Term Sheet of Employment Agreement for President of Florida International University, attached hereto as Exhibit "B", was approved by the PSC on April 13, 2009; and

WHEREAS, subsequent to the PSC's approval, the FIU Foundation Board of Directors' Executive Committee met on April 20, 2009 and approved the Term Sheet of Employment Agreement for President of Florida International University;

THEREFORE, BE IT RESOLVED that the Florida International University Board of Trustees hereby approves the Term Sheet of Employment Agreement for President of Florida International University.

## **2. Review/Discussion Items**

### **BT1. Presidential Search Committee Feedback**

Chairman Parker noted that the BOT Presidential Search Committee (BOT-PSC) selected three final candidates and as a result invited each to the University's campuses for interviews. He stated that the candidates, each with identical schedules, went through a day-long process of meeting with students, faculty, administrators, alumni and members of the community. He reported that Greenwood/Asher facilitated the accumulation and dissemination of the community feedback forms after each on-campus interview as well as facilitating reference checks of each of the final candidates.

Chairman Parker noted that, as was delineated in the Presidential Search Process, the BOT-PSC met to review the feedback from the reference checks and campus interviews as was presented by Greenwood/Asher. He reported that the feedback was positive and reflected an engaged community which was supportive of each candidate.

Chairman Parker reported that the BOT-PSC felt that all three final candidates, Dr. Ronald Berkman, Dr. Carlos Santiago and Dr. Mark Rosenberg possessed the experience in higher education and administration necessary to lead the University. Chairman Parker reported that subsequent to the on-campus interviews, two of the final candidates, Dr. Ronald M. Berkman and Dr. Carlos E. Santiago, withdrew their respective candidacies for University president. He noted that the preceding developments should not be considered a reflection of the candidates or the process.

Chairman Parker reported that the BOT-PSC recommended and submitted Dr. Mark B. Rosenberg as president of Florida International University to the Board for ratification.

### **3. Action Item**

#### **BT3. Selection of University President**

Trustee Albert Dotson thanked President Modesto Maidique for his leadership, commitment and service to the students, University and to the community. He recognized President Maidique for the substantial contributions made during his presidency which have benefited Florida International University in countless areas. Trustee Dotson commended President Maidique for providing strong and unfailing leadership to the University, especially during its most critical times in history.

After discussion, the Board approved the following Resolution:

WHEREAS, pursuant to Florida Board of Governors (the BOG) Regulation 1.001, the Florida International University Board of Trustees (the BOT) has been vested with the authority to select the University president subject to ratification of the candidate by the BOG; and

WHEREAS, the members of the BOT wish to express their deep appreciation to the Presidential Search Advisory Committee and to the Presidential Search Committee for the investment of time each member made in the process of identifying, reviewing, interviewing, and evaluating the prospective candidates; and

WHEREAS, this challenging responsibility was carried out with admirable cooperation and alacrity by the Committees;

BE IT RESOLVED that the excellent advice of the Committees enabled the BOT to reach the very successful conclusion of selecting Dr. Mark B. Rosenberg as the fifth President of Florida International University;

BE IT FURTHER RESOLVED that the BOT feels that Dr. Rosenberg embodies all of the qualities necessary in a university president and is confident that he has the knowledge, experience and leadership skills critical to the University's advancement.

Trustee Jorge Arrizurieta noted that the recent candidacy withdrawals from Dr. Ronald Berkman and Dr. Carlos Santiago, respectively, should not diminish the Board's selection of Dr. Mark Rosenberg as University President. He added that while all three final candidates possessed the necessary experience and knowledge necessary to lead the University, he emphasized his support and confidence in Dr. Rosenberg.

Dr. Mark B. Rosenberg accepted the Board's nomination to serve as Florida International University's fifth president. He thanked the Board members for their support and extended his gratitude to President and Mrs. Maidique for the continued commitment and determination they have provided to the University, to the students, to the community and to the State.

Chairman Parker requested the Board grant him sole authority to negotiate the contract terms with President-designate Dr. Rosenberg. The request was unanimously approved. He noted that the final contract terms would be presented to the Board for ratification at the next regularly scheduled Board meeting.

#### **4. New Business**

No new business was raised.

#### **5. Concluding Remarks and Adjournment:**

Since there was no new business, the meeting of the Florida International University Board of Trustees was adjourned on Saturday, 25 April 2009, at 11:56 a.m.

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David Parker  
*Chairman*  
*FIU Board of Trustees*

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Modesto A. Maidique  
*Corporate Secretary*  
*FIU Board of Trustees*

*Attachments: Exhibits "A"*

*MB*  
5.5.09