



**FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
PERSONNEL COMMITTEE**

Tuesday, September 10, 2013
12:30 pm *approximate start time*
Florida International University
Biscayne Bay Campus
Kovens Conference Center

Committee Membership:

Michael M. Adler, *Chair*; Claudia Puig, *Vice Chair*; Jose J. Armas; Mayi de la Vega; Gerald C. Grant, Jr.

Liaisons:

Marcos A. Perez, *Foundation Board of Directors*

AGENDA

- | | |
|---|------------------|
| 1. Call to Order and Chair's Remarks | Michael M. Adler |
| 2. Approval of Minutes | Michael M. Adler |
| 3. Action Item | |
| P1. University President's Employment Agreement | Michael M. Adler |
| 4. New Business (<i>If Any</i>) | Michael M. Adler |
| 5. Concluding Remarks and Adjournment | Michael M. Adler |

Next Personnel Committee Meeting is scheduled for Thursday, January 9, 2014

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FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
PERSONNEL COMMITTEE
MINUTES
JUNE 5, 2013

1. Call to Order and Chair's Remarks

The Florida International University Board of Trustees' Personnel Committee meeting was called to order by Committee Chair Michael M. Adler on Wednesday, June 5, 2013, at 2:30 p.m. at the Modesto A. Maidique Campus, Graham Center Ballrooms.

The following attendance was recorded:

Present:

Michael M. Adler, *Chair*
 Claudia Puig, *Vice Chair*
 Jose J. Armas (*participated telephonically*)
 Gerald C. Grant, Jr.

Excused:

Mayi de la Vega

Trustee C. Delano Gray was also in attendance.

Committee Chair Adler welcomed everyone in attendance to the meeting.

2. Approval of Minutes

Committee Chair Adler asked that the Committee approve the Minutes of the Meeting held on June 6, 2012. A motion was made and passed to approve the Minutes of the Personnel Committee Meeting held on Wednesday, June 6, 2012.

3. Action Item

P1. University Equity Report

Committee Chair Adler noted that the full Equity Report was forwarded to the Trustees for their review as part of supplemental agenda materials. Vice President for Human Resources Jaffus Hardrick introduced the University Equity Report, noting that Director of Equal Opportunity Programs and Diversity Shirlyon McWhorter would present the Report for the Committee's review. Ms. McWhorter provided an overview of the University's 2012-13 Florida Equity Report, indicating that it covers enrollment, gender equity in athletics, and employment in accordance with Florida Statutes. She noted that the report reflects the University's dedicated efforts to ensuring equity for its students, faculty and staff.

Ms. McWhorter noted that the University's Graduate School continues to engage in strategic activities that address minority and international student recruitment goals, adding that current initiatives are aimed at the continued expansion and strengthening of FIU's minority enrollment. She stated that the University shows a marked increase in the six-year graduation rate, further noting that every ethnic group with significant enrollment showed increased graduation rates from the previous to the current year. She added that the increase can be attributed to the University's significant investment in the Graduation Success Initiative (GSI), an extensive, university-wide set of innovations dedicated to helping students succeed academically.

A motion was made and passed that the FIU Board of Trustees' Personnel Committee recommend for Board of Trustees' approval the University Equity Report.

4. New Business

No new business was raised.

5. Concluding Remarks and Adjournment

With no other business, Committee Chair Michael M. Adler adjourned the meeting of the Florida International University Board of Trustees' Personnel Committee on Wednesday, June 5, 2013, at 2:39 p.m.

Trustee requests:

There were no Trustee requests.

MB
6.18.13

THE FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
Personnel Committee
September 10, 2013

Subject: Amendments to Employment Agreement for President Mark B. Rosenberg, for 2014-2019 Term

Proposed Committee Action:

Recommend to The Florida International University Board of Trustees (the “BOT”) (i) approval of amendments to employment agreement for President Mark B. Rosenberg for the 2014-2019 Term, as described in the attached Term Sheet, and (ii) authorize the Chair of the Board of Trustees to execute, on behalf of the Board of Trustees, a contract document with language carrying forward the current contract provisions as amended per the Term Sheet.

Background Information:

Board of Governors’ Regulation 1.001(5)(a) provides that: “Each board of trustees shall provide for the establishment of the personnel program for all the employees of the university, including the president, which may include but is not limited to: compensation and other conditions of employment....”

Florida Statute 1001.706(6)(a) provides that the Board of Governors shall confirm the presidential selection and reappointment by a university board of trustees as a means of acknowledging that system cooperation is expected.

Section 3.3 of the current Employment Agreement, as amended, between the Board of Trustees and President Rosenberg provides for any contract extension to be formalized in an agreement no later than October 1, 2013.

Upon the Board of Trustees’ approval, FIU Foundation approval of its funding obligations will be obtained. Additionally, Board of Governors’ approval of the re-appointment of President Mark B. Rosenberg will be sought; currently it is contemplated to be on the Board of Governor’s agenda for the November meeting at FIU.

Supporting Documentation: Term Sheet

Facilitator/Presenter: Michael M. Adler

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**Florida International University
Amendments to Employment Agreement
For President Mark B. Rosenberg for 2014-2019 Term**

Term Sheet

Description	Proposed Terms
Term of Contract	Five years, commencing upon conclusion of employment under current contract; from August 4, 2014 to August 3, 2019 ("Term").
Compensation:	
Signing Bonus	\$50,000 upon execution of contract.
Annual Base Salary	Base salary unchanged, with potential increases determined in discretion of Board (no automatic increases) (current base salary: \$496,613).
Annual Incentive Bonus Specified	Consideration for annual incentive bonus in discretion of Board or Board Committee up to \$50,000 following 2013-14 academic year and up to \$100,000 for each subsequent academic year; special criteria for bonus consideration (separate from regular annual performance evaluation goals) shall be developed by Board or Board Committee in consultation with President; timetable for development of annual bonus criteria and consideration for annual bonus award shall parallel timetable for annual performance evaluation process; provided that bonus criteria for 2013-14 shall be determined as soon as practicable; and President must remain in position at time of any award except for any award for the final year of the Term which shall be paid no later than February 1, 2020. (New bonus supersedes reference in current contract to potential development of team-based incentive plan.)
Benefits/Expenses:	
Annual Retirement Supplement to Replace Annual 457(f) Plan Contributions	Payment of \$80,000 annually as a retirement supplement, no later than each December 31, starting in December 2014 and concluding in December 2018, provided that President Rosenberg continues in employment as President in good standing as of December 15 immediately prior to the time scheduled for each annual payment; annual contributions of \$75,000 to the 457(f) plan will be discontinued when benefits in that plan vest on August 3, 2014 as per current contract.
Premiums for Long-Term Care or Other Insurance	Payment of premiums up to \$15,000 annually for each year of the Term toward a Long-Term Care Insurance policy, a Supplemental Long-Term Disability Policy and/or other private insurance procured by and for Dr. Rosenberg.
Car Allowance Increase	Increase in car allowance by \$1,000 to \$11,500 for each

Description	Proposed Terms
	year of the Term.
Club Membership Initiation Fee Added	One-time Payment of \$5,000 for club initiation fee, following start of the Term, subject to approval of club by Board Chair.
Relocation Expense Increase	Increase for expenses in vacating and relocation from the University residence at conclusion of Presidency from \$20,000 to \$25,000.
Legal Expenses	Reimbursement for President's legal costs relating to new contract up to \$15,000.
Provisions Upon Expiration of Term as President:	
Retention Bonus at End of Term Added	Payment of \$100,000 immediately upon expiration of Term on August 3, 2019, provided that President Rosenberg is employed as President in good standing on that date.
One-Year Research Leave Upon Expiration of Term at President Pay Level to Replace One-Semester Sabbatical	At conclusion of full Term as President on August 3, 2019, a one-year research leave shall be available, paid at the then-current annual President salary level; an appropriate proposal outlining research activities during the leave shall be developed and submitted for approval by the Board Chair in consultation with the applicable Dean prior to the commencement of the research leave; Dr. Rosenberg has no obligation to return to faculty following research leave. (This research leave replaces the current 1-semester sabbatical provision in current contract.)
Faculty Salary Level Following Research Leave	If Dr. Rosenberg returns to the faculty at the end of research leave and assumes and maintains his faculty duties under a 12-month faculty appointment, for the first three years of such appointment: (a) his annual base salary shall be at 75% of the last annual President base salary level; and (b) he shall be eligible for a \$25,000 annual research stipend; after three years, if Dr. Rosenberg wishes to continue his faculty appointment, the Board Chair in consultation with the applicable Dean shall determine his salary and stipend following negotiation with Dr. Rosenberg in an effort to seek mutual agreement. (Faculty salary if Presidency ends prior to expiration of Term shall remain subject to terms as stated in current contract.)
Duties in Faculty Position Following Research Leave Specified	Following conclusion of full Term as President on August 3, 2019, and before September 30, 2019: (a) the Board Chair in consultation with Dr. Rosenberg and the applicable Dean shall determine what duties Dr. Rosenberg will have if he returns as a faculty member at end of research leave; the expectation is that in light of his sustained long time contributions in several positions over the years, and his ability to contribute to fundraising and outreach, that his teaching load will be a two course

Description	Proposed Terms
	teaching assignment (less than the regular teaching load) and that his service (including fundraising/outreach) and research activities will compensate for that reduction, and (b) Dr. Rosenberg will confirm in writing to the Chair whether he will return to a faculty position at the end of research leave.
Other:	
Severance Pay	Severance pay terms shall be removed from contract with FIU and transitioned to a separate contract with FIU Foundation. No change in terms.
Extension	Dr. Rosenberg and Chair to meet by June 30, 2018 to discuss interest in extension; if extended, a formal agreement to be finalized by October 1, 2018.
Current Contract Status; Adjustment to Evaluation Cycle	Current contract remains in effect through August 3, 2014, provided that the timetable for the annual evaluation process will be adjusted to allow for later approval of evaluation and establishment of new goals to be consistent with the schedule for approval of University's Work Plan and Accountability Report.
Approval Process and Execution of Amended Contract	Agreement on all terms is conditioned upon obtaining FIU Board approval of terms, FIU Foundation approval of its funding obligation, and approval of reappointment by the SUS Board of Governors, and upon mutual execution of a contract document with language carrying forward current contract provisions as amended per terms set forth in this Term Sheet.

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