



**FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
FULL BOARD MEETING**

FIU, Modesto A. Maidique Campus, Graham Center Ballrooms

Livestream: <http://webcast.fiu.edu/>

Thursday, December 7, 2023

2:00 PM

or

Upon Adjournment of Previous Meeting

AGENDA

- | | |
|---|---------------------------|
| 1. Call to Order and Chair's Remarks | Chair Roger Tovar |
| 2. Public Appearances | Roger Tovar |
| 3. Foundation Report | Adalio T. Sanchez |
| 4. President's Report | Kenneth A. Jessell |
| 5. Action Items – Consent Agenda | Roger Tovar |
| BT1. Minutes, July 25, 2023 | |
| BT2. Minutes, August 28, 2023 | |
| BT3. Minutes, September 14, 2023 | |
| FF1. FIU Direct Support Organizations Financial Audits FY 2022-2023 | |
| 1. <i>FIU Foundation, Inc.</i> | |
| 2. <i>FIU Research Foundation, Inc.</i> | |
| 3. <i>FIU Athletics Finance Corporation</i> | |
| 4. <i>FIU Health Care Network, Inc.</i> | |
| FF2. Proposed Amendment to Regulation FIU-2201 Purchasing | |
| FF3. Approval of Negotiation of Amendment for Contract #PUR-04000 for Grounds Maintenance Vendor: Aramark Management Services Limited Partnership | |
| AP1. Tenure as a Condition of Employment Nomination | |
| AP2. Proposed Amendments to Regulation FIU-412 Undergraduate Admissions | |

5. Action Items – Consent Agenda *(Continued...)*

- G1. Board of Governors’ Statement of Free Expression Endorsement Resolution
- G2. Approval of the Amendments to the Articles of Incorporation and Bylaws of the Florida International University Foundation, Inc.
- G3. Board Appointments, Florida International University Foundation, Inc.
- G4. Board Appointments, Florida International University Health Care Network, Inc.

6. Status Reports, Board Committees

- Audit and Compliance Committee
- Finance and Facilities Committee
- Academic Policy and Student Affairs Committee
- Strategic Planning Committee
- Governance Committee

Chanel T. Rowe
Carlos A. Duarte
Natasha Lowell
Marc D. Sarnoff
Roger Tovar

7. New Business *(If any)*

Roger Tovar

8. Concluding Remarks and Adjournment

Roger Tovar



December 7, 2023

Subject: Approval of Minutes of Meetings held July 25, 2023, August 28, 2023, and September 14, 2023

Proposed Board Action:

Approval of Minutes of the FIU Board of Trustees, Full Board meetings held on July 25, 2023, August 28, 2023, and September 14, 2023

Background Information:

Board members will review and approve the Minutes of the FIU Board of Trustees, Full Board meetings held on July 25, 2023, August 28, 2023, and September 14, 2023.

Supporting Documentation:

Minutes: Full Board Meetings, July 25, 2023, August 28, 2023, and September 14, 2023

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Full Board
July 25, 2023
Zoom

MINUTES

1. Call to Order and Chair's Remarks

Board Chair Roger Tovar convened the meeting of the Florida International University Board of Trustees at 10:01 AM on Tuesday, July 25, 2023.

General Counsel Carlos B. Castillo conducted roll call of the Florida International University Board of Trustees and verified a quorum. Present were Roger Tovar, *Board Chair*; Carlos A. Duarte, *Board Vice Chair*; Cesar L. Alvarez; Jose J. Armas; Deanne Butchey; Dean C. Colson; Alan Gonzalez; Francis A. Hondal; Natasha Lowell; Gene Prescott (*joined after roll call*); Marc D. Sarnoff; and Alexander P. Sutton.

Trustee Chanel T. Rowe was excused.

Board Chair Tovar welcomed all Trustees and members of the University administration. He also welcomed the University community accessing the meeting via the webcast.

Board Chair Tovar stated that the Board's Bylaws provide that the Board Chair may, in consultation with the University President, allow an item to be presented to the Full Board without prior consideration by a Board committee when circumstances warrant. Board Chair Tovar added that he and President Kenneth A. Jessell were in agreement that to proceed directly to a Full Board meeting without a prior committee meeting would provide the most expeditious and efficient means by which to review the time-sensitive agenda items.

2. Public Appearances

There were no public appearances.

3. Action Items

3.1 Legislative Budget Request, 2024-2025

Trustee Natasha Lowell, Academic Policy and Student Affairs Committee Chair, explained that the 2024-2025 Legislative Budget Request (LBR) has been formally submitted to the Florida Board of Governors (BOG) for review and approval. She added that the BOG requires that each board of trustees approve its university's LBR. Provost and Executive Vice President Elizabeth M. Bejar pointed out that the LBR is a result of an assessment of needs developed by the BOG, in cooperation with State University System of Florida (SUS) institutions. She indicated that the BOG requires that SUS institutions submit their LBR to their respective boards of trustees for review and approval before they can be presented to the BOG. Provost Bejar noted that the BOG will review

the university LBRs at its August meetings.

Provost Bejar highlighted University successes accomplished in the past year, including that FIU is projected to achieve Preeminence in 2023-2024 and has increased the First Time in College (FTIC) four-year graduation rate, from 33.8% in 2018 to currently 59.8%. She commented on reputational accomplishments, including that FIU has ranked in the top three (3) among SUS institutions in performance funding for the past three (3) years, jumped 60 spots in the last five (5) years in *U.S. News & World Report* rankings, ranked in the top four (4) by *U.S. News & World Report* for social mobility, and ranked No. 8 in national universities by *Degree Choices*.

Provost Bejar presented for Board of Trustees approval the 2024-2025 Legislative Budget Request. She indicated that, if approved by the Board of Trustees, FIU is submitting one (1) LBR, which is a request for \$85M recurring for operational excellence to propel FIU to the next level of academic and research excellence and continue investing in student success. She explained that operational excellence is defined into three (3) major categories. Provost Bejar commented that the first category pertained to investments in student success and is envisioned as \$30M for its continued and accelerated investments in student success, which have been identified primarily as scholarships and recruitment of students, continuing Science, Technology, Engineering, and Math (STEM) success in curricular innovation and impact, and student support and industry career placement initiatives.

Provost Bejar indicated that the second category related to research faculty recruitment and FIU's health initiative and is also envisioned at \$30M for supporting investments in the research enterprise, while simultaneously recruiting faculty clusters in key areas, as well as ensuring that the University has startup funds and other investments to support faculty who are leaders in their disciplines and fields. She added that FIU continues to be focused on academic and research investments in strategic areas, including but not limited to health, environmental resilience, and technology and innovation. She noted that said investments will help to address the state of Florida's critical shortages in key economic industries that support growth and enhance development to address burgeoning business needs.

Provost Bejar pointed out that the final category pertained to infrastructure investments and is envisioned at \$25M and serves as the blueprint for operational needs to ensure that FIU can support the University enterprise by addressing inflationary-related investments in retention of academic and support staff as well as address the ongoing and increasing continuity costs, including, but not limited to, information technology security enhancements, infrastructure costs, the increasing cost of compliance, and needed ongoing investments in services in key areas.

Provost Bejar commented that said investments, if approved, will help Florida become a top 10 global economy and support FIU's role in attracting top academic students and research faculty, not only in environmental resilience, innovation and tech and health care to Florida, to the region, but also burgeoning fields in artificial intelligence and cyber. She added that the state's already outstanding record of attracting out of state industry partners, businesses, and entrepreneurs will add to Florida's innovation ecosystem and support FIU's goals to become a top 50 public university. Provost Bejar remarked that investing in FIU stimulates economic growth as FIU alumni power Florida's main population center in South Florida and beyond. She noted that FIU is a key

institution and organization in the state that acts as a catalyst for economic prosperity for the citizens of Florida. She indicated that FIU alumni, nearly 80% of whom become employees, professionals, entrepreneurs, and business owners in Florida fill crucial positions in major industries and contribute to the overall economic growth, innovation, and prosperity of the state. Provost Bejar indicated that the plan is also designed to accelerate the pace of innovation, not only at FIU but to support the Florida goals of the educational and industry-related enterprise.

Board Chair Tovar stated that while FIU appreciates the support of the legislature, there remains a significant gap in how FIU is funded per full-time equivalent (FTE) and how other SUS institutions are funded. He commented that FIU is in an area with a very high cost of living. He remarked on the University's needs in areas of increasing research, compensating the University's faculty, and attracting accomplished faculty. He urged Trustees to begin reaching out to members of the state's legislature immediately and noted that articulating FIU's accomplishments and why the University is requesting \$85M is critical. Board Vice Chair Carlos A. Duart added that data related to the long-term economic impact from making said investments can also be part of the messaging to the legislature. President Jessell conveyed his support of the University's LBR and stated that FIU's advocacy efforts are underway, and data driven. Board Chair Tovar commented on his appreciation of the BOG's support of FIU and its accomplishments. He added that SUS Chancellor Raymond Rodrigues and BOG Chair Brian Lamb recognize the funding complexities.

A motion was made and unanimously passed that the FIU Board of Trustees approve the 2024-2025 Legislative Budget Request:

- Operational Excellence \$85,000,000

3.2 Linking Industry to Nursing Education (LINE) Fund Proposals, 2023-2024

Provost Bejar explained that LINE funding is intended to incentivize collaboration between nursing education programs and health care partners to meet local, regional, and state workforce demand by recruiting faculty and clinical preceptors, increasing the capacity of high-quality nursing education programs and increasing the number of nursing education program graduates who are prepared to enter the workforce. She pointed out that last year was the initial year of this program, and at that time FIU proposed requests totaling \$2.9M, which included multiyear commitments. Provost Bejar stated that last year's proposals have been closely monitored by the University and have been thus far successful. She pointed out that, this year, the legislature provided a maximum of \$6M to SUS institutions for the 2023-2024 fiscal year. She indicated that, subject to available funds and selection and approval by the BOG, for every dollar contributed to an institution by a healthcare partner, the fund will provide a dollar-for-dollar match from the state's LINE fund.

Provost Bejar presented FIU's 2023-2024 LINE fund proposals for Board of Trustees review. She pointed out that this year, FIU is submitting four (4) proposals from three (3) health care partners, and if fully funded, matched one-to-one by the state, FIU would potentially have approximately \$1.65M to dedicate to this effort. She commented that the first proposal and commitment is \$100,000 from Nicklaus Children's Hospital for support of 10 generic Bachelor of Science and Nursing (BSN) students who will have a commitment with Nicklaus Children's Hospital upon graduation. Provost Bejar indicated that Memorial Health Care System provided two (2) individual commitments: \$200,000 dedicated to support for BSN students, which includes a work commitment

at Memorial Health Care System that would fund up to 20 nursing scholarships in the amount of \$10,000 each; and a philanthropic proposal of \$273,000 to support a named undergraduate faculty in pediatrics which will be focused and dedicated to Joe DiMaggio Children's Hospital to foster and support the education program of the University's nursing students once they get into that facility. She stated that the fourth proposal is a \$250,000 commitment with Baptist Health South Florida to support the University's undergraduate nursing students with a work commitment for two (2) years, and flexibility in providing either a mixed use of scholarship and nursing clinical faculty support, depending on anticipated needs.

A motion was made and unanimously passed that the FIU Board of Trustees approve the 2023-2024 Linking Industry to Nursing Education (LINE) Fund Proposals:

- | | |
|--------------------------------|-----------|
| • Nicklaus Children's Hospital | \$100,000 |
| • Memorial Healthcare System | \$200,000 |
| • Memorial Healthcare System | \$273,000 |
| • Baptist Health South Florida | \$250,000 |

4. New Business

Board Chair Tovar recognized Trustee Deanne Butchey's service on the Board, which concludes on July 31, 2023.

5. Concluding Remarks and Adjournment

With no other business, Board Chair Roger Tovar adjourned the meeting of the Florida International University Board of Trustees Full Board on Tuesday, July 25, 2023, at 10:35 AM.



Full Board
August 28, 2023
Zoom

MINUTES

1. Call to Order and Chair's Remarks

Board Chair Roger Tovar convened the meeting of the Florida International University Board of Trustees at 8:30 AM on Monday, August 28, 2023.

General Counsel Carlos B. Castillo conducted roll call of the Florida International University Board of Trustees and verified a quorum. Present were Roger Tovar, *Board Chair*; Carlos A. Duarte, *Board Vice Chair (joined after roll call)*; Cesar L. Alvarez; Jose J. Armas; Noël C. Barengo; Dean C. Colson; Alan Gonzalez; Francis A. Hondal; Natasha Lowell; Chanel T. Rowe *(joined after roll call)*; Marc D. Sarnoff; and Alexander P. Sutton.

Trustee Gene Prescott was excused.

Board Chair Tovar welcomed all Trustees and members of the University administration. He also welcomed the University community accessing the meeting via the webcast.

Board Chair Tovar stated that the Board of Trustees approved four (4) Linking Industry to Nursing Education (LINE) Fund Proposals at its July 25, 2023 meeting. He added that, subsequently, the Florida Board of Governors (BOG) informed the State University System nursing programs that additional funding was still available and extended the deadline for submissions. Board Chair Tovar added that today's Board of Trustees meeting was scheduled to review one (1) additional 2023-2024 LINE Fund Proposal. He noted that the Board's Bylaws, namely, Section 6.9, provide that the Board Chair may, in consultation with the President, allow an item to be presented to the Full Board without prior consideration by a Board committee when circumstances warrant. Board Chair Tovar added that, similar to the July 25, 2023 Board meeting, proceeding directly to a Full Board meeting without a prior Committee Meeting provides the most expeditious and efficient means by which to review the time-sensitive agenda item.

2. Public Appearances

There were no public appearances.

3. Action Item

3.1 Linking Industry to Nursing Education (LINE) Fund Proposal, 2023-2024

Provost and Executive Vice President Elizabeth M. Bejar presented the LINE Fund proposal for Board review. She explained that the request pertains to an additional \$100,000 from Nicklaus Children's Hospital for the support of an additional 10 generic Bachelor of Science and Nursing

(BSN) students who will have a commitment with Nicklaus Children's Hospital (NCH) for their clinical placements in pediatrics and their clinical practicum. She explained that LINE matching funds, if available, would double the NCH financial investment to \$200,000 and increase the number of students to 20. Provost Bejar added that said student awards are intended to increase students' commitment to work for NCH facilities for two (2) years. She noted that the financial support will facilitate identifying qualified nursing students who are interested in working within the NCH system and would facilitate retention of students participating in the Nicklaus Children's Nurse Scholars Program. She indicated that NCH would commit to investing time and resources into onboarding and orienting new graduates and providing professional development to said new registered nurses. Provost Bejar pointed out that the current request is consistent and additional to the request that was approved by the Board of Trustees at its July 25, 2023 meeting. She presented a photo of 66 Accelerated Option BSN program students who began the cohort with the support of LINE funding approved in the prior cycle.

A motion was made and unanimously passed that the FIU Board of Trustees approve the following 2023-2024 Linking Industry to Nursing Education (LINE) Fund Proposal:

- Nicklaus Children's Hospital \$100,000

4. New Business

Board Chair Tovar remarked on the success of the FIU women's and men's soccer teams.

Board Chair Tovar commented on the recently-released *Washington Monthly's annual College Guide and Rankings* where FIU was ranked among the top 20 universities in the nation. He added that FIU ranked 19th among all universities and 6th among public universities and is the No. 1 university in Florida. He noted that FIU is in the top 20 with Ivy League and other prestigious schools, including Harvard and Stanford. Board Chair Tovar indicated that the ranking is particularly significant because the Florida Board of Governors includes the ranking among its criteria for recognizing a state university as preeminent. He thanked the Board of Trustees for its leadership and commitment and recognized the work of the administration, faculty, staff, students, and alumni.

5. Concluding Remarks and Adjournment

With no other business, Board Chair Roger Tovar adjourned the meeting of the Florida International University Board of Trustees Full Board on Monday, August 28, 2023, at 8:41 AM.



Full Board
September 14, 2023
FIU, Modesto A. Maidique Campus, Tamiami Hall, Multipurpose Room

MINUTES

1. Call to Order and Chair's Remarks

Board Chair Roger Tovar convened the meeting of the Florida International University Board of Trustees at 2:05 PM on Thursday, September 14, 2023.

General Counsel Carlos B. Castillo conducted roll call of the Florida International University Board of Trustees and verified a quorum. Present were Roger Tovar, *Board Chair*; Carlos A. Duarte, *Board Vice Chair*; Cesar L. Alvarez; Noël C. Barengo; Dean C. Colson; Alan Gonzalez; Francis A. Hondal; Yaffa Popack (*joined after roll call*); Gene Prescott; Chanel T. Rowe (*Zoom*); and Alexander P. Sutton.

Trustees Natasha Lowell and Marc D. Sarnoff were excused.

Board Chair Tovar welcomed all Trustees and members of the University administration and the University community accessing the meeting via the webcast. He recognized and thanked immediate past Chair of the Board of Trustees, Trustee Dean C. Colson. He welcomed Trustees and the University community to Tamiami Hall, the University's newest residence for juniors, seniors, and graduate students. Board Chair Tovar urged the University's leadership to identify funding sources to provide for an on-campus track for track and field athletes, a swimming pool for the swimming and diving program, and address the expansion of the home and visiting team dugouts for women's softball. He noted that earlier in the day, Trustees had the opportunity to see the new commercial kitchen at the Riccardo Silva Stadium.

Board Chair Tovar welcomed and introduced Trustee Yaffa Popack, who was appointed to the FIU Board of Trustees on September 12, 2023 by Governor Ron DeSantis. He noted that Trustee Popack is the cofounder and chairwoman of YMP Real Estate Management and is active in her community. Board Chair Tovar stated that Trustee Popack succeeds Dr. Jose J. Armas on the Board. Board Chair Tovar also welcomed and introduced Dr. Noël C. Barengo, who was elected as Chair of the Faculty Senate at the Senate's September 12, 2023 meeting.

Board Chair Tovar commented on recent highlights, including that the class of 2027 is the largest class of freshmen attending college for the first time (FTIC) in the University's history. He noted that Graham University Center renovations are nearly complete. He indicated that renovations include a new hall of flags representing FIU Panthers and visitors from around the world. Board Chair Tovar remarked on room 170 in AHC2 as an example of how FIU is using technology in the classroom. He stated that the new anatomy lab in AHC2 is under construction and will feature 16 cadaver stations, faculty demonstration table, 98" media displays, and glass boards.

Board Chair Tovar mentioned that this season, the No. 11 FIU men's soccer team will return home to begin conference play on Saturday, September 16, 2023 against the Temple Owls. He commented on the women's soccer win over the Miami Hurricanes. He added that FIU women's soccer's Ithaisa Vinoly was named the Conference USA Women's Soccer Goalkeeper of the Week. Board Chair Tovar mentioned that the men's football team posted a 46-39 victory over North Texas on September 9, 2023 and sophomore running back Kejon Owens ran for three touchdowns and freshman quarterback Keyone Jenkins completed 20 of 32 passes for 291 yards and one touchdown. Board Chair Tovar recognized the hard work of the University's student athletes and urged the FIU community to attend games of those sports now playing. He encouraged the University community to attend the Homecoming game on September 23, 2023.

Board Chair Tovar stated that the University is making progress towards a partnership with Baptist Health South Florida. He pointed out that the 2023 Florida Board of Governors (BOG) Trustee Summit will be held on November 8, 2023 at the University of Central Florida. He noted that while BOG-appointed Trustees are required to attend the annual summits, he urged all Trustees to attend. He shared the Starbucks Been There Series Campus Collection, FIU, ceramic coffee mug with each member of the Board.

2. Public Appearances

At the request of Board Chair Tovar, General Counsel Castillo addressed the public appearance requests. General Counsel Castillo explained that Section 9 of the Board of Trustees Bylaws governs public appearances before the Board of Trustees and sets forth registration procedures, time limits for speakers, and rules of decorum. He provided an overview of the rules of decorum. General Counsel Castillo commented that, pursuant to Section 9.1 of the Bylaws, a person who desires to be heard on a matter before the Board must register by 11:00 AM on the business day before the subject meeting by completing a public comment form. General Counsel Castillo indicated that as of 11:00 AM on Wednesday, September 13, 2023, a total of two (2) requests to address the Board were received. General Counsel Castillo proceeded to call the registered speakers by name in the order in which their respective requests had been received. The following individuals addressed the Board after their names were called:

- Lauryn Howell represented the Young Democratic Socialists of FIU and FIU Free Coalition. She spoke against the proposed new regulation FIU-2508 Post-Tenure Faculty Review. She shared her concerns regarding said regulation, recent House Bill 999, and Senate Bill 256. She referred to the political walkout that was organized by the FIU Free Coalition in April.
- Brian Levine, alumnus and current graduate student, spoke in support of the honorary degree nomination for Mr. David Grutman. Mr. Levine encouraged the Board of Trustees to hold a meeting at the Biscayne Bay Campus (BBC) and encouraged the University's administration to hold a townhall meeting at BBC. He also encouraged the University community to visit BBC and to experience all that it has to offer.

Board Chair Tovar thanked the speakers for their comments.

3. Foundation Report

FIU Foundation Inc. Board of Directors Chair Adalio T. Sanchez remarked on maintaining the momentum of a successful fundraising campaign. He indicated that fiscal-year-to-date, \$13.7M has been raised. Chair Sanchez commented on strategic fundraising plan objectives for the Trish and Dan Bell Chapel, including conducting benchmarking of key interfaith chapels, obtaining ongoing feedback from internal and community stakeholders, appointing a dedicated development officer, and identifying and engaging potential donors. He indicated that, for the 12-month period ended June 30, 2023, \$86.46M in total philanthropy was raised and of that, \$43.86M was received in cash. He pointed out that as of June 30, 2023, the Foundation's total investment portfolio stands at approximately \$415.7M and on a fiscal-year-to-date basis, the Total Managed Assets returned 9.5% net of fees.

4. President's Report

University President Kenneth A. Jessell commented that the class of 2027 consists of a record-breaking 5,300 incoming students, representing 618 high schools across the United States and 55 international schools. He indicated that the total University enrollment for fall 2023 is projected at 55,000 students. President Jessell commented on the Herbert Wertheim College of Medicine White Coat Ceremony. He noted that 121 new medical students were chosen out of more than 6,200 applicants. He provided a highlight of FIU Theatre's 50th season offerings.

President Jessell stated that Microsoft Corporation awarded FIU's College of Business a grant to launch the Center for Engaged Management Scholarship where Doctorate of Business Administration students and graduates will provide research-based guidance to businesses. He noted that FIU and the Greater Miami Chamber of Commerce (GMCC) recently launched a survey of South Florida business owners and hiring decision-makers to identify and raise awareness of the challenges they face to meet current and future workforce needs. He commented that six (6) FIU faculty successfully competed for a Fulbright "Scholar Award" and have been invited to teach and research in North Africa, South Asia, South America and Europe during the 2023-2024 academic year. President Jessell remarked that Dr. Stephen Black has been appointed to the Biomedical Research Advisory Council, a group that provides analysis and guidance to the Florida Surgeon General on the direction and scope of the state's biomedical and cancer research programs. He mentioned that FIU scientists discovered the first and only known natural arsenic-containing antibiotic to fight antibiotic resistance.

President Jessell commented that faculty at FIU's College of Engineering and Computing are leading the development of technology to connect smartphones directly to satellites, enabling high-speed internet access without the use of cell towers and communication bases. He remarked on significant funding from the National Institutes of Health (NIH), including FIU's largest NIH award to date, \$19.4M to target HIV, COVID-19, Alzheimer's disease, and childhood cancer among minority populations. President Jessell mentioned that the White House highlighted FIU's cybersecurity workforce training program for veterans and first responders. He added that FIU is one of the 11 institutions in the CyberSkills2Work coalition, an initiative funded by the National Security Agency (NSA). He stated that in the 2023 QS World University Ranking report, the School of Architecture was ranked no.17 for the second consecutive year and among the Top 20 for the third consecutive year among public institutions. President Jessell noted that FIU is the No. 29 university in the nation

and the fourth-ranked public university, according to the America's Best Colleges 2024 rankings published September 6, 2023 by *The Wall Street Journal*. He added that *The Wall Street Journal* also ranks FIU in the top 10 overall, both for social mobility and student experience. He indicated that the rankings were based on student and alumni surveys and student outcomes metrics. President Jessell announced that FIU has once again been named one of the best colleges in the nation to work for by The Great Colleges to Work For® program.

5. Action Items – Consent Agenda

Board Chair Tovar indicated that, in addition to Full Board minutes, the Consent Agenda includes action items FF2-FF6 recommended for Board approval by the Finance and Facilities Committee, AP1-AP5 and AP7-AP10 recommended for Board approval by the Academic Policy and Student Affairs Committee, and G1 recommended for Board approval by the Governance Committee.

A motion was made and unanimously passed to accept the Consent Agenda, and members of the Board approved the following actions:

- **BT1. Minutes, June 15, 2023** - Approval of Minutes of the FIU Board of Trustees, Full Board meeting held on June 15, 2023.
- **FF2. Approval of Self-supporting and Market Tuition Rate College-Credit Programs Annual Report for 2021-22 and 2022-23** - Approval of the Florida International University Self-supporting and Market Tuition Rate College-Credit Programs Annual Report for 2021-22 and 2022-23 in accordance with State University System of Florida Board of Governors Regulation 8.002(4)(c) Self-supporting and Market Tuition Rate Program and Course Offerings.
- **FF3. FIU National Forensic Science Technology Center (NFSTC) Lease Amendment #4** - Approve the delegation of authority to the University President, or his designee, to (1) negotiate the Amendment; and (2) execute the Amendment on behalf of the University, and such other documents that may be necessary to effectuate the transactions contemplated therein for NFSTC.
- **FF4. Bell Chapel Funding Plan** - Authorize the increase in Total Project Budget for the Chapel and East Loop Road Realignment from \$28,545,645 to \$35,861,689 and the delegation of authority to the University President, or his designee, to (1) negotiate and approve on behalf of the Florida International University Board of Trustees (“BOT”) an inter-company loan between FIU and the Foundation; and (2) approve on behalf of the BOT, subject to terms and conditions to be agreed upon by the Foundation and the Foundation Board of Directors, a short-term commercial loan to be taken by the Foundation, either unsecured or secured by irrevocable gifts/pledges made towards construction of the Chapel, with a term not to exceed five (5) years.
- **FF5. Finance and Facilities Committee Charter** - Approval of the proposed revisions to the Finance and Facilities Committee charter.

- **FF6. Approval of Contract greater than or equal to \$3,000,000: Renewal of PUR-03304 with KFORCE Inc for Application Support Specialist** - Pursuant to the Delegations of Authority from the Florida International University Board of Trustees to the University President, as reflected in the Resolution on the President's Powers and Duties approved by the Board of Trustees on March 4, 2019, approve, as listed and described in the Board materials, the University entering into the contracts and purchase orders and/or change orders to the purchase orders and authorize the University President or his designee to execute, on behalf of the University, the aforementioned contracts and/or purchase orders.
- **AP1. Proposed Amendment to Regulation FIU-105 Sexual Harassment (Title IX) and Sexual Misconduct** - Approve the proposed amendments to Regulation FIU-105 Sexual Harassment (Title IX) and Sexual Misconduct, and delegate authority to the University President to approve any subsequent non-material amendments based on comments to the Regulation received from the Florida Board of Governors or as a result of the regulation-making process.
- **AP2. Tenure** - Approval of the Tenure Nomination as specified in the Board materials.
- **AP3. Tenure as a Condition of Employment Nominations** - Approval of four (4) candidates for Tenure as a Condition of Employment (TACOE) as specified in the Board materials.
- **AP4. 2023 Florida Equity Report** - Approve the Florida Equity Report for the 2023 reporting year.
- **AP5. Textbook and Instructional Materials Affordability and Transparency Annual Report** - Approval of the Textbook and Instructional Materials Affordability and Transparency Annual Report.
- **AP7. Honorary Degree Nomination** - Endorse David Grutman as a recipient of a doctor of laws honoris causa from Florida International University.
- **AP8. Florida International University Institutes and Centers Annual Report** - Approval of Florida International University's Institutes and Centers Annual Report.
- **AP9. Florida International University Institutes and Centers 2023 Evaluations and Evaluation Summary** - Approval of Florida International University's Institutes and Centers 2023 Evaluations and Evaluation Summary.
- **AP10. Updated Exclusion Resolution** - Adopt a Resolution that updates the exclusion of the named members of the FIU Board of Trustees from the requirements for a personnel security clearance.
- **G1. Ratification of the Reopener to the 2021-2024 Florida International University Board of Trustees and the United Faculty of Florida-FIU Collective Bargaining**

Agreement - Ratify the reopener to the 2021-2024 Collective Bargaining Agreement between the BOT and the United Faculty of Florida (UFF-FIU).

6. Action Items

FF1. Approval of 2023-24 Education and General Carryforward Spending Plan, Fixed Capital Outlay Budget, and Related Certification

Board Vice Chair and Finance and Facilities Committee Chair Carlos A. Duart pointed out that the Finance and Facilities Committee engaged in a thorough review of the proposed 2023-24 Education and General Carryforward Spending Plan and Fixed Capital Outlay Budget. There were no further questions from the Trustees.

A motion was made and unanimously passed that the FIU Board of Trustees approve the 2023-24 Florida International University (FIU) Education and General (E&G) expenditure plan for carryforward funds in accordance with State University System of Florida Board of Governors (BOG) Regulation 9.007 State University Operating Budgets and Florida Statute 1011.45 End of Year Balance of Funds; approval of the FIU Fixed Capital Outlay Budget in accordance with BOG Regulation 14.003; and authorize the University Chief Financial Officer to certify the unexpended amount of funds appropriated to the University from the General Revenue Fund, the Educational Enhancement Trust Fund, and the Education/General Student and Other Fees Trust Fund as of June 30, 2023 and the Fixed Capital Outlay budget; and authorize the University President to amend the Florida International University Board of Trustees (BOT) carryforward expenditure plan and fixed capital outlay budget as necessary and report to the BOT and BOG any amendments to the spending plans in a format prescribed by the Chancellor of the BOG.

AP6. Proposed Regulation FIU-2508 Post-Tenure Faculty Review

Academic Policy and Student Affairs Committee Vice Chair Dean C. Colson pointed out that the Academic Policy and Student Affairs Committee engaged in a review of the proposed regulation FIU-2508 Post-Tenure Faculty Review. There were no further questions from the Trustees.

A motion was made and unanimously passed that the FIU Board of Trustees approve the proposed Regulation FIU-2508 Post-Tenure Faculty Review and delegate authority to the University President to approve any subsequent non-material amendments based on comments to the Regulation received from the Florida Board of Governors or as a result of the regulation-making process.

7. Status Reports, Board Committees

Audit and Compliance Committee Report

Trustee Chanel T. Rowe, Audit and Compliance Committee Chair, provided highlights from the Committee's meeting earlier in the day. She noted that the University's Chief Audit Executive, Mr. Trevor Williams, reported on the recently completed audit related to facilities assessments and deferred maintenance. She indicated that there are seven (7) ongoing audits in various stages of completion and that Mr. Williams provided a follow-up status report on prior audit recommendations. Trustee Rowe commented that Ms. Jennifer LaPorta, Chief Compliance and Privacy Officer, provided updates related to the global risk and foreign influence governance activities, status of training campaigns, and additional process improvements. Trustee Rowe

indicated that, as is mandated by the Committee's Charter, the Committee met with senior management without the presence of the Office of Internal Audit.

Finance and Facilities Committee Report

Board Vice Chair Duart provided highlights from the Finance and Facilities Committee's meeting earlier in the day. He indicated that, in addition to the action item discussed earlier and the items approved as part of the Consent Agenda, the Committee also reviewed and approved the following procurement actions: Google and Meta purchase orders for the College of Business for advertising services not to exceed \$1.4M in auxiliary per fiscal year; HighPoint, a five-year contract for bolt on software modules for PantherSoft Student Information System with a total contract cost is \$2.8M; and Logistics Management Group, Inc. contract to provide management services for the 2024 and 2025 Food Network South Beach Wine & Food Festival presented by Capital One (SOBEWFF®) with estimated costs of \$1.8M and \$2M respectively. Trustee Duart stated that Chief Financial Officer and Senior Vice President for Finance and Administration Aime Martinez presented the financial performance for the fourth quarter of fiscal year 2022-23 and reported that University operating revenues were above budget by \$23.3M or 1.6 percent and that operating expenses were below budget by \$21.5M or 1.5 percent. Trustee Duart remarked that the FIU Bonus Plan Report was included as part of the Committee's agenda materials and certified that bonuses paid during the prior fiscal year have complied with the criteria in said bonus plan and that the bonuses were within the University's budget as approved by the FIU Board of Trustees. He added that said report includes the FIU Board of Trustees required certification and provides the total amount of funds paid for performance, recruitment, retention, and other bonuses as approved in the plan.

Strategic Planning Committee Report

Trustee Francis A. Hondal, Vice Chair of the Strategic Planning Committee, provided highlights from the Committee's meeting earlier in the day. She commented that Provost and Executive Vice President Elizabeth M. Bejar presented information and discussion items related to the new Office of Public Policy events, performance funding metrics, preeminence and rankings, and the Strategic Plan 2030 timeline and process.

Academic Policy and Student Affairs Committee Report

Trustee Colson provided highlights from the Academic Policy and Student Affairs Committee's meeting earlier in the day. He noted that, in addition to the proposed New Regulation FIU-2508 Post-Tenure Faculty Review, the Committee reviewed a number of action items which were approved as part of the Consent Agenda. He commented that, as part of the Committee's standing agenda items, the student and faculty representatives on the Board of Trustees provided updates.

External Relations Committee Report

Trustee Hondal, Chair of the External Relations Committee, provided highlights from the Committee's meeting earlier in the day. She commented that Senior Vice President for Strategic Communications, Government and External Affairs Michelle L. Palacio reported on the ongoing reputation and rankings marketing campaign, division updates, and government and community affairs updates. Trustee Hondal remarked that Sr. VP Palacio reported on a brand refresh transitioning to a new mindset focused on "Forward Thinking – Innovative – Unstoppable". Trustee Hondal stated that the division's strategic priorities are affinity, student recruitment, peers,

and advocacy. Trustee Hondal mentioned that Sr. VP Palacio also shared recent FIU in D.C. successes.

Governance Committee Report

Board Chair Tovar pointed out that while not originally scheduled to meet in September, the Governance Committee met to review the reopener to the 2021-2024 Florida International University Board of Trustees and the United Faculty of Florida-FIU Collective Bargaining Agreement, which was approved as part of the Board's Consent Agenda.

8. New Business

No new business was raised.

9. Concluding Remarks and Adjournment

With no other business, Board Chair Roger Tovar adjourned the meeting of the Florida International University Board of Trustees Full Board on Thursday, September 14, 2023, at 3:07 PM.



December 7, 2023

Subject: Florida International University Foundation Inc., Financial Audit, 2022-23

Proposed Action:

The Florida International University Board of Trustees to (1) accept the Florida International University Foundation, Inc. Financial Audit for the 2022-23 Fiscal Year and (2) authorize the CEO of the Florida International University Foundation, Inc. to take all actions necessary pertaining to this Financial Audit, including filing the report with the Auditor General.

Background information:

Pursuant to Regulation FIU-1502(2)(g), Direct Support Organizations, the Florida International University Foundation, Inc. must submit an independently conducted financial audit of its accounts and records, which has been recommended by the University President to the Florida International University Board of Trustees for review and acceptance.

The Florida International University Foundation, Inc. Financial Audit for 2022-23 was approved by the Florida International University Foundation, Inc. Board of Directors on October 20, 2023, and the University President is recommending its acceptance.

Florida Board of Governors Regulation 9.011 (5) University Direct Support Organizations and Health Services Support Organizations, states in relevant part:

Support organizations shall provide for an annual audit conducted pursuant to university regulations or policies. The annual audit report shall be submitted to the university board of trustees for review. The audit report shall be submitted to the Board of Governors, and the Auditor General.

Supporting Documentation: *Agenda | Finance and Facilities Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Florida International University Research Foundation Inc., Financial Audit, 2022-23

Proposed Action:

The Florida International University Board of Trustees to (1) accept the Florida International University Research Foundation, Inc. Financial Audit for the 2022-23 Fiscal Year and (2) authorize the President of the Florida International University Research Foundation, Inc. to take all actions necessary pertaining to this Financial Audit, including filing the report with the Auditor General.

Background information:

Pursuant to Regulation FIU-1502(2)(g), Direct Support Organizations, the Florida International University Research Foundation, Inc. must submit an independently conducted financial audit of its accounts and records, which has been recommended by the University President to the Florida International University Board of Trustees for review and acceptance.

The Florida International University Research Foundation, Inc. Financial Audit for 2022-23 was approved by the Florida International University Research Foundation, Inc. Board of Directors on October 13, 2023, and the University President is recommending its acceptance.

Florida Board of Governors Regulation 9.011(5) University Direct Support Organizations and Health Services Support Organizations, states in relevant part:

Support organizations shall provide for an annual audit conducted pursuant to university regulations or policies. The annual audit report shall be submitted to the university board of trustees for review. The audit report shall be submitted to the Board of Governors, and the Auditor General.

Supporting Documentation: *Agenda | Finance and Facilities Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Florida International University Athletics Finance Corporation Financial Audit, 2022-23

Proposed Action:

The Florida International University Board of Trustees to (1) accept the Florida International University Athletics Finance Corporation Financial Audit for the 2022-23 Fiscal Year and (2) authorize the Executive Director of the Florida International University Athletics Finance Corp. to take all actions necessary pertaining to this Financial Audit, including filing the report with the Auditor General.

Background information:

Pursuant to Regulation FIU-1502(2)(g), Direct Support Organizations, the Florida International University Athletics Finance Corp. must submit an independently conducted financial audit of its accounts and records, which has been approved by its governing board and recommended by the University President to the Florida International University Board of Trustees for review and acceptance.

The Florida International University Athletics Finance Corp. Financial Audit for 2022-23 was approved by the Florida International University Athletics Finance Corp. Board of Directors on October 16, 2023, and the University President is recommending its acceptance.

Florida Board of Governors Regulation 9.011(5) University Direct Support Organizations and Health Services Support Organizations, states in relevant part:

Support organizations shall provide for an annual audit conducted pursuant to university regulations or policies. The annual audit report shall be submitted to the university board of trustees for review. The audit report shall be submitted to the Board of Governors, and the Auditor General.

Supporting Documentation: *Agenda | Finance and Facilities Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Florida International University Health Care Network, Inc. Financial Audit, 2022-23

Proposed Action:

The Florida International University Board of Trustees to (1) accept the Florida International University Health Care Network, Inc. Financial Audit for the 2022-23 Fiscal Year and (2) authorize the President of the Florida International University Health Care Network, Inc. to take all actions necessary pertaining to this Financial Audit, including filing the report with the Auditor General.

Background information:

The Florida International University Health Care Network, Inc. Financial Audit for 2022-23 was approved by the Florida International University Health Care Network, Inc. Board of Directors on October 24, 2023, and the University President is recommending its acceptance.

Florida Board of Governors Regulation 9.017(2)(e) Faculty Practice Plans, states in relevant part that each Faculty Practice Plan shall include and/or provide for an annual audit, which shall be forwarded to the Board of Governors for review and oversight.

Florida Board of Governors Regulation 9.011(5) University Direct Support Organizations and Health Services Support Organizations, states in relevant part: Support organizations shall provide for an annual audit conducted pursuant to university regulations or policies. The annual audit report shall be submitted to the university board of trustees for review. The audit report shall be submitted to the Board of Governors, and the Auditor General.

Supporting Documentation: *Agenda | Finance and Facilities Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Proposed Amendment to Regulation FIU-2201 Purchasing

Proposed Action:

Florida International University Board of Trustees approval of the revisions to Regulation FIU-2201 Purchasing, and delegation of authority to the University President to approve any subsequent non-material amendments based on comments to the Regulation received from the Florida Board of Governors (BOG) or as a result of the regulation-making process.

Background Information:

Regulation FIU-2201 Purchasing provides the basic criteria related to procurement, including, but not limited to, definitions, the competitive solicitation thresholds, the Procurement Department's duties, and information regarding the competitive solicitation process, ethical obligations, and contracts.

The proposed revisions to Regulation FIU-2201 are consistent with Board of Governors' Regulation 18.001 wherein the competitive solicitation thresholds were increased from \$75,000 to \$150,000.

Section 1001.706(7)(b) of the Florida Statutes, provides, in relevant part, that the Board of Governors shall have responsibility to develop guidelines for university boards of trustees relating to the use, maintenance, protection, and control of university-owned or university-controlled buildings and grounds, property and equipment, name, trademarks and other proprietary marks, and the financial and other resources of the university.

Florida Board of Governors Regulation 1.001(3)(j), University Board of Trustees Powers and Duties, provides that each board of trustees is authorized to promulgate university regulations in accordance with the Regulation Development Procedures adopted by the Board of Governors.

Supporting Documentation: *Agenda | Finance and Facilities Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Approval of Negotiation of Amendment for Contract #PUR-04000 for Grounds Maintenance; Vendor: Aramark Management Services Limited Partnership

Proposed Action:

The Florida International University Board of Trustees to (i) authorize the negotiation of an amendment to Contract #PUR-04000 for Grounds Maintenance, including for the initial five year term an increase to baseline services of \$1.9M over the original baseline amount and an estimated increase for additional services of \$1.3M, for an amended total contract amount of \$21M, and (ii) authorize the University President or his designee to execute, on behalf of the University, the contract amendment and all of the documents, and take all actions, that may be necessary to effectuate the transactions contemplated in the negotiation.

Background Information:

Contract #PUR-04000 between vendor Aramark Management Services Limited Partnership (“Aramark”) and FIU was approved by the Board of Trustees on June 16, 2021, and the contract was signed effective July 1, 2021 for a five-year period ending June 30, 2026. Options for five one-year renewals are embedded in the contract.

In February 2023, Aramark approached FIU to discuss a contract amendment due to unforeseeable changes in the economic climate which hindered Aramark from adequately meeting the terms of the contract.

Three fundamental factors impact the current contract and support a contract amendment. First, the cumulative 3-year compounded inflation rate is 19.2% whereas the contract envisioned only a 1.5% annual increase. Second, the increases in the Florida minimum wage represent a 38.7% increase to date over the \$8.65 per hour at the start of the contract and will represent a 61.5% increase over the full 5-year term of the contract. Third, even at the Florida minimum wage rate, Aramark has been unable to hire and retain the workers needed to fulfill the contract requirement of 117,760 annual work hours.

FIU’s primary interest in considering a contract amendment stems from the assessment that the campus grounds and landscaping constitute a strategic advantage that enhances the recruitment of both students and faculty. Student surveys at graduation consistently highlight campus appearance as a major strength for FIU and a key factor in establishing affinity. Campus appearance, specifically the quality of the landscaping, is driven primarily by labor hours. Aramark’s inability to hire and retain groundskeepers has adversely impacted the overall campus appearance and this will continue a downward spiral under the current contract terms, resulting in the loss of a strategic competitive advantage and source of community pride and affinity.

Given the current economic and labor conditions in south Florida, specifically the Miami metropolitan area, the Florida minimum wage will not attract and retain the work force required for the contract. FIU's interest is in having the number of groundskeepers required to meet the annual contract labor hours of 117,760 hours. FIU requests BOT authorization to propose that in place of the minimum wage, FIU pay the Florida living wage as a reasonable conceptual basis to adjust the contract with the following adjustments in the terms:

- \$14.42 from January 1, 2024 – June 30, 2024
- \$15.62 from July 1, 2024 – June 30, 2025 (8.3% projected increase based on the percentage increase in the Florida minimum wage; October 2024 from \$12/hr to \$13/hr)
- \$16.82 from July 1, 2025 – June 30, 2026 (7.7% projected increase based on the percentage increase in the Florida minimum wage; October 2025 from \$13/hr to \$14/hr)
- If the Florida living wage is less than the projection, FIU would pay only the living wage. (Based on past experience with living wage increases, we do not anticipate the living wage to exceed the projection)
- Because FIU is increasing the wage level for groundskeepers, FIU would eliminate the annual 1.5% increase completely and have no further annual cost escalation
- Prior to the end of the initial contract term (June 30, 2026), FIU and Aramark can assess the renewal terms based on the economic conditions at that time

Analysis shows these terms would increase the overall baseline services cost of the contract by \$1,854,027 or 11.5% over the original base contract value of \$16,089,029. This increase is far less than the cumulative inflation increase of 19.2% and the minimum wage increase of 38.7% to date, and 61.9% over the full contract term. Even with this increase, the new contract amount would be less than the best and final offer (BAFO) of the runner-up from the original competitive solicitation, SFM.

Also included as part of this contract is the ability to procure additional services. Such services are above and beyond the core services included in the base contract and include additional landscaping, sod replacement and tree relocations that are requested and funded by the various departments throughout the university. The previously approved estimates were 5-10% of the total contract value prior to contract amendment implementation totaling \$1,794,306. An additional 2.5% is being requested for year three and 5% for the remaining two years. The total increase in estimated cost for additional services over the initial 5 year term is \$1,283,532.



December 7, 2023

Subject: Tenure as a Condition of Employment Nomination

Proposed Action:

Florida International University Board of Trustees approval of one (1) candidate for Tenure as a Condition of Employment (TACOE).

Background Information:

Pursuant to Florida Board of Governors Regulation 1.001(5)(a), each board of trustees shall provide for the establishment of the personnel program for all the employees of the university, including but not limited to tenure.

The TACOE nominee holds tenure at their previous institution and has been selected to receive TACOE based on the caliber of their work.

Supporting Documentation: *Agenda | Academic Policy and Student Affairs Committee Meeting,
December 7, 2023*

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December 7, 2023

Subject: Proposed Amendment to Regulation FIU-412 Undergraduate Admissions

Proposed Action:

Florida International University Board of Trustees approval of the revisions to Regulation FIU-412 Undergraduate Admissions to conform to Florida Board of Governors (BOG) Regulation 6.005, and delegation of authority to the University President to approve any subsequent non-material amendments based on comments to the Regulation received from the BOG.

Background Information:

This revised regulation details Florida International University's (FIU) undergraduate admission requirements for First Time in College (FTIC) students and includes changes because of the Florida Board of Governors (BOG) Regulation 6.005. The revised FIU-412 regulation allows for the use of the Classic Learning Test (CLT) scores from Classic Learning Initiatives LLC for the standardized test scores and adds a new section for Admission of High School Students with an Associate of Arts (A.A.) Degree. This new section explains that high school students participating in dual enrollment and other acceleration programs, who are on track to earn an A.A. degree from a member of the Florida College System (FCS) or State University System (SUS) institution, may be considered as either a first-time in college (FTIC) freshman or as a potential A.A. transfer student.

Additional small editorial corrections are included in the revised FIU-412 regulation as well.

BOG Regulation 6.005 provides in part: “(1) High school students participating in dual enrollment and other acceleration programs who are on track to earn an associate in arts (A.A.) degree from a Florida College System (FCS) or State University System (SUS) institution and who do not meet the requirements of Board of Governors Regulation 6.004 may be considered for admission as either a first-time-in-college (FTIC) freshman or as a potential A.A. transfer student. ... (5) Admission is contingent upon completing all additional requirements for admission as required by each university to which the student applies. ... (b) Students who would benefit from the A.A. admissions option have the choice to submit SAT, ACT, and/or CLT test scores.”

Supporting Documentation: *Agenda | Academic Policy and Student Affairs Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Board of Governors' Statement of Free Expression Endorsement Resolution

Proposed Action:

Having reviewed the State University System of Florida Statement of Free Expression, Florida International University Board of Trustees endorsement of such statement.

Background Information:

On April 15, 2019, the State University System of Florida and its twelve public postsecondary institutions, through the universities' respective presidents, adopted the State University System of Florida Statement of Free Expression (the Statement of Free Expression). The Statement of Free Expression, in pertinent part, provides as follows:

“The State University System of Florida and its twelve public postsecondary institutions adopt this Statement on Free Expression to support and encourage a full and open discourse and the robust exchange of ideas and perspectives on our respective campuses. The principles of freedom of speech and freedom of expression in the United States and Florida Constitutions, in addition to being legal rights, are an integral part of our three-part university mission to deliver a high-quality academic experience for our students, engage in meaningful and productive research, and provide valuable public service for the benefit of our local communities and the state. The purpose of this statement is to affirm our dedication to these principles and to seek our campus communities' commitment to maintaining our campuses as places where the open exchange of knowledge and ideas furthers our mission.

A fundamental purpose of an institution of higher education is to provide a learning environment where divergent ideas, opinions and philosophies, new and old, can be rigorously debated and critically evaluated. Through this process, often referred to as the marketplace of ideas, individuals are free to express any ideas and opinions they wish, even if others may disagree with them or find those ideas and opinions to be offensive or otherwise antithetical to their own world view. The very process of debating divergent ideas and challenging others' opinions develops the intellectual skills necessary to respectfully argue through civil discourse. Development of such skills leads to personal and scholarly growth and is an essential component of the academic and research missions of each of our institutions.”

A complete copy of the State of Free Expression is included in the supporting documentation.

In its Civil Discourse Report of 2022, the Board of Governors included seven recommendations directed to civil discourse. In its third recommendation, the Board of Governors recommended that “the leadership of each university board of trustees, faculty senate, and student government annually review and endorse the Board’s Statement of Free Expression and commit to the principles of civil discourse.”

At its September 22, 2022 meeting, the Florida International University Board of Trustees, having reviewed the State University System of Florida Statement of Free Expression, endorsed such statement.

Supporting Documentation: *Agenda | Governance Committee Meeting, December 7, 2023*



December 7, 2023

Subject: Approval of the Amendments to the Articles of Incorporation and Bylaws of the Florida International University Foundation, Inc.

Proposed Action:

Florida International University Board of Trustees (BOT) approval of the Amendments to the Articles of Incorporation and Bylaws of the Florida International University Foundation, Inc.

Background Information:

On October 21, 2023, the FIU Foundation, Inc. (FIU Foundation) Board of Directors approved amendments to the Articles of Incorporation and Bylaws of the FIU Foundation.

The approved revisions to the Articles of Incorporation and Bylaws of the FIU Foundation reflect the current existence and reporting structure of various of the Board of Directors' Committees and Sub-committees, as well as certain other non-substantive changes to improve consistency and clarity.

The BOT must approve any amendments to the FIU Foundation Articles of Incorporation and Bylaws before their becoming effective.

Regulation FIU-1502 Direct Support Organizations (2)(a) provides that any amendments to the Articles of Incorporation or Bylaws must be submitted by the President of the University to the BOT for approval prior to becoming effective.

Article 10, Section 1, of the FIU Foundation Bylaws provides that all amendments to the Bylaws of FIU Foundation must be approved by the Board of Trustees of FIU, upon recommendation of the President of FIU prior to their effective date.

Supporting Documentation: *Agenda | Governance Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Board Appointments, Florida International University Foundation, Inc.

Proposed Action:

Florida International University Board of Trustees approval of the appointments of the individuals listed below and in the board materials, to the Florida International University Foundation, Inc. Board of Directors.

Background Information:

The Board of Directors of the Florida International University Foundation, Inc., a direct support organization (“DSO”) of Florida International University (the “FIU Foundation”), appointed one (1) new director on June 10, 2023 and two (2) new directors on October 21, 2023, all identified below.

Accordingly, and as required by Regulation FIU-1502, the FIU Foundation is requesting that the FIU Board of Trustees approve the appointment of such individuals to the FIU Foundation Board of Directors, as follows:

New Director Appointments for initial one-year term (*FY 2023-2024*)

- Robert “Bob” A. Baer, Sr. ’89
- Malcom “Buster” William Brown ’88
- Albert “Al” Lorenzo ’74

The Florida International University Board of Trustees (the BOT) approved amendments to Regulation FIU-1502, Direct Support Organizations, at its March 4, 2019 meeting. Pursuant to FIU-1502, the BOT shall approve all appointments to the governing body of each DSO, other than the BOT Chair’s representative(s) or the President or President’s designee.

Florida Board of Governors Regulation 9.011(9) University Direct Support Organizations and Health Services Support Organizations, provides, in relevant part, that the university board of trustees shall approve all appointments to any DSO board other than the chair’s representative(s) or the president or president’s designee.

Florida Statute 1004.28(3) Direct-support organizations; use of property; board of directors; activities; audit; facilities, provides, in relevant part, that “the university board of trustees shall approve all appointments to any direct-support organization...” other than the BOT Chair’s representative(s) or the President or President’s designee.

Supporting Documentation: *Agenda | Governance Committee Meeting, December 7, 2023*

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December 7, 2023

Subject: Board Appointments, Florida International University Health Care Network, Inc.

Proposed Action:

Florida International University Board of Trustees approval of the appointments of the individuals listed below and in the board materials, to the Florida International University Health Care Network, Inc. Board of Directors.

Background Information:

The Florida International University Health Care Network, Inc. (FIU HCN) is organized: (i) as a not-for-profit corporation pursuant to Chapter 617, Florida Statutes; (ii) as a university health services support organization pursuant to Sections 1004.29 and 1004.30, Florida Statutes and Florida Board of Governors Regulation 9.011; and (iii) as a Faculty Practice Plan pursuant to Florida Board of Governors Regulation 9.017.

Florida Board of Governors Regulation 9.017(1) provides in part, “The Faculty Practice Plan...and subsequent changes therein, must be approved by the dean of the college, the vice president of the health center, as applicable, the president of the university, and the university board of trustees prior to filing for approval of the Board of Governors.”

Florida Board of Governors Regulation 9.017(2) states that a Faculty Practice Plan shall include and/or provide for:

...

(b) Articles of Incorporation and Bylaws.

...

Accordingly, and pursuant to Florida Board of Governors Regulation 9.017, the FIU HCN’s Fifth Amended and Restated Bylaws and Fourth Amended and Restated Articles of Incorporation were approved by the FIU HCN Board of Directors on April 13, 2023; by the FIU Board of Trustees on April 27, 2023; and by the Florida Board of Governors on June 22, 2023.

Article IV, Section 2 (g) of the Fifth Amended and Restated FIU HCN Bylaws provides for the appointment of “five (5) Directors who are selected and recommended by the FIU-HCN President and appointed by the University President.”

Notwithstanding the foregoing, Article IV, Section 2 requires the FIU Board of Trustees to approve all appointments to the HCN Board, other than the Chair of the Board of Trustees’ representatives or the University President or University President’s designee.

Accordingly, and as required by the FIU HCN Bylaws, the FIU HCN is requesting that the FIU Board of Trustees approve the appointment of such individuals to the FIU HCN Board of Directors, as follows:

New Director appointment for initial two-year term (*FY 2023-2025*)

- Jose J. Armas, MD
- Sonia O. Benitez
- Ana Lopez-Blazquez
- Jack A. Ziffer, PhD, MD, MSCCT, FACC, FAHA, FASNC, FACR

Supporting Documentation: *Agenda | Governance Committee Meeting, December 7, 2023*