



**FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
FULL BOARD MEETING
MAY 23, 2018
MINUTES**

1. Call to Order and Chair's Remarks

Board Chair Claudia Puig convened the meeting of the Florida International University Board of Trustees at 1:48 pm on Wednesday, May 23, 2018, at the Modesto A. Maidique Campus, Graham Center Ballrooms.

Chair Puig welcomed all Trustees and University faculty, staff, and students.

General Counsel Carlos B. Castillo conducted roll call of the Florida International University Board of Trustees and verified a quorum. Present were Claudia Puig, *Chair*; Jose J. Armas; Leonard Boord; Dean C. Colson; Gerald C. Grant, Jr.; Michael G. Joseph; Natasha Lowell; Justo L. Pozo; Marc D. Sarnoff; Jose L. Sirven, III; Roger Tovar; and Kathleen L. Wilson.

Trustee Cesar L. Alvarez was excused.

Chair Puig also welcomed Jose L. Sirven, III as the newly elected Student Government President for the Modesto A. Maidique Campus. She noted that in April, Trustees Rogelio Tovar and Kathleen L. Wilson participated in the annual Association of Governing Boards of Universities and Colleges (AGB) National Conference on Trusteeship. She recognized Sr. Vice President of Health Affairs Dr. John A. Rock, noting that the Greater Miami Chamber of Commerce named Dr. Rock one of its 2018 Healthcare Heroes and presented him with the Individual of Merit Award for his "extraordinary impact in the South Florida health care community". On behalf of the FIU Board of Trustees, Chair Puig extended her gratitude to former Student Trustee and Student Government President for the Modesto A. Maidique Campus Krista M. Schmidt for her leadership and dedication to the Board, to the University and to the students.

2. Foundation Report

FIU Foundation, Inc. Board of Directors Secretary Jill Granat noted that donations to the First Generation Matching Grant Program are now matched two-for-one by the State of Florida in support of students who are the first in their families to attend college. She provided an overview on recent gifts and the Foundation's investment performance and reported that \$435M has been raised towards the \$750M Next Horizon Campaign goal.

3. Public Appearances

There were no public appearances.

4. President's Report

President Rosenberg noted that Menging Li is a recent graduate of FIU's Spanish-language bachelor's program in Qingdao, China and two years ago was recognized as the top Spanish-language speaker in China. President Rosenberg stated that during the visit to China, he met with one of the senior officers at the International University of Business and Economics to discuss a partnership with FIU's College of Business to build a new campus in Qingdao that would offer graduate and doctoral-level degree programs.

President Rosenberg introduced Worlds Ahead graduate, Gisette "Gigi" Bolt, who graduated in Spring commencement with a Master of Public Administration along with her daughter who earned a bachelor's degree. Ms. Bolt discussed her study abroad experience, her work on several statewide political campaigns, and her future career aspirations.

President Rosenberg stated that the FIU College of Communication, Architecture + The Arts' partnership with the Philip E. and Carole R. Ratcliffe Foundation Inc. has created an incubator that provides FIU art and design students the tools and support needed to turn their ideas into profitable businesses.

President Rosenberg noted that June 1 marks the official start of the 2018 hurricane season and presented an overview of FIU's Emergency Operations Center (EOC). He explained that the 40 EOC members meet every semester to participate in a daylong simulation that challenges them to implement emergency protocols in various scenarios. He pointed out that in preparation for the hurricane season, the University will be training volunteers, comprised of students, faculty, and staff, on disaster preparedness with a focus on shelter management.

President Rosenberg introduced a brief excerpt of the one-hour independent documentary that features Professor Richard S. Olson, Director of the Extreme Events Institute and FIU Preeminent Program, which focuses on what ordinary people around the world can do to make their homes safe and hazard-resilient.

5. Action Items

G1. Florida International University Annual Accountability Plan, 2016-17

Chair Puig noted that the Governance Committee met earlier in the day and conducted a comprehensive review of FIU's 2016-17 Annual Accountability Plan, which she stated was a new report that combined the previous Annual Accountability Report and University Work Plan.

A motion was made and passed by the FIU Board of Trustees approving Florida International University's 2016-17 Annual Accountability Plan as provided in the Board materials and delegated authority to the University President to perform finish editing as needed and to amend consistent with any comments received from the Board of Governors.

G2. President's Management Review, 2016-17

Chair Puig explained that the Governance Committee also met to undertake the assessment of President Rosenberg's accomplishments for the 2016-17 academic year relative to the Board-approved goals and his overall performance. On behalf of the Committee, Chair Puig presented a written assessment and recommended performance rating for Board consideration.

Trustees Jose J. Armas, Dean C. Colson, Michael G. Joseph, Rogelio Tovar, and Kathleen L. Wilson commented on President Rosenberg's performance and conveyed their support of the Governance Committee's recommendation of a "Superior" performance rating in recognition of President Rosenberg's exceptional leadership. Trustee Jose L. Sirven, III added that the students that he spoke with provided positive feedback in terms of President Rosenberg's performance.

A motion was made and passed by the FIU Board of Trustees granting a "Superior" performance rating to President Mark B. Rosenberg for his leadership of Florida International University during the 2016-17 academic year.

G3. University and President's Performance Goals, 2018-19

G4. University President's Incentive Goals, 2018-19

Chair Puig noted that President Rosenberg submitted a list of goals to be considered for his 2018-19 management review. She stated that the goals were taken directly from the University's Accountability Plan, which she explained consisted of the BOG's 10 performance funding metrics given the increasing importance of Performance Funding to the University's budget. She explained that the Governance Committee referred the University and President's Performance Goals and the University President's Incentive Goals for the 2018-19 academic year to the Full Board.

In response to the Governance Committee's inquiry, Provost and Executive Vice President Kenneth G. Furton explained the variables that can impact the University's performance based funding ranking.

Trustees engaged in a substantive discussion on Trustee Marc D. Sarnoff's request to include two additional goals that relate to creating a standard or criteria for campus expansion and setting a \$30M personal fundraising goal specific to the University President. Trustees did not support the inclusion of the two proposed goals.

Trustee Colson pointed out that he is satisfied with the University's performance overall and in terms of the BOG's performance funding metrics.

A motion was made and passed by the FIU Board of Trustees to adopt the University and President's Performance Goals and the University President's Incentive Goals for the 2018-19 academic year.

6. Status Reports, Board Committees

Audit and Compliance Committee Report

Trustee Gerald C. Grant, Jr., Chair of the Audit and Compliance Committee, presented highlights from the Committee's meeting earlier in the day. He reported that the Committee approved the

2018-19 work plans for Internal Audit and Compliance. He pointed out Mr. Allen Vann, the University's Chief Audit Executive, provided updates on recently completed audits that involved Residency Classification for Tuition Purposes, College of Arts, Sciences & Education - Center for Children and Families, and the Wolfsonian-FIU. Trustee Grant added that as is mandated by the Committee's Charter, the Committee met with Senior Management without the presence of Internal Audit.

Finance and Facilities Committee Report

Trustee Leonard Boord, Chair of the Finance and Facilities Committee, presented highlights from the Committee's meeting earlier in the day. He stated that Sr. Vice President and Chief Financial Officer Kenneth A. Jessell reported that the results from the State of Florida's Auditor General Financial Statements audit for Fiscal Year ended June 30, 2017 disclosed that the University's basic financial statements were presented fairly in all material respects in accordance with prescribed financial reporting standards and that University operating revenues were above estimates by \$35.5M and that operating expenses were above estimates by \$18.9M.

Health Affairs Committee Report

Trustee Jose J. Armas, Chair of the Health Affairs Committee, presented highlights from the Committee's meeting earlier in the day. He pointed out that Executive Director for the School of Integrated Science and Humanity Walter Van Hamme provided an overview of the School's overall profile, the Translational Molecular Discoveries program, and the Center for Imaging Science. Trustee Armas added that the Director for the Center for Children and Families, William E. Pelham, Jr. provided an overview of the Program's research, clinical services and community impact, and education and training.

Governance Committee Report

Chair Puig noted that as per the third amendment to Dr. Rosenberg's contract, the Board may, in its discretion, annually award Dr. Rosenberg incentive compensation of up to \$100,000 for the 2016-17 academic year. She added that the Board has delegated the Governance Committee with the responsibility of carrying out the review and award of incentive compensation. She reported that the Governance Committee awarded President Rosenberg \$100,000 in incentive compensation for the 2016-17 academic year.

7. New Business

Trustee Michael G. Joseph voiced concerned over a lack of cohesion on the Board, noting that Trustees should act in a non-self-promoting manner for the betterment of the institution. He then requested that General Counsel Castillo provide guidance on legal options relative to the University's past president's actions that demonstrate a lack of decorum.

8. Concluding Remarks and Adjournment

With no other business, Board Chair Claudia Puig adjourned the meeting of the Florida International University Board of Trustees on Wednesday, May 23, 2018 at 2:53 pm.

There were no Trustee requests.

Claudia Puig
Chair
FIU Board of Trustees

Mark B. Rosenberg
Corporate Secretary
FIU Board of Trustees

MB 5.29.18