



**FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
FULL BOARD MEETING
SEPTEMBER 5, 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 1:59 pm on Wednesday, September 5, 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, *Vice Chair*; Cesar L. Alvarez; Leonard Boord; Dean C. Colson; Gerald C. Grant, Jr.; Michael G. Joseph; Natasha Lowell; Justo L. Pozo; Joerg Reinhold; Marc D. Sarnoff; Jose L. Sirven, III; and Roger Tovar.

Chair Puig requested that a moment in silence be observed to honor the memory of Trustee Emeritus S. Lawrence Kahn, III.

Chair Puig provided a brief overview on recent University achievements, noting that in July, the University was ranked a "Great College to Work For" by The Chronicle of Higher Education and that this marked the third year in a row that FIU earned Honor Roll distinction and the fourth time the University has been recognized by The Chronicle. She stated that this fall the incoming freshman class had an average GPA of 4.1 and average SAT score of 1259.

Chair Puig explained that in July, FIU's Academy for International Disaster Preparedness was awarded a \$5 million, five-year contract from the U.S. Department of Health and Human Services to provide a Basic and Advanced Aeromedical Evacuation Training for disaster medical response professionals, primarily physicians and critical care nurses, within the U.S. National Disaster Medical System. She mentioned that the Kimberly Green Latin American and Caribbean Center has once again earned a designation from the U.S. Department of Education as a Title XI National Resource Center on Latin America and the Caribbean.

Chair Puig indicated that as part of the agreement with Chartwells Higher Education as FIU's food service provider, Chartwells will create internship opportunities for students, contribute as much as \$1.5 million to first generation scholarships over the course of the contract, and will offer a wide array of positions to up to 200 FIU graduates annually.

Chair Puig reminded Trustees to save the date for the Board of Governors Trustee Summit scheduled for November 7, 2018.

Chair Puig explained that the Board of Governors is in the process of considering proposed amendments to its Regulation 9.011 and that the revisions respond to the legislative amendments to Section 1004.28 of the Florida Statutes dealing with Direct-Support Organizations. She further stated that Section 1004.28(3) provides, in relevant part, that the chair of the university board of trustees shall appoint at least one representative to the board of directors and the executive committee of any direct-support organization. Chair Puig noted that considering the statutory mandate and anticipated changes to BOG Regulation 9.011, she requested that: Trustee Gerald C. Grant, Jr. serve as the FIU Board of Trustees Chair appointed representative on the FIU Foundation, Inc. Board of Directors and its Executive Committee; Trustee Cesar L. Alvarez serve as the FIU Board of Trustees Chair appointed representative on the FIU Research Foundation Board of Directors and its Executive Committee; and Trustee Roger Tovar serve as the FIU Board of Trustees Chair appointed representative on the FIU Athletics Finance Corporation Board of Directors and its Executive Committee.

2. Public Appearances

There were no public appearances.

3. Foundation Report

FIU Foundation, Inc. Board of Directors Vice Chair Humberto “Burt” Cabañas reported that in fiscal year 2017-18, \$2.9M was raised towards the First Generation Scholarship and that 20% of eligible students were awarded on average approximately \$2,200. He provided an overview of recent gifts and presented an update on the Next Horizon Campaign, stating that \$457M has been raised to date. He reported that as of June 30, 2018, the Foundation’s total investment portfolio totaled approximately \$287 million.

4. President’s Report

Trustee Jose L. Sirven, III invited the University community to the Upsilon Pi Epsilon’s second annual hackathon, ShellHacks, which he explained was a 36-hour event scheduled from September 14-16, 2018.

University President Mark B. Rosenberg noted that in order to engage with the Board in areas of strategic and critical importance and to devote time to discussions on the changing landscape of accountability standards, special sessions of the Board will be held in the coming year.

President Rosenberg explained that FIU’s 2020-25 strategic plan is the next step in the University’s evolution. He presented an overview of the themes of the previous and current strategic plans and delineated the key drivers of the 2025 strategic plan, which he explained focused on data and technology literacy along with soft touch skills. Provost and Executive Vice President Kenneth G. Furton noted that the 2025 strategic plan consisted of four pillars centered around ensuring four-year graduation and workforce readiness, enhancing reputation and rankings, accelerating research, innovation, and tech transfer, and expanding funds for student success and research. Provost Furton presented the specific goals that would formulate the 2025 strategic plan and President Rosenberg

discussed the implementation timeline, explaining that the University community would be engaged in the formulation of the plan. In response to Trustee Dean C. Colson's request relating to engaging the Board early in the process, President Rosenberg noted that regular Board of Trustees meeting points will be scheduled.

5. Action Items – Consent Agenda

Chair Puig noted that the Finance and Facilities Committee recommended approval by the Board of action item FF2, that the Academic Policy and Student Affairs Committee recommended approval by the Board of action items AP1-AP3, and that the Governance Committee recommended approval by the Board of action items G1-G3 contained in the Consent Agenda.

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

- **BT1. Minutes, April 12, 2018:** Approve the Minutes of the FIU Board of Trustees, Retreat held on Thursday, April 12, 2018, at the Coral Gables Country Club, Fountain Room.
- **BT2. Minutes, May 23, 2018:** Approve the Minutes of the FIU Board of Trustees, Full Board meeting held on Wednesday, May 23, 2018, at the Modesto A. Maidique Campus, Graham Center Ballrooms.
- **BT3. Minutes, June 6, 2018:** Approve the Minutes of the FIU Board of Trustees, Full Board meeting held on Wednesday, June 6, 2018, at the Modesto A. Maidique Campus, Graham Center Ballrooms.
- **BT4. Minutes, July 24, 2018:** Approve the Minutes of the FIU Board of Trustees, Full Board meeting held on Tuesday, July 24, 2018, via conference call.
- **FF2. School of International and Public Affairs Phase II Building (SIPA-II)—Amendment to Prior Budget Approval** - Approve the request to expand the size and budget of the School of International and Public Affairs Phase II Building (SIPA-II) from the currently approved budget of \$27.7 million to \$39.42 million to accommodate increases in construction costs, reduced PECO funding, and new programming space for FIU Online.
- **AP1. Tenure as a Condition of Employment Nomination** - Approve one (1) candidate for Tenure as a Condition of Employment.
- **AP2. 2019-2020 Legislative Budget Requests** - Approve the 2019-2020 Legislative Budget Requests:
 - Targeted STEM Initiatives Request: \$4,998,664
 - FIU Decision Laboratory Request: \$3,500,000
- **AP3. Textbook and Instructional Materials Affordability Annual Report** - Approve the Textbook and Instructional Materials Affordability Annual Report.

- **G1. 2018 Florida Educational Equity Act Report** - Approve the 2018 Florida Educational Equity Act Report.
- **G2. Ratification of the 2018-2021 Collective Bargaining Agreement between the Florida International University Board of Trustees and the United Faculty of Florida - FIU Chapter** - Ratify the 2018-2021 Collective Bargaining Agreement between the Florida International University Board of Trustees and the United Faculty of Florida (UFF) – FIU Chapter.
- **G3. Updated Exclusion Resolution and Designation of Key Management Personnel and Delegation of Authority** - 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 and adopt a Resolution designating Key Management Personnel for Florida International University's facility clearance, and delegating to them certain responsibilities and authorities pursuant to the National Industrial Security Program Operating Manual (NISPOM).

6. Action Items

FF1. Approval of a Student Housing Agreement between the Florida International University Board of Trustees and University Bridge, LLC

Board Chair Puig noted that Trustees Alvarez and Lowell each submitted Form 8A, Memorandum of Voting Conflict for State Officers. Trustees Alvarez and Lowell stated that they would abstain from any ensuing discussion and voting.

Before addressing the Student Housing Agreement, Trustee Leonard Boord, Finance and Facilities Committee Chair, provided highlights from the Committee's meeting earlier in the day. He reported that multiple documents related to the follow-up items from the Board's April Retreat had already been provided, noting that a prioritization schedule and timeline pertaining to the remaining items also was provided. He stated that Senior Vice President for External Relations Sandra B. Gonzalez-Levy provided a marketing and public relations report and that Senior Vice President of Administration and Chief Financial Officer Kenneth A. Jessell presented the Financial Performance Review for the fourth quarter of 2017-18 and provided a summary of University revenues and expenditures.

Trustee Boord then addressed the Student Housing Agreement. He noted that the Committee undertook a comprehensive review of the key changes relating to the Student Housing Agreement between the FIU Board of Trustees and University Bridge, LLC. Trustee Boord explained that an independent assessment of financial assumptions, potential project risks, and value for FIU was completed by Brailsford and Dunlavey.

In response to Board Vice Chair Jose J. Armas' inquiry, Trustee Roger Tovar noted that the Agreement key terms were revised and improved upon and that the prior concerns were addressed. Trustee Tovar noted that the Committee reviewed the Agreement's advantages and risks and then received an independent recommendation stating that the Agreement was a positive one for the

University. Trustee Board explained that if tax-exemption status is not secured, it will affect the cash-flows and any subsequent waterfall to FIU.

Given that Trustees Armas and Joseph did not attend the Finance and Facilities Committee meeting, Trustee Board requested that Sr. VP and CFO Jessell provide a presentation on the Student Housing Agreement, including an overview of the key changes to the Agreement that occurred subsequent to the Board of Trustees conference call meeting in July.

A motion was made and unanimously passed, with Trustees Alvarez and Lowell abstaining from the vote, that the FIU Board of Trustees approve (1) a Student Housing Agreement (“Agreement”) with University Bridge, LLC; and (2) delegate authority to the University President, or designee, to execute the Agreement on behalf of the Florida International University Board of Trustees.

AP4. Approval of the revisions to the FIU-2501 Student Code of Conduct

Trustee Alvarez, Academic Policy and Student Affairs Committee Chair, reported that the Academic Policy and Student Affairs Committee met earlier in the day. He noted that Senior Vice President for Academic and Student Affairs Elizabeth M. Bejar provided a detailed summary of the key changes to FIU Regulation 2501, Student Code of Conduct.

A motion was made and unanimously passed that the FIU Board of Trustees approve the revisions to FIU-2501 Student Code of Conduct.

7. Status Reports, Board Committees

Audit and Compliance Committee Report

Trustee Gerald C. Grant, Jr., Audit and Compliance Committee Chair, provided highlights from the Committee’s meeting earlier in the day. He noted that Mr. Trevor L. Williams, the University’s Chief Audit Executive provided updates on the progress towards completing past audit recommendations and that Jennifer LaPorta, Chief Compliance and Privacy Officer presented the University Compliance and Ethics Quarterly Report. Trustee Grant indicated that General Counsel Castillo provided an update on the results of the recently-concluded audit by the FDLE and that as is mandated by the Committee’s Charter, the Committee met with the Chief Audit Executive without the presence of senior management.

Finance and Facilities Committee Report

Committee Meeting highlights provided during FF1.

Academic Policy and Student Affairs Committee Report

Trustee Alvarez provided highlights from the Academic Policy and Student Affairs Committee’s meeting earlier in the day. He explained that the Committee received an update on the number of incidents relating to Student Conduct and Conflict Resolution and Title IX and who the University investigators are, noting that the annual Title IX report will be provided at the Committee’s next regularly scheduled meeting.

Athletics Committee Report

Trustee Justo L. Pozo, Athletics Committee Chair, provided highlights from the Committee's meeting earlier in the day. He noted that the Committee was introduced to Head Men's Basketball Coach Jeremy Ballard and Men's Soccer Forward Santiago Patino. He stated that the Committee was pleased to learn about student-athlete academic success in the reports by Asst. Vice President for Undergraduate Education Wesley D. Maas on the Student Athlete Academic Center and that of Consultant Mr. John B. Shukie on the Academic Progress Rate. He indicated that Mr. Mike Millay, Managing Partner at Engagemint, Inc. Partners, presented a fan engagement update and that Mr. Mark Donley, Senior Vice President of Collegiate Services at Van Wagner Sports and Entertainment, provided a quarterly sponsorship report.

Governance Committee Report

Board Chair Puig noted that the Board's Ad-Hoc Committee met on August 20, 2018 and that a second meeting was held on September 4, 2018. She explained that the Committee will schedule another meeting in the future.

8. New Business

BT5. Designation of Mr. Jorge L. Arrizurieta as Trustee Emeritus

Board Chair Puig explained that the Board's Bylaws state that the Board shall have special member categories of Chairperson Emeritus and Trustee Emeritus for honorary purposes to recognize past Chairpersons and Trustees who have provided extraordinary service and contributions to the University and are no longer serving in that capacity.

Board Chair Puig presented for Board consideration the Resolution (Attachment 1), as provided to the Trustees, designating Mr. Jorge L. Arrizurieta as Trustee Emeritus in recognition of his exemplary service. A motion was made and unanimously passed that the FIU Board of Trustees adopt a Resolution that designates Mr. Jorge L. Arrizurieta as Trustee Emeritus.

Trustee Cesar L. Alvarez noted that a controversial issue under consideration by the Board of Trustees has led to negative press and stated his interest to act in a manner that furthered the best interests of the University. He then proposed a motion pursuant to which the honorary campus renaming discussions would be discontinued.

Board Chair Puig suggested that Trustees allow the Ad-Hoc Committee time to continue the discussion and make a recommendation for the Board's consideration. Trustee Alvarez stated that he would not withdraw his motion, noting that the negative press could continue until the Board's next regularly scheduled meeting in December. Board Chair Puig noted that the press has taken an unfortunate position on the issue, stating that the matter at hand relates to the Board's desire to realign with the other institutions and that of the State University System in terms of campus namings. Trustee Alvarez delineated a timeline of events that followed the May 2016 OpEd piece and the subsequent Board of Trustees meetings in terms of creating a Committee to reconsider the honorary campus naming.

Trustee Marc D. Sarnoff seconded Trustee Alvarez's motion, noting that first amendment rights should be observed and that in anticipation of future publicity on an unrelated University matter, the Board should remain focused on acting in a unified and cohesive manner.

Board Chair Puig indicated that the Board should work to identify other means by which to honor Dr. Maidique that were in agreement with current Board of Governors Regulation.

In response to a process inquiry, General Counsel Castillo explained that there is a motion on the floor by Trustee Alvarez and recommended to Board Chair Puig that either further discussion be entertained or otherwise a vote should be called for.

Trustees continued engaged in a substantive discussion on the motion. Trustee Colson stated that he supported the motion, noting that while he did not agree with naming university campuses after individuals, a campus renaming decision at the current time could be viewed as retaliatory in nature. He added that the Board should divert its attention away from the campus renaming and focus on opportunities and challenges.

Trustee Joseph requested to add the Minutes of the second to the last meeting when, as recalled by Trustee Joseph, Mr. Albert Maury was on the Board, prior to a Retreat (Attachment 2). Trustee Joseph stated that he would like to include that for the next meeting to be in the Minutes, noting that it is important to document the entire conversation around this matter.

Trustee Boord concurred with the motion, noting that he maintained his original position when asked for his opinion on the issue in 2016. He mentioned that he felt that the article did not warrant or merit any further attention. Trustee Tovar noted that as a member of the Ad-Hoc Committee, he viewed the issue as divisive, and pointed out that there was insufficient information that would support the overturning of the honorary campus naming action that the Board of Trustees granted in 2009.

Trustee Armas stated that the campus should not be named after an individual. He mentioned that his decision was based on current Board of Governors Regulation and also upheld the sentiment of the preferences previously expressed by the University faculty and student representatives on the Board of Trustees that indicated that campuses should not be named.

Trustee Reinhold stated that he concurs with Board Chair Puig in that the Ad-Hoc Committee should be allowed time to continue the discussion and make a recommendation for the Board's consideration, and as such would vote against the motion.

In response to an inquiry, General Counsel Castillo restated the motion by Trustee Alvarez, pursuant to which the renaming discussion would be discontinued.

Trustee Sirven noted that his vote was based on his representation of the students, adding that he was in support of the motion.

At the request of several Trustees, General Counsel conducted a roll call vote of the Trustees on Trustee Alvarez's motion. Seven votes were cast in favor of Trustee Alvarez's motion and six votes in opposition. Thus, the motion passed.

9. Concluding Remarks and Adjournment

President Rosenberg shared a message from the father of a former FIU student who shortly after being admitted was diagnosed with cancer and ultimately succumbed to his illness.

With no other business, Board Chair Claudia Puig adjourned the meeting of the Florida International University Board of Trustees Full Board meeting on Wednesday, September 5, 2018 at 4:09 pm.

There were no Trustee requests.

Claudia Puig
Chair
FIU Board of Trustees

Mark B. Rosenberg
Corporate Secretary
FIU Board of Trustees

MB 9.18.18

Attachment 1

BT5. Designation of Mr. Jorge L. Arrizurieta as Trustee Emeritus

WHEREAS, Mr. Jorge L. Arrizurieta's dedication to higher education was made evident in his leadership and service as a member of the State University System of Florida Board of Governors; and

WHEREAS, Mr. Arrizurieta was appointed to the FIU Board of Trustees in 2007 where he served dutifully for over ten years in various capacities including as its vice chairperson from 2016 until the end of his term; and

WHEREAS, Mr. Arrizurieta has demonstrated his passion and unyielding commitment to FIU by selflessly giving of his time and service; and

NOW, THEREFORE, BE IT RESOLVED that the BOT at its regular meeting this 5th day of September 2018, does hereby recognize, commend and express its gratitude to Mr. Jorge L. Arrizurieta for his contributions to Florida International University,

BE IT FURTHER RESOLVED, that the BOT grants Mr. Jorge L. Arrizurieta the status of Trustee Emeritus of this Board with all the rights, honors and privileges thereunto appertaining; and

BE IT FURTHER RESOLVED that the University Administration take all actions necessary to give effect to this Resolution.