



**Full Board
February 13, 2025
FIU, Modesto A. Maidique Campus, Graham Center Ballrooms**

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 1:03 PM on Thursday, February 13, 2025.

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*; Noël C. Barengo; Francesca Casanova; Dean C. Colson; Alan Gonzalez; George Heisel; Jesus Lebeña; Alexander M. Peraza; Yaffa Popack; Chanel T. Rowe (*Zoom*); Marc D. Sarnoff; and Alberto R. Taño.

Board Chair Tovar welcomed all Trustees, members of the University administration, and the University community. He also extended a special welcome to newly appointed Trustees, George Heisel, Jesus Lebeña, and Alexander M. Peraza. Board Chair Tovar indicated that Trustee Heisel replaces Gene Prescott and Trustees Lebeña and Peraza replace Francis A. Hondal and Natasha Lowell on the Board. On behalf of the Board, Chair Tovar thanked Gene Prescott, Francis A. Hondal, and Natasha Lowell for their service.

Board Chair Tovar commented that, after months of discussion and work with Nicklaus Children's Hospital, the Board of Trustees will be voting on the master affiliation agreement with Nicklaus Children's Hospital as part of today's Full Board agenda items. He welcomed the following members of the Nicklaus Children's Hospital leadership team: Matthew Love, President and CEO; Dr. Saima Aftab, Senior Vice President, Chief Strategy Officer, and President of Network Development; Dr. Marcos Mestre, Senior Vice President and Chief Clinical Operations Officer; Dr. Rani Gereige, Executive Director of Medical Education and Designated Institutional Official; Kevin Snyder, Vice President and Chief Marketing Officer; Francis Forte, Executive Director, Marketing and Communications; and Shira Kastan-Goldstein, Government Affairs Consultant. Board Chair Tovar also welcomed Alex Soto, Board Member and JC Mas, Board Emeritus Director of the Nicklaus Children's Health System Board of Directors and Michael Saltzman, Senior Partner in Strategic Transformation and Karl Banty, Partner in Strategic Transformation of the Chartis Healthcare team.

Board Chair Tovar commented on the transformative collaboration with Baptist and thanked Trustee Dean C. Colson for his leadership and recognized the members of the University's leadership for their work relative to the collaborations with Baptist and Nicklaus.

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 delineated 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, February 12, 2025, one (1) request to address the Board was received. The following individual addressed the Board, regarding AP1. Proposed Amendment to Regulation FIU-1103 Textbook and Instructional Materials Affordability and Transparency, after their name was called: Tania Lopez, President of United Faculty of Florida-FIU, commented on faculty's continued commitment to collaboration and shared governance and that the proposed changes to FIU-1103 fail to exhibit trust in the faculty. She also commented on the need to address the hiring and retention of more permanent faculty and filling more faculty positions, which have the greatest impact on students through teaching and research.

Board Chair Tovar thanked the speaker for their comments.

3. Foundation Report

FIU Foundation Inc. Board of Directors Chair Adalio T. Sanchez indicated that, to date, \$44.2M has been raised toward the fiscal year goal of \$90M. He indicated that, as of February 10, 2025, pipeline proposals delivered total \$53M and projected pipeline proposals total \$70M. Foundation Board Chair Sanchez provided updates regarding staffing, recruitment, and retention. He commented on Panther Alumni Week and on the 19th Torch Awards, which is scheduled for May 17, 2025. He remarked on the Foundation Board of Directors February meetings. Board Chair Sanchez also commented on the All in Scholarship initiative. He noted that as reported at the Board of Trustees November meeting, the Foundation contracted with Huron | GG+A to conduct a philanthropic growth and optimization study. He added that GG+A presented highlights from the study at the Foundation Board's February meetings.

Foundation Board Chair Sanchez indicated that, for the six (6) months ended December 31, 2024, philanthropy totaled \$39.4M and cash received by the Foundation and University was \$21.8M. He pointed out that as of December 31, 2024, the FIU Foundation has total assets of approximately \$458.7M and that on a fiscal year-to-date basis, performance of the main investment portfolio is estimated to be 3.41% net of fees. Foundation Board Chair Sanchez recognized and thanked University President Kenneth A. Jessell for his leadership of FIU and collaborative efforts with the Foundation Board.

4. President's Report

University President Kenneth A. Jessell stated that in December 2024, FIU hosted the Knight Foundation and their Board of Trustees and formally welcomed its new football Head Coach, Willie Simmons. President Jessell remarked on fall commencement and on the start of the spring semester. President Jessell commented on the University's 34th annual Reverend Martin Luther King, Jr. commemorative breakfast, events taking place at FIU in D.C. or nearby on presidential inauguration

weekend, and on the inauguration of the CasaCuba site. He commented on the second edition of the FIU Research magazine.

President Jessell commented on the University's rise to Top 50 best public university and Top 100 best national university in *US. News & World Report* rankings, No. 1 ranking in Performance Based Funding metrics among the State University System, and designation as a Preeminent State Research University. He acknowledged the University's outstanding faculty who are engaged in world-class teaching and groundbreaking research and the talented staff who support faculty, students, and FIU community. President Jessell commended the University's engaged and hardworking student body. He recognized FIU's growing alumni base and amazing donors and community leaders. President Jessell thanked the University's leadership and expressed his gratitude to the Board of Trustees for their service. He stated that he looked forward to continuing to support the FIU community as he did prior to serving as the University's president.

5. Action Items – Consent Agenda

Board Chair Tovar indicated that, in addition to Full Board minutes, the Consent Agenda includes action items AC1 and AC2 recommended for Board approval by the Audit and Compliance Committee and AP1 and AP2 recommended for Board approval by the Academic Policy and Student Affairs Committee.

Board Chair Tovar noted that the Academic Policy and Student Affairs Committee reviewed updated actions related to AP2, which now also excludes the Interim President from the requirements for a personnel security clearance at this time and appoints the Senior Vice President and Chief Administrative Officer as the Interim Senior Management Official.

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

- **BT1. Minutes, November 21, 2024** - Approval of Minutes of the FIU Board of Trustees, Full Board meeting held on November 21, 2024.
- **AC1. Acceptance of Performance Based Funding and Preeminent Metrics Data Integrity Audit Report and Approval of Data Integrity Certification** - Florida International University Board of Trustees acceptance of the Audit Report - Audit of Performance Based Funding and Preeminent Metrics Data Integrity and approval of the Performance Based Funding and Preeminence Status – Data Integrity Certification, as executed by the University President.
- **AC2. Office of Internal Audit External Quality Assurance Review, November 2024** – Florida International University Board of Trustees approval of the independent assessor's report, Office of Internal Audit External Quality Assurance Review, November 2024.
- **AP1. Proposed Amendment to Regulation FIU-1103 Textbook and Instructional Materials Affordability and Transparency** – Florida International University Board of Trustees approval of the proposed amendments to Regulation FIU-1103 Textbook and

Instructional Materials Affordability and Transparency, 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 or as a result of the regulation-making process.

- **AP2. Updated Continued Exclusion of Trustees other than the Board Chair, Updated Continued Exclusion of the Board of Trustees Corporate Secretary, exclusion of the Interim President, appointment of the Senior Vice President and Chief Administrative Officer as the Interim Senior Management Official and appointment of the updated members of the Key Management Personnel** - Florida International University Board of Trustees (BOT) adoption of a Resolution that updates the exclusion of the named members of the FIU BOT and the Interim President, continues the exclusion of the BOT Corporate Secretary from the requirements for a personnel security clearance, appoints the Senior Vice President and Chief Administrative Officer as the Interim Senior Management Official and appoints the updated members of the Key Management Personnel.

6. Action Item

AP3. Master Affiliation with Nicklaus Children's Hospital

Academic Policy and Student Affairs Committee Chair Dean C. Colson pointed out that the Academic Policy and Student Affairs Committee engaged in a thorough review of the Master Affiliation with Nicklaus Children's Hospital. There were no further questions from the Trustees.

A motion was made and unanimously passed for Florida International University Board of Trustees adoption of the Resolution set forth in the Board materials to:

1. Authorize FIU to finalize and execute the Master Affiliation Agreement between FIU and Nicklaus Children's Hospital, which will expand the Parties' tripartite mission (Education, Research, Clinical) and will provide new financial opportunities available to FIU and/or Nicklaus Children's Hospital because of the alliance;
2. Establish a health services support organization that will serve to coordinate, enhance and help facilitate oversight of the relationship between FIU and Nicklaus Children's Hospital; and
3. Provide authorizations and delegations to the Chair of the Board of Trustees and/or President as described in the Board materials.

7. Status Reports, Board Committees

Audit and Compliance Committee Report

Trustee Alan Gonzalez, Audit and Compliance Committee Chair, provided highlights from the Audit and Compliance Committee's earlier meeting. He stated that Ms. Jennifer LaPorta, Chief Compliance and Privacy Officer, provided updates regarding second quarter activities and initiatives, including compliance trainings and notifications, prohibited expenditures, Ethical Panther Hotline, and foreign influence. Committee Chair Gonzalez indicated that Mr. Trevor L. Williams, Chief

Audit Executive, reported on recently completed audits. Committee Chair Gonzalez added that there are eight (8) ongoing audits in various stages of completion and that Mr. Williams also provided a follow-up status report on prior audit recommendations.

Finance and Facilities Committee Report

Trustee Marc D. Sarnoff, Finance and Facilities Committee Chair, provided highlights from the Finance and Facilities Committee's earlier meeting. He indicated that the Committee reviewed and approved procurement actions related to the renewal of Comprehensive Research Membership with EAB Global Inc. and agreement with Podium Education. He added that EAB Global Inc. provides colleges and universities with access to research forums, strategic insights, decision tools, innovative working sessions, and strategic advice. He indicated that the three (3) year renewal brings the total spend to over \$1.5M since the contract's inception in 2022. Committee Chair Sarnoff pointed out that Podium Education provides student access to the Global Career Accelerator Program, which is a for-credit, online program that equips college students with in-demand skills, real-world experience, and a pathway to a successful career. He noted that the agreement, inclusive of the three (3) year renewal, brings the total spend to \$2.4M since the contract's inception in 2024.

Committee Chair Sarnoff commented that Senior Vice President for Administration and Chief Financial Officer Aime Martinez presented the financial performance review for the second quarter of fiscal year 2024-25 and reported that University operating revenues were below budget by \$9.4M or 1.0% and operating expenses were below budget by \$31.9M or 4.1%, resulting in a net favorable variance of \$22.5M. Committee Chair Sarnoff stated that University and Direct Support Organization investment earnings of \$32.8M are \$11.7M above plan. He remarked that Sr. VP and CFO Martinez provided an update on the future student residence facility that will be located at the Modesto A. Maidique Campus. Committee Chair Sarnoff added that the University is finalizing a proposal of 1,174 beds with an estimated project cost of \$238.3M for the Board's review at a future meeting once the construction manager is selected and analyzes the project.

Academic Policy and Student Affairs Committee Report

Committee Chair Colson provided highlights from the Academic Policy and Student Affairs Committee's earlier meeting. He commented that, as required by Florida Board of Governors Regulation, Executive Vice President and Provost Elizabeth M. Bejar presented an annual overview of Alternative Admissions.

Board Chair Tovar indicated that, as was approved by the Board of Trustees at its February 7, 2025 Special Meeting, Dr. Jessell has agreed to continue working at FIU as the Senior Vice President and Chief Administrative Officer through, at a minimum, December 31, 2027. Board Chair Tovar added that Dr. Jessell's current contract will be honored through the remainder of the term ending November 2025. Board Chair Tovar noted that Dr. Jessell's salary will be approximately half of his current presidential salary. Board Chair Tovar stated that Mrs. Jeanette M. Nuñez will have a contract as interim president with almost identical terms as to the contract that Dr. Jessell currently has as the University's president.

Board Chair Tovar commented that Dr. Jessell is a beloved and respected president. Board Chair Tovar thanked Dr. Jessell for his service and for agreeing to continue to serve the University in his

new role. Trustees commended Dr. Jessell and commented that he is a compassionate leader who has elevated the University and led FIU through challenging times.

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, February 13, 2025, at 2:04 PM.