



FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
FULL BOARD MEETING
APRIL 18, 2019
MINUTES

1. Call to Order and Chair's Remarks

Board Vice Chair Jose J. Armas convened the meeting of the Florida International University Board of Trustees at 1:38 pm on April 18, 2019, at the FIU, Modesto A. Maidique Campus, Graham Center Ballrooms.

General Counsel Carlos B. Castillo conducted roll call of the Florida International University Board of Trustees and verified a quorum. Present were Jose J. Armas, *Board Vice Chair*; Cesar L. Alvarez; Leonard Boord; Dean C. Colson; Gerald C. Grant, Jr.; Michael G. Joseph; Natasha Lowell; Justo L. Pozo; Joerg Reinhold; Sabrina L. Rosell; Marc D. Sarnoff; and Roger Tovar.

Board Chair Claudia Puig was excused.

Board Vice Chair Armas welcomed all Trustees and University faculty and staff. On behalf of the Board, he congratulated Sabrina L. Rosell on being elected to a second term as Student Government President for the Modesto A. Maidique Campus.

Board Vice Chair Armas indicated that FIU is accredited by the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) to award associate, baccalaureate, master's, and doctoral degrees and that section 4 of the SACSCOC 2018 Principles of Accreditation requires governing boards to regularly evaluate their responsibilities and expectations as a Board. He explained that every odd year in the Spring, Board of Trustees members will receive and complete an electronic survey to evaluate Board performance and understanding of its roles and responsibilities and that the survey results will then be shared at the next regularly scheduled Full Board Meeting in June.

Board Vice Chair Armas indicated that during the last Board of Governors meeting, it was reported that a firm was engaged to review university management and accounting controls and business processes to determine risks and improvements. He explained that each university will receive an individual report and the Board of Governors will receive a system report and that the final product will be discussed at the October Board of Governors meeting. He then urged Trustees to save the date for the next Trustee Summit, which is scheduled for October 29, 2019.

2. Public Appearances

There were no public appearances.

3. Foundation Report

Senior Vice President for University Advancement Howard R. Lipman presented the Foundation Report. He indicated that the Next Horizon Campaign for FIU began in 2009 and that \$491M has been raised to date and added that \$45.9M has been raised fiscal year-to-date towards the \$65M goal. He then highlighted recent gifts, namely \$1M to support to the Dean of the Herbert Wertheim College of Medicine from Dr. Albert and Mrs. Debbie Tano and \$378,000 in operating funds to support the Simmons+Hernandez Fellows Program in the FIU Embrace initiative from Drs. Jeffrey Simmons and Yolangel Hernandez Suarez. Sr. VP Lipman described the Next Horizon media campaign in terms of digital, paid media, and earned media. He then reported that as of March 31, 2019, the Foundation's investment portfolio totaled at approximately \$286M.

4. President's Report

University President Mark B. Rosenberg indicated that former University Vice Provost for Student Access and Success and Vice President of Human Resources, Jaffus Hardrick was recently appointed as President of Florida Memorial University. President Rosenberg added that former University Vice President for Engagement Irma Becerra-Fernandez was recently installed as President of Marymount University in Virginia.

President Rosenberg presented a summary of the findings relating to the Public Integrity & Ethics Committee of the Florida House of Representatives' Report of Investigation into Unauthorized Use of Appropriated Funds for Fixed Capital Outlay Projects at the University of Central Florida. Trustees engaged in a substantive discussion in terms of the report findings. Trustee Dean C. Colson stated that while the Board of Trustees is able to rely on the experience of President Rosenberg who served as Chancellor to the Florida Board of Governors (BOG), there is an expectation for the BOG to provide a template in order to standardize training requirements. Trustee Leonard Board shared the National Association of Corporate Directors as a resource for training and education, adding that there were associated membership and course fees and stated that there are also internal and external auditing teams that provide necessary checks and balances. Trustee Gerald C. Grant, Jr. concurred that while the independent auditing team provides an appropriate level of checks and balances, Trustees could benefit from training to expand understanding in critical areas. Trustee Cesar L. Alvarez added that it is the responsibility of the administration and staff to be knowledgeable in regulation, policy and law.

As a consequence, President Rosenberg explained that Board member onboarding will become increasingly comprehensive and thoughtfully segmented. He then noted that the Board of Trustees will engage in a discussion at a future meeting as it relates to the March 28, 2019 Board of Governors presentation titled, Flavors of Money.

President Rosenberg explained that FIU joined the State University System of Florida and the other 11 state universities in adopting a Statement on Free Expression.

General Counsel Castillo provided an update on the recent security incident that occurred as a result of the break-in that took place in late February at FIU's Modesto A. Maidique Campus, specifically the office of Human Resources. He explained that the University concluded that the personally identifiable information of approximately 5,500 FIU employees was contained in the device stolen during the burglary and there is no evidence, to date, that any information contained within the device has been either accessed or misused. He reported that the suspect was arrested and is currently being prosecuted and that a portion of the stolen property has been recovered and is now undergoing forensic examination by a third-party expert. He described the legally required notices which were transmitted to all affected employees after invoking the University's cyber security insurance policy. In response to an inquiry from Trustee Justo L. Pozo, General Counsel Castillo explained that the suspect was external to the University.

5. Action Items – Consent Agenda

Board Vice Chair Armas noted that the Finance and Facilities Committee recommended approval by the Board of action item FF2 and that the Academic Policy and Student Affairs Committee recommended approval by the Board of action items AP1-AP2 contained in the Consent Agenda.

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

- **BT1. Minutes, March 4, 2019:** Approval of Minutes of the FIU Board of Trustees, Full Board meeting held on Monday, March 4, 2019, at the FIU, Modesto A. Maidique Campus, MARC 290, Earlene and Albert Dotson Pavilion.
- **FF2. Biscayne Bay Campus Aquatic Center Repair and Renovation** – Approve up to \$2,000,000 in structural repairs to the Aquatic Center at the Biscayne Bay Campus (BBC) utilizing unexpended Activity and Service (A&S) fee funds and approve a request to the Florida Board of Governors (BOG) authorizing reimbursement of (A&S) fee funds expended for Aquatic Center repairs from the Capital Improvement Trust Fund (CITF) fees allocation and a reduction of the same amount in CITF fees previously approved for the Graham University Center expansion.
- **AP1. Proposed Regulation FIU-2504 Student Religious Observances, Practices, and Beliefs** - Approve the proposed Regulation FIU-2504 Student Religious Observances, Practices, and Beliefs.
- **AP2. Honorary Degree Nomination** - Endorse Mr. Charles R. “Chipper” Wichman, Jr. as a recipient of a doctoral degree *honoris causa* from Florida International University.

6. Action Items

FF1. CasaCuba Building

Trustee Board, Finance and Facilities Committee Chair, presented the CasaCuba building agenda item for the Board's review, indicating that the Committee engaged in substantive discussion on the project, including academic programming, fundraising requirements, design cost and timeline, and

site location. He explained that the Committee amended the proposed action and then proceeded to read the amended action as recommended by the Committee for Board approval.

A motion was made and unanimously passed that the FIU Board of Trustees approve the design phase for CasaCuba utilizing funds from donors and the corresponding amendment of the University Campus Master Plan, and upon further review of the design, funding, and other data, the Board will consider approval for construction of CasaCuba.

Trustee Boord provided highlights of the Committee's meeting earlier in the day. He reported that in terms of the Financial Statement Audit for the fiscal year ending on June 30, 2018, the University received an unqualified, opinion. He explained that the financial statements presented fairly, in all material respects, the respective financial position of FIU and of its aggregate discretely presented component units and the respective changes in financial position and cashflows.

Trustee Boord described the new business agenda item that the Committee approved, which related to the Agreement for Integrated Branding Marketing and Communication Services. He reported that the University posted an Intent to Negotiate (ITN) and based on the evaluations of the five proposals received, the ITN Committee selected "160over90" to create and execute effective brand marketing for the University as a whole. He stated that the agreement is for an initial term of three years with the option to renew and that the Committee will monitor closely the efficiencies of this initiative.

AP3. University Strategic Plan 2020-2025

Trustee Cesar L. Alvarez, Academic Policy and Student Affairs Committee Chair, noted that beginning in November, the Committee has met monthly to develop the University's Strategic Plan 2020-25. Provost and Executive Vice President Kenneth G. Furton provided a brief overview of the University's Strategic Plan 2020-25, stating that FIU's three strategic priorities relate to amplifying learner success and institutional affinity, accelerating preeminence and research innovation impact, and assuring responsible stewardship, remain as previously presented to the Board of Trustees. He explained that the strategic plan framework proposes to maintain student headcount flat at the undergraduate level in order to focus efforts on increasing student success, ensuring timely graduation, and aligning curriculum with career needs. He then described the University's possible rankings within U.S. News & World Report Top 50 Public universities in terms of the University's performance in relation to the University's strategic plan goals.

A motion was made and unanimously passed that the FIU Board of Trustees approve the University Strategic Plan 2020-2025.

G1. Florida International University Annual Accountability Plan, 2019

Vice Chair Armas noted that the Governance Committee met earlier in the day and conducted a comprehensive review of FIU's 2019 Annual Accountability Plan.

A motion was made and unanimously passed that the FIU Board of Trustees approve Florida International University's Annual Accountability Plan as provided in the Board materials and

delegate authority to the University President to perform finish editing as needed and to amend consistent with comments received from the Board of Governors.

G2. President's Management Review

Board Vice Chair Armas explained that the Governance Committee also met to undertake the assessment of President Rosenberg's accomplishments for the 2017-18 academic year relative to the Board-approved goals and his overall performance. Board Vice Chair Armas indicated that on behalf of the Committee, Chair Puig presented a written assessment and recommended performance rating for Board consideration.

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 2017-18 academic year.

G3. University and President's Performance Goals, 2019-20

Board Vice Chair Armas noted that President Rosenberg submitted a list of goals to be considered for his 2019-20 management review. He stated that the goals were taken directly from the University's Accountability Plan.

A motion was made and unanimously passed that the FIU Board of Trustees adopt the University and President's Performance Goals for the 2019-20 academic year as included in the Board materials.

7. Status Reports, Board Committees

Governance Committee Report

On behalf of Board Chair Claudia Puig, Board Vice Chair Armas provided highlights from the Committee's meeting earlier in the day. He indicated that as per Dr. Rosenberg's employment agreement, the Board may, in its discretion, annually award Dr. Rosenberg incentive compensation of up to \$100,000 for the 2017-18 academic year. He explained that the Board has delegated the Governance Committee with the responsibility of carrying out the review and award of incentive compensation. He stated that the Governance Committee awarded \$100,000 in incentive compensation to President Rosenberg and that the Committee also approved the 2019-20 incentive compensation goals.

Finance and Facilities Committee Report

Provided as part of action item FF1.

Academic Policy and Student Affairs Committee Report

Trustee Alvarez noted that all action items reviewed by the Committee have been approved by the Full Board.

External Relations Committee Report

Trustee Marc D. Sarnoff, External Relations Committee Vice Chair, provided highlights from the Committee's meeting earlier in the day. He reported that Senior Vice President of External Relations Sandra B. Gonzalez-Levy provided an update on the status of the University's marketing and public

relations review, and noted that, in coordination with the Division of Human Resources, all colleges, schools and units reviewed and updated all marketing positions to align with the approved definition for a marketing role. Trustee Sarnoff reported that Vice President of Governmental Relations Michelle L. Palacio provided an overview of the 2019 legislative session and discussed the Future of Health Innovations DC Fly-in and the FIU President's Council Fly-in.

Athletics Committee Report

Trustee Pozo, Athletics Committee Chair, provided highlights from the Committee's meeting earlier in the day, reporting that Executive Director of Sports and Entertainment Pete Garcia introduced FIU Panthers Football Quarterback James Morgan and FIU Men's Basketball Coach Jeremy Ballard. Trustee Pozo indicated that Mr. Garcia provided an overview of athletic team performance in terms of C-USA rankings, championships, and national finishes. Trustee Pozo stated that Senior Vice President of Academic and Student Affairs Elizabeth M. Bejar provided an academic update and also reported that Conference USA recently released the Commissioners Honor Roll where FIU totaled the highest number of student-athletes on the honor roll with 246 members. Trustee Pozo further stated that Mr. Garcia presented a fundraising update, describing that the fundraising goal for the following fiscal year was raised by 67%.

8. New Business

Trustee Alvarez requested that a member of the administration be appointed in order to provide assurances to the Board of Trustees, at every meeting, that the items being reviewed comply with all applicable regulations, policies, and laws.

Trustee Sabrina L. Rosell provided an overview of Student Government activities and initiatives, namely Pantherization efforts at the Engineering Center, veterans parking, and on-campus FIU Day.

Relating to Trustee Alvarez' prior request, Trustee Sarnoff introduced a motion, requesting that a senior administrator with the appropriate level of authority and expertise be present at every Board meeting to confirm that funds are being appropriated in accordance with Board of Governors policy. The motion was unanimously passed.

President Rosenberg introduced a video that highlighted student-athletes.

9. Concluding Remarks and Adjournment

With no other business, Board Vice Chair Jose J. Armas adjourned the meeting of the Florida International University Board of Trustees Full Board meeting on Thursday, April 18, 2019 at 2:44 pm.

There were no Trustee requests.

Claudia Puig
Chair
FIU Board of Trustees

Mark B. Rosenberg
Corporate Secretary
FIU Board of Trustees