



FLORIDA INTERNATIONAL UNIVERSITY
BOARD OF TRUSTEES
GOVERNANCE COMMITTEE
MINUTES
JULY 23, 2020

1. Call to Order and Chair's Remarks

The Florida International University Board of Trustees' Governance Committee meeting was called to order by Board Chair Dean C. Colson on Thursday, July 23, 2020 at 2:09 p.m. via Zoom.

General Counsel Carlos B. Castillo conducted roll call of the Governance Committee members and verified a quorum. Present were Trustees Dean C. Colson, *Board Chair*; Roger Tovar, *Board Vice Chair*; Cesar L. Alvarez; Jose J. Armas; Leonard Boord; Gerald C. Grant, Jr.; and Claudia Puig.

Trustees Donna J. Hrinak, Natasha Lowell, Gene Prescott, Joerg Reinhold, Marc D. Sarnoff, and Alexandra Valdes and University President Mark B. Rosenberg were also in attendance.

2. Action Item

G1. Amendments to the Bylaws of the Florida International University Board of Trustees

General Counsel Castillo presented the proposed amendments to the Bylaws of the FIU Board of Trustees for Committee review. He explained that the changes provide for the creation of a Strategic Planning Committee and described the Committee's responsibilities and duties, specifically, that the Strategic Planning Committee "shall provide oversight responsibilities for the development of the University's strategic plan and the subsequent monitoring of progress toward goals . . ." and that the duties will "include approving and supporting the implementation of the University's strategic plan and reviewing and, when applicable, approving, performance targets, performance metrics, and associated reports to the Board of Governors."

General Counsel Castillo pointed out that the other proposed changes to the Bylaws provide for the dissolution of the Board's Athletics Committee and Health Affairs Committee. He indicated that an internal review of the committee structures of other State University System (SUS) boards of trustees (BOT) was undertaken, noting that the results of said review reflected that there were no BOTs with a health affairs committee. He explained that there is one SUS BOT with an athletics subcommittee and one SUS BOT with a special committee on athletics. He pointed out that, in light of said proposed changes, the academic and student affairs policies, over which the Academic Policy and Student Affairs Committee has responsibility, will include athletics as well as health affairs and clinical activities.

Board Chair Colson commented on his intentions to transition the current Chairs of the Athletics Committee and Health Affairs Committee to serve as liaisons to the Academic Policy and Student Affairs Committee, if the Board's Bylaws are amended, as specified in the Board materials.

Trustee Leonard Boord commended the proposed amendments to the Board's Bylaws.

A motion was made and unanimously passed that the FIU Board of Trustees Governance Committee recommend that the Florida International University Board of Trustees (the BOT) approve amendments to the Bylaws of the BOT.

3. New Business

No new business was raised.

4. Concluding Remarks and Adjournment

With no other business, Board Chair Dean C. Colson adjourned the meeting of the Florida International University Board of Trustees Governance Committee on Thursday, July 23, 2020 at 2:13 p.m.