



Governance Committee

April 26, 2022

FIU, Modesto A. Maidique Campus, Graham Center Ballrooms and via Zoom

MINUTES

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 at 11:42 a.m. on Tuesday, April 26, 2022.

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*; Carlos A. Duarte; Natasha Lowell; Gene Prescott; and Marc D. Sarnoff.

Trustees Joerg Reinhold, Chanel T. Rowe, and Alexander Rubido and Interim University President Kenneth A. Jessell were also in attendance.

2. Approval of Minutes

Board Chair Colson asked if there were any additions or corrections to the minutes of the Governance Committee meeting held on March 3, 2022. A motion was made and unanimously passed to approve the minutes of the Governance Committee meeting held on March 3, 2022.

3. Action Items

G1. Bonus Plan Certification Form

General Counsel Castillo presented the Bonus Plan Certification Form for Committee review. He pointed out that in the Board's discussions relating to the FIU Bonus Plan, the Board requested, in addition to the Board of Governors required certification from the University president, to include a certification from the General Counsel created in the same fashion as is being done for the Board of Trustees-approved Funding Certification Form. General Counsel Castillo indicated that the Bonus Plan Certification Form requires signatures by the Director of Compensation and Benefits, Senior Vice President of Human Resources, Chief Financial Officer, General Counsel, and University President.

A motion was made and unanimously passed that the Governance Committee recommend that the FIU Board of Trustees approve the proposed Bonus Plan Certification Form.

G2. University President's Performance Goals for Incentive Compensation, 2022

Interim University President Kenneth A. Jessell noted that while it was not his expectation to complete the goals for incentive compensation during his tenure as interim president, he was committed to making progress and setting up the frameworks and formats for addressing the

included targets. He presented, for Committee review, the 2022 University President's Performance Goals for incentive compensation. He described the first goal: "improving FIU's transition to a COVID-19 post-pandemic reality in regard to appropriate and sustainable educational instruction, workforce management, student engagement, financial stability, and business services operations." Interim President Jessell indicated that targets within said goal include aligning student credit hours taught online, hybrid, and face-to-face with Board of Trustees approved goals, ensuring that flexible work policies for faculty and staff prioritize student success and university goals, achieving enrollment targets to meet credit hour growth and non-resident tuition as specified in the University's strategic plan, and developing sustainable academic program and enrollment plans for the Biscayne Bay Campus and FIU at I-75.

Interim President Jessell delineated the second goal: "opening the University's new FIU in DC facility and launching strategies to increase student academic and internship experiences; enhancing federal agency engagement and funding; supporting national ranking strategies; and increasing alumni job placement at influential national organizations." He pointed out that targets within said goal include generating incremental operating revenues by increasing research grants and indirect funding, auxiliary revenues, sponsorships, and philanthropy to enhance student success initiatives and strategic priorities. Interim President Jessell highlighted the third goal: "completing the final phase of the Next Horizon Campaign: focus on building a Panther movement where alumni feel connected to FIU and are engaged through events, storytelling, volunteering, and philanthropic support." He noted that the campaign will culminate with the opening of the Alumni, Hotel and Conference Center. He remarked on targets within said goal, namely increasing the number of alumni participating in the capital campaign by 5,000 for 2022-23, achieving the \$3M fundraising goal for the construction of the Alumni Center, and maintaining the fundraising target of \$84M for 2022-23.

Interim President Jessell outlined the fourth goal: "establishing a succession planning framework for key leadership positions within the university to ensure that FIU is prepared to meet the challenges of a changing workforce." He commented on targets within said goal, such as understanding the strengths of talent pool for critical executive roles, ensuring top talent remains at FIU, creating action plans to mitigate succession risks, identifying pivotal roles, and leveraging development tools and resources to enhance talent readiness. Interim President Jessell indicated that the fifth goal related to "significant events or milestones that help foster a culture of belonging and inclusiveness within the FIU community". He added that targets within said goal include analyzing findings and developing recommendations in response to the University-wide belong survey, continuation of Diversity, Equity, and Inclusion initiatives, and strengthening FIU's accessibility infrastructure.

Interim President Jessell stated that the sixth goal pertained to "significant events or milestones of major impact to the University, including FIU development, community, and engagement initiatives, workplace culture enhancement, and local, regional, and national academic engagement, visibility, and ranking." He provided an overview of the targets within said goal, namely supporting initiatives, events, communications, and programs that assist in raising FIU's reputation, representing FIU at community functions and events, actively participating in FIU events and programs, meeting with legislative, educational, and community partners, and assisting in donor relations and development.

A motion was made and unanimously passed that the FIU Board of Trustees Governance Committee recommend that the FIU Board of Trustees adopt the Interim President's Performance Goals for Incentive Compensation for the term of his employment agreement as presented and provided in the Board materials.

4. New Business

No new business was raised.

5. 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 Tuesday, April 26, 2022 at 12:14 p.m.

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