



**Board of Trustees Annual Retreat Meeting Minutes
Monday, October 1 – Tuesday, October 2, 2018
Vero Beach Hotel
3500 Ocean Drive, Vero Beach, FL 32963**

Chair Anthony Barbar convened the annual retreat of the Florida Atlantic University Board of Trustees with the following Board members participating:

Vice Chair Abdol Moabery, Trustees Brent Burns, Shaun Davis, Michael Dennis, Malcolm Dorman, Brad Levine, Kyle MacDonald, Robert Rubin, Robert Stilley, and Kevin Wagner.

The following FAU Foundation board members attended Day One: Zach Berg, Stewart Martin, Patricia McKay, Brian Poulin, Steve Schmidt, Sue Skemp and Richard Yules.

The following FAU Alumni Association board members attended Day One: Pablo Paez and Tiffany Weimar.

The following FAU Finance Corporation board members attended Day One: J. Michael Woody and Thomas Workman, Jr.

The following university officials attended:

John Kelly, University President; Jeff Atwater, Vice President for Financial Affairs and Chief Financial Officer; Bret Danilowicz, University Provost and Chief Academic Officer; Daniel Flynn, Vice President for Research; Peter Hull, Vice President for Public Affairs; David Kian, Vice President of Legal Affairs and General Counsel; Corey King, Vice President of Student Affairs; Danita Nias, Vice President for University Advancement and CEO of the FAU Foundation, Inc.; Stacy Volnick, Vice President of Administrative Affairs and Chief Administrative Officer; Brian White, Vice President for Athletics; Meghan DeFord, Assistant Vice President of Alumni and Community Affairs; and Andrew LaPlant, Board of Trustees Operations.

Monday, October 1 – DAY ONE

Chair Barbar called the retreat to order and welcomed everyone, including the participating FAU Foundation, Alumni Association, and Finance Corporation board members. He introduced Ms. Rosie Baker, facilitator of the retreat.

Ms. Baker started by having everyone introduce themselves in the room and outlined the day.

Chair Barbar introduced President John Kelly. Pres. Kelly went over the FAU strategic plan presentation. Areas of discussion included the following:

- Income Revenue
 - Executive MBA



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- More out of state students, including international
- Pillars
 - Healthy Aging
 - Sensing and Smart Systems
 - Neuroscience
 - Ocean Science and Engineering/Environmental Science
- Improving the University's National Reputation
 - Attracts High Quality Faculty and Students
 - Enhanced Media Coverage
 - Advertising and Branding
 - Expanded Retail Presence
- Raising the Bar
 - Recruiting
- Merit Scholars
- Athletics
 - Schmidt Center Video
 - Football 2017 Accomplishments
 - Tennis Complex
- Increased Research Funding
- BOG Metrics
 - Pathway to Emerging Preeminent
- Strategic Partnerships
 - Max Planck
 - Stronger ties with Israel
- Strategic Initiatives

Comments included the need for more external data, not internal. Staff needs to improve how it sells itself. FAU needs to package the why: Why should someone give?

Danita Nias and Pete Lasher and Pat Watson of GGA presented an Overview of a Comprehensive Campaign. Topics included:

- Institutional Context
- Critical Campaign Success Factors
- Fundraising Performance
- Institutional Leadership



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- Volunteer Leadership
- Organizational Structure
- Advancement Budget
- Recommendations
- Growth Scenarios
- Next Steps

Rosie Baker showed the video, “Seeing Things Differently”. Trustees shared their biggest takeaways from the video.

Nias, Lasher and Watson presented Case for Support and Philanthropic Priorities

- Next step of GG&A feasibility study
 - Create a key set of priorities for prospective donors that align with articulated institutional priorities
 - Create a presidential engagement plan to govern President Kelly’s time
- Guiding Questions
 - What makes FAU distinct?
 - Trustees, board members and executive leadership team discussion
- Role of Volunteer Leaders
 - Partnership with academic and advancement professionals
 - Ideal Volunteer Partner
 - Create a campaign advisory working group chaired by Pres. Kelly and comprised of select BOT, FAUF, support boards and groups, and community members

Everyone participated in a discussion about the presentations of the day.

-END DAY ONE-

Tuesday, October 2 – DAY TWO

President John Kelly and Danita Nias reviewed the prior day’s meeting and went over next steps.

Pres. Kelly spoke about topical items to the board. A question and answer session followed.

Pres. Kelly presented the FAU 100 plan.

The trustees and executive leadership team discussed the presentation.



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Full Board Action Meeting

Chair Barbar convened the full board action meeting of the Florida Atlantic University Board of Trustees with the following Board members participating:

Vice Chair Abdol Moabery, Trustees Brent Burns, Shaun Davis, Michael Dennis, Brad Levine, Kyle MacDonald, Robert Rubin, Robert Stilley, and Kevin Wagner.

Public Comments

No Public Comment

Action Agenda

I. Approve FAU's Compliance and Ethics Program (CEP)

Associate Vice President for Compliance, Elizabeth Rubin, presented FAU's Compliance and Ethics Program to the board for approval. Trustee Moabery asked to add having a corrective plan to prepare if we are out of compliance on any issue. Ms. Rubin agreed to add "corrective action plan" to the end of Section H on page 9 of the CEP. **There was a motion and a second to approve the CEP with the addition of a corrective action plan. With no further discussion or changes, the motion passed unanimously.**

II. Capital Improvement Plan Amendment

Vice President for Administrative Affairs and Chief Administrative Officer Stacy Volnick spoke about a change in funding for the Schmidt Family Complex. Vice President for Financial Affairs and Chief Financial Officer Jeff Atwater said originally the board approved a \$50 million complex and a separate \$15 million College of Business expansion. Through further development, the two projects were now combined, with a new total amount of \$72 million, for which approval was sought by the proposed amendment. **There was a motion and a second to table the Capital Improvement Plan Amendment until the November meeting, when the Budget and Finance Committee could review the revised sources and totals. With no further discussion, the motion passed unanimously.**

III. Strategic Plan – Approve BOG Submission Documents

Vice President for Legal Affairs and General Counsel David Kian presented the Strategic Plan that was approved in 2015 by the Board. He said that since it had been sent to the BOG for approval, the BOG had added a requirement that certain data be submitted as well. Trustee Davis asked if we can add a box for 2017 to compare. Kian said that could be done outside of the submission. Davis agreed. **There was a motion and a second to approve the BOG**



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Strategic Plan Submission Documents. With no further discussion or changes, the motion passed unanimously.

IV. 2017-18 Presidential Review

Chair Barbar reviewed his evaluation of President Kelly's performance during the 2017-18 fiscal year, including the process he went through to obtain relevant information. The evaluation rated Pres. Kelly's performance as "Exceptional." Several Trustees expressed their agreement. **There was a motion and a second to approve Chair Barbar's evaluation as written. With no further discussion or changes, the motion passed unanimously.**

There was a motion and a second to approve a performance bonus for Dr. Kelly of 20% of his base salary, consistent with his exceptional annual evaluation and in accordance with the terms of employment agreement. With no further discussion or changes, the motion passed unanimously.

Chair Barbar advised the Board that Dr. Kelly's employment agreement expires in February 2019. **There was a motion and a second to authorize Chair Barbar to (i) contract with the presidential compensation consultant to update his 2016 compensation survey, and (ii) to negotiate a new employment agreement for Dr. Kelly to be presented to the BOT by February 2019. With no further discussion or changes, the motion passed unanimously.**

V. Board Elections

Chair Barbar called for nominations for Board Chair. **Chair Barbar and Trustee Levine were nominated. After discussion among the Trustees, Chair Barbar was re-elected to serve as Chair upon the vote of all Trustees except Trustees Levine and Rubin.**

Chair Barbar called for nominations for Board Vice Chair. **Vice Chair Moabery and Trustee Levine were nominated. After discussion among the Trustees, Vice Chair Moabery was re-elected to serve as Vice Chair upon the vote of all Trustees except Trustees Levine and Rubin.**

The meeting was adjourned.