

Meeting Minutes
Wednesday, November 14, 2007
Ft. Lauderdale Campus
111 East Las Olas Boulevard, Ste. HEC 1110
Ft. Lauderdale, Florida 33301

Chairman Norman Tripp convened the meeting of the Florida Atlantic University Board of Trustees (BOT) at 2:10 pm. with the following members participating:

Trustees Scott Adams, Nancy Blosser, Bill Bryant, Armand Grossman, Rajendra Gupta, Lalita Janke, Sherry Plymale, Eric Shaw, Robert Stilley, Tony Teixeira, and George Zoley.

Absent: Trustees David Feder.

The following university officials participated:

Mr. Frank T. Brogan, President; Dr. John Pritchett, Provost; Mr. David Kian, General Counsel; Dr. Jennifer O’Flannery, Chief of Staff; Dr. Kristen Murtaugh, Vice President MacArthur Campus; Dr. Ken Jessell, Vice President for Financial Affairs; and Mr. Tom Donaudy, Vice President for Facilities.

I. Call to Order

Chairman Norman Tripp convened the Full Board Meeting at 2:10 pm.

II. Approval of the meeting minutes.

With no additions or corrections to the minutes there was a motion to approve the minutes for the September 10, 2007 special BOT meeting by Trustee Sherry Plymale. **The motion was seconded by Trustee Scott Adams. The motion passed unanimously.**

III. Chairman’s Report

Trustee Tripp introduced Dr. Joyanne Stephens, Vice President of the Broward Campuses to give a welcome. Dr. Stephens welcomed the BOT and thanked her staff and the President’s staff for the coordination of the meeting. She invited the trustees to visit the new Downtown Plaza, displaying the names of the past and present trustees.

Trustee Tripp gave a report on the September Board of Governors (BOG) meeting. There were many issues of governance that were discussed. FAU’s BOT and administration is working with the Chancellor of the BOG on legislative issues. On Thursday, November 8, 2007, Dean Colson, the Special Advisor to the Governor on Higher Education issues visited FAU for a campus tour and meeting with President Brogan and Trustee Tripp. Mr. Colson is helping the Governor and his staff to better understand Florida’s public higher education system and how the State can and should collectively plan for the growth and the future.

Trustee Tripp served as the Chair to the African American Library celebration in Broward County. FAU sponsored the event. Trustee Tripp thanked Dr. Jennifer O'Flannery for taking the lead in attending many of the meetings and helping to make the event a success. Trustee Tripp noted that FAU's 2007 Homecoming was a success. Trustee Tripp noted that he has spent at least six hundred hours working as Chair of the BOT since January. He acknowledged the commitment it takes to as a trustee as well as Chair and felt it was important that the BOG and the Chancellor to know how much time Trustees spend serving their communities and prospective universities. Trustee Tripp acknowledged Trustee George Zoley and his service to FAU during his tenure as a trustee.

Trustee Tripp asked Dr. Ken Jessell to introduce the new Senior Vice President for University Advancement and Alumni Affairs. Dr. Jessell stated that the Executive Committee of the FAUF Board recommended approval of Mr. Randy Talbot as Executive Director of the FAUF to the FAUF Board of Directors. President Brogan thanked Dr. Jessell for his service during the interim, Dr. Anne Boykin for leading the search committee, the search committee, and the members of the FAUF for helping in terms of working with the search and their charge in making sure the FAUF is in a stronger position as it gears up for its capital campaign.

IV. Medical Education Partnership Update

Trustee Tripp introduced Dr. Pascal Goldschmidt, Dean of the University of Miami Miller School of Medicine (UMMSM); and Steve Sloate, Senior Vice President and Chief Strategy Officer of the Boca Raton Community Hospital to give an update on the medical education partnership. Dr. Michael Friedland commented that the first four-year class was admitted August 2007. Recruitment of faculty for roles as preceptors to have oversight and mentoring of students is currently taking place and there was an approval of the new internal medical residency program involving John F. Kennedy Hospital and the Veteran's Hospital as a component of UMMSM at FAU Regional Campus. Dr. Pascal addressed the BOT regarding the partnership with UMMSM, FAU, and BRCH. Dr. Pascal noted that the students that are enrolled in the program come with an average grade point average are 3.7 and an average MCAT score of 31.5. The first class that will complete the entire program at FAU entered in the summer of 2007. The medical program has created the first residency training program in Palm Beach County. Dr. Goldschmidt thanked the BOT on behalf of UMMSM for the opportunity to be a part of the program.

Mr. Steve Sloate gave an update from the hospital perspective on three aspects: graduate medical education component, space within which the learners will participate in the educational process, and where the BRCH is in its trajectory. Pertaining to the graduate medical education component, a recent survey completed by Palm Beach Medical Society indicated that 50% of physicians in Palm Beach County intend to retire in five years. To insure an adequate supply of physicians to treat the Baby Boom generation and the manifestation of chronic disease inherit in that generation is to get as close to the educational pipeline as possible. The intent of the medical program is to have more than 300 residents completing residencies between the northern end of the county at John F. Kennedy Medical Center and the Veteran's Administration Medical Center and at the southern end of the county at the BRCH. Mr. Sloate added that Dr. Greenwall has been added to the BRCH staff to focus on academic program development and physician relations. It is BRCH intention is to begin recruit and fill 125 residencies one year prior to the new hospital opening.

Mr. Sloate stated that in the affiliation agreement and the lease agreement that was entered into by UMMSM, FAU, and BRCH there are specific requirements related to making the teaching hospital one of the safest in the United States as well as ensuring that there is adequate facilities to make the education experience the best possible. Representatives from all of the parties have been involved in making sure that the space planning is efficient. The teaching hospital will be known as the Charles E. Schmidt Medical Center due to the \$75 million donation to the project. The project will add at least \$2.2 billion to the economy because of the incoming capital by donations, selling and redevelopment of the existing property, and creating 1100 jobs for construction of the project. There are some hurdles that need to be cleared such as raising \$250 million in philanthropy and raising \$100 million in pledges before the hospital opens which is currently on track. Debt has to be secured through the bond market in excess of \$300 million which is predicated on the current hospital operations. Because of what has happened in the real estate market in the past 2 years, hospital in the Palm Beach County are experiencing decrease in their inpatient census, the number of procedures done, and the number of emergency room visits. These challenges are being monitored from quarter to quarter to ensure that the philanthropy is in hand, the economic performance of the existing hospital in hand, and the groundbreaking is on schedule.

Trustee Tripp thanked Dr. Goldschmidt and Mr. Sloate and stated that UMMSM and BRCH have the full support of the BOT.

V. Audit and Finance Committee

Trustee Nancy Blosser

Trustee Nancy Blosser reported that the Audit and Finance Committee met on October 24, 2007. Three agenda items resulted in motions to come before the committee for approval. Due to the excellent attendance at that meeting, these items were fully vetted.

AF: A-1. Recommendation to Approve Amendment to Regulation 8.001 to Implement Legislative and Board of Governors Established Increases in Student Fees Effective Spring Semester of Academic Year 2007-2008. There was a motion by Trustee Blosser to approve item listed. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously.

AF: A-2. Recommendation to Approve the Audit and Finance Committee Charter. There was a motion by Trustee Sherry Plymale to approve the item listed. The motion was seconded by Trustee Rajendra Gupta. The motion passed unanimously. Trustee Tripp extended thanks to Mr. Morley Barnett, Dr. Ken Jessell, and Trustee Robert Stilley for working diligently on the Audit and Finance Committee Charter.

AF: A-3. Recommendation to Approve the Proposed Amendments to Regulation 1.005, Public Information and Inspection of Records and 1.007, Agency Clerk. There was a motion by Trustee Nancy Blosser to approve the item listed. The motion was seconded by Trustee Lalita Janke. The motion passed unanimously.

VI. Committee on Academic and Student Affairs

Trustee Armand Grossman

Trustee Armand Grossman reported that the Committee on Academic and Student Affairs met on October 24, 2007. Five agenda items resulted in motions to come before the committee for approval. Due to the excellent attendance at that meeting, these items were fully vetted.

AS: A-1. Approval of New Regulation on Academic Programs: a. Regulation 3.002 on Approval of New Academic Programs and b. Regulation 3.003 on Academic Program Termination. There was a motion by Trustee Armand Grossman to approve the item listed. The motion was seconded by Trustee Sherry Plymale. The motion passed unanimously.

AS: A-2. Approval to Repeal Regulation 3.001 on Continuing Education. There was a motion by Trustee Armand Grossman to approve the item listed. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously.

AS: A-3. Approval to Amend Regulation 5.003 on Limited Access to Employee Records. There was a motion by Trustee Armand Grossman to approve the item listed. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously.

AS: A-4. Approval to Amend Regulation 5.004 on Student Records. There was a motion by Trustee Armand Grossman to approve the item listed. The motion was seconded by Trustee Nancy Blosser. The motion passed unanimously.

AS: A-5. Approval to Establish a Graduate College. There was a motion by Trustee Armand Grossman to approve the item listed. The motion was seconded by Trustee Eric Shaw. Trustee Shaw commented that faculty is delighted and the addition of a graduate college will further FAU's research program, will increase chances of earning grants, and will attract more Ph.D. students. The motion passed unanimously.

VII. Lifelong Learning Society Overview

Trustee Tripp introduced Mr. Ely Meyerson to give an overview on the Lifelong Learning Society (LLS). FAU's LLS was created in 1980 and has grown to become the largest and most outstanding program in the nation. The mission of the program is to develop and offer university level, non-credit courses throughout the full service area. The Jupiter, Treasure Coast campuses' programs were started in 1997 and 2006 respectively. The Broward campus program was started in 2006 but had to be scaled down due to budget cut-backs this year. Last year (2006-2007) a total of 19,000 LLS students accounted for 35,000 class registrations. There are several unique features of the LLS that distinguish it from other programs and accounts for its success. Approximately 80% LLS faculty have regular teaching appointments at FAU. In exchange for teaching at the LLS, faculty receives stipends to supplement their salaries. LLS offers 180 courses in 2006-2007 in the areas of current affairs, music, general education, Jewish studies, philosophy, history, literature/theater, and science. The LLS has the finest facilities in the nation constructed largely with student gifts: The Barry and Florida Friedberg Lifelong Learning Center in Boca Raton and the Elinor Beron Rosenthal Lifelong Learning Complex in Jupiter. The LLS is annual budget is approximately \$2 million with an income that is derived almost entirely from course registration and membership fees. Due to large enrollments LLS has been able to generate reserves that have been the source of major gifts to FAU. The gifts made to FAU include two teaching auditoriums; and over \$1.5 million dollars in scholarships, graduate assistantships, endowed professor positions, faculty travel funds, and the Center for Teaching Excellence. The LLS has established the following goals to guide the program for the next five years:

- 5% annual growth
- Affordable course fees

- FAU's teaching and research programs
- Diversify the curriculum
- Community outreach

Trustee Tripp stated that the BOT was very proud of the LLS and what it is doing in the community. President Brogan stated that the faculty associated with LLS helps to make the participation of students so great.

VIII. Innovation Village Update

Trustee Tripp introduced Mr. David Kian to give the Innovation Village update. Mr. Kian announced that there is an ongoing website that will be dedicated to Innovation Village located at www.fau.edu/innovationvillage. There will be constant updates of all facets of the development of all of the components of Innovation Village to include program developments, timelines, and links to public announcements. Once construction begins there will be a live webcam out on the construction site that will give daily shots of the progress on the projects. The website will also contain artist renderings. The website will discuss the recreation, residence, and retail component of Innovation Village.

The University Housing office has been working with the Facilities Office to develop the program for the request for proposal (RFP) for the architectural engineers on the first stage of housing. The residential facilities will be located on the northeast side of FAU's Boca Raton Campus. The first stage will be 600 beds in 2009 and the second stage will include 600 beds in 2010. Depending on FAU's ability to fill the first 1200 beds in the first two years, there will be a third stage of 300-600 beds in 2011-2012. The program that is currently in place (in draft form) is estimating the budget to be in the upwards of \$40 million for the first stage and capping at approximately \$50 million. The administration expects to the program to be completed with necessary authorizations by the end of November, which will allow for the public advertising by mid-December. The program contains the necessary timelines for design, construction etc. and will be linked on the webpage.

The formal construction program for the retail component of Innovation Village has not begun. It will be done in conjunction with the housing and recreation component. Since the BOT's authorizations the preliminary sketches has been expanded with two different artist renderings that are available on the webpage. The retail aspect is being integrated, architecturally, to create a seamless creation with the residential components and the athletic components. There will be a minimum of 60,000 square footage of retail space. The retail aspect will be service support retail for FAU.

There are several new renderings of the stadium that are more specific to FAU's Boca Raton campus. Based on the University of Central Florida and other universities' stadiums, it was apparent FAU could target a design and construction cost of \$62 million and produce a stadium of approximately 32,000 seating capacity. The projections on the stadium structure are now in the refining process. There will be an incorporation of the retail aspect, residential aspects, and other aspects of campus life in the stadium (i.e., student activities, band program). The RFP's for the architectural engineer will be added to the webpage in January.

Mr. Kian discussed the financing aspect of Innovation Village. The administration has been working to integrate the sales of the stadium with the sponsorship of the stadium components.

The combination will form benchmarks which will include philanthropic support and debt support. The more that is generated through sales, sponsorship, and philanthropy, the less is incurred in debt. The administration has taken the financial figures from the Proforma developed with Johnson Consulting, to identify levels of need that needs to be attained through sales of premium seating, sales of various sponsorships, and philanthropic support. A marketing campaign is being developed that will enable achievement of the levels financial income. Mr. Kian discussed the naming opportunities and premium seating opportunities that are available. In order for the stadium component of Innovation Village to succeed there must be a successful athletic component, therefore there will be a linkage of the opportunity of access to the stadium with financial of support to the university's athletics program. Due to the coupling of the sale of the interest in the stadium and the philanthropic support there needs to be clarification on tax implications. The final tax recommendations will be provided to the next BOT at the December 12, 2007, committee meeting.

In addition to the RFP for the architectural engineer a request for qualifications (RFQ) for the credit underwriter to support the construction cost that will not be raised through sponsor support and ticket sales will be posted in early 2008. The project is unified project, and the BOT will be updated regularly on each of the components.

IX. President's Evaluation

Trustee Norman Tripp

Trustee Tripp asked President Brogan to leave while his annual evaluation was discussed. Trustee Tripp stated that rather than asking questions to complete President Brogan's evaluation, he requested the BOT to email comments regarding the evaluation report. The comments that were emailed reflected President Brogan's tenure with FAU.

President Brogan's contract is up for renewal and Trustee Tripp recommended that a consulting firm be hired to advise the BOT on the general status of salaries of Presidents in comparable universities in the nation. Trustee Sherry Plymale asked if the firm would advise the BOT through all the components of the contract negotiations. Trustee Tripp stated that the firm would advise the BOT for an eight to ten month period. Trustee Scott Adams asked when President Brogan's contract expired. Mr. Kian stated in February or March of 2009. **There was a motion by Trustee Tripp to interview and hire a firm to advise the BOT on all the components of President Frank Brogan's contract negotiations. The motion was seconded by Trustee Plymale. The motion passed unanimously.**

At the September BOT retreat, President Brogan submitted his written self assessment and an evaluation of his work for the 2006-2007 academic year and the goals and challenges for the 2007-2008 academic year. The BOT Chair's review considers the past academic year and the completion of five years as President of FAU. The evaluation includes input and correspondence received by Trustees as well as comments made by Trustees in full board and committee meetings. The evaluation also includes interviews of members of the public, university stakeholders, community leaders, faculty, administrators, students, state university representatives, and community college partners. Trustee Tripp highlighted the evaluation process, listed persons interviewed, discussed the common themes from the interviews, discussed the completed goals for 2006-2007, and discussed the goals and challenges for 2007-2008. Trustee Tripp stated that President Brogan requested that the BOT not approve any compensation over the \$1000 bonus afforded to each eligible university employee. Trustee Tripp asked the BOT if there was anything that needed to be added. Trustee Plymale stated that

the evaluation was very comprehensive and President Brogan has done a great job. **Trustee Lalita Janke made a motion to for the BOT to accept the President's evaluation. The motion was seconded by Trustee Eric Shaw. The motion passed unanimously.**

X. President's Report

President Frank T. Brogan

Trustee Tripp asked President Brogan to give the President's Report. President Brogan thanked the Board for the comprehensive evaluation and the total vetting of the evaluation. President Brogan stated that he will be attending the Governor's Juvenile Justice Committee Meeting on November 15, 2007. He is also been participating as a member of National Collegiate Athletic Association. Governor Charlie Crist visited FAU in September and spoke to the medical education students. The fall commencement will be held on December 14, 2007 with three ceremonies held in the Arena. Dr. Steve Swanson, distinguished alum, is scheduled to speak at the commencement ceremonies and will receive an honorary doctorate degree.

The legislature will approve to move forward with the FAU partnership with the Max Planck Institute. The Presidential Debates will take place on FAU's campus in January. The dates will be confirmed by NBC soon. FAU is working with NBC and Leadership Florida to make this a successful event. Dr. Larry Lemanski is leaving FAU and going to serve as Vice President of Research at Temple University.

FAU's basketball season has started and games will be held in the new arena. FAU's football team will be playing the University of Florida, November 17, 2007.

The Harbor Branch Oceanographic Institute celebration will be on Wednesday, November 28, 2007 at 3:00pm.

XI. Approval of the 2008 BOT Meeting Schedule

Trustee Tripp stated that unless there are any issues with the meeting schedule will stand. There will be flexibility to the schedule as needed.

XII. Old Business

There was no old business.

XIII. New Business

XIV. BOT Member Comments

Trustee Robert Stilley commended President Brogan on the work he has done to date and encouraged him to continue to make decisions. Trustee Armand Grossman acknowledged President Brogan's leadership and the advancement in FAU due to his hard work and the work of the staff. Trustee Nancy Blosser commended the President's evaluation and thanked President Brogan for his hard work. Trustee George Zoley commended Trustee Tripp on his work on the President's evaluation. Trustee Tony Teixeira extended his thanks to the BOT. Trustee Tripp acknowledged Trustee Teixeira with his leadership of the student body and his work on the BOT. Trustee Eric Shaw expressed his gratitude for President Brogan's Leadership. Trustee Plymale echoed Trustee Shaw's sentiment of gratitude for President Brogan's Leadership. Trustee Zoley stated that it was an honor to serve on the FAU BOT. Trustee Tripp thanked Trustee Zoley for his work on the FAU BOT.

XV. Public Comments

There were no public comments.

XVI. Adjournment

The meeting adjourned at 4:45 p.m.

DRAFT