



Item: IV.

WEDNESDAY, NOVEMBER 18, 2009

SUBJECT: APPROVAL OF MINUTES

PROPOSED BOARD ACTION

Approve the minutes for the following board meetings:

August 19, 2009

September 23, 2009

October 21, 2009

BACKGROUND INFORMATION

N/A

IMPLEMENTATION PLAN/DATE

N/A.

FISCAL IMPLICATIONS

N/A.

Supporting Documentation: **Listed Minutes**

Presented by: Mary Mertz, BOT Liaison

Phone: 561-297-3450



**Draft Meeting Minutes
Wednesday, August 19, 2009
Conference Call**

Chairwoman Nancy Blosser convened the full board meeting of the Florida Atlantic University Board of Trustees at with the following members participating:

Trustees Scott Adams, Anthony Barbar, William Bryant, David Feder, Armand Grossman, Rajendra Gupta, Lalita Janke, Timothy Lenz, Sherry Plymale, Robert Stilley, Tiffany Weimar, and Thomas Workman.

The following university officials attended:

Mr. Frank T. Brogan, President; Mr. David Kian, Senior Vice President of Strategic Relations & General Counsel; Mr. Randy Goin, Chief of Staff & BOT Liaison; Dr. John Pritchett, University Provost; Mr. Dennis Crudele, Interim Senior Vice President for Finance and Administration; Dr. Joyanne Stephens, Vice President and Associate Provost for Regional Campuses; Dr. Kristen Murtaugh, Vice President for Strategic Planning; and Dr. Charles Brown, Senior Vice President of Student Affairs.

I. Call to Order and Roll Call

Chairwoman Nancy Blosser convened the full board meeting at 9:04 am.

II. Chair's Report

Trustee Blosser discussed the upcoming BOT retreat scheduled for September 22-23. She reminded the board of the State of the University event scheduled for September 9, 2009 and invited the board to breakfast at the Baldwin House the morning of the event. Trustee Blosser announced that Randy Goin, Chief of Staff and BOT Liaison, will be leaving the university to work as the Chancellor's Chief of Staff at the Board of Governor's office in Tallahassee.

III. President's Report

President Frank Brogan outlined the events taking place during his transition from University President to his new role as Chancellor of the State University System:

- August 19, 2009 Student Move-In Day at Jupiter
- August 20, 2009 Student Move-In Day at Boca Raton
- August 27, 2009 Welcome Back Bonfire
- September 1, 2009 President's Luncheon Dania Beach Auditorium
- September 1, 2009 President's Ice Cream Social at Dania Beach SeaTech
- September 1, 2009 President's Reception at FAU Fort Lauderdale Downtown
- September 2, 2009 President's Reception at FAU Treasure Coast
- September 2, 2009 President's Ice Cream Social at FAU MacArthur Campus
- September 9, 2009 FAU's State of the University
- September 10, 2009 President's Final Run

IV. Approval of the Minutes

There was motion to approve the July 22, 2009 meeting minutes by Trustee Lalita Janke. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously.

V. Approval of the Naming and De-Naming of Certain University Elements

There was a motion to approve the naming of the “Barry Kaye Program of Risk Management and Insurance” and remove the Barry Kaye name from the College of Business and the School of Finance, Insurance and Economics by Trustee Armand Grossman. The motion was seconded by Trustee Anthony Barbar. The motion passed unanimously.

VI. Approval of the Termination of Ground Lease with Boca Raton Community Hospital

There was a motion to approve a Ground Lease Termination Agreement terminating the December 19, 2006 Ground Lease between FAU and the Boca Raton Community Hospital by Trustee Armand Grossman. The motion was seconded by Trustee Lalita Janke. The motion passed unanimously.

VII. Approval of Regulation for Legislative and Board of Trustees Established Increases in Student Tuition and Fees for Academic Year 2009-2010

There was a motion to approve the regulation for Legislative and Board of Trustees established increases in student tuition and fees for Academic Year 2009-2010; the establishment of a Differential Tuition for Undergraduate students; the establishment of a Technology Fee; an increase in the Athletic fee; an increase in the Health Fee; an increase in the Activity and Service Fee; and authorize the University President to amend the regulation as necessary, consistent with Board of Governors and Board of Trustees directives and guidelines by Trustee Robert Stilley. The motion was seconded by Trustee Anthony Barbar. The motion passed unanimously.

VIII. Approval of the Certification and Establishment of the DSO for Innovation Village

There was a motion to adopt a Board of Trustees resolution certifying that the FAU Finance Corporation (“FAUFC”) is operating in a manner consistent with the goals of the university and in the best interest of the state, and establishing FAUFC as a direct-support organization of FAU, pursuant to Section 1004.28, Florida Statutes by Trustee Anthony Barbar. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously.

VII. Old Business

There was no old business.

VIII. New Business

There was no new business.

IX. BOT Member Comments

Trustee Lalita Janke commented that she visited the agency, Recordings for the Blind and Dyslexic on FAU’s Boca Raton campus. She encouraged the board to visit the agency as their time permits.

X. Public Comments

There were no public comments.

XI. Adjournment

There was a motion to adjourn the meeting by Trustee William Bryant. The motion was seconded by Trustee Lalita Janke. The motion passed unanimously. The meeting adjourned at 9:59 am.



**Draft Meeting Minutes
Wednesday, September 23, 2009
Annual Retreat**

Trustees participating:

Trustees Scott Adams, Anthony Barbar, Nancy Blosser, William Bryant, David Feder, Armand Grossman, Rajendra Gupta, Lalita Janke, Timothy Lenz, Sherry Plymale, Robert Stilley, Tiffany Weimar, and Thomas Workman.

The following university officials attended:

Dr. John Pritchett, Interim President; Mr. David Kian, Senior Vice President of Strategic Relations & General Counsel; Ms. Mary Mertz, BOT Liaison; Mr. Dennis Crudele, Interim Senior Vice President for Finance and Administration; Dr. Joyanne Stephens, Vice President and Associate Provost for Regional Campuses; Dr. Kristen Murtaugh, Vice President for Strategic Planning; and Dr. Charles Brown, Senior Vice President of Student Affairs.

The following Board actions occurred during the discussion regarding the presidential selection and search.

Presidential Search

Motion made and seconded to commence search for new president immediately.

Passed: 9 for, 4 against

Contract for Interim President

Motion made and seconded to authorize Chair to negotiate an interim contract with John F. Pritchett and to request that the FAU Foundation provide any additional salary support necessary.

Passed unanimously.

Appointment of Search Committee

Motion made and seconded to delegate to the Chair authority to appoint a search committee comprised of: at least 3 Trustees; 1 faculty; 1 student; 1 alumni representative; 1 FAU Foundation representative; 1 dean, 1 Staff, 1 community representative; and 1 at Chair's discretion.

Passed unanimously.

Search Consulting Firm Contract

Motion made and seconded authorizing Chair to negotiate with and present to the BOT for approval, a contract with an executive search consulting firm that has either contracted with or been pre-qualified by another public agency.

Passed unanimously.



Draft Meeting Minutes
Wednesday, October 21, 2009
Boca Raton Campus – BOT Conference Room
777 Glades Road, Boca Raton, Florida 33431

Chairwoman Nancy Blosser convened the special full board meeting of the Florida Atlantic University Board of Trustees at with the following members participating:

Trustees Scott Adams, Anthony Barbar, William Bryant, David Feder, Armand Grossman, Rajendra Gupta, Lalita Janke, Timothy Lenz, Sherry Plymale, Robert Stilley, Tiffany Weimar, and Thomas Workman.

The following university officials attended:

Dr. John Pritchett, Interim President; Mr. David Kian, Senior Vice President of Strategic Relations & General Counsel; Ms. Mary Mertz, BOT Liaison; Mr. Dennis Crudele, Interim Senior Vice President for Finance and Administration; Dr. Joyanne Stephens, Vice President and Associate Provost for Regional Campuses; Dr. Kristen Murtaugh, Vice President for Strategic Planning; and Dr. Charles Brown, Senior Vice President of Student Affairs.

I. Call to Order and Roll Call

Chairwoman Nancy Blosser convened the full board meeting at 10:15 am. Trustee Blosser stated the purpose for the meeting to approve the Presidential Search Consultant's contract. She asked board members to complete the retreat survey and submit it to board staff. She also discussed the hand-out given to board members which was a review of the discussions from the 2009 Board Retreat.

II. Approval of Presidential Search Consultant Contract

Trustee Blosser stated that at the September 23, 2009 BOT retreat, the BOT authorized her to select and negotiate a contract with a consultant to provide services for FAU's presidential search. The Board's resolution required the selected consultant to have previously contracted with, or been pre-qualified to contract with, another public university through a competitive selection process. The Board's resolution also required that the Chair submit her recommendation to the Board for approval. After the BOT retreat Trustee Blosser interviewed six firms and recommends the BOT retains the services of R. William Funk and Associates.

Trustee Blosser asked Mr. David Kian to give an overview of the consultant's contract.

There was a motion to approve a contract with R. William Funk & Associates for the provision of presidential search consulting services to the Board of Trustees by Trustee Nancy Blosser. The motion was seconded by Trustee Rajendra Gupta. Trustee William Bryant asked how many of the consultant's staff will staff FAU's presidential search. Trustee Blosser responded that Mr. Funk will be the primary staff facilitating the search and as the search progresses additional staff may be added as needed. Trustee Bryant asked about the timeline of the search. Trustee Blosser provided a rough estimate on the timeline, applications anticipated to close out in January, and a potential decision in late March or early April. Trustee Bryant asked how much the fee was for the previous search firm. Trustee Blosser was not sure, but Trustee Plymale and Grossman recalled it was in excess of \$100,000. Trustee Scott Adams asked how the contract read regarding payment if the consultant does not provide suitable candidate or the BOT hires another candidate outside of his services. Mr. Kian responded that the BOT has the discretion to select the candidate.

If the candidate provided by the consulting firm fails to serve for two-years the consultant will provide an additional search at no additional cost. The contract is exclusive; therefore if the BOT were to select a candidate through another avenue, the university would be obligated to pay the consultant for services provided. Trustee Adams asked what will happen if the consultant does not bring any candidate per the specifications laid out by the BOT. Mr. Kian stated that if the consultant does not bring the candidate per the laid out specifications there could be a breach of contract. Trustee Adams asked about the timeline for the consultant to bring a candidate to the BOT and the additional costs. Mr. Kian stated that there is a timeline will be further developed during the course of the search. Mr. Kian added that FAU is obligated for the out of pocket expenses associated with the search. Trustee Thomas Workman asked what the ten percent covered. Mr. Kian responded that the ten percent covered the consultant's administrative cost. Trustee Blosser added that most of the consultants she reviewed had administrative costs that were at twelve percent. **Trustee Blosser called for the vote. The motion passed unanimously.**

Trustee Blosser named the eleven members of the Presidential Search Committee:

- Trustee Nancy Blosser, Chair of Board of Trustees
- Dr. Anne Boykin, Dean of the Christine E. Lynn College of Nursing
- Mrs. Camille Coley, Assistant Vice President, Division of Research
- Trustee David Feder, Board of Trustees
- Mr. David Gury, FAU Foundation
- Trustee Timothy Lenz, Board of Trustees, FAU University Faculty Senate
- Dr. Harry Orf, Vice President of Scientific Operations, Scripps Florida
- Neale Poller, FAU Alumni Association
- Trustee Robert Stilley, Board of Trustees
- Trustee Tiffany Weimar, Board of Trustees, FAU Student Government
- The Honorable Susan Whelchel, Mayor of the City of Boca Raton

Trustee Blosser reviewed the itinerary of Mr. Bill Funk, the Presidential Search Consultant for open forums scheduled at each of FAU's campuses. She added that if anyone can't attend any of the open forums they can participate in the Presidential Search website which will be live October 23, 2009. She encouraged the board to review the document in their packet that identified the characteristics and qualifications the board wanted to see in the next president. These will be used in the search add and position description that will be developed by the search consultant and distributed to candidates. The characteristics and qualifications will be updated if there is any additional feedback from the open forums and the comment section of the presidential search website. Trustee Blosser asked if there were any questions. Trustee Janke asked if Dr. Pritchett could be asked to apply for the position of president. Trustee Blosser stated that there is nothing that precludes Dr. Pritchett from applying for the position.

VII. Old Business

There was no old business.

VIII. New Business

There was no new business.

IX. BOT Member Comments

There were no member comments

X. Public Comments

There were no public comments.

XI. Adjournment

There was a motion to adjourn the meeting by Trustee Nancy Blosser. The motion was seconded by Trustee Robert Stilley. The motion passed unanimously. The meeting adjourned at 10:52 am.