



Meeting Minutes
Wednesday, November 18, 2009
John D. Mac Arthur Campus
5353 Parkside Drive, Jupiter, Florida 33458

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:

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; Dr. Jeff Buller, Dean of the Harriett L. Wilkes Honors College.

I. Call to Order and Roll Call

Chairwoman Nancy Blosser convened the full board meeting at 10:18 am.

II. Chair's Report

Trustee Blosser extended thanks to all staff involved in making the meeting at this campus possible, particularly Dr. Joyanne Stephens and Dr. Jeff Buller. Trustee Blosser updated the Board on her activities since the last full board meeting. She attended the Board of Governors Meeting on September 24, 2009, held at the University of South Florida, where Dr. Pritchett was officially presented and received approval as interim President of FAU. The presidential search officially commenced. There was a reception and an open forum held on October 26. The first search committee meeting took place October 27, following the search committee meetings there were open forums held on October 27 through October 28. The second search committee meeting was held on November 4. She noted that the discussions from the BOT retreat regarding the qualifications of the next president have been consolidated into a document that was emailed to the members of the BOT and will be posted on the presidential search website. She asked if the board has any comments, questions, or additions to the document. The application deadline for the presidential search is January 31, 2010. She discussed the presidential search website and noted an interactive part on the website which allows comments that are printed and kept in the President's office for review. She asked if there were any questions or concerns regarding the presidential search. There were no questions.

On November 5, Trustee Blosser and Trustee Armand Grossman attended the College of Business' Business Leader of the Year Award ceremony, honoring Keith Kanig. Also on November 5, she participated in a conference call with all BOT chairs in the State University System and the Chancellor. The Chancellor provided an update on the upcoming joint meeting with the Board of Education and Board of Governors. The Joint BOE/BOG meeting took place on November 11, 2009.

Trustee Blosser informed the Board that Trustees David Feder and Anthony Barbar were each reappointed to the BOT for a five year term.

III. President's Report

President Pritchett discussed two items. He noted that there are many important items on the university's agenda; the leadership team has not missed a beat. He also acknowledged the administration, deans, and individuals who work in presenting academic programs. He noted that in the next few months he anticipates reporting to the Board that the items the administration and university staff are working will be brought to completion.

President Pritchett discussed the campus development agreement for the Boca Raton Campus. In August, the City of Boca Raton was re-engaged in the process of the Boca Raton CDA. He thanked Mr. Tom Donaudy for his work on this.

IV. Approval of the Minutes

There was motion to approve the August 19, 2009, September 23, 2009, and the October 21, 2009 meeting minutes by Trustee Lalita Janke. The motion was seconded by Trustee Tom Workman. With no further discussion the motion passed unanimously.

V. Consent Agenda

There were no requests to remove any items from the consent agenda for discussion. There was a motion by Trustee Lalita Janke to approve the consent agenda. The motion was seconded by Trustee Lalita Janke. With no further discussion the motion passed unanimously.

a. Committee on Academic and Student Affairs

AS: A-1. Approval of 2010-2015 FAU Enrollment Plan

AS: A-2. Approval of Charles E. Schmidt College of Science Program Review

b. Strategic Planning Committee

SP: A-3. Approval of the Davie Campus Development Agreement

SP: A-4. Approval of the Renaming of "Continuing Education Hall" on Boca Raton Campus

c. Audit and Finance Committee

AF: A-1. Approval of Amendment to Florida Atlantic University's 2009-10 Regulation 8.001, Tuition, Fee Schedule and Percentage of Cost

AF: A-2. Approval of Amendment to Florida Atlantic University Regulation 6.008, Purchasing

VI. Action Agenda

a. Approval of FAU Board of Trustees 2009-2010 Meeting Schedule

Trustee Robert Stilley requested that a full board meeting be held on the Jupiter Campus. There was a motion to approve the FAU Board of Trustees 2009-2010 Meeting Schedule by Trustee Armand Grossman. The motion was seconded by Trustee Robert Stilley. With no further discussion the item passed unanimously.

b. Issuance of Debt to Finance the Construction of Certain Student Housing Facilities on the Boca Raton Campus of Florida Atlantic University; Approval of The FAU Finance Corporation Bylaws; Reimbursement of Expenditures Related to Capital Projects.

Trustee Blosser asked Mr. David Kian to present the items to the Board. Mr. Kian stated that items b. and c. include four documents. He asked permission of the Chair to defer consideration of two documents. The first item in part b: The BOT Resolution authorizing the DSO to issue Debt; and part c: The Ground Lease between FAU and the DSO. Both items

were presented to committees in October as information items. These items will be presented along with the management agreement and the development agreement in December.

The first item for BOT approval is the Approval of the Bylaws of the FAU Finance Corporation. The FAU Finance Corporation is the 501c3, not for profit corporation that the BOT authorized the formation of at the July meeting. The articles of incorporation were prepared and filed with the Secretary of State in August. The BOT certified the FAU Finance Corporation as a DSO of FAU at the August BOT meeting. The articles of incorporation approved in August require that the by-laws or any amendments to the by-laws be approved by the BOT. The FAU Finance Corporation's Board of Directors approved the by-laws without change. Trustee Scott Adams asked if he needed to abstain from voting because he serves on the Finance Corporation Board of Directors. Mr. Kian stated that Trustee Adams needed to abstain from voting on this item.

There was a motion to approve the FAU Finance Corporation By-laws by Trustee Anthony Barbar. The motion was seconded by Trustee Thomas Workman. With no further discussion and Trustee Scott Adams abstaining from the vote, the motion passed.

The second item for BOT approval is the Resolution to declare the Board's intent to be reimbursed for expenditures related to certain capital projects that are incurred prior to the closing of the financing of the Innovation Village. The financing is projected to close in February 2010 through the issuance of debt through the DSO that will be part of the developer's agreement that will be brought to the BOT for approval. Mr. Kian discussed the various projects associated with Innovation Village and the resolution in detail.

There was a motion to adopt a resolution of the Board of Trustees to declare its intent to be reimbursed for expenditures related to the Project by Trustee Lalita Janke. The motion was seconded by Trustee Thomas Workman. With no further discussion and Trustee Scott Adams abstaining from the vote, the motion passed.

- c. **Ground Sublease between FAU and the FAU Finance Corporation for housing facilities**
Removed from the agenda to be presented to the BOT at the December meeting.
- d. **Approval of the Boca Raton Campus Master Plan and Campus Development Agreement**
Mr. Donaudy stated the items have been vetted fully at the October committee meeting. Mr. Donaudy discussed the changes to the Boca Raton Campus Master Plan which were the following:
 - Inserted new language in sections 14.6 & 14.7 to address traffic management, law enforcement and fire-rescue operational impacts associated with events scheduled in the Stadium and Arena through an Interlocal Agreement to be developed between FAU and the City.
 - Added language in section 14.10 agreeing to conduct a site specific circulation and access traffic study based upon the proposed Henderson High School. This is to determine if a new entry point from NW 5th Avenue is required. If an entry point is required at NW 5th Avenue, the agreement states that this entry shall be used only for access to and from the Henderson School.

- Added a new section which states that the City of Boca and BOT will confirm their ongoing commitment to the Construction of an I-95 interchange as a high priority.

There was a motion to approve the Boca Raton Campus Master Plan Update and the concurrent approval of the Boca Raton Campus Development Agreement between Florida Atlantic University Board of Trustees and the City of Boca Raton by Trustee Lalita Janke. The motion was seconded by Trustee Robert Stilley. With no further discussion the motion passed unanimously.

e. Approval of the John D. MacArthur Campus Development Agreement

Mr. Donaudy discussed the changes to the John D. MacArthur Campus Master Plan and Campus Development Agreement which were the following:

- Updated information in section 7.7 regarding the Palm Tran access to John D. MacArthur Campus.
- Inserted the date of December 15, 2009 in section 9.3 to identify the date upon which FAU and the Loxahatchee Environmental Control District will enter into a Developer Agreement for Sanitary Sewer.
- Sections 10.6, 11.6 and 12.6 regarding transportation have been updated to include the traffic impact to the intersection at Central Blvd. and Dakota Drive. The financial impact is identified at \$50,400 which equates to 12.4 percent of the total estimated cost for installing a traffic signal at this intersection.

There was a motion to approve the John D. MacArthur Campus Development Agreement between Florida Atlantic University Board of Trustees and the Town of Jupiter by Trustee Anthony Barbar. The motion was seconded by Trustee Thomas Workman. With no further discussion the motion passed unanimously

VII. My FAU

Dr. Jeff Buller provided an informational session on the Harriet Wilkes Honors College.

VIII. Old Business

There was no old business.

IX. New Business

There was no new business.

X. BOT Member Comments

Trustee Lalita Janke introduced the Board to the FAU Foundation's campaign "True Blue". She invited the members of the BOT to participate. Trustee Tiffany Weimar commended Dr. Buller on the work at the Honors College, particularly the advising model. She stated that it was very valuable to students and would like to see that advising model practiced throughout the Colleges. Trustee Anthony Barbar commended Dr. Buller on his presentation. Trustee Armand Grossman commended Dr. Buller on his presentation. Trustee Robert Stilley mentioned that he had the opportunity to travel with Mr. Bill Funk and Dr. Kristen Murtaugh to the Jupiter and Treasure Coast campuses for the open forums with the presidential search. He noted it was a very invigorating experience. Trustee Tim Lenz provided an update on what was addressed at the last Faculty Senate meeting. The

discussions were on textbook affordability and the presidential search. Trustee Thomas Workman commented that he hears very positive comments on the Honors College from members of the community. He commended Dr. Buller. Trustee Blosser congratulated Trustee Workman on his Talon Award. Trustee William Bryant thanked Trustee Stilley for hosting the welcoming for Mr. Bill Funk. He commended Mr. Funk on his interaction with students, faculty, and staff at the open forums on the presidential search. Trustee David Feder commended Mr. Funk on how he handled the open forums on the presidential search.

XI. Public Comments

There were no public comments.

XII. Adjournment

There was a motion to adjourn the meeting by Trustee Lalita Janke. The motion was seconded by Trustee Sherry Plymale. The motion passed unanimously. The meeting adjourned at 10:52 am.