

INDEX OF MINUTES  
 BOARD OF GOVERNORS  
 STATE UNIVERSITY SYSTEM OF FLORIDA  
 FLORIDA GULF COAST UNIVERSITY  
 COHEN CENTER BALLROOM  
 10501 FGCU BOULEVARD SOUTH  
 FT. MYERS, FLORIDA  
 SEPTEMBER 13, 2012

*Video or audio archives of the meetings of the Board of Governors  
 and its Committees are accessible at <http://www.flbog.edu/>.*

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Chair Dean Colson convened the meeting at 11:11 a.m., with the following members present: Vice Chair Mori Hosseini, Dick Beard, Matthew Carter, Joseph Caruncho, Dr. Manoj Chopra, Pat Frost (participating by telephone), Tom Kuntz, Ava Parker, Tico Perez, Gus Stavros (participating by telephone), John Temple, Norman Tripp, Elizabeth Webster, and Cortez Whatley.

1. Chair's Report

Chair Colson thanked President Bradshaw and Florida Gulf Coast University for hosting the meeting, particularly for the campus tour. FGCU Board of Trustees Chair Robbie Roepstorff offered remarks, and President Bradshaw presented a video about the university highlighting service learning and sustainability among other topics.

Chair Colson commented that he felt that the June meeting was an important step toward the Board assuming its constitutional authority. He commented that a thoughtful debate about the appropriate balance of what the State should pay and what families should pay for higher education is good.

Chair Colson presented an update on the Commission on Florida Higher Education Access and Degree Attainment and reported that the consulting contract for on the Online University Study was awarded to the Parthenon Group after a competitive bid process. Parthenon's report is due on November 16<sup>th</sup> and will come to the Board for consideration in January.

Chair Colson reported that the Board's General Counsel Vikki Shirley advised last week that she would like the Board to meet in a closed executive session to discuss some pending litigation. Ms. Shirley stated that an attorney may meet with a public entity outside the sunshine in a closed session pursuant to Section 286.011(8), Florida Statutes if litigation is currently pending and the matters discussed are limited to settlement negotiations or strategy related to litigation expenditures. In this case, litigation is currently pending in the U.S. District Court for the Southern District of Florida. The closed session has been noticed on our website. Chair Colson said that the closed session would occur at the end of the meeting.

2. Approval of Meeting Minutes

A. Board of Governors Meeting held June 8, 2012

Mr. Perez moved that the Board approve the Minutes of the Meeting held by conference call on June 8, 2012, as presented. Mr. Hosseini seconded the motion, and the members concurred.

B. Board of Governors Meeting held June 21, 2012

Chair asked Ms. Shirley to read into the record the memorandum of voting conflict filed by Governor Kuntz as required by Section 112.3143, Florida Statutes. Ms. Shirley reported that Governor Kuntz abstained from voting on a matter during the June 21, 2012, meeting and filed the memorandum of voting conflict with the Corporate Secretary as required by statute. Ms. Shirley read the following statement from Governor Kuntz's memorandum of voting conflict:

The measure before the Board of Governors entailed approval of the acquisition of the Tallahassee-Leon County Civic Center by Florida State University and assumption of the outstanding debt. The only long-term debt on the facility is a bank-qualified note in the approximate amount of \$4.1 million dollars held by SunTrust Bank, Florida. As the Chairman, President, and Chief Executive Officer of SunTrust Bank, Florida, I felt it prudent to abstain from the vote on this measure to avoid any appearance of a potential conflict of interest between my responsibilities as a Board of Governors' member and my position with SunTrust Bank, Florida.

Mr. Perez moved that the Board approve the Minutes of the Meeting held on June 21, 2012, as presented. Mr. Hosseini seconded the motion, and the members concurred.

C. Board of Governors Meeting held July 12, 2012

Mr. Tripp moved that the Board approve the Minutes of the Meeting held by conference call on July 12, 2012, as presented. Mr. Kuntz seconded the motion, and the members concurred.

3. Chancellor's Report

Chancellor Brogan thanked Chair Roepstorff, President Bradshaw, and the staff at FGCU for organizing and hosting the meeting. He reported on the continued advancement of the Florida Polytechnic University, including the first meeting of its Board of Trustees in Lakeland. Chancellor Brogan thanked members of the Board of

Governors staff, the University of South Florida, and the University of Florida for the assisting the new institution.

Chancellor Brogan introduced Kim Wilmath, the new Director of Communications. He reported that the Board was fortunate to find someone familiar with higher education.

Before moving to the next item, Chair Colson recognized Representative Gary Aubuchon and welcomed him to the Board of Governors meeting.

#### 4. Confirmation, Interim President, Florida A&M University

Chair Colson recognized Chair Solomon Badger, III to present Dr. Larry Robinson for confirmation as Interim President at Florida A&M University. Chair Badger thanked the members of the Board of Governors for the opportunity and reported that the Florida A&M Board of Trustees met promptly after receiving Dr. Ammons' resignation and selected Dr. Larry Robinson as the Interim President.

Chair Badger reported that the Board of Trustees provided a thirty day period for all of the Trustees to get to know Dr. Robinson. He reported that Dr. Robinson has a bachelor's degree in chemistry and a Ph.D. in nuclear chemistry. Chair Badger chronicled Dr. Robinson's tenure at FAMU which began in 1997 and included serving as the Chief Operating Officer during the last presidential transition. Chair Badger also recounted Dr. Robinson's service at the National Oceanic and Atmospheric Administration (NOAA) including supporting the NOAA response to the Gulf oil spill in 2010. Chair Badger reported that the Trustees voted to approve Dr. Robinson as Interim President on August 15, 2012.

Chair Badger reported that Dr. Robinson does not want to be a candidate for the permanent presidency but has agreed to serve until the next president begins. He concluded that he was proud on behalf of the Florida A&M Board of Trustees to present Dr. Robinson for confirmation as the Interim President.

Dr. Robinson said that he appreciated the opportunity to serve the students, faculty, staff, alumni, and the broader community of the university. He said that a major focus of his role will be on student academic progress through the new, aggressive retention, progression, and graduation plan. Dr. Robinson commented that as FAMU enters into its 125<sup>th</sup> year, he wants to ensure that the university lives up to its model of excellence. He said that the Board of Trustees has begun the search process for the new president, and he pledged his support to that new world-class leader.

Mr. Carter moved that the Board confirm Dr. Larry Robinson as the Interim President of Florida A&M University. Mr. Tripp seconded the motion. Mr. Tripp commented that

he was astounded by Dr. Robinson's resume and the System is proud to have people of Dr. Robinson's caliber serving the students. Chancellor Brogan said that Dr. Robinson and his staff have been a pleasure to work with during these past few weeks, and the Board office looks forward to working with Dr. Robinson during this critical and transitional period for Florida A&M. The members of the Board concurred in the motion unanimously.

Chair Colson congratulated Dr. Robinson. Chair Colson commented he has spent some time with Dr. Robinson in the last few days and looks forward to working with Dr. Robinson on the challenges that Florida A&M faces as the two Boards work to move the university forward.

5. Public Notice of Proposed New Regulation 3.001 Penalties for Failure to Report Child Abuse

Chair Colson recognized the Board's General Counsel to explain the public notice of proposed new Regulation 3.001. Ms Shirley explained that the proposed new regulation implements changes made during the legislative session to Section 39.205, Florida Statutes. The statutory changes establish new penalties for the intentional failure by a university administrator or law enforcement agency to report known or suspected child abuse, abandonment, or neglect that occurred on university property or at a university-sponsored function to the Department of Children and Family Services. Ms. Shirley reported that she had worked closely with the universities on the language in the proposed regulation.

Ms. Shirley reported that the proposed regulation defines "administrator" because that term is not defined in statute. She explained that the proposed regulation also puts in place a framework for an investigatory process because the Board of Governors assumes the role of fining authority if there is a violation of the statute for the State University System. The investigatory process in the proposed regulation provides that if a credible allegation is presented to the Board of Governors Inspector General, the Board's Inspector General will work with a qualified external investigative firm to determine whether there is sufficient evidence to warrant a finding of a violation and the imposition of a fine.

Mr. Perez moved that the Board approve the public notice of proposed new Regulation 3.001. Mr. Beard seconded the motion, and the members concurred.

6. Discussion, Process for Board to Appear as Amicus in Litigation Relating to Postsecondary Legal Issues

Chair Colson called on Ms. Shirley to discuss the request related to a process for the Board to appear as amicus. Ms. Shirley explained that occasionally the Board is

approached, typically through the universities, to appear as amicus or friend of the court on issues that have great importance and criticality to the System; however, no process currently exists for obtaining the approval of the Board. One recommendation for a process is to delegate authority to the Chair to make the decision about whether the Board should appear as an amicus.

Chair Colson said filing an amicus brief, in many cases, would insert this Board into controversial areas. He said that he would be reluctant to involve the Board in a potentially controversial case without consulting with the full Board, but he would be comfortable making the decision on a routine issue. He pointed out that a future Chair who is not an attorney might not feel as comfortable with the delegation. Chair Colson said that he would like the Board to make the decision about the proposed delegation.

Members discussed whether timing issues would require a delegation of authority to the Chair or whether a conference call of the full Board could be called. Members decided to continue to have any request to appear in litigation come before the full Board.

Before moving to the next item, Chair Colson recognized Senator Garrett Richter and Representative Matt Caldwell. He thanked them for attending the Board meeting.

7. Blue Ribbon Task Force on State Higher Education Report

Chair Colson asked Mr. Caruncho who is a member of the Task Force for a report. Mr. Caruncho reported that the first phase of the Task Force involved collecting data, including testimony from stakeholders across the state such as students, university presidents, and Chancellor Brogan. He further reported that each member of the Task Force will be submitting recommendations next week. Meetings will be held to compile the recommendations which are due to the Governor by October 30, 2012.

8. Strategic Planning Committee Report

Chair Colson recognized Mr. Caruncho to report on the Strategic Planning Committee.

A. 2012-13 University Work Plan Follow-Up

Mr. Caruncho reported that the Strategic Planning Committee discussed three major areas that stemmed from the consideration of the 2012-13 university work plans at the June Board meeting. The first area concerned system-wide issues that the Board asked staff to identify to ensure that the System could meet the Strategic Planning goals. Staff identified five major areas of system-wide concern: (1) improving retention and graduation rates, (2) increasing STEM degree production, (3) reducing student debt, (4) academic program duplication, and (5) cost of excess hours.

Mr. Caruncho reported that the second area was institution-specific issues that the staff identified. Staff worked with the individual institutions on these issues.

Mr. Caruncho reported that the third area concerned the request for Florida A&M University to amend its work plan to focus on increasing retention and graduation rates and decreasing average student debt. He further reported that Florida A&M submitted an amended work plan and presented the plan to the Committee. Mr. Caruncho stated that the Committee felt that the administration at Florida A&M had taken steps in a very short period of time to refocus the work plan and presented a proactive approach for a number of wrap-around services based on national best practices.

Mr. Caruncho moved that the Board accept the amended Florida A&M work plan. Mr. Carter seconded the motion, and the members of the Board concurred.

9. Academic and Student Affairs Committee Report

Chair Colson recognized Mr. Tripp to report on the Academic and Student Affairs Committee. Mr. Tripp reported that the Committee heard information about the consortium for State University Health Insurance and a presentation from the new Chair of the Council for Student Affairs Dr. Kevin Bailey.

Mr. Tripp moved that the Board approve the following regulations:

- A. Public Notice of Proposed New Regulation 6.013 Military Veterans and Active Duty
- B. Public Notice of Intent to Amend Regulation 6.002 Admission of Undergraduate First-Time-in-College, Degree Seeking Freshmen
- C. Public Notice of Proposed New Regulation 6.008 Postsecondary College-level Preparatory Testing, Placement, and Instruction for State Universities

Mr. Carter seconded the motion, and the Board concurred.

- D. Proposal to Approve New Education Site, Jewish Museum, Florida International University

Mr. Tripp reported that the Committee heard a proposal to approval a new educational site by Florida International University. He reported that the Committee reviewed the proposal for the Jewish Museum to be designated as a special purpose center. Mr. Tripp stated that the collection of archival materials is expected to enhance the development of new and existing curriculum at FIU. He further reported that FIU will not offer full degree programs at the Museum but expects to enroll over 300 students in courses in the first year.

Mr. Tripp moved that the Board approve the Jewish Museum as a special purpose center at Florida International University. Ms. Frost seconded the motion, and members of the Board concurred.

10. Facilities Committee Report

Chair Colson recognized Mr. Beard to report on the Facilities Committee. Mr. Beard reported that the Committee heard an update from the Facility Task Force. He further reported that the Committee decided to table consideration of the 2013-14 SUS Fixed Capital Outlay Legislative Budget Request until the next Board meeting.

A. Florida Gulf Coast University Academic Building 5 Naming

Mr. Beard moved that the Board approve the naming of Academic Building 5 at Florida Gulf Coast University for Charlie Edwards. Mr. Carter seconded the motion, and members of the Board concurred.

B. Debt Approval, A Resolution of the Board of Governors Authorizing the Issuance of Debt by the Florida Gulf Coast University Financing Corporation to Finance the Construction of a Student Residence Facility on the Ft. Myers Campus of Florida Gulf Coast University

Mr. Beard moved that the Board approve a resolution authorizing the issuance of debt by the Florida Gulf Coast University Financing Corporation to finance the construction of a student residence facility on the Ft. Myers Campus of Florida Gulf Coast University. Mr. Carter seconded the motion, and members of the Board concurred.

11. Budget and Finance Committee Report

Chair Colson recognized Mr. Perez to report on the Budget and Finance Committee. Mr. Perez reported that the Committee discussed the metrics that the Board is developing to assist in its consideration of differential tuition requests. He reported that there will be conversations with the university presidents, and the Board will receive reports in future meetings.

A. Board Regulations  
i. Public Notice of Intent to Amend Regulation 7.003 Fees, Fines & Penalties

Mr. Perez moved that the Board approve the public notice of intent to amend Regulation 7.003. Mr. Kuntz seconded the motion, and the members concurred.

- ii. Public Notice of Intent to Repeal Regulation 7.015 Florida National Guard Education Assistance Program

Mr. Perez moved that the Board approve the public notice of intent to repeal Regulation 7.015. Mr. Perez explained that this repeal conforms to statutory changes. Mr. Kuntz seconded the motion, and the members concurred.

- iii. Public Notice of Intent to Amend Regulation 7.008 Waiver of Tuition and Fees

Mr. Perez moved that the Board approve the public notice of intent to amend Regulation 7.008. Mr. Perez explained that this amendment conforms to statutory changes. Mr. Kuntz seconded the motion, and the members concurred.

#### B. State University System Optional Retirement Program

Mr. Perez reported that the Committee heard a report on the State University System Optional Retirement Program from the Council for Administrative and Financial Affairs (CAFA). He further reported that the Committee adopted the CAFA recommendations.

Mr. Perez moved that the Board adopt the Council for Administrative and Financial Affairs (CAFA) recommendation on the optional retirement program plan vendor and direct staff to notify the Department of Management Services. Dr. Chopra seconded the motion, and the members concurred.

#### C. 2012-13 Operating Budgets

- i. State University System

Mr. Perez moved that the Board approve each university's 2012-13 operating budget as presented and discussed. Mr. Kuntz seconded the motion, and the members concurred.

- ii. Board General Office

Mr. Perez moved that the Board approve the Board General Office 2012-13 operating budget and authorize the Chancellor to make changes as necessary for operating purposes. Mr. Kuntz seconded the motion, and the members concurred.

#### D. 2013-14 Legislative Budget Requests

- i. State University System

Mr. Perez moved that the Board approve the 2013-14 State University System Legislative Budget Request and delegate authority for the Chancellor to make technical changes. Mr. Perez reported that President Machen had noted some calculation errors which may require some changes, and staff have been authorized to meet with the

university presidents to discuss these issues. Mr. Kuntz seconded the motion, and the members concurred.

ii. Board General Office

Mr. Perez moved that the Board approve the 2013-14 Board General Office 2012-13 operating budget and authorize the Chancellor to make changes as necessary. Mr. Kuntz seconded the motion, and the members concurred.

12. Trustee Nominating and Development Committee Report

Chair Colson recognized Mr. Hosseini to report on the Trustee Nominating and Development Committee. Mr. Hosseini reported that the Board will have one appointment for each Board of Trustees to fill as of January 6, 2013. He further reported that the vacancies have been advertised and the university presidents and Chairs of the Board of Trustees have been notified about the openings. He reported that he will review the applications and work with staff to appoint members of the Committee to subcommittees to review the applications. Mr. Hosseini said that recommendations should come before the Board in either November or January.

13. Select Committee on Florida Polytechnic Report

Chair Colson recognized Mr. Hosseini to report on the Select Committee on Florida Polytechnic. Mr. Hosseini reported that the Select Committee met with the new Trustees from Florida Polytechnic University on August 1<sup>st</sup> for an orientation. He also reported on the meetings that the Florida Polytechnic Board of Trustees has held and the actions that the Board of Trustees has taken, including electing Rob Gidel as Chair and Mark Bostick as Vice Chair and establishing committees. He further reported that the Florida Polytechnic Board has been discussing the transfer of assets with the University of South Florida and a shared services agreement with the University of Florida. Mr. Hosseini encouraged Florida Polytechnic and USF to transfer the assets and assured both institutions that the Board of Governors would step in if either institution finds an issue after the transfer. He said that the Select Committee will continue to monitor the progress toward meeting the criteria set out in statute and will keep the Board informed about the progress.

Board members discussed whether the Florida Polytechnic University Board of Trustees has a student or faculty perspective. Chancellor Brogan offered to talk to the leadership of the Florida Polytechnic Board of Trustees about a process for including the student and faculty perspectives. Dr. Chopra agreed to serve in an advisory capacity with the Florida Polytechnic Board of Trustees representing the faculty perspective.

President Genshaft commended Trustee Brian Lamb for the transparency in getting ready for the transfer and assured the Board that USF is ready to transfer. Mr. Hosseini agreed with President Genshaft and reported that the two sides are close to the transfer.

14. Audit and Compliance Committee Report

Chair Colson recognized Ms. Parker to report on the Audit and Compliance Committee. Ms. Parker reported that the Board did not approve the amendments to the Office of the Inspector General and Director of Compliance Charter at the June meeting when the Board approved the amendments to the Audit and Compliance Committee Charter. She further reported that the amendments to the charters were, in all material respects, the same – delegation of authority to the Committee Chair to make a final determination where the recommendation is that no further Board action is warranted.

Ms. Parker moved that the Board approve the amendments to the Office of the Inspector General and Director of Compliance Charter. Mr. Temple seconded the motion, and the members of the Board concurred.

15. Other Business

Chair Colson recognized Representative Kathleen Passidomo and acknowledged her service on the Higher Education Committee. He also recognized the first president of Florida Gulf Coast University Roy McTarnaghan. He thanked them for attending the Board meeting.

Chair Colson recognized Dr. Chopra to comment on his role on the Board of Governors as the Chair of the Advisory Council of Faculty Senates. Dr. Chopra briefly discussed his role of the representative for the faculty – the backbone of the System.

Chair Colson recognized Ms. Parker to provide remarks on her role on the Presidential Search Committee at the University of Florida. Ms. Parker reported that the Search Committee has had two meetings, and the search is well under way

Chair Colson recognized Ms. Webster to provide remarks about the Presidential Search Committee at Florida A&M University. Ms. Webster reported that the Search Committee held its kick-off meeting and that she has been named as the Chair of the Compensation Subcommittee.

Chair Colson adjourned the meeting for lunch at 12:34 p.m.

16. Closed Executive Session re Ruiz et al. v. Robinson et al., Case No. 11-cv-23776-KMM

Chair Colson re-convened the meeting at 1:25 p.m. He announced that he, Vice Chair Hosseini, Mr. Beard, Mr. Carter, Mr. Caruncho, Dr. Chopra, Mr. Kuntz, Ms. Parker, Mr. Perez, Mr. Tripp, Mr. Whatley, Chancellor Brogan, and the Board's General Counsel Vikki Shirley would convene in Closed Executive Session to discuss pending litigation. He announced that the meeting would re-convene in open session in approximately thirty minutes. The members moved to Closed Executive Session at 1:26 p.m.

17. Reconvene Meeting

Chair Colson re-convened the meeting in open session at 1:58 p.m.

18. Concluding Remarks and Adjournment

Chair Colson thanked members for a wonderful two days of meetings. He reported that the next meeting would take place on November 7<sup>th</sup>-8<sup>th</sup> at New College of Florida in Sarasota.

Having no further business, the meeting was adjourned at 1:59 p.m., September 13, 2012.

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Dean Colson, Chair

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Monoka Venters,  
Corporate Secretary