

**FLORIDA A&M UNIVERSITY
BOARD OF TRUSTEES
MEETING MINUTES
NOVEMBER 1, 2012
8:30 A.M.**

Trustees present: Torey Alston, Solomon Badger, William Jennings, Charles Langston, Kelvin Lawson, Spurgeon McWilliams, Rufus Montgomery, Narayan Persaud, Belinda Shannon, Marjorie Turnbull, Cleve Warren, Marissa West and Karl White.

I CALL TO ORDER AND WELCOME

Dr. Solomon Badger, Chairman

Chairman Solomon Badger called the meeting to order. He took a moment to recognize and thank Attorney Fuse-Hall for her services to the Board as its liaison. He then welcomed Attorney Barge-Miles into her new role as Board Liaison and asked her to call the roll. A quorum was established.

II CLOSED SESSION

Mr. Avery McKnight, Vice President for Legal Affairs

Trustee Badger asked Vice President and General Counsel Avery McKnight to provide instructions regarding the closed session for collective bargaining. Attorney McKnight provided the instructions and the Board moved into closed session.

III OPEN SESSION

Chairman Badger

The Board meeting reconvened at the conclusion of the closed session. Chairman Badger asked for a motion to approve the collective bargaining agreement between the University and the Graduate Assistants Association. Trustee Persaud moved approval of the agreement, it was seconded by Trustee West and the motion carried.

Next, Trustee Badger took the opportunity to recognize two trustees that have served the University tirelessly and whose terms are slated to end in January 2013: Trustee William Jennings and Trustee Charles Langston. President Larry Robinson presented each with a plaque from the University for their extraordinary leadership and service. Trustee Badger noted that Trustee Jennings was an inaugural member of the Board of Trustees, having served for 12 years and Trustee Langston has served on the Board since February 2008.

IV APPROVAL OF THE MINUTES

Trustee Badger asked the Board to review the minutes of the August 15-16, 2012 meeting and asked if there were any corrections. Trustee Warren moved approval of the minutes. The

motion was seconded by Trustee Langston and the motion carried. Chairman Badger then asked the members to review the minutes of the September 20, 2012 meeting and asked if there were any corrections. Trustee Montgomery moved approval of the minutes. The motion was seconded by Trustee Jennings and the motion carried.

V **PRESIDENT'S REPORT**

Dr. Larry Robinson, Interim President

Trustee Badger asked President Robinson to provide the President's Report. President Robinson provided an update on various activities on the campus.

- SBI has been granted specialized provisional accreditation from the International Facilities Management Association for a program major in facilities management. This program is a collaboration between the School of Architecture and the School of Business.
- The Institute for Public Health's national accrediting body found the University's Public Health Program to be compliant in all areas, following a recent site visit.
- The Division of Cardiopulmonary Science and the Pharmacy Crestview site should both receive official notification regarding their accreditation status soon.
- He congratulated faculty for their research awards granted in the amount of \$29,262,000 and recognized two faculty members, Drs. Marlon Thomas and Robin Perry, for their individual accomplishments.
- Dr. Robinson indicated that he has met with several media outlets regarding the wonderful things that are happening at FAMU. The Office of Communications is also releasing video press releases focusing upon on-going research efforts at FAMU.
- Dr. Robinson then recognized the University's Men's and Women's Cross country teams for winning 1st place in the MEAC. Both coaches were also selected as "Coach of the Year" for the MEAC. He also recognized the Men's Tennis team for successfully defending the HBCU national championship title.
- Dr. Robinson informed the Board that the University is currently hosting an Environmental Law and Justice Symposium, which is jointly sponsored by the School of the Environment and the College of Law.
- SBI students won 1st place and 2nd place in Borders Business Case Competition.
- He also recognized the FAMU students and Representative John Lewis, for organizing and participating in an early voting march to the polls.

- Dr. Robinson noted several university events that will occur in the next few weeks, including the 125th Anniversary Celebration, the Board of Governors meeting, the Florida Blue Florida Classic and the meeting of the Southern Association of Colleges and Schools.

VI **UPDATE ON PRESIDENTIAL SEARCH COMMITTEE**

Trustee Spurgeon McWilliams

Trustee McWilliams presented the report of the Presidential Search Committee. Following a thorough search, the Committee agreed that Greenwood/Asher was best suited to conduct the search for the next president of Florida A&M University. The Committee recommended that the University enter into a contract with Greenwood/Asher for \$78,000, plus expenses, to handle the presidential search. Trustee Shannon moved that the Board of Trustees execute a contract with Greenwood/Asher and Associates. The motion was seconded by Trustee Jennings. The motion carried.

Trustee Turnbull gave a brief synopsis of the process that the Search Committee went through in an effort to obtain a firm for the Presidential Search. The Board discussed the selection process and confirmed that the process was successful. She recognized the importance of the interviews, because it gave the Committee the opportunity to gather critical information through that process.

Trustee Warren asked if Greenwood/Asher would be able to meet face-to-face with the Board. Trustee Badger asked the Board to set-aside December 5, 2012, as the staff was making final preparations to schedule a meeting with the firm on that date.

Trustee McWilliams indicated that the "Intent to Award" notice would be posted on the website and that the University must wait the requisite 72 hour period for any protests. Trustee Alston noted that the survey period closes on December 6, 2012 and asked the trustees, as well as the University's constituents, to complete the survey. Trustee White further urged all trustees to get involved with the selection of the new president.

VII **STANDING COMMITTEE REPORTS**

Academic Affairs

Trustee Marjorie Turnbull

Trustee Badger called on Trustee Turnbull to provide the Academic Affairs' report. Trustee Turnbull indicated that the Academic Affairs Committee had three information items.

- First, she stated that the Committee received information regarding the University's Legislative Budget Request. The Board of Governors is requesting that the Florida Legislature provide performance based funding for the State University System in the amount of \$118 million. The proposed portion of the funding for FAMU is up to \$5.3

million. Each institution was required to submit a budget request, based upon key indicators that are consistent with their respective work plans. The following three metrics will be used to evaluate the University's performance:

- Improving freshmen to sophomore retention rates and four-year and six-year graduation rates for FTIC students. The University requested \$2 million;
 - Increasing first time pass rates on professional licensure examinations. The University requested \$2.3 million; and
 - Increasing the percentage of courses offered via distance and blended learning. The University requested \$1 million.
- Next, Trustee Turnbull presented an update on the most recent accreditation activities.
 - Law - The American Bar Association (ABA) site visit report was received by the University on September 5, 2012. The ABA should render a decision on the law school's accreditation in January 2013.
 - SBI Facilities Management - On October 23, 2012, SBI received official notification that it has been granted provisional accreditation from the International Facility Management Association (IFMA) Foundation for its new undergraduate major in Facilities Management. This program is offered in collaboration with the School of Architecture
 - Public Health - The Institute of Public Health underwent its reaffirmation visit on October 15-16, 2012 by the Council on Education for Public Health (CEPH) for the Master of Public Health and Doctor of Public Health programs. At the exit interview the visiting team found the programs in compliance with ALL of its 25 criteria. The final outcomes of the onsite visit are expected in June 2013.
 - Pharmacy- Crestview - On October 12, 2012, The College of Pharmacy and Pharmaceutical Sciences submitted an update to the Accreditation Council for Pharmacy Education (ACPE) addressing recommendations from the ACPE May visit to Crestview. A focused site visit is planned by ACPE for November 6-7, 2012 to determine progress made since May.
 - Trustee Turnbull stated that Dr. Ken Redda, Acting Vice President for Research, provided an update on the *Awards Received Summary* and the *Proposals Submission Summary*.
 - The *Awards Received Summary* lists the 104 awards received from federal, state, and private sponsors during the period of July 1, 2012 to October 9, 2012. The total amount of awards received for this period is **\$26,646,855**.
 - The *Proposals Submission Summary* is a listing of the 56 proposals submitted to federal, state, and private sponsors during the period of July 1, 2012 to October 9, 2012. The total amount of proposals submitted for this period is **\$32,811,367**.

DSO Committee

Trustee Belinda Shannon

Chairman Badger asked Trustee Shannon to provide an update on the matters discussed during the DSO Committee. Trustee Shannon indicated that there were several items for information.

- First, Michael Brown gave a presentation on the Foundation's investment performance in response to a request for information from Trustee Charles Langston.
- Next, she stated that Vice President Haynes updated the Committee on the new Foundation headquarters. The staff is expected to move in by December 30, 2012.

The Committee also heard from Vice President Haynes about University Advancement activities. He reported the following:

- During the first quarter of this fiscal year, the Division has raised \$1.1M, which is 74% of its quarterly goal of \$1.5M and 20% of its annual goal of \$5.5M.
- The FAMU Industry Cluster and key Executive Council members will meet in Tallahassee on November 7-9, 2012. The FAMU Foundation Board of Directors will meet in Orlando, November 15-17, 2012.

Trustee Shannon indicated that she presented a very brief update on the FAMU Anti-Hazing Committee and directed staff to compile information for the Board of Trustees to review as the University goes further with the relationship with the Crisis Management PR firm, DKC.

Budget and Finance Committee

Trustee Rufus Montgomery

Chairman Badger recognized Trustee Montgomery to present an update on the Budget and Finance Committee. The Budget and Finance Committee had (3) three action items and several information items to present.

- First, he stated that the Committee heard from Ms. Shira Thomas, Deputy General Counsel, who presented the Notice to Amend BOT Regulation 1.021 – Authority of the President. This amendment deletes the phrase “and other appropriate University personnel” and specifically adds the Director of Purchasing and the Dean of Student as individuals that are authorized to serve as the President's designee, when deemed necessary to effectively and efficiently administer the University.

Trustee Montgomery moved approval of Regulation 1.021 for notice and adoption after the expiration of the thirty (30) day notice period, provided there are no public comments, in accordance with the Florida Board of Governors' Regulation Development Procedure dated July 21, 2005. It was seconded by Trustee White and the motion carried.

- Next, the Committee tabled a request to increase the daycare fee until it receives additional information.
- Then, Dr. Larae Donnellan addressed the Committee regarding the purpose of the Student Green Fee, which was recommended for approval by the University Fee Committee. It recommended up to \$1.00 per credit hour. For the first three years, students will be charged \$.50 per credit hour.

Trustee Montgomery moved approval of the establishment of the Student Green Fee. It was seconded by Trustee West and the motion carried.

- Trustee Montgomery reported that the committee considered twelve (12) amendments to the operating budget. It was noted that the enrollment decline will have an adverse impact on the total fee revenue. The University anticipates a reduction of approximately \$6 million. The twelve (12) amendments to the operating budget total nearly \$38 million:
 - 1 General Revenue - -\$1,.8 million
 - 2 Certified Forwards - \$3,3 million
 - 3 Carry Forward - \$10 million:
 - 4 Prior Year Encumbrances - \$2,3 million
 - 5 University Commons Repair & Restoration Fund - \$400,000
 - 6 Parking Services Repair & Renovation Fund- \$280,000
 - 7 Housing Debt Service Fund- \$884,000
 - 8 College of Law Bar Review Preparation Fee - \$480,000
 - 9 Pass through Funding - \$ 10 million
 - 10 Housing Construction for 800-bed project (Housing Trust Fund) – \$3,000,000.
 - 11 Housing Construction for 800-bed project (Auxiliary Trust Fund) - \$4,300,000.
 - 12 Carry Forward - \$767,000.

Trustee Montgomery moved approval of the amendments to the FY 2012-13 Operating Budget. It was seconded by Trustee West and the motion carried.

- Next, Trustee Montgomery provided the informational items. He stated that Mr. Chris Kinsley, Director of Finance & Facilities for the Board of Governors, shared information on the Board of Governors' (BOG) efforts to defend the state universities against the \$300 million reduction and their commitment to advocate strongly for reinstatement of these funds. The BOG is looking for accountability measures to move the entire state university system forward.
- Trustee Montgomery provided an update on the Athletics' operating budget and shared the measures being taken to reduce expenditures and increase revenue.
- Trustee Montgomery stated that two contracts have been executed since the last BOT meeting: Gordon Food Service - \$120,000 for the Developmental Research School and Allegiant Air LLC - \$352,022 for Athletics' air travel.
- For the last informational item, Attorney Shira Thomas provided an overview of the signing authority for contracts.

Audit Committee

Trustee Karl White

Chairman Badger called on Trustee Karl White to present the Audit Committee report. Trustee White stated that several information items were presented to the committee:

- First, Trustee White stated that Vice President Givens presented a report on the review of the construction process for the 800-bed residence hall. He stated that the University entered into a design-build agreement with Premier Construction & Development Inc. (Premier) for preconstruction services on December 5, 2011, setting the budget for the project at \$34.6 million. The University was delayed in securing funding for construction of the residence hall. Without financing, the University could not enter into a GMP amendment to the contract for the total cost of construction. Because of the delay in funding for the project, the subcontractor bids increased. As a result of the substantial cost increase and inability to come to an acceptable agreement, the Board of Trustees (BOT) voted to terminate the contract with Premier and re-bid the contract. Based on facts presented, Premier should have been aware of the potential cost increases before late June 2012. The report recommends for future design build projects that the University: secure financing prior to preparing a solicitation for a project; follow established design-build procedures or document reasons varying; require the contractor to have experience in building similar types of structures; finalize the GMP prior to obtaining final subcontractor bids; retain an independent architect to review the cost estimates prepared by the design/builder; and require a closer relationship between the project manager and contractor.
- The Audit Committee was informed that the Florida Department of Law Enforcement (FDLE) provided the University with a summary of its investigation on September 12, 2012. The investigation focused on several aspects of the financial operation of FAMU, including activities related to the FAMU Marching Band and the Purchase Card (P-Card) program, as well as past investigations conducted by the Division of Audit and Compliance.
- To provide assurance that corrective actions are implemented to resolve the issues raised, the University has engaged the firm of Ernst & Young to evaluate internal controls over the processes and identify needed improvement. Ernst & Young issued its final report on October 25, 2012. The University has adopted a corrective action plan to address all findings.

Trustee-Student Affairs Committee

Trustee Torey Alston

Chairman Badger recognized Trustee Alston to present an update on the Trustee-Student Affairs Committee meeting.

- Trustee Alston indicated that the Committee is requesting the approval of Profile Admits for the 2013/2014 Academic Year. The Committee recommended that the Florida A&M University Board of Trustees approve enrolling a maximum of 500 profile

(admits) assessors within the category of first-time-in-college (FTIC students, for Fall 2013.

Trustee Alston moved approval of the enrollment of a maximum of 500 profile admits, within the category of First Time In College (FTIC). It was seconded by Trustee Montgomery and the motion carried.

- He stated that the committee also received information regarding Student Government Association, the Intake Process, the LGBTQ Fact Finding Committee, the Dress Standard and improving the business processes of the financial aid office.
- Finally, he reported that the Director of Campus Safety Committee chaired by Dr. Ebenezer Oriaku has narrowed the list of applicants to three (3) candidates. These candidates are scheduled to interview on campus November 19-27, 2012. Trustee Alston reported that it is Dr. Hudson's goal is to have a chief in place by the beginning of the New Year.

Facilities Planning Committee

Trustee Spurgeon McWilliams

Chairman Badger called on Trustee McWilliams to present the report of the Facilities Planning Committee, which includes five action items and several updates.

- Trustee McWilliams reported that the Facilities Planning Committee heard a presentation from the City of Tallahassee regarding the BluePrint 2000 Project and the beautification, expansion, and relocation of utilities on FAMU Way.

Trustee McWilliams moved that the FAMU Board of Trustees resolve to express, to the Trustees of the Internal Improvement Trust Fund of the State of Florida that the FAMU Board of Trustees consents to the right-of-way easement in favor of BluePrint 2000 as set forth substantially on composite Exhibit "A." Said Resolution shall be in form and substance as attached hereto on Exhibit "B." The motion was seconded by Trustee Alston and the motion carried.

- Next, information was provided regarding a request from Star Metro for an easement for a Bus Stop off of the west bound lane of Osceola; and the corner of Osceola and Wahnish Way.

Trustee McWilliams moved that the FAMU Board of Trustees resolve to express to the Trustees of the Internal Improvement Trust Fund of the State of Florida that the FAMU Board of Trustees consents to the bus stop shelter easement in favor of the City of Tallahassee as set forth substantially on composite Exhibit "A". Said Resolution shall be in form and substance attached hereto on Exhibit "B." The motion was seconded by Trustee Montgomery and the motion carried.

- For the third action item, the committee was provided a resolution to amend the 99-Year Lease on the Tallahassee Campus to include several lots added by Old Eminent Domain acquisitions.

Trustee McWilliams moved that the FAMU Board of Trustees authorize the Interim President to sign the Amendment Number Seven to Lease Number 2723 between the University and the Trustees of the Internal Improvement Trust Fund to include these lots as part of the Tallahassee campus of the University, subject to the review and approval of the Office of the General Counsel. The motion was seconded by Trustee Warren and the motion carried.

- The 800-bed Polkinghorne Village Project was the next action item brought before the Committee. The construction budget, the bid process and bid responses, and upcoming bid negotiations were all discussed in detail among Trustees and staff and resulted in the following:

Trustee McWilliams moved that the Board of Trustees authorize the Interim President to:

- a Enter into negotiation and execution of a contract with the lowest responsive and responsible qualified bidder for the construction work defined in the bid drawings for the 800-bed Polkinghorne Village project, for an amount not to exceed the bid amount.**
- b Enter into negotiation and execution of contract amendments to the contract executed in (a), for construction work that is not included in the bid drawings and is specifically requested by the University, for a cumulative amount not to exceed \$2.00 million.**
- c Should negotiations with the lowest responsive and responsible qualified bidders be unsuccessful, return to the Board of Trustees for further directions.**
- d Spend an amount not to exceed \$53.6 million for the completion of the 800-Bed Project; and**
- e Provide status reports to the Board of Trustees at all meetings to follow, until the project has been completed.**

The motion was seconded by Trustee White. Following a lively discussion, Trustee Warren offered a friendly amendment to the motion to eliminate paragraph “B” from the motion. Dr. McWilliams accepted the friendly amendment to the motion. It was seconded by Trustee Persaud. The motion carried.

The Board then voted on the motion with the friendly amendment, which excluded paragraph (b). The motion carried.

- The Committee also received an update on the four ongoing major construction projects and they were given a presentation on the Change Order process and limits.

- For its final action item, Trustee McWilliams reported that Wood plus Partners, held a public meeting and presented the 2010-2020 Campus Master Plan.

Trustee McWilliams moved that the FAMU Board of Trustees approve the 2010-2020 Campus Master Plan and authorize the Interim President to negotiate an updated Campus Development Agreement with the City of Tallahassee. It was seconded by Trustee White. The motion carried.

Trustee Badger recognized Mr. Jim Davis, who informed the Board of a special initiative to recognize Dr. Frederick Humphries. Mr. Jim Davis indicated that a private group "*Life Got Better*", plans to construct a life-sized bronze of former President Frederick Humphries. The group consists of Attorney Darryl Park, Trustees Langston and Jennings and Mr. Davis. Mr. Davis concluded by asking the Board to support this initiative.

PUBLIC COMMENTS

The following individuals provided public comments:

Mr. Steve Hancock

Dr. Clyde Ashley

ADJOURNMENT

Trustee Badger asked if there was any additional business for the Board. With there being none, the meeting adjourned.