

**SUMMARY MINUTES
FAMU BOARD OF TRUSTEES MEETING
Efferson Manning Student Union
Grand Ballroom
Thursday, September 20, 2012**

Chairman Solomon Badger called the meeting to order at 9:05 a.m. He recognized Attorney Fuse-Hall for the roll call. The following trustees were present: Chairman Badger, Trustee Torey Alston, Trustee William Jennings, Trustee Kelvin Lawson, Trustee Spurgeon McWilliams, Trustee Rufus Montgomery, Trustee Narayan Persaud, Trustee Belinda Reed Shannon, Trustee Marjorie Turnbull, Trustee Cleve Warren, and Trustee Marissa West. Trustee Charles Langston and Trustee Karl White participated via telephone conference call. A quorum was established.

Chairman Badger noted that Trustee Warren and he attended the Board of Governors' meeting at Florida Gulf Coast University in Ft. Meyers. He commended Interim President Larry Robinson and his team on the outstanding presentation they made to the board regarding the University's amended work plan. "It was well received and garnered positive press coverage for FAMU."

Also, the chairman announced that the Board of Governors confirmed the appointment of Dr. Robinson as the interim president. He noted that members of the Board of Governors had only positive comments on his leadership and the sound working relationship between the chancellor and the president.

Chairman Badger recognized Interim President Robinson for his remarks. Dr. Robinson introduced two new members of the Leadership Team, Rodner Wright is the Interim Provost and Vice President for Academic Affairs and Mr. Joseph Bakker will serve as the Interim Vice President for Administrative and Financial Services in light of the resignation of Dr. Teresa Hardee.

Interim President Robinson provided an update on the following:

- Update on the Board of Governors' meeting
- Update on FDLE report
- Update on Enrollment (Noted a decline of about 1000 students)
- Update on the first home football game (good attendance of about 17,000)

- Notable Achievements
- Anti-Hazing Town Hall Meeting will occur this afternoon in Lawson Center

Chairman Badger thanked Dr. Robinson for his report.

EQUITY REPORT

The chairman recognized Trustee Marjorie Turnbull for presentation of the Equity Report, which was mailed to the board members earlier. She noted that each year the University files an Equity Accountability Report with the Board of Governors. This year's report is based upon data for the 2010-2011 academic year. It includes information regarding equity policies, academic reviews, student services assessment, gender equity in athletics, employment and tenure. The purpose of the report is to show that the University doesn't discriminate against individuals based on certain protected classes.

She mentioned highlights in a few areas such as:

- Full-time, first-time in college (FTIC) enrollment
- Full-time, Florida Community College transfers
- Retention of full-time FTIC students
- Full-time FTICs entering Fall 2004
- Bachelor Degrees awarded
- Doctoral Degrees awarded
- First professional degrees awarded.

Trustee Turnbull remarked that, "In light, of some of the decreases, the University has developed several strategies to address the implications of this data." She mentioned several strategies such as:

- Upgrading the technological infrastructure to offer distance learning programs;
 - By 2013, a total of three (3) programs will be offered on-line;
 - On-line programs will provide additional access to students and make programs more cost-effective to students;
- Increase student participation in 1st and 2nd Year Experience programs;
- Enhance faculty/advisor development and utilization of technology to assist in monitoring student progress;
- Establish a mandatory freshman course curriculum specific colloquium, a Freshman Seminar Series, and establish a Student Success Committee;

- Develop effective and targeted methodologies and procedures for academic advisors to utilize; as well as
- Use Tuition Differential Accounts to assist students with a demonstrated need, and reduce class sizes, when appropriate, in order to retain and graduate students.

The report noted that during the 2011-12 academic year, the Athletic Department was not cited for any irregularities or areas of non-compliance, as it relates to Title IX and Gender Equity. Also, additional data showed that a diverse group of faculty members applied for and were granted tenure.

Trustee Turnbull noted that “the University remains committed to equity in all arenas. All divisions within the University operate in an equitable manner without regard to race, religion, color, age, disability, sex, marital status, national origin, veteran status, and sexual harassment, as prohibited by state and federal statutes.”

Trustee Turnbull moved that the Board of Trustee approve the Equity Report for 2010-11. Trustee Shannon seconded the motion and it carried.

RESOLUTION NAMING AUTHORIZED SIGNATORIES

Chairman Badger recognized Trustee Rufus Montgomery for the presentation of the Resolution Naming Authorized Signatories.

Trustee Montgomery noted that since Vice President and Chief Financial Officer (CFO), Dr. Teresa Hardee, will officially leave the University on September 27, 2012, the board needs to change the banking signatories. The President has named Mr. Joseph Bakker as the Interim Vice President for Administrative and Financial Services and CFO. This resolution designates the authorized signatories commencing September 28, 2012. The board recently approved a similar request when Dr. Robinson was confirmed as the Interim President.

**Trustee Montgomery moved approval of the resolution to designate
Interim President—Larry Robinson,
Interim Vice President for Administrative and Financial Services and
CFO—Joseph Bakker, and
Assistant Vice President/Controller—William Featherstone
as the University employees authorized to sign checks on behalf of the
University and that each such check be signed by the Interim President and at**

least one of the other authorized signatories listed above. Trustee West seconded the motion and it carried.

PRESIDENTIAL SEARCH COMMITTEE

Chairman Badger recognized Trustee Spurgeon McWilliams for the report of the Presidential Search Committee.

Trustee McWilliams reported that the presidential search process is well underway and he highlighted the work of the subcommittees to date since the last presidential search update on August 27th:

Marketing & Communications Subcommittee:

- Subcommittee Members are: Mr. Torey Alston, Chair; Dr. Narayan Persaud; Mr. Tommy Mitchell, President of the National Alumni Association.
- Met four times (August 30, September 6, September 12 and September 19).
- Worked with staff to develop a website which will launch on October 6.
- Subcommittee members have alerted some constituents (faculty and alumni) that input will be solicited.
- Identified dates for two public forums: Thursday, October 11 from 6-8:00 p.m. in Tallahassee and Saturday, October 27 from 10:00 a.m. until noon.

Qualifications & Criteria Subcommittee

- Subcommittee Members are: Atty. Belinda Reed Shannon, Chair; Mrs. Marjorie Turnbull; and Mr. Karl White
- Met twice (August 30, September 6th).
- Developed and reviewed the Invitation to Negotiate (ITN) for soliciting responses from Executive Search Firms.
- Identified potential search firms to receive the ITN to as well as posted on state and campus websites.
- Posted the ITN on Friday, September 7th with a closing date of September 28th.

Compensation Subcommittee

- Subcommittee Members are: Gov. Elizabeth Webster, member of the SUS Board of Governors, Chair; Dr. Spurgeon McWilliams, and Ms. Marissa West
- Met once (September 10)
- Received a report on previous presidential compensation negotiations from Trustee William Jennings

- Reviewed information about SUS Presidents salaries; and
- Asked staff to collect similar information about peer institutions.

The Presidential Search Committee WILL NOT meet today as noted in the newspaper. The search committee will inform the board of the next scheduled meeting.

Following the report several trustees inquired about the search. Trustee Lawson asked how qualifications would be determined and urged the members to consider non-academics. He noted that there are a number of presidential searches underway nation-wide.

Trustee Alston thanked the search committee members, board members and the search leadership for their input regarding the stakeholder survey. Trustee Warren inquired about the process for the subcommittee reports. Trustee Alston responded that his understanding is the subcommittee solicits input from the board. No decisions have been made. The Marketing and Communications Subcommittee will collect and compile information and turn it over to the Qualifications and Criteria Subcommittee for massaging.

Trustee Turnbull asked if the collected responses from stakeholders is the same format for the survey as for the forums.

Trustee Lawson inquired about the overall timeline. Trustee Karl White responded that the overall timeline is to have a president in place for the next academic year. “As an intermediate step, get the search firm in place within the statutory constraints.” He noted that the search committee doesn’t have a complete set of dates; but, the “end point is to have someone by the start of the fall semester.”

Trustee Shannon noted that since the trustees asked for a search firm, her subcommittee is working to secure such a firm and that a definitive timeline at this point is a bit premature.

Trustee Jennings noted that in the past, he thought the qualification and leadership statement were developed in a broad view. The data should come back to the Board of Trustees through the search committee and he noted the process will take time. He noted that the previous search looked at candidates from the public and private sectors; but, that the search consultant was told that “we wanted someone from academia; but, if we saw someone from the public or private sector, we’d like to see them.” A lot of the questions will be addressed by the Search firm. Trustee Jennings noted that two critical steps are to get the data, through the search committee and to identify the search firm.

Trustee Alston noted that a recommended visionary statement was mentioned at the search committee meeting. He noted that milestones could be placed on the website.

There was lengthy discussion about the timeline. Trustee Shannon noted that a timeline is noted in the Invitation to Negotiate (ITN) issued for proposals from Executive Search firms. She asked the staff to circulate that timeline to the members of the board. Trustee White assured the members that data collected from stakeholders would be provided to the board as well as a detailed timeline at the appropriate time.

Chairman Badger, as a point of personal privilege, commended this committee for their prompt and steady work on the search. “They are moving and we look forward to their continued updates.”

RESIDENCE HALL (800-bed) PROJECT

Chairman Badger recognized Attorney Avery McKnight and Guy Haggert for the update on the Residence Hall project and the letter from legal counsel that was shared with the board members. Attorney McKnight asked Mr. Sam Houston to make the presentation. Mr. Houston presented an overview of the status of the project.

Following Mr. Houston’s presentation, trustees inquired about questions of fact. Attorney McKnight noted that in light of potential litigation, he suggested that questions be answered by Premier Construction that is “here with their legal counsel.” There was discussion about adhering to the request of legal counsel. Further, Trustee White reminded the trustees that at the last board meeting, the Audit Committee was asked to review the history of this project “so it might also just be a bit premature to get all of the history anyway.”

Attorney Chris McRae, representing Premier, noted that there will be no litigation. The board continued to discuss the review process by the Division of Audit and Compliance. Trustee McWilliams noted that there are two questions for the review:

1. How did the discussion move from \$35 million to \$40 million in terms of the bid; and
2. How do we move from having a facility ready for occupancy in fall 2013 to fall 2014?

Trustee Turnbull noted that it may be useful to review the decision process. Vice President Givens noted that he was asked to evaluate the processes that resulted in a 37% price increase.

Trustee Warren noted that there was an unanimous vote by the board to dismiss the contractor; therefore, the only question for him is the efficacy in the process of selecting any new contractor for this project.

Trustee Alston inquired if there was a financial impact going forward. Mr. Houston responded that he did not anticipate any change orders; but, he noted the presence of a contingency fund.

Trustee Lawson noted the need for re-opening the bid process; Trustee Jennings reminded the board that there is a bid “on the street” and that stopping that process could lead to incurred costs. Further, he noted there may be a need for a joint Audit and Facilities Committee meeting.

Trustee Montgomery asked for the Interim President’s position on this matter that he questioned over a year ago. Interim President Robinson noted that upon entering the position, this matter came to his attention. “I thought it was appropriate to bring a recommendation to the Board that we need to proceed in a different direction.” He noted that he was confident with the work of other stakeholders such as bond finance, the Office of the Board of Governors, presence of a project manager to oversee the day-to-day process and others safeguards are in place to ensure that this project is consistent with other SUS projects of similar scope. We have secured financing and “we have the resources to get it done.”

Chairman Badger recessed the meeting for ten minutes.

Upon returning from the recess, the chairman recognized Trustee Persaud who stated that he congratulated Dr. Robinson on his confirmation and requested a plan of dealing with the issues facing “us right now.” He asked Dr. Robinson to work with the faculty to move the University forward.

PUBLIC COMMENT:

Chairman Badger announced that the board would receive public comments. He reminded speakers that the time is limited to two (2) minutes. Time cards reminded speakers of their remaining time.

- Rae Waphis, sub-contractor on the residence hall project
- Jim Magee, sub-contractor on the residence hall project
- Mike Wester, Interstate Fire Systems, sub-contractor on the residence hall project
- Buddy Boyett, Buddy's Glass, Inc., sub-contractor on the residence hall project
- Jimmie Wilson, Wilson Painting, sub-contractor on the residence hall project
- Steve Hancock, Premier Construction
- Chris McRae, McRae & Metcalf, Attorneys at Law
- Travis Roberts, Anti-hazing pledge
- Kyle Washington, Public perception of the University
- Steve Ghazvini, Premier Construction

Chairman Badger thanked everyone for their comments and their presence today. He invited the public to join the board for the Anti-Hazing Town Hall meeting today at 2:00 p.m. in the Lawson Multi-Purpose Center. He noted that the Board of Trustees was hosting a lunch for the town hall panelists.

There being no further business, the meeting adjourned.

Respectfully submitted,

Rosalind Fuse-Hall

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Assistant Corporate Secretary