

BOT approved 9.11.19

Florida Polytechnic University
Board of Trustees

Governance Committee Meeting

MEETING MINUTES

Wednesday, May 1, 2019

3:36 – 4:54 PM

Dial In Number: 240-454-0887 | Access Code: 641 291 819#

I. Call to Order

Committee Chair Dur called the Governance Committee meeting to order at 3:26 p.m.

II. Roll Call

Sherri Pavlik called the roll: Committee Chair Philip Dur, Vice Chair Louis Saco, Trustee Frank Martin, Trustee Henry McCance, Trustee Cliff Otto, and Trustee Bob Stork were all present on the call (Quorum).

Other trustees attending: Chair Don Wilson (in person), Jim Dewey and Gary Wendt (on the call).

Staff present: President Randy Avent, Ms. Gina Delulio, Mr. Rick Maxey, Ms. Sherri Pavlik and Ms. Kris Wharton.

III. Public Comment

There were no requests received for public comment.

IV. Approval of Minutes

A motion was made to approve the Governance Committee meeting minutes of March 13, 2019. The motion was seconded; a vote was taken, and the motion passed unanimously.

V. 2018-2020 Governance Committee Work Plan Review

There were no changes to the work plan at this time.

VI. Foundation Board Bylaws Revisions

Ms. Gina Delulio explained that the Foundation Board Bylaws were brought to the committee as the Board of Trustees has to approve any changes to a direct support organizations bylaws.

A motion was made to recommend approval of the Foundation Board Bylaws revisions to the full board. The motion was seconded; a vote was taken, and the motion passed unanimously.

VII. Chair Dur discussed the reports related to the President's evaluation for 2018-19. The first report is a

compilation of all the Trustees ratings and comments in each of the objective categories in the president's evaluation instrument.

The second report included a mathematical average of the individual trustee ratings in each category using a value of 4 assigned to each rating of "exceeds expectation"; a value of 3 assigned to each rating for "meets expectation"; and a value of 2 assigned to each rating for "below expectation". This report used an aggregate rating on the President's performance with weighted averages of 3.5 or more for exceeds expectation, 2.5 to 3.5 for meets expectations and less than 2.5 for below expectations. Trustee Dur suggested that the committee use this report to present to the Board.

Overall, using the mathematical average, President Avent has met expectations on all but one category and in that one he exceeded expectations.

A motion was made to recommend approval of the *Average of Trustees' Ratings of the President with Comments* report to the full board. The motion was seconded; a vote was taken, and the motion passed unanimously.

Discussion continued in regard to suggestions for improvement for next year's survey. There was a request that the Trustees receive more periodic updates, perhaps quarterly, throughout the year to assist in the evaluation. The suggestion of providing a monthly report with a general view, if something significant is worthy of the trustees' attention, would give a much better picture to the trustees of his accomplishments and offer the Board a larger opportunity to ask questions throughout the year.

Trustee Otto feels the Governance Committee needs to outline how much detail the trustees would require and a time frame of when they would need it. Keeping in mind not to burden the President with an over bearing amount of paperwork thus taking him away from his duties. Chair Dur agreed.

Trustee Stork would like to see future surveys have more gradience in the scaling, such as a scale of 1-10. In response, Trustee Dur recommended adding to the Work Plan a time to reconfigure the rating system on the president's objectives for next year's evaluation moving to a 3 to 5 scale. This would also allow trustees to discuss any other changes they would like to make to the survey.

- VIII. Prior to the discussion on the President's 2019-2020 Compensation, President Avent stated to the Committee that he wanted to waive the 3.5% raise for this year, after which he excused himself from the room.

Trustee Dur pointed out that under 4.2 in the President's Employment Agreement it states "in no event shall the Base Salary increase be less than Three and One-Half Percent (3.5%) of the prior year's Base Salary". In order to abide by the President's comment, the committee would like to have a legally defensible document from the President stating that he is waiving his base salary increase.

Trustee Dur moved onto the performance compensation.

Trustee Wilson, who negotiated the contract with the President informed the trustees as to the history of negotiating the bonus.

After discussions, Chair Dur suggested that the performance compensation be based upon the rating of the trustee survey. A rating of 20% should be used for exceeds expectation. As the Presidents overall rating is meets expectation, the percentage rate should reflect as such.

Trustee Martin made a motion to recommend approval of 12% increase of the president's annual base salary for performance compensation to the full board. The motion was seconded; a vote was taken, and the motion passed unanimously.

Discussions then continued in regard to the president's contract. A suggestion was made to update the contract to reflect today's world and today's university. Trustee Dur agreed that this initiative could be worked on over the next year. Trustee Martin then reminded the board that the contract cannot be redone as the Board of Governors (BOG) has set guidelines that must be followed. Any annual ratifications needs to be presented to the BOG for annual ratifications.

Ms. Delulio reminded the committee that at March's BOG meeting the Board approved changes to the 2019-20 contract which will be presented at the BOG's June meeting. This had to be approved at the time as the deadline to get materials to the BOG is May 21st, which is the first day of the Board of Trustees' retreat.

Trustee Martin would like to change the timing of the evaluation so that it happens prior to the discussion of the contract renewal. Chair Dur agreed and noted that the committee will add this to their Work Plan.

IX. President Avent rejoined the meeting to discuss his goals and objectives for the 2019-2020 year.

Trustee Dur opened the floor for comments or questions for the president that relates to the president's proposed goals and objectives.

Trustee Stork questioned the increase in UG Incoming Class Size. President Avent stated that attendance for this year and last year has been down. He stated that Internally Florida Poly is positioned better to increase the class size. He also noted that scores for SAT and ACT will not be increased.

Trustee Stork inquired about the Graduate Class Size. President Advent stated that the University started with a Master's in Engineering and a Master's in Technology. Florida Poly has been through a sequence of events resulting in the master's programs being more specialized. President Avent is committed to use the \$1M received to grow the graduate program and to get graduate students in. The toughest goal and objective will be 5.2 - building a dedicated infrastructure to support graduate student education and research. Building the program capacity is really redoing the programs to make them more specialized, increasing the faculty, and expanding the graduate programs. These concentrations will lead to new master's degrees.

Trustee Stork brought forth the open position of VP Advancement to make sure that having staffing vacancies will not impact the abilities to achieve these priorities. President Avent gave a brief summary of the process in place for the search for the VP Advancement position and the raising of funds. He stated that the first 45 minutes of the upcoming Board of Trustees meeting will be discussing Foundation and Advancement as well as the plans for raising funds. A discussion will also take place on the Balance Score Card using metrics for a driven operational plan and assessment.

Trustee Otto asked for clarification on the metrics for the Financial resources. President Avent explained that the 2019-20 column is what we did and the 2020-21 column is what we are hoping for. In 2019-20, \$465K was raised for the endowment, and the target for 2020-21 is set at \$150K. The reason the \$465 is so high is due to the scholarship funds being transferred into endowment.

Trustee Dur would like to see more emphasis placed on category 10 in relationship with industry. He stated that there are articles about large grants having been made to local universities in STEM

categories (Florida State, Florida A&M & Northwest Florida University). He would like to see a bullet point that suggests aligning future curriculum development to the stated needs of large potential contributors. He pointed out that was what happened with Florida A&M and Northwest Florida University.

A trustee inquired about the Student:Faculty ratio of 18:01 in relation to peer universities which are at 14:01 and in the SUS which is at 21:01. President Avent stated that by maintaining the student count this year and increasing the faculty we should actually see the ratio go down. He stated that keeping the ratio at 18:01 is the goal and commented that quality of faculty continue to improve each year.

There were no further comments or questions for the president. At this time Trustee Dur reminded the committee that Dr. Saco will be chairing the meeting in late May.

A motion was made to recommend approval of the President's 2019-20 Goals and Objectives to the full board. The motion was seconded, a vote was taken, and the motion passed unanimously.

- X. Committee Chair Dur thanked the committee and with no further business to discuss, adjourned the meeting at 4:54 p.m.