

Board of Trustees Governance Committee

Meeting Notes

Meeting called to order at 8:03.

Roll call by Corporate Secretary

Members present: Brian Lamb, Stan Levy, Hal Mullis, Nancy Watkins, Jordan Zimmerman

Committee Chair Zimmerman welcomed the committee members and reminded the members the roles and responsibilities of the newly formed committee. He also stressed that the committee is scheduled to meet three times this academic year, today (President's goals), in November (President's evaluation) and February (President's contract). These scheduled meetings coincide with full Board meeting schedule. Other meetings will be scheduled as needed.

New Business – Action Items

FL 101 – Approve BOT Operating Procedures

Committee Chair Zimmerman introduced the item and shared that the former Executive Committee reviewed the document and made some recommendations to bring back to the committee. He called for General Counsel Solis to review the changes. GC Solis reviewed Article VII, Code of Ethics and Conflict of Interest – This section has been strengthened. GC Solis identified two essential principles in document and shared that trustees should ask “not USF's benefit but do I benefit from it and does it affect impartial judgment”. Trustee Mullis shared that the changes reflect what the former committee requested. Trustee Lamb shared that he feels it better aligns and is consistent with our current practices, especially the section on the Chair notification of any conflicts. GC Solis shared the new disclosure section form that follows the state's Form 1 will provide trustees the opportunity to disclose relationships and if in the course of doing business, trustees become aware of a conflict a clearer process to address and record it.

Other questions or comments included “executive committee” was missed in a couple areas, need updated reference to Roberts Rules (Article II, H), need to reference campus board appointments under members (Article 1, B). Further discussion occurred about trustees participating on Direct Support Organizations (Article 1, B). Staff was asked to look at governance of DSOs, who are the appointed members and a mechanism of trustees being more engaged, including being the appointed member as some of other SUS provide. GC was asked to consult with BOG GC and potential conflict, if any. In addition, GC and COS were asked to provide best practices pertaining to setting agenda (Article 1, C, 3). Staff will return with information at the next meeting of Governance Committee. Some trustees shared that they feel that being engaged on advisory committees is a great way to interact with community leaders and prospective donors/donors.

Motion was made with noted changes by Brian Lamb, 2nd by Stan Levy and approved by all committee members present.

FL 102 – Approve President Genshaft’s 2016-17 Goals

Committee Chair Zimmerman reminded the members that they have a copy of President Genshaft’s 2016-2017 Goals. Each year President Genshaft works with the Board Chair to identify the top goals for USF. These are the goals that will elevate USF to even greater distinction. With this University’s research significance, it is critical to remain focused on our presence in the state and in the region. Being awarded Full preeminence status by the Florida Board of Governors and earning AAU eligibility is where USF is headed.

Trustees reviewed each goal with recommendations.

GOAL 1 - Research

Committee Chair Zimmerman highlighted a couple of the goals...USF System ranking in the top 10% in total research expenditures for research universities per NSF (National Science Foundation). He mentioned that during their review Research and Innovation, you can see that the goal is to exceed the Florida BOG Preeminence metrics. He opened it up for discussion on Goal 1.

Recommended that the business partnerships statement be a separate bullet to highlight the importance. In addition, it was recommended that a number or dollar amount be listed in this area so that the Board can measure success. The President reminded the trustees that this will be addressed system-wide strategic plan but that not all has money tied to it.

GOAL 2 is Revenue Generating Funds Including Fundraising

Committee Chair Zimmerman commended fundraising has always been a goal, especially with the USF Health Morsani College of Medicine, it is important for USF to operate with incredible fiscal strength. He opened it up for discussion on Goal 2.

Discussion occurred around fundraising and the only specific change that was recommended “Increase the endowment through a combination of gifts and investments *in adherence to our policy*”.

GOAL 3 is Student Success

Committee Chair Zimmerman mentioned that President Genshaft has continually focused on the metrics around student success – the scores that students must have *to enter* USF and the relevant figures which students have *upon graduation* (the numbers of degrees awarded and wage & employment numbers.) He stated that progress has been made toward Florida Performance Based Funding and the drive toward Florida Preeminence status relies heavily on student success. He then opened it up for discussion on Goal 3.

Discussion occurred and clarification on AY 2015/16, 2014-15 dates. Provost Wilcox explained that it was based on the availability of data to measure and in accordance with BOG required work plans. Additional question about the \$25,000 benchmark and the concern it was too low. Recommendation that we initiate actions to increase this number. Provost Wilcox also explained that BOG sets those benchmarks. The President was encouraged to add “as defined by BOG”. An inquiry if this was the year we were going to see a slight “hit” for 6 year graduation rates? Provost Wilcox confirmed.

GOAL 4 is Strategic Initiatives

Committee Chair Zimmerman commented that this is an exciting goal and that USF is a tremendous asset to the Tampa Bay area. He said USF's foundation is strong, now we need to build upon USF's strengths and engage further with the community. He stated that President Genshaft will continue to work strategically to ensure USF delivers excellence in every regard. Discussion occurred around the importance of community engagement. Trustees discussed how the President excels in this area and that her leadership team needs to be encouraged to engage more on committees and boards. Trustee Levy mentioned that even though the President excels in this area, it should still be a part of her goals. Discussion occurred on the USF System strategic plan and how many of the items they are mentioning will be incorporated in the plan. It was recommended to change the goal to "A new" versus "refresh/update". It was acknowledged that USF Athletics will look at the feasibility of an on campus football stadium and that without the data, USF and the trustees cannot determine what the need and costs.

The President and Chair will work on the changes and bring to the full Board meeting in September. Motion was made with appropriate noted changes by Hal Mulls, 2nd by Brian Lamb and approved by all committee members present.

Having no further agenda items, the meeting was adjourned by Chair Zimmerman.