

## Board of Trustees Governance Committee

### Draft Meeting Notes

Meeting called to order November 17, 2016 at 8:03 a.m.

Roll call by Corporate Secretary

Members present: Stan Levy, Hal Mullis, John Ramil, Jordan Zimmerman

Committee Chair Zimmerman welcomed the committee members.

#### **New Business – Action Items**

##### **FL 101 – Approve 8/25/16 minutes**

Committee Chair Zimmerman introduced the item and asked for a motion.

Motion was made with Trustee Hal Mullis, 2<sup>nd</sup> by Trustee John Ramil; no discussion occurred and approved by all committee members present.

##### **FL 102 – Approve President Genshaft's 2015-16 Performance Evaluation**

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 detailed discussions by the committee and other trustees attending.

Chair Zimmerman provided a history of the compensation committee and with the reorganization of the Board committees, the president's evaluation and contract were moved under this committee's responsibility. Chair Zimmerman explained the process and explained they would be recommending to the full Board in December potential performance stipend based on their evaluation. He further reminded the committee that this recommendation is based on the past 5-year contract (July 1, 2011-June 30, 2016) where the salary is \$470K and annual performance stipend is up to \$175k. The Governance Committee may award up to 70% (\$122,500) of the \$175k potential performance stipend. He further explained that Chair Lamb may award up to 30% (up to \$52,500) of the \$175k based on his discretion.

Chair Zimmerman reviewed with the committee the four goals and asked for feedback and scale of rank from all trustees attending the meeting (including non-voting members).

**Goal 1 Research:** Scale for Goal 1 was 8-9 ½ (scale 1-10) with one person ranking 8. Discussion occurred about Draper Labs leaving Florida and how it effects USF's post-docs as well as the process USF went through upon notification Draper was leaving. President shared that she worked with the Governor's office as Draper had received funds from the state when they came to USF and Florida. Chair Zimmerman shared they committed to 165 new high paying jobs and had only fulfilled 65 over 7 years. The President also shared that the new CEO of Draper is taking the research agenda in a different direction. She also shared

USF hired some of the researchers. A request for future discussion on benchmarking of NIH and non-government grants occurred. Trustee Ramil also shared that C-100 Higher Education and Business Economic Committees are now tied together to focus on research opportunities to bring more dollars into the state and to our universities. Overall, members felt USF's research continues to progress and that the Draper Lab departure was out of the university's control. The Provost shared that we exceeded the performance based funding metrics (200) that our post doc numbers has gone back up through other areas within the university.

**Goal 2 Revenue Generating including Fundraising:** Scale for Goal 2 was 9 ½-10 (scale 1-10). Chair Zimmerman provided an overview of the goal and shared that 2 goals were not met, fundraising and endowment increase. Discussion centered mostly around these two areas. President Genshaft and Sr. VP Momberg shared that in the past (and when the goal was set), Keystone Technologies in-kind donation of software could be counted annually. Based on the way the gift was given this year, it cannot be counted based on CASE guidelines, yet the goal was set based on past abilities to count the gift. Discussion also occurred about endowment with most down (UF 3.2%; FSU 2.9%; Harvard 2.0% and USF 1.3%). After a discussion on endowment gifts vs designated gifts, Sr. VP Momberg also shared with the Committee that Foundation is focusing more on blended gifts from donors to increase the endowment. Sr. VP Momberg also shared that the Unstoppable Campaign is 90% dollars in 80% time.

Additional comments by Trustees included it was a difficult year economically with our President setting a high goal in fundraising; how strong USF is doing with the campaign as a young institution; USF ranks #2; ultra-challenging year with the election distractions and market changes; Moody's stays consistent showing our financial stability; and we continue to move forward and closer to preeminence. It was also noted that all other goals were met within the Revenue Generating Funds including fundraising goal.

**Goal 3 Student Success:** Scale for Goal was 8 ½ - 9+ (scale 1-10). Chair Zimmerman noted that for Student Success USF System met all but one goal; USF Tampa met all but one and USFSP and USF S-M have a lot of work to do not meeting most of the goals. He noted that USFSP exceeded freshman IPEDS retention and USFSM exceeded SAT scores. Discussion occurred around the President holding the Regional Chancellors accountable for not meeting the student success goals at a higher rate as performance based funding for the institutions is affected. Trustee Hopes mentioned that more emphasis needed to occur on the regional institutions for student success. President Genshaft stated that goals are based on PBF and that they must be made sharing that at USF Tampa, the student success team is being more proactive monitoring success by the incoming classes. Trustee Zimmerman stated that since Trustee Ramil's chairmanship, USF continues to focus heavily on student success, improving year after year as a system. Trustee Ramil told the President he appreciated her honesty and ability to stay focused on improving. Trustee Levy commented he was disappointed in USFSP not making a majority of the goals and wants to see action steps on improving the student success area at ACE committee.

**Goal 4 USF Health:** Scale for Goal was 9+ - 10 (scale 1-10). Trustees overall noted that USF Health is on the right direction and singled out the MCAT scores of the incoming classes being the highest in the state. Comments centered around the enhanced relationships with USF's medical partners and moving to a more healthy clinical enterprise. Trustee Hopes mentioned meetings he has been having with Dr. Lockwood and the President about the enterprise and looking forward to engaging more in the area.

Chair Zimmerman reviewed what he felt were the top 7 achievements for the year. They are: achieving emerging preeminence and moving closer to preeminence status, performance based funding metrics success, downtown redevelopment project approval/funding, Unstoppable Campaign, P3 project approval to enhance student success/living on the USF Tampa campus, academic success of our incoming classes, and eliminating the achievement gap between students based on race or family income. He mentioned the

President was recognized by Peru's Universidad San Ignacio de Loyola with an honorary degree (2<sup>nd</sup> international honorary degree during her presidency).

Chair Zimmerman asked if there was a motion for the President's performance stipend. Trustee Mullis moved that the Committee recommend to the Board 95% of the stipend they can allocate for this year. Trustee Ramil seconded the motion.

In discussion the members of the Governance Committee felt the President set lofty goals and continues to move the USF System in a positive direction, staying focus on our move to preeminence and AAU eligibility. Trustee Levy hopes going into the future that the President also focuses on succession management and getting more deans to outreach like she does in the community. Trustee Zimmerman concurred. Trustee Ramil noted that in light of what our nation has been through, USF has had the ability to close the achievement gap is amazing and one the Trustees should be most proud of. As a newer member of the Board, Trustee Carrere stated he was quite impressed and thanked the President for her hard work. With no additional comments the Chair called for a vote. The motion was approved by unanimous vote of members present.

Trustees Ramil and Mullis congratulated the Chair for the outstanding session, noting his preparation was quite evident.

Chair Zimmerman discussed the Global Initiatives Center story that had recently been in the media and what the protocol was for trustee notice. GC Solis reviewed the process for review of audit and compliance matters with the Board. He noted that the reporter had numerous outstanding public records requests when the story aired. He shared that the Ethics Point investigations referenced in the story did not find any evidence of wrongdoing. He also shared that the university receives numerous public requests that do not develop into stories, but that the team will review our process. The President committed to better notification of the Board earlier in the public records process when there potentially could be a negative media story. Trustee Ramil recommended a template for crisis procedures and how we handle the communications internally and externally.

Due to the time and that BOT Chair Lamb was unavailable for the committee meeting, the Chair requested the two information items be held for the next Governance Committee meeting. All members present concurred.

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