



**Meeting Minutes
Wednesday, November 18, 2009
John D. Mac Arthur Campus
5353 Parkside Drive, Jupiter, Florida 33458**

Chairwoman Nancy Blosser convened the full board meeting of the Florida Atlantic University Board of Trustees at with the following members participating:

Trustees Scott Adams, Anthony Barbar, William Bryant, David Feder, Armand Grossman, Rajendra Gupta, Lalita Janke, Timothy Lenz, Sherry Plymale, Robert Stilley, Tiffany Weimar, and Thomas Workman.

The following university officials attended:

Dr. John Pritchett, Interim President; Mr. David Kian, Senior Vice President of Strategic Relations & General Counsel; Ms. Mary Mertz, BOT Liaison; Mr. Dennis Crudele, Interim Senior Vice President for Finance and Administration; Dr. Joyanne Stephens, Vice President and Associate Provost for Regional Campuses; Dr. Kristen Murtaugh, Vice President for Strategic Planning; and Dr. Charles Brown, Senior Vice President of Student Affairs; Dr. Jeff Buller, Dean of the Harriett L. Wilkes Honors College.

III. President's Report

President Pritchett discussed two items. He noted that there are many important items on the university's agenda; the leadership team has not missed a beat. He also acknowledged the administration, deans, and individuals who work in presenting academic programs. He noted that in the next few months he anticipates reporting to the Board that the items the administration and university staff are working will be brought to completion.

President Pritchett discussed the campus development agreement for the Boca Raton Campus. In August, the City of Boca Raton was re-engaged in the process of the Boca Raton CDA. He thanked Mr. Tom Donaudy for his work on this.

IV. Approval of the Minutes

There was motion to approve the August 19, 2009, September 23, 2009, and the October 21, 2009 meeting minutes by Trustee Lalita Janke. The motion was seconded by Trustee Tom Workman. With no further discussion the motion passed unanimously.

V. Consent Agenda

There were no requests to remove any items from the consent agenda for discussion. There was a motion by Trustee Lalita Janke to approve the consent agenda. The motion was seconded by Trustee Lalita Janke. With no further discussion the motion passed unanimously.

a. Committee on Academic and Student Affairs

AS: A-1. Approval of 2010-2015 FAU Enrollment Plan

AS: A-2. Approval of Charles E. Schmidt College of Science Program Review

b. Strategic Planning Committee

SP: A-3. Approval of the Davie Campus Development Agreement

SP: A-4. Approval of the Renaming of "Continuing Education Hall" on Boca Raton Campus

c. Audit and Finance Committee

AF: A-1. Approval of Amendment to Florida Atlantic University's 2009-10 Regulation 8.001, Tuition, Fee Schedule and Percentage of Cost

AF: A-2. Approval of Amendment to Florida Atlantic University Regulation 6.008, Purchasing

VI. Action Agenda

a. Approval of FAU Board of Trustees 2009-2010 Meeting Schedule

Trustee Robert Stilley requested that a full board meeting be held on the Jupiter Campus. There was a motion to approve the FAU Board of Trustees 2009-2010 Meeting Schedule by Trustee Armand Grossman. The motion was seconded by Trustee Robert Stilley. With no further discussion the item passed unanimously.

b. Issuance of Debt to Finance the Construction of Certain Student Housing Facilities on the Boca Raton Campus of Florida Atlantic University; Approval of The FAU Finance Corporation Bylaws; Reimbursement of Expenditures Related to Capital Projects.

Trustee Blosser asked Mr. David Kian to present the items to the Board. Mr. Kian stated that items b. and c. include four documents. He asked permission of the Chair to defer consideration of two documents. The first item in part b: The BOT Resolution authorizing the DSO to issue Debt; and part c: The Ground Lease between FAU and the DSO. Both items

were presented to committees in October as information items. These items will be presented along with the management agreement and the development agreement in December.

The first item for BOT approval is the Approval of the Bylaws of the FAU Finance Corporation. The FAU Finance Corporation is the 501c3, not for profit corporation that the BOT authorized the formation of at the July meeting. The articles of incorporation were prepared and filed with the Secretary of State in August. The BOT certified the FAU Finance Corporation as a DSO of FAU at the August BOT meeting. The articles of incorporation approved in August require that the by-laws or any amendments to the by-laws be approved by the BOT. The FAU Finance Corporation's Board of Directors approved the by-laws without change. Trustee Scott Adams asked if he needed to abstain from voting because he serves on the Finance Corporation Board of Directors. Mr. Kian stated that Trustee Adams needed to abstain from voting on this item.

There was a motion to approve the FAU Finance Corporation By-laws by Trustee Anthony Barbar. The motion was seconded by Trustee Thomas Workman. With no further discussion and Trustee Scott Adams abstaining from the vote, the motion passed.

The second item for BOT approval is the Resolution to declare the Board's intent to be reimbursed for expenditures related to certain capital projects that are incurred prior to the closing of the financing of the Innovation Village. The financing is projected to close in February 2010 through the issuance of debt through the DSO that will be part of the developer's agreement that will be brought to the BOT for approval. Mr. Kian discussed the various projects associated with Innovation Village and the resolution in detail.

There was a motion to adopt a resolution of the Board of Trustees to declare its intent to be reimbursed for expenditures related to the Project by Trustee Lalita Janke. The motion was seconded by Trustee Thomas Workman. With no further discussion and Trustee Scott Adams abstaining from the vote, the motion passed.

- c. **Ground Sublease between FAU and the FAU Finance Corporation for housing facilities**
Removed from the agenda to be presented to the BOT at the December meeting.
- d. **Approval of the Boca Raton Campus Master Plan and Campus Development Agreement**
Mr. Donaudy stated the items have been vetted fully at the October committee meeting. Mr. Donaudy discussed the changes to the Boca Raton Campus Master Plan which were the following:
 - Inserted new language in sections 14.6 & 14.7 to address traffic management, law enforcement and fire-rescue operational impacts associated with events scheduled in the Stadium and Arena through an Interlocal Agreement to be developed between FAU and the City.
 - Added language in section 14.10 agreeing to conduct a site specific circulation and access traffic study based upon the proposed Henderson High School. This is to determine if a new entry point from NW 5th Avenue is required. If an entry point is required at NW 5th Avenue, the agreement states that this entry shall be used only for access to and from the Henderson School.

- Added a new section which states that the City of Boca and BOT will confirm their ongoing

discussions were on textbook affordability and the presidential search. Trustee Thomas Workman commented that he hears very positive comments on the Honors College from members of the community. He commended Dr. Buller. Trustee Blosser congratulated Trustee Workman on his Talon Award. Trustee William Bryant thanked Trustee Stilley for hosting the welcoming for Mr. Bill Funk. He commended Mr. Funk on his interaction with students, faculty, and staff at the open forums on the presidential search. Trustee David Feder commended Mr. Funk on how he handled the open forums on the presidential search.

XI. Public Comments

There were no public comments.

XII. Adjournment

There was a motion to adjourn the meeting by Trustee Lalita Janke. The motion was seconded by Trustee Sherry Plymale. The motion passed unanimously. The meeting adjourned at 10:52 am.