



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE MINUTES**

June 7, 2018

President's Room 215B, Emerson Alumni Hall

University of Florida, Gainesville, FL

Time Convened: 2:28 p.m. EDT

Time Adjourned: 2:52 p.m. EDT

1.0 Verification of Quorum

Vice President and General Counsel Amy Hass verified a quorum of the Committee on Governance, with all Trustees present.

Members present were:

Mori Hosseini (Chair), David L. Brandon, James W. Heavener, Rahul Patel, and Anita G. Zucker

Others present were:

W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; Amy M. Hass, Vice President and General Counsel; other members of the President's Cabinet, the University community and the media.

2.0 Call to Order and Welcome

Committee Chair Mori Hosseini called the meeting to order at 2:28 p.m. EDT and welcomed all Trustees and everyone in attendance at the meeting.

3.0 Review and Approval of Minutes

Committee Chair Hosseini asked for a motion to approve the minutes of the March 22, 2018, meeting, which was made by Trustee Brandon, and a second, which was made by Trustee Zucker. The Committee Chair asked for further discussion, after which he asked for all in favor of the motion and any opposed and the motion was approved unanimously.

4.0 Action Items

GV1 and R18-206 Committees

Committee Chair Hosseini presented GV1, which creates some new committees and reorganizes others. He noted that the purpose is to align the committees and their work with

the University's important strategic goals and broad mission. He noted that Committee assignments would be forthcoming.

After asking for any discussion, Committee Chair Hosseini asked for a motion to approve GV1 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Brandon, and a second, which was made by Trustee Zucker. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

GV2 FY18 Performance Assessment

Committee Chair Hosseini turned the Committee's attention to GV2 the President's Performance Assessment for FY18 and noted that this would be a final action of the Committee. He noted that Board leadership discussed this assessment with the President and Board Chair Heavener discussed the assessment with Chair of the Board of Governors per BOG procedures. Board Chair Heavener also sought input from other members of the Board. Based on this feedback, it was determined that the President met his goals for FY18 at the 100% level.

Committee Chair Hosseini asked for a final motion to approve Committee Action Item GV2, which was made by Trustee Brandon, and a second, which was made by Trustee Brandon. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

GV3 FY19 Performance Goals

Committee Chair Hosseini noted that the President's goals for the upcoming fiscal year were developed with input from the Board, the cabinet and key constituents. He noted that the goals reflect the goals of the institution. President Fuchs addressed the goals, which build on the goals from the previous year, noting that the metrics have been quantified and made more specific. He noted that Goal 1 has been revised to reflect the change from Top 10 to Top 5.

Committee Chair Hosseini asked for a motion to approve Committee Action Item GV3 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Johnson, and a second, which was made by Trustee Zucker. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

5.0 Discussion/Informational Items

5.1 Enhanced Governance Standards

Trustee Rahul Patel provided a summary of recent progress of the Trustee Working Group that was convened to make refinements to the Governance Standards. He noted that the group has met several times and has met with various individuals to gather and implement feedback. He noted that the group hopes to have the standards ready for approval at the next full meeting of the Board. He summarized four key refinements to the standards:

- Reformatted the document to make it easier to read and follow, defined some terms, and clarified the process and timeline for approvals.

- Addressed specific feedback on thresholds to find the right balance between operations and visibility.
- Clarified that standards apply to all DSOs and affiliates.
- Developed rider documents related to hiring of VP and cabinet level positions and investigations.

6.0 New Business

There was no new business to come before the Committee.

7.0 Adjourn

After asking for any further discussion and hearing none, Committee Chair Hosseini adjourned the University of Florida Committee on Governance meeting at 2:52 p.m. EDT.

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