



**MINUTES**

**University of Florida Board of Trustees Committee on Governance**

**University of Florida Presidential Search Committee**

**University of Florida Presidential Search Committee Subcommittee on Qualifications and Criteria**

**University of Florida Board of Trustees (With the Presidential Search Committee Convened to Attend, Provide Information and Answer Questions)**

**August 28, 2012**

**Beginning at 1:00 P.M. EDST**

**A. JOINT MEETING NO. 1: The following committees met for joint discussion, but each was convened and took action separately:**

University of Florida Board of Trustees Committee on Governance  
University of Florida Presidential Search Committee  
Presidential Search Committee’s Qualifications and Criteria Subcommittee

**1. Convening of the Committees**

**Governance Committee--Call to Order, Verification of a Quorum**

At approximately 1:15 p.m., Jamal Sowell verified the presence of a quorum, and Chair Criser called the Governance Committee meeting to order.

**University of Florida Board of Trustees Governance Committee Members attending:**

Marshall Criser, III (Chair), C. David Brown, II, Michael Heekin, Carolyn Roberts, Steven Scott

**University of Florida Board of Trustees Governance Committee Members Absent:**

Susan Cameron, who was overseas as planned before the scheduling of this meeting.

**University of Florida Presidential Search Committee--Call to Order, Verification of a Quorum**

Vice President and General Counsel Ms. Keith verified the presence of a quorum and Chair Brown called the Search Committee meeting to order at approximately 1:16 p.m.

**Search Committee Members attending:**

C. David Brown, II (Chair), Marshall Criser, III, Charles Edwards, Michael Heekin, Carolyn Roberts, Juliet Rouhlac, Carlos Alfonso, Paul D'Anieri, Ben Dunn, David Guzick, Harry Klee, Keith Koenig, David Kratzer, Dianna Morgan, Danita Nias, David Norton, Scott Nygren, Ava Parker, Jack Payne, Brian Ray, Lynda Tealer, TJ Villamil

**Search Committee Members absent:**

Cammy Abernathy, who was unavoidably unavailable due to a prior commitment that predated the scheduling of this meeting.

**Qualification and Criteria Subcommittee Members:**

Vice President and General Counsel Jamie Keith verified a quorum and Chair Marshall Criser called the Qualifications and Criteria Subcommittee to order at approximately 1:17 p.m.

**Qualifications and Criteria Subcommittee Members attending:**

Marshall Criser, III (Chair), Paul D'Anieri, David Guzick, Michael Heekin, Harry Klee, David Norton  
There were no absences.

**Others attending:**

Senior Advisor Marshall Criser; UF Senior Vice President and Chief Operating Officer Win Phillips; UF Vice President for University Relations Jane Adams; UF Vice President for Human Resource Services Paula Fussell; UF Vice President for Business Affairs Curtis Reynolds; UF Vice President and General Counsel Jamie Lewis Keith; Search Consultants, Jan Greenwood and Julie Holley Greenwood/Asher & Associates; Special Assistant to the President Jamal Sowell; Melissa Orth, Administrative Contact for the Search, Karon Grabel of the Office of Vice President and General Counsel, other UF personnel, and members of the public and media.

**2. Approval of Minutes**

Governance Committee Meeting of July 12, 2012 (**attached**—Governance Committee Action)

Chair Criser called for a motion to approve these minutes, which was made by Mr. Heekin and seconded by Ms. Roberts. After asking for any discussion and hearing none, Chair Criser called the motion to a vote, which passed unanimously.

Search Committee Meeting of August 1, 2012 (**attached**—Search Committee Action)

Chair Brown called for a motion to approve these minutes, which was made by Mr. Alfonso and by Mr. Ray. After asking for any discussion and hearing none, Chair Brown called the motion to a vote, which passed unanimously.

Qualifications and Criteria Subcommittee Meeting of August 27, 2012 (**attached**—Qualifications and Criteria Subcommittee Action)

Chair Criser called for a motion to approve these minutes, which was made by Dr. Norton and seconded by Dr. D'Anieri. After asking for any discussion and hearing none, Chair Criser called the motion to a vote, which passes unanimously.

### **3. Presentation of Report on Input from August Outreach**

Search Chair Brown and Governance Chair Criser asked Marketing and Communications Subcommittee Chair Dianna Morgan to present a summary of the stakeholder outreach conducted in August.

Ms. Morgan summarized the process and various outreach efforts that were conducted in August to obtain broad stakeholder input on the search criteria that should be used to recruit and select the next President of the University.

She emphasized that the August outreach is just the beginning and that input, comments and questions from all interested persons are encouraged throughout the search process; a search email address is provided for this purposes. She noted that the Search Chair has sent frequent email updates, about every other week, to a listserv of 240,000 addresses, comprising the UF campus community, alumni, donors, and other friends and stakeholders of the University. These frequent email updates will continue throughout the search.

The August outreach included the following planning and components:

- The Marketing and Communications Subcommittee met on August 1 and 14, 2012; the meeting on the 14<sup>th</sup> was streamed live via the Internet, as are all search meetings after the initial organizational meeting.
- On August 1<sup>st</sup>, the Marketing and Communications Subcommittee and the full Search Committee approved a Marketing and Communications Plan which includes stakeholder outreach for broad engagement throughout the search process, as well as August outreach to a broad range of stakeholders to help inform the development of search criteria.
- On August 14, 2012, the Subcommittee met to review in detail the August outreach plans, and the advertising of these outreach opportunities, as well as other ongoing opportunities for input throughout the search. It was reported that emails were sent to the 240,000-address listserv, which includes all faculty, staff and students among many others, to encourage participation; the InfoGator and an email from the Provost's office also invited participation. Based on Subcommittee member-Dr. Ben Dunn's recommendation, a DDD (i.e., the UF form of official memorandum) was sent to academic and administrative unit heads, asking them to encourage their faculty and staff to participate in an Open Forum and to take advantage of other engagement opportunities.
- August Outreach Efforts:

- An Open Forum for anyone interested, as well as Faculty and Student Focus Groups, were held on August 24, 2012; all were live-streamed via the Internet.
  - Everyone who attended the Open Forum was heard.
  - Faculty reflecting a broad range of faculty interests and coming from across UF, selected by the Faculty Senate chair and deans, and students reflecting a broad range of student interests, selected by student government, student organizations and the Vice President for Student Affairs, were heard at the Focus Groups.
  - Additional interested people were able to view the Focus Groups live or view the Focus Groups and Open Forum streamed live via the Internet.
- Jodi Gentry, Director of Training and Organizational Development facilitated the Open Forum and Focus Groups.
- Ms. Gentry also conducted outreach conversations with alumni, donors, boosters, and business/community leaders throughout August 2012, and gained their input.
- Anyone interested was encouraged via the emails from Chair Brown, the Provost, InfoGator, and the DDD from Vice President for University Relations Jane Adams and Subcommittee Chair Morgan to (i) participate in the Open Forum or view it live via the Internet; (ii) view the focus groups live or via the Internet; (iii) answer the outreach questions by email; and/or (iv) provide any input they wish by email. The Presidential Search Web site, <http://presidentiaalsearch.ufl.edu>, also posted invitations to engage in these opportunities to provide input.
- The following outreach questions were asked in all outreach and were listed on the search Web page:
  - What are the unique qualities and notable strengths of UF?*
  - What are UF's opportunities and impacts in academics, research and service for the future?*
  - Based on these inquiries, what qualities and experience are needed for UF's next leader?*

Ms. Morgan then turned the presentation over to Jodi Gentry, who prepared the Outreach Report on the input received in August. Ms. Gentry noted that the Outreach Report was provided to all Search Committee members, Trustees and Senior Advisors on August 25, 2012 and was posted on the Search Website. Ms. Gentry commented that the passionate support of the University by all of the stakeholders is remarkable. She said there was a great deal of common interest across the various groups, with different groups understandably stressing their areas of interest. She pointed to the most frequently cited themes across all groups, which are listed on page 2 of the Outreach Report. She also noted that each group's own most frequently cited themes are captured in the Outreach Report.

Ms. Morgan and Ms. Gentry thanked all who participated and provided their input. They asked for any questions and there was a brief discussion.

#### **4. Discussion of Qualifications and Criteria Subcommittee Proposed Draft Criteria (Draft Date August 27, 2012)**

Search Chair Brown then asked Qualifications and Criteria Subcommittee Chair Criser to present the Subcommittee Proposed Draft Criteria of August 27, 2012.

Mr. Criser noted, in developing the draft criteria, the Subcommittee agreed on some general principles: that concise overarching concepts would best capture the key criteria, as well as providing each Search Committee member and Trustee with the discretion to determine what evidence is needed to support the various criteria and providing some flexibility to candidates to demonstrate their capabilities and experience. He also pointed out that the overarching criteria are intended to be comprehensive, but not so many in number as to be administratively infeasible to apply to actual candidates. Mr. Criser noted that Ms. Gentry presented the Outreach Report and discussed the findings with the Subcommittee at its August 27<sup>th</sup> meeting, which was live streamed via the internet. An Annotation Document was also provided. It analyzes the input from the August Outreach in relation to the Qualifications and Criteria Subcommittee's First Draft Criteria (of August 22, 2012), cross-referencing the input to the draft criteria and identifying where the draft criteria appear to address the major across-the-board and separate stakeholder group major input themes. The Annotation Document also notes where there were—or may be—apparent gaps. The Subcommittee members reviewed each of the inputs and the criteria, along with the Annotation Document, and determined where they found gaps in the draft criteria. Where they found a gaps, the Subcommittee members reached consensus on an appropriate revision—creating the Subcommittee Proposed Draft Criteria (of August 27, 2012).

- Both a clean copy and a lined copy of the August 27, 2012 Subcommittee Proposed Draft Criteria, showing changes to the Subcommittee First Draft Criteria of August 22, 2012, was provided to all Search Committee members and Trustees on August 27, 2012.
- The Annotation Document, cross-referencing the input from outreach with the August 22<sup>nd</sup> Subcommittee First Draft Search Criteria was sent to all Search Committee members and Trustees on August 27, 2012 as well. The enhancements recommended by the Qualifications and Criteria Subcommittee to address gaps in the criteria are shown in the lined August 27<sup>th</sup> Proposed Draft Criteria. They include: (1) a separate criterion relating to the student experience and ability of the next President to address student issues and relate well to students; (2) enhancement of the criterion relating to an appreciation of the University's land grant mission and its roles and contributions, which the Subcommittee had also previously committed to provide; (3) enhancement of the criterion addressing the next President's ability to develop and leverage relationships with stakeholders, to explicitly address the relationship with UF alumni, leveraging that relationship, and having enthusiasm about being or becoming a member of the Gator Nation and culture; and (4) adding to the criterion on leadership qualities, being a good listener and being a proactive leader. The Subcommittee also added the word "vision" to the criterion on growing the research enterprise.

- The August 22, 2012 Subcommittee First Draft Criteria were distributed on August 22, 2012 to all Search Committee members, Trustees and Senior Advisors.
- As each was developed, the following were posted on the Presidential Search Web site for reference by the Search Committee, the Trustees and the public:
  - August 27, 2012 Subcommittee Proposed Draft Criteria (lined to show changes to the Subcommittee First Draft Criteria of August 22, 2012);
  - Minutes of Subcommittee Meeting of August 22, 2012 (attaching Subcommittee First Draft Criteria of August 22, 2012);
  - The Annotation Document (outreach input cross-referenced to August 22<sup>nd</sup> criteria);
  - Minutes of Subcommittee meeting of August 15, 2012 (attaching Cross Reference Analysis of the Criser-Greenwood/Asher Draft Criteria, and the cross-referenced Heekin Draft Criteria and Guzick Draft Criteria, as well as the August 16, 2012 Draft of the Subcommittee First Draft Criteria of August 22, 2012);
  - August 25, 2012 Outreach Report on Input from August Outreach.

#### **5. Adjourn Qualifications and Criteria Subcommittee**

After further discussion, Chair Criser adjourned the Subcommittee at approximately 1:50 p.m.

- B. JOINT MEETING NO. 2** The meetings of the Governance and Search Committees continued, with the Committees meeting jointly for discussion and each Committee continuing to be convened and taking action separately.

Ms. Keith and Mr. Sowell confirmed the continued quorums of each Committee. It was recorded that Ms. Roberts was no longer in attendance.

#### **6. Further Discussion and Action to Approve August 28, 2012 Presidential Search Criteria for Recommendation to the Board of Trustees**

Search Committee Chair Brown and Governance Committee Chair Criser invited further discussion. The Chairs recognized Trustees Levine and Brodeur, who are not members of these Committees but asked to be heard and suggested that the Committees consider a few enhancements to the criteria. Mr. Levine suggested that “entrepreneurial skills” be explicitly referenced in the criterion concerning ability to grow the research enterprise. Dr. Brodeur suggested that the criterion addressing respect by and influence with the AAU and peer institutions--as well as the ability to attract, develop and retain world-class faculty and students--be split into two sentences and two criteria. The Search Committee members and Governance Committee members thought these changes made sense. After this discussion and expression of satisfaction with the Qualifications and Criteria Subcommittee Proposed Search Criteria (of August 27<sup>th</sup>), with the addition of the two enhancements—which Ms. Keith read back to the Committees--Chair Brown summarized the actions for the Search and Governance Committees:

**S1 (Search Committee)/GV1 (Governance Committee):** The Search Committee and Governance Committee is each asked to approve adoption of the August 27, 2012 Subcommittee Proposed Draft Criteria, with the above-referenced two enhancements—to create the August 28, 2012 Presidential Search Criteria to be recommended to the UF Board of Trustees.

Ms. Keith noted that these criteria will also be incorporated in the position description, and approval of the Action Items S1 and GV1 includes approval of the position profile, the substance of which is the search criteria.

**Search Committee Action Item: S1—Approve Presidential Search Criteria (August 28, 2012)**

With that clarification and incorporating the two cited enhancements, Search Committee Chair Brown asked for a motion to approve Action Item S1, which was made by Mr. Edwards, and seconded by Mr. Criser. After asking for further discussion and hearing none, he called the motion to a vote and the motion passed unanimously.

**Governance Committee Action Item: GV1—Approve Presidential Search Criteria (August 28, 2012)**

With that clarification and incorporating the two cited enhancements, Governance Committee Chair Criser asked for a motion to approve Action Item GV1, which was made by Mr. Brown and seconded by Mr. Scott. After asking for further discussion and hearing none, he called the motion to a vote and the motion passed unanimously.

**7. Any Discussion or New Business and Adjournment**

There was no further discussion and Search Chair Brown adjourned the Search Committee and Governance Chair Criser adjourned the Governance Committee meeting, at approximately 1:55 p.m.

Board Chair Brown reminded everyone that there would be a 15 minute break and the meeting of the Board of Trustees would then be convened, with the Search Committee convened to answer questions.

**C. 15 MINUTE BREAK**

**D. MEETING OF THE UNIVERSITY OF FLORIDA BOARD OF TRUSTEES, with the PRESIDENTIAL SEARCH COMMITTEE convened to answer questions (The Board and Search Committee met jointly for any needed discussion, with each being convened and acting separately.)**

**1. University of Florida Board of Trustees--Call to Order, Verification of a Quorum**

At approximately 2:12 p.m., Jamal Sowell confirmed the presence of a quorum and Board Chair Brown called the meeting of the Board of Trustees to order.

**University of Florida Board of Trustees attending:**

C. David Brown, II (Chair), Marshall Criser, III (Vice Chair), Cheri Brodeur, Chris Corr, Charles Edwards, Michael Heekin, Alan Levine, Juliet Rouhlac, Steven Scott, TJ Villamil, Al Warrington

**University of Florida Board of Trustees absent:**

Susan Cameron, Carolyn Roberts

**2. University of Florida Presidential Search Committee--Call to Order, Verification of a Quorum**

At approximately 2:13 p.m., Jamie Keith confirmed the presence of a quorum and Search Committee Chair Brown convened the Search Committee for the purpose of being available to the Board of Trustees to answer questions.

**Search Committee Members attending:**

C. David Brown, II (Chair), Marshall Criser, III, Charles Edwards, Michael Heekin, Juliet Rouhlac, Carlos Alfonso, Paul D'Anieri, Ben Dunn, David Guzick, Harry Klee, Keith Koenig, David Kratzer, Dianna Morgan, Danita Nias, David Norton, Scott Nygren, Jack Payne, Brian Ray, Lynda Tealer, TJ Villamil

**Search Committee Members absent:**Carolyn Roberts, Ava Parker, Cammy Abernathy

**Others attending:**

Senior Advisor Marshall Criser; UF Senior Vice President and Chief Operating Officer Win Phillips; UF Vice President for University Relations Jane Adams; UF Vice President for Human Resource Services Paula Fussell; UF Vice President for Business Affairs Curtis Reynolds; UF Vice President and General Counsel Jamie Lewis Keith; Search Consultants, Jan Greenwood and Julie Holley Greenwood/Asher & Associates; Melissa Orth, Administrative Support to the Search, Karon Grabel of the Office of Vice President and General Counsel, other UF personnel, and members of the public and media.

**3. Welcome by Board and Search Chair Brown**

Board Chair Brown welcomed the Board members and thanked them for also attending the other meetings of the day.

**4. Committee Report**

Board Chair Brown then asked Governance Committee Chair Criser to make the committee report on the meetings of the Governance and Search Committees. Chair Criser concisely summarized the events of the earlier meetings of the day and the recommendation to the Board of Trustees by the Search Committee and Governance Committee that the Board approve the Proposed Presidential Search Committee Criteria of August 28, 2012. Ms. Keith noted that copies of the August 28<sup>th</sup> Criteria had been handed out to all Board and Search Committee members during the break.

- Mr. Brown asked Ms. Morgan to again summarize the changes that had been made to the Subcommittee Draft Criteria of August 22<sup>nd</sup> to create the August 27<sup>th</sup> Subcommittee Proposed Draft Criteria. These are in the final August 28<sup>th</sup> Criteria and reflect the input from the August Outreach Report. Ms. Morgan did so: (1) a separate criterion was added relating to the student experience and the ability of the next President to address student issues and relate well to students (criterion 11); (2) there was an enhancement of the criterion relating to an appreciation of the land grant mission and its roles and contributions, which the Subcommittee had also previously committed to provide (criterion 14); (3) there was an enhancement of the criterion addressing ability to develop and leverage relationships with stakeholders, to explicitly address the relationship with UF alumni, leveraging that relationship, and having enthusiasm about being or becoming a member of the Gator Nation and culture (criterion 19); (4) the descriptor "vision" was added to the criterion concerning growing the research enterprise (criterion 12); and (4) there

were two additions to the criterion on leadership qualities, being a good listener and being a proactive leader (criterion 23).

- Mr. Brown reminded the Board of the two changes made at the Search Committee and Governance Committee meetings that are encompassed in the August 28<sup>th</sup> Presidential Search Criteria: (1) splitting the criterion addressing respect by and influence with the AAU and peer institutions--as well as the ability to attract, develop and retain world-class faculty and students--into two sentences and two criteria (5 and 6); and (2) the descriptor "entrepreneurial skills" was inserted in the criterion (criterion 12) concerning growth of the research enterprise.

## **5. Consent Agenda**

Chair Brown then addressed the Consent Agenda, including the Board's July 12, 2012 meeting minutes and GV1, approving the August 28, 2012 Presidential Search Criteria. Ms. Keith reminded the Board that this Action Item GV1, approving the search criteria, includes approval of position profile, the substance which is the search criteria.

Chair Brown asked if there was any further discussion. He then called for a motion to approve the Consent Agenda, which was made by Ms. Roulhac and seconded by Mr. Heekin. He again asked for any further discussion and, hearing none, he called for a vote, which passed unanimously.

## **6. New Business**

Chair Brown then asked Ms. Morgan and Ms. Adams to present an update on marketing materials. They presented slides showing the materials that would be packaged in a look box about the University and living in Gainesville. The response from the Board and Search Committee was positive. Chair Brown noted that UF's academic and research accomplishments are under-recognized in the national and international markets and the marketing materials will help to make known the quality and scope of UF's academic and research endeavors, as well as other key components of the UF enterprise and the attractiveness of life in Gainesville.

Chair Brown then asked the Board and Search Committee members to inform Search Consultant, Jan Greenwood, if they have outreach ideas. He also noted that the Board would receive an update on the market range for presidential compensation and housing once the Compensation and Housing Subcommittees and Search Committee had completed their assessments, aided by experts, of the market range of compensation for comparable positions and a full range of housing options. Final terms will depend on the person selected as President, but this work will prepare the University well.

## **7. Adjourn the Board and the Presidential Search Committee**

After asking for any further discussion and hearing none, Trustee Brown, as Board Chair, adjourned the Board meeting and, as Search Chair, adjourned the Search Committee at approximately 2:35 p.m.