Chair Law convened the meeting for the University of South Florida, Board of Trustees at USF Polytechnic Campus in Lakeland Florida at 9:30 a.m.

Chair Law welcomed Senator J.D. Alexander, a tremendous leader of Florida and a phenomenal friend to USF. Senator Alexander expressed his appreciation in attending the BOT meeting and thanked the Board members for their commitment and service.

President Genshaft called roll with the following Trustees present:

Trustee Lee Arnold
Trustee Laurence Branch
Trustee Margarita Cancio
Trustee Gene Engle
Trustee Sonja Garcia
Trustee Rhea Law
Trustee Kiran Patel - Did not attend
Trustee John Ramil
Trustee Debbie Sembler - Did not attend
Trustee Jan Smith – By phone
Trustee Juan Soltero
Trustee Bob Soran
Trustee Sherrill Tomasino

USF Polytechnic CEO Marshall Goodman thanked and expressed his delight in having everyone visit the USF Polytechnic Campus.

Dr. Goodman asked President Genshaft to join him as he presented Senator JD Alexander with a gift, a millennium cube for visionaries, who are not captured by the past but are focused on the future. Dr. Goodman thanked Senator JD Alexander for his commitment to building USF Lakeland and Polk Community College. The $36 Million joint facility is shared with Polk Community College and has been an important asset to the community of Polk County. Dr. Goodman thanked Senator JD Alexander for his commitment to USF Polytechnic campus, to the partnership and to their growth.

Senator JD Alexander thanked everyone for the recognition. Senator JD Alexander stated that there was an effort underway to build the building before he run for office. Senator JD Alexander
added that it was not until the leadership of Dr. Genshaft to work collaborative with USF to build the USF Lakeland building that has been the stepping stone to improving many lives in the region. Senator JD Alexander thanked President Genshaft for her efforts and for recruiting Dr. Goodman which is an asset to USF and to the state.

CEO Marshall Goodman presented **FL 101 - Approve Minor Amendment to USF Polytechnic Master Plan.** The item has been approved by USF Polytechnic Campus Board and the BOT Academic & Environments Workgroup. The USF Polytechnic Campus Master Plan was originally approved in August 2006.

Twenty one world renowned architects competed for the commission to design the new USF Polytechnic Campus. Santiago Calatrava of Festina Lente, is the chosen Architect.

Trustee Engle asked for a motion, Trustee Tomasino seconded the motion and **FL 101** was approved by the Board.

Chair Law commended Trustee Engle and Trustee Tomasino on their achievements and involvement in the USF Polytechnic Master Plan. Trustee Engle thanked Dr. Alice Murray of USF Polytechnic for her efforts in orchestrating the process for the past 7 years.

Dr. Goodman thanked President Genshaft, Senator J.D. Alexander and Trustee Engle for recruiting architect, Santiago Calatrava. Dr. Goodman also thanked Dr. Alice Murray, General Counsel’s, Steve Prevaux, Consultant Pete Karamitsanis and facility planners: JohnWhite, Mark Bostick, David Robinson and Jeff Chamberlin.

A slide presentation of Santiago Calatrava work was shown.

**The President’s report**

- There are 3 major commencement ceremonies coming up in August, and 5244 students are expected to graduate from the University of South Florida System.
- 2009 USF summer enrollments has exceeded past summer enrollments.
- Credit hours are up by 6.2% and the headcount is up by 5.6%.
- Fall registration is in progress, the general growth is about 1%
- Mandatory housing requirement is in process on the USF Tampa and St. Petersburg campuses.
- USF Tampa Campus is opening up 1000 more beds
- Lunch and Learn with regional campus faculty will begin Fall 2009

President Genshaft announced that she and Sr. Vice President for Business & Finance and CFO,
Dr. Jim Hyatt, are planning to walk around USF campuses to evaluate the students and faculty’s physical environment.

The President announced that USF has worked very cautiously to stay within the budget throughout the system. The Stimulus funds were received.

**New Business**

**FL 102 - Approval of Minutes:** June 15, 2009, May 20, 2009 and March 19, 2009

Chair Law asked for a motion to approve the minutes, it was seconded and approved.

**Consent Agenda**

Chair Law asked Trustee Arnold if there were any comments on the ACE Workgroup items. Trustee Soran stated that the items have been discussed and approved by the ACE Workgroup and recommends approval by the Board.

Chair Law stated that the Finance and Audit workgroup has reviewed all items and recommends approval by the Board.

**FL 103** - Approve the University of South Florida faculty nominees for tenure as a condition of employment
**FL 104** - Approve the University of South Florida
**FL 103** – Approve the University of South Florida faculty nominees for tenure as a condition of Employment
**FL 104** – Approve the University of South Florida faculty nominees for tenure
**FL 105** – Approve USF St. Petersburg faculty nominees for tenure
**FL 106** – Approve USF Sarasota-Manatee Campus Master Plan
**FL 107** – Approve USF St. Petersburg 2005-2015 Campus Master Plan Update
**FL 108** – Approve amendments to Student Code of Conduct regulation
**FL 109** - Approve new regulation establishing the USF system’s prohibition of hazing
**FL 110** - Approve changes to the 2009-10 Preliminary Continuation Operating Budget and authorize the President to make necessary adjustments to the fiscal year 2009-10 Operating Budget
**FL 111** – Approve 2009-10 Preliminary Fixed Capital Outlay Budget and authorize the President to make necessary adjustments to the 2009-10 Fixed Capital Outlay Budget
**FL 112** - Approve 2010-11 Fixed Capital Outlay Projects that require legislative approval and authorize the President to make necessary adjustments to the 2010-2011 Fixed Capital Outlay Projects that require legislative approval
**FL 113** – Approve Five-Year Capital Improvement Plan (2010-11/2014-15) and authorize the President to make necessary adjustments to the Five-Year Capital Improvement Plan

**FL 114** - Approve amendments to Regulation USF4.0101

**FL 115** – Approve amendments to Regulation USF4.010

**FL 116** - Approve miscellaneous housing charge for Living Learning Community on Tampa campus beginning fall 2009 semester

**FL 117** - Approve Affiliation Agreement between USF/COM and LVHN and authorize Sr. Vice President for USF Health to execute

---

**United Faculty of Florida**

UFF President Sherman Dorm was not present. Chapter Secretary, Dr. Greg McColm reported that Dr. Dorn sent a letter to Chapter members and to the entire Bargaining Unit about faculty layoffs and expressed a concern that there is lack of communication with the USF Administration and the United Faculty of Florida.

Trustee Branch stated that the administration, the faculty, UFF and Student Government are engaged in a process of spheres of overlapping responsibility for academic programs and campus life at USF. Within the spheres of overlapping responsibilities sometimes we view things a little differently. Trustee Branch stated that communication is important and believes USF has made great strides in its communication. Trustee Branch stated that communication is not perfect yet but it is moving in the appropriate direction for maintaining spheres of overlapping responsibilities which are undertaken quite well. Trustee Branch stated that one example of good communications is the budget planning process which for the present year is more open and transparent that it has ever been in the past. Trustee Branch stated that President Genshaft has asked the Provost to establish a university wide committee with representatives from Student Government and the Faculty Senate and the constituent components. It’s a process by which each of the components pieces explain their budgets of the previous years and propose their budget for the coming year. This is one example of the tremendous increase in the open and transparent nature of the financing of USF. Trustee Branch stated that there has been recent discussion on campus about the various ways to increase one of the strategic goals that includes greatly increasing the number of foreign students. The discussion at the starting point is to determine whether we have existing revenues within the system to enhance our recruitment of international students and at this time with some layoffs and restructuring finding new money is difficult. Trustee Branch stated that increasing summer enrollment provides some additional revenue but it will be a challenge therefore the administration decided to look into joint partnerships with another entity to move forward on this goal. Trustee Branch stated that the process is more open that it has been in the past, but it’s probably not as open as some would like to see it in the future. Trustee Branch stated that Professor McColm’s comments on the need for even greater communication are well made.

Chair Law thanked Trustee Branch for his comments.

Chair Law asked for a motion to approve the Consent Agenda it was seconded and the Consent Agenda (Items 103 – 117) was approved.
New Business – Special Action Item

FL 118 - Approve 2007-2008 Presidential Evaluation

1. Reporting on the Board of Trustees’ annual evaluation of the President, Trustee Ramil (as chair of the Board’s Compensation Committee), proposed that the Committee recommend to the full Board its assessment of the President’s attainment of performance criteria per the current presidential compensation contract dated July 1, 2007 and make subsequent recommendation as to seventy percent (70%) of the contractually possible maximum performance incentive payment.
   a. Trustee Ramil also recommended that the Chair—in her sole discretion as based on a frequent and direct working relationship with the President—make recommendation to the full Board regarding the award of the remaining thirty percent (30%) of the possible performance incentive payment.
   b. Trustee Ramil related that the Committee engaged in due diligence by applying their own knowledge/information regarding the President’s performance, reviewing national trends in university presidential compensation, obtaining advice from nationally recognized compensation advisor, Mr. Raymond Cotton, and reviewing comprehensive materials presented by President Genshaft regarding her accomplishments during the 2006-2007 evaluation cycle. Upon completion of that review, the Committee determined the benchmarked criteria had been met and, in some cases, exceeded, for the cycle, resulting in a recommendation that the President receive the maximum amount of performance incentive payment for its portion of the review.
   c. Trustee Ramil noted the seeking of increased retention/graduation rates as being subjects of additional emphasis in the upcoming year.

2. Motion made and seconded to (1) establish the process of the Compensation Committee making recommendation to the full Board’s consideration as to seventy percent (70%) of the performance incentive criteria for each evaluation cycle; and (2) that, for such seventy percent (70%) portion for the 2006-2007 cycle, that the Board award the maximum amount of performance incentive payment based on the President’s performance and (3) that such amount ($70,000) be deferred for payment until the end of the President’s contract (due to end in July, 2012) due to general economic factors and the major financial impact of state funding cuts to the entire University community, with the understanding that deferment of any payment could be revisited by the full Board as the future economic situation might warrant.
   a. Motion adopted unanimously.
3. In keeping with the process outlined above, Chair Law then outlined similar elements of her review of the President’s performance for the 2006-2007 cycle and recommended award of twenty percent (20%) ($20,000) of the total possible, noting that President had done an excellent job during the relevant time period and that increased communications between administration/faculty/staff/students and community could always be improved upon by all USF administration--including the Board--in an enhanced role for the upcoming year. She recommended that such amount be deferred for payment until the end of the President’s contract for the same reasons as cited by Trustee Ramil in the previous action item.

   a. Motion made, seconded to adopt the Chair’s recommendation resulting in a total performance incentive payment (deferred for actual payment until 2012 or earlier per subsequent full Board action if warranted) of $90,000.

FL 119 - Appoint Johnnie B. Byrd, Sr. Alzheimer’s Center and Research Institute Board Members

Chair Law asked Dr. Klasko to present the item.

Vice President Steve Klasko reported on the Johnnie B. Byrd Alzheimer’s Center and Research Institute, newly appointed Board members.

They will have an exciting opportunity to oversee the operations management of the Alzheimer’s Center. Vice President Klasko commented that by bringing together USF and the Byrd Institute, the Center has gone from zero Federal Grants to $5 million within the last six months. The Memory Disorder Center will be combined with the USF Psychology Department, Sun Coast Gerontology and the Johnnie B. Byrd Institute. Instead of having 6 patients per month the Johnnie B. Byrd Center has approximately 600 patients per quarter.

Vice President Klasko expressed his thanks and appreciation to Trustee Tomasino who is Chair of the Joint Affiliation Board and Pamela Vergara, Chair of the Johnnie B. Byrd Alzheimer’s Center and Research Institute Board. Their terms end on June 30, 2009. An appreciation and recognition reception is planned for the Johnnie B. Byrd Sr. Alzheimer’s Center and Research Institute on September 9, 2009.

President Judy Genshaft and Vice President Steve Klasko recommended: Trustee Sherrill Tomasino, Vice President Karen Holbrook, Mr. Frank Morsani and Dr. Eric Pfeiffer to serve on the Board of Directors for the Johnnie B. Byrd Alzheimer’s Center and Research Institute.

President Genshaft announced that Vice President Klasko will serve as the designee CEO of the Johnnie B. Byrd Alzheimer’s Center and Research Institute.

Chair Law asked for a motion to approve FL 119, it was seconded and approved.
FL 120 – Approve USF St. Petersburg Campus Board Member Appointment

President Genshaft reported that Dr. Susan Hoff-Henry is the new USF St. Petersburg Campus Board nominee. Dr. Hoff is the President of the Hoff Family Foundation and a graduate of USF with a Ph.D. in Educational Measurement Research and Evaluation.

Chair Law asked for a motion, it was seconded and FL 120 was approved.

Chair Law announced that Trustee Branch is getting married.

Having no further business Chair Law adjourned the University of South Florida’s Board of Trustee Meeting.

__________________________________________ _______________________
Rhea F. Law, Chair                            Judy Genshaft, Corporate Secretary