

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

Thursday, November 15, 2018

2:30 pm

Turnbull Conference Center - Room 214

A G E N D A

- I. Approval of Minutes
- II. Board Self-Evaluation Pilot Update
- III. Conflict of Interest Policy
- IV. Other Business

Governance Committee Minutes September 3, 2018

Chairman Ed Burr called meeting to order 9:30 am

Approval of minutes - Trustee Billy Buzett motion, Trustee June Duda second

President's Evaluation and Compensation:

- Burr:
 - No unsatisfactory, 10 satisfactory, 331 strong point/excellent ratings
- Discussion:
 - Compensation comparison of peer presidents
- Chair Burr: continued improvement deserves recognition
- Trustee Sasser- motion for salary increase of 7% and \$300k performance bonus; Trustee Duda second
- Unanimous approval, forward to full board

President's Contract:

- Burr: contract due to end 2019, original contract 5 years
- Previously, board approved 1-year extension through 2020. Request at BOG November 2018 meeting to extend contract by 60 days to Jan 15, 2021 - to allow President to complete fall semester, smoother transition

Board Self Evaluation:

- General Counsel Carolyn Egan: Staff researched SAC's new requirement and looked at peer universities' approach to BOT self-evaluation process. Staff developed draft survey tool for review
- SACS - first self evaluation due 2020
- Discussion: utilize staff survey this year, make changes as needed
- TBD - bring in outside board development firm to present evaluation results, best practices and future board goals
- Motion to adopt staff prepared survey as one-year pilot, adjust as needed. Trustee Buzzett moved, Hillis second
- Unanimous motion approval, forward to full board

Conflict of Interest Policy:

- Burr - Chair to open every BOT meeting with conflict of interest statement going forward
- Trustee Adams moved, Sasser second, unanimous approval

Chairman Burr: Meeting adjourned 10:18 am.