

HARBOR BRANCH OCEANOGRAPHIC INSTITUTE

FOUNDATION

Minutes of the Annual Meeting of the Board of Directors At FAU Harbor Branch January 28, 2016

PRESENT: C. Amos Bussmann; Dr. Joseph Ferro*; Nancy Higgs; Marilyn C. Link; Michael D. Minton, Chair; Mike O'Reilly; John A. Papa; Sherry Plymale; Marjorie Raines, Treasurer; William J. Stewart, Esq., Secretary/Legal Counsel; Michael Toner

ABSENT: Dr. Megan Davis; Joe Duke; Robert Stilley

ALSO PRESENT: Colleen Brennan, Director of Operations; Katha Kissman, President & CEO; Cyndi Permenter, Administrative Assistant; Patrick Boles, FAU Harbor Branch

*Participated virtually

Call to Order

The meeting was called to order at 8:31 am by Chair Michael D. Minton

Welcome & Chair's Comments

Chair Minton welcomed everyone to the meeting and made a special welcome to the two new Board members John A. Papa and Dr. Joe Ferro.

Consent Agenda

There were two items on the Consent Agenda:

- Approval of the November 11, 2015 Board Meeting Minutes
- Confirmation of 2016 Board Committee Assignments

The motion to approve the Consent Agenda was approved unanimously.

FAU Division of Research Presentation & Discussion

Dr. Daniel Flynn, FAU's Vice President of the Division of Research, provided an in-depth overview of the current state of FAU and its new Strategic Plan (*A Strategic Plan for the Race to Excellence 2015-2025*). The Plan's Pillars (which define institutional programs focused on creating knowledge that benefits society) includes the Pillar in which Harbor Branch has been tapped to take a lead: the Ocean Science and Engineering/Environmental Sciences. This Pillar covers:

- Health of the Everglades and the Atlantic Ocean, including river basins
- Harnessing energy from the environment
- Technologies that contribute to national security

He noted the strategic importance of Harbor Branch and the responsibilities of the incoming Executive Director which will be to work directly with the Division of Research to have broad oversight and appoint and oversee program directors within the Pillar and who will be tasked with finding ways to increase "The Harbor Branch Brand" both internally at FAU as well as externally in the national and international community.

Dr. Flynn reported on the hiring process for Harbor Branch's new Executive Director:

- The candidate will be positioned at Harbor Branch
- The candidate will either be an outstanding scientist in the field or a Federal agency person
- Tenure will be an option for this position
- The position has been posted and applications will be accepted until March 1
- The intent is to select candidates to interview by March 15 with top candidates coming to Harbor Branch in April
- The Search Committee will make their recommendations to Dr. Flynn; Dr. Flynn and President Kelly will make the final selection
- The position will be hired by July 1 and the new person will be on campus by September 1
- The position will be given 4 FTEs to achieve the goals under the Pillar

The new Harbor Branch Executive Director will be responsible for creating a strategic Plan for Harbor Branch which will be written to flow up into the goals of the Division of Research's Strategic Plan, which will flow up into the overall goals of the FAU Strategic Plan.

Dr. Flynn also reported:

- FAU currently has about 30,500 students, 1,000 Faculty, 50 staff in the Division of Research, bringing in about \$40 million annually in sponsored research. He reported it should be bringing in at least \$80 million each year. An organizational chart for FAU and the Division of Research was requested from Dr. Flynn.
- The Division of Research is working to establish Indirect Costs on all grants. The IDC average is about 16%.
- Once the new VP for Institutional Advancement is hired, FAU intends to do a Capital Campaign. The FAU Endowment is currently at about \$260 million; the goal would be to raise an additional \$250-\$500 million.
- Dr. Flynn also explained how the Division of Research was working to offer Faculty rolling contracts with an eventual opportunity for some Faculty to receive tenure. Specific incentivized criteria will be developed for this process.
- FAU is doing a Space Survey and Master Plan to create better resource utilization University-wide.

Operations Reports

FAU Harbor Branch

Patrick Boles provided an overview of the HBOI Operations Report on behalf of Dr. Megan Davis who was attending the POGO (Partnership for Observation of the Global Oceans) meeting in Japan. The written report was circulated in advance of the meeting.

Harbor Branch Foundation

Katha Kissman provided an overview of the HBOIF Operations Report. The written report was circulated in advance of the meeting.

Following the Operations Reports, on behalf of the Board, Chair Minton asked Ms. Kissman to invite Cara Perry and the Harbor Branch Communications Team to present at the April 28 Board meeting. The intention is to make sure we understand HBOI's overall marketing and communications strategies and goals and how best the Foundation can not only be consistently acknowledged for our support to HBOI, but also how we can best fit into their process to ensure common messaging, guarding against any real or possible perception of confusion between the Foundation and HBOI. Dr. Flynn mentioned he would reach out to FAU VP of Communications Peter Hull regarding this as well. This would include having Conlan Kennedy as our SLP Marketing Coordinator present the updated SLP Marketing Plan.

In addition, on behalf of the Board, Chair Minton asked Ms. Kissman to invite the Harbor Branch Development Team to present on its progress at the April 28 Board meeting. The intention would be to understand a further break down of the information provided in Dr. Davis' Operations Report in terms of:

- Dollar amount raised from past year renewals versus dollar amounts raised from the return of lapsed donor renewals (over a year previous) versus dollar amounts raised from new donors to HBOI
- Purposes and uses for monies raised
- Likely return on the investment of the Development Salaries Grant
- Setting future development goals
- Dr. Flynn's mention that there is an effort to consolidate Development functions throughout FAU; what this means for HBOI in the future.

Committee Reports

Finance Committee

Marjorie Raines presented the Finance Committee report. Minutes from the last meeting and supporting documentation was made available in advance of the meeting. Ms. Kissman presented information on current financials. The motion to approve the FY16 Mid-Year Budget Revision as recommended by the Finance Committee passed unanimously.

Governance Committee

William J. Stewart provided an update from the Governance Committee. Minutes from the last meeting and supporting documentation was made available in advance of the meeting. Mr. Stewart reminded the Board of the upcoming President & CEO evaluation process. A link to the evaluation tool will be forwarded to the Board on or before March 7. No actions were recommended by the Governance Committee.

There was no activity from the Audit Committee, Grants Committee, or the Nominating Committee since the last meeting.

Adjournment

The meeting adjourned at 12:00 pm followed by lunch and a Science Presentation which a tour of the Ocean Discovery Visitors Center by FAU Harbor Branch staff Chini Camargo, Erin Lomax, and Nicole Sciandra, a video narrated by FAU Harbor Branch volunteer Rob about the HBOI Dolphin rescue of Winter, who was the inspiration for the movie Dolphin Tale, and a presentation by Dr. Fraser Dalgleish about the new Mission Ocean Discovery exhibit *SIGHT, SOUND AND DYNAMICS IN THE SEA: The Role of Technology in Ocean Exploration* and an update on the project currently funded by the Foundation: *Detection & Characterization of Fish Spawning Aggregations using a Novel, Persistent Presence Robotic Approach*.