

**Florida Agricultural and Mechanical University
Board of Trustees**



Academic and Student Affairs Committee Meeting

Date: September 5, 2017

Time: 3 pm

Location: Conference Call

Committee Members: Matthew Carter, Chair
Justin Bruno, Thomas Dortch, Bettye Grable, David Lawrence,
Nicole Washington, and Robert Woody

REVISED AGENDA

- | | | |
|------|--|------------------------|
| I. | Call to Order | Trustee Matthew Carter |
| II. | Roll Call | Ms. Valeria Singleton |
| III. | Approval of Minutes for June 7, 2017 Meeting | Trustee Matthew Carter |

ACTION ITEMS

- | | | |
|------|---|-------------------------------|
| IV. | Request for Leave Without Pay for Dr. Ann Kimbrough | Interim Provost Rodner Wright |
| V. | Request for Leave With Pay for Dr. Amber Golden | Interim Provost Rodner Wright |
| VI. | Policy – Student Education Records | Interim Provost Rodner Wright |
| VII. | FAMU Research Foundation, Inc. | Interim Provost Rodner Wright |

INFORMATION ITEMS

- | | | |
|-------|---------------------------------------|-------------------------------|
| VIII. | Academic and Student Affairs Update | Interim Provost Rodner Wright |
| | • Academic Program Action Plan Update | Interim Provost Rodner Wright |
| | • USDA Entomology Building | Dr. Paul Shirk |
| | • Update - 2 + 2 Program | Dr. William Hudson, Jr. |
| | • Recruitment 2017-2018 | Dr. William Hudson, Jr. |
| | • Anti-Hazing Update | Mr. Bryan Smith |
| | • Mental Health Initiative | Dr. Anika Fields |
| IX. | Adjournment | |



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

Academic and Student Affairs Committee

Date: September 5, 2017

Agenda Item: III

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: Minutes for June 7, 2017

Rationale: In accordance with the Florida Statutes, a governmental body shall prepare and keep minutes or make a tape recording of each open meeting of the body.

Attachment: Minutes for June 7, 2017

Recommendation: It is recommended that the Board of Trustees approve the minutes of June 7, 2017.

**Florida Agricultural and Mechanical University
Board of Trustees**



**Academic and Student Affairs Committee Minutes
Trustee Matthew Carter, Chair**

**Date: June 7, 2017 @ 9 am
Location: Grand Ballroom**

The meeting was called to order by Trustee Matthew Carter. Ms. Valeria Singleton called the roll and the following committee members were present: Matthew Carter, Justin Bruno, Bettye Grable, David Lawrence, and Nicole Washington. A quorum was established.

The minutes for the meeting on March 3, 2017, were approved.

Election of Vice Chair – Trustee Robert Woody was nominated to serve as vice chair. Trustee Dortch moved to approve Trustee Woody for vice chair of the Academic and Student Affairs Committee. The motion was seconded by Trustee Grable and the motion carried.

University's 2017 Work Plan – The 2017 Work Plan was presented and discussed. The work plan's primary and singular focus is the success of our students. The work plan required Board approval prior to consideration at the Board of Governors' meeting beginning on June 20, 2017.

Trustee Lawrence moved to approve the 2017 Work Plan. The motion was seconded by Trustee Grable and the motion carried.

Tenure – Fifteen faculty members were recommended for tenure. The applications were reviewed by the departments, the colleges/schools, the University of Tenure and Promotion Committee, Provost Wright, and President Robinson.

Trustee Grable moved to approve the recommendations for tenure and the motion was seconded by Trustee Bruno. The motion carried.

Sabbatical Leave – During the March 2017 BOT meeting, eight faculty members were approved for sabbatical leave. However, Dr. Chao Li's name was omitted. Therefore, Provost Wright presented the recommendation for sabbatical leave for Dr. Chao Li.

Trustee Grable moved to approve the sabbatical leave for Dr. Li and the motion was seconded by Trustee Bruno. The motion carried.

Academic Honesty Policy - The purpose of the Academic Honesty policy is to provide students, faculty, and staff with guidelines about the expectations for academic honesty, what behaviors violate the policy, and the resolution process for alleged academic honesty violations. Currently, the colleges and schools have individual procedures for handling academic dishonesty, so this policy will be used as the academic standard of the University.

Trustee Grable moved to approve the Academic Honesty policy and the motion was seconded by Trustee Bruno. The motion carried.

Florida Agricultural and Mechanical University Board of Trustees



Academic and Student Affairs Updates – The following informational updates were provided:

- Dr. William Hudson, Jr., provided an update on the 2+2 program and the 360 Virtual Reality recruitment implementation.
- Mr. Bryan Smith provided an update on the hazing prevention initiatives.
- Finally, Dr. Maurice Edington provided an update on program improvement strategies.

There being no further discussion, the meeting was adjourned at 10:45 am.

Respectfully submitted,

Matthew Carter, Committee Chair



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

**Academic Affairs Committee
Date: September 5, 2017
Agenda Item: IV**

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: **Request for Leave Without Pay – Ann Kimbrough**

Rationale: In accordance with BOT Policy Number 2005-21, the University will consider requests for unpaid leave of absence from regular employees who have at least one year of continuous service. The University grants leave of absence for the following reasons: parental, medical, educational, military service, and personal.

Attachment: Request for Leave of Absence

Recommendation: It is recommended that the Board of Trustees approve the Request for Leave Without Pay for the fall 2017 semester and spring 2018 semester.



Personal Leave of Absence Request

EMPLOYEE INFORMATION	
Employee's Name: Ann L. Wead Kimbrough	Employee ID: [REDACTED]
Department/College/School: Journalism & Graphic Communication	Telephone: 850-599-3379
EMPLOYMENT TYPE	
<input type="checkbox"/> USPS <input checked="" type="checkbox"/> Faculty <input type="checkbox"/> A&P <input type="checkbox"/> Executive Service	
CONTRACTUAL PERIOD	
<input checked="" type="checkbox"/> 9 month <input type="checkbox"/> 10 month <input type="checkbox"/> 12 month	
EXPECTED DATES OF LEAVE	
Begin Date: September 18, 2017	End Date: June 22, 2018
REASON FOR LEAVE REQUEST	
<input checked="" type="checkbox"/> Personal Leave (Leave without pay for up to 12 months)	
EXPLANATION (use additional sheets if necessary)	
The additional information about my proposed work is attached.	
I will conduct research and co-lead three journalism education projects at Northwestern University that will aid FAMU in its strategic goals.	
From bio of Dr. G. Boston who heads the FAMU Faculty Development initiative (famuedu): "It is her goal to ensure that faculty are equipped with information and resources to make a difference the learning experience of FAMU students."	
Signature of Employee:	Date: 08/17/2017
APPROVALS	
Supervisor's Signature:	Date: 8/29/17
Dean's/Director's Signature:	Date: 8/29/17
President's/Provost's/Vice President's Signature:	Date: 8/29/17

Return completed form to:

Office of Human Resources/Time & Labor Administration, 1700 Lee Hall Drive, 211 FHAC, Tallahassee, FL 32307

August 14, 2017

Rodner Wright, AIA, Interim Provost and VP
Florida Agricultural and Mechanical University Board of Trustees
Tallahassee, FL 32307

Dear Interim Provost Rodner Wright,

I am writing you in accordance with your request to receive a summary of duties and responsibilities that will be performed by Dr. Ann L. Wead Kimbrough in the Medill School of Journalism during the 2017-18 academic year.

In summary, Dr. Kimbrough has been invited by me to serve as a visiting faculty member with primary responsibilities to provide assistance to the Bloomberg Diversity Initiative, San Francisco Summer Access Program and also serve on a team that will review the best methodology for the effective evaluation of university/college journalism education.

Her 2017-18 term would begin September 18, 2017 and conclude June 22, 2018. The related personnel paperwork will be provided to Dr. Kimbrough upon the approval from your office and/or the Florida A&M University Board of Trustees in keeping with the university policies for extended, unpaid leaves of absences for eligible faculty.

Sincerely,



Bradley J. Hamm, PhD
Dean, Medill School at Northwestern University



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

**Academic Affairs Committee
Date: September 5, 2017
Agenda Item: V**

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: **Request for Leave With Pay – Amber Golden**

Rationale: In accordance with BOT Policy Number 2005-23, employees may use their accrued sick and annual leave for FMLA purposes.

Attachment: None.

Recommendation: It is recommended that the Board of Trustees approve the Request for Leave With Pay for Dr. Amber Golden for the fall 2017 semester.



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

Academic and Student Affairs Committee

Date: September 5, 2017

Agenda Item: VI

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: Student Education Records

Rationale: The Family Educational Rights and Privacy Act (FERPA) is a federal law that protects the privacy of student education records. In addition, sections 1002.225 and 1006.52 of the Florida Statutes, provide certain rights to students concerning the privacy of their education records, and further make student records and applicant records confidential and exempt from disclosure under the Public Records Law. This policy pertains to all University colleges, departments, units, employees, faculty, adjuncts, students, and staff.

Recommendation: It is recommended that the Florida A&M University Board of Trustees approve the Student Education Records policy.

Attachment: Student Education Records Policy

University Policy Number: 4-01 UP

Effective/Revision Date:

Subject Student Education Records

Authority Family Educational Rights and Privacy Act (FERPA), 20 U.S.C. § 1232g; 34 CFR Part 99; §§ 1002.225 and 1006.52, Fla. Stat., FAMU Regulation 10.129

Applicability This policy pertains to all University colleges, departments, units, employees, faculty, adjuncts, students, and staff.

I. Policy Statement

The Family Educational Rights and Privacy Act (“FERPA”) (20 U.S.C. § 1232g; 34 CFR Part 99) is a Federal law that protects the privacy of student education records. The law applies to all schools that receive funds under an applicable program of the U.S. Department of Education. In addition, Sections 1002.225 and 1006.52 of the Florida Statutes, provide certain rights to students concerning the privacy of their education records, and further make student records and applicant records confidential and exempt from disclosure under the Public Records Law.

FERPA gives students, or the parents of a dependent student as defined by the Internal Revenue Service, the right to: review and inspect their education records; challenge and seek to amend education records that the student believes are inaccurate or misleading; consent to disclosures of personally identifiable information contained in their educational records, except to the extent that FERPA allows disclosures without consent; and file a complaint with the U.S. Department of Education concerning alleged violations by FAMU of any such rights.

II. Definitions

Applicant Records – Any record in any medium that is maintained by FAMU or by a party acting on behalf of the University that is directly related to an applicant for admission to the University who has not been in attendance at the University.

Attendance shall commence upon formal enrollment for college-credit courses approved and scheduled by the University.

Directory Information – Pursuant to FERPA requirements, specified personally identifiable student information, designated by law as “directory information,” may be published or released to third parties by FAMU without prior consent of a student, unless the student files a written request with the FAMU Office of the Registrar for nondisclosure or a privacy hold. FAMU has designated the following as directory information:

- Name
- Telephone number
- Major and Minor field of study
- Enrollment status
- School and/or College
- Most recent educational institution attended
- Graduate and Research Assistants and Associates; and Teacher Assistants and Associates
- Participation in officially recognized activities and sports, and Weight and height of athletes
- Student Images, including photographs, videos, or any other media containing a student's image or likeness
- Address
- Date and Place of Birth
- Dates of attendance
- Classification
- Degrees, honors, and awards received

The following information is not considered student directory information and may not be released or disclosed in any way: social security numbers, student identification numbers, ethnicity/national origins, grades, and grade point averages, except to school officials with a legitimate interest, or to a third party with a signed and dated consent/release from the student or former student.

Education Records or Student Records – Any records directly related to a student and maintained by the University and employees/agents of the University that contain personally identifiable information. Such records consist of any information or data recorded in any medium, including but not limited to handwriting, print, magnetic tapes and disks, film, microfilm and microfiche. Education records are designated as limited access records.

Legitimate Educational Interest – Legitimate educational interest means a University official has a need to access education records for the purpose of performing an appropriate educational, research or administrative function for the University on a need to know basis.

Personally Identifiable Information – Data or information that includes, without limitation, the name of the student, student's parents, or other family members; the student's address; a personal identifier such as a social security number or any generated student number; or a list of personal characteristics or other information that would allow the student's identity to be traced.

Privacy Hold – The eligible student's right to restrict the disclosure of directory information.

School Officials (University Officials) – An agent of the University, BOT or BOG in an administrative, supervisory, academic, research or support staff position; members of university committees, boards and/or councils; and persons under contract with the University to perform a special task, such as an attorney or auditor.

Student – This term refers to an individual who is or has been in attendance at FAMU and whose education records are maintained by the University. "Student" does not include an individual who is or has been enrolled in non-credit and/or continuing education programs.

Eligible Student – Once a student reaches 18 years of age or attends a postsecondary institution, he or she becomes an "eligible student," and all rights formerly given to parents under FERPA transfer to the student.

Enrolled Student – For the purpose of this document, this term refers to a student who has satisfied all the institution's requirements for attendance in a course offered for academic credit at the institution and is statistically represented in federal, state and/or local reports maintained by the educational institution.

III. Policies and Procedures for Access and Release

A. Compliance. All custodians of student education records and all University employees, faculty, administration, staff, and agents, shall comply with state and federal law, and University regulations and policies, and maintain the confidentiality of the information contained in those records. Except as otherwise provided by state or federal law, such information shall not be disclosed without the prior written consent of the student.

Additionally, all employees who manage or have direct or indirect access to student education records *are responsible for all security procedures* established by the University, colleges, and departments. Such practices include, without limitation, the following:

1. Maintain confidentiality of student records at all times;
2. Do not disclose student records to any non-University employee;
3. Do not disclose student records to unauthorized personnel;
4. Do not give access of student records to anyone without proper written authorization from the student;
5. Do not give out any passwords to computers/work stations, iRattler or Blackboard accounts; and
6. Do not leave student records out in the open where unauthorized personnel can access the records.

B. Access without Consent.

1. University Official, with a legitimate educational interest, may have access to personally identifiable information without the student's prior consent.
2. Directory information may be published or released to third parties by FAMU without prior consent of a student, unless the student has filed a written request with the FAMU Office of the Registrar for a privacy hold.
3. The University may release records to other institutions without notification to the student, when the student is applying for admission.
4. In accordance with FERPA, it is FAMU's policy that the privacy interests associated with an individual's student records expire with the individual's death.

C. Privacy Hold. An enrolled student, or the parents of a dependent student, may elect a privacy hold, which restricts the University from releasing/disclosing of the student's directory information. A privacy hold precludes the release of all directory information to all including the release to students' families, prospective employers, the news media, and honor societies.

The student must notify the Office of the Registrar in writing if he/she refuses to permit the University to disclose directory information. The University will not make any further disclosures of directory information about the student without the student's, or the parents' of a dependent student, prior written consent except to the extent authorized by FERPA or other State or Federal laws.

D. Notice. FAMU annually publishes a notice of primary rights for enrolled students.

E. Inspection, Review, and Amendment. To request the inspection, review, or amendment of student record, the student, or parent of a dependent student, shall provide a written request to the Registrar that identifies the records requested and/or the proposed amendment, with as much specificity as reasonably possible. For record reviews, the Registrar will make arrangements for access and notify the eligible student, or parent of a dependent student, of the time and place where the records may be inspected. Fees may be charged for copies.

F. Hearing. For proposed amendments to the student record, FAMU will notify the eligible student, or parent of a dependent student, of the decision and advise of the right to a hearing regarding the request for an amendment.

1. The Registrar shall hold the hearing within a reasonable time; however, no later than sixty (60) days after it has received the request for the hearing from the parent or eligible student.
2. The Registrar shall give the parent or eligible student notice of the date, time, and place, reasonably in advance of the hearing.
3. The hearing may be conducted by any individual, including an official of the Registrar’s Office, who does not have a direct interest in the outcome of the hearing.
4. The University shall give the parent or eligible student a full and fair opportunity to present evidence relevant to the issues raised under § 99.21. The parent or eligible student may, at their own expense, be assisted or represented by one or more individuals of his or her own choice, including an attorney.
5. The University shall make its decision in writing within a reasonable period of time after the hearing; however, no later than forty-five (45) days from the date of the hearing.
6. The decision must be based solely on the evidence presented at the hearing, and must include a summary of the evidence and the reasons for the decision.

IV. General Information

A. Public Records Exemption. A student’s education records, as defined in the Family Educational Rights and Privacy Act, and applicant records are confidential and exempt from Section 119.07(1), of the Florida Statutes, and Section 24(a), Art. I of the State Constitution.

B. FERPA Compliance Officer. The University Registrar has been designated as the FERPA Compliance Officer for the University. Further information about FAMU’s policy and procedures with respect to the privacy of student records may be obtained from the Office of the Registrar.

C. U.S. Department of Education. If a student believes the University has not maintained the confidentiality of their educational record as required by law, the student may file a complaint by contacting the Family Policy Compliance Office, U.S. Department of Education, 400 Maryland Avenue S.W., Washington, D.C. 20202-5901.

D. Subpoenas. Subpoenas for student records are properly served to either the University Registrar’s Office or the Office of the General Counsel.

E. Non-Compliance. Failure to comply with federal and state law, and University policies to include this policy, will be grounds for disciplinary action under applicable University regulations and collective bargaining agreements.

Larry Robinson, Ph.D.
Interim President

Date

Rodner B. Wright, AIA, NOMA
Interim Provost and Vice President for Academic Affairs

Date



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

Academic and Student Affairs Committee

Date: September 5, 2017

Agenda Item: VII

Item Origination and Authorization			
Policy ____	Award of Bid ____	Budget Amendment ____	Change Order ____
Resolution ____	Contract ____	Grant ____	Other ____

Action of Board				
Approved ____	Approved w/ Conditions ____	Disapproved ____	Continued ____	Withdrawn ____

Subject: FAMU Research Foundation, Inc.

Rationale: The Research Foundation is needed to assist the University in mitigating potential risk associated with emerging opportunities involving cannabis. The foundation will allow FAMU to engage members of this market sector while managing risks to the University.

Recommendation: It is recommended that the Florida A&M University Board of Trustees approve the re-establishment of the FAMU Research Foundation.

Attachment: Articles of Incorporation and Bylaws of the FAMU Research Foundation, Inc.

**ARTICLES OF INCORPORATION
OF
FLORIDA A&M UNIVERSITY RESEARCH FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I – NAME

The name of the Corporation is the Florida A&M University Research Foundation, Incorporated.

ARTICLE II – PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the Corporation's principal office is 1601 S. Martin Luther King, Jr., Boulevard, Suite 400 Lee Hall, Florida A&M University, Tallahassee, Florida 32307.

ARTICLE III – PURPOSES

This corporation is organized and shall operate exclusively for educational, charitable and scientific purposes. The primary purposes for which this Corporation is organized are:

- (a) To exist and operate solely for scientific and educational purposes and not for pecuniary profit;
- (b) To be organized and operated as a University direct-support organization, as defined in Section 1004.28, Florida Statutes, as may be amended or supplemented;
- (c) The promotion and encouragement of, and assistance to, the research and training activities of faculty, staff and students of Florida A&M University (the "University"), through income from contracts, grants and other sources, including, but not limited to, income derived from or related to the development and commercialization of University work products;
- (d) To provide the means by which discoveries, inventions, intellectual property, processes, and work products of faculty, staff and students of the University may be patented, copyrighted, developed, applied and used so results of such research shall be made available to the public and that funds be made available for such discoveries, inventions, processes and work products for further research at the University.
- (e) To receive, hold, invest and administer property and to make expenditures to or for the exclusive benefit of the University, a member of the state university system of the State of Florida;

- (f) To approve and execute contracts for the purchase, sale, lease or acquisition of real property, commodities, goods, equipment, construction services, lease of real and personal property and construction;
- (g) To exercise all the powers enumerated in Chapter 617, Florida Statutes, as it now exists or is subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers herein above enumerated which are not in derogation of the laws of the State of Florida;
- (h) To carry out its functions such that no substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office;
- (i) To promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities; and
- (j) To operate, participate in or manage any other programs or activities that are not prohibited by law and that do not conflict with the provisions of Section 501(c) (3) of the Internal Revenue Code.

ARTICLE IV- POWERS

The Corporation shall have and exercise all powers of a corporation not for profit as the same now exist or may hereinafter exist under laws of the State of Florida and the United States of America. No part of the assets, income or profits of the Corporation shall be distributed to, or inure the benefit of, its members, directors or officers or any private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended. However, the Corporation shall be authorized and empowered to pay reasonable compensation to its employees for services rendered and to make reasonable payments and distributions in furtherance of the purposes set forth herein. Notwithstanding any other provision hereof, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under Section 501(c) (3) of the Internal Revenue Code or by an organization, contributions in which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, as now or hereafter amended.

Upon certification as a direct support organization by the Board of Trustees of Florida A&M University, the Corporation shall be authorized to use the property, facilities and personal services of the University, to receive, hold, invest or administer assets or property and to make expenditures for the benefit of the University. The Corporation further shall be authorized to issue revenue bonds, certificates of participation or other forms of indebtedness upon approval of the Board of Trustees and in accordance with the applicable laws of the State of Florida, and to enter into

agreements to finance, design and construct, lease, lease-purchase, purchase, or operate facilities necessary and desirable to serve the needs and purposes of the University.

ARTICLE V – MEMBERS

The Corporation shall have no members.

ARTICLE VI – DIRECTORS AND THE MANNER OF ELECTION

The Corporation shall be managed by or under the direction of a Board of Directors. At all times, there shall be at least five but no more than seven members of the Board of Directors. The qualifications of officers, the time and manner of electing or appointing them, the duties and the term of office, and the manner of removing officers shall be as set forth in the Bylaws. The Board of Directors shall carry out the purposes of the Corporation in compliance with these Articles of the Corporation and the Corporation's Bylaws. The method of appointment or election of directors shall be as stated in the Bylaws of the Corporation.

ARTICLE VII – DISSOLUTION

In the event of dissolution of the Corporation, the winding up of its affairs, the decertification of the Corporation as a direct support organization by the Board of Trustees of the University, or other liquidation of its assets, the Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual, and all assets remaining after the payment of the Corporation's debts shall be conveyed or distributed at the direction of the then Directors of the Corporation to Florida A&M University Board of Trustees, or if such organization has ceased to exist, to Florida A&M University, or if such organization has ceased to exist, to such other organization or organizations that are exempt from federal income tax under Section 501 of the Internal Revenue Code as directed by the Board of Governors of the State University System of Florida.

ARTICLE VIII – AMENDMENT

The Board of Directors of the Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereafter provided by Florida law; provided, that amendment shall not become effective until approved by the University Board of Trustees after submission to them by the President of the University.

ARTICLE IX- INITIAL REGISTERED AGENT AND ADDRESS

The name and the address of the initial registered agent are:

Shira R. Thomas, Esq.
Interim Vice President and General Counsel
Florida A&M University
Office of the General Counsel
300 Foote- Hilyer Administration Complex
Tallahassee, Florida 32307

ARTICLE X – INCORPORATOR

The name and address of the incorporator for these Articles of Incorporation is:

Dr. Larry Robinson
Interim President
Florida A&M University
400 Lee Hall
Tallahassee, Florida 32307

Executed at Tallahassee, Florida, this ____ day of September, 2017.

Larry Robinson

ARTICLE XI – INDEMNIFICATION

Directors, officers, employees and agents of the Corporation shall be indemnified to the full extent permitted by Florida law.

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent of Florida A&M University Research Foundation, Inc., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes.

Dated this ____ day of September, 2017.

Shira R. Thomas

**BYLAWS
OF
FLORIDA A&M UNIVERSITY RESEARCH FOUNDATION, INC.**

DRAFT

Effective _____ 2017

Bylaws of the Florida A&M University Research Foundation, Inc.

ARTICLE I NAME

The name of the corporation shall be Florida A&M University Research Foundation, Inc., a Florida not-for-profit corporation (the "Corporation"). The corporation shall maintain a registered office in the State of Florida and a registered agent at such office and may have other offices within or without the state.

ARTICLE 2 MEMBERS

The Corporation shall have no members.

ARTICLE 3 BOARD OF DIRECTORS

Section 3.1 General Powers.

The business, property, affairs and funds of the Corporation shall be managed, supervised and controlled by its Board of Directors subject only to applicable law and the limitations contained in the Articles of Incorporation of the Corporation and these Bylaws and the powers and duties reserved to the Board of Trustees of Florida A&M University (the "Board of Trustees") and the President of Florida A&M University (the "University") or designee in regards to this Corporation. The Board of Directors shall have the authority to adopt policy for the Corporation, consistent with the Articles of Incorporation and these Bylaws.

Section 3.2 Reserved Powers.

The President of the University or designee shall have the following specific powers and duties with regards to this Corporation.

- (a) To monitor and control the use of the University's resources by this Corporation;
- (b) To control the use of the University name by the Corporation;
- (c) To monitor the compliance of this Corporation with federal and state laws; and

- (d) To recommend an annual budget to the Board of Directors of the Corporation.

Section 3.3 Number of Directors.

The Board of Directors of the Corporation shall consist of at least five, but no more than seven, directors.

Section 3.4 Appointment of Directors and Tenure.

(a) The directors of the Corporation shall be appointed in the following manner:

- (1) One director shall be appointed by the Chair of the Board of Trustees;
- (2) One director shall be the President or the University or the President's designee;
- (3) One director shall be the Vice President of Research of the University who shall serve as the Executive Director;
- (4) Two directors shall be the _____; and
- (5) Up to two additional directors may be elected at the annual meeting of the Board of Directors by the then current members of the Board of Directors.

(b) Terms of office of the members of the Board of Directors shall be two (2) years. Notwithstanding the foregoing, the President of the University or designee and the Vice President of Research shall serve until the earlier of his or her resignation, removal from office or death. The Chair of the Board of Trustees shall have the right to remove his/her appointee with or without cause. The President of the University has the right to change his or her designee.

(c) A vacancy on the Board of Directors with respect to elected members may be filled by a vote of the remaining directors at their sole and absolute discretion, however, the Chair of the Board of Trustees and the President of the University shall designate replacement for the directors appointed by them. If a director is appointed to fill a vacancy before the end of the term of his/her predecessor, such director shall serve for the remainder of the term of the director being replaced.

Section 3.5 Removal of Directors

A director may resign at any time by submitting a written resignation to the Chairperson and the Executive Director. Any elected director may be removed by the Board of Directors at any time with or without cause by a two-thirds vote of the Board of Directors.

Section 3.6 Conflicts and Duality of Interests.

No contract or other transaction between the Corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of its directors are directors or officers or are financially interested is either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of the Board of Directors or a committee thereof that authorized, approved or ratified such contract or transaction, or because his or their votes are counted for such purpose, or because his or their votes are counted for such purpose, if the contract or transaction is approved in compliance with the provisions of Section 617.0832 of the Florida Not for Profit Corporation Act, or any successor provision.

Section 3.7 Conflict of Interest Policy

The Board of Directors shall adopt and keep in full force and effect a substantial conflict of interest policy for its directors and principal officers in accordance with the rules and regulations of the Internal Revenue Service applicable to tax exempt organizations.

At least once a year, there shall be a written disclosure by each member of the Board of all relationships, fees, commissions or other remunerations furnished by the Corporation to the director, his or her company, employer or associate or by any organization in which a director has a significant beneficial ownership. Additionally, should any conflict arise at any time following completion of the written disclosure statement, the Board member shall so promptly notify the Executive Director in writing.

Section 3.8 Directors' Meeting.

An annual meeting of the Board of Directors shall be held within the State of Florida and other regular meetings of the Board of Directors may be held at such time and place as determined by the Chairperson of the Board or by the Executive Director. Special meetings of the Board of Directors may be called by the Chairperson of the Board or the Executive Director or any two directors. Notice of the meetings shall be provided not less than five (5) days preceding any such meeting. Notice shall be provided by personal delivery, U.S. mail, facsimile or email.

At all meetings of the Board of Directors, the presence of a majority of the total number of directors shall be necessary and sufficient to constitute a quorum for the transaction of business. Unless otherwise required by the Articles of Incorporation, these Bylaws or Florida Statutes, the act of a majority of the directors present shall be the act of the Board of Directors. In the absence of a quorum, a majority of the directors present may adjourn the meeting from time to time until a quorum shall be present for the transaction of business.

ARTICLE 4 OFFICERS

Section 4.1 Officers

The officers of this Corporation shall be a Chairperson, an Executive Director, a Secretary, a Treasurer and such other officers as may be determined by the Board of Directors. Only members of the Board of Directors of the Corporation may be appointed or elected an officer of the Corporation pursuant to this Article. All officers shall have such authority and person such duties as described below.

(1) Chairperson. The Chairperson shall preside at all meetings of the Board of Directors and shall do and perform such other duties as may be assigned by the Board of Directors.

(2) Executive Director. The Executive Director shall be responsible for the general, day-to-day management of the affairs of the Corporation. He or she shall exercise such authority to supervise and conduct all activities and operations of the Corporation subject to the control, advice and consent of the Board of Directors. The Executive Director shall keep the Board of Directors informed and shall consult with the Board of Directors on all activities of the Corporation and shall carry out the resolutions and directives of the Board of Directors. He or she shall be responsible for the maintenance and management of the Corporation's activities and personnel.

(3) Secretary. The Secretary shall keep full and accurate minutes for all meetings of the Board of Directors and other Committees. He or she shall transmit all notices required by these Bylaws as may be amended. He or she may sign documents with the Executive Director in the name of the Corporation, as approved by the Board of Directors. The Secretary shall maintain and have charge of all official records of the Corporation that shall be at all reasonable times open to examination of any director, and shall in general perform all duties incident to management of the office of the Secretary for the Board of Directors.

(4) Treasurer. The Treasurer shall be a member of the Finance and Audit Committee of the Corporation. He or she shall present the financial statements of the Corporation to the Board of Directors at each regular meeting of the Board of Directors and at such other times as the Board of Directors may determine. He or she shall ascertain that a full and accurate account is made of all monies received and paid out on accounts administered by the Corporation, and shall in general perform all duties incident to management of the Office of Treasurer for the Board of Directors.

Section 4.2 Appointment and Term of Office.

Officers of the Corporation shall be elected by the Board of Directors at the annual meeting. The Executive Director shall hold office until a successor shall have been appointed or until death, resignation or removal from office and each of the other officers shall serve terms of two years, each commencing immediately following their election or appointment.

Section 4.3 Removal.

Any officer, other than the Executive Director, may be removed with or without cause by the Board of Directors whenever in its judgment the best interests of the Corporation would be served.

Section 4.4 Vacancies.

A vacancy in any office, other than Executive Director, because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors. A vacancy in the office of the Executive Director shall be filled by the President of the University.

ARTICLE 5 COMMITTEES Such

Section 5.1 Creation of Committees.

The Board of Directors may, by resolution passed by a majority of the whole Board, designate an Executive Committee and one or more other committees, each to consist of one or more of the directors of the Corporation.

Section 5.2 Finance and Audit Committee.

There is hereby established the Finance and Audit Committee. The Finance and Audit Committee shall be appointed annually by the Chairperson of the Board. The Finance and Audit Committee shall advise the Board and make recommendations on all financial matters. It shall review the annual operating budget and annual audit and be kept regularly informed concerning financial management issues.

Section 5.3 Other Committees.

Such other committees shall have such functions and may exercise the powers of the Board of Directors as can be lawfully delegated and to the extent provided in the resolution or resolutions creating such committee or committees.

Section 5.4 Meetings of Committees.

Regular meetings of the Finance and Audit Committee and other committees may be held with five (5) days notice at such time and place as shall from time to time be determined by the respective Committees. Notices will be provided personally, by mail, facsimile, or email.

Section 5.5 Vacancies on Committees.

Vacancies on the Finance and Audit Committee or on such other committees shall be filled by the Board of Directors then in office at any regular or special meeting.

Section 5.6 Minutes of Committees.

Committees shall keep regular minutes of their proceedings and report the same to the Board of Directors when required.

ARTICLE 6 INDEMNIFICATION

The Corporation shall indemnify each director, officer, employee and agent of the Corporation, and may indemnify any other person, to the full extent permitted by the Florida Not For Profit Corporation Act and other applicable laws. The rights conferred by this Article shall not be exclusive of any other right that any director, officer, employee, agent or other person may have or hereafter acquire under the Florida Not For Profit Corporation Act, any other statute or agreement, pursuant to a vote of disinterested directors, or otherwise. No repeal or modification of this Article shall limit the rights of any director, officer, employee or agent to indemnification with respect to any action or omission occurring prior to such repeal or modification.

ARTICLE 7 AMENDMENT

These Bylaws may be amended by the vote of a majority of the Board of Directors of this Corporation. Amendments to the Bylaws shall be subject to policies, rules or regulations, which may be established by the University Board of Trustees or State.

ARTICLE 8 FISCAL MATTERS

Section 8.1 Fiscal Year.

The fiscal year for the corporation shall begin on July 1 and end on June 30 of the following year.

Section 8.2 Operating Budget.

The annual operating budget for the Corporation shall be approved by the Board of Directors. The President of the University shall assure compliance with any requirements that may be established by the Board of Trustees or State concerning budgetary review or approval.

Section 8.3 Financial Statements.

The Treasurer shall render to the Board at their first meeting of each fiscal year, if available, preliminary and unaudited financial statements for the year just completed. The Treasurer will submit a Treasurer's Report at each regular meeting of the Board.

Section 8.4 Audit.

After the close of each fiscal year, the Corporation shall cause a financial audit of its accounts and records to be conducted by an independent certified public accountant pursuant to Section 1004.28, Florida Statutes, as may be amended or supplemented, and in accordance with the rules adopted by the Auditor General pursuant to Section 11.45, Florida Statutes, as may be amended or supplemented. The President of the University shall submit the annual audit report to the Board of Trustees and the Auditor General. In addition, the Corporation shall provide a copy of its federal Application for Recognition of Exception and each year shall provide a copy of its Form 990, Return of Organization Exempt from Federal Income Tax, to the President of the University and to any other bodies as required by applicable laws of the State of Florida.

ARTICLE 9 PARLIAMENTARY RULES

The most recent edition of "Roberts Rules of Order" shall be followed in conducting the meetings of the Board of Directors, unless otherwise provided in these Bylaws.

ARTICLE 10 MISCELLANEOUS

Section 10.1 Checks.

Checks, drafts or electronic fund transfers of funds of the Corporation may be signed/approved by the Treasurer and Executive Director or Chairperson. A facsimile may be used in lieu of actual signatures.

Section 10.2 No Vested Rights.

No Board member shall have any vested rights, interests, or privileges of, in or to the assets, functions, affairs or franchises of the Corporation or any right, interest or privilege which may be transferable or inheritable.

Section 10.3 Regulations/Policies of the Board of Trustees and State Laws

The Articles of Incorporation and Bylaws shall be consistent with the applicable regulations and policies of the University and of the University Board of Trustees and laws of the State of Florida, including, but not limited to, the right of the University President to monitor and control the use of the resources of the University, including, but not limited to, the name of the University; and to monitor compliance of the Corporation with state and federal laws, regulations and policies of the University Board of Trustees and laws and regulations of the State of Florida.

DRAFT



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

**Academic and Student Affairs Committee
Date: September 5, 2017
Agenda Item: VI**

Subject: Academic and Student Affairs Updates

Summary: Updates will be provided on Academic and Student Affairs.

Attachments:

1. USDA Entomology Building
2. Student Affairs Update
 - 2 + 2 Program
 - Recruitment 2017-2018
 - Mental Health Initiative
 - Anti-Hazing Update

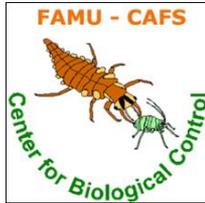


Tallahassee

Center for Biological Control Laboratory

A Proposed USDA-ARS facility at Florida A&M University

- Program and space initial design by Fitzgerald Collaborative Group, LLC
- The preliminary facility design was completed as part of an initiative by FAMU CAFS and Entomology to provide state of art facilities to conduct science and education.
- Projected construction cost of \$13.5 million in 2015.
- Co-locates ARS Scientists with FAMU Faculty and students to synergize science and reduce operation costs.
- **Submitted to ARS Infrastructure Improvement Strategy and requires U.S. Congress approval for funding**



Center for Biological Control FAMU / ARS/ APHIS

Dr. Lambert Kanga (Center Director)

Dr. Jesusa C. Legaspi (Co-Director)

Mission: Generate, apply, and transfer innovative, ecologically based solutions to pest problems affecting agriculture, natural resources, and human health while developing the human capacity for continued future innovation.



Center for Biological Control FAMU / ARS/ APHIS



- The CBC is an internationally recognized Center of Excellence and the first of its kind at a Historically Black 1890 Land-Grant Institution.
- The CBC was established in 2000 as a unique partnership between FAMU and the United States Department of Agriculture agencies of Agricultural Research Services (ARS) and Animal and Plant Health Inspection Service (APHIS).

Center for Biological Control The Need



➤ ARS –

Housed in temporary modular laboratories that have a useful life expectancy of only six more years.

Located 8.5 miles from the main FAMU campus.



➤ FAMU Entomology –

Perry Paige Building is greater than 60 years of age and in staged renovation.



Benefits from

Tallahassee Center for Biological Control Laboratory



- **Objective 1 (Research):** To generate and apply knowledge in the development of ecologically-based management of pests in agro-ecosystems, with a particular focus on invasive species.

 - **ARS/FAMU/APHIS/Florida Farmers & Consumers**

- **Objective 2 (Training):** To develop human capacity for continued future innovation through undergraduate, graduate and specialist training.

 - **FAMU Students/Pest Control Industry/Florida Consumers**

- **Objective 3 (Outreach):** To implement innovative knowledge transfer and public outreach efforts, ensuring that solutions generated by CBC benefit targeted end-users.

 - **Florida Organic Farms/Florida Consumers**

- **Objective 4 (Growth):** To provide more novel and improved methods of agricultural and household insect pest control.





Academic Affairs Committee

PRESENTED BY

William Hudson Jr., Ph.D.

Florida Agricultural and Mechanical University

FLORIDA **A&M** UNIVERSITY



FAMU 2+2 Program Update

PRESENTED BY

William Hudson Jr., Ph.D.

Florida Agricultural and Mechanical University

Division of Student Affairs

Tallahassee, FL 32307

FAMU IGNITE Transfer Program

Initiative	Person(s) Responsible	Budget Spent	Timeline/ Status	Budget Remaining
Intelligence Capture	Tamaria Williams Ron Henry	\$77,163	October, 2017	\$222,837
Branding Competition	Kathy Times	No Cost	Completed February 2017	No Cost
Marketing, Brochures, Printed materials, advertising, social media, supplies	Kathy Times	\$148,470.65	May 15, 2017- December 31, 2017	\$0
Email, Letters, Calling	Barbara Cox Nigel Edwards	No cost	April 7, 2017 Completed	No Cost



FAMU IGNITE Transfer Program

Initiative	Person(s) Responsible	Budget Spent	Timeline/ Status	Budget Remaining
FCS Pilot Programs	Rodner Wright William Hudson Jr.	No Cost	Completed February 2017	No Cost
Communicate with Presidents of FCS partner institutions.	Larry Robinson Rodner Wright William Hudson Jr.	No Cost	Completed February 2017	No Cost
Develop draft MOU for approval by FCS and FAMU	Brenda Spencer Carl Goodman William Hudson Jr.	No cost	Santa Fe College - Signed Tallahassee Community College – Signed St. Petersburg College - Signed Valencia College – Signed Broward College – legal review Miami Dade College – legal review Palm Beach State College – Signed	No Cost



FAMU IGNITE Transfer Program

Initiative	Person(s) Responsible	Budget Spent	Timeline/ Status	Budget Remaining
Academic Pathways:	Academic Deans, Brenda Spencer Carl Goodman, Rodner Wright	No cost	Complete by June 6, 2017	No Cost
Assistant Director Transfer Specialists	Carl Goodman William Hudson	\$57,810 (1 position)	October	\$131,610 (2 Positions)
Academic Pathways:	Academic Deans, Brenda Spencer Carl Goodman, Rodner Wright	No cost	Complete by June 6, 2017	No Cost



FAMU IGNITE Transfer Program

Fall 2017

- ▶ Number of Transfers
- ▶ Academic Profile
- ▶ SUS BOG 2+2 Work Group
 - August 15, 2017
- ▶ Technology Upgrade Timeline
- ▶ Marketing
 - Brochures
 - I Heart Media
 - Pandora
 - Billboards



Recruitment 2017/2018

Preliminary Presidential Recruitment

- ▶ Tampa
 - HCC Dale Mabry Campus 10:00 a.m.
- ▶ Fall Preview
 - November 4, 2017
- ▶ Orlando
 - Hilton Hotel International Drive 9:30 a.m.
 - November 17, 2017
- ▶ Jacksonville
 - Proposed Date: January 18, 2017
- ▶ President's Tour
 - March 9 -13 (Pensacola, Palm Beach, Broward, Dade)
- ▶ BOT members scheduled events





Hazing Prevention Initiatives

PRESENTED BY

Bryan F. Smith

Florida Agricultural and Mechanical University

Hazing Prevention

Division of Student Affairs

- ▶ Peer Mentors, Housing, Counseling Services' Staff, New Student Orientation, the Music Department, Academic Affairs and four athletic teams requested individual trainings on hazing prevention
- ▶ Students continue to use the SUS sponsored online hazing prevention training site and university officials continue attend external trainings like the Novak Hazing Institute.
- ▶ Bryan F. Smith spoke at the SUS Hazing Prevention Summit at UCF on February 19, 2017.



Hazing Prevention Education

Continuous Conversations for Colleges and Schools

In-service and educational conversations will be held for various entities throughout campus

- ▶ September: The Villages
- ▶ October: Agriculture & Food Sciences, SBI, Gibbs Hall
- ▶ November: Engineering, School of the Environment, Paddy Foote
- ▶ December: Pharmacy
- ▶ January: Allied Health, J-School, Sampson, Young
- ▶ February: Education, Nursing, Truth
- ▶ March: Social Science and Humanities, Graduate Studies, Palmetto South & Phase III





Mental Health Initiatives

PRESENTED BY

**Anika Fields, Ph.D., Director
Office of Counseling Services**

Florida Agricultural and Mechanical University

Board of Trustees Meeting

September 15, 2017

Requests and Proposed Plan

	Year 1	Year 2	Year 3	Year 4	Year 5	Total
Position Requests (Salary + Fringe)	2 licensed Psychologists (\$186,600)	1 LMHC or LCSW (\$72,050)	1 licensed Psychologist (\$91,700)	1 LMHC or LCSW (\$72,050)		\$422,400
Additional Requests (current price)	1 Color Copier (\$3,289)	2 laptops (\$1,400)	2 laptops (\$1,400)			\$6,089
	1 Laptop (\$700)					\$700
Additional Requests (current price) recurring	On-call telephonic services (\$16,500/yr + \$2,500 one time set-up)	On-call telephonic services (\$16,500/yr)	On-call telephonic services (\$16,500/yr)	On-call telephonic services (\$16,500/yr)	On-call telephonic services (\$16,500/yr)	\$85,000
	Interactive self- help program (\$5,500/year)	Interactive self- help program (\$5,500/yr)	Interactive self-help program (\$5,500/yr)	Interactive self-help program (\$5,500/yr)	Interactive self-help program (\$5,500/yr)	\$27,000
Total	\$215,089	\$95,450	\$115,100	\$94,050	\$22,000	\$541,689





“At FAMU, Great Things Are Happening Every Day.”

established 1887