



RESEARCH PARK
AT FLORIDA ATLANTIC
UNIVERSITY®

FLORIDA ATLANTIC RESEARCH AND DEVELOPMENT AUTHORITY

3651 FAU Blvd. Suite 400, Boca Raton, FL 33431

December 9th, 2015 at 8 AM

Meeting Minutes

Members present

Bruce Rosetto	Chair
Bob Parks	Vice-Chair
Michael Daszkal	Treasurer
Bob Swindell	Member (arrived at 8.10 am)
Lonnie Maier	Member
Daniel Flynn	Member
Susan Whelchel	Member

Members absent

None

Staff present: Andrew Duffell, President & CEO
Christine Burres, Director of Operations

Others Present

William Benson – Keefe McCullough, Marc Grace – Keefe McCullough

I. Call to Order & Roll Call

Meeting called to order by Chairman Rosetto at 8.00 AM.

President Duffell performed roll call; 6 members present and 1 members absent. Mr. Duffell informed the Chairman that a quorum was present. Mr. Swindell arrived after the roll had been called.

II. Additions, deletions, substitutions to the agenda

None.

III. Review of the minutes

Chairman Rosetto asked if the Members had the opportunity to review the minutes from the October 14th meeting. There being no additions or changes to the minutes, he asked for a motion to approve the minutes as presented.

A motion to approve the minutes of the October 14, 2015 meeting was made by Ms. Maier, and seconded by Ms. Whelchel. The motion passed 6-0, with 1 member absent.

IV. Chairman's Report

The Chairman reviewed the October anniversary event and discussed the potential to use the event to increase the profile of the Research Park on an ongoing basis.

He also discussed the recent re-zoning of University Village on the north side of Spanish River Boulevard and how it might impact FARDA and the Research Park. He stated that President Duffell had sent a letter to City Council supporting the development of the property and expressing concerns over potential impacts to traffic approvals in the Research Park's future.

Chairman Rosetto described the upcoming Chairman's Circle dinner. It will provide a forum for current and former FARDA members to interact and share experiences for the long term benefit of the Research Park. The dinner will be on February 25th.

V. Treasurer's Report

Treasurer Daszkal reviewed the financial statements from October 2015, the first month of the 2015-2016 fiscal year. He stated that he would be talking with the Authority's accountant to make sure that items are recorded in the appropriate categories but that the overall statements are accurate and show that the Authority is matching budget.

A motion to approve the Treasurer's report was made by Ms. Whelchel, and seconded by Dr. Parks. The motion passed 7-0, with no members absent.

VI. General Counsel's Report

None.

VII. University Report

None.

VIII. Presentation of the draft 2014-2015 audited financial statements

Mr. William Benson and Mr. Marc Grace of Keefe McCullough reviewed the draft statements that were distributed to members in the agenda packet and stated that the Authority had earned an unmodified opinion from Keefe McCullough which is the highest rating possible. They stated that the financial statements reflect a positive change in cash and financials overall from 2014 to 2015 and congratulated President Duffell on careful management of the budget and sourcing new revenues.

Messrs. Benson and Grace discussed the present value of the various leases FARDA is party to and the necessity of having them on the balance sheet, as previous audits had. Mr. Grace called the Government Accounting Standards Board (GASB) to clarify the matter and was informed that the present value of those leases can and should be removed from the balance sheet, and should not appear on that statement.

The auditors stated that they have concluded that in-kind contributions and inflows do not need to appear on the Profit & Loss statements.

The auditors assured the Authority that all necessary reports have been filed with the state, to date and will be as deadlines approach in the future.

Motion to approve the 2014-2015 audited financial statements as presented was made by Mr. Swindell and seconded by Mr. Daszkal. The motion passed 7-0, with no members absent.

IX. Members' comments and reports

None.

X. President's report

Mr. Duffell stated that his report that was sent to the Authority on December 8th was current and had no additions. The items in that report are:

2015-2016 financial contribution from the City of Boca Raton has been received and 50% of the funds have been deposited in the restricted money market account for the Research Park Catalyst Fund, pursuant to the agreement between FARDA and the City.

An agreement between Palm Beach County and FARDA for a financial contribution by the County to the Authority's economic development initiatives has been approved and executed by the Board of County Commissioners and FARDA has begun to invoice pursuant to the agreement.

Discussions are ongoing between staff and Florida Atlantic University and the Authority's land sub-tenant to advance the prospect of new building development in Boca Raton.

Staff was invited and participated in the City of Deerfield Beach's meetings to develop an economic development strategy.

Work is underway on the feasibility study for a new research park in northern Palm Beach County. The consultant has been engaged and is actively analyzing sites. Staff has been conducting research and collecting data for use in the overall analysis. Part of this work was to obtain a boundary survey of the Boca Raton property so as to use this property as a baseline for comparison.

Solicitations for resumes were made to fill the position of Office Administrator and two interviews have been held to date.

The 2014-2015 audit field work was conducted by Keefe McCullough and resulted in the draft financial audit presented on December 9th.

The Research Park remains at approximately 90% occupancy. IC7 is being renovated to be presented as a single or 2 tenant building.

The TBI remains at 100% occupancy and recently welcomed a new company, Daruma Tech. Modti will shortly be graduating and moving to Jupiter.

The annual survey and collection of data on the companies is being conducted during December and the annual report should be ready by the end of January.

XI. Old business

President & CEO 2014-2015 performance review.

The members discussed the performance of President Duffell and those that completed the assessment questionnaire rated him at 5/5 with positive comments.

The consensus of the Authority is that President Duffell's annual compensation should be adjusted to reflect market conditions and the adjustment is in the approved 2015-2016 budget. Members stated that an 8% raise is justified because of President Duffell's outstanding performance but should not be standard. Members discussed the bench marking metrics provided by the *Chronicle of Higher Education* as not particularly relevant because they likely involve a lot of larger institutions than FARDA. All Members agreed that President Duffell is doing a good job for the Authority. They expressed a desire for the HR Committee to meet and create an employment contract for President Duffell and for it to include metrics for incentive bonuses. One metric

should be revenue growth, tied to 50% of the bonus and another should be management of the budget, tied to 50% of the bonus and include a 'not to exceed' amount.

Lastly members agreed that it would be useful to have a review of the strategic plan in order that everyone be on the same page and the goals set for performance are relevant to the plan.

Motion to approve the market rate adjustment in Andrew Duffell's annual compensation by 8% as included in the approved 2015-2016 budget, and to approve the payment of a performance bonus of \$20,000 to Andrew Duffell was made by Mr. Swindell and seconded by Ms. Maier. The motion passed 7-0, with no members absent.

XII. New Business

Discussion of meeting schedule

President Duffell reviewed the draft revised meeting dates for the remainder of fiscal year 2015-2016 but some members had conflicts with those dates so the members asked President Duffell to propose alternate dates and liaise with each member and finalize the calendar with the Chairman.

Review of draft non-discrimination policy

The members reviewed the draft language provided.

RESOLUTION 15-24 OF THE FLORIDA ATLANTIC RESEARCH AND DEVELOPMENT AUTHORITY APPROVING AN ANTI-DISCRIMINATION, ANTI-HARRASSMENT, AND ANTI-RETALIATION POLICY; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

Motion to approve Resolution 15-24 was made by Mr. Daszkal and seconded by Mr. Swindell. The motion passed 7-0, with no members absent.


Adjournment

There being no other business before the Authority, the Chairman asked for a motion to adjourn.

A motion to adjourn the meeting of the Florida Atlantic Research and Development Authority was made by Ms. Maier and seconded by Ms. Whelchel. The motion passed, 7-0, with no members absent.

Respectfully presented to the Authority for review and approval on January 12th, 2016.

Reviewed and approved by the Authority by 5-0 vote on January 20th, 2016.

Signed: 
Andrew Duffell, Secretary