



Item: GC: A-1

Tuesday, January 29, 2019

**SUBJECT: APPROVE RESOLUTION NAMING KEY MANAGEMENT PERSONNEL FOR CLASSIFIED RESEARCH PURPOSES AND EXCLUDING BOARD OF TRUSTEE MEMBERS FROM THE NECESSITY OF GETTING PERSONAL SECURITY CLEARANCE.**

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#### **PROPOSED BOARD ACTION**

Approve the accompanying Resolution naming Key Management Personnel for classified research purposes and excluding the members of the Board of Trustees from the necessity of getting personal security clearance.

#### **BACKGROUND INFORMATION**

FAU intends to apply for classified research grants and/or contracts with agencies of the United States government that require certain security clearances. Department of Defense (DoD) policy requires the corporate or governing boards and principal officers of entities that receive certain classified research grants or contracts to meet the personnel clearance requirements established for this level of classified research. However, DoD policy permits for exclusion from the personnel security clearance requirements board members and principal officers provided that the governing board adopts a resolution stating that such board members and officers, designated by name, shall not require, shall not have, and shall be effectively excluded from access to all classified information in the possession of the entity, and that they do not occupy positions that would enable them to adversely affect the entity's policies or practices in the performance of classified research contracts or grants for the DoD or other agencies of the National Industrial Security Program.

Adopting the proposed Resolution will satisfy the foregoing requirements for FAU, will appoint Key Management Personnel for FAU, and will exclude the Board of Trustee Members from each having to obtain a personnel security clearance. With the Resolution adopted, FAU will be able to apply for research funding in areas that are classified.

#### **FISCAL IMPLICATIONS**

N/A

#### **IMPLEMENTATION PLAN/DATE**

The Resolution will be effective immediately upon passage by the Board of Trustees.

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**Presented by:** David Kian, Vice President and General Counsel

**Phone:** 561-297-3007

**Supporting Documentation:** Proposed Exclusion Resolution and Designation of Key Management Personnel and Delegation of Authority



**Exclusion Resolution and Designation of Key Management Personnel and  
Delegation of Authority**

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**RESOLUTION**

WHEREAS, the Florida Atlantic University ("FAU"), a university in the State University System of Florida, desires to enter into contractual obligations with agencies of the United States Government including contractual obligations requiring security clearance; and

WHEREAS, current Department of Defense ("DoD") policy requires that the Chair of the FAU Board of Trustees and all FAU principal officers meet the personnel clearance requirements established for the level of the University's security clearance; and

WHEREAS, said DoD policy permits the exclusion from the personnel security clearance requirement of members of the Board of Trustees and other officers, provided that this Board adopts a resolution stating that such Board members and officers designated by name shall not require, shall not have, and can be effectively excluded from access to all classified information in the possession of FAU, and that they do not occupy positions that would enable them to adversely affect FAU's policies or practices in the performance of classified contracts for the DoD or other agencies of the National Industrial Security Program; and

WHEREAS, by Resolution dated this date (the "Exclusion Resolution"), it is resolved that the following Board of Trustees members, who serve on the Board, shall not require, shall not have, and can be excluded from access to all classified information in the possession of FAU, and do not occupy positions that would enable them to adversely affect FAU's policies or practices in the performance of classified contracts for the DoD or other agencies of the National Industrial Security Program ("NISPOM"). As such, they are excluded from the requirements for a personnel security clearance.

Trustee Anthony Barbar, Chair  
Trustee Abdol Moabery, Vice Chair  
Trustee Brent Burns  
Trustee Shaun Davis  
Trustee Michael Dennis  
Trustee Malcolm Dorman  
Trustee Jeffrey Feingold  
Trustee Brad Levine  
Trustee Kyle MacDonald  
Trustee Mary Beth McDonald  
Trustee Robert Rubin  
Trustee Robert Stilley  
Trustee Kevin Wagner

BE IT RESOLVED that the FAU Board of Trustees hereby appoints a managerial group with the authority and responsibility for negotiation and/ or administration of classified contracts and operations governed by the NISPOM (hereinafter "Key Management Personnel") consisting of: FAU's President, FAU's Facility Security Officer designated by the President, and FAU's Insider Threat Program Senior Official designated by the President, with the President being the final authority; and

BE IT RESOLVED that the FAU Board of Trustees hereby delegates to the Key Management Personnel all duties, responsibilities and authorities pertaining to FAU's obligations under the NISPOM; and

BE IT RESOLVED that the President and all other members of said Key Management Personnel at the present time do possess or will be processed for the required security clearances; and

BE IT RESOLVED that in future, if a cognizant security agency (CSA) of the U.S. Government determines that additional FAU officials must be added to the managerial group, such requirements shall be made and approved by the Key Management Personnel, and not the FAU Board of Trustees, unless approval by the FAU Board of Trustees is required by the CSA.

This action is in the form of a resolution to take effect immediately upon adoption.

Adopted this 29th day of January, 2019 by the Board of Trustees of Florida Atlantic University.

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Anthony K.G. Barbar  
Chair  
FAU Board of Trustees

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John W. Kelly  
Corporate Secretary  
FAU Board of Trustees