Minutes
UWF Board of Trustees Meeting
UWF Emerald Coast Fort Walton Beach Campus
March 25, 2015

The meeting of the UWF Board of Trustees was called to order at 9:02 a.m. by Mort O’Sullivan, BOT Vice Chair.

APPROVAL OF MINUTES BY COMMITTEES
Vice Chair O’Sullivan explained that Chair Bear is unable to attend today’s Board meeting due to an injury.

Vice Chair O’Sullivan welcomed Devonte Wilson who is representing the SGA at our meeting today.

Vice Chair O’Sullivan called on each committee chair to convene his/her committee for adoption of their minutes.

Audit and Operations Committee: Susan O’Connor, Audit and Operations Committee Chair called the meeting to order and asked for a motion to approve their March 3, 2015 minutes.

Motion by: Trustee Garrett Walton
Seconded by: Trustee Susan O’Connor
Motion carried.

Finance and Facilities Committee: Mort O’Sullivan, Finance and Facilities Committee chair called the meeting to order and asked for a motion to approve their March 3, 2015 minutes.

Motion by: Trustee Dave Cleveland
Seconded by: Trustee Suzanne Lewis
Motion carried.

Academic Affairs Committee: Bob Jones, Academic Affairs Committee chair called the meeting to order and asked for a motion to approve their March 3, 2015 minutes.

Motion by: Trustee Richard Hough
Seconded by: Trustee Bob Jones
Motion carried.

Student Affairs Committee: Jay Patel, Student Affairs Committee chair called the meeting to order and asked for a motion to approve their March 3, 2015 minutes.
Motion by: Trustee Jay Patel
Seconded by: Trustee LuTimothy May
Motion carried.

**Metrics Ad hoc Committee:** Dave Cleveland, Metrics Ad hoc Committee chair called the meeting to order and asked for a motion to approve their December 10, 2014 minutes.

Motion by: Trustee Susan O’Connor
Seconded by: Trustee Mort O’Sullivan
Motion carried.

**Officer Nominations Committee:** Garrett Walton, Officer Nominations Ad hoc Committee member called the meeting to order and asked for a motion to approve their December 12, 2014 minutes.

Motion by: Trustee Bentina Terry
Seconded by: Trustee Garrett Walton
Motion carried.

**Presidential Compensation Subcommittee:** Mort O’Sullivan, Presidential Compensation Subcommittee member called the meeting to order and asked for a motion to approve their March 16, 2015 minutes.

Motion by: Trustee Suzanne Lewis
Seconded by: Trustee Susan O’Connor
Motion carried.

**Presidential Contractual Ad hoc Committee:** Mort O’Sullivan, Presidential Contractual Ad hoc Committee member called the meeting to order and asked for a motion to approve their February 20, 2015 minutes.

Motion by: Trustee Richard Hough
Seconded by: Trustee Suzanne Lewis
Motion carried.

Trustee O’Sullivan asked for a motion to approve the recommendations of the Presidential Compensation Subcommittee as recommendations of the Presidential Contractual Ad hoc Committee to the full Board of Trustees.

Motion by: Trustee Susan O’Connor
Seconded by: Trustee Suzanne Lewis
Motion carried.
Trustee O’Sullivan asked for a motion from the committee to recommend that the Full Board approve the execution of the Addendum to President’s Employment Agreement in the form attached to the minutes of the Compensation Subcommittee.

Motion by: Trustee Suzanne Lewis
Seconded by: Trustee Susan O’Connor
Motion carried.

**FULL BOARD**

Vice Chair O’Sullivan called the full Board meeting to order at 9:09 a.m.

Becky Luntsford called roll with the following trustees present as noted here. Dave Cleveland; Richard Hough; Suzanne Lewis; Susan O’Connor; Mort O’Sullivan; Jay Patel; Robert Jones; LuTimothy May, and Garrett Walton. Student Representative Devonte Wilson was present and served as the SGA Representative for today’s Board meeting. Trustee Bentina Terry participated by teleconference. Trustees Lewis Bear, Jr. and Pam Dana were absent.

Others attending:
Dr. Judy Bense, President; Dr. Martha Saunders, Provost & EVP for Academic Affairs; Dr. Kevin Bailey, VP Student Affairs; Ms. Betsy Bowers, IVP for Business, Finance & Facilities; Dr. Brendan Kelly, VP University Advancement; Ms. Pat Lott, General Counsel; Dr. Richard Podemski, Dean Graduate School; Dr. Michael Huggins, Dean CASSH; Dr. Tim O’Keefe, Dean COB; Dr. Jim Hurd, Senior AVP Student Affairs; Dr. Brandon Frye, Dean of Students; Dr. Steve Crawley, Dean CEPS; Rebecca Sandberg, Program Assistant; and Rebecca Luntsford, Executive Specialist/Recording Secretary to BOT.

1. **CALL TO ORDER AND CHAIR’S REMARKS**

Vice Chair O’Sullivan thanked Susan Shaw, the faculty, staff, and students at UWF Emerald Coast Campus for giving the Board the opportunity to enjoy the beautiful campus and conduct the BOT meeting there. He thanked all involved for their hospitality. Vice Chair O’Sullivan explained the meeting is being webcasted today and he showed his appreciation for everyone’s participation. He reminded those present that time has been set aside during the meeting today to allow public comment on matters coming before the Board. He instructed anyone wanting to speak on an item on today’s agenda, to complete a *Request to Address the UWF Board of Trustees* form as required. The forms are available on a table in the back of the room and should be provided to the Board of Trustees’ recording secretary, Becky Luntsford in advance of the public comment period.
President Bense gave her President’s Report to the Board. She began by welcoming Susan Cerovsky, new Director of the UWF Center for Cybersecurity. Susan joins UWF after nearly 30 years as an officer in the U.S. Navy, and most recently held the title of commanding officer of the Center for Information Dominance at Corry Station in Pensacola. As director of the UWF Center for Cybersecurity, Susan will develop and enhance multi-disciplinary undergraduate and graduate programs, research activities and regional and national industry partnerships.

Dr. Bense announced the UWF Historic Trust hosted their grand re-opening of the 37-acre Arcadia Mill Archeological Site on Saturday, March 14th. The site grounds have been closed to the public since September 2014 for the construction of a new ADA-compliant bridge over Pond Creek and a boardwalk connecting to the nature trails. This site represents the largest 19th century water-powered industrial complex in NW Florida.

Dr. Bense gave a report on Carnegie Community Engagement Classification. UWF received the 2015 Community Engagement Classification. This classification recognizes the effort and commitment UWF has toward being a leader in our community and utilizing our resources, knowledge, and research in making a positive difference in NW Florida and beyond. Only 240 colleges and universities in the United States

President Bense then gave an Academic Affairs report.

UWF recently celebrated a transformational Clinical Laboratory Gift of $100,000 to UWF’s Clinical Lab Sciences program by Dr. Ranga Rao Krothapalli in memory of his wife, UWF Professor Emeritus, Swarna Krothapalli. The Professor Emeritus Swarna Krothapalli Endowed Scholarship for Clinical Laboratory Sciences will honor and pay tribute to Swarna, a distinguished faculty member who gave lifelong dedication to her students and impacted the lives of thousands of students in Clinical Lab Sciences and Medical Terminology.

Last month, UWF hosted 4th annual Northwest Florida Regional Science Olympiad. 21 groups of middle and high school students from NW Florida’s public and private schools in the FL panhandle competed with up to 15 students on each team. The event was held at the UWF College of Science, Engineering and Health and members of our faculty and staff served as event supervisors and counselors for the competition. The goal of Science Olympiad is to improve the quality of science education through competitions similar to sporting events.

UWF MBA Student, David Brinson, recently earned the title of “Grand Champion” in the Best Strategy Invitational, a global competition that pits students teams against each other as they operate simulated athletic footwear companies. Brinson credited Dr. Blaine Lawlor and his experience in the UWF MBA Program, and specifically the Capstone MBA Strategy class, for providing him with the knowledge needed to win the competition.
Research & Sponsored Programs: For the period from 7/1/14 to 3/17/15, 87 Proposals were Submitted representing a value of $24,840,471.00; and 57 Awards were Received for a total of $11,243,606.00

President Bense shared a report from University Advancement.

As of this month, University Advancement is at 80% of our $3.6 million fiscal year goal for gifts and pledges.

A cumulative value of $1.2 million in new planned gifts were secured in the last quarter.

This quarter we have coordinated and hosted two gift announcements.

- January 29th was the naming of the College of Business Atrium in honor of a generous contribution of $250,000 received from Brian and Kim Pennington.

- On March 2nd we honored Dr. Ranga Rao Krothapalli’s gift commitment of $100,000 to establish a scholarship endowment in memory of his late wife, Professor Emeritus Swarna Krothapalli. At this event, we announced the first student scholarship recipients of the clinical lab sciences scholarship.

UWF has received two new gifts for which we will be announcing specifics in the next quarter.

Dr. Bense went on to provide the Board with a Legislative update.

The House and Senate budgets were released last week. Both budgets will move through each chamber’s appropriations committees this week with votes before each full chamber next week.

The two chambers totals are not far apart on their education budget. However, there are many unresolved issues in the Health Care budget as they are about $5 billion apart which can still impact the entire budget as we continue to move through Session.

House budget funds UWF with $96M from General Revenue and lottery.

- This budget keeps UWF’s entire base budget whole and includes $250k non-recurring for Veteran and Military Student Success
- The House used PECO funds to provide 8.6M for our laboratory sciences building.

Senate budget funds UWF with $91.8M from General Revenue and lottery. Included is this number is new funding of $250K recurring for Veteran and Military Student Success, $1M recurring for Physician Assistant Program, and $5M recurring for the Office of Economic Development and Engagement.

- The Senate base reductions for UWF include:
  - $-2M Complete Florida
  - $-1M from Operation Support
UWF made significant improvement on this year’s performance funding metrics. UWF went from a 21 last year to a 37 this year tying for 6th place with FAU. This score makes UWF eligible to be awarded funding from the performance funding pool.

The Senate budget includes an additional $200M increasing the performance funding pool to $400M. This will significantly increase each universities “skin in the game” as well as the one time additional funding each university receives.

The Senate also listed several metrics they want the BOG to focus on. Their selected metrics add student loan default rates and affordability to the list of metrics that the BOG already measures.

The Senate budget includes that universities in the bottom 3 or below the BOG minimum score threshold of the performance metric will lose their base funding and must submit an improvement plan.

The House budget includes $100M in new funding and $100M from base funding of all Universities for performance funding. Universities that received performance funding last year would keep that funding and the $200M is an additional allocation for the current fiscal year.

The House does not change the metrics and leaves the opportunity for universities to submit a performance plan if they are not eligible for new funding and gives them an opportunity to restore their base funding if the BOG determines the university made significant progress on their submitted improvement plan.

The Governor’s plan to make college more affordable will be heard on Monday March 23, 2015 during the Senate Higher Education Committee. This bill (SB 938), is sponsored by Senator Anitere Flores (R-Miami):

- Exempts textbooks required for a course offered by a public or nonpublic postsecondary educational institution from the sales tax
- Requires each Florida College System institution and state university to prominently post in the course registration system on its website, as early as is feasible, but at least 14 days before prior to the first day of student registration for each term, a hyperlink to lists of required and recommended textbooks and instructional materials for at least 90 percent of the courses and course sections offered at the institution during the upcoming term.
- Requires that a textbook or instructional material for an undergraduate course remain in use for a minimum of 3 years in that course, unless a less costly textbook or instructional material becomes available or an exception is approved by the institution’s president or designee. An exception must be based upon a determination that the new
edition differs significantly and substantially from earlier versions and that there is value to the student in changing to the new edition. The institution’s president or designee shall annually report to the institution’s board of trustees all exceptions granted, including the rationale used to approve each exception. The annual report shall be maintained on the institution’s website.

- Requires the Board of Governors and the State Board of Education to identify strategies and initiatives to reduce the cost of higher education;
- Requires each university shall publicly notice to the public and to all enrolled students any board of trustees meeting that discusses or votes on proposed increases in tuition or fees. The notice must:
  - Be posted 30 days before the board of trustees meeting takes place.
  - Include the date and time of the meeting.
  - Be clear and specifically outline the details of the original tuition or fee, the rationale for the proposed increase, and what the proposed increase will fund.
- Be posted on the institution’s website homepage and issued in a press release.

The House bill has been workshopped in the Higher Education and Workforce Subcommittee but the committee has yet to release a bill.

President Bense reminded the trustees of two upcoming events:

- 2015 Honors Convocation. Fri, March 27th, in the UWF Main Campus Conference Center, 11am.
- Spring Commencement. Sat, May 2nd, The Pensacola Bay Center, 10am & 2pm.

Dr. Bense said with that Mr. Chair, I conclude my report.

3. RECOGNITIONS

Vice Chair O’Sullivan called on Executive Vice President Martha Saunders who recognized Susan Shaw, the Executive Director of the UWF Emerald Coast. Susan will remain in her role until June 30, 2015 at which time she will step down from her current position and return to her first love which is teaching. Dr. Saunders thanked Susan for her commitment, dedication, service, and leadership. Dr. Saunders introduced Malinda Bowers who will succeed Susan as Director of the Emerald Coast campus effective July 1, 2015. Susan thanked the Board for allowing her to serve in her role as Director.

4. APPROVAL OF MINUTES

Vice Chair O’Sullivan reminded the trustees they had been given the opportunity ahead of time, to review the minutes of the December 12, 2014 Board of Trustees Meeting. He asked for a motion to approve if there were no changes or corrections.
Motion by: Trustee Garrett Walton
Seconded by: Trustee Richard Hough
Motion carried.

5. COMMITTEE REPORTS

Audit and Operations Committee - Susan O’Connor, Committee Chair

The Audit & Operations Committee had five action items and two information items presented.

Action items

   Presented by Cindy Talbert, Interim Internal Audit Director. Twelve departments encompassing 30 cardholders were reviewed on a sample basis. Individual reports were distributed to department heads and Procurement & Contracts upon completion of the audits. Most common findings were 1) the JP Morgan bank statements were not reviewed during the reconciliation process; and 2) the cardholder did not consistently sign the transaction documentation. Management will implement corrective actions to be completed in fiscal year 2014/15 and Internal Auditing will follow up to determine if adequate corrective actions occurred.

2. Approval of Revised Work Plan for 2014/15 and 2015/16 for UWF Internal Auditing and Management Consulting. BACKGROUND: The IAMC Work Plan for 2014/15 and 2015/16 was presented and approved by the BOT in May, 2014. In November 2014, Betsy Bowers became the interim Vice President for Business, Finance, and Facilities. A nationwide search for a permanent Vice President for Administrative Services has begun and it is estimated that Betsy will not be able to return to her position in IAMC until that time. This change left the department with only one full-time auditor. In addition, three of the scheduled audits should be postponed due to conflicts with current activities, and the topic of the fourth audit now seems unnecessary.

Cindy Talbert, who accepted the position of Interim Audit Director presented the proposal for the revised IAMC Work Plan to our committee as follows:

   o Seven Audits: Subrecipient Monitoring, Performance Metrics for BOG, Athletic Eligibility (all completed); Vehicle Maintenance and Vendor Master File (both in progress); IT General Controls (Banner Student Module); Lab Safety and Security.
   o Audits removed include: Conflict of Interest, Enrollment Affairs, Grade Integrity, and Dependent Eligibility.
   o Conduct various management advisory (consulting) services.
   o Follow up of Federal, State, and internal audit findings.
Continued participation in the Risk & Compliance Council and the evaluation of rules, regulations, policies, and procedures.

3. **Approval of UWF Annual Financial Report for 2013-2014.** The financial report was presented by Associate Vice President/Controller Colleen Asmus. Colleen reported that on November 20, 2014 the State of Florida Auditor General released the report on the audit of the financial statements of the University of West Florida for the fiscal year ending June 30, 2014. The Executive Summary included in the audit report contained the following:

   **Financial Statements:** The audit disclosed that UWF’s basic financial statements were presented fairly, in all material respects, in accordance with prescribed financial reporting standards.

   **Internal Controls and Compliance:** The audit did not identify any deficiencies in internal control over financial reporting considered to be material weaknesses. The results of tests disclosed no instances of noncompliance.

4. **Adoption of Revised UWF Human Resources Policy HR-11.03-02/15**

   **Introduction/General Provisions Governing Personnel Matters.** This presentation was made by Cindy Faria, Associate Vice President, Human Resources. She explained this policy was originally adopted by the UWF BOT in July 2004. The UWF Human Resources Department in conjunction with the General Counsel’s Office is continuously reviewing and revising UWF Human Resources policies. This policy was revised and sent to campus for public review and comment from November 25, 2014 to December 25, 2014. Two comments were received. One comment resulted in textual changes.

5. **Adoption of Revised UWF Human Resources Policy HR-12.02-02/15.** This presentation was also made by Cindy Faria. This policy was originally adopted by the UWF BOT in July 2004. The UWF Human Resources Department in conjunction with the General Counsel’s Office is continuously reviewing and revising UWF Human Resources policies. This policy was revised and sent to campus for public review and comment from November 25, 2014 to December 25, 2014. No feedback was received through the campus review process, thus, no changes were made to the revised policy after campus review.

**Information Items**

1. Three **External Audits:** WUWF-FM; Intercollegiate Athletics; and Florida Institute for Human and Machine Cognition were all presented by Cindy Talbert. All three of these audit reports were very positive and contained no instances of non-compliance or other matters required to be reported.

2. **Internal Auditing Update:** was presented by Cindy Talbert, who provided the committee with the status of audits in process, advisory/consulting activities, external
Finance and Facilities Committee – Mort O’Sullivan, Committee Chair

The Finance & Facilities Committee had three action items and two informational items

**Action Items**

1. **Approval of Amendment to UWF REG 6.0054 Competitive Solicitation Requirements** was presented by Angie Jones, Director Procurement and Contracts. The proposed amendment updates the current regulation to bring the regulation into compliance with Board of Governors Regulation 18.002 by deleting the reference to the time calculation interpretation. The notice of proposed amendment to this regulation was posted to the BOT website on February 16, 2015 and comments were invited. The notice was also published in the February 15, 2015 edition of @UWF and comment was invited. No comments have been received. The required 30 day notice period of the proposed regulation ended on March 18, 2015.

2. **Approval of Amendment to UWF REG 5.010 Educational Research Center for Child Development** was presented by Jim Hurd, Senior Associate Vice President, Student Affairs. BOG Regulation 10.004 provides that the BOT may establish or change child care and service fees for ERCCD. ERCCD child care fees were last increased in Fall 2014. Child care fees are proposed to increase by 1.63% to 4.03% depending on the age group. Market rate analysis is still very favorable, especially for our student parents. On average, students are saving more than 18% over local market costs for child care. Additionally, Pell-eligible students and students with military affiliation receive substantially reduced out-of-pocket child care costs due to a federal grant program. These rates have been presented and approved by the ERCCD Board of Directors as required by BOG Regulation 10.004.

3. **Approval of Amendment 1 to the Master Sublease Agreement between the University of West Florida and UWF Business Enterprises, Inc. (BEI).** This presentation was made by Pat Lott, General Counsel. The proposed amendment substitutes a small, specific, description of land authorized to be leased to BEI in place of the broad legal description previously authorized in the Master Sublease Agreement approved by the Board in March 2012. The legal description set forth in Amendment 1 is included within the spaces previously authorized to be leased to BEI, but is substantially smaller, as it encompasses only the spaces underlying the East Campus improvements. Pursuant to the Master Sublease Agreement, additional parcels may be added in the future with the
approval of the BOT when new developments are identified. This amendment is recommended as a housekeeping measure.

**Information Items**

1. **Fiscal Year 2014/15 Operating Budget Summary (2nd Quarter, FY 2014/15) and the Life-to-Date Capital Budget** was presented by Colleen Asmus, Associate Vice President/Controller. Colleen reviewed budget summary and gave a report for the end of the second quarter showing budget-to-actual results for each fund group. She also shared that the College of Business Education Center Renovation project is on schedule. Joffrey Gaymon, AVP of Enrollment Affairs, provided the committee with additional information on the year-to-date shortfall in student fees and student enrollment for FY2014/15. She answered questions from committee members on enrollment tracking, trends, and practices in place at UWF and within the state university system.

2. **Betsy Bowers, Interim Vice President provided an update on University Park Phase I.** University Park began as a BEI project in a public/private partnership with Balfour Beatty Campus Solutions. After it became clear that the marketplace was not right for that development outline, the project was scaled back and needed to be completed with internal funds. Betsy explained that UWF will only pursue the portions of the project that have solidly identified funding. At this point, it will include site work, infrastructure, and competition field, which is identified as Phase 1A. Phase 1B will include construction of the athletic facility. Betsy provided a handout to the committee of an overview of the revised funding plan for Phase 1A of University Park. She explained the project will remain within the established budget and she will provide regular updates to the BOT as the project progresses.

**Student Affairs – Jay Patel, Chair**

The Student Affairs Committee had four information items presented.

**Information Items**

1. **Title IX Update** was presented by Karen Rentz, Equal Opportunity and Compliance and Mica Hughes-Harrell, Director Health and Wellness made a Powerpoint presentation to the committee including a Title IX administrative update, a review of the UWF “Resource Guides”, sexual and gender violence data, “It’s on Us” Campaign, and the proposed revised Title IX Policy.

2. **Counseling and Psychological Services Informational Update** was given by Dr. Rebecca Kennedy, Assistant Vice President, UWF Counseling Center. She explained the Board of Governors is taking a renewed interest in campus safety
across the State University System. Earlier this year, BOG sent out a survey to counseling center directors regarding counseling services provided across the SUS. In addition, Dr. Kennedy provided an update of counseling services offered at UWF and a comparison of the BOG survey responses from students served at UWF and other SUS universities.

3. **Student Conduct Statistics.** Dr. Brandon Frye, Dean of Students made a presentation on UWF’s Conduct Trends from Fall 2014.

4. **UWF REG 4.010 Educational Research Center for Child Development.** Dr. Jim Hurd, Senior Associate Vice President, Student Affairs offered to answer any additional questions on this topic which was presented during the Finance & Facilities Committee meeting earlier in the morning.

**Academic Affairs Committee – Bob Jones, Committee Chair**

The Academic Affairs Committee had two action items for approval and two information items were presented.

**Action Items**

1. **Approval of Request to offer a New Degree Program / BSBA in Supply Chain Logistics Management** was presented by Ms. Rachel Errington. Board of Governors Regulation 6.009 requires each university in the state university system to adopt a regulation governing the admission of international students. This proposed regulation defines which students are considered International Students, and sets forth requirements for English proficiency, transcript translation, academic achievement, medical insurance, and financial information for such students at UWF.

2. **Approval of Competence and Qualifications of Instructional Personnel Policy** was presented by Dr. George Ellenberg. Dr. William Crawley, Dean, College of Education and Professional Studies began his appointment on September 15, 2014; Dr. Jerry Johnson, Chair, Teacher Education and Educational Leadership began his appointment on August 8, 2014; and Dr. Lisa Assante, Chair, Hospitality, Recreation and Resort Management began her appointment on July 1, 2014. These faculty are being considered for tenure as a condition of their employment with UWF.
Information Items

1. **UWF’s Interactive Fact Book** was presented by Keith King, Associate Director Institutional Research. Keith provided the committee with an overview of the current data available in this online interactive fact book. More data modules will be available in the future.

2. **UWF’s Regional Accreditation by the Southern Association of Colleges and Schools Commission on Colleges** implementation plan and preliminary itinerary for their on-site visit which occurred last week was presented by Dr. Michael White, Director, Institutional Effectiveness.

Presidential Compensation Subcommittee & Presidential Contractual Ad hoc Committee – Mort O’Sullivan, Committee Member

The Presidential Contractual Ad hoc Committee met on February 20, 2015.

After committee members reviewed and discussed the President’s Employment Agreement, a motion was made to **Recommend to the Board of Trustees extending the President’s contract through December 31, 2016 subject to two things: i) To confirm the UWF Foundation Board has the funds to support the amount of funds over the statutory limit; and ii) To negotiate the specifics of President Bense’s current contract.** The motion carried.

Following further discussion, a motion was made to **Approve the Appointment of Trustees Suzanne Lewis, Susan O’Connor, and Mort O’Sullivan to a Compensation Subcommittee that would meet before the March 25, 2015 BOT meeting to discuss salary and bonus issues.** The motion carried.


Chair Bear gave the charge to the subcommittee as follows:

i) To follow up on the full Board’s discussion of the President’s compensation from last fall; and

ii) To make a recommendation on the extension of the President’s contract.

Following discussion, a motion was made to **Recommend no adjustment will be made to President Bense’s base compensation for 2014-2015; and no bonus will be awarded for 2013-2014 other than the 3.8% bonus which President Bense has already received.** The motion carried.

Following further discussion, a motion was made to **Recommend adjustments will be made to President Bense’s contract as set forth in the Addendum to President’s Employment Agreement which contemplates no adjustment to base compensation but provides**
adjustments dealing with her return to faculty following her term as President, along with an extension of her term to December 31, 2016. The motion carried.

Trustee O’Sullivan reiterated that the Presidential Contractual Ad hoc Committee adopted the recommendations of the Presidential Compensation Subcommittee and recommends that the full Board approve the Addendum to President’s Employment Agreement in the form attached to the minutes of the Presidential Compensation Subcommittee.

6. PUBLIC COMMENT

Vice Chair O’Sullivan asked Becky Luntsford if anyone had submitted a request to address the Board.

She had received no requests.

7. CONSENT AGENDA ITEMS FOR APPROVAL

Vice Chair O’Sullivan noted there were eleven items on the consent agenda. Trustees may pull any individual item from the consent agenda below for further review, if they desire. However, each item was fully discussed during the committee meetings and all of the recommendations of the committees reflect the proposed action provided with the agenda backup documentation. Vice Chair O’Sullivan asked if anyone wishes to pull any item from the consent agenda for further discussion.

Trustee Robert Jones asked that consent agenda Item K, Approval of Recommendations Regarding (i) Presidential Compensation for 2014/2015 and Bonus for 2013/2014; and (ii) Terms of Extension of Presidential Employment Agreement to December 31, 2016 be pulled.

Vice Chair O’Sullivan stated since a request has been made to deal with the recommendations of the Presidential Contractual Ad hoc Committee outside of the consent agenda, the Board will take up that item along with the action items later in the Board meeting.

Vice Chair O’Sullivan asked if there are no requests to discuss any additional consent agenda items, for a motion that the Board approve and adopt the recommendations of the Finance & Facilities, Audit & Operations, Student Affairs, and Academic Affairs Committees made during their meetings with respect to the matters set forth on the consent agenda.

A. Acceptance of UWF Internal Auditing PCard Audit Report – 2nd Quarter
B. Approval of Revised Work Plan for 2014/2015 and 2015/2016 for UWF Internal Auditing and Management Consulting
C. Approval of UWF Annual Financial Report for 2013-2014
D. Adoption of Revised UWF Human Resources Policy HR-11.03-02/15
   Introduction/General Provisions Governing Personnel Matters
E. Adoption of Revised UWF Human Resources Policy HR-12.02-02/15 Broadband
   Classification and Compensation System
F. Approval of Amendment to UWF REG 6.0054 Competitive Solicitation Requirements
G. Approval of Amendment to UWF REG 5.010 Educational Research Center for Child
   Development
H. Approval of Amendment 1 to the Master Sublease Agreement between UWF and
   UWF BEI
I. Approval of Request to Offer a New Degree Program/BSBA in Supply Chain Logistics
   Management
J. Approval of Competence and Qualifications of Instructional Personnel Policy

Motion by: Trustee Garrett Walton
Seconded by: Trustee Bentina Terry
Motion carried.

**ACTION ITEMS**

8. Vice Chair O’Sullivan asked for a motion to Approve the UWF Academic Calendar 2016-
   2017 as presented and set forth in the documentation presented to the Board.

Motion by: Trustee Garrett Walton
Seconded by: Trustee Richard Hough
Motion carried.

9. Vice Chair O’Sullivan asked for a motion to Approve the 2015-2016 UWF BOT Meeting
   Calendar.

Motion by: Trustee Suzanne Lewis
Seconded by: Trustee Jay Patel
Motion carried.

Vice Chair O’Sullivan asked for a motion to Approve the Recommendations regarding (i)
Presidential Compensation for 2014/2015 and Bonus for 2013/2014; and (ii) Terms of

Vice Chair O’Sullivan reminded the Trustees that the recommendations to the Board were:
1. Recommend that no adjustment will be made to President Bense’s base compensation for 2014-2015; and no bonus will be awarded for 2013-2014 other than the 3.8% bonus which President Bense has already received.

2. Recommend that adjustments will be made to President Bense’s contract as set forth in the Addendum to President’s Employment Agreement which contemplates no adjustment to base compensation but provides adjustments dealing with her return to faculty following her term as President, along with an extension of her term as President to December 31, 2016; and

3. Recommend that the full Board approve the Addendum to President’s Employment Agreement in the form attached to the minutes of the Presidential Compensation Subcommittee meeting.

Motion by: Trustee Garrett Walton
Seconded by: Trustee Jay Patel

Discussion:
Trustee Robert Jones stated that he appreciates Dr. Bense’s accomplishments at the University of West Florida and he appreciates the kindness and consideration she has shown him over the past five years. For the past five years, he has been honored of serve on this board and supporting the great majority of the initiatives that Dr. Bense has developed. Trustee Jones said he believes the Board of Trustees, acting in harmony with the President, produces the best results for our students and our community. He added, “However, I feel I must express my concerns when I believe an action warrants concern.”

Under Dr. Bense’s current contract when her term expires, the provisions of Article 5 of that contract state If Dr. Bense decides to return to the faculty (a normal occurrence for presidential and other executive positions), she would return as a tenured professor.

Trustee Jones stated that Dr. Bense, under the current terms of her contract, will receive more than $527,000 in compensation for the 3-year period after her contract expires - more than the average full professor receives for that same 3-year period of time at UWF.

Trustee Jones added, the new proposed contract extension with its revised Article 5 provision will add an additional $275,000 compensation over and above the compensation paid to a full professor at an average salary at UWF for the 4 years that this amended contract will cover. That’s an estimated total compensation of over $800,000 more than the average professor would receive during a 4-year term covered by the amended contract. Trustee Jones said the average professor at UWF teaches six courses a year and Dr. Bense will be required to only teach one course per year.
Trustee Jones said he believes in reasonable and fair and adequate compensation for our president. In some circumstances when someone leaves a secure position to enter into a president’s proposition with the risk of an uncertain future, provisions for after contract time are reasonable. But that is not the case here at UWF. Dr. Bense has been president for seven years and Trustee Jones stated he believes she has received adequate and fair compensation for those seven years.

Trustee Jones added, “We charged by the State Constitution as Trustees to be cost effective in the policies we approve and the actions we take. We are expected to be good stewards of our scare financial resources. We are expected to make wise decisions.” He went on to paraphrase something that Dr. Bense has said, “always asking ourselves, is it good for the university?” Trustee Jones concluded his comments by stating he supports Dr. Bense in her presidency and he supports her continuing in her term as president, but he cannot support the extension of this contact as it is written. He said the contract, as it is amended and recommended, is not cost effective and is not good stewardship of the University’s resources and tuition. He said “I don’t think it’s good for the university. Therefore I cannot support it.”

He shared his appreciation to the Trustees for their consideration and for listening to his feelings and comments.

Trustee Hough said it is appropriate to say how fortunate he and the others are to be trustees of the University of West Florida. He went on to explain that part of our responsibility is to understand the essential components of a university - the students and the scholars who guide them. He said, “As professors and trustees, we are expected to teach our students critical thinking skills and the ability to analyze complex, interactive situations so we can do no less in looking at our colleagues who are administrators who guide the institution.”

Trustee Hough continued by stating the faculty’s examinations of the processes of this university are no less than robust. Faculty members have serious concerns and it was their responsibility to raise those issues and seek answers. He stated appreciation for the opportunity to do so. He went on to state that we are all very proud of metrics improvements and reaccreditation. We respect the role of the trustees and look forward to turning the next page of the book we are all writing together.

Trustee Hough said he was concerned that members of the greater public think that UWF faculty does not support football and that is not true. He said faculty has been portrayed as a group of malcontent – which is unfortunate. Trustee Hough admonished Chair Bear and the other trustees in making these statements which are not true which damages this institution. The faculty is not cavalier. They want to work all together to move this university forward.

Trustee Hough thanked the trustees.
Vice chair O’Sullivan said the committee sought information for comparable arrangements for compensation. We feel comfortable that we are acting in line with practices that are common within our state. I will liken it to my private world of experience, when someone takes a leadership role, it is expected they will step down before the last minute at the institution and upon stepping down protective measures are put in place so they will be compensated at a fair rate. I do not see these terms dissimilar to what I’ve seen in the private sector.

Trustees Robert Jones and Richard Hough voted “nay”.
Motion carried.

9. INFORMATION ITEMS

1. Dormitory Revenue Refunding Bond Refinancing report was given by Dr. Brendan Kelly, Vice President for University Advancement.

2. BOG Performance Funding Metrics Improvement Plan Update was provided by Dr. Martha Saunders, Provost and EVP.

3. Florida Small Business Development Center. Trustee Susan O’Connor serves on the Small Business Development Center Network State Advisory Board. She introduced Mike Myhre, Florida SBDC Network State Director, who gave an in depth presentation to the Board.

10. OTHER BUSINESS

Vice Chair O’Sullivan congratulated Trustee Bentina Terry on her reappointment by the Board of Governors to the UWF Board of Trustees last week. He said we are looking forward to her confirmation by the Florida Senate very soon.

OTHER ACTIVITIES

Friday, March 27, 2015 Honors Convocation
Ø @ UWF Conference Center, 11:00 a.m.
Ø VIP Luncheon to follow in the Conference Center Lounge. (Please arrive by 10:30 a.m. for robing)

Saturday, May 2, 2015 UWF Spring Commencement
 Ø@ The Pensacola Bay Center
Ø Continental Breakfast begins @ 8:30 a.m.
Ø Morning commencement ceremony will begin @ 10 am (Please arrive by 9:30 a.m.)
Ø Join us for the Platform Party Luncheon @ Jackson’s following the morning ceremony – transportation will be provided.
➤ The afternoon commencement ceremony will begin @ 2 pm (Please arrive by 1:30 pm)

Thursday, May 21, 2015 BOT Committee Meetings
@ UWF Conference Center, 9:00 a.m.

Tuesday, June 23, 2015 BOT Board Meeting
@ UWF Conference Center, 9:00 a.m.

Vice Chair O’Sullivan asked everyone present to please join the Board for lunch in the Student Center and he wished everyone safe travels on their return trips to home and work.

Vice Chair O’Sullivan stated if there is no further business to consider, this meeting is adjourned.

The meeting adjourned at 11:18 a.m.

Respectfully submitted,
Becky Luntsford, recording secretary