MINUTES
UWF Special Board of Trustees Conference Call Meeting
UWF Conference Center, Bldg. 22
November 6, 2019

FULL BOARD

I. CALL MEETING TO ORDER/ROLL CALL

Chair O’Sullivan called the full Board meeting to order at 9:02 a.m. CT.

Ms. Katarina Zatopkova, Board of Trustees Graduate Assistant, called roll with the following trustees present: Dick Baker, Lewis Bear, Jr., Greg Britton, Dave Cleveland, Zenani Johnson, Bob Jones, Suzanne Lewis, Mort O’Sullivan and Sherry Schneider.

Trustees Adrianne Collins, Alonzie Scott, Jill Singer and Bob Sires joined by conference phone.

Others in attendance:
President Martha D. Saunders; Provost & Senior Vice President George Ellenberg; Dr. Kim LeDuff, VP Academic Engagement; Dr. Kimberly McCorkle, Vice Provost; Ms. Betsy Bowers, VP, Finance & Administration; Ms. Pam Langham, General Counsel; Dr. Melinda Bowers, Director, Facilities Operations & Emerald Coast Campus; Ms. Jamie Sprague, Director Human Resources; Dr. Brandon Frye, Dean of Students; Dr. Ed Ranelli, AVP and CEO, BEI; Ms. Cindy Talbert, Internal Auditor, Internal Auditing & Management Consulting; Mr. Matt Packard, Compliance Officer, Internal Auditing; Dr. Elizabeth Benchley, Archaeology; Mr. Dan Lucas, CFO, UWF Foundation; Ms. Elizabeth Mrachek, PCard Auditor, Internal Auditing & Management Consulting; Ms. Colleen Asmus, University Controller; Mr. Jeff Djerlek, Assistant Controller; Ms. Christina Bolte, Archaeology Student; Mr. Ross Dahlstrom, Network Engineer; Mr. Chuck Bell, Telecommunications; Mr. Chase Green, BOT IT; Mr. Cody Thurber, BOT IT; Mr. Angel Sedillo, Sound Engineer; and Ms. Katarina Zatapkova, BOT Graduate Assistant.

II. CHAIR’S GREETING

Chair O’Sullivan thanked everyone for their attendance and participation in this special meeting of the full board.

III. PUBLIC COMMENT

Chair O’Sullivan stated that time had been set aside on the agenda to allow public comment. He asked if anyone wanted to speak. No requests were made.
III. STUDENT PRESENTATION

Chair O’Sullivan stated that in keeping with the Board’s desire to hear from UWF students each time the Board meets, he was proud to introduce Ms. Christina Bolte to the podium to give a presentation. Chair O’Sullivan introduced Ms. Bolte as a native of Connecticut. He went on to explain she received her Bachelor of Arts degree in Anthropology from East Tennessee State University and is now a Historical Archaeology graduate student at UWF. Ms. Bolte has been actively involved in research and excavations on the Luna Settlement site since its discovery. She has supervised and instructed students over three field school seasons and she continues to work in the UWF Archaeology Lab processing artifacts and assisting with the management of archaeological collections. Her thesis research focuses on the Aztec Indian component of the Luna Settlement effort. Ms. Bolte plans to complete her M.A. degree in the Fall of 2020, and intends to pursue her Ph.D. with the goal of one day teaching students about the work and profession she loves.

Following Chair O’Sullivan’s introduction, Ms. Bolte made a presentation to the Board highlighting her academic and professional accomplishments and goals.

Chair O’Sullivan thanked Ms. Bolte and explained that Dr. Elizabeth Benchley, Director of UWF’s Archaeology Institute was in attendance and she and her staff and students will be providing trustees with more information on the Archaeology Institute during the afternoon tour.

IV. ACTION ITEMS

1. Approval of UWF Foundation Board of Directors Appointment. Foundation CEO, Mr. Dan Lucas presented this item to the Board.

To comply with new legislation section 1004.28 (3), Florida Statutes, was amended in relation to DSO Board appointments as of March 11, 2018. Directors other than the UWF Board of Trustees Chair’s appointment and the President or her designee coming onboard after March 11, 2018 must now be approved by the UWF Board of Trustees.

The following new UWF Foundation board appointment was presented for approval: Dr. Matthew Crow Faculty Senate VP Rep: Term 11/06/19 – 06/30/2021
Following Mr. Lucas’ presentation, Chair O’Sullivan asked for a motion to approve the appointment of Dr. Matthew Crow, UWF Faculty Senate Vice President Representative, to the UWF Foundation Board of Directors as presented.

Motion by: Trustee Sherry Schneider
Seconded by: Trustee Dick Baker
Chair Mort O’Sullivan Aye
Vice Chair Dave Cleveland Aye
Trustee Dick Baker Aye
Trustee Lewis Bear, Jr. Aye
Trustee Greg Britton Aye
Trustee Adrianne Collins Aye
Trustee Suzanne Lewis Aye
Trustee Zenani D. Johnson Aye
Trustee Bob Jones Aye
Trustee Sherry Schneider Aye
Trustee Alonzie Scott Aye
Trustee Jill Singer Aye
Trustee Bob Sires Aye
Motion passed unanimously.

2. Approval of the Memorandum of Understanding for a One-Time Wage Action Agreed Upon Between the Police Benevolent Association, Inc. and the University of West Florida. Associate Vice President of Human Resources, Ms. Jamie Sprague presented this item to the Board.

Through collective bargaining negotiations between the representatives for the UWF Board of Trustees and the representatives for the Florida Police Benevolent Association, Inc. (PBA), the parties have agreed to terms and conditions for a Memorandum of Understanding (MOU) for a $500 one-time non-recurring wage action. On October 16, 2019, the parties agreed to the MOU and concluded negotiations.

The parties agreed to:

1. To a $500 one-time non-recurring wage action effective the first pay period after ratification from both parties.
2. To be eligible, the employee must have been employed at the University of West Florida in an eligible position on or before August 8, 2019, with continuous employment through October 4, 2019.
3. To be eligible, the employee must have achieved at least a “Satisfactory” rating on his or her most recent performance evaluation.
4. To be eligible, the employee must not have received a notice of non-reappointment, termination, or separation with advance notice.
5. To the amount of the non-recurring wage action being less Social Security/Medicare Tax of 7.65% and Income Tax Withholding of 22%.

Following Ms. Sprague’s presentation, Chair O’Sullivan asked for a motion to approve the Memorandum of Understanding for a $500 one-time non-recurring wage action agreed upon between the Florida Police Benevolent Association, Inc. (PBA) and the University of West Florida.

Motion by: Trustee Bob Jones  
Seconded by: Trustee Dick Baker  
Chair Mort O’Sullivan Aye  
Vice Chair Dave Cleveland Aye  
Trustee Dick Baker Aye  
Trustee Lewis Bear, Jr. Aye  
Trustee Greg Britton Aye  
Trustee Adrianne Collins Aye  
Trustee Suzanne Lewis Aye  
Trustee Zenani D. Johnson Aye  
Trustee Bob Jones Aye  
Trustee Sherry Schneider Aye  
Trustee Alonzie Scott Aye  
Trustee Jill Singer Aye  
Trustee Bob Sires Aye  
Motion passed unanimously.

3. Approval of the Revisions to Article 22 – Wages of Collective Bargaining Agreement Between the Florida Police Benevolent Association, Inc. and the University of West Florida on October 16, 2019. Associate Vice President of Human Resources, Ms. Jamie Sprague presented this item to the Board.

Through collective bargaining negotiations between the representatives for the UWF Board of Trustees and the representatives for the Florida Police Benevolent Association, Inc. (PBA), the parties have agreed to terms and conditions for a revision to Article 22-Wages of the Collective Bargaining Agreement (CBA). On October 16, 2019, the parties agreed to the revision of Article 22-Wages of the CBA and concluded negotiations.

The parties agreed to:
6. To strike Article 22.2.
8. To add Article 22.8 Minimum Salary.
   a. To establish a minimum salary for Law Enforcement Officer to $37,434 annually.
b. To establish a minimum salary for Law Enforcement Corporal that is 10% above the established minimum salary in 22.8 for new and existing hires.

c. To establish a minimum salary for Law Enforcement Officer who is temporarily promoted to Corporal of 10% above the base salary of the Law Enforcement Officer for the time period of the temporary promotion.

9. To add Article 22.9 One-time wage adjustment for those in-unit not affected by the minimum salary increase in 22.8
   a. To establish a one-time wage adjustment as follows:
      1. Under ten years of employment with the University would receive a one-time wage adjustment in the amount of $1,000 to his or her base salary.
      2. Over ten years of employment with the University would receive a one-time wage adjustment in the amount of $1,500 to his or her base salary.
      3. Over twenty years of employment with the University would receive a one-time wage adjustment in the amount of $2,500 to his or her base salary.

Following Ms. Sprague’s presentation, Chair O’Sullivan asked for a motion to approve the revisions to Article 22 – Wages of the Florida Police Benevolent Association, Inc. (PBA) Collective Bargaining Agreement agreed upon between the PBA and the University of West Florida on October 16, 2019.

Motion by: Trustee Bob Sires
Seconded by: Trustee Dick Baker
Chair Mort O’Sullivan Aye
Vice Chair Dave Cleveland Aye
Trustee Dick Baker Aye
Trustee Lewis Bear, Jr. Aye
Trustee Greg Britton Aye
Trustee Adrianne Collins Aye
Trustee Suzanne Lewis Aye
Trustee Zenani D. Johnson Aye
Trustee Bob Jones Aye
Trustee Sherry Schneider Aye
Trustee Alonzie Scott Aye
Trustee Jill Singer Aye
Trustee Bob Sires Aye
Motion passed unanimously.

4. Approval of the Memorandum of Understanding for a One-Time Wage Action Agreed Upon Between the American Federation of State, County and Municipal Employees (AFSCME) and the University of West Florida. Associate Vice President of Human Resources, Ms. Jamie Sprague presented this item to the Board.
Through collective bargaining negotiations between the representatives for the UWF Board of Trustees and the representatives for the American Federation of State, County, and Municipal Employees (AFSCME), the parties have agreed to terms and conditions for a Memorandum of Understanding (MOU) for a $500 one-time non-recurring wage action. On October 17, 2019, the parties agreed to the MOU and concluded negotiations.

The parties agreed to:

10. To a $500 one-time non-recurring wage action effective the first pay period after ratification from both parties.
11. To be eligible, the employee must have been employed at the University of West Florida in an eligible position on or before August 8, 2019, with continuous employment through October 4, 2019.
12. To be eligible, the employee must have achieved at least a “Satisfactory” rating on his or her most recent performance evaluation.
13. To be eligible, the employee must not have received a notice of non-reappointment, termination, or separation with advance notice.
14. To the amount of the non-recurring wage action being less Social Security/Medicare Tax of 7.65% and Income Tax Withholding of 22%.

Following Ms. Sprague’s presentation, Chair O’Sullivan asked for a motion to approve the Memorandum of Understanding for a $500 one-time non-recurring wage action agreed upon between the American Federation of State, County and Municipal Employees (AFSCME) and the University of West Florida.

Motion by: Trustee Bob Jones
Seconded by: Trustee Suzanne Lewis
Chair Mort O’Sullivan Aye
Vice Chair Dave Cleveland Aye
Trustee Dick Baker Aye
Trustee Lewis Bear, Jr. Aye
Trustee Greg Britton Aye
Trustee Adrianne Collins Aye
Trustee Suzanne Lewis Aye
Trustee Zenani D. Johnson Aye
Trustee Bob Jones Aye
Trustee Sherry Schneider Aye
Trustee Alonzie Scott Aye
Trustee Jill Singer Aye
Trustee Bob Sires Aye
Motion passed unanimously.
5. Approval of Amendment to Employment Agreement for President Martha D. Saunders.

General Counsel Pam Langham presented this item to the Board.

At the June 19, 2019 BOT meeting, the BOT unanimously approved the President’s new Employment Agreement for the time period January 1, 2020 through December 31, 2020. “Renewals of presidential employment contracts shall be subject to confirmation by the Board of Governors and shall be limited to one-year terms.” BOG Regulation 1.001(5)(c). The Florida Board of Governors’ (BOG) “shall confirm the presidential selection and reappointment by a university board of trustees as a means of acknowledging that system cooperation is expected.” § 1001.706(6)(a), Florida Statutes.

At the August 29, 2019 BOG meeting, the BOG approved the President’s employment agreement for the time period January 1, 2020 through December 31, 2020. At the same meeting, BOG added a requirement for all future FL SUS presidential contracts. BOG also requested that UWF amend the president’s employment agreement to reflect this new requirement.

The new compulsory clause for all presidential contracts that was not already included in the UWF presidential employment agreement approved by the BOT on June 19, 2019 is a requirement that the President “cooperate fully in any reviews or investigation involving University matters in which she may possess pertinent information. This obligation shall survive the expiration or earlier termination of the Agreement.”

Following Ms. Langham’s presentation, Chair O’Sullivan asked for a motion to approve the amendment to employment agreement for UWF President Martha D. Saunders, based upon Florida Board of Governors’ Compulsory Clause for all Florida State University System Presidential Employment Agreements as presented.

Motion by: Trustee Suzanne Lewis
Seconded by: Trustee Bob Jones
Chair Mort O’Sullivan Aye
Vice Chair Dave Cleveland Aye
Trustee Dick Baker Aye
Trustee Lewis Bear, Jr. Aye
Trustee Greg Britton Aye
Trustee Adrianne Collins Aye
Trustee Suzanne Lewis Aye
Trustee Zenani D. Johnson Aye
Trustee Bob Jones Aye
Trustee Sherry Schneider Aye
Trustee Alonzie Scott Aye
Trustee Jill Singer Aye
Trustee Bob Sires  Aye
Motion passed unanimously.

V. INFORMATION ITEMS

1. Report from the BOT Officer Nominations Ad Hoc Committee. BOT Officer Nominations Committee Chair, Trustee Adrianne Collins made this report. Chair Collins reported that BOT Chair O’Sullivan appointed an Ad Hoc Committee at the September 19, 2019 full BOT meeting for the purpose of nominating the next officers of the Board. Chair O’Sullivan appointed Trustee Collins to serve as chair of the committee and also appointed Trustees Bear and Baker to serve.

On October 7, 2019, the committee met, deliberated and unanimously selected Vice-Chair and Trustee Dave Cleveland to be considered by the full board for the position of Chair. The committee also unanimously selected Trustee Suzanne Lewis to be considered by the full board for the position of Vice Chair.

In accordance with the UWF BOT Bylaws, the election of officers shall take place at the December 5, 2019 Board of Trustees meeting. Nominations may also be taken from the floor at that time."

Chair O’Sullivan thanked Trustee Collins for her report.

1. Formation of Ad Hoc Committee to Review BOT Bylaws. Chair O’Sullivan explained the Bylaws of the UWF Board of Trustees provide that the Chair may appoint trustees to standing and ad hoc committee. Chair O’Sullivan formed an ad hoc committee for the purpose of reviewing and recommending proposed amendments to the UWF BOT Bylaws, if appropriate. Chair O’Sullivan appointed Trustee Dick Baker to chair the committee and he also appointed Trustees Alonzie Scott and Jill Singer to serve on the committee. Chair O’Sullivan charged the committee to report their recommendations to the Board at the March 18,2020 full board meeting.

VI. OTHER BUSINESS
Chair O’Sullivan reminded trustees that the Campus Engagement Opportunity planned for the day will be a tour of the UWF Archaeology Institute. He announced that golf carts will depart from the Conference Center main entrance immediately following lunch.

With no other business to come before the board, Chair O’Sullivan adjourned the meeting at 9:33 a.m.

Respectfully submitted,
Becky Luntsford, recording secretary