The meeting of the UWF Board of Trustees was called to order at 9:02 a.m. by Chair Lewis Bear, Jr.

**APPROVAL OF MINUTES BY COMMITTEES**

Chair Bear welcomed everyone and called on each committee chair to convene his/her committee for adoption of their minutes.

**Audit and Compliance Committee:** Dick Baker, Audit and Compliance Committee Chair called the meeting to order and asked for a motion to approve their November 18, 2016 minutes.

- Motion by: Trustee Bob Jones
- Seconded by: Trustee Greg Britton
- Motion carried.

**Finance, Facilities & Operations Committee:** Mort O’Sullivan, Finance and Facilities Committee Chair called the meeting to order and asked for a motion to approve their November 18, 2016 minutes.

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

**Academic Affairs Committee:** Bentina Terry, Academic Affairs Committee Chair called the meeting to order and asked for a motion to approve their November 18, 2016 minutes.

- Motion by: Trustee Ted Fox
- Seconded by: Trustee Robert Sires
- Motion carried.

**Student Affairs Committee:** LuTimothy May, Student Affairs Committee member called the meeting to order and asked for a motion to approve their November 18, 2016 minutes.

- Motion by: Chair Lewis Bear, Jr.
- Seconded by: Trustee LuTimothy May
- Motion carried.

**Officer Nominations Committee:** Bentina Terry, Officer Nominations Committee chair called the meeting to order and asked for a motion to approve their November 18, 2016 minutes.

- Motion by: Trustee Dick Baker
- Seconded by: Trustee Bentina Terry
- Motion carried.
FULL BOARD

Chair Bear called the full Board meeting to order at 9:06 a.m.

Becky Luntsford called roll with the following trustees present as noted here. Lewis Bear, Jr.; Dick Baker; Greg Britton; Dave Cleveland; Ted Fox; Jake Hebert; Bob Jones; Suzanne Lewis; LuTimothy May and Mort O’Sullivan. Trustee Jay Patel was out of the country and unable to attend.

Others attending:
Dr. Judy Bense, President; Dr. Martha Saunders, Provost & EVP for Academic Affairs; Dr. Steve Cunningham, VP Administrative Services; Ms. Pat Lott, General Counsel; Dr. George Ellenberg; Vice Provost; Dr. Jay Clune, AVP Dean Graduate School; Dr. Michael Huggins, Dean CSEH; Dr. Tim O’Keefe, Dean COB; Dr. Ed Ranelli, Faculty Emeritus; Dr. William Crawley, Dean CEPS; Dr. Steve Brown, Dean CASSH; Dr. Ermalynn Kiehl, Dean College of Health; Dr. Bob Dugan, Dean University Libraries; Dr. Kim LeDuff, Dean/AVP of University College; Dr. Brandon Frye, Dean of Students; Ms. Colleen Asmus, AVP Financial Services; Mr. Jeffrey Djerlek, Assoc. Controller; Dr. Joffery Gaymon, AVP Enrollment Management; Ms. Megan Gonzalez, Executive Director, University Communications; Mr. Dan Lucas, CFO, UWF Foundation; Mr. John Warren, Chief of Police; Dr. Mark Roltsch, Asst. VP Research; Ms. Anita Schonberger, Deputy General Counsel; Ms. Mica Harrell, Director, Wellness Services; Ms. Karen Rentz, Director, Title IX Programs; Ms. Lisa Berneau, Asst General Counsel; Ms. Cynthia Talbert, Internal Auditor; Mr. Dan Bevil, Internal Auditor; Mr. Peter Robinson, Director, Environmental Health & Safety; Ms. Robin Zimmern, Assoc Dean, Student Affairs; Ms. Lauren Loeffler, Director, Career Services; Dr. Vannee Cao-Nguyen, Director, SDRC; Mr. Chip Chism, Parking/Transportation Services Director; Dr. Claudia Stanny, Director, CUTLA; Ms. Sandra Thompson, Director, ITS; Ms. Melanie Haveard, Exec Director and CTO, ITS; Mr. Ross Dahlstrom, Network Engineer; Ms. Ellen Till, Director, Business Affairs; Ms. Angie Jones, Director, Procurement; Dr. Pam Northrup, Sr. Assoc. Provost, Innovation Institute; Mr. William Coleman, Lead Classroom Technology Engineer, ITS; Mr. Eric Ingerman, Asst. Director, UCSA; Mr. John Macdonell, Webcast Engineer and Ms. Becky Luntsford, Recording Secretary.

1. CALL TO ORDER AND CHAIR’S REMARKS

Chair Bear welcomed everyone and explained the meeting was being webcasted.

He reminded those present that time has been set aside during the meeting to allow public comment on matters coming before the Board. He instructed anyone wanting to speak on an agenda item to complete a Request to Address the UWF Board of Trustees form as required. The forms were available on a table in the rear of the room and should be provided to the Board of Trustees’ recording secretary, Becky Luntsford in advance of the public comment period.

2. PRESIDENT’S REPORT
President Bense shared university news and academic kudos with the Board.

President Bense shared that the university is winding down the final week of the 2016 Fall Semester. Our student enrollment for the fall term was 13,002 and, this week, UWF students have been completing their finals.

UWF has 1,060 prospective Fall graduates and 1,051 Summer graduates who are eligible to cross the stage and receive their diplomas on Saturday. In addition, three doctorate degrees will be conferred. Dr. Bense told the trustees she is looking forward to having them attend Commencement Ceremonies on Saturday and share in this celebration of hard work and accomplishment with UWF’s students, their loved ones, and their faculty.

She went on to state that following commencement, the university will have two more work weeks before the annual Winter Break. She reported that as one of her last actions as UWF President, she designated December 23rd as an additional day of the annual Winter Holiday. UWF’s Winter Holiday will begin December 23 and extend through January 2. Regular work days will commence January 3, 2017.

President Bense gave the Board an update on UWF’s Research & Sponsored Programs.

For the period from 07/01/2016 through 12/02/2016:

- 70 Proposals were submitted totaling $27,939,651
- 42 Awards were received totaling $ 3,340,008

President Bense continued her report by reporting on UWF Advancement highlights. She said she was pleased to report that University Advancement has had a very busy and productive first half of the fiscal year, receiving nearly $7.5 million in gifts, pledges and planned gifts. To date, UWF has achieved 133% for the “Dollars in the Door” yearly goal.

She provided some brief highlights of major gifts committed or received since the last Board of Trustees meeting in September:

- $75,000 – Brian & Kim Pennington toward gift commitment for COB
- $50,000 – Julian & Kim MacQueen toward gift commitment for COB
- $39,350 – Pensacola Camellia Club Foundation Inc. toward UWF Camellia Garden
• $30,000 – Fatema Rashid toward Dr. Muhammad Rashid Best Project Award Endowment
• $10,000 – Linda Brotherton
• $10,000 – James T. Bechtol toward Women’s Basketball Scholarship Endowment
• $10,000 – Vaughan Hedrick
• $10,000 – Mac & Kathie Jeffcoat toward Athletics/Baseball
• $10,000 – Wayne Adkisson for Downtown Lecture Series

Dr. Bense explained that on November 16, the university hosted a stellar event at the Pensacola Hilton Beach, the 50th Anniversary Gala. At this event, the public phase of our 50th Anniversary Capital Campaign was launched and the campaign goal of $50 million was announced.

President Bense invited Dr. Martha Saunders to give a President Elect report.

Dr. Saunders presented a draft UWF organization chart to the trustees and discussed her plans for the presidential, provost and university transitions in the new year.

Following Dr. Saunders’ presentation, she offered President Bense the opportunity to continue her report. President Bense shared heartfelt appreciation to the Board and went on to make some personal closing remarks.

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

Following President Bense’s report and remarks, Chair Bear thanked Dr. Bense for her $1 million gift to the university. He went on to thank her for her leadership and years of dedication to the university. The Board and the audience gave President Bense a standing ovation.
3. APPROVAL OF MINUTES

Chair Bear reminded the trustees they had been given the opportunity ahead of time, to review the minutes of the September 30, 2016 Board of Trustees meeting and the November 18, 2016 Board of Trustees Meeting. He said in addition, there were nine sets of minutes from Presidential Search meetings, interviews and events to be approved. He asked for a motion to approve all sets of minutes as presented if there were no changes or corrections.

Motion by: Trustee Dick Baker
Seconded by: Trustee Mort O’Sullivan
Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
Trustee Jake Hebert Aye
Trustee Bob Jones Aye
Trustee Suzanne Lewis Aye
Trustee LuTimothy May Aye
Trustee Bob Sires Aye
Trustee Bentina Terry Aye

Motion passed unanimously.

4. COMMITTEE REPORTS

Audit and Compliance Committee – Dick Baker, Chair
The Audit & Compliance Committee met on November 18. The committee had five action items and one information item presented.
Action Items

1. **Acceptance of the UWF Internal Auditing Reports Issued: Quality Assurance Self-Assessment; Confucius Institute; Departmental Audit-CASSH Dean’s Office; and Departmental Audit-CEPS Dean’s Office** was presented by Associate Vice President, Betsy Bowers.

   Notable strengths were identified in all of these audit reports. Management of each department will implement corrective actions specified and Internal Auditing & Compliance will follow up to determine if adequate corrective actions occurred.

2. **Approval of Annual Certification of UWF Business Enterprise, Inc. External Audit: Financial Statement Audit of Direct Support Organization** was presented by Associate Vice President, Betsy Bowers.

   As required in the Bylaws of BEI, the financial statements have been audited by independent certified public accountants for fiscal year ending June 30, 2016. This is the fourth year of operating activity of BEI.

   BEI received a clean unqualified opinion. The audit report did not identify any material weaknesses in the internal control system. Additionally, no instances of non-compliance were reported.

3. **Approval of External Audit: Financial Statement Audit of Direct Support Organization – University of West Florida Foundation, Inc.** was presented by Associate Vice President, Betsy Bowers.

   Pursuant to Florida Statute 1004.28 and Bog Regulation 9.011(4), Direct Support Organizations must be audited annually and present to the university. The UWF Foundation audit report was issued August 31, 2016.

   The Foundation received a clean unqualified opinion. The audit report did not identify any material weaknesses in the internal control system. Additionally, no instances of non-compliance were reported.

4. **Approval of Annual Certification and External Audit: Financial Statement Audit of Direct Support Organization – West Florida Historic Trust, Inc.** was presented by Associate Vice President, Betsy Bowers.

   The UWF Historic Trust was audited for fiscal year ending June 30, 2016 pursuant to Florida Statute 1004.28 and BOG Regulation 9.011(4).

   The Historic Trust received a clean unqualified opinion. The audit report did not identify any material weaknesses in the internal control system. Additionally, no instances of non-compliance were reported.
5. Approval of Internal Auditing PCard Audit Reports – 1st Quarter (July 2016-September 2016) was presented by Associate Vice President, Betsy Bowers.

During the quarter, (5) departments encompassing (25) cardholders were examined on a sample basis. The most common findings for the 1st Quarter were:
1. The department head did not review & sign the monthly reconciliation reports;
2. Transactions were allowed to auto-post;
3. The bank statement was not reviewed during the reconciliation process.
Management will implement corrective actions and Internal Auditing will follow up to determine if adequate corrective actions occurred.

INFORMATION ITEM

1. Ms. Bowers provided the committee with an Internal Auditing & Compliance Update on Activities.

Finance, Facilities & Operations Committee – Mort O'Sullivan, Chair
The Finance & Facilities Committee met on November 18 and had four information items presented.

Information Items

The first (3) information items were presented by Dr. Steve Cunningham, VP and CFO.

1. Parking Permit Rates, Infrastructure Planning and Reserves – Dr. Cunningham made a Parking & Transportation Services PowerPoint presentation to the Committee. There was much discussion among the committee and other trustees present regarding the impact of parking rate reductions and plans for utilization of parking reserves.

Chair O'Sullivan and the committee members asked Dr. Saunders and Dr. Cunningham to take the time necessary to look at short, mid and long-term planned and potential uses for parking and transportation reserves and the growth and infrastructure needs of university and come back to the Board with a comprehensive solution, and address the original parking rates issue.

2. UWF Business Enterprises, Inc. Update - Dr. Cunningham provided this update. He provided an update on Scenic Hills Country Club and Golf Course and stated that currently four entities are interested in partnering with the university on this property.

Dr. Cunningham reported that Chartwell’s is still searching for a tenant for the anchor space in Argonaut Village. He went on to explain that the BEI Board will be engaging in a BEI strategic planning process in 2017.
3. Dr. Cunningham provided the committee with a **Facilities Planning Update** on strategic and financial planning related to various university projects. The committee asked for a full update from staff explaining the evaluation and scheduled plans for the Southside dorms at the upcoming February, 2017 Student Activities Committee or Finance, Facilities and Operations Committee meeting.

4. **Refunding Student Housing Debt.** General Counsel, Pat Lott and Foundation CFO, Dan Lucas provided an update on the status of bonds being issued by the UWF Foundation being used to refund bonds issued to finance housing facilities on UWF main campus.

**Academic Affairs Committee – Bentina Terry, Chair**

The Academic Affairs Committee met on November 18. They had one action item and two information items presented.

**Action Items**

1. **Approval of Tenure as a Condition of Employment** was presented by Provost Martha Saunders. The University of West Florida Board of Trustees considers all nominations for tenure.

   Dr. Guofang Wan, Professor and Chair of Teacher Education and Educational Leadership in the College of Education and Professional Studies, began her appointment at UWF on September 6, 2016. Our committee recommends approval of Dr. Wan’s tenure as a condition of employment.

**Information Items**

1. Provost Saunders presented a **Division of Academic Affairs Update.**
2. Dr. Mark Roltsch, Assistant Vice President for Research provided the committee with information on **Research at UWF.** He distributed copies of the 2016 Annual Research Report and answered questions from trustees.

**Student Affairs Committee – LuTimothy May, Committee Member**

The Student Affairs Committee met on November 18 and had three information items presented.

**Information Items**

1. **Division of Student Affairs Update** was presented by Dr. Kevin Bailey, Vice President of Student Affairs. This presentation provided the Committee with an update on a variety of projects happening within the Division.
2. Dr. Shaun Boren, Associate Director of Programs and Risk Management gave a PowerPoint presentation to the committee explaining two department program reviews: Council for the Advancement of Standards in Higher Education Review for Recreation and Sports Services; and Fraternity and Sorority Life.

3. UWF’s Commitment to the NCAA Principles of Conduct of Intercollegiate Athletics information was presented by Ms. Meghan Barter, Associate Athletics Director. NCAA requires governing boards to be informed of the institution’s commitment to the principles of conduct of intercollegiate athletics as stated in Constitution 2. The NCAA Principles of Conduct handout was provided to all committee members and the other trustees present.

**Officer Nominations Committee – Bentina Terry, Chair**

The Officer Nominations Committee met on November 18 and had one action item.

**Action Item**

1. Approval of UWF Board of Trustees Chair and Vice Chair Nominations

The committee voted unanimously in support of recommending to the full Board, Trustee Mort O’Sullivan as Chair, and Trustee Dave Cleveland as Vice Chair effective January 1, 2017.
5. PUBLIC COMMENT
Chair Bear asked Becky Luntsford if anyone had submitted a request to address the Board. Ms. Luntsford had received no requests.

6. CONSENT AGENDA ITEMS FOR APPROVAL
Chair Bear noted there were six 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.

Chair Bear asked if there were any requests to pull any consent agenda items for further discussion. There were no requests.

Chair Bear asked for a motion to approve and adopt the recommendations of the Audit & Compliance; Finance, Facilities and Operations; Academic Affairs; and Student Affairs Committees made during their meetings with respect to the matters set forth on the consent agenda.

A. Approval of Internal Auditing Reports Issued: UWF Internal Auditing & Compliance Quality Assurance Review & Self-Assessment; the Confucius Institute; the Departmental Audit for the College of Arts, Social Sciences, and Humanities Dean’s Office; the Departmental Audit for the College of Education and Professional Studies Dean’s Office


C. Approval of External Audit: Financial Statement Audit of Direct Support Organization – University of West Florida Foundation, Inc.


E. Approval of Internal Auditing PCard Audit Reports Quarter 1 (July 2016 – September 2016)

F. Approval of Tenure as a Condition of Employment

Motion by: Trustee Jake Hebert
Seconded by: Trustee Dave Cleveland

Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
Trustee Jake Hebert Aye
Trustee Bob Jones Aye
Trustee Suzanne Lewis Aye
Trustee LuTimothy May Aye
Trustee Bob Sires Aye
Trustee Bentina Terry Aye

Motion passed unanimously.

7. ACTION ITEMS

1. Approval and Authorization of Specified Officers and Employees of the University to Sign Checks Effective January 1, 2017. Colleen Asmus, Associate VP for Finance presented this agenda item.

Chair Bear asked for a motion to approve and authorize specified officers and employees of the university to sign checks by adopting the following resolution effective January 1, 2017:

BE IT RESOLVED THAT, the following officers and employees of the University are authorized to sign checks for the purpose of paying legal obligations of the University from accounts held at Coastal Bank and Trust, P. O. Box 12966, Pensacola, Florida 32591, as long as the expenditures are authorized by all applicable university policies and state regulations:

- Martha D. Saunders, President
- Steven D. Cunningham, Vice President, Division of Finance and Administration
- Colleen M. Asmus, Associate Vice President for Finance/Controller
- Jeffrey A. Djerlek, Associate Controller

Motion by: Trustee Suzanne Lewis
Seconded by: Trustee Bentina Terry
Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
Trustee Jake Hebert Aye
Trustee Bob Jones Aye
Trustee Suzanne Lewis Aye
Trustee LuTimothy May Aye
Trustee Bob Sires Aye
Trustee Bentina Terry Aye

Motion passed unanimously.
2. **Approval of University of West Florida Code Section 401(A) Defined Contribution Retirement Plan and Trust** was presented by Pat Lott, General Counsel.

Chair Bear asked for a motion to adopt the presented resolution designating Dr. Martha D. Saunders as a participant in the UWF Code Section 401(A) Defined Contribution Retirement Plan and adopt an excess benefits arrangement as a part of the Plan.

Motion by: Trustee Mort O’Sullivan
Seconded by: Trustee Dick Baker
Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
Trustee Jake Hebert Aye
Trustee Bob Jones Aye
Trustee Suzanne Lewis Aye
Trustee LuTimothy May Aye
Trustee Bob Sires Aye
Trustee Bentina Terry Aye
Motion passed unanimously.

3. **Approval of Honorary Doctorate Award** was presented by Dr. Brendan Kelly, Vice President for University Advancement.

Chair Bear asked for a motion to approve the Honorary Awards and Recognition Committee’s nomination of John Appleyard for an Honorary Doctorate of Humane Letters. The degree will be presented to Mr. Appleyard at the December 10, 2016 UWF Commencement, during the College of Arts, Social Sciences and Health Undergraduate Ceremony.

Motion by: Trustee LuTimothy May
Seconded by: Trustee Suzanne Lewis
Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
4. **Election of Chair and Vice Chair** was presented by Chair Bear.

Chair Bear stated that his term as Chair and Trustee O’Sullivan’s term as Vice Chair will be completed as of Dec. 31, 2016. He went on to state that at the September 30, 2016 Board meeting, he asked Trustees Bentina Terry, Dick Baker and Jay Patel to serve on the Officer Nominations Ad hoc Committee. The committee was charged with submitting nominees for Chair and Vice Chair for consideration by the full Board.

Chair Bear asked Trustee Terry to submit her committee’s nominations for Chair and Vice Chair. Trustee Terry stated the Officer Nominations committee recommends Trustee Mort O’Sullivan to serve as chair beginning January 1, 2017 and Trustee Dave Cleveland serve as vice chair beginning January 1, 2017.

Chair Bear asked if there were additional nominations from the floor. There were none.

Chair Bear asked if there was any further discussion. There was none.

Chair Bear asked for a motion to approve the election of Trustee Mort O’Sullivan as Chair and Trustee Dave Cleveland as Vice Chair of the Board of Trustees of the University of West Florida. The terms will commence on January 1, 2017.

Motion by: Trustee Robert Sires
Seconded by: Trustee LuTimothy May
Chair Lewis Bear, Jr. Aye
Vice Chair Mort O’Sullivan Aye
Trustee Dick Baker Aye
Trustee Greg Britton Aye
Trustee Dave Cleveland Aye
Trustee Ted Fox Aye
Trustee Jake Hebert Aye
5. **Adoption of Resolution in Recognition of Distinguished Service and Commendation of Judith A. Bense as President Emeritus** was presented by Chair Bear.

Chair Bear read the Resolution to President Bense and after presenting the resolution to her, he asked for a motion to approve BOT Resolution 2016-6 in Recognition of Distinguished Service to the University of West Florida; and conferring upon Judith A. Bense the title, President Emeritus of the University of West Florida, with all the privileges pertaining thereto, effective January 1, 2017.

- Motion by: Trustee Bentina Terry
- Seconded by: Trustee LuTimothy May
- Chair Lewis Bear, Jr. Aye
- Vice Chair Mort O’Sullivan Aye
- Trustee Dick Baker Aye
- Trustee Greg Britton Aye
- Trustee Dave Cleveland Aye
- Trustee Ted Fox Aye
- Trustee Jake Hebert Aye
- Trustee Bob Jones Aye
- Trustee Suzanne Lewis Aye
- Trustee LuTimothy May Aye
- Trustee Bob Sires Aye
- Trustee Bentina Terry Aye

Motion passed unanimously.

8. **INFORMATION ITEMS**

1. An in-depth **UWF Business Enterprises, Inc. (BEI) Update** was presented by Dr. Steve Cunningham, BEI Chief Executive Officer. Dr. Cunningham answered questions posed by the Board and shared various handouts on BEI financials.
2. **2017-18 Board of Trustees TENTATIVE Meeting Dates** was presented by Chair Bear. The Board is scheduled to meet four times annually during FY2017/18. Committee meetings are scheduled two to three weeks prior to full Board meetings when possible. The dates listed were chosen with the Board of Governors and other UWF Boards meeting dates in mind.

Chair Bear asked the trustees to please check these dates against their calendars and advise Becky Luntsford of any conflicts or problems. Staff will select a date for each meeting and the Board will be asked to approve the 2016/17 calendar at the March 23, 2017 meeting.

9. **OTHER BUSINESS**

At the request of Chair Bear, Vice Chair O’Sullivan provided a report on his November 21, 2016 meeting with Governor Rick Scott and the State University System Board of Trustees Chairs.

**OTHER ACTIVITIES AND UPCOMING EVENTS**

- December 8, 5:30 – 7:00 pm, UWF Boards Holiday Reception at the Pensacola Museum of Art
- December 10, Fall Commencement. Morning ceremony at 10:00 a.m., followed by the Platform Party Luncheon at Jackson’s. The afternoon ceremony to begin at 2:00 p.m. at the Pensacola Bay Center. Parking permits were provided in the trustees’ agenda packets.

Chair Bear invited everyone to enjoy lunch served in the lobby and lounge. He then stated if there was no further business to come before the Board, the meeting was adjourned.

The meeting adjourned at 11:17 a.m.

Respectfully submitted,
Becky Luntsford, recording secretary