

# Special Board Meeting Thursday, February 15, 2024 Zoom Webinar

Zoom Webinar | Passcode: 368116

# **Agenda**

I. Call to Order Suzanne Lewis, Chair

II. Roll Call Anna Lochas

III. Greeting Suzanne Lewis, Chair

IV. Public Comment Anna Lochas

V. New Business Suzanne Lewis, Chair

- a. Action Item
  - i. BOT-1: Amendments to Board of Trustees Bylaws
  - ii. BOT-2: Revision to BOT-01, Bestowing Honorary Awards Policy
  - iii. BOT-3: Revision to BOT-08, Naming Opportunities Policy
  - iv. BOT-4: Performance Based Funding Data Integrity 2023 Audit Report
- b. Information Item
  - i. INFO-1: 2024-2025 Board of Trustees Meeting Dates
- VI. Announcements Suzanne Lewis, Chair
- VII. Adjournment Suzanne Lewis, Chair



# Board of Trustees Special Full Board Meeting February 15, 2024

Approval of Amendments to Board of Trustees Bylaws

#### **Recommended Action:**

Approval of Amendments to Board of Trustees Bylaws.

# **Background Information:**

The bylaws were last amended in November of 2022.

The November 2022 amendments reduced the quorum requirement from a super majority (9 members) of the prescribed board to a quorum of seven members (a simple majority) of the prescribed board of 13 members. (Section 2.7). Despite the reduction, it still can be difficult to meet the quorum requirement. Accordingly, the proposed amendments to the bylaws will require a quorum of a simple majority of the duly appointed members of the prescribed board; however, in order to have a floor, there will be a minimum requirement of five trustees to create a quorum.

The November 2022 amendments revised the voting requirements so that, for most actions of the Board, a majority of the duly appointed members of the Board is required. To create a floor for action of the Board, a proposed amendment requires a minimum of four votes of approval.

The floors (minimum requirements) for a quorum and voting are intended to recognize that the intention of the legislature and the Board of Governors is for the Boards of Trustees of the state universities to consist of thirteen members and thus to create minimum requirements for the Board of Trustees to take action. By reducing the number of trustees to a majority of the duly appointed trustees, the Board will be able to conduct the business of the University more effectively while awaiting the appointment of additional persons to fill vacancies.

#### Implementation Plan:

The bylaws may be amended by a majority vote (seven votes) of the full prescribed Board (thirteen members). (Bylaws, Article IV).

#### **Fiscal Implications:**

N/A

#### **Relevant Authority:**

Section 1001.706(2), Fla. Stat., Powers and Duties of the Board of Governors BOG Regulation 1.001(2), University Board of Trustees Powers and Duties BOT Bylaws, Art. IV, Amendment or Suspension of Bylaws



# **Supporting Documents:**

- 1. Proposed amendments to the bylaws redline
- 2. Proposed amendments to the bylaws clean

# Prepared by:

Susan A. Woolf, General Counsel Office of the General Counsel, President's Division, 850-474-3420, <a href="mailto:swoolf@uwf.edu">swoolf@uwf.edu</a>

#### Presenter:

Susan A. Woolf, General Counsel Office of the General Counsel, President's Division



# UNIVERSITY OF WEST FLORIDA BOARD OF TRUSTEES BYLAWS

#### ARTICLE I ORGANIZATION

**Section 1.1 The Corporation** - The University of West Florida Board of Trustees ("Board of Trustees" or "Board") is established as a body corporate, with all powers of a body corporate as provided by Florida law. The Board of Trustees is a corporation primarily acting as an instrumentality or an agency of the state, pursuant to s. 768.28(2), Florida Statutes, for purposes of sovereign immunity. The Board shall perform all duties prescribed by the Board of Governors, applicable law and rules.

**Section 1.2 Membership** - The Board of Trustees is composed of thirteen persons, six members appointed by the governor of the State of Florida, five members appointed by the Board of Governors, the president of the University of West Florida Student Government Association ("UWF SGA"), and the president of the University of West Florida Faculty Senate.

Board of Trustees members who are appointed by the governor and the Board of Governors shall be appointed for staggered five-year terms. The president of the UWF SGA will serve for as long as he or she is president of the UWF SGA, and the president of the Faculty Senate usually shall serve for as long as he or she remains president.

Members of the Board shall serve without compensation but may be reimbursed for travel and per diem expenses in accordance with state law.

**Section 1.3 Power and Duties of Officers -** The officers of the Board of Trustees are the chair, vice-chair, executive officer and corporate secretary.

The chair and vice-chair shall be selected from the members appointed by the Governor or the Board of Governors by the Board of Trustees at the last regularly scheduled meeting of the calendar year for a two-year term to begin January 1. The chair and vice-chair may serve for one additional consecutive two-year term by majority vote, and for each additional consecutive term beyond two terms, may be reelected by a two-thirds vote.

The university president shall serve as executive officer and corporate secretary of the Board of Trustees, but is not a member of the Board.

**Section 1.4 Chair** - The chair shall preside at all meetings of the Board of Trustees, call special meetings of the Board when necessary, attest to actions of the Board and appoint trustees to standing and ad hoc committees.

The chair shall notify the Governor or the Board of Governors, as applicable, in writing whenever a Board member has three consecutive unexcused absences from regular Board meetings in any fiscal year, which may be grounds for removal by the Governor or the Board of Governors, as applicable.

**Section 1.5 Chair Vacancy During Term** - A permanent vacancy of the chair shall be filled by the then-serving vice chair for the remainder of the term. A permanent vacancy of the vice chair shall be filled for the remainder of the term by election of a majority vote of the members of the Board. The completion of an unexpired term of the chair or vice-chair shall not apply towards the term limits of the chair and vice-chair described in Section 1.3.

**Section 1.6 Vice Chair** - The duty of the vice-chair is to act as chair during the absence or disability of the chair.

**Section 1.7 Executive Officer/Corporate Secretary** - The university president, as executive officer and corporate secretary, shall be responsible to the Board for all operations of the university and for setting the agenda for meetings of the Board in consultation with the chair.

As executive officer, the university president shall serve as the principle liaison officer and official contact between the Board and the faculty, staff and students of the university. The university president shall exercise such powers as are appropriate to his/her position in promoting, supporting and protecting the interests of the university and in managing and directing its affairs. The university president may issue directives and executive orders not in contravention of existing Board policies. The university president shall be responsible for all educational, financial, business and administrative functions of the university consistent with the policies established by the Board and shall exercise such other powers, duties and responsibilities as are delegated or assigned by the Board of Trustees, the Board of Governors and Florida statute.

As corporate secretary, the university president shall be responsible for noticing meetings of the Board and its committees, setting the agenda and compiling supporting documents for meetings of the Board, at the direction of the Board, recording and maintaining the minutes of any Board or meeting, including a record of attendance and votes cast, executing or attesting to all documents which have been executed by the Board, and shall be custodian of the corporate seal. The university president may designate an individual to serve as deputy corporate secretary to the Board.

#### **ARTICLE II MEETINGS**

**Section 2.1 Regular Meetings** - The Board will meet no fewer than four times per fiscal year, at a time and place designated by the chair. Meetings of the Board are open to the public and all official acts will be taken at public meetings, unless exempt from the open meetings law. The schedule of meetings is available on the University of West Florida website at https://www.uwf.edu/trustees.

**Section 2.2 Special Meetings** - The Board may meet in special meetings, including hearings and workshops, at a time and place designated by the chair.

Section 2.3 Emergency Meetings - An emergency meeting of the Board may be called by the chair of the Board upon no less than twenty-four (24) hours' notice whenever, in the opinion of the chair, an issue requires immediate Board action. Whenever such emergency meeting is called, the chair will notify the corporate secretary. The corporate secretary will immediately serve either verbal or written notice upon each member of the Board, stating the date, hour and place of the meeting and the purpose for which the meeting has been called. In addition, notice will be given to the public by posting a notice at the university library and at https://www.uwf.edu/trustees of the time, date, place, and purpose of the meeting. No other business will be transacted at the meeting unless additional emergency matters are agreed to by a majority of those Board members in attendance. The minutes of each emergency meeting will show the manner and method by which notice of such emergency meeting was given to each member of the Board and to the public.

**Section 2.4 Notice of Meetings** - All meetings of the Board and its committees shall be open to the public at all times, and no resolution, regulation, or other formal action shall be considered binding except as taken or made at such meeting in accordance with s. 286.011, Florida Statutes, unless the matter being discussed falls within the provisions of law allowing closed sessions. Whenever an emergency meeting is scheduled to be held, a notice will be posted at the university library and at https://www.uwf.edu/trustees of the time, date, place, and purpose of the meeting.

**Section 2.5 Closed Sessions** - As provided by law, the Board may conduct closed sessions when it meets to consider or discuss such matters as pending litigation with the Board attorney, collective bargaining, evaluations of claims filed with a risk management program, or challenges to the content of student records or reports. The minutes of attorney-client sessions and risk management meetings shall be exempt from public disclosure until termination of the litigation and settlement of all claims arising out of the same incident. All work products developed for the Board and the university in preparation for, and during, collective bargaining negotiations shall be exempt from disclosure.

# Section 2.6 Meetings by Means of Telephone Conference Calls and Other Communications Media Technology -

- a. The Board may use telephone conference calls and other communications media technology to conduct Board business in the same manner as if the proceeding were held in person.
- b. The notice of any meeting conducted by means of communication media technology will state where and how members of the public may gain access to the meeting.

**Section 2.7 Quorum** – A majority of the <u>duly appointed</u> members of the <u>full</u>-Board must be in attendance to constitute a quorum for the transaction of business. <u>However, in any event, the quorum shall consist of no fewer than five members.</u>

**Section 2.8 Voting** - A majority vote of the <u>prescribed members of the</u> full Board is required for appointing and removing the president. On all other matters, unless otherwise required by law or regulation, a majority vote of all duly appointed members is required for approval; <u>provided, however, that in any action a minimum of four members must vote to approve the action</u>. All members of the Board shall vote on all matters coming before the Board for consideration in accordance with s. 286.012, Florida Statutes. A member is authorized, but not required, to abstain from voting because of a conflict of interest under chapter 112, Part III, Florida Statutes. Members of the Board shall disclose and resolve potential conflicts of interest and ethical concerns in accordance with Chapter 112, Part III, Florida Statutes and the Board policy on conflicts of interest. A trustee may abstain from voting only under those circumstances proscribed by law. Voting by proxy or by mail shall not be permitted.

**Section 2.9 Parliamentary Rules** - Roberts Rules of Order, newly revised, will be followed in conducting meetings of the Board, unless otherwise provided by the Board.

**Section 2.10 Agenda** - The agenda for each meeting of the Board shall be prepared by the university president or his/her designee. Every request for inclusion of an item on the agenda of a meeting shall be put in writing and filed, together with any supporting documents, with the university president sufficiently far in advance of the meeting to permit a determination to be made by the university president with respect to the propriety and practicability of including that item on the agenda for the meeting. The university president will assemble the items received, with sufficient time to prepare the agenda in advance of each meeting and provide a copy of the agenda to each member of the Board at least seven days prior to the meeting. If additional items or supporting documentation become available, a supplemental agenda will be provided at least three days prior to the meeting.

**Section 2.11 Minutes** - The Board of Trustees shall keep, and within two weeks after a meeting, post prominently on the University's website detailed meeting minutes for all meetings, including the vote history and attendance of each trustee. The corporate secretary or designee, shall cause the minutes to be printed and preserved and shall transmit copies to the members of the Board of Trustees and to other places where deemed appropriate. All lengthy reports shall be referred to in the minutes and shall be kept on file as part of the university records, but such reports need not be incorporated in the minutes except when so ordered by the Board of Trustees.

#### ARTICLE III COMMITTEES

**Section 3.1 Appointments** - Trustees appointed to committees shall serve at the pleasure of the Board chair.

**Section 3.2 Executive Committee** - The Executive Committee shall have a minimum of six (6) members, all of whom shall be voting trustees. The chair and vice chair of the Board of Trustees and the chairs of the standing committees of the Board shall serve as members. The Board chair may appoint one additional trustee to serve at-large on the Executive Committee.

The purpose of the Executive Committee is twofold: to conserve time, it shall serve at the pleasure of the Board as the Board's agent in helping the president to address routine business between regular Board meetings; and it shall assist the chair and the university president in their joint responsibility to help the Board to function effectively and efficiently by suggesting Board meeting agenda items and periodically assessing the quality of committee work. The Executive Committee shall have authority to act for the Board of Trustees on all matters except for the following, which shall be reserved for the Board: presidential selection and termination; trustee and Board officer selection; changes in institutional mission and purposes; changes to the bylaws; incurring of corporate indebtedness; and adoption of the annual budget. These bylaws or other Board policy may reserve other powers for the Board of Trustees.

The Executive Committee shall meet as often as necessary to conduct its business as determined by the chair and university president, and it shall ensure that minutes are taken and promptly distributed to all trustees for subsequent ratification by the Board of Trustees at its next regular meeting. The president or president designee shall attend all Executive Committee meetings.

**Section 3.3 Other Committees** - The Board of Trustees may establish such other committees as deemed necessary for the orderly conduct of the business of the Board and the Board may dissolve such committees. The chair may serve as an ex-officio member of any committee so established and may vote.

**Section 3.4 Quorum for Committee Meetings** - A majority of voting trustee committee members shall constitute a quorum.

#### ARTICLE IV AMENDMENT OR SUSPENSION OF BYLAWS

The Bylaws may be altered, amended or repealed by a majority vote of the <u>prescribed</u> members of the full Board at any regular or special meeting of the Board when notice of the proposed amendment or repeal is provided in the meeting notice. Any provision of these Bylaws may be suspended in connection with the consideration of a matter before the Board by an affirmative vote of not less than nine (9) members of the Board.

#### ARTICLE V APPEARANCES BEFORE THE BOARD

**Section 5.1 Appearances** - Individuals or group representatives who desire to appear before the Board to initiate a subject within the Board's jurisdiction may submit their requests to the university president, as corporate secretary, at 11000 University Parkway, Pensacola, Florida 32514, for the matter to be included in the agenda. The university president, in consultation with the chair, will determine whether the item will be heard and

when the item will be heard. The Board may place time limits on any presentation or decline to hear any matter.

**Section 5.2 Chair's Role** - The chair may recognize any individual or representative of groups to address the Board.

**Section 5.3 Board Policy and Law** - The Board will permit individuals to address the Board as required by Board policy and Florida law.

**Section 5.4 Orderly Conduct** - In order to proceed with the essential business of the Board in an orderly manner, any individual or group representative who attempts to disrupt a Board meeting will be subject to appropriate action pursuant to law.

#### **ARTICLE VI CODE OF ETHICS**

**Section 6.1 Code of Ethics - Conflict of Interest** - Trustees stand in a fiduciary relationship to the University. Therefore, Trustees shall act in good faith with due regard for the interests of the University and shall be guided by the provisions set forth in Florida law for the conduct of public officers. The Board shall adopt a written ethics policy that will be reviewed periodically and revised as necessary.

#### ARTICLE VII MISCELLANEOUS PROVISIONS

**Section 7.1 Indemnification** - The Board shall, to the extent legally permissible, indemnify and defend each of its trustees, officers, employees, volunteers and other agents against all liabilities and expenses incurred in the connection with the disposition of defense of any action, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of university service, except with respect to any matter in which such person shall have been adjudicated in any proceeding not to have acted in good faith; and further provided that no settlement shall be entered into without the prior consultation and approval of the president or the president's designee.

**Section 7.2 Fiscal Year** - The fiscal year of the Board shall commence on July 1 of each year and end on June 30.

**Section 7.3 Sunshine Laws** - Public access to Board records is governed by the provisions of the Public Records Law in Chapter 119, Florida Statutes. Board meetings are governed by the provisions of the Open Meetings Law in Chapter 286, Florida Statutes.

**Section 7.4 Corporate Seal** - The corporation shall have a seal on which shall be inscribed "The University of West Florida Board of Trustees."

History: Revised 2/25/05, 9/18/09, 12/09/11, 6/15/16, 04/20, 4/29/21, 11/17/22, 2/15/24.

# UNIVERSITY OF WEST FLORIDA BOARD OF TRUSTEES BYLAWS

#### ARTICLE I ORGANIZATION

**Section 1.1 The Corporation** - The University of West Florida Board of Trustees ("Board of Trustees" or "Board") is established as a body corporate, with all powers of a body corporate as provided by Florida law. The Board of Trustees is a corporation primarily acting as an instrumentality or an agency of the state, pursuant to s. 768.28(2), Florida Statutes, for purposes of sovereign immunity. The Board shall perform all duties prescribed by the Board of Governors, applicable law and rules.

**Section 1.2 Membership** - The Board of Trustees is composed of thirteen persons, six members appointed by the governor of the State of Florida, five members appointed by the Board of Governors, the president of the University of West Florida Student Government Association ("UWF SGA"), and the president of the University of West Florida Faculty Senate.

Board of Trustees members who are appointed by the governor and the Board of Governors shall be appointed for staggered five-year terms. The president of the UWF SGA will serve for as long as he or she is president of the UWF SGA, and the president of the Faculty Senate usually shall serve for as long as he or she remains president.

Members of the Board shall serve without compensation but may be reimbursed for travel and per diem expenses in accordance with state law.

**Section 1.3 Power and Duties of Officers -** The officers of the Board of Trustees are the chair, vice-chair, executive officer and corporate secretary.

The chair and vice-chair shall be selected from the members appointed by the Governor or the Board of Governors by the Board of Trustees at the last regularly scheduled meeting of the calendar year for a two-year term to begin January 1. The chair and vice-chair may serve for one additional consecutive two-year term by majority vote, and for each additional consecutive term beyond two terms, may be reelected by a two-thirds vote.

The university president shall serve as executive officer and corporate secretary of the Board of Trustees, but is not a member of the Board.

**Section 1.4 Chair** - The chair shall preside at all meetings of the Board of Trustees, call special meetings of the Board when necessary, attest to actions of the Board and appoint trustees to standing and ad hoc committees.

The chair shall notify the Governor or the Board of Governors, as applicable, in writing whenever a Board member has three consecutive unexcused absences from regular Board meetings in any fiscal year, which may be grounds for removal by the Governor or the Board of Governors, as applicable.

**Section 1.5 Chair Vacancy During Term** - A permanent vacancy of the chair shall be filled by the then-serving vice chair for the remainder of the term. A permanent vacancy of the vice chair shall be filled for the remainder of the term by election of a majority vote of the members of the Board. The completion of an unexpired term of the chair or vice-chair shall not apply towards the term limits of the chair and vice-chair described in Section 1.3.

**Section 1.6 Vice Chair** - The duty of the vice-chair is to act as chair during the absence or disability of the chair.

**Section 1.7 Executive Officer/Corporate Secretary** - The university president, as executive officer and corporate secretary, shall be responsible to the Board for all operations of the university and for setting the agenda for meetings of the Board in consultation with the chair.

As executive officer, the university president shall serve as the principle liaison officer and official contact between the Board and the faculty, staff and students of the university. The university president shall exercise such powers as are appropriate to his/her position in promoting, supporting and protecting the interests of the university and in managing and directing its affairs. The university president may issue directives and executive orders not in contravention of existing Board policies. The university president shall be responsible for all educational, financial, business and administrative functions of the university consistent with the policies established by the Board and shall exercise such other powers, duties and responsibilities as are delegated or assigned by the Board of Trustees, the Board of Governors and Florida statute.

As corporate secretary, the university president shall be responsible for noticing meetings of the Board and its committees, setting the agenda and compiling supporting documents for meetings of the Board, at the direction of the Board, recording and maintaining the minutes of any Board or meeting, including a record of attendance and votes cast, executing or attesting to all documents which have been executed by the Board, and shall be custodian of the corporate seal. The university president may designate an individual to serve as deputy corporate secretary to the Board.

#### **ARTICLE II MEETINGS**

**Section 2.1 Regular Meetings** - The Board will meet no fewer than four times per fiscal year, at a time and place designated by the chair. Meetings of the Board are open to the public and all official acts will be taken at public meetings, unless exempt from the open meetings law. The schedule of meetings is available on the University of West Florida website at https://www.uwf.edu/trustees.

**Section 2.2 Special Meetings** - The Board may meet in special meetings, including hearings and workshops, at a time and place designated by the chair.

Section 2.3 Emergency Meetings - An emergency meeting of the Board may be called by the chair of the Board upon no less than twenty-four (24) hours' notice whenever, in the opinion of the chair, an issue requires immediate Board action. Whenever such emergency meeting is called, the chair will notify the corporate secretary. The corporate secretary will immediately serve either verbal or written notice upon each member of the Board, stating the date, hour and place of the meeting and the purpose for which the meeting has been called. In addition, notice will be given to the public by posting a notice at the university library and at https://www.uwf.edu/trustees of the time, date, place, and purpose of the meeting. No other business will be transacted at the meeting unless additional emergency matters are agreed to by a majority of those Board members in attendance. The minutes of each emergency meeting will show the manner and method by which notice of such emergency meeting was given to each member of the Board and to the public.

**Section 2.4 Notice of Meetings** - All meetings of the Board and its committees shall be open to the public at all times, and no resolution, regulation, or other formal action shall be considered binding except as taken or made at such meeting in accordance with s. 286.011, Florida Statutes, unless the matter being discussed falls within the provisions of law allowing closed sessions. Whenever an emergency meeting is scheduled to be held, a notice will be posted at the university library and at https://www.uwf.edu/trustees of the time, date, place, and purpose of the meeting.

**Section 2.5 Closed Sessions** - As provided by law, the Board may conduct closed sessions when it meets to consider or discuss such matters as pending litigation with the Board attorney, collective bargaining, evaluations of claims filed with a risk management program, or challenges to the content of student records or reports. The minutes of attorney-client sessions and risk management meetings shall be exempt from public disclosure until termination of the litigation and settlement of all claims arising out of the same incident. All work products developed for the Board and the university in preparation for, and during, collective bargaining negotiations shall be exempt from disclosure.

# Section 2.6 Meetings by Means of Telephone Conference Calls and Other Communications Media Technology -

- a. The Board may use telephone conference calls and other communications media technology to conduct Board business in the same manner as if the proceeding were held in person.
- b. The notice of any meeting conducted by means of communication media technology will state where and how members of the public may gain access to the meeting.

**Section 2.7 Quorum** – A majority of the duly appointed members of the Board must be in attendance to constitute a quorum for the transaction of business. However, in any event, the quorum shall consist of no fewer than five members.

**Section 2.8 Voting** - A majority vote of the prescribed members of the full Board is required for appointing and removing the president. On all other matters, unless otherwise required by law or regulation, a majority vote of all duly appointed members is required for approval; *provided, however,* that in any action a minimum of four members must vote to approve the action. All members of the Board shall vote on all matters coming before the Board for consideration in accordance with s. 286.012, Florida Statutes. A member is authorized, but not required, to abstain from voting because of a conflict of interest under chapter 112, Part III, Florida Statutes. Members of the Board shall disclose and resolve potential conflicts of interest and ethical concerns in accordance with Chapter 112, Part III, Florida Statutes and the Board policy on conflicts of interest. A trustee may abstain from voting only under those circumstances proscribed by law. Voting by proxy or by mail shall not be permitted.

**Section 2.9 Parliamentary Rules** - Roberts Rules of Order, newly revised, will be followed in conducting meetings of the Board, unless otherwise provided by the Board.

**Section 2.10 Agenda** - The agenda for each meeting of the Board shall be prepared by the university president or his/her designee. Every request for inclusion of an item on the agenda of a meeting shall be put in writing and filed, together with any supporting documents, with the university president sufficiently far in advance of the meeting to permit a determination to be made by the university president with respect to the propriety and practicability of including that item on the agenda for the meeting. The university president will assemble the items received, with sufficient time to prepare the agenda in advance of each meeting and provide a copy of the agenda to each member of the Board at least seven days prior to the meeting. If additional items or supporting documentation become available, a supplemental agenda will be provided at least three days prior to the meeting.

**Section 2.11 Minutes** - The Board of Trustees shall keep, and within two weeks after a meeting, post prominently on the University's website detailed meeting minutes for all meetings, including the vote history and attendance of each trustee. The corporate secretary or designee, shall cause the minutes to be printed and preserved and shall transmit copies to the members of the Board of Trustees and to other places where deemed appropriate. All lengthy reports shall be referred to in the minutes and shall be kept on file as part of the university records, but such reports need not be incorporated in the minutes except when so ordered by the Board of Trustees.

#### ARTICLE III COMMITTEES

**Section 3.1 Appointments** - Trustees appointed to committees shall serve at the pleasure of the Board chair.

**Section 3.2 Executive Committee** - The Executive Committee shall have a minimum of six (6) members, all of whom shall be voting trustees. The chair and vice chair of the Board of Trustees and the chairs of the standing committees of the Board shall serve as members. The Board chair may appoint one additional trustee to serve at-large on the Executive Committee.

The purpose of the Executive Committee is twofold: to conserve time, it shall serve at the pleasure of the Board as the Board's agent in helping the president to address routine business between regular Board meetings; and it shall assist the chair and the university president in their joint responsibility to help the Board to function effectively and efficiently by suggesting Board meeting agenda items and periodically assessing the quality of committee work. The Executive Committee shall have authority to act for the Board of Trustees on all matters except for the following, which shall be reserved for the Board: presidential selection and termination; trustee and Board officer selection; changes in institutional mission and purposes; changes to the bylaws; incurring of corporate indebtedness; and adoption of the annual budget. These bylaws or other Board policy may reserve other powers for the Board of Trustees.

The Executive Committee shall meet as often as necessary to conduct its business as determined by the chair and university president, and it shall ensure that minutes are taken and promptly distributed to all trustees for subsequent ratification by the Board of Trustees at its next regular meeting. The president or president designee shall attend all Executive Committee meetings.

**Section 3.3 Other Committees** - The Board of Trustees may establish such other committees as deemed necessary for the orderly conduct of the business of the Board and the Board may dissolve such committees. The chair may serve as an ex-officio member of any committee so established and may vote.

**Section 3.4 Quorum for Committee Meetings** - A majority of voting trustee committee members shall constitute a quorum.

#### ARTICLE IV AMENDMENT OR SUSPENSION OF BYLAWS

The Bylaws may be altered, amended or repealed by a majority vote of the prescribed members of the full Board at any regular or special meeting of the Board when notice of the proposed amendment or repeal is provided in the meeting notice. Any provision of these Bylaws may be suspended in connection with the consideration of a matter before the Board by an affirmative vote of not less than nine (9) members of the Board.

#### ARTICLE V APPEARANCES BEFORE THE BOARD

**Section 5.1 Appearances** - Individuals or group representatives who desire to appear before the Board to initiate a subject within the Board's jurisdiction may submit their requests to the university president, as corporate secretary, at 11000 University Parkway, Pensacola, Florida 32514, for the matter to be included in the agenda. The university president, in consultation with the chair, will determine whether the item will be heard and

when the item will be heard. The Board may place time limits on any presentation or decline to hear any matter.

**Section 5.2 Chair's Role** - The chair may recognize any individual or representative of groups to address the Board.

**Section 5.3 Board Policy and Law** - The Board will permit individuals to address the Board as required by Board policy and Florida law.

**Section 5.4 Orderly Conduct** - In order to proceed with the essential business of the Board in an orderly manner, any individual or group representative who attempts to disrupt a Board meeting will be subject to appropriate action pursuant to law.

#### ARTICLE VI CODE OF ETHICS

**Section 6.1 Code of Ethics - Conflict of Interest** - Trustees stand in a fiduciary relationship to the University. Therefore, Trustees shall act in good faith with due regard for the interests of the University and shall be guided by the provisions set forth in Florida law for the conduct of public officers. The Board shall adopt a written ethics policy that will be reviewed periodically and revised as necessary.

# **ARTICLE VII MISCELLANEOUS PROVISIONS**

**Section 7.1 Indemnification** - The Board shall, to the extent legally permissible, indemnify and defend each of its trustees, officers, employees, volunteers and other agents against all liabilities and expenses incurred in the connection with the disposition of defense of any action, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of university service, except with respect to any matter in which such person shall have been adjudicated in any proceeding not to have acted in good faith; and further provided that no settlement shall be entered into without the prior consultation and approval of the president or the president's designee.

**Section 7.2 Fiscal Year** - The fiscal year of the Board shall commence on July 1 of each year and end on June 30.

**Section 7.3 Sunshine Laws** - Public access to Board records is governed by the provisions of the Public Records Law in Chapter 119, Florida Statutes. Board meetings are governed by the provisions of the Open Meetings Law in Chapter 286, Florida Statutes.

**Section 7.4 Corporate Seal** - The corporation shall have a seal on which shall be inscribed "The University of West Florida Board of Trustees."

History: Revised 2/25/05, 9/18/09, 12/09/11, 6/15/16, 04/20, 4/29/21, 11/17/22, 2/15/24.



# **Board of Trustees** Full Board Meeting February 15, 2024

Approval of BOT-01, Bestowing Honorary Awards and Recognitions Policy Revision

#### **Recommended Action:**

Approval of revisions to BOT-01, Bestowing Honorary Awards and Recognitions policy.

# **Background Information:**

This policy was identified as needing review to update and clarify approval requirements for specified awards and recognitions, including clarification of the approval vote required by the Board of Trustees (Section VI of the policy). Additional revisions have been made to align positions and colleges with current titles, align the policies with the current processes, and clean up the organization of the policy.

# Implementation Plan:

Becomes effective upon approval of the Board.

#### **Fiscal Implications:**

None.

#### **Relevant Authority:**

BOG Regulation 1.001, Powers and Duties of the Board of Trustees

# **Supporting Documents:**

- 1. BOT-01 Bestowing Honorary Awards and Recognitions redline
- 2. BOT-01 Bestowing Honorary Awards and Recognitions clean

#### Prepared by:

Susan A. Woolf, General Counsel, Office of the General Counsel, 850-474-3420, swoolf@uwf.edu

#### Presenter:

Susan A. Woolf, General Counsel, Office of the General Counsel, President's Division





# UNIVERSITY POLICY BOT-01.032-09/12[date]

**TO:** The University of West Florida Community

**FROM:** Dr. Martha D. Saunders, President

**SUBJECT:** Improving the Process of Bestowing Honorary Awards and

Recognitions

**RESPONSIBLE OFFICE:** Board of Trustees

# I. Purpose:

The University of West Florida (the "University") has an opportunity to enhance the status of the uUniversity and build its relationships with community partners and constituents through conferring special uUniversity-level recognitions. However, recently the process for bestowing honorary awards and recognition has been dormant. For example, according to previous policy, honorary doctorate conferral candidates were supposed to have been vetted with the Honorary Awards and Recognition Committee (HARC) and approved by the Board of Trustees. In the past five years (with the exception of P.J. O'Rourke's recent nomination, no substantive honorary doctorate nominations have been forthcoming to the HARC, which meant the committee had little to do it ins old configuration; consequently, the BOT had no names to approve.

This document policy proposes an improved provides a process to intensify UWF efforts to confer appropriate recognitions; to develop and implement procedures that are clear, transparent, and accessible for all stakeholders at UWFat the University; and to ensure appropriate responsibility for this important function.

#### A. Revision of the Charter for the HARC

Attached to this document is a proposal for minor changes in the charter for the HARC. The changes include:

- 1. Removal of reference to a now defunct entity, the "A&P Council"
- 2. Removal of president as chair of the committee in favor of an appointed chair from existing committee members
- 3. Inclusion of the name of current president

#### II. Policy:

A. General Criteria for Personal Recognition by UWF

The <u>Honorary Awards and Recognition Committee ("HARC") will award recognition</u> based on the following criteria for personal recognition in the awards in HARC purview include the following characteristics:

- 1. Excellent character exemplifying at least one of the <a href="UWF-University">UWF-University</a> values; including Caring, Collaboration, Distinctiveness, Inclusiveness, Innovation, Quality, Relevance, Integrity, & Stewardship;
- 2. Extraordinary achievement or distinction in the arts and sciences, education, the professions professional life, public service, philanthropy, or private enterprise; and
- 3. And oOne of the following:
  - a. Distinction on a national or international level;
  - b. A <u>significant connection with or</u> history of support of <u>UWFthe University</u>; -or-
  - c. A record of distinguished contributions to the area served by UWFthe University.
- B. General Description of Nomination Process for Honorary Degrees or Personal Recognition

Any <u>UWF University</u> stakeholder, including <u>UWF faculty</u>, staff, alumni, and students as well as Board of Trustee or advisory group members, may submit a nomination to the HARC for consideration. Nominations from the external community should be channeled through a <u>UWF University</u> stakeholder. Nomination forms are available on the <u>HARC link</u> on the <u>President's websiteat https://uwf.edu/HonoraryAwards and incorporate critical background information, including a biographical sketch or resume, a description of how effectively the candidate meets the respective criteria, and specified supporting documents.</u>

All complete nomination packets must be submitted to the President's Office in digital format to facilitate distribution and review to the HARC. The President will seek the advice and counsel of the HARC and may also consult with past recipients of awards to help in the determination. Nomination forms for HARC recognition may be found on the HARC link on the President's website.

After due consideration, the HARC may endorse a different level of recognition than the nominator recommended when the committee members deem a different award to be a better fit for the accomplishments and contributions apparent in the nomination materials. In such cases, the HARC Chair will provide a written rationale for this change in honor.

- C. Types of Honorary Awards and Recognitions
  - 1. The Honorary Doctorate Degree

The honorary doctorate degree is a standard means by which universities recognize distinguished performance. The honorary doctorate is routinely regarded as the highest form of recognition a university can bestow. Typically, eandidates recipients will participate in the commencement ceremony where the degree will be conferred. Candidates Recipients may be asked to serve as a commencement speaker; however, that performance requests ring in such a role is not a requirement for conferring the degree. The nomination packet will require some declaration about fitness to perform in this important capacity for the speaking role to be considered indicate whether or not the individual is recommended as a commencement speaker.

Honorary degree candidates may be recognized in one of tThe following degree options that have emerged as standard designations in higher education for honorary doctorate degrees for this important honor:

a. LLD: Doctor of Lawsb. ScD: Doctor of Science

c. LittD: Doctor of Letters (also known as a Doctor of Literature)

d. PedD: Doctor of Pedagogye. LHD: Doctor of Humane Letters

f. DD: Doctor of Divinity

Honorary degree <u>candidates recipients</u> do not receive compensation <u>but will for the honor</u>. They do receive an appropriately designated UWF diploma and <del>are entitled tomay</del> keep their doctoral hoods. UWF <u>provides reimburses for the rental expense for of robes used in graduation ceremonies and will reimburse for as well as travel expenses incurred if the honoree resides outside <u>the Pensacola area of Escambia and Santa Rosa counties</u>. An honorary doctorate degree may be awarded posthumously.</u>

Additional nomination information and forms are available online at <a href="https://uwf.edu/HonoraryAwards.">https://uwf.edu/HonoraryAwards.</a>

Nominations should consist of a nomination cover sheet, a nomination application, supporting documentation (including a curriculum vitae), evidence of endorsement from an appropriate UWF academic unit, and three additional letters of support. Further instructions for the development of complete and persuasive nominations can be found on the HARC link of the President's website.

# 2. The Founder-'s' Medallion

This proposal provides only minor change from the original policy enacted in 2006. The HARC sharpened the focus of the Founder's Medallion in this proposal to emphasize distinguished contributions to the university, consistent with the vision enacted by the University of West Florida's founders.

The Founder's' Medallion was established in 2006 to coincide with the celebration of the University of West Florida's 40<sup>th</sup> anniversary in honor of those University of West

Florida-faculty, staff, and community visionaries who were leaders in establishing the University. The Medallion symbolizes the founding ideals and vision of the University and is awarded to those who have exemplified those ideals. The Founder's Medallion may be awarded at Commencement or at another appropriate time and venue. Nominations of for the Founders' Medallion are welcomed from any member of the UWF community (faculty, administrators, staff, students, alumni, members of UWF Boards and Advisory groups).

The Founder's' Medallion recipients are individuals of accomplishment who:

- a. Recognize the transforming power of education;
- b. Have <u>a records</u> of substantial and sustained service <u>and/</u>or leadership to the University, <u>and-leaveing</u> a distinct and positive impact on the University;
- c. Embody UWF's values—of caring, collaboration, distinctiveness, inclusiveness, innovation, integrity, quality, relevance, and stewardship; and
- d. Value the worth of the individual and relationships.

Nominations should consist of a nomination cover sheet, a letter of nomination, appropriate supporting documentation of achievement (such as a curriculum vitae), and two letters of support. Further instructions for the development of complete and persuasive nominations can be found on the HARC link of the President's website Additional nomination information and forms are available at https://uwf.edu/HonoraryAwards.

The <u>awarding-presentation</u> of the Founder's' <u>Medallion</u> may take place at UWF Commencement or at any other appropriate time and venue. The Founder's' Medallion may be awarded posthumously.

#### 3. The Presidential Medal of Honor

In preparation for the 50<sup>th</sup> Anniversary of the University of West Florida, President Judith Bense would like to establish the Presidential Medal of Honor. The President will may award the Presidential mMedal of Honor to individuals who have distinguished themselves by their actions and have contributed in some manner to the wellbeing of the University and the geographical region. This award emphasizes contributions primarily through public service and philanthropy.

The design on the front of the medal features the sculpted Chambered Nautilus within the Presidential Seal of the University of West Florida. The Chambered Nautilus has been recognized as the official university emblem since ground was broken on April 16, 1965 with the first class of students starting in the fall of 1967.

The Presidential Medal of Honor recipients are individuals of accomplishment who:

- a. Have advanced <u>the</u> education, research, or outreach mission of the University for the benefit of the region;
- b. Have <u>a records</u> of substantial and sustained service <u>and/</u>or leadership through public service or philanthropy to the University and the region;
- c. Leave a distinct and positive impact on the University and community;
- d. Embody UWF's values—of caring, collaboration, distinctiveness, inclusiveness, innovation, integrity, quality, relevance, and stewardship; and
- e. Have made substantial impacts in their chosen professions.

Nominations should consist of a nomination cover sheet, a letter of nomination, appropriate supporting documentation of achievement (such as a curriculum vitae), and two letters of support. Further instructions for the development of complete and persuasive nominations can be found on the HARC link on the President's website. Additional nomination information and forms are available online at <a href="https://uwf.edu/HonoraryAwards">https://uwf.edu/HonoraryAwards</a>.

The <u>awarding presentation</u> of the Presidential Medal of Honor may take place at UWF Commencement or at any other appropriate time and venue. The <u>Founder's Medallion</u> Presidential Medal of Honor may be awarded posthumously.

D. HARC Connection to Other Award Recognition Activities

<del>E.</del>

F.D. Commencement Speaker Selection

The HARC will recommend honorary candidates for the role of Commencement speakers based on a favorable review of the application\_-materials from of hHonorary Doctorate dDegree candidates. Such rRecipients of the honorary degree are often asked invited to serve as speaker in conjunction with the receipt of the awarding award of the honorary degree at Commencement, but doing so it is not required for the granting of the honorary degree. The Ppresident may also consult with HARC on the selection of graduation Commencement speakers in cases where who are the speaker is not receiving an honorary award.

#### 1. Naming Rights

Advancement forwards proposals to the HARC for review involving "in honor of" naming rights. Philanthropic-based naming rights remain under the purview of Advancement. Although this approval process may be similar to other forms of personal recognition, the levels of review and confirmation serve to protect the institution. Details regarding naming rights requests can be reviewed at this website: <a href="http://uwf.edu/foundation/Policies/NamingGuidelines.cfm">http://uwf.edu/foundation/Policies/NamingGuidelines.cfm</a>

# 2. Emeritus Designation for Faculty

The honorary title of "Emeritus" is reserved only for retired UWF employees who have terminated full-time employment. As such, tThe University Personnel Committee serves as the reviewing body for these honorary decisions rather than the HARC. Details are available at this website: http://uwf.edu/academic/awards/emeritus/emeritus.cfm.

# G.E. General Description of Proposed Honorary Awards Review Process

HARC will make a formal recommendation that will be confirmed The process involves two official levels of consideration: formal recommendation by the UWF Honorary Award and Recognition Committee (HARC) followed by official confirmation from by the Board of Trustees upon request of the UWF President. The successful candidate will be notified in writing by the President's Office.

All involved parties involved in the process should exercise discretion about in speaking with nominated individuals prior to an official notification being issued by the President's Office. Typically, the nominee should learn about the conferral of the award through correspondence issued by the President's Office on completion of the levels of review. A waiver of this requirement can be allowed with permission of the UWF pmay be granted by the President. Waivers may be required in conjunction with negotiating availability of candidates to participate in the Commencement ceremony.

No college or other subunit <u>ean may</u> award honorary degrees, <u>name facilities</u>, or confer university-level awards.

# III. The Role of the Honorary Awards and Recognition Committee

The ten-member HARC is a standing committee whose responsibility is to oversee the granting of university-level recognition to worthy individuals. The HARC consists of several types of individuals to ensure broad representation across the <u>uU</u>niversity. Nine members of HARC, including the Chair, are eligible to vote.

#### A. Membership

1. Four voting faculty members, serving staggered three-year terms, are recommended by the Provost and appointed by the University President in consultation with the Faculty Senate Executive Committee. The College of Business and the College of Professional Studies are represented by one member each. The College of Arts and Sciences has two members, one from Arts/Humanities/Social Science and one from Natural, Physical, or Computational Sciences. The College of Business; the College of Arts, Social Sciences and Humanities; the Hal Marcus College of Science and Engineering; and the Usha Kundu MD College of Health will each be represented by a faculty member from the respective college.

- 2. One voting UWF <u>Ww</u>orkforce member, serving a three-year term, is recommended by the Staff Senate to the Vice President for <u>Administrative AffairsFinance and Administration</u> and appointed by the University President.
- 3. Provost/Vice President for Academic Affairs, voting
- 4. Student Government Association President, voting
- 5. University Archivist, voting

#### 5.6. Vice President for the Division of University Advancement, Chair

6.7. President, nonvoting except in cases of a tie

#### **B.** Presidential Designations

The President shall designate a Chair for the Committee from among the appointed members. The President may also designate consultants to the process as deemed necessary.

# C.B. The following outlines HARC rRights and rResponsibilities:

- 1. <u>A Ff</u>ormal recommendation by HARC represents a majority vote of the committee members. <u>If HARC</u> members <u>may are unable to participate in meetings at which votes are cast, they can provide a proxy to another <u>active HARC</u> member <u>when they are unable to attend a meeting</u>. In cases of a tie, the <u>pP</u>resident shall cast the deciding vote.</u>
- 2. Although the HARC is responsible for reviewing all uuniversity—level honorary recognitions, their the primary responsibility is the identification of an honorary degree candidate in relation to the winter and spring Commencement ceremonies. HARC may designate more than one honorary degree candidate for each commencement ceremony.
- 3. The HARC will review completed nomination packets on behalf of the <u>uU</u>niversity. In <u>addition, tT</u>he members <u>also</u> may independently gather additional information to enrich the review and discussion of each candidate.
- 4. HARC members may actively pursue nominations for their own candidates for honorary awards recognition; however, if an individual moves a candidate's name forward for consideration, the nominator must recuse <a href="https://him.or.herselfthemselves">him or herselfthemselves</a> from the formal voting on the proposed candidate.

#### IV. The Role of the President

The <u>university pP</u>resident is responsible for <del>appointing the HARC chair and presenting candidates recommended by HARC to the Board of Trustees along with supporting documentation. The</del>

president may also suggest a nomination and, working with the HARC members to develop the appropriate submission of materials for the HARC review process. The President may designate consultants to the process as deemed necessary.

#### V. The Role of the HARC Chair

The HARC Chair will enact the following obligations.

#### A. Receive Nomination Protocols

The eChair will be notified by the President's Office that when a nomination has been received. The eChair will acknowledge receipt of the nominations that have been received, and adviseing nominators regarding the anticipated timeline for deliberation and decision. The eChair will also advise nominators if the nominations are not incomplete or have other challenges associated with the timing of the submission.

#### B. Monitor and Maintain an Appropriate Pool of Nominees

Especially with regard to the honorary degree candidates, tThe eChair will issue an open call twice per year for nominations from UWF's constituents, including faculty, staff, students, and BOT members. The open call notice will contain directions for the preparation of a complete nomination application to the President's Office.

# C. Coordinate Materials and Meeting Details for Candidate Reviews

The <u>eC</u>hair will forward only complete nomination applications to the committee members <u>a minimum of</u> two weeks prior to scheduled meetings. The <u>y Chair</u> will also arrange for the time and location of meetings.

#### D. Prepare Formal Request for BOT Action

The eChair will draft materials the agenda memorandum and provide any other necessary documentation for objective review and approval by BOT members in at the next regularly scheduled meeting. Although conference calls may need to be scheduled for voting purposes, the HARC chair will facilitate the committee's work far in enough in advance that voting can take place in regular meetings as a general rule. The President or peresident's designee will be responsible for presenting the HARC recommendations to the Board of TrusteesBOT for confirmation.

#### E. Issue Calls for Nominations

Twice per year the Chair will post a call for nominations, directing stakeholders to the website to help them prepare successful nominations. The Chair will promote continuity in the awards process by developing a pool of qualified nominees.

#### F.E. Maintain/Revise Nomination Protocols

Protocols from for the HARC will be posted on the web in conjunction with the President's websiteonline. The HARC will review the protocols at the first meeting of the academic year to determine if any changes are in orderneeded. If any changes transpire are made to the protocol, the HARC Chair will be responsible for disseminating those changes, including ensuring that website descriptors are complete and up to dateupdating the website.

G.F. Provide a Written Rationale to the Nominator if the HARC Redirects the Award The rationale will link the HARC decision explicitly to selection criteria.

#### VI. The Role of the Board of Trustees

By majority vote, tThe University of West Florida Board of TrusteesBOT ean may authorize the university pPresident to confer awards and recognitions following a recommendation by the HARC. The Board of TrusteesBOT, in its discretion, may gather additional information on the nominee beyond the materials submitted for consideration.

#### VII. Preferred Timeline for Selection of Honors Related to Commencement Presentations

# A. Fall Meeting of the HARC

The fall standing meeting should happen-take place in August September to prepare and forward nominations for the September BOT meeting so that results can be presented to the Board in their scheduled September meeting; successful candidates during the fall process would be feted-recognized at the spring graduation. The Coordinators will need to be active in recruiting nominees during the preceding spring semester to accommodate the necessary time needed for a BOT September BOT review.

# B. Spring Meeting of the HARC

The spring standing meeting should take place in <u>January February or March</u> to prepare and forward nominations for the February BOT meeting; successful candidates would be <u>prepared recognized for at</u> the <u>subsequent</u> fall <u>ceremony graduation</u>. The Coordinators will need to be active in recruiting nominees during the preceding fall semester to accommodate the time needed for a February BOT review.

| Approved by the University of West Florida Board of Trustees on |                              |                                    | <b>.</b> |
|---|------------------------------|------------------------------------|----------|
| Approved by:  | :                            | Date:                              |          |
|   | Dr. Martha D. Saunders       |                                    |          |
| Authority:  | BOG Regulation 1.001, Powers | and Duties of the Board of Trustee | es       |

Cross Ref.: None

**History:** Approved May 2002; amended February 2003, November 2014, and [date]

Last Review: [date]



#### **UNIVERSITY POLICY BOT-01.03-[date]**

**TO:** The University of West Florida Community

**FROM:** Dr. Martha D. Saunders, President

**SUBJECT:** Bestowing Honorary Awards and Recognitions

**RESPONSIBLE OFFICE:** Board of Trustees

# I. Purpose:

The University of West Florida (the "University") has an opportunity to enhance the status of the University and build its relationships with community partners and constituents through conferring special University-level recognitions. This policy provides a process to confer appropriate recognitions; to develop and implement procedures that are clear, transparent, and accessible for all stakeholders at the University; and to ensure appropriate responsibility for this important function.

# II. Policy:

#### A. General Criteria for Personal Recognition

The Honorary Awards and Recognition Committee ("HARC") will award recognition based on the following criteria:

- 1. Excellent character exemplifying at least one of the University values;
- 2. Extraordinary achievement or distinction in the arts and sciences, education, professional life, public service, philanthropy, or private enterprise; and
- 3. One of the following:
  - a. Distinction on a national or international level;
  - b. A significant connection with or history of support of the University; or
  - c. A record of distinguished contributions to the area served by the University.

#### B. Nomination Process for Honorary Degrees or Personal Recognition

Any University stakeholder may submit a nomination to the HARC for consideration. Nominations from the external community should be channeled through a University stakeholder. Nomination forms are available at <a href="https://uwf.edu/HonoraryAwards">https://uwf.edu/HonoraryAwards</a>.

All complete nomination packets must be submitted to the President's Office in digital format. The President will seek the advice and counsel of the HARC and may also consult with past recipients of awards to help in the determination.

After due consideration, the HARC may endorse a different level of recognition than the nominator recommended when the committee members deem a different award to be a better fit for the accomplishments and contributions apparent in the nomination materials. In such cases, the HARC Chair will provide a written rationale for this change in honor.

# C. Types of Honorary Awards and Recognitions

#### 1. The Honorary Doctorate Degree

The honorary doctorate degree is a standard means by which universities recognize distinguished performance. The honorary doctorate is routinely regarded as the highest form of recognition a university can bestow. Typically, recipients will participate in the commencement ceremony where the degree will be conferred. Recipients may be asked to serve as a commencement speaker; however, serving in such a role is not a requirement. The nomination packet will indicate whether or not the individual is recommended as a commencement speaker.

The following degree options have emerged as standard designations in higher education for honorary doctorate degrees:

- a. LLD: Doctor of Laws
- b. ScD: Doctor of Science
- c. LittD: Doctor of Letters (also known as a Doctor of Literature)
- d. PedD: Doctor of Pedagogy
- e. LHD: Doctor of Humane Letters
- f. DD: Doctor of Divinity

Honorary degree recipients do not receive compensation but will receive an appropriately designated UWF diploma and may keep their doctoral hoods. UWF reimburses for the rental expense of robes used in graduation ceremonies as well as travel expenses incurred if the honoree resides outside of Escambia and Santa Rosa counties. An honorary doctorate degree may be awarded posthumously.

Additional nomination information and forms are available online at <a href="https://uwf.edu/HonoraryAwards">https://uwf.edu/HonoraryAwards</a>.

#### 2. The Founders' Medallion

The Founders' Medallion was established in 2006 to coincide with the celebration of the University of West Florida's 40<sup>th</sup> anniversary in honor of those University faculty, staff, and community visionaries who were leaders in establishing the University. The Medallion symbolizes the founding ideals and vision of the University and is awarded to those who have exemplified those ideals. Nominations for the Founders Medallion are welcomed from any member of the UWF community.

Founders' Medallion recipients are individuals of accomplishment who:

- a. Recognize the transforming power of education;
- b. Have a record of substantial and sustained service or leadership to the University, leaving a distinct and positive impact on the University;
- c. Embody UWF's values; and
- d. Value the worth of the individual and relationships.

Additional nomination information and forms are available at <a href="https://uwf.edu/HonoraryAwards">https://uwf.edu/HonoraryAwards</a>.

The presentation of the Founders' Medallion may take place at UWF Commencement or at any other appropriate time and venue. The Founders' Medallion may be awarded posthumously.

#### 3. The Presidential Medal of Honor

The President may award the Presidential Medal of Honor to individuals who have distinguished themselves by their actions and have contributed in some manner to the wellbeing of the University and the geographic region. This award emphasizes contributions primarily through public service and philanthropy.

Presidential Medal of Honor recipients are individuals of accomplishment who:

- a. Have advanced the education, research, or outreach mission of the University for the benefit of the region;
- b. Have a record of substantial and sustained service or leadership through public service or philanthropy to the University and the region;
- c. Leave a distinct and positive impact on the University and community;
- d. Embody UWF's values; and

#### e. Have made substantial impacts in their chosen professions.

Additional nomination information and forms are available online at <a href="https://uwf.edu/HonoraryAwards">https://uwf.edu/HonoraryAwards</a>.

The presentation of the Presidential Medal of Honor may take place at UWF Commencement or at any other appropriate time and venue. The Presidential Medal of Honor may be awarded posthumously.

#### D. Commencement Speaker Selection

The HARC will recommend Commencement speakers based on the application materials of Honorary Doctorate Degree candidates. Such recipients are often invited to speak in conjunction with the receipt of the award, but doing so is not required. The President may also consult with HARC on the selection of Commencement speakers who are not receiving an honorary award.

#### E. Naming Rights

Advancement forwards proposals to the HARC for review involving "in honor of' naming rights. Philanthropic-based naming rights remain under the purview of Advancement. Although this approval process may be similar to other forms of personal recognition, the levels of review and confirmation serve to protect the institution. Details regarding naming rights requests can be reviewed at this website: <a href="http://wwf.edu/foundation/Policies/NamingGuidelines.cfm">http://wwf.edu/foundation/Policies/NamingGuidelines.cfm</a>

#### F. Emeritus Designation for Faculty

The honorary title of "Emeritus" is reserved only for retired UWF employees who have terminated full-time employment. The University Personnel Committee serves as the reviewing body for these honorary decisions.

#### G. Review Process

HARC will make a formal recommendation that will be confirmed by the Board of Trustees upon request of the President. The successful candidate will be notified in writing by the President's Office. All parties involved in the process should exercise discretion in speaking with nominated individuals prior to official notification being issued by the President's Office. A waiver of this requirement may be granted by the President.

No college or other subunit may award honorary degrees, or confer university-level awards.

# III. The Honorary Awards and Recognition Committee

The ten-member HARC is a standing committee whose responsibility is to oversee the granting of university-level recognition to worthy individuals. The HARC consists of several types of individuals to ensure broad representation across the University. Nine members of HARC, including the Chair, are eligible to vote.

#### A. Membership

- Four voting faculty members, serving staggered three-year terms, are recommended by
  the Provost and appointed by the University President in consultation with the Faculty
  Senate Executive Committee. The College of Business; the College of Arts, Social
  Sciences and Humanities; the Hal Marcus College of Science and Engineering; and the
  Usha Kundu MD College of Health will each be represented by a faculty member from
  the respective college.
- 2. One voting UWF workforce member, serving a three-year term, is recommended by the Staff Senate to the Vice President for Finance and Administration and appointed by the University President.
- 3. Provost/Vice President for Academic Affairs, voting
- 4. Student Government Association President, voting
- 5. University Archivist, voting
- 6. Vice President for the Division of University Advancement, Chair
- 7. President, nonvoting except in cases of a tie

#### B. HARC Rights and Responsibilities

- 1. A formal recommendation by HARC represents a majority vote of the committee members. HARC members may provide a proxy to another HARC member when they are unable to attend a meeting. In cases of a tie, the President shall cast the deciding vote.
- 2. Although HARC is responsible for reviewing all University-level honorary recognitions, the primary responsibility is the identification of an honorary degree candidate in relation to the winter and spring commencement ceremonies. HARC may designate more than one honorary degree candidate for each commencement ceremony.
- 3. HARC will review completed nomination packets on behalf of the University. The members also may independently gather additional information to enrich the review and discussion of each candidate.

4. HARC members may actively pursue nominations for their own candidates for honorary awards recognition; however, if an individual moves a candidate's name forward for consideration, the nominator must recuse themselves from the formal voting on the proposed candidate.

#### IV. The Role of the President

The President is responsible for presenting candidates recommended by HARC to the Board of Trustees along with supporting documentation. The president may also suggest a nomination and work with HARC members to develop the appropriate submission of materials for the HARC review process. The President may designate consultants to the process as deemed necessary.

#### V. The Role of the HARC Chair

#### A. Receive Nomination Protocols

The Chair will be notified by the President's Office when a nomination has been received. The Chair will acknowledge receipt of the nominations and advise nominators regarding the anticipated timeline for deliberation and decision. The Chair will also advise nominators if the nominations are incomplete or have other challenges associated with the timing of the submission.

# B. Monitor and Maintain an Appropriate Pool of Nominees

The Chair will issue an open call twice per year for nominations from UWF's constituents, including faculty, staff, students, and BOT members. The open call notice will contain directions for the preparation of a complete nomination application to the President's Office.

#### C. Coordinate Materials and Meeting Details for Candidate Reviews

The Chair will forward only complete nomination applications to the committee members a minimum of two weeks prior to scheduled meetings. The Chair will also arrange for the time and location of meetings.

#### D. Prepare Formal Request for BOT Action

The Chair will draft the agenda memorandum and provide any other necessary documentation for objective review and approval by BOT members at the next regularly scheduled meeting. The President or President's designee will be responsible for presenting the HARC recommendations to the BOT for confirmation.

#### E. Maintain/Revise Nomination Protocols

Protocols for HARC will be posted online. HARC will review the protocols at the first meeting of the academic year to determine if any changes are needed. If any changes are

made to the protocol, the HARC Chair will be responsible for disseminating those changes, including updating the website.

F. Provide a Written Rationale to the Nominator if HARC Redirects the Award

The rationale will link the HARC decision explicitly to selection criteria.

#### VI. The Role of the Board of Trustees

The BOT may authorize the President to confer awards and recognitions following a recommendation by HARC. The BOT, in its discretion, may gather additional information on the nominee beyond the materials submitted for consideration.

#### VII. Timeline for Selection of Honors Related to Commencement Presentations

# A. Fall Meeting of the HARC

The fall standing meeting should take place in September to prepare and forward nominations for the September BOT meeting; successful candidates would be recognized at the spring graduation. The Coordinators will need to be active in recruiting nominees during the preceding spring semester to accommodate the necessary time needed for a September BOT review.

# B. Spring Meeting of the HARC

The spring standing meeting should take place in February or March to prepare and forward nominations for the February BOT meeting; successful candidates would be recognized at the fall graduation. The Coordinators will need to be active in recruiting nominees during the preceding fall semester to accommodate the time needed for a February BOT review.

| Approved by  | the University of West Florida Board of Trustees on                 |
|--------------|---|
| Approved by: | : Date:   |
|              | Dr. Martha D. Saunders  |
| Authority:   | BOG Regulation 1.001, Powers and Duties of the Board of Trustees    |
| Cross Ref.:  | None  |
| History:     | Approved May 2002; amended February 2003, November 2014, and [date] |
| Last Review: | [date]  |



# Board of Trustees Full Board Meeting February 15, 2024

Approval of UWF Policy BOT-08, Naming Opportunities Revisions

#### **Recommended Action:**

Approve the revisions to UWF Policy BOT-08 Naming Opportunities.

# **Background Information:**

This policy was identified as requiring review to bring it into alignment with the recently revised BOT-01, Bestowing Honorary Awards and Recognitions, and to retain in this policy the information concerning naming opportunities. The revisions primarily restructure the policy for easier understanding and implementation. Naming opportunities are in accordance with Florida Statutes, BOG Regulation 9.005, and policies of the UWF Foundation, Inc.

#### **Implementation Plan:**

Becomes effective upon approval of the Board.

# **Fiscal Implications:**

None.

#### **Relevant Authority:**

BOG Reg. 9.005, Naming of Buildings and Facilities §267.062, Florida Statutes

# **Supporting Documents:**

- 1. BOT-08 Naming Opportunities redline
- 2. BOT-08 Naming Opportunities clean

#### Prepared by:

Susan A. Woolf, General Counsel, Office of the General Counsel, 850-474-3420, <a href="mailto:swoolf@uwf.edu">swoolf@uwf.edu</a> Howard Reddy, Vice President for University Advancement, 850-474-3306, <a href="mailto:hreddy@uwf.edu">hreddy@uwf.edu</a>

#### Presenter:

Susan A. Woolf, General Counsel, Office of the General Counsel, President's Division





#### UNIVERSITY POLICY BOT-08.03-05/1704-[date]

**TO:** The University of West Florida Community

**FROM:** Dr. Martha D. Saunders, President

**SUBJECT:** Policy Concerning Naming Opportunities

**RESPONSIBLE OFFICE:** University Advancement

# I. Purpose:

It is the intention of the University of West Florida (the "University") to honor and recognize outstanding support of and/or service to the University through the naming of eElements, including but not limited to facilities, units, scholarships, and endowments that support the institutional mission. Naming recognition may be extended to individuals (living or deceased), corporations, foundations, and others. Accordingly, the Board of Trustees of the University of West Florida (the "Board of Trustees") has adopted tThis policy to sets forth guidelines for naming opportunities at the University.

#### II. Definitions:

<u>Element – includes</u>, but is not limited to, <u>University Facilities</u>, educational units, scholarships, and endowments that support the institutional mission of the <u>University</u>.

<u>University Facility – has the same meaning as the definition of the term in Board of Governors</u> ("BOG") Regulation 9.005, Naming of Buildings and Facilities.

# III. Policy:

#### A. Guidelines

Upon recommendation of the University President, it is the responsibility of the Board of Trustees to consider the approval of certain naming opportunities that are presented for approval as per policy. Information will be presented by the Vice President for University Advancement to the University President and certified by the University of West Florida Foundation, Inc. (the "Foundation") Board of Directors regarding naming in recognition of financial support prior to consideration by the Board of Trustees.

#### B. Relationship to Florida Statutes

The naming of any University element shall be in accordance with the provisions of Florida Law and applicable rules and regulations of the Board of Governors of the State University System. Accordingly, no building, facility or other element may be named on an honorary basis for any active State University System member, including but not limited to, staff, faculty, students or trustees. Additionally, the naming of any University facility must be approved by the Board of trustees as a noticed, non-consent agenda item.

Gift related naming of campuses, buildings or facilities for an individual, corporation, foundation or organization, as governed by state statute, requires a gift of 25% or more of the total construction cost of the element.

#### C.A. General Policies

- 1. The University may grant permanent or temporary naming recognition in connection with a University campus, building, facility, wing, Facility, college, school, department, center, institute, program, or other major unit if the minimum requirements are met. The naming of these elements requires recommendation of the University President and the approval of the Board of Trustees ("BOT") as set forth in this policy. The Board of TrusteesBOT reserves the right to deny naming rights even if minimum requirements are met.
- 2. Any name recommended for consideration under these guidelines must be one that would bring distinction and honor to the University and must be consistent with the mission, values, and traditions of the University.
- 3. The naming of any Element shall be in accordance with the provisions of applicable Florida statutes and BOG regulations. Endowments do not require the approval of the BOT.
- 4. The naming of any University Facility must be approved by the BOT as a noticed, non-consent agenda item.
- 2.5. The Foundation may set minimum gift requirements for naming opportunities. Information pertaining to minimum requirements can be obtained from the Foundation.
- D.B. Naming in Recognition of Outstanding Service (Non-gift related honorary)
  - 1.—Non-gift related naming should be reserved for individuals who are of recognized accomplishment and character. University eElements may be named in recognition of outstanding service by someone who has distinguished <a href="https://him/herselfthemselves">him/herselfthemselves</a> through significant contributions of the community, profession and/or the University. Non-gift related naming should be reserved for individuals who are of recognized accomplishment and character.
  - 2.
  - 1. Because of the public visibility and significance associated with such prestigious recognition, the University should only recognize those who have attained

- achievements of distinction and who are held in high esteem for their integrity and ethical standards as determined in the University's sole discretion.
- 3.2. An Element may not be named on a non-gift related basis for an active member or employee of the BOG or an active trustee, employee, or student of the University.
- 4.3. Prior to recommending a naming based on outstanding service to the University, the University President will seek the counsel of the Honorary Awards and Recognition Committee ("HARC") when considering nominations for this recognition.
- E.C. Naming in Recognition of Financial Support (Gift-related honorary)
  - 1. Gift-related naming of a University Facility for an individual, family, corporation, foundation, or organization requires a gift of 25% or more of the total construction cost of the University Facility. In the case of a gift for a University Facility that is to be named with funds required for construction or renovation, naming rights may be requested once a charitable gift of sufficient magnitude has been received to commence the project.
  - 1.2.A naming in recognition of financial support will be presented to the President by the Vice President for University Advancement upon certification of the University of West Florida Foundation (the "Foundation"). The President will then make a recommendation to the BOT for consideration. Naming proposals will be consistent with University policies and will not only reflect the donor's appropriate financial support, but also the donor's commitment to the mission, values, and traditions of the University.
  - 2.—The Foundation shall have the latitude to approve a multi-year payment plan for the establishment of an endowment at the major gift level, as determined by the Foundation. All gift agreements shall contain language specifying that naming recognition is contingent on satisfaction of the donor's payment obligations. Naming recognition benefits conferred on a donor shall be provided after any requisite board approvals are obtained and no earlier than the execution of a gift agreement and receipt of first payment.

3.

4. In the case of a gift for a building or facility that is not be named with funds required for construction or renovation, naming rights may be requested once a charitable gift of sufficient magnitude has been received to commence the project.

- 4. A named fund may be established in response to an initial gift toward a good faith pledge.
- F.D. Additional Naming Opportunities

1. Additional naming opportunities may be approved at the sole discretion of the University President or the President's designee. These opportunities shall include campus spaces, such as classrooms, laboratories, seminar rooms, conference rooms, offices, and other—similar spaces, and other Elements such as scholarships, assistantships, fellowships, lectureships, professorships, and chairs. Prior to approving such an opportunity, the University President may, but is not required to, seek the advice of the Honorary Awards and Recognition CommitteeHARC.

The University President or the appropriate designee also has the sole discretion to approve other naming opportunities, including but not limited to scholarships, assistantships, fellowships, lectureships, professorships and chairs.

2. A named fund may be established in response to an initial gift toward a good faith pledge.

3\_

4.2. Naming of benches, fountains, gardens, walkways, theatre seats, and other such structures and spaces shall be addressed, developed, and implemented on a case-by-case basis by staff with the approval of the President or <a href="his/her">his/her</a> designee. The appropriate minimum gift level will be calculated based on a variety of factors, including, but not limited to, location, structure, scale, and function.

UWF Foundation shall have the latitude to approve a multi-year payment plan for the establishment of an endowment at the major gift level, as determined by the Foundation and the University, provided the full payment is received within a reasonable period of time from the execution of the gift agreement. All gift agreements shall contain language specifying that naming recognition is contingent on satisfaction of the donor's payment obligations.

# III. Permanency of Names

At the University of West Florida, uUnless a fixed term is provided for the gift agreement, every name assigned to a facility, activity, or program is intended to be enduring. However, it is foreseeable that situations may arise whereby the University determines that the naming period has concluded.

### A. Removal, Revocation, or Renaming

The duration of a donor's or honoree's name ordinarily continues for as long as the campus explement is in use in the same manner and for the same purpose for which the naming occurred. A recommendation to change or alter in any way the name of a previously named facility, activity or programElement must be initiated by the President and approved by the Board of TrusteesBOT. As naming authority lies with the Board of TrusteesBOT, so does the authority and responsibility to remove, revoke, or rename. University representatives will make all reasonable efforts to inform the original donor/honoree and/or their designee(s) in advance of any changes of this nature.

Circumstances that may lead to consideration of a name removal, revocation or renaming may include, but shall not be limited to:

- 1. <u>SA</u> significant renovation or addition to a previously—named space the replaced or renovated structure—may be renamed lead to renaming of the space in recognition of another donor. Appropriate recognition of prior donors and/or honorees shall be taken into consideration in recognition in nearby, adjacent, or newly redeveloped areas.
- 2. Any legal impropriety by a donor or honoree may result in naming revocation if disassociation is warranted and in the best interest of the University in the University's sole discretion.
- 3. A donor's inability to fulfill financial obligations associated with a gift for a named eElement will make the naming subject to reconsideration by the Foundation and the University.
- 4. Actions by a person and/or company that are no longer in alignment with the University's mission and fundamental values and/or that brings discredit to the University.
- 5. If the University determines the named <u>e</u>Element has exceeded its useful life or the continued use has become impossible or impractical, demolition or the discontinuation of a program or activity may result.
- 6. An individual or a corporation or individual has a name change or is dissolved.

## B. Term Naming

- 1. Term or temporary naming of physical structures or other campus <u>eE</u>lements may be considered based on the length of period of naming and an assessment of market value associated with the <u>eE</u>lement.
- 2. In appropriate instances, a naming may be granted for a predetermined fixed term, usually 3-10 years. At the end of the term, the naming recognition shall expire but may be renewed with the same or new name. The accompanying gift agreement should clearly specific the period of time for which the eElement will be named.

### IV. Other Considerations

- A. The <u>University's</u> Division of <u>University</u> Advancement will work with the Foundation to ensure that naming related actions will be copied to University Archives for proper retention and preservation for archival and research purposes.
- B. The <u>University of West Florida (UWF) Advancement</u> Division <u>of University Advancement</u> and the <u>UWF</u> Foundation are responsible for the applicable donor recognition of gifts made to benefit the University.

- C. Each naming opportunity should take into consideration a sufficient budget to allow for fabrication and installation of lettering, signage, map updates and other appropriate designations. New signage, plaques or markers should conform to University policy guidelines and design standards relating to campus graphics and shall be coordinated through the University's Marketing and Creative Services Office of Institutional Communications.
- D. The Vice President for <u>the Division of University Advancement</u>, in consultation with the <u>University President</u>, shall have the discretion to determine whether a deferred gift shall be considered in <u>making a determination deciding</u> to name a <u>building</u>, <u>University F</u>facility or part thereof.

Dr. Martha D. Saunders

**Authority:** BOG Reg. 9.005, Naming of Buildings and Facilities

§267.062, Florida Statutes

Cross Ref.: None

**History:** Adopted June 2011; revised May 2014, May 2017, and [date]

Last Review: [date]



## **UNIVERSITY POLICY BOT-08.04-[date]**

**TO:** The University of West Florida Community

**FROM:** Dr. Martha D. Saunders, President

**SUBJECT:** Naming Opportunities

**RESPONSIBLE OFFICE:** University Advancement

# I. Purpose:

It is the intention of the University of West Florida (the "University") to honor and recognize outstanding support of and service to the University through the naming of Elements that support the institutional mission. Naming recognition may be extended to individuals (living or deceased), corporations, foundations, and others. This policy sets forth guidelines for naming opportunities at the University.

### II. Definitions:

Element – includes, but is not limited to, University Facilities, educational units, scholarships, and endowments that support the institutional mission of the University.

University Facility – has the same meaning as the definition of the term in Board of Governors ("BOG") Regulation 9.005, Naming of Buildings and Facilities.

# III. Policy:

### A. General Policies

- 1. The University may grant permanent or temporary naming recognition in connection with a University Facility, college, school, department, center, institute, program, or other major unit if the minimum requirements are met. The naming of these Elements requires recommendation of the President and the approval of the Board of Trustees ("BOT"). The BOT reserves the right to deny naming rights even if minimum requirements are met.
- 2. Any name recommended for consideration under these guidelines must be one that would bring distinction and honor to the University and must be consistent with the mission, values, and traditions of the University.

- 3. The naming of any Element shall be in accordance with the provisions of applicable Florida statutes and BOG regulations. Endowments do not require the approval of the BOT.
- 4. The naming of any University Facility must be approved by the BOT as a noticed, non-consent agenda item.
- 5. The Foundation may set minimum gift requirements for naming opportunities. Information pertaining to minimum requirements can be obtained from the Foundation.

# B. Naming in Recognition of Outstanding Service (Non-gift related honorary)

- 1. Non-gift related naming should be reserved for individuals who are of recognized accomplishment and character. University Elements may be named in recognition of outstanding service by someone who has distinguished themselves through significant contributions of the community, profession or the University. Because of the public visibility and significance associated with such prestigious recognition, the University should only recognize those who have attained achievements of distinction and who are held in high esteem for their integrity and ethical standards as determined in the University's sole discretion.
- 2. An Element may not be named on a non-gift related basis for an active member or employee of the BOG or an active trustee, employee, or student of the University.
- 3. Prior to recommending a naming based on outstanding service to the University, the President will seek the counsel of the Honorary Awards and Recognition Committee ("HARC").

# C. Naming in Recognition of Financial Support (Gift-related honorary)

- 1. Gift-related naming of a University Facility for an individual, family, corporation, foundation, or organization requires a gift of 25% or more of the total construction cost of the University Facility. In the case of a gift for a University Facility that is to be named with funds required for construction or renovation, naming rights may be requested once a charitable gift of sufficient magnitude has been received to commence the project.
- 2. A naming in recognition of financial support will be presented to the President by the Vice President for University Advancement upon certification of the University of West Florida Foundation (the "Foundation"). The President will then make a recommendation to the BOT for consideration. Naming proposals will be consistent with University policies and will not only reflect the donor's financial support, but also the donor's commitment to the mission, values, and traditions of the University.
- 3. The Foundation shall have the latitude to approve a multi-year payment plan for the establishment of an endowment at the major gift level, as determined by the

Foundation. All gift agreements shall contain language specifying that naming recognition is contingent on satisfaction of the donor's payment obligations.

4. A named fund may be established in response to an initial gift toward a good faith pledge.

# D. Additional Naming Opportunities

- 1. Additional naming opportunities may be approved at the sole discretion of the President or the President's designee. These opportunities shall include campus spaces such as classrooms, laboratories, seminar rooms, conference rooms, offices, and similar spaces, and other Elements such as scholarships, assistantships, fellowships, lectureships, professorships, and chairs. Prior to approving such an opportunity, the President may, but is not required to, seek the advice of the HARC.
- 2. Naming of benches, fountains, gardens, walkways, theatre seats, and other such structures and spaces shall be addressed, developed, and implemented on a case-by-case basis by staff with the approval of the President or designee. The appropriate minimum gift level will be calculated based on a variety of factors including, but not limited to, location, structure, scale, and function.

# III. Permanency of Names

Unless a fixed term is provided for the gift agreement, every name assigned to a facility, activity, or program is intended to be enduring. However, it is foreseeable that situations may arise whereby the University determines that the naming period has concluded.

### A. Removal, Revocation, or Renaming

The duration of a donor's or honoree's name ordinarily continues for as long as the campus Element is in use in the same manner and for the same purpose for which the naming occurred. A recommendation to change or alter in any way the name of a previously named Element must be initiated by the President and approved by the BOT. As naming authority lies with the BOT, so does the authority and responsibility to remove, revoke, or rename. University representatives will make all reasonable efforts to inform the original donor/honoree or their designee(s) in advance of any changes of this nature.

Circumstances that may lead to consideration of a name removal, revocation or renaming may include, but shall not be limited to:

A significant renovation or addition to a previously-named space may lead to renaming
of the space in recognition of another donor. Appropriate recognition of prior donors
and honorees shall be taken into consideration in recognition in nearby, adjacent, or
newly redeveloped areas.

- 2. Any legal impropriety by a donor or honoree may result in naming revocation if disassociation is warranted and in the best interest of the University in the University's sole discretion.
- 3. A donor's inability to fulfill financial obligations associated with a gift for a named Element will make the naming subject to reconsideration by the Foundation and the University.
- 4. Actions by a person and/or company that are no longer in alignment with the University's mission and fundamental values or that bring discredit to the University.
- 5. If the University determines the named Element has exceeded its useful life or the continued use has become impossible or impractical, demolition or the discontinuation of a program or activity may result.
- 6. An individual or a corporation has a name change or is dissolved.

## B. Term Naming

- 1. Term or temporary naming of physical structures or other campus Elements may be considered based on the length of period of naming and an assessment of market value associated with the Element.
- 2. In appropriate instances, a naming may be granted for a predetermined fixed term, usually 3-10 years. At the end of the term, the naming recognition shall expire but may be renewed with the same or new name. The accompanying gift agreement should clearly specific the period of time for which the Element will be named.

### IV. Other Considerations

- A. The Division of University Advancement will work with the Foundation to ensure that naming related actions will be copied to University Archives for proper retention and preservation for archival and research purposes.
- B. The Division of University Advancement and the Foundation are responsible for the applicable donor recognition of gifts made to benefit the University.
- C. Each naming opportunity should take into consideration a sufficient budget to allow for fabrication and installation of lettering, signage, map updates and other appropriate designations. New signage, plaques or markers should conform to University guidelines and design standards relating to campus graphics and shall be coordinated through the Office of Institutional Communications.
- D. The Vice President for the Division of University Advancement, in consultation with the President, shall have the discretion to determine whether a deferred gift shall be considered in deciding to name a University Facility or part thereof.

| Approved by: | Date:   |
|--------------|---|
|              | Dr. Martha D. Saunders  |
| Authority:   | BOG Reg. 9.005, Naming of Buildings and Facilities §267.062, Florida Statutes |
| Cross Ref.:  | None  |
| History:     | Adopted June 2011; revised May 2014, May 2017, and [date]                     |
| Last Review: | [date]  |



# Board of Trustees Full Board Meeting February 15, 2024

Performance Based Funding Data Integrity 2023 Audit & Data Integrity Certification

### **Recommended Action:**

Acceptance of Performance Based Funding Data Integrity 2023 audit and approval for signatures on the Data Integrity Certification.

# **Background Information:**

In June 2023, the Board of Governors Inspector General and Director of Compliance directed state universities to conduct an audit of processes that ensure the completeness, accuracy, and timeliness of data submissions. UWF's Internal Auditing & Management Consulting (IAMC) conducted such an audit and issued a report on January 29, 2024 (see attached). The audit was performed in accordance with the *International Standards for the Professional Practice of Internal Auditing*. It was presented to the Audit & Compliance Committee at their February 15, 2024, meeting and accepted by the Committee. The results of the audit will be provided to the Board of Governors after acceptance by the Full Board of Trustees.

The audit's objectives were to:

- Evaluate internal controls designed to ensure the accuracy, completeness, and timeliness of data submissions to the Board of Governors, and
- Provide an objective basis of support for the President and Chair of the Board of Trustees to sign the representations included in the *Performance Based Funding Data Integrity Certification*, to be filed with the Board of Governors by March 1, 2024.

### Results:

IAMC found that internal controls over the processes used to collect and submit data to the Board of Governors were strong. We made no recommendations.

The results of the IAMC audit and other internal controls in place indicate that the President may confidently affirm these representations. The Data Integrity Certification is to be signed by the President and the Board of Trustees Chair, after approval by the Board of Trustees.

# Implementation Plan:

Submission to the Board of Governors.

# **Fiscal Implications:**

Fiscal oversight by the Board of Trustees.

## **Relevant Authority:**

Board of Governors Regulation 5.001 Performance-Based Funding



# **Supporting Documents:**

- 1. Performance Based Funding Data Integrity 2023 audit
- 2. Data Integrity Certification

# Prepared by:

Cindy Talbert, Chief Audit Executive, IAMC, President's Division, x2638, ctalbert@uwf.edu

# Presenter:

Cindy Talbert



# UWF 1

# **Internal Auditing & Management Consulting**

**Audit: Performance Based Funding Data Integrity 2023** 

Report # UWF23-24\_005 Date: January 29, 2024

# **SCOPE AND OBJECTIVES**

We audited Performance Based Funding Data Integrity as of September 30, 2023. This audit was included as part of our 2023/24 audit work plan, conducted in accordance with a Board of Governors (BOG) directive to State universities. Our specific objectives were to:

- Evaluate internal controls designed to ensure the accuracy, completeness, and timeliness of data submissions to the Board of Governors, and
- Provide an objective basis of support for the President and Chair of the Board of Trustees to sign the representations included in the Performance Based Funding – Data Integrity Certification, to be filed with the Board of Governors by March 1, 2024.

Audit fieldwork began on September 11, 2023, and ended on January 23, 2024. Our audit conforms to the Institute of Internal Auditors *International Standards for the Professional Practice of Internal Auditing* and generally accepted auditing standards.

### **BACKGROUND**

The BOG has broad governance responsibilities affecting administrative and budgetary matters for Florida's 12 public universities. Beginning in fiscal year 2013-14, they instituted a performance funding program that is based on 10 metrics. Required data integrity audits have been conducted annually since 2014. The culmination of these audits is the execution of the Data Integrity Certification by the President and the Chairman of the Board of Trustees. The submission of this Certification to BOG confirms our compliance with BOG Regulation 5.001(8).

Currently, the metrics that generally apply to all institutions are:

- 1. Percent of Bachelor's Graduates Employed (Earning \$40,000+) or Continuing their Education;
- 2. Median Wages of Bachelor's Graduates Employed Full-time;
- Average Cost to the Student (Net Tuition and Fees per 120 Credit Hours for Resident Undergraduates);
- 4. Four Year Graduation Rate (Full-time FTIC);
- 5. Academic Progress Rate (Second Fall Retention Rate with at Least a 2.0 GPA for Full-time FTIC students);
- Bachelor's Degrees Awarded within Programs of Strategic Emphasis;
- 7. University Access Rate (Percent of Undergraduates with a Pell Grant);
- Graduate Degrees Awarded within Programs of Strategic Emphasis;
- 9a. Two-Year Graduation Rate for Florida College System Associate in Arts Transfer Students; and
- 9b. Six-Year Graduation Rate for Students Who are Awarded a Pell Grant in Their First Year.

**Metrics 1 – 9 Methodology.** Much of the data that is used by the BOG in their calculations of Metrics 1 through 9 is compiled into 6 data files that are

# **WF**

**Internal Auditing & Management Consulting** 

**Audit: Performance Based Funding Data Integrity 2023** 

Report # UWF23-24\_005 Date: January 29, 2024

submitted periodically by the each of the universities. These files include:

- Admissions File;
- Degrees Awarded File;
- Hours to Degree File;
- Retention File;
- Student Financial Aid File; and
- Student Instruction File.

Data that is ultimately submitted to the BOG through these electronic submissions is initially entered through the Admissions, Graduate Admissions, Registrar, Financial Aid, and Controller's departments into the Banner Student system. The Office of Institutional Research (IR) has been delegated responsibility for compiling the data into tables according to BOG specifications, conducting a quality review of the data prior to submission to the BOG, and timely submission of the files.

**Metric 10 Methodology.** Each university is offered a "Board of Trustees Choice Metric," which allows the institution to select a metric based on their university's unique strengths. This has been UWF's choice metric since 2019/20:

Percent of Baccalaureate Graduates Completing
 Types of High-Impact Practices.

To articulate the University's High-Impact Practices (HIP) completion, data is compiled in a distinctly different manner for Metric 10. It is based on the following formula:

Numerator = the number of students in the cohort who engaged in 2 or more High Impact Practice Types during their enrollment at UWF Denominator = the number students earning undergraduate degrees in a summer, fall, and spring semester ("the cohort")

UWF has accepted the classification of High-Impact Practices established by the Association of American Colleges and Universities, as follow:

- 1. First-Year Seminars and Experiences;
- 2. Common Intellectual Experiences;
- 3. Learning Communities;
- 4. Writing-Intensive Courses;
- 5. Collaborative Assignments and Projects;
- 6. Undergraduate Research;
- 7. Diversity/Global Learning;
- 8. ePortfolios;
- 9. Service Learning, Community-Based Learning;
- 10. Internships; and
- 11. Capstone Courses and Projects.

Classification 5 is not yet in use at UWF.

It was decided that IR would include all academic courses completed beginning with Fall 2014, in Metric 10. University Housing & Residence Life and the Office of Undergraduate Research provide student information to IR for inclusion in the count, however, their data collection did not begin until around 2015. It should be noted that we only include a count for 1 High Impact Practice Type, e.g., a student engaged in 3 Internships would only yield a count of 1 in the Metrics 10 computation.

**Appointment of the Data Administrator.** In accordance with BOG Regulation 3.007 "State University System (SUS) Management Information Systems," the President has formally appointed an Institutional Data Administrator, who is the Director of IR. The Director has frequent contact



# **Internal Auditing & Management Consulting**

**Audit: Performance Based Funding Data Integrity 2023** 

Report # UWF23-24\_005 Date: January 29, 2024

with the BOG Office of Data and Analytics staff, strengthening his understanding of their complex requirements for the data in the files.

#### **AUDIT METHODOLOGY**

We interviewed key personnel involved in the processes that end with submission of data to the BOG that are used in the computations of the metrics. We examined written policies and procedures and other related documents. We evaluated internal controls that were in place and used the results to design audit tests. Risk levels within each related activity were assessed and audit testing focused on the higher risk activities.

Audit testing was conducted on data submitted to the BOG in order to evaluate accuracy and

completeness. We used data based on academic years or semesters, according to the time periods identified as part of the UWF Accountability Plan for 2023; if this information was not yet available, data in the last file submitted was used for testing purposes.

We conducted audit testing focused on Metrics 1, 2, 3, and 4.

### **OBSERVATIONS**

We found that internal controls over the processes used to collect and submit data to the BOG were strong. Data underlying the computations of Metrics 1, 2, 3, and 4 were tested and were determined to be highly accurate. We make no recommendations.

We appreciate the cooperation, professionalism, and responsiveness of the employees who were involved in the audit.

Respectfully submitted,

Cynthia Talbert, CFE, CIA, CPA, CRMA

Centhia Talbert

**Chief Audit Executive** 



### REPORT PROVIDED TO THE FOLLOWING:

Dr. Martha Saunders, President

Suzanne Lewis, Chair BOT

Dick Baker, Chair Audit & Compliance Committee

Jill Singer, Audit & Compliance Committee

Alonzie Scott, Audit & Compliance Committee

Dr. Jaromy Kuhl, Provost

Dr. Greg Tomso, Vice President of Academic Engagement & Student Affairs

Betsy Bowers, Vice President of Finance and Administration

Christophe Lizen, Director of Institutional Research

Dr. Kuiyuan Li, Graduate School Dean

Jeffrey Djerlek, Associate Vice President/Controller

Shelly Blake, Associate Vice President, Budgets and Financial Planning

Adam Burgess, Registrar

Katie Condon, Assistant Vice President of Enrollment Affairs

Rachel Conway, Director of Financial Aid and Scholarships

Ethan Henley, Director of Admissions

Lindsey Walk, Director of Career Development and Community Engagement

Jaime Hoelscher, Manager, FL Auditor General

Ken Danley, Supervisor, FL Auditor General

Julie Leftheris, BOG Inspector General

Anna Lochas, BOT Coordinator



# Data Integrity Certification March 2024

In accordance with Board of Governors Regulation 5.001(8), university presidents and boards of trustees are to review, accept, and use the annual data integrity audit to verify the data submitted for implementing the Performance-based Funding model complies with the data definitions established by the Board of Governors.

Given the importance of submitting accurate and reliable data, boards of trustees for those universities designated as preeminent or emerging preeminent are also asked to review, accept, and use the annual data integrity audit of those metrics to verify the data submitted complies with the data definitions established by the Board of Governors.

**Applicable Board of Governors Regulations and Florida Statutes:** Regulations 1.001(3)(f), 3.007, and 5.001; Sections 1.001.706, 1001.7065, and 1001.92, Florida Statutes.

**Instructions:** To complete this certification, university presidents and boards of trustees are to review each representation in the section below and confirm compliance by signing in the appropriate spaces provided at the bottom of the form. Should there be an exception to any of the representations, please describe the exception in the space provided.

Once completed and signed, convert the document to a PDF and ensure it is ADA compliant. Then submit it via the Chief Audit Executives Reports System (CAERS) by the **close of business on March 1, 2024**.

**University Name:** Click or tap here to enter text.

# **Data Integrity Certification Representations:**

- I am responsible for establishing and maintaining, and have established and maintained, effective internal controls and monitoring over my university's collection and reporting of data submitted to the Board of Governors Office which will be used by the Board of Governors in Performance-based Funding decision-making and Preeminence or Emerging-preeminence Status.
- 2. In accordance with Board of Governors Regulation 1.001(3)(f), my Board of Trustees has required that I maintain an effective information system to provide accurate, timely, and cost-effective information about the university, and shall require that all data and reporting requirements of the Board of Governors are met.
- 3. In accordance with Board of Governors Regulation 3.007, my university provided accurate data to the Board of Governors Office.

# Data Integrity Certification, March 2024

- 4. In accordance with Board of Governors Regulation 3.007, I have tasked my Data Administrator to ensure the data file (prior to submission) is consistent with the criteria established by the Board of Governors. The due diligence includes performing tests on the file using applications, processes, and data definitions provided by the Board Office. A written explanation of any identified critical errors was included with the file submission.
- 5. In accordance with Board of Governors Regulation 3.007, my Data Administrator has submitted data files to the Board of Governors Office in accordance with the specified schedule.
- 6. I am responsible for taking timely and appropriate preventive/ corrective actions for deficiencies noted through reviews, audits, and investigations.
- 7. I recognize that Board of Governors' and statutory requirements for the use of data related to the Performance-based Funding initiative and Preeminence or Emerging-preeminence status consideration will drive university policy on a wide range of university operations from admissions through graduation. I certify that university policy changes and decisions impacting data used for these purposes have been made to bring the university's operations and practices in line with State University System Strategic Plan goals and have not been made for the purposes of artificially inflating the related metrics.
- 8. I certify that I agreed to the scope of work for the Performance-based Funding Data Integrity Audit and the Preeminence or Emerging-preeminence Data Integrity Audit (if applicable) conducted by my chief audit executive.
- 9. In accordance with section 1001.706, Florida Statutes, I certify that the audit conducted verified that the data submitted pursuant to sections 1001.7065 and 1001.92, Florida Statutes [regarding Preeminence and Performance-based Funding, respectively], complies with the data definitions established by the Board of Governors.

Exceptions to Note: Click or tap here to enter text.

# Data Integrity Certification, March 2024

# **Data Integrity Certification Representations, Signatures:**

I certify that all information provided as part of the Board of Governors Data Integrity Certification for Performance-based Funding and Preeminence or Emerging-preeminence status (if applicable) is true and correct to the best of my knowledge; and I understand that any unsubstantiated, false, misleading, or withheld information relating to these statements render this certification void. My signature below acknowledges that I have read and understand these statements. I certify that this information will be reported to the board of trustees and the Board of Governors.

| Certification:<br>University Preside |  |
|--------------------------------------|--|
| and Preeminence or Emerging-p        | nors Data Integrity Certification for Performance-based Funding preeminence status (if applicable) has been approved by the is true and correct to the best of my knowledge. |
| Certification:University Board       | Date: of Trustees Chair  |



# Board of Trustees Full Board Meeting February 15, 2024

Review the Proposed UWF BOT Meeting Dates 2024-2025

### **Recommended Action:**

Informational

# **Background Information:**

The UWF Board of Trustees (BOT) is scheduled to meet four (4) times annually during FY2024/2025. BOT committee meetings are scheduled prior to full Board meetings. The Board of Governors meeting dates were considered when selecting the dates below. BOT conference calls, special meetings, and emergency meetings will be scheduled as needed.

Trustees are asked to check the proposed dates against their calendars and advise BOT staff of any conflicts. Trustees will be asked to approve the final 2024-2025 BOT meeting dates at the March 7, 2024, BOT meeting.

Meeting locations are indicated below, however, at any time the Board Chair decides a virtual meeting format, or a different location would best serve all involved, those changes will be announced and publicly noticed on the UWF BOT Website @ uwf.edu/trustees at least (7) days prior to a scheduled meeting.

| August 15, 2024       | UWF BOT Committee Meetings via Zoom                         |
|-----------------------|---|
| September 12, 2024    | UWF Board of Trustees Meeting @ UWF Conference Center       |
| September 18-19, 2024 | BOG Meeting @ FAU   |
| October 16, 2024      | BOG Workshop @ UWF  |
| October 29-30, 2024   | Trustee Summit & BOG Meeting @ FIU                          |
| November 14, 2024     | UWF BOT Committee Meetings via Zoom                         |
| December 5, 2024      | UWF Board of Trustees Meeting @ UWF Conference Center       |
| January 29-30, 2025   | BOG Meeting @ UNF   |
| February 13, 2025     | UWF BOT Committee Meetings via Zoom                         |
| February 20, 2025     | BOG Conference Call   |
| March 20, 2025        | <b>UWF Board of Trustees Meeting @ Emerald Coast Campus</b> |
| March 26-27, 2025     | BOG Meeting @ FAMU  |
|                       |   |



| May 8, 2025      | UWF BOT Committee Meetings via Zoom                   |
|------------------|---|
| May 15, 2025     | BOG Conference Call                                   |
| June 12, 2025    | UWF Board of Trustees Meeting @ UWF Conference Center |
| June 25-26, 2025 | BOG Meeting @ USF                                     |

# **Implementation Plan:**

N/Ā

# **Fiscal Implications:**

N/A

# **Relevant Authority:**

N/A

# **Supporting Documents:**

N/Ā

# Prepared by:

Anna Lochas, Board of Trustees Liaison, Office of the President, alochas@uwf.edu

# Presenter:

Suzanne Lewis, Chair, UWF Board of Trustees

