

1                   **FLORIDA GULF COAST UNIVERSITY BOARD OF TRUSTEES**  
2                   **AND AUDIT AND COMPLIANCE COMMITTEE**  
3                   **CONFERENCE CALL MEETING**

4  
5                   **Tuesday, February 19, 2019**

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7                   **EDWARDS HALL, ROOM #309**  
8                   **Florida Gulf Coast University**

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11                   Meeting Minutes  
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14                   **Members:**

15                   *Present:* Trustee Blake Gable (by phone) – Chair; Trustee Robbie Roepstorff (by  
16                   phone) – Vice Chair; Trustee Ashley Coone (by phone); Trustee Darleen Cors (by  
17                   phone); Trustee Richard Eide, Jr. (by phone); Trustee Joseph Fogg III (by phone);  
18                   Trustee Mike McDonald (in person); Trustee Leo Montgomery (by phone); Trustee  
19                   Kenneth Smith (by phone); Trustee Stephen Smith (by phone); Trustee Christian Spilker  
20                   (by phone); and Trustee Jalisa White (in person).

21  
22                   *Not Present:* Trustee Kevin Price.

23  
24                   **Others:**

25                   *Staff:* President Mike Martin; Provost and Vice President for Academic Affairs James  
26                   Llorens; Vice President for Administrative Services and Finance, and Executive Director  
27                   of FGCU Financing Corporation Steve Magiera; Vice President for University  
28                   Advancement, and Executive Director of FGCU Foundation Chris Simoneau; Vice  
29                   President and Chief of Staff Susan Evans; Vice President and General Counsel Vee  
30                   Leonard; Vice President for Student Success & Enrollment Management Mitchell  
31                   Cordova; Director of Internal Audit Bill Foster; Director of Equity, Ethics and  
32                   Compliance, and Title IX Coordinator Precious Gunter; Director of Operations Tiffany  
33                   Reynolds; Assistant Director of Board Operations Tiffany Jackson; Project Manager  
34                   Melissa Pind; and Executive Assistant to the Vice President and Chief of Staff Bruna  
35                   Ugolotti.

36  
37                   **Item 1: Call to Order, Roll Call, and Opening Remarks**

38                   Chair Blake Gable called the meeting to order at 10:02 a.m. and stated that the meeting  
39                   had been duly noticed and was originating from Room 309 in Edwards Hall on the  
40                   campus of Florida Gulf Coast University. He asked Vice President and Chief of Staff  
41                   Susan Evans to call the roll. Roll call was taken with 12 of 13 members present, thus  
42                   meeting quorum requirements.

46 **Item 2: Update on Student Success and Enrollment Management Initiative**

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47 Chair Gable called on President Mike Martin to give a brief update on the Student  
48 Success and Enrollment Management Initiative, and noted that a more extensive report  
49 would be presented at the Board's next in-person meeting. President Martin reported  
50 he was working diligently to implement the plan approved by the FGCU Board of  
51 Trustees (BOT) and he felt progress was being made, including with the cost of  
52 attendance side. He noted scholarships and financial aid had been expanded  
53 significantly. He reported there was an In-State Merit Scholarship and he anticipated  
54 that 30 percent of the students offered the In-State Merit Scholarship would enroll at  
55 FGCU. He stated he expected 20 percent of students offered the Out-of-State Merit  
56 Scholarship would enroll at FGCU. He reported the Eagle Collegiate High School  
57 Scholarships were released, and he expected approximately 175 of the recipients to  
58 enroll next fall. He noted he thought there would be a noticeable increase in the four-  
59 year graduation rate of approximately 6 percent which was record breaking for FGCU.  
60 He explained this was an indication FGCU was well on its way to meeting the goals. He  
61 said that as Chair Gable indicated, a more detailed report and data regarding the  
62 Student Success and Enrollment Management Initiative would be presented at the April  
63 9 BOT meeting.

64  
65 Chair Gable stated that this was great and he hoped the numbers would be met.

66  
67 Trustee Robbie Roepstorff stated she looked forward to the April 9 FGCU BOT meeting  
68 and she requested that hard data be presented to explain the cause of the increase in  
69 the four-year graduation rate over the course of one year. She stated she was pleased  
70 with President Martin's report and hoped to see the data which accompanied the  
71 results. President Martin stated he believed two causes for the increase were: 1) the  
72 direct intervention with students close to graduation who might fall short of the required  
73 credit hours and 2) the increase in students taking summer school classes. He stated  
74 he believed the data behind the increase would prove to be a stable finding.

75  
76 Trustee Richard Eide asked if the Board would be informed about admission numbers  
77 for the 2019-2020 year at the April 9 FGCU BOT meeting. Vice President for Student  
78 Success & Enrollment Management Mitch Cordova responded that he would be able to  
79 provide the Board with an update at the next meeting. President Martin stated he  
80 believed FGCU could top 80 points on the Performance Funding Metrics.

81  
82 Trustee Roepstorff asked if the merit scholarships included students qualified to meet  
83 the parameters of the Benacquisto Scholarship Program. President Martin responded  
84 in the affirmative, and that he hoped to target several potential students. He noted he  
85 spoke with Senator Lizbeth Benacquisto and indicated FGCU was targeting the  
86 students who qualified as a Benacquisto scholar.

87  
88 Trustee Leo Montgomery added the culture of the University was student-first and he  
89 believed this process would embed teamwork throughout the organization. He noted  
90 any organization that embraced teamwork would be highly successful. He commended

91 those involved in the Student Success and Enrollment Management Initiative.  
92 President Martin concurred and thanked Trustee Montgomery for his remarks.

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94 **Item 3: Consent Agenda (See Tab #1)**

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95 Chair Gable stated that there was one item on the Consent Agenda: the Minutes of the  
96 January 8, 2019 meeting of the FGCU Board of Trustees.

97

98 Chair Gable called for a motion to approve the minutes for the January 8, 2019 FGCU  
99 Board of Trustees meeting.

100

101 Trustee Jalisa White made a motion to approve the January 8, 2019 FGCU Board of  
102 Trustees meeting minutes. Trustee Mike McDonald seconded the motion. There was  
103 no public comment, or Board discussion. The vote was 12-0 in favor of the motion.

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105

106 **Item 4: Audit and Compliance Committee (See Tabs #2-3)**

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107 Chair Gable indicated at this time the meeting would move to the Audit and Compliance  
108 Committee Meeting and later would return to the full Board meeting. He asked Audit  
109 and Compliance Committee Chair Joseph Fogg III to call to order the meeting of the  
110 Audit and Compliance Committee.

111

112 Trustee Fogg called the Audit and Compliance Committee to order and roll call was  
113 taken with all four Audit and Compliance Committee members present, thus meeting  
114 quorum requirements.

115

116 **Minutes of December 3, 2018 Meeting of Audit and Compliance Committee (TAB  
117 #2)**

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118 Trustee Fogg called for a motion to approve the minutes of the December 3, 2018  
119 Meeting of Audit and Compliance meeting.

120

121 Trustee Stephen Smith made a motion to approve the minutes of the December 3, 2018  
122 meeting of the Audit and Compliance Committee. Trustee Montgomery seconded the  
123 motion. There was no public comment, or Committee discussion. The vote was 4-0 in  
124 favor of the motion.

125

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127 **Florida Gulf Coast University Performance Based Funding Data Integrity Audit for  
128 Board of Governors (TAB #3)**

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129 Trustee Fogg asked Trustee Montgomery to offer comments regarding the Data  
130 Integrity Audit. Trustee Montgomery reported in his review of the audit, he focused on  
131 the *Agreed-Upon Procedures Report* of the firm of Mauldin & Jenkins, particularly as it  
132 related to the completeness and the accuracy of data submission. He noted the  
133 Mauldin & Jenkins report took no responsibility for the accuracy and completeness of  
134 the data being submitted, which was expected as Mauldin & Jenkins had no  
135 understanding of the overall controls of the organization; however, the report prepared  
136 by the Director of Internal Audit Bill Foster included the opinion that the controls,

137 processes and procedures were in place to ensure the accuracy of the data submitted  
138 was complete. He stated otherwise, he believed the report by Mauldin & Jenkins was  
139 complete. He noted he questioned the value of the report by Mauldin & Jenkins and he  
140 suggested Mr. Foster reevaluate the necessity of engaging an outside firm like Mauldin  
141 & Jenkins in future years. He noted 10 of the 12 universities within the State University  
142 System (SUS) did not use an *Agreed-Upon Procedures Report* from an external auditor  
143 and the reports performed by Mauldin & Jenkins currently were performed together with  
144 the staff of the FGCU Office of Internal Audit. He stated he was supportive of the report  
145 that the Internal Audit staff prepared.

146  
147 Mr. Foster reported, as approved in the 2018-2019 Audit Work Plan and to meet the  
148 requirements from the Board of Governors (BOG) in the letter dated July 12, 2018, the  
149 Internal Audit group performed a Florida Gulf Coast University Performance Based  
150 Funding Data Integrity Audit for the Board of Governors. He noted the objectives were  
151 to determine whether University processes existed and operated effectively to ensure  
152 the completeness, accuracy, and timeliness of data submissions to the Board of  
153 Governors which supported performance based funding metrics, and to provide an  
154 objective basis of support for the University President and the FGCU Board of Trustees  
155 Chair to sign the representations included in the Performance Based Funding Data  
156 Integrity Certification. He noted in the *Other Procedures Performed*, there was one  
157 observation related to one late submission. He explained extra time was taken to  
158 ensure the data submitted was indeed accurate since this was generated from a manual  
159 process and due to the significance of the numbers involved, and again this was the  
160 purpose of the audit, to ensure the integrity of the data submitted to the Board of  
161 Governors. He indicated it was his opinion this observation did not affect the overall  
162 integrity of the data submission; management created and applied the correct  
163 procedures to address the observation.

164  
165 Trustee Fogg called for a motion to accept the Florida Gulf Coast University  
166 Performance Based Funding Data Integrity Audit for the Board of Governors and to  
167 recommend it to the FGCU Board of Trustees for acceptance.

168  
169 Trustee Darleen Cors made a motion to accept the Florida Gulf Coast University  
170 Performance Based Funding Data Integrity Audit for the Board of Governors and to  
171 recommend it to the FGCU Board of Trustees (BOT) for acceptance. Trustee  
172 Montgomery seconded the motion. There was no public comment, or Committee  
173 discussion. The vote was 4-0 in favor of the motion.

174  
175 Trustee Fogg asked for an update regarding the Board of Governors Carryforward  
176 Expenditure Report that was discussed at the December 7, 2018 FGCU BOT meeting.

177  
178 Vice President for Administrative Services and Finance, and Executive Director of  
179 FGCU Financing Corporation Steve Magiera responded the Board of Governors  
180 requested the Carryforward Expenditure Report that was submitted. He noted he  
181 received a request from Florida House Representative Thomas Leek which also was  
182 filed. He indicated he understood the Board of Governors would be requesting

183 additional information and may request the universities to explain all items on a PECO  
184 list, which was the Capital Improvement Fund approved by the FGCU BOT in June. He  
185 noted this would not prove difficult as it was common to provide this information  
186 annually in October.

187  
188 President Martin noted FGCU had been completely transparent regarding the various  
189 projects which were underway. He indicated he was comfortable FGCU was fully within  
190 bounds and the audit reflected this, as well as every response received so far from the  
191 Board of Governors' staff.

192  
193 Trustee Eide asked if he was correct in understanding 10 out of 12 universities within  
194 the SUS did not use an external auditor to opine upon *Agreed-Upon Procedures*.  
195 Trustee Montgomery responded in the affirmative. Trustee Eide asked if the FGCU  
196 BOT needed to decide not to utilize an external auditor in this manner or could the Audit  
197 and Compliance Committee (ACC) make that decision. Trustee Fogg indicated a  
198 broader discussion needed to be conducted at the next ACC meeting, looking at the  
199 precedence and what the expectations were from the Board of Governors. Trustee  
200 Fogg stated that he would assume that if the ACC decided that an external auditor was  
201 not required for this purpose in the future, the Committee then would make a  
202 recommendation to the FGCU BOT in this regard. Trustee Montgomery indicated he  
203 recommended that Mr. Foster reevaluate the situation together with President Martin  
204 and others, and report back to the ACC. Mr. Foster stated he would do so.

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207 **Item 5: Recommendation by Audit and Compliance Committee**

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208 Trustee Fogg concluded the Audit and Compliance Committee meeting.

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210 Chair Gable reconvened the FGCU Board of Trustees meeting and called on Trustee  
211 Fogg to present the Audit and Compliance Committee's recommended action to the full  
212 Board.

213

214 **Florida Gulf Coast University Performance Based Funding Data Integrity Audit for**  
215 **Board of Governors (TAB #3)**

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216 Trustee Fogg stated the Audit and Compliance Committee had accepted Florida Gulf  
217 Coast University Performance Based Funding Data Integrity Audit for the Board of  
218 Governors and recommended acceptance by the full FGCU Board of Trustees. Chair  
219 Gable called for a motion.

220

221 Trustee Christian Spilker made a motion to accept the Florida Gulf Coast University  
222 Performance Based Funding Data Integrity Audit for the Board of Governors. Trustee  
223 Montgomery seconded the motion. There was no public comment, or Board discussion.  
224 The vote was 12-0 in favor of the motion.

225

226 Chair Gable thanked Trustee Fogg and the members of the Audit and Compliance  
227 Committee for the hard work and dedication.

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229 **Item 6: Old Business**

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230 Trustee Roepstorff remarked she was saddened to learn of the resignation of Vice  
231 President for University Advancement, and Executive Director of FGCU Foundation  
232 Chris Simoneau and stated he did a phenomenal job while at FGCU. She asked if there  
233 was a plan for his replacement. She noted she felt the FGCU Green & Blue Celebration  
234 was excellently executed.

235  
236 President Martin indicated he was meeting with an expanded group from the FGCU  
237 Foundation Board of Directors to discuss alternative strategies for replacing Mr.  
238 Simoneau. He noted he hoped to have a strategy in place to share with the FGCU BOT  
239 at its next meeting. He noted Trustee Montgomery would participate on behalf of the  
240 FGCU BOT as its Liaison to the Foundation Board. He indicated it would be difficult to  
241 replace Mr. Simoneau.

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243  
244 **Item 7: New Business**

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245 President Martin announced an open forum would be held on campus tomorrow at 9:30  
246 a.m. in the Cohen Center regarding legislative strategies and a variety of other subjects.  
247 He invited the members of the FGCU BOT to attend.

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250 **Item 8: Closing Remarks, and Adjournment**

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251 Chair Gable stated the next Board meeting would be a regular meeting and would be  
252 held on Tuesday, April 9, 2019 at 8:30 a.m.

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254 Chair Gable adjourned the meeting at 10:33 a.m.

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258 Minutes prepared by Transcription Experts, and reviewed by Tiffany Jackson  
259 Tramontozzi, FGCU Assistant Director of Board Operations.

260  
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262  
263 Agenda Items:

- 264 A. See Tabs #1-3  
265 a. [https://www2.fgcu.edu/Trustees/AgendaFile/2019/02-19-  
266 2019/FGCUBOTACCMTG-AGENDAPACKET-2-19-19.PDF](https://www2.fgcu.edu/Trustees/AgendaFile/2019/02-19-2019/FGCUBOTACCMTG-AGENDAPACKET-2-19-19.PDF)

267  
268  
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270  
271 Attachment:

- 272 A. Record of FGCU Board of Trustees Votes  
273 B. Record of Audit and Compliance Committee Votes

<b>Record of Votes FGCU Board of Trustees DATE: <u>2/19/2019</u></b>		Consent Agenda (Tab #1) 1- White 2- McDonald	Florida Gulf Coast University Performance Based Funding Data Integrity Audit for Board of Governors (Tab #3) 1- Spilker 2- Montgomery
	<b>TRUSTEES</b>	<b>Yes/No</b>	<b>Yes/No</b>
1	Trustee Ashley Coone	Yes	Yes
2	Trustee Darleen Cors	Yes	Yes
3	Trustee Richard Eide	Yes	Yes
4	Trustee Joseph Fogg	Yes	Yes
5	Trustee Mike McDonald	Yes	Yes
6	Trustee Leo Montgomery	Yes	Yes
7	Trustee Kevin Price (absent)		
8	Trustee Robbie Roepstorff	Yes	Yes
9	Trustee Kenneth Smith	Yes	Yes
10	Trustee Stephen Smith	Yes	Yes
11	Trustee Christian Spilker	Yes	Yes
12	Trustee Jalisa White	Yes	Yes
13	Trustee Blake Gable	Yes	Yes

<b>Record of Votes</b> <b>FGCU Board of Trustees</b> <b>Audit and Compliance Committee Meeting</b> <b>DATE: <u>February 19, 2019</u></b>		Minutes of December 3, 2018 Meeting of Audit and Compliance Committee (Tab #2) 1- S. Smith 2 - Montgomery	Florida Gulf Coast University Performance Based Funding Data Integrity Audit for Board of Governors (Tab #3) 1- Cors 2- Montgomery
	<b>TRUSTEES</b>	<b>Yes/No</b>	<b>Yes/No</b>
1	Trustee Darleen Cors	Yes	Yes
2	Trustee Leo Montgomery	Yes	Yes
3	Trustee Stephen Smith	Yes	Yes
4	Trustee Joseph Fogg	Yes	Yes