FLORIDA GULF COAST UNIVERSITY BOARD OF TRUSTEES
AND AUDIT AND COMPLIANCE COMMITTEE
CONFERENCE CALL MEETING

Tuesday, February 19, 2019

EDWARDS HALL, ROOM #309
Florida Gulf Coast University

Meeting Minutes

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

Not Present: Trustee Kevin Price.

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

Item 1: Call to Order, Roll Call, and Opening Remarks
Chair Blake Gable called the meeting to order at 10:02 a.m. and stated that the meeting had been duly noticed and was originating from Room 309 in Edwards Hall on the campus of Florida Gulf Coast University. He asked Vice President and Chief of Staff Susan Evans to call the roll. Roll call was taken with 12 of 13 members present, thus meeting quorum requirements.
Item 2: Update on Student Success and Enrollment Management Initiative

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

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

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

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

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

Trustee Leo Montgomery added the culture of the University was student-first and he believed this process would embed teamwork throughout the organization. He noted any organization that embraced teamwork would be highly successful. He commended
those involved in the Student Success and Enrollment Management Initiative.
President Martin concurred and thanked Trustee Montgomery for his remarks.

**Item 3: Consent Agenda (See Tab #1)**
Chair Gable stated that there was one item on the Consent Agenda: the Minutes of the January 8, 2019 meeting of the FGCU Board of Trustees.
Chair Gable called for a motion to approve the minutes for the January 8, 2019 FGCU Board of Trustees meeting.
Trustee Jalisa White made a motion to approve the January 8, 2019 FGCU Board of Trustees meeting minutes. Trustee Mike McDonald seconded the motion. There was no public comment, or Board discussion. The vote was 12-0 in favor of the motion.

**Item 4: Audit and Compliance Committee (See Tabs #2-3)**
Chair Gable indicated at this time the meeting would move to the Audit and Compliance Committee Meeting and later would return to the full Board meeting. He asked Audit and Compliance Committee Chair Joseph Fogg III to call to order the meeting of the Audit and Compliance Committee.
Trustee Fogg called the Audit and Compliance Committee to order and roll call was taken with all four Audit and Compliance Committee members present, thus meeting quorum requirements.

**Minutes of December 3, 2018 Meeting of Audit and Compliance Committee (TAB #2)**
Trustee Fogg called for a motion to approve the minutes of the December 3, 2018 Meeting of Audit and Compliance meeting.
Trustee Stephen Smith made a motion to approve the minutes of the December 3, 2018 meeting of the Audit and Compliance Committee. Trustee Montgomery seconded the motion. There was no public comment, or Committee discussion. The vote was 4-0 in favor of the motion.

**Florida Gulf Coast University Performance Based Funding Data Integrity Audit for Board of Governors (TAB #3)**
Trustee Fogg asked Trustee Montgomery to offer comments regarding the Data Integrity Audit. Trustee Montgomery reported in his review of the audit, he focused on the *Agreed-Upon Procedures Report* of the firm of Mauldin & Jenkins, particularly as it related to the completeness and the accuracy of data submission. He noted the Mauldin & Jenkins report took no responsibility for the accuracy and completeness of the data being submitted, which was expected as Mauldin & Jenkins had no understanding of the overall controls of the organization; however, the report prepared by the Director of Internal Audit Bill Foster included the opinion that the controls,
processes and procedures were in place to ensure the accuracy of the data submitted was complete. He stated otherwise, he believed the report by Mauldin & Jenkins was complete. He noted he questioned the value of the report by Mauldin & Jenkins and he suggested Mr. Foster reevaluate the necessity of engaging an outside firm like Mauldin & Jenkins in future years. He noted 10 of the 12 universities within the State University System (SUS) did not use an Agreed-Upon Procedures Report from an external auditor and the reports performed by Mauldin & Jenkins currently were performed together with the staff of the FGCU Office of Internal Audit. He stated he was supportive of the report that the Internal Audit staff prepared.

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

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

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

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

Vice President for Administrative Services and Finance, and Executive Director of FGCU Financing Corporation Steve Magiera responded the Board of Governors requested the Carryforward Expenditure Report that was submitted. He noted he received a request from Florida House Representative Thomas Leek which also was filed. He indicated he understood the Board of Governors would be requesting
additional information and may request the universities to explain all items on a PECO
list, which was the Capital Improvement Fund approved by the FGCU BOT in June. He
noted this would not prove difficult as it was common to provide this information
annually in October.

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

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

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

Trustee Fogg concluded the Audit and Compliance Committee meeting.

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

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

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

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

Chair Gable thanked Trustee Fogg and the members of the Audit and Compliance
Committee for the hard work and dedication.
**Item 6: Old Business**

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

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

**Item 7: New Business**

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

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

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

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

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

Agenda Items:

A. See Tabs #1-3

Attachment:

A. Record of FGCU Board of Trustees Votes
B. Record of Audit and Compliance Committee Votes
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<tr>
<th>TRUSTEES</th>
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<th>Florida Gulf Coast University Performance Based Funding Data Integrity Audit for Board of Governors (Tab #3)</th>
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<td>7. trustee Kevin Price (absent)</td>
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<td>13. trustee Blake Gable</td>
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## Record of Votes

FGCU Board of Trustees
Audit and Compliance Committee Meeting

**DATE:** February 19, 2019

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