

**FLORIDA GULF COAST UNIVERSITY BOARD OF TRUSTEES**

**Tuesday, January 14, 2020**

**COHEN CENTER BALLROOM, ROOM #203  
Florida Gulf Coast University**

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Meeting Minutes

**Members:**

*Present:* Trustee Blake Gable – Chair; Trustee Josh Ballin; Trustee Darleen Cors (at 8:37 a.m.); Trustee Richard Eide, Jr.; Trustee Joseph Fogg III; Trustee Jamie MacDonald; Trustee Leo Montgomery; Trustee Edward Morton; Trustee Jaye Semrod; Trustee Kenneth Smith; and Trustee Stephen Smith.

*Not Present:* Trustee Ashley Coone (Excused Absence) and Trustee Kevin Price (Excused Absence).

**Others:**

Staff Advisory Council (SAC) President Missy Berkley.

*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 and Chief of Staff Susan Evans; Vice President and General Counsel Vee Leonard; Vice President for Student Success & Enrollment Management Mitchell Cordova; Vice President for University Advancement, and Executive Director of FGCU Foundation Kitty Green; Senior Vice President for Strategy and Program Innovation Mike Rollo; 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.

**NOTE – At the direction of the Chair and with the concurrence of the Board, some agenda items were taken out of order. The minutes reflect the actual order of the proceedings.**

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

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Chair Blake Gable called the meeting to order at 8:30 a.m., and stated that the noticed meeting was originating from the Cohen Center Ballroom 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 10 of 13 members initially present and one joining shortly thereafter for 11 of 13 members present, thus meeting quorum requirements. Trustee Ashley Cone and Trustee Kevin Price were granted excused absences.

47 **Item 2: Welcome to New Trustees Edward Morton and Jaye Semrod**

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48 Chair Gable welcomed new Trustees appointed by the Board of Governors: Trustee  
49 Edward Morton and Trustee Jaye Semrod. Trustee Semrod stated she was delighted  
50 and honored to serve on the FGCU Board of Trustees. Trustee Morton stated he was  
51 pleased to be back on the FGCU Board of Trustees after serving seven years on the  
52 Board of Governors.

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55 **Item 3: Consent Agenda** (see Tabs #1-2)

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56 Chair Gable indicated there were two items on the Consent Agenda: (1) Minutes of  
57 September 10, 2019 Meeting and (2) Minutes of October 31, 2019 Conference Call  
58 Meeting.

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60 Trustee Ken Smith made a motion to approve the Consent Agenda. Trustee Jamie  
61 MacDonald seconded the motion.

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63 There was no public comment, or Board discussion. The vote was 10-0 in favor of the  
64 motion.

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67 **Item 4: Student Success – Enrollment Management Initiative (TAB #3)**

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68 Chair Gable explained to new Trustees Morton and Semrod that he asked Vice  
69 President for Student Success and Enrollment Management Mitch Cordova to provide  
70 an update regarding the Student Success – Enrollment Management Initiative at all of  
71 the Board meetings.

72

73 Dr. Cordova indicated as part of the Student Success update, he would discuss the  
74 initiative around DFW grades (grades of "D," "F," and "withdrawal") in gateway courses.  
75 He indicated this was a major initiative starting this year and would be a focus for many  
76 years to come. He said an integral part of FGCU's comprehensive Student Success  
77 Initiative was the need to decrease the rate of DFWs received by students in key lower  
78 level and upper level courses. He explained decreasing the rate of DFWs has been  
79 shown to significantly improve retention, persistence, and four-year graduation rates at  
80 colleges and universities nationwide.

81

82 Dr. Cordova explained gateway courses were foundational, credit-bearing,  
83 lower-level courses such as developmental math, English, biology, finance, and  
84 economics. He stated gateway courses were sometimes called "killer" courses due to  
85 the detrimental effect on grade point average (GPA), motivation, and progress. He  
86 noted large numbers of students enroll in multiple, high DFW courses at the same time.  
87 He said there was a strong correlation between students who did well in gateway  
88 courses and students who were retained and graduated in four years.

89

90 He discussed the four-and-a-half-year graduation rates. He said this was not something  
91 that was discussed a lot, but the graph illustrates a large gap between four-year and  
92 four-and-a-half year graduation rates. He said there was a 10 percentage point

93 difference between four-and-a-half year graduates and four-year graduates. He  
94 explained that four-and-a-half year students were students who started in the first-time-  
95 in-college (FTIC) freshman cohort, and graduated in the fall semester of their fifth year.  
96 He noted there was an opportunity to increase the four-year graduation rate by assisting  
97 the four-and-a-half-year graduation students with gateway courses. He displayed a  
98 graph which illustrated the top 25 gateway courses which students failed and caused a  
99 graduation delay. He explained that some of the top gateway courses were college  
100 algebra, statistics, general biology, microeconomics, and macroeconomics. He  
101 displayed and discussed a graph which illustrated the last three graduating cohorts  
102 (2013-2015). He then displayed and discussed a graph which illustrated the DFW rates  
103 for the last six fall terms (2019 data not yet available). He noted of the 810  
104 undergraduate courses (1,905 sections) offered in fall 2018, approximately 62,000  
105 grades were assigned. He said of the 62,000 grades assigned, 12.6 percent of the  
106 grades resulted in a DFW outcome. He explained that half of the DFW grades were  
107 generated by 26 courses. Dr. Cordova said now they were investigating what specific  
108 courses were producing the dominant rate of DFW grades.

109  
110 Dr. Cordova stated the Gardner Institute for Excellence in Higher Education provided  
111 best practices regarding lowering DFW rates that could be used as a roadmap. These  
112 best practices included: (1) use institutional data analytics to understand the problem  
113 and create interventions - he said he liked to refer to data analytics as actionable  
114 intelligence; (2) inform academic units of DFW rates and develop department action  
115 plans for improvement; (3) develop more academic support services for courses with  
116 high DFWs; (4) provide supplemental instruction specifically for courses with high  
117 DFWs; (5) create more engaging pedagogies - he said that this was something that  
118 would take time at FGCU as colleges and faculty worked on changing pedagogies and  
119 strategies in courses that result in high DFW rates; and (6) create a coordinated  
120 institutional plan. He stated creating a coordinated institutional plan to lower DFWs was  
121 of utmost importance.

122  
123 He indicated there were five current initiatives underway at FGCU: (1) the Student  
124 Success Council to develop institutional strategy and coordinate institutional efforts  
125 around decreasing DFWs; (2) engagement of the colleges in providing data and helping  
126 them to develop intervention strategies; (3) creation of an early alert system through  
127 early grade reporting; (4) implementation of Soar4Success program to focus specifically  
128 on freshmen; and (5) increased peer academic support services for courses with high  
129 DFWs.

130  
131 Dr. Cordova said the Soar4Success program was launched in fall 2019 and was a  
132 residency-based program focused on freshman students housed at South Village. He  
133 indicated it was an interdisciplinary team approach consisting of resident advisors  
134 (RAs), staff from the Center for Academic Achievement (CAA), and faculty teaching the  
135 courses. He said the program identified "at-risk" students (students not likely to  
136 graduate in four years based on high school GPA, ACT/SAT scores, major, and number  
137 of high DFW courses taken). He explained that predictive analytics are being utilized to  
138 figure out which students are most at risk to not graduate in four years based on the

139 data. He noted the program was a cohort model to help students work together and  
140 actively engage in various services such as tutoring, supplemental instruction, and  
141 coaching. He displayed a chart which contained fall 2019 outreach outcomes. He  
142 explained 517 very high-risk and high-risk students enrolled in English composition,  
143 general biology, intermediate algebra, and college algebra were targeted through  
144 outreach (e.g. email and intentional conversations). He said students who were very  
145 high risk and did not go to the CAA for supplemental instruction or tutoring had a DFW  
146 rate across the target courses of 45 percent. He explained that students who were very  
147 high risk and went to the CAA for at least one visit had a DFW rate across the target  
148 courses of 42 percent. He stated the average DFW rate for all very high-risk students  
149 was 43 percent. He said the high-risk students who went to the CAA at least once had  
150 a drop in their DFW rate across the target courses of 22 percent. He explained that  
151 students who made contact in the CAA consistently performed better in the higher risk  
152 gateway courses; therefore, this indicated that more visits to the CAA leads to better  
153 performance. He stated this clearly indicated that refocusing resources for specific  
154 courses to scale up student services and bring students into the CAA would make a  
155 huge impact on the DFW rate of gateway courses.

156  
157 Dr. Cordova said Peer Academic Support Services (PASS) programs were designed to  
158 directly lower DFW rates. He explained the PASS programs included supplemental  
159 instruction to directly support high DFW gateway courses (such as MAT 1033, MAC  
160 1105, and BSE 1010C). He noted the Learning Assistants (LAs) program promoted a  
161 partnership between faculty and student LAs to create an active learning classroom and  
162 deliver course content. He displayed a chart which illustrated the outcomes of the  
163 supplemental instruction and tutoring program for general biology (BSE 1010C) in fall  
164 2018. He noted students who attended a supplemental instruction or tutoring session  
165 three or less times had a DFW rate of 63 percent. He said students who went four or  
166 more times for supplemental instruction or tutoring had their DFW rate drop drastically  
167 to 20.7 percent. He pointed out on the chart that if a student went six or more times, his  
168 DFW rate was 16.6 percent. He said that this data proved that students who  
169 participated in supplemental instruction or tutoring at the CAA had better DFW  
170 outcomes.

171  
172 He explained the journey at FGCU to lower DFWs would be long and would require an  
173 institutional effort. He stated the University culture recognized the critical need to work  
174 toward a substantive difference in helping students be successful in gateway classes.  
175 He said universities with excellent retention rates and student success outcomes as a  
176 result of working towards ensuring student success in gateway courses were Georgia  
177 State University (GSU), University of South Florida (USF), and Florida International  
178 University (FIU).

179  
180 Trustee Richard Eide said he appreciated the presentation's great detail and felt Dr.  
181 Cordova had an excellent handle on the issue. He asked how a four-and-a-half-year  
182 graduate was treated within the performance metrics. Dr. Cordova responded four-and-  
183 a-half-year graduates were reported as five-year graduates. He noted there was no  
184 four-and-a-half-year graduation rate variable. Trustee Eide asked if it might be possible

185 to convince the BOG that four-and-a-half-year graduates should be considered four-  
186 year graduates. Dr. Cordova stated he was unsure, and while this was something  
187 which might be advocated for, his purpose was to maximize FGCU's ability to help  
188 students graduate within a four-year period. Trustee Eide asked if students who were  
189 unsuccessful in the gateway courses divert to other majors. Dr. Cordova responded in  
190 the affirmative; students who were unsuccessful in gateway courses tended to migrate  
191 to other majors and colleges within the institution.

192  
193 Trustee Stephen Smith informed the FGCU Board of Trustees (BOT) he recently served  
194 on the Lutgert College of Business Dean search committee and said he learned a lot  
195 about FGCU through the Dean selection process. Trustee S. Smith stated he wondered  
196 if FGCU was admitting students into the correct programs. He said, for example, he  
197 worried students without a solid math background were being admitted into math-  
198 oriented programs which in turn would set these students up for failure. He suggested  
199 the possibility of a math "boot camp" for students who wished to join a math-oriented  
200 program but did not have a solid math background. He recommended correlating the  
201 data presented by Dr. Cordova with the credentials the students had upon entering  
202 FGCU. He stated he wondered if students who did not take advantage of the tutoring  
203 programs felt there was no hope in learning the subject. Dr. Cordova responded FGCU  
204 was starting to focus on targeting admission of students around the colleges and  
205 programs which best fit each student.

206  
207 Trustee K. Smith thanked Dr. Cordova, Provost and Vice President for Academic Affairs  
208 James Llorens, and President Martin for these targeted efforts. He noted for years  
209 summer school had been a problem for FGCU; however, with the new summer school  
210 plan he believed the four-and-a-half-year graduation rate should organically lower as  
211 students were able to take summer school courses. Dr. Cordova concurred. Trustee K.  
212 Smith asked how changing majors affected the four-and-a-half year and five-year  
213 graduation rates. Dr. Cordova stated if the change of major was within the same  
214 college, the outcome was less severe; however, if a student shifted from pre-nursing to  
215 engineering, for example, a four-year graduation rate became much more challenging.  
216 Trustee K. Smith noted many students began college without career conviction and it  
217 was important for students to find a passion. He stated while it was important to meet  
218 metrics, it was also important to develop better citizens with better education. He asked  
219 if there were certain high schools that consistently produced students with difficulties in  
220 certain subjects. He asked if there was a way to identify such high schools and require  
221 students, through the admission process, to engage certain advisors. Dr. Cordova  
222 explained FGCU was currently looking at the four-year graduation rates and retention  
223 rates of successful students from certain regions of the state, counties, and high  
224 schools. He stated his team would be digging deeper into this data to develop  
225 admission strategies. He noted FGCU wanted to be a ladder and not a filter, and the  
226 Step Ahead Summer Bridge Program was in place to help students coming in with  
227 deficiencies in math and/or English be successful. Trustee K. Smith said that in the  
228 push to graduate students in four years, he hoped faculty members would not feel the  
229 need to water down important foundational course material, or experience unfair blame  
230 for students who might take longer to graduate

231 Trustee Jamie MacDonald concurred with Trustee K. Smith; students needed help and  
232 faculty needed help as well. He asked if any of the DFW courses were delivered online.  
233 Dr. Cordova responded in the affirmative; he did not know how many but certainly some  
234 were offered as online courses. Trustee MacDonald indicated it would be interesting to  
235 know how online courses related to DFW courses.

236  
237 Trustee Josh Ballin stated, as a student, he was happy to hear Dr. Cordova and his  
238 team's efforts towards reducing DFW rates. He noted these gateway courses could be  
239 quite challenging. He asked how at-risk students were approached and encouraged to  
240 visit the CAA or to reach out to other resources. Dr. Cordova explained with the  
241 Soar4Success program, outreach was made via email, followed by intentional  
242 conversations and focus groups. Trustee Ballin asked if the Soar4Success program  
243 was replacing the First Year Residential Experience (FYRE) program. Dr. Cordova  
244 responded the Soar4Success program was a new program focusing on courses with  
245 high DFW rates in high-risk students, but it is not replacing FYRE. Trustee Ballin asked  
246 if the Soar4Success program was partnered with the FYRE program. Dr. Cordova  
247 responded in the affirmative. He said that there are FYRE Fellows teaching some of the  
248 courses and there is some crossover.

249  
250 Trustee Ballin asked if advisors were made aware of which students were high risk, and  
251 help offered through the program. Dr. Cordova stated he was unsure. Trustee Ballin  
252 said if a student was considered at risk and receiving help, the advisor should know that  
253 he may be struggling and can then advise him about better-suited majors. Dr. Cordova  
254 deferred to Associate Vice President for Academic Engagement Andrew Cinoman, who  
255 oversaw University Advising and the Soar4Success program in part. Dr. Cinoman  
256 responded that first-year advising (exploratory advising), included four mandatory  
257 contacts: two in the fall and two in the spring. He explained one of the fall contacts was  
258 a group meeting addressing the transition into the institution, and the second was a pre-  
259 registration advising appointment which occurred later in the term. He said in the spring  
260 semester, a check-in meeting was required to review grades from the fall semester  
261 along with a group meeting to assist students in recognizing how performance related to  
262 their majors and determining if a major was a good fit. He stated the student could then  
263 follow up with an advising appointment for pre-registration for summer or fall. He noted  
264 while the connection with Soar4Success was indirect, the advisory community was  
265 aware of the program aware of the program and was helping students simultaneously.

266  
267 Trustee Joseph Fogg stated academic success was related to course selection. He  
268 asked if FGCU explained to at-risk students that certain courses and majors were not in  
269 the best interest of certain students. Dr. Cordova responded in the affirmative; this was  
270 done through the advising process. He explained advisors were familiar with a  
271 student's record, and knew the student's profile and major; however, students could be  
272 persistent in pursuing certain majors for which the student was not prepared.

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**Item 5: The Water School at Florida Gulf Coast University (TAB #4)**

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278 Chair Gable called on Executive Director, and Professor of Marine Science Greg Tolley  
279 to present “The Water School at Florida Gulf Coast University.” Dr. Tolley said the  
280 recent groundbreaking for the new home of The Water School was exciting, and local  
281 community support had been fantastic. He indicated when The Water School was  
282 established on March 22, 2019, Southwest Florida (SWFL) was reeling from Hurricane  
283 Irma, as well as a Red Tide which was the fifth longest in Florida recorded history and  
284 that overlapped with harmful blue-green algae blooms in the Caloosahatchee River and  
285 Lake Okeechobee. He said March 22 was also World Water Day, and the  
286 groundbreaking of The Water School on that date recognized the importance of water  
287 around the globe and connected SWFL with the rest of the world. He stated The Water  
288 School was established to address water and climate-related issues in SWFL by  
289 bringing together faculty from across campus; forging partnerships with local  
290 communities; building research capacity in the region to ensure SWFL had the tools  
291 needed to adapt to a changing world; training future water leaders; and creating a better  
292 informed and better prepared citizenry. He stated The Water School trained students in  
293 water security to ensure healthy drinking water and human wellbeing and healthy  
294 ecosystems. He said The Water School provided training regarding water-related  
295 hazards and climate change, economic activities, and development. He explained The  
296 Water School taught a systems approach which identified issues and conflicts ahead of  
297 time, foresaw future challenges, and applied a highly interdisciplinary approach to  
298 address those issues. He displayed a chart which illustrated the differing disciplines  
299 which contributed to The Water School. He noted 17 faculty members in 14 different  
300 disciplines across the College created an interdisciplinary connection that made The  
301 Water School a unique institution. He said The Water School was building on over two  
302 decades of FGCU’s water-related research in SWFL. He noted The Water School  
303 offered three undergraduate programs in water-related issues, including the new  
304 Bachelor of Science degree in environmental geology, as well as two graduate  
305 programs. He said The Water School was home to seven centers and institutes: (1)  
306 Coastal Watershed Institute, (2) Vester Marine Field Station, (3) Everglades Wetland  
307 Research Park, (4) Center for Environmental & Sustainability Education, (5) Emergent  
308 Technologies Institute, (6) Center for Agribusiness, and (7) Regional Economic  
309 Research Institute. He invited members of the FGCU BOT to make recommendations  
310 for The Water School Advisory Board by providing suggested names to Vice President  
311 Evans. He stated a council of directors also was being established to connect The  
312 Water School with other centers and institutes across campus. He said he was meeting  
313 with the Center for Agribusiness, the Regional Economic and Research Institute, and  
314 the Emergent Technologies Institute to leverage research and capabilities across  
315 campus.

316  
317 Dr. Tolley said research always started with a question. He presented the work  
318 occurring in The Water School by introducing the specific strategic initiatives, the  
319 questions which drove the initiatives, and the faculty responsible for them. He  
320 discussed Department of Marine Science Program Coordinator and Professor Mike  
321 Savarese, a noted climate change and sea level rise expert in SWFL, and his research  
322 explored questions such as:

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- (1) How does sea level rise shape our coastline?
- (2) What can sediments tell us about how our coastline has responded in the past?
- (3) Can coastal environments keep pace with sea level rise?

He said Dr. Savarese and Department of Marine Science Program Coordinator and Associate Professor Felix Jose had been partnering with the University of Florida (UF) to develop, build, and distribute an online decision tool to help local communities predict specific impacts in their neighborhoods, and to develop effective and sustainable responses. Dr. Tolley noted Department of Marine Science Chair and Associate Professor Joanne Muller’s research which explored questions such as:

- (1) Can we identify fingerprints of historic hurricanes in sediments?
- (2) Knowing strengths of modern hurricanes, can we estimate strengths of historic storms?
- (3) Can we predict strength and frequency of future storms based on climate projections?

He discussed the research being conducted regarding harmful algae blooms. He noted Ecology and Environmental Studies Professors Barry Rosen and Toshi Urakawa who were researching harmful blue-green algae blooms, along with Assistant Professor & Program Director of Public Health Jayanta Gupta, and Director of the Coastal Watershed Institute and the Vester Marine Field Station Mike Parsons. He noted Dr. Parsons also was researching Red Tide which was exponentially worse this past season and had caused economic and potential health difficulties. He noted the researchers were attempting to determine how to mitigate harmful algae blooms.

Dr. Tolley indicated he believed The Water School would make a substantial economic impact in the region. He stated The Water School combined interdisciplinary groups of faculty members from across campus in a more integrated and multidisciplinary fashion to approach these water issues. He noted the School was recruiting new faculty and staff, retaining talent in SWFL, recruiting students to SWFL, providing a high return on investment, and fueling innovative approaches to solving environmental challenges, and that the students were making impactful contributions to SWFL. He said The Water School students were obtaining internships from a wide of companies. He displayed and discussed a list of the various Water School partnerships, including conservation groups, organizations, and other institutions.

Dr. Tolley stated he believed The Water School represented an investment in the future of SWFL by attracting and growing talent in the region, building research capacity, and engaging local communities to act in their own best interest, all in an effort to conserve the environment, feed the economy in innovative ways, and protect the quality of life which SWFL residents have come to love and expect.



368 Trustee Fogg stated he believed the establishment of The Water School was one of the  
 369 most impactful things FGCU had accomplished during his time on the FGCU BOT. He  
 370 noted he hoped The Water School would develop over time significant doctoral  
 371 programs with original research and significant grants. Trustee Fogg stated he would  
 372 like to hear what the Board could expect from The Water School in the future in this  
 373 regard. Dr. Tolley stated he was supportive of a doctoral program related to water.  
 374 President Martin stated research-based doctoral programs were appropriate for The  
 375 Water School. President Martin said he hoped to develop a strategy over the next few  
 376 years ultimately to bring to the Board of Governors. Dr. Tolley noted cutting-edge  
 377 research currently was being conducted in The Water School, and that they had  
 378 received funding by the following organizations: the National Science Foundation (NSF),  
 379 National Institute of Health (NIH), National Oceanographic and Atmospheric  
 380 Administration (NOAA), U.S. Environmental Protection Agency (EPA), and Florida  
 381 Department of Health (DOH). Dr. Tolley stated Dr. Parsons received a \$5.9 million  
 382 grant from NSF and NIH two years ago to research seafood safety in the Caribbean.  
 383 Dr. Tolley said he thought The Water School was doing well, but still had a long way to  
 384 go. He noted that the School also relies on state and local funding to ensure that FGCU  
 385 is part of the solution here in SWFL.

386  
 387 Trustee Leo Montgomery suggested looking into corporate sponsorships. He explained  
 388 that some Fortune 500 companies have in their mission statement an effort to preserve  
 389 the environment, which included water. He asked if there was a plan in place to  
 390 develop relationships, not only locally, but with corporate America. Dr. Tolley agreed  
 391 with Trustee Montgomery, and said there was a plan to assemble a strong advisory  
 392 board with individuals who might have corporate connections.

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395 **Item 6: Campus Master Plan Update for 2020-2030 (TAB #5)**

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396 Chair Gable called on Vice President for Administrative Services and Finance, and  
 397 Executive Director of FGCU Financing Corporation Steve Magiera to present the  
 398 Campus Master Plan Update for 2020-2030. Mr. Magiera explained the Campus  
 399 Master Plan (CMP) was required by Florida Statute and must be updated every five  
 400 years. He noted the CMP would not be completed until September 2020, at which time  
 401 the CMP would come before the FGCU BOT for approval. He indicated that following  
 402 approval, FGCU was required to meet with Lee County Government to discuss potential  
 403 FGCU impacts on water, sewer, transportation, etc. He stated today's presentation  
 404 primarily would focus on the FGCU main campus, but they would also be looking at  
 405 other sites such as the Emergent Technologies Institute, the Naples Botanical Garden,  
 406 and the Vester Marine Field Station. He introduced Senior Planner Jay Demma from  
 407 Perkins & Will Consulting.

408

409 Mr. Demma stated Perkins & Will Consulting had over 80 years of higher education  
 410 design experience and had worked with over 300 institutions globally regarding building  
 411 and campus planning. He noted sustainability and resiliency was an important focus of  
 412 Perkins & Will, and a part of the company's mission. He stated Perkins & Will was rated  
 413 number one in higher education design by Architectural Record Top Firms and had

414 extensive experience in the State University System (SUS) of Florida, working with  
415 University of Florida (UF), Florida International University (FIU), and Florida State  
416 University (FSU). He explained Perkins & Will was updating FGCU's Campus Master  
417 Plan (with the previous CMP completed in 2015). He noted the CMP update would  
418 include many elements, as required by the SUS, including urban design framework,  
419 land use patterns, identification of the need for new buildings, transportation  
420 improvements, infrastructure improvements, conservation, and prioritization of  
421 recommendations. He said meeting and working with the local government also was a  
422 key part of updating the CMP. He stated the updated CMP would cover the years 2020  
423 to 2030 but would require updating in 2025 (every five years). He reviewed the CMP  
424 process timeline, which is four phases extended over one year's time. He said the first  
425 phase was inventory and analysis of existing conditions for the campus. He stated the  
426 second phase was taking information from the first phase and generating concepts and  
427 ideas to formulate the CMP. He explained the third phase was where a lot of the  
428 concepts are refined and developed into a cohesive CMP. Mr. Demma said in the  
429 fourth phase Perkins & Will would work with the FGCU BOT through a first public  
430 hearing, then present the plan to local governments for their review, incorporate their  
431 comments, and ideally adopt the plan in 2020. He stated that as part of the timeline,  
432 they would be coming back to the FGCU BOT for an informal public hearing that is  
433 required by Florida Statute.

434  
435 Mr. Demma reviewed what Perkins & Will had accomplished up to this point. During  
436 close observations of the campus, Perkins & Will noted the remarkable native Florida  
437 landscape, identified the opportunity to enhance the central spine, identified the  
438 potential for outdoor study areas, and noted the Student Union (Cohen Center)  
439 appeared to lack critical programming. He noted Perkins & Will reviewed FGCU  
440 enrollment and graduation trends, the physical inventory of campus, and previous  
441 CMPs. He displayed and discussed a map which illustrated the 2015 CMP, what  
442 project areas were awaiting implementation, and what project areas already had been  
443 implemented. He indicated Perkins & Will conducted nine listening sessions on a  
444 variety of topics within the FGCU community over a three-day period. He noted over  
445 200 individuals attended the sessions, including more than 60 students. He indicated a  
446 survey was taken with more than 100 responses. He noted while this was not a  
447 representative sample of the entire FGCU community, the survey responses provided  
448 beneficial feedback. He stated a workshop was held with about 80 attendees in  
449 December, which provided additional beneficial feedback. He said that after reviewing  
450 the feedback, four main themes were discovered: (1) using space more efficiently; (2)  
451 connections to the community; (3) preserving and leveraging the campus' natural  
452 assets; and (4) movement as a quality experience (safety, wellbeing, transportation,  
453 timeliness, etc.).

454  
455 Mr. Demma discussed the survey questions and answers; (1) Over the next 10 years,  
456 what is the one thing on campus you hope will remain the same? He indicated the  
457 number one answer was the natural environment. (2) Over the next 10 years, what is  
458 the one thing on campus you hope will change? He indicated building locations and  
459 transportation were important for faculty and staff, while students wished to see more

460 commitment to the environment and to have a bigger voice in the decision-making  
461 process and (3) Over the next 10 years, what is the one thing you hope will be added to  
462 the campus? He indicated the answer that came to the forefront for faculty, staff, and  
463 students was spaces and services for students.

464  
465 Mr. Demma stated Perkins & Will was in the second phase of the process, which is  
466 exploration of concepts. He said the first step was taking the information collected in  
467 phase one and creating two maps. He said they mapped a lot on constraints – due to  
468 movement, and to the physical space. He said they then began to map where  
469 opportunities existed, such as outreach to the community, as well as a list of guiding  
470 principles focused on student success. He indicated a map with conceptual ideas for  
471 how to potentially optimize use of space within the core academic district over the long  
472 term was developed, along with ideas regarding transforming small spaces into  
473 impactful spaces. He noted ideas were generated and illustrated on a map regarding  
474 improved movement, including a redesigned loop road, future boardwalk locations, and  
475 location of future solar fields when the existing ones meet their shelf life. He indicated  
476 ideas regarding leveraging and preserving natural assets were generated and needed  
477 to be clearly delineated. He stated FGCU's connection to the community was  
478 evaluated, including campus visibility and access to the community. He said they also  
479 were looking at how the Emergent Technologies Institute, Naples Botanical Garden,  
480 and Vester Marine Field Station were extensions of the FGCU main campus and what  
481 roles they played.

482  
483 Mr. Demma stated the next steps were fleshing out the design concepts, refinement of  
484 the plan (including an informal hearing with the FGCU BOT), formal hearings, meeting  
485 with local government, and then finalizing the plan.

486  
487 Trustee Montgomery asked if any lessons were learned from the 2010 and 2015 CMPs.  
488 Mr. Demma responded in the affirmative; a number of projects from the 2015 CMP were  
489 continuing to be moved forward into the 2020 CMP. He stated a number of boardwalk  
490 connection ideas and parking needs identified in the 2015 CMP had value in today's  
491 CMP.

492  
493 Trustee MacDonald noted preservation of the natural assets was extremely important to  
494 faculty and suggested that moving forward, clearly delineating the preserve areas would  
495 be very beneficial.

496  
497 Trustee Eide asked if Perkins & Will was involved with the original campus design. Mr.  
498 Demma responded in the negative. Trustee Eide asked if there were original design  
499 flaws which were causing difficulties and wondered if Perkins & Will would have  
500 designed the campus differently. Mr. Demma responded in the negative. He stated  
501 Perkins & Will felt the original campus design recognized the importance of the natural  
502 environment. He noted the proposed changes were less about "fixing a defect" and  
503 more about "addressing new needs."

504

505 Trustee S. Smith asked who Perkins & Will reported to at FGCU. Mr. Demma indicated  
 506 Perkins & Will most directly reported to Director of Facilities Planning Tom Mayo.  
 507 Trustee S. Smith asked for more information regarding constraints, including information  
 508 about possible county, state, or other regulatory bodies which might impinge upon  
 509 FGCU's ability to make changes. Mr. Demma noted Perkins & Will was in the process  
 510 of identifying the various legal authorities in this regard. He noted Lee County recently  
 511 updated its Comprehensive Plan which was being reviewed. He stated the University  
 512 also formed a Steering Committee with representation from faculty, staff, and students  
 513 which Perkins & Will was working with on a regular basis.

514  
 515 Trustee Ballin indicated he was the student representative on the Steering Committee.  
 516 He stated there were three things that came from the survey answers that resonated  
 517 with him and that the students hoped to change. He said it is not parking – instead, it is  
 518 to: (1) have a more culturally-inclusive campus; (2) have improved safety and security,  
 519 and; (3) have more transparency in campus decision-making. He indicated it was  
 520 important to keep these three major items in the forefront of thinking and planning as it  
 521 impacts the lives of FGCU students daily. He said the things students wished to have  
 522 added to campus were: space and services, transportation, and a connection to FGCU.  
 523 He stated if students were not connected to the institution, retention was difficult. He  
 524 emphasized the importance of creating more spaces for students in an effort to provide  
 525 more connectivity and thus improve retention. He again encouraged Perkins & Will and  
 526 FGCU to keep these priorities in the forefront of decision-making and planning.

527  
 528

529 **Item 7: Standing Report from United Faculty of Florida (UFF)/FGCU Chapter**

530 Chair Gable stated the standing report from United Faculty of Florida (UFF)/FGCU  
 531 Chapter was being made in conjunction with the Collective Bargaining Agreement  
 532 (CBA) provision which provided UFF an opportunity to speak to FGCU Board of  
 533 Trustees' agenda items which affected the wages, hours, and other terms and  
 534 conditions of employment of employees. "Employees" was defined as a member of the  
 535 bargaining unit. He welcomed UFF Co-Presidents Dr. Scott Michael and Dr. Patrick  
 536 Niner.

537

538 Dr. Michael said the CBA was completed. He noted the interactions with management  
 539 were very collegial, and all parties were in agreement that excellence and positive  
 540 student experience were top priorities. He stated the new CBA included a two-percent  
 541 raise, with a \$2,000 minimum, retroactive to August 7, 2019. He stated that in order to  
 542 avoid retroactive salary increases in the future, the UFF/FGCU Chapter was moving  
 543 salary negotiations forward into a more long-term, strategic, forward-looking process.  
 544 He indicated a ratification vote on the new CBA was conducted. He explained all 407  
 545 in-unit faculty were eligible to vote (65 percent were dues-paying members), and 273  
 546 ballots were received with 221 votes "aye", and five votes "nay" regarding the changes  
 547 made to the CBA. He noted the CBA would be presented to the FGCU BOT later today  
 548 for approval, and he encouraged the Board to agree to the terms.

549  
 550

551 **Item 8: Standing Report from FGCU Foundation Board of Directors**

---

552 FGCU Board of Trustees Liaison to FGCU Foundation Board of Directors Leo  
 553 Montgomery reported the FGCU Foundation ended the first quarter of Fiscal Year 2020  
 554 with \$140 million in assets and total liabilities of just over \$600,000. He noted net  
 555 investment earnings for the quarter were \$0.5 million; the investment pool's market  
 556 value as of September 30, 2019 was \$103.8 million. He stated the Foundation  
 557 remained ahead of last year in fundraising, and for the first half of the year had  
 558 commitments of roughly \$15 million, over halfway to the annual goal of \$25 million. He  
 559 stated the focus for fundraising this year was to complete the funding needed to build  
 560 the Center for Entrepreneurship and Innovation, as well as funding for The Water  
 561 School; continued student success initiatives; scholarships; and phase two of Alico  
 562 Arena renovations. He noted that the Development team was now fully staffed and  
 563 working to align with areas of focus and portfolios. He noted an outside consultant  
 564 reviewed the operation and was complimentary of the team and the success achieved.  
 565 He indicated the consultant would continue working with the team regarding system  
 566 refinements over the next quarter. He noted the Foundation Strategic Plan was being  
 567 updated. He said last quarter was devoted to getting input from the Foundation Board,  
 568 staff, and academic units, and the Foundation was drafting the revised plan for  
 569 Foundation Board approval in March. He stated the Real Estate Committee was  
 570 finalizing a 20-acre land donation from Benderson Development in its planned  
 571 Commercial Park at Alico Road and Ben Hill Griffin Parkway. He noted the  
 572 Advancement team spearheaded several successful events last quarter which garnered  
 573 positive attention in the community, including the grand opening of the new Student and  
 574 Community Counseling Center, and the ceremonial groundbreaking for Academic  
 575 Building 9. He stated preparations were being made to launch the second season of  
 576 the Research Roadshow, which would provide engaging community-focused  
 577 student/faculty research to be presented to the public in Naples, Fort Myers, and  
 578 Sanibel Island. He noted planning was underway for the February 7 grand opening  
 579 celebration for the University Recreation and Wellness Center. He commended all  
 580 involved in the advancement and improvement of FGCU. He said many people,  
 581 including members of the FGCU BOT, were involved in the advancing of the University  
 582 and fundraising. He commended President Martin for setting the tone at the top and  
 583 being very engaged. He said, for example, President Martin served on the Board of  
 584 Imagine Solutions and as a result, the CEO of Imagine Solutions arranged a fundraiser  
 585 with a roundtable of retired Fortune 500 CEOs in SWFL.

586  
 587

588 **Item 9: Standing Report from FGCU Financing Corporation Board of Directors**

---

589 FGCU Board of Trustees Liaison to FGCU Financing Corporation Board of Directors  
 590 Richard Eide, Jr. reported the Financing Corporation refunded approximately 25 percent  
 591 of outstanding debt; roughly \$41 million was refunded. He explained this was done in a  
 592 way which restructured the debt and cut the rate to the effect the University would save  
 593 \$11 million in debt service over the next 19 years: \$330,000 would be saved this year  
 594 followed by \$580,000 annually for 19 years. He noted if rates stayed low, another \$25  
 595 million in debt could be restructured in February 2021. Chair Gable commended  
 596 Trustee Eide and the Financing Corporation Board of Directors for this outstanding

597 accomplishment. Trustee Eide said the new bonds were held by top bond funds and  
 598 top casualty insurers, not because of the clever financial engineering by the Financing  
 599 Corporation Board, but because of FGCU's high-quality real estate operation (student  
 600 housing and parking). He noted FGCU had no difficulties in occupancies with student  
 601 housing and parking, however, some of the housing was aging and would need  
 602 improvements such as new roofs and other maintenance. He indicated it was important  
 603 to make these investments to keep the housing program functioning at its current high  
 604 level.

605  
 606 Trustee Morton asked about the impact of the Tax Act of 2018 on the financing deals.  
 607 Mr. Magiera indicated FGCU refinanced bonds two years ago and did not do quite as  
 608 well; however, the Tax Act did not seem to have much of an impact on the recent  
 609 refinancing. He explained bonds were held for 30 years with call dates at the first 10  
 610 years. He stated in February 2021 there was another \$25 million bond issue which had  
 611 the potential to be called and restructured; the process of restructuring would begin  
 612 around September 2020.

613  
 614 Trustee Eide explained the Tax Act of 2018, as a general proposition, narrowed the  
 615 spread between tax exempt bonds and taxable bonds.

616  
 617

#### 618 **Item 10: Chair's Report**

---

619 Chair Gable stated he would be speaking on various items in the meeting; therefore, he  
 620 would forego his report in the interest of time with today's full agenda.

621  
 622

#### 623 **Item 11: President's Report**

---

624 President Mike Martin welcomed back Trustee Edward Morton and welcomed Trustee  
 625 Jaye Semrod to the FGCU Board of Trustees. He stated Joe Alexa, recently retired  
 626 Athletics Director from Louisiana State University (LSU), and Carl Benson, recently  
 627 retired Commissioner of the Sunbelt Conference, would come and spend the day talking  
 628 with FGCU publicly about the current state of, and future direction of, intercollegiate  
 629 sports.

630  
 631 President Martin stated the Board approved a Legislative Budget Request (LBR) in  
 632 June; in the interim, the BOG changed the rules and the request was required to be  
 633 reorganized and resubmitted, prior to time for re-approval by the FGCU BOT. He  
 634 explained this was for the designation of FGCU as a University of Distinction built  
 635 around The Water School initiative. He stated the spirit of what was approved was not  
 636 violated in any way, only portions were relabeled in an attempt to ensure the obligations  
 637 of the Board of Governors were met in a timely fashion. He stated the Legislature was  
 638 now in session and he looked forward to having success from the support of the local  
 639 delegation and the Board of Governors.

640

641 He introduced the new Dean of the Lutgert College of Business Chris Westley, who was  
 642 selected from a competitive national search. He noted Trustee Stephen Smith

643 participated on the search committee for the Dean of the Lutgert College of Business,  
644 and thanked him for his thorough and thoughtful assessment of the candidates. He  
645 introduced the new Assistant Vice President for Human Resources Sara Stensrud. He  
646 noted the search for an Executive Vice President and Provost continued, led by Senior  
647 Vice President for Strategy and Program Innovation Mike Rollo. He noted the  
648 Diversified Search executive search firm was assisting in the process, and Trustee  
649 Ashley Coone was participating as a representative of the BOT. He noted the search  
650 for a Dean of the College of Arts and Sciences would begin in the near future.

651  
652 President Martin said he was recommending the UFF/FGCU Chapter CBA's  
653 compensation package for approval. He stated next week the Recreation and Wellness  
654 Center would become operational and would have an official grand opening on  
655 February 7. He stated FGCU was close to obtaining the final amount of needed funding  
656 to build an Entrepreneurship Institute building, including housing the Regional Economic  
657 Research Institute. He thanked Joe Catti and his bank FineMark for making a \$1 million  
658 commitment toward this building. He said 3,600 square feet had been added to the  
659 Cohen Center with the renovation. He indicated the Cohen Center would be renamed  
660 the Cohen Student Union, and that the addition and the name change were approved  
661 by donor Janet Cohen.

662  
663 He said the Campus Master Plan process was under way as described earlier in the  
664 meeting, and it was important to consider other FGCU assets including West Lake Village,  
665 ETI, Vester Marine Field Station, and at the Naples Botanical Garden. President Martin  
666 stated there were emerging academic programs, including micro-credentialing. He  
667 explained that micro-credentialing referred to badges and certificates that enhanced an  
668 individual's capabilities to enter the workforce in certain industries. He said there would  
669 be a micro-credentialing program in partnership with Arthrex for people entering the  
670 medical device field, and described the Arthrex program as one to be replicated with other  
671 major employers in the region. He said a Continuous Improvement Initiative was  
672 launched, and that FGCU Complete had gained traction. He indicated FGCU was moving  
673 forward with changes in the Resort and Hospitality Management program in an effort to  
674 seek a higher Classification of Instructional Programs (CIP) number and accreditation  
675 through the more rigorous Association to Advance Collegiate Schools of Business  
676 (AACSB). He stated on January 31, a broadly inclusive campus-wide conversation would  
677 begin regarding an assessment to rebalance resources in an effort to meet the demand  
678 of certain programs. He urged the BOT to keep the fundraising staff apprised of any  
679 opportunities regarding donors or partnerships.

680  
681 Chair Gable and President Martin commented positively on the FGCU Holiday Concert  
682 in December and a friends dinner Trustee Fogg hosted following the concert. Trustee  
683 Fogg stated it was a fabulous concert and encouraged everyone to attend in the future.

684  
685  
686  
687  
688

689 **Item 12: Academic/Student/Faculty Affairs Committee** (see Tabs #6, 7, 8, 9, 10, 12)  
690 Chair Gable said he would run today's Committee meeting for former Trustee Christian  
691 Spilker, who previously chaired it. He noted there was one information item and five  
692 action items.

693  
694 **Online Graduate Programs (TAB #6)**

---

695 Senior Vice President for Strategy and Program Innovation Mike Rollo stated the Board  
696 of Governors (BOG) Strategic Plan for Online Education directed universities to  
697 enhance their online presence. He said, in support of this goal, FGCU had entered into  
698 an agreement with a company called Academic Partnerships to focus on graduate  
699 education. He stated FGCU, with consultation from Academic Partnerships, identified  
700 six graduate programs to be offered completely online that were most likely to be  
701 competitive in the marketplace: the Master of Business Administration (MBA) with four  
702 concentrations, and five master's degrees in education in different areas of expertise  
703 (including special education, higher education, K-12 leadership, and curriculum and  
704 instruction). He indicated Academic Partnerships had expertise in marketing and  
705 recruitment and would assist in bringing in qualified graduate applicants. He noted  
706 FGCU completely controlled the curriculum and production of courses. He stated this  
707 would be done in seven-week semesters, which would allow non-traditional students  
708 access to FGCU. He noted if a student was extremely dedicated, it would be possible  
709 to complete a master's degree in one year. He stated many similar programs  
710 throughout the nation were highly successful.

711  
712 Mr. Magiera said this program was only for select graduate degrees and only for fully  
713 online students. He explained Academic Partnerships would conduct all marketing for  
714 the program and would be paid 50 percent of the tuition. He displayed and discussed a  
715 chart which illustrated projected revenues: FGCU would lose approximately \$335,000  
716 the first year, and it would not be profitable until the third year. He noted if the courses  
717 were taught by an adjunct, expenses would be less. He indicated as the online  
718 programs progressed and developed (by Ph.D. professors) expenses would go down as  
719 adjunct professors and teaching assistants (TAs) were able to step in and assist with  
720 growing class sizes. He noted paying 50 percent of tuition to Academic Partnerships  
721 matched Academic Partnerships' interest to FGCU's interest; Academic Partnerships  
722 wished to see the program succeed.

723  
724 Trustee MacDonald asked how long the agreement was with Academic Partnerships.  
725 Mr. Magiera responded the agreement was for seven years.

726  
727 Trustee Fogg asked who would review the academic quality of the MBA degrees. Dr.  
728 Rollo responded Director of Instructional Technology Dave Jaeger and his digital  
729 learning group were working to reformat current FGCU courses into seven-week  
730 modules according to the State of Florida guidelines. He stated the online MBA was the  
731 same MBA as could be achieved on campus, simply in an online format.

732  
733  
734



735 **FGCU Regulation 4.002 Student Code of Conduct and Student Conduct Review**  
736 **Process (TAB #7)**

---

737 Dr. Cordova stated amendments to FGCU Regulation 4.002 Student Code of Conduct  
738 and Student Conduct Review Process were made after a committee of students, faculty,  
739 and staff met during the fall 2019 semester to review the existing Student Code of  
740 Conduct and Student Conduct Review Process. He explained the Board of Governors  
741 Regulation 6.0105 required performance of a periodic evaluation of the student  
742 disciplinary system. He stated the amendments prohibited gambling on campus,  
743 prohibited commercial solicitation without prior approval, and described the existing  
744 procedures to seek judicial review following the final decision made by the University.  
745 He asked for approval of the amendments.

746  
747 Trustee K. Smith made a motion to approve FGCU Regulation 4.002 Student Code of  
748 Conduct and Student Conduct Review Process as presented. Trustee S. Smith  
749 seconded the motion.

750  
751 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
752 motion.

753

754 **FGCU Regulation 3.005 Graduate Admissions (TAB #8)**

---

755 Dr. Cordova stated FGCU Regulation 3.005 Graduate Admissions was amended to  
756 reflect new organizational changes in the Enrollment Management unit, as well as  
757 changes to the immunization requirements for on-campus and off-campus students. He  
758 asked for approval.

759  
760 Trustee K. Smith made a motion to approve FGCU Regulation 3.005 Graduate  
761 Admissions as presented. Trustee Cors seconded the motion.

762  
763 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
764 motion.

765

766 **FGCU Regulation 2.001 Undergraduate Admissions (TAB #9)**

---

767 Dr. Cordova explained FGCU Regulation 2.001 Undergraduate Admissions was  
768 amended to reflect new organizational and procedural changes in the Office of  
769 Undergraduate Admissions and the Enrollment Management unit; also, amendments  
770 were made to reflect changes in the immunization requirements for on-campus and off-  
771 campus students. He asked for approval.

772

773 Trustee K. Smith made a motion to approve FGCU Regulation 2.001 Undergraduate  
774 Admissions as presented. Trustee Ballin seconded the motion.

775

776 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
777 motion.

778

779

780 **Ratification of 2018-2019 Collective Bargaining Re-Opener Agreement with United**  
781 **Faculty of Florida/FGCU Chapter (TAB #10)**

---

782 Provost and Vice President for Academic Affairs James Llorens indicated the United  
783 Faculty of Florida/FGCU Chapter (UFF/FGCU) Collective Bargaining Re-Opener  
784 Agreement was being presented for approval. He stated this was a fair agreement with  
785 the UFF/FGCU Chapter. He thanked Associate Provost and Associate Vice President  
786 for Academic Affairs Tony Barringer for negotiating on behalf of the University and  
787 Office of the Provost, and also thanked the UFF/FGCU Chapter. He asked for approval.  
788

789 Trustee MacDonald made a motion to ratify the agreed upon changes bargained during  
790 the 2018-19 Collective Bargaining Agreement re-opener session. Trustee Montgomery  
791 seconded the motion.  
792

793 Trustee S. Smith asked if the current budget was able to absorb the changes. Provost  
794 Llorens responded in the affirmative.  
795

796 President Martin stated he felt it was easier to justify a compensation increase when the  
797 faculty earned the increase. He stated FGCU generated more tuition revenue by having  
798 higher teaching loads and greater participation by students. He stated funding was  
799 recovered through performance funding. He indicated he felt this justified the faculty's  
800 compensation increase.  
801

802 Chair Gable congratulated all individuals who were involved in the Collective Bargaining  
803 Agreement.  
804

805 There was no public comment, or further Board discussion. The vote was 11-0 in favor  
806 of the motion.  
807

808 **FGCU Regulation 7.003 Special Fees (Library Fines) (TAB #12)**

---

809 Provost Llorens stated it was discovered students were blocked from registering for,  
810 adding, or dropping classes due to unpaid overdue fines for the late return of library  
811 materials. He indicated students would continue to be held accountable for a loss of  
812 books, but removal of these minimal fines would eliminate a timely registration barrier.  
813 He asked for approval to remove these fines.  
814

815 Trustee K. Smith made a motion to revise FGCU Regulation 7.003 Special Fees to  
816 eliminate the Overdue Library Material Fee (see Line #7 of the Regulation) and only  
817 charge students for damaged or lost materials as described in the Regulation. Trustee  
818 Ballin seconded the motion.  
819

820 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
821 motion.  
822

823 Chair Gable called for a brief recess at 10:42 a.m.  
824  
825

826 **Item 13: Finance, Facilities and Administration Committee** (see Tabs #13-24)

---

827 Chair Gable reconvened the meeting at 10:55 a.m. and called on Committee Chair Ken  
828 Smith for his items. Committee Chair Ken Smith said there was one information item  
829 and 11 action items on the agenda. Trustee K. Smith called on Vice President for  
830 Administrative Services and Finance, and Executive Director of FGCU Financing  
831 Corporation Steve Magiera.

832

833 **Finance/Budget Update (TAB #13)**

---

834 Mr. Magiera presented the Finance/Budget Update. He noted total revenues were up  
835 approximately \$1.5 million over the budgeted amount; concessions were down \$36,000;  
836 and financial aid was up approximately \$1.3 million. He noted generally when a budget  
837 was up in financial aid on revenue, expenditures also would be up. He stated the  
838 budget had a \$4.7 million favorable variance in expenditures. He noted there were no  
839 concerns and the budget was healthy enough to absorb the increase in faculty  
840 compensation (approximately \$450,000). He noted salary savings were currently much  
841 greater than \$450,000, and that this would become a permanent item in the budget for  
842 next year.

843

844 Trustee K. Smith stated he found the Summary Memo helpful.

845

846 **FGCU Regulation (# TBD) Procurement (TAB #14)**

---

847 Mr. Magiera indicated he was going to discuss Tabs #14 through 19 as the topics were  
848 related; however, each would require a separate vote per Board of Governors (BOG)  
849 regulations. He explained when the BOG changed a regulation, the University was  
850 required to adjust its own regulations. He stated the BOG regularly audited  
851 transactions, as well as regulations, to ensure FGCU regulations met the spirit and  
852 intent of BOG regulations. He stated at a meeting of university purchasing directors, it  
853 was recommended that a number of regulations be collapsed into a single regulation.  
854 He stated Tab #14 was the new regulation, which incorporated the content of five  
855 regulations (Tabs #15 through 19) into a single regulation.

856

857 Trustee S. Smith made a motion to approve FGCU Regulation (# TBD) Procurement.  
858 Trustee Ballin seconded the motion.

859

860 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
861 motion.

862

863 **FGCU Regulation Repeal: FGCU-PR6.014 Purchasing Authority of the University**  
864 **(TAB #15)**

---

865 Mr. Magiera said this Regulation was being repealed and its contents were incorporated  
866 into new FGCU Regulation (# TBD) Procurement.

867

868 Trustee S. Smith made a motion to approve FGCU Regulation Repeal: FGCU-PR6.014  
869 Purchasing Authority of the University. Trustee Cors seconded the motion.

870

871 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
872 motion.

873

874 **FGCU Regulation Repeal: FGCU-PR6.015 Competitive Solicitations Requirement**  
875 **(TAB #16)**

---

876 Mr. Magiera stated this Regulation was being repealed and its contents were  
877 incorporated into new FGCU Regulation (# TBD) Procurement.

878

879 Trustee Cors made a motion to approve FGCU Regulation Repeal: FGCU-PR6.015  
880 Competitive Solicitations Requirement. Trustee Semrod seconded the motion.

881

882 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
883 motion.

884

885 **FGCU Regulation Repeal: FGCU-PR6.016 Purchase of Commodities or**  
886 **Contractual Services (TAB #17)**

---

887 Mr. Magiera stated this Regulation was being repealed and its contents were  
888 incorporated into new FGCU Regulation (# TBD) Procurement.

889

890 Trustee S. Smith made a motion to approve FGCU Regulation Repeal: FGCU-PR6.016  
891 Purchase of Commodities or Contractual Services. Trustee MacDonald seconded the  
892 motion.

893

894 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
895 motion.

896

897 **FGCU Regulation Repeal: FGCU-PR6.019 Standard of Conduct (Procurement)**  
898 **(TAB #19)**

---

899 Mr. Magiera said this Regulation was being repealed and its contents were incorporated  
900 into new FGCU Regulation (# TBD) Procurement.

901

902 Trustee Cors made a motion to approve FGCU Regulation Repeal: FGCU-PR6.019  
903 Standard of Conduct (Procurement). Trustee Montgomery seconded the motion.

904

905 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
906 motion.

907

908 **FGCU Regulation Repeal: FGCU-PR6.018 Contracts (TAB #18)**

---

909 Mr. Magiera said this Regulation was being repealed and its contents were incorporated  
910 into a new FGCU Regulation (# TBD) Procurement.

911

912 Trustee S. Smith made a motion to approve FGCU Regulation Repeal: FGCU-PR.6.018  
913 Contracts. Trustee Montgomery seconded the motion.

914

915 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
916 motion.

917

918 **FGCU Regulation 5.018 Sick Leave Pool (TAB #20)**

---

919 Mr. Magiera said that in 2013, University regulations changed for new employees to  
920 state an outgoing employee would not be paid for unused sick leave. He explained this  
921 new amendment prohibited vacation time from being donated to the sick leave pool. He  
922 stated that if the balance of the sick leave pool were to become low, an email would be  
923 sent to participating employees to donate eight hours of their sick leave to the pool.

924

925 Trustee Cors made a motion to approve FGCU Regulation 5.018 Sick Leave Pool as  
926 presented. Trustee Ballin seconded the motion.

927

928 Trustee Eide asked if there had been any objections to this change. Mr. Magiera  
929 responded in the negative.

930

931 There was no public comment, or further Board discussion. The vote was 11-0 in favor  
932 of the motion.

933

934 **FGCU Regulation 5.010 Nepotism (TAB #21)**

---

935 Mr. Magiera stated the amended Regulation would still prohibit a University official from  
936 holding a supervisory role over an employee who was a related person of the University  
937 official. He noted wording had been changed to allow for exceptions to this prohibition  
938 with approval from the President or the respective Vice President.

939

940 Trustee S. Smith made a motion to approve FGCU Regulation 5.010 Nepotism as  
941 presented. Trustee Montgomery seconded the motion.

942

943 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
944 motion.

945

946 **FGCU Regulation 6.008 Protests (TAB #22)**

---

947 Mr. Magiera said this Regulation was amended to include language from Board of  
948 Governors Regulation 18.002.

949

950 Trustee S. Smith made a motion to approve FGCU Regulation 6.008 Protests as  
951 presented. Trustee MacDonald seconded the motion.

952

953 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
954 motion.

955

956

957

958 **Fixed Capital Outlay Budget Quarterly Update (TAB #23)**

---

959 Mr. Magiera reminded the BOT that this was a new report this year, as a requirement  
960 from the Board of Governors to bring forward all fixed capital outlay in a quarterly  
961 update format. He explained the changes were as follows:

- 962 (1) Line 4 – Central Energy Plant was completed and was under budget by \$54,908.  
963 These funds would be returned to the Auxiliary fund, which was paying for the  
964 improvements.
- 965 (2) Line 7 – Reed Hall 153 & 163 remodel was completed and was under budget by  
966 \$15,434. These funds would be returned to the carryforward balance.
- 967 (3) Line 13 – Campus Dining-SoVi Dining. This was a new item to possibly renovate  
968 and remodel the food service location in South Village. The funds were being  
969 provided from the food service vendor, Chartwells; however, funds would go to  
970 FGCU and would require the FGCU BOT's permission for expenditure. A budget  
971 for this fiscal year of \$300,000 was requested in order to get the project started.
- 972 (4) Line 15 – Maintenance. There were various maintenance items including parking  
973 lot maintenance. The projects were completed under budget by \$62,872. These  
974 funds would be returned to carryforward balance.
- 975 (5) Lines 21 and 22 – SoVi Modular 2 and Lutgert Hall were being presented because  
976 of a change in the ruling by the Board of Governors as it relates to encumbrances.  
977 For the first time this year, encumbrances were considered carryforward. He  
978 indicated he believed there was a chance this would be reversed next year.  
979 Trustee K. Smith asked if the auditors would have difficulty with this change.  
980 Director of Internal Audit Bill Foster responded if there was a signed contract in  
981 place and a purchase order issued, it was an encumbrance. Mr. Magiera stated  
982 he felt this should be acceptable as it was identified and separated. He noted he  
983 was only concerned as adding encumbrances to carryforward would increase the  
984 carryforward balance; however, there were reasons for the growth and the reasons  
985 were clearly identified.
- 986 (6) Lines 23 and 24 – Alico Arena Phase 2 remodeling and Center for  
987 Entrepreneurship and Innovation were completely funded through the Foundation  
988 and therefore there was no request for an approved budget. He noted this was  
989 included for informational purposes only as this was not an FGCU project.

990  
991 Trustee Montgomery asked if FGCU had capital leases and/or operating leases. Mr.  
992 Magiera responded in the affirmative. He said the FGCU had some operating leases,  
993 such as car leases, and housing was the only capital lease. Mr. Magiera explained that  
994 in the past, only capital leases and not operational leases needed to be reported on  
995 financial statements but this would soon change under new forthcoming accounting  
996 rules.

997  
998 Trustee Cors made a motion to approve the Fixed Capital Outlay Budget Quarterly  
999 Update. Trustee Semrod seconded the motion.

1000

1001 There was no public comment, or further Board discussion. The vote was 11-0 in favor  
1002 of the motion.

1003

1004 **FGCU Financing Corporation Bylaws (TAB #24)**

---

1005 Mr. Magiera indicated three changes were made to the Financing Corporation Bylaws:

1006 (1) Page 2 – Item 4.a.2. The President of the University also would serve as the  
1007 Assistant Secretary to the Financing Corporation Board of Directors for  
1008 emergency purposes. He explained this was necessary as some Board  
1009 members were not local year round; specifically, the Secretary was not present  
1010 during the summer and timely signatures on important documents often were  
1011 needed.

1012 (2) Page 2 – Item 4.a.3. The President would no longer recommend two of the  
1013 Board members to the FGCU Board of Trustees. All Board members would be  
1014 recommended by the full Financing Corporation Board of Directors to the FGCU  
1015 Board of Trustees.

1016 (3) Page 5 – Item 9.g. The Financing Corporation would now have the ability to  
1017 call an emergency meeting with 24 hours' notice; this could become necessary  
1018 when dealing with bond issues. He noted these changes had been approved by  
1019 the Financing Corporation Board of Directors; he asked the FGCU Board of  
1020 Trustees for approval.

1021  
1022 Trustee S. Smith made a motion to approve the FGCU Financing Corporation Bylaws  
1023 as presented. Trustee Ballin seconded the motion.

1024  
1025 Trustee K. Smith asked if there was a minimum qualification for an individual to serve  
1026 on the Financing Corporation Board of Directors. Trustee Eide responded in the  
1027 negative; however, he noted the Financing Corporation Board of Directors had no  
1028 difficulty finding highly qualified candidates.

1029  
1030 There was no public comment, or further Board discussion. The vote was 11-0 in favor  
1031 of the motion.

1032

1033

1034 **Item 14: Audit and Compliance Committee (See Tabs #25-34)**

---

1035 Audit and Compliance Committee Chair Joseph Fogg said the Committee met on  
1036 December 13, 2019. He indicated there were two information items, one Committee  
1037 action item, and seven Board action items. He called on Director of Internal Audit Bill  
1038 Foster to present the two information items.

1039

1040 **Investigation – Bishop (Purchasing card) (TAB #25)**

---

1041 Mr. Foster indicated a verbal report was given at the September 10, 2019 meeting of  
1042 the FGCU Board of Trustees. He stated the short version of this report was that former  
1043 employee Dr. Winston Bishop inappropriately misspent approximately \$7,400 on his  
1044 University-issued purchasing card (P-card). He noted that the funds had been  
1045 recovered, and the employee terminated.

1046

1047 Trustee Fogg stated the Audit and Compliance Committee (ACC) spent an extended  
1048 amount of time reviewing the report.

1049

1050 **FGCU Policy 1.004 Fraudulent or Other Dishonest Acts (TAB #26)**

1051 Mr. Foster said FGCU Policy 1.004 Fraudulent or Other Dishonest Acts was updated to  
1052 move items from the "Exhibit" section to the body of policy. He stated this policy was  
1053 originally adopted on July 24, 2008 and was updated to current best practices. He  
1054 explained items related to fraud had been listed in a separate exhibit in the rear of the  
1055 policy but were now moved into the body of the policy; the policy was updated for any  
1056 changes according to the Association of Certified Fraud Examiners (ACFE). Trustee  
1057 Fogg asked if this was basically ministerial in nature. Mr. Foster responded in the  
1058 affirmative.

1059

1060 **Minutes of December 13, 2019 Meeting (TAB #27)**

1061 Trustee Fogg stated the next item on the agenda was approval of the minutes of the  
1062 December 13, 2019 meeting of the Audit and Compliance Committee. He stated for this  
1063 purpose alone, only Committee members would vote on this item.

1064

1065 Trustee Cors made a motion to approve the minutes of the December 13, 2019 Audit  
1066 and Compliance Committee meeting. Trustee Montgomery seconded the motion.

1067

1068 There was no public comment, or Committee discussion. The vote was 4-0 in favor of  
1069 the motion, with Trustees J. Fogg, D. Cors, L. Montgomery and S. Smith voting.

1070

1071 **Florida Gulf Coast University Financing Corporation Independent Auditor's**  
1072 **Report Fiscal Year Ended June 30, 2019 (TAB #28)**

1073 Mr. Foster stated this action item was a request to accept the Florida Gulf Coast  
1074 University Financing Corporation Independent Auditor's Report for Fiscal Year Ended  
1075 June 30, 2019. He indicated this report was approved at the December 13, 2019 Audit  
1076 and Compliance Committee meeting. He explained each direct support organization of  
1077 a state university was required to conduct an annual audit of its accounts and records  
1078 by an independent certified public accountant in accordance with Section 1004.28(5),  
1079 Florida Statutes. He stated FGCU-PR1.005 required annual reports related to FGCU  
1080 direct support organizations be submitted to the FGCU Board of Trustees. He indicated  
1081 the firm of Tuscan & Company, P.A. completed the audit report of the FGCU Financing  
1082 Corporation for the fiscal year ended June 30, 2019. He said the Financing  
1083 Corporation's Board of Directors approved the audit report at its September 24, 2019  
1084 meeting, and the FGCU Audit and Compliance Committee approved it at its September  
1085 10, 2019 meeting.

1086

1087 He reviewed the summary page. He said on page 2 was the Opinion, which reflected  
1088 that the auditors determined the financial statements fairly presented the financial  
1089 position of the Financing Corporation; this was known as a clean opinion. He stated on  
1090 pages 4 through 11 was the Management's Discussion and Analysis, which was the  
1091 section where Management described in reader-friendly terms what occurred during the  
1092 last fiscal year; this section highlighted major transactions and presented comparative



1093 figures from the prior year. He said on page 12 was the Statement of Net Position  
 1094 (previously known as the Balance Sheet), which reflected at year end, there were  
 1095 \$220.7 million in total assets, \$192.2 million in total liabilities and deferred inflows, and  
 1096 net position (residual equity) was \$28.5 million. He stated page 13, Statement of  
 1097 Revenues, Expenses and Changes in Net Position (previously known as an Income  
 1098 Statement), which reflected for the year, there was \$19.1 million in operating revenue,  
 1099 \$14.5 million in operating expenses, and \$1.6 million in non-operating expenses,  
 1100 arriving at a net increase in position of \$3.0 million. He stated page 14, Statement of  
 1101 Cash Flows showed the effects to cash from the financial transactions; the net effect  
 1102 was a \$5,000 decrease in cash and cash equivalents for the year. He stated pages 15  
 1103 through 29 were the Notes to the Financial Statements, which contained a significant  
 1104 amount of information that explained the various line items in the financial statements,  
 1105 and compared to Management's Discussion and Analysis, these notes were not  
 1106 necessarily as reader friendly. He stated pages 30 and 31 contained the Auditor's  
 1107 Report on Internal Control and Compliance, which related financial reporting and  
 1108 compliance with Government Auditing Standards; there were no deficiencies in internal  
 1109 controls noted. He stated pages 32 and 33, Auditor's Report to Management indicated  
 1110 there were no comments in the current or prior years.

1111  
 1112 Trustee Fogg indicated the Audit and Compliance Committee recommended the Board  
 1113 accept this report.

1114  
 1115 Trustee K. Smith made a motion to accept the Florida Gulf Coast University Financing  
 1116 Corporation Independent Auditor's Report for the Fiscal Year Ended June 30, 2019.  
 1117 Trustee MacDonald seconded the motion.

1118  
 1119 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
 1120 motion.

1121  
 1122 **Florida Gulf Coast University Foundation, Inc. Independent Auditor's Report**  
 1123 **Fiscal Year Ended June 30, 2019 (TAB #29)**

---

1124 Mr. Foster said this request was to accept the Florida Gulf Coast University Foundation  
 1125 Inc. Independent Auditor's Report for the Fiscal Year Ended June 30, 2019. He  
 1126 indicated the Foundation Board of Directors' Audit Committee accepted the audit report  
 1127 at its October 15, 2019 meeting; the Foundation Board of Directors' Executive  
 1128 Committee accepted the audit report at its November 20, 2019 meeting; and the FGCU  
 1129 Foundation Board of Directors accepted it at its December 4, 2019 meeting.

1130  
 1131 He reviewed the summary page. He stated on page 1 was the Opinion, which reflected  
 1132 the auditors determined the financial statements fairly presented the financial  
 1133 position of the Foundation; this was known as a clean opinion. He said on pages 2  
 1134 through 11 was the Management's Discussion and Analysis, which was the section  
 1135 where Management described in reader-friendly terms what occurred during the last  
 1136 fiscal year; this section highlighted major transactions and presented comparative  
 1137 figures from the prior year. He stated on page 12 was the Statement of Net Position  
 1138 (previously known as the Balance Sheet), which reflected at year end, there were

1139 \$134.9 million in total assets, \$1.7 million in total liabilities and deferred inflows, and net  
 1140 position (residual equity) was \$133.2 million. He stated page 13, Statement of  
 1141 Revenues, Expenses and Changes in Net Position (previously known as an Income  
 1142 Statement) reflected for the year there was \$15.3 million in operating revenue, \$20.1  
 1143 million in operating expenses, and \$7 million in net non-operating revenue, primarily  
 1144 \$6.5 million in investment gains, and \$1 million in net contributions to endowments,  
 1145 arriving at a net increase in position of \$3.2 million. He stated pages 14 through 15,  
 1146 Statement of Cash Flows showed the effects to cash from the financial transactions; the  
 1147 net effect was a \$1.4 million decrease in cash and cash equivalents for the year. He  
 1148 said pages 16 through 30 were the Notes to the Financial Statements, which contained  
 1149 a significant amount of information which explained the various line items in the financial  
 1150 statements, and compared to Management's Discussion and Analysis, these notes  
 1151 were not necessarily as reader-friendly. He stated pages 31 through 41 contained  
 1152 Supplementary Information which included additional required State Schedules and  
 1153 provided a breakdown of the financial statements by account type. He stated pages 42  
 1154 and 43 contained the Auditor's Report on Internal Control and Compliance, which  
 1155 related financial reporting and compliance with Government Auditing Standards.

1156  
 1157 Trustee Fogg stated the Audit and Compliance Committee recommended acceptance of  
 1158 this Audit Report by the full Board.

1159  
 1160 Trustee Semrod made a motion to accept the Florida Gulf Coast University Foundation,  
 1161 Inc. Independent Auditor's Report for the Fiscal Year Ended June 30, 2019. Trustee  
 1162 Montgomery seconded the motion.

1163  
 1164 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
 1165 motion.

1166

1167 **FGCU Regulation (# TBD) Complaints of Waste, Fraud, or Financial**  
 1168 **Mismanagement (TAB #30)**

---

1169 Trustee Fogg stated this was a new regulation to address complaints made against the  
 1170 President, a member of the FGCU Board of Trustees, the Chief Audit Executive, and  
 1171 the Chief Compliance Officer of any significant and credible allegations of waste, fraud,  
 1172 financial mismanagement, misconduct or other abuses.

1173

1174 Trustee MacDonald made a motion to approve FGCU Regulation (# TBD) Complaints of  
 1175 Waste, Fraud, or Financial Mismanagement. Trustee K. Smith seconded the motion.

1176

1177 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
 1178 motion.

1179

1180 **FGCU Regulation 1.006 Whistle-Blower Reporting and Protection (TAB #31)**

---

1181 Trustee Fogg said this item was an amendment to the Whistle-Blower in order to  
 1182 conform to Florida Statute. Mr. Foster stated this regulation was originally adopted  
 1183 September 13, 2016 and was being updated to comply with statutory changes.

1184

1185 Trustee S. Smith made a motion to approve the amendments to FGCU Regulation  
1186 1.006 Whistle-Blower Reporting and Protection. Trustee Ballin seconded the motion.  
1187

1188 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1189 motion.  
1190

1191 **Audit and Compliance Committee Charter (TAB #32)**

---

1192 Trustee Fogg indicated the last three items were Charter revisions which were  
1193 discussed both by the Committee and the full Board many times. He indicated  
1194 essentially three Charters were to be amended; they were the Audit and Compliance  
1195 Committee Charter, the Office of Internal Audit Charter, and the Compliance Office  
1196 Charter. He explained that the revisions to the Charters arose from clarification and  
1197 guidance he received from State University System Chancellor Marshall Criser on  
1198 interpretation of Board of Governors' regulation provisions for required and best  
1199 practices as related to this Committee and the Office of Internal Audit, and the  
1200 Compliance Office. He said this included language to clarify how both Offices reported  
1201 functionally to the Chair of the Audit and Compliance Committee, and administratively to  
1202 the President. This also added quarterly meetings for the Committee Chair and the  
1203 directors of each Office. He noted each Charter needed to be approved by a separate  
1204 vote. He asked for a motion regarding the Audit and Compliance Committee Charter.  
1205

1206 Trustee K. Smith made a motion to approve the Audit and Compliance Committee  
1207 Charter as presented. Trustee Cors seconded the motion.  
1208

1209 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1210 motion.  
1211

1212 **Office of Internal Audit Charter (TAB #33)**

---

1213 Trustee Fogg said the next item for consideration was the Office of Internal Audit  
1214 Charter.  
1215

1216 Trustee K. Smith made a motion to approve the Office of Internal Audit Charter as  
1217 presented. Trustee Ballin seconded the motion.  
1218

1219 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1220 motion.  
1221

1222 **Compliance Office Charter (TAB #34)**

---

1223 Trustee Fogg said the final item for consideration was the Compliance Office Charter.  
1224 Trustee K. Smith made a motion to approve the Compliance Office Charter as  
1225 presented. Trustee S. Smith seconded the motion.  
1226

1227 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1228 motion.  
1229

1230 Trustee Fogg expressed appreciation to Chancellor Criser for responding to the  
1231 Committee's questions.

1232

1233

1234 **Item 15: New Business**

---

1235 Chair Gable called on Officers Nominating Committee member Trustee Leo  
1236 Montgomery.

1237

1238 **Election of 2020-2022 Chair and Vice Chair of Florida Gulf Coast University Board**  
1239 **of Trustees (Includes Public Comment) (TAB #35)**

---

1240 Trustee Montgomery said the Officers Nominating Committee met on December 12,  
1241 2019 in response to the charge from Chair Gable to adopt a recommended slate for the  
1242 positions of Board Chair and Board Vice Chair. He stated by unanimous vote the  
1243 Committee recommended re-election of Trustee Blake Gable as Chair, and the election  
1244 of Trustee Stephen Smith as Vice Chair for the 2020-2022 term.

1245

1246 Trustee K. Smith made a motion to approve the slate of Trustee Blake Gable as Board  
1247 Chair and Trustee Stephen Smith as Board Vice Chair for the 2020-2022 term. Trustee  
1248 Fogg seconded the motion.

1249

1250 Trustee MacDonald stated Chair Gable performed excellently in engaging the Faculty  
1251 Senate and represented the interests of the faculty very well with the Board. He  
1252 indicated support for his re-election.

1253

1254 Trustee S. Smith asked if it was appropriate for him to vote regarding this item. Vice  
1255 President and Chief of Staff Susan Evans responded in the affirmative.

1256

1257 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1258 motion.

1259

1260 **Suspension of Florida Gulf Coast University Board of Trustees Bylaws Provision**  
1261 **on Term of Office for Vice Chair (TAB #36)**

---

1262 Chair Gable indicated the FGCU Board of Trustees Bylaws had an effective date of  
1263 February 1, 2020 for the term of office for Chair and Vice Chair. He explained as former  
1264 Vice Chair Robbie Roepstorff's term on the FGCU Board of Trustees ended on January  
1265 6, 2020, an action was needed to suspend the Bylaws and make the Vice Chair election  
1266 just approved effective immediately. He stated a motion was needed to suspend the  
1267 FGCU Board of Trustees Bylaws provision for a February 1, 2020 start date for the term  
1268 of Vice Chair and substitute an effective start date of today, January 14, 2020.

1269 Trustee MacDonald made a motion to suspend the FGCU Board of Trustees Bylaws  
1270 provision for a February 1, 2020 start date for the term of Vice Chair and substitute an  
1271 effective start date of today, January 14, 2020. Trustee Ballin seconded the motion.

1272

1273 There was no public comment, or Board discussion. The vote was 11-0 in favor of the  
1274 motion.

1275

1276 Chair Gable thanked the Board for its vote of confidence. He stated he felt the Board  
1277 had accomplished much over the past two years and he looked forward to the further  
1278 good work which would be done. He said it was a pleasure to work with President  
1279 Martin and everyone at FGCU. He stated this role is a responsibility that he takes on  
1280 with great enthusiasm, and it's a joy to work with everyone present.

1281  
1282 Vice Chair S. Smith stated he hoped Chair Gable continued to have great health and  
1283 longevity in his position as Chair. He stated he had come to think of FGCU as a special  
1284 place populated by professionals committed to positively changing the lives of people,  
1285 and he looked forward to being a part of that as Vice Chair.

1286  
1287

1288 **Item 16: Old Business**

---

1289 There was no old business for discussion.

1290  
1291

1292 **Item 17: Board of Governors 2019 Trustee Summit Discussion**

---

1293 Chair Gable asked if there were any comments regarding the Trustee Summit hosted by  
1294 the Board of Governors last fall.

1295

1296 Trustee Fogg stated he felt the Trustee Summit was constructive and useful. He  
1297 indicated there were three takeaways he would like to discuss. First, he indicated at the  
1298 BOG level there were a number of annual meetings of State University System  
1299 counterparts. He noted, for example, that Director of Internal Audit Bill Foster and  
1300 Director of Equity, Ethics and Compliance, and Title IX Coordinator Precious Gunter  
1301 met annually with their counterparts. He stated he felt it would be beneficial to hold an  
1302 annual meeting with the Chairs of the Audit and Compliance Committees to discuss  
1303 issues and solutions. He said he would mention this idea to either Chancellor Criser or  
1304 BOG Chair Syd Kitson. He asked for Trustee Morton's thoughts.

1305

1306 Trustee Morton responded he felt it was an excellent idea. He noted it was possible the  
1307 situation at the University of Central Florida (UCF) might have been somewhat mitigated  
1308 if an annual meeting with the Chairs of the Audit and Compliance Committees took  
1309 place. Trustee Fogg asked how best to present this idea. Trustee Morton responded  
1310 the FGCU Board Chair, Trustee Fogg, or President Martin could make a call to the  
1311 Chancellor with the suggestion. He stated it would be an excellent idea. Chair Gable  
1312 agreed this was a good idea.

1313

1314 Next, Trustee Fogg stated a substantial number of universities within the SUS held  
1315 separate committee meetings prior to their full Board meetings. He noted FGCU held a  
1316 separate Audit and Compliance Committee meeting as it was required by a regulation.  
1317 He stated he wondered if it would be more productive to hold separate committee  
1318 meetings for more thorough discussions, such as with the ACC, prior to the full FGCU  
1319 BOT meetings. In response to a question from Trustee Fogg, Vice President Evans  
1320 stated this idea had arisen in the past and previous FGCU Boards had decided to  
1321 operate as a committee of the whole, with some trustees expressing a concern about

1322 being “pigeonholed” into a single area of interest. She said that the Board had operated  
1323 as a committee of the whole since its inception until the Audit and Compliance  
1324 Committee was required to operate as a standalone committee.

1325  
1326 Trustee Morton stated as universities evolved and grew, and the business aspects  
1327 became more complex, the larger universities found an advantage to the depth of the  
1328 conversation which would occur with separate smaller committee meetings. He stated  
1329 that this idea should be given careful consideration. He stated he could see the wisdom  
1330 in this as the University grew. He said he had participated in this conversation when it  
1331 occurred in the past and was an advocate for separate committee meetings at that time.  
1332 Trustee Fogg asked if FGCU had grown large enough to now consider this idea of  
1333 separate committee meetings.

1334  
1335 Trustee K. Smith explained the space and staff constraints that separate committee  
1336 meetings would present. He stated he understood the importance of the Audit and  
1337 Compliance Committee, and indicated he felt a standalone Budget and Finance  
1338 Committee should be considered.

1339  
1340 Trustee Fogg agreed and stated he felt a standalone Academic Affairs Committee  
1341 should be considered as well, especially with formation of The Water School.  
1342 Trustee Morton stated he agreed with Trustee K. Smith. He stated he understood the  
1343 FGCU Board of Trustees had an awesome fiduciary responsibility and he was an  
1344 advocate for more transparency between the Board and the operations of the University  
1345 as the Board was ultimately held accountable to this standard. He stated it was  
1346 important to assure the taxpayers, students, and faculty that the BOT was doing its job  
1347 as fiduciaries.

1348  
1349 Trustee Montgomery agreed that some improvements needed to be made, but it was  
1350 important to keep in mind the FGCU Board of Trustees was in a governance role, not a  
1351 micromanagement role.

1352  
1353 Trustee Eide asked if the suggestion was specifically for formation of a Budget  
1354 Committee. Trustee Fogg stated his suggestion was if there was an important item for  
1355 discussion, such as the budget, there should be a separate committee meeting for said  
1356 item.

1357  
1358 Trustee K. Smith indicated he felt holding separate committee meetings prior to every  
1359 BOT meeting would become a burden. He stated he believed the Chair and the  
1360 President understood when separate meetings needed to be held regarding special  
1361 topics; however, he believed a Budget Committee was necessary each year before the  
1362 annual budget was approved.

1363  
1364 Trustee Morton stated that the ability for more in-depth conversations would support the  
1365 fiduciary role of the Board. He indicated he was an advocate for a Finance Committee  
1366 which could be charged with a budget responsibility.

1367

1368 Ms. Evans indicated the FGCU BOT Bylaws, at this time, had three standing  
1369 Committees: (1) Academic/Student/Faculty Affairs; (2) Finance, Facilities and  
1370 Administration; and (3) Audit and Compliance. She indicated the Bylaws also enabled  
1371 the Chair to name ad hoc, or as needed, Committees, as for example the Officers  
1372 Nominating Committee which just met, and only needed to meet every two years unless  
1373 there was an emergency situation. She noted she had considered very carefully the  
1374 operational aspects of having separate committee meetings, and these included space,  
1375 staff, and equipment aspects. She stated the Board of Governors had an organizational  
1376 model which could be utilized by the FGCU Board of Trustees; this meant a longer  
1377 meeting day, and the meetings would be held in one room. She explained the Board of  
1378 Governors (BOG) held committee meetings sequentially, with all governors invited to sit  
1379 in on all committee meetings as desired. She noted the full BOG met following the  
1380 committee meetings to hear reports from the committees and act on items as  
1381 recommended by the committees. She indicated moving to this type of format would  
1382 require a time commitment of a day and possibly a day and a half. She also noted the  
1383 Finance, Facilities and Administration Committee responsibilities did include the budget.  
1384

1385 Trustee Fogg stated that the Audit and Compliance Committee would need to meet  
1386 separately of the other committees as it has different deadlines from the BOG. Ms.  
1387 Evans explained it would be unmanageable in terms of resources to have multiple  
1388 committees meet throughout the month as this would put the University on a continuous  
1389 wheel of preparing for multiple next meetings on different days.  
1390

1391 Chair Gable stated he would meet with President Martin and Vice President Evans to  
1392 discuss this further. He noted he also would hold discussions with each of the  
1393 committee chairs and come back at the next in-person Board meeting with his thoughts.  
1394

1395 Thirdly, Trustee Fogg stated during the Trustee Summit he was impressed by the  
1396 presentation on presidential evaluations made by an outside consultant. He said he  
1397 liked the idea of a 360-degree evaluation system, which is used by many universities.  
1398 He stated he felt the use of an outside consultant might be beneficial in FGCU  
1399 presidential evaluations due to the unique perspective and the experience they have  
1400 with other institutions.  
1401

1402 Trustee Eide recalled from the Trustee Summit the Board Chairs panel discussion when  
1403 Florida Atlantic University's Board Chair stated it was difficult to get straightforward  
1404 opinions from their Trustees due to the Sunshine Law, to which Chair Gable indicated  
1405 FGCU did not have that difficulty.  
1406

1407 President Martin thanked Chair Gable and Vice Chair S. Smith for being willing to serve  
1408 as Board Chair and Vice Chair. He stated he had confidence in Chair Gable's and Vice  
1409 Chair S. Smith's ability to successfully lead the FGCU Board of Trustees.  
1410  
1411  
1412  
1413

1414 **Item 18: Chair’s Closing Remarks, and Adjournment**

---

1415 Chair Gable stated he had some appointments to make in accordance with the FGCU  
1416 BOT Bylaws.

1417  
1418 He said the Academic/Student/Faculty Affairs Committee, previously led by former  
1419 Trustee Christian Spilker, was in need of a new Chair. He appointed Trustee Edward  
1420 Morton to fill this position. He said he felt Trustee Morton’s long relationship with FGCU  
1421 and his experience on the BOG made him the best fit for the role.

1422  
1423 He re-appointed Trustee Ken Smith as Chair of the Finance, Facilities and  
1424 Administration Committee. He said Trustee K. Smith has done a wonderful job in that  
1425 role over the years.

1426  
1427 He re-appointed Trustee Joseph Fogg as Chair of the Audit and Compliance  
1428 Committee. He said he felt this was the best committee for Trustee Fogg to utilize his  
1429 experience and talents for the University and thanked Trustee Fogg for his service.  
1430 He re-appointed Trustee Leo Montgomery as the Board Liaison to the FGCU  
1431 Foundation Board of Directors. He said that Trustee Montgomery has been very  
1432 engaged and involved in that role.

1433  
1434 He re-appointed Trustee Richard Eide as Board Liaison to the FGCU Financing  
1435 Corporation. He noted the \$11 million that Trustee Eide and others recently saved the  
1436 Financing Corporation as an example of his service.

1437  
1438 In other closing remarks, Chair Gable noted the Audit and Compliance Committee  
1439 would meet by conference call on February 13, 2020 at 3 p.m. to review the annual  
1440 Data Integrity Audit, followed by a full Board conference call meeting on Tuesday  
1441 February 18, 2020 at 9 a.m. to act on the Data Integrity Audit. He indicated the next  
1442 regular meeting of the FGCU Board of Trustees would be on Tuesday April 14, 2020 at  
1443 8:30 a.m.

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1445 Chair Gable adjourned the meeting at 12:12 p.m.

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1453 Minutes prepared by Transcription Experts, and reviewed by Tiffany Jackson, FGCU  
1454 Assistant Director of Board Operations.

1455 Agenda Items:

- 1456 A. See Tabs # 1-36
- 1457 a. [https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-](https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-2020/FGCUBOTMTG-AGENDAPACKET-01-14-20revised.pdf)  
1458 [2020/FGCUBOTMTG-AGENDAPACKET-01-14-20revised.pdf](https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-2020/FGCUBOTMTG-AGENDAPACKET-01-14-20revised.pdf)

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- 1460 B. Handouts
- 1461 a. [https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-](https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-2020/FGCUBOTMTGHANDOUTS_1-14-20.pdf)
- 1462 [2020/FGCUBOTMTGHANDOUTS\\_1-14-20.pdf](https://www2.fgcu.edu/Trustees/AgendaFile/2020/01-14-2020/FGCUBOTMTGHANDOUTS_1-14-20.pdf)

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1466 Attachment:

- 1467 A. Record of Votes

<b>Record of Votes FGCU Board of Trustees DATE: 1/14/2020</b>			FGCU Regulation 4.002 Student Code of Conduct and Student Conduct Review Process (Tab #7) 1- K. Smith 2- S. Smith	FGCU Regulation 3.005 Graduate Admissions (Tab #8) 1- K. Smith 2- Cors	FGCU Regulation 2.001 Undergraduate Admissions (Tab #9) 1- K. Smith 2- Ballin	Ratification of 2018-2019 Collective Bargaining Re-Opener Agreement with United Faculty of Florida/FGCU Chapter (Tab #10) 1- MacDonald 2- Montgomery	FGCU Regulation 7.003 Special Fees (Library Fines) (Tab #12) 1- K. Smith 2- Ballin	FGCU Regulation (# TBD) Procurement (Tab #14) 1- S. Smith 2- Ballin	FGCU Regulation Repeal: FGCU-PR6.014 Purchasing Authority of the University (Tab #15) 1- S. Smith 2- Cors	FGCU Regulation Repeal: FGCU-PR6.015 Competitive Solicitations Requirement (Tab #16) 1- Cors 2- Semrod	FGCU Regulation Repeal: FGCU-PR6.016 Purchase of Commodities or Contractual Services (Tab #17) 1- S. Smith 2- MacDonald	FGCU Regulation Repeal: FGCU-PR6.018 Contracts (Tab #18) 1- S. Smith 2- Montgomery	FGCU Regulation Repeal: FGCU-PR6.019 Standard of Conduct (Procurement) (Tab #19) 1- Cors 2- Montgomery	FGCU Regulation 5.018 Sick Leave Pool (Tab #20) 1- Cors 2- Ballin	FGCU Regulation 5.010 Nepotism (Tab #21) 1- S. Smith 2- Montgomery
	<b>TRUSTEES</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>	<b>Yes/No</b>
1	Trustee Josh Ballin	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2	Trustee Ashley Coone (excused absence)														
3	Trustee Darleen Cors		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Trustee Richard Eide	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
5	Trustee Joseph Fogg	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Trustee Jamie MacDonald	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
7	Trustee Leo Montgomery	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
8	Trustee Edward Morton	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
9	Trustee Kevin Price (excused absence)														
10	Trustee Jaye Semrod	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
11	Trustee Kenneth Smith	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
12	Trustee Stephen Smith	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
13	Trustee Blake Gable	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

<b>Record of Votes</b> <b>FGCU Board of Trustees</b> <b>DATE: 1/14/2020</b>													
	FGCU Regulation 6.008 Protests (Tab #22) 1- S. Smith 2- MacDonald	Fixed Capital Outlay Budget Quarterly Update (Tab #23) 1- Cors 2- Semrod	FGCU Financing Corporation Bylaws (Tab #24) 1- S. Smith 2- Ballin	Members of Audit and Compliance Committee Only: Minutes of December 13, 2019 Meeting (Tab #27) 1- Cors 2- Montgomery	Florida Gulf Coast University Financing Corporation Independent Auditor's Report Fiscal Year Ended June 30, 2019 (Tab #28) 1- K. Smith 2- MacDonald	Florida Gulf Coast University Foundation, Inc. Independent Auditor's Report Fiscal Year Ended June 30, 2019 (Tab #29) 1- Semrod 2- Montgomery	FGCU Regulation (# TBD) Complaints of Waste, Fraud, or Financial Mismanagement (Tab #30) 1- MacDonald 2- K. Smith	FGCU Regulation 1.006 Whistle-Blower Reporting and Protection (Tab #31) 1- S. Smith 2- Ballin	Audit and Compliance Committee Charter (Tab #32) 1- K. Smith 2- Cors	Office of Internal Audit Charter (Tab #33) 1- K. Smith 2- Ballin	Compliance Office Charter (Tab #34) 1- K. Smith 2- S. Smith	Election of 2020-2022 Chair and Vice Chair of Florida Gulf Coast University Board of Trustees (Includes Public Comment) (Tab #35) 1- K. Smith 2- Fogg	Suspension of Florida Gulf Coast University Board of Trustees Bylaws Provision on Term of Office for Vice Chair (Tab #36) 1- MacDonald 2- Ballin
	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No	Yes/No
1	Trustee Josh Ballin	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2	Trustee Ashley Coone (excused absence)												
3	Trustee Darleen Cors	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Trustee Richard Eide	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
5	Trustee Joseph Fogg	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Trustee Jamie MacDonald	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
7	Trustee Leo Montgomery	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
8	Trustee Edward Morton	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
9	Trustee Kevin Price (excused absence)												
10	Trustee Jaye Semrod	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
11	Trustee Kenneth Smith	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
12	Trustee Stephen Smith	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
13	Trustee Blake Gable	Yes	Yes	Yes		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes