

**FLORIDA POLYTECHNIC UNIVERSITY
BOARD OF TRUSTEES
MEETING MINUTES
One Poly Place
439 South Florida Avenue
Lakeland, Florida 33801
November 19, 2012 at 12:00 p.m.**

1. Call to Order and Roll Call

Chair Rob Gidel called the meeting to order at 12:05 p.m. Chair Rob Gidel, Vice Chair Mark Bostick, Trustee Joseph Caruncho, Trustee Sandra Featherman, Trustee Dick Hallion, Trustee Scott Hammack, Trustee Frank T. Martin, Trustee Bob Stork and Trustee Don Wilson were present (Quorum).

Others present: Ava Parker, Monoka Venters and Tim Campbell.

2. Approval of Meeting Minutes

Trustee Martin made a motion to approve the meeting minutes from September 24, 2012. Trustee Wilson seconded the motion, and the motion passed unanimously.

3. New Board Members

Chair Gidel introduced the new members of the Board of Trustees: Bob Stork, Bill Brown and Joe Caruncho.

4. Chief Operating Officer Update

Chair Gidel went over the role of the Chief Operating Officer and advised that Florida Poly needs someone in this position in order to manage and coordinate the University. Florida Poly needed someone with strong organizational and communication skills. Chair Gidel went over Ava Parker's qualifications and experience as chair of the Board of Governors.

Chair Gidel introduced Ava Parker to the Board. Ava Parker gave welcoming remarks to the Board and advised that she was honored to have the opportunity to work with this Board. She believes that with the collective vision of the Board, this University will be a great addition to the State University System.

5. Staffing Update

Chair Gidel advised that Bryan Mehaffey has been retained for consulting purposes and the construction staff is now in place.

6. Education Committee Report

Trustee Featherman gave a report on the Education Committee.

Chief Academic Officer Search. Trustee Featherman gave an update on the search for a Chief Academic Officer. She advised that the Committee was looking for approval from the Board to hire a Search Committee in order to begin the process of hiring a Chief Academic Officer.

Trustee Featherman made a motion to approve the hiring Search Committee to hire a Chief Academic Officer within the general parameters reported in the Education Committee. Trustee Hyman seconded the motion, and the motion passed unanimously.

Trustee Featherman advised that the Education Committee will keep Chair Gidel updated on the status of hiring the Chief Academic Officer.

Trustee Hallion made a recommendation to start classes in the second semester of 2014.

7. Operations Committee Report

Trustee Martin gave a report on the Operations Committee and advised that the Committee has another meeting set for November 30, 2012 at 1:00p.m.

8. Finance Committee Report

Trustee Martin gave a report on the Finance Committee and advised that there was a recommended motion coming from the Committee to delegate authority to the Finance Committee to appoint the first four Foundation Board members.

Trustee Bostick suggested having UF's CFO meet with the Committee in order for the Committee to get a full understanding of the CFO's role. Trustee Hammack suggested hiring a Controller or Director of Finance. Trustee Hammack advised that creating a business plan should be one of the top priorities.

Trustee Featherman made a motion to Delegate Authority to the Finance Committee to Appoint the Initial (up to four) Board Members to the Foundation Board. Trustee Hallion seconded the motion, and the motion passed unanimously.

Tim Campell advised there were only a few items on the application for the Foundation that needed to be completed. Once these items are complete then the application can be submitted. He also advised that he will be providing a copy of the application to Ava Parker and the Finance Committee members to ensure everything is going in the right direction.

Chair Gidel advised that his goal is to meet with the donors who are still unsure of the transfer. He advised that those meetings will be scheduled over the next few weeks.

There was some discussion on the decision to hire a Controller. Chair Gidel advised each Committee to provide their staff recommendations to Ava Parker before the next scheduled Board of Trustees meeting.

9. Transition Committee Report

Chair Gidel provided a report on the Transition Committee. There was some discussion regarding the best process for how the Board members to receive the final documents and the true up provisions. Tim Campbell summarized all of the documents that will be available to review (bill of sale, leases,

teach-out assets, closing and post-closing agreements, facility utilization agreement). Chair Gidel asked Tim Campbell to provide a memo summary of the final documents.

10. Strategic Planning

Chair Gidel advised that the Board is working to develop the business and strategic plans.

11. Next Meeting Dates

The next Board of Trustees meeting is scheduled for December 19, 2012 at 8:00 a.m.

12. Concluding Remarks and Adjournment

Trustee Featherman motioned to adjourn the Board of Trustees meeting. Trustee Martin seconded the motion, and the motion passed unanimously. The Board of Trustees meeting adjourned at 12:41 p.m.