



# Governance Committee Meeting

**BOT approved 11.10.2021**

## **MEETING MINUTES**

**September 8, 2021  
3:30 – 5:00 PM**

### **Florida Polytechnic University WEBEX TELE-CONFERENCE MEETING**

I. Call to Order

Committee Chair Mark Bostick called the Governance Committee meeting to order at 3:30 p.m.

II. Roll Call

Sherri Pavlik called the roll: Committee Chair Mark Bostick, Committee Vice Chair Bob Stork, Trustee Narendra Kini, and Trustee Earl Sasser were present (Quorum)

Other Trustees present: Chair Cliff Otto

Staff present: President Randy Avent, Ms. Gina DeIulio, Ms. Kathy Bowman, Mr. David Blanton, Mr. David Calhoun, Mr. Mike Dieckmann, Ms. Penney Farley, Ms. Melaine Schmiz, Mr. Alex Landback, Mr. John Causey, Mrs. Kris Wharton, Ms. Kim Abels, Ms. Michele Rush, and Ms. Sherri Pavlik

III. Public Comment

There were no requests received for public comment.

IV. Approval of Minutes

**Vice Chair Bob Stork made a motion to approve the April 26, 2021 minutes. Trustee Earl Sasser seconded the motion; a vote was taken, and the motion passed unanimously.**

V. 2020-2022 Governance Committee Work Plan Review

Committee Chair Mark Bostick invited Ms. Gina DeIulio to review the Committee's Work Plan.

Ms. DeIulio stated that the proposed changes to the Work Plan were in response to Kris Wharton's review and recommendations. The changes included moving the timing of the Board's self-assessment, review of the President's employment agreement, discussion on Board training needs, and the review of the trustee's evaluation instrument for the President's Annual Review. The Governmental Relations Legislative Advocacy Plan was removed, as it will be handled by the Strategic Planning Committee.

**Trustee Earl Sasser made a motion to approve the 2021-2022 Governance Committee Work Plan as presented. Vice Chair Bob Stork seconded the motion; a vote was taken, and the motion passed unanimously.**

## VI. Policies

Committee Chair Mark Bostick invited Ms. Gina DeIulio to review the policy coming before the committee.

Ms. Gina DeIulio stated that the proposed Board Policy on the President's Authority to Execute Change Orders and Purchase Agreements related to FF&E for the Applied Research Center (ARC) was reviewed and recommended to the Board for approval by the Finance & Facilities Committee.

She explained that this proposed policy is at the request of David Calhoun. He is asking for the Board's approval to give the President the authority to enter into contracts for the ARC on a timely basis, as current lead times have increased due to supply and demand issues and time is of the essence.

The proposed policy would temporarily allow the President to authorize construction change orders and purchasing agreements for furniture, fixtures and equipment (FF&E) for the ARC when the change order exceeds \$100K and when the purchasing agreements exceed \$500K:

- a. Provided the President gets approval from either
  1. the Finance and Facilities Chair (as opposed to Finance Committee); or
  2. the BOT Chair (as opposed to BOT approval), and
- b. Provided the sum total of these change orders and agreements cannot result in the ARC project exceeding the budget which was approved by the Board.

**Trustee Earl Sasser made a motion to approve the board policy on President's Authority to Execute Change Orders and Purchasing Agreements related to FF&E for the ARC Project to the Board of Trustees. Vice Chair Bob Stork seconded the motion; a vote was taken, and the motion passed unanimously.**

## VIII. Regulations

Committee Chair Mark Bostick invited Ms. Gina DeIulio to review the two regulations coming before the committee.

### Regulation FPU-2.004 Admission of Undergraduate Transfer Students

Ms. Gina DeIulio presented an overview of the revised Admission of Undergraduate Transfer Students regulation stating that the proposed changes would allow for the University to take advantage of a change to the Board of Governors regulation, which allows for applicants who have 30 hours or more of transferable credit to no longer have to provide board scores and high school transcripts as part of the admission process.

The Notice of Proposed Revised Regulation was posted on the University's website on August 10, 2021. No comments were received during the review and comment period.

**Vice Chair Bob Stork made a motion to recommend adoption of the revised Regulation FPU-2.004 Admission of Undergraduate Transfer Students to the Board of Trustees. Trustee Earl Sasser seconded the motion; a vote was taken, and the motion passed unanimously.**

### Regulation FPU-3.006 Student Code of Conduct

Ms. DeIulio reminded the Committee that the Board approved a temporary Code of Conduct emergency regulation that allowed the University time to revise the Student Code of Conduct regulation using the normal process. The proposed regulation essentially has the same language that was in the emergency regulation.

The Notice of Proposed Revised Regulation was posted on the University's website on August 10, 2021. No comments were received during the review and comment period.

**Trustee Earl Sasser made a motion to recommend adoption of the revised Regulation FPU-3.006 Student Code of Conduct to the Board of Trustees. Vice Chair Bob Stork seconded the motion; a vote was taken, and the motion passed unanimously.**

#### VIII. BOT Resolution on Powers and Duties of the President

Committee Chair Mark Bostick stated that the BOT Resolution on Powers and Duties of the President was for discussion only and handed the meeting over to Ms. Gina DeIulio.

Ms. Gina DeIulio provided a summary of the resolution, adopted four years ago, and stated that it is up for a periodic review. Review and discussion of the resolution will span over two meetings. Discussed during this meeting was purchase agreements and lease and licenses.

To facilitate discussion, a chart of SUS President's authority was presented. Upon discussion, the committee agreed that the President's authority on purchase agreements should be revised to increase the President's authority up to \$1M, amounts over \$1M to require the Finance Chair approval and amounts over \$2M to require the Finance Committee approval, and that the contracts reported to the Finance Committee at each meeting should be increased from \$200K to \$1M. They also discussed and agreed that the President's authority for leases and licenses should remain as is.

Trustee Earl Sasser asked about FIPR's licensing ability and who approves the licenses, and whether they go before the Board for approval. Ms. DeIulio will review and respond back at the next meeting.

Continuation of discussion as it relates to construction, change orders and settlement of claims will take place at the November meeting.

#### IX. President's Annual Review – Trustee Evaluation Instrument

Committee Chair Mark Bostick asked Ms. Gina DeIulio to present the draft evaluation instrument.

Ms. Gina DeIulio reminded the trustees that the President's Annual Review will be conducted in November. In the past, the Board used evaluation instruments to assist in the review. The draft document provided was patterned after the instrument used last year and contains the President's goals that were approved by the Board and one additional goal related to his management of the COVID issues.

This evaluation instrument would be sent to each Trustee in October for completion along with the President's FYE 21 Accomplishments.

**Trustee Earl Sasser made a motion to recommend the approval of the Trustee Evaluation Instrument titled "President's Annual Review" to be used in the FYE 2021 evaluation of the President's performance to the Board of Trustees. Vice Chair Bob Stork seconded the motion; a vote was taken, and the motion passed unanimously.**

X. President's FYE 21 Accomplishments

Committee Chair Mark Bostick welcomed President Randy Avent to present his report.

President Randy Avent presented his FYE 21 Accomplishments to the committee which included an overview of the Metric Performance and Performance Based Funding (PBF) prior to moving onto the dashboards of FYE 21 Accomplishments which consisted of Admissions, Student Progression, Student Experience, Graduate Experience, University Funding, Faculty Development and other highlighted areas including the COVID resiliency efforts.

Trustee Narendra Kini inquired about wastewater and the University becoming completely independent with the use of Solar energy. He questioned, as a STEM school, wouldn't solar be an amazing opportunity to eventually become independent of the grid? President Avent responded that conversations with power companies have taken place but there is no interest from them at this time. He said there are 340 acres not buildable due to phosphatic clay, but the University is not in the position to spend money on this at this time.

Trustee Sasser acknowledged President Avent and his team on a great year.

Trustee Stork stated it was an unbelievable year that showed other schools not doing as well. He also acknowledged the Foundation. Everything is growing in the right direction.

Chair Otto stated it was a very effective year despite COVID.

There were no further comments or questions for the president.

XI. Closing Remarks and Adjournment

With no further business to discuss, the meeting adjourned at 4:47 p.m.