



Governance, Audit, and Compliance Committee Meeting Minutes

Minutes Approved 06/05/24

**May 29, 2024
3:15 PM – 4:45 PM**

**Florida Polytechnic University
VIRTUAL VIA MICROSOFT TEAMS**

I. Call to Order

Committee Vice Chair Jesse Panuccio called the Governance, Audit, and Compliance meeting to order at 3:15 p.m.

II. Roll Call

Sherri Pavlik called the roll: Committee Vice Chair Jesse Panuccio, Trustee Patrick Hagen, Trustee Beth Kigel, and Trustee Laine Powell were present (Quorum).

Committee members absent: Committee Chair Mark Bostick

Other Board Members present: Board Chair Cliff Otto, Trustee Dorian Abbot, Trustee Ilya Shapiro, Trustee Sidney Theis, Trustee Bradford Towle, and Trustee Christos Tsetsekas

Staff present: President Randy Avent, David Fugett, David Blanton, Dr. Allen Bottorff, Mike Dieckmann, Kathy Bowman, Kristen Wharton, and Sherri Pavlik

III. Public Comment

There were no requests received for public comment.

IV. Approval of Minutes

Trustee Patrick Hagen made a motion to approve the Governance, Audit, and Compliance Committee meeting minutes for February 7, 2024. Trustee Laine Powell seconded the motion; a vote was taken, and the motion passed unanimously.

V. 2022-2024 Governance, Audit and Compliance Committee Work Plan Review

Committee Vice Chair Panuccio reviewed the Governance, Audit, and Compliance Committee Work Plan. There was no discussion on this item.

VI. Audit and Compliance

A. Audit and Compliance Update

David Blanton, CAE and CCO, provided the Committee with an update on the following:

External Audits:

- Financial Audit FYE 23 – completed, no findings

- Statewide Federal Audit – completed, no findings
- Statewide Bright Futures & FSAG Audit, completed, no findings

Internal Audits:

- Global Internal Audit Standards – emphasis on Board involvement
- Risk Assessment/Audit Plan FYE25
- Planned Internal Audit Activities

B. University Annual Financial Audit FYE23

Blanton presented a summary of the University Annual Financial Audit for FYE23. He shared that the Financial Statements and the Governmental Auditing Standards (GAS) came back clean. He shared a slight increase in the overall Net Position, as well as increases in both operating revenues due to offset of allowance from student tuition and fees and operating expenses.

C. Foundation 990 FYE23

Blanton clarified that according to BOG Reg. 9.011(6), the Committee is required to ensure the information reported to the IRS on Form 990 aligns with the Foundation’s responsibilities in support of the University. However, the Committee isn’t responsible for ensuring the accuracy or completeness of the report since it was completed by an Independent CPA.

D. Textbook Affordability Monitoring Report

Blanton provided an overview of the textbook adoption process, specifically discussing the implications of the affordability law and the revisions necessitating additional compliance criteria. Following this, he presented the monitoring results pertaining to the University’s adherence to these requirements. He highlighted that the University has maintained compliance over recent years, emphasizing that there were no issues in the last operational report.

E. Safety in Private Spaces Act

Blanton finished his report by sharing the new law from the 2023 legislation (Section 535.865 F.S.) on Safety in Private Spaces Act. This law was designed to maintain public safety, decency, decorum, and privacy. He stated that the University is in compliance, with one minor modification of the accessibility of the Employee Handbook.

VII. Governance

A. Regulations

1. Regulation FPU-1.0305 Commercial Filming on Campus

David Fugett, Vice President and General Counsel, reviewed proposed regulation FPU-1.0305 Commercial Filming on Campus. He shared that the proposed regulation is to maintain the exclusivity of campus imagery and protect the brand identity regarding external photos and video production for commercial purposes on campus. This regulation does not apply to photo and video production on behalf of the University for non-commercial purposes.

Trustee Laine Powell made a motion to recommend approval of Regulation FPU-1.0305 Commercial Filming on Campus to the Board of Trustees.

Trustee Beth Kigel seconded the motion; a vote was taken, and the motion passed unanimously.

2. Regulation 6.004 Annual Leave

Fugett reviewed proposed amended Regulation 6.004 Annual Leave which would allow for the transfer of up to 80 hours of annual leave from other institutions within the State University System (SUS), the Florida State College System (SCS), Florida State Government Agency, and Florida Public School Systems.

Trustee Laine Powell made a motion to recommend approval of Regulation FPU-6.004 Annual Leave to the Board of Trustees. Trustee Beth Kigel seconded the motion; a vote was taken, and the motion passed unanimously.

3. Regulation 6.005 Sick Leave

Fugett reviewed proposed amended Regulation 6.005 Sick Leave which would allow for the transfer of up to 80 hours of sick leave from other institutions within the State University System (SUS), the Florida State College System (SCS), Florida State Government Agency, and Florida Public School Systems.

Trustee Laine Powell made a motion to recommend approval of Regulation 6.006 Sick Leave to the Board of Trustees. Trustee Beth Kigel seconded the motion; a vote was taken, and the motion passed unanimously.

B. Slate of Officers

Upon recommendations made at the February 7th Committee meeting, Committee Vice Chair Panuccio stated that Beth Kigel was nominated as the incoming Board Chair, and Jesse Panuccio was nominated as the incoming Vice Chair. He then opened the floor for comments, discussion, or other nominations for consideration.

Trustee Patrick Hagen made a motion to recommend to the Board of Trustees the nomination of Trustee Beth Kigel as Board Chair and Trustee Jesse Panuccio as Vice Chair for the term of August 1, 2024, through July 31, 2026. Trustee Laine Powell seconded the motion; a vote was taken, and the motion passed unanimously.

VIII. Closing Remarks and Adjournment

With no further business to discuss the meeting adjourned at 3:45 p.m.

Respectfully submitted:
Sherri Pavlik
Executive Assistant
Office of General Counsel