



## BOARD OF TRUSTEES

# Governance, Audit, and Compliance Committee **DRAFT** Meeting Minutes

September 6, 2024  
9:00 A – 10:30 A

Florida Polytechnic University  
Barnett Applied Research Center (BARC)  
and Virtual via Microsoft Teams

### I. Call to Order

Committee Chair Cliff Otto called the Governance, Audit, & Compliance Committee meeting to order at 9:06 a.m.

### II. Roll Call

Kristen Wharton called the roll: Committee Chair Cliff Otto, Trustee Patrick Hagen, Trustee Dorian Abbot, and Trustee Sidney Theis were present (Quorum).

Committee members not present: Committee Vice Chair Jesse Panuccio

Other Trustees Present: Board Chair Beth Kigel, Trustee Towle, and Trustee Christos Tsetsekas

Staff Present: President Devin Stephenson, Interim Provost Brad Thiessen, Dr. Allen Bottorff, David Fugett, David Blanton, Melaine Schmiz, Sherri Pavlik, and Kristen Wharton

### III. Public Comment

There were no requests received for public comment.

### IV. Approval of the May 29, 2024, Minutes

Trustee Patrick Hagen made a motion to approve the Governance, Audit, and Compliance Committee meeting minutes for May 29, 2024. Trustee Sidney Theis seconded the motion; a vote was taken, and the motion passed unanimously.

### V. 2024-2026 Governance, Audit, and Compliance Committee Charter

Committee Chair Otto explained that the Committee Charter is reviewed every two years to ensure that it accurately reflects the committee's responsibilities. The charter was opened for comments. There were no further discussions.

**Trustee Sidney Theis made a motion to recommend approval of the 2024-2026 Governance, Audit, and Compliance Committee Charter to the Board of Trustees. Trustee Patrick Hagen seconded the motion; a vote was taken, and the motion passed unanimously.**

VI. 2024-2026 Governance, Audit and Compliance Committee Work Plan Review

This item was not covered during the meeting; therefore, it will be on the agenda for the next Committee meeting in November.

VII. Audit and Compliance

A. Audit and Compliance Update

David Blanton, Chief Compliance Officer and Chief Audit Officer, provided the Committee with an update on external and internal audits as noted below.

External Audit Reports included:

1. AG Financial Audit FYE24
2. BOG Certification of Corrective Actions – corrective actions to the finding on retention of sensitive personal information has been addressed and on track to be corrected by mid-September.

Internal Audit Reports included:

1. Annual Report FYE 24 – completed
2. Risk Assessment/Audit Plan FYE 25 - completed
3. Compliance & Ethics Program Plan FYE 25 – completed
4. Foundation controls review – in progress
5. Textbook Adoptions Compliance Review FY 24 – in progress
6. PFB Audit – in progress

B. UAC Annual Report

Blanton provided an overview of the internal UAC Annual Report FYE 24 highlighting the completion of three audit reports and four compliance reports. He also administered and disposed of eight allegations/complaints, assisted with various consulting activities and obtained relevant audit/compliance training.

C. UAC Risk Assessment & Audit Plan – FYE 25

Blanton reported on the progress of the UAC Risk Assessment & Audit Plan FYE25 which included a breakdown of audit risk areas and the objectives/purpose of audit or activity.

**Trustee Sidney Theis made a motion to recommend to the Board of Trustees the approval of the UAC Risk Assessment & Audit Plan – FYE25. Trustee Patrick Hagen seconded the motion; a vote was taken, and the motion passed unanimously.**

D. UAC Compliance & Ethics Program Plan – FYE 25

Blanton provided an overview of the UAC Compliance & Ethics Program Plan FYE 25. He shared that the plan covers each of the seven elements of the Federal Sentencing Guidelines and identifies risk-based areas of focus from previous fiscal year plans.

**Trustee Patrick Hagen made a motion to recommend to the Board of Trustees the approval of the UAC Compliance & Ethics Program Plan – FYE 25. Trustee Sidney This seconded the motion; a vote was taken, and the motion passed unanimously.**

E. Performance Based Funding Audit, Scope, and Objections – 2024 Audit

Blanton presented to the Committee the objectives and scope of the Performance Based Funding (PBF) Audit. He shared that this was the fifth year of PBF participation for Florida Poly. The audit report and data integrity certification are due to the BOG’s Office of Inspector General by March 1 each year.

**Trustee Dorian Abbot made a motion to recommend to the Board of Trustees the approval of the proposed scope of the PBF Data Integrity Audit. Trustee Sidney This seconded the motion; a vote was taken, and the motion passed unanimously.**

VIII. Governance

A. President’s Annual Review – Trustee Evaluation Instrument

David Fugett, Vice President and General Counsel, reminded trustees of the Board of Governors (BOG) requirement for an annual evaluation of the president. This year, the evaluation instrument was modified to align with the goals of the former president, which were previously approved by the Board. The evaluation form, modeled after past assessments, will include the former President’s approved Operational Goals and his accomplishments for FY24. These documents will be distributed to each Trustee in mid-October. The survey results will be reviewed and discussed at the November BOT meeting.

**Trustee Patrick Hagen made a motion to recommend to the Board of Trustees the approval of the Trustee Evaluation Instrument titled “President’s Annual Review” to be used in the FYE 2024 evaluation of the former President Avent’s performance. Trustee Sidney This seconded the motion; a vote was taken, and the motion passed unanimously.**

B. Policy on Public Comments at the Board of Trustees Meetings

Fugett informed the Committee of the BOG’s amended regulation, which removes the President from the role of Corporate Secretary. Consequently, the reference to the President in the BOT’s Policy on Public Comments has been removed.

**Trustee Sidney This made a motion to recommend to the Board of Trustees the approval of the Policy on Public Comments at the Board of Trustees Meetings. Trustee Patrick Hagen seconded the motion; a vote was taken, and the motion passed.**

## A. Employment Practices

President Stephenson provided an overview of the Employee Hiring process, personnel management, a summary of employees hired in FY24, and a summary of employees making over \$200k a year.

Trustee Dorian Abbott raised a concern about the higher number of staff hires compared to faculty. He asked for clarification on the number of staff versus faculty and whether this ratio is appropriate, particularly in terms of delivering the optimal educational outcomes to the students. Dr. Allen Bottorff, VP of Finance and Administration, explained that the current staff-to-faculty ratio is 2:1, with 106 full-time faculty and 219 full-time staff/administrators. He noted that while this ratio is typical during the institution's early growth, it will evolve as the institution matures.

President Stephenson and Kevin Calkins, Director of Institution Research, added that while the University's staff-to-faculty ratio is lower than other universities in the State University System, it has improved over the last 2 years. According to the metrics collected by the Board of Governors, the University's current ratio is 3.9:1, compared to the SUS average of 4-6:1

## IX. President's Administrative Action Plan FY25

The President provided an in-depth presentation on the institution's strategic direction, sharing insights drawn from a comprehensive review of the University's past and future. The process involved extensive interviews with senior leadership, trustees, faculty, and external stakeholders, as well as a detailed analysis of institutional performance documents. The President emphasized the importance of balancing historical context with forward-looking strategies.

The plan highlights four key focus areas:

1. **Impact:** Strategies to enhance the University's influence in the community and beyond
2. **Educational Excellence:** Maintaining the institution's reputation for academic rigor and striving for continuous improvement
3. **Culture:** Prioritizing and fostering a positive institutional culture
4. **Growth:** Plans for sustainable growth aligned with the university's role in building Florida's technology-based economy

The President concluded that these strategic goals will be supported by multiple strategies and tactics, with progress to be evaluated in the coming year.

Trustee Abbott inquired about President Stephenson's plan for engaging with the legislature and securing funding. President Stephenson confirmed that legislative engagement has been a priority since being selected as President. He has already met with the local legislative delegation and the institution's lobbyists, and a plan is in place with strong support from the delegation.

Trustee Cliff Otto provided one last thought regarding the institution's strategy for recruiting highly qualified faculty, acknowledging the ongoing challenge of attracting and retaining top talent. President Stephenson agreed to address this topic in more detail at a future board meeting.

X. Closing Remarks and Adjournment

With no further business to discuss the meeting adjourned at 10:00 a.m.

Respectfully submitted:

Sherri Pavlik

Executive Assistant & Paralegal

Office of General Counsel