

**Minutes
Board of Trustees Meeting
University of Central Florida
July 20, 2017**

Chairman Marcos Marchena called the meeting of the Board of Trustees to order at 1:17 p.m. in the Live Oak Event Center on the UCF Orlando campus.

Chairman Marchena reminded the board that the meeting was covered by the Florida Sunshine Law and that the public and press were invited to attend.

WELCOME

He welcomed the board members and called on Rick Schell, Associate Corporate Secretary, to call the roll. Schell determined that a quorum was present.

The following board members attended the meeting: Chairman Marcos Marchena, Vice Chair Robert Garvy, Ken Bradley, Clarence Brown, Joseph Conte, Nicholas Larkins, John Lord, Beverly Seay, William Self, John Sprouls, David Walsh, and William Yeargin. Trustee Alex Martins attended via teleconference.

PUBLIC COMMENT

There were no requests for public comment.

Marchena welcomed new trustee, John Lord. Marchena reported that Ray Gilley continued to serve as trustee about 14 months beyond the end of his term and after moving out of state. Marchena expressed his appreciation for Gilley's level of commitment on behalf of the university.

MINUTES

Marchena called for approval of the May 18, 2017, and June 23, 2017, meeting minutes, which were approved.

Marchena called on President John C. Hitt for remarks and introductions.

REMARKS

Hitt welcomed and congratulated new board member, John Lord, who is a trustee of the Alfred I. duPont Trust and the past chair of the board of directors of the Nemours Foundation. Trustee Lord retired in 2000 from his position with Bank of America after a 32-year banking career to join the duPont Trust. Hitt presented him with a gold Pegasus pin and welcomed him to the board.

INTRODUCTIONS

Hitt congratulated the following members of the UCF community.

A. Students

The Association for Computing Machinery hosted the 41st World Finals of the International Collegiate Programming Contest. UCF won the national championship and placed 13th in the world. MIT, Rochester, UC Berkeley, Washington University, Cornell, Virginia Tech, and others came behind. Hitt referred the board to the complete list of rankings included in their meeting materials. He noted that Beverly Seay gave a presentation at the World Finals and also served as a deputy. Hitt thanked Seay for her support at the finals.

B. Faculty

In 2002-03, the Board of Trustees funded the trustee chairs initiative to retain and to attract exceptional faculty. There are currently eight UCF faculty members who hold trustee chairs. Three faculty members were selected as the 2017 Trustee Chairs. These chairs have five-year appointments and receive an annual stipend of \$50,000 with the potential for renewal with sustained preeminence.

Sudipta Seal, a professor in the College of Engineering and Computer Science, was the only appointee able to attend the meeting. He joined UCF in 1997 and was recognized as a Pegasus Professor in 2012. He has served as the director of the Advanced Materials Processing Analysis Center and Nanoscience Technology Center since 2009, and he has served as the interim chair of Materials Science and Engineering since 2014.

Judy Simms-Cendan is the director of International Experiences and Associate Professor of Obstetrics and Gynecology at the UCF College of Medicine. Simms-Cendan's leadership in providing healthcare to uninsured migrant farm workers earned her an inaugural award from the U.S. Public Health Service and the Inter-professional Education Collaborative.

Hitt recognized the following members of her team: Robin Kohn, Geraldine Luzincourt, Sven Normann, Erin Onge, Patrick Pabian, Jennifer Tucker, and Tracy Wharton.

Rebekah McCloud, the director of the University of Central Florida Student Development and Enrollment Services TRiO Center, announced that UCF will receive \$3.8 million over five years for three TRiO Upward Bound program grants. McCloud was the primary proposal writer for the TRiO Upward Bound programs that are designed to assist low-income, first-generation high school students by providing a pipeline to post-secondary education.

Jerry Johnson is the co-director of the Institute for the Advancement of Research, Innovation and Practice in Rural Education. A national research report, "Why Rural Matters," was released in March at the National Press Club in Washington D.C. as part of a Congressional briefing. Featured prominently on the cover of the report is Johnson's UCF affiliation.

C. Staff

University Marketing recently won two notable awards. Marketing won its first national American Advertising Award, and *Pegasus Magazine* won for its overall design and layout.

News and Information also won top honors at the Orlando chapter of Florida Public Relations Association annual awards. Competing against Central Florida industry and organizations, the team won the top overall award for a communications campaign to grow UCF's research reputation.

D. Employee of the Month

The Employee of the Month for May was Elba Miscannon, an executive administrative assistant to the director of the Learning Support Center of Student Development and Enrollment Services. She has been with UCF for 17 years.

The Employee of the Month for June was Jerry Archambault, an accountant for Activity and Service Fees of Student Development and Enrollment Services. He has been with UCF for 15 years.

REPORTS

Marchena introduced Scott Cole, Vice President and General Counsel, who gave an informational report on the following item.

- INFO-1 Public Records and Sunshine Laws Update

ADVANCEMENT COMMITTEE REPORT

Clarence Brown, Chair of the Advancement Committee, reported the highlights from the committee meeting held earlier in the day.

Brown reported that updates relating to INFO-2 were presented by the following individuals.

- Dan Holsenbeck, Senior Vice President for University Relations, introduced Gregory A. Schuckman, Assistant Vice President for University Relations and Director for Federal Relations and Research Advancement, who is the UCF lobbyist in Washington, D.C. Schuckman provided an update on federal funding.
- Mike Morsberger, Vice President for Advancement and CEO of the UCF Foundation, provided an update on the IGNITE campaign.

COMPENSATION AND LABOR COMMITTEE REPORT

John Sprouls, Chair of the Compensation and Labor Committee, reported the highlights from the committee meeting held earlier in the day.

- Sprouls reported that the committee discussed two items on the consent agenda.
 - CLC-1 Amendments to University Regulations, UCF-3.035 University Closings Due to Emergency Conditions and UCF-3.040 Benefits and Hours of Work. Sprouls stated that the amendments contained nothing material. The committee approved the amendments to the regulations.
 - CLC-2 Performance Unit Plan Incentive Measures and Goals. Paul McConnell, McConnell and Company, a compensation specialist, presented a draft of the 2017-18 Performance Unit Plan. An amendment was accepted to increase the weight of “Excellence” to 40 percent and to reduce the weight of “Scale” and “Impact” to 30 percent.
- Maureen Binder, Associate Vice President and Chief Human Resources Officer, reported on additional compensation for exempt personnel (INFO-1).
- Sprouls noted that a Presidential performance review takes place every year. Every third year an external consultant performs the review and years in between the UCF Human Resources Department performs the review. He called attention to the information item (INFO-2) that consists of the questions Binder will ask the trustees for the review.

EDUCATIONAL PROGRAMS COMMITTEE REPORT

Robert Garvy, Chair of the Educational Programs Committee, reported the highlights from the committee meeting held earlier in the day.

- A. Dale Whittaker, Provost and Executive Vice President, reported on the Conferral of Degrees (EPC-1) that was unanimously approved. He indicated that a total of 3,699 baccalaureate, master’s, and doctoral degrees will be conferred at the Summer 2017 commencement ceremonies on August 5, 2017, as follows:
 - 3,051 baccalaureate degrees
 - 524 master’s degrees
 - 124 doctoral and specialist degrees
 - 3,699 Total
- Elizabeth Klonoff, Vice President for Research and Dean, reported on the New Degree Program-Master of Athletic Training (EPC-2) that was unanimously approved.
- Whittaker reported on the 2017-18 Tenure with Hire (EPC-3). Thirteen faculty members were unanimously approved.
- Paige Borden, Associate Provost for Academic Program Quality and Associate Vice President for Institutional Knowledge Management, reported on Performance Based Funding–Metric 10 Recommendation (EPC-4) that was unanimously approved.
- Youndy Cook, Deputy General Counsel, reported on Amendment to Chapter 5-University Regulations: UCF-5.006 (Student Rights and Responsibilities); UCF-5.007 (Office of Student Conduct; Scope; Definitions; Student Conduct Records; Special Student Panels); UCF-5.008 (Rules of Conduct); UCF- 5.009 (Student Conduct Review Process; Sanctions); UCF-5.010 (Student Conduct Appeals); UCF-5.011 (Scope; Authority; Principles of Group Responsibility; Violations of Law and Rule of Conduct Violations; Definitions; Student Organizational Conduct Records); UCF-.012 (Organizational Rules of Conduct); UCF-5.013 (Organizational Conduct Review Process; Sanctions; Appeals); UCF-5.015 (Student Academic Behavior Standards); UCF-5.016

(Student Academic Appeals); UCF-5.017 (Appeals of Graduate Program Actions or Decisions) (EPC-5). She noted the changes to various sections of the chapter. The amendment to Chapter 5 was unanimously approved.

- Borden reported on the UCF 2017 Textbook and Instructional Materials Affordability Annual Report (EPC-6), which was unanimously approved.
- Whittaker introduced Gregory Welch, Assistant Professor and Florida Hospital Endowed Chair in Healthcare Simulation in the College of Nursing, who reported on Healthcare Simulation (INFO-1), virtual patients, and experiential training. Welch studied Electrical Technology at Purdue University and Computer Science at UNC Chapel Hill.
- Whittaker reported on Mythbuster-Digital Learning (INFO-2), providing an update on access, quality, and the success of digital learning.

FINANCE AND FACILITIES COMMITTEE REPORT

Alex Martins, Chair of the Finance and Facilities Committee, via teleconference reported the highlights from the committee meeting held on June 14, 2017, and earlier in the day.

- Martins reported that at the June 14, 2017, meeting the committee unanimously approved the following items that are on the consent agenda.
 - 2017-18 College of Medicine Faculty Practice Plan Budget (FF-13).
 - 2017-18 College of Medicine Self-insurance Program Budget (FF-14).
 - Amendments to University Regulation UCF-4.0293 Use of University Facilities (FF-15) an update to the procedures for using university facilities and to articulate more clearly limitations on outside individuals and entities who wish to use university facilities.
- Martins noted that the following information items were presented at the June 14, 2017, committee meeting.
 - Direct Support Organizations' 2016-17 Third-Quarter Financial Reports (INFO-1) for the period ended March 31, 2017, was provided as an information item.
 - UCF Investments Quarterly Report Ended March 31, 2017, Including Annual Review (INFO-2).
- Martins stated that in response to public comments made at the May 18, 2017, Board of Trustees meeting, the committee was provided background information and an update on the housekeeping operations staff and schedule changes, and that the committee accepted the report.

Martins presented the following items for board approval.

- FF-1 Campus Bookstore Contract—A motion was unanimously passed approving a 10-year bookstore agreement with Barnes and Noble.
- FF-2 Release of Unrestricted UCF Stadium Corporation Revenues—A motion was unanimously passed approving the release of revenues above budgeted obligations from the UCF Stadium Corporation to the UCF Athletics Association for 2017-18.

- FF-3 2017-18 Direct Support Organizations' Budgets—A motion was unanimously passed approving the 2017-18 operating budgets for the following DSOs: UCF Athletics Association, UCF Convocation Corporation, UCF Finance Corporation, UCF Foundation, UCF Limitless Solutions, UCF Research Foundation, and UCF Stadium Corporation.
- FF-4 Five-year Capital Improvement Plan—A motion was unanimously passed approving the capital improvement plan for 2018-19 through 2022-23, with the understanding that several line items could have name changes.
- FF-5 Finance and Facilities Committee Charter Review—A motion was unanimously passed approving the updated Finance and Facilities Committee charter.
- FF-6 2017-18 Updated University Operating Budget—A motion was unanimously passed approving the revised 2017-18 operating budget.
- FF-7 Refinancing of UCF Finance Corporation Series 2007 Bonds—A motion was unanimously passed approving the UCF Finance Corporation's request to refinance the outstanding Series 2007 bonds.
- FF-8 Campus Concessions Food Services Management Agreement—A motion was passed 12 for and with John Sprouls recusing himself due to a conflict of interest approving a 10-year negotiated agreement to provide concessions at Spectrum Stadium, CFE Arena, and other UCF Athletics venues.
- FF-9 Amendment to Sublease Agreement between UCF and Pegasus Hotel LLC—A motion was unanimously passed approving the amendment to the sublease agreement with Pegasus Hotel LLC for an on-campus hotel and conference center.
- FF-10 Financing of Solar Farm—This item was tabled until such time that university staff completes further investigation into the use of the land, educate the trustees in greater detail about the project, and bring recommendations from an energy consultant back to the committee.
- FF-11 Baseball Stadium Expansion—A motion was unanimously passed approving UCF to fund internally up to \$3.6 million in construction costs to expand and renovate the baseball stadium.
- FF-12 Amendment to the Revised and Restated Development Agreement with Osceola County Including Appendix B Lease Agreement—A motion was unanimously passed approving the amended and restated development agreement and lease for the advanced manufacturing research center in Osceola County.

NOMINATING AND GOVERNANCE COMMITTEE REPORT

William Yeargin, Chair of the Nominating and Governance Committee, reported that on May 9, 2017, the Nominating and Governance Committee unanimously recommended that Marcos Marchena be reelected chairman and that Robert Garvy be reelected vice chair, both for terms of two years. He asked for nominations from the floor. There being no other nominations, the election was held.

- NG-1 Chair and Vice Chair Elections, UCF Board of Trustees—A motion was unanimously passed approving the recommendations of the Nominating and Governance Committee to elect Trustee Marcos Marchena for an additional two-year term as chairman of the UCF Board of Trustees, and elect Trustee Robert Garvy for an additional two-year term as vice chair of the UCF Board of Trustees.
- Yeargin reported that a recommendation to confer an honorary doctorate of public service degree on Leonard Williams was on the consent agenda as NG-2.

Marchena expressed his appreciation for the confidence shown and stated he looked forward to working with everyone in the future.

Marchena stated that on-line learning is one of the ways that we are going to be able to continue to have impact, and he requested that the university dedicate some funding to expand distance learning with a three-year goal to increase on-line learning from our current 42 percent to 50 percent by the year 2020.

STRATEGIC PLANNING COMMITTEE REPORT

Clarence Brown, Chair, noted the report that was given to the Strategic Planning Committee. It detailed the plan to infuse the strategic plan into the university culture.

CONSENT AGENDA

A motion was made to accept the consent agenda, and members of the board unanimously approved the following actions.

- CL-1 Amendments to University Regulations UCF-3.035 University Closings Due to Emergency Conditions and UCF-3.040 Benefits and Hours of Work—Approval of the amendments to University Regulations UCF-3.035 and UCF-3.040
- CL-2 Performance Unit Plan Incentive Measures and Goals— Approval of the 2018-20 performance incentive measures and goals for the president and senior officials
- EP-1 Conferral of Degrees—Approval of degrees at the Summer 2017 commencement ceremonies

- EP-2 New Degree Program-Master of Athletic Training—Approval of new degree program—Masters of Athletic Training
- EP-3 2017-18 Tenure with Hire—Approval of tenure with hire
- EP-4 Performance-based Funding-Metric 10 Selection—Approval of three replacement options
- EP-5 Amendment to Chapter 5 University Regulations—Approval of amendment to university regulations relating to student conduct rules, student organization conduct rules, and review proceedings for violations of the conduct rules by students or student organizations, student academic behavior standards and student academic appeals. The Chapter 5 regulations to be amended are:
 - UCF-5.006 Student Rights and Responsibilities
 - UCF-5.007 Office of Student Conduct; Scope; Definitions; Student Conduct Records; Special Student Panels
 - UCF-5.008 Rules of Conduct
 - UCF-5.009 Student Conduct Review Process; Sanctions
 - UCF-5.010 Student Conduct Appeals
 - UCF-5.011 Scope; Authority; Principles of Group Responsibility; Violations of Law and Rule of Conduct Violations; Definitions; Student Organizational Conduct Records
 - UCF-5.012 Organizational Rules of Conduct
 - UCF-5.013 Organizational Conduct Review Process; Sanctions; Appeals
 - UCF-5.015 Student Academic Behavior Standards
 - UCF-5.016 Student Academic Appeals
 - UCF-5.017 Appeals of Graduate Program Actions or Decisions
- EP-6 UCF 2017 Textbook and Instructional Materials Affordability Annual Report—Approval of the Textbook and Instructional Materials Affordability Annual Report
- FF-13 2017-18 College of Medicine Faculty Practice Plan Budget—Approval of the 2017-18 College of Medicine Faculty Practice Plan budget presented by the College of Medicine
- FF-14 2017-18 College of Medicine Self-insurance Program Budget—Approval of approval of the 2017-18 Self-insurance Program budget presented by the College of Medicine
- FF-15 Amendments to University Regulation UCF-4.0293 Use of University Facilities—Approval of amendments to existing university regulation UCF-4.0293
- NG-2 Honorary Doctor in Public Service Degree for Leonard Williams—Approval of an Honorary Doctor of Public Service Degree for Leonard Williams

NEW BUSINESS

Marchena presented the following informational item to the board. He indicated that he expects to make some adjustments to the assignments to the committees.

- INFO-3 Board Committee and Direct Support Organization Assignments

Bradley reported that the university will host the American Heart Walk in September, and the organizers anticipate over 20,000 people will participate.

ANNOUNCEMENTS AND ADJOURNMENT

Marchena announced the following upcoming meetings:

Commencement	August 5, 2017 (CFE Arena)
Class of 2021 White Coat Ceremony	August 7, 2017 (Pegasus Ballroom)
UCF Football Kickoff Luncheon	August 18, 2017 (CFE Arena) Please let Rick Schell know if you would like to attend.
Board of Governors meeting	August 30-31, 2017 (University of Florida)
Board of Trustees teleconference meeting	September 27, 2017 (President's Boardroom)
Board of Governors committee meetings	October 3, 2017 (Florida Gulf Coast University)
Board of Trustees meeting	October 26, 2017 (FAIRWINDS Alumni Center)
Board of Trustees retreat	October 27, 2017 (FAIRWINDS Alumni Center)
Board of Governors Trustee Summit	November 8, 2017 (UCF Student Union)

Board of Governors meeting

November 8-9, 2017
(FAIRWINDS Alumni Center)

Marchena adjourned the board meeting at 2:46 p.m.

Respectfully submitted: _____ Date: _____

John C. Hitt
Corporate Secretary

FORM 8A MEMORANDUM OF VOTING CONFLICT FOR STATE OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME SPROULS, JOHN R	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE UCE BOARD OF TRUSTEES
MAILING ADDRESS 6228 BLAKEFORD DR	NAME OF STATE AGENCY
CITY COUNTY WINDERMERE, FL 34786 ORANGE	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" type="checkbox"/> APPOINTIVE
DATE ON WHICH VOTE OCCURRED JULY 20, 2017	

WHO MUST FILE FORM 8A

This form is for use by any person serving at the State level of government on an appointed or elected board, council, commission, authority, committee, or as a member of the Legislature. It applies to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

ELECTED OFFICERS:

As a person holding elective state office, you may not vote on a matter that you know would inure to your special private gain or loss. However, you may vote on other matters, including measures that would inure to the special private gain or loss of a principal by whom you are retained (including the parent or subsidiary or sibling organization of a principal by which you are retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. If you vote on such a measure or if you abstain from voting on a measure that would affect you, you must make every reasonable effort to disclose the nature of your interest as a public record in a memorandum filed with the person responsible for recording the minutes of the meeting, who shall incorporate the memorandum in the minutes. If it is not possible for you to file a memorandum before the vote, the memorandum must be filed with the person responsible for recording the minutes of the meeting no later than 15 days after the vote.

For purposes of this law, a "relative" includes only your father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with you as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

A member of the Legislature may satisfy the disclosure requirements of this section by filing a disclosure form created pursuant to the rules of the member's respective house if the member discloses the information required by this subsection, or by use of Form 8A.

* * * * *

APPOINTED OFFICERS:

As a person holding appointive state office, you are subject to the abstention and disclosure requirements stated above for Elected Officers. You also must disclose the nature of the conflict before voting or before making any attempt to influence the decision by oral or written communication, whether made by you or at your direction.

For purposes of this law, a "relative" includes only your father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with you as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

- You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the minutes of the meeting, who will incorporate the form in the minutes.
- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION OR VOTE AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF STATE OFFICER'S INTEREST

JOHN R. SPROLLS, hereby disclose that on JULY 20, 2017

- A measure came or will come before my agency which (check one or more)
 - inured to my special private gain or loss;
 - inured to the special gain or loss of my business associate, _____;
 - inured to the special gain or loss of my relative, _____;
 - inured to the special gain or loss of COMCAST INC., PARENT COMPANY OF MY EMPLOYER, by whom I am retained; or
 - inured to the special gain or loss of _____, which is the parent, subsidiary, or sibling organization of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

A NEW 10-YEAR AGREEMENT WAS NEGOTIATED WITH SPECTRA FOR CONCESSIONS ACROSS ALL UCF ATHLETIC VENUES. SPECTRA IS A WHOLLY-OWNED SUBSIDIARY OF COMCAST INC. COMCAST ALSO WHOLLY OWNS NBCUNIVERSAL, MY EMPLOYER. THEREFORE, I RECUSED MYSELF FROM VOTING ON THE APPROVAL OF THE CONTRACT WHEN IT CAME BEFORE THE BOARD.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

July 20, 2017
Date Filed

[Signature]
Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.