



UNIVERSITY OF CENTRAL FLORIDA

Board of Trustees  
Governance Committee Meeting  
June 17, 2020  
Virtual Meeting

**MINUTES**

**CALL TO ORDER**

Trustee William Yeargin, chair of the Governance Committee, called the meeting to order at 10:30 a.m. Committee members Alex Martins, Ken Bradley, Sabrina LaRosa and John Sprouls attended via video conference. Committee member Joseph Harrington attended in person. Chair Seay also attended via video conference and Trustee David Walsh attended in person.

**MINUTES**

The minutes from the April 13, 2020 Governance Committee meeting were approved as submitted.

**NEW BUSINESS**

Board Policy for University Operating, Carryforward, and Capital Outlay Budgets (GOVC-1)

Derek Horton, Assistant Vice President for Budget, Planning, and Analysis, presented a new board policy on University Operating, Carryforward, and Capital Outlay Budgets. This policy satisfies several of the recommendations from the Post Investigation Action Plan which recommended adoption of a Board of Trustees policy to ensure adherence to budget and planning laws and regulations. Trustee Harrington made a motion to approve the amendments and Trustee Sprouls seconded. The motion was approved unanimously.

Proposed University Regulations UCF-2.037 Special Provisions for Veterans and Active Duty Military Students and UCF-2.040 Development, Approval, Termination, and Suspension of Degree Programs (GOVC-2)

Youndy Cook, Deputy General Counsel, asked the committee to approve proposed regulations UCF-2.037 Special Provisions for Veterans and Active Duty Military Students and UCF 2.040 Development, Approval, Termination, and Suspension of Degree Programs. Both of these regulations are recommended for adoption to comply with Board of Governors regulations. UCF-2.037 is proposed to outline the process by which students with military training, experience, or coursework may earn college credit. Language regarding withdrawals is also included to ensure that students do not incur academic or financial penalties if specified conditions are met. UCF-2.040 is proposed to outline the policies and

procedures governing new degree development, as well as termination and suspension of degree programs. No public comments were received. Trustee Bradley made a motion to approve the proposed regulations and Trustee Harrington seconded. The motion was approved unanimously.

Amendments to University Regulation UCF-4.014 Investments (GOVC-3)

Cook asked the committee to approve amendments to regulation UCF-4.014 Investments. UCF-4.014 is amended to update employee titles and department names. No public comments were received. Trustee Martins made a motion to approve the amendments and Trustee Harrington seconded. The motion was approved unanimously.

Amendments to University Regulations UCF-6.007 Parking/Traffic Enforcement and UCF-6.008 Vehicle Registration Fees; Parking Violation Fines (GOVC-4)

Cook asked the committee to approve amendments to UCF-6.007 Parking/Traffic Enforcement and UCF-6.008 Vehicle Registration Fees; Parking Violation Fines. UCF-6.007 has been amended to add new language regarding virtual parking permits and language referring to parking meters has been replaced with language referring to short-term, timed parking. UCF-6.008 has been amended to rename metered parking as short-term, timed parking. No public comments were received. Trustee Walsh indicated that he doesn't agree with using salary as a basis for permit levels and Trustee Bradley agreed. Chair Yeargin indicated that the committee will look into this further. Trustee Harrington made a motion to approve the amendments and Trustee LaRosa seconded. The motion was approved unanimously.

Amendments to University Regulations UCF-5.006 Student Rights and Responsibilities, UCF-5.007 Office of Student Conduct; Scope; Student Conduct Records, 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; Registered Student Organizational Conduct Records, UCF-5.012 Organizational Rules of Conduct, UCF-5.013 Organizational Conduct Review Process, and UCF-5.015 Student Academic Behavior Standards (GOVC-5)

Cook asked the committee to approve amendments to multiple regulations, all related to student conduct and student organization conduct. Each change in each regulation has been tracked and included with the committee materials. Cook briefly summarized the proposed amendments. Two public comments were received in response to UCF-5.012. The comments were reviewed, and it was determined that no changes were warranted in response. Trustee Martins indicated that a proposed sentence in paragraph (7) of UCF-5.008 was confusing and Cook agreed. She suggested modifying the sentence in that paragraph to read "A student *can be found to have committed* an act of hazing whether the student is a prospective, current, or former member of the organization or group." for clarity. Trustee Martins made a motion to approve the amended regulations, including amending the sentence in paragraph (7) of UCF-5.008 and Trustee Sprouls seconded. The motion was approved unanimously.

UCF Board of Trustees Conflict of Interest Statement and Disclosure Form (GOVC-6)

Janet Owen, Vice President for Government Relations, presented the proposed conflict of interest statement and disclosure form. One of the recommendations of the AGB May 15, 2019 report was that the Governance Committee should assume responsibility for conflict of interest oversight. The statement was revised to include compliance with current Florida law and encompasses recommendations from the

Florida Commission on Ethics. It has been expanded to include definitions and guidance for specific situations. Trustee Bradley made a motion to approve and Trustee Harrington seconded. The motion was approved unanimously.

#### Statement on Board Self-Assessment (GOVC-7)

Karen Monteleone, Assistant Vice President for Board Relations, presented the Board self-assessment process. This process is an outcome of the AGB report and the Post Investigation Action Plan. The actual survey would be presented to the committee in the Fall for feedback, and then presented for consideration by the Board. The survey would be administered in the Spring and results of the survey will be provided to the board and included at the May board retreat. The recommendation is for a full board self-assessment to occur on a biannual basis. This is developed to align with the term of the chair. Trustee Martins made a motion to approve and Trustee LaRosa seconded. Trustee Bradley questioned whether committees would be involved in the process and Monteleone indicated that chairs will be involved, developing annual work plans and evaluating committee progress. A discussion was held whether the process should be completed annually or biannually and determined that biannual was sufficient. A discussion was also held regarding whether a third party should be retained to complete the board assessment. Monteleone indicated that the committee can proceed how they wish and it would probably be beneficial to bring in an outside consultant every five years. This statement does not preclude the use of an outside consultant. She also reminded the committee that the purpose is to assess the full board's performance not individual performance. Trustee Bradley indicated that self-assessment of individual board members would be beneficial as well. The motion approved unanimously.

#### Governance Committee charter amendments (GOVC-8)

Scott Cole, Vice President and General Counsel, presented amendments to the Governance Committee charter. The new language reflects Governance Committee oversight of the board assessment process and the conflict of interest statement. Trustee Harrington made a motion to approve the amendments and Trustee Bradley seconded. The motion approved unanimously.

#### Board Orientation and Development Plan (INFO-1)

Monteleone presented the board orientation and development plan to the committee. This is an overview of the orientation and onboarding process for new trustees and continuing education for existing trustees. There are four phases included: the governance phase, the system phase, the institution phase, and the continuing education phase. Trustees Harrington and LaRosa have recently been through the orientation process and have indicated they were satisfied with the results.

#### Post Investigation Action Plan for Items with Governance Committee Oversight (GOVC-9)

Monteleone reviewed the final outstanding items on the Post Investigation Action Plan that have Governance Committee oversight. Item 20 was discussed at a previous meeting and related to professional development opportunities for board staff and how staff interact with the board. Item 25 encompasses implementing a process for the board self-assessment and conflict of interest oversight. Item 47 relates to the board orientation plan. Closure of these items is recommended and then all obligations for Governance committee under the Post Investigation Action Plan will have been fulfilled. Trustee Martins made a motion to approve and Trustee Sprouls seconded. The motion passed unanimously.

Other Business

Trustee Walsh commented on GOVC1 with concerns that items regarding annual operating budget and capital improvement plan are subdelegated to board retreats. He also noted that there is language delegating to the Board of Governors approval of the annual budget and strategic plan of the university. The board should not be delegating this function to the BOG and the language should be revisited. Also, there should be further discussion on defining the roles of the Finance and Facilities Committee versus the full board particularly when it comes to major capital outlays and the operating budget. These comments will be taken into consideration.

**ADJOURNMENT**

The meeting adjourned at 11:26 a.m.



Reviewed by:

8/25/2020

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Alex Martins  
Vice Chair, Nominating and Governance  
Committee

\_\_\_\_\_  
Date

Respectfully submitted:



8/25/2020

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Janet Owen  
Associate Corporate Secretary

\_\_\_\_\_  
Date