

Minutes
Board of Trustees Teleconference Meeting
University of Central Florida
August 21, 2018

Chairman Marcos Marchena called the teleconference meeting of the Board of Trustees to order at 3:00 p.m.

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

Marchena welcomed the board members and called on Grant Heston, Assistant Corporate Secretary, to call the roll. Heston determined that a quorum was present.

The following board members attended the meeting: Chairman Marcos Marchena, Vice Chair Robert Garvy, Joshua Boloña, Ken Bradley, Joseph Conte, Danny Gaekwad, John Lord, Alex Martins, Beverly Seay, William Self, John Sprouls, David Walsh and William Yeargin. Chairman Marchena, Trustee Self and Trustee Walsh attended in person.

PUBLIC COMMENT

There were no requests for public comment.

COMMITTEE REPORTS

COMPENSATION AND LABOR COMMITTEE REPORT

John Sprouls, Chair of the Compensation and Labor Committee, reported highlights from the committee meeting held on August 14, 2018.

Sprouls reported that the following item was unanimously approved by the Committee and placed on the Board's consent agenda.

- CLC – 1 AFSCME – Article 7, Wages; and Article 29, Notice of Separation.

FINANCE AND FACILITIES COMMITTEE REPORT

David Walsh reported highlights from the committee meetings of June 20, 2018 and August 15, 2018.

The following item from the June 20, 2018 committee meeting was unanimously approved by the Committee and placed on the Board's consent agenda.

- FFC – 1 Release of Unrestricted UCF Stadium Corporation Revenues

Walsh also reported that the following items from the August 15, 2018 committee meeting were unanimously approved by the Committee. Items FFC – 1 and FFC – 2 will be placed on the September 27, 2018 consent agenda however FFC – 3 is on today’s consent agenda.

- FFC- 1 Campus Master Plan Updates – committee unanimously approved this item and it will be placed on the September 27th consent agenda
- FFC – 2 UCF Downtown Campus Housing Management Agreement – committee unanimously approved this item and it will be placed on the September 27th consent agenda
- FFC – 3 Purchase of L3 Building – committee unanimously approved this item and it has been placed on today’s consent agenda

NOMINATING AND GOVERNANCE COMMITTEE REPORT

William Yeargin, Chair of the Nominating and Governance Committee, reported highlights from the committee meeting held on August 17, 2018.

Yeargin reported that the following items were unanimously approved by the Committee and placed on the Board’s consent agenda.

- NGC – 1 Appointment of Board Member Danny White to UCF Convocation Corporation
- NGC – 2 Appointment of Board Member Grant Heston to UCF Stadium Corporation

CONSENT AGENDA

A motion was made to approve the consent agenda and was unanimously approved.

- CL – 1 AFSCME Agreement
- FF – 1 Release of Unrestricted UCF Stadium Corporation Revenues
- FF – 2 Purchase of the L3 Building
- NG – 1 Appointment of Board Members to UCF Convocation Corporation
- NG – 2 Appointment of Board Members to UCF Stadium Corporation

NEW BUSINESS

Marchena stated that discussions regarding the Sanford Burnham Prebys building began last fall and those discussions, which included Dr. Deborah German and Dr. John C. Hitt, resulted in

agreement that the building should be a UCF building. Marchena recognized Trustee Joseph Conte and Fred Kittinger for their efforts.

Marchena called on President Dale Whittaker for remarks.

Whittaker thanked Chairman Marchena for his leadership throughout this process and thanked Dr. German for her vision for the Medical City.

Whittaker stated this is an exciting opportunity for UCF and our region. He noted this was an excellent example of partnership that will add corporate partners to our ideas and talent, resulting in additional jobs and clinical research. He stated this will provide a valuable environment for training tomorrow's health leaders and it will help to continue the economic growth that we promised when we built the College of Medicine.

He concluded by stating that the UCF Lake Nona Cancer Center is a critical piece of the new health sciences vision that includes the College of Medicine, College of Nursing and other health-related programs.

Marchena presented the following item for board approval.

- BOT – 1 Sanford Burnham Prebys building

Trustee Kenneth Bradley recused himself from the vote.

Following discussion to the purchase put forth for approval, Vice President and General Counsel Scott Cole read the consent agenda items into the record.

- Transfer of Sanford Burnham Prebys Building and Land (SBP Premises) from Orange County to UCF Real Estate Foundation
- Lease of the SBP Premises by UCF Real Estate Foundation to UCF
- Sublease of the SBP Premises by UCF to Sanford Burnham Prebys until November 30, 2018
- Sublease of a portion of the SBP premises from UCF to UCF Academic Health effective December 1, 2018
- Termination and Release Agreement with SBP

A motion was made to approve BOT – 1 and was unanimously approved.

ANNOUNCEMENTS AND ADJOURNMENT

Marchena announced the following upcoming events:

Board of Governors meeting	September 12-13, 2018 (New College)
Board of Trustees meeting	September 27, 2018 (FAIRWINDS Alumni Center)
Inauguration	November 9, 2018 (CFE Arena, morning TBD)

Marchena adjourned the board meeting at 3:31 p.m.

Respectfully submitted:  _____ Date: 10.2.18

Grant Heston
Assistant Corporate Secretary

FORM 8A MEMORANDUM OF VOTING CONFLICT FOR STATE OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME BRADLEY, KENNETH WAYNE	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE VCF BOARD OF TRUSTEES
MAILING ADDRESS 1612 Elizabeth's Walk	NAME OF STATE AGENCY UNIVERSITY OF CENTRAL FLORIDA
CITY COUNTY Winter Park Orange	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" type="checkbox"/> APPOINTEE
DATE ON WHICH VOTE OCCURRED August 21, 2018	

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

I, KENNETH WAYNE BRADLEY, hereby disclose that on August 21, 20 18 :

(a) 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 Adventist Health System dba Florida Hospital, 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:

I am retained as a Senior Advisor to Adventist Health System. Out of an abundance of caution, I have recused myself from this vote due to a potential competitive position or perception. Thank you.

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.

August 21, 2018
Date Filed

Kenneth W. Bradley
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.