

**Minutes
Board of Trustees Meeting
University of Central Florida
April 23, 2020**

Chair Beverly Seay called the meeting of the Board of Trustees to order at 8:30 a.m.

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

WELCOME

Seay welcomed the board members and called on Karen Monteleone, Assistant Vice President, Board Relations, to call the roll. Monteleone determined that a quorum was present.

The following board members attended the virtual meeting: Chair Beverly Seay, Vice Chair Alex Martins, Trustees Kenneth Bradley, Joseph Conte, Danny Gaekwad, Kyler Gray, Joseph Harrington, Caryl McAlpin, Harold Mills, Michael Okaty, David Walsh and William Yeargin.

Trustee John Sprouls was not present.

PUBLIC COMMENT

There was one request for public comment. Michael Wensinger commented on the class format and selection process in the College of Business.

MINUTES

Seay called for approval of the minutes of February 20, March 13, March 20, March 24, and March 26, 2020 meeting minutes which were approved as presented.

REMARKS

Seay stated the past two weeks included productive meetings with President Alexander Cartwright to discuss the urgency in guiding the university through the challenges it has been facing. She said the university must separate financial issues from the COVID-19 impact so the university can use the funds from the government appropriately.

Seay said that UCF's Crisis Management Team has identified risks and presented scenarios to the university's leadership team to guide decision making through the COVID-19 crisis. She stated the Board's role is to ensure that UCF is delivering on its mission as efficiently and effectively as possible to the benefit of the Central Florida region, the state and the nation. Seay requested that all university presenters come to board meetings ready to share information about key emerging issues, to directly answer questions related to these topics, and to follow up with additional information as necessary to better enable the university to reach its goal of preeminence.

Seay welcomed Dr. Joseph Harrington to the board as the new Faculty Senate Chair and new member of the Board of Trustees and extended the board's gratitude to former Trustee William Self for his service to the Board.

Seay called on Cartwright for his remarks.

Cartwright echoed Seay's comments regarding Harrington and Self. He thanked Seay and the board for their selection and their work on the emerging issues thus far. He noted COVID-19 will shape the university for months to come. Cartwright said that during his first two weeks, four key themes have emerged from his time with faculty, staff and students:

- The virtual world cannot replace the physical campus, or the organic interactions and social connections between our students, faculty and staff.
- The university must apply the lessons learned about remote learning and working to better serve our university community and structure its operations.
- UCF is a key driver of talent and innovation for Central Florida and the state.
- We are all in this together.

DISCUSSION

COVID-19 and UCF's Strategic Future

Seay acknowledged the work of the internal Emerging Issues Crisis Response Team in addressing the potential impacts of COVID-19. Seay noted that she received regular updates from the staff lead and had conversations with the Interim President to provide further direction on board communications and discussions. She said the Board was proactively informed of university announcements regarding changes in operations.

Seay called on Cartwright to provide the board with information and a series of scenarios outlining the implications and potential impacts of UCF's strategic future with COVID-19. Cartwright said UCF has been working closely with the Board of Governors and in constant communication with other SUS institutions on what actions they are taking to control costs. Cartwright noted that federal money UCF received from the CARES Act is the largest allocation in the state. He said half of the money will go to students and the other half will help with university costs related to COVID-19.

Additionally, UCF is projecting savings through June 30 of more than \$13 million because of the cost-cutting measures taken on April 1 in form of hiring, travel and purchasing freezes as well as changes made to facilities staff.

Cartwright stated that UCF's number one focus right now is on operational efficiencies and reducing non-personnel costs. He outlined the three broad scenarios that will be used for strategic planning.

The trustees had the following comments:

- Yeargin said the university needs to adjust its cost and business model assuming the worst with the expectation of opening in the fall.

- Harrington requested the plan we engage in should reflect data that it has worked at other universities.
- Walsh suggested non-core and non-essential activities be outsourced. He recommended looking at all areas and not to leave anything on the table.

REPORTS

INFO-2 IT and Cybersecurity Emerging Issues Update

Seay recognized Mills to moderate the discussion on IT and Cybersecurity.

Joel Hartman, Vice President for Information Technology and Resources and Chief Information Officer, presented on UCF Information Technology.

The trustees had the following comments:

- Bradley inquired as to the estimated savings of a centrally based IT. Hartman said there would not be large savings, but the expenditures would spread out with better outcomes and performance. Bradley asked if there were any models were there were shared IT services across multiple state universities.
- Harrington indicated the level of service dropped in the college when they centralized. The cost to the colleges also increased to support an additional network. He recommended when researching to ask the colleges that have opted out to see what they are doing and what their costs are.
- Yeargin requested we do not throw accountability out of the window for colleges that opted out of this university initiative.

Chris Vakhordjian, Chief Information Security Officer, presented on cybersecurity.

The trustees had the following comments:

- Seay requested regular cybersecurity updates at future board meetings.
- Martins asked if the processes and protocols for security differ for our shared network and distributed network. If so, how and how much risk is that putting on the university. Vakhordjian said there are processes and protocols that differ but overall there are security policies at the university level that must be in compliance. However, Vakhordjian stated that central IT cannot oversee all the individual policies and protocols which could put the university at a higher risk.
- McAlpin asked how to better gain the trust of the colleges across campus in joining the shared service. Vakhordjian stated we needed to understand their concerns.

Mills made a motion to instruct Dr. Cartwright and staff to engage outside expertise to develop an execution and implementation plan toward completing the rollout and mandating the IT2020 Vision and develop the financial model that identifies implementation costs as well as the medium- and long-term financial impact of the IT2020 vision with Martins providing the second. The motion passed unanimously.

INFO-3 UCF Health Emerging Issues Update

Seay recognized Conte to moderate the discussion on the UCF Health update.

Conte discussed college funding and his efforts in understanding and applying for additional state funding. He also discussed raising tuition rates. He indicated \$2.6 million spending authority was awarded by the Legislature.

Deborah C. German, MD, Vice President for Health Affairs, presented on the clinical mission update.

Danny Cavallo, Chief Financial Officer College of Medicine, AVP Finance and Administration Academic Health Science Center, and Marcia Katz, MD, Associate Dean of Clinical Affairs, Chief Medical Officer, Professor of Medicine, presented on UCF Health financials.

The trustees had the following comments:

- Walsh indicated there should be a contingency plan in place including reaching out to private practices. He also suggested that the President list this area as a high priority for rebalancing of resources, if needed.

ADVANCEMENT COMMITTEE REPORT

Gaekwad, Chair of the Advancement committee, reported highlights from the committee meeting held on April 22, 2020. He reported ADV-1 was unanimously approved by the committee and placed on the consent agenda.

AUDIT AND COMPLIANCE COMMITTEE REPORT

Conte, Chair of the Audit and Compliance Committee, reported the committee had not met since the last Board of Trustees meeting.

COMPENSATION AND LABOR COMMITTEE REPORT

Okaty, Vice-Chair of the Compensation and Compliance Committee, reported on highlights from the committee meeting held on April 21, 2020. He reported CL-1 through CL-3 were unanimously approved by the committee and placed on the consent agenda today.

EDUCATIONAL PROGRAMS COMMITTEE REPORT

Bradley, Chair of the Educational Programs Committee, reported highlights from the committee meeting held April 9, 2020. He also thanked the faculty and students for moving to remote instruction due to COVID-19.

EP-1 Conferral of Degrees for Spring 2020

Bradley moved to approve EP-1 and Yeargin provided the second. The motion passed unanimously.

EP-2 UCF 2020 Accountability Plan

Bradley moved to approved EP-2 as presented with Martins providing the second. The motion passed unanimously. He requested the agenda item come back to the committee no later than the November 2020 meeting.

Bradley reported EP-3 and EP-4 were unanimously approved by the committee and placed on the consent agenda today.

EXECUTIVE COMMITTEE REPORT

Seay, Chair of the Executive Committee, reported the committee did not meet since the last board meeting however, the Board Relations Office will soon be contacting the Executive Committee members to schedule a meeting in the upcoming weeks. She indicated she asked staff to move the updates on all other Emerging Issues from today's agenda to the Executive Committee agenda.

FINANCE AND FACILITIES COMMITTEE REPORT

Martins, Chair of the Finance and Facilities Committee, reported on highlights from the meeting held on April 22, 2020. Martins reported that FF – 1 through FF – 3 were unanimously approved by the committee and placed on the board's consent agenda.

GOVERNANCE COMMITTEE REPORT

Yeargin, Chair of the Governance Committee, reported highlights from the committee meeting held on April 13, 2020. He reported that GOV-1 through GOV-6 were unanimously approved by the committee and placed on the board's consent agenda.

CONSENT AGENDA

Walsh asked to remove EP-4 from the consent agenda for further discussion.

Yeargin moved to approve the remainder of the consent agenda removing EP-4 with Walsh providing the second. The motion was unanimously approved.

For the purpose of discussion, Bradley moved to approve EP-4 with Yeargin providing the second.

Chair Seay turned the floor over to Bradley and asked him to moderate the tenure discussion.

Walsh requested to defer the vote on EP-4 until May due to COVID-19. This request is to give the President and leadership time to review this item and any financial commitments that may come with it. Walsh said this item is coming to the board for approval a month early.

Bradley recognized Michael Johnson, Interim Provost, to provide an overview of tenure.

Bradley also recognized Dr. William Self to provide input on tenure since he was a member of the Educational and Programs Committee when this item was approved.

This led to a discussion about the definition and practice of tenure.

Walsh moved to amend the motion by Bradley to postpone the vote on EP-4 until May. Gaekwad provided the second. The motion failed with two affirmative votes from Walsh and Gaekwad.

Bradley restated the motion to approve EP-4 with Yeargin providing the second. The motion passed with opposition from Walsh and Gaekwad.

Trustee Working Lunch

INFO-4 Communications and Marketing Emerging Issue Update

Seay recognized Gray to moderate the discussion on the Communications and Marketing Update.

Patrick Burt, Associate Vice President, Communications and Marketing and Lindsay Neuberger, Associate Professor, Nicholson School of Communication and Media, presented on the Communications and Marketing Update.

The trustees had the following comments:

- Bradley inquired about paid media requests.
- Bradley and Seay thanked Gray for his service to the board. Seay also announced the board reached 100 percent participation in the Kyler Giving Challenge which supports students facing housing insecurities.

ANNOUNCEMENTS

Seay made several announcements regarding upcoming meetings, stating that whether these upcoming meetings are location-based or virtual will be determined in accordance with current COVID-19 guidelines.

ADJOURNMENT

Seay adjourned the board meeting at 1:27 p.m.

Reviewed by: 
Beverly Seay, Chair UCF Board of Trustees

Date: 7/2/2020

Respectfully submitted: Janet D. Owen
Janet Owen, Associate Corporate Secretary

Date: 7/8/2020