



UNIVERSITY OF CENTRAL FLORIDA

**Board of Trustees  
Executive Committee Special Meeting  
President's Boardroom, Millican Hall, 3<sup>rd</sup> floor  
August 7, 2019, 2 – 3:30 p.m.  
Call in phone number 800-442-5794, passcode 463796**

**AGENDA**

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| <b>I. CALL TO ORDER</b>  | Beverly Seay<br><i>Chair, UCF Board of Trustees</i>  |
| <b>II. ROLL CALL</b>   | Janet Owen<br><i>VP, Government Relations</i>  |
| <b>III. APPROVAL ITEM</b>  | Chair Seay   |
| <ul style="list-style-type: none"><li>• Executive Committee Charter<br/>(<a href="#">EXEC – 1</a>)</li></ul>   | Chair Seay   |
| <b>IV. DISCUSSION ITEMS</b>  | Chair Seay   |
| <ul style="list-style-type: none"><li>• Board Operations:<br/>Structure, Development of Schedules<br/>and Agendas (<a href="#">INFO – 1</a>)</li><li>• Update on Financial Status<br/>of Projects (<a href="#">INFO – 2</a>)</li><li>• Status of the Post Investigation<br/>Action Plan Recommendations<br/>(<a href="#">INFO – 3</a>)</li><li>• Crisis Management Plan for the<br/>UCF Board of Trustees (<a href="#">INFO – 4</a>)</li></ul> | Chair Seay<br><br>Dennis Crudele<br><i>Interim Chief Financial Officer</i><br><br>Chair Seay<br><br>Chair Seay |
| <b>V. ADJOURNMENT</b>  | Chair Seay   |

**ITEM: EXEC – 1**

**UCF BOARD OF TRUSTEES  
Executive Committee  
August 7, 2019**

**Title:** Executive Committee Charter

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**Background:**

Section 6.3 of the Seventh Amended and Restated Bylaws of the University of Central Florida Board of Trustees allows for the use of an Executive Committee. Upon her appointment as Chair, Chair Seay requested that the Executive Committee be utilized. Section 6.1 of the Bylaws states “Each committee shall have a written statement of purpose and primary responsibilities, or charter, as approved by the Board.”

**Issues to be Considered:**

Review, discuss and amend the recommended charter, as needed.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

None

**Recommended Action:**

Recommend approval of the Executive Committee Charter, with any approved revisions, by the Board of Trustees at the September 19, 2019 meeting.

**Authority for Board of Trustees Action:**

Seventh Amended and Restated Bylaws of the University of Central Florida Board of Trustees

**Contract Reviewed/Approved by General Counsel:**

N/A

**Committee Chair or Chairman of the Board approval:**

Chair Seay approved the agenda and supporting documentation

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**Submitted by:**

W. Scott Cole, Vice President and General Counsel

**Supporting Documentation:**

Attachment A: Executive Committee charter

**Facilitators/Presenters:**

N/A

## Attachment A

### Executive Committee Charter

#### 1. Overall Purpose and Objectives

The Executive Committee ("Committee") is a standing committee of the University of Central Florida Board of Trustees ("Board"). The general purpose of the committee is to foster cross-functional coordination and discussion as well as to act on matters that, in the opinion of the Board Chair, must be timely approved between regularly scheduled Board meetings.

#### 2. Authority

The board authorizes the committee to:

- 2.1 Take action on behalf of the full Board between regularly scheduled Board meetings, except for the following, for which full board action is necessary:
  - a. Appointment and dismissal of the president
  - b. Final approval of the president's employment agreement
  - c. Sale or other disposition of assets
  - d. Incurrence of debt
  - e. Election of chair and vice chair
  - f. Approval of the annual budget
  - g. Conferral of degrees
  - h. Amendment of the bylaws.
- 2.2 Engage external consultants to assist in work of the Committee, with the concurrence of the president.

#### 3. Committee Membership

- 3.1 The chair of the Board and the chairs of each standing committee shall be members of the Committee.
- 3.2 Members of the Committee will serve until their resignation or until they no longer serve as a committee chair.

#### **4. Meetings**

- 4.1 A majority of the members of the Committee will constitute a quorum for the conduct of business. Action shall require a majority vote of Committee members present.
- 4.2 There will be at least 5 meetings of the Committee each year.
- 4.3 The Committee will maintain written minutes of its meetings.
- 4.4 The Vice President for Government Relations will serve as the administrative liaison to the Committee. The Vice President will meet regularly and correspond with the chair of the Committee, and in consultation with the chair, prepare the agenda for meetings of the Committee.

#### **5. Reporting Responsibilities**

- 5.1 The Committee will, at the next regularly scheduled board meeting, report to the Board any action taken by the Committee.
- 5.2 The Committee will promptly notify all board members of any matters within the purview of the Committee that might significantly impact the financial, legal, academic standing, or reputation of the university.

#### **6. Charter Review**

- 6.1 The Committee will review its charter every three years and recommend to the Board any changes that the Committee deems necessary.

I HEREBY CERTIFY that the University of Central Florida Board of Trustees adopted this charter at its regularly scheduled meeting on \_\_\_\_\_, 2019.

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Assistant Secretary  
University of Central Florida Board of Trustees

**ITEM: INFO – 1**

**UCF BOARD OF TRUSTEES  
Executive Committee  
August 7, 2019**

**Title:** Board Operations: Structure, Development of Schedules and Agendas

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**Background:**

A Board plan for oversight of the implementation of recommendations from the unallowable transfer of E&G funds to construction was compiled and approved by the Board of Trustees at the July 18, 2019 Board of Trustees meeting. The action items in the plan were sorted by the Audit and Compliance Committee and distributed to the Chair of each Committee with oversight.

A recommendation assigned to the Executive Committee was board committees and their functions.

**Issues to be Considered:**

Discuss the committee structure and development of committee and full board meeting schedules and agendas, including recommending the elimination of the Strategic Planning Committee.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

N/A

**Recommended Action:**

Recommend the elimination of the Strategic Planning Committee, to be approved by the Board of Trustees at the September 19, 2019 meeting.

The committee will bring additional recommendations, if any, regarding committee and full board meeting schedules and agendas to the full board at the September 19, 2019 meeting.

**Authority for Board of Trustees Action:**

Seventh Amended and Restated Bylaws of the University of Central Florida Board of Trustees

**Contract Reviewed/Approved by General Counsel:**

N/A

**Committee Chair or Chairman of the Board approval:**

Chair Seay approved the agenda and supporting documentation.

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**Submitted by:**

Janet Owen, Vice President for Government Relations

**Supporting Documentation:**

Attachment A: Post Investigation Action Plan Executive Committee Oversight, Item #23 Committees and their Functions.

**Facilitators/Presenters:**

N/A

## Attachment A

**Executive Committee**  
**Pending Recommendation List - 2**
*Post Investigation Action Plan*
*As of July 18, 2019*

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
23	Association of Governing Boards	AGB May 15, 2019 Report	<p>Committees and their functions: The committee titles at UCF represent a common approach that largely reflects the administrative departments and functions of the university, and it too often places a board in an oversight rather than a strategic position.</p> <p>Recommendations include: (a) consider reducing the number of committees, aligning them with UCF's strategic priorities, (b) ensure that the committee chair is central to setting the annual committee agenda and specific meeting agendas and (c) identify the right balance between oversight of past/current performance and strategic directions for the future.</p>	Medium	Culture, Ethics, & Governance	President's Office	Thad Seymour	Executive Committee	<p>This recommendation will be led by the Board of Trustees and Board Chair and UCF leadership will provide support in whatever capacity needed to determine committee structure and roles.</p> <p>Establishing an Executive Committee.</p> <p>Recommending elimination of the Strategic Planning Committee.</p>	In Progress	October-19

**ITEM: INFO – 2**

**UCF BOARD OF TRUSTEES  
Executive Committee  
August 7, 2019**

**Title:** Update on Financial Status of Projects

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**Background:**

On June 13, 2019, Joey Burby, lead investigator and partner in the Bryan Cave Leighton Paisner (Bryan Cave) law firm, provided an update to the Board of Governors on the status of his investigation into UCF's misuse of E&G funds. He provided a list of 11 projects that had received a total of \$61,294,950 of E&G funding. His materials did not indicate how much of the \$61,294,950 had actually been spent, whether any of that spending was appropriate, or whether any of the funding had been subsequently corrected and transferred back to E&G.

**Issues to be Considered:**

- What is the status of funding restorations for the matrix of projects as published by the Bryan Cave firm at the June BOG meeting?
- How should we resolve the issue of projects for which allowable funding is in question?
- How will the total restored E&G funds be allocated?
- Other issues as determined by committee discussion

**Alternatives to Decision:**

None at this time.

**Fiscal Impact and Source of Funding:**

Based on conversations with the Bryan Cave team, we have identified \$10.6 million in potential overcorrections related to the Research I and Global UCF Buildings. This \$10.6 million was spent on lab buildouts and furniture, fixture, and equipment, which may be appropriate uses of E&G funds.

We have also identified \$14.9 million in potential additional corrections to be made related to the Combined Heat and Power Plant and the Global UCF Building. At the time the Combined Heat and Power Plant was constructed, staff believed that using E&G funds for energy savings projects was appropriate; however, this may not be accurate. Also, prior to construction of the Global UCF Building, the university realized \$10 million in gains on investments that were all recorded as auxiliary; however, a portion of these gains (\$3.8 million) should have been recorded as E&G gains, which would not have been allowable for capital projects.

The net effect of these two sets of entries would be an additional \$4.3 million to be corrected (i.e., replaced with non-E&G funding sources).

**Recommended Action:**

None at this time. Staff will continue to respond to requests from the investigators and update management and the Board of Trustees if any new issues are identified.

**Authority for Board of Trustees Action:**

Board of Governors Regulation 1.001



**Contract Reviewed/Approved by General Counsel:**

N/A

**Committee Chair or Chairman of the Board approval:**

Approved by Chair Beverly Seay.

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**Submitted by:**

Dennis Crudele, Interim Vice President and Chief Financial Officer

**Supporting Documentation:**

Attachment A: Preliminary Findings: List of Projects in Scope, June 13, 2019, Board of Governors meeting.

Attachment B: Board of Governors Investigation Update

**Facilitators/Presenters:**

Kathryn Mitchell, Associate Vice President, Division of Financial Affairs

## Attachment A

***Preliminary Findings: List of Projects in Scope***

<b>Project Name</b>	<b>Initial Project Budget</b>	<b>Total E&amp;G Transferred</b>	<b>Timing of E&amp;G Transfer(s)</b>	<b>Project Status</b>
Downtown Central Energy Plant	\$15,118,758	\$11,500,000	October 2017	In progress
Combined Heating & Power Plant (CHP)	\$11,767,161	\$11,137,183	March 2012 – December 2012	Complete
Research I – Lab Buildouts	\$6,500,000	\$6,000,000	May 2017	In progress
Global UCF	\$15,007,713	\$5,405,055*	May 2014 – June 2016	Complete
Downtown Student Center	\$5,300,000	\$5,400,000	October 2017	In progress
Center for Emerging Media (Downtown)	\$5,000,000	\$5,000,000	November 2016	In progress
Downtown Campus Infrastructure	\$5,000,000	\$4,800,000	October 2017	In progress
CREOL Building Expansion	\$6,784,228	\$4,017,000	February 2016 – May 2018	In progress
Research I – Furniture, Fixtures & Equipment	\$4,570,084	\$3,000,000	May 2017	Complete
CREOL Re-Roof Project	\$2,545,523	\$2,622,723	May 2012 – June 2012	Complete
College of Medicine Building	\$68,000,000	\$2,412,989	April 2012 – June 2012	Complete

**TOTAL \$61,294,950**

\*This amount includes direct transfers of E&G funds as well as the estimated portions of transfers from an investment earnings auxiliary account that should have been allocated to E&G.

Executive Committee Meeting - New Business

Attachment B

BOG Investigation Update

Project Name	Initial Project Budget	Total E&G Transferred to Project	Timing of E&G Transfer to Project	E&G Cash Spent on Project	Total E&G Transferred From Project (Return of E&G Funds)	Timing of E&G Transfer From Project (Return of E&G Funds)	Potential Overcorrections	Potential Additional Corrections Necessary
Downtown Energy Plant	15,118,758	11,500,000	Oct 2017	228,463	11,500,000	Aug-Sept 2018	0	-
Combined Heating and Power Plant (CHP)	11,767,161	11,137,183	Mar 2012-Dec 2012	11,137,183	-	NA	NA	11,137,183 [3]
Research I Building - Lab Buildouts	6,500,000	6,000,000	May 2017	4,573,456	6,000,000	Aug-Sept 2018	6,000,000	-
Global UCF Building	15,007,713	5,405,055	May 2017-June 2016	5,405,055	1,626,588	Aug-Sept 2018	1,626,588	3,778,467 [2]
Downtown Student Center - Leasehold Improvements	5,300,000	5,400,000	Oct 2017	0	5,400,000	Aug-Sept 2018	0	-
Center for Emerging Media (Downtown) - Renovation	5,000,000	5,000,000	Nov 2016	115,802	5,000,000	Aug-Sept 2018	0	-
Downtown Campus Infrastructure	5,000,000	4,800,000	Oct 2017	158,380	4,800,000	Aug-Sept 2018	0	-
CREOL Building Expansion	6,784,228	4,017,000	Feb 2016-May 2018	0	4,017,000	Aug-Sept 2018	0	-
Research I Building - Furniture, Fixtures and Equipment	4,570,084	3,000,000	May 2017	3,000,000	3,000,000	Aug-Sept 2018	3,000,000	-
CREOL Re-Roof Project	2,545,523	2,622,723	May 2012-June 2012	2,164,988	-	NA	NA	- [1]
College of Medicine Building	68,000,000	2,412,989	April 2012-June 2012	2,412,989	-	NA	NA	-
<b>Total</b>	<b>145,593,467</b>	<b>61,294,950</b>		<b>29,196,316</b>	<b>41,343,588</b>		<b>10,626,588</b>	<b>14,915,650</b>

[1] The original E&G funds transferred to this project were used for general deferred maintenance, not the CREOL roof (Facilities never changed the name of the project).

We received and spent \$592,525.11 Critical Deferred Maintenance (PECO Funds) on the CREOL Roof from a separate account number.

[2] This includes \$1.6M for FF&E that may be an allowable use of E&G funds; plus \$3.7M from E&G investment gains which the investigators' report may conclude was inappropriate (\$3.7M not yet returned to E&G).

[3] The investigators' report may conclude the use of E&G for Energy Savings projects is not appropriate.

**ITEM: INFO – 3**

**UCF BOARD OF TRUSTEES  
Executive Committee  
August 7, 2019**

**Title:** Status of the Post Investigation Action Plan Recommendations

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**Background:**

A Board plan for oversight of the implementation of recommendations from the unallowable transfer of E&G funds to construction was compiled and approved by the Board of Trustees at the July 18, 2019 Board of Trustees meeting. The action items in the plan were sorted by the Audit and Compliance Committee and distributed to the Chair of each Committee with oversight.

**Issues to be Considered:**

Committee Chairs may elect to discuss the recommendations allocated to their committee and whether they believe any recommended issue should be moved to a different committee.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

Several of the recommendations will require additional resources as outlined in the Post Investigation Action Plan.

**Recommended Action:**

The committee will bring recommendations, if any, regarding the Post Investigation Action Plan recommendations to the full board at their next meeting.

**Authority for Board of Trustees Action:**

Board of Governors Regulation 1.001

**Contract Reviewed/Approved by General Counsel:**

N/A

**Committee Chair or Chairman of the Board approval:**

Chair Seay approved the agenda and all supporting documentation.

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**Submitted by:**

Janet Owen, Vice President for Government Relations

**Supporting Documentation:**

Attachment A: Post Investigation Action Plan, separated by responsible Board of Trustees Committee or responsible person.

**Facilitators/Presenters:**

N/A

## Attachment A

## Pending Recommendation List

## Post Investigation Action Plan

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
53	Association of Governing Boards	AGB May 15, 2019 Report	Board meetings: Productive board meetings feature candid conversation, rely on adequate committee and staff reports (not too little and not too much), use a consent agenda to allow time for important discussions, avoid the addition of late or understaffed items, and are conducted in a professional manner that reinforces the image of the board as a responsible fiduciary body. Planning for board meetings should focus on agendas and how they are set, the time spent on perfunctory versus strategic issues, the quality of committee communications with the board, the scope and quality of staff presentations, the tone of member interactions, and the chair's responsibility to short-circuit irrelevant distractions. It is essential for the UCF president to recognize that engaging with the board—most especially with the board chair and committee chairs—is fundamental to a collaborative leadership structure. Delegating board governance and board priorities to other staff will ultimately weaken institution governance and a president's standing.	Low	BOT & Staff Interaction	President's Office	Janet Owen	All BOT Committees	This has been/will be addressed in several ways: 1) Reviewing the Presidential Delegation of Authority, which currently requires the board to spend significant time on "perfunctory" matters. 2) In Fall 2018, the administration required all committee agendas to be approved by committee chairs, ensuring their significant input in agenda development. This continues. 3) Develop a board "Statement of Expectations" to guide individual and collective behavior. 4) Approve Board Operating Procedures that oversee submission guidelines, deadlines, etc. 5) Interim President Seymour has weekly calls with the BOT chair, as well as monthly in-person meetings. These are in addition to unscheduled, issue-oriented calls. The president has monthly meetings with the vice chair and monthly calls with committee chairs, as well as regular meetings/calls with trustees. 6) Board workshops have been built into the 2020 BOT schedule so the president and board can have	In Progress	Ongoing
8	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Audit will work with UCF management and staff to identify PeopleSoft automated internal control enhancements to reduce inappropriate or unnecessary system access, block or flag inappropriate financial transactions, as well as to develop monitoring reports for activities such as large dollar transfers and the timing and amount of construction project funding transactions.	High	Internal Control Redesign & Process Enhancements	University Audit	Robert Taft	Audit and Compliance Committee	Evaluate both automated preventative and detective controls to prevent or flag potentially inappropriate transfer of funds and source/use concerns. Work with other SUS institutes that use PeopleSoft to share possible approaches and programming ideas.	In Progress	November-19
9	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The University should explore ways in which technology could be used to enhance its internal controls, such as automated workflows within the budget and general ledger systems that flag transactions which may constitute a violation of BOG regulations and/or state law concerning the use of state appropriated funds.	High	Internal Control Redesign & Process Enhancements	University Audit	Robert Taft	Audit and Compliance Committee	UCF audit is working with internal subject matter experts to identify solutions.	In Progress	November-19
4	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Checks and balances must be instituted to ensure that no high-ranking administrator becomes a single point of both information and authority with respect to decisions involving significant sums of public funds. Boards of Trustees and the Board of Governors should require universities to notify General Counsel, audit and compliance, and Board of Governors staff of the substance of such decisions. Compliance staff must have authority and opportunity to question the legitimacy of such decisions.	High	Culture, Ethics, & Governance	President's Office	Thad Seymour	Audit and Compliance Committee	1) In Fall 2018, then-President Whittaker created new Chief Financial Officer and Chief Operating Officer positions to separate functions and provide internal checks and balances in funding authority and decision-making; in January 2019 the BOT made that change official board policy. 2) In Fall 2018, the BOT initiated a new requirement for certifications to the board as to the appropriate source of funds for all UCF construction projects. The required signatures are the Chief Financial Officer, the Vice President presenting the item, the Vice President and General Counsel and the President. 3) In Fall 2018, then-President Whittaker initiated new requirement for real-time audits for capital projects that exceed \$2 million. 4) The administration is pursuing a new position of Chief Accountability Officer to help UCF rebuild a culture of ethics, integrity and accountability. 5) Interim President Seymour has scheduled regular update meetings with the chief audit and compliance officers. This is in addition to any urgent meetings needed. 6) UCF has hired a new Director of Enterprise Risk and Insurance	In Progress	Ongoing
5	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Each SUS institution should foster a culture that respects and responds to Auditor General Audit Findings.	High	Culture, Ethics, & Governance	President's Office	Thad Seymour	Audit and Compliance Committee	UCF is conducting university-wide ethics, compliance and whistle-blower training to create a stronger culture of transparency and accountability.	In Progress	October-19

**Pending Recommendation List***Post Investigation Action Plan*

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
26	Association of Governing Boards	AGB May 15, 2019 Report	Risk assessment: In light of the disruptive forces that currently affect all of higher education, board attention to the myriad risks associated with governing a massive, complex public enterprise like UCF is highly recommended. A workup of priority risks (a heatmap) by staff and external advisors should be a major topic of board discussion at least annually, and the subject of a board risk assessment committee regularly. A sophisticated risk assessment process at the board level might well have anticipated the crisis brought on by the Trevor Colburn Hall fiasco.	Medium	Culture, Ethics, & Governance	University Compliance, Ethics, and Risk	Christina Serra	Audit and Compliance Committee	Hired Director of Enterprise Risk and Insurance Management to develop enterprise risk management program.	In Progress	June-20
27	Board of Trustees	Board of Trustees May 16, 2019 Meeting	Based on a motion that was made and approved during the April 23, 2019, Audit and Compliance Committee meeting, University Audit will work with management to obtain funding for additional new lines/positions. These lines/positions will focus on financial controls, data analysis and completing the increasing number of investigations being received through the IntegrityLine and other sources as described earlier.	Medium	Culture, Ethics, & Governance	University Audit	Robert Taft	Audit and Compliance Committee	A staffing plan is being developed including new positions and reporting structure. Job descriptions will be created and edited and then submitted to HR for salary analysis prior to posting for hire.	In Progress	December-19
28	Board of Trustees	Board of Trustees May 16, 2019 Meeting	Under BOG Regulation 4.003, at least once every five years, the president and the Board of Trustees shall be provided with an external review of the Compliance and Ethics Program's design and effectiveness and any recommendations for improvement, as appropriate. The first external review shall be initiated within five years from the effective date of the regulation, which is 2021. The assessment shall be approved by the Board of Trustees and a copy provided to the Board of Governors. It was the expectation of University Compliance, Ethics, and Risk that the new vice president for Compliance, Accountability, and Ethics would commission such report upon his or her hire. However, the office will discuss with senior leadership the feasibility of initiating the review sooner, with the expectation that resources to support the review will be provided.	Medium	Culture, Ethics, & Governance	University Compliance, Ethics, and Risk	Christina Serra	Audit and Compliance Committee	Collaborate with Florida university peers and BOG IG to define single set of effectiveness standards for use by SUS in effectiveness reviews. Once finalized, engage third party to conduct the five-year review.	In Progress	June-20
35	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Audit will initiate a quarterly financial control evaluation and certification program based on customization of Section 302 of the Sarbanes Oxley Act for publicly traded companies <a href="https://www.sarbanes-oxley-101.com/SOX-302.htm">https://www.sarbanes-oxley-101.com/SOX-302.htm</a> . This program will include the completion of a checklist to review process, system and regulatory changes along with a review of material transactions taking place during the period to identify any potential areas of concern. A Financial Statement Disclosure Committee consisting of key members of management will be formed to perform this work. University Audit recommends that a member of the Board of Trustees be named as a member of this committee.	Medium	Internal Control Redesign & Process Enhancements	University Audit	Robert Taft	Audit and Compliance Committee	Will leverage available resources and look to hire staff with prior financial controls/SOX experience.	In Progress	November-19
36	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Audit will work with UCF management to verify that all follow-up activities the university has committed to in the Auditor General's operational report and all other reports are fully implemented. All identified issues will be tracked in University Audit's audit management software.	Medium	Monitoring Post-Transaction Activities	University Audit	Robert Taft	Audit and Compliance Committee	Perform follow-up work and provide a status update to the BOT Audit and Compliance committee at a future 2019 meeting.	In Progress	November-19
49	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Compliance, Ethics, and Risk will implement, at a minimum, senior management annual ethics training with a signed statement that they have taken the training, their direct reports are trained, and they are in compliance with university, SUS, and state regulations and policies.	Medium	Training & Awareness	University Compliance, Ethics, and Risk	Christina Serra	Audit and Compliance Committee	Obtain resources to support development of new annual training and certification process.	In Progress	June-20
29	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Public universities should employ sufficient Audit and Compliance staff to protect the interests of taxpayers and students.	Medium	Culture, Ethics, & Governance	President's Office	Thad Seymour	Audit and Compliance Committee	A staffing plan is being developed including new positions and reporting structure. Job descriptions will be created and edited and then submitted to HR for salary analysis prior to posting for hire.	In Progress	December-19

# Executive Committee Meeting - New Business

## Pending Recommendation List

### Post Investigation Action Plan

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
30	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Boards of Trustees should review each state audit finding, be fully advised by legal counsel, audit staff and trained administrators of the seriousness of findings of unlawful operations or activities, and maintain regular review of institutional responses until compliance is achieved and certified by the university's chief audit executive, Board of Governors Inspector General, or the Auditor General	Medium	Culture, Ethics, & Governance	University Audit	Robert Taft	Audit and Compliance Committee	As noted in several other recommendations, open AG audit issues will be tracked by UCF Audit. The Board Chair or Chair of the Audit and Compliance meeting are invited to AG exit conferences. Draft responses to AG reports will be provided to specific BOT members prior to sending to AG.	In Progress	September-19
38	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Regular internal operational audits to monitor compliance with such policies (Policies developed to ensure adherence to budget and planning laws and regulations).	Medium	Monitoring Post-Transaction Activities	University Audit	Robert Taft	Audit and Compliance Committee	Will look at scheduling a budget process audit or consulting project once the current process is redefined and is implemented or is being implemented. Will work with management and BOT to determine which type of audit project would add the most value. Will discuss with CFO at future meeting.	In Progress	September-19
39	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Capital Outlay Budgets, Fund Composition Reports and E&G carry forward expenditures should be routinely audited.	Medium	Monitoring Post-Transaction Activities	University Audit	Robert Taft	Audit and Compliance Committee	Leverage proposed Financial Controls disclosure committee process. Look at current risk assessment process to determine how to adjust criteria to increase audit work to be done around this area.	In Progress	November-19
40	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Internal auditors should prioritize audits of E&G carry forward distributions and capital project funding.	Medium	Monitoring Post-Transaction Activities	University Audit	Robert Taft	Audit and Compliance Committee	Leverage proposed Financial Controls disclosure committee process. Look at current risk assessment process to determine how to adjust criteria to increase audit work to be done around this area.	In Progress	November-19
56	Board of Trustees	Board of Trustees May 16, 2019 Meeting	Compliance efficiency and benchmarking metrics will be provided at the next Board of Trustees Audit and Compliance Committee meeting. An update will follow to the full board.	Low	Culture, Ethics, & Governance	University Compliance, Ethics, and Risk	Christina Serra	Audit and Compliance Committee	Preparing report for August 8, 2019 meeting.	In Progress	August-19
58	Board of Trustees	Board of Trustees March 13, 2019 Meeting	Audit and Compliance Committee to review and consider extending real time audits to all major financial commitments that are beyond budget or major changes to budgets throughout the year and provide recommendations to the full board.	Low	Monitoring Post-Transaction Activities	University Audit	Robert Taft	Audit and Compliance Committee	To be included on future committee meeting agenda	In Progress	December-19
59	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Audit will monitor changes to Florida statutes relating to whistle-blower eligibility and determination criteria and adjust university policies and internal procedures	Low	Policies & Procedures	University Audit	Robert Taft	Audit and Compliance Committee	Work with UCF General Counsel, BOG IG and other Chief Audit Executives to keep up on legal and operational issues.	In Progress	December-19
60	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Compliance, Ethics, and Risk and University Audit will, as appropriate, review and update current policies related to reporting misconduct and investigations, adding new policies as necessary.	Low	Policies & Procedures	University Compliance, Ethics, and Risk and University Audit	Christina Serra and Robert Taft	Audit and Compliance Committee	Review policies to determine updates as necessary.	In Progress	November-19
61	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Compliance, Ethics, and Risk along with University Audit will develop and deliver the following: i.UCF Employee Code of Conduct training which includes awareness of reporting options available to employees and the UCF IntegrityLine ii.Online training covering university policies on reporting misconduct and protection from retaliation and whistle-blower protections, the reporting options available to employees, and the UCF IntegrityLine	Low	Training & Awareness	University Compliance, Ethics, and Risk, University Audit, and President's Office	Christina Serra, Robert Taft, Tom Hope	Audit and Compliance Committee	On-line module and communication plan targeted for distribution in late Summer/early Fall.	In Progress	October-19
62	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Compliance, Ethics, and Risk will continue training and advertising on the UCF IntegrityLine through the online training modules and the IntegrityStar, will confirm Speak Up posters are in all employee common areas within all buildings, and Speak Up icons with hyperlinks to the IntegrityLine are on appropriate websites	Low	Training & Awareness	University Compliance, Ethics, and Risk	Christina Serra	Audit and Compliance Committee	Confirming all IntegrityLine posters and icons are posted where they should be and continue training and awareness efforts on the IntegrityLine.	In Progress	Ongoing
63	Board of Trustees	Board of Trustees May 16, 2019 Meeting	University Audit will provide face-to-face whistle-blower determination training as requested or if retaliation activities are substantiated for a specific area of the university.	Low	Training & Awareness	University Audit	Robert Taft	Audit and Compliance Committee	Develop a PowerPoint for presentations.	In Progress	November-19
64	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The University should consider the need for improved training and communications regarding its whistleblower program designed to increase awareness of the program and encourage employees to report known or suspected violations of law, regulation or University policy.	Low	Training & Awareness	University Compliance, Ethics, and Risk, University Audit, and President's Office	Christina Serra, Robert Taft, Tom Hope	Audit and Compliance Committee	On-line module and communication plan targeted for distribution in late Summer/early Fall.	In Progress	October-19
1	Board of Governors	Board of Governors January 31, 2019 Audit and Compliance Committee Meeting	Build a strategic plan and brief to the Board of Governors on: (1) how UCF grew so fast; (2) how big it should be; and (3) what are the controls to govern growth.	High	BOT & Staff Interaction	President's Office	Thad Seymour	Board Chair	BOG officials clarified the task to UCF Leadership to reflect a request for an enrollment plan instead of a strategic plan. President Seymour created an Enrollment Management Taskforce, consisting of faculty, staff, deans, administration, SGA and the chair of the BOT. He charged the taskforce to "define a 10-year enrollment strategy that supports student and faculty success, meets regional needs, and aligns with state goals to further UCF's pursuit of excellence." Multiple meetings have taken place.	In Progress	October-19

**Pending Recommendation List***Post Investigation Action Plan*

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
19	Association of Governing Boards	AGB May 15, 2019 Report	Board-president relationship: The relationship between the board, especially as represented by its chair, and the president works best when it is a leadership partnership characterized by common goals for the university, well defined areas of respective authority, and recognition of the many topics that require discussion and collaboration. Mutual respect, transparency, and openness to constructive criticism are essential attributes of the relationship, shaped by a regular pattern of communication. The chair speaks for the board; the president speaks for the university. The president should actively participate in board discussions, recognizing that when it comes to a vote, the board alone votes and prevails. Presidential assessment and compensation should be delegated to a committee but involve the whole board. Participation in chair-president training and coaching has proven useful especially when the institution faces challenges as serious as UCF's.	Medium	BOT & Staff Interaction	President's Office	Thad Seymour	Board Chair	Interim President Seymour has weekly calls with the BOT chair, as well as monthly in-person meetings. These are in addition to unscheduled, issue-oriented calls. The president has monthly meetings/calls scheduled with the incoming vice chair and monthly calls with committee chairs, as well as regular meetings/calls with trustees. Board workshops have been built into the 2020 BOT schedule so the president and board can have deliberate "big picture" discussions. The Compensation and Labor Committee reviews presidential performance and compensation annually.	Ongoing	Ongoing
2	Association of Governing Boards	AGB May 15, 2019 Report	Crisis leadership: The board should adopt an expanded approach to crisis leadership that goes beyond traditional risk management and addresses strategic leadership going forward. The board also should ensure all of those involved in achieving this recommendation understand it.  We recommend three interrelated activities in asserting expanded crisis leadership following the Trevor Colbourn Hall (TCH) failure: (1) continue to make the necessary changes in policy, management practices, and personnel to ensure that the errors leading to the TCH misappropriation are not repeated, (2) ensure that UCF complies fully with the regulatory changes and clarifications demanded by the BOG and the Legislature and (3) the board needs to reclaim the confidence of the public and political leaders through sound exercise of its governance authority and return their attention to helping UCF achieve excellence.	High	Culture, Ethics, & Governance	President's Office	Thad Seymour	Executive Committee	1) In June 2019 the BOT chair designated the Audit and Compliance committee to track and update the board about progress made on the multiple recommendations. This action plan represents the continuing effort. 2) This plan will provide accountability for implementing recommendations. Additionally, the university has hired a new Director of Enterprise Risk and Insurance Management, is hiring additional staff in University Audit and is creating a new senior position of Chief Accountability Officer. 3) Government Relations and Communications and Marketing are developing campaigns to restore trust and confidence in UCF in targeted audiences.	In Progress	Ongoing
23	Association of Governing Boards	AGB May 15, 2019 Report	Committees and their functions: The committee titles at UCF represent a common approach that largely reflects the administrative departments and functions of the university, and it too often places a board in an oversight rather than a strategic position.  Recommendations include: (a) consider reducing the number of committees, aligning them with UCF's strategic priorities, (b) ensure that the committee chair is central to setting the annual committee agenda and specific meeting agendas and (c) identify the right balance between oversight of past/current performance and strategic directions for the future.	Medium	Culture, Ethics, & Governance	President's Office	Thad Seymour	Executive Committee	This recommendation will be led by the Board of Trustees and Board Chair and UCF leadership will provide support in whatever capacity needed to determine committee structure and roles.  Establishing an Executive Committee.  Recommending elimination of the Strategic Planning Committee.	In Progress	October-19
6	Board of Governors	Board of Governors September 13, 2018 FAC and Full Board Meetings	University will not move forward with any capital projects until the UCF BOT has completed the implementation of the procedures discussed at the UCF BOT meeting held on 9/6/18 and verified to the BOG that the procedures are in place.	High	Internal Control Redesign & Process Enhancements	COO	Misty Shepherd	Finance and Facilities Committee	All proposed projects on hold until further notice.	In Progress	To Be Determined
7	Board of Trustees	Board of Trustees September 8, 2018 Meeting	All future board and committee approvals of capital projects over \$2 million require a written certification signed by the president, vice president submitting the item, the CFO and general counsel identifying the source of funds and certifying that they are appropriate for that purpose.	High	Internal Control Redesign & Process Enhancements	General Counsel	Scott Cole	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	December-19



# Executive Committee Meeting - New Business

## Pending Recommendation List

### Post Investigation Action Plan

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
14	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The University should require all newly hired F&A and Facilities department employees, and other employees with budgetary responsibilities, to undergo education and training regarding the proper use of state-appropriated funds, the relevant state statutes, regulations and BOG guidance, and should provide for regular training and education of all such employees regarding these matters. The University should also implement periodic education and training on the key concepts regarding the budgeting process and the appropriation of state funds for members of the BOT and	High	Training & Awareness	CFO	Dennis Crudele	Finance and Facilities Committee	A process is being developed to provide initial training on the proper use of funds to new F&A and Facilities employees, with periodic refreshes provided to existing employees and BOT members.  Training on the proper use of funds was provided to the BOT on 5/17/19 and to university VPs and Deans on 5/31/19.	In Progress	June-20
3	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Capital Outlay Budgets must comply with statutory requirements showing all capital projects and the actual source of funds committed to each project	High	Culture, Ethics, & Governance	COO	Misty Shepherd	Finance and Facilities Committee	The BOG has provided a template to all universities for presenting their capital outlay budget. UCF is actively using the template and will be presenting it for BOT approval in July 2019.	In Progress	July-19
10	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Capital projects in excess of \$1 million in cost should not be undertaken before the President and General Counsel certify the actual source of all funds to be expended and that planning and funding conform to the Capital Outlay Budget, Capital Improvement Plan, Master Plan, applicable laws and regulations. Such certifications should be submitted to the BOT for information at the next scheduled meeting	High	Internal Control Redesign & Process Enhancements	General Counsel	Scott Cole	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	December-19
11	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Internal loans should be fully disclosed and audited to ensure the safety and security of all funds, particularly E&G funds.	High	Internal Control Redesign & Process Enhancements	CFO	Dennis Crudele	Finance and Facilities Committee	Internal loans have been discussed with the President, BOT chairman, and Finance & Facilities Committee chair. The CFO is in the process of obtaining signed loan agreements for each loan and will present a complete list and repayment plan to the BOT in Fall 2019. Annual updates will be provided to the BOT until all internal loans are repaid.	In Progress	December-19
12	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	E&G funds should not be transferred or encumbered except as authorized in budgets and carry forward commitment lists approved by the Board of Trustees.	High	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	An internal process is being developed based on BOG guidance and the BOT Delegation of Authority.	In Progress	December-19
13	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	University investment policies and accounting of investment shares of various university accounts should disclose the source and possible use of all funds commingled in investment programs. Care should be taken to avoid risking University reserves or endowments through internal allocation practices that are not fully accountable to the BOT's	High	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	Procedures are being developed that will clarify the sources of funding in each of the university's investment vehicles.	In Progress	June-20
15	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Budget and finance decision makers should receive regular notifications of changes in applicable laws and regulations including new Board of Governance guidance.	High	Training & Awareness	CFO	Dennis Crudele	Finance and Facilities Committee	F&A will continue to provide notification via email, budget directors' meetings, and financial focus group meetings, to budget and finance decision makers as there are changes to applicable laws and regulations. Particular emphasis will be given to new Board of Governors guidance when it is received.	In Progress	December-19
16	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	The General Counsel, audit, and other compliance offices should help train budget, finance and accounting staff, and their administrative superiors, in applicable laws and regulations	High	Training & Awareness	CFO	Dennis Crudele	Finance and Facilities Committee	A process is being developed to provide initial training on the proper use of funds to new F&A and Facilities employees, with periodic refreshes provided to existing employees and BOT members.  Training on the proper use of funds was provided to the BOT on 5/17/19 and to university VPs and Deans on 5/31/19.	In Progress	June-20
17	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	Boards of Trustees should approve E&G carryforward commitments reported to the BOG's each August and approve University changes to the approved commitments on a quarterly basis	High	Transparency & Pre-Approvals	CFO	Dennis Crudele	Finance and Facilities Committee	An internal process is being developed based on BOG guidance.	In Progress	December-19
31	Accenture	Accenture January 17, 2019 Report	Reporting Relationship of Academic/DSO Financial Leads and CFO - We recommend that each unit's designated finance lead (sometimes this is a single role that combines finance/operations at the unit level) serve as a dual report to the CFO organization (potentially reporting in to an AVP of Finance).	Medium	Internal Control Redesign & Process Enhancements	President, Provost & CFO	Thad Seymour, Elizabeth Dooley & Dennis Crudele	Finance and Facilities Committee	Action plan in development.	In Progress	TBD
32	Accenture	Accenture January 17, 2019 Report	CFO Role in Budgeting - UCF would benefit from formalizing the CFO's role to include setting the overall fiscal constraint in the budget process (e.g. revenue, expenditure, liquidity and debt targets). From a practicable standpoint, this translates into the President, Provost and the CFO "stacking hands" on fiscal capacity, with the Provost driving the budget allocation process thereafter.	Medium	Internal Control Redesign & Process Enhancements	President, Provost & CFO	Thad Seymour, Elizabeth Dooley & Dennis Crudele	Finance and Facilities Committee	Action plan in development.	In Progress	TBD

# Executive Committee Meeting - New Business

## Pending Recommendation List

### Post Investigation Action Plan

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
21	Association of Governing Boards	AGB January 17, 2019 Memo	The UCF budget should be developed with appropriate engagement of the Board through its Finance Committee as institution priorities are being shaped with a focus on the strategic plan of the University.	Medium	BOT & Staff Interaction	CFO	Dennis Crudele	Finance and Facilities Committee	Annual budgets for the university and DSOs were presented at the June 2019 BOT meeting. Going forward, UCF will need to determine budget approval workflow including use of various internal committees such as the Budget Committee and how the BOT will be involved in the decision making process prior to formal presentation of the proposal.	In Progress	June-20
33	Auditor General	Florida Auditor General January 4, 2019 Report	Document the BOT approval of any auxiliary fund deficit fund balances that were caused by restoration of the E&G funds and provide such documentation to the BOG.	Medium	Internal Control Redesign & Process Enhancements	CFO	Dennis Crudele	Finance and Facilities Committee	Documentation to be reviewed and approved during upcoming Board meetings	In Progress	July-19
48	Auditor General	Florida Auditor General January 4, 2019 Report	Enhance procedures to ensure and demonstrate that E&G carryforward funds are only used for authorized purposes. Such enhancements may include appropriate training to ensure that University management responsible for approving the use of E&G funding understand the restrictions for such use and documenting support for allowable uses of the funding.	Medium	Training & Awareness	CFO	Dennis Crudele	Finance and Facilities Committee	Training will be developed and provided to budget and finance decision makers to ensure E&G carryforward funds are used for authorized purposes. Working with other SUS institutions, F&A is developing funds use guidelines that will be posted on F&A's website.	In Progress	June-20
42	Board of Governors	Board of Governors January 31, 2019 Audit and Compliance Committee Meeting	Develop a policy for the authorization of funds, which is approved the President, CFO, Legal, and Board of Trustees. NOTE ***This was not a recommendation from the BOG. Marchena/Pres Whittaker informed them that this was an action we were taking.	Medium	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	December-19
43	Board of Trustees	Board of Trustees January 24, 2019 Meeting	Office of the General Counsel, Compliance, Ethics and Risk Office, and Internal Audit will develop updated policies and procedures for the board's consideration to further ensure proper use of state appropriated E&G funds.	Medium	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	Office of the General Counsel, Compliance, Ethics and Risk Office, and Internal Audit will develop updated policies and procedures for the board's consideration to further ensure proper use of state appropriated E&G funds.	In Progress	June-20
37	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The University should develop, as a supplement to the budgeting documents and reports required to be submitted to the BOT and/or BOG by Florida law and BOG regulations, a clear and consistent reporting package to be presented to the BOT on a periodic basis, designed to appropriately inform the Board regarding the funding of capital projects.	Medium	Monitoring Post-Transaction Activities	CFO	Dennis Crudele	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	December-19
44	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The University should require F&A to consult with the University's General Counsel, Compliance, Ethics, and Risk Office, Internal Audit, and the BOG, as appropriate, to develop specific written policies and procedures designed to reasonably ensure the proper use of state-appropriated E&G funding. These policies and procedures should, at a minimum, clearly identify those persons and/or bodies within the university with responsibility to approve and oversee expenditures of E&G.	Medium	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	December-19
45	Bryan Cave Investigation	Bryan Cave January 17, 2019 Report	The policies and procedures should also describe the documentation necessary to support certain funding-related requests, such as budget transfer requests above a certain threshold, and provide clear instructions to employees charged with the responsibility to approve such requests.	Medium	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	To be included in Board Operating Procedures 2.	In Progress	December-19
46	Public Integrity and Ethics Committee	Public Integrity and Ethics Committee March 14, 2019 Report	All SUS leadership should jointly search for best practices in budgeting and accountability. Each Board of Trustees should adopt policies to ensure adherence to budget and planning laws and regulations.	Medium	Policies & Procedures	CFO	Dennis Crudele	Finance and Facilities Committee	To be included in Board Operating Procedures 2	In Progress	June-20
55	Accenture	Accenture January 17, 2019 Report	Customer Experience & Employee Satisfaction Surveys - As part of promoting a performance oriented culture, A&F would benefit from an employee satisfaction survey. These surveys could be conducted every 2-3 years at a low cost (given the value) with small, dedicated internal teams taking actions to address the survey findings.	Low	Culture, Ethics, & Governance	CFO	Dennis Crudele	Finance and Facilities Committee	The Division of Finance and the Division of Administration will consider use of periodic employee satisfaction surveys.	In Progress	June-20
57	Accenture	Accenture January 17, 2019 Report	Benchmarking of A&F Services for Efficiency & Effectiveness - UCF has the opportunity to establish a new culture of performance. Benchmarking cost and quality of transaction processing areas in Finance, Procurement, HR, IT and Facilities would provide UCF with a fact based approach to staffing and performance improvement.	Low	Internal Control Redesign & Process Enhancements	CFO	Dennis Crudele	Finance and Facilities Committee	The Division of Finance and the Division of Administration will benchmark transaction processing in areas such as Finance & Accounting, Procurement, Facilities, Police, HR, and Parking. This information will be utilized to reassess staffing needs in those units.	In Progress	June-20
18	Association of Governing Boards	AGB May 15, 2019 Report	Committee support: Staff who support specific committees should consult with the committee chairs about the content and relevant strategic issues well in advance of finalizing	Medium	BOT & Staff Interaction	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19

**Pending Recommendation List***Post Investigation Action Plan*

As of August 2, 2019

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
20	Association of Governing Boards	AGB May 15, 2019 Report	Staff development: Since many of the staff are new in their positions, they should engage in professional development focused on accepted best practices as soon as practicable. A major goal of this developmental process would be to clarify the board's role as the highest governing authority at UCF and the staff's role in supporting the work of the board.	Medium	BOT & Staff Interaction	President's Office	Janet Owen	Nominating and Governance Committee	In April 2019, the board relations team in the Office of the President attended the Association of Governing Boards National Conference on Trusteeship. The team has also completed the AGB online training modules. The team will attend AGB's 2020 National Conference on Trusteeship, and encourage all staff who support committees to attend as well. The board relations team in the Office of the President also attended the May BOT retreat with AGB and BOG representatives.	Ongoing	Ongoing
22	Association of Governing Boards	AGB May 15, 2019 Report	Leadership role of the chair: There is wisdom in the first and last word in the description of the chair as "first among equals." The chair is the leader of the board, is the sole official spokesperson for the board, and symbolizes through discourse and demeanor the seriousness and importance of the board. Board members should keep in clear focus that the board is a single entity as distinct from a body of separate voices. Nevertheless, with the exception of specific authority noted in the bylaws such as naming members of committees and committee chairs, the board chair has only one vote just like other members. Board members who fail to respect the role of the chair especially as the public spokesperson for the board and the controller of the time for debate during board discussions render the board less effective. The BOT should consider following the lead of high-performing boards in taking time to develop a code of board member behavior that embodies respect for the essential role of the chair, the duty of all members to seriously engage themselves in the work of the board, and the rules of transparency and decorum. (See Appendix C for The Ten Habits of Highly Effective Boards.)	Medium	Culture, Ethics, & Governance	N/A	N/A	Nominating and Governance Committee	A pledge form will be developed for all BOT members.	In Progress	September-19
24	Association of Governing Boards	AGB May 15, 2019 Report	Governance Committee/Taskforce on Governance Reform: The current nominating and governance committee should be charged with a close examination of these and other recommendations with an eye toward implementation of changes in governance behavior—including, perhaps, the name of the committee. However, to give the governance reform work the energy and attention it deserves, consideration should be given to a special task group charged (during a three-month time frame) with implementing, assessing progress on, and reporting regularly to the board on accomplishment of specific reforms. (See Appendix A for a checklist of topics meriting governance committee oversight.)	Medium	Culture, Ethics, & Governance	President's Office	Thad Seymour	Nominating and Governance Committee	This recommendation will be lead by the Board of Trustees and Board Chair. In June 2019, the BOT chair directed the Audit and Compliance Committee to track and monitor post investigation recommendations from all sources. The committee could also recommend a taskforce of trustees assume this responsibility, or that a taskforce review certain categories of recommendations.	In Progress	Ongoing
25	Association of Governing Boards	AGB May 15, 2019 Report	Board self-assessment: A high-functioning board is composed of members who make service to the institution and its effectiveness in fulfilling its public mission their top priority. Willingness to engage in a regular self-assessment is a sign of commitment to this fiduciary standard. Board self-assessment is also required of Florida institutions by the regional accrediting body—as regional accreditors are demonstrating a focus on board governance among their periodic reviews. An annual retreat that includes self-appraisal, as well as discussion of strategic topics is highly recommended, as are more frequent checks on board performance, its working relationship with the president and staff, as well as the functioning of committees and similar topics. The UCF conflict of interest policy is adequate but relies heavily on self-reporting of conflicts or potential conflicts. It would be greatly strengthened by adherence to the best practices described in the AGB Board of Directors' Statement on Conflict of Interest with Guidelines on Compelling Benefit issued in 2013. (See Appendix D for more information.) A fully functioning governance committee should assume responsibility for structuring a process of board and trustee assessment and conflict of interest oversight.	Medium	Culture, Ethics, & Governance	President's Office	Janet Owen	Nominating and Governance Committee	This recommendation will be lead by the Board of Trustees and Board Chair; however many good examples of board self assessment processes exist which the Board could model, including AGB and the UCF Foundation. The same is true for conflict of interest reporting. The Nominating and Governance Committee could request examples of both for discussion at an upcoming meeting.	Not Started	To Be Determined
41	Association of Governing Boards	AGB May 15, 2019 Report	Recording minutes: The minutes of board and committee meetings became much more detailed during the course of 2018. However, the appropriate board committee and staff should develop guidelines to ensure that minutes present a full and accurate report on board and committee deliberations and actions.	Medium	Policies & Procedures	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19

**Pending Recommendation List***Post Investigation Action Plan**As of August 2, 2019*

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
47	Association of Governing Boards	AGB May 15, 2019 Report	Board orientation and development: Orienting new members and reorienting longer-serving trustees is a standard best practice to enable newer board members to add value more quickly and the veterans to update their working awareness of the scope and limits of effective board responsibility and governance. A sound orientation program avoids the "drinking from a fire hose syndrome" just as it provides all of the relevant information a new member needs or requests. An ongoing development program polls members on their interests and proposes special workshops on the compelling issues for boards now and in the foreseeable future. Topics could well include technology and educational effectiveness, predictive analytics and student achievement, the evolving nature of the student body, maximizing athletics as a university asset, as well as such areas of risk as Title IX violations, cybersecurity, et cetera. As of the date of the drafting of this report, UCF has made AGB's online board orientation program available to all members of the UCF BOT.	Medium	Training & Awareness	President's Office	Janet Owen	Nominating and Governance Committee	A draft orientation plan is nearing completion. This plan would have new trustees participate in a full day (or two half day) sessions with administration, deans, faculty, staff and students and provide a rich history of UCF and its goals, as well as the governance and fiduciary requirements from the AGB, BOG and BOT retreat.	In Progress	September-19
50	Association of Governing Boards	AGB May 15, 2019 Report	In advance of meetings: Staff should arrange to discuss the agenda and materials in advance with the board chair and committee chairs to ensure the clarity and adequacy of the information provided.	Medium	Transparency & Pre-Approvals	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19
51	Association of Governing Boards	AGB May 15, 2019 Report	Full disclosure: Prior to distributing materials, the president, senior legal counsel, and chief of staff along with other staff as appropriate should meet to discuss and confirm the completeness and accuracy of materials. The president should confirm in writing that to the best of his knowledge the materials disclose all relevant information, including legal issues and requirements, needed for board deliberations and	Medium	Transparency & Pre-Approvals	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19
52	Association of Governing Boards	AGB May 15, 2019 Report	Governance in the sunshine: Florida's embrace open meetings and records requirements mean that nearly all board discourse be open to the public. Board meetings at an institution as prominent as UCF attract broad attention from internal stakeholders, the media, and the public at large. The Trevor Colbourn Hall controversy magnifies this attention. In this environment, board members must develop the habit of openly and freely discussing serious strategic and occasionally divisive topics in public. Sticking to noncontroversial items or discussing serious matters superficially will not serve the board or the public. Given the recent spate of negative publicity, the board should not be concerned about a few more headlines about it tackling difficult topics.	Low	BOT & Staff Interaction	President's Office	Thad Seymour	Nominating and Governance Committee	This recommendation will be lead by the Board of Trustees and Board Chair; however it can be achieved by articulating a "Statement of Expectations" to guide individual and collective behavior. In terms of transparency, board meetings will be livestreamed beginning in July 2019.	In Progress	November-19
54	Association of Governing Boards	AGB May 15, 2019 Report	Staff responsibilities to the board: Develop a concise statement of the staff's role in supporting the board's governance authority and responsibilities to include attention to the completeness and transparency of materials provided to the board.	Low	BOT & Staff Interaction	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19
65	Board of Governors	Board of Governors January 31, 2019 Audit and Compliance Committee Meeting	Develop a policy for the BOT to verify agenda items that are supported by statute. NOTE: ***This was not a recommendation from the BOG. President Whittaker informed them that this was an action we were taking.	Low	Transparency & Pre-Approvals	General Counsel	Scott Cole	Nominating and Governance Committee	To be included in Board Operating Procedures 1	In Progress	July-19
34	Board of Governors	Board of Governors January 31, 2019 Budget Committee and Full Board Meetings	Expand the Bryan Cave investigation to address all E&G misuses (paid for by UCF), review the UCF Strategic Plan, BOG Budget and Finance Committee to review UCF reserves, and review with the UCF BOT of its fiduciary responsibilities.	Medium	Internal Control Redesign & Process Enhancements	TBD	TBD	TBD	Investigation currently taking place with target completion in August.	In Progress	August-19

**ITEM: INFO – 4**

**UCF BOARD OF TRUSTEES  
Executive Committee  
August 7, 2019**

**Title:** Crisis Management Plan for the UCF Board of Trustees

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**Background:**

A Board plan for oversight of the implementation of recommendations from the unallowable transfer of E&G funds to construction was compiled and approved by the Board of Trustees at the July 18, 2019 Board of Trustees meeting. The action items in the plan were sorted by the Audit and Compliance Committee and distributed to the Chair of each Committee with oversight.

A recommendation assigned to the Executive Committee was crisis leadership.

**Issues to be Considered:**

Discuss the development of a Crisis Management Plan for the UCF Board of Trustees.

**Alternatives to Decision:**

N/A

**Fiscal Impact and Source of Funding:**

None at this time.

**Recommended Action:**

The committee will bring recommendations, if any, regarding a Crisis Management Plan for the UCF Board of Trustees to the full board at the September 19, 2019 meeting.

**Authority for Board of Trustees Action:**

Board of Governors Regulation 1.001

**Contract Reviewed/Approved by General Counsel:**

N/A

**Committee Chair or Chairman of the Board approval:**

Chair Seay approved the agenda and supporting documentation.

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**Submitted by:**

Janet Owen, Vice President for Government Relations

**Supporting Documentation:**

Attachment A: Post Investigation Action Plan Executive Committee Oversight, Item #2, Crisis Leadership  
Attachment B: *Leadership in a Time of Crisis*, Trusteeship Volume 27, Number 2, March/April 2019

**Facilitators/Presenters:**

N/A

## Attachment A

**Executive Committee  
Pending Recommendation List - 2**
*Post Investigation Action Plan*
*As of July 18, 2019*

Item #	Summary Source	Source Detail	Recommendation	Risk Rating	Theme	Responsible Office	Responsible Person	Responsible BOT Committee	Action Plan	Status	Completion Date
2	Association of Governing Boards	AGB May 15, 2019 Report	<p>Crisis leadership: The board should adopt an expanded approach to crisis leadership that goes beyond traditional risk management and addresses strategic leadership going forward. The board also should ensure all of those involved in achieving this recommendation understand it.</p> <p>We recommend three interrelated activities in asserting expanded crisis leadership following the Trevor Colbourn Hall (TCH) failure: (1) continue to make the necessary changes in policy, management practices, and personnel to ensure that the errors leading to the TCH misappropriation are not repeated, (2) ensure that UCF complies fully with the regulatory changes and clarifications demanded by the BOG and the Legislature and (3) the board needs to reclaim the confidence of the public and political leaders through sound exercise of its governance authority and return their attention to helping UCF achieve excellence.</p>	High	Culture, Ethics, & Governance	President's Office	Thad Seymour	Executive Committee	<p>1) In June 2019 the BOT chair designated the Audit and Compliance committee to track and update the board about progress made on the multiple recommendations. This action plan represents the continuing effort. 2) This plan will provide accountability for implementing recommendations. Additionally, the university has hired a new Director of Enterprise Risk and Insurance Management, is hiring additional staff in University Audit and is creating a new senior position of Chief Accountability Officer. 3) Government Relations and Communications and Marketing are developing campaigns to restore trust and confidence in UCF in targeted audiences.</p>	In Progress	Ongoing

## Attachment B



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# LEADERSHIP IN A Time of Crisis

BY TERRENCE MACTAGGART, PhD

While boards have a fiduciary responsibility to exercise sound crisis leadership they are sometimes blind to the potential for a serious crisis at their institution. The list of current crises engulfing higher education calls for greater integrity and a heightened sense of responsibility.

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JULY/AUGUST 2019 AGB 13



*I joined the board of my alma mater thinking I would be asked to cheerlead and write bigger checks. Instead I found we faced an enrollment crisis, an athletics crisis, a sex crisis, and mold in the dorms. It is important to work our way through these challenges, but it is not what I expected as a college trustee.*

—A board member of a highly respected liberal arts college

**T**he call for the board to assert active leadership to resolve crises finds many board members unprepared, confused, and conflicted. Most disconcerting is when the board itself becomes the target of outrage from students, parents, the public, and politicians over its failure to anticipate and prevent the crisis, to address its root causes, or to express empathy or contrition. Models for dealing with emergencies brought on by such natural disasters as fires or floods are well developed and widely available. But planning for more complex crises that prominently feature ethical, political, social, legal, and financial dimensions can be addressed only by boards that are open-minded, creative, and diverse in background and thought. They must display willingness to “own” the problem and take action with their presidents to lead their institutions through the turmoil.

The list of current crises engulfing institutions and their boards suggests how prevalent these disruptions have become. The roster includes multiple incidents of sexual abuse, athletics scandals, admissions bribery, racial conflict, hate crimes, gun violence, executive malfeasance, board malfeasance, tragic accidents, financial distress, college closings, hazing deaths, no confidence votes, and myriad natural disasters from floods to earthquakes to tornadoes.

Many crises share common features. They appear to begin with a trigger event—a student reports a sexual violation, a white supremacist announces a march

on campus, for example. But in fact many crises that appear suddenly have actually been smoldering for a long time, perhaps unnoticed by the president and unreported or underrepresented to the board. Crises feature victims who merit broad public sympathy—the family of a student who dies of alcohol poisoning in a fraternity house, a sexually exploited undergraduate—yet all too often boards are slow to respond, eschew responsibility, or, heeding the advice of their attorneys, fail to offer an apology or express compassion.

Crises call into question the competence and moral authority of leaders—executives and trustees alike—who ignored early warning signs, failed to investigate complaints, or remained blissfully ignorant of the possibility that a crisis that flourished elsewhere might well erupt closer to home. First news of a crisis produces stress, uncertainty, and scapegoating among board members who failed to notice problems on the horizon, are ill equipped to manage and communicate during the crisis, and disagree over solutions.

Chaos in the boardroom intensifies if the board itself is the target of criticism. Chair resignations are common following a period of Sturm und Drang while boards sort themselves out and identify new leaders untarnished by the crisis. As painful as they may be, however, crises often have an upside. Crises offer opportunities for boards to display the virtues of honesty in acknowledging the seriousness of the crisis and humility in accepting blame where appropriate. The best boards exercise courage in dealing with crisis and creativity in

using it to build a stronger institutional culture.

It is safe to predict that crises will continue to jolt higher education in this era of disruption, social unrest, and political divisiveness. However, boards can prepare themselves to lead during inevitable crises. They can practice sound governance by candid and robust discussion of all the challenges and risks before them. Boards can learn to become more adroit at crisis management and communications with stakeholders as events unfold. And they can take advantage of the crisis—however troublesome it may be—to make the board and its institution stronger, more alert, and more responsive going forward.

## LESSONS FROM A CRISIS

The Michigan State University (MSU) crisis illustrates the vulnerabilities of a board unprepared to manage much less lead through a serious crisis, in this case the horrific revelations of Lawrence Nassar’s abuse of more than 250 young women and 1 young man. It offers lessons in crisis leadership that apply well beyond events in East Lansing. The Nassar scandal began in the 1990s, when this osteopathic physician at Michigan State and the doctor for the United States women’s gymnastics team molested young athletes under the guise of medical treatment. Early complaints to university officials were for the most part ignored or minimized. A brave young woman gymnast first publicly accused Nassar in September 2016. The nation’s euphoria over the success of the US women gymnasts in the 2016 Summer Olympics quickly turned to shock and outrage at the abuse and betrayal of some of these same young women.

Week-long testimony in January 2018 that captured the nation’s attention and culminated in the resignation of Lou Anna Simon, MSU’s long-serving and once widely respected president. Prosecutors subsequently charged Simon with lying to police investigators regarding how much she knew about Nassar’s misdeeds. She could face prison time and fines. The board appointed former Michigan governor John Engler, as her interim replacement. A year later Engler himself was forced out following a series of blunders that included offering a




cash payoff to a victim and suggestions that the victims were enjoying the limelight.

This case highlights all too well the importance of board leadership, and the consequences of governance failures. The lessons of the Penn State University scandal should have taught the president and the board to heed warning signs of similar abuses in Michigan. Moreover, early reports to the president of abuse in the gymnastics program failed to elicit further investigation or board attention. The presence of a former football coach and athletics director on the board may have

stifled criticism of problems within Spartan athletics. The board demonstrated stunning passivity in failing to address the crisis as it unfolded. As reported in the press, the board retained outside counsel to monitor social media and advise at a cost of half a million dollars. Whatever the tenor of that advice, during this period board communications continued to be out of touch with the growing public outrage.

Potentially positive actions were mishandled by a board that appeared insensitive. A supposedly independent investigation squandered the board's cred-

ibility when it was revealed that it was conducted by the university attorney. Only one trustee attended a listening session touted as the board's willingness to hear from the public. The lack of board participation was quickly interpreted as indifference. Additionally, the board failed to clean its own house in a timely way. The member who had served as athletics director during part of Nassar's employment and who is also named in a lawsuit for not acting on reports of abuse remained a trustee until the end of November 2018. Finally, in naming the combative Engler as the interim president,



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the board picked an ill-suited individual to communicate its concern for the young student-athletes who should have been the top priority. It is only with the election of new trustees and a third president that the tone of board communications has shifted from self-absorption to concern for the victims and a commitment to do better.

While this case illustrates board leadership that failed during each of the three distinct, though overlapping aspects of leading in a crisis, it does offer important lessons. Boards need to actively engage in anticipating and planning for crises. Transparency between a board and its president is essential, especially in acknowledging the early warning signs of a crisis. The board and president should together manage crises as they unfold (unless one or the other is a prime suspect) including communications with a world of stakeholders. And both must address the systemic problems underlying the crisis while they lead the institution to a better future.

### **ANTICIPATING AND PLANNING FOR THE INEVITABLE**

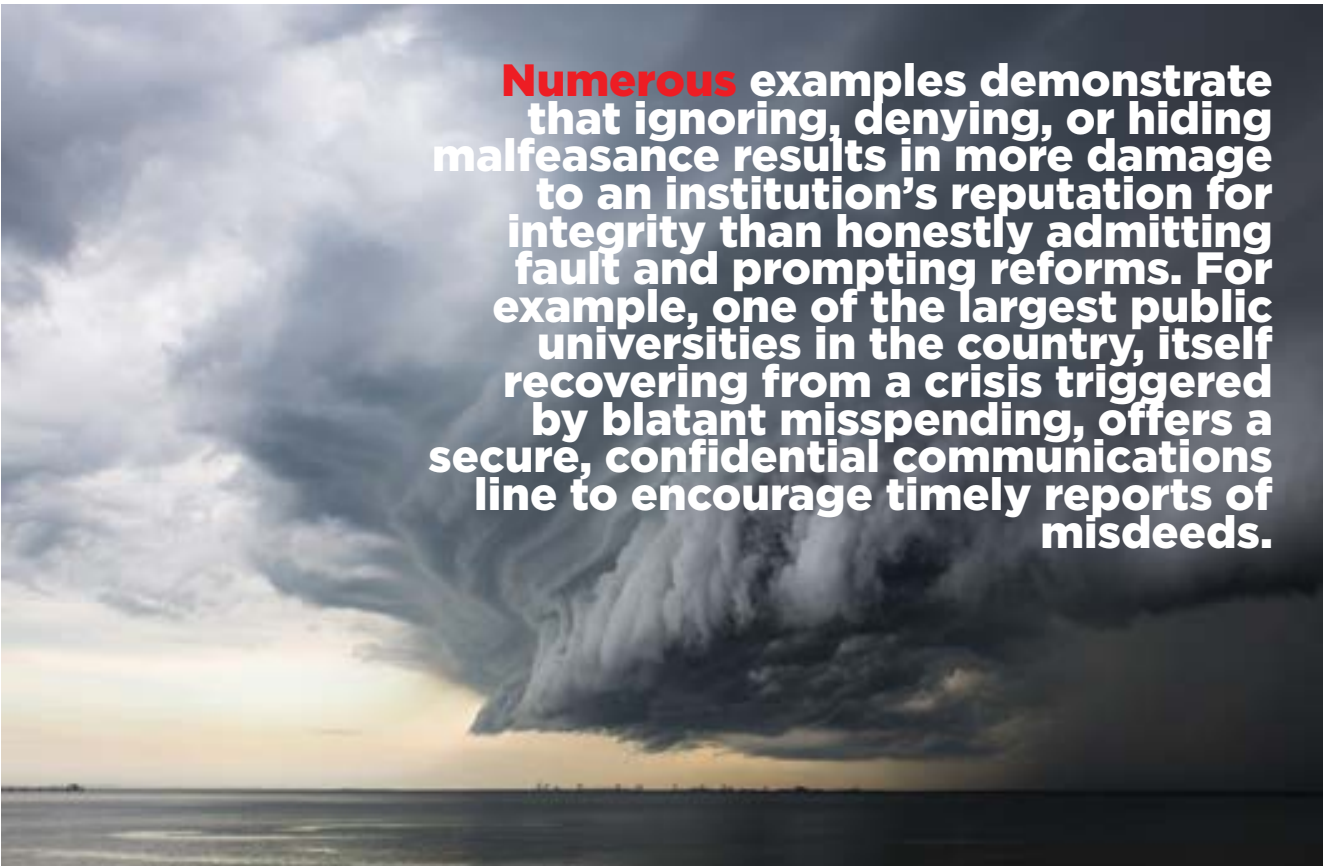
By prioritizing a culture of integrity over brand protection boards actually build stronger reputations for their institutions. Boards and their executives must repeatedly affirm that whistleblowers will be protected and rewarded, misdeeds will be punished, and cover-ups will not be tolerated. Numerous examples demonstrate that ignoring, denying, or hiding malfeasance results in more damage to an institution's reputation for integrity than honestly admitting fault and prompting reforms. For example, one of the largest public universities in the country, itself recovering from a crisis triggered by blatant misspending, offers a secure, confidential communications line to encourage timely reports of misdeeds. The university's view is that it is better to weed out false claims than to remain in the dark.

Systematic efforts to anticipate crises and prevent or ameliorate their effects help

boards foresee probable crises, if not their exact timing. Formal risk assessment programs have grown into an art form widely available with the help of consulting firms. The danger, however, is that risk assessment processes devolve into outsourcing board responsibility. Discussions of the annual risk assessment report may become so routine that boards become complacent. Risk assessment is often passed entirely to management. Some boards assume that the risks identified cover all of the possibilities. Looking at crises and scandals elsewhere should signal the likelihood of problems within the institution. For example, when nearly 50 percent of undergraduate women at Duke University report being sexually assaulted since enrolling, no board can assume that its campus is free of sexual violence.

### **MANAGING THE CRISIS AND COMMUNICATIONS**

The most effective boards in a time of crisis are composed of a diverse group of engaged



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members who fully participate in robust and candid dialogue, willingly listen to advice and criticism, and enjoy a mature relationship with their presidents. Boards with a healthy governance culture are much better equipped to manage a crisis than those inattentive to the most important issues, divided among themselves, or more concerned with the school's historic image than current realities. Governance flaws within the board and between the board and executive leadership create, contribute to, or exacerbate a crisis.

The makeup of the board is critical when it comes to understanding a crisis brought on by the impact of social, economic, and demographic change. A board composed largely of older white male alums at a prestigious liberal arts college found itself unable to understand or cope with drastic enrollment declines occasioned by shifting demographics. The board as a whole remained oblivious to the consequences of the falloff in appeal of a traditional liberal arts degree as well as the need to enroll more first-generation students, immigrants, and people of color. Recruiting younger members from diverse backgrounds would help this board deal with the existential crisis facing the college.

Time spent on understanding the immediate crisis and its underlying causes is essential to addressing it. A board accustomed to a heavy social calendar at its meetings failed for too long to devote time to discussing the serious challenges that imperiled the college. Though generally aware of unsustainable tuition discount rates, the board never scheduled enough time to fully discuss causes and solutions. And, too, boards that allow themselves to be dominated by a strong-willed chair or small clique usually fail to respond effectively in a crisis. Athletic boosters on the board struggle to remain objective when it comes to allegations of violations by athletes or their coaches. Recent scandals leading to the departure of athletic directors, coaches, and board members at schools with big-time athletic programs underscore the need for vigilance and oversight by the full board.

Strong and capable presidents are to be treasured in this time when change leadership is much in demand. However, overreliance on the authority of a dominant

president is dangerous. Boards that allow themselves to be overawed by the executive, however talented and trustworthy, risk lopsided governance that leaves the board unprepared to assess risk and deal with a crisis, especially when that crisis involves the chief executive or senior staff.

Faculty votes of no confidence in the president are best addressed by boards that take independent assessments of the president's performance. Listening to objective advice from experts not emotionally linked to the crisis is essential to gaining perspective on the crisis itself and managing through it. When governance flaws create or contribute to the crisis, AGB is frequently called in to assist. The willingness to heed recommendations for reform signals a board's acceptance of responsibility and commitment to do better. Of course, external advice does not replace the need for board wisdom. Concerns over legal liability are legitimate but should not lead institutions to offer victims cold responses crafted by attorneys. Lawyerly advice is well worth listening to but should not dictate strategy in the board's response to crisis.

### NEVER WASTE A CRISIS

There are few crises, however painful or tragic, that do not offer opportunities for improvement in the institution's culture and operations. At the very least, addressing the root causes of the crisis—a culture of indifference to sexual assault, lack of oversight and accountability preceding financial malfeasance, for example—will help ensure they do not reoccur. Michigan State's new trustees and new president are showing a willingness to accept responsibility and make changes that will restore the integrity of that great institution.

Addressing the crisis itself is the first order of business, but seizing the possibilities opened by the crisis to make overdo change is an opportunity not to be missed. Tulane University presents an example of a board and president's commitment to reimagine itself to become a stronger, more attractive institution in the wake of a four-month closure following Hurricane Katrina—good use of a natural disaster. The renewal plan, which

included program closures, mergers, and the dismissal of some tenured faculty was necessitated by the flooding of the campus and could not have been accomplished without the crisis. Thanks to skilled presidential and board leadership, Tulane emerged with sound finances and a very strong academic reputation. Similarly, faced with near bankruptcy and the possibility of selling itself to a proprietary institution, the board of a private university in the Midwest chose instead to “become what we were created to be,” as its recovery plan proclaimed, recruiting a visionary and energetic new president, reorganizing its offerings, and ultimately emerging as a vital institution with substantial growth in its enrollment and endowment and splendid new facilities. Governance confusion following the tragic death of a student-athlete at the flagship of a major public system led its board to take positive steps to restore public confidence and a new chair apologized forthrightly. With the help of AGB, the board has launched a comprehensive review of governance and leadership that promises to strengthen both going forward.

Most boards want to exercise sound crisis leadership but sometimes remain oblivious to the potential for a serious crisis at their institution or do not prepare themselves to lead when the crisis begins to unfold. Crisis leadership requires boards to foresee potential challenges, to manage the crisis and communicate effectively, and to use the crisis as a springboard to stronger institutional culture and practice. Some crises—such as natural disasters as floods and storms, for instance—lend themselves to clear solutions that can be implemented to fit the context. More complex crises with ethical, political, and social dimensions require more creative solutions. A diverse board versed in the sound governance practices of listening to advice and open-minded discussion followed by the courage to act represents the best preparation for addressing these increasingly frequent disruptions. ■

**AUTHOR:** Terrence MacTaggart, PhD, is a former chancellor of both the Minnesota State University System and the University of Maine System, and a senior fellow of AGB. His book on crisis management will be published by AGB Press in spring 2020.