



May 25, 2022 Governance Committee

Board of Trustees

UCF Live Oak Center | 4115 Pyxis Ln, Orlando, FL 32816

May 25, 2022 9:30 AM - 10:30 AM EDT

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Board of Trustees

Meeting Agenda

**Board of Trustees Meeting
Governance Committee
May 25, 2022 9:30-10:30
Live Oak Event Center**

Livestream: <https://ucf.zoom.us/j/93233428251?pwd=QjNjOThWL3dqTktDZkY6dFVmWmNyZz09>

Webinar ID: 932 3342 8251

Conference call number: +1-929-205-6099; Meeting ID: 9320334208251

AGENDA

- | | |
|---|--|
| 1. Call to Order and Welcome | Michael Okaty, <i>Chair, Governance Committee</i> |
| 2. Roll Call | Tanya Perry, <i>Legal Services Coordinator</i> |
| 3. Minutes of the February 22, 2022 meeting | Chair Okaty |
| 4. Action (50 minutes) | Chair Okaty |
| GOVC – 1 | Amendments to Bylaws for UCF Academic Health, Inc., UCF Athletics Association, Inc., UCF Convocation Corporation, UCF Finance Corporation, and UCF Stadium Corporation
Jennifer Cerasa, <i>Senior Associate General Counsel</i> |
| GOVC – 2 | Appointment of Board Members to UCF Athletics Association, UCF Convocation Corporation, UCF Foundation, and Limbitless Solutions, Inc. Board of Directors
Mike Kilbride, <i>Chief of Staff</i> |
| GOVC – 3 | Approval of Amendments to the University of Central Florida Bonus Plan
Maureen Binder, <i>Associate Vice President and Chief Human Resources Officer</i> |
| GOVC – 4 | Amendments to University Regulations UCF-2.003 Admission of Graduate Students and UCF-5.017 Appeals of Graduate Program Actions or Decisions
Youndy Cook, <i>Vice President and General Counsel</i> |
| GOVC – 5 | Amendments to Chapter 5 University Regulations
Youndy Cook |



Board of Trustees

Meeting Agenda

GOVC – 6

Amendments to University Regulations UCF-6.007 Traffic/Parking Regulation and Enforcement and UCF-6.008 Vehicle Registration Fees; Parking Violation Fines
Youndy Cook

5. Information (10 minutes)

Chair Okaty

INFO – 1

Resolution on Presidential Authority
Youndy Cook

6. New Business

Chair Okaty

7. Adjournment

Chair Okaty



UNIVERSITY OF CENTRAL FLORIDA

Board of Trustees
Governance Committee Meeting
February 22, 2022
UCF Downtown Campus/Virtual

MINUTES

CALL TO ORDER

Trustee Michael Okaty, chair of the Governance Committee, called the meeting to order at 4:20 p.m. Committee members Meg Hall and John Miklos were present. Committee members Bill Christy, Danny Gaekwad and Beverly Seay attended virtually. Other Trustees in attendance were Tiffany Altizer, Jeff Condello, Joseph Harrington, and Chair Alex Martins (*ex-officio*).

MINUTES

Trustee Miklos made a motion to approve the minutes from November 8, 2021, Governance Committee meeting. Trustee Christy seconded the motion. The committee unanimously approved the minutes of the November 8, 2021, Governance Committee meeting as submitted.

NEW BUSINESS

Amendments to University Regulation UCF- 3.038 Notice of Separation for USPS Employees (GOVC-1)

Youndy Cook, Vice President and General Counsel, presented the proposed amendments to university regulation UCF-3.038 Notice of Separation for USPS Employees. The proposed amendments include clarifying language regarding the probationary period for USPS employees. No public comments were received. Trustee Miklos made a motion to approve the proposed regulation amendments. Trustee Hall seconded. The motion was approved unanimously.

Amendments to University Regulation UCF- 4.015 Fraud Prevention and Detection (GOVC-2)

Cook presented the proposed amendments to university regulation UCF-4.015 Fraud Prevention and Detection. The amendments were proposed to address provisions required by Board of Governors regulation 4.001. These amendments bring the university in compliance with that regulation. No public comments were received. Trustee Hall made a motion to approve the proposed regulation amendments. Trustee Christy seconded. The motion was approved unanimously.

ADJOURNMENT

The meeting adjourned at 4:26 p.m.

Reviewed by:

Michael Okaty
Chair, Governance Committee

Date

Respectfully submitted:

Mike Kilbride
Associate Corporate Secretary

Date

Board of Trustees
Governance Committee | May 25, 2022

GOVC-1: Amendments to Bylaws for UCF Academic Health, Inc., UCF Athletics Association, Inc., UCF Convocation Corporation, UCF Finance Corporation, and UCF Stadium Corporation

☐ Information

☐ Discussion

☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

UCF Regulation 4.034(3)(c) requires any amendments to the UCF Direct Support Organization (DSO) bylaws to be approved by the UCF Board of Trustees (BOT). The bylaws for five of the university's DSOs were revised and adopted by their respective DSO boards to follow the Governance and Management Recommendations resulting from the BOT's DSO Governance Project Report to improve DSO operational effectiveness and efficiency.

Background Information:

The University of Central Florida Direct Support Organizations are created exclusively to benefit the university and are overseen by the UCF Board of Trustees, the UCF President, and the UCF Vice presidents who serve as chief executive officers of the DSOs. In December 2019, the Board of Trustees, through Chair Beverly Seay, initiated a DSO Project to review all the UCF DSOs to ensure best practices and improve efficiencies among UCF's DSOs. Following a thorough review of DSO governance and management, one that looked to establish best practices, on April 22, 2021, the Board of Trustees approved DSO Governance Recommendations. To implement these recommendations as they relate to DSO Bylaws, the DSO Board Office worked with the Office of the General Counsel to develop a bylaws template to be tailored by each DSO to its operations. The goal of such a template is to create coherence across the DSO Bylaws, which currently vary in areas where consistency is needed to align DSO Board operations.

Five of the eight UCF DSOs have prepared updated Bylaws that were reviewed and approved by their respective DSO Boards:

UCF Academic Health, Inc. - Second Amended and Restated Bylaws approved April 22, 2022

UCF Athletics Association, Inc. - Fourth Amended and Restated Bylaws approved May 16, 2022

UCF Convocation Corporation – Fifth Amended and Restated Bylaws approved April 25, 2022

UCF Finance Corporation – Fourth Amended and Restated Bylaws approved April 21, 2022

UCF Stadium Corporation – Fourth Amended and Restated Bylaws approved April 25, 2022

These bylaws were approved by each respective DSO to take effect on July 1, 2022, pending approval of the Board of Trustees. The remainder of UCF's DSOs will bring forward their amended and restated bylaws for BOT approval in Fall 2022.

**Recommended Action:**

Approval of the amended bylaws for UCF Academic Health, Inc., UCF Athletics Association, Inc., UCF Convocation Corporation, UCF Finance Corporation, and UCF Stadium Corporation

Alternatives to Decision:

Decline the proposed bylaws amendments or recommend modifications to be considered by the respective DSO Board(s).

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Florida Statutes Section 1004.28

Florida Board of Governors Regulation 9.011

University Regulation UCF-4.034(3)(c)

Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

Submitted by:

Margaret Jarrell-Cole, Associate Vice President for Direct Support Organizations

Youndy C. Cook, Vice President and General Counsel

Supporting Documentation:

Attachment A: Summary DSO Bylaws Changes

Attachment B: Second Amended and Restated Bylaws of UCF Academic Health, Inc.

Attachment C: Fourth Amended and Restated Bylaws of UCF Athletics Association, Inc.

Attachment D: Fifth Amended and Restated Bylaws of UCF Convocation Corporation

Attachment E: Fourth Amended and Restated Bylaws of UCF Finance Corporation

Attachment F: Fourth Amended and Restated Bylaws of UCF Stadium Corporation

Facilitators/Presenters:

Youndy C. Cook

Jennifer Cerasa, Senior Associate General Counsel

Attachment A

SUMMARY OF BYLAWS CHANGES

Generally, across all DSOs, the bylaws have been changed as follows:

ARTICLE I

- Purpose and Mission - Mission language and office location was added.

ARTICLE II

- Director appointed by chair of BOT – Tracking the DSO statute, states “[A]t least one University of Central Florida Board of Trustees (BOT) representative appointed by the Chair of the BOT.” (Section 1.B.)
- Board member terms - Board members should serve terms of two or three years, as selected by the DSO Board. (Section 2)
- Selection of Board Chair – The Board Chair is selected by the President of UCF and must be a member of the Board. Bylaws are silent as to whether the Chair must be a volunteer. (Section 12.)
- Delegation from University President to DSO officers/staff - University President’s direct authority over DSO is in appointment and removal of Board members. (Section 4)
- Board powers (Section 6) –
 - To authorize the CEO, other officers, and the corporation’s senior management to take action(s) as directed by the Board.” (Section 6.F.)
 - To annually approve the corporation’s operating budget as well as any material changes to the budget, and then submit the budget to the University of Central Florida Board of Trustees for approval (Section 6.H.)
 - To annually submit to the University of Central Florida Board of Trustees and the Board of Governors its federal Internal Revenue Service Return of Organization Exempt from Income Tax filing (Form 990). (Section 6.I.)
- Who can call Board meetings - (Section 7.B.) Revised to the Board Chair, Vice Chair, CEO, or two members of the Board.
- Separation of Board Members and Corporate Officers – Revised to clearly separate officers of the board and officers of the corporation and make clear that corporate officers are not members of the Board. Board officers will be Chair and Vice Chair. Corporate officers will be the CEO, Secretary and Treasurer. (Section 12 and Art. III).

ARTICLE III

- Corporate Officers – Clarifies that directors are not officers of the corporation. Identifies the standing corporate officer roles: for example, CEO, Treasurer, and Secretary.

- Officer Duties – Establishes baseline responsibilities for each of the corporate officers.

ARTICLE VIII

- Indemnification – Added to bylaws, subject to Florida Statutes, Sections 607.0850 and 617.0831. (Section 5)
- Ethics and Financial Disclosure – Added compliance language pursuant to Sunshine Laws, Public Records Law, and Code of Ethics for Public Officers and Employees (Section 6)
- Detailed Amendment History – Added as recommended by UCF Audit to include Board of Trustees approvals.

SECOND AMENDED & RESTATED BYLAWS OF UCF ACADEMIC HEALTH, INC.

ARTICLE I. MEMBERS, PURPOSE, MISSION AND OFFICE

The corporation will have no members and will be managed by the Board of Directors.

The corporation is organized and operated exclusively to receive, hold, invest, and administer property and to make expenditures to or for the benefit of the University.

The corporation is organized and will be operated for the promotion and support of medical education, research, and patient care through the planning and development of clinical initiatives and affiliated partnerships that will serve the education, research and clinical mission and objectives of the University of Central Florida College of Medicine.

The principal office of UCF Academic Health, Inc. will be located at 6850 Lake Nona Boulevard, 3rd Floor, Orlando, Orange County, Florida.

ARTICLE II. BOARD OF DIRECTORS

Section 1. Directors. The UCF Academic Health, Inc. Board of Directors will consist of:

- A. The President of the University of Central Florida, or designee,
- B. At least one University of Central Florida Board of Trustees (BOT) representative appointed by the Chair of the BOT,
- C. A designee of the Vice President for Health Affairs of the University of Central Florida, and
- D. Additional representatives that may be appointed by the UCF President.

The BOT will approve all appointments to the Board of Directors other than the BOT Chair's representative(s) and the University President or designee.

Section 2. Term of Office. Members of the Board will serve as directors of the corporation for three-year terms. Terms will begin on the date of appointment and end June 30 (or July 1 through June 30, whichever applies). Any designated or appointed director may be designated or appointed to successive terms.

Section 3. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it will be filled without undue delay. Any person appointed or designated to fill a vacancy in the Board of Directors will hold office for the unexpired term of his or her predecessor in office.

Section 4. Removal. The University President may remove any director at any time upon written notice, with or without cause, except for directors appointed by the BOT Chair. The Board of Directors may remove any director at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.

Section 5. Resignation. A director may resign at any time by submitting a written resignation to the Chair.

Section 6. Powers and Duties. So long as certified by the Board of Trustees, the property, affairs, activities, and concerns of the corporation are vested in the Board of Directors subject to the Articles of Incorporation, Bylaws, applicable laws, guidelines, policies and regulations. All management functions will be exercised by the Board of Directors subject to its delegation. The powers and duties of the Board of Directors are as follows:

- A. To discharge faithfully all the duties imposed upon it by the Articles of Incorporation and by law.
- B. To meet upon the call of the Board Chair, the Board Vice Chair, the CEO of the corporation or any two directors.
- C. To select a bank or banks or other depositories for the deposit of the funds and securities of the corporation; and to cause the corporation to conduct its financial affairs in conformity with the policies and procedures adopted by the Board of Directors.
- D. To cause an audit of the books and records of this corporation to be made at least once each fiscal year together with a management letter, including the response from management, if required, conducted by a firm of independent Certified Public Accountants selected in accordance with university policy, whose engagement letter will provide that it render an opinion on the financial statements in accordance with generally accepted accounting principles and to have the results of the audit reported to and accepted by the Board of Directors.
- E. To hold and to invest and reinvest any monies it receives and to hold any property, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income, less operating expenses of the corporation, will be used to further the specific purposes of the corporation.
- F. To authorize the CEO, other officers, and the corporation's senior management to take action(s) as directed by the Board.
- G. To borrow money by issuing long or short-term notes, bonds, or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board, subject to the policies of the University of Central Florida, its Board of Trustees and the Florida Board of Governors and requirements of law.

Section 7. Meetings of the Board. The Board Chair will preside at meetings of the Board of Directors. In the absence of the Board Chair, the Vice Chair will preside.

- A. Regular meetings of the Board of Directors will be held as determined by the Board of Directors. Written notice of the time and place of the annual meeting and regular meetings will be provided to each director, by personal delivery, first class mail, electronic mail or board portal notice, at least three (3) business days before the meeting.
- B. Special meetings of the Board of Directors may be called by the Board Chair, Vice Chair, CEO, or upon the written request of two (2) members of the Board of Directors. At least three (3) business days prior written notice of any special meeting will be provided to all members of the Board of Directors by personal delivery, first class mail, electronic mail or board portal notice.
- C. Proxies, general or special, will not be accepted for any purpose in the meetings of the Board of Directors.
- D. Any director may waive notice of any meeting. The attendance of a director at any meeting will constitute a waiver of notice of such meeting, except where a director attends a meeting for the

express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law. Opportunity for public comment may be permitted.

Section 9. Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board or any Committee regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting in advance, specifying the agenda item about which they wish to speak. Public comment will be limited to three minutes per person.

Section 10. Quorum and Voting. A majority of the Board of Directors will constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present will be the act of the Board of Directors unless a greater number is required by these bylaws or by law.

Section 11. Participation by Electronic Means. Members of the Board of Directors may participate in a meeting by conference, telephone, or similar communications means provided all persons participating in the meeting are able to communicate with each other.

Section 12. Chair and Vice Chair of the Board. The Board of Directors will have a Chair and Vice Chair serve as officers of the Board.

- A. **Chair of the Board.** The Chair of the Board will be selected by the President of UCF and must be a member of the Board. The Board Chair will:
 - 1. Preside at the meetings of the Board of Directors. The Board Chair or designee will prepare the agenda for all meetings of the Board of Directors.
 - 2. Sign all certificates, bonds, deeds, mortgages, leases, and contracts of the corporation except as otherwise approved by the Board of Directors.
 - 3. Perform all duties as the Board of Directors will designate and may delegate certain duties with the Board of Directors' approval.
 - 4. Perform other duties as are necessarily incident to the office of the Board Chair.
- B. **Vice Chair.** The Vice Chair will be elected by the Board of Directors to serve as its Vice Chair and must be a member of the Board. The Vice Chair will assume the Chair's duties in the Chair's absence or incapacity and perform such duties as are assigned by the Chair.
- C. **Term of Board Officers.** Officers of the Board will serve for three-year terms or until their successor is duly selected or elected. Any such selected or elected Board officer may serve successive terms.
- D. **Removal.** The Board of Directors may remove any Board officer at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.
- E. **Vacancies.** In the event of absence, inability, or refusal to act of the Chair, the President of UCF will select another member of the Board to serve as Chair. In the event of absence, inability or refusal to act of the Vice Chair, the Board will elect a new Vice Chair no later than its next regular meeting.

ARTICLE III.
OFFICERS OF THE CORPORATION

Section 1. Officers. The officers of the corporation will be non-members of the Board and will be as follows:

- A. Chief Executive Officer (CEO), who is the Vice President of the University of Central Florida with responsibility for health affairs;
- B. Secretary, who will be appointed by the CEO;
- C. Treasurer, who will be appointed by the CEO, in consultation with the Chief Financial Officer of the University; and
- D. other officers, listed below, as may be appointed by the CEO.

Section 2. Terms of Corporate Officers. *Ex officio* corporate officers who are employees of the University of Central Florida will serve as long as they continue to be employed with the University of Central Florida in that position. The term of office for appointed corporate officers will commence when appointed and continue for three years or until their successor is duly appointed. Any such appointed officer may be appointed to serve successive terms.

Section 3. Duties of Officers. The duties and powers of the officers of the corporation will be as follows:

- A. CEO. The CEO will be the chief executive officer of the corporation, will have general and active management of the business and affairs of the corporation, subject to the directions of the Board of Directors, and, in the absence of a Chair or Vice Chair of the Board of Directors, will preside at all meetings of the Board of Directors.
- B. Secretary. The Secretary will be responsible for maintaining the following records:
 - 1. Accurate minutes of the proceedings of all meetings of the Board of Directors and a record of the actions of the Board of Directors and committees.
 - 2. A copy of the Articles of Incorporation and Bylaws of the corporation and all amendments.
- C. Treasurer. The Treasurer will oversee the fiscal affairs of the corporation. The duties of the Treasurer include assuring that adequate provision is made for the care and custody of all the assets of this corporation.

Section 4. Removal. The CEO may remove any corporate officer at any time whenever the best interests of the corporation would be served.

Section 5. Vacancies. In the event of absence, inability, or refusal to act of any of the *ex officio*, appointed or designated officers of the corporation, the CEO, except as otherwise provided for in these Bylaws and subject to university regulation, will appoint a successor or successors to perform the duties of their respective offices.

ARTICLE IV. COMMITTEES

The Board Chair may, at any time, appoint and charge such committees necessary and advisable to assist in the conduct of the corporation's affairs. Unless otherwise provided, committees may include members who are not directors, provided that committees will include a majority of directors and will be chaired by a director appointed by the Board Chair. Committee member appointments will be for defined terms, and committee members may be removed at any time, with or without cause, by the Board Chair. A majority of any committee of the corporation will constitute a quorum for the transaction of business.

ARTICLE V. DIRECT SUPPORT ORGANIZATIONS

Section 1. Governing Authority. The corporation operates as a Direct Support Organization (DSO) for the University of Central Florida as defined by Florida statute. DSOs are certified by the University of Central Florida Board of Trustees and follow Florida law, the policies and procedures established by the State University System of Florida, the University of Central Florida and the Board of Trustees.

Section 2. Operating Budgets. Operating budgets for DSOs are prepared annually, approved by the Board of Directors and then submitted to the President of the University of Central Florida and the University of Central Florida Board of Trustees for approval.

Section 3. Fiscal Year. The fiscal year of the corporation will begin on July 1 and end on June 30 of the following year.

ARTICLE VI. NONDISCRIMINATION

The corporation is committed to non-discrimination with respect to race, color, religion, age, disability, sex, marital status, national origin, veteran status or any other basis protected by law.

ARTICLE VII. AMENDMENTS

These Bylaws may be made, altered, or rescinded by a two-thirds (2/3) vote of members of the Board of Directors present at any regular or special meeting at which a quorum is present. All amendments must be submitted to the University of Central Florida Board of Trustees in accordance with University Regulation prior to becoming effective.

ARTICLE VIII. MISCELLANEOUS PROVISIONS

Section 1. Contracts. Contracts for the activities of this corporation will be signed in the name of the corporation by the Board Chair except as otherwise delegated.

Section 2. Financial Audits and Reports. The corporation will annually have a financial audit of its accounts and records conducted by an independent certified public accountant selected in accordance with university policy. The audit will be performed in accordance with the applicable rules adopted by the Auditor General and by the BOT, which will be forwarded to the BOT for review and to the Board of Governors and Auditor General.

Section 3. Compensation and Employment. The directors and officers of this corporation, except those otherwise employed by the corporation or UCF, will not receive any compensation from this corporation for their services as director or officer.

- A. Directors, officers and employees of this corporation may be reimbursed from funds of the corporation for any travel expenses or other expenditures incurred by them in the proper performance of their duties, provided the reimbursements or expenditures comply with Florida Statutes Sections 1004.28 and 1012.976.
- B. Personnel employed by this corporation will not be considered employees of the State of Florida by virtue of employment by this corporation.
- C. The corporation will provide equal employment opportunities for all persons regardless of race, color, religion, sex, age, or national origin. Personal services provided to the organization must comply with Section 1012.976, Florida Statutes.

Section 4. Travel Expenses. The corporation will not use state funds for travel expenses.

Section 5. Indemnification. Pursuant to Sections 607.0850 and 617.0831, Florida Statutes, any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation, by reason of the fact that he or she is or was a director or officer of the corporation) will be indemnified against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The corporation will have the authority to purchase insurance for this purpose.

Authorization of Indemnification. Any indemnification hereunder will be made by the corporation only upon a determination that indemnification of the director or officer is proper in a specific case because he or she has met the standard of conduct set forth in the previous paragraph of this Section 5. Such determination will be made by the Board by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding or, if such quorum is not obtainable, by a majority vote of a committee duly designated by the Board (in which directors who are parties may participate) consisting solely of two (2) or more directors not at the time parties to the action, suit or proceeding or by a committee comprised of individuals who were not parties to such action, suit or proceeding where such committee is selected by a majority vote of the full Board (in which directors who are parties may participate).

Section 6. Ethics and Financial Disclosure. It is the duty of each director and officer to fully comply with the Government-in-the-Sunshine Law set forth in Section 286, et seq., Florida Statutes, the Public Records Law set forth in Section 119, et seq., Florida Statutes, and to the extent it applies, the Code of Ethics for Public Officers and Employees set forth in Chapter 112, Part III, Florida Statutes.

Section 7. Seal. The seal of this corporation will be in the form of a circle and will bear, among other things, the name of the corporation and the year of its incorporation.

Section 8. Rules. These Bylaws govern the transaction of business for this Board of Directors. To the extent that the Bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

Section 9. Confidential and Exempt Public Records. Under Florida Statutes 1004.28(5)(b), other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the Board of Trustees, the Auditor General, and the Office of Program Policy Analysis and Government Accountability will be confidential and exempt from s. 119.07(1).

ARTICLE IX. CONFLICT OF INTEREST

All actual or potential conflicts of interest involving directors and officers of the corporation will be disclosed and addressed in accordance with the corporation's Conflict of Interest Policy.

I HEREBY CERTIFY these Second Amended and Restated Bylaws were approved by the Board of Directors on April 22, 2022, by the UCF Governance Committee on _____, and by the University of Central Florida Board of Trustees on _____.

Secretary _____

Amendment History

Original: June 23, 2016

Amended and Restated: March 1, 2019, Approved by Board of Directors

May 16, 2019, Approved by UCF Board of Trustees

Second Amended and Restated: April 22, 2022, Approved by Board of Directors

_____, Approved by BOT Governance Committee

_____, Approved by UCF Board of Trustees

**UCF ATHLETICS ASSOCIATION, INC.
FOURTH AMENDED & RESTATED BYLAWS**

**ARTICLE I.
MEMBERS, PURPOSE, MISSION AND OFFICE**

Section 1. Members. The corporation will have no members and will be managed by the Board of Directors.

Section 2. Purpose and Mission. The corporation is organized and operated exclusively to receive, hold, invest, and administer property, including both real property and intellectual property, and to make expenditures to or for the benefit of the University of Central Florida and shall be subject to the oversight and control of the University of Central Florida Board of Trustees. The corporation is a Florida not for profit corporation and a university direct-support organization within the definition of Section 1004.28, Florida Statutes.

The corporation may hold any property, or any undivided interest therein, without limitation as to amount or value; may dispose of any such property and invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the corporation's board of directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Articles of Incorporation, the bylaws of the corporation or any applicable laws or rules.

The purpose of the corporation shall be to promote education and science and to encourage, stimulate, and promote the health and physical welfare of the students of the University of Central Florida by encouraging, conducting, and maintaining all kinds of intercollegiate athletics, games, contests, meets, exhibits, and field sports at the University of Central Florida, and at other places in the State of Florida, and in such other places in the United States and foreign countries as it may be lawful to conduct the aforesaid activities

Section 3. Office. The principal office of the UCF Athletics Association, Inc. will be located at Roth Athletics Center, 4192 North Orion Blvd, Orlando, FL 32816, Orange County, Florida.

**ARTICLE II.
BOARD OF DIRECTORS**

Section 1. Directors. The UCF Athletics Association, Inc. Board of Directors will consist of:

- A. The President of the University of Central Florida, or designee. The President of University of Central Florida or designee will serve as the Chair of the Board of Directors.
- B. At least one University of Central Florida Board of Trustees (BOT) representative appointed

by the Chair of the BOT,

- C. At least one member from the Central Florida Community recommended by the President of the University of Central Florida and,
- D. The University of Central Florida Student Athlete Advisory Committee President as Ex Officio
- E. Additional representatives appointed by the University President.

The BOT will approve all appointments to the Board of Directors other than the BOT Chair or designee(s) and the University President or designee(s). Ex Officio Directors do not require BOT approval.

Section 2. Term of Office. Members of the Board will serve as directors of the corporation for three- year terms. Terms will begin on the date of appointment and end June 30 (or July 1 through June 30, whichever applies). If filling a vacancy, the term ends at previous member's term. An Ex Officio Director will serve for the duration of their corresponding term of their respective elected office.

Section 3. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it will be filled without undue delay. Any person appointed or designated to fill a vacancy in the Board of Directors will hold office for the unexpired term of his or her predecessor in office.

Section 4. Removal. The University President may remove any director at any time upon written notice, with or without cause, except for directors appointed by the BOT Chair. The Board of Directors may remove any director at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.

Section 5. Resignation. A Director may resign at any time by submitting a written resignation to the Board Chair.

Section 6. Powers and Duties. So long as certified by the Board of Trustees the property, affairs, activities, and concerns of the corporation are vested in the Board of Directors subject to the Articles of Incorporation, Bylaws, applicable laws, guidelines and policies and regulations. All management functions will be exercised by the Board of Directors subject to its delegation. The powers and duties of the Board of Directors are as follows:

- A. To discharge faithfully all the duties imposed upon it by the Articles of Incorporation, Florida Board of Governors regulations, UCF regulations and by law.
- B. To meet upon the call of the Board Chair (University President), the CEO or any two directors.

- C. To select a bank or banks or other depositories for the deposit of the funds and securities of the corporation; and to cause the corporation to conduct its financial affairs in conformity with the policies and procedures adopted by the Board of Directors.
- D. To cause an audit of the books and records of this corporation to be made at least once each fiscal year together with a management letter, including the response from management, if required, conducted by a firm of independent Certified Public Accountants selected in accordance with University Policy 2-208, whose engagement letter will provide that it render an opinion on the financial statements in accordance with generally accepted accounting principles and to have the results of the audit reported to and accepted by the Board of Directors.
- E. To hold and to invest and reinvest any monies it receives and to hold any property, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income, less operating expenses of the corporation, will be used to further the specific purposes of the corporation.
- F. To authorize the CEO, other Officers and the corporation's senior management to take action(s) as directed by the Board.
- G. To borrow money by issuing long or short-term notes, bonds, or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board, subject to Florida law, the policies of the University of Central Florida, its Board of Trustees and the Florida Board of Governors.
- H. To annually approve the corporation's operating budget as well as any material changes to the budget, and then submit the budget to the University of Central Florida Board of Trustees for approval.
- I. To annually submit to the University of Central Florida Board of Trustees and the Board of Governors its federal Internal Revenue Service Return of Organization Exempt from Income Tax filing (Form 990).

Section 7. Meetings of the Board. The Board Chair will preside at meetings of the Board of Directors. In the absence of the Board Chair, the CEO will preside.

- A. Regular meetings of the Board of Directors will be held as determined by the Board of Directors. Written notice of the time and place of the annual meeting and regular meetings will be provided to each director, by personal delivery, first class mail, electronic mail or board portal notice, at least three (3) business days before the meeting.
- B. Special meetings of the Board of Directors may be called by the Board Chair, Vice Chair, CEO, or upon the written request of two (2) members of the Board of Directors. At least three (3) business days prior written notice of any special meeting will be provided to all

members of the Board of Directors by personal delivery, first class mail, electronic mail or board portal notice.

- C. Proxies, general or special, will not be accepted for any purpose in the meetings of the Board of Directors.
- D. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law. Opportunity for public comment may be permitted.

Section 9. Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board or any Committee regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting in advance, specifying the agenda item about which they wish to speak. Public comment will be limited to three minutes per person.

Section 10. Quorum and Voting. A majority of the Board of Directors will constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present will be the act of the Board of Directors unless a greater number is required by these bylaws or by law.

Section 11. Participation by Electronic Means. Members of the Board of Directors may participate in a meeting by conference, telephone, or similar communications means provided all persons participating in the meeting are able to communicate with each other.

Section 12. Chair of the Board of Directors. The Board of Directors shall have a Chair and Vice-Chair serve as officers of the Board. The President of UCF shall serve as Chair of the Board.

- A. The Chair of the board will:
 - 1. Preside at the meetings of the Board of Directors. The Board Chair or designee will prepare the agenda for all meetings of the Board of Directors.
 - 2. Sign all certificates, bonds, deeds, mortgages, leases, and contracts of the corporation except as otherwise approved by the Board of Directors.
 - 3. Perform all duties as the Board of Directors will designate and may delegate certain duties with the Board of Directors' approval.
 - 4. Perform other duties as are necessarily incident to the office of the Board Chair.
- B. Vice Chair. The Vice Chair will be elected by the Board of Directors to serve as its Vice Chair and must be a member of the Board. The Vice Chair will assume the Chair's duties in the Chair's absence or incapacity and perform such duties as are assigned by the Chair.

- C. Term of Board Officers. Officers of the Board will serve for three years or until their successor is duly selected or elected. Any such selected or elected Board officer may serve successive terms.
- D. Removal. The Board of Directors may remove any Board officer at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.
- E. Vacancies. In the event of absence, inability, or refusal to act by a Board officer the Board will elect a new Chair or Vice Chair no later than its next regular meeting.

ARTICLE III. OFFICERS OF THE CORPORATION

Section 1. Officers. The officers of the corporation will be non-members of the Board and will be as follows:

- A. Chief Executive Officer (CEO) appointed by the University President and who will be a University of Central Florida vice president that is responsible for intercollegiate athletics;
- B. Secretary, who will be appointed by the CEO;
- C. Treasurer, who will be appointed by the CEO, in consultation with the Chief Financial Officer of the University; and
- D. Other officers as may be appointed by the CEO.

Section 2. Term of Corporate Officers. The term of office for corporate officers will commence when designated or appointed and continue for three years or until their successor is duly designated or appointed. Any such designated or appointed officer may serve successive terms.

Section 3. Duties of Officers. The duties and powers of the officers of the corporation will be as follows:

- A. CEO. The CEO will be the chief executive officer of the corporation, will have general and active management of the business and affairs of the corporation, subject to the directions of the Board of Directors, and, in the absence of a Chair of the Board of Directors, will preside at all meetings of the Board of Directors
- B. Secretary. The Secretary will be responsible for the following permanent records:
 1. Accurate minutes of the proceedings of all meetings of the Board of Directors and maintain a record of the actions of the Board of Directors and committees.
 2. A copy of the Articles of Incorporation and bylaws of the corporation and all amendments.

- C. **Treasurer.** The Treasurer will oversee the fiscal affairs of the corporation. The duties of the Treasurer include assuring that adequate provision is made for the care and custody of all the assets of the corporation.

Section 4. Removal. The CEO may remove any corporate officer at any time whenever the best interests of the corporation would be served.

Section 5. Vacancies. In the event of absence, inability, or refusal to act of any of the appointed or designated officers of the corporation, the CEO, except as otherwise provided for in these bylaws and subject to University Regulation 4.034, will appoint a successor or successors to perform the duties of their respective offices.

ARTICLE IV. COMMITTEES

The Board Chair may, at any time, appoint and charge the committees necessary and advisable to assist in the conduct of the corporation's affairs. Although committee members may include members who are not directors, committees will include a majority of directors and will be chaired by a director appointed by the Board Chair. Committee member appointments will be for defined terms, and committee members may be removed at any time, with or without cause, by the Board Chair. A majority of any committee of the corporation will constitute a quorum for the transaction of business.

ARTICLE V. DIRECT SUPPORT ORGANIZATIONS

Section 1. Governing Authority. The corporation operates as a Direct Support Organization (DSO) for the University of Central Florida as defined by Florida statute. DSOs are certified by the University of Central Florida Board of Trustees and follow Florida law, the policies and procedures established by the State University System of Florida, the University of Central Florida and the Board of Trustees.

Section 2. Fiscal Year. The fiscal year of the corporation will begin on July 1 and end on June 30 of the following year.

ARTICLE VI. NONDISCRIMINATION

The corporation is committed to non-discrimination with respect to race, color, religion, age, disability, sex, marital status, national origin, veteran status or any other basis protected by law.

ARTICLE VII. AMENDMENTS

These bylaws may be made, altered, or rescinded by a two-thirds (2/3) vote of members of the Board of Directors present at any regular or special meeting at which a quorum is present. All amendments must be submitted to the University of Central Florida Board of Trustees in accordance with University Regulations prior to becoming effective.

ARTICLE VIII. OPERATIONAL PROVISIONS

Section 1. Contracts. Contracts for the activities of this corporation will be signed in the name of the corporation by the Board Chair except as otherwise delegated.

Section 2. Financial Audits and Reports. The corporation will annually have a financial audit of its accounts and records conducted by an independent certified public accountant selected in accordance with University Policy 2-208. The audit will be performed in accordance with the applicable rules adopted by the Auditor General and by the BOT, which will be forwarded to the BOT for review and to the Board of Governors and Auditor General.

Section 3. Compensation and Employment. The directors and officers of this corporation, except those otherwise employed by the corporation or UCF, will not receive any compensation from this corporation for their services as director or officer.

- A. Directors, officers, and employees of this corporation may be reimbursed from funds of the corporation for any travel expenses or other expenditures incurred by them in the proper performance of their duties, provided the reimbursements or expenditures comply with Sections 1004.28 and 1012.976, Florida Statutes.
- B. Personnel employed by this corporation will not be considered employees of the State of Florida by virtue of employment by this corporation.
- C. The corporation will provide equal employment opportunities for all persons regardless of race, color, religion, sex, age, or national origin. Personal services provided to the organization must comply with Section 1012.976, Florida Statutes

Section 5. Indemnification. Pursuant to Sections 607.0850 and 617.0831, Florida Statutes, any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation, by reason of the fact that he or she is or was a Director or Officer of the corporation) shall be indemnified against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal

thereof, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The corporation shall have the authority to purchase insurance for this purpose.

Authorization of Indemnification. Any indemnification hereunder shall be made by the corporation only upon a determination that indemnification of the Director or Officer is proper in a specific case because he or she has met the standard of conduct set forth in the previous paragraph of this Section 5. Such determination shall be made by the Board by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding or, if such quorum is not obtainable, by a majority vote of a committee duly designated by the Board (in which Directors who are parties may participate) consisting solely of two (2) or more Directors not at the time parties to the action, suit or proceeding or by a committee comprised of individuals who were not parties to such action, suit or proceeding where such committee is selected by a majority vote of the full Board (in which Directors who are parties may participate).

Section 6. Ethics and Financial Disclosure. It is the duty of each Director and Officer to fully comply with the Government-in-the-Sunshine Law set forth in Section 286, et seq., Florida Statutes, the Public Records Law set forth in Section 119, et seq., Florida Statutes, and to the extent it applies, the Code of Ethics for Public Officers and Employees set forth in Chapter 112, Part III, Florida Statutes.

Section 7. Insurance. The corporation will keep in force a blanket surety bond, or directors and officers liability insurance, or other general liability insurance, the adequacy of which will be determined by the Board, or a Committee designated by the Board, to assure that each officer and employee who is authorized to collect, hold, or disburse funds of the corporation will faithfully discharge their duties.

Section 8. Rules. These bylaws govern the transaction of business for this Board of Directors. To the extent that the bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

Section 9. Confidential and Exempt Public Records. Under Florida Statutes 1004.28(5)(b), other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the Board of Trustees, the Auditor General, and the Office of Program Policy Analysis and Government Accountability shall be confidential and exempt from Section 119.07(1), Florida Statutes.

**ARTICLE IX.
CONFLICT OF INTEREST**

All actual or potential conflicts of interest involving directors and officers of the corporation will be disclosed and addressed in accordance with the corporation's Conflict of Interest Policy.

I CERTIFY these Fourth Amended and Restated Bylaws were approved by the Board of Directors on May 16, 2022, the BOT Governance Committee on May 25, 2022, and by the University of Central Florida Board of Trustees on May 26, 2022.

Secretary_____

Amendment History

Original: June 18, 2003

First Amended and Restated: March 31, 2005

Second Amended and Restated: May 22, 2014

Third Amended and Restated: January 24, 2019

Fourth Amended and Restated: July 1, 2022

**UCF CONVOCAATION CORPORATION
FIFTH AMENDED & RESTATED BYLAWS**

**ARTICLE I.
MEMBERS, PURPOSE, MISSION AND OFFICE**

Section 1. Members. The corporation will have no members and will be managed by the Board of Directors.

Section 2. Purpose and Mission. The corporation is organized and operated exclusively to receive, hold, invest, and administer property, including both real property and intellectual property, and to make expenditures to or for the benefit of the University of Central Florida and shall be subject to the oversight and control of the University of Central Florida Board of Trustees. The corporation is a Florida not for profit corporation and a university direct-support organization within the definition of Section 1004.28, Florida Statutes.

The corporation may hold any property, or any undivided interest therein, without limitation as to amount or value; may dispose of any such property and invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the corporation's board of directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Articles of Incorporation, the bylaws of the corporation or any applicable laws or rules.

Section 3. Office. The principal Office of the corporation will be located at 4365 Andromeda Loop North, Suite 384, Orlando, Orange County, Florida 32816.

**ARTICLE II.
BOARD OF DIRECTORS**

Section 1. Directors. The corporation's Board of Directors shall consist of not less than three and not more than five voting members and will consist of:

- A. The President of the University of Central Florida, or designee,
- B. At least one University of Central Florida Board of Trustees (BOT) representative appointed by the Chair of the BOT,
- C. Additional representatives appointed by the University President.

The BOT will approve all appointments to the Board of Directors other than the BOT Chair or designee and the University President or designee.

Section 2. Term of Office. Members of the Board will serve as directors of the corporation for three-year terms. Terms will begin on the date of appointment and end June 30 (or July 1 through June 30, whichever applies). If filling a vacancy, the term ends at previous member's term.

Section 3. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it will be filled without undue delay. Any person appointed or designated to fill a vacancy in the Board of Directors will hold office for the unexpired term of his or her predecessor in office.

Section 4. Removal. The University President may remove any director at any time upon written notice, with or without cause, except for directors appointed by the BOT Chair. The Board of Directors may remove any director at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.

Section 5. Resignation. A Director may resign at any time by submitting a written resignation to the Chair.

Section 6. Powers and Duties. So long as certified by the Board of Trustees the property, affairs, activities, and concerns of the corporation are vested in the Board of Directors subject to the Articles of Incorporation, bylaws, applicable laws, guidelines and policies and regulations. All management functions will be exercised by the Board of Directors subject to its delegation. The powers and duties of the Board of Directors are as follows:

- A. To discharge faithfully all the duties imposed upon it by the Articles of Incorporation and bylaws.
- B. To meet upon the call of the Board Chair, the Board Vice Chair, the CEO of the corporation or any two directors.
- C. To select a bank or banks or other depositories for the deposit of the funds and securities of the corporation; and to cause the corporation to conduct its financial affairs in conformity with the policies and procedures adopted by the Board of Directors.
- D. To cause an audit of the books and records of this corporation to be made at least once each fiscal year together with a management letter, including the response from management, if required, conducted by a firm of independent Certified Public Accountants selected in accordance with University Policy 2-208, whose engagement letter will provide that it render an opinion on the financial statements in accordance with generally accepted accounting principles and to have the results of the audit reported to and accepted by the Board of Directors.
- E. To hold and to invest and reinvest any monies it receives and to hold any property, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion

of any such property, for the purpose of earning income, which income, less operating expenses of the corporation, will be used to further the specific purposes of the corporation.

- F. To authorize the CEO, other Officers, and the corporation's senior management to take action(s) as directed by the Board.
- G. To borrow money by issuing long or short-term notes, bonds, or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board, subject to Florida law, the policies of the University of Central Florida, its Board of Trustees and the Florida Board of Governors.
- H. To annually approve the corporation's operating budget as well as any material changes to the budget, and then submit the budget to the University of Central Florida Board of Trustees for approval.
- I. To annually submit to the University of Central Florida Board of Trustees and the Board of Governors its federal Internal Revenue Service Return of Organization Exempt from Income Tax filing (Form 990).

Section 7. Meetings of the Board. The Board Chair will preside at meetings of the Board of Directors. In the absence of the Board Chair, the Vice Chair will preside.

- A. Regular meetings of the Board of Directors will be held as determined by the Board of Directors. Written notice of the time and place of the annual meeting and regular meetings will be provided to each director, by personal delivery, first class mail, electronic mail or board portal notice, at least three (3) business days before the meeting.
- B. Special meetings of the Board of Directors may be called by the Board Chair, Vice Chair, CEO, or upon the written request of two (2) members of the Board of Directors. At least three (3) business days prior written notice of any special meeting will be provided to all members of the Board of Directors by personal delivery, first class mail, electronic mail or board portal notice.
- C. Proxies, general or special, will not be accepted for any purpose in the meetings of the Board of Directors.
- D. The annual meeting of the Board will be held before the end of the Corporation's fiscal year, or as soon after that date as possible. The time and location of the annual meeting will be designated by the Chair of the Board.
- E. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law. Opportunity for public comment may be permitted.

Section 9. Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board or any Committee regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting in advance, specifying the agenda item about which they wish to speak. Public comment will be limited to three minutes per person.

Section 10. Quorum and Voting. A majority of the Board of Directors will constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present will be the act of the Board of Directors unless a greater number is required by these bylaws or by law.

Section 11. Participation by Electronic Means. Members of the Board of Directors may participate in a meeting by conference, telephone, or similar communications means provided all persons participating in the meeting are able to communicate with each other.

Section 12. Chair and Vice-Chair of the Board. The Board of Directors shall have a Chair and Vice-Chair serve as officers of the Board.

- A. Chair. The Chair of the Board will be selected by the President of UCF and must be a member of the Board. The Board Chair will:
 - 1. Preside at the meetings of the Board of Directors. The Board Chair or designee will prepare the agenda for all meetings of the Board of Directors.
 - 2. Sign all certificates, bonds, deeds, mortgages, leases, and contracts of the corporation except as otherwise approved by the Board of Directors.
 - 3. Perform all duties as the Board of Directors will designate and may delegate certain duties with the Board of Directors' approval.
 - 4. Perform other duties as are necessarily incident to the office of the Board Chair.
- B. Vice Chair. The Vice Chair will be elected by the Board of Directors to serve as its Vice Chair and must be a member of the Board. The Vice Chair will assume the Chair's duties in the Chair's absence or incapacity and perform such duties as are assigned by the Chair.
- C. Term of Board Officers. Officers of the Board will serve for three years or until their successor is duly selected or elected. Any such selected or elected Board officer may serve successive terms.
- D. Removal. The Board of Directors may remove any Board officer at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.
- E. Vacancies. In the event of absence, inability, or refusal to act of the Chair the President of

UCF will select another member of the Board to serve as Chair. In the event of absence, inability or refusal to act of the Vice Chair the Board will elect a new Vice Chair no later than its next regular meeting.

ARTICLE III. OFFICERS OF THE CORPORATION

Section 1. Officers. The officers of the corporation will be non-members of the Board and will be as follows:

- A. Chief Executive Officer (CEO) appointed by the University President and who will be a Vice President that is responsible for Administration and Finance of the University of Central Florida;
- B. Secretary, who will be appointed by the CEO
- C. Treasurer, who will be appointed by the CEO, in consultation with the Chair
- D. Other officers as may be appointed by the CEO

Section 2. Term of Corporate Officers. The term of office for Corporate Officers will commence when designated or appointed and continue for three years or until their successor is duly designated or appointed. Any such designated or appointed officer may serve successive terms.

Section 3. Duties of Officers. The duties and powers of the officers of the corporation will be as follows:

- A. CEO. The CEO will be the chief executive officer of the corporation, will have general and active management of the business and affairs of the corporation, subject to the directions of the Board of Directors, and, in the absence of a Chair or Vice Chair of the Board of Directors, will preside at all meetings of the Board of Directors.
- B. Secretary. The Secretary will be responsible for the following permanent records:
 - 1. Accurate minutes of the proceedings of all meetings of the Board and maintain a permanent record of the actions of the Board and committees.
 - 2. A copy of the Articles of Incorporation and bylaws of the corporation and all amendments.
 - 3. Make available the seal of the Corporation, if necessary, and affix it to official documents, records and papers as may be required.
 - 4. An accurate list of all members of this Corporation and their respective terms of service.
- C. Treasurer. The Treasurer will oversee the fiscal affairs of the corporation. The duties of the Treasurer include assuring that adequate provision is made for the care and custody of all

the assets of the corporation.

Section 4. Removal. The CEO may remove any corporate officer at any time whenever the best interests of the corporation would be served.

Section 5. Vacancies. In the event of absence, inability, or refusal to act of any of the appointed, or designated officers of the corporation, the CEO, except as otherwise provided for in these bylaws and subject to University Regulation 4.034, will appoint a successor or successors to perform the duties of their respective offices.

ARTICLE IV. COMMITTEES

The Board Chair may, at any time, appoint and charge the committees necessary and advisable to assist in the conduct of the corporation's affairs. Although committee members may include members who are not directors, committees will include a majority of directors and will be chaired by a director appointed by the Board Chair. Committee member appointments will be for defined terms, and committee members may be removed at any time, with or without cause, by the Board Chair. A majority of any committee of the corporation will constitute a quorum for the transaction of business.

ARTICLE V. DIRECT SUPPORT ORGANIZATIONS

Section 1. Governing Authority. The corporation operates as a Direct Support Organization (DSO) for the University of Central Florida as defined by Florida statute. DSOs are certified by the University of Central Florida Board of Trustees and follow Florida law, the policies and procedures established by the State University System of Florida, the University of Central Florida and the Board of Trustees.

Section 2. Fiscal Year. The fiscal year of the corporation will begin on July 1 and end on June 30 of the following year.

ARTICLE VI. NONDISCRIMINATION

The corporation is committed to non-discrimination with respect to race, color, religion, age, disability, sex, marital status, national origin, veteran status or any other basis protected by law.

ARTICLE VII. AMENDMENTS

These bylaws may be made, altered, or rescinded by a two-thirds (2/3) vote of members of the Board of Directors present at any regular or special meeting at which a quorum is present. All amendments must be submitted to the University of Central Florida Board of Trustees in accordance with University Regulation prior to becoming effective.

ARTICLE VIII. OPERATIONAL PROVISIONS

Section 1. Contracts. Contracts for the activities of this corporation will be signed in the name of the corporation by the Board Chair except as otherwise delegated.

Section 2. Financial Audits and Reports. The corporation will annually have a financial audit of its accounts and records conducted by an independent certified public accountant in accordance with the applicable rules adopted by the Auditor General and by the BOT, which will be forwarded to the BOT for review and oversight and to the Board of Governors and Auditor General.

Section 3. Compensation and Employment. The directors and officers of this corporation, except those otherwise employed by the corporation or UCF, will not receive any compensation from this corporation for their services as director or officer.

- A. Directors, officers, and employees of this corporation may be reimbursed from funds of the corporation for any travel expenses or other expenditures incurred by them in the proper performance of their duties, provided the reimbursements or expenditures comply with Florida Statutes Sections 1004.28 and 1012.976.
- B. Personnel employed by this corporation will not be considered employees of the State of Florida by virtue of employment by this corporation.
- C. The corporation will provide equal employment opportunities for all persons regardless of race, color, religion, sex, age, or national origin. Personal services provided to the organization must comply with Section 1012.976, Florida Statutes.

Section 4. Travel Expenses. The corporation will not use state funds for travel expenses.

Section 5. Indemnification. Pursuant to Sections 607.0850 and 617.0831, Florida Statutes, any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation, by reason of the fact that he or she is or was a Director or Officer of the corporation) shall be indemnified against expenses

(including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The corporation shall have the authority to purchase insurance for this purpose.

Authorization of Indemnification. Any indemnification hereunder shall be made by the corporation only upon a determination that indemnification of the Director or Officer is proper in a specific case because he or she has met the standard of conduct set forth in the previous paragraph of this Section 5. Such determination shall be made by the Board by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding or, if such quorum is not obtainable, by a majority vote of a committee duly designated by the Board (in which Directors who are parties may participate) consisting solely of two (2) or more Directors not at the time parties to the action, suit or proceeding or by a committee comprised of individuals who were not parties to such action, suit or proceeding where such committee is selected by a majority vote of the full Board (in which Directors who are parties may participate).

Section 6. Ethics and Financial Disclosure. It is the duty of each Director and Officer to fully comply with the Government-in-the-Sunshine Law set forth in Section 286, et seq., Florida Statutes, the Public Records Law set forth in Section 119, et seq., Florida Statutes, and to the extent it applies, the Code of Ethics for Public Officers and Employees set forth in Chapter 112, Part III, Florida Statutes.

Section 7. Insurance. The corporation will keep in force a blanket surety bond, or directors and officers liability insurance, or other general liability insurance, the adequacy of which will be determined by the Board, or a Committee designated by the Board, to assure that each officer and employee who is authorized to collect, hold, or disburse funds of the corporation will faithfully discharge their duties.

Section 8. Rules. These bylaws govern the transaction of business for this Board of Directors. To the extent that the bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

Section 9. Confidential and Exempt Public Records. Under Florida Statutes 1004.28(5)(b), other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the Board of Trustees, the Auditor General, and the Office of Program Policy Analysis and Government Accountability shall be confidential and exempt from s. 119.07(1).

**ARTICLE IX.
CONFLICT OF INTEREST**

All actual or potential conflicts of interest involving directors and officers of the corporation will be disclosed and addressed in accordance with the corporation's Conflict of Interest Policy.

I CERTIFY these Fifth Amended and Restated Bylaws were approved by the Board of Directors on April 25, 2022, UCF Governance Committee on May 25, 2022, and University of Central Florida Board of Trustees on May 26, 2022.

Secretary

Amendment History

Original: June 18, 2003

First Amended and Restated: August 6, 2005

Second Amended and Restated: August 21, 2014

Third Amended and Restated: February 2, 2018

Fourth Amended and Restated: September 19, 2019

Fifth Amended and Restated: July 1, 2022

**FOURTH AMENDED AND RESTATED BYLAWS OF
UCF FINANCE CORPORATION**

**ARTICLE I.
MEMBERS, PURPOSE, MISSION, AND OFFICE**

Section 1. Members. The UCF Finance Corporation (Corporation) will have no members and will be managed by the Board of Directors (Board).

Section 2. Purpose and Mission. The corporation is organized and not for profit pursuant to and shall possess all the powers enumerated in Florida Statutes and as more specifically set forth in the corporation's Second Amended and Restated Articles of Incorporation, as it may be amended from time to time.

Section 3. Office. The principal office of the corporation will be located at 4365 Andromeda Loop North, Millican Hall 384, Orlando, Orange County, Florida 32816.

**ARTICLE II.
BOARD OF DIRECTORS AND MEETINGS**

Section 1. Directors. The corporation's Board will consist of:

- A. The President of the University of Central Florida (UCF or University) or designee.
- B. At least one University of Central Florida Board of Trustees (BOT) representative appointed by the Chair of the BOT.
- C. Additional representatives appointed by the University President.

The BOT will approve all appointments to the Board other than the BOT Chair or designee and the University President or designee.

Section 2. Term of Office. Members of the Board will serve as directors of the corporation for three-year terms. Terms will begin on the date of appointment and end June 30 (or July 1 through June 30, whichever applies). If filling a vacancy, the term ends at previous member's term.

Section 3. Vacancies. Whenever any vacancy occurs in the Board by death, resignation, or otherwise, it will be filled without undue delay. Any person appointed or designated to fill a vacancy in the Board will hold office for the unexpired term of his or her predecessor in office.

Section 4. Removal. The UCF President may remove any director at any time upon written notice, with or without cause, except for directors appointed by the BOT Chair. The Board of Directors may remove any director at any time upon a two-thirds vote of the directors, whenever the best

interests of the corporation would be served.

Section 5. Resignation. A Director may resign at any time by submitting a written resignation to the Chair.

Section 6. Powers and Duties. So long as certified by the UCF BOT, the property, affairs, activities, and concerns of the corporation will be vested in the Board subject to the Articles of Incorporation, bylaws, applicable laws, guidelines, and policies, and regulations. All management functions will be exercised by the Board subject to its delegation. The powers and duties of the Board are as follows:

- A. To discharge faithfully all the duties imposed upon it by the Articles of Incorporation, bylaws, and law.
- B. To meet upon the call of the Board Chair, the Board Vice Chair, the Chief Executive Officer (CEO) of the corporation or any two directors.
- C. To select a bank or banks or other depositories for the deposit of the funds and securities of the corporation; and to cause the corporation to conduct its financial affairs in conformity with the policies and procedures adopted by the Board.
- D. To cause an audit of the books and records of this corporation to be made at least once each fiscal year together with a management letter, including the response from management, if required, conducted by a firm of independent Certified Public Accountants selected in accordance with University Policy 2-208, whose engagement letter will provide that it render an opinion on the financial statements in accordance with generally accepted accounting principles and to have the results of the audit reported to and accepted by the Board.
- E. To hold and to invest and reinvest any monies it receives and to hold any property, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income, less operating expenses of the corporation, will be used to further the specific purposes of the corporation.
- F. To authorize the CEO, other Officers, and the corporation's senior management to take action(s) as directed by the Board.
- G. To borrow money by issuing long or short-term notes, bonds, or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board, subject to Florida law, the policies of the University of Central Florida, its BOT and the Florida Board of Governors.
- H. To annually approve the corporation's operating budget as well as any material changes to the budget, and then submit the budget to the UCF BOT for approval.

- I. To annually submit to the UCF BOT and the Board of Governors its federal Internal Revenue Service Return of Organization Exempt from Income Tax filing (Form 990).

Section 7. Meetings of the Board. The Board Chair will preside at meetings of the Board. In the absence of the Board Chair, the Vice Chair will preside.

- A. Regular meetings of the Board will be held as determined by the Board. Written notice of the time and place of the annual meeting and regular meetings will be provided to each director, by personal delivery, first class mail, electronic mail, or board portal notice, at least three (3) business days before the meeting.
- B. Special meetings of the Board may be called by the Board Chair, Vice Chair, CEO, or upon the written request of two (2) members of the Board. At least three (3) business days prior written notice of any special meeting will be provided to all members of the Board by personal delivery, first class mail, electronic mail or board portal notice.
- C. Proxies, general or special, will not be accepted for any purpose in the meetings of the Board.
- D. The annual meeting of the Board will be held before the end of the Corporation's fiscal year, or as soon after that date as possible. The time and location of the annual meeting will be designated by the Chair of the Board.
- E. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law. Opportunity for public comment may be permitted.

Section 9. Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board or any Committee regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting in advance, specifying the agenda item about which they wish to speak. Public comment will be limited to three minutes per person.

Section 10. Quorum and Voting. A majority of the Board will constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present will be the act of the Board unless a greater number is required by these bylaws or by law.

Section 11. Participation by Electronic Means. Members of the Board may participate in a meeting by conference, telephone, or similar communications means provided all persons

participating in the meeting are able to communicate with each other.

Section 12. Chair and Vice-Chair of the Board. The Board shall have a Chair and Vice-Chair who serve as officers of the Board.

- A. **Chair.** The Chair of the Board will be selected by the President of UCF and must be a member of the Board. The Board Chair will:
 - 1. Preside at the meetings of the Board. The Board Chair or designee will prepare the agenda for all meetings of the Board.
 - 2. Sign all certificates, bonds, deeds, mortgages, leases, and contracts of the corporation except as otherwise approved by the Board.
 - 3. Perform all duties as the Board will designate and may delegate certain duties with the Board's approval.
 - 4. Perform other duties as are necessarily incident to the office of the Board Chair.
- B. **Vice Chair.** The Vice Chair will be elected by the Board of Directors to serve as its Vice Chair and must be a member of the Board. The Vice Chair will assume the Chair's duties in the Chair's absence or incapacity and perform such duties as are assigned by the Chair.
- C. **Term of Board Officers.** Officers of the Board will serve for three years or until their successor is duly selected or elected. Any such selected or elected Board officer may serve successive terms.
- D. **Removal.** The Board may remove any Board officer at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.
- E. **Vacancies.** In the event of absence, inability, or refusal to act of the Chair the President of UCF will select another member of the Board to serve as Chair. In the event of absence, inability, or refusal to act of the Vice Chair the Board will elect a new Vice Chair no later than its next regular meeting.

ARTICLE III. OFFICERS OF THE CORPORATION

Section 1. Officers. The officers of the corporation will be non-members of the Board and will be as follows:

- A. Chief Executive Officer (CEO) who will be appointed by the University President.
- B. Secretary, who will be appointed by the CEO.
- C. Treasurer, who will be appointed by the CEO, in consultation with the Chair Financial Officer of the University.

- D. Other officers as may be appointed by the CEO.

Section 2. Term of Corporate Officers. The term of office for Corporate Officers designated pursuant to section 1, if any, will commence when appointed at the annual meeting of the Board for three years or until their successor is duly designated. Any such designated officer may serve successive terms.

Section 3. Duties of the Officers. The duties and powers of the officers of the corporation will be as follows:

- A. CEO. The CEO will be the chief executive officer of the corporation, will have general and active management of the business and affairs of the corporation, subject to the directions of the Board, and, in the absence of a Chair or Vice Chair of the Board, will preside at all meetings of the Board
- B. Secretary. The duties of the Secretary will be responsible for the following permanent records:
1. Accurate minutes of the proceedings of all meetings of the Board and maintain a permanent record of the actions of the Board and committees.
 2. A copy of the Articles of Incorporation and bylaws of the corporation and all amendments.
 3. Make available the seal of the Corporation, if necessary, and affix it to official documents, records and papers as may be required.
 4. An accurate list of all members of this Corporation and their respective terms of service.
- C. Treasurer. The Treasurer will oversee the fiscal affairs of the corporation. The duties of the Treasurer include assuring that adequate provision is made for the care and custody of all the assets of the corporation.
- D. Secretary and Treasurer. The offices of Secretary and Treasurer may be held by a single person.

Section 4. Removal. The CEO may remove any corporate officer at any time whenever the best interests of the corporation would be served.

Section 5. Vacancies. In the event of absence, inability, or refusal to act of any of the appointed, or designated officers of the corporation, the CEO, except as otherwise provided for in these bylaws and subject to University Regulation 4.034, will appoint a successor or successors to perform the duties of their respective offices subject to UCF policies, regulations and applicable law.

ARTICLE IV. COMMITTEES

The Board Chair may, at any time, appoint and charge the committees necessary and advisable to assist in the conduct of the corporation's affairs. Although committee members may include members who are not directors, committees will include a majority of directors and will be chaired by a director appointed by the Board Chair. Committee member appointments will be for defined terms, and committee members may be removed at any time, with or without cause, by the Board Chair. A majority of any committee of the corporation will constitute a quorum for the transaction of business.

ARTICLE V. DIRECT SUPPORT ORGANIZATIONS

Section 1. Governing Authority. The corporation operates as a Direct Support Organization (DSO) for the University of Central Florida as defined by Florida statute. DSOs are certified by the University of Central Florida Board of Trustees and follow Florida law, the policies and procedures established by the State University System of Florida, the University of Central Florida and the Board of Trustees.

Section 2. Fiscal Year. The fiscal year of the corporation will begin on July 1 and end on June 30 of the following year.

ARTICLE VI. NONDISCRIMINATION

The corporation is committed to non-discrimination with respect to race, color, religion, age, disability, sex, marital status, national origin, veteran status, or any other basis protected by law.

ARTICLE VII. AMENDMENTS

These bylaws may be made, altered, or rescinded by a two-thirds (2/3) vote of members of the Board of Directors present at any regular or special meeting at which a quorum is present. All amendments must be submitted to the University of Central Florida Board of Trustees in accordance with University Regulation for approval prior to becoming effective.

ARTICLE VIII. OPERATIONAL PROVISIONS

Section 1. Contracts. Contracts for the activities of this corporation will be signed in the name of

the corporation by the Board Chair except as otherwise delegated.

Section 2. Financial Audits and Reports. The corporation will annually have a financial audit of its accounts and records conducted by an independent certified public accountant in accordance with the applicable rules adopted by the Auditor General and by the BOT, which will be forwarded to the BOT for review and oversight and to the Board of Governors and Auditor General.

Section 3. Compensation and Employment. The directors and officers of this corporation, except those otherwise employed by the corporation or UCF, will not receive any compensation from this corporation for their services as director or officer.

- A. Directors, officers, and employees of this corporation may be reimbursed from funds of the corporation for any travel expenses or other expenditures incurred by them in the proper performance of their duties, provided the reimbursements or expenditures comply with Florida Statutes Sections 1004.28 and 1012.976.
- B. Personnel employed by this corporation will not be considered employees of the State of Florida by virtue of employment by this corporation.
- C. The corporation will provide equal employment opportunities for all persons regardless of race, color, religion, sex, age, or national origin. Personal services provided to the organization must comply with Section 1012.976, Florida Statutes.

Section 4. Travel Expenses. The corporation will not use state funds for travel expenses.

Section 5. Indemnification. Pursuant to Sections 607.0850 and 617.0831, Florida Statutes, any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation, by reason of the fact that he or she is or was a Director or Officer of the corporation) shall be indemnified against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The corporation shall have the authority to purchase insurance for this purpose.

Authorization of Indemnification. Any indemnification hereunder shall be made by the corporation only upon a determination that indemnification of the Director or Officer is proper in a specific case because he or she has met the standard of conduct set forth in the previous paragraph of this Section 5. Such determination shall be made by the Board by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding or, if such quorum is not obtainable, by a majority vote of a committee duly designated by the Board (in which Directors who are parties may participate) consisting solely of two (2) or more Directors not at the time parties to the action, suit or proceeding or by a committee comprised of

individuals who were not parties to such action, suit or proceeding where such committee is selected by a majority vote of the full Board (in which Directors who are parties may participate).

Section 6. Ethics and Financial Disclosure. It is the duty of each Director and Officer to fully comply with the Government-in-the-Sunshine Law set forth in Section 286, et seq., Florida Statutes, the Public Records Law set forth in Section 119, et seq., Florida Statutes, and to the extent it applies, the Code of Ethics for Public Officers and Employees set forth in Chapter 112, Part III, Florida Statutes.

Section 7. Insurance. The corporation will keep in force a blanket surety bond, or directors and officers liability insurance, or other general liability insurance, the adequacy of which will be determined by the Board, or a Committee designated by the Board, to assure that each officer and employee who is authorized to collect, hold, or disburse funds of the corporation will faithfully discharge their duties.

Section 8. Rules. These bylaws govern the transaction of business for this Board of Directors. To the extent that the bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

Section 9. Confidential and Exempt Public Records. Under Florida Statutes 1004.28(5)(b), other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the BOT, the Auditor General, and the Office of Program Policy Analysis and Government Accountability shall be confidential and exempt from s. 119.07(1).

ARTICLE IX. CONFLICT OF INTEREST

All actual or potential conflicts of interest involving directors and officers of the corporation will be disclosed and addressed in accordance with the corporation's Conflict of Interest Policy.

I CERTIFY these Fourth Amended and Restated Bylaws were approved by majority vote of the Board of Directors on April 21, 2022, UCF Governance Committee, on May 25, 2022, and Board of Trustees on May 26, 2022.

Secretary

Amendment History

Original: 02.07.2006

Amended: 06.03.2016

Second Amendment: 01.13.2018

Third Amendment: 10.01.2019

Fourth Amendment: 07.01.2022

**UCF STADIUM CORPORATION
FOURTH AMENDED & RESTATED BYLAWS**

**ARTICLE I.
MEMBERS, PURPOSE, MISSION AND OFFICE**

Section 1. Members. The corporation will have no members and will be managed by the Board of Directors.

Section 2. Purpose and Mission. The corporation is organized and operated exclusively to receive, hold, invest, and administer property, including both real property and intellectual property, and to make expenditures to or for the benefit of the University of Central Florida and shall be subject to the oversight and control of the University of Central Florida Board of Trustees. The corporation is a Florida not for profit corporation and a university direct-support organization within the definition of Section 1004.28, Florida Statutes.

The corporation may hold any property, or any undivided interest therein, without limitation as to amount or value; may dispose of any such property and invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the corporation's board of directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Articles of Incorporation, the bylaws of the corporation or any applicable laws or rules.

Section 3. Office. The principal Office of the corporation will be located at 4365 Andromeda Loop North, Suite 384, Orlando, Orange County, Florida 32816.

**ARTICLE II.
BOARD OF DIRECTORS**

Section 1. Directors. The corporation's Board of Directors shall consist of not less than three and not more than five voting members and will consist of:

- A. The President of the University of Central Florida, or designee,
- B. At least one University of Central Florida Board of Trustees (BOT) representative appointed by the Chair of the BOT,
- C. Additional representatives appointed by the University President.

The BOT will approve all appointments to the Board of Directors other than the BOT Chair or designee and the University President or designee.

Section 2. Term of Office. Members of the Board will serve as directors of the corporation for three-year terms. Terms will begin on the date of appointment and end June 30 (or July 1 through June 30, whichever applies). If filling a vacancy, the term ends at previous member's term.

Section 3. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it will be filled without undue delay. Any person appointed or designated to fill a vacancy in the Board of Directors will hold office for the unexpired term of his or her predecessor in office.

Section 4. Removal. The University President may remove any director at any time upon written notice, with or without cause, except for directors appointed by the BOT Chair. The Board of Directors may remove any director at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.

Section 5. Resignation. A Director may resign at any time by submitting a written resignation to the Chair.

Section 6. Powers and Duties. So long as certified by the Board of Trustees the property, affairs, activities, and concerns of the corporation are vested in the Board of Directors subject to the Articles of Incorporation, bylaws, applicable laws, guidelines and policies and regulations. All management functions will be exercised by the Board of Directors subject to its delegation. The powers and duties of the Board of Directors are as follows:

- A. To discharge faithfully all the duties imposed upon it by the Articles of Incorporation and bylaws.
- B. To meet upon the call of the Board Chair, the Board Vice Chair, the CEO of the corporation or any two directors.
- C. To select a bank or banks or other depositories for the deposit of the funds and securities of the corporation; and to cause the corporation to conduct its financial affairs in conformity with the policies and procedures adopted by the Board of Directors.
- D. To cause an audit of the books and records of this corporation to be made at least once each fiscal year together with a management letter, including the response from management, if required, conducted by a firm of independent Certified Public Accountants selected in accordance with University Policy 2-208, whose engagement letter will provide that it render an opinion on the financial statements in accordance with generally accepted accounting principles and to have the results of the audit reported to and accepted by the Board of Directors.
- E. To hold and to invest and reinvest any monies it receives and to hold any property, to sell

or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income, less operating expenses of the corporation, will be used to further the specific purposes of the corporation.

- F. To authorize the CEO, other Officers, and the corporation's senior management to take action(s) as directed by the Board.
- G. To borrow money by issuing long or short-term notes, bonds, or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board, subject to Florida law, the policies of the University of Central Florida, its Board of Trustees and the Florida Board of Governors.
- H. To annually approve the corporation's operating budget as well as any material changes to the budget, and then submit the budget to the University of Central Florida Board of Trustees for approval.
- I. To annually submit to the University of Central Florida Board of Trustees and the Board of Governors its federal Internal Revenue Service Return of Organization Exempt from Income Tax filing (Form 990).

Section 7. Meetings of the Board. The Board Chair will preside at meetings of the Board of Directors. In the absence of the Board Chair, the Vice Chair will preside.

- A. Regular meetings of the Board of Directors will be held as determined by the Board of Directors. Written notice of the time and place of the annual meeting and regular meetings will be provided to each director, by personal delivery, first class mail, electronic mail or board portal notice, at least three (3) business days before the meeting.
- B. Special meetings of the Board of Directors may be called by the Board Chair, Vice Chair, CEO, or upon the written request of two (2) members of the Board of Directors. At least three (3) business days prior written notice of any special meeting will be provided to all members of the Board of Directors by personal delivery, first class mail, electronic mail or board portal notice.
- C. Proxies, general or special, will not be accepted for any purpose in the meetings of the Board of Directors.
- D. The annual meeting of the Board will be held before the end of the Corporation's fiscal year, or as soon after that date as possible. The time and location of the annual meeting will be designated by the Chair of the Board.
- E. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a

meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 8. Public Notice. Public notice of any meeting of the Board or any Committee will be made as required by Florida law. Opportunity for public comment may be permitted.

Section 9. Public Comment. To the extent required by law or permitted by the Chair, individuals who desire to appear before the Board or any Committee regarding an item being considered must submit their requests in writing to the address or email address noted in the posted notice for the meeting in advance, specifying the agenda item about which they wish to speak. Public comment will be limited to three minutes per person.

Section 10. Quorum and Voting. A majority of the Board of Directors will constitute a quorum for the transaction of business. The act of a majority of the directors present at a meeting at which a quorum is present will be the act of the Board of Directors unless a greater number is required by these bylaws or by law.

Section 11. Participation by Electronic Means. Members of the Board of Directors may participate in a meeting by conference, telephone, or similar communications means provided all persons participating in the meeting are able to communicate with each other.

Section 12. Chair and Vice-Chair of the Board. The Board of Directors shall have a Chair and Vice-Chair serve as officers of the Board.

- A. **Chair.** The Chair of the Board will be selected by the President of UCF and must be a member of the Board. The Board Chair will:
 - 1. Preside at the meetings of the Board of Directors. The Board Chair or designee will prepare the agenda for all meetings of the Board of Directors.
 - 2. Sign all certificates, bonds, deeds, mortgages, leases, and contracts of the corporation except as otherwise approved by the Board of Directors.
 - 3. Perform all duties as the Board of Directors will designate and may delegate certain duties with the Board of Directors' approval.
 - 4. Perform other duties as are necessarily incident to the office of the Board Chair.
- B. **Vice Chair.** The Vice Chair will be elected by the Board of Directors to serve as its Vice Chair and must be a member of the Board. The Vice Chair will assume the Chair's duties in the Chair's absence or incapacity and perform such duties as are assigned by the Chair.
- C. **Term of Board Officers.** Officers of the Board will serve for three years or until their successor is duly selected or elected. Any such selected or elected Board officer may serve successive terms.
- D. **Removal.** The Board of Directors may remove any Board officer at any time upon a two-thirds vote of the directors, whenever the best interests of the corporation would be served.

- E. Vacancies. In the event of absence, inability, or refusal to act of the Chair the President of UCF will select another member of the Board to serve as Chair. In the event of absence, inability or refusal to act of the Vice Chair the Board will elect a new Vice Chair no later than its next regular meeting.

ARTICLE III. OFFICERS OF THE CORPORATION

Section 1. Officers. The officers of the corporation will be non-members of the Board and will be as follows:

- A. Chief Executive Officer (CEO) appointed by the University President and who will be a Vice President that is responsible for Administration and Finance of the University of Central Florida
- B. Secretary, who will be appointed by the CEO
- C. Treasurer, who will be appointed by the CEO in consultation with the Chair
- D. Other officers as may be appointed by the CEO

Section 2. Term of Corporate Officers. The term of office for Corporate Officers will commence when designated or appointed and continue for three years or until their successor is duly designated or appointed. Any such designated or appointed officer may serve successive terms.

Section 3. Duties of Officers. The duties and powers of the officers of the corporation will be as follows:

- A. CEO. The CEO will be the chief executive officer of the corporation, will have general and active management of the business and affairs of the corporation, subject to the directions of the Board of Directors, and, in the absence of a Chair or Vice Chair of the Board of Directors, will preside at all meetings of the Board of Directors.
- B. Secretary. The Secretary will be responsible for the following permanent records:
 - 1. Accurate minutes of the proceedings of all meetings of the Board of Directors and maintain a record of the actions of the Board of Directors and committees.
 - 2. A copy of the Articles of Incorporation and bylaws of the corporation and all amendments.
 - 3. Make available the seal of the Corporation, if necessary, and affix it to official documents, records and papers as may be required.
 - 4. An accurate list of all members of this Corporation and their respective terms of service.

- C. **Treasurer.** The Treasurer will oversee the fiscal affairs of the corporation. The duties of the Treasurer include assuring that adequate provision is made for the care and custody of all the assets of the corporation.

Section 4. Removal. The CEO may remove any corporate officer at any time whenever the best interests of the corporation would be served.

Section 5. Vacancies. In the event of absence, inability, or refusal to act of any of the appointed, or designated officers of the corporation, the CEO, except as otherwise provided for in these bylaws and subject to University Regulation 4.034, will appoint a successor or successors to perform the duties of their respective offices.

ARTICLE IV. COMMITTEES

The Board Chair may, at any time, appoint and charge the committees necessary and advisable to assist in the conduct of the corporation's affairs. Although committee members may include members who are not directors, committees will include a majority of directors and will be chaired by a director appointed by the Board Chair. Committee member appointments will be for defined terms, and committee members may be removed at any time, with or without cause, by the Board Chair. A majority of any committee of the corporation will constitute a quorum for the transaction of business.

ARTICLE V. DIRECT SUPPORT ORGANIZATIONS

Section 1. Governing Authority. The corporation operates as a Direct Support Organization (DSO) for the University of Central Florida as defined by Florida statute. DSOs are certified by the University of Central Florida Board of Trustees and follow Florida law, the policies and procedures established by the State University System of Florida, the University of Central Florida and the Board of Trustees.

Section 2. Fiscal Year. The fiscal year of the corporation will begin on July 1 and end on June 30 of the following year.

ARTICLE VI. NONDISCRIMINATION

The corporation is committed to non-discrimination with respect to race, color, religion, age, disability, sex, marital status, national origin, veteran status or any other basis protected by law.

ARTICLE VII. AMENDMENTS

These bylaws may be made, altered, or rescinded by a two-thirds (2/3) vote of members of the Board of Directors present at any regular or special meeting at which a quorum is present. All amendments must be submitted to the University of Central Florida Board of Trustees in accordance with University Regulation prior to becoming effective.

ARTICLE VIII. OPERATIONAL PROVISIONS

Section 1. Contracts. Contracts for the activities of this corporation will be signed in the name of the corporation by the Board Chair except as otherwise delegated.

Section 2. Financial Audits and Reports. The corporation will annually have a financial audit of its accounts and records conducted by an independent certified public accountant in accordance with the applicable rules adopted by the Auditor General and by the BOT, which will be forwarded to the BOT for review and oversight and to the Board of Governors and Auditor General.

Section 3. Compensation and Employment. The directors and officers of this corporation, except those otherwise employed by the corporation or UCF, will not receive any compensation from this corporation for their services as director or officer.

- A. Directors, officers, and employees of this corporation may be reimbursed from funds of the corporation for any travel expenses or other expenditures incurred by them in the proper performance of their duties, provided the reimbursements or expenditures comply with Florida Statutes Sections 1004.28 and 1012.976.
- B. Personnel employed by this corporation will not be considered employees of the State of Florida by virtue of employment by this corporation.
- C. The corporation will provide equal employment opportunities for all persons regardless of race, color, religion, sex, age, or national origin. Personal services provided to the organization must comply with Section 1012.976, Florida Statutes.

Section 4. Travel Expenses. The corporation will not use state funds for travel expenses.

Section 5. Indemnification. Pursuant to Sections 607.0850 and 617.0831, Florida Statutes, any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative (other than an action by, or in the right of, the corporation, by reason of the fact that he or she is or was a Director or Officer of the corporation) shall be indemnified against expenses

(including attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof, but only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The corporation shall have the authority to purchase insurance for this purpose.

Authorization of Indemnification. Any indemnification hereunder shall be made by the corporation only upon a determination that indemnification of the Director or Officer is proper in a specific case because he or she has met the standard of conduct set forth in the previous paragraph of this Section 5. Such determination shall be made by the Board by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding or, if such quorum is not obtainable, by a majority vote of a committee duly designated by the Board (in which Directors who are parties may participate) consisting solely of two (2) or more Directors not at the time parties to the action, suit or proceeding or by a committee comprised of individuals who were not parties to such action, suit or proceeding where such committee is selected by a majority vote of the full Board (in which Directors who are parties may participate).

Section 6. Ethics and Financial Disclosure. It is the duty of each Director and Officer to fully comply with the Government-in-the-Sunshine Law set forth in Section 286, et seq., Florida Statutes, the Public Records Law set forth in Section 119, et seq., Florida Statutes, and to the extent it applies, the Code of Ethics for Public Officers and Employees set forth in Chapter 112, Part III, Florida Statutes.

Section 7. Insurance. The corporation will keep in force a blanket surety bond, or directors and officers liability insurance, or other general liability insurance, the adequacy of which will be determined by the Board, or a Committee designated by the Board, to assure that each officer and employee who is authorized to collect, hold, or disburse funds of the corporation will faithfully discharge their duties.

Section 8. Rules. These bylaws govern the transaction of business for this Board of Directors. To the extent that the bylaws do not cover specific procedures, the most recent version of *Robert's Rules of Order* will be applied.

Section 9. Confidential and Exempt Public Records. Under Florida Statutes 1004.28(5)(b), other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the Board of Trustees, the Auditor General, and the Office of Program Policy Analysis and Government Accountability shall be confidential and exempt from s. 119.07(1).

**ARTICLE IX.
CONFLICT OF INTEREST**

All actual or potential conflicts of interest involving directors and officers of the corporation will be disclosed and addressed in accordance with the corporation's Conflict of Interest Policy.

I CERTIFY these Fourth Amended and Restated Bylaws were approved by the Board of Directors on April 25, 2022, the BOT Governance Committee on May 25, 2022, and by the University of Central Florida Board of Trustees on May 26, 2022.

Secretary

Amendment History:

Original: 02.07.2006

Amended: 06.03.2016

Second Amendment: 01.13.2018

Third Amendment: 10.01.2019

Fourth Amendment: July 1, 2022

BOARD OF TRUSTEES Governance Committee | May 25, 2022

GOVC-2: Appointment of Board Members to UCF Athletics Association, UCF Convocation Corporation, UCF Foundation, and UCF Limbitless Solutions, Inc., Boards of Directors

☐ Information ☐ Discussion ☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

Florida Statutes section 1004.28(3) requires the Board of Trustees to approve all appointments to direct support organizations, except for the designees of the Board Chair and the President of the University of Central Florida (President).

The UCF Direct Support Organizations listed below are presenting new board member appointments and reappointments for terms of service pursuant to their bylaws. Additionally, the Board Office, supported by the Direct Support Organization (DSO) Board Office, led a comprehensive review of all DSO Board members and their respective terms. Through this review it was determined that two terms had lapsed, and two new appointments were outstanding in receiving Board of Trustees approval. To ensure oversight of term cycles for Presidential Appointments to all DSO Boards, the Board Office will hold the responsibility of facilitating Presidential appointments, including the documentation and verification of BOT approval back to the DSO.

UCF Athletics Association (3-year Term) | Attachment A

Phyllis Klock (*Reappointment; July 1, 2022-June 30, 2025*)
Bill Self (*Reappointment; July 1, 2022-June 30, 2025*)

UCF Convocation Corporation (3-Year Term) | Attachment B

Manoj Chopra (*Reappointment; July 1, 2022-June 30, 2025*)

UCF Foundation Board (4-Year Term) | Attachment C

Tandreia Bellamy (*New Appointment; July 1, 2022-June 30, 2026*)
Clint Bullock (*Reappointment; July 1, 2022-June 30, 2026*)
Brian Butler (*Reappointment; July 1, 2022-June 30, 2026*)
Cathy Engelman (*Reappointment; July 1, 2022-June 30, 2026*)
Heather Pigman (*New Appointment; July 1, 2022-June 30, 2026*)
Chris Tomasso (*Reappointment; July 1, 2022-June 30, 2026*)
Roger Zlotoff (*New Appointment; July 1, 2022-June 30, 2026*)

UCF Limbitless Solutions, Inc. (2-Year Term) | Attachment D

Albert Francis III (*New Appointment; January 2, 2021-June 30, 2023*)
Sheila Amin Gutiérrez de Piñeres (*New Appointment; January 2, 2021-June 30, 2023*)

Attachments A-D include supporting documentation for each Board appointment.

**Background Information:**

UCF DSOs are 501(c)(3) non-profit corporations and are certified as a direct support organization of the University of Central Florida. DSOs are organized and operated exclusively to receive, hold, invest, and administer property and to make expenditures in a manner consistent with the goals of the University and the best interest of the State.

Recommended Action:

Approval of the board member appointments to the UCF Athletics Association, Inc., UCF Convocation Corporation, UCF Foundation and UCF Limbitless Solutions, Inc. DSO Boards for the terms specified above and in Attachments A-D.

Alternatives to Decision:

Decline approval of the appointments or provide alternative recommendations.

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Florida Statute 1004.28(3)

University Regulation UCF-4.034(3)(c)

Contract Reviewed/Approved by Attorney Liaison ☐ N/A ☒

Chair of the Board/Committee has approved adding this item to the agenda ☒

Submitted by:

Karen Monteleone, Assistant Vice President for Board Relations

Supporting Documentation:

Attachment A: UCF Athletics Association Board Appointments

Attachment B: UCF Convocation Corporation Board Appointment

Attachment C: UCF Foundation Board Appointments

Attachment D: UCF Limbitless Solutions, Inc. Board Appointments

Facilitators/Presenters:

Mike Kilbride, Executive Chief of Staff

Karen Monteleone

UCF Athletics Association, Inc.



Phyllis A. Klock

**President and Chief Operating Officer of
CompBenefits Corporation (Retired)**

UCF Athletics Board of Directors

Reappointment; 3-year Term

7/1/2022 – 6/30/2025

Other DSO Affiliations:

UCF Academic Health Board of Directors

*Director Emeritus (non-voting), UCF Foundation Board
Academic*

Phyllis A. Klock is a retired President and Chief Operating Officer of CompBenefits Corporation. A dental and vision benefits company serving five million members in the US South and Midwest, CompBenefits grew to over \$350 million in revenues by the time of its sale to Humana in 2006. A Charter Member of the Board of Trustees of the University of Central Florida, Phyllis served the university in this capacity from 2001 to 2012 and was named as a Trustee Emerita in 2012. In 2014 she was honored as Doctor of Commercial Sciences. Phyllis continues to be very involved with UCF as the Past Chair of the UCF Foundation Board and current Chair of its Governance Committee, Board Member and Member of the Executive Committee of the UCF Athletics Association, Past President of the Town & Gown Council, and Past Chair of the Central Florida Wesley Foundation. She also serves as Board Member – Bridgewater State University Foundation, Board Member and Secretary of the Laity Council of Asbury United Methodist Church, Board Member for Agua Viva Serves, member of the Board of Higher Education and Campus Ministry of the Florida Conference of the United Methodist Church, member of the Board of Directors of the Florida United Methodist Foundation, volunteer at Hungerford Elementary School in Eatonville, and Reading Pals volunteer at Three Points Elementary School.

UCF Athletics Association, Inc.



William Self, PhD

Professor of Medicine and Associate Director of Undergraduate Affairs, Burnett School of Biomedical Sciences

UCF Athletics Board of Directors

Reappointment; 3-year Term

7/1/2022 – 6/30/2025

Other DSO Affiliations: N/A

Dr. Bill Self currently serves as the Chair of the Advisory Council of Faculty Senates. Dr. Self is a Professor of Medicine in the Burnett School of Biomedical Sciences where he also serves as the Associate Director of Undergraduate Affairs. The Burnett School is an interdisciplinary School that offers graduate and undergraduate programs across the areas of Molecular Microbiology, Neuroscience, Molecular and Cellular Biology, Biotechnology and Cancer research. Burnett School is part of the UCF College of Medicine, itself established just over 10 years ago, and the School serves as the major research active unit in the College.

Bill received his Bachelor of Science in Microbiology (Magna Cum Laude) from the University of Florida in 1993, followed by his Ph.D. in 1998 in which he studied the role of molybdenum in the transcriptional regulation of genes involved in energy metabolism in *Escherichia coli* under the guidance of Dr. K. T. Shanmugam. After finishing his Ph.D., he was awarded a post-doctoral fellowship at the National Heart, Lung and Blood Institute under the guidance of Dr. Thressa C. Stadtman (NAS member) in Bethesda, Maryland. At the NIH he studied anaerobic microbiology and biochemistry under Dr. Stadtman in the Laboratory of Biochemistry to help build a solid foundation for future independent research in the areas of both bacterial genetics and biochemistry.

Since arriving at UCF in 2003 he has continued studies of genetics and biochemistry of metalloenzymes from clostridia, especially *Clostridioides difficile*, but also expanded his research to include research in catalytic nanomaterials (cerium oxide nanoparticles) in collaboration with a leading material scientist, Dr. Sudipta Seal, at UCF. Dr. Self has 74 publications including primary research articles, reviews and book chapters and his work has been highly cited in recent years (H-index of 43 with over 9500 citations). He has given 14 invited talks at national/international conferences and Universities in the past 8 years, served as a panel chair twice at international conferences and served on twelve NIH study sections and six NSF study sections since 2009. He has authored/co-authored over 120 conference presentations alongside students he has mentored and been awarded eight patents (with two more still pending) since 2009. Three of these patents were licensed in 2018.

Besides his extensive research and service to the profession, Dr. Self has also been heavily involved in service to UCF, including serving for seven years on Senate Joint Committees and Councils and eight years as a Faculty Senator for the College of Medicine. Dr. Self served as Chair of the Undergraduate council for two years, a council that oversees all undergraduate curriculum and policies at UCF. He also served as a Provost Faculty Fellow under Dale Whittaker when he was Provost in 2015-2016. He served for three years as the Chair of the Faculty Senate at UCF, and likewise for three years as a member of the UCF Board of Trustees. These three years (2017-2020) were arguably the most challenging times that UCF has seen in its short history as an institution, and this experience was both challenging and rewarding.

He and his wife of 26 years, Marianne, also spend quite a bit of time with their four sons. Matthew and Ryan are current undergraduate students at the University of Florida, Michael is an undergraduate student at Florida State University, and Zach (UF alum) begins medical school at UCF this Fall.

UCF Convocation Corporation



Manoj Chopra, PhD

Professor of Engineering and Associate Dean of Academic Affairs, College of Engineering and Computer Science

UCF Convocation Corporation Board of Directors

Reappointment; 3-year Term

7/1/2022 – 6/30/2025

Other DSO Affiliations:

- Limbitless Solutions, Inc. Board of Directors

Dr. Manoj Chopra is a Professor of Civil Engineering and serves as the Associate Dean of Academic Affairs in the College of Engineering and Computer Science. He currently leads all academic operations of the college and on the dean's cabinet. His office handles all student advising, faculty teaching, scholarships, degree conferment, space, and facilities for the college. Chopra is also a program evaluator for ABET, the Accreditation Board for Engineering and Technology and led the recent successful ABET review of all 12 programs in the college. Chopra has held numerous leadership positions in the college and for the university since joining UCF in 1993. Chopra served as the Chair of the UCF Faculty Senate and member of the UCF Board of Trustees from 2005 to 2009. Subsequently, he was elected by his peers to serve as the faculty representative on the Florida Board of Governors responsible for all 12 state universities. He has served on the UCF Athletics Association Board of Directors and is currently a member of the UCF Convocation Corporation Board of Directors. He was a member of the UCF Presidential Search Committee in 2017 and co-chaired the search for the Vice President of Facilities and Business Operations. He has also been appointed as the Associate Chair for the Civil Engineering Department and as director of the UCF Stormwater Management Academy. He served as the university's Lead for Research Space for the UCF Office of Research, working on solutions and strategies for the optimal use of limited research space on all UCF campuses. In 2014, he was selected as one of two UCF Provost Faculty Fellows to conceptualize and implement the UCF Faculty Cluster Initiative, a university-wide research effort to leverage UCF's existing strengths with interdisciplinary teams. President John Hitt appointed him as the NCAA Faculty Athletics Representative for UCF in 2012.

His research areas include the study of sinkholes, behavior of soils, soil erosion and sediment control, and sustainable pavements. He has conducted more than \$6 million of sponsored research and has 75+ publications with his students. He shared the 2001 Excellence in Environmental Engineering award by NASA for his patented work in innovative groundwater cleanup techniques. His professional assessment and research on sinkholes have received extensive media coverage in Central Florida and nationally. He has also received four Teaching Incentive Program (TIP) awards, the UCF Excellence in Undergraduate Teaching, and the UCF Excellence in Faculty Advising.



Advancement



Tandreia Q. Bellamy '98

TB Supply Chain Consulting LLC - Founder

First Term Elected Director

New Appointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Tandreia Q. Bellamy is a retired vice president of SCS (Supply Chain Solutions) Engineering at UPS in Alpharetta, Georgia. In this position, she directed all industrial engineering activities related to service improvement and cost reduction for the business unit's key product offerings: distribution, service parts logistics, mail innovations, and air/ocean freight forwarding.

In her nearly 35 years with UPS, she has held numerous management roles with the company. Prior to her supply chain roles at UPS, she was the west region vice president of Engineering, overseeing operations in 25 U.S. western states. She began her UPS career in 1986 as a part-time package handler while completing her undergraduate degree, and afterwards held various engineering and operations positions in Orlando and Atlanta.

Bellamy began a supply chain consulting business in October 2021.

In 2006, Ms. Bellamy was named Business Advisor of the Year by INROADS of Minneapolis-St. Paul, and in 2009 she was recognized as a Technology All-Star at the Women of Color STEM conference.

Ms. Bellamy was interviewed on Supply Chain Now Radio (for the second time) in 2019 and she was asked about her education at UCF. She told the interviewers that she chose to attend UCF because it was a hidden gem at the time, and she spoke highly of CECS among many of the programs and initiatives that are different from other schools. She mentioned the various partnerships with the engineering firms and other businesses, as well as Limbitless.

<https://www.youtube.com/watch?v=D8b29Gtm-II>

Ms. Bellamy is a 1998 UCF alumna with a MS in Industrial Engineering. In addition to her UCF education, Ms. Bellamy earned her undergraduate degree in Industrial Engineering and Management Systems at Stanford University in 1989. She also holds a master's certificate in Project Management from George Washington University.



Clint Bullock

Orlando Utilities Commission – CEO

Second Term Elected Director

Reappointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Clint Bullock is Chief Executive Officer and General Manager of the Orlando Utilities Commission (OUC). In this role, Bullock heads OUC's department responsible for delivery of power and water. Clint served as Vice President of the Energy Delivery unit and Vice President of Strategic Planning prior to this role. Clint received his bachelor's degree in Marketing from the University of Central Florida in 1995.

Clint is married to fellow UCF graduate Deborah Slone Bullock. Deborah graduated from UCF in 1994 and is a Marketing Executive at Martin Federal Credit Union. The couple has 3 children together. They have been football and basketball season ticket holders since 2006 and attend many alumni events. Clint has served as a board member for Ronald McDonald House of Central Florida and the UCF Alumni Board.



Brian Butler

JCB Construction, Inc. – President & CEO

Second Term Elected Director

Reappointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Brian Butler is a lifelong resident of Central Florida with a varied business background in sales, marketing, and operations. He serves as President/CEO of JCB Construction, Inc. a family-owned company that specializes in site development and construction management.

Brian received a B.A. degree in Business Economics from Brown University, Providence, RI and an MBA from Duke University, Durham, NC.

His current civic and professional organization involvement includes Associated Builders & Contractors (ABC), Past Chair; Central FL Foundation, Edyth Bush Charitable Foundation; National Association of Minority Contractors (NAMC), Past Chair; and Orlando Economic Partnership. Brian is also on the Stetson University Board of Advisors.

Brian's professional accolades include recognition by Florida Trend as one of Florida's most influential executives (2020). The Orlando Business Journal also honored Brian as one of Orlando's "Most Influential Businessman" (2006) for his efforts to better both his company and the community.

Brian is married to Cathy Brown-Butler, an active member of Town and Gown Council. The couple have two sons in college, Michael James "M.J." and Andrew.



Cathy Engelman

Community Leader

Second Term Elected Director

Reappointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Cathy McCaw-Engelman worked much of her life in home health care management, prescription management and medical translation and, for more than a decade, owned Optimal Translation and Transportation Services, providing translation and transportation to clients nationwide. Since retiring in 2011, she has remained involved in the wellbeing of others through philanthropy. She is a member of the Orlando Museum of Art's Council of 101 and, in 2017, established the Catherine McCaw-Engelman and Family Cancer Research Collaborative Fund in honor of her sister who lost a battle with cancer earlier that year.



Heather A. Pigman '94, J.D.

Hollingsworth LLP - Partner

First Term Elected Director

New Appointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Heather A. Pigman has broad experience in the defense of complex civil litigation, including class actions, consolidated proceedings, and high value/high profile litigation involving toxic tort, pharmaceutical, tobacco, medical device, RICO, personal injury, and consumer protection cases. As a part of her practice, she has successfully led litigation and appellate teams opposing class certification or the other consolidated treatment of claims. She has authored several publications addressing various class certification and serial or mass action litigation issues.

In addition to her defense of consolidated claims, Ms. Pigman has substantial experience defending clients in other complex litigation. She has developed litigation strategies for serial or complex cases nationwide from pre-trial proceedings through trial and appeal. Her experience includes the successful resolution of personal injury claims involving pharmaceuticals, medical devices, and other consumer products at all stages of the process. She has worked on every aspect of trial preparation, argued significant dispositive motions, taken expert and fact depositions, drafted Daubert and other motions, and participated in defending clients at trial.

Ms. Pigman also has substantial experience presenting, defending, and preparing expert witnesses in highly specialized fields, including multiple scientific disciplines, product marketing, and damages. She routinely works with cross-disciplinary teams to formulate and coordinate medical and scientific defenses for large scale litigation matters. As a part of her medical and scientific endeavors, Ms. Pigman also regularly reviews various medical and scientific journals to identify potential litigation issues of interest to Firm clients.

Ms. Pigman earned her juris doctorate degree from The American University, Washington College of Law in 1997, summa cum laude. While at Hollingsworth, Pigman was honored by the Washington Legal Foundation for her publication in asbestos and toxic torts. She is a 1994 alumna of UCF and graduated summa cum laude with a degree in History.



Chris Tomasso '93

First Watch Restaurants, Inc. – CEO

Second Term Elected Director

Reappointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Chris Tomasso was named Chief Executive Officer of First Watch Restaurants, Inc. in June of 2018 after serving as President since December of 2015 and Chief Marketing Officer from 2006 to 2015. Chris brings more than 22 years of restaurant industry experience to the role, including executive leadership positions at both large-scale public and private domestic and international multi-unit concepts.

Since joining First Watch in 2006, Chris has led many strategic initiatives that have driven First Watch's industry-leading growth, including the development and execution of a comprehensive multi-year re-branding strategy. During his tenure, First Watch has grown from about 50 restaurants to more than 400 through a well-orchestrated mix of organic growth and acquisition, while delivering double-digit annualized sales growth.

Chris earned a B.A. from the University of Central Florida in Orlando and is an active alumnus who currently serves on the University of Central Florida Foundation Board of Directors. He was inducted into the university's Nicholson School of Communication and Media Hall of Fame in 2016.



Roger I. Zlotoff '86

Uniprop Inc. - President

First Term Elected Director

New Appointment; 4-Year Term

7/1/2022 – 6/30/2026

Other DSO Affiliations: N/A

Roger I. Zlotoff is President of Uniprop, Inc., a 40-year-old private company that invests in real estate and private equity. Founded in 1974 and headquartered in Birmingham, Michigan, Uniprop specializes in the acquisition, development, and management of a variety of commercial and residential real estate properties as well as North American companies. Their current real estate portfolio consists of properties located in 14 states and is valued at \$500 million. Private equity investments are an eclectic mix of businesses, including portable storage container leasing, rail services and distribution, food processing, and experiential sports and entertainment properties.

Mr. Zlotoff started his career as a corporate banker for First Union National Bank, serving from 1988-1994. He held director positions at Sterling Finance International (1994-1997) and Vistana, Inc. (1997-1999) in Orlando before joining Uniprop as vice president in 1999.

Mr. Zlotoff is a 1986 UCF alumnus with a degree in Philosophy. He has been engaged with the university for several years and has a passion for UCF Athletics.

UCF Limbitless Solutions, Inc.



Albert (Bert) Francis III, CPA

University Treasurer and Assistant Vice President of Debt Management

Limbitless Solutions, Inc. Board of Directors

New Appointment; 2-year Term

1/2/2021 – 6/30/2023

Other DSO Affiliations: N/A

Bert Francis currently serves as the University Treasurer and Assistant Vice President of Debt Management for the University of Central Florida. Bert has over 18 years of GASB finance and accounting experience and previously served as the Controller for four of the University's Direct Support Organizations. Those organizations include the UCF Convocation Corporation which manages a budget of over \$30 million for the UCF Arena, the UCF Towers housing facilities, and surrounding retail areas; the UCF Stadium Corporation which includes all financial activity relating to UCF's Football Stadium; the UCF Finance Corporation which is a corporation used to facilitate debt related transactions on behalf of the University; and Limbitless Solutions Inc. which primarily develops innovative 3D prosthetic limbs for children. Bert graduated from the University of Central Florida with a bachelor's in business administration accounting major in 2005, a master's degree in business administration in 2009, and obtained his Florida CPA license in 2013.

UCF Limbitless Solutions, Inc.



Sheila Amin Gutiérrez de Piñeres, PhD

**Dean of Burnett Honors College,
Professor of Public Administration**

Limbitless Solutions, Inc. Board of Directors

New Appointment; 2-year Term

1/2/2021 – 6/30/2024

Other DSO Affiliations: DSO

Dr. Sheila Amin Gutiérrez de Piñeres is Dean of the Burnett Honors College and professor of public administration. Dr. Piñeres received her PhD in economics from Duke University, MA from the University of Chicago, and BA from Texas A&M University. She joined UCF in May of 2018 following her role as Executive Vice President for Academic Affairs and Dean of Faculty at Austin College in Sherman, TX. Previously, she served as Dean of Undergraduate Education and professor of economics at the University of Texas at Dallas. She is a founding member of the University of Texas System Academy of Distinguished Teachers. She is active nationally with honors education and recently co-founded the Council of Higher Education which serves honors colleges and programs at APLU institutions.



Board of Trustees
Governance Committee | May 25, 2022

GOVC-3: Approval of Amendments to the University of Central Florida Bonus Plan

☐ Information

☐ Discussion

☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

Section 1012.978, Florida Statutes, provides that, notwithstanding Section 215.425(3)(d), Florida Statutes, a university board of trustees may implement a bonus scheme based on awards for work performance or employee recruitment and retention. Florida Board of Governors (BOG) Regulation 9.015 permits each board of trustees to establish and implement one or more bonus plans that authorizes the award of bonuses based on the employee work performance or for purposes of recruitment and retention and has established criteria for such plans. The bonus plan submitted for approval complies with the BOG Regulation 9.015 and, therefore, may be implemented upon approval by the university board of trustees.

To create more clarity and to encompass classes of employees who are not in a benefits-earning position, the University proposes to amend the general eligibility criteria. The University also proposes to remove a sentence that unnecessarily refers back to the general eligibility criteria.

Background Information:

Last year, the Board of Trustees approved a Bonus Plan in conformance with the Board of Governors regulation. The plan was developed to meet the criteria of both the statute and the BOG regulation to provide incentive bonuses including for work performance, recruitment, and retention.

Recommended Action:

Recommend approval of the amendments to the University of Central Florida Bonus Plan.

Alternatives to Decision:

Decline the proposed plan amendments or propose different amendments.

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Section 1012.978, Florida Statutes
BOG Regulation 9.015

Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

**Submitted by:**

Maureen Binder, Associate Vice President and Chief Human Resources Officer

Supporting Documentation:

Attachment A: University of Central Florida Bonus Plan (redline)

Facilitators/Presenters:

Youndy Cook

Maureen Binder

University of Central Florida Bonus Plan

The University of Central Florida Bonus Plan is designed to comply with Section 1012.978, Florida Statutes, and Florida Board of Governors Regulation 9.015. Pursuant to the Bonus Plan, the University will provide incentive bonuses based on work performance as well as bonuses to address recruitment and retention needs. A bonus is a one-time monetary award given to faculty or staff which is not added to the base salary.

General Employee Eligibility Criteria

To be eligible for any type of bonus, the employee must meet all of the following criteria:

1. Hold a ~~regular, benefits-earning~~ position that is not in a bargaining unit (non-unit).
2. Have a current positive overall performance rating ~~on file with UCF Human Resources~~, generally meaning a rating of “Effective” or “Satisfactory”.
3. Have no disciplinary action on file for the previous twelve (12) months.
4. Be in an employment relationship with the University on the date any bonus is to be paid at the date of implementation.

Types of Bonuses and Evaluation Criteria

This Bonus Plan contemplates three types of bonuses – work performance bonuses, recruitment bonuses, and retention bonuses. Each bonus type is further described below and related evaluation criteria are provided.

1. Work Performance Bonuses

Evaluation Criteria: The evaluation criteria for these bonuses includes, but is not limited to, successful documented work performance involving increased duties/responsibilities, completion of a special project, attainment of established goals, superior performance, or specific achievements or assignments of significance.

Bonuses Falling Within This Category:

A. Performance-Based Employee Recognition Bonus

The UCF Employee Recognition Award Program is intended to recognize and reward documented distinctive and exceptional achievements that go above and beyond an employee's core job duties and significantly contribute to: University initiatives; departmental initiatives and objectives; student success and/or improved student experience; improved operational efficiency; and/or exceptional customer service.

Employee Recognition Awards (a.k.a. “one-time performance pay”) serve to recognize employees for excellence in circumstances such as:

- the successful completion of a special project or assignment with pre-determined goals or performance levels in addition to the employee's regularly assigned duties.
- assuming additional duties and performing them successfully for a period generally less than six (6) months.
- a documented productivity goal achievement.
- going above and beyond by helping another employee in a specific event or task that has been completed.

B. Incentive Compensation Plan Award

An Incentive Compensation Plan (“ICP”) is a department-specific pre-approved program that provides for a lump-sum award based on successful attainment of

clearly defined objectives. An ICP establishes the award based on eligible faculty or staff's contributions to departmental goals, which typically includes revenue generation and specific targets to be achieved with a pay-out schedule based on achieving the stated goals within the fiscal year. Incentive compensation programs may be appropriate in circumstances such as clinical practice and advancement; must define eligible employees; and must be provided to Human Resources in advance. The general Bonus Plan eligibility requirements listed above apply to any award under an ICP.

Any Faculty Practice Plan incentive compensation programs must operate in accordance with Board of Governors Regulation 9.017 and are authorized upon approval by the Board of Trustees

C. Recognition Awards

Recognition Awards serve to recognize employees for superior performance or specific achievements in designated categories. These awards are generally based on an application or nomination process, with documentation of performance and success. The UCF community gathers each year to honor and recognize distinguished staff and faculty members for their outstanding achievements and years of service through the Service and Recognition Awards. Select employees are recognized with an award for significant achievements (e.g., USPS Employee of the Month, non-unit Pegasus Professor Awards, non-unit Trustee Chair Professorships, College of Medicine awards for teaching and research). Faculty excellence awards are presented during an annual ceremony in categories such as teaching, research/creative activities, service, instructional design, advising/mentorship, and librarianship.

2. Recruitment (Sign on) Bonuses

Evaluation Criteria: The evaluation criteria for these bonuses include, but are not limited to, identification of external candidates with desirable specialized skills and exceptional experience, or where market conditions or departmental structure merit such an award.

3. Retention Bonuses

Evaluation Criteria: The evaluation criteria for these bonuses include, but are not limited to, circumstances to address verified offers of competing employment, address market conditions which are significantly higher than the current salary, ameliorate salary compression or inversion, or acknowledge successful completion of career development training, or certification programs that are in the best interests of the University or support the mission of the University. ~~There must be a positive evaluation on file with UCF Human Resources for the faculty or staff to be eligible for this bonus, as defined by the general Bonus Plan eligibility requirements. The general Bonus Plan eligibility requirements do not apply, except that the employee must be in active pay status at the time of payment of a retention bonus and the employee must not have a disciplinary action within the 12 month period preceding the payment.~~

Bonuses Falling Within This Category:

A. One-Time Payment In Lieu of Salary Increase

A one-time payment in lieu of a salary increase may be made to broad categories of employees where the university's budget cannot reasonably support recurring salary increases but can support one-time payments using non-recurring funds. Such one-time payments enhance retention of valuable workforce members and avoid the cost

to the university of replacing individuals who may leave to seek an increase in salary elsewhere.

B. One-Time Payment for Employee at Top of Range

A one-time payment in lieu of all or part of a salary increase may be made for retention purposes where an employee is 'red-circled' – i.e., would otherwise be eligible for a university salary increase except that the employee is near or above the maximum salary range for the position. The employee may receive some level of salary increase; however, the amount of such increase will vary depending on the availability of funds, performance, and internal equity considerations. Amounts may be paid as a lump sum rather than as an adjustment to base salary.

Delegations of Authority

The University of Central Florida Board of Trustees (UCFBOT) delegates authority to the President or the President's designee to establish procedures to implement this bonus plan, including levels of approvals and compensation for specific bonuses described in this bonus plan. The University of Central Florida Bonus Plan shall be overseen by the Chief Human Resources Officer for all staff employees, and in conjunction with the Office of the Provost for all faculty employees.

Reporting to the Board of Trustees

The Board of Governors requires that bonuses paid pursuant to this plan be reported to the UCF BOT on a schedule to be set by the Board. Starting with the first BOT meeting of the Fall 2022 Semester, and accordingly each year thereafter, the President shall submit a report to the Board that certifies the following: (i) that any bonuses paid during the prior year complied with the criteria in this bonus plan; and (ii) that the bonuses were within the University's budget as approved by the Board. The report shall include the total amount of funds paid for performance, recruitment, and retention bonuses.

| *Authority: BOG Regulations 1.001 and 9.015. History – New 9-23-21. Revised 5-26-22*

Board of Trustees
Governance Committee | May 25, 2022

GOVC-4: Amendments to University Regulations UCF-2.003 Admission of Graduate Students and UCF-5.017 Appeals of Graduate Program Actions or Decisions

☐ Information

☐ Discussion

☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

The University proposes to amend two University Regulations related to graduate students. Regulation *UCF-2.003 Admission of Graduate Students* sets out the basic requirements for the admission and readmission of graduate students. The university proposes to amend the regulation to rename the plan for students who have been previously dismissed from a graduate program and would like to reapply to the same program, from the conditional retention plan to the probation plan. *Regulation UCF-5.017 Appeals of Graduate Programs Actions or Decisions* sets out the appeal process for graduate students when appealing actions or decisions of their graduate program. The university proposes to amend the regulation to eliminate appeals based on the failure to submit a conditional retention plan, as the College of Graduate Studies no longer uses such plans.

These regulations were posted online April 25, 2022, for public comment. No comments were received as of the date of submission of these materials.

Background Information:

Florida Board of Governors Regulation 1.001 provides that "Each Board of Trustees is authorized to promulgate university regulations in accordance with the Regulation Development Procedure adopted by the Board of Governors." University Regulation UCF-2.003, because it pertains to admission of graduate students, will also be submitted to the Board of Governors for approval as a select regulation after approval by this Board.

Recommended Action:

Approve amendments to UCF Regulations UCF-2.003 and UCF-5.017.

Alternatives to Decision:

Do not amend University Regulations UCF-2.003 and UCF-5.017 as proposed. Approve alternative amendments.

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Board of Governors Regulation 1.001



Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

Submitted by:

Youndy Cook, Vice President and General Counsel

Supporting Documentation:

Attachment A: Proposed Amended Regulation UCF-2.003

Attachment B: Proposed Amended Regulation UCF-5.017

Facilitators/Presenters:

Youndy Cook

UCF-2.003 Admission of Graduate Students.

(1) This regulation applies to all students who seek to be admitted to graduate programs at the University of Central Florida.

(2) Each admitted student to a graduate degree program or to a post-baccalaureate professional program must meet the following minimum requirements:

- (a) Earned a bachelor's degree or equivalent from a U.S. institution of higher education accredited by one of the following accrediting bodies or its equivalent from a foreign institution
 1. Accrediting Commission for Community and Junior Colleges (ACCJC)
 2. New England Commission of Higher Education (NECHE)
 3. Higher Learning Commission (HLC)
 4. Middle States Commission on Higher Education (MSCHE)
 5. Northwest Commission on Colleges and Universities (NWCCU)
 6. Southern Association of Colleges and Schools Commission on Colleges (SACSCOC)
 7. WASC Senior College and University Commission

AND

- (b) Earned a 3.0 GPA (or equivalent) or better in all work attempted while registered as an undergraduate student working for a baccalaureate degree, OR
- (c) Earned a 3.0 GPA (or equivalent) or better in all work attempted while registered as an upper division student working for a baccalaureate degree, OR
- (d) Earned a previous graduate degree or professional degree or equivalent from a U.S. institution of higher education accredited by an accrediting body listed in (2)(a) or its equivalent from a foreign institution in a field related to the discipline of the program to which the applicant is applying.

(3) Each graduate program may determine other requirements for admission, consistent with the mission and purpose of their college and program beyond those listed in (2). All program admissions requirements must be published in the Graduate Catalog and are required to be reviewed and updated annually.

- (a) Graduate programs must include at least 2 of the following materials to support the application:
 - Letter(s) of reference
 - Resume or CV
 - Writing Sample
 - Personal, Goal, or Professional Statement
 - Research Statement
 - Professional, Academic, Artistic, or Music Portfolio
 - Video answer to prompt
 - Other relevant supporting materials approved by the College of Graduate Studies
- (b) Admissions criteria must not include preferences for applicants on the basis of race, color, national origin, disability, religion, or sex.

(4) The requirement to submit GRE, GMAT, or MCAT scores is at the discretion of the program to which the student is applying. Please refer to the current catalog for specific program level standardized test score requirements.

- (a) For programs that do not require a GRE or GMAT, all international applicants must submit a course-by-course evaluation of the student's official transcript by a credential evaluation service recommended by UCF that shows a GPA equivalent of 3.0 from an earned degree equivalent to a U.S. bachelor's degree obtained from an institution of higher education accredited by an accrediting body listed in (2)(a).
- (5) In addition to the above requirements, international students must show proficiency in written and spoken English in accordance with the provisions of University Regulation UCF-2.009.
- (6) All graduate applicants must indicate whether or not Florida residency is claimed. An application or residency affidavit submitted by or on behalf of a student which contains false, fraudulent or incomplete statements may result in denial of admission or denial of further registration and/or invalidation of UCF credit.
- (7) Exceptions to the above requirements:
- (a) In any academic term, up to 20 percent of the graduate students may be admitted in a given degree program as exceptions to the minimum requirements for graduate admissions as defined in paragraph (2) (b) & (c), above.
 - (b) Students who do not meet the admissions criteria and who wish to enroll in courses but not degree programs at the post-baccalaureate level may enroll under the classification of non-degree seeking students. Graduate programs wishing to admit these students to graduate degree programs after the students have satisfactorily completed up to nine hours of graduate course work may do so provided that the number so admitted is included as part of the 20 percent exception, as defined in paragraph (6)(a), above.
- (8) In addition to the above requirements, all graduate applicants who are admitted must submit an immunization form. UCF Student Health Services is responsible for oversight of student immunization compliance and reserves the right to require immunizations based on recommendations from the Centers for Disease Control and Prevention (CDC) the Florida Department of Health, the Florida Board of Governors, or the UCF Board of Trustees. UCF reserves the right to refuse registration to any applicant, former student, or student whose health record indicates the existence of a condition which may be harmful to the members of the University community.
- (9) Exceptions: Students may apply for an exception to the University's immunization requirements if they meet one of the following criteria and submit appropriate documentation.
- (a) Medical Basis – The student must provide a letter from a healthcare provider, signed on official medical office stationery, stating the medical reason(s) why the student is not able to receive the vaccine(s), and indicating if this is a temporary or permanent condition.
 - (b) Religious Basis – The student (or the student's parent/guardian if under 18 years old) can sign a Religious Exemption waiver upon request.
 - (c) Active Duty Military and Veterans – Active Duty and Veterans may complete the waiver section of the immunization form if documentation of immunizations is unavailable at the time of registration. Proof of military service is required (DD 214 or military ID card).

- (d) With approval of the UCF President, limited UCF programs may be an exception when students will not be physically present in any UCF classroom or on any UCF campus. Should such students seek to register for face to face courses, they must comply with paragraph (8).

(10) All applicants for admission or readmission to the University of Central Florida, including to any graduate or doctoral programs of study within the University and including any applicant for post-baccalaureate study, are required to disclose on the application prior criminal conduct, pending criminal charges, and prior educational misconduct. The University reviews all applications in which a student discloses prior criminal conduct, pending criminal charges, or prior educational misconduct to determine whether the admission of the applicant is in the best interest of the University. The office responsible for this review is the Office of Student Rights and Responsibilities. Applicants who fail to disclose prior criminal misconduct, pending criminal charges, or any prior educational misconduct are in violation of the disclosure requirements of this paragraph and may be subject to appropriate action by the University, including denial of admission or readmission, revocation of admission, or other academic and/or disciplinary action prescribed by the University, up to and including dismissal. Applicants are not required to disclose minor traffic violations.

(11) Applicants may appeal an admissions decision by following the university admissions appeal procedure. Information regarding this procedure is available in the Graduate Catalog.

(12) Readmissions.

- (a) Graduate students who do not maintain continuous enrollment, must apply for readmission. Readmission is not guaranteed. The readmission decision is based on multiple factors such as previous academic performance, work taken since last attending UCF, space and fiscal limitations.
- (b) A student who was previously dismissed from his or her graduate program and would like to reapply to the same program must have an approved probation ~~conditional retention~~ plan on file before a readmission decision can be made.

(13) Graduate applicants and graduate readmit applicants may be admitted subject to space and fiscal limitations.

Authority: BOG Regulations 1.001, 6.001, and 6.003. History—New 10-8-75, Amended 9-27-79, 1-6-82, Formerly 6C7-2.03, Amended 10-2-08, Formerly 6C7-2.003, Amended 7-30-09, 2-29-16, 9-16-16, 4-23-20, 10-22-20, 6-17-21, _____-22.

UCF-5.017 Appeals of Graduate Program Actions or Decisions**(1) Review of Academic Performance.**

- (a) The primary responsibility for monitoring a student's progress to degree (or program completion) rests with the graduate program, although the College of Graduate Studies also monitors a student's progress and takes appropriate actions if performance standards as specified by the program and University are not maintained. Satisfactory progress to degree (or program completion) requires an ongoing evaluation of a student's performance in a program as indicated by satisfactory grades within courses, successful performance on program competency exams, progress in thesis and dissertation research, the maintenance of the standards of academic and professional integrity expected in a particular discipline or program, and any other measures of progress as customarily used in the program. Academic probation or even dismissal of the student from the program may occur when the individual is not making satisfactory progress to degree (or program completion).
- (b) A graduate program may also recommend dismissal if the student fails to maintain the standards of academic and professional integrity, meet or exceed the professional competencies of the discipline, or maintain the competence necessary for the welfare of faculty, fellow students, staff, patients, clients, or others encountered in internships, externships, or other classes required by the degree program. A student's performance in clinical settings may be evaluated by clinical supervisors or other clinicians in conjunction with instructors of record and/or faculty advisors.
- (c) A student may be immediately terminated from a clinical assignment and/or graduate program when, in the professional judgment of a qualified clinician, faculty supervisor or instructor of record, client/patient welfare could be at risk. In cases where client/patient welfare could be at risk, graduate programs may forego published procedures for advising, mentoring or probation if documentation from clinical or faculty supervisors indicate immediate action was necessary to protect the welfare of others. When immediate action is taken, the graduate program must inform the student in writing of the action and the reasons for the action. The student may appeal such action as a graduate program action under this Regulation.
- (d) Misconduct associated with research or misconduct in laboratory assignments may result in immediate termination from the assignment and/or the graduate program when the misconduct places clients, researchers, subjects or the university at risk.
- (e) It is incumbent on the graduate program to give the student an opportunity to discuss the pending action with the program director and provide additional relevant information prior to making a recommendation of probation or dismissal. A student does not have to agree with the action in order for the program to move forward with a recommendation of probation or dismissal.
- (f) The Dean of the College of Graduate Studies has final authority over probation and dismissal recommendations and will execute them accordingly.

1. Once dismissed, a student may apply to UCF as a student in another program, or as a non-degree student. Readmitted students are prohibited from taking courses in the program from which they were dismissed.
2. A student can only be reinstated to the previous graduate program by either submitting a new application to the program with a new admissions decision, or through a formal grievance process. (See Grievance Procedures in following section).

(2) Other Procedures. Graduate students disputing a graduate program action (including the evaluation of their progress to degree) as described above, have several routes of appeal depending on the nature of the grievance.

- (a) In the appeal of a grade in a specific course (excluding thesis or dissertation credit hours) students are referred to Regulation UCF-5.016 for the grade appeal procedures.
- (b) For issues resulting from a failure to maintain academic behavior standards such as cheating, plagiarism, etc., students are referred to Regulation UCF 5.015 (and, as appropriate, student conduct review procedures).
- (c) Misconduct associated with research will follow procedures determined by the Office of Research and Commercialization.
- (d) All other grievances, including the appeal of grades issued in Thesis and Dissertation credit hours, follow the Procedure for Other Grievances of Graduate Students as outlined in this Regulation.

(3) Applicability of graduate program action appeal procedure:

- (a) This regulation applies to graduate student appeals of decisions made by the College of Graduate Studies, an academic college or graduate degree program based on:
 1. Alleged deviation from program or university policies as outlined in the Graduate Catalog or Graduate Program Handbook(s)
 2. Alleged errors in application of policies or procedures
 3. Alleged probation or dismissal due to non-academic reasons
 4. Alleged deviation from the University's syllabus policy
 5. Alleged discrimination and/or sexual harassment in the program, department or college. (An appeal alleging discrimination and/or sexual harassment in the program, department or college will be referred directly to the Office Institutional Equity. The University is entitled to a reasonable period of time to review allegations of discrimination contained in a graduate student appeal, and the University may accordingly extend deadlines applicable to the University for purposes of reviewing such allegations.)
- (b) Decisions based on professional judgment of an instructor, faculty member or clinical supervisor in the assignment of a grade or assessment of a student's performance in a class are excluded from the provisions of this regulation except as noted above. Probation or dismissal due to unsatisfactory performance on competency exams, research, or progress in thesis or dissertation research may not be appealed based on the student's disagreement with the professional judgment of an instructor, faculty member or advisor. Students may appeal based on alleged errors in process or alleged non-academic reasons.

- (c) Students placed on probation or dismissed by the College of Graduate Studies for not maintaining at least a 3.0 GPA may not appeal. ~~the academic program or academic college's decision to not submit a Conditional Retention Plan (CRP). A CRP may be offered to a student when, in the discretion of the academic program, extenuating circumstances warrant such an exception; however, graduate programs are not obligated to provide a CRP.~~

(4) Procedure for Other Grievances of Graduate Students. Students are entitled to a fair and timely resolution of appeals. This procedure is intended for graduate students having complaints regarding specific actions or decisions by a faculty member, program or college, including termination from an academic program, for reasons that are not covered in Section 2(a)-2(c) above. The graduate student is encouraged to first discuss the matter within the academic unit of the grievance and attempt to resolve the grievance informally. The formal procedure is as follows:

- (a) Step 1 -Program and Department Level: The graduate student appealing the decision of a program, must state the nature of the grievance in writing to the graduate program director, including a brief narrative of the grievance, the parties involved, and a statement of the remedy being requested. All appeals must be submitted using the form located at <https://graduatecouncil.ucf.edu/appeals-committee>. This statement must be submitted by the graduate student within six (6) months of the notification date of the occurrence of the program action being appealed.
- (b) Dependent on the nature of the grievance, the graduate program director will in ten business days following receipt of the grievance either make a recommendation about the grievance to the unit head or refer the grievance to the unit/ program graduate committee to examine the issue at their next scheduled meeting. The unit/program graduate committee may invite the aggrieved student and others having information about the case to attend the meeting and present information and arguments about the grievance. If so invited, the graduate student can have a personal advisor at the meeting, but the advisor can only confer with the student and not participate in the committee meeting. The unit/ program graduate committee will make a recommendation about the grievance to the graduate program director.
- (c) The graduate program director will consider the input of the unit/ program graduate committee and make a recommendation to the unit head about the grievance. The unit head will then make a final decision about the grievance at the program/ unit level and inform the student of the decision within ten business days after receiving the recommendation from the graduate program director.
- (d) Step 2 - College Level: Should the graduate student disagree with the decision of the unit head, the student has ten business days to file a written appeal of the decision with the appropriate associate dean or designee of the college (or the Dean of the College of Graduate Studies in the case of interdisciplinary programs with no academic college assigned to oversight of the program). It is incumbent on the student to explain in the appeal why the unit/program decision is in error and should be reexamined. At each appeal level, the basis for the appeal must be the same as the original appeal or must articulate new information discovered as part of the appeal process itself. If the basis for the appeal changes, the student

will be considered to be initiating a new appeal that must begin at the initial level of the appeal process (and which must be timely).

- (e) Dependent on the grievance, the associate dean or designee will, in ten business days following receipt of the appeal, either make a recommendation to the college dean about the grievance or refer the grievance to the college graduate committee to examine the issue at their next scheduled meeting. The college graduate committee may invite the aggrieved student and others having information about the case to attend the meeting and present information about the grievance. If so invited, the graduate student can have a personal advisor at the committee meeting, but the advisor can only confer with the student and not participate in the committee meeting. The college graduate committee will make a recommendation about the grievance to the associate dean or designee.
- (f) The associate dean or designee after considering the input of the college graduate committee will make a recommendation to the college dean about the grievance. The college dean will then make the final decision about the grievance at the academic college level, and inform the student of the decision within ten business days after receiving the recommendation from the associate dean or designee.
- (g) Step 3 - College of Graduate Studies Level: Should the graduate student disagree with the decision of the academic college dean, the student has ten business days following receipt of the college decision to file a written appeal of the decision at the university-level with the Dean of the College of Graduate Studies. It is incumbent on the student to explain in the appeal why the academic college decision is in error and should be reexamined.
- (h) Dependent on the appeal, the Dean of the College of Graduate Studies will within ten business days following receipt of the appeal either make a decision about the grievance or refer the appeal to the Appeals Subcommittee of the Graduate Council to examine the issue at a scheduled meeting. The Appeals Subcommittee may invite the aggrieved student as well as others having information about the grievance to attend and present information about the grievance. If so invited, the graduate student can have a personal advisor at the meeting, but the advisor can only confer with the student and not participate in the committee meeting. The Appeals Subcommittee will submit a recommendation to the Dean of the College of Graduate Studies concerning the grievance.
- (i) The Dean of the College of Graduate Studies will consider the input of the Appeals Subcommittee of the Graduate Council and make a final decision about the grievance for the university. There is no appeal beyond the level of Dean of the Graduate College as this person is vested with the final authority by the President of the University.

Authority: BOG Regulation 1.001. History—Formerly 6C7-5.00431, New 7-20-09, Amended 7-19-12, 7-20-17, 7-19-18, 7-18-19, 4-23-20, _____-22.

Board of Trustees
Governance Committee | May 25, 2022

GOVC-5: Amendments to Chapter 5 University Regulations

☐ Information

☐ Discussion

☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

This group of regulations address students rights and responsibilities and are reviewed annually and updated as needed.

UCF-5.0065 Involuntary Withdrawal Procedures; Mandated Assessment, addresses involuntary withdrawal and mandated assessment processes for students in crisis. The proposed amendments to this regulation include a slight limiting of when the involuntary withdrawal procedure may be invoked, removing unnecessary language from the interim involuntary withdrawal steps, and making some clarifying changes regarding the mandated assessment procedure.

UCF-5.008 Rules of Conduct Appeals, which sets out the student rules of conduct, has been amended to remove University Student Resident Violations, because the standards of the Community Living Guide govern housing matters.

UCF-5.009 Student Conduct Review Process; Sanctions sets out the process for reviewing alleged student rule violations. The only proposed amendment to this regulation is to change the term interim suspension to interim action in paragraph (1).

UCF-5.010 Student Conduct Appeals, which sets out the appeal procedure for a student following a student conduct matter, is amended to remove language concerning matters involving allegations of Title IX Sexual Harassment. Matters involving allegations of Title IX Sexual Harassment are referred to follow University's Title IX Grievance Policy, UCF Policy 2-012.

These regulations were posted online April 25, 2022, for public comment. No comments were received as of the date of submission of these materials.

Background Information:

Florida Board of Governors Regulation 1.001 provides that "Each Board of Trustees is authorized to promulgate university regulations in accordance with the Regulation Development Procedure adopted by the Board of Governors."

Recommended Action:

Approve proposed amendments to UCF Regulations UCF-5.0065, UCF-5.008, UCF-5.009, and UCF-5.010.

**Alternatives to Decision:**

Do not amend University Regulations UCF-5.0065, UCF-5.008, UCF-5.009, and UCF-5.010 as proposed. Approve alternative amendments.

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Board of Governors Regulation 1.001

Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

Submitted by:

Youndy Cook, Vice President and General Counsel

Supporting Documentation:

Attachment A: Proposed Amended Regulation UCF-5.0065

Attachment B: Proposed Amended Regulation UCF-5.008

Attachment C: Proposed Amended Regulation UCF-5.009

Attachment D: Proposed Amended Regulation UCF-5.010

Facilitators/Presenters:

Youndy Cook

UCF-5.0065 Involuntary Withdrawal Procedures; Mandated Assessment

(1) Involuntary Withdrawal Procedure.

(a) Introduction.

1. The University of Central Florida is committed to ensuring equality of educational opportunity while cultivating an environment that is safe for the campus community and supportive of student learning. The University will seek to intervene where a student's behavior interferes with the rights of others within the University community or where the student presents a significant risk of harm to the health, safety, well-being and/or property rights of others. In such situations, safety and security concerns are paramount, and the University must react as promptly as feasible under the circumstances. University officials may consider a number of reasonable security and health and safety measures, including, but not limited to, requesting emergency assistance and seeking psychiatric evaluation, hospitalization, and treatment for mental illness as appropriate under the law. Additionally, the University may determine that it is necessary for the student to be involuntarily withdrawn from the University for the protection of others. This section outlines the procedures to be used by the University in making an involuntary withdrawal decision.
2. This ~~involuntary~~ Involuntary Withdrawal Procedure will be applied in a nondiscriminatory manner, and decisions will be based on consideration of the student's conduct, actions, and statements and not on knowledge or belief that the student has a disability.
3. The purpose of the Involuntary Withdrawal Procedure is for the University to be able to take urgent action when circumstances present a Significant Risk based on reasonably available information at the time. It will be necessary for the University to act promptly and for the benefit of the community as a whole, even if that means that, in consideration of later-presented information, the procedure ultimately concludes in favor of the student's continued enrollment (with or without conditions). Where the involuntary withdrawal procedure is invoked but the student is permitted to continue enrollment with no conditions, the University will take reasonable steps to assist the student in resuming their academic endeavors with as little disruption as feasible under the circumstances.

- (b) Direct Threat and Significant Risk. When a student's behavior is deemed to pose a direct threat risk to the health and safety of the community, the Associate Vice President and Dean of Students ("Dean of Students") or their designee may initiate an involuntary withdrawal of the student on behalf of the university. The Dean of Students or designee will consult with the University Crisis Team before a final decision is made on the involuntary withdrawal of the student. A student poses a Direct Threat when the student's behavior poses a "Significant Risk" to the health or safety of ~~the student or~~ others, or of significant property damage, or of substantial disruption to the lawful activities of others or the educational process or orderly operation of the University, and reasonable modifications of policies, practices, or procedures will not sufficiently mitigate the risk.

Significant Risk is defined as the high probability of harm, threats of harm, or disruption and not just a slightly increased, speculative, or remote risk of such. Significant Risk is identified based on information that is reasonably available at the time of consideration. Information may be provided to the University through different means, including an incident report to Office of Student Rights and Responsibilities (OSRR), a police report, information provided following a hospitalization, or any other reliable source.

(c) Interim Involuntary Withdrawal.

1. A student may be involuntarily withdrawn from the University on an interim basis (“Interim Involuntary Withdrawal”) if the Assistant Dean of Students or designee determines, based upon information reasonably available at the time, that the student poses a Direct Threat as defined above. A student will remain on Interim Involuntary Withdrawal pending the outcome of the Interim Involuntary Withdrawal Review. An Interim Involuntary Withdrawal may be imposed prior to a meeting of the University Crisis Team.
2. A student will be notified of Interim Involuntary Withdrawal through a written notice outlining the Interim Involuntary Withdrawal procedure, including the time, date, and location of the Interim Involuntary Withdrawal Review.
3. A student under Interim Involuntary Withdrawal shall be given an opportunity to present information to the University Crisis Team within three (3) business days from the effective date of the Interim Involuntary Withdrawal, to review the following issues only:
 - a. The reliability of the information concerning the student’s behavior and,
 - b. Whether or not the student’s behavior poses a Direct Threat, as defined above.
4. Should the student fail to attend the Interim Involuntary Withdrawal review, the review may be held in the student’s absence, and any recommended actions will be made using the information available at the time of the scheduled review.
5. ~~If upon conclusion of the Interim Involuntary Withdrawal review, the University Crisis Team determines the student will remain on Interim Involuntary Withdrawal based on the above defined issues, the University Crisis Team will proceed with the Involuntary Withdrawal procedures as outlined below.~~

(d) Involuntary Withdrawal – Notice to Student. A student subject to Involuntary Withdrawal is entitled to the following:

1. Notice of intent to remove the student pursuant to this policy stating the reasons for the proposed action.
2. The opportunity to examine the psychiatric or other evaluations provided to the University Crisis Team and to discuss them.
3. The opportunity to present relevant information for consideration of their case personally, or by a licensed mental health professional working with that student, if the student is not capable of self-representation.

4. The opportunity to have an advisor of the student's own choice accompany the student to any meetings or proceedings described in this procedure. The advisor may not present on behalf of the student or otherwise participate in the meeting or proceeding.
 5. The right to appeal.
- (e) Involuntary Withdrawal – Meeting of the University Crisis Team. The Assistant Dean of Students or designee will call a meeting of the University Crisis Team no earlier than five (5) business days after notifying the student of the proposed Involuntary Withdrawal. The student will be notified of the time, date, and location of the University Crisis Team meeting. The student may be present at this meeting and may present information in support of themselves. Following the student's presentation, the team shall meet in a confidential deliberation. At the conclusion of this confidential deliberation, the team shall make a recommendation to the Dean of Students or designee, based upon the Team's review of all available information at the time of the meeting, as to whether the University should:
1. involuntary withdraw the student due to Direct Threat;
 2. make no changes to the student's status;
 3. allow continued enrollment with conditions; or
 4. if the student is on Interim Involuntary Withdrawal at the time, reinstate the student with or without conditions.
- (f) Involuntary Withdrawal – Notifying Student of Recommendation and Decision. The Dean of Students or designee will make a final decision regarding the student's enrollment status based on the totality of information available to the University and considering both the University Crisis Team's recommendation and any information presented by the student. The Dean of Students or designee will notify the student in writing within two business days of the final decision regarding the student's enrollment status.
- (g) Involuntary Withdrawal Appeal – In the event a student disagrees with the decision of the Dean of Students or designee, the student may appeal the decision. The appeal must be made in writing to the Vice President for SDES, or designee, within three (3) business days after the date of the notification to the student of the decision. A student may appeal the decision based on one or more of the following criteria:
1. Irregularities in fairness and stated procedures that could have affected the outcome of the decision.
 2. Discovery of new and significant information that could have affected the outcome and that was not known or could not reasonably have been discovered and/or presented at the time of the meeting.
 3. The outcome is extraordinarily disproportionate to the reported behavior. The Vice President of SDES or designee, shall, within three (3) business days, sustain the initial decision or return the case to the University Crisis Team for reconsideration. Should the appellate officer require additional time for review beyond the three (3) business days, the appellate officer shall notify the student in writing of the need for additional time. The Vice President's decision to sustain

the initial decision is final action. If the matter is returned for re-consideration, the process will resume at the step outlined in subsection (e), above.

- (h) Upon being involuntarily withdrawn, the student may no longer enroll in classes, may not be an active member of a registered student organization, may no longer use University facilities, must vacate University owned housing, may no longer be permitted on University property, and may not be employed by UCF. Additionally, an involuntarily withdrawn student may be entitled to whatever refunds of tuition, fees, and room and board charges as would be appropriate given the timing of the withdrawal.
- (i) Students who are involuntarily withdrawn from the University shall have a hold placed on their records, which will prevent them from being readmitted or reenrolled at the institution except as stated in this paragraph. A student may request readmission or reenrollment at the University and provide the Dean of Students or designee with documentation from an appropriate healthcare provider of their choice who has conducted a proper assessment of the student and concluded that the student is ready and able to safely return to the University and does not pose a Direct Threat as defined above. In cases where the Dean of Students or designee has imposed other conditions for readmission, it is the responsibility of the student to provide documentation of compliance with such conditions.
- (j) A student who is considered for but ultimately not subject to Involuntary Withdrawal may be subject to conditions on continued enrollment at the University. In such cases, the student will be provided with a written summary of any such conditions and must meet all conditions in order to maintain student status. A student who fails to meet such conditions may be later subject to involuntary withdrawal by the Dean of Students or designee or may be subject to charges through the University's Student Conduct Review Process for failure to comply.
- (k) The current voluntary medical withdrawal process should not be used to handle withdrawals where a Direct Threat is evident or where a violation of the Rules of Conduct has allegedly occurred. Information for students seeking a medical withdrawal is available in the Catalog.
- (l) As a general principle, the University prefers to use the Student Conduct Review Process in instances of misconduct, without regard to whether the student has a physical or mental condition that might be contributing to the misconduct. The Involuntary Withdrawal Procedure is to be employed in those situations in which the regular Student Conduct Review Process is not applicable or, due to safety concerns, cannot be applied in a sufficiently timely fashion.

(2) Mandated Assessment Procedure. This University procedure is established to respond to behaviors or actions that result in hospitalization from imminent danger to self or others via the Baker Act (F.S. 394.463) or Marchman Act (~~Chapter 397, Florida Statutes~~ F.S. 397.6811), or significant acts or threats of violence to others, chronic eating disorders, dramatic and/or expansive displays of self-mutilation, behaviors that are significantly disruptive to the UCF community and /or diminish the ability of a student to care for oneself. Whenever the UCF Police provide transportation of a UCF student to the hospital for involuntary examination, the

police will file a report with ~~the OSRR Student Care Services. In addition, anyone may also file reports about students of concern with Student Care Services.~~

- (a) Once ~~a report~~information is received regarding a UCF student hospitalization via the Baker Act or the Marchman Act, Student Care Services may utilize the mandated assessment session(s) to evaluate a student's risk of harm to self or others, and to take appropriate actions ~~to ensure for~~ the safety of the student or others if risk is present. In addition, the mandated assessment session(s) are designed to assist students in developing a safety and/or well-being plan and provide students with educational resources. A member of Student Care Services will contact the student in a timely manner and require an initial meeting between a Student Care Services staff member and the student to discuss the mandated assessment procedure. inform the student of their rights and responsibilities regarding the incident.
- (b) ~~All students identified as threatening self harm or having attempted suicide must complete a~~ A mandated assessment must be completed with a licensed mental health professional and/or a physical assessment with a licensed medical provider. Examples of a licensed mental health professional include a Student Health Services psychiatrist, a Counseling and Psychological Services clinician, or a community based licensed mental health professional or licensed psychiatrist of the student's choice. Student Care Services will require proof of participation for the mandated assessment with a licensed mental health professional and/or proof of a physical assessment with an appropriate medical provider. The student must meet with Student Care Services within ten (10) business days following release ~~of hospitalization to complete a follow-up appointment.~~ Student must provide proof of mandated assessment within twenty (20) business days following release of hospitalization or prior to return to the University (in the event a student withdraws for the remainder of the semester or ~~pursues a is placed on Medical Withdrawal~~ medical withdrawal). Failure to comply may result in disciplinary action or the convening of the University Crisis Team.
- (c) In cases where more protective action is needed based on more severe behavior/conduct (e.g., behavior endangering others, threats to harm others, behavior significantly disruptive to the UCF community), the Assistant Dean of Students or designee may initiate one or both of the following:
 - 1. Interim ~~Suspension Action~~ followed by initiating the Student Conduct Review Process;
 - 2. Convening of the University Crisis Team to consider the initiation of the Involuntary Withdrawal Procedure.

Authority: BOG Regulations 1.001 and 6.0105. History - New 9-23-21, _____-22.

UCF-5.008 Rules of Conduct

The following defined and described actions include, but are not limited to, conduct for which disciplinary action may be taken at the University of Central Florida. Students are responsible for the observation of all University policies and regulations. Each student is expected to abide by these rules of conduct, and administrators are expected to enforce them. These Rules of Conduct should be read broadly and are not designed to define prohibited conduct in exhaustive terms. Additional rules and regulations may be revised during the year; announcements will be made on adoption of the changes or additions. The right of all students to seek knowledge, debate ideas, form opinions, and freely express their ideas is fully recognized by the University of Central Florida. The Rules of Conduct apply to student conduct and will not be used to impose discipline for the lawful expression of ideas. Students are prohibited from engaging in:

(1) Academic Misconduct

- (a) Unauthorized assistance: Using or attempting to use unauthorized materials, information or study aids in any academic exercise unless specifically authorized by the instructor of record. The unauthorized possession of examination or course related material also constitutes cheating.
- (b) Communication to another through written, visual, electronic, or oral means. The presentation of material which has not been studied or learned, but rather was obtained through someone else's efforts and used as part of an examination, course assignment or project.
- (c) Commercial Use of Academic Material: Selling of course material to another person and/or uploading course material to a third-party vendor without authorization or without the express written permission of the University and the Instructor. Course materials include but are not limited to class notes, Instructor's power points, tests, quizzes, labs, instruction sheets, homework, study guides, and handouts.
- (d) Falsifying or misrepresenting the student's own academic work.
- (e) Plagiarism: Whereby another's work is used or appropriated without any indication of the source, thereby attempting to convey the impression that such work is the student's own.
- (f) Multiple Submissions: Submitting the same academic work for credit more than once without the express written permission of the instructor.
- (g) Any student who knowingly helps another violate academic behavior standards is also in violation of the standards.
- (h) Soliciting assistance with academic coursework and/or degree requirements. The solicitation of assistance with an assignment, lab, quiz, test, paper, etc., without authorization of the instructor of record or designee is prohibited. This includes but is not limited to asking for answers to a quiz, trading answers, or offering to pay another to complete an assignment. It is considered Academic Misconduct to solicit assistance with academic coursework and/or degree requirements, even if the solicitation did not yield actual assistance (for example, if there was no response to the solicitation).

(2) Possessing and/or Providing False and Misleading Information and/or Falsification of University Records

- (a) Withholding related information or furnishing false or misleading information (oral or written) to University officials (faculty or staff) or law enforcement officers.
- (b) Possession, use or attempted use of any form of fraudulent identification, including the credentials or identification of another individual.
- (c) Forgery, alteration, or misuse of any University document, material, file, record, or instrument of identification.
- (d) Deliberately and purposefully providing false or misleading verbal or written information about another person.
- (e) Falsification, distortion, or misrepresentation of information during an investigation or the Student Conduct Review Process, including knowingly initiating a false complaint.
- (f) Fraud: Any act of deceit or misrepresentation for purposes of financial or personal gain.

(3) Disruptive Conduct

- (a) Any act that impairs, interferes with, or obstructs the orderly conduct, processes, and functions of the University or any part thereof or the rights of one or more individuals.
- (b) Any act which deliberately impedes or interferes with the normal flow of pedestrian and vehicular traffic.
- (c) Any act which intentionally interferes with the election processes of any University registered student organization or sponsored student group.
- (d) Misuse of any University safety equipment, firefighting equipment, or fire alarms.
- (e) A false report of an explosive or incendiary device, which constitutes a threat or bomb scare.
- (f) Breach of peace: an act, which aids, abets, or procures another person to breach the peace on the University premises or at University sponsored/related functions.
- (g) Failure to comply with oral or written instruction from duly authorized University officials (i.e. faculty, staff, administration, residence hall staff) acting within the scope of their job duties or law enforcement officers acting in the performance of their duties, including failure to produce identification to these persons when requested to do so.
- (h) Failure to produce identification upon request by a University official (i.e. faculty, staff, administration, residence hall staff), acting within the scope of their job duties or law enforcement officers acting in the performance of their duties.
- (i) Hindering, noncompliance, or interfering with the student conduct review process by failing to obey the notice from a university official to appear for a student conduct meeting or hearing; and/or attempting to discourage an individual's proper participating in, or use of, the student conduct review process.
- (j) Violation of any other University regulation or policy as described in the UCF Regulations, UCF Policies and Procedures, or University department publicized policy.
- (k) Failure to comply with applicable law and University regulations and procedures for solicitation and fundraising activities on campus.

(4) Harmful Behavior

- (a) Physical harm or threat of physical harm to any person. This harmful behavior policy may not apply in those instances where it is found that a student is acting in self-defense.
- (b) Verbal, digital, or written abuse, threats, intimidation, coercion and/or other conduct that endangers the health, safety, or wellbeing of others, or which would place a reasonable person in fear of bodily injury or death. This definition, however, shall not be interpreted to abridge the rights of the University community to freedom of expression protected by the First Amendment of the United States Constitution and any other applicable law.
- (c) Discriminatory Harassment: Discriminatory harassment consists of verbal, physical, electronic or other conduct based upon a protected class as defined in University Policy 2-004, or membership in other protected classes set forth in state or federal law that interferes with that individual's educational or employment opportunities, participation in a university program or activity, or receipt of legitimately-requested services meeting the description of either Hostile Environment Harassment or Quid Pro Quo Harassment, as defined in University Policy 2-004. ~~1~~ Prohibition of Discrimination, Harassment, and Related Interpersonal Violence.
- (d) Bullying: Defined as behavior of any sort (including communicative behavior) directed at another, that is severe, pervasive, or persistent, and is of a nature that would cause a reasonable person or group in the target's position substantial emotional distress and undermine their ability to work, study, or participate in University life or regular activities, or which would place a reasonable person in fear of injury or death.
- (e) Stalking: Defined as behavior not of a sexual nature that is repeated and/or unwanted toward or with another person that would cause a reasonable person to fear for their safety or the safety of others, or to experience substantial emotional distress. Such conduct is direct, indirect, or through a third party using any type of action, method, or means. Cyber stalking is also included in this definition.
- (f) Invasion of Privacy and Unauthorized Recording.
 - 1. Making, using, disclosing or distributing a recording of a person in a location or situation in which that person has a reasonable expectation of privacy and is unaware of the recording or does not consent to it; and any other conduct that constitutes an invasion of the privacy of another person under applicable laws and regulations. Such conduct includes, without limitation, unauthorized recording of personal conversations, images, meetings or activities.
 - 2. Unauthorized recording of class activity (other than class lecture), or of meetings where there exists a legal expectation of privacy, and/or any unauthorized publication of a recording.
 - 3. Engaging in acts of voyeurism, including but not limited to peeping or surreptitiously recording another when there is a reasonable expectation of privacy.
 - 4. Any notice, consent, or other requirements under applicable laws and regulations must be fulfilled in connection with authorizing, making, using, disclosing, or distributing any recording, where there is a legal expectation of privacy.

- (g) Retaliation against or harassment of complainant(s), other person(s) alleging misconduct, or anyone who participates in an investigation.
- (h) Condoning or encouraging acts of harmful behavior as defined above or failing to intervene during an act of harmful behavior while it is occurring.

(5) Sex-Based Misconduct (Non-Title IX Sexual Harassment)

- (a) Sexual Assault. Sexual assault means sexual contact without consent.
- (b) Sexual Harassment. Sexual harassment means any unwelcome sexual advance, request for sexual favors, or other unwanted conduct of a sexual nature, whether verbal, non-verbal, graphic, physical, or otherwise, when the conditions for Discriminatory Harassment as defined in UCF Policy 2-004 are present.
- (c) Gender-Based Harassment: Gender-based harassment is discriminatory harassment that is based on gender, sexual orientation, gender identity, or gender expression, which may include acts of aggression, intimidation, or hostility, whether verbal or non-verbal, graphic, physical, or otherwise, even if the acts do not involve conduct of a sexual nature, when the conditions for Discriminatory Harassment as defined in UCF Policy 2-004 are present.
- (d) Obscene or Indecent Behavior: Exposure of one's body in such a manner that another party reasonably could be offended or to display sexual behavior which another person reasonably finds offensive.
- (e) Voyeurism: Trespass, spying, or eavesdropping for the purpose of sexual gratification.
- (f) Solicitation of a Minor: soliciting sexual acts from a minor by oral, written, or electronic means.
- (g) Child Pornography: possessing, producing or the dissemination of child pornography
- (h) Relationship Violence: Relationship Violence includes any act of violence or threatened act of violence that occurs between individuals who are involved or have been involved in a sexual, dating, spousal, domestic, or other intimate relationship. Relationship Violence may include sexual assault, stalking, and physical assault. Relationship Violence may involve a pattern of behavior used to establish power and control over another person through fear and intimidation or may involve one-time conduct. A pattern of behavior is typically determined based on the repeated use of words and/or actions and inactions in order to demean, intimidate, and/or control another person. This behavior can be verbal, emotional, and/or physical and may be directed towards the former partner, their property, or other individuals. Examples of Relationship Violence may include, but are not limited to: slapping; pulling hair; punching; damaging another person's property; driving recklessly to scare someone; name calling; humiliating another person in public; harassment directed toward a current or former partner or spouse; and/or threats of abuse, such as threatening to hit, harm, or use a weapon on another (whether Complainant or acquaintance, friend, or family member of the Complainant), or other forms of verbal threats.
- (i) Stalking: Stalking under this provision occurs where a person engages in a course of conduct of a sexual nature that is directed at a specific person under circumstances that would cause a reasonable person to fear for the person's safety or the safety of others, or to experience substantial emotional distress. A "course of conduct" is two or more acts, including but not limited to acts in which a

person directly, indirectly, or through third parties, by any action, method, device, or means, follows, monitors, observes, surveils, threatens, or communicates to or about another person, or interferes with another person's property. Stalking includes "cyber-stalking," a particular form of stalking in which a person uses electronic media, such as the internet, social networks, blogs, phones, texts, or other similar devices or forms of contact. Stalking may include, but is not limited to: non-consensual communications (face to face, telephone, e-mail); threatening or obscene gestures; surveillance/following/pursuit; showing up outside the targeted individual's classroom or workplace; sending gifts and/or notes (romantic, bizarre, sinister, or perverted); and/or making threats.

(j) Sexual Exploitation: Sexual Exploitation is purposely or knowingly doing or attempting to do any of the following:

1. Recording or photographing private sexual activity and/or a person's intimate parts (including genitalia, groin, breasts or buttocks) without consent;
2. Disseminating or posting images of private sexual activity and/or a person's intimate parts (including genitalia, groin, breasts or buttocks) without consent;
3. Allowing third parties to observe private sexual activity from a hidden location (e.g., closet) or through electronic means (e.g., Skype or livestreaming of images);
4. Subjecting another person to human trafficking; or
5. Exposing another person to a sexually transmitted infection or virus without the other's knowledge.

(k) Any attempted acts of sex-based misconduct are also violations of this policy.

(6) Title IX Sexual Harassment

(a) Title IX Sexual Harassment is defined as any conduct on the basis of sex which occurs (i) on or after August 14, 2020; (ii)-against a person located in the United States; and (iii) in or as part of the University's education program or activity, which satisfies one or more of the following:

1. Unwelcome conduct that a reasonable person would determine is so severe, pervasive, and objectively offensive that it effectively denies a person equal access to the University's education program or activity.
2. Sexual assault (as defined in the Clery Act), which includes any sexual contact that occurs without consent (consent and sexual contact are defined in UCF-5.006(3)).
3. Dating violence (as defined in the Violence Against Women Act (VAWA) amendments to the Clery Act), which includes any act of violence or threatened act of violence committed by a person: (A) who is or has been in a social relationship of a romantic or intimate nature with the victim; and (B) where the existence of such a relationship shall be determined based on a consideration of the length of the relationship; the type of relationship; and the frequency of interaction between the persons involved in the relationship.
4. Domestic violence (as defined in the VAWA amendments to the Clery Act), which includes any felony or misdemeanor crimes of violence committed by a current or former spouse or intimate partner of the victim,

by a person with whom the victim shares a child in common, by a person who is cohabitating with or has cohabitated with the victim as a spouse or intimate partner, by a person similarly situated to a spouse of the victim under Florida statute or by any other person against an adult or youth victim who is protected from that person's acts under the domestic or family violence laws of Florida.

5. Stalking (as defined in the VAWA amendments to the Clery Act), meaning engaging in a course of conduct directed at a specific person that would cause a reasonable person to (a) fear for their safety or the safety of others; or (b) suffer substantial emotional distress.
- (b) Retaliation, including but not limited to conduct meant to intimidate, threaten, coerce, or discriminate against any individual for the purpose of interfering with any right or privilege secured by Title IX of the Education Amendments of 1972 or its implementing regulations or UCF Policy 2-012.

(7) Larceny/Property Damage

- (a) Unauthorized use, possession, or theft of property or service. Such property may be personal or public.
- (b) Damaging or defacing of University property or the property of another person whether or not it is on University premises.
- (c) Misuse, tampering with, or damaging fire safety or other safety equipment.

(8) Hazing

- (a) Hazing is any action or situation that recklessly or intentionally endangers the mental or physical health and/or safety of a student for purposes including but not limited to: initiation or admission into, association or affiliation with, any registered student organization or other group whether or not officially recognized by the University. Hazing in violation of Florida Statutes may result in felony charges. A student may commit an act of hazing whether the student is a prospective, current, or former member of the organization or group. The actions of active, associate, new and/or prospective members, former members, or alumni of a student organization or group may be considered hazing under this rule.
- (b) Hazing includes brutality of a physical nature such as whipping, beating, branding, forced calisthenics, exposure to the elements; forced consumption of any food, liquid, liquor, drug, or other substances; or other forced elements; or other forced activity which could adversely affect the mental or physical health or safety of the individual.
- (c) Hazing includes any activity which could subject the individual to extreme mental stress such as sleep deprivation, forced exclusion from social contact, forced conduct that could result in extreme embarrassment, or any other activity that could adversely affect the mental health or dignity of the individual.
- (d) Hazing includes forcing, pressuring, or coercing, the student into violation of University policies or federal, state, or local law.
- (e) Hazing includes soliciting a person to commit or being actively involved in the planning of any act of hazing as defined above where the act of hazing creates a substantial risk of physical injury or death to the person(s) hazed.
- (f) It is not defense to an allegation of hazing that:
 1. the consent of the victim had been obtained;

2. the conduct or activity that resulted in the death or injury of a person was not part of any official organizational event or otherwise sanctioned or approved by the student organization; or
 3. the conduct or activity that resulted in the death or injury of a person was not done as a condition of membership into a student organization.
- (g) Hazing does not include customary athletic events or other similar contests or competitions or any activity or conduct that furthers a legal and legitimate objective.

(9) Misuse or Unauthorized Use of Facilities and Grounds

- (a) Misuse or unauthorized use of classroom or laboratory facilities, or University property (as defined by University Regulation UCF-4.036).
- (b) Abusing grounds or building structures including, but not limited to ramps, rails, stair sets and entryways by means of recreational cycling, skating, scootering, or other recreational activities or devices as outlined in University Regulation UCF-4.036.
- (c) Unauthorized entry or attempted entry to any University property (as defined by University Regulation UCF-4.036).
- (d) Unauthorized possession, duplication or use of keys to any University property (as defined by University Regulation UCF-4.036).

(10) Misconduct at University Sponsored/Related Activities

- (a) Violation of the UCF Rules of Conduct at any UCF sponsored or related activities.
- (b) Violations of a regulation(s) of a host institution sponsored/related activity shall be a violation of the golden rule.

(11) Controlled Substance and Drug Violations

- (a) Possessing, consuming, or attempting to possess cannabis in any amount.
- (b) Cultivating, manufacturing, or attempting to obtain cannabis in any amount.
- (c) Possessing, consuming, cultivating, manufacturing, or attempting to possess any controlled substances other than cannabis, except as expressly permitted by law.
- (d) Selling or distributing cannabis or any other controlled substances other than alcohol.
- (e) Possessing or attempting to possess any drug-related paraphernalia.
- (f) Misconduct under the influence of controlled substance(s) and/or drugs other than alcohol.

NOTE: Students who receive medical attention due to drug related emergencies and/or students who call for help on behalf of another student who may be experiencing a drug related emergency may be exempt from disciplinary action. Information regarding exemptions under this rule for drug related emergencies can be found in University Regulation UCF-5.007 and the Student Conduct and Academic Integrity website: <http://scai.sdes.ucf.edu/medicalemergencies> .

(12) Alcoholic Beverage Violations

- (a) Possessing or consuming alcoholic beverages, or possessing or using alcohol-related paraphernalia, except as expressly permitted by the law and University Regulations and/or Policies.
- (b) Selling or distributing alcoholic beverages or alcohol-related paraphernalia, except as expressly permitted by law and University Regulations and/or Policies

(c) Misconduct under the influence of alcohol

NOTE: Students who receive medical attention due to drug related emergencies and/or students who call for help on behalf of another student who may be experiencing a drug related emergency may be exempt from disciplinary action. Information regarding exemptions under this rule for drug related emergencies can be found in University Regulation UCF-5.007 and the Student Conduct and Academic Integrity website: <http://scai.sdes.ucf.edu/medicalemergencies>.

(13) Possession of Weapons and/or Dangerous Materials

- (a) The possession, use, or storage of weapons on property owned or controlled by the University or at events sponsored and/or supported by the University is prohibited, except as specifically outlined in University Policy 3-119.1 (Weapons on University Property and at University Events).
- (b) Possession or use of fireworks of any description, explosives, or chemicals which are disruptive, explosive, or corrosive are prohibited on University premises or at University sponsored/related activities.

(14) Instigation or Participation in Group Disturbances during Demonstrations, Parades, or Picketing

- (a) Participation in a demonstration(s), parade(s), or picketing which invades the rights of others, which interferes with the function(s) of the University, or which jeopardizes public order and safety.
- (b) Leading or inciting others to disrupt scheduled and/or normal activities within any campus building or area.

(15) Misuse of Computing and Telecommunications Resources

- (a) Theft or other abuse of computer facilities and resources
- (b) Unauthorized entry into a file, to use, read, or change the contents, or for any other purpose.
- (c) Unauthorized transfer of a file.
- (d) Use of another individual's identification and/or password.
- (e) Use of computing facilities and telecommunications resources to interfere with the work of another student or of a faculty or staff member.
- (f) Use of computing facilities and telecommunications resources to send obscene materials.
- (g) Use of computing facilities and telecommunications resources to interfere with normal operation of the University computing system.
- (h) Use of computing facilities and telecommunications resources in violation of copyright laws.
- (i) Any violation of the University of Central Florida Use of Information Technology and Resources Policy (UCF Policy 4-002), including a violation of the terms and conditions of any third party computing system.
- (j) Any violation of the University of Central Florida ResNet Acceptable Use Policy.

(16) Gambling

- (a) Play in an unlawful game of chance for money or for anything of value on University premises or at any affair sponsored by a student or registered student organization.

- (b) Unlawfully sell, barter or dispose of a voucher or any item for participation in a scheme of chance by whatever name on University premises or at any affair sponsored by a student or registered student organization.
- (c) Wager on a University team or organization in a competition, with a direct influence in the success of the competition.

~~(17) University Student Residence Violations. Violation(s) of any Department of Housing and Residence Life policy, rule or regulation published in hard copy or available electronically via Department of Housing and Residence Life website. A charge under this provision must include a specific citation of which Housing policy or policies the charged student has violated.~~

(1817) University Wordmark Violations. Unauthorized use of the official University wordmark, Pegasus, monogram, seal, or other graphic identity symbol.

(1918) Violation of Local, State, and/or Federal Laws. Violation of any local, state and/or federal law that may result in a felony or misdemeanor.

(2019) Complicity: Complicity is any act taken with the purpose of aiding, facilitating, promoting or encouraging the commission of an act prohibited by the Rules of Conduct.

Authority: BOG Regulations 1.001 and 6.0105. History –Formerly 6C7-5.0042, New 6-18-09, Amended 7-19-12, 9-5-13, 11-20-14, 10-29-15, 7-28-16, 7-20-17, 1-18-18, 7-19-18, 7-18-19, 6-18-20, 10-22-20, 12-3-20, 9-23-21, _____-22.

UCF-5.009 Student Conduct Review Process; Sanctions

(1) Violation Reports. Alleged violations of the UCF Rules of Conduct shall be reported in writing to the Director of the Student Conduct and Academic Integrity (SCAI) or designee. Upon receiving an alleged violation of misconduct, the Director of SCAI or designee may review relevant information and consult with relevant parties regarding the incident in question. Where deemed necessary to protect the safety and well-being of others, of the University, or of property, the Director of SCAI or designee, upon notifying the VP of SDES or designee, may take immediate action to resolve the safety and/or well-being concern by placing the student on interim ~~suspension~~action. Interim ~~suspension~~action is not a sanction. An interim ~~suspension~~action is subject to review at a hearing within three (3) business days by the VP of SDES or designee to determine the status of the interim ~~suspension~~action. The outcome of an interim ~~suspension~~action hearing shall remain in effect until the final disposition of any formal charges resulting from the circumstances of the case, unless the VP of SDES or designee shall decide otherwise.

- (a) The Director of the SCAI will refer all information warranting disciplinary action and assign the case to the appropriate staff member. SCAI will send written notification to the charged student indicating the nature of the activity in question and what university rules were allegedly violated.
- (b) Upon receipt of an incident report SCAI has six (6) months to charge a student with a violation of the Rules of Conduct. SCAI may exercise discretion when applying the time provision to account for circumstances that warrant a waiver of the six-month time limit. SCAI will waive the six-month limit in cases involving sexual harassment, dating violence, domestic violence, and stalking and may waive the time limit for other extraordinary cases, as determined by the Director of SCAI or designee.
- (c) Students charged with alleged violations of the Rules of Conduct will receive notice to attend a ~~required~~-preliminary conference with SCAI to discuss the charges. - At the preliminary conference, the student will receive information regarding the Student Conduct Review Process, including the student's rights during the process, an opportunity to inspect and/or review the information known at the time, and notice on how to contact the Student Government Judicial Advisor. At the conclusion of the conference, SCAI recommends an option for resolution of the disciplinary charges. If the student fails to attend the preliminary conference, a hold may be placed on the student's record, preventing them from registering for future classes until the matter is resolved, and SCAI may move forward with scheduling a formal hearing as a resolution for disciplinary charges. Students who leave the university or withdraw from a class before a disciplinary matter is resolved may be prohibited from future enrollment until such time as the matter is resolved.

(2) Options for Resolution of Disciplinary Charges.

- (a) Case Dismissal: The Director of SCAI or designee may dismiss a case if it is found to not have sufficient facts or information to substantiate the claim of misconduct, the accused person is not a student, or the action claimed as misconduct is not a violation of the Rules of Conduct.
- (b) Mediation: Depending on the nature and severity of the alleged violation, SCAI may recommend mediation as an alternative to disciplinary action. The involved

parties must each agree to mediation. Mediation is confidential. In mediation, the parties voluntarily meet with an impartial mediator to communicate their concerns and needs to each other and to reach their own agreement on the resolution of the case. The participants in mediation are responsible for keeping their agreement or renegotiating it, if necessary. In the event that the participants do not agree to mediate or mediate but do not reach a full and final resolution, the case will be referred back for possible disciplinary action. Breach of a mediated agreement may result in a follow up mediation session or the matter may be referred back through the conduct process at the discretion of SCAI. Mediation will not be a resolution option for cases involving allegations of incidents of sexual misconduct and/or interpersonal violence.

- (c) **Informal Resolution Conference:** At the discretion of SCAI, violations found not to warrant a formal hearing may be referred to an informal resolution conference. SCAI shall provide timely written notice to the student of the charges at least seven (7) business days before the informal resolution conference. At the informal resolution conference, the charged student has the opportunity to meet with an SCAI member or designee and accept responsibility for the charges of violation of the Rules of Conduct. At the informal level, the matter will be settled by the following outcomes: punitive sanction (Disciplinary Warning, Disciplinary Probation, or Disciplinary Deferred Suspension) as well as educational sanctions (papers, seminars, community service, etc.). If the matter is not resolved informally, the case will be resolved through a formal hearing. The outcomes from an informal resolution conference (decision of responsibility and recommended sanctions) are final and are not eligible to be appealed (UCF-5.010). The student will receive written notice of the Resolution Agreement within ten (10) business days of the conference, except in the case of extraordinary circumstances. Written notice of the Resolution Agreement will include the determination regarding responsibility for conduct violations and applicable sanctions.
- (d) **Formal Hearing:** If an alleged violation of the Rules of Conduct is not dismissed or otherwise resolved, then SCAI shall provide timely written notice to the student of the charges at least seven (7) business days before the formal hearing. Except as set forth in (5) below, the charged student may request either a panel or administrative hearing. The charged student's hearing shall be open only to the charged student; the charged student's advisor, advocate, or legal representative; the hearing body; witnesses (when called upon); a representative from SCAI; and a legal representative for the University. For cases of sex-based misconduct (non-Title IX Sexual Harassment), the hearing shall also be open to the complainant and advisor. For cases of Title IX Sexual Harassment, the hearing shall also be open to the complainant, advisor, and support person. In cases of alleged Academic Misconduct, the student is required to have an academic integrity hearing as stated in UCF-5.015.

(3) Formal Hearings. There are two types of formal hearings – panel hearings and administrative hearings.

- (a) **Panel Hearings.**
 - 1. A panel to consider an individual case shall be randomly selected by SCAI from the Student Conduct Board and shall consist of two (2) faculty and administrative staff members combined, and two (2) student members. One

- panel member shall be selected by SCAI to chair the hearing and report the proposed finding(s) and recommended sanctions, if any, to the Director of SCAI or designee.
2. At hearings conducted by a panel, an SCAI staff member shall act as an advisor to the panel. The Director of SCAI or designee shall receive the panel's proposed finding(s) as to "in violation" or "not in violation" of the Rules of Conduct, and consider any sanctions proposed by the panel.
 3. The Director of SCAI or designee may accept the proposed finding(s) of "in violation" or "not in violation" or remand the case for rehearing. If the Director of SCAI or designee accepts the proposed finding(s) of "in violation," they may approve, mitigate, or increase the sanctions proposed by the panel.
 4. Any decision by the Director of SCAI or designee to alter proposed sanctions or remand a case shall be accompanied by a concise and explicit written statement that explains the basis for that decision.
- (b) Administrative Hearings
1. Administrative hearings shall be conducted by one faculty or staff member selected by SCAI from the Student Conduct Board.
 2. At hearings conducted by an administrative hearing officer, an SCAI staff member shall act as an advisor to the administrative hearing officer. The Director of SCAI or designee shall receive the administrative hearing officer's proposed finding(s) as to "in violation" or "not in violation" of the Rules of Conduct, and consider any sanctions proposed by the administrative hearing officer.
 3. The Director of SCAI or designee may accept the proposed finding(s) of "in violation" or "not in violation" or remand the case for rehearing. If the Director of SCAI or designee accepts the proposed finding(s) of "in violation," they may approve, mitigate, or increase the sanctions proposed by the administrative hearing officer.
 4. Any decision by the Director of SCAI or designee to alter sanctions or remand a case shall be accompanied by a concise and explicit written statement that explains the basis for that decision.
- (c) Conduct of Formal Hearings - The following is furnished as a guide to the sequence of events in a formal hearing. The formal hearing will be recorded by the University, and no other recordings are permitted. The recording will be made part of the official record of the hearing.
1. Reading of charges.
 2. Charged Student response of "in violation" or "not in violation."
 3. Presentation of information in support of the charges.
 4. Opening statement by the charged student.
 5. Questioning of the charged student.
 6. Presentation and questioning of all other parties.
 7. Final questions of the charged student by the hearing body.
 8. Closing remarks by the charged student.
 9. Hearing is brought to a close.
- (d) Deliberations by the hearing body are not part of the hearing and are confidential. Deliberations occur after the closure of the hearing and are not recorded. Following

deliberations, the hearing body will prepare a written statement of its proposed finding(s) and, if applicable, recommend sanctions.

- (e) Case Record for Formal Hearing - The case record shall consist of the following items:
 - 1. A copy of the formal charges in writing.
 - 2. A recording of the formal hearing.
 - 3. All staff memoranda submitted.
 - 4. All items of physical or written documentation submitted, provided such items are not returned to a rightful owner. In that case, photographs or other facsimiles shall be made before return.
 - 5. The proposed finding(s) and sanction(s) by the hearing panel or administrator, if any.
 - 6. The Director of SCAI's or designee's decision.
- (f) Student Conduct Board members for panel and administrative formal hearings are selected through an annual application and interview process with the exception of the justices from the Student Government Judicial Branch. All Student Conduct Board members, including justices, receive annual training from SCAI. Student Conduct Board members who serve on hearings related to allegations of sex discrimination, including but not limited to relationship violence, sexual assault, sex harassment, and stalking receive additional training annually.

(4) Student Rights in the Student Conduct Review Process. The following rights apply to a student disciplinary proceeding:

- (a) The charged student shall be afforded timely written notice, at least seven (7) business days prior to each disciplinary proceeding, unless waived in writing. Written notice may be sent to the charged student's electronic and/or physical address listed in the Registrar's records. Written notice shall include:
 - 1. The student's name and address.
 - 2. Date, time, and location of the disciplinary proceeding.
 - 3. The rule(s) of conduct allegedly violated as known at the time the notice is sent.
 - 4. A listing of all known witnesses that have provided, or will provide, information against the student.
 - 5. A description of any physical or written documentation known at the time the notice is sent.
- (b) The student may have, at their own expense and initiative, an advisor, advocate, or legal representative to be present and who can fully participate in the disciplinary proceeding (i.e., informal resolution conference or formal hearing). It is the student's responsibility to make appropriate arrangements for the advisor, advocate, or legal representative to attend the preliminary conference or disciplinary proceeding(s), and the disciplinary proceeding(s) shall not be delayed due to scheduling conflicts of the chosen advisor, advocate, or legal representative. An advisor, advocate, or legal representative may not serve as a witness during any a disciplinary proceeding. The student may consult with their advisor, advocate, or legal representative at any time during the preliminary conference or disciplinary proceeding(s). This consultation must take place in a manner that does not disrupt the preliminary conference or disciplinary proceeding(s). If the advisor, advocate, or legal representative does not adhere to

their defined role in the Student Conduct Review Process, they may be removed from the disciplinary proceeding.

- (c) The Student Conduct Review Process shall be conducted on the basis that the charged student is not in violation until the preponderance of evidence proves otherwise, except if the student accepts responsibility for the charge(s). The technical rules of evidence applicable to civil and criminal cases shall not apply to the Student Conduct Review Process, including during a formal hearing. The burden of proof is not on the student charged with a violation of the Rules of Conduct. The university has the burden to prove, by a preponderance of the evidence, that a violation has taken place. Nothing contained in this paragraph prohibits or limits the University in offering other forms of resolution, such as mediation or informal resolution.
- (d) The student shall have the right to an impartial hearing officer for the formal hearing. Prior to the commencement of the formal hearing, the charged student shall have the opportunity to challenge the impartiality of any member(s) of the hearing body. If the student shows good cause for the removal of any member(s) of the hearing body, the Associate Vice President and Dean of Students or designee will assign a new hearing body member.
- (e) At least five (5) business days before the informal resolution conference or formal hearing, the University will provide the student with the opportunity to inspect all known information relating to the allegation(s), including inculpatory and exculpatory information. The University also has the right to review any information the student intends to use at the informal resolution conference or formal hearing at least five (5) business days before the informal resolution conference or formal hearing. During a formal hearing, only such information that is determined to be "Relevant Information" will be allowed.
- (f) The University cannot compel any person to attend a formal hearing. However, all parties may arrange for witnesses to voluntarily present Relevant Information during the proceeding. The questioning of a witness shall be facilitated by the hearing officer or panel conducting the formal hearing.
- (g) The student shall not be forced to present self-incriminating information during a disciplinary proceeding. In addition, the student reserves the right to remain silent. Such silence may not be used against the student. The University is not required to postpone any disciplinary proceeding(s) pending the outcome of any civil or criminal case. The University's formal hearing is not a criminal or judicial proceeding and is designed to address student behavior; therefore, alleged violations of the UCF Rules of Conduct will be addressed independently of any outcome imposed by the courts for a criminal offense.
- (h) The proposed finding, as well as the Director of SCAI's or designee's determination, of "in violation" or "not in violation" on the charges shall be based solely on the information presented at the formal hearing.
- (i) Should the student fail to attend the scheduled formal hearing, the hearing will be held in the student's absence and the proposed findings, including any recommended sanctions, will be made using the information available at the time of the scheduled formal hearing.
- (j) Only if the proposed finding of the formal hearing body is that the student is in violation, will prior conduct history be reviewed and potentially affect proposed sanctioning.

- (k) The results of any formal hearing shall be made available to the charged student within ten (10) business days following the hearing. Should SCAI need additional time, the deadline can be extended by the Director of SCAI or designee by notifying the charged student. For academic integrity cases, the results of any formal hearing shall be made available to the charged student within fifteen (15) business days following the hearing. The Director of SCAI or designee shall notify the charged student in writing of the need for additional time.
- (l) The student's enrollment status shall remain unchanged pending the University's final agency action in the matter, except in cases where the VP of SDES or designee determines that the safety, health, or general welfare of the student, any individual, or any part of the University may be involved.

(5) Additional Procedures in Cases of Sex-Based Misconduct and Title IX Sexual Harassment

- (a) In cases involving sex-based misconduct or Title IX sexual harassment, a single hearing officer will be the only option for a formal hearing.
- (b) Where a student is charged with a violation of UCF-5.008(5), the procedures outlined in UCF-5.006(6) and UCF Policy 2-004 will apply in addition to the procedures of the Student Conduct Review Process outlined above.
- (c) Where a student is charged with Title IX Sexual Harassment as prohibited under UCF-5.008(6), the procedures outlined in UCF-5.006(7) and the Title IX Grievance Policy (University Policy 2-012) will apply in place of the procedures of the Student Conduct Review Process outlined above, except that UCF-5.009(4)(a) and (e) will apply, and the sanctions outlined below may be applied to violations of UCF-5.008(6) Title IX Sexual Harassment.
- (d) The sanctions outlined below may be applied to violations of UCF-5.008(5) Sex-Based Misconduct (non-Title IX) and UCF-5.008(6) Title IX Sexual Harassment.

(6) Sanctions.

- (a) Disciplinary Warning - An official warning that the student's behavior is in violation of the UCF Rules of Conduct.
- (b) Disciplinary Probation – Disciplinary Probation status shall be for a specific length of time in which any further violation of the Rules of Conduct puts the student's status with the University in jeopardy. While on Disciplinary Probation, the student may continue to attend classes and is given a chance to show capability and willingness to live in accordance with the Rules of Conduct. If the student is found "in-violation" for another violation of the Rules of Conduct, while on Disciplinary Probation, more severe sanctions may be imposed. Restrictive conditions may be imposed and vary according to the severity of the offense. A non-exhaustive list of possible restrictive conditions shall be listed on the SCAI website (scai.sdes.ucf.edu). Student leadership eligibility shall be governed by the eligibility requirements outlined by the Office of Student Involvement and their eligibility appeal process. While on Disciplinary Probation, a hold will be placed on a student's record for record keeping purposes.
- (c) Deferred Disciplinary Suspension - Deferred Disciplinary Suspension is a designated period of time during which a student is given the opportunity to demonstrate the ability to abide by the Rules of Conduct. Deferred Disciplinary Suspension is used for offenses found serious enough to warrant Disciplinary Suspension, but where the specific circumstances of the case mitigate the offense or

for repeated offenses of a less serious nature. During a Deferred Disciplinary Suspension, the student will be officially suspended from the university, but the suspension will be deferred, meaning that the student may continue to attend classes. Students placed on Deferred Disciplinary Suspension will have a conduct overlay placed on their transcripts for the period of time that the Deferred Disciplinary Suspension is in effect. The conduct overlay is a notation indicating that the student is not in good standing. Restrictive conditions may be imposed and vary according to the severity of the offense. A non-exhaustive list of possible restrictive conditions shall be listed on the SCAI website (scai.sdes.ucf.edu). Student leadership eligibility shall be governed by the eligibility requirements outlined by the Office of Student Involvement and their eligibility appeal process. A disciplinary suspension will be enforced for failure to complete any assigned educational sanctions by the deadline(s) and/or for any subsequent violation of the Rules of Conduct, unless the Director of SCAI determines otherwise in exceptional circumstances. If the student is found in violation for any violation(s) of the Rules of Conduct that occurred while on Deferred Disciplinary Suspension status, including failure to complete any assigned educational sanctions by the deadline(s), the student will be suspended for a minimum of one (1) semester, in addition to the educational sanctions imposed for the subsequent violation. While on Deferred Disciplinary Suspension, a hold will be placed on a student's record for recordkeeping purposes.

- (d) Disciplinary Suspension - A student involved in an offense warranting consideration of action more serious than Deferred Disciplinary Suspension or one involved in repeated misconduct may face Disciplinary Suspension. During the period of Disciplinary Suspension, a student may not be enrolled in classes, participate in University related activities, whether they occur on or off campus. A student under Disciplinary Suspension may not otherwise be present on University premises unless authorized in writing in advance under conditions approved by the Director of SCAI. Upon being withdrawn, the student may no longer enroll in classes, may not be an active member of a Registered Student Organization, may no longer use university facilities, must vacate university owned housing, may no longer be permitted on university property, may not be employed by the University, and may be entitled to whatever refunds of tuition, fees, and room and board charges as would be appropriate given the timing of the withdrawal. In determining if and to what extent suspended students shall be authorized to be on University premises, the Director of SCAI or designee shall consider whether the suspension creates an undue hardship on the disciplinary suspended student. Students placed on Disciplinary Suspension will have a conduct overlay placed on their transcript for the period of time that the Disciplinary Suspension is in effect.—The conduct overlay is a notation indicating that the student is not in good standing. Further, while on Disciplinary Suspension, a hold will be placed on a student's record for record keeping purposes. All assigned educational sanctions must be completed prior to the conclusion of Disciplinary Suspension; otherwise, the Disciplinary Suspension will remain in effect.
- (e) Disciplinary Dismissal – Disciplinary Dismissal is a sanction which removes the student from the individual's academic program and separates the student from the University for a period of at least two years and up to seven years. A dismissed student has none of the rights or privileges of a student of the University.

Following Disciplinary Dismissal, the individual must apply for readmission to the University. Readmission is possible but not guaranteed and will only be considered after the two-to-seven-year time allotted from the effective date of the Dismissal, based on meeting all readmission criteria and obtaining clearance from the Associate Vice President and Dean of Students or designee. This may include restricted access to campus and/or other specified activities. Students placed on Disciplinary Dismissal will have a conduct overlay placed on their transcript for the period of time that the Disciplinary Dismissal is in effect. The conduct overlay is a notation indicating that the student is not in good standing. Further, while on Disciplinary Dismissal, a hold will be placed on a student's record for record keeping purposes. All assigned educational sanctions must be completed prior to the conclusion of Disciplinary Dismissal; otherwise, the Disciplinary Dismissal will remain in effect.

- (f) Delayed Issuance of Diploma: The issuance of a student's diploma from the University of Central Florida will be withheld until the completion of a stated time frame and all educational sanctions imposed through the Student Conduct Review Process.
- (g) Delayed Conferral of Degree – The Administrative process of a student's degree being conferred through the University's Registrar's Office will be delayed. This means the student's degree will not be awarded until the completion of a stated time frame and all educational sanctions imposed through the Student Conduct Review Process.
- (h) Disciplinary Expulsion – Disciplinary Expulsion is a sanction which removes the student from the individual's academic program and permanently separates a student from the University without opportunity to graduate or re-enroll at the university in the future. An overlay will be permanently placed on the student's record. Further, a hold will be permanently placed on a student's record for record keeping purposes.
- (i) Educational Sanctions - In conjunction with a sanction listed above, a student found to have been in violation of any of the Rules of Conduct will be assigned educational requirements such as, but not limited to, reflective/research papers, classes/seminars, interviews, etc. Educational sanctions are intended to provide a student with opportunities to repair the harm of their actions and to engage in meaningful developmental experiences that will help the student in avoiding future violations of University policy.

Authority: BOG Regulations 1.001 and 6.0105. History - Formerly 6C7-5.0041, New 6-18-09. Amended 9-5-13, 3-5-15, 10-29-15, 7-28-16, 7-20-17, 1-18-18, 7-19-18, 7-18-19, 6-18-20, 10-22-20, 9-23-21, _____-22.

UCF-5.010 Student Conduct Appeals**(1) Appeals within the Student Conduct Review Process**

- (a) Students found in violation as a result of a formal hearing may appeal the finding(s) and sanction(s) imposed. The appeal must be made in writing to the Appellate Officer (VP of SDES or designee) within ten (10) business days after the date the student was notified of the decision by the Director of Student Conduct and Academic Integrity (SCAI) or designee. The person designated to hear the appeal may not have directly participated in any other proceeding related to the charged violation. The appeal form can be found at <http://scai.sdes.ucf.edu/process>.
- (b) Students may appeal the finding and sanction(s) imposed on the basis of one or more of the following:
 - 1. Irregularities in fairness and stated procedures of the hearing that could have affected the outcome of the hearing.
 - 2. Discovery of new and significant information that could have affected the outcome of the hearing and that was not known or could not reasonably have been discovered and/or presented at the time of the initial hearing.
 - 3. The sanction(s) are extraordinarily disproportionate to the violation(s).
- (c) On the appeal form, the student must state the reason(s) for appeal, the supporting facts, and the recommended solution. This is not a re-hearing of the conduct case. An appeal cannot be filed simply because a student is dissatisfied with the decision. Failure to describe the nature of the information in full detail in the appeal letter will result in the denial of an appeal.
- (d) The appellate officer shall first determine if sufficient grounds for appeal exist and then, if so, the appellate officer may: deny the appeal, thus sustaining the initial decision; alter the sanction(s); or return the case for a new hearing. Any decision by the appellate officer to alter sanctions or return a case for new hearing shall be accompanied by a concise and explicit written statement that explains the basis for that decision.
- (e) The appellate officer should issue a written decision to the student's appeal within twenty (20) business days of receipt of the appeal. Should the appellate officer require additional time for review beyond the twenty (20) business days, the appellate officer shall notify the charged student in writing of the need for additional time. Decisions of the appellate officer reflect final agency action.
- (f) Any decision by an appellate officer to alter sanctions or return a case shall be accompanied by a concise and explicit written statement that explains the basis for that decision.
- (g) SCAI cannot place an overlay on the student's record until the appeal decision is completed or if the student chooses not to appeal. At such time, if appropriate, a hold and/or overlay, is placed on the student's record. If the appellate officer upholds the original findings, the effective date of any disciplinary sanction(s) imposed will revert back to the date of the Director of SCAI's or designee's final decision letter.

(2) Appeals within the Student Conduct Review Process for Cases Involving Sex-Based Misconduct ~~and/or Title IX Sexual Harassment~~

- (a) Complainants and Respondents in matters involving allegations of Sex-Based Misconduct ~~and/or Title IX Sexual Harassment~~ (as defined in Regulation UCF-5.008(5) ~~and UCF-5.008(6)~~) may appeal the finding(s) and sanction(s) imposed from a student conduct formal hearing. The appeal must be made in writing to the Appellate Officer (VP of SDES or designee) within ten (10) business days after the date both the Respondent and Complainant are notified of the decision by the Director of SCAI or designee. The person designated to hear the appeal may not have directly participated in any other proceeding related to the charged violation. The appeal form can be found at <https://scai.sdes.ucf.edu/student-appeal/>.
- (b) In cases charged under 5.008(5), Complainants and Respondents may appeal the finding and sanction(s) imposed on the basis of one or more of the following:
 - 1. Irregularities in fairness and stated procedures of the hearing that could have affected the outcome of the hearing.
 - 2. Discovery of new and significant information that could have affected the outcome of the hearing and that was not known or could not reasonably have been discovered and/or presented at the time of the initial hearing.
 - 3. The sanction(s) are extraordinarily disproportionate to the violation(s).
- ~~(c) In cases charged under 5.008(6), Complainants and Respondents may appeal the finding and sanction(s) imposed on the basis of one or more of the following:~~
 - ~~1. Procedural irregularity that materially affected the outcome of the matter (i.e., a failure to follow the University's own procedures).~~
 - ~~2. New evidence that was not reasonably available at the time the Determination of Responsibility, or dismissal was made, that could materially affect the outcome of the matter.~~
 - ~~3. The Decision Maker(s) had a conflict of interest or bias for or against an individual party, or for or against Complainants or Respondents in general, that materially affected the outcome of the matter.~~
 - ~~4. The sanction(s) are extraordinarily disproportionate to the violation(s) criteria as defined in the University's Title IX Grievance Policy, UCF Policy 2-012.~~
- ~~(dc)~~ On the appeal form, the student must state the reason(s) for appeal, supporting facts, and the recommended solution. Failure to describe the nature of the information in full detail in the appeal letter will result in the denial of the appeal.
- ~~(ed)~~ The appellate officer shall first determine if sufficient grounds for appeal exist and then, if so, the appellate officer may: deny the appeal, thus sustaining the initial decision; alter sanction(s); or return the case for a new hearing.
- ~~(fe)~~ The appellate officer should issue a written decision to the student's appeal within twenty (20) business days of receipt of the appeal. The written decision shall ~~issue~~be issued to both the Complainant and the Respondent. Should the appellate officer require additional time for review beyond ~~the~~ twenty (20) business days, the appellate officer shall notify the Complainant and Respondent in writing of the need for additional time. Decisions of the appellate officer reflect final university action.

- (gf) Any decision by an Appellate Officer to alter sanctions or return a case shall be accompanied by a concise and explicit written statement that explains the basis for that decision.

(3) Appeals within the Student Conduct Review Process for Title IX Sexual Harassment
Complainants and Respondents in matters involving allegations Title IX Sexual Harassment are to follow University's Title IX Grievance Policy, UCF Policy 2-012 which outlines the rights, including appeals rights, for both parties.

(34) Community ReEngagement and Educational Development (CREED) Program

- (a) The Community ReEngagement and Educational Development (CREED) Program is designated for a student to have the opportunity to demonstrate that in the period following the conclusion of the Student Conduct Review Process, they have taken steps to become a productive and engaged member of the UCF Community.
- (b) Upon completion of one semester of Disciplinary Probation, Deferred Disciplinary Suspension, or Disciplinary Suspension and completion of all educational sanctions, a student can request a review of their disciplinary status through the Community ReEngagement and Educational Development (CREED) Program. Students who have a Z Designation on their transcript are eligible to apply once the duration of their Disciplinary Suspension has ended and all educational sanctions are complete.
 - 1. Students who have been found In Violation of a Rule of Conduct that required an investigation by the Office of Institutional Equity (OIE) are ineligible to apply for relief under the CREED Program.
 - 2. Students who have been found In Violation of a Rule of Conduct that had a substantially negative impact on a person or group of people, as determined by SCAI, are ineligible to seek relief under the CREED Program.
- (c) Requests must be submitted to the Director of SCAI or designee via an online CREED Program submission form available at www.scai.sdes.ucf.edu/creed . This request can only be submitted once a semester.
- (d) The Director of SCAI or designee will review applications submitted before the semesterly deadline(s) during the application review period(s). Information on application deadlines and review periods can be found at <https://scai.sdes.ucf.edu/creed-program/> . The Director of SCAI or designee shall conduct a preliminary review to ensure that the student's request meets the necessary eligibility and application requirements. The Director of SCAI or designee must communicate the finding of the preliminary review of the application as well as the date and time of the CREED Review Meeting that has been scheduled for a committee to conduct a review of the student's application, if applicable. The student has three (3) business days from when the Director of SCAI or designee sent their preliminary findings to request an alternate date and time of the CREED Review Meeting.
- (e) Prior to this meeting, the committee will have reviewed the submitted packet and will prepare questions for the student to address, as well as provide the student with the opportunity to further discuss why their disciplinary status should be altered or terminated or why the Z Designation should be removed from the

student's transcript. No alterations shall be made to include new or increased sanctions. Should the committee feel that further information and/or documentation is necessary in order to render a recommendation, the review may be temporarily recessed. The student will be given ten (10) business days to produce the information and/or documentation. Upon receipt of the requested information and/or documentation, the committee will reconvene the CREED Review Meeting with the student.

- (f) After the meeting, the committee will issue a recommendation to the Director of SCAI or designee. The Director of SCAI or designee will provide a final decision to the student in writing within ten (10) business days of receiving the recommendation.
- (g) If the request is denied by the Director of SCAI or designee the final decision shall include a concise and explicit written statement that explains the basis for that decision and suggested action items for the student's success.
- (h) There is no appeal process for a CREED Review Meeting decision.

(45) Sealing of Records

- (a) A student's conduct record is eligible to be sealed if the incident(s) in question are minor and do not result in disciplinary suspension, disciplinary dismissal, or disciplinary expulsion and/or if the student is not current on disciplinary probation or deferred suspension with all educational sanctions completed in full.
- (b) A student conduct record may be sealed upon the successful submission and review of appropriate paperwork to SCAI.
- (c) The factors influencing the decision by the Director of SCAI for sealing are the severity of the violation, effect of the violation on the University community, sanctions applied, completion of sanctions, and ethical development demonstrated by the student.
- (d) There is no appeals process regarding student conduct record sealing.

Authority: BOG Regulations 1.001 and 6.0105. History – Formerly 6C7-5.00431, New6-18-09. Amended 3-5-15, 10-29-15, 7-28-16, 7-20-17, 1-18-18, 7-18-19, 6-18-20, 10-22-20, 9-23-21, ____-22.



Board of Trustees
Governance Committee | May 25, 2022

GOVC-6: Amendments to University Regulations UCF-6.007 Traffic/Parking Regulation and Enforcement and UCF-6.008 Vehicle Registration Fees; Parking Violation Fines

☐ Information

☐ Discussion

☒ Action

Meeting Date for Upcoming Action: May 26, 2022

Purpose and Issues to be Considered:

The University proposes to amend two University Regulations related to parking. Regulation *UCF-6.007 Traffic/Parking Regulation and Enforcement* is amended to add new language introducing virtual permits for students, employees, and campus visitors. Virtual permits will now be the primary parking permit format for all vehicles, except for those who are unable to register online. New language has also been added for electric vehicles and to update the language for high efficiency vehicles.

Regulation *UCF-6.008 Vehicle Registration Fees; Parking Violation Fines* is amended to reflect a shift in permit periods from semesters to calendar periods, and to incorporate virtual permits that are being implemented this year for all campus parking. Additionally, language has been added for one new parking violation and for new types of daily visitor permits.

These regulations were posted online April 25, 2022, for public comment. Two comments were received as of the date of submission of these materials and were addressed with the commenters without any recommendation for change to the regulation language.

Background Information:

Florida Board of Governors Regulation 1.001 provides that “Each Board of Trustees is authorized to promulgate university regulations in accordance with the Regulation Development Procedure adopted by the Board of Governors.” University Regulation UCF-6.008 is a select regulation and will also be submitted to the Board of Governors for approval after approval by this Board.

Recommended Action:

Approve amendments to UCF Regulations UCF-6.007 and UCF-6.008.

Alternatives to Decision:

Do not amend University Regulations UCF-6.007 and UCF-6.008 as proposed. Approve alternative amendments.

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Board of Governors Regulation 1.001



Board of Trustees

Agenda Memo

Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

Submitted by:

Youndy Cook, Vice President and General Counsel

Supporting Documentation:

Attachment A: Proposed Amended Regulation UCF-6.007

Attachment B: Proposed Amended Regulation UCF-6.008

Facilitators/Presenters:

Youndy Cook

UCF-6.007 Traffic/Parking Regulation and Enforcement.**(1) General Information.****(a) Definitions.**

1. The term “vehicle” shall include bicycles, motorcycles, automobiles, trucks, and other mobile equipment.
2. High Efficiency Vehicles (HEV): Vehicles which run on rechargeable batteries and gasoline engines combined or which use one or more electric motors or other non-fossil fuel for momentum. ~~Only these vehicles will be allowed to park in spaces that have signs and/or stenciling that state “Hybrid Vehicles Only” or “HEV Parking Only”. Only Electric Vehicles which require electricity for power may park in the parking spaces designated “Electric Vehicles Only”. Vehicles parked in these spaces must be in the charging mode. Only HEV vehicles may be parked in HEV spaces and must have a valid UCF virtual parking permit or physical hang tag. Maximum time allowed in HEV/Electric Vehicle Only spaces is 4 hours. Valid UCF parking permits must be displayed.~~
3. Electric Vehicles (EV): Only EV vehicles which require electricity for power may park in the parking spaces designated “Electric Vehicles Only”, must be in charging mode, and must have a valid parking permit. Maximum time allowed in EV spaces is 4 hours.
3. ~~Decals and hang tags: Printed labels or hang tag permits issued by the university evidencing vehicle registration. For the purposes of this regulation, the words “decal”, “hang tag”, and “permit” are synonymous.~~
4. Virtual permits: for the purpose of this regulation, the terms virtual permits and hang tag permits are synonymous.
5. License Plate Recognition (LPR): University of Central Florida utilizes license plate recognition hardware and software for parking systems and management.
6. Campus: Campus includes the Orlando/Main Campus and the specialized campuses ~~of~~ UCF Downtown, Academic Health Sciences and Rosen College of Hospitality Management.

- (b) The University Parking and Transportation Advisory Committee serves as the principal advisory body to the president through the Vice President of Facilities and Business Operations for Administration and Chief Operating Officer, recommending policies and regulations that govern traffic and parking on the UCF campus. The committee shall consist of two (2) faculty members selected by the Faculty Senate Parking Advisory Committee; two (2) students appointed by the president of Student Government Association; two (2) staff members appointed by USPS Staff Council; one (1) Administrative and Professional employee appointed by the ~~Vice President~~ of Facilities and Business Operations for Administration and Finance. The Vice President of Facilities and Business Operations~~for Administration and Chief Operating Officer~~ will appoint one additional member to serve as chair. The term of service shall be two (2) years, staggered with the exception of student members, who shall serve for one year. The committee may elect a vice-chair to serve in the absence of the chair.
- (c) The University Parking Citation Appeals Committee is composed of up to two faculty (2) members, four (4) students, two (2) university employees and one (1) chair. The University Parking Citation Appeals Committee has jurisdiction over

violations of the university's parking regulations. In those cases heard before it, this committee will render decisions determining responsibility~~adjudicating guilt~~ and will impose appropriate monetary or restrictive penalties. The University Parking Citation Appeals Committee reports to the Assistant Vice President for Auxiliary Services~~Vice President for Administration and Chief Operating Officer~~.

- (d) **Applicability** – The provisions of this regulation shall apply at all times to vehicles that are operated or parked on the UCF campus. The fines, penalties and other sanctions against persons in violation of the provisions of this regulation will be enforced as follows:
 - 1. In the case of a vehicle registered with the Department of Parking and Transportation, the university shall assess fines for parking violations against the person in whose name the vehicle is registered with Parking and Transportation Services.
 - 2. In the case of a vehicle not so registered, assessments for parking violations shall be made against the operator if it is determined that the operator at the time of the violation is associated with the university and, in fact, should have registered the vehicle with the Department of Parking and Transportation.
 - 3. If a vehicle is not registered with the university and the operator is not associated with the university, fines will be assessed against the vehicle's state registration vehicle certificate holder.
- (e) **Responsibility** – Unless otherwise noted, the Department of Parking and Transportation is responsible for the implementation and enforcement of this regulation and for resolution of disputes with regard to the university's parking and traffic regulations.
- (f) **Authorizations.**
 - 1. Operation of a motor vehicle upon any UCF campus is a privilege granted by the university. All vehicles parked on any university campus must be currently registered with the Department of Motor Vehicles and display a valid license tag. UCF adheres to Florida State Statutes regarding vehicle registration expiration dates.
 - 2. The university is authorized and reserves the right to regulate the use of any of its vehicle parking facilities for the exclusive use of designated groups or individuals.
 - 3. Any individual possessing a valid driver's license may operate a properly registered motor vehicle on the UCF campus in accordance with the provisions of these regulations.
 - 4. UCF police officers, community service officers (CSOs) and parking enforcement personnel are authorized to issue a university parking and traffic citation to any person or vehicle violating university parking and traffic regulations.
 - 5. Vehicles are subject to immobilization or being towed from the campus, depending upon the need for such action, as set forth in these regulations.
 - 6. UCF assumes no responsibility for vehicles, or their contents, parked on campus.
 - 7. The University of Central Florida utilizes license plate recognition hardware and software (LPR) for parking systems management and enforcement ~~as of 2019~~.

(2) Registration Regulations.

- (a) All motor vehicles parked on the UCF campus must be registered with the Department of Parking and Transportation and have the appropriate virtual parking permit or applicable physical parking permit properly displayed while parked on campus. This includes vehicles used by evening and non-traditional~~special~~ students. Exceptions to this requirement are as follows:
1. Vehicles displaying “government” license plates.
 2. Properly identified Government officials, such as FBI, ATF, US Customs, etc., who need to park on campus on official business, whose vehicles do not display an official government tag or other governmental markings, may be issued a one day parking permit free of charge. These permits may be issued at either the Visitor and Parking Information Center or the Department of Parking and Transportation.
 3. Construction personnel and contractors engaged in projects on campus may park within the designated fenced enclosure of the construction site without a UCF parking permit or may purchase a parking permit unless a permit is otherwise provided.
 4. Visitors shall comply with subparagraph (f) ~~1315~~ below.
- ~~(b) — Registration of more than one automobile and one motorcycle is permissible by paying full price for each permanent decal or hang tag. A hang tag permit transferable from automobile to automobile is also available; however hang tags cannot be transferred from an automobile to a motorcycle.~~
- ~~(be)~~ The vehicle registration year begins September 1 and ends August 31 the following year. To facilitate the permit registration process for physical permits, hangtag permits may be available for purchase the beginning of the last week in July of the registration year. Semester permits are valid 150 days from the date of purchase. Each vehicle must be registered with a virtual permit or have a physical permit properly displayed no later than the first day of classes of each semester. Individuals who purchase a virtual permit may register a second vehicle to their account for an additional \$15.00 fee. Only one registered vehicle per account can be parked on any of the UCF campuses at any given time or the account holder will be subject to \$100 parking fine for virtual permit misuse.
- ~~(cd)~~ All individuals who register their vehicles at the university must register them online. Registrants may pay for their parking permits online with a credit card, or Knight Cash, ~~or pay for them in person at the Department of Parking and Transportation in Parking Garage B.~~
- ~~(e) — Decal Display — Issued decals are to be permanently affixed to the registered vehicle. Decals must be affixed either to the left rear bumper or on the outside of the rear windshield of the driver’s side. Motorcycle decals must be affixed to the right front fork. Decals not affixed in accordance with instructions will result in a citation for improper display.~~
- ~~(df)~~ Physical Hhang tag permits must be displayed on the rearview mirror with the permit number and expiration date visible and legible from the exterior of the vehicle.
- ~~(eg)~~ Registrants must register their own vehicle. The Department of Parking and Transportation must be notified of any change in ownership or license plate number.
- ~~(h) — Permanent decals are not transferable between individuals or vehicles. Upon sale or other disposal of a registered vehicle, the permanent decal must be destroyed~~

~~unless the registrant wishes to purchase a replacement decal. If the registrant wishes to purchase a replacement decal, the registrant must remove the original decal from the disposed vehicle and return it (or sufficient fragments thereof, including the decal number) to the Department of Parking and Transportation as proof that the original decal is no longer in use.~~

(fi) Parking permits are sold or issued under the following guidelines:

1. Only the university president, vice presidents, associate vice presidents, assistant vice presidents, deans and others as approved by the University Parking and Transportation Advisory Committee are eligible to purchase “A” permits. An “A” permit authorizes parking in a 24-hour reserved space, as well as in any other legal parking space on campus that is not reserved for 24 hours daily use. Only a limited number of 24-hour reserved spaces are available.
2. Except as provided otherwise above in subparagraph (i)1, employees with salaries >\$5~~50~~,001 must purchase virtual “B” permits. “B” permits authorize parking in designated “B”, “C”, and “D” parking areas ~~or in any unreserved parking garage on the campus.~~
3. ~~Employees with salaries < \$55,001~~50,000 may purchase either a virtual “B” or “C” permit; “C” permits authorize parking in designated “C” or “D” parking areas but they must park in the type of facility designated by the permit they choose, or in any unreserved parking garage. Category of permit must be selected when the permit order is placed. Employees who are enrolled in classes may not purchase a student “D” permit in lieu of the appropriate “B” or “C” permit. Full-time employees who are also enrolled in classes are not eligible to purchase student “D” permits.
3. ~~All non-student OPS employees may purchase “B” or “C” permits based on the aforementioned criteria, but they must park in the type of facility designated by the permit they choose, or in any unreserved parking garage on the campus.~~
4. ~~Eligible non-UCF employees of the Research Park and on-campus vending/retail establishments must purchase only “C” permits. A “C” permit authorizes parking in designated “C” and “D” areas only, or in any unreserved parking garage on the campus.~~
5. ~~All students who do not live on campus may purchase only “D” permits. “D” permits authorize parking in designated “D” parking areas only or in any unreserved parking garage on the campus. Graduate Teaching Assistants, Graduate Research Assistants and all other student OPS employees must purchase only “D” permits.~~
46. All students, staff and faculty parking motorcycles, mopeds, or motor scooters on campus must purchase motorcycle (“MC”) permits. “MC” permits authorize parking in designated motorcycle spaces only.
7. ~~Residential students who reside in the Apollo, Libra, Nike, Hercules, and Neptune communities must purchase only “R” permits. “R” permits are restricted to “R” designated parking areas between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday; however, any unreserved parking space may be used at all other times. Posted overnight and game day restrictions apply.~~

- ~~8. Residential students who reside in the Lake Claire community must purchase only “RL” permits. “RL” permits are restricted to “RL” designated parking areas between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday; however, any unreserved parking space may be used at all other times. Posted overnight and game day restrictions apply.~~
- ~~9. Residential students who reside in the Towers at Knights Plaza must purchase only “KP” permits. “KP” permits are restricted to parking garage E or G between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday; however, any unreserved parking space or garage may be used at all other times. Posted overnight and game day restrictions apply.~~
5. Commuter students. Student virtual permits are available to all students who do not reside in campus housing. A “D” virtual permit allows parking in designated “D” student parking areas.
6. Resident students.
 - a. Residential virtual permits are available to students who reside on campus as follows:
 - i. Residents of Apollo, Libra, Hercules, Nike and Neptune communities may purchase only “R” virtual permits and are restricted to designated “R” parking spaces between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday.
 - ii. Residents of Lake Claire community may purchase only “RL” virtual permits and are restricted to designated “RL” parking spaces between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday.
 - iii. Residents of the Towers at Knights Plaza may purchase only “KP” virtual permits and are restricted to “KP” parking garages between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday.
 - b. All residential parking spaces are restricted to residential permits only and are towing enforced.
 - c. All residents with listed virtual permit designations may park in any unreserved parking space from 5:30 p.m. to 7:00 a.m. and on weekends. Posted overnight and game day restrictions apply.
7. Graduate Teaching Assistants, Graduate Research Assistants and all other student OPS employees may purchase only “D” permits.
- ~~840. Employees and students (including Valencia employees and students) at the Rosen College of Hospitality Management, and UCF Downtown campus, and the Academic Health Sciences Campus must purchase a virtual permit of the appropriate classification (“B”, “C”, or “D”) which may be used on any of the UCF campuses for parking on the UCF main campus, the UCF Downtown campus, the Academic Health Sciences campus, and the Rosen campus in “B”, “C”, or “D” lots and park in parking areas as their permit designates.~~
9. Employees or affiliates of the city or county must display a valid UCF permit to access UCF Parking facilities.
- ~~11. Valencia employees and students must purchase a “V” permit of the appropriate classification (“BV”, “CV”, or “DV”) which may be used for parking on the UCF Downtown campus, the UCF main campus, the Rosen~~

~~Campus, and the Academic Health Sciences campus in “B”, “C”, or “D” lots as their permit designates.~~

~~12. Employees and students of the Academic Health Sciences Campus must purchase a “M” permit of the appropriate classification (“BM”, “CM”, or “DM”). “M” permits allow parking at the Academic Health Sciences Campus, UCF main campus, the Rosen Campus, and the UCF Downtown Campus in “B”, “C”, or “D” lots as their permit designates.~~

1013. Employees of the Athletics Department, ~~UCF Convocation Corporation (UCFCC)~~, and the Arena, may be issued “F” permits. Approval to purchase an ‘F’ permit must be granted by a designee of the Athletics Department ~~or UCFCC~~. An “F” permit authorizes parking in parking garage F or any other parking lot or unreserved parking garage that is equivalent to the permit they are issued. “F” permits may be red or blue.

114. Special guests of the university, including but not limited to fully retired UCF employees, eligible campus ministry personnel and State Auditors, shall be issued “G” permits, subject to the availability of such permits. A “G” permit authorizes parking in any legal parking space on campus other than those reserved twenty-four (24) hours a day. Requests for this permit shall be submitted to the Department of Parking and Transportation. Retirees who return to work in a ~~full-time~~ position with benefits are not eligible to receive a “G” permit. “G” permits, ~~whether decal or hang tag~~, are assigned to the retiree or other eligible person(s) for their use only and may not be transferred to another person. Such transference constitutes fraud and the permit may be revoked. Further, additional permit issuance may be prohibited to the retiree as well as any other individual involved with the use of said permit. A replacement fee may be assessed for a “G” permit that is reported lost.

1215. Vendor permits are available to vendors who conduct business on the university campus. University departments located off campus may purchase vendor permits for short term, official business only. Vendor permits allow for parking for short term (2 hours) for use of Service Vehicles Only spaces for close parking access to buildings to load or unload materials, supplies, and/or equipment. For all other usage, including any parking exceeding 2 hours, Vendor permits allow use of any “C” or “D” parking lot or unreserved parking garage spaces. Vendor permits are not intended to be used to provide convenient parking or an alternative to purchasing a parking permit. Departments that purchase vendor permits are specifically prohibited from allowing students to use the permits for non-vendor functions, e.g. to go to class or attend campus events. If heavy lifting of materials is not required, a UCF staff hang tag may be purchased instead. Vendors who need a permit on an infrequent basis may purchase a daily permit that can be used as a vendor permit. In such cases vendors must inform Parking and Transportation Services personnel of their need for a vendor parking permit. Departments found in violation of this regulation will have their vendor permit confiscated and rescinded for the balance of the parking year, and may be designated as ineligible for purchase/re-issue of a vendor permit for a period up to one year.

1346. Visitors to the campus shall purchase a daily visitor’s parking permit online at www.parking.ucf.edu or at the Visitors and Parking Information

Center. ~~This permit is to be displayed on the vehicle as instructed and A virtual daily permit or physical daily permit~~ authorizes parking in student (“D”) parking lots and unreserved parking garages unless otherwise directed by parking services personnel. Daily permits are valid from time of purchase until 11:59 p.m. of the date purchased. ~~Visitors may also purchase a virtual permit online at www.parking.ucf.edu. A virtual permit authorizes parking in all student parking lots and unreserved parking garages. A 24-hour daily permit may be purchased and will expire 24 hours after time of purchase.~~ Visitors may also park in any short-term, timed parking space by paying the appropriate fee for the time requested. Short-term, timed spaces may be enforced 24 hours a day, unless otherwise posted.

147. Individuals who possess a valid Disabled Veteran (DV) license plate are exempt from the parking permit fee provided the DV license plate is registered in their name.
158. Persons holding current, permanent state-issued disabled placards, or temporary state disabled placards are required to purchase a UCF parking permit of appropriate classification, i.e., “B,” “C,” or “D,” or “Daily Visitor” to park on the campus. Disabled persons with such appropriate permits may park in any available disabled parking space on the campus, including unreserved parking garages, except for those spaces that are restricted, such as designated twenty-four hour reserved or service parking spaces.
19. ~~Temporary parking permits must be obtained when an unregistered substitute vehicle is being parked on campus. A temporary permit may be obtained at the Visitors and Parking Information Center or at the Department of Parking and Transportation during business hours. A temporary permit for substitute vehicles is issued at no charge and allows the same parking privileges as does the permanent decal for which it substitutes. A temporary permit shall be issued for a maximum period of seven (7) days. A maximum of six (6) temporary permits may be issued to a vehicle in a single semester. Failure to obtain a temporary permit will result in a citation for no permit. A temporary permit shall be displayed on the vehicle rearview mirror facing forward.~~
1620. Patients of UCF Student Health Services and UCF Counseling Center or Wellness and Health Promotion Services:
 - a. Student Health Services: Both a valid UCF parking permit and Health Services parking pass must be properly displayed when parking in Health Services patient spaces. The Health Services pass must be obtained from the reception desk located in Student Health Services.
 - b. Counseling Center: Both a valid UCF parking permit and Counseling Center parking pass must be properly displayed when parking in the Counseling Center patient spaces. The Counseling Center pass must be obtained from the reception desk located in the Counseling Center.
 - c. Biofeedback Clients: Both a valid UCF parking permit and Biofeedback Center parking pass must be displayed when parking in the Biofeedback client spaces. The Biofeedback pass must be obtained from Wellness and Health Promotion Services.
1724. Replacement permits:
 - a. Replacement permits for physical permits are issued for \$14.08 plus tax for a multi-semester permit and \$7.04 plus tax for a one semester

permit. Proof of sale of the vehicle or return of the original permit is required. If a permit is stolen, a stolen parking permit affidavit must be filed and signed before the replacement permit may be issued.

- b. When the original permit or sufficient remnants thereof, is not returned or proof of sale is not provided, the replacement fee shall be the full fee in effect at the time of the replacement. The full fee also applies to permits to replace those that are reported lost.

(3) Parking Regulations.

- (a) The responsibility of locating a legal parking space rests with the motor vehicle operator. Lack of a convenient space shall not be considered as a valid excuse for violation of any parking regulation. The fact that a person parks or observes others parking in violation of any parking regulation without being cited does not mean that the regulation is not in effect.
- (b) Except as noted herein, all parking regulations apply twenty-four (24) hours a day, seven (7) days a week and parking areas are restricted to specific decal or decals as designated by posted signs or curb markings. However, between the hours of 5:30 p.m. and 7:00 a.m. any vehicle with a valid parking permit may use any “B” (Faculty), “C” (Staff) or “D” (Student) parking space except where otherwise specified by appropriate signs or markings. “A” (Reserved 24 hours), “Service Vehicle Only” parking spaces, and disabled parking spaces shall not be used at any time except by vehicles with decals or certification authorizing use of these specific spaces.
- (c) Short-term, timed parking is enforced twenty-four hours a day, seven days a week. Drivers of all vehicles using short-term, timed spaces are responsible for paying the posted fees.
- (d) All vehicles must park nose in within parking spaces, unless a registered license plate is correctly mounted on the front bumper of the vehicle.
- ~~(e)~~ The following parking practices are specifically prohibited:
 - 1. Parking on lawns, landscaped areas, sidewalks, or other areas not specifically designated by signs or curb markings as parking areas. The absence of a “No Parking” sign does not mean parking is permissible in an area.
 - 2. Double parking, parking any portion of a vehicle outside designated lines or beyond a post or other delineation device indicating a valid parking space or row.
 - 3. Blocking traffic, other parked vehicles, service areas or spaces, roadways, crosswalks, or wheelchair access aisles and ramps.
 - 4. Parking in an access lane. An access lane is any area that is not designated as a parking space and that provides an avenue for traffic flow.
 - 5. Except as noted in paragraphs (b) and (c) above, parking in any space designated for decals other than the one displayed on the vehicle.
 - 6. Parking in a short-term, timed space after the purchased amount of time has expired.
 - 7. Unauthorized parking in 24-hour reserved “A” parking spaces.
 - 8. Unauthorized parking in designated service areas.
 - 9. Parking an unregistered vehicle without a valid parking permit anywhere on the UCF campuses.
 - 10. Failure to display parking permits properly: not permanently affixed, improperly placed, or not displayed on the vehicle for which purchased.

11. Failure to cancel registration or to destroy a physical parking permit upon disposal of the registered vehicle.
12. Unauthorized or fraudulent use of a parking permit.
13. Parking a bicycle, electric bicycle, scooter, skateboard, or any micro-mobility device in a motor vehicle space, on disabled ramps, in areas designated by signs as no bicycle parking, on sidewalks or crosswalks, or in any way to impede ingress or egress of a building.
14. Parking a motorcycle in a motor vehicle space, or any space not designated as motorcycle parking.
15. Parking in a residential parking space without the appropriate permit.

(4) Disposition of Parking Citations.

- (a) Payments of non-contested parking citations must be received by the Department of Parking and Transportation within ten (10) business days from the date of citation issue. A late charge of \$10.00 shall be assessed each citation if payment is received after the ten (10) business day period. Payments shall be made by mail, in person, by telephone, or online (at www.parking.ucf.edu), ~~or by deposit in campus fine collection boxes. Campus fine collection boxes are yellow and located throughout the campus.~~
- (b) Once a citation has been placed on the vehicle, Parking and Transportation personnel have no further responsibility of notification.
- (c) Fifty (50) or more coins used in any parking related transaction delays processing and will not be accepted as a form of payment.
- (d) Any person who alleges being unjustly ticketed shall appeal the citation online at www.parking.ucf.edu -within ten (10) business days from the date the citation was issued. The Director of the Department of Parking and Transportation or an authorized designee shall eliminate late charges or dismiss the citation altogether if it is determined to have been issued in error. Appeals not sustained by the director or authorized designee shall be heard by the Parking Citation Appeals Committee. Individuals requesting personal appeals shall be notified of their scheduled hearing date at the time his or her appeal is submitted online. A reminder of the notification will be emailed to the appellant prior to the scheduled appeal date. Written appeals shall be reviewed by a Parking and Transportation Services sub-committee made up of representatives from parking enforcement, maintenance, management, general staff and students. All appellants shall be notified by email of the committee's decision subsequent to the appeal being heard. Fees assessed due to a vehicle's immobilization may not be appealed.
- (e) The decisions of the Parking Citation Appeals Committee shall be based upon the provisions set forth in this regulation and extenuating circumstances, if any, and are final and binding, except as set forth herein. A student may request a second level of appeal by submitting a written appeal with the Student Government Association's Judicial Council within ten (10) business days upon receiving notification that the original appeal to the Parking Citation Appeals Committee was heard and denied. The Student Government Association is responsible for establishing the appeal procedure for this second level of appeal. The decision of the Judicial Council is final and binding and no further appeals shall be permitted. For purposes of this appeal process, "student" shall be defined to mean a person enrolled in classes at UCF as of the date of the parking citation.

- (f) The following reasons will not be accepted by the Judicial Council as grounds to dismiss or reduce a citation. This is not an all-inclusive list:
1. Disagreement with the traffic and parking regulations
 2. Ignorance of the regulation
 3. Stated inability to find a permitted parking space
 4. Operation of the vehicle by another person
 5. Tardiness to class and/or appointment
 6. Inability to pay fine (lack of money)
 7. Displayed expired permit
 8. No valid virtual permit
 9. Traffic congestion
 9. ~~Stated perception that designated parking area is not safe~~
 10. To delay paying the fine for an appealed citation
 11. Unsupported evidence of direction by any university official
 12. Failure to attend the scheduled personal appeal or notify Parking Services twenty-four (24) hours in advance of the hearing of the inability to attend.
- (g) Students should consider the following when choosing to file an appeal with the Judicial Council:
1. Make sure the reason for the appeal is not one of those listed in subsection (f) above.
 2. The student must prepare a concise written and/or oral statement not to exceed five minutes.
 3. The Judicial Council will contact the student within three (3) business days to schedule a hearing. The case will be scheduled within ten (10) business days upon the Judicial Council receiving notice of the appeal. If the student does not appear for the hearing in person before the Judicial Council, the hearing will continue in the student's absence as a written appeal the original decision of the Parking Appeals Committee will be sustained. The Director of Parking and Transportation Services Parking and Transportation Services personnel does not have the authority to overturn the decision of the Judicial Council.

(5) Vehicle Immobilization.

- (a) Vehicles are subject to immobilization under the following circumstances:
1. The vehicle has accumulated three or more unpaid parking citations, or unpaid citations totaling \$200.00 or more in fines.
 2. Possession of, using, or displaying a fraudulent/unauthorized parking permit. Violators may also be subject to referral to the Office of Student Conduct.
 3. For law enforcement purposes, in which case an immobilization release fee may not be charged.
- (b) Cost of release from immobilization is \$50.00 and payment of all unpaid citations. Citations issued up to time of immobilization are not allowed to be appealed. Release is available from Parking Services personnel Monday through Friday 7:30 a.m. to 9:00 p.m. or as stated on www.parking.ucf.edu.

(6) Tow away – Vehicles are subject to being towed from campus at the owner's expense under the following circumstances:

- (a) The vehicle is parked in a hazardous manner, blocking traffic, roadways, crosswalks, sidewalks, disabled ramps, or creating a hazard such as leaking gasoline.
- (b) The vehicle is parked in a space reserved twenty-four (24) hours per day.

- (c) When arrangements to release an immobilized vehicle have not been made within forty-eight (48) hours of the original immobilization.
- (d) When the vehicle is abandoned on campus for any reason whatsoever for more than forty-eight (48) hours.
- (e) When immobilization is not appropriate due to vehicular construction.
- (f) When the vehicle owner has previously removed or attempted to remove an immobilization device without authorization.
- (g) When the vehicle is parked in a parking lot or garage during posted time restrictions.
- ~~(g)~~(h) When the vehicle is parking in a residential parking lot or garage without a residential parking permit.

(7) Revocation of Campus Parking Privileges —~~The Director of the Department of Parking and Transportation~~The Associate Vice President for Auxiliary Services shall revoke the privilege of any person to park a vehicle on campus for a period of one year when it is determined that:

- (a) That person falsifies or willfully misrepresents vehicle registration information.
- (b) That person, whether the owner or operator, displays a fraudulent permit on a vehicle.
- (c) That person has accumulated six (6) or more parking citations during an academic year.

(8) Administrative Penalty for Non-Payment of Parking Citations – A violator who is delinquent in the payment of parking citations shall not be permitted to register for class, drop or add classes, receive transcripts or diplomas, or purchase another permit until the debt has been satisfactorily resolved.

(9) Traffic Regulations.

- (a) State Uniform Traffic Control Law, Chapter 316, F.S., as well as Chapter 320 F.S., is in effect on campus at all times.
- (b) Campus speed limits are 10 mph in parking lots and parking garages and 30 mph on roads unless otherwise posted.
- (c) It is a violation to drive or park in an opposing direction than indicated by signs, flow of traffic or directional arrows.
- ~~(d)~~ Back in parking is not allowed in any parking lots or garages
- ~~(de)~~ Parking bicycles, scooters or vehicles on grass or on sidewalks not used as access areas is a violation. Conveyances used by disabled persons are exempt from this regulation.
- ~~(ef)~~ State of Florida Uniform Traffic citations issued on campus by university police officers are referred to appropriate local government courts for disposition.

Authority: BOG Regulation 1.001. History—New 3-22-76, Amended 8-19-82, 5-5-83, 8-14-83, Formerly 6C7-6.07, Amended 8-1-88, 9-20-89, 8-12-90, 7-21-91, 10-11-92, 9-8-93, 9-15-96, 8-14-02, 12-8-03, 8-14-05, 6-27-06, 8-15-06, 6-25-07, 7-31-08, Formerly 6C7-6.007, Amended 7-1-09, 6-24-10, 7-7-11, 3-16-12, 7-23-13, 9-2-14, 6-22-15, 7-5-16, 6-23-17, 5-24-18, 5-16-19, 6-18-20, _____-22.

UCF-6.008 Vehicle Registration Fees; Parking Violation Fines.

(1) Vehicle Registration Fees. All fees, as posted, do not include applicable State Sales Taxes. Vehicle permit fees are subject to change at the beginning of each academic year. There is no refund for a parking permit once it is issued.

(a) Virtual permit~~Decal~~ fees for the 2022-23~~2021-2022~~ academic years and going forward are:

Classification	<u>365 Days</u> Multi-semester	<u>150 Days</u> 1 Semester
B	\$303.60	\$152.29
BM	\$303.60	
BV	\$303.60	\$152.29
C	\$181.01	\$ 90.98
CM	\$181.01	
CV	\$181.01	\$90.98
D	\$90.03	\$ 45.01
DM	\$90.03	
DV	\$90.03	\$45.01
G	No charge	No charge
KP	\$135.04	\$67.52
MC	\$46.93	\$23.94
R	\$135.04	\$67.52
RL	\$135.04	\$67.52

(b) Physical permit~~Hangtag~~ fees for the 2022-23~~2021-2022~~ academic years and going forward are:

Classification	Multi-semester	1 Semester
A	\$1029.58	\$514.79
<u>AV</u>	<u>\$1029.59</u>	<u>\$512.79</u>
B	\$318.78	\$159.39
BM	\$318.78	
<u>BV</u>	<u>\$318.78</u>	<u>\$159.39</u>
C	\$190.06	\$95.03
CM	\$190.06	
<u>CV</u>	<u>\$190.06</u>	<u>\$95.03</u>
D	\$94.53	\$47.27
<u>DV</u>	<u>\$94.53</u>	<u>\$47.27</u>
<u>KP</u>	<u>\$141.79</u>	<u>\$70.90</u>
<u>R</u>	<u>\$141.79</u>	<u>\$70.90</u>
<u>RL</u>	<u>\$141.79</u>	<u>\$70.90</u>

V \$47.89 monthly or \$478.87 annually from date of purchase

(c) Additional Parking Fees:

1. Daily Visitor:

a. Daily Visitor Permit. Valid from time of purchase until 11:59 p.m. the day of purchase: \$5.00, per day.

ba. Daily Visitor permits after 5:30 p.m. Valid from time of purchase until 11:59 p.m. the day of purchase: \$3.00.

b. Daily Visitor permits are valid from the time of purchase until 11:59 p.m. the same day.

- c. 24 Hour Daily Permit. Valid from time of purchase for 24 hours: \$8.00.
- d. Departmental Daily Permit: \$3.00 per day.
- e. Lease for Downtown Garages: \$20.00 per vehicle for private functions on weekends. This includes any overflow for events the city or event managers are hosting.
- 2. Temporary, No Charge (available to current permit holders only). One additional vehicle per account holder may be added to virtual permit orders for \$15.00.
- 3. Timed, short-term parking spaces: \$1.00 per hour.
- 4. Pay-by-space (Visitors Lot Only): \$1.00 per hour for a 2-hour maximum.
- 5. Replacement permits are issued for \$14.08 plus tax for a multi-semester permit and \$7.04 plus tax for a one semester permit. Replacement permits are issued for physical permits only. Proof of sale of the vehicle or return of the original permit is required.
- 6. EV charging stations are provided for electric vehicles. Vehicles parked in the EV charging station spaces must have a valid virtual permit or display a valid UCF physical hangtag parking permit and be in charging mode. Vehicles will be assessed \$1.00 per each hour they are charging up to 4 hours. There will be a 30 minute time frame to remove the vehicle from the EV charging space. The fee will increase incrementally by \$1.00 for each hour parked at the charging station beyond the initial four (4) hours. (Example - at hour 5.5 the fee will increase to \$2.00 per hour; at hour 6.5 the fee will increase to \$3.00 per hour, and so forth).
- (d) Special Provisions. Per University regulation UCF-6.007 2(i)(7)-(9), all on-campus students who reside in Apollo, Libra, Nike, Hercules, Neptune communities (R permits), Lake Claire residents (RL permits) and Towers at Knights Plaza (KP permits) are eligible to purchase only those designated permits associated with their residencies. and Vehicles displaying these associated decals or hang tags are restricted to their designated residential parking areas between the hours of 7:00 a.m. and 5:30 p.m. Monday through Friday. Unreserved campus parking spaces may be used by these vehicles outside those days and times.

(2) Schedule of Parking Violation Fines.

(a) Violation	Fine
Unregistered or No Valid Permit	\$30.00
Improper Display of Permit	\$20.00
Unauthorized or Fraudulent Use of Permit	\$100.00
Expired License Plate	\$40.00
Parking in a Disabled Space Without Proper Permit	\$250.00
Blocking a Disabled Ramp	\$250.00
Unauthorized Parking in a 24-Hour Reserved Space	\$50.00
<u>Virtual Permit Misuse</u>	<u>\$100.00</u>
Blocking Traffic or a Roadway	\$30.00
Parking in a Service Vehicle Space Without Proper Permit	\$35.00
Parked Out of Assigned Area	\$25.00
Expired Meter or Overtime in a Pay-by-Space Parking Space	\$20.00

- | | |
|--|---------|
| Parking in an Undesignated Area | \$30.00 |
| Parked Facing Traffic/Backed in parking space | \$20.00 |
| Immobilization Fee | \$50.00 |
| Any Other Parking Violation Not Herein Specified | \$20.00 |
- (b) All parking violation fines are due within 10 business days. Fines not paid within ten (10) business days, will accumulate a \$10.00 late fee.
 - (c) Administrative Fees: A fee may be applied in lieu of the original citation fee(s) when the appellant is found to have committed the violation but the appeals committee deems it reasonable to waive a portion of the fee. A \$10.00 late fee will be applied if not paid within ten (10) business days of the Administrative fee assessment.
 - 1. Immobilization (Boot) Fee: \$50.00
 - 2. Impoundment Fee (for bicycles): \$20.00
 - (d) The following violations may be considered for waiver only on the first occurrence; subsequent violations will be charged at the full citation fee and are not eligible for a waiver. An administrative fee will be applied in lieu of the waived citation fee as follows:
 - 1. Failure to display a valid parking permit: \$10.00
 - 2. Failure to display a valid license plate: \$10.00

Authority: BOG Regulations 1.001 and 7.003. History—New 7-1-09, Amended 8-12-10, 7-7-11, 6-29-12, 7-23-13, 7-9-14, 7-1-15, 6-23-17, 5-24-18, 5-16-19, 6-18-20, 4-22-21, _____-22.



Board of Trustees
Governance Committee | May 25, 2022

INFO-1: Resolution on Presidential Authority

☒ Information

☐ Discussion

☐ Action

Meeting Date for Upcoming Action: _____

Purpose and Issues to be Considered:

The existing Resolution on Presidential Authority was approved at the February 10, 2021, Board of Trustees meeting. Since that time, the University administration has operated under that Resolution while noting areas in need of clarification and/or correction. To create a more reader-friendly version, Resolution amendments will be brought forward at the next meeting of this Committee with the goal of reorganizing the Resolution, clarifying provisions, and making the Resolution's delegations to the President easier for university leadership to understand and apply.

Background Information:

The Resolution on Presidential Authority is a delegation of authority from the Board of Trustees to the President. It serves to codify the many ways in which the President is authorized to act on behalf of the Board and in his capacity as President of the University. The Board of Trustees' Bylaws provide that the President shall serve as the chief executive officer of the university and shall be responsible for the operation of the university.

Recommended Action:

N/A

Alternatives to Decision:

N/A

Fiscal Impact and Source of Funding:

N/A

Authority for Board of Trustees Action:

Board of Governors Regulation 1.001

Contract Reviewed/Approved by General Counsel ☐ N/A ☒

Committee Chair or Chair of the Board has approved adding this item to the agenda ☒

Submitted by:

Youndy C. Cook, Vice President and General Counsel

Supporting Documentation:

Attachment A: Resolution on Presidential Authority



Board of Trustees

Agenda Memo

Facilitators/Presenters:

Youndy C. Cook

Resolution on Presidential Authority

WHEREAS, Article IX, section 7, Florida Constitution provides that the Board of Governors shall establish the powers and duties of the university board of trustees as set forth therein and as may be established in Board of Governors' regulations, and

WHEREAS, Board of Governors Regulation 1.001, University Boards of Trustees Powers and Duties, delegates powers and duties to the university boards of trustees so that the university boards have all of the powers and duties necessary and appropriate for the direction, operation, management, and accountability of each state university, and

WHEREAS, Board of Governors Regulation 1.001, University Boards of Trustees Powers and Duties, further provides that the university president shall serve as the chief executive officer and corporate secretary of the board of trustees and is responsible to the board of trustees for all operations of the university and for setting the agenda for meetings of the board of trustees in consultation with the chair, and

WHEREAS, the University of Central Florida Board of Trustees has revised and updated its delegation of certain authorities to the President, consistent with state law, regulations and policies of the Board of Governors, and regulations and policies of this Board, and hereby rescinds all previously delegated powers and duties to the President on October 26, 2017, January 24, 2019, May 16, 2019, and October 22, 2020 and intends this Resolution to supersede and replace the previously approved delegations of presidential authority, and

WHEREAS, the University of Central Florida Board of Trustees intends that any power or duty not delegated to the President in this Resolution be reserved in the Board of Trustees.

NOW THEREFORE, RESOLVED that:

- (A) The University of Central Florida Board of Trustees, adopts this Resolution effective February 18, 2021, rescinding all existing delegations previously adopted by the Board, and
- (B) The University President's powers and duties specified in Florida law, regulations and policies of the Board of Governors, and in the Board of Trustees regulations and bylaws are hereby affirmed; and
- (C) The President is hereby authorized, in the name of the University Board of Trustees and the University, to exercise the following authorities and to take the following actions, all as the President deems appropriate, advisable, and in the interests of the University:

(1) University Administration and Oversight.

- (a) Direct the day-to-day operations of the University.
- (b) Organize the University to efficiently and effectively achieve its goals, and periodically review and provide reports to the Board of Trustees on University operations in order to determine how effectively and efficiently it is being administered and whether it is meeting the goals of the strategic plan adopted by the Board of Governors and other strategic goals for the advancement of the University as endorsed by the Board of Trustees.

- (c) Prepare a strategic plan in alignment with the Board of Governors' systemwide strategic plan and regulations, and the University's mission, to first be submitted to the Board of Trustees for approval and then to the Board of Governors for approval.
- (d) Prepare an annual accountability plan and all other significant reports for consideration and approval by the Board of Trustees, and for submission to the Board of Governors, outlining the University's top priorities, strategic directions, and specific actions for achieving the priorities, as well as progress toward previously approved institutional and systemwide goals.
- (e) Prepare and periodically update a policy addressing conflicts of interest for the Board of Trustees, boards of Related Entities, and their employees, and when appropriate, for students, independent contractors, and volunteers.
- (f) Maintain an effective information system to provide accurate, timely, and cost-effective information about the University, meeting all data and reporting requirements of the Board of Trustees and Board of Governors.
- (g) Propose regulations for approval by the Board of Trustees, when appropriate; take routine administrative actions on behalf of the Board of Trustees prior to the exercise of the Board's authority for final approval, related to the development, adoption, amendment or repeal of University regulations, or any action required under the Florida Administrative Procedures Act, Chapter 120, Florida Statutes.
- (h) Establish policies and procedures related to data and technology, including information systems, communications systems, computer hardware and software, and networks.
- (i) Secure comprehensive general liability insurance pursuant to sections 1001.706(4)(d) and 1004.24, Florida Statutes, and develop, approve, implement, and oversee the risk management program and implementation of an appropriate insurance strategy.
- (j) Develop, approve, implement and oversee a systematic approach to identify, manage, and mitigate various types of risk, regardless of origin, and define the risk appetite for the University and Related Entities.
- (k) Provide for payment of the cost of civil actions against trustees, officers, employees, or agents of the Board of Trustees, as the Board of Trustees is a corporation primarily acting as an instrumentality of the state pursuant to Section 768.28, Florida Statutes, for the purposes of sovereign immunity.
- (l) Govern traffic on the grounds of the University and in other areas in accordance with law and any mutual aid agreements entered into with other law enforcement agencies.
- (m) Develop and implement initiatives to promote inclusive excellence in all aspects of University programs and functions, fostering a diverse, equitable and inclusive environment in which free expression of different viewpoints is valued. The President will report annually on the University's progress in implementing strategic initiatives and performance relating to diversity, equity and inclusion as they pertain to student enrollment, academic service and programs,

equity in employment, and athletics, as a part of the Board's consideration of the Florida Equity Report.

(n) Establish the program for campus safety and emergency preparedness, including safety and security measures for University personnel, students, and campus visitors.

(o) Develop, approve, implement and oversee the programs, policies, procedures and systems to support and maintain the University's and Related Entities' compliance with applicable federal, state, and local laws, rules, regulations, and other requirements.

(p) Consult with the Board of Trustees in a timely manner on any matters appropriate to its policy-making and fiduciary functions, recommend changes to governance documents, and promptly notify the Board Chair of any facts or circumstances that may materially and adversely affect the reputation of the University or any of its Related Entities.

(q) Close all or portions of the University campus and cease normal operations and services in the event of an emergency, when, in the President's judgment, such action would protect the safety, health and welfare of the University faculty, students and staff, and the University facilities and grounds. In exercising this authority, the President is authorized to determine and assign those employees who are required to provide essential services. Closures for non-emergencies greater than three days require consultation with the Chair.

(r) Consult with the Chancellor of the State University System prior to recommending any acquisition, establishment, reclassification, relocation, or closure of additional campuses or special purpose centers to the Board of Trustees.

(s) Take all actions necessary or desirable, including serving as the signatory on all documents and agreements, necessary or desirable to carry out the powers and duties enumerated in this Resolution and those reasonably inferable therefrom.

(t) As appropriate and consistent with this Resolution, delegate and authorize the sub-delegation of powers and duties provided in this Resolution, electronically or in writing to an employee of the University who:

1. is a University Vice President with responsibility in an area relating to the subject matter of the delegation; or

2. is a manager with responsibility in an area relating to the subject matter of the delegation who reports directly to a position at or above the level of Vice President; or

3. holds a position at the University that is equivalent in seniority or responsibility to a Vice President or such manager, as determined by the President or Chief Human Resources Officer; or

4. is deemed by the President to have the appropriate capabilities, provided that the delegation specified the date of the delegation, the name and title of the delegee, the particular authority or portion of authority being delegated, and a copy of the delegation is filed with the delegee and with the Vice President and General Counsel of the University.

(2) Academic Programs and Student Affairs.

(a) Propose regulations for Board of Trustees' approval, and establish policies, when appropriate, in the area of academic programs and student affairs as follows, and in such additional areas as from time to time may be designated by the Legislature, Board of Governors as requiring Board of Trustees' approval:

1. Authorization and discontinuance of degree programs;
2. Articulation and access;
3. Admission and enrollment of students;
4. Minimum academic performance standards for the award of a degree;
5. Student financial assistance;
6. Student activities and organizations;
7. Student records and reports;
8. Antihazing, related penalties, and program for enforcement;
9. Reasonable accommodation of religious observances;
10. Textbook and instructional materials affordability; and
11. Student code of conduct and related penalties.

The President is authorized to adopt and revise policies as required or deemed appropriate in the areas of academic and student affairs which are not specifically listed above.

(b) Develop, approve, and implement non-degree and non-college credit granting educational programs of the University.

(c) Award degrees and certificates or other evidence of satisfying the graduation criteria approved by the Board of Trustees for degree-granting programs or of satisfying the completion criteria approved by the President for non-degree granting programs; award posthumous and in memoriam degrees; initially approve and recommend to the Board of Trustees for its final approval all honorary degrees; develop, approve, implement and govern the administrative and academic terms, policies, procedures and systems for awarding such degrees and certificates.

(d) Develop, approve, and implement student exchange programs, including without limitation those that are ancillary to the degree, non-degree and non-college credit granting programs of the University.

(e) Establish the internal academic calendar of the University within any applicable general guidelines of the Board of Governors.

(f) Establish a committee, which shall include student representation, for the periodic evaluation of the student disciplinary system, in accordance with applicable law and regulation.

(g) Approve the internal purchasing, contracting, budgetary and other procedures of student government organizations.

(h) Establish, develop, approve, implement and govern the programs, terms, policies, procedures and systems for childcare facilities, including educational research centers for child development as authorized in s. 1011.48, Florida Statutes, for the purpose of providing childcare services for

members of the University community as well as providing research and internship opportunities.

(i) Develop, approve, implement and govern the inter- and intra-collegiate athletics programs, policies, and procedures of the University, with periodic reports to the Board of Trustees on the operations of the program including, but not limited to, finances, audit and compliance, and changes in key personnel.

(j) Establish policies regulating the administration and operation of the Office of Research. The President, or designee, is authorized to negotiate, enter into, and execute research contracts; to solicit and accept research grants and donations; and to fix and collect fees, other payments, and donations that may accrue from these methods. The president or designee may negotiate, enter into, and execute contracts on a cost-reimbursement basis and may provide temporary financing of those costs prior to reimbursement from moneys on deposit in a sponsored research development fund, except as prohibited elsewhere by law. All purchases of a division of sponsored research will be made in accordance with the policies and procedures of the University and the purchasing regulations of the Board of Governors; however, upon certification addressed to the President that it is necessary for the efficient or expeditious prosecution of a research project, the President may exempt the purchase of material, supplies, equipment, or services for research purposes from the general purchasing requirement of the Florida Statutes.

(k) Recommend to the Board of Trustees for approval, the creation and termination of masters and undergraduate degree-granting programs subject to BOG final approval of limited access programs and undergraduate programs requiring more than 120 credits for graduation if and as required by law;

(l) Subject to final approval of the Board of Governors:

1. Recommend to the Board of Trustees the creation and termination of doctoral and professional graduate degree-granting programs of the University; and
2. If, and as required by law, recommend and seek final Legislative approval for the creation of new colleges, schools and functional equivalents offering a program leading to a degree that is a credential for a specific license issued under a state statute or constitution.

(3) Personnel.

(a) Establish and implement policies and procedures to recruit, appoint, transfer, promote, compensate, evaluate, reward, demote, discipline, and remove personnel, in accordance with regulations and policies of the Board of Trustees and Board of Governors. Pursuant to law and Board of Governors' regulation, the Board of Trustees will evaluate the President's performance annually against the strategic goals of the University, approve compensation of the President. Renewals of the President's employment contract is subject to confirmation by the Board of Governors and is limited to one-year terms.

(b) With the exception of the positions described in (3)(c), below, consult with the Chair of the Board of Trustees, or other trustee designee, regarding the hiring, dismissal, or any annual increase of more than five (5) percent in the compensation of any Vice President or other direct

report to the President, and any athletics personnel earning over \$1 million in compensation. The President and Board Chair will annually review the positions covered by this provision.

(c) Secure approval of the Board of Trustees for the hiring, firing, or reduction in compensation of individuals serving in the positions of Vice President and General Counsel, Chief Compliance Officer, and Chief Audit Executive, which positions have a reporting relationship to the Board of Trustees in addition to reporting to the President.

(d) Approve travel in accordance with s. 112.061, Florida Statutes.

(e) Administer collective bargaining agreements and matters related thereto, including the appointment of University collective bargaining team members to negotiate collective bargaining agreements; recommend for Board of Trustees' approval actions to be taken on collective bargaining agreements under negotiation; and execute Board of Trustees' approved collective bargaining agreements.

(f) Employ private attorney services after consulting with the University's General Counsel.

(g) Recommend to the Board of Trustees the awarding of tenure.

(h) Consult with the Board Chair regarding employment contracts in excess of one year.

(4) Financial Management.

(a) Recommend for Board of Trustees' approval financial commitments, contractual obligations, contingent risks, or the assumption of liabilities of any kind of more than (i) \$25 million or (ii) greater than five (5) years in duration, and an aggregate net value of greater than \$5 million dollars; and options, renewals, extensions or amendments thereto which increase the approved liability in an amount greater than or equal to ten percent (10%) of the total approved value; except that the President may approve the following: gift agreements; grants, research contracts, clinical trial agreements, and other agreements for research; sponsored training; patents, trademarks, and copyright licenses, and technology transfer agreements; and research compliance agreements. This authority applies to Related Entities.

(b) Keep the Board of Trustees apprised of the financial condition of the University and all Related Entities, subject to the oversight of the Board of Trustees.

(c) Prepare an institutional budget request, including a request for fixed capital outlay, for approval by the Board of Trustees.

(d) Recommend to the Board of Trustees a schedule of tuition and fees to be charged by the University pursuant to law and regulations established by the Board of Governors.

(e) Recommend to the Board of Trustees a regulation for the waiver for tuition and fees pursuant to law and regulations established by the Board of Governors.

(f) Prepare the operating budget of the University, carryforward spending plan, and a fixed capital outlay budget, if required, as prescribed by law, regulations of the Board of Governors, policies of the Board of Trustees, and provisions of the General Appropriations Act, for approval by the Board of Trustees, with the following requirements:

1. The proposed expenditures, plus transfers, and balances must not exceed the estimated income, transfers, and balances.
2. The budget and each part must balance.
3. If at any time the unencumbered balance in the education and general fund of the Board of Trustees approved operating budget goes below seven (7) percent, the President must provide written notification to the Board of Governors.
4. Any changes to the operating budget in an amount greater than the lower of \$5 million or .5 percent of the budget requires approval of the Board of Trustees.
5. Provide quarterly budget-to-actual reporting to the Board of Trustees' Finance and Facilities Committee and annual budget-to-actual analysis to the Board of Trustees.

(g) Enter into agreements for, and accept, credit card payments as compensation for goods, services, tuition, and fees.

(h) Establish policies and procedures for the performance of annual internal audits of finances, controls and operations of the University and Related Entities.

(i) Establish policies and procedures for the implementation of appropriate financial controls, with review by the University's internal auditor.

(j) Sign checks and authorize other forms of payment to pay legal obligations of the University, in accordance with section 1011.42(7), Florida Statutes.

(k) Enter into agreements for banking services and perform banking transactions. Further delegation of authority to withdraw funds or other assets from a University account at a depository institution is limited to a vice president or other position deemed by the President or senior designee reporting to the President to have responsibility for financial matters.

(l) Enter into agreements for collection services when deemed advisable in collecting delinquent accounts and charging off and settling uncollectible accounts. The President will annually report the status of accounts receivable charge-offs to the Board, which may be provided through the university's financial statements or reports.

(m) Recommend for Board of Trustees' approval, as to the University or any Related Entities:

1. All borrowing of funds and any material changes to such loans, including internal University resources borrowed via internal loan;
2. Any debt issuance; and
3. Public private partnerships.

The Board of Trustees will be presented with sufficient information for prudent decision-making for all such projects and comply with applicable guidelines established by the Board of Governors in connection with the authorization, issuance and sale of University and Related Entities debt.

(n) Make budget transfers to and from depositories and accounts, to include, the transfer funds from one depository to another, within a depository, to another institution, or from another institution to a depository for investment purposes; and may transfer funds to pay expenses, expenditures, or other disbursements, evidenced by an invoice or other appropriate documentation.

(o) Account for University and Related Entities expenditures of any state, local, federal, and other funds in accordance with applicable guidelines or regulations established by the Board of Governors, and as provided by law, including the submission of annual financial statements for the University and all Related Entities.

(p) Ensure University funds are invested in accordance with the investment program approved by the Board of Trustees and in compliance with applicable federal and state laws and regulations. The President will inform the Board of Trustees of any proposed material change to the University's investment program.

(5) Property and Purchasing.

(a) Administer a program for the maintenance and construction of facilities, pursuant to Chapter 1013, Florida Statutes, to include the following activities:

1. Prepare a campus master plan for adoption by the Board of Trustees, prepare a campus development agreement for execution by the Board of Trustees, pursuant to section 1013.30, Florida Statutes, and report on progress under the master plan.
2. Recommend for Board of Trustees' prior approval any construction project (new, remodeling, site work) with a projected construction cost, in one or a series of related transactions, in an amount greater than \$2 million (Major Project), and any material changes to the projects, from any funding source(s) not specifically appropriated by the Legislature.
3. Initiate and manage construction projects (new, remodeling, or site work) with a projected construction cost, in one or a series of related transactions, in the amount equal to or less than \$2 million (Minor Project) in addition to Board of Trustees' approved Major Projects. Minor Projects and associated change orders of \$100,000 or more, will be reported on a quarterly basis to the Board of Trustees Finance and Facilities Committee.
4. Approve a facilities program for each Major Project.
5. Exercise responsibility for the fire safety, maintenance and sanitation of facilities.
6. Conduct plan reviews, issue permits and construction inspections to enforce building code compliance for projects subject to the Florida Building Code.
7. Approve additional service authorizations and change orders in the name of the Board of Trustees on Major Projects. Any change order(s) related to a facilities' construction or renovation project, in one or a series of related transactions, that increases the approved project budget in an amount greater than or equal to ten percent (10%) of the total approved value of a project, requires the prior approval of the Board of Trustees. All change orders shall be reported to the Board and entered into the official minutes as soon as practicable at a regular meeting of the Board.
8. Establish policies and procedures for the selection of vendors providing design and construction services incorporating applicable competitive solicitation requirements.
9. Contract for all required design, engineers and construction services, including design-build services.

10. Provide a comprehensive report on construction-related activities at each regular meeting of the Board's Finance and Facilities Committee, including information regarding change order activity.

(b) Recommend for Board of Trustees' approval, regulations setting forth competitive solicitation requirements and other criteria related to the procurement of commodities, goods, equipment and other types of personal property, software and contractual services.

(c) Contract for the purchase, sale, lease, license, or acquisition of commodities, goods, equipment and other types of personal property, software and contractual services, including private attorney services in accordance with the regulations approved by the Board of Trustees'.

(d) Contract for the lease-purchase equipment and software in accordance with the Board of Governors Debt Management Guidelines.

(e) Recommend for Board of Trustees' approval any real property leases or licenses, as a tenant or licensee, with total University expenditures greater than \$1,000,000 and a term longer than five (5) years, as well as any amendment or extension of such real property leases or licenses which increases, by ten percent (10%) or more, the total approved lease or license value ; except as stated here, the President may approve leases or licenses for the University as tenant or licensee. This authority applies to Related Entities.

(f) Enter into real property leases or licenses, as landlord or licensor, for use of property owned or controlled by the University or Related Entities with a total revenue less than \$5 million and a term less than five (5) years. For leases or licenses with a total revenue of \$5 million or more and a term of five (5) years or more, or for any amendment or extension of such leases or licenses which increases the obligation by ten percent (10%) or more of the total approved value, recommend for Board of Trustees' approval.

(g) Recommend for Board of Trustee approval the acquisition, sale or encumbrance of real property for any donated property with a value of greater than \$500,000. This authority applies to Related Entities.

(h) Notify the Board of Trustees prior to the commencement of construction of any facility that requires and has not yet received state funding by the Legislature for facility operating and maintenance costs.

(i) Act for the Board of Trustees as custodian of all University personal property, to include:

1. Recommending for Board of Trustees' approval, policies and procedures for the disposal of personal property no longer needed by the University, in accordance with state law and Board of Governors regulation; and
2. The disposal, use or sale of lost or abandoned personal property found within areas under the University's jurisdiction in accordance with section 705.18, Florida Statutes.

(j) Regulate the use, maintenance, protection, and control of, and the imposition of charges for, University-owned or University-controlled buildings and grounds, property and equipment,

name trademarks and other proprietary marks, and the financial and other resources of the University.

(k) Recommend to the Board of Trustees naming opportunities for exterior buildings, colleges, schools, departments, institutes, academic centers, or major programs for any individual, corporation or other entity; and (if and as required by law in connection with living individuals, to recommend such name to the BOG and/or Legislature for its final approval.

(l) Protect, develop, and transfer the work products of University personnel and other University agents and contractors, including licensing, assigning, selling, leasing, or otherwise allowing the use of or conveying such work products and securing and enforcing patents, copyrights, and trademarks therein. The President must consult with the Board Chair before initiating, appealing or settling any litigation related to the enforcement of patents, copyrights and trademarks.

(6) Miscellaneous Powers and Duties.

(a) Recommend for Board of Trustees' approval the creation, certification, decertification, dissolution, and change of governing documents of Related Entities.

(b) Serve or appoint a presidential designee to serve on the board of directors and the executive committee of all Related Entities and university health services support organizations established to benefit the University pursuant to sections 1004.28 and 1004.29, Florida Statutes and recommend for approval by the Board of Trustees any other appointments to these organizations. The Chair of the Board of Trustees shall appoint at least one representative to the board of directors and the executive committee of any such entity. The Board of Trustees shall approve all other director appointments.

(c) Recommend for Board of Trustees' approval annual operating and capital budgets for Related Entities.

(d) Present to the Board of Trustees all internal and external audits of Related Entities.

(e) Recommend to the Board of Trustees for approval any allowable transfer of funds among Direct Support Organizations, unless under an agreement approved by the Board of Trustees.

(f) Develop, approve, implement and oversee the programs, systems, terms, policies, procedures and strategies for the operations of faculty practice plans.

(g) Oversee the University's fundraising operations and accept and administer gifts, grants, bequests, and devises made to the University.

(h) Initiate, appeal and settle lawsuits involving the University or Related Entities, and join amicus briefs, after consultation with the Board Chair, other than claims and lawsuits (i) covered by the State of Florida's Division of Risk Management or by the UCF College of Medicine Self-Insurance Program, which may be managed, appealed, and settled without Board Chair consultation, and (ii) for Related Entities, covered by their insurance or self-insurance program.

(i) Perform such other duties as are not retained by the Board of Trustees and as may be necessary or appropriate for the administration of the University, in compliance with any applicable laws, Board of Trustees and Board of Governors' regulations, policies, and resolutions.

For the purposes of this Resolution the following terms are used as follows:

Board or **BOT**: UCF Board of Trustees

Board Chair: Chair of the UCF Board of Trustees

Board of Governors or **BOG**: Board of Governors of the State University System of Florida

President: President of the University of Central Florida

Related Entities: Direct support organizations and practice plan corporations of the University.

UCF or **University**: University of Central Florida

Vice President: University vice president or senior vice president.