

MINUTES
BOARD OF GOVERNORS
STATE UNIVERSITY SYSTEM OF FLORIDA
TRUSTEE NOMINATION AND BOARD PROCEDURES COMMITTEE
November 20, 2008

The Chair of the Board of Governors, State University System of Florida, Trustee Nomination and Board Procedures Committee, convened the meeting of the Committee at 10:00 a.m. on November 20, 2008, with the following members present: Dasburg, Duncan, Parker, Roberts, Stavros, and Tripp.

1. Call to Order

Chair McDevitt called the meeting of the Committee to order, in the absence of the committee Chair and Vice Chair.

2. Discussion of Regulation Establishing Powers and Duties of University Boards of Trustees

Chair McDevitt explained that the Regulation Establishing Powers and Duties of University Boards of Trustees had undergone a collaborative revision process with the Universities and General Counsels, resulting in much feedback and very few open issues. BOG General Counsel Vikki Shirley presented an overview of the status of the regulation and the remaining policy issues, which included: 1) extension of the terms of office for the Board of Trustees (BOT) Chair and Vice Chair; 2) attendance of a university presidential candidate at the BOG meeting at which ratification is to occur; and 3) Board approval of initial contractual obligations by BOTs or Direct Support Organizations (DSO) to improve real property. Ms. Shirley clarified that the regulation was currently scheduled only for discussion, and would be noticed at a future meeting, as determined by the BOG.

Committee members discussed the policy issues. Mr. Tripp moved the inclusion of language that university presidential candidates should attend the BOG meeting at which their ratification is to take place, and that prior to ratification, the universities should provide to the BOG a written submission of the search criteria, process, and the qualifications of the candidate. Ms. Parker seconded the motion, and members of the Committee concurred.

The Committee moved to modify language in paragraph (7)(a) of the proposed regulation to reflect that only a binding contractual obligation to improve real property requiring state funding would necessitate prior Board approval. Mr. Perez requested Ms. Shirley continue to work with the university general counsels to develop language to address any material change in the scope of such projects that would require further

approval by the Board. Mr. Tripp seconded the motion, and members of the Committee concurred.

Ms. Pappas moved the inclusion of language that no BOT Chair or Vice Chair shall serve more than two, two-year terms, unless the BOT allows such an extension by a 2/3 vote. Mr. Perez seconded the motion, and the members of the Committee concurred.

Mr. Tripp moved that language pertaining to audit reports be added to include review and acceptance by the BOT prior to consideration by the BOG. The members of the Committee concurred and directed Ms. Shirley to include such language in the revised draft, and prepare the regulation for notice.

3. Request for Leadership Term Extension for UWF Board of Trustees Chair and Vice Chair

The Committee discussed the request from UWF to enable it to extend the terms of its BOT Chair and Vice Chair should they be reelected. Mrs. Roberts moved that the Committee approve the request allowing for reelection of the Chair and Vice Chair at the UWF BOT December meeting. Ms. Duncan seconded the motion, and the members of the Committee concurred.

4. Committee Work Plan for 2008--09

Chair McDevitt postponed discussion of the Committee Work Plan, due to the absence of the Committee Chair and Vice Chair.

5. Concluding Remarks and Adjournment

Having no further business, the Chair adjourned the meeting of the Board of Governors, State University System of Florida, Trustee Nomination and Board Procedures Committee, at 10:30 a.m., November 20, 2008.

Sheila McDevitt,
Chair

Mary-Anne Bestebreurtje,
Corporate Secretary