

BOARD OF GOVERNORS

July 22, 2004

SUBJECT: Agreement with Florida Institute for Human and Machine Cognition, Inc.

PROPOSED BOARD ACTION

Enter into agreement with the Florida Institute for Human and Machine Cognition, Inc. (FIHMC) approving the articles of incorporation and affiliation agreement between FIHMC and the University of West Florida and requiring certain responsibilities from the organization consistent with Section 1004.447, Florida Statutes.

AUTHORITY FOR BOARD OF GOVERNORS ACTION

Article IX, Section 7, Florida Constitution
§ 1004.447 (4), Fla. Stat. (2003)

BACKGROUND INFORMATION

FIHMC was created as a not-for-profit public benefit corporation in 2003 in order to expand the work and prominence of the Institute for Human and Machine Cognition, a premier research organization affiliated with the University of West Florida, conducting research in the emerging field of human-centered computing, which includes elements of artificial intelligence, cognitive science, computer science and related areas. Section 1004.447(4), Florida Statutes, provides that “[t]he articles of incorporation of [FIHMC] or any authorized and approved subsidiary must be approved in a written agreement by the Board of Governors.” The agreement must include certain itemized features as set forth in the attached statute.

This agreement will allow FIHMC to continue as a center of national reputation, furthering important regional, state, and national goals. Additionally, FIHMC will be partnering with Florida universities and research institutes (beginning with UWF) to enhance research opportunities in Florida. Furthermore, FIHMC will promote and encourage research activities that produce inventions and copyrightable materials. FIHMC may create subsidiaries approved by the Board of Governors or its designee to develop, patent, and commercialize the results of its research. Funds made available from inventions and copyrightable materials will continue to support education and research activities at FIHMC and affiliated universities.

Supporting Documentation Included: Agreement, Board of Governors and FIHMC;
Revised Articles of Incorporation;
Affiliation Agreement, UWF Board and FIHMC

Facilitators/Presenters: Pam Bilbrey, Florida Board of Governors
Julie Sheppard, General Counsel, FIHMC