



Board Governance

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**STATE UNIVERSITY
SYSTEM OF FLORIDA**

Article IX, Section 7, Fla. Constitution



GOVERNANCE

The Florida Constitution establishes a two-tier governance structure for the State University System.



BOARD OF GOVERNORS

- ✓ Operates, regulates, controls and is fully responsible for the management of the whole university system.



ESTABLISHES
the powers and duties
of the boards of trustees.



BOARDS OF TRUSTEES

- ✓ Govern and oversee individual universities within the State University System.

Purpose and Governance



Article IX, Section 7, Florida Constitution

Board of Governors responsibilities shall include, but not be limited to:



1

DEFINING THE DISTINCTIVE MISSION OF EACH CONSTITUENT UNIVERSITY

and its articulation with
free public schools and
community colleges.



2

ENSURING THE WELL-PLANNED COORDINATION AND OPERATION OF THE SYSTEM



3

AVOIDING WASTEFUL DUPLICATION OF FACILITIES OR PROGRAMS



4

THE BOARD'S MANAGEMENT SHALL BE SUBJECT TO THE POWERS OF THE LEGISLATURE

to appropriate for the expenditure
of funds, and the board shall
account for such expenditures
as provided by law.

Board of Trustees



The BOT SHALL

- Provide administrative oversight of and in a manner dedicated to the university's mission
- Adopt a university strategic plan
- Prepare a multi-year workplan/report that outlines university priorities
- Establish an effective information system
- Responsible for campus safety
- Adopt a policy addressing conflicts of interest for its members
- Exercise fiduciary oversight of university operations and finances
- Establish degree programs up to and including master's level programs
- Establish university operations and capital legislative budget requests
- Approve university operating and capital budgets
- Establish the powers and duties of the university president

The BOT MAY

- Establish committees to address matters including but not limited to: academic and student affairs, strategic planning, finance, audit, property and construction, budgets, facilities and personnel
- Establish policies and regulations related to data and technology
- Secure comprehensive general liability insurance
- Provide for the cost of civil actions against university agents
- Promulgate university regulations
- Govern traffic on the campus
- Create divisions of sponsored research

Board of Trustees | Chair



BOARD CHAIR



DUTIES



Elected by the Board of Trustees



Preside at all meetings of the board of trustees



Authorized to call special meetings of the board of trustees



Attest to actions of the board of trustees



Notify the Board of Governors or the Governor when a trustee has 3 consecutive unexcused absences from regular board meetings in any fiscal year

University | President



PRESIDENT



DUTIES



The President is selected by the board of trustees and confirmed by the Board of Governors.



The President is the chief executive officer of the university and is responsible for the day-to-day management of the institution.



The President reports to the board of trustees.

Scope of Review



Part 1: Presidential Employment Contracts

- How presidential employment contracts are developed
- Approval and oversight
- Consistency across institutions

Part 2: Delegations of Authority

- Types of Delegations from the BOTs
- Oversight of delegations
- Consistency across institutions

Presidential Employment Contracts

Interim Contracts



Review included 8 contracts for 7 universities



4 interim contracts
were approved by the
full BOT



4 interim contracts
were delegated to
negotiate and
execute.*

*In some cases, the BOT was
later notified of the contract terms.

Presidential Employment Contracts

Permanent Contracts



Review included 11 contracts for 11 universities

2

Delegated negotiation with parameters; limited or no subsequent BOT approval

3

BOT approved **key terms** before contract finalization

6

BOT approved the **final contract** before execution



Review of Delegations

University	Category	Delegation Area	BOT Chair Authority/ Role	Oversight/ Conditions
FAMU	Governance	Executive Committee**	Chair may convene committee to act between meetings; has full authority of BOT. (Board Operating Procedures)	Unclear which items require subsequent full BOT approval.
FAU	DSO	Information	Chair was provided authority to request information from any FAU DSO (Florida Atlantic University Board of Trustees Resolution, April 26, 2017)	—
FGCU	Personnel	Compensation & Hiring	Chair must approve who is considered a direct report to the President; must approve direct report compensation; and must approve before President can enter into employment contract or extensions with direct reports. (Resolution on Presidential Authorizations, May 10, 2016)	President must obtain Chair approval before action; no re-delegation.
FIU	Personnel	Executive Roles	Joint approval (Chair and President) on any person to serve as compliance officer, audit executive, corporate secretary, and general counsel. (Resolution, Amended and Restated President's Powers and Duties, September 18, 2025)	—
	Contracting	Emergency Contracts	Chair may approve emergency contracts >\$3M if timing requires	Must be reported to BOT afterward

*Does not include presidential search process, presidential employment contract process, delegations to university staff.

**Also found in other universities' governing documents.

University	Category	Delegation Area	BOT Chair Authority/ Role	Oversight/ Conditions
			(Resolution, Amended and Restated President's Powers and Duties, September 18, 2025)	
FL Poly	Contracting	Large Contracts	Chair (Finance Committee) approves contracts >\$1M (Board of Trustees Resolution 2023-001)	Required before execution
		Change Orders	Chair (Finance Committee) approval required for >\$100K (Board of Trustees Resolution 2023-001)	Must be reported to BOT
		Claims	Chair approval required for claims >\$750K (Board of Trustees Resolution 2023-001)	Board Vice Chair notified
FSU	Contracting	Change Orders	Consultation with Chair if >10% of contract value (Delegation Best Practices and Principles)	—
		Settlements	Chair consulted for ≥\$500K (Delegation Best Practices and Principles)	Chair may convene shade meeting
NCF	Contracting	Change Orders	Chair (Finance Committee) approval for >\$100K (Regulation 2-2002, Powers of the President)	Reported to BOT and recorded in minutes
		Claims	Chair or committee approval for >\$250K (Regulation 2-2002, Powers of the President)	—

University	Category	Delegation Area	BOT Chair Authority/ Role	Oversight/ Conditions
UCF	Personnel	Executive Roles**	Chair involved in annual review of the list of positions that are subject to Chair consultation. (Presidential Authority and Delegation)	Includes VPs and high-comp athletics staff
UF	Contracting	Major Contracts	Chair approval goods and services Contracts: 1. ≥\$10M in total value; 2. ≥\$2M per year spend; 3. ≥\$1M in total or per year spend for consulting services; or 4. ≥10 years and exclusive (Governance Standards)	—
		Budget Deviations	Chair approval required (Governance Standards)	Based on deviation type/amount
	Personnel	Compensation	Chair approves compensations for UF Cabinet Members (Vice Presidents and other Executive Direct Reports to President), Deans, Directors or other academic or administrative unit leadership positions (Governance Standards)	—
		Settlements	Chair approval for >\$1M (Governance Standards)	—
	Naming	Naming Decisions	Chair co-approves certain non-BOT naming, removal of naming, donor-requested changes to a naming	With President; BOT VC notified

University	Category	Delegation Area	BOT Chair Authority/ Role	Oversight/ Conditions
			(Naming and Memorials)	
	Budgeting	LBRs	Board Chair and the President to develop and approve the FY2026-27 Operational Legislative Budget Request and related documents for submission to the BOG (Meeting Materials)	Distribute materials to the BOT when submitted to the BOG. The LBR was brought back to the BOT and it was asked to approve the LBR request of \$50M with delegation to BOT Chair and President to determine specific areas and initiatives to include in the LBR.
	Budgeting	FCO LBR	President and BOT Chair develop and direct the final approved lists for submission. (Meeting Materials)	Committee provided guidance on the preliminary FCO LBR and delegated authority to BOT Chair and President.
	Budgeting	Facilities Spending Plan	BOT Chair approve modifications needed for consistency with the budget adopted by legislature. (Meeting Materials)	BOT approved plan and delegated to account for changes during session.
	Real Property		Chair (or VP) to determine timing. (Meeting Materials)	BOT approved the acquisition of the Property, either by direct acquisition at the closing under the Contract or from the University of Florida Foundation in the future, with the timing to be determined by Chairman Hosseini or the Vice President for Construction, Facilities, and Real Estate, as designee

University	Category	Delegation Area	BOT Chair Authority/ Role	Oversight/ Conditions
	Real Property		Chair (or VP) could provide amendments. (Meeting Materials)	BOT approved assignment of the sublease for the Hilton Hotel and Conference Center.
UNF	Contracting	Budget Transfers	Chair (Finance Committee) approves mid-range transfers (\$200K–\$500K) (Resolution on Presidential Authority)	Larger amounts go to BOT
		Contracts	Chair (Finance Committee) approves >\$1M (Resolution on Presidential Authority)	—
		Change Orders	Chair approval >\$100K; committee >\$1M (Resolution on Presidential Authority)	Reported to BOT
USF	Contracting	Procurement	Chair (Finance Committee) approves ≥\$3M; committee ≥\$5M (Delegations of General Authority and Signatory Authority)	Tiered approval structure
		Settlements	Chair approval >\$1M; >\$2M also needs Finance Committee approval (Delegations of General Authority and Signatory Authority)	—
			Chair, in consultation with the President and the General Counsel, will approve expenditure authorization thresholds for settlement of claims on at least an annual basis.	

UWF	Legal	Litigation**	Chair may accept service of complaints (delegable) (Retention of External Legal Counsel, Legal Process and Responding to Communications from Attorneys and Court Officials)	Typically delegated to General Counsel
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