

**MINUTES
STATE UNIVERSITY SYSTEM OF FLORIDA
BOARD OF GOVERNORS
University of West Florida
Nomination and Governance Committee**

June 24, 2026

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are accessible at:

<https://thefloridachannel.org/videos/6-24-26-florida-board-of-governors-meeting/>

Alan Levine:

We're going to move into the nomination and governance committee. Amanda, would you please call the roll?

Amanda Gay:

Thank you. Chair Levine?

Alan Levine:

Here.

Amanda Gay:

Vice Chair Cerio?

Timothy Cerio:

Here.

Amanda Gay:

Governor Edge?

Aubrey Edge:

Here.

Amanda Gay:

Governor Jones?

Ken Jones:

Here.

Amanda Gay:

Governor Lydecker?

Charlie Lydecker:

Here.

Amanda Gay:

Governor Mateer?

Craig Mateer:

Here.

Amanda Gay:

Governor Okaty?

Michael Okaty:

Here.

Amanda Gay:

Chair, we have a quorum.

Alan Levine:

Great. Thank you. Our first item up is the approval of the January 29th, 2026 nomination and governance committee meeting minutes, which are in your materials.

Is there a motion to approve the January 29th meeting minutes?

Aubrey Edge:

Motion

Alan Levine:

A Motion.

Charlie Lydecker:

Second, Lydecker.

Alan Levine:

Second by Lydecker. Any discussion? All in favor, say aye.

Group:

Aye.

Alan Levine:

Any opposed, no. Okay, great. Thank you.

Show it done. All right. As you may recall, last fall, the board made several trustee appointments. Two of those appointments were not able to be confirmed during the last legislative session due to some paperwork issues. So, we have those vacancies to fill. The first university that we have up is Florida Agricultural and Mechanical University. Does any member of the, by the way, great hire, President Johnson, for the law school. Does any member of the committee have a nomination for the FAMU board of trustees to move forward?

Timothy Cerio:

Chair, I'm sorry, I didn't hear you say FAMU, my apologies. I would like to nominate for reappointment, Mr. Chair, nominate for reappointment Mr. Victor Young to serve as a member of the Florida Agricultural and Mechanical University board of trustees.

While his prior appointment to the FAMU board was not finalized during the Senate confirmation process, this nomination provides an opportunity for Mr. Young to continue to serve and to bring his experience and perspective to FAMU. He is the founder and chief executive officer of V. Young Enterprises, Future Fortified Technologies, and Dunamis Premium Spirits. He brings prior trustee experience with Florida's higher education system, having served on the Pasco-Hernando State College board of trustees from 2011 to 2013, and Mr. Young currently serves as medical group chairman on the Moffitt Cancer Center board and is also a member of Tiger 21.

Alan Levine:

So, is that a motion?

Timothy Cerio:

I'm pausing for comments or questions. Sorry.

Alan Levine:

Any comments or questions? All right. Clearly not.

Timothy Cerio:

All right, well, Mr. Chair, if you'll entertain it, I move that Victor Young be reappointed to Florida A&M's board of trustees, subject to confirmation by the Florida Senate, in completion of trustee training, for term beginning June 24, 2026.

Alan Levine:

There's a motion. Is there a second?

Ken Jones:

Second.

Alan Levine:

Second Jones.

A motion seconded. Any discussion? If none, please signify by saying aye.

Group:

Aye.

Any opposed? No. Show it adopted.

Okay. The second university that we have a vacancy for is Florida International University, and I'll say it again tomorrow, but FIU number one five years in a row. Madam President, where are you? Congratulations.

Do we have anybody that wants to make that motion?

Michael Okaty:

Mr. Chair?

Alan Levine:

Yes, sir, Mr. Okaty.

Michael Okaty:

I'd like to nominate for reappointment Ms. Tila Falic-Levi to serve as a member of the Florida International University Board of Trustees.

While a prior reappointment was not finalized during the Senate confirmation process, this nomination provides us an opportunity for her to bring back her expertise and perspective to FIU. Ms. Falic-Levi is an experienced technology and operations leader currently serving as senior director of AI applications at Rider Systems, where she drives innovation, process improvement, and large-scale digital transformation. She's the founding president of the Jewish Culture High School in Miami and currently serves on the board of the United States Holocaust Museum.

Her family's history, including being the granddaughter of Holocaust survivors, has shaped her deep commitment to higher ed and public service.

Alan Levine:

Any comments? Questions?

Michael Okaty:

Seeing none, Mr. Chair, I move that Tila Falic-Levi be reappointed to the Florida International University Board of Trustees, subject to confirmation by the Florida Senate and completion of trustee training for a term beginning June 25th, 2026.

Alan Levine:

There is a motion.

Tim Cerio:

Second.

Alan Levine:

There's a motion, a second.

Any discussion? If none, all those in favor say aye.

Group:

Aye.

Alan Levine:

Great. Okay. All right.

I'm going to move it into the next item on the agenda, which is a discussion about governance. As you know, I had asked for a high-level review of governance a few weeks ago, and I'll get more into the details behind that, specifically how our boards of trustees are exercising their authority and whether that exercise is consistent with our regulations. To state the obvious, there's been a lot of activity over the last week, and this is the first opportunity I've had to discuss it with the full board in detail.

Now, as I look around the room, I see chairs, presidents, people on our board, friends, mostly people I've known a long time that are friends, and many of whom I've worked with for years, actually on this board starting with my work under Chair Hosseini when he was chair of this very board. In each of our roles, we have a job to do, which may at times lead us to disagree. I don't get angry when that happens.

What I do is I try to learn, and so I'd like to ask that we learn together, and I'll start by saying being truthful means sometimes having some uncomfortable conversations, so this might be a little uncomfortable. It is uncomfortable for me, and maybe it'll get even more uncomfortable, but I'm going to say why I did what I did, my reasoning and my rationale, and hopefully when I'm done, you'll understand I'm trying to do the right thing for our system. I also want to say one of the things I regret most, I can't control what other people say or do.

I can only control what I say or do, and I think it's regrettable when people make ad hominem attacks against other people. Whether it's a candidate for president, whether it's a board chair, whether it's a board chair or anybody else, if people are volunteering their time and trying to do the right thing, it's unfair, and so I want to say that, because the work we do together, we have to look at the facts, and we have to make decisions that we believe are best for the system. Based on some of the public commentary over the past week, which for logical reasons has not been fully informed, I want to provide some clarity and my rationale for my concerns.

And based on some of what has been said, I sought the opinion of former first DCA chief judge Paul Hawkes to provide guidance to me, because if I had done something outside my scope or done something wrong, I would be the first to want to correct it. Judge Hawkes concluded that my actions were appropriate and my concerns are valid. I will walk you through the events and address my key governance concerns.

Let me start by saying that the Board of Governors, as a constitutional body, makes the rules, interprets the rules, and enforces the rules. Just like the House of Representatives, the Senate, and the courts, we were all created by the people of the state. No outside entity may intrude on our interpretation of our rules.

So, what happened over the past week? Let me walk you through it. In performing my responsibility to review the proposed presidential candidate for approval to emerge from the UF Presidential Search Committee, I took notice of the contract language for Dr. Landry. What I saw concerned me, as it contained language requiring the president to obtain the approval of the board chair for hiring and compensation decisions below the president.

My concern with that language was that a president must have the authority to build their team and be accountable to the full board for the performance of that team. The intrusive structure that had been created by that contract could potentially create tension between the president and the board chair and appeared contrary to the construction of our rules. This is the third president UF will be hiring in just over three years, and I want this president, if confirmed, to remain at UF.

And so, I believe they ought to walk into a structure that is supportive of that goal. So, the structure is important, and the structure is relevant to the decision I made about withholding the agenda item until we could have this conversation and get some agreement on moving forward with the governance structure. I was vocal about my concern, and Chair Hosseini sent me an email acknowledging my concern, which I appreciate, and he agreed to remove this language from the proposed contract with Dr. Bell, which I, again, appreciate.

He also suggested in the email that I do a statewide review. So, I thought that was a good idea, and I asked the chancellor to begin that process. When I received the preliminary review that Amanda assembled, which was just days before I had to make a decision about the agenda, and she has shared with you and will share with you in the presentation momentarily, I became concerned with what I saw.

Some of our trustee boards were delegating a few material board-level decisions to a single board member. I asked the chancellor to work with each board to begin correcting this. But as part of the review, and what you will see in the presentation and what you have in front of you, is that the University of Florida stands out in a manner that drew my concerns.

Material decisions above the threshold of authority delegated to the president, which are normally reserved to the board, such as financial, procurement, compensation, and other decisions, are being delegated to the chair, who is acting in place of the board. No other university has done this to this extent. For any university, delegating board decisions to a single member, for reasons I will explain, I see this as a violation of our regulation, a serious violation of our regulation, which, taken as a whole, is designed for the boards to lawfully act as collegial bodies with delegated authority to the presidents, who report to the boards, and for the chair to manage the board and perform other ministerial functions as designated by the board.

This is, in fact, how most boards function in our system, including the Board of Governors. I don't have any authority to sign off on expenditures or anything like that. As you know, our operating procedures clearly say that the chair approves the agenda for this meeting.

The agenda is not determined by the timing wishes of a university or the opinions of others. It lies with the chair, and the chair, considering all the factors, decides whether to place the item on the agenda. This is a core function of the chair, and the rules wisely say that if a majority of the board wishes to add something to the agenda, there are procedures for it to do so, so the chair's authority is properly limited.

In considering the agenda for this week's meeting, I felt it was critical for UF and Florida Gulf Coast University to come into compliance with our regulation before we acted on any of the issues that they proposed for the agenda, so we could make sure the institutions are in the right posture. I also wanted to make sure no one speculated that my action had anything to do with Drs. Bell or Timur, and so I took the unusual step of putting in writing my reasons and making sure everybody understood that, and I just want to be very clear.

My concern was, because I'm so concerned about the governance issue and felt that had to be discussed and managed first, I didn't want people to see the agenda and not have an explanation for why Dr. Bell was not on the agenda, because people would speculate that I was trying to block him from being president. And even though I said this is why I'm doing this, people still thought that I didn't put him on the agenda because I'm trying to block him from being president. That couldn't be further from the truth.

Dr. Bell deserves his day in front of us where he can have an opportunity to have a dialogue with this board, and in fact, he's going to. I did not, like I said, I did not want his confirmation to get mixed up with a board discussion about my concerns with governance, because I felt he deserved the full focus of our board, but I also felt it was important to clarify my concerns about the governance structure, which, in my view, is more important to discuss more quickly than the other matters. Now, I since learned that the housing issue at UF is also very critical and it is on the agenda.

I also believe that these concerns should be addressed before a new president starts. Otherwise, he will end up in a parallel reporting structure where one board member is making board decisions, while at the same time, the president has to report to the full board. Again, I'll repeat, we're on the third president in just more than three years, and based on multiple conversations I've had with people at the University of Florida that I trust, this tension has been reported to me as an issue, and it's been touched on in national publications, which have not been good for the university.

So, I'm not making this up, and my issues here are not arbitrary. I know, as a CEO myself, it would be difficult to perform my role if I had dual reporting relationships with my board and my board chair, and I don't know how I could be held accountable for the decisions that I did not make and that my board, acting as a body, did not make. I think this issue is germane to the presidency and needed to be addressed before we act on the president.

I do understand the desire by the board of trustees, and I really do respect this, to get their president in place for the fall, and that's why last week in the email explaining my decisions, I said clearly, as soon as we get a resolution to the governance question, I would be pleased to call a special meeting to consider Dr. Bell and any other issues proposed for the agenda. My decision to do that was prudent, and as Judge Hawkes stated in his opinion, quote, exercise thoughtfully and deliberately, withholding agenda placement for items from a noncompliant institution until resolution is a measured enforcement mechanism, unquote, and that my decision to withhold agenda placement for these items until compliance is restored is a proper and thoughtful exercise of the BOG chair's core agenda setting authority, unquote. Now,

by way of example, I'm going to share an observation or two where this delegation of authority can create controversy, and it has.

First, the contract with Dr. Landry. The UF board delegated to its chair the authority to finalize an agreement with Dr. Landry. The board never publicly discussed the terms of the contract, nor did it vote on them.

Keep in mind, these trustees, these boards are a body corporate, and they can be sued and sue, and all the stuff that comes with being a corporation. So as a body corporate, despite that the board never deliberated over the terms of the contract in a public meeting, nor voted on them, the board is nevertheless legally bound to perform under that contract. The fiduciary duty of care requires that each board member acting on behalf of an institution make informed, prudent decisions using the level of diligence an ordinary, prudent person would.

It's not about guaranteeing a perfect outcome, but about ensuring a reasonable, well-documented process before taking action. How can you exercise your fiduciary duty if you literally give it away? You can't. In this case, the language authorizing the chair to approve hiring decisions was placed in the contract during the negotiation, which the board was not part of.

The board never had a public discussion about delegating authority to the chair for hiring decisions by the president, nor did they vote on it. On the basic facts in question, the attorney general's opinion that has been provided to you relied on a question that itself was not accurate. The board never voted to give the chair authority to approve hires.

I'll repeat that. The board gave authority for the chair to finalize a contract; the board never had a discussion about the contract or what was in the contract and never had a discussion about delegating that authority to the chair. So, the question asked of the attorney general just wasn't accurate.

A more accurate question would have been, can a board chair negotiate a contract that grants this authority to himself without explicit delegation by the board of trustees? Because that's what appears to me to have happened. For additional reasons I'll get into, the attorney general's opinion doesn't address the actual reason I withheld the agenda item and doesn't touch the issue that I'm most concerned about. Further, long existing attorney general guidance actually supports the reason for what I did and the action that I took, and I'll get into that in a moment.

As to the issue of the \$2 million severance, that has clearly become controversial. There was a meeting between Chair Hosseini and Senator Rick Scott, and following that meeting, Senator Scott sent our chancellor a letter expressing his concerns. I do not know what was discussed in that meeting, and I haven't spoken to Senator Scott about it, but I know Senator Scott was vocal in his letter about his concerns.

It's true the board never discussed or voted on the terms of the contract in a public meeting, but they nevertheless are liable for a \$2 million severance. Under Florida Statute 215.425, it is clear that any contract with a public employee that contains a severance must have language stating

the severance cannot exceed 20 weeks. The fact that the source of funds may come from donors or a DSO is not relevant.

To make sure I was not misunderstanding this statute, I reviewed several auditor general findings. Two of them I have with me, one from the University of Florida in 2012 while I was on the board of trustees, and one from University of Central Florida related specifically to their president and directly on point where the auditor general found that contracts containing severance beyond 20 weeks ran afoul of state law. UCF had to redo their contract, and UF was advised to claw back some money.

Had the Dr. Landry contract been noticed on the UF agenda, with UF being the actual party to the contract, and deliberated publicly, there would have been an opportunity for the body that was being committed by the contract to have asked questions and to deliberate. I suspect the \$2 million would have been discussed. But the fiduciary board never had that opportunity because they delegated their authority away.

So I don't know what happens from here. But based on the law, this very provision of the contract could likely trigger a review from the auditor general, or since it was negotiated and signed outside of a public meeting with the fiduciary board never approving it, there could be jeopardy there, too, which could ultimately nullify it. So I'm asking our general counsel to work with the UF general counsel to determine if there is any remedy.

Our responsibility here is to protect the university and to support whatever we need to do to make sure we're compliant with the law, but that the university can keep its word. The second example is a little bit sensitive. Ben Sasse is a very close friend of mine.

And like all of us, I watched some news about him when he stepped down as president with allegations about spending. And one of the worst allegations related to contracts that he executed with consulting firms that amounted to more than \$6 million. And he took a lot of media heat for it.

And because these expenditures were above the threshold for the president to approve, rather than seeking full board approval where he could explain the rationale for needing the consultants in public view, he was required to seek approval only from the board chair. The ultimate senior approval rested with the board chair, not the board. Had President Sasse been required to come before the full board, there would have been no controversy.

He would have provided his rationale, answered questions, and the discussion would have been in public view. This was an unnecessary controversy caused by circumventing a public decision and depriving the board members from performing their fiduciary responsibility to consider the matter and vote on it. I don't want to see issues like this happen to the next president, and that's why I'm trying to get this resolved as quickly as possible.

Now those are just a couple of examples. I have more, but I don't think it's worth the board's time to do that. I think you get my point.

Now back to the regulation and the AG opinion. Our regulation is built upon two things. Best practices and governance, and compliance with the Sunshine Law.

First, as to best practices, in 2017, while Tom Koontz was chair of this board, BOG staff provided guidance on best practices and delegation of authority and governance to the trustees. Most boards are performing consistently with that guidance, and they seem to have a clear understanding of the foundations of our regulation. Nowhere in that guidance does it recommend or even suggest delegations of authority to a single board member.

It's not mentioned once. In fact, it only mentions delegating down to the president or below. Taken together, the intent of the regulation should be clear.

There was specific guidance available from the board of governors. Our regulations consistently reference the responsibilities of the full board of trustees, and the language related to the chair's responsibility is designed to be ministerial and to lead the board. And there's another provision in our regulations, 1.002, where we specifically authorize the board to delegate authority to negotiate but not execute contracts with presidents.

That clearly indicates that if the BOG meant for the board of trustees to be able to delegate authority to the chair, we have clearly said so in other areas of our regulations. But otherwise, the expectation is that 1.001 be complied with. I do agree that the board may delegate certain things to the chair for the purpose of carrying out board decisions, but delegating the board's actual decisions to the chair on material matters can leave the door open to numerous controversies.

Now, as I said, the AG's informal opinion opines on a question of whether a president can be required by a board to seek approval from the board chair for hiring of employees below the president. I appreciate his opinion on that, but that's not at issue. The chair and I agreed that that would not be in the contract, and he kept his word.

It's not in the contract. So that issue's off the table, and as I said in my email last week, the issues from the review that was done after that are what prompted my action. And the attorney general's office has, in fact, opined on my concerns about these other issues, and the AG's longstanding opinions support the actions I took.

As important as best practices are, our regulations are designed to ensure compliance with the law, including the Sunshine Law. On page 11 of the 2025 Attorney General's Government and the Sunshine Manual, under section D, and boldly titled, Delegation of Authority to Individual to Act on Behalf of the Board, unquote, it states unequivocally that, quote, the Sunshine Law does not provide for any government by delegation, exception. A public body cannot escape the application of the Sunshine Law by undertaking to delegate the conduct of public business through an alter ego, unquote.

Delegation of authority to a single member for the purpose of carrying out the board's decision-making process would therefore be unlawful. On issues not delegated to the president, which

are exempt from public meeting portion of the Sunshine Law, the board must consider them in a properly noticed public meeting. In other words, that which is not delegated to the president must be considered and acted upon by the full board of trustees.

The Attorney General's guidance in the Sunshine Law Manual states that a board member may be assigned to explore options or gather information and then report back to the full board provided the member is not empowered to make decisions or negotiate final terms on the board's behalf. That's in the Sunshine Law Manual. This guidance from the Attorney General's office comports perfectly with the construction of Regulation 1.001, underscoring my argument about why these issues need to be addressed promptly.

And it supports that, in fact, universities which delegate decision-making authority to a single board member are not compliant with our regulation. As an independent constitutional entity created by Article 9, Section 7 of the Florida Constitution, the Board of Governors possesses the authority and obligation to interpret its own rules and procedures. Just as the AG would likely not tell the courts how to interpret their rules or the legislature how to interpret its rules, it similarly, I would think, would not want to tell the BOG how to interpret ours, and certainly it should not do so without first understanding all the pertinent facts.

To suggest otherwise would seem to violate the constitutional principle of separation of powers. I hope you can understand why, when I saw the extraordinary delegations of authority last week for the first time, I felt it urgent to give the boards the opportunity to correct course and address these issues. When the University of Florida agreed to the performance of a governance review, which must occur under our leadership, I was prepared to place their issues on the agenda, and I've done that.

But I caution that current governance standards at UF and elsewhere, which run afoul of Regulation 1.001 and the clear guidance of the Attorney General, long-held guidance of the Attorney General, could place these universities in jeopardy of being inconsistent with the law around which our regulations are designed to comply with, namely that decision-making matters above the President's delegated authority be made properly in those meetings. So, I think the Attorney General Office's long-standing guidance agrees with me on this. Given the guidance from the Attorney General clearly articulates that delegations to a single board member above what is delegated to the President are not legal, our regulation must be interpreted in that light.

The combination of all factors I've mentioned lead to the very reasonable conclusion that some of our institutions are out of compliance with 1.001 and must be brought into compliance. Finally, I want to quickly address the letter you received from four of our previous chairs. I served under each of them and have enormous respect for each of them as well.

I was grateful to have served as a committee chair for most of the time they overlapped with my service. In each case, I observed the chairs using their discretion to set the agenda for a variety of reasons when it came to deciding what was considered by this board. Not until now has the basic responsibility of setting the agenda been called into question.

As has been the case for the last 13 years, at least, the chair establishes the agenda unless the board votes to place something on the agenda, and that's not in dispute. In 2017, under Tom Kuntz, the best practice standards were produced, and yes, at that time, UF's governance standards were worthy of applause. They were very good.

And I commend the board and the chair at the time for putting them in place and keeping them in place. But changes to the standards have occurred since these gentlemen were on this board. And as a recent example, sweeping changes were made to the UF governance standards less than one year ago, back in July.

My decision was based on the current standards and not what existed as long as 10 years ago. I do want to say that we all owe a debt of gratitude to every person who has chaired this board, including those gentlemen, especially if you don't feel that way about me today. That was meant to be a joke, by the way.

Mr. Hosseini and Brian Lamb, in addition to the four that wrote that letter, deserve our gratitude for the service they put on this board, because the direction that we are in today and where we stand as a system, I stand on the shoulders of some very tall people. And perhaps I'm not worthy, but here I am, and this is, like I said, this is a tough conversation. My motive here is to solve this problem and put University of Florida and their new president in a posture to be successful.

I have three degrees from the University of Florida. My son is a two-time graduate, and I'm a donor. I bleed orange and blue.

I want the best for all of our institutions and for my alma mater. Before and after every football game at UF, the Gator faithful sing the alma mater. Many people don't know there's a second verse that is never sung.

Part of it reads, quote, we take each comrade's hand, true to thee and to each other, unquote. Truly, I want the board, the president, the students, the faculty, and the entire university to continue to be successful. I know that's true of the board.

I know it's true of this board, and consistent with our alma mater, I do remain true to thee and to each other. Amanda, I'd like you to go over your presentation, and then we can have a discussion and questions.

Amanda Gay:

Thank you, Chair. Y'all bear with me. I don't usually give presentations, so let's hope this works.

My goal today is to give you an overview of our system governance and share observations from a preliminary review of governance documents across the system. This will not be exhaustive, but we'll touch on the system's governance structure, the various roles, and then a summary of the preliminary review we conducted. As you may know, in November 2002, Florida voters approved a constitutional amendment establishing the Board of Governors.

Pursuant to the Florida Constitution, the board is vested with the authority to operate, regulate, control, and be fully responsible for the management of the whole university system. The constitutional amendment also established a board of trustees for each university. The boards of trustees are responsible for administering their universities in accordance with the powers and duties established by the Board of Governors.

While the Board of Governors is the policy setting board for the state university system, the Board of Governors delegated day-to-day operating authority to each institution's board at its first meeting in January of 2003. The original delegation to the university boards of trustees was superseded when the Board of Governors adopted Regulation 1.001, which outlines the university's boards' powers and duties. As you know, this regulation has been modified over the years.

This slide just generally highlights the core responsibilities assigned to the Board of Governors in the Constitution. These responsibilities form the foundation of the board's oversight of the system and guide how our public universities operate as a coordinated system. Next are the powers and duties of the boards of trustees as established in our regulation.

I realize now that these are very small to see, but they are listed in Regulation 1.001. The responsibilities listed in the small section reflect the board's core governance obligations. For example, the boards of trustees are required to provide oversight of the university and finances, adopt a strategic plan, approve operating and capital budgets, oversee campus safety. Those are just a few examples but ensuring that the university remains aligned with its missions and priorities.

The board may section provides additional authority and allows the trustees to establish committees, adopt certain regulations, create research entities, etc. That then moves us to the chair of the board of trustees. As you know, the chair of the board of trustees plays a critical role in ensuring the board functions effectively, efficiently, and in accordance with its responsibilities.

The chair is elected by the members of the board of trustees and serves as the presiding officer for the board, helping facilitate productive discussions, maintaining order, ensuring that board business is conducted appropriately. Then of course is the university president, who serves as the chief executive officer of the institution and is responsible for the day-to-day management and operation of the university. As the university's CEO, the president is responsible for implementing board policies, leading the institution's academic and administrative operations, managing personnel, advancing the university's strategic priorities, and serving as the primary spokesperson.

While the president has the broad authority to manage the university, the president remains accountable to the board of trustees and reports directly to the board. So, this brings me to the scope of the preliminary governance review. I was asked to review system-wide governance documents to assess, first, how presidential employment contracts were negotiated and approved, and second, to review how our boards of trustees are delegating authority.

For the first part of the review regarding presidential employment contracts, I reviewed board of trustees meeting materials, minutes, as well as documents submitted to the board of governors. For interim contracts, the review covered eight contracts for seven universities over a period of time from 2022 to 2025. Generally, the results were split.

Four of the boards of trustees approved the contract document itself. In two of those cases, the board did delegate to a trustee the ability to negotiate the contract. However, the contract itself did come back to the board of trustees for approval before execution.

On the other hand, four boards of trustees delegated to a trustee the ability to negotiate and execute the interim contract. In some cases, the board of trustees was later notified of the contract details, but for each of these four, I was unable to find further confirmation that the board approved the contract. There was more inconsistency across the system with respect to the negotiation and approval of the permanent presidential employment contracts.

This review included 11 contracts for 11 universities from 2020 to 2025. Six contracts, and I'm starting on the right side here, six contracts were approved by the full board of trustees. Like the interim contracts we just discussed, some of these were delegated to a trustee for negotiation but ultimately came back to the board for approval.

There were three occasions in the middle there where the board of trustees approved substantial key terms of a contract, but not the actual contract document itself. And then finally, there were two occasions where the permanent presidential employment contract was delegated to a trustee for negotiation and execution. In these cases, there were some parameters around compensation, but did not include all the key terms.

I was unable to find evidence that these contracts were approved by the boards. There we go. So, this finally gets us to part two of the review, which covered delegations of authority being invested in individuals.

Charlie Lydecker:

Mr. Chair, can I ask, are we being asked to vote on something today?

Alan Levine:

No.

Charlie Lydecker:

This is informational? I mean, is the net net going to be that we're going to have a, you know, we're going to set up a special committee, or how do you want this addressed ultimately where we can come in? Because right now it's just a lot of information flying, you're like, what am I doing with this?

Alan Levine:

Okay. Fair enough.

I wanted you to first see the information and then have a conversation, be able to ask questions. I think it would be good for the governance committee to direct, or to vote to direct the chancellor to begin the process of selecting consultant for governance, governance expert and to comport with the agreement that I made with the University of Florida, that we begin a detailed governance review of all of our institutions. That may be the outcome if somebody makes that motion.

Charlie Lydecker:

I'll be happy to make that motion because, because we're going through all of this, which is interesting. I just got this for the first time. I'm looking at it, but you know, this is something you want to read and understand.

There's a lot to it. And we want to make sure I'm more concerned about the laws of unintended consequences. You know, the pendulum swings and the swing too far.

But if, if the point of this is that you would like to see a review of governance at the university levels, and maybe if I'm not stating that correctly and you want to add to that, then I'd be the first to say, I will make a motion to suggest, to ask the governance board, the committee to address it and come back to the full board of trustees.

Alan Levine:

Would you be willing to add to that motion that all boards, that the chancellor work with each board to ensure that they come into full compliance with 1.001 and the sunshine law immediately?

Charlie Lydecker:

Yes. Yes.

So, I I would like to amend my motion to reflect the, your thoughts and what you have just said. But I also want to make sure that, and I think this is inherent in what you just suggested in working with the board of trustees, I think we want to get a lot of feedback from the individual university boards of trustees and the chairman that you know, let's not break something that's working. Fully agree.

And I don't, I don't know that something's not working. I'll take the points that you've made in your presentation and that there's governance concerns and we can get a third party involved to provide insights. But I also, I'm not seeing evidence that something is actually broken.

So, but that's okay. It doesn't matter. That's for the, you know, the governance committee to work in consultation with the chancellor relative to the motion we're trying to make.

And then if that's the case, I, I make the motion and perhaps as a second that's willing to, motion.

Alan Levine:

yeah, can you turn your microphone on more? I'm sorry. I can't hear you.

Mori Hosseini:

Can I make a comment before y'all make a motion since this is about me? Great job, Chair Levine.

Your write-up was great. Good writing. You worked on it.

But I didn't know you were going to go there today because we thought we had an agreement on this as of Monday night when I had our board meeting, but great job. I'd like to make a couple of points. One question.

Did you have Dr. Landry's contract or not? Did you have a contract, Dr. Landry, before you approved it or not?

Alan Levine:

We didn't approve Dr. Landry's contract.

Mori Hosseini:

Yeah. Hold on.

As an interim? Yes. As an interim. But if you look at the video, first of all, you approved Dr. Landry.

You did have it. You had the contract. At the meeting of the board, you did have the contract.

At the meeting of the board, you went to say, you said, I move to approve Dr. Landry. By itself, you should have read the contract. Just by that.

Then you said the contract, you know, I, I moved to approve Dr. Landry and the contract, and the chair says, oh no, just make a motion on Dr. Landry. But the contract was there because of your approving Dr. Landry, you should have read the contract. Did you read it or not?

Alan Levine:

Let me actually-

Mori Hosseini:

Can you answer yes or no?

Alan Levine:

Yes, I did.

Mori Hosseini:

So, if you read it, you saw that what the, the, all the requirement was right in that contract. Was it not?

Alan Levine:

Let me- Stop.

Mori Hosseini:

Okay.

Alan Levine:

Number one, if you watch that video very closely, I began to make the motion for Dr. Landry and for the contract.

I stopped mid-sentence.

Mori Hosseini:

The chair had stopped you.

Alan Levine:

No sir. Anybody can watch the video Mori.

Mori Hosseini:

Let's pull it up. Let's get it up.

Alan Levine:

So, number one, I stopped and I turned and asked, are we doing the contract here? And the reason I asked that question is I had questions about the contract. The chair said, no, we're going to take it up separately. So, I made the motion for Dr. Landry because up to that point we had only spoken about Dr. Landry and his qualifications.

We had not had a conversation about the contract and then the chair never brought it up again. He adjourned the meeting. So that's not true.

Number two, we are not the fiduciary body that approves contracts. The board of trustees is. If there is a dispute in that contract, it's the board of trustees that's responsible.

The board of trustees did not vote on that contract.

Mori Hosseini:

You had a contract for a year, and you said you read it and you're bringing your concern now and you in your three-page letter or whatever you did to me, you asked me that to take this stuff out of the contract. And I said, I agree, we'll take it out.

And then all of a sudden, you're holding, you're holding somebody's confirmation because you already released it to be heard by the board of governors. But can I finish, you know, you said, let me just, I want to bring a couple of points to you. In 2019, there was a meeting made, you know, with then current chair, Syd Kitson with Rahul Patel.

I have the email right here. In that email, he said that, what a great, I met with you, I went over it with you. I heard right here.

I went over it with you. What a great governance. What a great governance in 2019.

And I hope we can get the whole system to follow. So that was then. What changed? All the change was made because either something you guys did or the governor's office did in request from us.

Let me give you an example. Dr. Ono, when we had, I wish we never had to talk about that, Dr. Ono, when that came up and we were about going in there and there was a concern from governor's office, we were recommended a bunch of changes to that contract. We made the changes.

Exactly what was given to us. We would make the changes, what was given to us from the board of governors, we made all those changes they want. And then we had to change our regulations to do that.

The chair of board of trustees never approve anything by himself. It has to be by the president and with the chair. The president of university can anytime go to the board of trustees and say, I don't agree with the chair.

I don't agree with the chair. 99% of the time, 99% of the time we agree. I can tell you as a three-time graduate of University of Florida, Chair Levine, if I sit down and show it to you, the decision I make that if I didn't make those decision would have ruined my medical school, I can show it to you.

You, as a three-time graduate, would appreciate the decision I made. I don't want to, hold on, let me just finish. You talk about Dr. Sasse.

Some of the decision based on that, on that contract, with Dr. Sasse, it wasn't just the six million. As you know, there was a bunch of other things. We made decisions so that we avert that.

The board of trustees of University of Florida, as someone in the name of Alan Levine says, we're not potted plant, right? You said, board of trustees are not potted plant. We are not potted plant. The board of trustees are tremendous number of executives.

They are not potted plant. They have been involved. It's a partnership that we set up. The powers that they gave me was from the board of trustees. The decision I made was based on that, but I want to go back to something that you started with. Again, I wasn't going there.

You started with holding universities accountable. Well, maybe I can teach you one more since you were, when I was chair of this board. Remember, I used to say, we as a board of governors, we have to protect, promote, and hold our universities accountable.

You only talk about accountability. What happened to your protection? What happened to your promotion? Under your leadership, we just lost preeminence, money. How many times did you walk the House and Senate? When I was there, it was every day.

Every day.

Alan Levine:

I'm going to interrupt you there.

Mori Hosseini:

No, you can't interrupt me. Let me just finish. I'll finish in two more minutes

Alan Levine:

This is out of order, okay?

Mori Hosseini:

I'll finish in two more minutes.

Let me just finish. Let me just finish. And you just hold one thing.

Why don't you talk about \$625 million we raised, and I was a big part of it. Why don't you protect me on that and promote me? Why don't you just hold one thing? What you have, you know it, and I know it, is about Mori. Is your issue about Mori.

Alan Levine:

Mori, that's out of order.

Mori Hosseini:

Because I took you out of UF Health. Simple as that.

Alan Levine:

Stop. Stop.

Number one, you're right that boards of trustees are not potted plants, which makes the argument I'm trying to make. Taking decisions away from the board of trustees and giving them to one member for that one member to supplant the rest of the board makes them potted plants.

Mori Hosseini:

Not true.

Alan Levine:

Number two, you have not heard me say that any decision you made with delegated authority was a bad decision. I don't know. You've not heard me say that. Whether it was a good decision or a bad one, if it was made outside a public meeting, if it was not delegated to the president and it was made outside a public meeting, that decision could be nullified, whether it was a good one or a bad one. And so the premise of our regulation and the reason I became alarmed, it wasn't because of -- I agree. We agreed to take that stuff out of the contract for Dr. Bell, his proposed contract.

Mori Hosseini:

I did exactly what you wanted.

But on Monday night I agreed with every language. You just said you want the chancellor to do this. You asked me exact language.

We come with a third party. We work with the system. And now all of a sudden, you're asking for the chancellor.

I mean, I read exactly what the chancellor asked me to do.

Alan Levine:

Okay. Let me -- okay. Go ahead, Governor Mateer.

Craig Mateer:

I mean, you guys just going back and forth is getting kind of ridiculous. So, I mean, I think everybody understands the presidential.

You know I know how Ben got there. You know I know how he got taken out. All right.

I wasn't there for oh no. I wasn't here. I was on international business and could not attend.

It was irrelevant. All right. Landry was the guy.

He was picked. And with the \$2 million kicker, and he got taken out. So, everybody's looking and saying, hey, what's going on? What nobody said is the chair could have vetoed him off the cuff.

I don't know if the new board members understand that. Chair Levine could have vetoed Bell on his own. And he didn't.

So, you know, when you look at this, and we can get into governance. We can get into all the stuff in the press with insider stuff and everything else. Let's as a board stop all this nonsense and just say, hey, look, let's get down to the point of what's going on.

We need to address the governance. I've been saying for three years, these chairs think they own the university. I wouldn't want to be a president.

And that's our responsibility. We've dropped the ball in allowing that to happen. And this isn't a fight.

We don't need to be. I mean, they're calling him names all over the place. All he had to do was veto it.

And you guys were done. But because he loves UF, he stayed in the game and tried to say, hey, there's a little something here. There's a little something off.

Let me deal with this. So as a board, let's just deal with it and move on.

Alan Levine:

Governor Okaty.

Micheal Okaty:

Yeah, thank you, Chair Levine. I was going to thank Amanda for her presentation, but I think she only got halfway through it. And I'm a little afraid to speak just because of what I hear going on outside.

Not sure what's going to happen. But look, all of us care deeply about governance. Right? One of my jokes landed.

My wife says I'm not funny. That one didn't. Yeah.

We all care about governance. Okay. And it's the foundation of this board and it's the foundation of all the boards of trustees.

And everybody here are gracious volunteers on these boards and good people who do a lot for the universities and for the system. And, obviously, passions have flared, right, I think because of the events over the last week. And we can and we will look at the governance of the boards of trustees.

Right? And if you looked at the chart and you looked at the presentation, the practices, I think, vary widely. So, there is an opportunity to rein that in and, you know, it's beholden upon us. We want to pass a regulation to make it more clear what can be delegated and what cannot be delegated.

You know, there's some things that can clearly be delegated. If the board approves a contract, they can delegate to the chair to sign it. Other things are harder to delegate, right? They can't delegate to the chair to pick the president or to go out and adopt a new budget or strategic plan.

And then there's a lot of gray matter in between. Right? And we have two different opinions, one that was handed to us 20 minutes ago, that disagree on the subject. Right? We don't have time to assess that at this meeting, to your point, Governor McTeer, but we will.

But I would just like to talk for a minute about the events of the last week. And I'm new here, and I've got some concerns just about our own governance. And I do appreciate, Chair Levine, your explanation of your position and the actions that you took over the past week.

But they surprised me. I fully expected to be voting on the presidential confirmations at this meeting. I read the materials.

I interviewed Dr. Bell. I spoke with board of trustees and search committee members. And after the long journey, as you noted, that UF has been on, I thought, here we are.

And we're going to put this to bed, and we're going to have the new president. I was surprised by the unilateral decision to move it off the agenda, recognizing the chair has the authority. But we also have the authority to put things on the agenda.

And we could have also just made a motion to postpone that vote at this meeting. But if having satisfied the governance concerns, we could have also voted on it, right? We could have accomplished both. It is what it is.

We're taking it up a week from today, right, July 1st at 8:30 in the morning. And we will get there. I just don't think we should tie a system-wide governance review to pending confirmations

for good candidates who have gone through the processes, the search committee processes, the board of trustee's processes are robust and fulsome.

And I think we have the right, I believe, to confirm their recommendations and their appointments. But I also give great deference to those bodies who spend a lot more time on these than we do. On the issue of the delegation, I think we can and we will come to more clarity, maybe with a consultant or the governance committee taking this and reviewing it more closely when we have the time to do it.

And I, too, was under the impression that Dr. Landry's contract was approved, implicitly or explicitly, right? When Dr. Landry's appointment was confirmed, part of that appointment, stated or unstated, is his contract, right? And it was in the materials. I wasn't on this board at that time, and it was nine months ago. So, I appreciate UF Board's frustration with this coming up on the eve of the confirmation when that contract's been in place for a long time.

So, I recognize their frustration there. Nonetheless, this will be done in a week, and we can all go off and enjoy the 250th anniversary. I do want to say, though, to Dr. Bell and to President Timur, as noted in your letter, Chair Levine, this has got nothing to do with them and their qualifications and their candidacy for these positions.

I'm confident they will be confirmed, and I apologize to them for this delay, and also to the selection committee and the boards of trustees who've spent time on this. I apologize for the delay, but it won't be long. The other thing that we haven't talked about yet, which I just want to mention briefly, is the matter of item number three in the letter from last week, which talks about these alleged actions of misconduct.

My understanding is there's a procedure, you mentioned it in the letter about going to the inspector general, and that process allows the inspector general to judge the credibility of the allegations, especially anonymous allegations. Anybody could say anything about any of us in this room at any time, and if that gets out, I'm on this board and I'm on this governance committee, and I read about this in the Miami Herald, and I don't think that that is good governance or due process. Someone will have to educate me on what the actual process is for handling allegations like these, but my understanding, and with the legislature, for example, it goes through somewhat of a confidential process to protect the alleged, and even in some cases to protect the alleged or, right, under the Whistleblower Act.

But the way this was presented, now there's sort of a trial by fire and public opinion, and the impacted individuals, these, I think, hardworking volunteers on the board and the board chair, are now basically guilty until proven innocent. And so, it surprised me, almost done, it surprised me that that's how this sort of played out. There's a lot to unpack here, and a lot has happened in a very short but very long week, and we will get to the bottom of the BOT delegations.

I'm sure we'll come out better for it. I wish we were voting on the confirmations today or tomorrow. We'll be voting on them next week, and we will get there, and at some point we'll get

to celebrate the 14th president of the University of Florida while we're also celebrating the 250th anniversary of our country.

I hope that we can take the tempers down a little bit and move on with the presentation, perhaps, and then come up with what our motion is for this committee going forward. Thank you.

Alan Levine:

Let me respond to a couple things.

I just want to be clear. I didn't stop or I didn't withdraw these items from the agenda because of Dr. Landry's contract. It was because after at the recommendation of Chair Hosseini, which was a very good idea, because I wouldn't have learned about any of this had I not gone and done the review, the initial review.

It was the information from that review that I learned just days before I had to make a decision about the agenda. That's why it got pulled. It wasn't because of the Landry contract, but I agree with everything you said.

Now, as to the procedure, you'll note that I did not make any allegations in my email. I was saying there's so much stuff flowing. This letter that came in, there's been stuff in the main media about certain things, and I'm not talking about social media, but the swirl of that information, I merely said to the IG, please look at it.

If there's something there that's credible, she didn't even report to me. She reports to the Audit and Compliance Committee. Seek your guidance from the Audit and Compliance Committee, and I know that there's procedures for interacting with the university as well.

Number one, I very deliberately did not want to list any of the allegations for the very reasons you talked about because nobody should ever be presumed to be innocent of anything, and I said that in my email. I mean, excuse me, guilty of anything. I said that in my email.

No one should draw any conclusions simply because I gave all that stuff. It was out there publicly anyway, so I gave all that stuff to the IG just to say, look, it's your job. Figure out what's credible, and if there's something we need to do from there, then we'll follow whatever the regulations say we do.

So, I just want to be clear. I agree with you about that.

Charlie Lydecker:

Mr. Chairman, may I make a comment?

Alan Levine:

Yes.

Charlie Lydecker:

I just want to put out there that, first off, a couple things. One, I think that your heart's in the right place on this, and I agree that the letter that you wrote was carefully nuanced as to not make specific allegations. I think you went out of your way to try not to tie it to Dr. Bell's confirmation that we were all expecting to work on today, so I want to just level set.

But the optics that the letter created, that essentially a chair acting, and I think you can do this, but a chair acting unilaterally, declaring a university board chair is acting unilaterally and therefore is out of compliance with governance standards, that's a pretty big red flag. But it's a really big red flag when we were also in the context of Dr. Santo Ono's confirmation, which was controversial, which was contentious. You were leading the charge against him.

I was on the other side of that vote. I accept the fact that I lost that vote. He lost that confirmation.

There were clauses in President Landry's contract that had been previously made public, and the chancellor knew about it. The UF. Board of Trustees knew about it. It was available to the public.

Yes, we voted on appointing the interim, but the contract, it's kind of part of that. But I want to just touch on something that Governor Okaty mentioned too. The letter joined in a couple of issues which made it, sort of, lack of a better term, go nuclear.

And it was in the face of an important vote to help the University of Florida get on a steady path with a permanent president that was not presumed to be controversial, particularly when the full Board of Trustees had voted on it, particularly when the search committee was unanimous. It was unanimous at every level. So, there may be disagreements on who wants to vote for or against at the Board of Governors level.

That's a different deal. But I don't think anybody saw coming that this was going to be a delay. But tying that with a request from the Inspector General to investigate a conflict of interest on certain real estate transactions based on what appeared to me, and I'm not actually on social media, but an anonymous letter, social media figures, online speculation, no facts, no substantiated findings, no reliable allegations, no documented evidence, no predetermination by an Inspector General or the BOG Audit Compliance Committee that an investigation was warranted, no coordination or communication with the UF Board of Trustees.

And finally, I would just say I sat on the State Ethics Commission. And the State Ethics Commission doesn't act on hearsay. The allegations are thoroughly investigated.

There's a determination by a full board. There's a full board determination relative to probable cause. And it's based on signed affidavits and reliable documentation.

And the reason is because exactly what was said earlier, these are people's reputations who are volunteering their time. And when I saw that part in the letter, I thought, oh, my, I mean, I could be sitting in that seat. You could be sitting in that seat.

And I think that's a really dangerous place for us to be. So, notwithstanding the fact that I do think your intentions are good, and I'll take you at your word that you weren't trying to derail Dr. Bells, because I do know this, I do know you bleed for the University of Florida. I appreciate that.

But then to prevent the position, Dr. Bell being confirmed, and then a really important bond issuance at the University of Florida, coincidentally, that's creating more student housing and is highly sensitive. And then to block our ability to vote on extending Dr. Timur's contract for a year, I think put us in as a BOG, and I'm saddened by it, but put us as a bog in a really bad place. And, frankly, you know, I think outside observers in higher education look at us, and I hope they don't look at the University of Florida this way, but it's our flagship university.

And I think all the universities should be treated better than that, but in the case of our flagship, I just think we should have been more sensitive. And I think putting all those issues together right on the heel of a vote that we were all expecting at the very last second, and notwithstanding all the controversy a year ago, I think that's what you're seeing here. So, I just want to conclude by saying I do appreciate your comments.

I do agree with the governance recommendations, and I now have it written out. So, at your, and there's a, I guess I'm a first already, but for the purposes of, unless there are other comments, but for the purposes of cleaning up your request for the governance recommendations, I've just worked with the Chancellor, and I have that here at your discretion.

Alan Levine:

First of all, thank you.

Timothy Cerio:

Chair, can I make a comment? I know the goal was to allegedly bring the temperature down. That didn't work out so well.

But I do, and I agree with not everything Governor Lydecker said, but a lot of it, and I agree with a lot of what Governor Okaty said. But to defend the Chair a bit here, I think his concerns, it's sort of like no good deed goes unpunished. He could have just kept it off the agenda, and not given reasons, but because he thought he should give some reasons, it has not gone so well.

The truth of the matter is there's a lot of us here who love the University of Florida. You could have a debate about why, and I can be corrected if I'm wrong, but my understanding is that applications for this position at UF were down. And some would say, well, they're down because of how Santa Ono was treated and the nation saw it.

Others would say, no, it's well known if you go to the University of Florida, you're not running the University of Florida. The Chair is running the University of Florida. And a lot of good stuff's happened, but it's a lot of authority.

And whether or not that's a good thing, we can have that discussion. I would say that the Santa Ono vote, there's a lot of hard feelings, and there's been a lot of fallout, and the fallout continues. And we need to have a really transparent discussion about this and finally move on.

But what happened now, this wasn't just a bunch of anonymous complaints. I agree, sending things to the IG, there's a process. There's other avenues.

The Chancellor has an inherent authority to investigate issues of noncompliance, if there is, and it can be done very low-key, asking questions, very simple questions, and the universities respond. It can take the temperature down. He can get to the bottom of things and figure out if there is a real issue or if there is not a real issue.

But when you sent that letter, Tallahassee exploded. And we have done far more drastic things in this fog. We halted a search at this university unilaterally, but I think the dynamics are very, very different at the University of Florida.

And you had another sole finalist advanced as opposed to three. The reasons given were that, well, you know, this individual wouldn't have let their name go forward if they weren't the only finalist. Well, hell, that's always going to happen.

I mean, it seems like that standard is getting less and less and less. And so how do you tap the brakes? You had a United States senator raising this as an issue. It's not like, you know, we're seeing an anonymous letter come in and, you know, stop everything. This is more complex. I think it was Governor Lydecker said this. This is nuanced.

This is complex. There are real feelings. There are emotions.

People, there's some angry history here. And look, we have to be transparent about it, but we've got to address it and move on. And I think it's unfair to just characterize this as the chair willy-nilly saying I'm going to hit the brakes.

I mean, it's gotten political. You know, people said some pretty rough things about Chair Hosseini on Twitter. Chair Levine got eviscerated on Twitter.

I hate Twitter. I'm on it. I'm getting off of it after this meeting. But the bottom line is.

Craig Mateer:

It's called X, too, by the way.

Timothy Cerio:

Yeah, thanks, Governor. And there was more I wanted to say, really. And I'll admit, it would have been inflammatory, and I'm not going to do it today.

But, you know, I think there's a lot of love for this board. There's a lot of friendships that have been hurt over the last two years, maybe irreparably, but we've got to be grownups and move on. And I would love to hear Governor Lydecker's motion.

But the simple fact of the matter, it is unfair to say or to characterize this as the chair doing anything different than any chair has done before and doing it arbitrarily or capriciously. I think it was a very difficult decision

Piero Bussani:

Chair Levine, may I speak?

Alan Levine:

Who's talking?

Piero Bussani:

Piero Bussani. Chair, right here.

Alan Levine:

There you are. Thanks.

Piero Bussani:

As host, trustee, I feel the imperative here to speak up on behalf of the chairs in this room. There seems to be a narrative building here of chairs owning universities, which is what I heard, or that we have runaway chairs. And I can tell you I've been at FAU for five years, chair for two and a half, and I've worked with the chairs around this table.

I can tell you that every one of my experiences, it just proves that these chairs act in the best interest of the university, students, faculty. And where there's an issue of rules or guidance of our authority, we are guided by general counsels of each of our universities, which we assume are working with the Board of Governors. And so, I want to address that.

Second, yes, there may be abuse of power. That happens across all businesses, private, public. And if it happens, it should be addressed.

Alan Levine:

Hold on, can I stop you there? Nobody in this room has accused anybody of an abuse of power.

Piero Bussani:

I guess not in the legal sense, but in sort of the spirit of abusing the authority.

Alan Levine:

I want to be clear.

I'm focused on making sure the trustees are complying with our regulation and the Sunshine Law. I've said nothing beyond that.

Piero Bussani:

To the extent one of us is not acting in compliance with the regulation of the Sunshine Law, that should be addressed.

I agree. And the last thing I want to say, in terms of Mori Hosseini, who has been my mentor as chair for five years, I don't think anybody in this state has done more for higher education than Mori Hosseini. And I think if anybody deserves the benefit of the doubt, if that's what it comes down to, the benefit of the doubt is Chair Hosseini.

So, thank you.

Alan Levine:

Thank you, Chair.

Nick Sinatra:

Mr. Chair?

Alan Levine:

Who? Who's speaking? Governor Sinatra and then Governor Haddock.

Nick Sinatra:

Thank you. So, I'm not a member of this committee, but I felt compelled to get involved in this issue as a member of the Board of Governors.

And I am a new member of the Board of Governors, but I think that I bring a fresh set of eyes to this board, and I've served on numerous boards and have the skill set to look at this and say the process here just seemed odd, right? And so why? Why does it seem odd, right? And so looking into it a little bit more, it seems to me that the process is more driven by personality, some previous disputes. It got political. You referenced United States Senator Rick Scott.

So, I just want to be on record saying that I'm disappointed and deeply frustrated. It seems like many other governors and folks on this board are by the process. And I think, Mr. Chairman, you use your position unilaterally to set the agenda in a very powerful way, and that's exactly what you're accusing others of doing, right? And so that, to me, seemed a little odd.

And, again, it was the letter. The letter just sparked a lot of thought and curiosity as to this situation. So, I looked into it more.

I as well had interviewed Dr. Bell and thought, geez, this is a really great candidate and wanted to support, and I actually said to him, I look forward to seeing you at the meeting in a few days, or at that time it was probably a week and a half. And then, lo and behold, I read in the press that it was off the agenda, so it just was odd. And I doubt that this committee that is supposed to be involved in nominating in governance was informed of that move either.

So, I think it's such a bad precedent. It's such a bad precedent for this board. It's going to scare away further candidates from applying for not just UF vacancies in the future as president, but other vacancies, right? I mean, I think this has become a little bit of a kangaroo exercise.

And if you're an academic looking at this and saying, do I want to thrust myself into the political world of this confirmation process, it shouldn't be that way. It was never meant to be that way. I appreciated the presentation here, and I agree.

We do have to look at the governance here, and there seems like there's a lot of inconsistencies, so let's address that. But to pair the two together seemed to me to be odd. And I think Governor Lydecker mentioned careful, and you were very careful to make the appearance that it wasn't that way.

But in actuality, that's exactly why you were so careful, in my view. And you did a great job almost as a litigator defending yourself on the top of this, and I thought that was, again, very careful. And, you know, Joe, so just so those that don't have this in front of you that are not on the Board of Governors, I had asked the Attorney General to weigh in on this question last week.

The Attorney General responded to me on Friday. I had instructed the Chancellor to distribute to the group. Maybe I should have just sent an email out to everybody.

Alan Levine

That would be a violation of the Sunshine Act.

Nick Sinatra:

I agree. That's why I did that.

So, you know, I said, let's do this the proper way. But, you know, very carefully, it didn't get distributed until we all walked in here. And what also appeared with it is a counterpoint

here, which seems to be from somebody much more credible than the one that was sent around over the weekend from some, you know, think tank.

It doesn't have a whole lot of credibility on the issue, so I think you took it upon yourself to make it a more credible defense of the situation. So, again, the content, we all have to review this and digest it, and it could be part of future discussions on governance. But I think the actions, the pattern of actions, to me seemed odd.

And I'd like to just state that and be on record that I'm disappointed by that. And hopefully, as we look at future presidential search processes and this board's role in approving those, that we could take the politics and personalities out of it and address the actual qualifications of the individuals and make sure that they have due process to make sure that they are voted on in a timely manner. I mean, the University of Florida situation speaks for itself.

It's gone on too long. We need to make sure that we move forward here with this as quickly as possible. I appreciate that it was put back on the agenda, but that was only because there was an action by another board of governor member here to make sure that your power as chair was checked to have that put back on.

Alan Levine:

I'm sorry. What do you mean by that?

Nick Sinatra:

Well, one of the board of governors had reached out and said that we need to have it on the agenda.

Alan Levine:

That's not why I put it on the agenda.

I put it on the agenda because the University of Florida and I reached an agreement that we would do a governance review.

Nick Sinatra:

Well, either way, there was a board of governor member who did reach out and asked for it to be put on the agenda, and that's part of the process of the Board of Regulations. And even if you wouldn't have done that, there would have been a motion to have that done.

So, in conclusion, I want to second Governor Okaty's view that I apologize to both Drs. Bell and Lamour for this situation. We hope that this doesn't happen again.

Thank you.

Alan Levine:

Thank you. Thank you, Governor.

I'm going to go to Governor Haddock first. He had his hand up, and then I'll come back over here. Yes, Governor Haddock.

Edward Haddock:

Ah, the green light. Because one of the hardest experiences in my life for 15 years was running as a chairman of a fairly large law firm. And if there is any experience of all of the difficulties and different opinions of being the chair, I agree with the last four governors who have made comments, and I appreciate their comments and think they articulated them well and with civil discourse and the way we should think about things.

I had the privilege of being on the search committee on behalf of us as a board, and I won't go into that because we'll be doing that on July 1st, and I'm really looking forward to that. We'll have some very positive things to talk about because Dr. Bell is amazing, and I think everybody will feel great about him. But it was an honor to be on the board, and I enjoyed it.

And I'm glad it was brought up about the last disappointing situation that the University of Florida's search ended up because when I saw the letter from our chairman, Levine, I was probably in a very different frame of mind than he was because I think he was focused on some issues he was pretty passionate about. But I was just so disappointed because I had felt so good, and I know the Board of Trustees at the University of Florida and the search committee, which was amazing, by the way. The chairman of the committee was fantastic.

Rahul Patel, a very senior attorney at one of the largest, most respected firms actually in the world. And so, when I saw the letter and learned that the review of Dr. Bell came off of our agenda, I took a real deep dive on all of our regulations, our operating procedures, and things that I'd hoped to never read. But the thing that I think is too bad and I think could have averted all of this, and its sort of been the theme and some of the good comments have been made, is I think it was unfortunate that these things got tied together.

I really think that the points that Chairman Levine raised are worthy of consideration, and some of them need to be. But I do agree with Charlie and some of the other comments that to tie it together, whether it was inadvertent or not, with some much more sensitive things was just too bad. And if that hadn't happened, we would have been doing something more productive for the last year.

In fact, we may have approved President Bell by now. But one of the things I discovered is that our operating procedures give for us, as a guide, the way we should run our meetings, Robert's Rules of Order. And so I researched that and learned that, something I should have known, once something has gone on the agenda of an organization, whether it's been officially approved or not, if it's been put on the agenda of an organization, our organization, our Board of Governors, that for it to come off, it requires a majority vote of the members.

And so, what should have happened is we should have brought that up at this meeting. We should have left it on the agenda because nobody had the authority to remove it. And if that had happened, we would have discussed, do we want it to come off the agenda or not? But the review would have been on the agenda, and we would have been ready to have the review.

I think if we had had that opportunity to discuss it as a Board of Governors and then to vote on it, I'm pretty sure we would have convinced ourselves that they're two different things, that we've got a governance issue that apparently has been sensitive to some of us. I wasn't aware of it for three or four years that didn't impact the other thing at all. Now, I know you made a good point, Chairman, but if we promised in a contract to pay somebody \$2 million for something and we make it final, then we've got to deal with that.

But I don't think that was a problem because, first of all, I read some of our contracts, and they're all just laced with this contract is subject to any legislation, any rule, any operating procedure, even any direction from the legislature, from the Board of Governors, or from the Board of the university. I know that won't change if you promise somebody \$2 million and the contract's final, but the contract always says that it's not final, the university signs it and it's all done, but it's not final until it comes to us and we approve it. And apparently we didn't look at it.

I didn't think to look at it, but when we approved Dr. Landry as the interim, we also approved his contract. And if we had a problem with that, we should have dealt with it then, and we probably wouldn't be having all this discussion. I actually think the rules and regulations and operating procedures and even the material that you referred to, Alan, that we used to sort of launch all these governance things were all pretty good.

I didn't see many holes in them. And by the way, almost every time they talk about things preserved to the Board of the universities, it always says the board or their designee. And almost, well, okay, probably nothing's always, but generally.

And one of the things I noticed was that specifically the board can appoint a designee to negotiate the contract. It says that right in our rules. And they couldn't have appointed a better designee, in my opinion, than Mori, because he's been chairman forever and he's run this board and nobody's mentioned it, but he really championed and put on the map an amazing proprietary school.

I can't think of the name. I'm so sorry, Mori. So, if I was going to, but the board still has the fiduciary duty and the board is going to approve it.

And I think in most all cases it did. It sounds like one or two contracts slipped through the cracks. But anyway, so I think it's too bad it got tied together.

I do think it unnecessarily created, put Mori in a light and maybe the Board of the University of Florida in a light that none of us would want to cast that light, because there's no better board in our system or probably in the country than University of Florida. There's no better chairman than Mori of the University of Florida and of this board. And I think there's probably nobody alive that

has done so much on a volunteer basis with no compensation as Mori for our university system, the University of Florida.

So, I think we've ended in a good place because we're going to take it up on July 1. Yes. And so I think we've all gotten in the right place, but maybe we've learned some lessons from it all.

Alan Levine:

Thank you.

Edward Haddock:

I'm sure I have.

Alan Levine:

want to go back over here, but I want to clarify something.

This board does not approve contracts. We have no fiduciary involvement in any university contract. The contract comes with the candidate.

We confirm the candidate. It's assumed, at least it's always been assumed by me, when a contract comes to us, it has been approved by a board of directors or a board of trustees, which has vetted the contract. The only thing we have, we can certainly read the contract, but to the point, we've delegated that to the boards.

The boards have a fiduciary obligation to negotiate and approve a contract. So, when it comes to us, the assumption is it's been approved in the proper way in the sunshine. So, I just want to be clear.

So, we understand, when we vote next week, if we vote on Dr. Bell and it's affirmative, we are not approving a contract.

Charlie Lydecker:

But, Mr. Chairman, it's a fair point, and I won't dispute the correct observation that you just made, but I have sat on this board where governors have disapproved. They have not voted for a president.

Alan Levine:

That's correct.

Charlie Lydecker:

Over there. Not voted for a president because they disagreed with the contract.

Alan Levine:

That's true.

Charlie Lydecker:

It's inherent.

Alan Levine:

By the way, you said governors plural. It only happened once.

Michael Okaty:

President Diaz, I think, also had someone vote down for the record.

Alan Levine:

Okay. Good point. Fair point.

Charlie Lydecker:

Because it's a game of optics, right? We can start fine-tuning this a little bit.

It's the whole optical bomb.

Alan Levine:

But Charlie, I think people on a fiduciary board that are entering a contract that they have a fiduciary responsibility to perform on.

Charlie Lydecker:

But I can't presume they didn't meet their fiduciary responsibility. This is a conversation about governance.

Alan Levine:

There are multiple boards that did not meet their fiduciary responsibility. It's not just UF.

We didn't get to see that because we didn't get to it in the presentation. But there's multiple boards that did not vote on the final contract, and some didn't even discuss the terms. So, my presumption had always been, until we did this review, that the boards were reviewing the contracts and approving them.

And so that's the issue. Because my job as a fiduciary on the Board of Governors is to evaluate the choice for the president, not to do an analysis of the contract. Some do.

That's their choice. But let me go to Governor Bell-Barnett.

Ashley Bell-Barnett:

Thank you.

I appreciate it. I'm kind of beating a dead horse at this point, but I do have some comments to make. I want to agree with Governor Okaty talking about how the Board of Governors first received news that Dr. Bell was going to be the sole candidate.

I, like him, found out through tertiary source and by news media, instead of hearing it straight from Babe's mouth. And so that was convoluted in the process to begin with. If you're not in the circle or you don't hear straight away, there's lapse time for all kinds of opinions, whether distorted or not, to come forth.

And so, I really beg of our council that we receive that information first and foremost so that we're vetted adequately. I wanted to state that, so I found that news out on May 18th. I had a conversation with Mori on May 27th just to have good faith in the University of Florida's board that it was a unanimous decision and have faith that we were able to approve this actual contract.

Received a call on June 8th about the letter from Chair Levine. I had not received the letter because I had not had my briefing, which was supposed to be the next day, which was June 19th. So, it was not actually given to me along with my other fellow board members, which also kind of tied up the whole synchrony of being able to be dispelled information to make appropriate decisions based on the content that was given to us. I also want to throw in that the optics of University of Florida, our flagship university, again, going back to, they can sense that we are having an interim president as opposed to a permanent president. And I think that that seeps very deep in the institutional culture, and I'm also saddened that we are not able to make that decision today. However, I do think that concessions had to be made on both sides in governance and compliance.

The fact that we are able to give University of Florida a special meeting now, but within a necessary time frame, gives good faith that we weren't going to drag this along for another two to three months. And on the other side, making sure that University of Florida is adhering to the governance and compliance and rules that are stated, gives good faith back to the Board of Governors that we have made the necessary concessions to restore faith moving forward. As for the other universities that were called into question for contract, FAU, FIU, University of Florida, and University of North Florida, those are other institutions that we need to hear clearly and does not need to be muddled with the emotional toll of University of Florida.

I hope that we're able to be able to make those contracts and also their governance and compliance valid very seriously. I also feel that we need to reflect all governors. I'm fairly new.

I came onto the board during the [Santa] Ona vote. There's a lot of past history of how these things have been. I was reading the initial contract was back in 2017.

That was when it was initially the delegation memo was written for transparent, centrally maintained delegation and warns that the full board approval, it matters and should be re-designated and delegations to the board, the president, and then direct reports. It does question the validity and how contracts are written to give full hiring and firing to the board chair as well as compensation. I feel that it could be misconstrued or orchestrated as a backdoor veto for if there's not faith in the current president that the board chair is able to utilize that authority.

There's all types of things that come into question as we fully vet this process. I really hope that we can move forward. I think that we have a wonderful, robust board.

I respect all of my colleagues as well as all of the presidents and board members of the universities. I did not appreciate not being able to have all the information at hand to be able to make a thoughtful decision, make sure that everything was written as to plan. It was just a he said, she said type deal.

That's very disheartening coming from someone who's actually making the decision. I spoke with Dr. Bell. I have full confidence in him.

And I apologize that I did not have that letter prior to our conversation with him as well. Thankful that we are moving forward. We have a date on the calendar.

And I just hope that through this process, there's many lessons that have been learned. I hope this does not happen again in my tenure anyways. And I really, truly hope that we can pass the baton, move forward together, and not let this political throws and hot emotions and misinterpreted information derail all of us and what we're doing for serving our students, the state of Florida, and every institution.

At the end of the day, Dr. Bell, as well as the other presidents, our main concern is our students. And hanging up on this, it dispels and waters down the reputation, the optics, the ability to attract good talent. It gets caught up in the news and distorted each and every way, even with Governor Scott and his views.

And I just think that we need to bond together, better solidity, let's represent the state of Florida in good form, and do what we are asked to do, and make this happen. Thank you.

Alan Levine:

Thank you, Governor.

I'm going to go to Governor Dunn. And then, hold on, Governor Dunn, I think Governor Jones had his hand up. And then I'll come back over this way.

Ken Jones:

Thank you.

Kimberly Dunn:

Thank you. I've heard a lot from my colleagues on the board, and I appreciate the insights that everyone shared.

I think there are two issues. And I have listened with the idea that you started with, Chair. I'm here to learn.

Let's all learn together. And I think there are plenty of opportunities for us to learn. And when we learn, we do better.

And there are two issues. One is the voting of the two presidents that are not on our agenda today. That issue has been remedied.

It's on our schedule for a week from today. The second issue, which was brought to light in an unusual way, but I think it's an issue that we should address on a regular basis, and that is the governance of the state university system of Florida. Not just the Board of Trustees, but also the Board of Governors.

How can we do better? And I have been anxiously awaiting Governor Lydecker's motion. I wish that he had made it a long time ago. But if we could get to a motion that allows us to address the other issue, how can we improve our governance structure? Maybe there are no illegal activities going on.

Maybe there are no violations of regulations going on. But there are definitely opportunities to do better. And with that in mind, I welcome the opportunity.

I'm not on this committee, but that doesn't seem to stop people from talking today. And I welcome the opportunity to work however I can to support a system-wide review of governance so that we are better stewards. We are fulfilling our fiduciary responsibilities.

Alan Levine:

Thank you, Governor. I'm going to go over here to Governor Jones and then come back to Governor Lukis.

Ken Jones:

Thank you, Mr. Chair.

So, there are two things that I've heard a lot today. One was that we don't like the way the chair did some things, and he put something on the agenda, took it off the agenda. He has the ability to veto a candidate outright with no other consultation whatsoever.

When Dr. Bell came up, the chair could have said, "I'm not letting him go forward". So, if we don't like that, and I know, Nick, you said that, and I heard it, and I think Michael, you said that as well, we should change our rules, right? If this is not something that we are comfortable with and not discussed as anybody on the board, they're probably going to get pissed at me for saying this. But they feel like the rules, if you all feel like the rules are not right for how we operate, then let's change them.

Let's have a discussion about that. If we think that the board chair shouldn't set the agenda like every other board chair has been able to do since this board was created 25 years ago by a vote of the voters of this state, then let's change it. We haven't done that in a while.

So, the other thing I would say, too, is that to Charlie, to your motion, which I haven't heard, I'm dying to see what it says. You know, Mori was right. There was an agreement.

And Alan was right. There was an agreement. And I want to know what that agreement was, because we've talked around the edges of it, and I think it was three things.

One, it was a governance review. One, it was to give Dr. Bell a hearing. And then it was something about the U.S. Board of Trustees looking internally to their own governance on their own with their audit and compliance committee.

And if I'm wrong about that, please correct me. But that's what I –

Mori Hosseini:

So, we agreed. We agreed.

I worked with Chancellor. We agreed the Board of Trustees at the University of Florida will select a third party. A third party that Board of Governors will approve that third party, that approve that third party.

Once that selection was made, the Board of Trustees of the University of Florida and others bring all of the rest of the system into it with the Board of Governors representative, work together to create and look at all the governance and come up with a common thing, bring it to the Board of Governors for approval, and then universities would follow it. And I made sure our trustees – I went over it with them. That was the agreement we made.

You can ask the chancellor. I wasn't ready for this today until the chairman did this. But one thing I want to bring to your attention to change.

So, remember, in December, you guys had it on a first reading approved to take away the chair's power as say yes or no. And then comes January. After that, the chair took that out, and you guys never had the first, second hearing, second reading.

You have a first reading in December. You all approved it. Actually, Chair Levine himself said, "this is terrible."

We need to change this. We need to take one man – I mean, he's talking about a one-man decision. That's a one-man decision.

I mean, why can't you guys – one-man decision. He himself said we should take that out. And then later on, he never brought it back.

He never put it on the agenda on a second reading for you guys to approve it.

Ken Jones:

Well, Mr. Chair, I don't want to go back and relitigate why it happened.

Mori Hosseini:

I was just telling you about the rule you were talking about.

If you don't like it, change it. You can't change it if the chair doesn't put it on the agenda.

Ken Jones:

And I'll take you at your word.

I don't remember the meeting. I haven't looked at the video. I probably referenced the video.

I haven't watched the videos for the contract for Ono or Dr. Landry or for what you just referenced. But if we've all talked about it today and we think that that's not a good thing, we should talk about it as a board. We should take another look at it.

But I really do want to get back to Charlie Lydecker's motion and see what that agreement was, because I want to bring this in for a while.

Mori Hosseini:

Can we ask the chancellor to endorse that idea or not?

Ken Jones:

Yeah, and that's what I want to do. I think we want to get Ray, and if you want to speak for a minute.

But we've all had a chance to speak for a minute.

Charlie Lydecker:

I think the motion I have reflects Chair Hosseini's remembrance of –

Ken Jones:

Well, I want to be sure that it does. Well, I don't want to go off of anyone's memory.

Alan Levine:

What's in the motion is what I agreed to and what Chair Hosseini agreed to.

Ken Jones:

How about we read it so everybody can hear it?

Charlie Lydecker:

Okay, I don't mind reading it. I just didn't want to cut off discussion if that's up to the chair.

Alan Levine:

Yeah, let me just say one thing. Let's be very clear. I could have vetoed it, and I didn't.

I am not comfortable with one person having that kind of power. So, I didn't veto it. I didn't exercise the power.

Charlie Lydecker:

But you don't have the power because it didn't come for a second reading or it hasn't been taken off?

Alan Levine:

I removed it for the agenda. I had my reasons for removing it from the agenda. I would prefer not to discuss those reasons because they would be inflammatory.

So right now, what we'll do is we'll focus on moving forward.

Ken Jones:

I'd still like to go back to Ray. Excuse me, Chancellor Rodrigues.

I want to hear what this is because my view, I watched the Board of Trustees meeting with Mori and Rahul Patel, and I left a little confused. I wasn't exactly sure what the final recommendation was. I knew there were two points, but I think there might be a third.

So, I'd like to know what it actually says so we can actually get this thing over and vote on it.

Alan Levine:

Well, hold on because we still have two more governors that wanted to speak. Governor Lukis, did you want to speak? Yes, ma'am. I'm sorry.

Ashley Lukis:

I don't know that we're going to get out of here without everyone speaking, but I think that's because this is so important, and my understanding is that the veto authority is not the authority that was exercised here. And so that's the reason that we're having this discussion.

I think it's completely fair game to have this discussion. And there are a lot of new faces on this board. And so, I think that it's productive for us to discuss our own perspectives and to discuss our expectations.

I was chair of the Ethics Commission before this, and you better believe that I was very cognizant of the perspectives, the views, the expectations of the other members when I was exercising my duties. And so, I hope that this is all received through that lens that we all have to work together. And so, I think it's helpful for everyone to understand where we're coming from.

And I also agree with Governor Bell-Barnett that we are beating a dead horse at this point, but the horse is worth beating because, holy cow, this week has been a circus. And it's the second circus that this board and this university has been involved in in recent memory. And I think it's a shame, and I think we all care, and particularly you, Chair.

I think we all care deeply about this system. And so, the two really ongoing concerns, and I guess I should confess, I am the person that requested that the item be put back on the agenda that Governor Sinatra mentioned earlier. I sent a very long e-mail back to the chancellor and poor Amanda that was essentially screaming into the void because of sunshine laws.

So anyways, that's why I sort of feel compelled to say those things now here in the sunshine. And really the two things that I think we should all keep in mind going forward is, you know, one, something that a lot of folks have talked about, I think, that Governor Lydecker and Governor Bell-Barnett both really touched on it, and that is keeping in mind that we are the greatest public university system in the country. And if we want to attract the faculty, the administrators, the graduate students to keep it that way, the chair people of our boards of trustees to keep it that way, then I think it's important to sort of keep our heads down and do the work and avoid getting caught up in social media chatter, which is something that is visible.

I think it's a shame that there is the appearance. I'm not suggesting that that is what motivated your decisions, chair. But I am suggesting that that's – it's a social media circus, and it looks like this board is capitulating to social media, and it's a shame.

And I think it really damages the reputation of our flagship university, of a board that I have so much respect for, and I pinch myself still that I get to be a part of it after being an outside observer for so long. And the one thing that I just still haven't heard, and I think it's important going forward because we're going to vote on a lot of really important things in the future, just as you all have voted on things for so many years that are so important, and we're all so grateful for the leadership you've shown, is I understand the compliance review, and I look forward to

hearing Governor Lydecker motion, and I don't think – I would be very surprised if there was any dissent from that motion. What is troublesome – I shouldn't use the word troublesome.

What is unclear to me, and I think I've grasped that from some other folks, is why this particular compliance review is tied to – I'm having difficulty coming up with a term other than blackballing, but keeping a certain university's business off of the agenda. We force FAMU to come here every single meeting and talk about their compliance issues, have for a long time. We are constantly reviewing university course lists for compliance.

We have – we're currently reviewing market rate tuition program for compliance. After my first meeting, I called up the general counsel with questions about course offerings at a university, and that one-off compliance review was conducted, and at no point has that resulted in us sort of holding hostage or taking important agenda items off, and I understand that my look back is about this big compared to everyone else's, but I think that perspective is valuable going forward because I can tell you how it's perceived, and I want to make sure that we're not setting a precedent as a board that if there's any compliance concern, that's going to be reason for something unrelated – something that appears unrelated to, I think, a lot of folks, to be held from the agenda based on one person's view of it, and I'm not suggesting that you don't have the authority. I'm suggesting that it's just something I think should be taken into consideration in the future, and I guess the last point is I want to be careful as a board of suggesting that attorney general opinions are not worth the paper they're written on.

I think that most public officials probably feel that they carry some sort of weight. I know Florida courts view them as quite persuasive, and so I'm not suggesting that it's the final word on anything or binding necessarily, but I think that they're entitled to some deference, and I don't want to take the position as an entity that we don't believe that attorney general opinions are worthwhile to guide our decisions, and with that, I'll stop beating the horse, and I want to thank you, Chair, for indulging what I believe has been a very important and very productive conversation, and I want to thank you for the leadership that you've shown in all your time on this board. Thank you.

Alan Levine:

Thank you, Governor. Governor Broxson.

Douglas Broxson:

Thank you, Mr. Chair, and I'll be very brief.

I'm saddened to hear that we think this has been a very unnecessary discussion. I think it's been very productive. It makes us a stronger board.

What I find disappointing is that after the fact, you're getting the advice from your board members that probably the timing was wrong on presenting your issue. It appeared to be leveraged against the nominee from the university, and I think that's regrettable, and sunshine

has some great features, but it does not allow us to be human beings and share information that really would prevent confusion. I will say this also, that I've spoken.

I did not have to be introduced to any of the presidents in this room. I knew all of them before I came. They became my very best friend for four years.

Mori Hosseini was a champion of the 12-university system. Because of him, every university received more money, maybe less than what Florida received, but they received more money. And, Chair, I want you to know that I don't think, I think if you had to go back and you had the advice of everyone that's spoken today, you probably would have reconsidered conflating the two issues together because I know this has been uncomfortable for you.

It's been uncomfortable for Chair Hosseini, but it's not unhealthy, and I think we're learning something that maybe we should be more proactive in stating some things, have a process where we can go through the chancellor and share more of what our deep feelings are about not only this issue, but other issues in the future.

Alan Levine:

Thank you, Governor Broxson. I just want to make one quick comment, and then Stasi, I think you hit on a very important point, okay? I could not communicate with the board, and so by virtue of not being able to communicate because of the Sunshine Law, the appearance, Governor Sinatra said it earlier, and he's right, the appearance is he gets an opinion today from an outside counsel, and he gets an opinion that people saw today for the first time, the opinion of the Attorney General.

And so, as board members, you're wondering what's going on, and you don't have the benefit, I don't have the benefit of seeking counsel from you between meetings because we can't talk. And so, I just want to make it clear, I was alarmed by what I saw in the governance standards and the issue that I saw with the Sunshine Law. I felt it was a big enough issue that I needed to pause everything and bring it here and speak to you so you could actually hear from me why I did what I did.

And by the way, it's on the agenda, and I wanted to make it clear to everybody we're going to talk about this today. So, just understand what you said sums it up perfectly. And then in the absence of us being able to communicate with each other, everybody else gets to interpret what I said or what I did, and that's all that's out there is noise.

And this has been a very, very healthy conversation because I'm now hearing your perspectives, and you're hearing why I did what I did. So, I appreciate your observation on that. And I'll go to Mr. I don't know what to call you anymore, Stasi. Stasi, Governor, Mr. President.

Anastasios Kamoutsas:

Stu Shiner.

Yeah. First, I want to start by saying I respect everybody on this board. I have developed a relationship with each and every one of you over the years, whether I was at the Department of Education, whether I was in the governor's office.

But I am extremely disappointed in where we are at as a board because it does not advance student achievement. I was a former prosecutor and was drawn to education because of what I was seeing in the juvenile justice system. I was drawn to education because of my background and having been overlooked as a public school kid who was just essentially a serial number with a school of, what, over 4,000 kids at the school that I graduated from.

I believe that education brings true value to every student. And when things like this happen, what happens is it distracts from the mission because we've spent so much time today not focused on what matters most, which Governor Barnett rightfully put, the students and how we can advance student achievement. What is now being read in the media by students at the University of Florida was that the delay of this presidential vote is somehow something they should be worried about because there may be potential continued instability in the leadership over there.

The name of the chair of the board of trustees over there being publicly besmirched, it just does not add value to the institution or students looking at the University of Florida as a viable option for them to attend when they continue to read negative articles. And I will say, look, me and Chair Hosseini have had our disagreements over the years. That's not a secret, but at the end of the day, there is a mutual respect because he does believe in advancing students.

He does believe in making sure that the University of Florida is building out programs like the Hamilton Center. He does believe in making sure that the University of Florida is a top-ranked institution, whether it's top five by U.S. News and World Report or by Forbes or whoever's coming up with the ranking. He cares about that because he understands what it means to the student and the prestige of their degree.

And even today, from what I heard, he was willing to address the governance issues in those discussions. And so, it is unfortunate that there were those attacks. It was unfortunate that this governor and the attorney general were attacked as a result of this, that you were attacked.

I know as it relates to DEI specifically, I think of the work that the governor has done during his tenure, the work that the attorney general has done. Look at some of these lawsuits that the attorney general is bringing against the NFL or MLB or Starbucks. And I think, you know, look, he did what he always does.

He acted immediately. I think it was Governor Sinatra who sent him a request for an opinion. He immediately responded.

And to Governor Lukis's point, he is the chief legal officer of the state. That's not at all disparaging any other legal opinion that's been drafted. It's just a fact.

He is the chief legal officer of the state. So, when he issues an opinion, I know we took an opinion from the attorney general's office very seriously when Commissioner Corcoran, at the time, was fighting some of these COVID battles and making sure that students were not going to be mandated to wear masks. And we were able to cite that in every single one of our letters where you found probable cause to take action against these boards because that was the governing guidance at the time.

So, you know, I don't know any other attorney general who's done more as it relates to DEI. And all of this for what? For a candidate that's had his name dragged through the mud, has been called every name in the book. Not only does it negatively impact that individual, but any other future candidate, not just for the University of Florida, but quite frankly for any other institution.

And honestly, anybody who's been in academia for so long, I mean, there are folks that this board has voted on where there have been DEI components in their background. In fact, this board itself was advancing some DEI initiatives back, you know, as early as 2020. So, I say all of that because all of this noise and all of this distraction takes away from what matters most, which is us being able to talk today about some of these regulations that are going to advance student achievement.

I've dealt with this at the Department of Education. Every time there's some sort of incendiary issue that we are responding to, and all that I have found is it really serves as an obstacle from being able to do what we were intended to do, which is to put students first and make sure that we are delivering a world-class education for them. And so, I just wanted to make sure I was on record saying that.

Thank you, Chair Levine.

Ken Jones:

Mr. Chair, can we get back to the agreement?

Alan Levine:

Well, hold on. People want to be heard, and I think it's fair.

Carson Good:

Yes, I want to be heard. I want to move forward. I would like to have an answer to his question.

This is what I'm just requesting.

Charlie Lydecker:

We have a motion when the board's ready.

Carson Good:

I'm beat up, and I want to move on forward, and then I want to move to his motion.

Alan Levine:

Let's do that. Governor Leidecker, would you like to move the motion?

Charlie Lydecker:

Yeah, so you know, Governor Good, the motion.

Carson Good:

I just want to make sure we cover Jones's question.

Charlie Lydecker:

I think Governor Jones will be satisfied by this as well.

Carson Good:

Chair, his comment, are we done? Sorry, Governor Lydecker. Are we going right to the motion, or is there more?

Charlie Lydecker:

I was just going to make a comment.

There's two people asking about a separate agreement. I'm saying the separate agreement or the agreement is contemplated in the motion, just for the record, if that satisfies you.

Ken Jones:

It should be comprehensive, though, right? I mean, Ray, you talked about it, and Chair Hosseini, you talked about it.

There was an agreement. I want to make sure that whatever motion we adopt, we're not having this conversation again.

Alan Levine:

It's really not hard. Let's just read it, okay? Read the motion.

Charlie Lydecker:

Is it okay, Mr. Chairman?

Alan Levine:

Yeah, please.

Charlie Lydecker:

I move that UF choose an independent third-party expert in university governance subject to the Board of Governors' final approval and for UF to partner with the Board of Governors and that expert to review the governance documents of all state universities, SUS universities, with all state universities, which is the delegated authorities, all BOG, all Board of Governors' governance regulations , and recommend best practices.

The Board of Governors will then consider these recommendations to consider potential regulations and amendments, and then included in the motion is on July 1, the Board of Governors schedules a special meeting for a confirmation hearing of Dr. Bell, the Facilities Committee housing item that was referenced earlier, and Dr. Timur full-year contract consideration.

Alan Levine:

Mr. Chairman, do you agree that's the agreement? I agree.

Charlie Lydecker:

Second? Possibly, maybe, maybe not.

Carson Good:

You're looking at best practices, but I'd like to know whether truly these universities have or have not.

Alan Levine:

Your microphone's not on.

Carson Good:

So, you're only looking at recommending best practices, but shouldn't it also add a review of whether the universities have or have not been in compliance?

Charlie Lydecker:

I am meaning to include that there's going to be a robust conversation at each of the universities where there are shortfalls or where they're excelling.

That will be contemplated in the final recommendations consistent with best practices with the assistance of a third-party expert in governance.

Aubrey Edge:

Mr. Chair?

Alan Levine:

Yes, sir.

Aubrey Edge:

I'm confused.

I'm not sure why it's originating from the University of Florida when it applies to the state university system, and we're not specifically saying the University of Florida is doing anything. So why is it originating from the University of Florida, notwithstanding anything you might have spoken with with Chair Hosseini, but I don't think that's proper in this regard.

Alan Levine:

The reason from my perspective was I believe, number one, and Chair Hosseini can speak for the University of Florida Board, I can't.

The feedback that I was getting during the last week was that the University of Florida Board felt they were compliant with 1.001. I strongly disagree. And the University of Florida is the university that has the largest outlier, which you didn't get to see, in terms of the delegations of authority. And so, the fact that they were prepared and willing to get a third-party expert that we would agree on, that's credible.

Aubrey Edge:

Well, with all due respect, it's the nominating and governance committee, so I think—

Craig Mateer:

I agree with that point. That's our responsibility.

We're here to govern the university systems, and if there's a governance issue, it's our responsibility to enact that, be a part of that, and run it.

Aubrey Edge:

Shouldn't all the universities have input?

Craig Mateer:

Absolutely. They should be involved 100 percent, but it should run through our governance committee.

Aubrey Edge:

Right. And, you know, with all due respect to Chair Hosseini, I mean, we may decide he's the

gold standard and the rest of you chairs need to get busier. So, I mean, there's a lot that's going to come out of this.

I think it's going to be a very healthy process. I think governance is – I mean, no one can stand against governance. Good governance is good governance, and there are norms and there are standards.

They're not that complicated either. So, I really ask that this comes out of the governance committee. We choose it.

It emanates from the Board of Governors, and we apply it, and we look at everyone.

Timothy Cerio:

Maybe we could get input from UF and the other universities, or a list of three. I don't know.

We've got to get input from all the universities.

Alan Levine:

Well, first of all, that's 100 percent true.

Charlie Lydecker:

Well, and also that's contemplated in the motion.

Mori Hosseini:

That's right. That was part of the agreement.

Charlie Lydecker:

I don't mind reading the motion again if that is helpful to you.

Ken Jones:

The motion is coming from the nomination governance committee, right?

Alan Levine:

Yes.

Ken Jones:

So, it's going to necessarily, by jurisdictional coverage, cover all 12 universities, whether Alan and – excuse me – Mori, Chairman Hosseini, and Chairman Levine had the conversation or not. This is still coming out of our committee, correct?

Alan Levine:

Yes.

Ken Jones:

Regardless of whether Mori had a great idea or Alan had a great idea or whoever.

Charlie Lydecker:

I'm not sure I particularly care, so I'll concede the point that maybe if there's an opinion, that if there's a consensus that that's the direction everybody's thinking on the Board, then I could probably go along with that pretty easily. But the genesis of this issue came from the chair's letter and with the University of Florida.

University of Florida, as a flagship, would be recommending an expert that is approved by the Board of Governors, and by definition it should be a representative sample from the universities. Now they can make a recommendation. You can choose at the next committee meeting not to accept that example.

But inherent in this motion is that once an expert, a third-party expert, that you have the right to vote down, once that person is identified, then they are to work with each of the state university systems, make some of the assessments that have been talked about, and they would bring it back to the governance committee. So that's the point that is being done here. Whether or not now the Board of Governors has to control everything and that we're going to say, okay, now we're just going to pick a third party.

I mean this was sort of meant to be a little bit more on the checks and balance, but I don't know if that's a difference worth making

Craig Mateer:

Yeah, I mean that's our responsibility.

Charlie Lydecker:

We're not negating our responsibility. It's coming back to the governance, this committee

Craig Mateer:

Yeah, look, you know who your client is and you know what the responsibility is. I think as the Board of Governors, they should come and report to us.

We are the governing body over all the universities. Right. So, we should hire the entity, and they should report to our governance committee, not through one university up into our system.

Charlie Lydecker:

We are the governing body over all the universities. Right. So, we should hire the entity, and they should report to our governance committee, not through one university up into our system.

I mean I don't know if anybody else has a view. You know, I'm not sure. But you asked what the deal was between Chair Hosseini and our Chairman Levine.

That was the deal.

Alan Levine:

Well, I think it's also fair to say the deal is subject to the fact that I don't make the decision for you guys, but I performed my part of the deal by putting Dr. Bell on the agenda for next week. UF hasn't been, you know, their part of the deal in terms of performing was to get a consultant that will come in that we oversee that will, I believe, correct the issues that I saw in the governance at the University of Florida.

But I also know that there's issues at other universities, and so I thought that it would be good for the other universities to benefit from the information we get from that consultant. But it's a good point that at the end of the day, this board ultimately is responsible for all the universities. I really believe it's important for buy-in that whatever we do, the University of Florida and the other universities that are not currently, in my view, compliant, ought to definitely be at the table as we go through this process because we want them to buy into whatever the answer is.

So that's kind of why I'm—

Ken Jones:

Well, Mr. Chairman, why don't we just commit that whoever this group picks, that we will solicit input in an informal way through the chancellor, through staff, and see if somebody stands up and says there's no way that we're going to use that third-party consultant. I mean, why don't we do that? That solves the problem.

Aubrey Edge:

Exactly.

Charlie Lydecker:

I mean, I think it solves a problem that doesn't exist, but I don't know if I care.

Alan Levine:

Well, what's your motion?

Aubrey Edge:

I would like to make a motion.

Alan Levine:

Well, there's a motion on the floor.

Okay. So, you're sticking with your motion or do you want to amend your motion?

Charlie Lydecker:

Well, let me ask one thing, Mr. Chairman. I don't mind amending the motion that's been raised, and one consideration might be just to put it up for a vote and see if all board members feel the same way, put an up or down vote on it.

And or I'd be more comfortable if some of the chairs that are here and or presidents have a view on that, and they might want to give some input because I don't want to presume, even though I'm making the motion here, I don't want to presume your thought process— I don't want to come across as your thought process is incorrect. I mean, that's a very fair observation. Again, I just think we're offering a solution in search of a problem personally.

So, I would just offer those two options to consider. To either put it up or down for a vote and or open it up for other input relative to this, if that's a sensitivity.

Ken Jones:

Let's put it up or down for a vote.

I would move for that.

Amanda Gay:

We need a second.

Alan Levine:

Is there a second?

Ken Jones:

Second.

With one caveat. Is the housing issue and the presidency the only issues that were pulled off in the University of Florida? Is there anything else?

Alan Levine:

Yes.

Charlie Lydecker:

Two presidency issues.

Ken Jones:

I'm sorry, at the University of Florida.

I know the Timur issue is back on as well. But for UF, it's just housing and Dr. Bell, correct?

Alan Levine:

Correct.

Ken Jones:

Okay. So, with that, I'll second the motion.

Alan Levine:

All right.

Aubrey Edge:

So, this is as he read it?

Alan Levine:

That's as he read it.

Craig Mateer:

According to the Board of Governors?

Alan Levine:

No.

Aubrey Edge:

Do a roll vote.

Alan Levine:

All right.

Larry Antonucci:

Larry Antonucci.

Alan Levine:

We're in discussion.

Larry Antonucci:

Right.

Larry Antonucci, FGCU. We have been drawn into this situation that may result in the delay of the contract extension of our president. So, I need some clarity around this.

First of all, I want to say that we operate in compliance within compliance standards. Our regulation 5.001 and 5.016 give the president authority without board chair approval to make decisions regarding the compensation, hiring, and termination of their direct reports. Having said that, a review of our governance materials showed that there was a concern about an older document from 2016 that was a resolution.

It was not a regulation on presidential authorizations. The resolution contains some language that could be read to suggest that the board chair would approve changes to compensation, hiring, and termination of direct reports of the president. It was created ten years ago, and I can say with great confidence it has never been applied to President Timmer's presidency or the presidency of Mike Martin before her.

And we have two clear regulations that say how we operate, and it is in compliance. And I think most of you would agree that a regulation holds more than a resolution, which are usually a declaration set during a specific time. But we're committed to making whatever governance changes in language that is needed to be in compliance.

I just need to know how to do that. There's talk about a July 1st meeting where this will be under consideration. Does that mean I need to call a board meeting before that because I have a notification issue?

Alan Levine:

No.

The documents we received from you showed that the chair was making decisions about compensation, as you said. And you've clarified, I think, for staff that your practice is not consistent with what was in your governance document that we got. So, you're on the agenda for next week, for a full one-year –

Larry Antonucci:

July 1.

Alan Levine:

For July 1

Larry Antonucci:

So, I do not need to call a special meeting?

Alan Levine:

No.

Larry Antonucci:

Okay. Thank you.

Alan Levine:

The only thing – we're still in discussion. Is there any other –

Michael Okaty:

I'd like to make a friendly – can I make an amendment to the motion?

Alan Levine:

Please.

Michael Okaty:

I think that we're talking about potentially a system-wide governance issue.

I don't know what deal was cut. This whole time, for three hours, we've been talking about individuals on these boards shouldn't be making decisions by themselves. And we're talking about a deal that was cut on Monday between Chair Levine and Chair Hosseini.

We're supposed to decide these things as boards. This is a governance issue. We're the governance committee.

Why don't we engage the consultant? The consultant reports to us, obviously with input and participation from all of the universities. And we take it from there. Would you accept that friendly amendment to the motion?

Charlie Lydecker:

So, I think the answer is no, because we have a first and a second right now.

And I'd be happy to reread this to see if it captures. But the sticking point right now is simply who engages with a consultant. In this case, it was the University of Florida, born out of the controversy that came up this last week.

So, I think that's the reason why it is. And I don't know any reason why the University of Florida can't make that recommendation. Maybe they can do it in consultation with other universities.

But I read it to mean it was a nice way to be complimentary with the Board of Governors, that they're going to recommend somebody, we're going to approve it, then it goes to governance. And they can work; we can work in compliance in conjunction with a third-party governance expert. But if this motion doesn't pass, then you can make that second motion if you'd like.

Alan Levine:

Let me also, since we're in discussion. Let me be clear. The issue at hand was that the University of Florida had made the case that they wanted to get the president on board should he be confirmed by the fall.

And I was trying to get to a place where I was comfortable that they were taking the governance concern seriously and were willing to adapt to the best practices in governance and the Sunshine Law, which they are not in compliance with right now. So, once I heard that UF was prepared to hire somebody, I insisted that if they do, the Board of Governors must approve that entity. Not that I don't trust anybody, but it is our process.

And that's why I wanted the Board of Governors to be the one to approve it. To some degree, this is, in effect, the universities taking some ownership of this and doing the hard work. And I think that I was trying to, somebody said, this is a way to find, look, historically on this board, we have collaborated with the universities. And to be very clear, I agreed to this, and like I said, I performed by placing the item on the agenda. Or items, plural. Whatever happens, we have to do this review, and our universities have to be compliant with 1001 and have to be compliant with the Sunshine Law.

And that's my big focus here. So that's why we had this conversation. And the reason that I was pleased that the University of Florida did take seriously my concerns and was willing to address them.

Mori Hosseini:

Chair Levine, can I make it easier? Absolutely. What you said, I brought it to the Board of Trustees on Monday night. I said, I want us to make a commitment to do this.

And once the Board of Governors approve these changes, then we will comply. Now, that was very smart on your side because you can hire a third party and that we're not happy. We're not happy.

We go to the legislator. You go to the legislator, and this will be a fight. As far as I'm concerned, Chancellor can pick who he wants.

Actually, that means that you're paying for it, not us.

Alan Levine:

We'll find a way. We'll find a way.

Mori Hosseini:

If you want to have Chancellor pick it up, be my guest. But I think that was the smartest thing you did is just putting us and say, okay, University of Florida, we're going to hold you accountable. You're responsible.

Pick a third party. We have to approve it. And how does that work? We will work with the Chancellor.

He said, these are three. We think this is the best one. He says, no, I don't think the board will agree.

Okay, let's look at somebody else. Once that's picked, they'll come to your board and say yes or no. If it's no, we go to the second group.

And that also gets us to work with the rest of the universities. We're the flagship university. And I have said it repeatedly in working with Chancellor, from day one I had no problem to look at the governance.

He knows it. So, working with the rest of the system. So, it's much easier.

I mean, I will honestly tell you, once you look at the whole thing, you can look at your own contract with the Chancellor that gives the chairman the power to negotiate. So, we're going to look at both the university system and the board of governance. And so I'll collectively look at everything, bring it back to you guys, approve it, and we follow it.

Alan Levine:

Why don't you amend the motion that the Chancellor selects but must consult with the universities and get feedback from the universities?

Charlie Lydecker:

Would that be okay with you guys?

Craig Mateer:

Well, he reported yourself.

Alan Levine:

No, I just said the Chancellor.

Craig Mateer:

I understand.

I think the governance committee should be in control of the governance of the university system.

Alan Levine:

So, add the motion.

Craig Mateer:

Nothing against you, Ray. I think that's our job.

Charlie Lydecker:

I'll add it as a consultation point. So let me see if I can do this on the fly.

I move that the Chancellor, in consultation with the universities and in consultation with the chairman of the governance committee, choose an independent third-party expert in university governance subject to the Board of Governors' final approval and partner with the Board of Governors and the rest of the universities in the state university system a review of the governance documents of all state universities, which is all delegated authorities and all Board of Governors' governance regulations, and recommend best practices. The Board will then consider those recommendations to consider potential regulations and amendments. And as a repeat, July 1, the Board of Governors scheduled a special meeting confirmation hearing for Dr. Bell, facilities committee housing items that we talked about earlier, and President Timur full-year contract extension.

Michael Okaty:

I'm sorry, Governor Lydecker. I wasn't listening. Can you repeat that?

Charlie Lydecker:

All right.

Michael Okaty:

Aye.

Alan Levine:

The only thing I would say, just to accelerate the process, the part of your motion, if you're going to have the Chancellor choose with consultation with me as chair of the governance

committee, does it continue to be necessary for the entire Board of Governors to approve who the consultant is? We could have a special meeting of the committee.

Charlie Lydecker:

I think the Board of Governors could approve it.

Alan Levine:

You want the full Board?

Charlie Lydecker:

Yeah.

Alan Levine:

Well, that's your motion then.

Charlie Lydecker:

All the questions.

Alan Levine:

Okay. Wait. Hold on.

The motion and second that's on the floor has to be withdrawn first.

Charlie Lydecker:

I withdraw that motion and have replaced it with this motion.

Alan Levine:

Got it.

Okay. I never even served in the Senate, and I figured that out.

Charlie Lydecker:

And the first and second have to agree.

Ray Rodrigues:

Is Amanda clear on the motion?

Alan Levine:

Amanda, are you clear on the motion?

Amanda Gay:

Would you like for me to repeat it?

Charlie Lydecker:

No. We're good. This is great.

Amanda Gay:

Let me make sure.

Governor Lydecker, your first motion you have withdrawn, and it's now the current motion on the floor that is not yet seconded.

Ken Jones:

I'll withdraw my second.

Charlie Lydecker:

And the first and second have to withdraw, and they have to agree.

Amanda Gay:

And I believe Governor Jones just withdrew the second from the first motion.

Charlie Lydecker:

And who was the second?

Ken Jones:

Me.

Charlie Lydecker:

Oh, I was the first.

Alan Levine:

You were the first.

Charlie Lydecker:

Thank you. Okay.

Amanda Gay:

So, we now have a motion on the floor from Governor Lydecker.

Charlie Lydecker:

And I don't think you should ask if there's any discussion.

Alan Levine:

I think we're done. The question's been called. Please call the vote.

Ken Jones:

A roll call vote? Excuse me? Or are we just voice vote here? I'm not asking for a roll call vote.

Amanda Gay:

I think it may be best to do a roll call vote.

Ken Jones:

Did somebody request it?

Alan Levine:

I'll definitely do a roll call vote.

Michael Okaty:

It's just a governance committee, correct?

Alan Levine & Amanda Gay

Yes.

Amanda Gay:

And to be clear, Governor Jones, did you second?

Alan Levine:

Oh, that's right. I forgot that part.

Ken Jones:

I did, twice.

Alan Levine:

All right. So, no discussion. We've called the question.

All those in, well, we're going to do a roll call vote

Amanda Gay:

Chair Levine?

Alan Levine:

Yes.

Amanda Gay:

Vice Chair Cerio?

Timothy Cerio:

Yes.

Amanda Gay:

Governor Edge?

Governor Edge:

Yes.

Amanda Gay:

Governor Jones?

Ken Jones:

Yes.

Amanda Gay:

Governor Lydecker?

Charlie Lydecker:

Yes.

Amanda Gay:

Governor Mateer?

Craig Mateer:

No.

Amanda Gay:

Governor Okaty?

Michael Okaty:

Yes.

Amanda Gay:

It Passes.

Alan Levine:

Okay. The motion passes. The motion is the Chancellor will consult with me on identifying a consultant.

It will come back to the governance committee and then the board to approve the consultant.

Charlie Lydecker:

And in the motion, it was a presumption that the Chancellor would be communicating with the universities as well.

Alan Levine:

We'll consult with the universities and get their feedback before he makes a selection.

That's correct. And then it comes to me, and then it will go to the governance committee if I approve of it. It will go to the governance committee and then the full board.

Yes. So it will be a very transparent process of selecting a consultant, which is fantastic. Okay.

Governor Cerio?

Timothy Cerio:

You know, and I'm one of the things that we have to do. And this is, and I will be very candid, this is advice that Chair Hosseini gave me five or six years ago, is that the Board of Governors has to be very careful to preserve its own authority. And that's not meant to be heavy-handed.

That's the constitutional structure that's set up. And if we mess it up, what happens? Legislation is passed. We're challenging legislation.

We're back in the courts. It would be a nightmare. And one of the things that we cannot devolve back into are dueling opinion letters.

And this is, and I say this very hesitantly, and President Kamoutsas brought this up, the Attorney General has weighed in on this very heavily, very publicly, which is absolutely his right. But I do think, to Governor Lukis's point she made a while ago, we, I don't think anybody's thumbing their, and I'm not saying you said this, Ashley, but I don't want there to be a perception we're thumbing our nose at the AG's opinion in the office. The opinions are certainly entitled to deference.

But we also don't want to foster a culture where every time there's a disagreement, someone goes to the AG's office. And that's not meant as a criticism of Governor Sinatra. Any of us can go to the AG's office and seek an opinion.

But this is a highly charged situation. I'm very concerned. Typically, the AG's office issues opinions that are related to the requesting officers' public duties.

And I think this is a unique situation. I'm not suggesting it's going to be repeated. But I just, I caution everybody.

We really, you know, under the law, we are the arbiter of our own rules. We better not screw it up. But we will have the AG, and we will have the, you know, we will have the legislature looking at us, and then we're back in the court system.

But this is really vital. I just, I think that we need to, I think there's been a lot of discussion, and I don't want people to mistake a lack of respect for the boards of trustees or statewide elected officials. This is very uncomfortable.

All right? But we still have a duty. We have a job to run the state university system in cooperation and collaboration with the universities to protect the universities, to promote the universities. But the responsibility still lies with us, and we can't forget that.

And I'm sorry, I'll get off my soapbox, but I just needed to set that record. Mr. Chair.

Douglas Broxson:

Mr. Chair?

Alan Levine:

Governor Broxson?

Douglas Broxson:

If possible, could the staff review the amendment, make sure it's not clerically incorrect, add any things that should be added to make it clear so it can be published and be corrected?

Alan Levine:

Yes, sir. We can do that.

If there's anything in the motion that's not exactly clear to you, we need to address it before it goes on the full agenda tomorrow. In other words, we have to amend it. We need to pull it off the consent agenda.

But what I mean by that is just as clerical, if there's any clerical issues with the motion. Okay. Yeah.

All right. All right. Believe it or not, we're going to get done on time.

I've just moved some stuff because I have the authority on the agenda. I just moved some stuff to tomorrow. I want to say a couple things before I conclude this committee.

We're going to do audit and compliance and facilities. I'm going to move academic affairs to tomorrow, and we'll jingle some stuff around tomorrow. First of all, I want to thank the board for what was a very civil conversation.

I know there was disagreement with the decisions I made. You know, I think Governor Hosseini, excuse me, Chair Hosseini knows these jobs are hard, and you have to make decisions sometimes that people are not going to like or not going to agree with. I think one of the things I've always said to people is I might make the wrong decisions at times, but I will always do it for the right reasons.

My purpose here is to make sure we're complying with the sunshine law that our universities are and that they're compliant with best practices and governance. It's that simple. And I appreciate that Chair Hosseini twice agreed to address my concerns, one with the contract and the other with bringing an expert in.

I started my comments with we don't get angry when we disagree. We try to learn from each other, and I learned a lot. So, I hope it does make me a better chair going forward.

I think the conversation does make us a better board going forward. So, I'm going to move that. God, please tell me there's nothing else on GovNom committee agenda.

Are we done with that? I'm going to adjourn GovNom, and we're going to move into audit and compliance.