

## **DRAFT Minutes**

University of West Florida Board of Trustees  
Executive Committee Meeting  
March 20, 2007  
UWF Conference Center (Room B&C)

### Call to Order

Chair K.C. Clark called the Executive Committee meeting to order at 11:40 am and asked Faye Bowers to call roll with the following trustees present:

Mr. K.C. Clark  
Mr. Honor Bell  
Mrs. Sharon Hess Herrick  
Mr. Roy Smith  
Ms. Catherine Kelly

### Others attending included:

Mrs. Nancy Fetterman, Trustee  
Ms. Christina Genualdi, Trustee  
Mrs. Marny Gilluly, Trustee  
Dr. Jay Gould, Trustee  
Mr. J.T. Young, Trustee  
Dr. John Cavanaugh, President  
Dr. Hal White, Executive Vice President  
Mr. Bert Hartley, Interim Vice President, Administrative Affairs  
Dr. Dean Van Galen, Vice President for Development  
Dr. Deborah Ford, Vice President for Student Affairs  
Ms. Anita Schonberger, General Counsel  
Ms. Faye Bowers, Executive Specialist/Assistant Corporate Secretary for BOT

### Chair's Greeting

Committee Chair KC Clark welcomed everyone to the Executive Committee meeting. He also thanked Trustee Gould for information he provided concerning board meetings and for his suggestion that meeting minutes include the name and date of the recording secretary.

### **ACTION ITEMS**

1. Approve Minutes of December 15, 2006 & January 3, 18 and 24, 2007

A motion was made to approve the minutes of the December 15, 2006 and January 3, 18 and 24, 2007 meetings as presented:

Motion by: Trustee Smith  
Seconded by: Trustee Kelly  
Motion passed unanimously.

2. Delegation of Authority to President to Operate the University

Chair Clark stated that as a result of a case filed by Floridians for Constitutional Integrity, Inc. against the State Board of Education and the Board of Governor's, the judge declared 10 Florida Statutes unconstitutional.

The University of West Florida Board of Trustees has delegated various specific duties and powers to the President of the University from time to time to augment those authorities provided to the President through section 1001.75, F.S. However, there has been no express broad delegation of authority from the Board of

Trustees to the University President to operate the University. In the absence of section 1001.75, Florida Statutes, such delegation is now necessary.

Chair Clark stated that the following new language delegating such authority to the University of West Florida President is proposed:

The University of West Florida Board of Trustees hereby delegates to the President of the University of West Florida the authority to operate and administer the University in accordance with applicable law, and with the resolutions, regulations and policies of the Board of Governors and of the University of West Florida Board of Trustees.

Motion by: Trustee Smith  
Seconded by: Trustee Hess Herrick  
Motion passed unanimously.

Ms. Anita Schonberger provided an informational item that section 1004.22, Florida Statutes was declared unconstitutional. The University has taken interim measures to remedy the situation. The Board of Governors will be providing clarification and, if necessary, this item may come forward for action at a future meeting.

### 3. Mission San Luis

Chair Clark requested the board endorse transfer of oversight of Mission San Luis to the University of West Florida. This transfer has been endorsed by former Governor Bush, Governor Christ and the Secretary of State. The transfer would include the current approximately \$2.3 million operating budget, staff, and endowment, and would create a new Direct Support Organization. Trustee Merrill is currently a member of the board of Mission San Luis.

President Cavanaugh noted that he doesn't foresee any legislative problems in approving the transfer. He stated that UWF will accept transfer of San Luis Mission provided the current budget is transferred permanently or a permanent source of funding is identified. The Board of Trustees is asked to endorse the transfer, to ask the Board of Governors for a similar endorsement and to support the necessary steps to be taken in the current session of the Florida legislature to affect the transfer.

Trustee Bell noted that he has visited Mission San Luis and highly recommends that the Board of Trustees approve the transfer. Additionally, Dr. Cavanaugh stated that he has spoken to President Wetherell of Florida State University and he supports the transfer to UWF.

Motion by: Trustee Bell  
Seconded by: Trustee Kelly  
Motion passed unanimously

### Informational/Discussion Items

#### 1. Compensation Committee

Chair Clark stated that as a result of information obtained at the recent (AGB) Association of Governing Boards National Conference on Trusteeship he attended, he would like to discuss creating a committee with the mission to develop a recommendation for a compensation and performance contract for President Cavanaugh. The committee would include a local or national volunteer with expertise in the area of higher education compensation, performance and retention to serve as an advisor to the committee and to the Board of Trustees. In addition, he stated that UWF is the only institution that does not provide performance bonuses for their President.

The recent AGB Conference also highlighted numerous innovative ways that higher education institutes use in the area of compensation and retention. The advisor would be asked to assist in developing creative ways for the University of West Florida.

Anita Schonberger also stated that the Board of Trustees can have advisors. Several trustees noted that this is an excellent idea and that someone with this expertise would be of value to the Board especially since the cost would be minimal.

## 2. Employment Policies

President Cavanaugh stated UWF's discrimination policies and procedures are under review due to changes in the names of administrative offices and changes in administrative structures. A progress report and further information will be presented to the board possibly at the June meeting but no later than fall 2007.

In particular, discussions will be held on ways that UWF can be more friendly and sensitive to dual career couples in light of the recent departure of a faculty member.

## Other Executive Items

KC Clark asked if there were any other issues for discussion and no other items were added.

Adjournment occurred at 12:15 pm.

Respectfully submitted,

Irene Patti  
Recording Secretary  
May 1, 2007