

Draft Minutes  
UWF Board of Trustees  
Executive Committee Meeting  
May 4, 2006

Chair K.C. Clark called the UWF Board of Trustees Executive Committee to order at 11:17 a.m. on May 4, 2006 in Room B, C of the UWF Conference Center. He asked Faye Bowers to call roll.

The following committee members were present:

Mr. K.C. Clark  
Mrs. Sharon Hess Herrick  
Mr. Roy Smith

Others attending were:

Dr. John Cavanaugh, President  
Dr. Hal White, Executive Vice President  
General Chuck Horner, retired  
Ms. Anita Schonberger, General Counsel  
Ms. Kim Spear, Chief of Staff/Assistant Corporate Secretary/BOT  
Ms. Faye Bowers, Executive Specialist/Assistant Corporate Secretary/BOT  
Mr. Michael White, ITS Academic Infrastructure Services Manager

**Action Items**

Chair Clark asked for a motion to approve the minutes of the March 7, 2006 Executive Committee meeting. A motion was made to approve the minutes of the March 7, 2006 Executive Committee meeting.

Motion by: Trustee Hess Herrick

Seconded by: Trustee Smith

Motion passed unanimously.

Informational/Discussion Items

**1. Succession Planning**

Chair Clark said one of the things that comes to mind regarding natural disasters is that the UWF Board of Trustees should consider succession planning or the fact of not having done it. As a point of discussion, Chair Clark charged President Cavanaugh to create a Succession Planning Task Force on campus representing multiple constituencies including the BOT, Cabinet and perhaps faculty to create a succession plan to fulfill duties to the campus community making it aware that a plan is in place (i.e.,) president struck by lightning and appointing a replacement. The succession plan should include replacement of cabinet members and not just the president. Clark said it is incumbent upon the BOT to make sure this task force exists and he offered to be a member of task force if needed. Clark asked President Cavanaugh to report at the September BOT meeting with a draft plan for review.

*Trustee Hess Herrick* – Will the Task Force address who, in the event of a death, will fill that roll and what powers will be given, length of term of emergency roll.

*Chair Clark*– Yes, from an authorization point which will be defined through the Task Force.

*Trustee Smith* – Will this be an Interim Role?

*General Counsel Schonberger* said there is not a statute requiring it be an Interim Role.

*Chair Clark* – It is imperative to have roles for individuals in place and built into the succession plan as everyone has a role in the plan.

*Trustee Hess Herrick* – Key folks should not travel together planes, trains, automobiles.

*President Cavanaugh*– With minimal air service in Pensacola we must realize our options in the solution.

*Chair Clark* – All key personnel were on same flight to Orlando AGB because there was only one flight.

*Trustee Hess Herrick* reported that she fully supports the Succession Plan Task Force.

## **2. Presidential Performance Assessment**

*Chair Clark* said the Board has talked about Presidential Performance Assessment and has not taken much action. We (BOT) are at the point now with the President where we must take an assessment. *Clark* said the Association of Governing Boards will provide BOT a service with an assessment. AGB highly recommends bringing in a pair of consultants, on and around campus, board inputs, assist with measurement tools, future assessment capability, well documented goals for the future. Probable cost is \$30,000. However, an alternative is AGB guidance published “Undertaking Presidential Assessment” is more affordable but *Clark* said he does not take Presidential Assessment lightly. *Clark* said using an outside consultant would be beneficial with expertise in this area as the majority of us are employed. *Clark* asked the Executive Committee for input and said he would like *Kim Spear* to participate.

*Clark* would like to set a goal of having the assessment done in the next 90-120 days.

We must come to an agreement that we are all measuring the same things as a service to John (President Cavanaugh).

*Clark* said the BOT may come to a point to have a contract with the President and would like to have an effective way to measure his performance and what our expectations are and recognize good performance, as well.

*Trustee Hess Herrick* – Why not look at several consulting firms, competitively priced, 5 year contract, and repetitive business and possibly decrease fee?

*Chair Clark* – Develop criteria for our university with goals, objectives based on industry standard and tailored to UWF.

*Trustee Hess Herrick* – Will this be a pretty definitive format?

*Chair Clark* – Yes, AGB has been doing this for several years and has realized this is a very important part of their business. *Clark* would like for direction during the Full Board meeting to empower the Executive Committee to move forward on behalf of Board with this plan and not wait until June or July.

*Trustee Hess Herrick* - What are the other FL universities doing regarding? We must have the General Counsel review the consultant documents.

*Trustee Smith* – Bring in consultant who specializes in Presidential assessment.

*Chair Clark* – BOT knows AGB but we will open this opportunity to other firms.

*Trustee Smith* – Check references of firms being considered, last few clients, etc.

*Chair Clark* – This will be the most important job we as a board can do for the University of West Florida.

*Kim Spear* – The AGB timeline is 3 months and includes a campus committee. During 2005, AGB provided a thorough review of the board and would tailor the presidential assessment to meet needs since BOT was already assessed in June 2005 and that the cost might be adjusted accordingly. *Maya Kirkhope* is the AGB contact.

## **3. Presidential Compensation Consideration**

Chair Clark reported that as you may or may not recall in 2005, there was a 3.6% raise for employees including the President but he (President) was not included in the 5% increase for faculty last year. Clark noted that Cavanaugh is one of the lowest paid university presidents. He said that any further compensation for the President would come from the Foundation.

Trustees Smith and Hess Herrick voiced their support.

Hal White suggested the Board request the Foundation to adjust the deferred compensation package to maintain the existing formula.

#### **4. Executive Committee Future Meeting Schedule**

Should we meet more frequently than when the Full Board meetings occur? Yes and Clark asked the executive committee to keep themselves open for conference call meetings for no more than 1 hour saying the first item on an agenda would be Presidential Performance.

#### **5. Report on AGB National Conference on Trusteeship**

Chair Clark reported that he was very impressed with the quality of presenters and panels. He said there was great attendance by UWF and he highly recommends that trustees attend. Clark's only concern was there were excellent concurrent sessions and he wasn't able to make all of them.

Hal White noted that Kim Spear led a presentation on Board Technology with standing room only...not just for state but national attendees. Clark said that Kim Spear has become the guru of Board Technology.

#### **6. Report on Reception of Statewide Boards of Public Universities**

Chair Clark reported that the dinner, although low attendance, guests from Florida Atlantic University and Chancellor Rosenberg attended. He said it was a great chance to meet and talk with other board members.

Trustee Smith – What did you come away with? Chair Clark said he was most impressed with the disaster panel on which President Cavanaugh sat. Clark said we (UWF) are not prepared for a disaster no matter how much we think we are regarding hurricanes or an event that we are not nearly prepared for what we think we are. New Orleans is 20 years away from full recovery and California is 10 years out. Clark said that President Cavanaugh emphasized during his presentation that universities must take care of their people (personnel) in such a disaster.

With no further executive committee items, Chair Clark adjourned the meeting at 11:53 a.m.