BOARD OF TRUSTEES MEETING

March 22-23, 2018
Thursday, March 22, 2018

Committees of the Board will meet beginning at 9:30 a.m. EDT (as indicated below), and meetings will continue throughout the day until all committee meetings end (anticipated by 4:15 p.m. EDT). Committee meetings and breaks (each called a session) will be held in the following sequence, with each session beginning immediately after the session listed before it ends.

9:30-~10:15 a.m. Committee on Audit and Compliance

Break (~10 minutes)

~10:25-~11:55 a.m. Committee on Educational Policy & Strategic Initiatives

Lunch (~1 hour)

~12:55-~1:55 p.m. Committee on External Relations

Break (~10 minutes)

~2:05-~3:05 p.m. Committee on Governance

Break (~10 minutes)

~3:15-~4:15 p.m. Committee on Finance and Facilities


**Friday, March 23, 2018**

The Board of Trustees’ meeting will begin at 9:30 a.m. EDT and will continue until the meeting ends (anticipated by 11:30 a.m. EDT).

9:30-['~11:30] a.m.  Board of Trustees’ Meeting

Each day of meetings and breaks will begin at approximately the time listed above and will be held in the sequence listed above and on the agendas. The agendas provide estimated schedules for each segment, but actual times will vary and depend on the time needed for each segment. The Board and its Committees are not required, however, to meet later on any day than the estimated time for the end of that day.
The Committee will discuss and act on the following Action Items:

- AC1 University of Florida Annual Financial Report for Fiscal Year Ended June 30, 2017

  If approved, recommend this document to the Board of Trustees for approval on the Consent Agenda.

The Committee will address the following Discussion/Informational Items:

- Denita Tyre, the local field supervisor from the Auditor General’s office, will update the committee on the current external audits being conducted by her office.
- Elizabeth Ruszczyk will give an update on the Compliance Program.
- Brian Mikell, Chief Audit Executive (CAE), will discuss activities in the Office of Internal Audit (OIA) including:
  - internal audits completed and issued since the last committee meeting
  - the status of follow-up on audit comment action plans
- The Committee will receive information from the CFO’s office on the status of audits of University-affiliated support organizations
UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON AUDIT AND COMPLIANCE
COMMITTEE AGENDA
March 22, 2018
9:30 a.m. EDT
President’s Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL

Committee Members:
Marsha D. Powers (Chair), James W. Heavener, W. Smith Meyers, David M. Quillen, Robert G. Stern

1.0 Verification of Quorum ............................................................... Brian Mikell, Chief Audit Executive

2.0 Call to Order and Welcome ...................................................... Marsha D. Powers, Chair

3.0 Review and Approval of Minutes ............................................. Marsha D. Powers, Chair
   December 14, 2017

4.0 Action Items .................................................................................. Marsha D. Powers, Chair
   AC1 University of Florida Annual Financial Report for the Fiscal Year Ended June 30, 2017

5.0 Discussion/Informational Items .................................................. Marsha D. Powers, Chair
   5.1 Update on External Audits .................................................. Denita Tyre, Office of the Auditor General
   5.2 Compliance Program Update ........................................... Elizabeth Ruszczyk, Exec. Assoc. VP and CCO
   5.3 Audits and Other Reviews ...................................................... Office of Internal Audit
   5.4 Quarterly Follow-up ............................................................. Office of Internal Audit
   5.5 Audits of Affiliated Organizations ................................. Office of the Chief Financial Officer

6.0 New Business .................................................................................. Marsha D. Powers, Chair

7.0 Adjourn ......................................................................................... Marsha D. Powers, Chair

BACKGROUND INFORMATION
On February 22, 2018, the State of Florida Auditor General issued its report on the audit of the financial statements of the University of Florida for the Fiscal Year ended June 30, 2017. The Auditor General issued unmodified opinion on the financial statements. On February 27, 2018, subsequent to the release and receipt of the Auditor General’s opinion, the University published its Annual Financial Report, which includes the Auditor General’s audit report.

PROPOSED COMMITTEE ACTION
The Committee on Audit and Compliance is asked to approve the University of Florida Annual Financial Report for Fiscal Year ended June 30, 2017 for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required.

Supporting Documentation Included: Annual Financial Report

Submitted by: Brian Mikell, Chief Audit Executive

Approved by the University of Florida Board of Trustees, March 23, 2018

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary
The Committee will consider and be asked to act on the following Action Items:

- **EP1 – Tenure upon Hire** – The Committee is asked to approve the granting of tenure commencing with the appointment of the listed newly appointed faculty members, who have been recommended to the Provost by their Chairs and Deans for tenure upon hire.
- **EP2 – Honorary Degrees** – The Committee is asked to approve the Honorary Degrees for William H. Foege and Herbert A. Wertheim.
- **EP3 – Degree Program Terminations** – The Committee is asked to approve the termination of 7 degree programs.
- **EP4 – Degree Program Changes** – The Committee is asked to approve the Degree Program Changes for the Master of Arts in Digital Arts and Sciences and the Bachelor of Science in Accounting.
- **EP5 – New Degree: Master of Fine Arts** – The Committee is asked to approve the New Degree of Master of Fine Arts in Design and Visual Communications in the College of the Arts.
- **EP6 and Resolution R18-193 – Facility Security Clearance** – The Committee is asked to approve Resolution R18-193, confirming that members of the Board of Trustees will not require access to classified information, designating a senior management committee comprising the President and Vice for Research for that purpose, and listing all Trustees.
- **EP7 – University of Florida Regulations** - The Committee is asked to approve the amendments to the University of Florida Regulations, as proposed.
- **EP8 – UF/IFAS Industrial Hemp Pilot Project** – The Committee is asked to approve the UF/IFAS Industrial Hemp Pilot Project.

The Committee will address the following Discussion/Informational Items:

- Admissions Update, Zina Evans, Vice President for Enrollment Management
- College of Liberal Arts and Sciences Plan for Top 5, David Richardson, Dean
- Florida Museum of Natural History Plan for Top 5, Douglas Jones, Director
- Faculty Update, David Quillen, Chair, Faculty Senate
- Student Body President Update, Smith Meyers, President, Student Body
- Department Name Change, Joseph Glover, Provost
- Centers/Institutes, Joseph Glover, Provost
Committee Members:

1.0 Verification of Quorum ....................... Amy M. Hass, Interim Vice President and General Counsel

2.0 Call to Order and Welcome ................................. Jason J. Rosenberg, Chair

3.0 Review and Approval of Minutes ......................................... Jason J. Rosenberg, Chair
December 12, 2017
December 14, 2017

4.0 Action Items ........................................................................ Jason J. Rosenberg, Chair
EP1 Tenure upon Hire
EP2 Honorary Degrees
EP3 Degree Program Terminations
EP4 Degree Program Changes
EP5 New Degree: Master of Fine Arts
EP6 and R18-193 Facility Security Clearance; Exclusion of Certain Directors and Officers; Designation of Senior Managerial Group for Classified Information
EP7 University of Florida Regulations
EP8 UF/IFAS Industrial Hemp Pilot Project

5.0 Discussion/Informational Items .................................. Jason J. Rosenberg, Chair
5.1 Admissions Update .......... Zina Evans, Vice President for Enrollment Management
5.2 College of Liberal Arts and Sciences Plan for Top 5 .......... David Richardson, Dean
5.3 Florida Museum of Natural History Plan for Top 5 .......... Douglas Jones, Director
5.4 Faculty Update .................................................. David M. Quillen, Chair, Faculty Senate
5.5 Student Body President Update ............. W. Smith Meyers, President, Student Body

5.6 Department Name Change ..................................................... Joseph Glover, Provost

5.6.1 Department of Health Outcomes and Policy to Department of Health Outcomes and Biomedical Informatics (College of Medicine)

5.7 Centers/Institutes ................................................................. Joseph Glover, Provost

5.7.1 New Center: Center for Public Interest Communications (College of Journalism and Communications)

5.7.2 New Center: Center for Regenerative Medicine (College of Medicine)

5.7.3 Name Change: Kelley A. Bergstrom Center for Real Estate Studies to Kelley A. Bergstrom Real Estate Center (Warrington College of Business)

5.7.4 Name Change: Elizabeth B. and William F. Poe, Sr. Center for Business Ethics Education and Research to Elizabeth B. & William F. Poe, Sr. Business Ethics Center (Warrington College of Business)

5.7.5 Name Change: International Center for Research in Accounting and Auditing to International Accounting & Auditing Center (Warrington College of Business)

5.7.6 Name Change: Center for Supply Chain Management to Supply Chain Management Center (Warrington College of Business)

5.7.7 Name Change: Center for Management Communication to Management Communication Center (Warrington College of Business)

5.7.8 Name Change: David F. Miller Center for Retailing Education and Research to David F. Miller Retail Center (Warrington College of Business)

5.7.9 Name Change: Center for Entrepreneurship and Innovation to Entrepreneurship & Innovation Center (Warrington College of Business)

5.7.10 Name Change: Center for International Economic and Business Studies to International Business Center (Warrington College of Business)

6.0 New Business ................................................................. Jason J. Rosenberg, Chair

7.0 Adjourn ............................................................... Jason J. Rosenberg, Chair
SUBJECT: Tenure upon Hire

BACKGROUND INFORMATION
The Chairs and Deans have recommended to the Provost and Senior Vice President for Academic Affairs that 4 newly appointed faculty members be granted tenure commencing with their appointment. These individuals meet the criteria set forth in the University’s tenure policy and are recommended by the Provost to receive tenure. Attached are biographies of these Tenure upon Hire cases.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve the Tenure upon Hire cases listed in the attached biographies for recommendation to the Board of Trustees for its approval on the Consent Agenda. While any administrative appointment is noted, tenure is granted only for the faculty appointments.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required.

Supporting Documentation Included: See attached Biographies.

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018.

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James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary
Tenure Upon Hire Summaries
March 2018

Jeffrey A. Carney – College of Design, Construction and Planning
Associate Professor, School of Architecture
Jeffrey Carney earned his Master’s Degree in Architecture from the University of California, Berkeley in 2007, his Master’s Degree in City and Regional Planning from the University of California, Berkeley in 2007 and his B.A. with a major in Architecture and a minor in Fine Arts from Washington University, St. Louis, Missouri in 1998. His prior institution is Louisiana State University. Mr. Carney has an active research program and has secured external grants in excess of $8 million in support of his work. His research interests cover the fields of coastal resilience, coastal design, sustainability, sea level rise and climate change adaptation.

David W. Hulse – College of Design, Construction and Planning
Director and Professor, Department of Landscape Architecture
David Hulse earned his M.L.A. from the Harvard University Graduate School of Design in 1984 and his B.S.L.A. from Colorado State University, College of Forestry and Natural Resources in 1981. His prior institution is the University of Oregon. Mr. Hulse’s research spans the fields of land use and conservation, watershed development planning, scenario planning, river basin planning, biodiversity, and climate change. He maintains a very active research program and has secured numerous external grants to support his work in excess of $5 million.

Dr. Julie M. Moore – College of Veterinary Medicine
Chair and Professor, Department of Infectious Diseases and Immunology
Dr. Julie Moore earned her Ph.D. with a concentration in Immunology, Molecular Biology and Biochemistry from the University of Connecticut Health Center in 1995 and her B.S. in Biology and Physics from St. Lawrence University in 1987. Her prior institution is the University of Georgia. Dr. Moore has compiled a remarkable record of research, teaching and diagnostic service. She is highly respected locally, nationally and internationally for her research immunologist who decided to focus on the real world problem of placental malaria.
Dr. Daohong Zhou – College of Pharmacy
Professor, Department of Medicinal Chemistry
Dr. Daohong Zhou earned his M.D. in Medicine from Yunyang Medical College in 1982 and his M.S. in Microbiology and Immunology from Henan Medical University in 1986. His prior institution is the University of Arkansas for Medical Sciences. Dr. Zhou has an incredibly strong record of research funding, including three current grants from NIH’s National Cancer Institute as Principal Investigator. He has an exceptional scientific record with over 100 original publications with many published in the very best scientific journals in the world. Dr. Zhou’s prominence is not only evidenced by his funding and publication but also by his list of invited lectures and service on NIH student sections.
SUBJECT: Honorary Degrees

BACKGROUND INFORMATION
The Honorary Degrees and Distinguished Awards Committee recommends honorary degrees to the Faculty Senate.

The honorary degrees for William H. Foege and Herbert A. Wertheim were approved by the Faculty Senate on December 7, 2017 and then by the President on January 26, 2018.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve the Honorary Degrees for William H. Foege and Herbert A. Wertheim for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required.

Supporting Documentation Included: See Appendix.

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018

_____________________________  ________________________________
James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary
BACKGROUND INFORMATION
The Board of Governors requires periodic reviews of all academic degree programs to determine whether they remain viable academic offerings. Degree programs that have been inactive or which are not planned to be reactivated must be closed.

The College of Health and Human Performance is requesting that the Bachelor of Science in Athletic Training (CIP Code 51.0913) be terminated. The program only enrolls a maximum of 20 students annually and is slated to not accept any students after Summer B 2019. Future students will have the option to matriculate as part of the Bachelor of Science in Applied Physiology and Kinesiology and any students enrolled in the Bachelor of Science in Athletic Training prior to May 2018 will be allowed to complete the program. The Faculty Senate approved the College of Health and Human Performance request at its November 16, 2017 meeting.

The College of Nursing is requesting that the Master of Science in Nursing (CIP Code 51.3801) be terminated because it is no longer being considered the terminal degree for the advanced practice registered nursing degree. All students were given the option to transition to the Doctor of Nursing Practice or continue in the current program. Due to the program being offered online, no campuses will be affected by the closure of the program. The Faculty Senate approved the College of Nursing request at its December 7, 2017.

The College of Liberal Arts and Sciences is requesting to terminate the degree-specific majors that are now under the umbrella of the creation of the Bachelor of Arts in Foreign Languages and Literature. Therefore, the following individual degree programs are no longer needed:
- Bachelor of Arts in Russian Language and Literature (CIP Code 16.0402)
- Bachelor of Arts in German Language and Literature (CIP Code 16.0501)
- Bachelor of Arts in Chinese (CIP Code 16.0399)
- Bachelor of Arts in Japanese (CIP Code 16.0399)
- Bachelor of Arts in East Asian Languages, Literatures, and Linguistics (CIP Code 16.0399)
- Bachelor of Arts in French Language and Literature (CIP Code 16.0901)
The Faculty Senate approved the College of Liberal Arts and Sciences request at its September 22, 2016 and January 19, 2017.

**PROPOSED COMMITTEE ACTION**

The Committee on Educational Policy and Strategic Initiatives is asked to approve the proposed termination of the following degree programs for recommendation to the Board of Trustees for its approval on the Consent Agenda:

- Bachelor of Science in Athletic Training (CIP Code 51.0913)
- Master of Science in Nursing (CIP Code 51.3801)
- Bachelor of Arts in Russian Language and Literature (CIP Code 16.0402)
- Bachelor of Arts in German Language and Literature (CIP Code 16.0501)
- Bachelor of Arts in Chinese (CIP Code 16.0399)
- Bachelor of Arts in Japanese (CIP Code 16.0399)
- Bachelor of Arts in East Asian Languages, Literatures, and Linguistics (CIP Code 16.0399)
- Bachelor of Arts in French Language and Literature (CIP Code 16.0901)

**ADDITIONAL COMMITTEE CONSIDERATIONS**

Board of Governors’ final approval will be required for termination of all doctoral and professional degree programs only.

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Supporting Documentation Included: See [Appendix](#).

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

**Approved by the University of Florida Board of Trustees, March 23, 2018.**

________________________________________  __________________________________________
James W. Heavener, Chair                     W. Kent Fuchs, President and Corporate Secretary
SUBJECT: Degree Program Changes

BACKGROUND INFORMATION
The College of the Arts is requesting to decrease the number of required credits by 6 in the Master of Arts in Digital Arts and Sciences (CIP Code 50.0102) from 36 to 30 credits. This reduction in credit hours would make the degree more affordable for future candidates and allow them to finish the degree in a shorter period of time. Thus making the degree more appealing to many future professionals and academics. This change is on par with current MA degrees offered at the University of Florida and the offerings of other leading American universities. This change was approved by the Curriculum Committee and then by the Faculty Senate at their December 7, 2017 meeting.

The Warrington College of Business is requesting to modify the degree requirements for the Bachelor of Science in Accounting (CIP Code 52.0301) to include a standard prerequisite that transfer students need to take prior to admission. This change was approved by the Curriculum Committee and then by the Faculty Senate at their February 15, 2018 meeting.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve the Degree Program Changes for the Master of Arts in Digital Arts and Sciences (CIP Code 50.0102) and the Bachelor of Science in Accounting (CIP Code 52.0301) for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is required.

Supporting Documentation Included: See Appendix.

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018
SUBJECT: New Degree: Master of Fine Arts

BACKGROUND INFORMATION
The proposed Master of Fine Arts in Design and Visual Communications (CIP Code 50.0401) is a new terminal graduate degree program that will move from the Master of Fine Arts in Arts to a stand-alone degree. The field of graphic design has changed significantly and this will allow the program to develop freely in the direction of the discipline. It will prepare students in a way that is relevant and responsive in the area of design and visual communication but also to the overall potential of the discipline including designing interactions, strategies and experiences in order to contribute strategically and build the knowledge economy in the state. The Master of Fine Arts in Design and Visual Communications was approved by the Curriculum Committee and then by the Faculty Senate at their February 15, 2018 meeting.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve the Master of Fine Arts in Design and Visual Communications (CIP Code 50.0401) in the College of the Arts for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is required for all doctoral and professional degree programs and limited access programs only.

Supporting Documentation Included: See Appendix.

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018.

James W. Heavener, Chair
W. Kent Fuchs, President and Corporate Secretary
SUBJECT: Facility Security Clearance; Exclusion of Certain Directors and Officers; Designation of Senior Managerial Group for Classified Information

BACKGROUND INFORMATION
Certain contracts between the University and federal governmental agencies and certain research at the University require a facility security clearance for classified information. Department of Defense policy and procedure permit the University to designate a senior management committee to obtain security clearance rather than obtaining the clearances for individual Trustees and other officers. All Trustees must be listed in the designation.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve a Resolution, R18-193, confirming that members of the Board of Trustees will not require access to classified information, designating a senior management committee comprising the President and Vice President for Research for that purpose, and listing all Trustees, for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required. Upon the appointment of any new Trustees, the Board will need to approve a similar resolution to include them.

Supporting Documentation Included: See attached Resolution R18-193.

Submitted by: David P. Norton, Vice President for Research

Approved by the University of Florida Board of Trustees March 23, 2018

____________________________  _________________________________
James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary
WHEREAS, the University of Florida, a university in the State University System of Florida desires to enter into contractual obligations with agencies of the United States Government, including contractual obligations requiring security clearance, and

WHEREAS, current Department of Defense Regulations contain a provision making it mandatory that the Chair of the Board and all principal officers meet the personnel clearance requirements established for a security clearance, and

WHEREAS, current Department of Defense Regulations do authorize exclusion from the security clearance requirements of certain members of the Board of Directors and other officers, provided that this Board adopts a resolution stating that the Board members and such officers will not require access to classified material and designate the President and Vice President for Research for such purposes.

NOW THEREFORE, BE IT RESOLVED, that a Senior Managerial Group for Classified Information is hereby designated for the purpose of providing oversight of all classified information and programs at the University.

NOW THEREFORE, BE IT RESOLVED, that the membership of the Senior Managerial Group shall be composed of those persons occupying the following positions at the University: (a) the President; and (b) the Vice President for Research. The Chair of the Senior Managerial group shall be the Vice President for Research. At the present time, the individuals in these positions do possess, or will be processed for, the required security clearance; and
NOW THEREFORE, BE IT RESOLVED, that the following Board of Trustees members are excluded from access to classified information and are excluded from the requirement for a Personnel Security Clearance in accordance with Department of Defense 5220.00-M National Industrial Security Program Operating Manual, Section 1.2-106:

David L. Brandon  Trustee
James W. Heavener  Trustee
Morteza “Mori” Hosseini  Trustee
Leonard H. Johnson  Trustee
Thomas G. Kuntz  Trustee
W. Smith Meyers  Student Trustee
Daniel T. O’Keefe  Trustee
Rahul Patel  Trustee
Marsha D. Powers  Trustee
David M. Quillen  Faculty Trustee (as of June 1, 2017)
Jason J. Rosenberg  Trustee
Robert G. Stern  Trustee
Anita G. Zucker  Trustee

This action is in the form of a resolution to take effect immediately upon its adoption.

Adopted this 23rd day of March, 2018, by the Board of Trustees of the University of Florida.

________________________________   ____________________________ __
James W. Heavener, Chair        W. Kent Fuchs, President
and Corporate Secretary
SUBJECT: University of Florida Regulations

BACKGROUND INFORMATION
Under the Board of Governors regulations development procedure for State Universities, proposed regulations or amendments are adopted upon approval of the University Boards of Trustees. Regulations that pertain to student tuition and fees, articulation and admissions require additional approval by the Board of Governors prior to becoming effective.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve the regulations and amendments to University of Florida regulations as contained in the following Summary and Board materials for recommendation to the Board of Trustees for approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ final approval is not required as none of the amended regulations pertain to student fees.

Supporting Documentation Included: See attached summary.

Submitted by: Amy M. Hass, Interim Vice President and General Counsel

Approved by the University of Florida Board of Trustees, March 23, 2018

__________________________________________  ____________________________________________
James W. Heavener, Chair                  W. Kent Fuchs, President and Corporate Secretary
Summary of University of Florida Regulation Changes
Committee on Educational Policy & Strategic Initiatives
March 22, 2018

Finance & Administration

3.007 Traffic & Parking: Parking Registration
The proposed regulation amendment increases non-student decal rates by an average of 7%. Student decal rates remain at current levels without change. The rate for orange and blue decals will increase $24 per year (from $354 to $378). The proposed increases are to be effective May 1, 2018.

Institute of Food & Agricultural Sciences

6.019 Eligibility for Expanded Food and Nutrition Education Program (EFNEP)
This regulation, which summarizes applicable program and federal definitions regarding adult and youth participation in the EFNEP program of the Florida Cooperative Extension Service, is being repealed. As these guidelines are provided, implemented and regulated by the federal government, it has been determined that this separate University of Florida Regulation is not necessary.

Technical Changes
1.006 Non-Discrimination/Harassment/Invasion of Privacy Policies
1.007 Code of Penalties
1.009 Employment of Relatives
1.015 Campaign for Charities
1.018 Works and Inventions
1.0063 Affirmative Action; Complaints and Appeal Procedures for Academic Personnel (AP); Technical, Executive, Administrative and Managerial Support (TEAMS) Staff Members; and University Support Personnel System (USPS) Employees
1.100 General Personnel Policy
1.101 Compensation
1.103 Policies on Restricted Data
1.200 Benefits, Retirement Programs, Employment Services, and Holidays
1.201 Leaves

3.002 University Bursar
3.003 Campus Mail Service
3.015 Traffic & Parking; Jurisdiction; Appeals
3.021 Purchasing: Sponsored Research and Exemption Procedures
3.022 Payment to Vendors
3.037 Registration and Student Fees
3.039 Guest Admissions
3.040 Employee Recognition Program
The changes to these regulations are technical in nature (such as updating office names, position titles, correcting typographical errors, updating from Rules to Regulations format and replacing outdated forms) and do not include any substantive changes that are required to be approved by the Board of Trustees.
SUBJECT: UF/IFAS Industrial Hemp Pilot Project

BACKGROUND INFORMATION
The University of Florida has been approved to conduct a research pilot project on growing and selling industrial hemp under Florida State Statute 1004.4473 Industrial Hemp Pilot Projects. The project will be funded 100 percent through an industry partner, Green Roads. Under the state statute, Board of Trustees’ approval of the project plan is required.

PROPOSED COMMITTEE ACTION
The Committee on Educational Policy and Strategic Initiatives is asked to approve EP8, UF/IFAS Industrial Hemp Pilot Project, for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required. However, a report to the Governor, the President of the Senate, and the Speaker of the House of Representatives is required two years after the creation of the project.

Supporting Documentation Included: See attached summary.

Submitted by: Jack M. Payne, Senior Vice President for Agriculture and Natural Resources

Approved by the University of Florida Board of Trustees, March 23, 2018
The Committee on External Relations meeting will begin with an introduction to Sarah Mathias, the new Director of Federal Relations for the University of Florida.

Ms. Mathias, the former Director of the University of California System’s Washington office, is creating the office and developing an agenda for federal outreach. Her activities will include monitoring federal legislation and communicating the University’s positions to Congress and the Administration, supporting the government relations activities of the AAU, advancing relationships with the Florida Congressional delegation and other key Congressional leaders and connecting University of Florida (UF) faculty with federal agencies.

This discussion will be followed by a presentation on the Foundation’s Campaign Communications and Marketing Advisory Council (CCMAC) in support of the public phase of the Go Greater campaign. The primary catalyst for the formation of the CCMAC is the University’s The Decade Ahead plan, which was produced in 2016. Goal 6 of the plan refers to alumni who are successful in their careers and in life and who are proud to be graduates of UF. The Foundation has identified a select group of successful UF alumni and friends with the backgrounds and expertise to provide guidance on UF’s communications and marketing efforts.

Next will be a presentation on an initiative to engage the Gator Nation. One of the factors that determines the U.S. News & World Report rankings is the alumni participation rate (APR). In order to continue to advance UF’s rankings, the Foundation will develop uniquely creative and inspiring ways to engage the Gator Nation to move UF’s current APR from 13% to 18% by the end of the Go Greater campaign, currently scheduled for 2022.

The final item on the agenda is a briefing on the 2018 legislative session.
UNIVERSITYOF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON EXTERNAL RELATIONS
COMMITTEE AGENDA
March 22, 2018
~12:55 p.m. EDT
President’s Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL

Committee Members:
Robert G. Stern (Chair), Leonard H. Johnson, W. Smith Meyers, Marsha D. Powers, David M. Quillen, Jason J. Rosenberg

1.0 Verification of Quorum ................................Jane Adams, Vice President, University Relations

2.0 Call to Order and Welcome ......................................................... Robert G. Stern, Chair

3.0 Review and Approval of Minutes ....................................................... Robert G. Stern, Chair
December 14, 2017

4.0 Action Items ................................................................................ Robert G. Stern, Chair
None.

5.0 Discussion/Informational Items .................................................. Robert G. Stern, Chair
5.1 Washington, DC, Office .................................... Jane Adams, Vice President, University Relations
Sarah Mathias, Director, Federal Relations
5.2 Campaign Communication and Market Advisory Committee ............... Tom Mitchell, Vice President, Advancement
5.3 Engaging the Gator Nation ......................... Tom Mitchell, Vice President, Advancement
5.4 Legislative Update ....................................................... Jane Adams, Vice President, University Relations

6.0 New Business ........................................................................... Robert G. Stern, Chair

7.0 Adjourn ..................................................................................... Robert G. Stern, Chair
The Committee will address the following Committee Action Items:

- **GV1 UFRF Legal Entity**
  The Committee will be asked to approve the creation of a legal entity in Haiti for the oversight and management of the current portfolio of sponsored research in that country.

- **GV2 Amended Articles of Incorporation and Bylaws for Practice Plans**
  The Committee will be asked to approve amendments to the Articles of Incorporation and Bylaws of the Practice Plans.

The Committee will hear a report on the following Discussion/Informational Item:

- **5.1 Enhanced Governance Standards Update**
  Trustee Rahul Patel and Interim Vice President and General Counsel Amy Hass will provide an update on proposed refinements to the Enhanced Governance Standards resulting from feedback from the Direct Support Organizations and Affiliates.
UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE AGENDA
March 22, 2018
~2:05 p.m. EDT
President’s Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL

Committee Members:
Mori Hosseini (Chair), David L. Brandon, James W. Heavener, Rahul Patel, Anita Zucker

1.0 Verification of Quorum .................. Amy Hass, Interim Vice President and General Counsel

2.0 Call to Order and Welcome ..................................................... Mori Hosseini, Chair

3.0 Review and Approval of Minutes........................................ Mori Hosseini, Chair
   December 14, 2017
   February 5, 2018
   March 1, 2018

4.0 Action Items ........................................................................ Mori Hosseini, Chair
   GV1 UFRF Legal Entity
   GV2 Amend Articles of Incorporation and Bylaws of Practice Plans

5.0 Discussion/Informational Items................................................. Mori Hosseini, Chair
   5.1 Enhanced Governance Standards........................................ Rahal Patel, Trustee
       Amy Hass, Interim Vice President and General Counsel

6.0 New Business ........................................................................ Mori Hosseini, Chair

7.0 Adjourn ............................................................................... Mori Hosseini, Chair
SUBJECT: UFRF Legal Entity

BACKGROUND INFORMATION
The University of Florida Research Foundation (UFRF) proposes creating a legal entity in Haiti for the purpose of oversight and management of the University’s current portfolio of sponsored research projects in this country. At present, the University has 22 active sponsored projects in Haiti totaling more than $22 million. The creation of a legal entity will alleviate current challenges in doing business in Haiti related to securing space, labor, transportation, and banking services. The proposal will include a plan for oversight and evaluation annually and after three years.

PROPOSED COMMITTEE ACTION
The Committee on Governance is asked to approve GV1, UFRF Legal Entity, for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required.

Supporting Documentation Included: See attached presentation.

Submitted by: David Norton, Vice President for Research and President, University of Florida Research Foundation (UFRF)

Approved by the University of Florida Board of Trustees, March 23, 2018

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary
SUBJECT: Amended Articles of Incorporation and Bylaws for Practice Plans

BACKGROUND INFORMATION
The Articles of Incorporation and Bylaws of the various Practice Plans have been amended to make them consistent with the Enhanced Governance Standards that were approved by the Board of Trustees on March 17, 2017. In addition, some amendments have been made to the Articles of Incorporation and Bylaws to bring them in line with current practices. The Practice Plans addressed in this action item are as follows:

- Faculty Associates, Inc.
- Florida Clinical Practice Association, Inc.
- Florida Health Professions Association, Inc.
- College of Nursing Faculty Practice Association, Inc.
- College of Pharmacy Faculty Practice Association, Inc.
- University of Florida Jacksonville Physicians, Inc.
- Florida Veterinary Medicine Faculty Association, Inc.

PROPOSED COMMITTEE ACTION
The Committee on Governance is asked to approve GV2, Amended Articles of Incorporation and Bylaws for Practice Plans, for recommendation to the Board of Trustees for approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required.

Supporting Documentation Included: See appendix.

Submitted by: Amy M. Hass, Interim Vice President and General Counsel

Approved by the University of Florida Board of Trustees, March 23, 2018

_____________________________  ________________________________  _________
James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary

31/642
Action Items
The Committee will address the following action items:

FF1. Transportation and Parking Auxiliary—Covenants Relating to Facilities with Outstanding Revenue Bonds
In order to comply with Board of Governors’ regulations 9.008 the Committee will be asked to approve the fiscal year 2018-19 revenue and expense budget for the Transportation and Parking auxiliary, which includes anticipated amounts to be deposited to the maintenance and equipment reserve fund. Board of Governors’ approval is required.

FF2. University Infrastructure Strategy: Electricity – Steam – Chilled Water
The Committee will be asked to approve plans to proceed with the first phase of a project to construct a new central energy plant.

The Committee will be asked to approve the issuance of bonds and to endorse in general the proposed capital improvements to student-athlete facilities on the main campus.

FF4 and R18-195. Naming
The Committee will be asked to approve a request to name the new Honey Bee Research and Extension Laboratory the “Amy E. Lohman Apiculture Center.”

FF5 and R18-196. Naming
The Committee will be asked to approve a request to name the Whitney Lab Sea Turtle Hospital and public access areas as the “Nancy Condron Family Sea Turtle Research Center and Hospital.”

FF6 and R18-197. Naming
The Committee will be asked to approve a request to name the proposed Center for Earth Systems as the “Thompson Center for Earth Systems.”

Discussion Items
The following discussion items will be presented to the Committee:

5.1 Quarterly Financial Update
Michael McKee, Vice President and Chief Financial Officer will update the Committee on the UF second quarter financial statements.
5.2 Five-Year Capital Improvement Plan Overview
Trustees will be updated on the status of UF’s Capital Improvement plan and Legislative budget requests.

5.3 Construction Report
The Committee will be updated on the status of major construction projects.

5.4 UFICO Update
The Committee will hear an update of the status of UF Endowment and investments
UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON FINANCE AND FACILITIES
COMMITTEE AGENDA
March 22, 2018
~3:15 p.m. EDT
President’s Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL

Committee Members:
Rahul Patel (Chair), David T. Brandon, Mori Hosseini, Leonard H. Johnson, Jason J. Rosenberg, Anita G. Zucker

1.0 Verification of Quorum .... Amy M. Hass, Interim Vice President and General Counsel

2.0 Call to Order and Welcome ................................................................. Rahul Patel, Chair

3.0 Review and Approval of Minutes......................................................... Rahul Patel, Chair
   December 4, 2017
   December 14, 2017

4.0 Action Items ......................................................................................... Rahul Patel, Chair
   FF1 Transportation and Parking Auxiliary – Covenants Relating to Facilities with
      Outstanding Revenue Bonds
   FF2 University Infrastructure Strategy: Electricity – Steam – Chilled Water
   FF3 University Athletic Association, Inc., Bond Issuance
   FF4 and R18-195 Naming
   FF5 and R18-196 Naming
   FF6 and R18-197 Naming

5.0 Discussion/Informational Items.............................................................. Rahul Patel, Chair
   5.1 Quarterly Financial Update ......................................................... Michael McKee, Vice President and CFO
   5.2 Five-Year Capital Improvement Plan Overview ................................. Curtis Reynolds, Vice President, Business Affairs
   5.3 Construction Report ................................................................. Curtis Reynolds, Vice President, Business Affairs
   5.4 UFICO Update ................................................................. William Reeser, Chief Investment Officer, UFICO

6.0 New Business ......................................................................................... Rahul Patel, Chair

7.0 Adjourn ......................................................................................... Rahul Patel, Chair
SUBJECT: Transportation and Parking Auxiliary – Covenants Relating to Facilities with Outstanding Revenue Bonds

BACKGROUND INFORMATION

Certain outstanding state university system bond issues for auxiliary facilities have covenants that state the Board of Governors shall annually, or at any other time as requested by the State Board of Administration, prepare and adopt a detailed revenue and expense budget for bonded auxiliaries, which shall set forth the amount to be deposited in facility maintenance and repair reserve accounts.

In order to satisfy bond covenants, the Board of Governors adopted Regulation 9.008, requiring University Boards of Trustees to approve and submit operating budget detail for auxiliary facilities with such bond covenants and to report the anticipated amount to be deposited in an auxiliary maintenance and equipment reserve fund. Such reserve amounts are determined by the Board of Trustees in accordance with institutional policy and/or policy and/or bond covenant requirements.

The University of Florida’s Series 1998 (redeemed in June 2017) and Series 2007A Parking Facility Revenue Bonds contain such covenants, although a funding level for the maintenance and equipment reserve is not specified. The University has a deferred maintenance funding plan based on engineering studies that will provide sufficient funding to maintain and renew bonded parking facilities.

In order to comply with the Board of Governors’ regulation, a detailed fiscal year 2018-19 revenue and expense budget for the Transportation and Parking auxiliary, which includes anticipated amounts to be deposited to the maintenance and equipment reserve fund, is presented for approval.
PROPOSED COMMITTEE ACTION
The Committee on Finance and Facilities is asked to approve the Transportation and Parking Auxiliary Budget for Fiscal Year 2018-19 for recommendation to the Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is required.

Supporting Documentation Included: See attached.

Submitted by: Curtis A. Reynolds, Vice President for Business Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018

____________________________________  _____________________________________ ___
James W. Heavener, Chair  W. Kent Fuchs, President and Corporate Secretary
## INCOME AND EXPENDITURE STATEMENT

**UNIVERSITY:** University of Florida - Transportation and Parking Services  
**BOND TITLE:** Parking Revenue Bonds Series 1998, 2007A  
**AUXILIARY FACILITY (IES):** University of Florida Transportation and Parking

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<th>2018-19 Projected</th>
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<td>B. Replacement Reserve Forward:</td>
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<td>2,150,000</td>
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<td>Maintenance &amp; Equipment Reserve</td>
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<td><strong>6. TRANSFERS FROM REPLACEMENT RESERVES</strong></td>
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<td><strong>8. ENDING OPERATING CASH (1A +2 -4 -5)</strong></td>
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<td><strong>9. SUMMARY OF ENDING REVENUES (7 +8)</strong></td>
<td>8,903,319</td>
<td>10,766,000</td>
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</table>
1. Do the pledged revenues reported contain any overhead assessments? If yes, please explain.
   Yes, overhead is charged by the university to Transportation and Parking Services.
   For 2016-17, the actual overhead charge was $502,749.
   For 2017-18 and 2018-19, the estimated overhead charges are $500,000 and $525,000, respectively.

2. Do pledged revenues or expenditures change year over year 10% or more? If yes, please explain.
   Total pledged revenues and expenditures do not change year over year by more than 10%. However, within
   FY2017-2018 Estimated, the operating expense line item increases by 18.5%. This variance is due to the
   department anticipating upgrading the parking management software for $250,000 in FY2017-2018.

3. Please explain amounts categorized as "other".
   Other Income - expected vending revenue and transfer from the Transportation Fee Fund for GatorLift
   (disabled student shuttle).
   Other Expense and Transfers Out - includes expense incurred for the operation of shuttle buses to and from
   parking facilities ($1.5 million) as well as transfers to a reserve for future parking facilities ($650,000).

4. Add lines as needed for additional university comments. This information will be shared with
   Board of Governors members.
BACKGROUND INFORMATION
On December 14, 2017, the University of Florida Board of Trustees Committee on Finance and Facilities received an information item regarding a plan to (a) transition away from its current third-party steam heating source to an on-campus self-generation solution, and (b) replace other ageing and end-of-life utility production plants and infrastructure serving campus. This plan requires that the University (x) construct a new central energy plant to produce reliable, efficient, and cost effective cooling and heating to serve the campus, (y) reconfigure its infrastructure for delivery of campus electrical utility service, and (z) reconfigure the supporting thermal piping infrastructure to increase efficiency and address deferred maintenance issues (collectively, the “Program”).

After partnering with leading industry consultants (i.e., Jacobs Engineering and Royal Bank of Canada), the University has determined that a new central energy plant located on Gale Lemerand Drive, and a new electrical substation located off of Mowry Road, would be the optimal strategy for self-reliant generation. This utility infrastructure strategy would provide a reliable, cost effective energy source for large sections of campus while addressing long-term deferred maintenance needs and providing an energy plan befitting a top 10 university.

It is anticipated that a cost not exceeding $250M (the “Program Cost”) will be required to implement this phase of the University’s infrastructure strategy. The blend of funding sources may include easement transaction proceeds, internal reserves, public bond proceeds, and Public Educational Capital Outlay (PECO).

PROPOSED COMMITTEE ACTION
The Committee on Finance and Facilities is asked to approve, for recommendation to the Board of Trustees for its approval on the Consent Agenda: a) the campus utility infrastructure strategy and conceptual Program as set forth in the presentation accompanying this action item; b) the completion of the Program’s design phase; and c) engagement with appropriate parties to develop the funding plan and blend totaling the amount of the Program Cost.

Upon the completion of the schematic design and funding plan development, the Committee on Finance and Facilities will be updated for subsequent approvals as required.
ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors’ approval is not required at this time.

Supporting Documentation: See Presentation by Dr. Charlie Lane, SVP and COO

Submitted by: Curtis Reynolds, Vice President for Business Affairs

Approved by the University of Florida Board of Trustees, March 23, 2018

James W. Heavener, Chair
Kent Fuchs, President and Corporate Secretary
BACKGROUND INFORMATION
The University Athletic Association, Inc. ("UAA") proposes to finance, through the issuance of fixed rate or variable rate bonds, as determined by the UAA, a portion of the cost (to include reimbursement to UAA for amounts expended prior to bond issuance) of the following capital improvements relating to student-athlete facilities on the main campus: (a) the acquisition, construction, and equipping of a new stand-alone Baseball Stadium Complex (currently projected to cost approximately $50 million), and (b) the renovation, expansion, and equipping of the Katie Seashole Pressly Stadium (currently projected to cost approximately $11 million) (c) the acquisition, construction and equipping of the UAA Maintenance Building (currently projected to cost approximately $4 million) (collectively, the “Project”), all as more particularly described in Resolution R18-194 accompanying this Committee Action Item. These projects will provide the University and UAA with state-of-the-art modernized facilities for the student athletes, alumni, and fans, contributing to the overall well-being of the student athletes and the fans’ game-day experience. The bonds will be issued in a total principal amount not to exceed $50 million, and the balance of the Project’s costs will be paid by the UAA. While low-interest, tax-exempt bond financing is the best option for use of UAA resources, the UAA has sufficient funding on hand, and the ability to replenish such funding from currently successful fundraising underway, to undertake the Project, if necessary. The bonds will be general obligations of the UAA, payable from available revenues of UAA including, but not limited to, ticket sales, conference revenues, auxiliary sales, sponsorships, and such other revenues that may be used pursuant to section 1010.62, Florida Statutes. The planning and design portions of the Project have already commenced.

Detailed information regarding the proposed $50 million bond issuance is provided in the accompanying supporting documentation.

The Board is asked to approve the issuance of the bonds. The Board’s review and general endorsement of the Project is also sought.
PROPOSED COMMITTEE ACTION
Recommend that the Board of Trustees, on its Consent Agenda, generally endorse the Project and adopt the attached Resolution R18-194 (i) authorizing the issuance of the bonds to fund a portion of the Project and pay costs associated with the bonds; (ii) requesting that the Board of Governors approve the issuance of the bonds; and (iii) authorizing the President of the University, any officer of UAA, and other authorized representatives of the University and UAA, to take all necessary or desirable actions in connection with the execution, sale, and delivery of the bonds.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval of the bond issuance, which is being requested at its August meeting, and legislative approval of the Project through the 2018-19 General Appropriations Act, are also required.

Supporting Documentation Included: See attached narrative and R18-194.

Submitted by: Scott Stricklin, Director of Athletics

Approved by the University of Florida Board of Trustees, March 23, 2018.

_____________________________  ________________________________ _________
James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary
University Athletic Association, Inc. Tax-Exempt Bond Issue

The University Athletic Association, Inc. ("UAA") is seeking approval for a not to exceed $50 million tax-exempt bond issue to provide funds for capital projects and improvements.

The UAA has a conservative yet proactive practice regarding debt. The UAA has made a significant commitment to buildings and improvements, and $201.5 million has been spent on capital assets since 2007. The funding for these projects has come primarily from operating funds and private capital contributions, with only 20% funded through the issuance of debt. With annual revenues of over $135 million, the UAA currently has only $81,275,000 in debt.

The outstanding debt as of October 1, 2018 will be $76,025,000 plus new issuance of up to $50,000,000, for a proposed total of up to $126,025,000. The UAA had debt service coverage of 2.85x for fiscal year ending 2017.

While conservatively limiting our use of debt, the UAA is aggressive in the active debt management of its obligations to minimize interest cost, deftly respond to the changing economic and financial markets, and ensure that our mix of fixed and variable rate debt is appropriate for our mission and risk profile.

Since 1991, the UAA has utilized a combination of weekly and daily variable rate debt, and 1 – 15 year fixed rate tranches. The UAA’s asset profile includes cash and investments of $114 million. When daily and weekly variable rate debt has been outstanding, the UAA has monitored the interest rates on a daily basis, and responded quickly when events affected the variable rate market such as the financial institution crisis in 2008 and the downgrades of the previous credit provider, SunTrust. In response to each of these events, the UAA’s finance team immediately met to review the available alternatives, such as alternate credit providers and conversion to fixed rate debt. The UAA is fully aware of the risks associated with variable rate financing and carefully considers these risks in addition to the benefits of lower interest cost, asset-liability management, and flexibility.

Over the past 10 years, the UAA estimates an average variable rate debt cost of under 1.40%, including remarketing and liquidity fees.

The UAA’s current debt mix consists of the following:
### University of Florida Athletic Association

#### Outstanding Principal Payments after October 1, 2017

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<th>Total Principal</th>
<th>Series 1990 Principal</th>
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#### UAA Outstanding Debt After 10/01/17

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<tr>
<td>100%</td>
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1 Original rate of 1.71%; rate change due reduction of corporate tax rate effective 01/01/2018
2 Original spread of 41%; rate change due reduction of corporate tax rate effective 04/02/2018 to 10/01/2021
3 Original rate of 1.97%; rate change due reduction of corporate tax rate effective 01/01/2018
Continuing with our active debt management, the UAA expects to issue $50 million in new debt as variable rate bonds or bonds with a fixed rate for a short period, such as 5 -7 years. However, we respectfully request the financial flexibility to issue all or a portion of the bonds with a longer fixed rate period depending on market conditions at the time of issuance. The new bond will have a 25 year final maturity. We have utilized conservative assumptions of 25 year variable rate debt at a rate of 6.00% in our forecasts, and still project debt service coverage of well over 1.37x over the next 5 years.

The UAA seeks the UFBOT’s adoption of the Resolution permitting the debt issuance.
UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
RESOLUTION

Number: R18-194

Subject: University Athletic Association, Inc., Bond Issuance

Date: March 23, 2018

A RESOLUTION AUTHORIZING THE ISSUANCE OF DEBT AND REQUESTING THE FLORIDA BOARD OF GOVERNORS TO APPROVE THE ISSUANCE OF DEBT IN AN AMOUNT NOT TO EXCEED $50,000,000 TO FINANCE OR REIMBURSE THE COSTS OF THE (I) ACQUISITION, CONSTRUCTION AND EQUIPPING OF A NEW BASEBALL STADIUM COMPLEX, (II) RENOVATION, EXPANSION AND EQUIPPING OF THE KATIE SEASHOLE PRESSLY STADIUM AND (III) ACQUISITION, CONSTRUCTION AND EQUIPPING OF A NEW MAINTENANCE BUILDING, EACH ON THE CAMPUS OF THE UNIVERSITY OF FLORIDA AND PROVIDING AN EFFECTIVE DATE.

BE IT RESOLVED BY THE BOARD OF TRUSTEES (all capitalized terms not otherwise defined herein will be as defined in the Amended and Restated Trust Indenture, dated as of October 1, 2011, between The University Athletic Association, Inc. (“UAA”) and U.S. Bank National Association, or its successors or assigns (the “Trustee”), as heretofore amended and supplemented, particularly as amended and supplemented by a Seventh Supplemental Trust Indenture, dated as of its date, between UAA and the Trustee (collectively, the “Indenture”):

Section 1. The University of Florida Board of Trustees (the “Board of Trustees”) hereby authorizes the issuance of tax-exempt debt in an amount not to exceed FIFTY MILLION DOLLARS ($50,000,000) (the “Debt”) by UAA on behalf of the Board of Trustees, such authorization conditioned upon UAA having heretofore authorized the issuance of the Debt and hereafter obtaining the legislative approval of the Project (as defined below) pursuant to the 2018-19 General Appropriations Act. The Board of Trustees hereby requests the State University System of Florida Board of Governors (the “Board of Governors”) to approve the issuance of the Debt for the purpose of financing or reimbursing the costs of (i)(a) the acquisition, construction, and equipping of a new baseball stadium complex, (b) the renovation,
expansion and equipping of the Katie Seashole Pressly Stadium, and (c) the acquisition, construction, and equipping of a new maintenance building to support the operation of various athletic facilities (collectively, the “Project”), all as more particularly described on Schedule A hereto, on the campus of the University of Florida (the “University”) and (ii) paying certain costs relating to the Debt. The Board of Trustees hereby affirms the existence and the purposes of UAA.

Section 2. The Project is reflected on the approved master plan for the University and is consistent with the mission of the University because the Project will provide additional and renovated facilities for use by the students and employees of the University and UAA. Construction of the Project is expected to begin in June 2018 and is expected to be completed in calendar year end 2020. Proceeds of the Debt are not anticipated to be sufficient to complete the construction of the Project without the use of additional funds. Additional necessary funding in the amount of approximately $15,000,000 will be obtained from a combination of capital gifts and unrestricted cash and investments will be contributed by UAA. Prior to the issuance of the Debt, approval of the Board of Governors and legislative approval of the Project will be obtained pursuant to the 2018-19 General Appropriations Act. No proceeds of the Debt will be used to finance operating expenses of the University or UAA.

Section 3. The Debt will be a general obligation of UAA and UAA is legally authorized to secure the payment of the Debt with available revenues of UAA, including but not limited to, ticket sales, conference revenues, auxiliary sales, sponsorships and such other revenues that may be used, pursuant to Section 1010.62, Florida Statutes, as amended, to pay and secure debt (with the exception of (i) the Athletic Fees described in Section 1009.24(12), Florida Statutes, as amended and (ii) any capital gifts and donations). The Debt is expected to be issued on a parity and with the same benefit and security of the Indenture as all other Debt issued thereunder and no Athletic Fees, as described in Section 1009.24(12), Florida Statutes, as amended, or capital gifts and donations will be pledged for payment of the debt service on the Debt. The Debt may be secured by a Credit Facility that will be chosen through a competitive selection process analyzing the cost of the Credit Facility and the expected interest cost savings resulting from its use. UAA is committed to ensuring that sufficient revenues will be generated to fulfill UAA’s obligations with respect to the Debt.

Section 4. The Debt will mature not more than twenty-five (25) years after issuance, including any extensions or renewals thereof. The Project has an estimated average useful life of thirty (30) years, which is beyond the anticipated final maturity of the Debt. The Debt will bear interest in a fixed or variable rate mode as determined by UAA. UAA has the requisite technical expertise to determine the initial interest rate mode for the Debt that will be in the best interest of UAA as the market would dictate at the time of issuance. Variable rate debt will be managed in accordance with the Debt Management Guidelines adopted by the Board of Governors on April 27, 2006, as heretofore amended, and as may be amended from time to time by the Board of Governors (the “Debt Management Guidelines”) and UAA’s post-issuance tax compliance and monitoring procedures policy on file with UAA.

Section 5. UAA has the requisite technical expertise to properly manage the risks and the execution of the Debt in any interest rate mode through its staff, including the Director of
Athletics, the Associate Athletics Director and UAA’s Bond Financial Advisor. UAA’s Chief Financial Officer will be responsible for monitoring the variable interest rates paid on the Debt, if any, and if necessary, establishing a variable rate debt service budget for the Debt and preparing the annual reports on variable rate debt required pursuant to the Debt Management Guidelines.

Section 6. It is expected that the Debt will be sold pursuant to a negotiated sale. A negotiated sale is necessary because of prevailing market conditions, because delays caused by soliciting competitive bids could adversely affect the ability to issue and deliver the Debt at presently favorable interest rates, and because the nature of the security for the Debt and the sources of payment of debt service on the Debt requires the participation of a purchaser, an underwriter, a placement agent and/or remarketing agent in structuring the Debt. An analysis was provided to the Division of Bond Finance and the Board of Governors demonstrating that a negotiated sale is desirable as referenced in Appendix A hereto. Any selection of a purchaser, an underwriter, a placement agent and/or remarketing agent will be accomplished through a competitive selection process.

Section 7. The Board of Trustees will comply, and will require the University and UAA to comply, with all requirements of federal and state law relating to the Debt, including but not limited to, laws relating to maintaining any exemption from taxation of interest payments on the Debt and continuing secondary market disclosure of information regarding the Debt.

Section 8. The Board of Trustees and UAA shall comply with the Debt Management Guidelines and UAA’s post-issuance tax compliance and monitoring procedures policy in connection with the issuance of the Debt.

Section 9. The President of the University, any officer of UAA and other authorized representatives of the University and UAA are hereby authorized to take all actions and steps, to execute all instruments, documents, and contracts, and to take all other actions as they may deem necessary or desirable, in connection with the execution, sale and delivery of the Debt.

Section 10. In making the determination to finance the Project, the Board of Trustees has reviewed additional information relevant to such determination. Such information is set forth in Appendix A hereto.

Section 11. These resolutions shall take effect immediately upon their adoption, subject to the approval of the Board of Governors and the legislative approval of the Project pursuant to the 2018-19 General Appropriations Act.
CERTIFICATE OF THE CORPORATE SECRETARY

The undersigned, Corporate Secretary of The University of Florida Board of Trustees, does hereby certify that the attached resolution is a true and accurate copy as adopted by The University of Florida Board of Trustees on _____________, 2018.

THE UNIVERSITY OF FLORIDA
BOARD OF TRUSTEES

Dated: ________________, 2018

By: ____________________________
   Corporate Secretary
Appendix A
Project Summary
University of Florida
University Athletic Association, Inc.
Athletic Improvements

Project Description: The University of Florida’s University Athletic Association (the “UAA”) is seeking approval to issue up to $50 million of debt to construct, renovate, and expand certain athletic facilities on campus. The proposed project includes three components: (i) construction of a new Baseball Stadium Complex and (ii) renovation and expansion of the Katie Seashole Pressly Softball Stadium Complex and (iii) new maintenance building and yard (collectively, the “Project”).

Baseball Stadium Complex

This project consists of the construction of a new baseball stadium and team facility complex located on the UF Campus adjacent to the lacrosse and softball stadium complexes. The capacity of the stadium is intended to be approximately 5,500 traditional seats, along with the ability to expand the capacity to 10,000 with non-traditional berm and standing room areas and it should be noted that the current stadium has a fixed seat capacity of 5,500. The stadium will provide accommodations and facilities to support the needs of the program including a regulation sized competitive playing field, open air seating grandstand, a shade canopy, a 360 degree concourse, family zones, a press box, and premium areas, including club seats, a club lounge, and home plate seating. Within the team facilities, the necessary program areas to support the coaches and players will be provided.

Katie Seashole Pressly Softball Stadium Complex Renovation and Expansion

The renovation and expansion of the Katie Seashole Pressly Softball Stadium Complex will expand the UF player facilities, relocate the UF coach’s facilities,
replace the existing bench seating, add a shade structure, provide expanded seating capacity and fan amenities.

*New Maintenance Building and Yard*

A new freestanding Maintenance Building (8,400-sq. ft.) will be constructed. It is scheduled to include six offices, staff lockers, carpenter shop, storage room, break/meeting room, wash rack, gas & diesel pump, bins for sand & mulch, roll-off dumpster, chemical storage/pesticides and covered parking. The new freestanding Maintenance Building is a replacement facility and the existing facility is being torn down to create space for the football training complex.

The Project is in the University Master Plan.

**Facility Site Locations:**

*The Baseball Stadium Complex* will be located on the Southwest side of the main campus adjacent to the Lacrosse and softball stadium complexes.

*The Katie Seashole Pressly Softball Stadium Complex* is located on the Southwest side of the main campus.

The *New Maintenance Building and Yard* will be located on the Southwest side of the main campus adjacent to the softball stadium complex.

**Projected Start and Opening Date:**

It is anticipated that construction of the Baseball Stadium Complex will commence in September 2018 and be completed by January 1, 2020, and the Katie Seashole Pressly Softball Complex renovation and expansion, along with the New Maintenance Building, are anticipated to commence in June 2018 and be completed in February 2019.

**Approvals:**

The UAA Board will approve the proposed financing terms of the Project on March 21, 2018 (the “UAA Resolution”). The University Board of Trustees will
approve the Project on March 22, 2018 (the “UBOT Resolution” and together with the UAA Resolution, the “Resolutions”).

Specific legislative approval of the Project financing is required and is being sought pursuant to Section 1010.62(7), Florida Statutes. Final approval by the Board of Governors is expected to be obtained by July 1, 2018.

Demand Analysis:

The UAA is committed to offering modernized facilities for its student-athletes that contribute to their overall well-being and success. The improved facilities will provide enhanced amenities for fans, which helps contribute to the overall support and success of each program. Furthermore, with respect to the women’s softball facility, some of the improvements are necessary to address gender equity issues. In addition, the UAA has determined that there are a number of major universities that have been expanding or improving their facilities similar to the proposed Project. The UAA believes that in order to attract the top student-athletes, which will allow the University to compete with other major universities, it needs to improve its facilities.

*Baseball Stadium Complex*

Construction of the Baseball Stadium Complex will improve overall fan experience by creating a club lounge, premium seating, and additional ADA seating, increasing point-of-sale concessions, expanded restrooms and providing shade for afternoon games. It should be noted that these premium seats will be charged at higher ticket prices, which directly improves revenue. Baseball Ticket revenue has averaged $460,000 for the past three seasons and the Association expects to see an increase to this revenue in the new stadium.

Currently, the baseball stadium receives direct sunlight. Most of the weekend games are during the hotter months and it is not the best experience for our
fans. By relocating the stadium and re-orienting the bowl along with adding shading, it will create a safer and more enjoyable experience for fans, and an increase in attendance is expected. This will also create a better experience for the student-athletes by optimizing hitting and pitching conditions.

The training room facility will vastly increase the space allocated to rehabilitate and allow for dedicated space for team physicians to treat and meet with athletes. The currently inadequate space forces physicians to share space to meet and treat student-athletes.

The UAA believes these improvements will help the baseball program stay competitive with other major schools. For example, LSU has been working on its stadium over a number of years and it has the highest average attendance of any major university at approximately 10,000 attendees per game. Mississippi State, which currently has attendance at each game of approximately 7,400, has entered into a $40 million expansion of its facility. South Carolina is playing in a $35 million facility constructed in 2009.

*Katie Seashole Pressly Softball Stadium Complex Renovation and Expansion*

The current softball facilities are outdated and lack sufficient seating and shading. The proposed renovations will allow the UAA to better accommodate fans and student-athletes.

Currently, the women’s softball facility seats approximately 1,000 fans. Seating modifications and additions will accommodate an additional 750 to 1000 seats. The UAA strongly believes that the facility needs to better reflect the team’s success. More fans are interested in attending home games, but due to the lack of seating accommodations, fewer are able to comfortably and safely attend the games and many are being turned away.
In addition, the renovation and expansion of the training room will allow female student-athletes to receive rehabilitation and recovery treatment at the softball facility. This addresses a potential gender equity issue as female student-athletes currently have to travel across campus to receive such treatment and their male counterparts do not. The new space will also provide additional office space for trainers and physicians.

**Study of Private Sector Alternatives:**

The Project consists of athletic facilities managed and operated by the UAA for the benefit of student-athletes and the athletic program at the University. The programs and services offered at these proposed facilities are directly correlated and impacted by the physical proximity to athletic facilities, housing, dining and academic programs. The UAA is also convinced that the advantages of proximity also affect student-athlete recruitment and retention.

As a result, there are no private sector alternatives that can provide the same level of access and service as the proposed Project.

**Project Cost and Financing Structure:**

The total project cost for all three facilities is estimated at $65 million and will be funded through an estimated $50 million in debt proceeds, while the remaining $15 million will be a combination of contributions from private donors and unrestricted UAA cash. It should be noted that the Association has the expectation that fund raising efforts could surpass $15 million and would allocate proceeds accordingly. The Project is currently planned to be financed with the issuance of tax-exempt, variable rate debt by the UAA, although the final determination of fixed rate or variable rate will be made closer to the sale of the Debt. The Debt issue will be structured with a 25-year final maturity and, while the UAA does not expect to set mandatory
amortizations, it is planning to make level annual debt payments to retire the Debt.

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<td>Baseball Stadium Complex</td>
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<tr>
<td>Seashole Pressly Softball Stadium Complex</td>
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<tr>
<td>The new Maintenance Building</td>
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<td><strong>Total:</strong></td>
<td><strong>$65,000,000</strong></td>
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(See Attachment I--Estimated Sources and Uses of Funds)

**Security/Lien Structure:** The Debt will be issued on a parity basis with the outstanding UAA debt, totaling $81,275,000 as of October 1, 2017. This balance is comprised of $63.0 million, or 77%, of variable rate and short-term fixed rate debt and $18.2 million in debt that has a fixed rate through its final maturity.

The Debt will be a general obligation, payable from available revenues of the UAA pursuant to Section 1010.62, Florida Statutes, but excluding (i) Athletic Fees described in Section 1009.24(12), Florida Statutes and (ii) any capital gifts and donations.

**Revenues available To pay debt service, Debt Service Coverage:** The revenues available to pay debt service consist of revenues of the UAA (excluding Athletic Fees and capital gifts and donations) which are mainly derived from ticket sales and conference revenues (primarily football and basketball), other sports, auxiliary sales, camps, royalties and sponsorships. To understand the operations of the UAA and the likelihood that debt service will be paid in full and on time, it is important to review the financial operations and performance of the UAA, taking into consideration all revenues and expenses. This review includes the Athletic Fees and capital gifts and donations, even though they are not pledged, since they are available to pay other expenses of the UAA.
During the five-year period from fiscal year 2012-13 to 2016-17, revenues available to pay debt service declined from $29.6 million to $26.8 million. Over the same period, these revenues produced debt service coverage ratios ranging from a high of 5.32x (2015-16) to a low of 2.88x (2013-14). The lower debt service coverage resulted from decreases in operating revenues, primarily football revenues, which declined $3.9 million, or 5%, from the previous fiscal year. The revenues available for debt service in that year decreased to $17.6 million from $29.6 in the previous year. Revenues increased to $30.1 million in 2014-15 primarily as a result of an increase in football and basketball revenues and a larger than normal capital contribution.

Projected revenues available to pay debt service are shown to decline from the historical years primarily because of conservative projections, which do not include any capital contributions or investment earnings, which have ranged from $5.2 million to $20.6 million annually over the past 5 fiscal years. Operating revenues and expenses are projected to grow at approximately 5% annually. The $50 million in new debt is based on 25-year level debt service at a 6.00% interest rate. The resulting projected revenues available to pay debt service are lower than historical years, but still strong, with annual debt service coverage ranging from a low of 1.22x to 1.56x and maximum annual debt service coverage remaining at approximately 1.04x based on these conservative assumptions. The maximum annual debt service is projected to occur in fiscal year 2032 at $12.5 million and declines thereafter, for example, to $6.7 million in 2033 as the Series 2001 and 2011 Bonds are paid off and other outstanding principal payments are made.

The above discussion of coverage includes the Athletic Fees because they are available to pay expenses even though they are not pledged. Since the Athletic Fees and capital contributions are not pledged, the debt service coverage table (Attachment II) also shows reduced coverages excluding those revenues.
Projections are based on an increase of 5% for most revenues and expenses, which is the historical trend. Growth in revenues is primarily based on the expected growth in SEC revenue, football revenue and men’s basketball revenue. The UAA also intends to implement increases to football ticket per seat contributions and football ticket sales. In addition, the UAA anticipates that the royalties and sponsorship will continue to grow as it has in years past.

(See Attachment II--Historical and Projected Debt Service Coverage)

Management of Variable Rate Debt:

The Debt is expected to be issued on a variable rate basis. However, depending on interest rates at the time of issuance, the UAA may choose to issue fixed rate bonds. Once the Debt is issued, the UAA will have $126 million in outstanding debt, of which 87% ($109 million) will be in variable rate and short-term fixed rate modes. The percentage above assumes the new issuances ($50 million) is at a variable rate.

The Debt Management Guidelines do not specify a limit on the amount of variable rate debt. However, in making a determination of the proper level of variable rate debt, the Guidelines do require an understanding of the associated risks, a plan for addressing and mitigating those risks and the expected benefits derived from issuing variable rate debt. The UAA has an understanding of these risks and benefits as discussed below.

The UAA has more than 25 years of experience managing its variable rate debt portfolio since its first variable rate debt issuance in 1990. The UAA estimates issuing the proposed Debt as variable rate will save approximately $10.6 million in interest costs on a present value basis. While there is no guarantee as to where variable rates will be over time, the assumptions used in calculating the savings appear reasonable.
The UAA also prepared a debt management plan related to the issuance of the proposed Debt as variable rate. The plan is intended to mitigate liquidity and interest rate risks over the repayment period.

If issued as publicly offered variable rate demand bonds, the Debt will provide the bondholders the right to put the securities back to the UAA, thereby creating potential liquidity risk. The UAA will obtain either a direct pay letter of credit or a liquidity facility from a bank to mitigate the liquidity risk, which will provide the UAA with sufficient notice before the facility terminates so that alternative arrangements can be made to obtain liquidity, as is typical for publicly offered variable rate demand bonds.

With regard to managing interest rate risks, the UAA budgets for variable rate debt each year considering the volatility of short-term interest rates and their impact on the budget as well as expectations regarding interest rates. The current practice is to budget based upon the highest monthly rate for the preceding twelve months with a review of predicted future fed rate increases. Quarterly monitoring of debt service expenditures, projections and variations from budget will be performed by the Director of Athletics, the Association Finance Committee, and the chair of the Association Audit Committee so that any budgetary concerns can be recognized and quickly addressed.

The UAA has determined that it will also maintain appropriate amounts of short-term and long-term investments as a hedge against rising interest rates on its debt. The financing documents require the UAA to maintain unrestricted cash and marketable securities of at least 25% of its outstanding indebtedness. The short-term investments average approximately $25 million on a monthly basis. At June 30, 2017, long-term investments totaled $54.3 million. The short-term investments are invested
with the State’s Treasury Investment Pool and earn interest at a variable monthly rate. The short-term investments should perform as a direct hedge against approximately one-fifth of the outstanding and proposed variable rate debt because the interest received on the investments should increase as the interest rate paid on the variable rate debt increases. The long-term investments are currently invested primarily in equity funds, which can be converted to cash within 90 days. These investments might not perform in the same manner as the variable rate debt because their value and earnings, under varying market conditions, could decline when the interest rate on the variable rate debt is rising. Although investing in equity funds does not provide the most stable or predictable hedging tool, the $54 million in those funds, along with the $25 million in short-term investments, provides significant protection to UAA in the event of an increase in interest rates. The outstanding debt in the short-term fixed rate mode also provides budgetary stability during the fixed rate period.

**Quantitative Metrics:**

*Katie Seashole Pressly Softball Stadium Complex*

During the 2017 softball season, a substantial number of games were completely sold out, which may infer that there is more demand than seating available. The ticket revenue totaled $122,000. In an effort to address this issue, the stadium improvements will add 750 to 1000 additional seats. The increase in attendance and revenue will be measured and reported.

Additionally, the expansion of the training room will now allow student-athletes to receive treatment at their practice and competition venue. The expansion of the training room also addresses a gender equity issue, as female student-athletes currently have to travel across campus while their male counterparts do not.
The results will be reported to the Board of Governors and the Division of Bond Finance on an annual basis as required by the Board of Governor’s Debt Management Guidelines.

It should be noted that the New Maintenance Building is not an asset that generates revenue.

*Baseball Stadium Complex*

Florida baseball had an average attendance of 3,823 over 41 games during the 2017 season. Six other SEC schools averaged more than 5,000 in attendance, with one SEC school averaging 10,000 plus fans. The new stadium complex is expected to create a higher average attendance as well as additional associated revenue. Baseball Ticket revenue has averaged $460,000 for the past three seasons and the Association expects to see an increase to this revenue in the new stadium.

During the 2017 baseball season, temperatures reached an average of 83 degrees, with 12 games during that time reaching over 85 degrees and 7 games reaching over 90 degrees. The completion of the baseball facility will provide adequate shading and provide a safer and more comfortable game day experience.

The current capacity of the baseball stadium is 5,500 with no allocation to luxury seating. The new stadium will have fixed seating of 5,500 but will be designed with a 360-degree concourse as well as multiple eating and game experience options. Fans will have the ability to purchase chair backs, premium seating, club lounge tickets and family zone seating and we will have the ability to expand the capacity on a game-by-game basis with non-traditional type berm and standing room areas, which could bring capacity to as high as 10,000. As well, the luxury seating will create additional revenue with a higher per seat cost and an upgraded fan experience.
Currently, baseball student-athletes must travel to another facility to receive hydrotherapy rehab treatment. The expansion of the training room will provide hydrotherapy treatment at their practice and competition venue. This addition will also provide separate facilities for baseball and softball student-athletes, which is currently in shared space.

Like the other programs, it is important that recruiting classes for baseball remain in the top 10%. The proposed improvements are designed to support such recruitment level.

The results will be reported to the Board of Governors and the Division of Bond Finance on an annual basis as required by the Board of Governor’s Debt Management Guidelines.

**Type of Sale:**

The UAA is requesting approval for a negotiated sale of the Bonds. Based on the UAA negotiated sale analysis, the factors indicate a negotiated sale is appropriate and in the UAA’s best interest.

**Selection of Professionals:**

The professionals involved in this transaction were selected through a competitive request for proposal. The bond counsel for the Debt will be McGuireWoods LLP and the financial advisor will be RBC Capital Markets. These professionals have been in place for ten years.

**Analysis and Recommendation of UAA Staff:**

Request for approval of the Project is being sought from the UAA Board of Directors and the University Board of Trustees pursuant to the Resolutions and subsequently submitted by the University to the Board of Governors and the Division of Bond Finance for review.

The Division of Bond Finance and Board of Governors staff have assisted in drafting and reviewing the associated documents.
The projections provided by the UAA indicate that Project revenues will be sufficient to pay debt service on the Debt. Furthermore, the UAA has determined that a variable rate transaction will provide an interest rate savings based upon reasonable assumptions, has established a variable rate debt management plan to address liquidity and interest rate risks, and has sufficient resources to deal with any liquidity or interest rate risks. The proposed financing complies with the Florida Statutes governing the issuance of university debt and complies with the Board of Governors’ Debt Management Guidelines. Accordingly, the staff of the UAA recommends adoption of the Resolutions authorizing the proposed financing.
<table>
<thead>
<tr>
<th>Sources of Funds</th>
<th>Basis for Amounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bond Par Amount</td>
<td>Estimated bond par amount based on fixed, tax-exempt interest rate of 6% for 25 years</td>
</tr>
<tr>
<td>Private Contribution and UAA unrestricted cash and investments</td>
<td>15,155,000</td>
</tr>
</tbody>
</table>

**Total Sources of Funds**  
$ 65,155,000

<table>
<thead>
<tr>
<th>Uses of Funds</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Cost (Baseball Stadium Complex)</td>
<td>50,000,000</td>
</tr>
<tr>
<td>Project Cost (Seashole Pressly Softball Complex)</td>
<td>11,000,000</td>
</tr>
<tr>
<td>Project Cost (UAA Maintenance Building)</td>
<td>4,000,000</td>
</tr>
<tr>
<td>Cost of Issuance</td>
<td>Estimated bond counsel fees ($50,000); underwriter's discount ($45,000); FA Fee ($15,000); rating agency fees ($20,000); trustee fees ($5,000) and other associated fees ($20,000).</td>
</tr>
</tbody>
</table>

**Total Uses of Funds**  
$ 65,155,000
### FY 2013-14
#### Operating Revenues:
- Football: $71,292,850
- Men's basketball: $9,393,073
- Other sports: $785,925
- Auxiliaries: $1,283,046
- Camps: $1,633,594
- Royalties and sponsorships: $18,785,043
- Other: $6,624,206

#### Operating Expenses:
- Football team expenses: $21,264,683
- Men's basketball team expenses: $7,246,124
- Other sports team expenses: $15,346,179
- Scholarships: $11,144,842
- Support services: $12,925,922
- Auxiliaries: $1,493,752
- Camps: $1,675,423
- Depreciation and amortization: $8,902,820

#### Operating Income (loss)
- $7,930,141

#### Nonoperating Revenues (Expenses):
- Investment income, net: $5,936,340
- Contribution to UF: $7,557,579
- Other nonoperating revenues: $0

#### Net nonoperating revenues (expenses)
- ($3,747,652)

#### Capital contributions
- $11,298,193

#### Increase in Net Assets
- $15,480,682

#### Calculation of "Amount Available for Debt Service" and "Debt Service Ratio":
- Increase in Net Assets from above: $15,480,682
- Add back:
  - Interest on capital asset-related debt: $2,088,391
  - Depreciation: $8,902,820
  - Investment Income (Gain) Loss: ($4,430,992)
- Amount Available for Debt Service: $29,598,480
- Debt Service (est. at 6% for 25 years for new debt issue):
  - Current Debt: $3,995,000
  - Proposed additional bond issue (interest only): $0
- Debt Service Coverage: 4.87

#### Notes:
- The contribution to UF is not guaranteed to the University, if excess revenue is not available we would not make this annual contribution.
- Maximum Debt Service Coverage occurs in 2032 @ $12.5 million
<table>
<thead>
<tr>
<th>Project</th>
<th>Estimated Cost</th>
<th>Estimated Construction Start Date</th>
<th>Estimated Completion Date</th>
<th>Estimated Date Bond Proceeds Required</th>
<th>Useful Life</th>
</tr>
</thead>
<tbody>
<tr>
<td>New Baseball Stadium Complex</td>
<td>$50,000,000</td>
<td>September 2018</td>
<td>January 2020</td>
<td>October 1, 2018</td>
<td>30 Years</td>
</tr>
<tr>
<td>Katie Seashole Pressly Softball Complex</td>
<td>$11,000,000</td>
<td>June 2018</td>
<td>February 2019</td>
<td>October 1, 2018¹</td>
<td>25 Years</td>
</tr>
<tr>
<td>Expansion &amp; Renovation</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>New Maintenance Building</td>
<td>$4,000,000</td>
<td>June 2018</td>
<td>February 2019</td>
<td>October 1, 2018¹</td>
<td>25 Years</td>
</tr>
</tbody>
</table>

¹ Legislative approval is being sought and is expected by July 1, 2018 and UAA will reimburse the construction costs upon receipt of the bond proceeds.

The draw schedule will be based on the construction period for each of the projects with all bond proceeds being fully drawn down by October 2020.
SUBJECT: Naming: Amy E. Lohman Apiculture Center

BACKGROUND INFORMATION
In recognition of the generous and significant support of the University of Florida by Amy Lohman, the University and the University of Florida Foundation seek to name the new Honey Bee Research and Extension Laboratory building the “Amy E. Lohman Apiculture Center.”

PROPOSED COMMITTEE ACTION
The Committee on Finance and Facilities is asked to approve Resolution R18-194 to name the new Honey Bee Research and Extension Laboratory building the “Amy E. Lohman Apiculture Center” for recommendation to the Board of Trustees for its approval on the Non-Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required, but Board of Governors’ regulations require all facility, road, and landscape namings to be approved separately on the Non-Consent Agenda.

Supporting Documentation Included: See attached biography and Resolution # R18-195

Submitted by: Thomas J. Mitchell, Executive Vice President, University of Florida Foundation; Vice President for Advancement, University of Florida

Approved by the University of Florida Board of Trustees, March 23, 2018

James W. Heavener, Chair

Kent Fuchs, President and Corporate Secretary
WHEREAS, Amy Lohman has made a generous commitment to support the construction of a new University of Florida Honey Bee Research and Extension Laboratory;

WHEREAS, in grateful recognition of this commitment, the University seeks to name the Honey Bee Research and Extension Laboratory building the “Amy E. Lohman Apiculture Center”;

WHEREAS, the University of Florida Foundation seeks to name the Honey Bee Research and Extension Laboratory building the “Amy E. Lohman Apiculture Center”;

WHEREAS, the University of Florida Board of Trustees has naming authority conferred by the Florida Board of Governors under its Regulations 1.001 and 9.005;

NOW, THEREFORE, the University of Florida Board of Trustees hereby resolves that the new Honey Bee Research and Extension Laboratory building be named the “Amy E. Lohman Apiculture Center.”

Adopted this 23rd day of March, 2018, by the University of Florida Board of Trustees.

__________________________________________  _______________________________________
James W. Heavener, Chair                  W. Kent Fuchs, President and Corporate Secretary
Amy Lohman is a dedicated volunteer in her community of St. Augustine, Florida. She is passionate about animals, helping youth discover science, and the environment. Amy has been a Volunteer Docent in the K-12 program at the UF Whitney Laboratory for Marine Bioscience for several years, and is also a dedicated animal foster volunteer with Ayla's Acres No Kill Animal Rescue, where she was recognized as volunteer of the year. Amy spent over 20 years in Australia working in the oil and gas industry in the tech field before moving to St. Augustine to be close to family. Amy's interest in beekeeping led her to join and expand the volunteer beekeepers network in the area.

Amy's support for the University continues a family legacy from the Lohman Family. Gordon Lohman served on the Trustee Board of Whitney Laboratory and her mother Jo Anne served as a volunteer also at the Whitney. Their legacy lives on as the largest donors to the UF Whitney Laboratory during the Florida Tomorrow campaign, establishing a 267 seat public auditorium, a volunteer lounge, and an assistant professorship at the Lab. Amy has continued this support by naming one of the Whitney Research Village Cottages (to be completed October 2018), supporting Whitney programs, and volunteering her time.

Amy is active in the community through her participation in the South Anastasia Communities Association and her work with the Bee Keeper's Association. Ms. Lohman has a keen interest in seeing honey bee research and training further expand in Florida and is very pleased to support this apiary educational effort to bring this to the public.
SUBJECT: Naming: Nancy Condron Family Sea Turtle Research Center and Hospital

BACKGROUND INFORMATION
In recognition of the generous and significant support of the University of Florida by Nancy and Gary Condron, the University and the University of Florida Foundation seek to name the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building the “Nancy Condron Family Sea Turtle Research Center and Hospital.”

PROPOSED COMMITTEE ACTION
The Committee on Finance and Facilities is asked to approve Resolution R18-195 to name the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building the “Nancy Condron Family Sea Turtle Research Center and Hospital” for recommendation to the Board of Trustees for its approval on the Non-Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required, but Board of Governors’ regulations require all facility, road, and landscape namings to be approved separately on the Non-Consent Agenda.

Supporting Documentation Included: See attached biography and Resolution # R18-196.

Submitted by: Thomas J. Mitchell, Executive Vice President, University of Florida Foundation; Vice President for Advancement, University of Florida

Approved by the University of Florida Board of Trustees, March 23, 2018.

James W. Heavener, Chair W. Kent Fuchs, President and Corporate Secretary
Number: R18-196

Subject: Naming the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building the “Nancy Condron Family Sea Turtle Research Center and Hospital”

Date: March 23, 2018

WHEREAS, Nancy and Gary Condron have made a generous commitment to support the construction of a new building on the Whitney Laboratory Campus to expand the Whitney Laboratory Research Facility, which includes an expanded sea turtle hospital and center for public programs;

WHEREAS, in grateful recognition of this commitment, the University seeks to name the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building the “Nancy Condron Family Sea Turtle Research Center and Hospital”;

WHEREAS, the University of Florida Foundation seeks to name the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building the “Nancy Condron Family Sea Turtle Research Center and Hospital”;

WHEREAS, the University of Florida Board of Trustees has naming authority conferred by the Florida Board of Governors under its Regulations 1.001 and 9.005;

NOW, THEREFORE, the University of Florida Board of Trustees hereby resolves that the Sea Turtle Hospital and public access sections of the proposed new Whitney Laboratory Building be named the “Nancy Condron Family Sea Turtle Research Center and Hospital.”

Adopted this 23rd day of March, 2018, by the University of Florida Board of Trustees.

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary
Gary and Nancy Condron

Gary Condron (BBC ’76) is president of The Conlan Company which he founded in 1987. The company is engaged in general contracting, construction management and consulting services for the commercial building construction industry and is focused on construction in the $1M to $125M range. Since its founding, the firm has grown from a small commercial contractor, headquartered in Atlanta, to a major regional contracting firm with offices in Atlanta and Jacksonville, Florida. Gary is based in the Jacksonville office and is responsible for executive management and marketing for the company.

Nancy Condron (MBA ’86, JD ’86) is a founding volunteer of UF’s sea turtle project, which resulted in the establishment of a temporary sea turtle hospital at UF’s Whitney Laboratory for Marine Bioscience. Nancy has been involved as a donor and volunteer coordinator for sea turtle patrol organizations in the Ponte Vedra and other Atlantic Coast areas. Nancy continues her efforts to help UF realize a permanent facility for the sea turtle hospital. Nancy earned a BS in Recreation, Parks & Tourism from Penn State before attending UF for graduate and law school. She practiced law from 1986 until 1994 while living in Atlanta.

The Condrons’ philanthropic interests at UF are quite diverse. Since 2002, they have supported the football and baseball programs in athletics (Gary played Gator baseball), the Building Construction program at DCP, the Warrington College of Business MBA program and, most recently, the Whitney Laboratory sea turtle program. Currently, Gary serves on the DCP Dean’s Advancement Task Force and is a past member of the Gator Boosters Board, Athletic Association Board and the Athletic Campaign Council. Both Gary and Nancy are lifetime members of the UF Alumni Association.

Gary and Nancy’s children are also Gators. Ryan graduated with a BA in History in 2016 and Shelby is a 3rd year student in the College of Liberal Arts & Sciences.

The Condrons have been active members of their community. Gary has served on boards of The Bolles School and the YMCA of Cobb County in Atlanta. Nancy serves on the Mickler’s Landing Sea Turtle Patrol and the Ponte Vedra Citizens Against Preferential Zoning.
SUBJECT: Naming: Thompson Center for Earth Systems

BACKGROUND INFORMATION
In recognition of the generous and significant support of the University of Florida by Jon and Beverly Thompson, the University and the University of Florida Foundation seek to name the proposed facility to house the Center for Earth Systems the “Thompson Center for Earth Systems.”

PROPOSED COMMITTEE ACTION
The Committee on Finance and Facilities is asked to approve Resolution R18-196 to name the proposed facility to house the Center for Earth Systems the “Thompson Center for Earth Systems” for recommendation to the Board of Trustees for its approval on the Non-Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS
Board of Governors’ approval is not required, but Board of Governors’ regulations require all facility, road, and landscape namings to be approved separately on the Non-Consent Agenda.

Supporting Documentation Included: See attached biography and Resolution # R18-197

Submitted by: Thomas J. Mitchell, Executive Vice President, University of Florida Foundation; Vice President for Advancement, University of Florida

Approved by the University of Florida Board of Trustees, March 23, 2018

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary
Number: R18-197

Subject: Naming the proposed facility to house the Center for Earth Systems the “Thompson Center for Earth Systems”

Date: March 23, 2018

WHEREAS, Jon and Beverly Thompson have made a generous commitment to support programming and the construction of a proposed facility for the Center for Earth Systems;

WHEREAS, in grateful recognition of this commitment, the University seeks to name the proposed facility to house the Center for Earth Systems the “Thompson Center for Earth Systems”;

WHEREAS, the University of Florida Foundation seeks to name the proposed facility to house the Center for Earth Systems the “Thompson Center for Earth Systems”;

WHEREAS, the University of Florida Board of Trustees has naming authority conferred by the Florida Board of Governors under its Regulations 1.001 and 9.005;

NOW, THEREFORE, the University of Florida Board of Trustees hereby resolves that the proposed facility to house the Center for Earth Systems be named the “Thompson Center for Earth Systems.”

Adopted this 23rd day of March, 2018, by the University of Florida Board of Trustees.

_____________________   _______________________
James W. Heavener, Chair   W. Kent Fuchs, President and Corporate Secretary
Jon and Beverly Thompson

Jon Thompson (BS ’61, MS ’62) retired from ExxonMobil Exploration Company and ExxonMobil Corporation after more than 41 years of service. He accepted positions that took him across the nation, as well as overseas. In the mid-1980s, Jon was named exploration department manager with Exxon Company, International, a division formed to manage Exxon’s oil and gas business outside North America. In 1991, Jon became the president of Exxon Exploration and was responsible for oil and gas exploration worldwide. In addition, he served as vice president of ExxonMobil Corporation.

Over several decades, the Thompsons have supported a variety of University of Florida programs. Their philanthropic interests include education, human services, multiple sclerosis, public interest law, and religion. Grant recipients include economically disadvantaged and low-income populations.

Beverly’s interests involve her family, faith-based organizations, and the Gators. She was the driving force behind the couple’s gift to the Evelyn F. and William L. McKnight Brain Institute of the University of Florida. Her interest in the Florida Museum of Natural History’s educational outreach mission resulted in the discovery room renovation and establishment as a permanent exhibit.

Today, through the Earth Systems Initiative, the Thompsons are working to help Floridians and Americans understand the many changes underway within their environments. This multi-disciplinary collaboration will fund research, education, and outreach efforts, and position UF as a leader in this space. Thanks to the Thompsons, UF will assemble a dynamic team of academic researchers and highly effective staff who will translate complex scientific topics and distribute valuable findings to educational institutions, policymakers and media.
UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
BOARD MEETING AGENDA
March 23, 2018
9:30 a.m. EDT
President’s Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL

1.0 Verification of Quorum .................... Amy Hass, Interim Vice President and General Counsel

2.0 Call to Order and Welcome ......................................................... James W. Heavener, Chair

3.0 Strategic Discussion .................................................. David Norton, Vice President for Research

4.0 President’s Report (10 min.) ......................................................... W. Kent Fuchs, President

5.0 Board Election of Officers .................................................. James W. Heavener, Chair

6.0 Resolutions ........................................................................ James W. Heavener, Chair
R18-198 Jane Adams
R18-200 David M. Quillen
R18-201 Steven M. Scott

7.0 President’s Campaign Update .................................................. Anita G. Zucker, Trustee

8.0 Action Items (Consent) (5 min.) ................................................... James W. Heavener, Chair

Board of Trustees (BT)
BT1 Minutes – December 15, 2017

Committee on Audit and Compliance (AC)
AC1 University of Florida Annual Financial Report for the Fiscal Year ended June 30, 2017

Committee on Educational Policy and Strategic Initiatives (EP)
EP1 Tenure upon Hire
EP2 Honorary Degrees
EP3 Degree Program Terminations
EP4 Degree Program Changes
EP5  New Degree: Master of Fine Arts  
EP6 and R18-193  Facility Security Clearance: Exclusion of Certain Directors and Officers; Designation of Senior Managerial Group for Classified Information  
EP7  University of Florida Regulations  
EP8  UF/IFAS Industrial Hemp Pilot Project  

Committee on Finance and Facilities (FF)  
FF1  Transportation and Parking Auxiliary—Covenants Relating to Facilities with Outstanding Revenue Bonds  
FF2  University Infrastructure Strategy: Electricity – Steam – Chilled Water  
FF3  University Athletic Association, Inc., Bond Issuance  

Committee on Governance (GV)  
GV1  UFRF Legal Entity  
GV2  Amended Articles of Incorporation and Bylaws for Practice Plans  

9.0  Action Items (Non-Consent) ....................................................... James W. Heavener, Chair  
FF4 and R18-195  Naming  
FF5 and R18-196  Naming  
FF6 and R18-197  Naming  

10.0  New Business ................................................................. James W. Heavener, Chair  

11.0  Comments of the Chair of the Board (5 min.) ...................... James W. Heavener, Chair  

12.0  Adjourn ......................................................................... James W. Heavener, Chair
APPENDIX

Note: For direct access to individual documents in the Appendix (without scrolling) go to the Agenda and click on the blue links, or go to the bookmarks (upper left hand corner on the iPad or upper right hand corner on the computer).
1.0 Verification of Quorum
Interim Vice President and General Counsel Amy M. Hass verified a quorum with all members present except Trustee David Thomas, who attended via phone.

Members present were:
Marsha D. Powers (Chair), James W. Heavener, W. Smith Meyers, David M. Quillen, Robert G. Stern, and David M. Thomas (by phone).

Others present were:
W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzick, Senior Vice President for Health Affairs and President of UF Health; Jack Payne, Senior Vice President for Agriculture and Natural Resources; Brian Mikell, Chief Audit Executive; Elizabeth Ruszczyk, Chief Privacy Officer; Joe Cannella, Audit Director; Alan West, Assistant Vice President/Controller; Denita Tyre, Florida Auditor General Audit Supervisor; and other members of the Board of Trustees, the President’s Cabinet, the university community, the public and the media.

2.0 Call to Order
Committee Chair Marsha D. Powers called the meeting to order at 2:08 p.m. EST and welcomed all Trustees and everyone in attendance at the meeting.

3.0 Review and Approval of Minutes
Committee Chair Powers asked for a motion to approve the minutes of the June 8, 2017 Committee meeting, which was made by Trustee Meyers, and a second, which was made by Trustee Quillen. The Committee Chair asked for further discussion, and then all in favor of the motion and any opposed, and the motion was approved unanimously.
4.0 Action Items

AO1. University of Florida Committee Name Change and Charter Revision.
Sr. Vice President Charlie Lane reviewed the proposed revisions to the Committee Charter: the name change to the Audit and Compliance Committee and the additional governance responsibilities required by Florida Board of Governors regulation 4.003, State University System Compliance and Ethics Programs, to include providing governance oversight of a university-wide compliance program.

The Committee Chair asked for a motion to approve Committee Action Item AO1 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Quillen, and a second, which was made by Trustee Thomas. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed and the motion was approved unanimously.

AO2. University of Florida Compliance Office Charter and Program Plan
Executive Associate Vice President and Chief Privacy Officer Elizabeth Ruszczyk reviewed the Compliance Office Charter and Program Plan, including governance/oversight, policies and standards of conduct, communications and reporting, training and education, auditing and monitoring, addressing known or potential issues, enforcing standards, and program effectiveness.

Trustee Rahul Patel asked for a motion to approve adding compliance of the University and its affiliates to the enhanced governance standards. It was agreed that this will be incorporated into the Program Plan. With this addition, Committee Chair Powers asked for a motion to approve Committee Action Item AO2 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Quillen, and a second, which was made by Trustee Stern. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed and the motion was approved unanimously.

AO3. University of Florida Performance Based Funding – Data Integrity (Audit Report) and Performance Based Funding Data Integrity Certification.
Chief Audit Executive (CAE) Brian Mikell explained that the Performance Based Funding – Data Integrity audit is required by the Board of Governors in support of its Performance Based Funding Model, and was conducted by the Office of Internal Audit. The audit examines the control structure in place designed to ensure the completeness, accuracy and timeliness of data submissions to the Board of Governors related to the performance based metrics. The results of this audit will be presented to the Board of Trustees for approval, upon recommendation of the Committee.

CAE Mikell further explained that the Board of Governors also requires each University President to execute a Performance Based Funding Data Integrity Certification providing assurances that the data submitted to the Board of Governors for performance based funding decision-making is reliable, accurate, and complete. This form will be presented to the Board of Trustees for approval and to the Board of Trustees Chair for certification.
The Committee Chair asked for a motion to approve Committee Action Item AO3 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Stern, and a second, which was made by Trustee Meyers. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed and the motion was approved unanimously.

The following Discussion/Informational Items were then addressed by the Committee:

5.0 Discussion/Information Items

5.1 Update on External Audits
Denita Tyre of the Auditor General’s Office appeared before the Committee and provided an oral report on external audit activity. With regard to current audit projects, Ms. Tyre reported the following:

- **Operational Audit for the 2016-2017 fiscal year.** This audit is conducted at least every three (3) years, per statute. It has objectives relating to internal controls, compliance with state and university rules and regulations, and operational processes. The AG’s office is in process of completing the 2016 CY audit.

- **Financial Statement Audit for the 2016-2017 fiscal year:** This audit is conducted as part of a statewide audit, but a separate report is issued for the University of Florida. The audit should be completed and released in the near future.

- **Federal Audit for the 2016-2017 fiscal year:** This Federal Compliance audit is conducted and reported as part of a statewide audit. The audit will cover both Student Financial Aid (as a major program cluster) and Research and Development (not a major program for 16-17). Ms. Tyre indicated that Research and Development will be considered a major program in the subsequent year (2017-2018). Ms. Tyre indicated that the report will likely be released by end of March 2018.

- **Bright Futures Audit:** This audit is also conducted on a statewide basis and covers a two-year period. The current project, covering the 2015-2016 and 2016-2017 fiscal years, will be conducted during the upcoming audit cycle.

5.2 Audits and Other Reviews
CAE Brian Mikell presented the internal audit projects that have been issued since the last Committee meeting:

1) UAA Off-Campus Recruiting Compliance
2) Gator Boosters Internal Controls
3) Foundation Information Technology General Controls
4) UFF Legal Function
5) Hazardous Materials
6) President’s Business, Travel and Entertainment Expenses
7) Performance Based Funding – Data Integrity
The reports and summaries had been previously provided to the Committee for detailed review, were briefly discussed, and questions from the Committee were answered.

5.3 Quarterly Follow-up
CAE Mikell reported on the follow-up status of comments and action plans from previously issued internal and other audits. Mr. Mikell explained the purpose and objectives for the follow-up process and discussed some of the more significant action plans in detail. After discussion it was agreed, that OIA would continue to follow-up on Foreign Travel Registration to ensure compliance.

Trustee Hosseini noted that foreign travel is an important issue for the state legislature and he requested that CAE Mikell provide additional information on controls in place to ensure compliance with foreign travel requirements at a future time.

5.4 Audits of Affiliated Organizations
Assistant Vice President/Controller Alan West provided information relating to audits of university affiliated organizations. This information was compiled by the general accounting and financial reporting department of the Office of the Controller. Mr. West discussed the schedules and answered questions from the Committee.

5.5 2017-2018 Annual Audit Plan Revisions
CAE Mikell explained the audit risk assessment process that culminated in a three-year work plan for 2016-2019, which was approved by the Board of Trustees in June 2016. The work plan is a fluid document and is adjusted every six months based on changing risks and resource constraints. The 2017-2018 fiscal year is the second year of the plan, and mid-year adjustments to the current year’s work plan were presented and discussed with the Committee.

In response to questions from the Trustees, Brian Mikell provided information on how the OIA itself is audited. The Committee acknowledged and agreed with the proposed changes to the work plan.

5.6 2016-2017 OIA Annual Report
CAE Mikell discussed the purpose of the Office of Internal Audit’s Annual Report. Copies of the Annual Report for the 2016-2017 fiscal year were provided to the committee.

6.0 New Business
No new business was discussed.

7.0 Adjourn
After asking for any further discussion and hearing none, Committee Chair Powers asked for a motion to adjourn, which was made by Trustee Stern, and a second, which was made by Trustee Heavener, and, with no further discussion desired, the motion was passed unanimously and the University of Florida Committee on Audit and Operations Review meeting was adjourned at 2:57 p.m. EST.
The University of Florida is a comprehensive learning institution built on a land-grant foundation. We are the Gator Nation, a diverse community dedicated to excellence in education and research and shaping a better future for Florida, the nation, and the world.

MISSION

The University’s mission is to enable students to lead and influence the next generation and beyond for economic, cultural, and societal benefit by striving to offer broad-based, inclusive public education, leading research, and service to the residents of Florida, the nation, and the world. The fusion of these three endeavors stimulates a remarkable intellectual vitality and generates a synthesis that represents the University’s greatest strength.

Education is a fundamental purpose of this University at both the graduate and undergraduate levels. Research and scholarship are integral to the education process and to the expansion of our understanding of the natural world, the intellect, and the senses. Service reflects the University’s obligation to share the benefits of its research and knowledge for the public good.

These three interlocking elements span all academic disciplines and represent the University’s commitment to lead and serve the state of Florida, the nation, and the world by pursuing and disseminating new knowledge while building upon the experiences of the past. The University of Florida aspires to advance by strengthening the human condition and improving the quality of life.

HISTORY

The University of Florida, the State’s oldest university, traces its beginning of rich history to 1853, when the state-funded East Florida Seminary acquired the Kingsbury Academy in Ocala. After the end of the Civil War, the institution relocated to Gainesville, ultimately consolidated with the State’s land grant Florida Agricultural College, and was renamed the University of Florida in 1906. At the time, the University was an all-male institution with only 102 students.

Until 1947, the University of Florida was one of only three State universities, along with the Florida State College for Women (now Florida State University) and Florida A&M University. Women attended as early as 1916, and the student body grew to 601 women and 8,177 men when the Legislature removed all barriers for female enrollment in 1947.

Today, the University is one of the largest in the nation, boasting an enrollment of more than 54,000 students. The campus consists of 2,000 acres and more than 900 buildings, including the first Leadership in Energy and Environmental Design (LEED) Platinum-certified building in the state of Florida. The University also has programs and facilities in more than 180 locations around the State and the globe.

FACULTY

The University faculty, which numbers more than 5,000, has over 48 Eminent Scholar Chairs and more than 40 members that have been elected to the National Academies of Science and/or Engineering, the Institute
of Medicine, or the American Academy of Arts or Sciences. Present and past faculty include Pulitzer Prize winners, a pioneer in aviation engineering, a leading scholar on econometrics, three winners of NASA’s top award for research, one of the four charter members of the Solar Hall of Fame, and a winner of the Smithsonian Institution’s award for conservation.

From pharmacy and public relations to pain mitigation and materials engineering, the University of Florida is a recognized leader in a wide variety of specialties and areas. University researchers and scientists have made significant developments and discoveries in many fields, including astronomy, microbiology, metallurgy, and medical technology.

RESEARCH

The University of Florida is a world leader in research, contributing significantly to nearly every field of endeavor. Since 1985, the University of Florida has been a member of the Association of American Universities, which is comprised of 62 leading research universities in the United States and Canada. To date, the University of Florida is the only member university located in Florida.

University researchers have pioneered new therapies and better treatments in the fights against aging and disease. They have developed renewable energy sources that offer great promise in reducing our dependence on fossil fuels, as well as engineered healthier foods, developed more energy-efficient and sustainable construction techniques, and established better ways to protect the environment.

Through the years of research, University of Florida scientists, inventors, engineers, and researchers have developed products and practices that have been distributed and applied with an international reach, improving the lives of millions of people in Florida and around the world.

STUDENTS

The University of Florida’s freshman retention rate of 96 percent speaks to the outstanding quality of the University’s entire academic experience. Fall 2016 figures indicate an enrollment of 54,854 students, with almost 80 percent of whom are from Florida. Almost every state in the nation is represented in the University of Florida student body, and the University is gaining an increasingly international enrollment, with over 6,000 international students representing more than 150 countries.

Sixty-five percent of enrolled students are degree-seeking undergraduates, 23 percent are graduate students and eight percent are in a professional degree program. Four percent are unclassified/non-degree seeking undergraduates.

University of Florida students also receive many opportunities to participate in extracurricular activities. There are more than 1,000 student organizations on campus, and students attend more than 2,000 campus concerts, art exhibits, theatrical productions, guest lectures, sporting events, as well as other events each year.

The University of Florida, which is comprised of 16 colleges, offers more than 100 undergraduate majors and more than 250 graduate programs. The University is among the top 10 publically ranked schools in the U.S. News Best Colleges (2018 ed.) and ranks 3rd in Forbes “Best Value Public Colleges” (2017). The University’s consistent ranking among the nation’s top universities is a result of the commitment to provide the highest quality education at the best value.
I am pleased to present the University of Florida’s Annual Financial Report for the fiscal year ending on June 30, 2017. This report provides timely, useful information about the University’s financial activities, status and well-being in the past fiscal year.

The mission of the Office of the Vice President and Chief Financial Officer is to “provide leadership in financial planning, decision making and process improvement.” We are continually seeking ways to provide financial support and guidance to the campus community and collaborate with partners across UF.

Here are some highlights from the year:

• Under the auspices of the Business Process Improvement Office, we provided campus with Bridge Staffing, which processes transactions to ensure business continuity when there is staff turnover or leave; Reporting Services, which helps units more effectively manage their business operations; and Shared Services, which provides human resources expertise, expense transaction processing and financial management support across UF.

• Finance and Accounting began construction on a new Surplus Property Warehouse to expand available space and provide more services to University departments. The warehouse, which will house UF’s Surplus Property Operations, is expected to be completed in early 2018.

• The University Budget Office launched a Commitments Ledger during the fourth quarter of the fiscal year. The Ledger is already being used by campus and will, for the first time, provide a centralized report of commitments, such as start-up packages for incoming faculty, capital needs and other future needs of the units across campus. The application will continue to be refined to offer colleges and departments the most effective tool possible.

• The Procurement department earned the 2017 Annual Achievement of Excellence in Procurement Award for the fourth consecutive year and was one of only 25 higher education organizations in the U.S. and Canada to receive the award. The award recognizes organizational excellence in public procurement, taking into account innovation, professionalism, e-procurement, productivity and leadership.
Representatives from the CFO’s Office gave a “best practices” presentation to the NACUBO Planning and Budgeting Forum about modifications to the University’s budget model. With input from stakeholders across campus, the modified budget model was designed to simplify the allocation process and increase transparency and predictability at the college level from one year to the next.

In addition to the business process improvements and efforts noted above, the 2016-2017 fiscal year included the completion of some major construction projects:

- Exactech Arena at the Stephen O’Connell Center has a redesigned entrance and innovative interior, including a premium club lounge, increased courtside seating and a new high-efficiency utility system.
- Joseph Hernandez Hall Chemistry/Chemical Biology Building provides approximately 110,000 square feet of modern teaching laboratories, lecture rooms, and teaching support.
- Newell Hall has been renovated and repurposed to create a modern learning commons for our students.

Construction continues on several major projects including Phase II of Innovation Hub, the addition and renovation of the Career Resource Center, a new IFAS Bee Unit Facility, and the Herbert Wertheim Laboratory for Engineering Excellence.

I encourage you to read the following report to learn more about the financial health and activities of the University of Florida – the state of Florida’s oldest, largest and most comprehensive flagship university – a place dear to us all and where preeminence thrives.

Most cordially,

Michael V. McKee
Vice President and Chief Financial Officer
INDEPENDENT AUDITOR’S REPORT

Report on the Financial Statements

We have audited the accompanying financial statements of the University of Florida, a component unit of the State of Florida, and its aggregate discretely presented component units as of and for the fiscal year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the University’s basic financial statements as listed in the table of contents.

Management’s Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility

Our responsibility is to express opinions on these financial statements based on our audit. We did not audit the financial statements of the aggregate discretely presented component units, which represent 100 percent of the transactions and account balances of the aggregate discretely presented component units’ columns. Those statements were audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for the aggregate discretely presented component units, is based solely on the reports of the other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity’s preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity’s internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, based on our audit and the reports of other auditors, the financial statements referred to above present fairly, in all material respects, the respective financial position of the University of Florida and of its aggregate discretely presented
component units as of June 30, 2017, and the respective changes in financial position and, where applicable, cash flows thereof for the fiscal year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that MANAGEMENT’S DISCUSSION AND ANALYSIS, the Schedule of Funding Progress – Other Postemployment Benefits Plan, Schedule of the University’s Proportionate Share of the Net Pension Liability – Florida Retirement System (FRS) Pension Plan, Schedule of University Contributions – Florida Retirement System (FRS) Pension Plan, Schedule of the University’s Proportionate Share of the Net Pension Liability – Health Insurance Subsidy (HIS) Pension Plan, and Schedule of University Contributions – Health Insurance Subsidy (HIS) Pension Plan be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management’s responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the University of Florida’s basic financial statements. The University Overview and the Introduction from the Vice President and Chief Financial Officer are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The University Overview and Introduction from the Vice President and Chief Financial Officer have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Report on Partial Comparative Information

We have previously audited the University of Florida’s 2015-16 fiscal year financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated March 8, 2017. In our opinion, the partial comparative information presented as of and for the fiscal year ended June 30, 2016, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued a report dated February 22, 2018, on our consideration of the University of Florida’s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, rules, regulations, contracts, and grant agreements and other matters included under the heading INDEPENDENT AUDITOR’S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the University of Florida’s internal control over financial reporting and compliance.

Respectfully submitted,

Sherrill F. Norman, CPA
Tallahassee, Florida
February 22, 2018
Audit Report No. 2018-118
MANAGEMENT’S DISCUSSION AND ANALYSIS

FOR THE FISCAL YEAR ENDED JUNE 30, 2017

The Management’s Discussion and Analysis (MD&A) provides an overview of the financial position and activities of the University of Florida (the University) for the fiscal year ended June 30, 2017, and should be read in conjunction with the financial statements and notes thereto. This overview is required by Governmental Accounting Standards Board (GASB) Statement No. 35, Basic Financial Statements – and Management’s Discussion and Analysis – for Public Colleges and Universities, as amended by GASB Statements Nos. 37 and 38. The MD&A, financial statements, and notes thereto, are the responsibility of University management. The MD&A contains financial activity of the University for the fiscal years ended June 30, 2017, and June 30, 2016.
Financial Highlights

The University’s assets totaled $3.7 billion at June 30, 2017. This balance reflects a $146.6 million, or 4.1%, increase from the 2015-16 fiscal year. The increase in assets resulted primarily from an increase in depreciable capital assets placed in service as well as an increase in total investments. While total assets increased, liabilities also increased by $259.1 million, or 19.9%, totaling $1.6 billion at June 30, 2017, primarily as a result of the increase in net pension liability and postemployment benefits payable. The University’s net position increased by $62.3 million, or 2.6%, resulting in a year-end balance of $2.4 billion. Net position represents the residual interest in the University’s assets and deferred outflows of resources after deducting liabilities and deferred inflows of resources. The University’s comparative total net position by category for the fiscal years ended June 30, 2017, and June 30, 2016, are shown in the following chart:

The University’s operating revenues totaled $1.9 billion for the 2016-17 fiscal year, representing a 4.9% increase over the 2015-16 fiscal year. Major components of operating revenues are Student Tuition and Fees and Grants and Contracts. Student Tuition and Fees, Net of Scholarship Allowances, increased $20.9 million, or 5.1%. Grants and Contracts revenue increased by $64.7 million, or 5.3%.

The following chart provides a graphical presentation of the University’s total revenues by category for the 2016-17 fiscal year:

Operating expenses totaled $2.9 billion for the 2016-17 fiscal year, representing a $158.8 million, or 5.8%, increase compared to the 2015-16 fiscal year. The largest category contributing to this increase was Employee Compensation and Benefits.
Net nonoperating revenues and expenses in the 2016-17 fiscal year increased $53.2 million primarily due to an increase in State Noncapital Appropriations, Investment Income, and Net Increase in the Fair Value of Investments.

The University had significant construction activity during the year. Several major construction projects were completed during the year including the Stephen O’Connell Center Renovation and Addition, Chemistry/Chemical Biology Building, and Newell Hall Renovation for a total of $142.1 million capitalized.

Overview of Financial Statements

Pursuant to GASB Statement No. 35, the University’s financial report includes three basic financial statements: the Statement of Net Position; the Statement of Revenues, Expenses, and Changes in Net Position; and the Statement of Cash Flows. The financial statements and notes thereto encompass the University and its component units.

The Statement of Net Position reflects the assets, deferred outflows of resources, liabilities, and deferred inflows of resources of the University, using the accrual basis of accounting, and presents the financial position of the University at a specified time. Net position, the difference between total assets and deferred outflows of resources and total liabilities and deferred inflows of resources, is one indicator of the University’s current financial condition. The changes in net position that occur over time indicate improvement or deterioration in the University’s financial condition.

The Statement of Revenues, Expenses, and Changes in Net Position presents the University’s revenue and expense activity, categorized as operating and nonoperating. Revenues and expenses are recognized when earned or incurred, regardless of when cash is received or paid. GASB Statement No. 35 categorizes revenues and expenses as either operating or nonoperating. Operating revenues generally result from exchange transactions where each of the parties to the transaction either gives or receives something of equal or similar value.

The majority of the University’s expenses are operating expenses as defined by GASB Statement No. 35. GASB gives financial reporting entities the choice of reporting operating expenses in the functional or the natural classifications. The University has chosen to report the expenses in their natural classification on the Statement of Revenues, Expenses, and Changes in Net Position and has displayed the functional classification in the Operating Expenses table and in the notes to the financial statements.

Certain revenue sources that the University relies on to provide funding for operations, including State Noncapital Appropriations, certain gifts and grants, and investment income, are defined by GASB as nonoperating. Nonoperating expenses include capital financing costs and other costs related to capital assets.

Other Revenues is composed of State Capital Appropriations and Capital Grants, Contracts, and Donations.

The Statement of Cash Flows provides information about the University’s financial results by reporting the major sources and uses of Cash and Cash Equivalents. This statement assists in evaluating the University’s ability to generate net cash flows, its ability to meet its financial obligations as they come due, and its need for external financing. Cash flows from operating activities reflect the net cash used by the operating activities of the University. Cash flows from capital and related financing activities include activities of the capital funds and related long-term debt. Cash flows from investing activities reflect the net source and use of cash related to the purchases and sales of investments and income earned on those investments. Cash flows from noncapital financing activities include those activities not covered in the other sections.
The University’s basic financial statements include discretely presented component units categorized as follows:

**Direct-Support Organizations** - These are separate, not-for-profit corporations organized and operated exclusively to assist the University in achieving excellence by providing supplemental resources from private gifts, bequests, and valuable education support services.

**Health Science Center Affiliates** - These are the several corporations closely affiliated with the University of Florida J. Hillis Miller Health Science Center, including the Faculty Practice Plans.

**Shands Hospital and Others** - This includes Shands Teaching Hospital and Clinics, Inc., a not-for-profit corporation that is contractually obligated to manage, operate, maintain, and insure the hospital facilities in support of the programs of the Health Science Center at the University of Florida. In addition, this category includes the University of Florida Self-Insurance Program and the University of Florida Healthcare Education Insurance Company.

**Statement of Net Position**

The following table summarizes the University’s assets, deferred outflows of resources, liabilities, deferred inflows of resources, and net position at June 30:

<table>
<thead>
<tr>
<th>Condensed Statement of Net Position (in millions)</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Assets</td>
<td>$ 1,543.1</td>
<td>$ 1,441.4</td>
</tr>
<tr>
<td>Capital Assets, Net</td>
<td>1,892.2</td>
<td>1,864.0</td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>302.5</td>
<td>285.8</td>
</tr>
<tr>
<td>Total Assets</td>
<td>3,737.8</td>
<td>3,591.2</td>
</tr>
<tr>
<td>Deferred Outflows of Resources</td>
<td>269.1</td>
<td>140.8</td>
</tr>
<tr>
<td>Total Assets and Deferred Outflows of Resources</td>
<td>4,006.9</td>
<td>3,732.0</td>
</tr>
<tr>
<td>Liabilities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Liabilities</td>
<td>409.4</td>
<td>403.5</td>
</tr>
<tr>
<td>Noncurrent Liabilities</td>
<td>1,151.6</td>
<td>898.4</td>
</tr>
<tr>
<td>Total Liabilities</td>
<td>1,561.0</td>
<td>1,301.9</td>
</tr>
<tr>
<td>Deferred Inflows of Resources</td>
<td>7.3</td>
<td>53.8</td>
</tr>
<tr>
<td>Total Liabilities and Deferred Inflows of Resources</td>
<td>1,568.3</td>
<td>1,355.7</td>
</tr>
<tr>
<td>Net Position:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Investment in Capital Assets</td>
<td>1,729.1</td>
<td>1,674.4</td>
</tr>
<tr>
<td>Restricted</td>
<td>548.1</td>
<td>575.4</td>
</tr>
<tr>
<td>Unrestricted</td>
<td>161.4</td>
<td>126.5</td>
</tr>
<tr>
<td>Total Net Position</td>
<td>$ 2,438.6</td>
<td>$ 2,376.3</td>
</tr>
</tbody>
</table>

The increase in assets resulted primarily from an increase in depreciable capital assets as well as total investments, which increased by $104.4 million and $82.9 million, respectively. The increase in depreciable capital assets was partially offset by a decrease in construction in progress of $76.1 million as the Stephen O’Connell Center Renovation and Addition along with the Chemistry/Chemical Biology Building were finished and placed into service in the 2016-17 fiscal year. Investments grew as a result of the University’s increase in investment income and the fair value of investments, as driven by market performance. Due From State increased $33.4 million due to expanded authority from the Department of Education for the NEXUS Engineering Addition and Norman Hall Remodeling projects.

The large increase in noncurrent liabilities is primarily due to an increase of $211.7 million in the long-term portion of Net Pension Liability. GASB Statement No. 68, Accounting and Financial Reporting for Pensions, requires employers participating in cost-sharing multiple-employer defined benefit pension plans to report the employers’ proportionate share of the net pension liabilities of the defined benefit pension plans. The change in the Net Pension Liability is driven by the market performance for the plan assets as of the measurement date for the plan liabilities.

The reported deferred outflows of resources and deferred inflows of resources are also required under GASB Statement No. 68.

**Statement of Revenues, Expenses, and Changes in Net Position**

The following table summarizes the University’s activity for the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Condensed Statement of Revenues, Expenses, and Changes in Net Position (in millions)</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Revenues</td>
<td>$ 1,897.7</td>
<td>$ 1,808.3</td>
</tr>
<tr>
<td>Operating Expenses</td>
<td>(2,890.8)</td>
<td>(2,732.0)</td>
</tr>
<tr>
<td>Operating Loss</td>
<td>$(993.1)</td>
<td>$(923.7)</td>
</tr>
<tr>
<td>Net Nonoperating Revenues</td>
<td>972.5</td>
<td>919.3</td>
</tr>
<tr>
<td>Loss Before Other Revenues</td>
<td>(20.6)</td>
<td>(4.4)</td>
</tr>
<tr>
<td>Other Revenues</td>
<td>82.9</td>
<td>60.7</td>
</tr>
<tr>
<td>Increase in Net Position</td>
<td><strong>62.3</strong></td>
<td><strong>56.3</strong></td>
</tr>
<tr>
<td>Net Position, Beginning of Year</td>
<td><strong>2,376.3</strong></td>
<td><strong>2,320.0</strong></td>
</tr>
<tr>
<td>Net Position, End of Year</td>
<td><strong>$ 2,438.6</strong></td>
<td><strong>$ 2,376.3</strong></td>
</tr>
</tbody>
</table>

The University’s net position increased by $62.3 million for the 2016-17 fiscal year.
Operating Revenues

The following table summarizes the operating revenues by source that were used to fund operating activities during the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Operating Revenues (in millions)</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grants and Contracts</td>
<td>$1,275.8</td>
<td>$1,211.1</td>
</tr>
<tr>
<td>Student Tuition and Fees,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net of Scholarship Allowances</td>
<td>431.7</td>
<td>410.8</td>
</tr>
<tr>
<td>Sales and Services of</td>
<td>131.4</td>
<td>126.0</td>
</tr>
<tr>
<td>Auxiliary Enterprises</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sales and Services of</td>
<td>55.3</td>
<td>55.6</td>
</tr>
<tr>
<td>Educational Departments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td>3.5</td>
<td>4.8</td>
</tr>
<tr>
<td>Total Operating Revenues</td>
<td>$1,897.7</td>
<td>$1,808.3</td>
</tr>
</tbody>
</table>

Increases in operating revenues during the 2016-17 fiscal year resulted from increases in awards of Nongovernmental Grants and Contracts and Federal Grants and Contracts, which increased by $36.3 million and $24.9 million, respectively. In addition, Student Tuition and Fees, Net of Scholarship Allowances increased by $20.9 million due to increased enrollment, particularly for out-of-state residents.

Operating Expenses

The following table summarizes the operating expenses for each method of classification for the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Operating Expenses (in millions)</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Natural Classification</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Compensation and Benefits</td>
<td>$2,022.3</td>
<td>$1,882.7</td>
</tr>
<tr>
<td>Services and Supplies</td>
<td>552.2</td>
<td>546.0</td>
</tr>
<tr>
<td>Depreciation</td>
<td>137.5</td>
<td>132.5</td>
</tr>
<tr>
<td>Scholarships, Fellowships and Waivers *</td>
<td>106.9</td>
<td>100.2</td>
</tr>
<tr>
<td>Utilities and Communications</td>
<td>71.9</td>
<td>70.6</td>
</tr>
<tr>
<td>Total Operating Expenses</td>
<td>$2,890.8</td>
<td>$2,732.0</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Functional Classification</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Instruction</td>
<td>$715.5</td>
<td>$674.9</td>
</tr>
<tr>
<td>Public Service</td>
<td>647.9</td>
<td>583.5</td>
</tr>
<tr>
<td>Research</td>
<td>635.2</td>
<td>619.9</td>
</tr>
<tr>
<td>Academic Support</td>
<td>204.6</td>
<td>187.6</td>
</tr>
<tr>
<td>Institutional Support</td>
<td>152.9</td>
<td>161.8</td>
</tr>
<tr>
<td>Depreciation</td>
<td>137.5</td>
<td>132.5</td>
</tr>
<tr>
<td>Auxiliary Enterprises</td>
<td>126.6</td>
<td>112.0</td>
</tr>
<tr>
<td>Operation and Maintenance of Plant</td>
<td>121.6</td>
<td>120.6</td>
</tr>
<tr>
<td>Scholarships, Fellowships and Waivers *</td>
<td>106.9</td>
<td>100.2</td>
</tr>
<tr>
<td>Student Services</td>
<td>42.1</td>
<td>39.0</td>
</tr>
<tr>
<td>Total Operating Expenses</td>
<td>$2,890.8</td>
<td>$2,732.0</td>
</tr>
</tbody>
</table>

* Net of Scholarship Allowances of $155.8 million in the 2016-17 fiscal year and $147.1 million in the 2015-16 fiscal year.

Operating expenses increased primarily due to a $139.6 million increase in Employee Compensation and Benefits which was driven by increases in Pension Expense, an increase in the number of employees working at the University, and increases to pay rates and Fringe Benefit Pool rates for various University personnel.
Nonoperating Revenues and Expenses

The following table summarizes the University’s nonoperating revenues and expenses for the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Nonoperating Revenues (Expenses) (in millions)</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Noncapital Appropriations</td>
<td>$712.1</td>
<td>$674.1</td>
</tr>
<tr>
<td>Federal and State Student Financial Aid</td>
<td>117.0</td>
<td>115.9</td>
</tr>
<tr>
<td>Noncapital Grants, Contracts, and Gifts</td>
<td>116.7</td>
<td>136.9</td>
</tr>
<tr>
<td>Investment Income, Net of Expenses</td>
<td>33.8</td>
<td>19.5</td>
</tr>
<tr>
<td>Net Increase (Decrease) in Fair Value of Investments</td>
<td>21.1</td>
<td>(15.9)</td>
</tr>
<tr>
<td>Loss on Disposal of Capital Assets</td>
<td>(16.5)</td>
<td>(2.1)</td>
</tr>
<tr>
<td>Interest on Capital Asset-Related Debt</td>
<td>(7.1)</td>
<td>(7.6)</td>
</tr>
<tr>
<td>Other Net Nonoperating Expenses</td>
<td>(4.6)</td>
<td>(1.5)</td>
</tr>
<tr>
<td><strong>Net Nonoperating Revenues</strong></td>
<td><strong>$972.5</strong></td>
<td><strong>$919.3</strong></td>
</tr>
</tbody>
</table>

The increase in Net Nonoperating Revenues of $53.2 million resulted primarily from an increase in State Noncapital Appropriations, Investment Income, and Net Increase in the Fair Value of Investments. The increase in State Noncapital Appropriations is attributable to additional Public Education Capital Outlay (PECO) funding provided by the State for maintenance and site improvements to University property. The increase in Investment Income and the Net Increase in the Fair Value of Investments are driven by the market performance of the University’s investments during the year, as compared to performance during the previous year.

Other Revenues

The following table summarizes the University’s other revenues for the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Other Revenues (in millions)</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Capital Appropriations</td>
<td>$59.5</td>
<td>$33.1</td>
</tr>
<tr>
<td>Capital Grants, Contracts, and Donations</td>
<td>23.4</td>
<td>27.6</td>
</tr>
<tr>
<td><strong>Total Other Revenues</strong></td>
<td><strong>$82.9</strong></td>
<td><strong>$60.7</strong></td>
</tr>
</tbody>
</table>

Increased PECO funding for the NEXUS Engineering Addition and the Norman Hall Remodeling resulted in an increase in State Capital Appropriations and, accordingly, Total Other Revenues.

Statement of Cash Flows

The following table summarizes cash flows for the 2016-17 and 2015-16 fiscal years:

<table>
<thead>
<tr>
<th>Condensed Statement of Cash Flows (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2016-17</td>
</tr>
<tr>
<td>Cash Provided (Used) by:</td>
</tr>
<tr>
<td>Operating Activities</td>
</tr>
<tr>
<td>Noncapital Financing Activities</td>
</tr>
<tr>
<td>Capital and Related Financing Activities</td>
</tr>
<tr>
<td>Investing Activities</td>
</tr>
<tr>
<td><strong>Net Increase (Decrease) in Cash</strong></td>
</tr>
<tr>
<td><strong>Cash and Cash Equivalents</strong>, <strong>Beginning of Year</strong></td>
</tr>
<tr>
<td><strong>Cash and Cash Equivalents</strong>, <strong>End of Year</strong></td>
</tr>
</tbody>
</table>

Major sources of funds came from Grants and Contracts ($1,277.0 million), State Noncapital Appropriations ($712.1 million), Student Tuition and Fees, Net ($432.5 million), Sales and Services of Auxiliary Enterprises ($130.4 million), and Federal and State Financial Aid ($117.0 million). Major uses of funds were for Payments to Employees ($1,929.3 million), Payments to Suppliers for Goods and Services ($612.1 million), and the Purchase or Construction of Capital Assets ($179.2 million).

Capital Assets, Capital Expenses and Commitments, and Debt Administration

**CAPITAL ASSETS**

At June 30, 2017, the University had approximately $4.0 billion in capital assets, less accumulated depreciation of $2.1 billion, for net capital assets of $1.9 billion. Depreciation charges for the current fiscal year totaled $137.5 million. The following table summarizes the University’s capital assets, net of accumulated depreciation, at June 30:

<table>
<thead>
<tr>
<th>Total Capital Assets, Net (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
</tr>
<tr>
<td>Land</td>
</tr>
<tr>
<td>Buildings</td>
</tr>
<tr>
<td>Infrastructure and Other Improvements</td>
</tr>
<tr>
<td>Furniture and Equipment</td>
</tr>
<tr>
<td>Library Resources</td>
</tr>
<tr>
<td>Property Under Capital Lease and Leasehold Improvements</td>
</tr>
<tr>
<td>Other Capital Assets</td>
</tr>
<tr>
<td>Construction in Progress</td>
</tr>
<tr>
<td><strong>Total Capital Assets (Nondepreciable and Depreciable, Net)</strong></td>
</tr>
</tbody>
</table>

Additional information about the University’s capital assets is presented in Note 7 to the financial statements.

Total Capital Assets increased in the 2016-17 fiscal year as the Stephen O’Connell Center Renovation and Addition, Chemistry/
Chemical Biology Building, and Newall Hall Renovation were all completed and placed in service during the year. These additions are reflected in the increased basis in Buildings and the decrease in Construction in Progress.

CAPITAL EXPENSES AND COMMITMENTS

Major capital expenses on the University’s largest ongoing projects include NEXUS Engineering Addition and Innovation Hub, Phase II for $2.0 million and $7.9 million, respectively.

The University’s construction commitments at June 30, 2017, are as follows:

<table>
<thead>
<tr>
<th>Construction Commitments (in millions)</th>
<th>Total Commitments $222.6</th>
<th>Completed to Date $53.4</th>
<th>Balance Committed $169.2</th>
</tr>
</thead>
</table>

Additional information about the University’s construction commitments is presented in Note 14 to the financial statements.

DEBT ADMINISTRATION

At June 30, 2017, the University had $163.1 million in outstanding capital asset-related debt, representing a decrease of $12.8 million, or 7.3%, from the prior fiscal year. The following table summarizes the outstanding capital asset-related debt by type of debt at June 30:

<table>
<thead>
<tr>
<th>Capital Asset-Related Debt (in millions)</th>
<th>2017</th>
<th>2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Capital Improvement Debt</td>
<td>$147.4</td>
<td>$158.1</td>
</tr>
<tr>
<td>Loans and Notes</td>
<td>10.1</td>
<td>10.7</td>
</tr>
<tr>
<td>Installment Purchase Agreements</td>
<td>3.1</td>
<td>4.4</td>
</tr>
<tr>
<td>Capital Leases</td>
<td>2.5</td>
<td>2.7</td>
</tr>
<tr>
<td>Total Capital Asset-Related Debt</td>
<td>$163.1</td>
<td>$175.9</td>
</tr>
</tbody>
</table>

Additional information about the University’s capital asset-related debt is presented in Note 11 to the financial statements.

Economic Factors That Will Affect the Future

The University’s economic condition is closely tied to that of the state of Florida. The forecast suggests overall stability for the Florida economy, with modest yet uneven growth in all of the key economic indicators – personal income, employment, housing starts, light vehicle registrations, and tourism. With job growth and increased reasons for optimism in the labor market, the State’s unemployment rate continues to improve. The State’s unemployment rate in July 2017 was lower than the nation as a whole at 4.1%. Housing starts, light vehicle registrations, and tourism are all on an upward growth trend and the forecast expects this trend to continue.

The modest economic conditions are reflected in the University’s $58.0 million increase in State Appropriations for the coming fiscal year. The State budget for the 2017-18 fiscal year includes, for the University, $7.4 million in additional performance funding allocation, and $17.3 million in additional funding for the preeminence initiative enabling the University to hire new faculty. Furthermore, the budget includes $13.3 million in funding for the State’s newly established World Class Faculty Scholar Program and $13.9 million in funding for the State’s newly established University Professional and Graduate Degree Excellence Program.

The 2017-18 fiscal year budget reflects the sustained commitment of the Legislature and the Governor to support the University of Florida after becoming one of the nation’s top ten public research universities.

Requests for Information

Questions concerning information provided in the MD&A, financial statements and notes thereto, and other required supplementary information, or requests for additional financial information should be addressed to Alan M. West, Assistant Vice President and University Controller, P.O. Box 113200, Gainesville, Florida 32611.
## Statement of Net Position

*As of June 30, 2017 (amounts expressed in thousands)*

<table>
<thead>
<tr>
<th></th>
<th>University of Florida</th>
<th>Component Units</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2017</td>
<td>2016</td>
</tr>
<tr>
<td><strong>ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash and Cash Equivalents (Note 1)</td>
<td>$ 6,810</td>
<td>$ 383</td>
</tr>
<tr>
<td>Investments (Note 3)</td>
<td>1,353,225</td>
<td>1,288,378</td>
</tr>
<tr>
<td>Accounts Receivable, Net (Note 4)</td>
<td>81,924</td>
<td>84,941</td>
</tr>
<tr>
<td>Loans and Notes Receivable, Net (Note 4)</td>
<td>3,546</td>
<td>2,906</td>
</tr>
<tr>
<td>Due From State (Note 5)</td>
<td>76,102</td>
<td>42,690</td>
</tr>
<tr>
<td>Due From Component Units/University (Note 6)</td>
<td>15,324</td>
<td>13,951</td>
</tr>
<tr>
<td>Inventories</td>
<td>4,258</td>
<td>4,449</td>
</tr>
<tr>
<td>Other Current Assets</td>
<td>1,884</td>
<td>3,669</td>
</tr>
<tr>
<td><strong>Total Current Assets</strong></td>
<td>1,543,073</td>
<td>1,441,367</td>
</tr>
<tr>
<td>Noncurrent Assets:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Cash and Cash Equivalents (Note 1)</td>
<td>15</td>
<td>20</td>
</tr>
<tr>
<td>Restricted Investments (Note 3)</td>
<td>91,290</td>
<td>99,690</td>
</tr>
<tr>
<td>Other Noncurrent Investments (Note 3)</td>
<td>174,163</td>
<td>147,726</td>
</tr>
<tr>
<td>Loans and Notes Receivable, Net (Note 4)</td>
<td>36,945</td>
<td>38,396</td>
</tr>
<tr>
<td>Depreciable Capital Assets, Net (Note 7)</td>
<td>1,822,070</td>
<td>1,717,678</td>
</tr>
<tr>
<td>Nondepreciable Capital Assets (Note 7)</td>
<td>70,181</td>
<td>146,281</td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>74</td>
<td>69</td>
</tr>
<tr>
<td><strong>Total Noncurrent Assets</strong></td>
<td>2,144,738</td>
<td>2,149,860</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td>3,737,811</td>
<td>3,591,227</td>
</tr>
<tr>
<td><strong>DEFERRED OUTFLOWS OF RESOURCES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Deferred Outflows of Pension Resources (Note 9)</td>
<td>269,062</td>
<td>140,766</td>
</tr>
<tr>
<td>Accumulated Decrease in Fair Value of Interest Rate Swap Agreements</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Losses on Debt Refunding</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>TOTAL DEFERRED OUTFLOWS OF RESOURCES</strong></td>
<td>269,062</td>
<td>140,766</td>
</tr>
<tr>
<td><strong>TOTAL ASSETS AND DEFERRED OUTFLOWS OF RESOURCES</strong></td>
<td>$ 4,006,873</td>
<td>$ 3,731,993</td>
</tr>
</tbody>
</table>

| **LIABILITIES**     |       |      |                             |                               |                             |
| Current Liabilities:|       |      |                             |                               |                             |
| Accounts Payable    | $ 87,596 | $ 72,946 | $ 22,972 | $ 20,732 | $ 280,947 |
| Salaries and Wages Payable | 44,179 | 38,188 | - | 8,353 | 92,213 |
| Due To Component Units/University (Note 6) | 172,155 | 190,128 | 88,007 | 7,852 | 61,913 |
| Unearned Revenue (Note 10) | 63,814 | 56,687 | 67,367 | 17 | - |
| Deposits Held in Custody | 11,696 | 11,390 | - | 129 | - |
| Other Current Liabilities | - | - | 5,516 | - | - |
| Long-Term Liabilities - Current Portion: (Note 11) | 8,917 | 9,283 | - | - | - |
| Capital Improvement Debt Payable | - | - | 5,140 | 2,116 | 24,065 |
| Bonds Payable | - | - | 1,014 | - | - |
| Loans and Notes Payable | 1,509 | 1,790 | - | - | - |
| Installment Purchase Agreements Payable | 165 | 155 | 54 | - | 1,376 |
| Capital Leases Payable | 13,469 | 16,668 | 323 | - | - |
| Net Pension Liability | 5,282 | 5,680 | - | - | 466,554 |
| Liability for Self-Insured Claims | - | - | 18,778 | - | 6,404 |
| **Total Current Liabilities** | 409,354 | 403,466 | 209,117 | 39,293 | 466,554 |
### Statement of Net Position

*As of June 30, 2017 (amounts expressed in thousands)*

<table>
<thead>
<tr>
<th>Noncurrent Liabilities: (Note 11)</th>
<th>2017</th>
<th>2016</th>
<th>Direct-Support Organizations</th>
<th>Health Science Center Affiliates</th>
<th>Shands Hospital and Others</th>
</tr>
</thead>
<tbody>
<tr>
<td>Capital Improvement Debt Payable</td>
<td>$138,443</td>
<td>$148,820</td>
<td>-</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td>Bonds Payable</td>
<td>-</td>
<td>-</td>
<td>$81,275</td>
<td>$28,431</td>
<td>$1,070,368</td>
</tr>
<tr>
<td>Loans and Notes Payable</td>
<td>9,541</td>
<td>10,113</td>
<td>2,534</td>
<td>8,000</td>
<td>-</td>
</tr>
<tr>
<td>Installment Purchase Agreements Payable</td>
<td>1,620</td>
<td>2,634</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Capital Leases Payable</td>
<td>2,344</td>
<td>2,509</td>
<td>-</td>
<td>438</td>
<td>5,429</td>
</tr>
<tr>
<td>Compensated Absences Payable</td>
<td>105,197</td>
<td>100,642</td>
<td>3,402</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Other Postemployment Benefits Payable</td>
<td>316,874</td>
<td>267,706</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Net Pension Liability</td>
<td>559,763</td>
<td>348,066</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Liability for Self-Insured Claims</td>
<td>-</td>
<td>-</td>
<td>43,737</td>
<td>-</td>
<td>27,516</td>
</tr>
<tr>
<td>Other Noncurrent Liabilities</td>
<td>17,788</td>
<td>17,954</td>
<td>-</td>
<td>-</td>
<td>104,237</td>
</tr>
<tr>
<td><strong>Total Noncurrent Liabilities</strong></td>
<td><strong>1,151,570</strong></td>
<td><strong>898,444</strong></td>
<td><strong>130,948</strong></td>
<td><strong>36,869</strong></td>
<td><strong>1,207,550</strong></td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td><strong>1,560,924</strong></td>
<td><strong>1,301,910</strong></td>
<td><strong>340,065</strong></td>
<td><strong>76,162</strong></td>
<td><strong>1,674,104</strong></td>
</tr>
</tbody>
</table>

**Deferred Inflows of Resources**

| Deferred Inflows of Pension Resources (Note 9) | 7,330 | 53,791 | - | - | 29,128 |
| Accumulated Increase in Fair Value of Interest Rate Swap Agreements | - | - | - | - | 4,171 |
| Gains on Debt Refunding | - | - | - | - | 2,732 |
| **Total Deferred Inflows of Resources** | **7,330** | **53,791** | - | - | **36,031** |

**Total Liabilities and Deferred Inflows of Resources**

| **1,568,254** | **1,355,701** | **340,065** | **76,162** | **1,710,135** |

**Net Position**

| Net Investment in Capital Assets | 1,729,141 | 1,674,399 | 114,969 | 26,864 | 187,946 |
| Restricted: | | | | | |
| Nonexpendable: | | | | | |
| Endowment | - | - | 1,345,934 | - | 253 |
| Expendable: | | | | | |
| Endowment | - | - | 355,998 | - | 13,161 |
| Loans | 39,211 | 38,829 | - | - | - |
| Capital Projects | 138,334 | 116,885 | - | - | - |
| Debt Service | 3,399 | 4,811 | - | - | - |
| Other | 367,131 | 414,880 | 137,562 | - | 170,257 |
| Unrestricted | 161,403 | 126,488 | 161,270 | 214,231 | 1,042,153 |
| **Total Net Position** | **2,438,619** | **2,376,292** | **2,115,733** | **241,095** | **1,413,770** |

**Total Liabilities, Deferred Inflows of Resources, and Net Position**

| **$4,006,873** | **$3,731,993** | **$2,455,798** | **$317,257** | **$3,123,905** |

The accompanying notes are an integral part of these financial statements.
Statement of Revenues, Expenses, and Changes In Net Position

for the Fiscal Year Ended June 30, 2017 (amounts expressed in thousands)

<table>
<thead>
<tr>
<th></th>
<th>University of Florida</th>
<th>Direct-Support Organizations</th>
<th>Health Science Center Affiliates</th>
<th>Shands Hospital and Others</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>OPERATING REVENUES</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Student Tuition and Fees</td>
<td>$587,425</td>
<td>$557,923</td>
<td>-</td>
<td>$-</td>
</tr>
<tr>
<td>Scholarship Allowances</td>
<td>(155,766)</td>
<td>(147,147)</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Student Tuition and Fees, Net of Scholarship Allowances</td>
<td>431,659</td>
<td>410,776</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Federal Grants and Contracts</td>
<td>432,731</td>
<td>407,784</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>State and Local Grants and Contracts</td>
<td>50,020</td>
<td>46,649</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Nongovernmental Grants and Contracts</td>
<td>793,017</td>
<td>756,686</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Sales and Services of Auxiliary Enterprises (Note 12)</td>
<td>131,406</td>
<td>125,974</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Sales and Services of Educational Departments</td>
<td>55,347</td>
<td>55,648</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Sales and Services of Component Units</td>
<td>-</td>
<td>178,540</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Hospital Revenues</td>
<td>-</td>
<td>-</td>
<td>805,997</td>
<td>2,097,450</td>
</tr>
<tr>
<td>Gifts and Donations - Component Units</td>
<td>-</td>
<td>-</td>
<td>90,575</td>
<td>-</td>
</tr>
<tr>
<td>Royalties and Licensing Fees - Component Units</td>
<td>-</td>
<td>-</td>
<td>34,352</td>
<td>-</td>
</tr>
<tr>
<td>Interest on Loans and Notes Receivable</td>
<td>1,013</td>
<td>1,146</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Other Operating Revenues</td>
<td>2,489</td>
<td>3,649</td>
<td>9,055</td>
<td>99,354</td>
</tr>
<tr>
<td><strong>Total Operating Revenues</strong></td>
<td>$1,897,682</td>
<td>$1,808,312</td>
<td>$312,522</td>
<td>$905,351</td>
</tr>
<tr>
<td><strong>OPERATING EXPENSES</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Employee Compensation and Benefits</td>
<td>2,022,323</td>
<td>1,882,675</td>
<td>1,491</td>
<td>91,168</td>
</tr>
<tr>
<td>Services and Supplies</td>
<td>552,130</td>
<td>546,030</td>
<td>347,268</td>
<td>209,807</td>
</tr>
<tr>
<td>Utilities and Communications</td>
<td>71,928</td>
<td>70,588</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Scholarships, Fellowships, and Waivers, Net</td>
<td>106,891</td>
<td>100,159</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Depreciation</td>
<td>137,484</td>
<td>132,523</td>
<td>11,543</td>
<td>8,864</td>
</tr>
<tr>
<td>Self-Insured Claims and Expenses</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>4,081</td>
</tr>
<tr>
<td><strong>Total Operating Expenses</strong></td>
<td>$2,890,756</td>
<td>$2,731,975</td>
<td>$360,302</td>
<td>$309,839</td>
</tr>
<tr>
<td><strong>Operating Income (Loss)</strong></td>
<td>-993,074</td>
<td>-923,663</td>
<td>-47,780</td>
<td>595,512</td>
</tr>
<tr>
<td><strong>NONOPERATING REVENUES (EXPENSES)</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>State Noncapital Appropriations</td>
<td>712,106</td>
<td>674,086</td>
<td>8,000</td>
<td>-</td>
</tr>
<tr>
<td>Federal and State Student Financial Aid</td>
<td>116,963</td>
<td>115,948</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Noncapital Grants, Contracts, and Gifts</td>
<td>116,665</td>
<td>136,928</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Investment Income</td>
<td>37,952</td>
<td>23,544</td>
<td>181,833</td>
<td>959</td>
</tr>
<tr>
<td>Net Increase (Decrease) in the Fair Value of Investments</td>
<td>21,100</td>
<td>(15,946)</td>
<td>1,402</td>
<td>1,045</td>
</tr>
<tr>
<td>Investment Expenses</td>
<td>(4,141)</td>
<td>(4,047)</td>
<td>(312)</td>
<td>(842)</td>
</tr>
<tr>
<td>Other Nonoperating Revenues</td>
<td>4,243</td>
<td>3,417</td>
<td>10,824</td>
<td>-</td>
</tr>
<tr>
<td>Gain (Loss) on Disposal of Capital Assets</td>
<td>(16,481)</td>
<td>(2,072)</td>
<td>1,345</td>
<td>5,100</td>
</tr>
<tr>
<td>Interest on Capital Asset-Related Debt</td>
<td>(7,146)</td>
<td>(5,858)</td>
<td>(1,938)</td>
<td>(21,728)</td>
</tr>
<tr>
<td>Other Nonoperating Expenses</td>
<td>(8,712)</td>
<td>(5,019)</td>
<td>(53,639)</td>
<td>(591,684)</td>
</tr>
<tr>
<td><strong>Net Nonoperating Revenues (Expenses)</strong></td>
<td>$972,549</td>
<td>$919,254</td>
<td>$147,515</td>
<td>(585,422)</td>
</tr>
<tr>
<td><strong>Income (Loss) Before Other Revenues</strong></td>
<td>-20,525</td>
<td>-4,409</td>
<td>99,735</td>
<td>10,090</td>
</tr>
<tr>
<td>State Capital Appropriations</td>
<td>59,430</td>
<td>33,076</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Capital Grants, Contracts, and Donations</td>
<td>23,422</td>
<td>27,594</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Additions to Permanent Endowments</td>
<td>-</td>
<td>-</td>
<td>76,868</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Other Revenues</strong></td>
<td>$82,852</td>
<td>60,670</td>
<td>76,868</td>
<td>-</td>
</tr>
<tr>
<td><strong>Increase in Net Position</strong></td>
<td>62,327</td>
<td>56,261</td>
<td>176,603</td>
<td>10,090</td>
</tr>
<tr>
<td><strong>Net Position, Beginning of Year</strong></td>
<td>2,376,292</td>
<td>2,320,031</td>
<td>1,972,476</td>
<td>227,847</td>
</tr>
<tr>
<td>Adjustment to Beginning Net Position (Note 2)</td>
<td>-</td>
<td>-</td>
<td>(33,346)</td>
<td>3,158</td>
</tr>
<tr>
<td><strong>Adjusted Net Position, Beginning of Year, as Restated</strong></td>
<td>2,376,292</td>
<td>2,320,031</td>
<td>1,939,130</td>
<td>231,005</td>
</tr>
<tr>
<td><strong>Net Position, End of Year</strong></td>
<td>$2,438,619</td>
<td>$2,376,292</td>
<td>$2,115,733</td>
<td>$241,095</td>
</tr>
</tbody>
</table>

The accompanying notes are an integral part of these financial statements.
Statement of Cash Flows
for the Fiscal Year Ended June 30, 2017 (amounts expressed in thousands)

<table>
<thead>
<tr>
<th>University of Florida</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>2016-17</strong></td>
</tr>
</tbody>
</table>

**CASH FLOWS FROM OPERATING ACTIVITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tuition and Fees, Net</td>
<td>$432,478</td>
<td>$408,000</td>
</tr>
<tr>
<td>Grants and Contracts</td>
<td>1,276,968</td>
<td>1,225,608</td>
</tr>
<tr>
<td>Sales and Services of Auxiliary Enterprises</td>
<td>130,394</td>
<td>129,456</td>
</tr>
<tr>
<td>Sales and Services of Educational Departments</td>
<td>56,596</td>
<td>56,515</td>
</tr>
<tr>
<td>Repayment of Loans and Notes Receivable from Students</td>
<td>7,707</td>
<td>6,365</td>
</tr>
<tr>
<td>Interest on Loans Receivable</td>
<td>986</td>
<td>1,122</td>
</tr>
<tr>
<td>Other Operating Receipts</td>
<td>8,992</td>
<td>2,758</td>
</tr>
<tr>
<td>Payments to Employees</td>
<td>(1,929,267)</td>
<td>(1,841,227)</td>
</tr>
<tr>
<td>Payments to Suppliers for Goods and Services</td>
<td>(612,065)</td>
<td>(608,830)</td>
</tr>
<tr>
<td>Payments to Students for Scholarships and Fellowships</td>
<td>(106,891)</td>
<td>(100,159)</td>
</tr>
<tr>
<td>Loans Issued to Students</td>
<td>(6,896)</td>
<td>(6,692)</td>
</tr>
<tr>
<td><strong>Net Cash Used by Operating Activities</strong></td>
<td>$(740,998)</td>
<td>$(727,084)</td>
</tr>
</tbody>
</table>

**CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Noncapital Appropriations</td>
<td>712,106</td>
<td>674,086</td>
</tr>
<tr>
<td>Federal and State Financial Aid</td>
<td>116,963</td>
<td>115,948</td>
</tr>
<tr>
<td>Noncapital Grants, Contracts, and Gifts</td>
<td>116,665</td>
<td>136,928</td>
</tr>
<tr>
<td>Direct Loan Program Receipts</td>
<td>258,360</td>
<td>255,279</td>
</tr>
<tr>
<td>Direct Loan Program Disbursements</td>
<td>(258,369)</td>
<td>(255,270)</td>
</tr>
<tr>
<td>Net Change in Funds Held for Others</td>
<td>(3,284)</td>
<td>(8,667)</td>
</tr>
<tr>
<td>Other Nonoperating Receipts</td>
<td>568</td>
<td>567</td>
</tr>
<tr>
<td>Other Nonoperating Disbursements</td>
<td>(7,839)</td>
<td>(4,405)</td>
</tr>
<tr>
<td><strong>Net Cash Provided by Noncapital Financing Activities</strong></td>
<td>$935,170</td>
<td>$914,466</td>
</tr>
</tbody>
</table>

**CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Capital Appropriations</td>
<td>26,018</td>
<td>55,691</td>
</tr>
<tr>
<td>Capital Grants, Contracts, and Donations</td>
<td>23,392</td>
<td>27,977</td>
</tr>
<tr>
<td>Proceeds from Sales of Capital Assets</td>
<td>605</td>
<td>1,717</td>
</tr>
<tr>
<td>Other Receipts for Capital Projects</td>
<td>3,660</td>
<td>2,854</td>
</tr>
<tr>
<td>Purchase or Construction of Capital Assets</td>
<td>(179,220)</td>
<td>(207,523)</td>
</tr>
<tr>
<td>Principal Paid on Capital Debt and Leases</td>
<td>(27,082)</td>
<td>(11,878)</td>
</tr>
<tr>
<td>Interest Paid on Capital Debt and Leases</td>
<td>(7,123)</td>
<td>(7,585)</td>
</tr>
<tr>
<td><strong>Net Cash Used by Capital and Related Financing Activities</strong></td>
<td>$(159,750)</td>
<td>$(138,747)</td>
</tr>
</tbody>
</table>

**CASH FLOWS FROM INVESTING ACTIVITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Sale of Investments</td>
<td>1,667,452</td>
<td>1,718,279</td>
</tr>
<tr>
<td>Purchase of Investments</td>
<td>(1,730,107)</td>
<td>(1,782,829)</td>
</tr>
<tr>
<td>Investment Income</td>
<td>34,655</td>
<td>14,018</td>
</tr>
<tr>
<td><strong>Net Cash Used by Investing Activities</strong></td>
<td>$(28,000)</td>
<td>$(50,532)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Increase (Decrease) in Cash and Cash Equivalents</strong></td>
<td>$6,422</td>
<td>$(1,897)</td>
</tr>
<tr>
<td><strong>Cash and Cash Equivalents, Beginning of Year</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Cash and Cash Equivalents, End of Year</strong></td>
<td>$6,825</td>
<td>$403</td>
</tr>
</tbody>
</table>

**RECONCILIATION OF OPERATING LOSS TO NET CASH USED BY OPERATING ACTIVITIES**

<table>
<thead>
<tr>
<th>Description</th>
<th>2016-17</th>
<th>2015-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Loss</td>
<td>$(993,074)</td>
<td>$(923,663)</td>
</tr>
<tr>
<td>Adjustments to Reconcile Operating Loss to Net Cash Used by Operating Activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Used by Operating Activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Depreciation Expense</td>
<td>137,484</td>
<td>132,523</td>
</tr>
<tr>
<td>Change in Assets, Liabilities, Deferred Outflows of Resources, and Deferred Inflows of Resources:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Receivables, Net</td>
<td>3,766</td>
<td>(4,702)</td>
</tr>
<tr>
<td>Due From Component Units</td>
<td>(1,373)</td>
<td>6,629</td>
</tr>
<tr>
<td>Inventories</td>
<td>191</td>
<td>132</td>
</tr>
<tr>
<td>Other Assets</td>
<td>278</td>
<td>296</td>
</tr>
<tr>
<td>Accounts Payable</td>
<td>11,525</td>
<td>7,360</td>
</tr>
<tr>
<td>Salaries and Wages Payable</td>
<td>5,991</td>
<td>12,600</td>
</tr>
<tr>
<td>Unearned Revenue</td>
<td>7,127</td>
<td>13,371</td>
</tr>
<tr>
<td>Deposits Held in Custody</td>
<td>21</td>
<td>(477)</td>
</tr>
<tr>
<td>Other Postemployment Benefits Payable</td>
<td>49,168</td>
<td>50,167</td>
</tr>
<tr>
<td>Compensated Absences Payable</td>
<td>1,356</td>
<td>(11,970)</td>
</tr>
<tr>
<td>Net Pension Liability</td>
<td>211,299</td>
<td>129,119</td>
</tr>
<tr>
<td>Pension Deferred Outflows</td>
<td>(128,296)</td>
<td>(31,958)</td>
</tr>
<tr>
<td>Pension Deferred Inflows</td>
<td>(46,461)</td>
<td>(106,511)</td>
</tr>
<tr>
<td><strong>Net Cash Used by Operating Activities</strong></td>
<td>$(740,998)</td>
<td>$(727,084)</td>
</tr>
</tbody>
</table>

**SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND CAPITAL AND RELATED FINANCING ACTIVITIES**

The following items are recognized on the Statement of Net Position or the Statement of Revenues, Expenses, and Changes in Net Position, but are not cash transactions for the Statement of Cash Flows:

- Unrealized gain on investments $21,100
- Acquisition of equipment under installment purchase agreements $692
- Loss on disposal of capital assets $(16,481)
- Loss on refunded 2005A Housing Bonds will be amortized over the life of the 2016A refunding Housing Bonds $(95)

The accompanying notes are an integral part of these financial statements.
NOTES TO THE FINANCIAL STATEMENTS

FOR THE FISCAL YEAR ENDED JUNE 30, 2017

24 Summary of Significant Accounting Policies
29 Adjustments to Beginning Net Position
29 Investments
33 Receivables
34 Due From State
34 Due From and To Component Units/University
34 Capital Assets
35 Museum and Art Collections
35 Deferred Outflows/Inflows Of Resources
35 Unearned Revenue
35 Long-Term Liabilities
39 Interdepartmental Auxiliary Sales
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47 University Self-Insurance Programs
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47 Component Units
47 Segment Information
1. Summary of Significant Accounting Policies

The significant accounting policies followed by the University of Florida are described below to enhance the usefulness of the financial statements.

A. REPORTING ENTITY

The University of Florida is a separate public instrumentality that is part of the State university system of public universities, which is under the general direction and control of the Florida Board of Governors. The University is directly governed by a Board of Trustees (Trustees) consisting of thirteen members. The Governor appoints six citizen members and the Board of Governors appoints five citizen members. These members are confirmed by the Florida Senate and serve staggered terms of five years. The chair of the faculty senate and the president of the student body of the University are also members. The Board of Governors establishes the powers and duties of the Trustees.

The Trustees are responsible for setting policies for the University, which provide governance in accordance with State law and Florida Board of Governors’ Regulations. The Trustees select the University President. The University President serves as the executive officer and the corporate secretary of the Trustees, and is responsible for administering the policies prescribed by the Trustees.

Criteria for defining the reporting entity are identified and described in the Governmental Accounting Standards Board’s (GASB) Codification of Governmental Accounting and Financial Reporting Standards, Sections 2100 and 2600. These criteria were used to evaluate potential component units for which the primary government is financially accountable and other organizations for which the nature and significance of their relationship with the primary government are such that exclusion would cause the primary government’s financial statements to be misleading or incomplete. Based on the application of these criteria, the University of Florida is a component unit of the state of Florida, and its financial balances and activities are discretely presented in the State’s Comprehensive Annual Financial Report.

B. DISCRETELY PRESENTED COMPONENT UNITS

Based on the application of the criteria for determining component units, certain affiliated organizations are required to be included within the University reporting entity as discretely presented component units because of the significance of their relationship with the University. These organizations are legally separate from the University and are governed by separate boards. The University further categorizes its component units as Direct-Support Organizations, Health Science Center Affiliates, and Shands Hospital and Others. An annual audit of each organization’s financial statements is conducted by independent certified public accountants. The annual reports are submitted to the Auditor General and the University Board of Trustees. Additional information is presented in Note 19.

However, financial activities of certain component units are not included in the University’s financial statements and are denoted below with an asterisk (*). The total assets and operating revenues related to these component units are $32 million and $19 million, respectively. These amounts represent approximately one percent of the total aggregate component units’ assets and operating revenues.
C. DIRECT-SUPPORT ORGANIZATIONS

The University’s direct-support organizations, as provided for in Section 1004.28, Florida Statutes, and Board of Governors Regulation 9.011, are considered component units of the University of Florida and therefore, the latest audited financial statements of these organizations are discretely presented in the financial statements of the University. These legally separate, not-for-profit corporations are organized and operated exclusively to assist the University to achieve excellence by providing supplemental resources from private gifts and bequests and valuable education support services. The Statute authorizes these organizations to receive, hold, invest, and administer property and to make expenditures to or for the benefit of the University. These organizations and their purposes are explained as follows:

- **University of Florida Foundation, Inc.,** solicits, collects, manages, and directs contributions to the various academic departments and programs of the University and assists the University in fund raising, public relations, and maintenance of alumni records. Their financial statements include the activities of the University of Florida Alumni Association, Inc.

- **The University Athletic Association, Inc.,** conducts various inter-collegiate athletic programs for and on behalf of the University.

- **University of Florida Research Foundation, Inc.,** promotes, encourages, and assists research activities of the University through income derived from or related to the development and commercialization of intellectual properties, which include inventions, discoveries, processes, and work products.

- **GatorCare Health Management Corporation** coordinates and facilitates the management of the self-insured health insurance plan of the University and its participating affiliated employers, collecting and paying employer and employee premiums.

- **Florida Foundation Seed Producers, Inc.,** supplies Florida farmers and producers with crop seed and nursery stock. This organization stocks foundation seed of the best-known varieties acceptable to Florida climate and soils in adequate quantities and at reasonable prices.

- **University of Florida Development Corporation** develops and maintains Innovation Square where the University-owned Florida Innovation Hub is located.

- **Gator Boosters, Inc.,** solicits funds for the benefit of the University athletic programs.

- **Citrus Research and Development Foundation, Inc.,** advances disease and production research and product development activities to ensure the survival and competitiveness of Florida’s citrus growers through innovation.

- **University of Florida Alumni Association, Inc.,** supports activities of the alumni of the University of Florida. Its financial transactions are reflected in the financial statements of the University of Florida Foundation, Inc.

- **The University of Florida Law Center Association, Inc.,** promotes, supports, and improves legal education, legal research, the legal profession, and the administration of justice; and assists the Levin College of Law in the development and maintenance of a law center.

- **Florida 4-H Club Foundation, Inc.,** promotes the educational objectives of the 4-H Youth Development Program, an official part of the Florida Cooperative Extension Service.

- **University of Florida Leadership and Education Foundation, Inc.,** furthers agriculture and natural resource education and related activities, promotes agriculture and natural resources leadership, and makes contributions to and confer benefits upon the University.

- **University of Florida Investment Corporation** promotes the educational purposes of the University of Florida by providing investment research, advice, counsel, and management to and for the University Board of Trustees and affiliated organizations of the University.

- **Citrus Research and Education Foundation, Inc.,** expedites citrus production, propagates new plant materials, collects and analyzes environmental impact research data, and provides research and education support to the University of Florida Citrus Research and Education Center at Lake Alfred.

- **Treasure Coast Agricultural Research Foundation, Inc.,** supports, encourages, and fosters research, education, and extension at the Institute of Food and Agricultural Sciences of the University on issues related to the citrus industry within the Indian River region.

- **UF Historic St. Augustine, Inc.,** ensures the long-term preservation and interpretation of State-owned historic properties in St. Augustine.

- **Southwest Florida Research and Education Foundation, Inc.,** provides research and educational support to the University of Florida Southwest Florida Research and Education Center.

- **Cattle Enhancement Board, Inc.,** promotes research, education and extension at, or for the benefit of, the Institute of Food and Agricultural Sciences at the University of Florida on issues related to the Florida cattle industry, including, but not limited to production, disease prevention, forage development, and genetic research and technology.

D. HEALTH SCIENCE CENTER AFFILIATES

The corporations listed below, except University of Florida Jacksonville Healthcare, Inc., and Faculty Clinic, Inc., are Faculty Practice Plans, as provided for in Board of Governors Regulation 9.017. The Faculty Practice Plans provide educationally-oriented clinical practice settings and opportunities through which faculty members provide health, medical, veterinary, and dental care to patients as an integral part of their academic activities and their employment as faculty. Because these faculty practice activities generate income, the colleges are authorized to
regulate fees generated from faculty practice and maintain Faculty Practice Plans for the orderly collection and distribution of fees. These organizations provide significant support for the clinical instruction function of the University of Florida J. Hillis Miller Health Science Center (JHMHC) and are component units of the University of Florida.

- **Florida Clinical Practice Association, Inc.**, bills and collects clinical professional fees to support the educational, research, and service programs of the University of Florida College of Medicine.

- **University of Florida Jacksonville Physicians, Inc.**, bills and collects professional fees from the clinical practice of the University of Florida physicians in order to fund and promote the educational, clinical and research missions, and support the clinical activities, of the Jacksonville campus of the College of Medicine.

- **Faculty Associates, Inc.**, bills and collects clinical professional fees to support the educational, research, and service programs of the University of Florida College of Dentistry.

- **Florida Veterinary Medicine Faculty Association, Inc.**, bills and collects clinical professional fees to support the educational, research, and service programs of the University of Florida College of Veterinary Medicine.

- **University of Florida College of Pharmacy Faculty Practice Association, Inc.**, performs billing and collection of fees to support the educational, research, and service programs of the University of Florida College of Pharmacy.

- **Faculty Clinic, Inc.**, a not-for-profit, tax-exempt corporation operates primarily as a facility management company that leases space to Shands Jacksonville and University of Florida Jacksonville Physicians, Inc.

- **University of Florida College of Nursing Faculty Practice Association, Inc.**, performs billing and collection of professional fees to support the educational, research, and service programs of the University of Florida College of Nursing.

- **Florida Health Professions Association, Inc.**, performs billing and collection of clinical professional fees to support the educational, research, and service programs of the University of Florida College of Public Health and Health Professions.

**E. SHANDS HOSPITAL AND OTHERS**

- **Shands Teaching Hospital and Clinics, Inc.**, (Shands) was incorporated October 15, 1979, as a not-for-profit corporation. Shands, a major tertiary care teaching institution, is a leading referral center in the state of Florida and the southeast United States and facilitates medical education programs at the University.

Shands entered into a contractual agreement with the State Board of Education as of July 1, 1980, as subsequently restated and amended, to provide for the use of hospital facilities at the JHMHC through December 31, 2030, with renewal provisions. The contractual agreement also provides for the transfer of Shands to the State Board of Education. Legal title to all buildings and improvements transferred to Shands is vested in the state of Florida during the term of the contractual agreement. The contractual agreement provides for a
12-month grace period for any event of default, other than the bankruptcy of Shands. In addition, the contractual agreement limits the right of the State Board of Education to terminate the contractual agreement solely to the circumstance in which Shands declares bankruptcy and, in such event, requires net revenues derived from the operation of the hospital facilities to continue to be applied to the payment of Shands’ debts.

Under the terms of the contractual agreement, Shands is obligated to manage, operate, maintain, and insure the hospital facilities in support of the programs of the JHMHC and further agrees to contract with the State Board of Education for the provision of these programs. By operation of law, the University of Florida Board of Trustees has become the successor-in-interest to the State Board of Education.

- **Shands Jacksonville HealthCare, Inc.** (Shands Jacksonville) is a Florida not-for-profit corporation. Shands Jacksonville was organized primarily to provide healthcare and related services to the community, including the City of Jacksonville and surrounding counties, and to support the teaching and research missions of the University.

- **University of Florida Self-Insurance Program** (the Program) was created by the Florida Board of Governors, succeeded by the Florida Board of Governors, pursuant to Section 1004.24, Florida Statutes. The Program provides comprehensive general liability and professional liability (malpractice) coverage for the University of Florida and affiliated teaching hospitals that are providing education in healthcare or veterinary services.

- **University of Florida Healthcare Education Insurance Company** (HEIC) was created on September 1, 1994, as a self-insurance mechanism created pursuant to Section 1004.24, Florida Statutes. HEIC writes coverage for the participants in the Self-Insurance Program (the Program) for loss exposure above the Program’s retention. HEIC obtains excess loss reinsurance coverage from commercial insurance carriers for certain layers of exposure.

**G. BASIS OF ACCOUNTING**

Basis of accounting refers to when revenues, expenses and related assets, deferred outflows of resources, liabilities, and deferred inflows of resources are recognized in the accounts and reported in the financial statements. Specifically, it relates to the timing of the measurements made, regardless of the measurement focus applied. The University’s financial statements are presented using the economic resources measurement focus and the accrual basis of accounting. Revenues, expenses, gains, losses, assets, deferred outflows of resources, liabilities, and deferred inflows of resources resulting from exchange and exchange-like transactions are recognized when the exchange takes place. Revenues, expenses, gains, losses, assets, deferred outflows of resources, liabilities, and deferred inflows of resources resulting from non-exchange activities are generally recognized when all applicable eligibility requirements, including time requirements, are met. The University follows GASB standards of accounting and financial reporting.

The University’s component units use the economic resources measurement focus and accrual basis of accounting whereby revenues are recognized when earned and expenses are recognized when incurred. Twenty-one component units follow GASB standards of accounting and financial reporting. Nine component units (University of Florida Foundation, Inc., Florida Foundation Seed Producers, Inc., Southwest Florida Research and Education Foundation, Inc., Citrus Research and Education Foundation, Inc., Citrus Research and Development Foundation, Inc., Treasure Coast Agricultural Research Foundation, Inc., University of Florida Alumni Association, Inc., Cattle Enhancement Board, Inc., and University of Florida Investment Corporation) follow FASB standards of accounting and financial reporting for not-for-profit organizations.

Significant interdepartmental sales between auxiliary service departments and other institutional departments have been eliminated from revenues and expenses for reporting purposes.

The University’s principal operating activities consist of instruction, research, and public service. Operating revenues and expenses generally include all fiscal transactions directly related to these activities as well as administration, operation, and maintenance of capital assets and depreciation on capital assets. Nonoperating revenues include state noncapital appropriations, federal and state student financial aid, investment income, and state capital appropriations for construction projects. Interest on capital asset-related debt is a nonoperating expense.
The Statement of Net Position is presented in a classified format to distinguish between current and noncurrent assets and liabilities. When both restricted and unrestricted resources are available to fund certain programs, it is the University’s policy to first apply the restricted resources to such programs, followed by the use of the unrestricted resources.

The Statement of Revenues, Expenses, and Changes in Net Position is presented by major sources and is reported net of tuition scholarships, discounts, and allowances. Tuition scholarships, discounts, and allowances are the differences between the stated charge for goods and services provided by the University and the amount that is actually paid by a student or a third party making payments on behalf of the student. The University applied “The Alternate Method” as prescribed in NACUBO Advisory Report 2000-05 to determine the reported net tuition scholarships, discounts, and allowances. Under this method, the University computes these amounts by allocating the cash payments to students, excluding payments for services, on a ratio of total aid to the aid not considered to be third-party aid.

The Statement of Cash Flows is presented using the direct method in compliance with GASB Statement No. 9, Reporting Cash Flows of Proprietary and Nonexpendable Trust Funds and Governmental Entities That Use Proprietary Fund Accounting.

H. CASH AND CASH EQUIVALENTS

The amount reported by the University as cash and cash equivalents consists of cash on hand and cash in demand accounts. University cash deposits are held in banks qualified as public depositories under Florida law. All such deposits are insured by Federal depository insurance, up to specified limits, or collateralized with securities held in Florida’s multiple financial institution collateral pool required by Chapter 280, Florida Statutes. Cash and cash equivalents that are externally restricted to make debt service payments, maintain sinking or reserve funds, or to purchase or construct capital assets or other restricted assets, are classified as restricted.

I. INVESTMENTS AND FAIR VALUE MEASUREMENT

The University categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs. The University reports certain investments at net asset value as allowed per GASB Statement No. 72, Fair Value Measurement and Application.

J. CAPITAL ASSETS

University capital assets consist of land, construction in progress, works of art and historical treasures, buildings, infrastructure and other improvements, furniture and equipment, library resources, property under capital lease and leasehold improvements, computer software, and other capital assets. These assets are capitalized and recorded at cost at the date of acquisition or at estimated fair value on the date received in the case of gifts and purchases of State surplus property. Additions, improvements, and other outlays that significantly extend the useful life of an asset are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred. The University has a capitalization threshold of $4 million for intangible assets, which includes computer software, $5,000 for tangible personal property, and $250 for library resources. The costs of all new buildings and projects adding new square footage are capitalized. Infrastructure and leasehold improvements have a $250,000 capitalization threshold. For building renovations, the threshold is $250,000, or the entire amount if the costs are at least 25% of the cost basis of the building. Depreciation is computed on the straight-line basis over the following estimated useful lives:

- Buildings – 5 to 50 years, depending on construction
- Infrastructure and Other Improvements – 10 to 50 years
- Furniture and Equipment – 3 to 20 years
- Library Resources – 10 years
- Property Under Capital Lease and Leasehold Improvements – 10 to 50 years
- Computer Software – 5 years

K. NONCURRENT LIABILITIES

Noncurrent liabilities include principal amounts of capital improvement debt payable, loans and notes payable, installment purchase agreements payable, capital leases payable, compensated absences payable, other postemployment benefits payable, net pension liabilities, and other noncurrent liabilities that are not scheduled to be paid within the next fiscal year. Capital improvement debt payable is reported net of unamortized premiums or discounts and losses on refunding. The University amortizes debt premiums and discounts over
the life of the debt using the straight-line method. Losses on refunding are amortized over the life of the old debt or new debt (whichever is shorter) using the straight-line method.

L. PENSIONS

For purposes of measuring the net pension liabilities, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net positions of the Florida Retirement System (FRS) defined benefit plan and the Health Insurance Subsidy (HIS) defined benefit plan and additions to/deductions from the FRS and HIS fiduciary net positions have been determined on the same basis as they are reported by the FRS and the HIS plans. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with benefit terms. Investments are reported at fair value.

2. Adjustments to Beginning Net Position

University of Florida Foundation, Inc. elected to no longer capitalize the permanent collections of the Samuel P. Harn Museum of Art, effective July 1, 2016, as a result of the Museum’s accreditation review by the American Alliance of Museums (AAM).

Additionally, the University is presenting the financial activity of both Florida Foundation Seed Producers, Inc. and University of Florida College of Pharmacy Faculty Practice Association, Inc. discretely in the University’s financial statements. These component units were not discretely presented in the 2015-16 fiscal year.

Table 1 summarizes the adjustments to beginning net position reported in the component units’ Statement of Revenues, Expenses, and Changes in Net Position.

<table>
<thead>
<tr>
<th>Description</th>
<th>Direct-Support Organizations</th>
<th>Health Science Center Affiliates</th>
</tr>
</thead>
<tbody>
<tr>
<td>Florida Foundation Seed Producers, Inc.</td>
<td>$6,581,039</td>
<td>$-</td>
</tr>
<tr>
<td>University of Florida Foundation, Inc.</td>
<td>(39,927,071)</td>
<td>-</td>
</tr>
<tr>
<td>University of Florida College of Pharmacy Faculty Practice Association, Inc.</td>
<td>-</td>
<td>3,157,638</td>
</tr>
<tr>
<td>Total Adjustments to Beginning Net Position</td>
<td>$33,346,032</td>
<td>$3,157,638</td>
</tr>
</tbody>
</table>

3. Investments

Section 1011.42(5), Florida Statutes, authorizes universities to invest funds with the State Treasury and State Board of Administration (SBA), and requires that universities comply with the statutory requirements governing investment of public funds by local governments. Accordingly, universities are subject to the requirements of Chapter 218, Part IV, Florida Statutes. The University’s Board of Trustees has adopted a written investment policy providing that surplus funds of the University shall be invested in those institutions and instruments permitted under the provisions of Florida Statutes. Pursuant to Section 218.415(16), Florida Statutes, the University is authorized to invest in the Florida PRIME investment pool administered by the SBA; interest-bearing time deposits and savings accounts in qualified public depositories, as defined in Section 280.02, Florida Statutes; direct obligations of the United States Treasury; obligations of Federal agencies and instrumentalities; securities of, or interests in, certain open-end or closed-end management type investment companies; Securities and Exchange Commission registered money market funds with the highest credit quality rating from a nationally recognized rating agency; and other investments approved
by the University’s Board of Trustees, as authorized by law. Investments set aside to make debt service payments, maintain sinking or reserve funds, or to purchase or construct capital assets are classified as restricted. Investments of the University and its component units at June 30, 2017, are reported at fair value and shown in Tables 2 through 5.

**Table 2. University Investments**

<table>
<thead>
<tr>
<th>Investments by Fair Value Level</th>
<th>Total</th>
<th>Quoted Prices in Active Markets for Identical Assets (Level 1)</th>
<th>Significant Other Observable Inputs (Level 2)</th>
<th>Significant Unobservable Inputs (Level 3)</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Board of Administration Debt Service Accounts</td>
<td>1,255,509</td>
<td>1,255,509</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Total Investments by Fair Value Level</td>
<td>882,394,024</td>
<td>$</td>
<td>1,255,509</td>
<td>-</td>
</tr>
<tr>
<td>Investments Measured at the Net Asset Value (NAV)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Private Equity Funds</td>
<td>736,284,385</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total University Investments</td>
<td>$1,618,678,409</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Table 3. University Investments Measured at the NAV**

<table>
<thead>
<tr>
<th>Investments Measured at the NAV</th>
<th>Fair Value</th>
<th>Unfunded Commitments</th>
<th>Redemption Frequency (if Currently Eligible)</th>
<th>Redemption Notice Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Private Equity Funds</td>
<td>$736,284,385</td>
<td>$</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

- **Private Equity Funds** - This category includes investments in several limited partnership funds that invest in equity securities and debt of private companies.
**Table 4. Component Unit Investments**

<table>
<thead>
<tr>
<th>Investments by Fair Value Level</th>
<th>Total</th>
<th>Quoted Prices in Active Markets for Identical Assets (Level 1)</th>
<th>Significant Other Observable Inputs (Level 2)</th>
<th>Significant Unobservable Inputs (Level 3)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>External Investment Pool:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>State Treasury Special Purpose Investment Account</td>
<td>$213,568,985</td>
<td>$213,568,985</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Certificates of Deposit</td>
<td>603,447</td>
<td>603,447</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commercial Paper</td>
<td>5,143,417</td>
<td>5,143,417</td>
<td></td>
<td></td>
</tr>
<tr>
<td>US Guaranteed Obligations</td>
<td>4,147,676</td>
<td>2,280,240</td>
<td>1,867,436</td>
<td></td>
</tr>
<tr>
<td>Federal Agency Obligations</td>
<td>4,940,685</td>
<td>-</td>
<td>4,940,685</td>
<td></td>
</tr>
<tr>
<td>Domestic Bonds and Notes</td>
<td>113,853,873</td>
<td>46,173,000</td>
<td>67,680,873</td>
<td></td>
</tr>
<tr>
<td>International Bonds and Notes</td>
<td>1,959,105</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Domestic Stock</td>
<td>1,287,587</td>
<td>1,287,587</td>
<td></td>
<td></td>
</tr>
<tr>
<td>International Stock</td>
<td>99,808</td>
<td>99,808</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bond Mutual Funds</td>
<td>146,729,420</td>
<td>103,252,894</td>
<td>43,476,526</td>
<td></td>
</tr>
<tr>
<td>Equity Mutual Funds</td>
<td>135,301,469</td>
<td>82,748,568</td>
<td>52,552,901</td>
<td></td>
</tr>
<tr>
<td>Other Investments</td>
<td>36,164,880</td>
<td>15,735,272</td>
<td>20,372,926</td>
<td>38,682</td>
</tr>
<tr>
<td>Private Equity Funds</td>
<td>15,890</td>
<td></td>
<td>15,890</td>
<td></td>
</tr>
<tr>
<td>Money Market Funds</td>
<td>9,400,482</td>
<td>9,400,482</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Investments by Fair Value Level</strong></td>
<td>$673,216,724</td>
<td>$266,742,715</td>
<td>$192,866,342</td>
<td>$213,607,667</td>
</tr>
<tr>
<td><strong>Investments Measured at the Net Asset Value (NAV)</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Domestic Equity</td>
<td>10,615</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>International Equity</td>
<td>53,602</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Hedge Funds</td>
<td>5,627,598</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Private Equity Funds</td>
<td>2,121,432,943</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Investments Measured at the NAV</strong></td>
<td>2,127,124,758</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Investments Measured at Fair Value</strong></td>
<td>2,800,341,482</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Other</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commercial Paper</td>
<td>6,431,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Money Market Funds</td>
<td>5,469,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Surrender Value of Life Insurance Policy</td>
<td>467,974</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Collateral on Deposit with Swap Counterparty</td>
<td>29,668,000</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Real Estate Investments</td>
<td>4,246,599</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other Investments</td>
<td>10,794,488</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Other Investments</strong></td>
<td>57,077,061</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Component Unit Investments</strong></td>
<td>$2,857,418,543</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Table 5. Component Unit Investments Measured at the NAV**

<table>
<thead>
<tr>
<th>Investments Measured at the NAV</th>
<th>Fair Value</th>
<th>Unfunded Commitments</th>
<th>Redemption Frequency (if Currently Eligible)</th>
<th>Redemption Notice Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Domestic Equity</td>
<td>$10,615</td>
<td>$</td>
<td>Illiquid</td>
<td>N/A</td>
</tr>
<tr>
<td>International Equity</td>
<td>53,602</td>
<td>-</td>
<td>Illiquid</td>
<td>N/A</td>
</tr>
<tr>
<td>Hedge Funds</td>
<td>5,627,598</td>
<td>-</td>
<td>Quarterly</td>
<td>45 Days</td>
</tr>
<tr>
<td>Private Equity Funds</td>
<td>2,121,432,943</td>
<td>207,546,892</td>
<td>Monthly</td>
<td>30-45 Days</td>
</tr>
<tr>
<td><strong>Total Component Unit Investments</strong></td>
<td><strong>$2,127,124,758</strong></td>
<td><strong>$207,546,892</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

- **Domestic equity** - This category includes equity interest in a publicly traded domestic company focused on next generation biopharmaceutical therapeutics.

- **International equity** - This category includes an investment in a foreign based publicly traded company focused on providing law enforcement with new tools and technology.

- **Hedge Funds** - This category includes an investment in a hedge fund in which the fund manager is authorized to invest in a broad spectrum of securities that include, but are not limited to the following: equity and debt securities, currency, commodities, foreign debt, options, futures, and swaps.

- **Private Equity Funds** - This category includes investments in several limited partnership funds that invest in equity securities and debt of private companies.
A. EXTERNAL INVESTMENT POOLS

The University and its discretely presented component units (see Note 1) reported investments at fair value totaling $881,138,515 and $213,568,985, respectively, at June 30, 2017, in the State Treasury Special Purpose Investment Account (SPIA) investment pool, representing ownership of a share of the pool, not the underlying securities. Pooled investments with the State Treasury are not registered with the Securities and Exchange Commission. Oversight of the pooled investments with the State Treasury is provided by the Treasury Investment Committee per Section 17.575, Florida Statutes. The authorized investment types are set forth in Section 17.57, Florida Statutes. The SPIA investment pool carried a credit rating of A+f by Standard & Poor’s and had an effective duration of 2.8 years and fair value factor of 0.9923 at June 30, 2017. Participants contribute to the SPIA investment pool on a dollar basis. These funds are commingled and a fair value of the pool is determined from the individual values of the securities. The fair value of the securities is summed and a total pool fair value is determined. A fair value factor is calculated by dividing the pool’s total fair value by the pool participant’s total cash balances. The fair value factor is the ratio used to determine the fair value of an individual participant’s pool balance. The University relies on policies developed by the State Treasury for managing interest rate risk or credit risk for this investment pool. Disclosures for the State Treasury investment pool are included in the notes to the financial statements of the State’s Comprehensive Annual Financial Report.

B. STATE BOARD OF ADMINISTRATION DEBT SERVICE ACCOUNTS

The University reported investments at fair value totaling $1,255,509 at June 30, 2017, in the State Board of Administration (SBA) Debt Service Accounts. These investments are used to make debt service payments on bonds issued by the State Board of Education for the benefit of the University. The University’s investments consist of United States Treasury securities, with maturity dates of six months or less and are reported at fair value. The University relies on policies developed by the SBA for managing interest rate risk and credit risk for these accounts. Disclosures for the Debt Service Accounts are included in the notes to the financial statements of the State’s Comprehensive Annual Financial Report.

C. OTHER INVESTMENTS

In addition to external investment pools, the University and its discretely presented component units invested in various debt and equity securities, money market funds, and mutual funds. For the University, the majority of the other investments are private equity funds managed by the University of Florida Investment Corporation (UFICO). For the University’s discretely presented component units, other investments are those reported primarily by the University of Florida Foundation, Inc., The University Athletic Association, Inc., Florida Clinical Practice Association, Inc., Shands Teaching Hospital and Clinics, Inc., Shands Jacksonville HealthCare, Inc., and the University of Florida Self-Insurance Program. The following risks apply to the University’s and its discretely presented component units’ investments other than external investment pools:

- **Interest Rate Risk** – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. Pursuant to Section 218.415(16), Florida Statutes, the University’s investments in securities must provide sufficient liquidity to pay obligations as they come due. Investments of the University’s component units (excluding those reporting under FASB standards) in debt securities, bonds and notes, and bond mutual funds, and their future maturities at June 30, 2017, are shown in Table 6.
Credit Risk – Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. Obligations of the United States Government or obligations explicitly guaranteed by the United States Government are not considered to have credit risk and do not require disclosure of credit quality. The private equity funds are unrated. At June 30, 2017, the University’s component units (excluding those reporting under FASB standards) had bonds and notes and bond mutual funds, with quality ratings by nationally recognized rating agencies (e.g., Moody’s Investors Service), as shown in Table 7.

Custodial Credit Risk – Custodial credit risk is the risk that in the event of the failure of the counterparty to a transaction, the University will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. Exposure to custodial credit risk relates to investment securities that are held by someone other than the University and are not registered in the University’s name. The University has no formal policy on custodial credit risk. The component units manage their custodial credit risk based on various investment policies, which may be obtained separately from the component units.

Concentration of Credit Risk – Concentration of credit risk is the risk of loss attributed to the magnitude of the University’s investments in a single issuer. The University has no formal policy on concentration of credit risk. The component units manage their concentration of credit risk based on various investment policies, which may be obtained separately from the component units.

4. Receivables

A. ACCOUNTS RECEIVABLE

Accounts receivable represent amounts for grant and contract reimbursements due from third parties, various sales and services provided to students and third parties, student tuition and fees, and interest accrued on investments and loans receivable. Accounts receivable, net of an allowance for uncollectible accounts, reported as of June 30, 2017, are summarized in Table 8.

<table>
<thead>
<tr>
<th>Description</th>
<th>Fair Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grants and Contracts</td>
<td>$66,343,726</td>
</tr>
<tr>
<td>Sales and Services of Auxiliary Enterprises</td>
<td>$4,878,933</td>
</tr>
<tr>
<td>Student Tuition and Fees</td>
<td>$8,017,771</td>
</tr>
<tr>
<td>Sales and Services of Educational Departments</td>
<td>$998,410</td>
</tr>
<tr>
<td>Interest</td>
<td>$1,685,659</td>
</tr>
<tr>
<td><strong>Total Accounts Receivable, Net</strong></td>
<td><strong>$81,924,499</strong></td>
</tr>
</tbody>
</table>

B. LOANS AND NOTES RECEIVABLE

Loans and notes receivable represent all amounts owed on promissory notes from debtors, including student loans made under the Federal Perkins Loan Program and other loan programs.

Table 6. Component Units Debt Investment Maturities

<table>
<thead>
<tr>
<th>Types of Investments</th>
<th>Investment Maturities (in years)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Fair Value</td>
</tr>
<tr>
<td>US Government and Federally-Guaranteed Obligations</td>
<td>$3,685,642</td>
</tr>
<tr>
<td>Federal Agency Obligations</td>
<td>$4,940,685</td>
</tr>
<tr>
<td>Bonds and Notes</td>
<td>$115,657,978</td>
</tr>
<tr>
<td>Bond Mutual Funds</td>
<td>$135,771,272</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$260,055,577</strong></td>
</tr>
</tbody>
</table>

Table 7. Component Units Debt Investments Quality Ratings

<table>
<thead>
<tr>
<th>Types of Investments</th>
<th>Fair Value</th>
<th>AAA/Aaa</th>
<th>AA/Aa</th>
<th>A/Ba</th>
<th>Less than A/Ba or Not Rated</th>
</tr>
</thead>
<tbody>
<tr>
<td>Federal Agency Obligations</td>
<td>$4,940,685</td>
<td>$2,112,940</td>
<td>$2,827,745</td>
<td>-</td>
<td>$101,203,766</td>
</tr>
<tr>
<td>Bonds and Notes</td>
<td>$115,657,978</td>
<td>$7,511,759</td>
<td>$1,908,753</td>
<td>$5,033,700</td>
<td></td>
</tr>
<tr>
<td>Money Market Funds</td>
<td>$14,869,482</td>
<td>$14,819,482</td>
<td>-</td>
<td>$50,000</td>
<td></td>
</tr>
<tr>
<td>Bond Mutual Funds</td>
<td>$135,771,272</td>
<td>$49,282,881</td>
<td>$51,621,574</td>
<td>$16,481,360</td>
<td>$18,385,457</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$271,239,417</strong></td>
<td><strong>$73,727,062</strong></td>
<td><strong>$56,358,072</strong></td>
<td><strong>$21,515,060</strong></td>
<td><strong>$119,639,223</strong></td>
</tr>
</tbody>
</table>
C. ALLOWANCES FOR UNCOLLECTIBLE RECEIVABLES

Allowances for uncollectible accounts and loans and notes receivable are reported based upon management’s best estimate as of fiscal year-end, considering type, age, collection history, and other factors considered appropriate. Accounts receivable for student tuition and fees, various sales and services provided to students and third parties, and interest are reported net of an allowance of $8,372,433, which is 35% of total related accounts receivable. Loans and notes receivable are reported net of an allowance of $4,091,032, which is 9.2% of total related loans and notes receivable. No allowance has been accrued for grants and contracts receivable. University management considers these to be fully collectible.

5. Due From State

This amount consists of $76,101,652 of Public Education Capital Outlay and Capital Improvement Fee Trust Fund allocations due from the State to the University for construction of University facilities.

<table>
<thead>
<tr>
<th>Table 9. Capital Assets</th>
</tr>
</thead>
<tbody>
<tr>
<td>Description</td>
</tr>
<tr>
<td>Nondepreciable Capital Assets:</td>
</tr>
<tr>
<td>Land</td>
</tr>
<tr>
<td>Construction in Progress</td>
</tr>
<tr>
<td>Works of Art and Historical Treasures</td>
</tr>
<tr>
<td>Total Nondepreciable Capital Assets</td>
</tr>
<tr>
<td>Depreciable Capital Assets:</td>
</tr>
<tr>
<td>Buildings</td>
</tr>
<tr>
<td>Infrastructure and Other Improvements</td>
</tr>
<tr>
<td>Furniture and Equipment</td>
</tr>
<tr>
<td>Library Resources</td>
</tr>
<tr>
<td>Property Under Capital Lease and Leasehold Improvements</td>
</tr>
<tr>
<td>Computer Software</td>
</tr>
<tr>
<td>Other Capital Assets</td>
</tr>
<tr>
<td>Total Depreciable Capital Assets</td>
</tr>
<tr>
<td>Less Accumulated Depreciation:</td>
</tr>
<tr>
<td>Buildings</td>
</tr>
<tr>
<td>Infrastructure and Other Improvements</td>
</tr>
<tr>
<td>Furniture and Equipment</td>
</tr>
<tr>
<td>Library Resources</td>
</tr>
<tr>
<td>Property Under Capital Lease and Leasehold Improvements</td>
</tr>
<tr>
<td>Computer Software</td>
</tr>
<tr>
<td>Other Capital Assets</td>
</tr>
<tr>
<td>Total Accumulated Depreciation</td>
</tr>
<tr>
<td>Total Depreciable Capital Assets, Net</td>
</tr>
<tr>
<td>Total Capital Assets, Net</td>
</tr>
</tbody>
</table>
8. Museum and Art Collections

The Florida Museum of Natural History, which is the official state-sponsored and chartered natural history museum and part of the University, maintains a depository of biological, paleontological, archaeological, and ethnographic materials. The Museum’s collections contain over 40 million specimens and objects, more than half of which are catalogued, either individually or in lots. While many of the collections are undoubtedly quite valuable and irreplaceable, the University has not placed a dollar value on these items and, accordingly, the financial statements do not include these assets.

The Samuel P. Harn Museum of Art, which is also part of the University, maintains a collection of over 11,000 works of art. In accordance with professional practice among the nation’s art museums, and in compliance with museum accreditation standards, the University does not place a dollar value on these items.

9. Deferred Outflows/Inflows of Resources

Certain changes in the University’s proportionate share of the net pension liabilities of the cost-sharing multiple-employer Florida Retirement System and Health Insurance Subsidy defined benefit plans are reported as deferred outflows and inflows of pension resources. These include changes in actuarial assumptions and other inputs used to measure the pension liabilities, differences between actual and expected experience in the measurement of the liabilities, the net difference between projected and actual earnings on pension plan investments as well as changes in the University’s proportion of the collective net pension liabilities since the prior measurement date, and changes between the University’s contributions and its proportionate share of contributions. In addition, University contributions to the pension plan subsequent to the measurement date for the collective net pension liabilities are reported as deferred outflows. Total deferred outflows of pension resources were $269,061,720 and deferred inflows of pension resources were $7,329,620 for the year ended June 30, 2017. Note 13 includes a complete discussion of the University’s defined benefit pension plans.

10. Unearned Revenue

Unearned Revenue includes amounts received prior to the end of the fiscal year but related to subsequent accounting periods. Unearned Revenue as of June 30, 2017, is summarized in Table 10.

<table>
<thead>
<tr>
<th>Description</th>
<th>$</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grants and Contracts</td>
<td>42,641,151</td>
</tr>
<tr>
<td>Auxiliary Enterprises</td>
<td>14,908,322</td>
</tr>
<tr>
<td>Student Tuition and Fees</td>
<td>6,264,860</td>
</tr>
<tr>
<td><strong>Total Unearned Revenue</strong></td>
<td><strong>$ 63,814,333</strong></td>
</tr>
</tbody>
</table>

11. Long-Term Liabilities

Long-term liabilities of the University at June 30, 2017, include capital improvement debt payable, loans and notes payable, installment purchase agreements payable, capital leases payable, compensated absences payable, other postemployment benefits payable, net pension liability, and other noncurrent liabilities. Long-term liability activity for the fiscal year ended June 30, 2017, is presented in Table 11.

<table>
<thead>
<tr>
<th>Description</th>
<th>Beginning Balance</th>
<th>Additions</th>
<th>Reductions</th>
<th>Ending Balance</th>
<th>Current Portion</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Capital Asset-Related Debt:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Capital Improvement Debt Payable</td>
<td>$ 158,102,692</td>
<td>$ 20,116,200</td>
<td>$ 30,858,682</td>
<td>$ 147,360,210</td>
<td>$ 8,917,000</td>
</tr>
<tr>
<td>Loans and Notes Payable</td>
<td>10,664,597</td>
<td>-</td>
<td>551,318</td>
<td>10,113,279</td>
<td>572,131</td>
</tr>
<tr>
<td>Installment Purchase Agreements Payable</td>
<td>4,424,016</td>
<td>691,789</td>
<td>1,987,094</td>
<td>3,128,711</td>
<td>1,509,480</td>
</tr>
<tr>
<td>Capital Leases Payable</td>
<td>2,663,968</td>
<td>-</td>
<td>155,341</td>
<td>2,508,627</td>
<td>165,360</td>
</tr>
<tr>
<td><strong>Total Capital Asset-Related Debt</strong></td>
<td>175,855,273</td>
<td>20,807,989</td>
<td>33,552,435</td>
<td>163,110,827</td>
<td>11,163,971</td>
</tr>
<tr>
<td><strong>Other Long-Term Liabilities:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensated Absences Payable</td>
<td>117,310,651</td>
<td>14,900,311</td>
<td>13,544,855</td>
<td>118,666,107</td>
<td>13,469,483</td>
</tr>
<tr>
<td>Other Postemployment Benefits Payable</td>
<td>267,706,000</td>
<td>63,463,000</td>
<td>14,295,000</td>
<td>316,874,000</td>
<td>-</td>
</tr>
<tr>
<td>Net Pension Liability</td>
<td>353,745,495</td>
<td>359,395,020</td>
<td>148,095,790</td>
<td>565,044,725</td>
<td>5,281,910</td>
</tr>
<tr>
<td>Other Noncurrent Liabilities</td>
<td>17,954,041</td>
<td>-</td>
<td>165,778</td>
<td>17,788,263</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Long-Term Liabilities</strong></td>
<td><strong>$ 932,571,460</strong></td>
<td><strong>$ 458,566,320</strong></td>
<td><strong>$ 209,653,858</strong></td>
<td><strong>$ 1,181,483,922</strong></td>
<td><strong>$ 29,915,364</strong></td>
</tr>
</tbody>
</table>
A. CAPITAL IMPROVEMENT DEBT PAYABLE

Capital improvement debt is issued to construct student housing facilities, parking garages, and various other University facilities. The outstanding debt for student housing and parking garages is secured by a pledge of a portion of housing rental revenues and parking fees. The outstanding debt for the Clinical Translational Research Building is secured by a pledge of a portion of indirect cost revenues received by the College of Medicine. Pledged revenues are equal to the remaining debt service requirements to maturity for the capital improvement debt.

On January 6, 2017, the Florida Board of Governors, on behalf of the University, issued $19,390,000 of University of Florida Dormitory Revenue Refunding Bonds, Series 2016A, with interest rates ranging from 3.000% to 5.000% to advance refund the $20,705,000 principal amount of the University of Florida Housing Revenue Bonds, Series 2005A, maturing on or before June 30, 2030, with interest rates from 4.500% to 5.125%. The refunding bonds were used to purchase securities, which were placed in an irrevocable trust with an escrow agent to provide for all future debt service payments on the defeased bonds. The trust assets and the liability for the defeased bonds are not included in the University’s Statement of Net Position. As a result of the refunding, the University reduced its debt service requirement by $3,209,386 over the remaining life of the Series 2005A Bonds and obtained an economic gain (difference between the present value of the debt service payments on the old and new debt) of $2,609,657 as of the Series 2016A issuance date.

A summary of the University’s capital improvement debt payable at June 30, 2017, is presented in Table 12.

Annual requirements to amortize all capital improvement debt outstanding as of June 30, 2017, are presented in Table 13.

<table>
<thead>
<tr>
<th>Type and Series</th>
<th>Amount of Original Issue</th>
<th>Amount Outstanding</th>
<th>Interest Rates</th>
<th>Maturity Date</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Principal</td>
<td>Interest</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Student Housing Auxiliary Debt:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2011A Housing</td>
<td>$16,350,000</td>
<td>$8,875,000</td>
<td>$1,775,106</td>
<td>3.000 to 4.000%</td>
</tr>
<tr>
<td>2012A Housing</td>
<td>26,500,000</td>
<td>21,275,000</td>
<td>5,813,144</td>
<td>3.000 to 4.000%</td>
</tr>
<tr>
<td>2013A Housing</td>
<td>24,805,000</td>
<td>21,230,000</td>
<td>7,122,119</td>
<td>3.000 to 5.000%</td>
</tr>
<tr>
<td>2016A Housing</td>
<td>19,390,000</td>
<td>18,375,000</td>
<td>5,677,800</td>
<td>3.000 to 5.000%</td>
</tr>
<tr>
<td>Total Student Housing Debt</td>
<td>87,045,000</td>
<td>69,755,000</td>
<td>20,388,169</td>
<td></td>
</tr>
<tr>
<td>Parking Garage Auxiliary Debt:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2007A Parking Garage</td>
<td>20,770,000</td>
<td>13,375,000</td>
<td>3,341,229</td>
<td>3.750 to 4.375%</td>
</tr>
<tr>
<td>Total Parking Garage Debt</td>
<td>20,770,000</td>
<td>13,375,000</td>
<td>3,341,229</td>
<td></td>
</tr>
<tr>
<td>Other University of Florida Revenue Bonds:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2011 Clinical Translational Research Building</td>
<td>29,838,000</td>
<td>22,933,000</td>
<td>7,482,594</td>
<td>4.433%</td>
</tr>
<tr>
<td>2013 Student Activity</td>
<td>41,540,000</td>
<td>36,265,000</td>
<td>15,463,488</td>
<td>4.000 to 5.000%</td>
</tr>
<tr>
<td>Total Other University of Florida Revenue Bonds</td>
<td>71,378,000</td>
<td>59,198,000</td>
<td>22,946,082</td>
<td></td>
</tr>
<tr>
<td>Plus: Unamortized Premiums</td>
<td>-</td>
<td>6,264,187</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Less: Unamortized Discounts</td>
<td>-</td>
<td>(131,146)</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Less: Unamortized Refunding Losses</td>
<td>-</td>
<td>(1,100,831)</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Total Capital Improvement Debt</td>
<td>$179,193,000</td>
<td>$147,360,210</td>
<td>$46,675,480</td>
<td></td>
</tr>
</tbody>
</table>
B. LOANS AND NOTES PAYABLE

On August 30, 2013, the University borrowed $6,472,538 at an interest rate of 2.33% to finance the cost of energy savings contracts and renovation of the J. Wayne Reitz Union. The principal and interest cost is expected to be met by cost savings of the newer system. The note matures on August 31, 2029, and principal and interest payments are made annually. On June 17, 2013, the University borrowed $5,000,000 at an interest rate of 3.58% for a similar renovation at Willard M. Fifield Hall. The note matures on November 1, 2033, and principal and interest payments are made annually. Annual requirements to amortize the two outstanding notes as of June 30, 2017, are presented in Table 14.

C. INSTALLMENT PURCHASE AGREEMENTS PAYABLE

The University has entered into several installment purchase agreements for the purchase of equipment with original cost bases totaling $7,531,743. The stated interest rates ranged from 0.00% to 5.62%. Future minimum payments remaining under installment purchase agreements as of June 30, 2017, are presented in Table 15.

D. CAPITAL LEASES PAYABLE

The University entered into a lease agreement with the University of Florida Foundation, Inc. (the Foundation), a direct-support organization (component unit) of the University. Under the terms of the agreement, the University agreed to lease from the Foundation a 607-space parking garage located near the Health Science Center Administrative Offices for a period of thirty years beginning July 1, 1994. Lease payments of $100,000 annually are due each July 1. Lease payments from the University to the Foundation were based on an original construction cost of $3,000,000 and no interest. For reporting purposes, the lease is considered a capital lease under GASB Statement No. 62, Codification of Accounting and Financial Reporting Guidance Contained in Pre-November 30, 1989 FASB and AICPA Pronouncements. The initial obligation was discounted at an imputed interest rate of 6.45% and was recorded at $1,382,470. The asset, which is included in the Property Under Capital Lease and Leasehold Improvements, was recorded at a cost of $3,000,000.

The University entered into a lease agreement with Shands. Under the terms of the agreement, the University agreed to lease from Shands an 800-space parking garage located near the Health Science Center Administrative Offices for a period of thirty years beginning March 1, 2000. Annual lease

---

### Table 13. Capital Improvement Debt Payable - Principal & Interest

<table>
<thead>
<tr>
<th>Fiscal Year Ending June 30</th>
<th>Principal</th>
<th>Interest</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$8,917,000</td>
<td>$5,997,731</td>
<td>$14,914,731</td>
</tr>
<tr>
<td>2019</td>
<td>9,302,000</td>
<td>5,593,825</td>
<td>14,895,825</td>
</tr>
<tr>
<td>2020</td>
<td>8,802,000</td>
<td>5,166,970</td>
<td>13,988,970</td>
</tr>
<tr>
<td>2021</td>
<td>9,202,000</td>
<td>4,788,174</td>
<td>13,990,174</td>
</tr>
<tr>
<td>2022</td>
<td>9,619,000</td>
<td>4,368,670</td>
<td>13,987,670</td>
</tr>
<tr>
<td>2023-2027</td>
<td>51,102,000</td>
<td>15,348,200</td>
<td>66,450,200</td>
</tr>
<tr>
<td>2028-2032</td>
<td>40,849,000</td>
<td>5,193,254</td>
<td>46,042,254</td>
</tr>
<tr>
<td>2033</td>
<td>4,535,000</td>
<td>198,656</td>
<td>4,733,656</td>
</tr>
<tr>
<td>Total Principal &amp; Interest</td>
<td>$142,328,000</td>
<td>$46,675,480</td>
<td>$189,003,480</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Principal</th>
<th>Interest</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Plus: Unamortized Premiums</td>
<td>6,264,187</td>
<td>-</td>
<td>6,264,187</td>
</tr>
<tr>
<td>Less: Unamortized Discounts</td>
<td>(131,146)</td>
<td>-</td>
<td>(131,146)</td>
</tr>
<tr>
<td>Less: Unamortized Refunding Losses</td>
<td>(1,100,831)</td>
<td>-</td>
<td>(1,100,831)</td>
</tr>
<tr>
<td>Total</td>
<td>$147,360,210</td>
<td>$46,675,480</td>
<td>$194,035,690</td>
</tr>
</tbody>
</table>

### Table 15. Installment Purchase Agreements Payable - Principal & Interest

<table>
<thead>
<tr>
<th>Fiscal Year Ending June 30</th>
<th>Principal</th>
<th>Interest</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$1,509,480</td>
<td>$46,708</td>
<td>$1,556,188</td>
</tr>
<tr>
<td>2019</td>
<td>1,117,563</td>
<td>18,098</td>
<td>1,135,661</td>
</tr>
<tr>
<td>2020</td>
<td>454,068</td>
<td>3,418</td>
<td>457,486</td>
</tr>
<tr>
<td>2021</td>
<td>47,600</td>
<td>-</td>
<td>47,600</td>
</tr>
<tr>
<td>Total Minimum Payments</td>
<td>$3,128,711</td>
<td>$68,224</td>
<td>$3,196,935</td>
</tr>
</tbody>
</table>

### Table 14. Loans and Notes Payable - Principal & Interest

<table>
<thead>
<tr>
<th>Fiscal Year Ending June 30</th>
<th>Principal</th>
<th>Interest</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$572,131</td>
<td>$288,406</td>
<td>$860,539</td>
</tr>
<tr>
<td>2019</td>
<td>597,825</td>
<td>272,820</td>
<td>870,645</td>
</tr>
<tr>
<td>2020</td>
<td>569,277</td>
<td>256,427</td>
<td>825,704</td>
</tr>
<tr>
<td>2021</td>
<td>593,591</td>
<td>241,174</td>
<td>834,765</td>
</tr>
<tr>
<td>2022</td>
<td>618,927</td>
<td>225,171</td>
<td>844,098</td>
</tr>
<tr>
<td>2023-2027</td>
<td>3,513,457</td>
<td>857,120</td>
<td>4,370,577</td>
</tr>
<tr>
<td>2028-2032</td>
<td>2,794,041</td>
<td>371,882</td>
<td>3,165,923</td>
</tr>
<tr>
<td>2033-2034</td>
<td>854,030</td>
<td>46,364</td>
<td>900,394</td>
</tr>
<tr>
<td>Total</td>
<td>$10,113,279</td>
<td>$2,559,366</td>
<td>$12,672,645</td>
</tr>
</tbody>
</table>
Funding Policy - The University follows GASB Statement No. 45, Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions, for certain postemployment healthcare benefits administered by the State Group Health Insurance Program.

- **Plan Description** - Pursuant to the provisions of Section 112.0801, Florida Statutes, all employees who retire from the University are eligible to participate in the State Group Health Insurance Program, an agent multiple-employer, defined benefit plan (Plan). The University subsidizes the premium rates paid by retirees by allowing them to participate in the Plan at reduced or blended group (implicitly subsidized) premium rates for both active and retired employees. These rates provide an implicit subsidy for retirees because, on an actuarial basis, their current and future claims are expected to result in higher costs to the Plan, on average, than those of active employees. Retirees are required to enroll in the Federal Medicare program for their primary coverage as soon as they are eligible. A stand-alone report is not issued and the Plan information is not included in the report of a public employee retirement system or another entity.

- **Funding Policy** - Plan benefits are pursuant to provisions of Section 112.0801, Florida Statutes, and contributions can be amended by the Florida Legislature. The State has not advance-funded Other Postemployment Benefit (OPEB) costs or the net OPEB obligation. Premiums necessary for funding the Plan each year on a pay-as-you-go basis are established by the Governor’s recommended budget and the General Appropriations Act. For the 2016-17 fiscal year, 2,722 retirees received postemployment healthcare benefits. The University provided required contributions of $14,295,000 toward the annual OPEB cost, comprised of benefit payments made on behalf of retirees for claims expenses (net of reinsurance), administrative expenses, and reinsurance premiums. Retiree contributions totaled $18,840,000, which represents 1.7% of covered payroll.

- **Annual OPEB Cost and Net OPEB Obligation** - The University’s annual OPEB cost (expense) is calculated based on the annual required contribution (ARC), an amount actuarially determined in accordance with the parameters
of GASB Statement No. 45. The ARC represents a level of funding that if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities over a period not to exceed 30 years. Table 18 shows the University’s annual OPEB cost for the fiscal year, the amount actually contributed to the Plan, and the changes in the University’s net OPEB obligation.

### Table 18. Annual OPEB Cost and Net OPEB Obligation

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Normal Cost (service cost for one year)</td>
<td>$30,493,000</td>
</tr>
<tr>
<td>Amortization of Unfunded Actuarial Accrued Liability</td>
<td>$29,744,000</td>
</tr>
<tr>
<td>Interest on Normal Cost and Amortization</td>
<td>$2,410,000</td>
</tr>
<tr>
<td><strong>Annual Required Contribution</strong></td>
<td>$62,647,000</td>
</tr>
<tr>
<td>Interest on Net OPEB Obligation</td>
<td>$10,708,000</td>
</tr>
<tr>
<td>Adjustment to Annual Required Contribution</td>
<td>$(9,892,000)</td>
</tr>
<tr>
<td><strong>Annual OPEB Cost (Expense)</strong></td>
<td>$63,463,000</td>
</tr>
<tr>
<td>Contribution Toward the OPEB Cost</td>
<td>$(14,295,000)</td>
</tr>
<tr>
<td>Increase in Net OPEB Obligation</td>
<td>$49,168,000</td>
</tr>
<tr>
<td>Net OPEB Obligation, Beginning of Year</td>
<td>$267,706,000</td>
</tr>
<tr>
<td><strong>Net OPEB Obligation, End of Year</strong></td>
<td>$316,874,000</td>
</tr>
</tbody>
</table>

The University’s annual OPEB cost, the percentage of annual OPEB cost contributed to the Plan, and the net OPEB obligation as of June 30, 2017, and for the two preceding fiscal years, are presented in Table 19.

### Table 19. Annual OPEB Cost, Percentage Contributed, and Net Obligation

<table>
<thead>
<tr>
<th>Fiscal Year</th>
<th>Annual OPEB Cost</th>
<th>Percentage of Annual OPEB Cost Contributed</th>
<th>Net OPEB Obligation</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014-15</td>
<td>$43,657,000</td>
<td>15.6%</td>
<td>$217,539,000</td>
</tr>
<tr>
<td>2015-16</td>
<td>$62,582,000</td>
<td>19.8%</td>
<td>$267,706,000</td>
</tr>
<tr>
<td>2016-17</td>
<td>$63,463,000</td>
<td>22.5%</td>
<td>$316,874,000</td>
</tr>
</tbody>
</table>

### Funded Status and Funding Progress

- As of July 1, 2016, the interim actuarial valuation date, the actuarial accrued liability for benefits was $805,011,000 and the actuarial value of assets was $905,011,000 and a funded ratio of 0%. The covered payroll (annual payroll of active participating employees) was $1,103,905,001 for the 2016-17 fiscal year, and the ratio of the unfunded actuarial accrued liability to the covered payroll was 72.9%.

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment and termination, mortality, and healthcare cost trends. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The Schedule of Funding Progress, presented as required supplementary information following the Notes to the Financial Statements, presents multiyear trend information that shows whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

### Actuarial Methods and Assumptions

- Projections of benefits for financial reporting purposes are based on the substantive Plan provisions, as understood by the employer and participating members, and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and participating members. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

The University’s interim OPEB actuarial valuation as of July 1, 2016, used the entry-age cost actuarial method to estimate the actuarial accrued liability as of June 30, 2017, and the University’s estimated 2016-17 fiscal year annual required contribution. This method was selected because it is the same method used for the valuation of the Florida Retirement System. Because the OPEB liability is currently unfunded, the actuarial assumptions included a 4.00% rate of return on invested assets. The actuarial assumptions also included a payroll growth rate of 3.25% per year and an inflation rate of 3.00%. Healthcare trend rates were 7.50%, 8.80%, and 9.70% for the first three years, respectively, for all retirees in the Preferred Provider Organization (PPO) Plan and were 5.70%, 7.00%, and 7.80% for the first three years for all retirees in the Health Maintenance Organization (HMO) Plan. The PPO and HMO healthcare trend rates both grade down to an ultimate rate of 3.90% over 60 years. The unfunded actuarial accrued liability is being amortized over 30 years using the level rate of 3.90% over 60 years. The unfunded actuarial accrued liability is being amortized over 30 years using the level rate of 3.90% over 60 years.

### 12. Interdepartmental Auxiliary Sales

Interdepartmental sales between auxiliary service departments and other institutional departments have been eliminated from expenses and revenues for reporting purposes. The interdepartmental transactions eliminated in the financial statement preparation totaled $128,917,478 for the fiscal year ended June 30, 2017.
13. Retirement Plans

A. DEFINED BENEFIT PENSION PLANS

The University follows GASB Statement No. 68, Accounting and Financial Reporting for Pensions, for reporting the employer’s proportionate share of the net pension liabilities for the FRS and HIS defined benefit plans.

General information about the Florida Retirement System and Health Insurance Subsidy Program

The Florida Retirement System (FRS) was created in Chapter 121, Florida Statutes. The FRS was created to provide a defined benefit pension plan for participating public employees. The FRS was amended in 1998 to add the Deferred Retirement Option Plan under the defined benefit plan and amended in 2000 to provide a defined contribution plan alternative to the defined benefit plan for FRS members effective July 1, 2002. This integrated defined contribution pension plan is the FRS Investment Plan. Chapter 112, Florida Statutes, established the Retiree Health Insurance Subsidy (HIS) Program, a cost-sharing multiple-employer defined benefit pension plan to assist retired members of any State-administered retirement system in paying the costs of health insurance. Chapter 121, Florida Statutes, also provides for nonintegrated, optional retirement programs in lieu of the FRS to certain members of the Senior Management Service Class (SMSC) employed by the State as well as faculty and specified employees in the State university system.

Essentially all regular employees of the University are eligible to enroll as members of the State-administered FRS. Provisions relating to the FRS are established by Chapters 121 and 122, Florida Statutes; Chapter 112, Part IV, Florida Statutes; Chapter 238, Florida Statutes; and Florida Retirement System Rules, Chapter 60S, Florida Administrative Code; wherein eligibility, contributions, and benefits are defined and described in detail. Such provisions may be amended at any time by further action from the Florida Legislature. The FRS is a single retirement system administered by the Department of Management Services, Division of Retirement, and consists of two cost-sharing, multiple-employer defined benefit plans, and other nonintegrated programs. A comprehensive annual financial report of the FRS, which includes its financial statements, required supplementary information, actuarial report, and other relevant information, is available from the Florida Department of Management Services’ website (www.dms.myflorida.com).

The University’s pension expense totaled $84,273,835 for the 2016-17 fiscal year for both the FRS Pension Plan and HIS Program.

1. Florida Retirement System Defined Benefit Pension Plan

- **Plan Description** – The FRS Pension Plan (Plan) is a cost-sharing multiple-employer defined benefit pension plan, with a Deferred Retirement Option Program (DROP) for eligible employees. The general classes of membership are as follows:
  - Regular Class – Members of the FRS who do not qualify for membership in the other classes.
  - Senior Management Service Class (SMSC) – Members in senior management level positions.
  - Special Risk Class – Members who are employed as law enforcement officers and meet the criteria to qualify for this class.

Employees enrolled in the Plan prior to July 1, 2011, vest at six years of creditable service, and employees enrolled in the Plan on or after July 1, 2011, vest at eight years of creditable service. All vested members enrolled prior to July 1, 2011, are eligible for normal retirement benefits at age 62, or at any age after 30 years of service, except for members classified as special risk who are eligible for normal retirement benefits at age 55, or at any age after 25 years of service. All vested members enrolled in the Plan on or after July 1, 2011, are eligible for normal retirement benefits at age 65, or any time after 33 years of creditable service, except for members classified as special risk who are eligible for normal retirement benefits at age 60, or at any age after 30 years of service. Employees enrolled in the Plan may include up to four years of military service toward creditable service. The Plan also includes an early retirement provision; however, there is a benefit reduction for each year a member retires before his or her normal retirement date. The Plan provides retirement, disability, death benefits, and annual cost-of-living adjustments to eligible participants.

DROP, subject to provisions of Section 121.091, Florida Statutes, permits employees eligible for normal retirement under the Plan to defer receipt of monthly benefit payments while continuing employment with an FRS-participating employer. An employee may participate in DROP for a period not to exceed 60 months after electing to participate. During the period of DROP participation, deferred monthly benefits are held in the FRS Trust Fund and accrue interest. The net pension liability does not include amounts for DROP participants, as these members are considered retired and are not accruing additional pension benefits.

- **Benefits Provided** – Benefits under the Plan are computed on the basis of age, and/or years of service, average final compensation, and service credit. Credit for each year of service is expressed as a percentage of the average final compensation. For members initially enrolled before July 1, 2011, the average final compensation is the average of the five highest fiscal years’ earnings; for members initially enrolled on or after July 1, 2011, the average final compensation is the average of the eight highest fiscal years’ earnings. The total percentage value of the benefit received is determined by calculating the total value of all service, which is based on retirement plan and/or the
class to which the member belonged when the service credit was earned. Members are eligible for in-line-of-duty or regular disability and survivors benefits. Table 20 shows the percentage value for each year of service credit earned.

As provided in Section 121.101, Florida Statutes, if the member was initially enrolled in the FRS before July 1, 2011, and all service credit was accrued before July 1, 2011, the annual cost-of-living adjustment is 3.00% per year. If the member was initially enrolled before July 1, 2011, and has service credit on or after July 1, 2011, there is an individually calculated cost-of-living adjustment. The annual cost-of-living adjustment is a proportion of 3.00%, determined by dividing the sum of the pre-July 2011 service credit by the total service credit at retirement, multiplied by 3.00%. Plan members initially enrolled on or after July 1, 2011, will not have a cost-of-living adjustment after retirement.

Table 20. Percentage Value of Service Credit Earned per Year

<table>
<thead>
<tr>
<th>Class</th>
<th>Percent of Gross Salary</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Regular Class members initially enrolled before July 1, 2011</strong></td>
<td></td>
</tr>
<tr>
<td>Retirement up to age 62 or up to 30 years of service</td>
<td>1.60%</td>
</tr>
<tr>
<td>Retirement at age 63 or with 31 years of service</td>
<td>1.63%</td>
</tr>
<tr>
<td>Retirement at age 64 or with 32 years of service</td>
<td>1.65%</td>
</tr>
<tr>
<td>Retirement at age 65 or with 33 or more years of service</td>
<td>1.68%</td>
</tr>
<tr>
<td><strong>Regular Class members initially enrolled on or after July 1, 2011</strong></td>
<td></td>
</tr>
<tr>
<td>Retirement up to age 65 or up to 33 years of service</td>
<td>1.60%</td>
</tr>
<tr>
<td>Retirement at age 66 or with 34 years of service</td>
<td>1.63%</td>
</tr>
<tr>
<td>Retirement at age 67 or with 35 years of service</td>
<td>1.65%</td>
</tr>
<tr>
<td>Retirement at age 68 or with 36 or more years of service</td>
<td>1.68%</td>
</tr>
<tr>
<td><strong>Senior Management Service Class</strong></td>
<td>2.00%</td>
</tr>
<tr>
<td><strong>Special Risk Regular</strong></td>
<td>3.00%</td>
</tr>
</tbody>
</table>

Pension Liabilities, Pension Expense, Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions – At June 30, 2017, the University reported a liability of $393,639,963 for its proportionate share of the net pension liability. The net pension liability was measured as of June 30, 2016, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2016. The University’s proportionate share of the net pension liability was based on the University’s 2015-16 fiscal year contributions relative to the total 2015-16 fiscal year contributions of all participating members. At June 30, 2016, the University’s proportionate share was 1.56%, which was a decrease of 0.03 from its proportionate share of 1.59% measured as of June 30, 2015.

For the year ended June 30, 2017, the University recognized pension expense of $68,892,680. At June 30, 2017, the University reported deferred outflows of resources and deferred inflows of resources related to pensions as presented in Table 22.
The deferred outflows of resources related to pensions totaling $39,948,341, resulting from University contributions subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ending June 30, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as shown in Table 23.

### Table 23. Recognition of Deferred Outflows and Inflows Related to Pensions - FRS

<table>
<thead>
<tr>
<th>Fiscal Year Ending June 30</th>
<th>Deferred Outflows of Resources</th>
<th>Deferred Inflows of Resources</th>
<th>Recognition Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$30,140,103</td>
<td>$3,665,054</td>
<td>6.4 years</td>
</tr>
<tr>
<td>2019</td>
<td>23,814,040</td>
<td>-</td>
<td>6.4 years</td>
</tr>
<tr>
<td>2020</td>
<td>101,751,132</td>
<td>-</td>
<td>5.0 years</td>
</tr>
<tr>
<td>2021</td>
<td>32,956,432</td>
<td>3,274,169</td>
<td>6.4 years</td>
</tr>
<tr>
<td>2022</td>
<td>39,948,341</td>
<td>-</td>
<td>1.0 year</td>
</tr>
<tr>
<td>Thereafter</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>$228,610,048</td>
<td>$6,939,223</td>
<td></td>
</tr>
</tbody>
</table>

The long-term expected rate of return on Plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy’s description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of long-term expected rates of arithmetic return for each major asset class are summarized in Table 25.

### Table 25. Target Allocation and Expected Rate of Return

<table>
<thead>
<tr>
<th>Asset Class</th>
<th>Target Allocation</th>
<th>Long-Term Expected Rate of Return</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>1.00%</td>
<td>3.00%</td>
</tr>
<tr>
<td>Fixed Income</td>
<td>18.00%</td>
<td>4.70%</td>
</tr>
<tr>
<td>Global Equity</td>
<td>53.00%</td>
<td>8.10%</td>
</tr>
<tr>
<td>Real Estate (Property)</td>
<td>10.00%</td>
<td>6.40%</td>
</tr>
<tr>
<td>Private Equity</td>
<td>6.00%</td>
<td>11.50%</td>
</tr>
<tr>
<td>Strategic Investments</td>
<td>12.00%</td>
<td>6.10%</td>
</tr>
<tr>
<td>Total</td>
<td>100.00%</td>
<td></td>
</tr>
</tbody>
</table>

- **Actuarial Assumptions** – The total pension liability in the July 1, 2016, actuarial valuation was determined using the following actuarial assumptions applied to all periods included in the measurement, as presented in Table 24.

### Table 24. Actuarial Assumptions - FRS

<table>
<thead>
<tr>
<th>Description</th>
<th>Assumption</th>
</tr>
</thead>
<tbody>
<tr>
<td>Inflation</td>
<td>2.60%</td>
</tr>
<tr>
<td>Salary Increases</td>
<td>3.25%</td>
</tr>
<tr>
<td>Investment Rate of Return</td>
<td>7.60% net of pension Plan investment expense, including inflation</td>
</tr>
</tbody>
</table>

Mortality rates were based on the Generational RP-2000 with Projection Scale BB.

The actual assumptions used in the July 1, 2016, valuation were based on the results of an actuarial experience study for the period July 1, 2008, through June 30, 2013.

- **Discount Rate** – The discount rate used to measure the total pension liability was 7.60%. The Plan’s fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return.

- **Sensitivity of the University’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate** – Table 26 presents the University’s proportionate share of the net pension liability calculated using the discount rate of 7.60%, as well as what the University’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower (6.60%) or 1 percentage point higher (8.60%) than the current rate.
Table 26. Sensitivity to Changes in Discount Rate - FRS

<table>
<thead>
<tr>
<th>Current Discount Rate</th>
<th>1% Decrease</th>
<th>1% Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>University's Proportionate Share of the Net Pension Liability</td>
<td>$24,717,823</td>
<td>$393,639,963</td>
</tr>
</tbody>
</table>

**Pension Plan Fiduciary Net Position**—Detailed information about the Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Comprehensive Annual Financial Report.

**2. Health Insurance Subsidy Defined Benefit Pension Plan**

**Plan Description**—The HIS Pension Plan (HIS Plan) is a cost-sharing multiple-employer defined benefit pension plan established under Section 112.363, Florida Statutes. The benefit is a monthly payment to assist retirees of State-administered retirement systems in paying their health insurance costs and is administered by the Division of Retirement within the Florida Department of Management Services.

**Benefits Provided**—For the fiscal year ended June 30, 2017, eligible retirees and beneficiaries received a monthly HIS payment equal to the number of years of creditable service completed at the time of retirement, multiplied by $5. The payments are at least $30, but not more than $150 per month, pursuant to Section 112.363, Florida Statutes. To be eligible to receive a HIS Plan benefit, a retiree under a State-administered retirement system must provide proof of health insurance coverage, which can include Medicare.

**Contributions**—The HIS Plan is funded by required contributions from FRS participating employers, as set by the Florida Legislature. Employer contributions are a percentage of gross compensation for all active FRS members. For the fiscal year ended June 30, 2017, the contribution rate was 1.66% of payroll pursuant to Section 112.363, Florida Statutes. The University contributed 100% of its statutorily required contributions for the current and preceding three years. HIS Plan contributions are deposited in a separate trust fund from which HIS payments are authorized. HIS Plan benefits are not guaranteed and are subject to annual legislative appropriation. In the event the legislative appropriation or available funds fail to provide full subsidy benefits to all participants, benefits may be reduced or canceled. The University’s contributions to the HIS Plan totaled $7,783,620 for the fiscal year ended June 30, 2017.

For the fiscal year ended June 30, 2017, the University recognized pension expense of $15,381,155. In addition, the University reported deferred outflows of resources and deferred inflows of resources related to pensions as presented in Table 27.

Table 27. Deferred Outflows and Inflows Related to Pensions - HIS

<table>
<thead>
<tr>
<th>Description</th>
<th>Deferred Outflows of Resources</th>
<th>Deferred Inflows of Resources</th>
<th>Recognition Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Differences Between Expected and Actual Experience</td>
<td>$390,397</td>
<td>7.2 years</td>
<td></td>
</tr>
<tr>
<td>Change of Assumptions</td>
<td>26,897,765</td>
<td>-</td>
<td>7.2 years</td>
</tr>
<tr>
<td>Net Difference Between Projected and Actual Earnings on Plan Investments</td>
<td>86,666</td>
<td>-</td>
<td>5.0 years</td>
</tr>
<tr>
<td>Changes in Proportion and Difference Between University Contributions and Proportionate Share of Contributions</td>
<td>5,683,621</td>
<td>-</td>
<td>7.2 years</td>
</tr>
<tr>
<td>University Contributions Subsequent to the Measurement Date</td>
<td>7,783,620</td>
<td>-</td>
<td>1.0 year</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$40,451,672</strong></td>
<td><strong>$390,397</strong></td>
<td></td>
</tr>
</tbody>
</table>
The deferred outflows of resources related to pensions totaling $7,783,620, resulting from University contributions subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ending June 30, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as shown in Table 28.

### Table 28. Recognition of Deferred Outflows and Inflows Related to Pensions - HIS

<table>
<thead>
<tr>
<th>Fiscal Year Ending June 30</th>
<th>1% Decrease</th>
<th>Current Discount Rate</th>
<th>1% Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
<td>$5,901,736</td>
<td>5,901,736</td>
<td>$5,901,736</td>
</tr>
<tr>
<td>2019</td>
<td>5,901,736</td>
<td>5,885,233</td>
<td>5,885,233</td>
</tr>
<tr>
<td>2020</td>
<td>5,877,312</td>
<td>4,925,414</td>
<td>4,925,414</td>
</tr>
<tr>
<td>Thereafter</td>
<td>3,786,224</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>$32,277,655</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Actuarial Assumptions
- The total pension liability at July 1, 2016, determined by applying update procedures to the actuarial valuations at July 1, 2015, used the following actuarial assumptions, applied to all periods included in the measurement, as presented in Table 29.

### Table 29. Actuarial Assumptions - HIS

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Inflation</td>
<td>2.60%</td>
</tr>
<tr>
<td>Salary Increases</td>
<td>3.25% average, including inflation</td>
</tr>
<tr>
<td>Municipal Bond Rate</td>
<td>2.85%</td>
</tr>
</tbody>
</table>

Mortality rates were based on the Generational RP-2000 with Projected Scale BB.

While an experience study had not been completed for the HIS Plan, the actuarial assumptions that determined the total pension liability for the HIS Plan were based on certain results of the most recent experience study for the FRS Plan.

### Discount Rate
- The discount rate used to measure the total pension liability was 2.85%, which was a decrease of 0.95% from the prior measurement date. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate, and the single equivalent discount rate is equal to the municipal bond rate selected by the plan sponsor. The Bond Buyer General Obligation 20-Bond Municipal Bond Index was adopted as the applicable municipal bond index.

### Sensitivity of the University’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate
- Table 30 presents the University’s proportionate share of the net pension liability calculated using the discount rate of 2.85%, as well as what the University’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower (1.85%) or 1 percentage point higher (3.85%) than the current rate.

### Table 30. Sensitivity to Changes in Discount Rate - HIS

<table>
<thead>
<tr>
<th></th>
<th>Current Discount Rate</th>
<th>1% Decrease</th>
<th>1% Increase</th>
</tr>
</thead>
<tbody>
<tr>
<td>University’s Proportionate Share of the Net Pension Liability</td>
<td>$196,640,204</td>
<td>$171,404,762</td>
<td>$150,460,723</td>
</tr>
</tbody>
</table>

### Pension Plan Fiduciary Net Position
- Detailed information about the HIS Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Comprehensive Annual Financial Report.

## B. DEFINED CONTRIBUTION PENSION PLANS

### 1. FRS Investment Plan

The State Board of Administration (SBA) administers the defined contribution plan officially titled the FRS Investment Plan (Investment Plan). The Investment Plan is reported in the SBA’s annual financial statements and in the State of Florida Comprehensive Annual Financial Report.

As provided in Section 121.4501, Florida Statutes, eligible FRS members may elect to participate in the Investment Plan in lieu of the FRS defined benefit plan. University employees already participating in the State University System Optional Retirement Program or DROP are not eligible to participate in this program. Employer and employee contributions are defined by law, but the ultimate benefit depends in part on the performance of investment funds. Service retirement benefits are based upon the value of the member’s account upon retirement. Benefit terms, including contribution requirements, are established and may be amended by the Florida Legislature. The Investment Plan is funded with the same employer and employee contributions as the FRS defined benefit plan; these contributions are based on salary and membership class (Regular Class, Senior Management Service Class, etc.). Contributions are directed to individual member accounts, and the individual members allocate contributions and account balances among various approved investment choices. Costs of administering the Investment Plan, including the FRS Financial Guidance Program, are funded through an employer contribution of 0.06% of payroll and by forfeited benefits of plan members. Allocations to the Investment Plan member accounts during the 2016-17 fiscal year are presented in Table 31.
For all membership classes, employees are immediately vested in their own contributions and are vested after one year of service for employer contributions and investment earnings.

If an accumulated benefit obligation for service credit originally earned under the FRS Pension Plan is transferred to the FRS Investment Plan, the member must have the years of service required for FRS Pension Plan vesting (including the service credit represented by the transferred funds) to be vested for these funds and the earnings on the funds. Non-vested employer contributions are placed in a suspense account for up to five years. If the employee returns to FRS-covered employment within the five-year period, the employee will regain control over his or her account. If the employee does not return within the five-year period, the employee will forfeit the accumulated account balance. For the fiscal year ended June 30, 2017, the information for the amount of forfeitures was unavailable from the SBA; however, management believes these amounts, if any, would be immaterial to the University.

After termination and applying to receive benefits, the member may rollover vested funds to another qualified plan, structure a periodic payment under the Investment Plan, receive a lump-sum distribution, leave the funds invested for future distribution, or select any combination of these options. Disability coverage is provided in which the member may either transfer the account balance to the FRS Pension Plan when approved for disability retirement to receive guaranteed lifetime monthly benefits under the FRS Pension Plan, or remain in the Investment Plan and rely upon that account balance for retirement income.

There were 2,082 University participants during the 2016-17 fiscal year. The University’s contributions to the Program totaled $38,894,385 and employee contributions totaled $25,925,863 for the 2016-17 fiscal year.

C. OTHER RETIREMENT PROGRAMS

1. U.S. Civil Service Retirement System

Some University employees participate in the U.S. Civil Service Retirement System. Sixteen employees were covered by the U.S. Civil Service Retirement System during the 2016-17 fiscal year. Employer contributions totaled $115,436, and employee contributions totaled $115,435 for the 2016-17 fiscal year. The University’s participation in the Federal retirement system is not considered material by University management.

2. Institute of Food and Agricultural Sciences Supplemental Retirement

In 1984, the Florida Legislature enacted the Institute of Food and Agricultural Sciences Supplemental Retirement Act to provide a supplement to the monthly retirement benefit being paid under the Federal Civil Service Retirement System to retirees of the Institute of Food and Agricultural Sciences (IFAS) at the University of Florida. The supplement is designated for IFAS cooperative extension employees employed before July 1, 1983, who are not entitled to benefits from either a State-supported retirement system or social security based on their service with IFAS. It was intended to compensate these IFAS employees for the difference between their Civil Service benefit and the benefits an FRS member receives, which includes a social security benefit. No additional persons can become eligible for this supplement.

There were 14 University participants during the 2016-17 fiscal year. Required employer contributions made to the program totaled $291,940. Employees do not contribute to this program.
14. Construction Commitments

The University’s construction commitments at June 30, 2017, are presented in Table 32.

<table>
<thead>
<tr>
<th>Project Title</th>
<th>Total Commitment</th>
<th>Completed to Date</th>
<th>Balance Committed</th>
</tr>
</thead>
<tbody>
<tr>
<td>NEXUS Engineering Addition</td>
<td>$ 55,188,000</td>
<td>$ 3,428,048</td>
<td>$ 51,759,952</td>
</tr>
<tr>
<td>Innovation Hub, Phase II</td>
<td>17,200,000</td>
<td>8,313,624</td>
<td>8,886,376</td>
</tr>
<tr>
<td>UF Health Proton Therapy Institute Gantry Expansion</td>
<td>9,415,000</td>
<td>365,783</td>
<td>9,049,217</td>
</tr>
<tr>
<td>Career Resource Center Addition and Renovation</td>
<td>7,698,170</td>
<td>520,070</td>
<td>7,178,100</td>
</tr>
<tr>
<td>Rabon Steam Boiler Design/Installation</td>
<td>7,095,707</td>
<td>103,810</td>
<td>6,991,897</td>
</tr>
<tr>
<td>Institute of Black Culture and Institute of Hispanic-Latino Cultures Facility</td>
<td>6,500,000</td>
<td>95,770</td>
<td>6,404,230</td>
</tr>
<tr>
<td>Museum Rd Utility Infrastructure Replacement</td>
<td>6,200,000</td>
<td>82,700</td>
<td>6,117,300</td>
</tr>
<tr>
<td>Electrical Substation 2 - Cable and Switchgear Replacement</td>
<td>5,410,000</td>
<td>210,933</td>
<td>5,199,067</td>
</tr>
<tr>
<td>Basic Sciences Building - Ground Floor Renovation</td>
<td>5,227,687</td>
<td>4,196,258</td>
<td>1,031,429</td>
</tr>
<tr>
<td>New Surplus Property Warehouse</td>
<td>2,804,977</td>
<td>514,982</td>
<td>2,289,995</td>
</tr>
<tr>
<td>Band Practice Field</td>
<td>2,712,800</td>
<td>12,800</td>
<td>2,700,000</td>
</tr>
<tr>
<td>Nature Coast Biological Station</td>
<td>2,379,920</td>
<td>1,829,891</td>
<td>550,029</td>
</tr>
<tr>
<td>Turlington Hall HVAC</td>
<td>2,164,464</td>
<td>398,181</td>
<td>1,766,283</td>
</tr>
<tr>
<td>Well McCarty Chilled Water Interconnect</td>
<td>2,155,000</td>
<td>953,264</td>
<td>1,201,736</td>
</tr>
<tr>
<td>Renovate Ground Floor McCarty Hall</td>
<td>2,035,000</td>
<td>830,663</td>
<td>1,204,337</td>
</tr>
<tr>
<td>Bruton-Geer Hall Renovation</td>
<td>2,025,352</td>
<td>574,960</td>
<td>1,450,392</td>
</tr>
<tr>
<td>Florida Museum of Natural History Discovery Room</td>
<td>2,020,000</td>
<td>1,726,806</td>
<td>293,194</td>
</tr>
<tr>
<td>Joint Use Library Storage Facility</td>
<td>2,019,466</td>
<td>1,516,636</td>
<td>502,830</td>
</tr>
<tr>
<td>Reitz Union Guardrail Replacement</td>
<td>2,000,000</td>
<td>207,309</td>
<td>1,792,691</td>
</tr>
<tr>
<td>Subtotal</td>
<td>142,251,543</td>
<td>25,882,488</td>
<td>116,369,055</td>
</tr>
<tr>
<td>Projects Under $2,000,000</td>
<td>80,342,556</td>
<td>53,359,032</td>
<td>52,866,012</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$ 222,594,099</strong></td>
<td><strong>$ 53,359,032</strong></td>
<td><strong>$ 169,235,067</strong></td>
</tr>
</tbody>
</table>

15. State Self-Insurance Programs

The University is exposed to various risks of loss related to torts; damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. Pursuant to Section 1001.72(2), Florida Statutes, the University participates in State self-insurance programs providing insurance for property and casualty, workers' compensation, general liability, fleet automotive liability, Federal Civil Rights, and employment discrimination liability. During the 2016-17 fiscal year, for property losses, the State retained the first $2 million per occurrence for all perils except named windstorm and flood. The State retained the first $2 million of losses per occurrence with an annual aggregate retention of $40 million for named windstorm and flood losses. After the annual aggregate retention, losses in excess of $2 million per occurrence were commercially insured up to $85 million for named windstorm and flood losses through February 14, 2017, and increased to $92.5 million starting February 15, 2017. For perils other than named windstorm and flood, losses in excess of $2 million per occurrence were commercially insured up to $200 million through February 14, 2017, and increased to $225 million starting February 15, 2017; losses exceeding those amounts were retained by the State. No excess insurance coverage is provided for workers’ compensation, general and automotive liability, Federal Civil Rights, and employment action coverage; all losses in these categories are completely self-insured by the State through the State Risk Management Trust Fund established pursuant to Chapter 284, Florida Statutes. Payments on tort claims are limited to $200,000 per person and $300,000 per occurrence as set by Section 768.28(5), Florida Statutes. Calculation of premiums considers the cash needs of the program and the amount of risk exposure for each participant. There have been no significant reductions in insurance coverage from the prior year coverage. Settlements have not exceeded insurance coverage during the past three fiscal years.

Pursuant to Section 110.123, Florida Statutes, University employees may obtain healthcare services through participation in the State’s group health insurance plan or through membership in a health maintenance organization plan under contract with the State. The State’s risk financing activities associated with State group health insurance, such as risk of loss related to medical and prescription drug claims, are administered through the State Employees Group Health Insurance Trust Fund. It is the practice of the State not to purchase commercial coverage for the risk of loss covered by this Fund. Additional information on the State’s group health insurance plan, including the actuarial report, is available from the Florida Department of Management Services, Division of State Group Insurance.
16. University Self-Insurance Programs

The University of Florida Self-Insurance Program (the Program) and the University of Florida Healthcare Education Insurance Company (HEIC), which are included in the University’s reporting entity as discretely presented component units (see Note 1), provide general and professional liability protection for the University of Florida Board of Trustees (UFBOT) on behalf of the six health colleges of the JHMHC, the College of Veterinary Medicine teaching hospitals, the Student Health Care Center, direct-support organizations, and their employees and agents. Hospital professional liability protection, including general liability, is provided to Shands Teaching Hospital and Clinics, Inc., Shands Jacksonville Medical Center, Inc. (a subsidiary of Shands Jacksonville HealthCare, Inc.-Shands Jacksonville), other entities statutorily authorized to participate in the Program, and their employees and agents. The Program and HEIC are distinct from and entirely independent of the self-insurance programs administered by the State described in Note 15.

The UFBOT and other immune entities are protected for losses which are subject to Section 768.28, Florida Statutes, including legislative claims bills, that in combination with the waiver of immunity limits described in Section 768.28, Florida Statutes, do not exceed $1 million per claim and, for voluntary settlements, $2 million per claim. For those protected entities not subject to Section 768.28, Florida Statutes, the Program provides $2 million per claim. The per claim limit of liability protection for the participants does not exceed $2 million per claim in the event more than one protected entity is involved in the same claim or action.

HEIC provides coverage for claims that are in excess of the protections provided by the Program, at limits of $4 million per legislative claims bill coverage for participants subject to Section 768.28, Florida Statutes.

17. Litigation and Contingencies

The University is involved in several pending and threatened legal actions. The range of potential loss from all such claims and actions, as estimated by the University’s legal counsel and management, should not materially affect the University’s financial position.

The U.S. Agency for International Development (USAID), through its Lima, Peru office, is in the process of conducting a financial review of a Trilateral Cooperative Agreement that was awarded to the University of Florida in 2011 and terminated in 2016. Concurrently, the Office of Inspector General for USAID is reviewing the activities involved in the project, with a focus on the conduct of one or two individuals. At this time, the University is not able to make definitive determinations about any potential outcome of these reviews.

18. Functional Distribution of Operating Expenses

The functional classification of operating expenses (instruction, research, etc.) is assigned to each individual transaction based on the nature of the activity. The operating expenses on the Statement of Revenues, Expenses, and Changes in Net Position are presented by natural classification. Table 33 presents those same expenses in functional classification as recommended by NACUBO.

<table>
<thead>
<tr>
<th>Functional Classification</th>
<th>$</th>
</tr>
</thead>
<tbody>
<tr>
<td>Instruction</td>
<td>715,501,410</td>
</tr>
<tr>
<td>Public Service</td>
<td>647,919,858</td>
</tr>
<tr>
<td>Research</td>
<td>635,193,020</td>
</tr>
<tr>
<td>Academic Support</td>
<td>204,659,024</td>
</tr>
<tr>
<td>Institutional Support</td>
<td>152,880,147</td>
</tr>
<tr>
<td>Depreciation</td>
<td>137,484,244</td>
</tr>
<tr>
<td>Auxiliary Enterprises</td>
<td>126,594,027</td>
</tr>
<tr>
<td>Operation and Maintenance of Plant</td>
<td>121,572,923</td>
</tr>
<tr>
<td>Scholarships, Fellowships, and Waivers, Net</td>
<td>106,890,625</td>
</tr>
<tr>
<td>Student Services</td>
<td>42,061,066</td>
</tr>
<tr>
<td><strong>Total Operating Expenses</strong></td>
<td><strong>$ 2,890,756,344</strong></td>
</tr>
</tbody>
</table>

19. Component Units

The University’s financial statements include 17 discretely presented component units as discussed in Note 1. These component units comprise 100% of the transactions and account balances of the aggregate discretely presented component units columns of the financial statements. Summary financial information from the most recently available audited financial statements for these component units is presented on the following pages in Tables 34, 35, and 36.

20. Segment Information

A segment is defined as an identifiable activity (or grouping of activities) that has one or more bonds or other debt instruments outstanding, with a revenue stream pledged in support of that debt. In addition, the activity’s related revenues, expenses, gains, losses, assets, and liabilities are required to be accounted for separately.

Transportation and Parking Services provides the University with safe and adequate parking facilities. Several parking garages have been constructed from the proceeds of revenue-backed debt instruments. The Department of Housing and Residence Education provides safe and affordable living space for students of the University. A summary of the financial activity for these segments is presented in Table 37.
# Table 34. Direct-Support Organizations (amounts expressed in thousands)

<table>
<thead>
<tr>
<th>University of Florida Foundation, Inc.</th>
<th>The University Athletic Association, Inc.</th>
<th>University of Florida Research Foundation, Inc.</th>
<th>GatorCare Health Management Corporation</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>CONDENSED STATEMENT OF NET POSITION</strong></td>
<td><strong>CONDENSED STATEMENT OF NET POSITION</strong></td>
<td><strong>CONDENSED STATEMENT OF NET POSITION</strong></td>
<td><strong>CONDENSED STATEMENT OF NET POSITION</strong></td>
</tr>
<tr>
<td>Assets</td>
<td>Assets</td>
<td>Assets</td>
<td>Assets</td>
</tr>
<tr>
<td>Due from Component Units/University</td>
<td>$26,050</td>
<td>$5,485</td>
<td>$110,200</td>
</tr>
<tr>
<td>Other Current Assets</td>
<td>163,916</td>
<td>70,261</td>
<td>8,890</td>
</tr>
<tr>
<td>Capital Assets, Net</td>
<td>57,338</td>
<td>188,270</td>
<td>-</td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>1,673,048</td>
<td>54,373</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td>$1,920,352</td>
<td>318,389</td>
<td>$119,090</td>
</tr>
<tr>
<td>Liabilities</td>
<td>Liabilities</td>
<td>Liabilities</td>
<td>Liabilities</td>
</tr>
<tr>
<td>Due to Component Units/University</td>
<td>42,805</td>
<td>-</td>
<td>15,324</td>
</tr>
<tr>
<td>Other Current Liabilities</td>
<td>7,353</td>
<td>80,336</td>
<td>5,847</td>
</tr>
<tr>
<td>Noncurrent Liabilities</td>
<td>32,655</td>
<td>84,681</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td>82,813</td>
<td>165,017</td>
<td>21,171</td>
</tr>
<tr>
<td>Net Position</td>
<td>Net Position</td>
<td>Net Position</td>
<td>Net Position</td>
</tr>
<tr>
<td>Net Investment in Capital Assets</td>
<td>-</td>
<td>101,855</td>
<td>-</td>
</tr>
<tr>
<td>Restricted-Nonexpendable Endowment</td>
<td>1,345,466</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Restricted-Expendable Endowment</td>
<td>355,998</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Restricted-Expendable Other</td>
<td>131,912</td>
<td>916</td>
<td>-</td>
</tr>
<tr>
<td>Unrestricted</td>
<td>4,163</td>
<td>50,601</td>
<td>97,919</td>
</tr>
<tr>
<td><strong>Total Net Position</strong></td>
<td>$1,837,539</td>
<td>$153,372</td>
<td>$97,919</td>
</tr>
</tbody>
</table>

## CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

<table>
<thead>
<tr>
<th>Operating Revenues</th>
<th>Operating Revenues</th>
<th>Operating Revenues</th>
<th>Operating Revenues</th>
</tr>
</thead>
<tbody>
<tr>
<td>$95,601</td>
<td>$135,060</td>
<td>$33,161</td>
<td>$1,418</td>
</tr>
<tr>
<td>Operating Expenses</td>
<td>Operating Expenses</td>
<td>Operating Expenses</td>
<td>Operating Expenses</td>
</tr>
<tr>
<td>(173,467)</td>
<td>(133,948)</td>
<td>(33,717)</td>
<td>(1,246)</td>
</tr>
<tr>
<td>Operating Income (Loss)</td>
<td>Operating Income (Loss)</td>
<td>Operating Income (Loss)</td>
<td>Operating Income (Loss)</td>
</tr>
<tr>
<td>(77,866)</td>
<td>1,112</td>
<td>(556)</td>
<td>172</td>
</tr>
<tr>
<td>Nonoperating Revenues (Expenses) and Other Revenues, Expenses, Gains, or Losses</td>
<td>Nonoperating Revenues (Expenses) and Other Revenues, Expenses, Gains, or Losses</td>
<td>Nonoperating Revenues (Expenses) and Other Revenues, Expenses, Gains, or Losses</td>
<td>Nonoperating Revenues (Expenses) and Other Revenues, Expenses, Gains, or Losses</td>
</tr>
<tr>
<td>Investment Income (Loss), Net of Expenses</td>
<td>Investment Income (Loss), Net of Expenses</td>
<td>Investment Income (Loss), Net of Expenses</td>
<td>Investment Income (Loss), Net of Expenses</td>
</tr>
<tr>
<td>172,436</td>
<td>7,486</td>
<td>2</td>
<td>(39)</td>
</tr>
<tr>
<td>Net Increase (Decrease) in the Fair Value of Investments</td>
<td>Net Increase (Decrease) in the Fair Value of Investments</td>
<td>Net Increase (Decrease) in the Fair Value of Investments</td>
<td>Net Increase (Decrease) in the Fair Value of Investments</td>
</tr>
<tr>
<td>1,399</td>
<td>-</td>
<td>35</td>
<td>-</td>
</tr>
<tr>
<td>Other Nonoperating Revenues</td>
<td>Other Nonoperating Revenues</td>
<td>Other Nonoperating Revenues</td>
<td>Other Nonoperating Revenues</td>
</tr>
<tr>
<td>-</td>
<td>8,510</td>
<td>2,300</td>
<td>-</td>
</tr>
<tr>
<td>Other Nonoperating Expenses</td>
<td>Other Nonoperating Expenses</td>
<td>Other Nonoperating Expenses</td>
<td>Other Nonoperating Expenses</td>
</tr>
<tr>
<td>4,472</td>
<td>(21,188)</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Addition to Permanent Endowments</td>
<td>Addition to Permanent Endowments</td>
<td>Addition to Permanent Endowments</td>
<td>Addition to Permanent Endowments</td>
</tr>
<tr>
<td>76,864</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Change in Net Position</td>
<td>Change in Net Position</td>
<td>Change in Net Position</td>
<td>Change in Net Position</td>
</tr>
<tr>
<td>177,305</td>
<td>(4,080)</td>
<td>1,781</td>
<td>133</td>
</tr>
<tr>
<td>Net Position, Beginning of Year</td>
<td>Net Position, Beginning of Year</td>
<td>Net Position, Beginning of Year</td>
<td>Net Position, Beginning of Year</td>
</tr>
<tr>
<td>1,700,161</td>
<td>157,452</td>
<td>96,138</td>
<td>464</td>
</tr>
<tr>
<td>Adjustments to Beginning Net Position (Note 2)</td>
<td>Adjustments to Beginning Net Position (Note 2)</td>
<td>Adjustments to Beginning Net Position (Note 2)</td>
<td>Adjustments to Beginning Net Position (Note 2)</td>
</tr>
<tr>
<td>(39,927)</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Net Position, Beginning of Year, as Restated</td>
<td>Net Position, Beginning of Year, as Restated</td>
<td>Net Position, Beginning of Year, as Restated</td>
<td>Net Position, Beginning of Year, as Restated</td>
</tr>
<tr>
<td>1,660,234</td>
<td>157,452</td>
<td>96,138</td>
<td>464</td>
</tr>
<tr>
<td><strong>Net Position, End of Year</strong></td>
<td><strong>Net Position, End of Year</strong></td>
<td><strong>Net Position, End of Year</strong></td>
<td><strong>Net Position, End of Year</strong></td>
</tr>
<tr>
<td>$1,837,539</td>
<td>$153,372</td>
<td>$97,919</td>
<td>$597</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>-----------------------------------------------</td>
<td>---------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td>12,162</td>
<td>2,770</td>
<td>2,217</td>
<td>5,859</td>
</tr>
<tr>
<td>2,806</td>
<td>10,285</td>
<td>14</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>468</td>
<td>-</td>
</tr>
<tr>
<td>14,968</td>
<td>13,055</td>
<td>6,753</td>
<td>5,859</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>5,485</td>
<td>-</td>
</tr>
<tr>
<td>7,206</td>
<td>265</td>
<td>156</td>
<td>1,125</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>92</td>
<td>-</td>
</tr>
<tr>
<td>7,206</td>
<td>265</td>
<td>5,733</td>
<td>1,125</td>
</tr>
<tr>
<td>2,806</td>
<td>10,285</td>
<td>14</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>468</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>-</td>
<td>4,734</td>
</tr>
<tr>
<td>4,956</td>
<td>2,505</td>
<td>538</td>
<td>-</td>
</tr>
<tr>
<td>$ 7,762</td>
<td>$ 12,790</td>
<td>$ 1,020</td>
<td>$ 4,734</td>
</tr>
<tr>
<td>$ 1,792</td>
<td>$ 1,456</td>
<td>$ 40,607</td>
<td>$ 3,427</td>
</tr>
<tr>
<td>(648)</td>
<td>(2,186)</td>
<td>(3,299)</td>
<td>(11,791)</td>
</tr>
<tr>
<td>1,144</td>
<td>(730)</td>
<td>37,308</td>
<td>(8,364)</td>
</tr>
<tr>
<td>23</td>
<td>-</td>
<td>1,580</td>
<td>33</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>(32)</td>
<td>-</td>
</tr>
<tr>
<td>14</td>
<td>1,345</td>
<td>-</td>
<td>8,000</td>
</tr>
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<td>-</td>
<td>-</td>
<td>(38,861)</td>
<td>-</td>
</tr>
<tr>
<td>-</td>
<td>-</td>
<td>4</td>
<td>-</td>
</tr>
<tr>
<td>1,181</td>
<td>615</td>
<td>(1)</td>
<td>(331)</td>
</tr>
<tr>
<td>-</td>
<td>12,175</td>
<td>1,021</td>
<td>5,065</td>
</tr>
<tr>
<td>6,581</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>6,581</td>
<td>12,175</td>
<td>1,021</td>
<td>5,065</td>
</tr>
<tr>
<td>$ 7,762</td>
<td>$ 12,790</td>
<td>$ 1,020</td>
<td>$ 4,734</td>
</tr>
</tbody>
</table>

| 130/642 | A COMPONENT UNIT OF THE STATE OF FLORIDA | 49 |
### Table 35. Health Science Center Affiliates (amounts expressed in thousands)

<table>
<thead>
<tr>
<th>Florida Clinical Practice Association, Inc.</th>
<th>University of Florida Jacksonville Physicians, Inc.</th>
<th>Faculty Associates, Inc.</th>
<th>Florida Veterinary Medicine Faculty Association, Inc.</th>
<th>University of Florida College of Pharmacy Faculty Practice Association, Inc.</th>
<th>Total Health Science Center Affiliates</th>
</tr>
</thead>
<tbody>
<tr>
<td>$27,542</td>
<td>$-</td>
<td>$1,500</td>
<td>$8,605</td>
<td>$1,613</td>
<td>$39,260</td>
</tr>
<tr>
<td>102,598</td>
<td>73,889</td>
<td>14,620</td>
<td>2,310</td>
<td>2,911</td>
<td>196,328</td>
</tr>
<tr>
<td>48,112</td>
<td>17,831</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>65,943</td>
</tr>
<tr>
<td>15,726</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>15,726</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td><strong>91,720</strong></td>
<td><strong>16,120</strong></td>
<td><strong>10,915</strong></td>
<td><strong>4,524</strong></td>
<td><strong>317,257</strong></td>
</tr>
</tbody>
</table>

### CONDENSED STATEMENT OF NET POSITION

**Assets**

Due from Component Units/University $27,542 $ - $1,500 $8,605 $1,613 $39,260

Other Current Assets 102,598 73,889 14,620 2,310 2,911 196,328

Capital Assets, Net 48,112 17,831 - - - 65,943

Other Noncurrent Assets 15,726 - - - - 15,726

**Total Assets** 193,978 91,720 16,120 10,915 4,524 317,257

**Liabilities**

Due to Component Units/University 6,967 885 - - - 7,852

Other Current Liabilities 7,715 20,602 243 1,477 1,404 31,441

Noncurrent Liabilities 33,214 3,655 - - - 36,869

**Total Liabilities** 47,896 25,142 243 1,477 1,404 76,162

**Net Position**

Net Investment in Capital Assets 13,508 13,356 - - - 26,864

Unrestricted 132,574 53,222 15,877 9,438 3,120 214,231

**Total Net Position** $146,082 $66,578 $15,877 $9,438 $3,120 $241,095

### CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

**Operating Revenues** $611,961 $251,839 $19,887 $10,875 $10,789 $905,351

**Operating Expenses** (167,263) (131,913) (333) (589) (9,741) (309,839)

**Operating Income** 444,698 119,926 19,554 10,286 1,048 595,512

**Nonoperating Revenues (Expenses)**

Investment Income (Loss), Net of Expenses (68) 182 3 - - - 117

Net Increase in the Fair Value of Investments 1,045 - - - - 1,045

Other Nonoperating Revenue 9 5,091 - - - 5,100

Other Nonoperating Expenses (446,012) (118,126) (16,175) (10,285) (1,086) (591,684)

**Change in Net Position** (328) 7,073 3,382 1 - (38) 10,090

**Net Position, Beginning of Year** 146,410 59,505 12,495 9,437 - 227,847

**Adjustments to Beginning Net Position (Note 2)** - - - - - 3,158 3,158

**Net Position, Beginning of Year, as Restated** 146,410 59,505 12,495 9,437 3,158 231,005

**Net Position, End of Year** $146,082 $66,578 $15,877 $9,438 $3,120 $241,095
Table 36. Shands Hospital and Others (amounts expressed in thousands)

<table>
<thead>
<tr>
<th></th>
<th>Shands Teaching Hospital &amp; Clinics, Inc.</th>
<th>Shands Jacksonville HealthCare, Inc.</th>
<th>University of Florida Self-Insurance Program</th>
<th>University of Florida Healthcare Education Insurance Company</th>
<th>Total Shands Hospital and Others</th>
</tr>
</thead>
<tbody>
<tr>
<td>Assets</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Due from Component Units/University</td>
<td>$31,907</td>
<td>$9,953</td>
<td>$-</td>
<td>$54,032</td>
<td>$95,892</td>
</tr>
<tr>
<td>Other Current Assets</td>
<td>$514,090</td>
<td>$236,875</td>
<td>$202,625</td>
<td>$1,832</td>
<td>$955,422</td>
</tr>
<tr>
<td>Capital Assets, Net</td>
<td>$981,161</td>
<td>$265,681</td>
<td>$-</td>
<td>$-</td>
<td>$1,246,842</td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>$634,324</td>
<td>$46,786</td>
<td>$-</td>
<td>$-</td>
<td>$681,110</td>
</tr>
<tr>
<td>Total Assets</td>
<td>$2,161,482</td>
<td>$559,295</td>
<td>$202,625</td>
<td>$55,864</td>
<td>$2,979,266</td>
</tr>
<tr>
<td>Deferred Outflows of Resources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Deferred Amounts Related to Pensions</td>
<td>$88,333</td>
<td>$6,702</td>
<td>$-</td>
<td>$-</td>
<td>$95,035</td>
</tr>
<tr>
<td>Accumulated Decrease in Fair Value of Interest Rate Swap Agreements</td>
<td>$49,013</td>
<td>$215</td>
<td>$-</td>
<td>$-</td>
<td>$49,228</td>
</tr>
<tr>
<td>Losses on Debt Refunding</td>
<td>$376</td>
<td>-</td>
<td>$-</td>
<td>$-</td>
<td>$376</td>
</tr>
<tr>
<td>Total Assets and Deferred Outflows of Resources</td>
<td>$2,299,204</td>
<td>$566,212</td>
<td>$202,625</td>
<td>$55,864</td>
<td>$3,123,905</td>
</tr>
<tr>
<td>Liabilities</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Due to Component Units/University</td>
<td>$7,700</td>
<td>$182</td>
<td>$54,031</td>
<td>$-</td>
<td>$61,913</td>
</tr>
<tr>
<td>Other Current Liabilities</td>
<td>$290,750</td>
<td>$107,206</td>
<td>$6,676</td>
<td>$9</td>
<td>$404,641</td>
</tr>
<tr>
<td>Noncurrent Liabilities</td>
<td>$919,235</td>
<td>$260,799</td>
<td>$24,791</td>
<td>$2,725</td>
<td>$1,207,550</td>
</tr>
<tr>
<td>Total Liabilities</td>
<td>$1,217,685</td>
<td>$368,187</td>
<td>$85,498</td>
<td>$2,734</td>
<td>$1,674,104</td>
</tr>
<tr>
<td>Deferred Inflows of Resources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Deferred Amounts Related to Pensions</td>
<td>$26,632</td>
<td>$2,496</td>
<td>$-</td>
<td>$-</td>
<td>$29,128</td>
</tr>
<tr>
<td>Accumulated Increase in Fair Value of Interest Rate Swap Agreements</td>
<td>$-</td>
<td>$4,171</td>
<td>$-</td>
<td>$-</td>
<td>$4,171</td>
</tr>
<tr>
<td>Gains on Debt Refunding</td>
<td>$2,732</td>
<td>-</td>
<td>$-</td>
<td>$-</td>
<td>$2,732</td>
</tr>
<tr>
<td>Total Liabilities and Deferred Inflows of Resources</td>
<td>$1,247,049</td>
<td>$374,854</td>
<td>$85,498</td>
<td>$2,734</td>
<td>$1,710,135</td>
</tr>
<tr>
<td>Net Position</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Investment in Capital Assets</td>
<td>$136,616</td>
<td>$51,330</td>
<td>$-</td>
<td>$-</td>
<td>$187,946</td>
</tr>
<tr>
<td>Restricted-Nonexpendable Endowment</td>
<td>$253</td>
<td>-</td>
<td>$-</td>
<td>$-</td>
<td>$253</td>
</tr>
<tr>
<td>Restricted-Expendable Endowment</td>
<td>$9,038</td>
<td>$4,123</td>
<td>$-</td>
<td>$-</td>
<td>$13,161</td>
</tr>
<tr>
<td>Other Restricted Net Position</td>
<td>-</td>
<td>-</td>
<td>$117,127</td>
<td>$53,130</td>
<td>$170,257</td>
</tr>
<tr>
<td>Unrestricted</td>
<td>$906,248</td>
<td>$135,905</td>
<td>$-</td>
<td>$-</td>
<td>$1,042,153</td>
</tr>
<tr>
<td>Total Net Position</td>
<td>$1,052,155</td>
<td>$191,358</td>
<td>$117,127</td>
<td>$53,130</td>
<td>$1,413,770</td>
</tr>
</tbody>
</table>

CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

<table>
<thead>
<tr>
<th></th>
<th>Operating Revenues</th>
<th>Operating Expenses</th>
<th>Operating Income</th>
<th>Nonoperating Revenues (Expenses)</th>
<th>Investment Income, Net of Expenses</th>
<th>Net Increase in the Fair Value of Investments</th>
<th>Other Nonoperating Revenues</th>
<th>Other Nonoperating Expenses</th>
<th>Change in Net Position</th>
<th>Net Position, Beginning of Year</th>
<th>Net Position, End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$1,424,591</td>
<td>$(1,271,463)</td>
<td>153,128</td>
<td>$(88,821)</td>
<td>$(81,576)</td>
<td>$(10,344)</td>
<td>$14,525</td>
<td>$(41,446)</td>
<td>$(25,884)</td>
<td>$936,565</td>
<td>$1,052,155</td>
</tr>
<tr>
<td>Operating Revenues</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Expenses</td>
<td>$696,408</td>
<td>$656,586</td>
<td>$(8,972)</td>
<td>$(269)</td>
<td>$(197)</td>
<td>$(1,114)</td>
<td>$(20,661)</td>
<td>$(47,416)</td>
<td>$(11,537)</td>
<td>$191,358</td>
<td>$1,052,155</td>
</tr>
<tr>
<td>Nonoperating Revenues</td>
<td>$9,024</td>
<td>$(269)</td>
<td>$(20,661)</td>
<td>$(130,267)</td>
<td>$(130,267)</td>
<td>$(10,344)</td>
<td>$14,525</td>
<td>$(41,446)</td>
<td>$(25,884)</td>
<td>$936,565</td>
<td>$1,052,155</td>
</tr>
<tr>
<td>Net Position, Beginning of Year</td>
<td>$936,565</td>
<td>$191,358</td>
<td>$106,523</td>
<td>$50,106</td>
<td>$3,024</td>
<td>$1,284,550</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Position, End of Year</td>
<td>$1,052,155</td>
<td>$191,358</td>
<td>$117,127</td>
<td>$53,130</td>
<td>$1,413,770</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Table 37. SEGMENT INFORMATION

<table>
<thead>
<tr>
<th></th>
<th>Transportation and Parking Services</th>
<th>Department of Housing and Residence Education</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>CONDENSED STATEMENT OF NET POSITION</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Assets</td>
<td>$12,104,150</td>
<td>$4,901,167</td>
</tr>
<tr>
<td>Capital Assets, Net</td>
<td>33,579,450</td>
<td>128,899,605</td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>8,052,107</td>
<td>826,805</td>
</tr>
<tr>
<td>Total Assets</td>
<td>53,735,707</td>
<td>134,627,577</td>
</tr>
<tr>
<td>Liabilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Current Liabilities</td>
<td>3,906,497</td>
<td>12,134,361</td>
</tr>
<tr>
<td>Noncurrent Liabilities</td>
<td>14,790,432</td>
<td>62,954,778</td>
</tr>
<tr>
<td>Total Liabilities</td>
<td>18,696,929</td>
<td>75,089,139</td>
</tr>
<tr>
<td>Net Position</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Investment in Capital Assets</td>
<td>18,623,658</td>
<td>62,000,265</td>
</tr>
<tr>
<td>Restricted</td>
<td>8,023,121</td>
<td>360,852</td>
</tr>
<tr>
<td>Unrestricted</td>
<td>8,391,999</td>
<td>(2,822,679)</td>
</tr>
<tr>
<td>Total Net Position</td>
<td>$35,038,778</td>
<td>$59,538,438</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>CONDENSED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION</strong></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Revenues (Expenses)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Revenues</td>
<td>$26,860,803</td>
<td>$57,786,730</td>
</tr>
<tr>
<td>Depreciation Expense</td>
<td>(2,404,100)</td>
<td>(7,372,481)</td>
</tr>
<tr>
<td>Other Operating Expenses</td>
<td>(19,961,539)</td>
<td>(44,640,313)</td>
</tr>
<tr>
<td>Operating Income</td>
<td>4,495,164</td>
<td>5,773,936</td>
</tr>
<tr>
<td>Nonoperating Revenues (Expenses)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Investment Income</td>
<td>24,332</td>
<td>18,690</td>
</tr>
<tr>
<td>Interest on Capital Asset-Related Debt</td>
<td>(857,430)</td>
<td>(3,057,720)</td>
</tr>
<tr>
<td>Other Nonoperating Expenses</td>
<td>(4,671,818)</td>
<td>(9,091,951)</td>
</tr>
<tr>
<td>Net Nonoperating Revenues (Expenses)</td>
<td>(5,504,916)</td>
<td>(12,130,981)</td>
</tr>
<tr>
<td>Change in Net Position</td>
<td>(1,009,752)</td>
<td>(6,357,045)</td>
</tr>
<tr>
<td>Net Position, Beginning of Year</td>
<td>36,048,530</td>
<td>65,895,483</td>
</tr>
<tr>
<td>Net Position, End of Year</td>
<td>$35,038,778</td>
<td>$59,538,438</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>CONDENSED STATEMENT OF CASH FLOWS</strong></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Net Cash Provided (Used) by</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Operating Activities</td>
<td>$6,539,805</td>
<td>$12,334,091</td>
</tr>
<tr>
<td>Noncapital Financing Activities</td>
<td>(3,167,652)</td>
<td>(5,218,392)</td>
</tr>
<tr>
<td>Capital and Related Financing Activities</td>
<td>(5,298,707)</td>
<td>(9,490,249)</td>
</tr>
<tr>
<td>Investing Activities</td>
<td>1,926,554</td>
<td>198,131</td>
</tr>
<tr>
<td>Net Decrease in Cash and Cash Equivalents</td>
<td>-</td>
<td>(2,176,419)</td>
</tr>
<tr>
<td>Cash and Cash Equivalents, Beginning of Year</td>
<td>-</td>
<td>6,334,315</td>
</tr>
<tr>
<td>Cash and Cash Equivalents, End of Year</td>
<td>$</td>
<td>$4,157,896</td>
</tr>
</tbody>
</table>
OTHER REQUIRED SUPPLEMENTARY INFORMATION

FOR THE FISCAL YEAR ENDED JUNE 30, 2017
## Schedule of Funding Progress - Other Postemployment Benefits Plan (amounts in thousands)

<table>
<thead>
<tr>
<th>Actuarial Valuation Date</th>
<th>Actuarial Value of Assets (a)</th>
<th>Actuarial Accrued Liability (AAL) (b)</th>
<th>Unfunded AAL (UAAL) (b-a)</th>
<th>Funded Ratio (a/b)</th>
<th>Covered Payroll (c)</th>
<th>UAAL as a Percentage of Covered Payroll ((b-a)/c)</th>
</tr>
</thead>
<tbody>
<tr>
<td>7/1/2011</td>
<td>$ -</td>
<td>$ 643,742</td>
<td>$ 643,742</td>
<td>0%</td>
<td>$ 996,686</td>
<td>65%</td>
</tr>
<tr>
<td>7/1/2013</td>
<td>$ -</td>
<td>$ 663,395</td>
<td>$ 663,395</td>
<td>0%</td>
<td>$ 1,072,984</td>
<td>62%</td>
</tr>
<tr>
<td>7/1/2015 (2)</td>
<td>$ -</td>
<td>$ 782,069</td>
<td>$ 782,069</td>
<td>0%</td>
<td>$ 1,120,516</td>
<td>70%</td>
</tr>
</tbody>
</table>

**Notes:**

1. The entry age cost actuarial method is used by the University.
2. The July 1, 2015, unfunded actuarial liability of $782.1 million was higher than the July 1, 2013, liability of $663.4 million due to several factors, including an increased implied subsidy, updated trend rate assumptions, and demographic changes.

## Schedule of University’s Proportionate Share of the Net Pension Liability - Florida Retirement System (FRS) Defined Benefit Pension Plan

<table>
<thead>
<tr>
<th>Year</th>
<th>University’s Proportion of the FRS Net Pension Liability</th>
<th>University’s Proportionate Share of the FRS Net Pension Liability</th>
<th>University’s Covered Payroll (5)</th>
<th>University’s Proportionate Share of the FRS Net Pension Liability as a Percentage of Covered Payroll</th>
<th>FRS Plan Fiduciary Net Position as a Percentage of the FRS Total Pension Liability</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>1.56%</td>
<td>$ 393,639,963</td>
<td>$ 1,120,515,686</td>
<td>35.13%</td>
<td>84.88%</td>
</tr>
<tr>
<td></td>
<td>1.59%</td>
<td>$ 204,919,550</td>
<td>$ 1,066,940,109</td>
<td>19.21%</td>
<td>92.00%</td>
</tr>
<tr>
<td></td>
<td>1.52%</td>
<td>$ 92,657,576</td>
<td>$ 1,024,891,028</td>
<td>9.04%</td>
<td>96.09%</td>
</tr>
<tr>
<td></td>
<td>1.23%</td>
<td>$ 212,307,108</td>
<td>$ 1,053,555,913</td>
<td>20.15%</td>
<td>88.54%</td>
</tr>
</tbody>
</table>

**Notes:**

1. The amounts presented for each fiscal year were determined as of June 30.
2. There were no changes in assumptions from the prior fiscal year.
3. Changes of assumptions - As of June 30, 2014, the inflation rate assumption was decreased from 3.00% to 2.60%, the real payroll growth assumption was decreased from 1.00% to 0.65%, and the overall payroll growth rate assumption was decreased from 4.00% to 3.25%. The long-term expected rate of return decreased from 7.75% to 7.65%.
4. Changes of assumptions - As of June 30, 2016, the long-term expected rate of return decreased from 7.65% to 7.60%.
5. Covered payroll includes active employees who are members of the following plans: defined benefit, Investment Plan, State University Optional Retirement Program, and DROP because total employer contributions are determined on a uniform basis (blended rate) as required by Part III of Chapter 121, Florida Statutes.
### Schedule of University Contributions - Florida Retirement System (FRS) Defined Benefit Pension Plan

<table>
<thead>
<tr>
<th></th>
<th>2017 (1)</th>
<th>2016 (1)</th>
<th>2015 (1)</th>
<th>2014 (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contractually Required FRS Contribution</td>
<td>$39,948,341</td>
<td>$38,017,855</td>
<td>$38,680,557</td>
<td>$33,264,015</td>
</tr>
<tr>
<td>FRS Contributions in Relation to the Contractually Required FRS Contribution</td>
<td>($39,948,341)</td>
<td>($38,017,855)</td>
<td>($38,680,557)</td>
<td>($33,264,015)</td>
</tr>
<tr>
<td>Contribution Deficiency (Excess)</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
</tr>
<tr>
<td>University’s Covered Payroll (2)</td>
<td>$1,103,905,001</td>
<td>$1,120,515,666</td>
<td>$1,066,940,109</td>
<td>$1,024,891,028</td>
</tr>
<tr>
<td>FRS Contributions as a Percentage of Covered Payroll</td>
<td>3.62%</td>
<td>3.39%</td>
<td>3.63%</td>
<td>3.25%</td>
</tr>
</tbody>
</table>

**Notes:**
1. The amounts presented for each fiscal year were determined as of June 30.
2. Covered payroll includes active employees who are members of the following plans: defined benefit, Investment Plan, State University Optional Retirement Program, and DROP because total employer contributions are determined on a uniform basis (blended rate) as required by Part III of Chapter 121, Florida Statutes.

### Schedule of University’s Proportionate Share of the Net Pension Liability - Health Insurance Subsidy (HIS) Defined Benefit Pension Plan

<table>
<thead>
<tr>
<th></th>
<th>2016 (1)</th>
<th>2015 (1)</th>
<th>2014 (1)</th>
<th>2013 (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>University’s Proportion of the HIS Net Pension Liability</td>
<td>1.47%</td>
<td>1.46%</td>
<td>1.41%</td>
<td>1.36%</td>
</tr>
<tr>
<td>University’s Proportionate Share of the HIS Net Pension Liability</td>
<td>$171,404,762</td>
<td>$148,825,945</td>
<td>$131,969,507</td>
<td>$120,063,826</td>
</tr>
<tr>
<td>University’s Covered Payroll (5)</td>
<td>$435,925,174</td>
<td>$413,619,247</td>
<td>$396,471,815</td>
<td>$382,427,384</td>
</tr>
<tr>
<td>University’s Proportionate Share of the HIS Net Pension Liability as a Percentage of Covered Payroll</td>
<td>39.32%</td>
<td>35.98%</td>
<td>33.29%</td>
<td>31.40%</td>
</tr>
<tr>
<td>HIS Plan Fiduciary Net Position as a Percentage of the HIS Total Pension Liability</td>
<td>0.97%</td>
<td>0.50%</td>
<td>0.99%</td>
<td>1.78%</td>
</tr>
</tbody>
</table>

**Notes:**
1. The amounts presented for each fiscal year were determined as of June 30.
2. Change of assumption - The municipal rate used to determine total pension liability decreased from 4.63% to 4.29%.
3. Change of assumption - The municipal rate used to determine total pension liability decreased from 4.29% to 3.80%.
4. Change of assumption - The municipal rate used to determine total pension liability decreased from 3.80% to 2.85%.
5. Covered payroll includes active employees who are members of the following plans: defined benefit, Investment Plan, and DROP.

### Schedule of University Contributions - Health Insurance Subsidy (HIS) Defined Benefit Pension Plan

<table>
<thead>
<tr>
<th></th>
<th>2017 (1)</th>
<th>2016 (1)</th>
<th>2015 (1)</th>
<th>2014 (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contractually Required HIS Contribution</td>
<td>$7,783,620</td>
<td>$7,538,309</td>
<td>$5,578,364</td>
<td>$4,834,988</td>
</tr>
<tr>
<td>HIS Contributions in Relation to the Contractually Required HIS Contribution</td>
<td>($7,783,620)</td>
<td>($7,538,309)</td>
<td>($5,578,364)</td>
<td>($4,834,988)</td>
</tr>
<tr>
<td>Contribution Deficiency (Excess)</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
</tr>
<tr>
<td>University’s Covered Payroll (2)</td>
<td>$431,629,539</td>
<td>$435,925,174</td>
<td>$413,619,247</td>
<td>$396,471,815</td>
</tr>
<tr>
<td>HIS Contributions as a Percentage of Covered Payroll</td>
<td>1.80%</td>
<td>1.73%</td>
<td>1.35%</td>
<td>1.22%</td>
</tr>
</tbody>
</table>

**Notes:**
1. The amounts presented for each fiscal year were determined as of June 30.
2. Covered payroll includes active employees who are members of the following plans: defined benefit, Investment Plan, and DROP.
INDEPENDENT AUDITOR’S REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS
BASED ON AN AUDIT OF THE FINANCIAL STATEMENTS PERFORMED
IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States, the financial statements of the University of Florida, a component unit of the State of Florida, and its aggregate discretely presented component units as of and for the fiscal year ended June 30, 2017, and the related notes to the financial statements, which collectively comprise the University’s basic financial statements, and have issued our report thereon dated February 22, 2018, included under the heading INDEPENDENT AUDITOR’S REPORT. Our report includes a reference to other auditors who audited the financial statements of the aggregate discretely presented component units, as described in our report on the University’s financial statements. This report does not include the results of the other auditors’ testing of internal control over financial reporting or compliance and other matters that are reported on separately by those auditors.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the University’s internal control over financial reporting (internal control) to determine audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the University’s internal control. Accordingly, we do not express an opinion on the effectiveness of the University’s internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the University’s financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the University’s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, rules, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly,
we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the University's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the University's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

Respectfully submitted,

[Signature]

Sherrill F. Norman, CPA
Tallahassee, Florida
February 22, 2018
Audit Report No. 2018-118
UNIVERSITY OF FLORIDA
BOARD OF TRUSTEES

James W. Heavener  
Chair

Mori Hosseini  
Vice Chair

David L. Brandon

Leonard H. Johnson

W. Smith Meyers  
Student Body President

Rahul Patel

Marsha D. Powers

Dr. David M. Quillen  
Faculty Senate Chair

Dr. Jason J. Rosenberg

Dr. Steven M. Scott

Robert G. Stern

David M. Thomas

Anita G. Zucker
Dr. W. Kent Fuchs  
President

Jane Adams  
Vice President for University Relations

Elias G. Eldayrie  
Vice President and Chief Information Officer

Zina L. Evans  
Vice President for Enrollment Management and Associate Provost

Jodi Gentry  
Vice President for Human Resources

Dr. Joseph Glover  
Provost and Senior Vice President for Academic Affairs

Dr. David S. Guzick  
Senior Vice President for Health Affairs  
President, UF Health

Amy M. Hass  
Interim Vice President and General Counsel

Dr. Charles E. Lane  
Senior Vice President and Chief Operating Officer

Michael V. McKee  
Vice President and Chief Financial Officer

Thomas J. Mitchell  
Vice President for Advancement

Dr. David P. Norton  
Vice President for Research

Dr. David W. Parrott  
Vice President for Student Affairs

Dr. Jack M. Payne  
Senior Vice President for Agriculture and Natural Resources

Curtis Reynolds  
Vice President for Business Affairs

Alan M. West  
Assistant Vice President and University Controller

Bradley W. Bennett  
Senior Associate Controller for University Bursar, Treasury Management, and Payroll and Tax Services

Ruth Harris  
Senior Associate Controller for Disbursements, Asset Management, Cost Analysis, and Construction Accounting
# Audit Summary

<table>
<thead>
<tr>
<th>Foundation Endowed Restricted Gifts</th>
<th>Audit Report # UF-17-698-16</th>
</tr>
</thead>
<tbody>
<tr>
<td>January 1, 2016 to December 31, 2016</td>
<td>Issued December 15, 2017</td>
</tr>
</tbody>
</table>

## Objective:
The Office of Internal Audit conducted an audit of the University of Florida Foundation endowed restricted gift funds for the period January 1, 2016 through December 31, 2016. The primary objective of this audit was to evaluate controls to determine if university units used endowed restricted funds in accordance with donor intent, foundation policies and university directives. We also examined whether new endowed restricted funds were properly established and the appropriateness of transfers to the university.

## Background:
The University of Florida Foundation is a direct support organization of the University of Florida created under the authority of Section 1004.28, Florida Statutes, and is a non-profit 501(c)(3) organization, established to support and enhance the university by encouraging private donations. The foundation’s policy is to honor the donor’s stated purpose for the use of the specified gift.

Foundation endowed funds were categorized by restricted purpose such as professorships/chairs, scholarships and student assistance, research, eminent scholar chair, fellowships and various other categories. The funds are established within the foundation and administered by specific university units. Foundation endowed restricted fund transfers to the university during the 2016 calendar year totaled approximately $51.3 million, an increase from prior year of approximately 10 percent. Total disbursements by university units from endowed restricted funds during the 2016 calendar year totaled approximately $42.6 million, an increase from prior year of approximately 7.5 percent. Disbursements for employee compensation/benefits (45 percent) and student assistance (30 percent) accounted for 75 percent of total disbursements.

## Conclusion:
We reviewed a total of 70 endowed restricted funds that had activity in calendar year 2016. These funds were established as eminent scholar, professorship, scholarship, fellowship, research, and “other” funds. For the 70 selected funds, we reviewed their total transaction histories for the review period and then selected 455 disbursements to perform a detailed review of various attributes, including the use of the funds in accordance with donor intent.

Based on the results of our audit procedures, we concluded that controls over the endowed restricted gifts key administrative processes were adequate to promote compliance with donor intent. While we concluded that controls were in place and functioning as designed, foundation management and the audit team agreed on the following action plans to address noted improvement opportunities:

- The **Office of Internal Audit issued 32 management letters** to appropriate units and oversight personnel detailing specific noted issues related to compliance with donor restrictions and directives.
- The **foundation will follow-up** with the units as appropriate.
Audit Summary

Objective:
The Office of Internal Audit conducted an audit of the University of Florida Foundation non-endowed restricted gift funds for the period January 1, 2016 through December 31, 2016. The primary objective of this audit was to evaluate controls to determine if university units used non-endowed restricted funds in accordance with donor intent, foundation policies and university directives. We also examined whether new non-endowed restricted funds were properly established and the appropriateness of transfers to the university.

Background:
The University of Florida Foundation is a direct support organization of the University of Florida created under the authority of Section 1004.28, Florida Statutes, and is a non-profit 501(c)(3) organization, established to support and enhance the university by encouraging private donations. The foundation’s policy is to honor the donor’s stated purpose for the use of the specified gift.

Foundation non-endowed restricted fund transfers to the university during the calendar year 2016 totaled approximately $52 million, an increase from prior year of approximately 24 percent. Non-endowed funds included in the transfers were categorized by restricted purpose such as specific department/program (38 percent), facility/renovation (20 percent), research (18 percent), and various other categories. The funds are established within the foundation and administered by specific university units. Calendar year 2014 transfers totaled 109 million, due to the foundation transferring all spendable cash balances to the university in coordination with the university’s investable cash consolidation strategy. Total disbursements by university units from non-endowed restricted funds during the calendar year 2016 totaled approximately $37.8 million, a decrease from the prior year of approximately 3 percent. Disbursements for employee compensation/benefits (34 percent), student assistance (16 percent), contractual services (13 percent), and equipment/supplies (12 percent) accounted for 75 percent of total disbursements.

Conclusion:
We reviewed a total of 30 non-endowed restricted funds that had activity in calendar year 2016. Non-endowed funds tend to be less restrictive, so we judgmentally selected funds that had specific restrictions. These funds were established as scholarship, fellowship, research, restricted to department/program and “other” funds. For the 30 selected funds, we reviewed their total transaction histories for the review period and selected 209 disbursements to perform a detailed review of various attributes, including the use of the funds in accordance with donor intent.

Based on the results of our audit procedures, we concluded that controls related to the key administrative processes over the non-endowed restricted gifts were adequate to promote compliance with donor intent. While we concluded that controls were in place and functioning as designed, foundation management and the audit team agreed on the following action plans to address noted improvement opportunities:

- The Office of Internal Audit issued 13 management letters to appropriate units and oversight personnel detailing specific issues related to compliance with donor intent and directives
- The foundation will follow-up with the units as appropriate
Audit Summary

Objective:
The Office of Internal Audit conducted an audit of outgoing Electronic Funds Transfers (EFT) as of June 30, 2017. The primary objective of this audit was to assess the adequacy of controls over the authorization and accuracy of outgoing EFTs. Specifically, we focused on electronic payments made to vendors, manual wire transfers, payroll-related EFT’s, and employee travel and expense reimbursements. Incoming EFT’s and payments related to students were excluded from the scope of this audit.

Background:
When feasible, the university processes its payments to vendors, employees, and affiliates electronically. EFT’s are processed by a variety of departments within Finance and Accounting, depending on the type or purpose of the payment. Types of EFT’s utilized by the university include automated clearing house payments (ACH), direct deposit, manual and automated wire transfers, and automatic debit. During the fiscal year 2016-2017, the university processed $469 million in electronic payments to vendors, $1.013 billion in manual wire transfers, $2.454 billion in payroll-related electronic payments, and $24 million in employee travel and expense reimbursements.

Conclusion:
We identified and evaluated the controls regarding the authorization and accuracy of outgoing electronic payments by conducting employee interviews and process walkthroughs, examining supporting documentation, and performing tests of key controls.

Based on the results of our audit procedures, we concluded that controls over the university’s outgoing electronic funds transfers were adequate. Our conclusion of “adequate” indicates that there are controls in place and functioning as designed. University management and the audit team agreed on the following action plans to address noted improvement opportunities:

- Individual modules within the myUFL system are not configured to always relay updates to employees’ banking information to other modules, so employees were required to update information in multiple areas. Finance and Accounting will concentrate on increased education to employees to update banking information in all required areas.

- To reduce risk of unauthorized wire transfers, the Office of Controller lowered the wire transfer threshold requiring two approvals.
Objective:
The Office of Internal Audit conducted an audit of the University Athletic Association (UAA) Ticket Office as of April 30, 2017. The primary objective of this audit was to evaluate the adequacy and effectiveness of select key controls over administrative processes of the Ticket Office. Specifically, we focused on allocation and assignment of tickets, Archtics security assignments, and monitoring.

Background:
The mission of the UAA Ticket Office is to provide equal, honest and quality service to athletic ticket subscribers, Gator Boosters and peers within the ticket industry. The Ticket Office Manager was an Assistant Athletic Director, who reported to the Executive Associate Athletics Director for External Affairs, and was responsible for all organizational functions of the Ticket Office including managing 18 full-time staff and 35 part-time employees.

The UAA Ticket Office uses Archtics, a business management software system from Ticketmaster, to manage the sale of tickets, store customer information, and account for revenues. The system has an online application that allowed customers to purchase, exchange or upgrade tickets through the UAA website and manage their accounts. Tickets were sold through different venues and methods, including online, the main window at the Ticket Office, through Gator Boosters, over the phone and, on game days, through the different stadiums’ ticket windows. For the 2015-2016 fiscal year, revenues generated and processed through the UAA Ticket Office totaled $25.2 million from football, $2.27 million from men’s basketball, and $0.86 million from all other sports.

Conclusion:
We identified and evaluated the adequacy and effectiveness of select key controls in place for operating and managing the Ticket Office through observation, conducting interviews, process walkthroughs, reviews of policies and procedures, and tests of transactions.

Based on the results of our audit procedures, we concluded that select key controls over the administrative processes of the Ticket Office were adequate. Our conclusion of “adequate” indicates that there are controls in place and functioning as designed. UAA management and the audit team agreed on the following action plans to address noted improvement opportunities:

- To enhance the Ticket Offices’ system of internal controls, management implemented, performed and documented a formal risk assessment.
- The risk assessment will be performed annually and monitored by UAA management.
**University of Florida**  
**Office of Internal Audit**  
**Follow-up Statistics as of December 31, 2017**

1. Chief Financial Officer  
2. Chief Operating Officer  
3. UFF

### Current Quarter Statistics  
**October 1, 2017 through December 31, 2017**

<table>
<thead>
<tr>
<th>Oversight by</th>
<th>Total</th>
<th>Balance</th>
<th>Outstanding as of 12/31/2017</th>
<th>Due in Subsequent Quarters</th>
<th>Follow Up Due and Reviewed</th>
<th>Implemented</th>
<th>In process (extended)</th>
<th>Follow Up Ceased</th>
<th>Percent Implemented</th>
</tr>
</thead>
<tbody>
<tr>
<td>Chief Financial Officer</td>
<td>2</td>
<td>1</td>
<td>1</td>
<td>1</td>
<td>1</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>100%</td>
</tr>
<tr>
<td>Chief Operating Officer</td>
<td>8</td>
<td>5</td>
<td>3</td>
<td>3</td>
<td>3</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>100%</td>
</tr>
<tr>
<td>Athletic Association</td>
<td>2</td>
<td>2</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>N/A</td>
</tr>
<tr>
<td>UF Foundation</td>
<td>38</td>
<td>7</td>
<td>31</td>
<td>30</td>
<td>1</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>97%</td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td><strong>50</strong></td>
<td><strong>15</strong></td>
<td><strong>35</strong></td>
<td><strong>34</strong></td>
<td><strong>1</strong></td>
<td></td>
<td></td>
<td>-</td>
<td><strong>97%</strong></td>
</tr>
</tbody>
</table>
The following comments for this period were noted as significant based on the report issued, or we have ceased follow-up after two attempts.

**UNIVERSITY OF FLORIDA FOUNDATION LEGAL FUNCTION, UF-16-680-17 ISSUED SEPTEMBER 22, 2017**

**COMMENT 2 – ESTATE GIFT ADMINISTRATION:** The foundation legal office maintains a spreadsheet to monitor the administration of estate gifts. The document is used to record the notification of new estate gifts, track the anticipated dates and amounts of the gifts, record the current status of the estate, and document the purpose of the gift. Our audit testing revealed that the estate spreadsheet was not kept current, therefore it was not an ineffective tool for monitoring estate gift administration. Management indicated a departmental procedure will be created to document how to maintain the spreadsheet, where it is kept, how often it is updated (no less than monthly), and who has primarily responsibility (senior legal counsel).

A written procedure was developed to document the roles and responsibilities for estate gift administration. The procedure assigned responsibility to Senior Legal Counsel monthly and required reporting to the Executive Director quarterly to confirm the inventory is current. – **Implemented**
# UNIVERSITY OF FLORIDA

## SUMMARY OF AUDIT REPORTS FOR AFFILIATED ORGANIZATIONS

Year Ended 2016

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>DIRECT-SUPPORT ORGANIZATIONS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. University of Florida Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>2. University of Florida Research Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>3. The University Athletic Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>4. Gator Boosters, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>5. The University of Florida Law Center Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>6. Florida Foundation Seed Producers, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>7. Florida 4-H Club Foundation, Inc.</td>
<td>March 31, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>8. Southwest Florida Research and Education Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>9. Citrus Research and Education Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>10. Citrus Research and Development Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>11. University of Florida Leadership &amp; Education Foundation, Inc.</td>
<td>December 31, 2016</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>12. Treasure Coast Agricultural Research Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>14. University of Florida Investment Corporation</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>15. University of Florida Historic St. Augustine</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>16. University of Florida Development Corporation</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>17. GatorCare Health Management Corporation</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>18. Cattle Enhancement Board, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td><strong>HEALTH SCIENCE CENTER AFFILIATES</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Florida Clinical Practice Association, Inc. (College of Medicine)</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>2. University of Florida Jacksonville Physicians, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>3. Faculty Associates, Inc. (College of Dentistry)</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>4. Florida Health Professions Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>5. University of Florida College of Nursing, Faculty Practice Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>6. University of Florida College of Pharmacy Faculty Practice Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>Yes</td>
</tr>
<tr>
<td>7. Florida Veterinary Medicine Faculty Association, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>8. Faculty Clinic, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td><strong>OTHER AFFILIATED ORGANIZATIONS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Shands Teaching Hospital and Clinics, Inc. and Subsidiaries</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>2. Shands Jacksonville Healthcare, Inc.</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>3. University of Florida Self-Insurance Program (Including HEIC)</td>
<td>June 30, 2017</td>
<td>Unmodified</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>No</td>
</tr>
</tbody>
</table>

(1) The accounts related to the University of Florida Alumni Association, Inc. are included in the financial statements of the University of Florida Foundation, Inc. (UFF). The operating activities of the Alumni Association are presented in the notes to UFF’s Financial Statements.
## UNIVERSITY OF FLORIDA
### SUMMARY OF AUDIT REPORTS FOR AFFILIATED ORGANIZATIONS
#### Year Ended 2016

<table>
<thead>
<tr>
<th>Control Deficiencies and/or Management Comments 2016?</th>
<th>Control Deficiencies and/or Management Comments 2017?</th>
<th>Repeat Finding(s) from Prior Year?</th>
<th>Summary of Repeat Finding(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>DIRECT SUPPORT ORGANIZATIONS</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. University of Florida Foundation, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>2. University of Florida Research Foundation, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>3. The University Athletic Association, Inc.</td>
<td>Yes</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>4. Gator Boosters, Inc.</td>
<td>Yes</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>5. The University of Florida Law Center Association, Inc.</td>
<td>Yes</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>6. Florida Foundation Seed Producers, Inc.</td>
<td>Yes</td>
<td>No</td>
<td>No</td>
</tr>
<tr>
<td>7. Florida 4-H Club Foundation, Inc.</td>
<td>Yes</td>
<td>Yes</td>
<td>Magellan Service Organization Control 1 (SOC 1) report</td>
</tr>
<tr>
<td>8. Southwest Florida Research and Education Foundation, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>9. Citrus Research and Development Foundation, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>10. University of Florida Leadershi &amp; Education Foundation, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>11. University of Florida Development Corporation</td>
<td>Yes</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>12. GatorCare Health Management Corporation</td>
<td>Yes</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>13. Florida Clinical Practice Association, Inc. (College of Medicine)</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>14. University of Florida Jacksonville Physicians, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>15. Florida Health Professions Association, Inc.</td>
<td>Yes</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>16. University of Florida College of Nursing Faculty Practice Association, Inc.</td>
<td>Yes</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>17. Florida Veterinary Medicine Faculty Association, Inc.</td>
<td>No</td>
<td>No</td>
<td>N/A</td>
</tr>
<tr>
<td>18. Cattle Enhancement Board, Inc.</td>
<td>N/A</td>
<td>No</td>
<td>N/A</td>
</tr>
</tbody>
</table>

**HEALTH SCIENCE CENTER AFFILIATES**

1. University of Florida College of Medicine
2. University of Florida College of Dentistry
3. Florida Health Professions Association, Inc.
4. Florida College of Nursing Faculty Practice Association, Inc.
5. Florida Veterinary Medicine Faculty Association, Inc.
6. Florida College of Pharmacy Faculty Practice Association, Inc.
7. Florida College of Veterinary Medicine Faculty Association, Inc.
8. Florida College of Pharmacy Faculty Practice Association, Inc.

**OTHER AFFILIATED ORGANIZATIONS**

1. Shands Teaching Hospital and Clinics, Inc. and Subsidiaries
2. Shands Jacksonville HealthCare, Inc.
3. University of Florida Self-Insurance Program (Including HEIC)

(1) The accounts related to the University of Florida Alumni Association, Inc. are included in the financial statements of the University of Florida Foundation, Inc. (UFF). The operating activities of the Alumni Association are presented in the notes to UFF’s Financial Statements.
### UNIVERSITY OF FLORIDA
SUMMARY OF AUDIT REPORTS FOR AFFILIATED ORGANIZATIONS
Year Ended 2016

#### DIRECT-SUPPORT ORGANIZATIONS

<table>
<thead>
<tr>
<th>Net Position or Fund Equity EOY per PY’s FS</th>
<th>Year Ended 2017</th>
<th>Year (As Restated If Applicable)</th>
<th>Total Assets and Deferred Outflows</th>
<th>Total Liabilities and Deferred Inflows</th>
<th>Equity End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>5. The University of Florida Law Center Association, Inc.</td>
<td>June 30, 2017</td>
<td>6,376,435</td>
<td>6,376,435</td>
<td>6,368,186</td>
<td>15,003</td>
</tr>
<tr>
<td>6. Florida Foundation Seed Producers, Inc.</td>
<td>June 30, 2017</td>
<td>6,581,039</td>
<td>6,581,039</td>
<td>14,908,472</td>
<td>7,206,189</td>
</tr>
<tr>
<td>8. Southwest Florida Research and Education Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>125,239</td>
<td>125,239</td>
<td>148,639</td>
<td>2,034</td>
</tr>
<tr>
<td>11. University of Florida Leadership &amp; Education Foundation, Inc.</td>
<td>December 31, 2016</td>
<td>991,808</td>
<td>991,808</td>
<td>1,782,851</td>
<td>774,524</td>
</tr>
<tr>
<td>12. Treasure Coast Agricultural Research Foundation, Inc.</td>
<td>June 30, 2017</td>
<td>149,495</td>
<td>149,495</td>
<td>150,304</td>
<td>0</td>
</tr>
<tr>
<td>15. University of Florida Historic St. Augustine</td>
<td>June 30, 2017</td>
<td>2,060,121</td>
<td>2,060,121</td>
<td>2,095,967</td>
<td>62,241</td>
</tr>
<tr>
<td>16. University of Florida Development Corporation</td>
<td>June 30, 2017</td>
<td>12,010,779</td>
<td>12,010,779</td>
<td>13,045,532</td>
<td>265,150</td>
</tr>
<tr>
<td>17. GatorCare Health Management Corporation</td>
<td>June 30, 2017</td>
<td>464,089</td>
<td>464,089</td>
<td>57,331,204</td>
<td>59,656</td>
</tr>
<tr>
<td>18. Cattle Enhancement Board, Inc.</td>
<td>June 30, 2017</td>
<td>450,328</td>
<td>450,328</td>
<td>4,028</td>
<td>1,029</td>
</tr>
</tbody>
</table>

#### HEALTH SCIENCE CENTER AFFILIATES

<table>
<thead>
<tr>
<th>Net Position or Fund Equity EOY per PY’s FS</th>
<th>Year Ended 2017</th>
<th>Year (As Restated If Applicable)</th>
<th>Total Assets and Deferred Outflows</th>
<th>Total Liabilities and Deferred Inflows</th>
<th>Equity End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Florida Clinical Practice Association, Inc. (College of Medicine)</td>
<td>June 30, 2017</td>
<td>146,409,534</td>
<td>146,409,534</td>
<td>193,977,903</td>
<td>47,590,316</td>
</tr>
<tr>
<td>3. Faculty Associates, Inc. (College of Dentistry)</td>
<td>June 30, 2017</td>
<td>12,495,337</td>
<td>12,495,337</td>
<td>16,119,817</td>
<td>243,070</td>
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<tr>
<td>5. University of Florida College of Nursing Faculty Practice Association, Inc.</td>
<td>June 30, 2017</td>
<td>4,173,393</td>
<td>4,173,393</td>
<td>4,102,934</td>
<td>70,459</td>
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<tr>
<td>7. Florida Veterinary Medicine Faculty Association, Inc.</td>
<td>June 30, 2017</td>
<td>9,437,035</td>
<td>9,437,035</td>
<td>10,195,106</td>
<td>1,767,072</td>
</tr>
<tr>
<td>8. University of Florida College of Medicine Faculty Association, Inc.</td>
<td>June 30, 2017</td>
<td>1,545,464</td>
<td>1,545,464</td>
<td>3,219,600</td>
<td>1,668,870</td>
</tr>
</tbody>
</table>

#### OTHER AFFILIATED ORGANIZATIONS

<table>
<thead>
<tr>
<th>Net Position or Fund Equity EOY per PY’s FS</th>
<th>Year Ended 2017</th>
<th>Year (As Restated If Applicable)</th>
<th>Total Assets and Deferred Outflows</th>
<th>Total Liabilities and Deferred Inflows</th>
<th>Equity End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Shands Teaching Hospital and Clinics, Inc. and Subsidiaries</td>
<td>June 30, 2017</td>
<td>934,438,000</td>
<td>934,438,000</td>
<td>2,296,044,000</td>
<td>1,247,049,000</td>
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<tr>
<td>2. Shands Jacksonville Healthcare, Inc.</td>
<td>June 30, 2017</td>
<td>191,305,000</td>
<td>191,305,000</td>
<td>569,212,000</td>
<td>374,509,000</td>
</tr>
</tbody>
</table>

(1) The accounts related to the University of Florida Alumni Association, Inc. are included in the financial statements of the University of Florida Foundation (UFF). The operating activities of the Alumni Association are presented in the notes to UFF’s Financial Statements.
1.0 Verification of Quorum
While a quorum was not required for this purely informational meeting, Interim Vice President
and General Counsel Amy Hass verified a quorum of the Committee on Educational Policy and
Strategic Initiatives, with all Trustees present.

Members present were:
Jason J. Rosenberg (Chair), David L. Brandon, ames W. Heavener, Mori Hosseini, Leonard H.
Johnson, W. Smith Meyers, Rahul Patel, Marsha D. Powers, David M. Quillen, Steven M. Scott,

Others present were:
President W. Kent Fuchs, Provost and Senior Vice President for Academic Affairs Joseph Glover,
Vice President for Enrollment Management Zina Evans, Vice President for Student Affairs David
Parrott, Vice President for Human Resource Services Jodi Gentry, Interim Vice President and
General Counsel Amy Hass, Associate Provost Angel Kwolek-Folland, Director of the School of
Music Kevin Orr, Assistant Vice President for Public Affairs Janine Sikes, Senior Director of
Government Relations and Assistant University Secretary Melissa Orth, Executive Assistant Brigit
Dermott, and other members of the University community and the media.

2.0 Call to Order and Welcome
Committee Chair Jason Rosenberg welcomed everyone in attendance and called the meeting to
order at 3:01 p.m. EST. He noted that this meeting was an informational meeting to prepare for
the December 14, 2017 regular meeting, and no action was planned or taken at this preparatory
meeting.

3.0 Review and Approval of Minutes
The Committee did not address minutes on this call.

Committee Chair Rosenberg asked Provost Joseph Glover to present the Action Items that would
be addressed at the December 14, 2017 meeting.
EP1. Tenure Upon Hire
Provost Joe Glover stated that there are four highly accomplished faculty members who have been hired by the University subject to their being awarded tenure upon hire by the University of Florida Board of Trustees. All have been recommended for tenure by the Provost. For those individuals hired with faculty and administrative appointments, tenure attaches only to the faculty appointment.

The individuals recommended for tenure upon hire were as follows:

1. Dr. Subharup Guha – College of Public Health and Health Professions
   Associate Professor, Department of Biostatistics
Dr. Subharup Guha earned his Ph.D. in Statistics from Ohio State University in 2004 and his M.Sc. in Statistics from the Indian Institute of Technology in Kanpur, India in 1997. His prior institution is the University of Missouri. Dr. Guha is nationally and internationally recognized as a leader in nonparametric Bayesian methods. He is the principal investigator on a grant for $1.6 million that is funded jointly by the National Science Foundation and the National Institutes of Health.

2. Dr. Mathew A. Leibold – College of Liberal Arts and Sciences
   Professor, Department of Biology
Dr. Mathew Leibold earned his Ph.D. from Michigan State University in 1988 and his M.S. and B.S. from University of Arizona in 1980. His prior institution is the University of Texas at Austin. Dr. Leibold has received extensive funding from NSF over the past 25 years and has presented his research at numerous national and international conferences. He has published more than 65 peer-reviewed papers and his work has been cited over 12,500 times. He is the 2017 recipient of the Humboldt Research Award from the Alexander von Humboldt Foundation and the 2017 Fellow of the Ecological Society of America.

3. Dr. Zhijian Qian – College of Medicine
   Associate Professor, Department of Medicine
Dr. Zhijian Qian earned his Ph.D. in Cell and Molecular Biology from Shanghai Institute of Cell Biology, China in 1994 and his B.S. in Microbiology and Biochemistry from Zhejiang (Hangzhou) University, China, in 1989. His prior institution is the University of Illinois at Chicago. Dr. Qian has gained national recognition in the American Society of Hematology and was invited to be a section modulator, abstract reviewer and abstract reviewer for annual meetings. He has an outstanding track record of research success and publication. He currently has 2 NIH RO1s in leukemia stem cells, both grants are funded until 2020. In the past 10 years he has published 26 papers and served as corresponding author for 11 papers published in high impact journals.

4. Dr. David B. Kaber – Wertheim College of Engineering
   Professor, Department of Industrial and Systems Engineering
Dr. David Kaber earned his Ph.D. in Industrial Engineering from Texas Tech University in 1996, his M.S. in Industrial Engineering from the University of Central Florida in 1993 and his B.S. in Industrial Engineering from the University of Central Florida in 1991. His prior institution is North Carolina State University. He has special interest in adaptive automation design, human-automation interaction in life sciences, human-robot interaction in healthcare, aviation human
factors and cockpit display design, virtual reality simulation for motor skill training and measuring and modeling driver distraction and situation awareness.

EP2. New Degree: Doctor of Musical Arts
Provost Glover noted that the proposed Doctor of Musical Arts degree will be a unique degree that will be distinguished nationally by the requirement of a second cognate in a discipline outside of Music, such as Engineering, Entrepreneurship and Management, Arts in Medicine, and Digital Media. Dr. Kevin Orr, Director of the School of Music, provided additional context noting that this professional degree will train elite performers, conductors and composers to meet a demonstrated market need and growth potential in the field. Dr. Orr also noted that the degree will be added with no new costs by making use of existing resources. Dr. Orr confirmed that the 90 credits of coursework beyond a Bachelor’s degree required of this program is standard for this type of degree. Vice Chair Hosseini requested that Dr. Orr provide research related to job potential for graduates at the December 14 meeting.

EP3 and Resolution R17-192. Naming
Provost Glover provided information about the naming as follows: In recognition of the generous and significant support of the University of Florida College of Medicine and UF Health Shands by the Lauren and Lee Fixel Family Foundation, the UF Foundation seeks to name the Center for Neurological Diseases at the College of Medicine the “Fixel Center for Neurological Diseases.” Lauren Fixel is a 2007 graduate of the UF College of Journalism. Her husband Lee is a partner at Tiger Global Management and is a top-ranking venture capitalist.

5.0 Discussion/Informational Items
Provost Glover noted that the first five discussion items will be addressed at the meeting on December 14. Discussion items 5.6 and 5.7 address changes to the names of departments, new centers and name changes of centers and institutes. Provost Glover went through the changes and addressed any questions.

6.0 New Business
There was no new business to come before the Committee.

7.0 Adjourn
After asking for further discussion and hearing none, Committee Chair Rosenberg thanked everyone for participating on the preparatory call. The Committee on Educational Policy and Strategic Initiatives call/meeting was adjourned at 3:20 p.m. EST.
1.0 Verification of Quorum
Interim Vice President and General Counsel Amy Hass verified a quorum of the Committee on Educational Policy and Strategic Initiatives, with all Trustees present except Trustees Steven M. Scott and David M. Thomas.

Members present were:
Jason J. Rosenberg (Chair), David L. Brandon, James W. Heavener, Mori Hosseini, Leonard H. Johnson, W. Smith Meyers, Rahul Patel, Marsha D. Powers, David M. Quillen, Robert G. Stern and Anita G. Zucker. Trustees Steven Scott and David Thomas were unable to attend.

Others present were:
W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzick, Senior Vice President for Health Affairs and President of UF Health; Jack Payne, Senior Vice President for Agriculture and Natural Resources; Zina Evans, Vice President for Enrollment Management; Curtis Reynolds, Vice President for Business Affairs; Elias Eldayrie, Vice President and Chief Information Officer; Amy Hass, Interim Vice President and General Counsel; Thomas Mitchell, Vice President for Advancement; Angel Kwolek-Folland, Associate Provost; Kevin Orr, Director of the School of Music; Melissa Orth, Senior Director of Government Relations and Assistant University Secretary; Brigit Dermott, Executive Assistant; Becky Holt, Executive Assistant; Sandy Mitchell, Legal Assistant; and other members of the University community and the media.

2.0 Call to Order and Welcome
Committee Chair Jason Rosenberg welcomed everyone in attendance and called the meeting to order at 10:30 a.m. EST.

3.0 Review and Approval of Minutes
Committee Chair Rosenberg asked for a motion to approve the minutes from the August 29, 2017 meeting, which was made by Trustee Brandon and a second, which was made by Trustee
The Committee Chair asked for further discussion, and then for all in favor of the motion and any opposed, and the motion was approved unanimously.

The Committee considered the following Action Items:

4.0 Action Items
Committee Chair Rosenberg noted that the Committee discussed all the Action Items on its December 12, 2017 call and asked Provost Joseph Glover to briefly present them and entertain further questions and discussion if desired by the Committee.

EP1. Tenure Upon Hire
Provost Joe Glover stated that there are four highly accomplished faculty members who have been hired by the University subject to their being awarded tenure upon hire by the University of Florida Board of Trustees. All have been recommended for tenure by the Provost. For those individuals hired with faculty and administrative appointments, tenure attaches only to the faculty appointment.

1. Dr. Subharup Guha has been hired in the College of Public Health and Health Professions as an Associate Professor in the Department of Biostatistics.
2. Dr. Mathew A. Leibold has been hired in the College of Liberal Arts and Sciences as a Professor in the Department of Biology.
3. Dr. Zhijian Qian has been hired in the College of Medicine as an Associate Professor in the Department of Medicine.
4. Dr. David B. Kaber has been hired in the Wertheim College of Engineering as a Professor in the Department of Industrial and Systems Engineering.

In response to a question from Trustee Hosseini, Provost Glover confirmed that these hires will boost the University’s strength in STEM and are well aligned with the University’s strategic plan for Top 5.

The Committee Chair asked for any questions or further discussion. He then asked for a motion to approve Committee Action Item EP1 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Johnson, and second which was made by Trustee Zucker. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

EP2. New Degree: Doctor of Musical Arts
Provost Glover noted that there was considerable discussion on the December 12, 2017 conference call regarding the proposed Doctor of Musical Arts degree. This will be a unique degree that will be distinguished nationally by the requirement of a second cognate in a discipline outside of Music, such as Engineering, Entrepreneurship and Management, Arts in Medicine, and Digital Media. Dr. Kevin Orr, Director of the School of Music, gave a PowerPoint presentation and provided a summary of the career opportunities, job prospects in Florida, the healthcare industry and the film and video game industry. Dr. Orr also noted that the degree will be added with no new costs by making use of existing resources. The presentation will be incorporated into these minutes.
The Committee Chair asked for any questions or further discussion. He then asked for a motion to approve Committee Action Item EP2 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Zucker, and second which was made by Trustee Johnson. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

**EP3 and Resolution R17-192. Naming**
Susan Goffman, Executive Director for Legal Services, UF Foundation, presented the naming of the Center for Neurological Diseases at the College of Medicine to the Fixel Center for Neurological Diseases in recognition of the generous and significant support by the Lauren and Lee Fixel Family Foundation. Lauren Fixel is a 2007 graduate of the UF College of Journalism. Her husband, Lee, is a partner at Tiger Global Management and is a top-ranking venture capitalist.

The Committee Chair asked for any questions or further discussion. At the request of Trustee Hosseini, Vice President for Advancement Tom Mitchell provided details about the internal review process that precedes presenting a naming opportunity to the Board. Committee Chair Rosenberg then asked for a motion to approve Committee Action Item EP3 and Resolution R17-192 for recommendation to the Board for its approval on the Non-Consent Agenda, which was made by Trustee Brandon, and second which was made by Trustee Powers. The Committee Chair asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

**5.0 Discussion/Informational Items**
Committee Chair Rosenberg turned the Committee’s attention to the discussion/informational items.

**5.1 Admissions Update**
Vice President for Enrollment Management Zina Evans gave a brief update on admissions. Vice President Evans indicated she would be able to provide additional information at the next meeting.

Provost Joe Glover introduced Cammy Abernathy, Dean of the Herbert Wertheim College of Engineering and Glenn Good, Dean of the College of Education. Provost Glover presented a new concept, Platform for Life, which addresses how the University is poised to respond to 21st century challenges.

**5.2 College of Education Plan for Top 5**
Dean Glenn Good presented a plan for the College of Education to achieve a Top 5 ranking. Highlights of Dean Good’s presentation, which is incorporated into these meeting minutes, included data indicating the positive trend in the College of Education’s rankings and key areas in which the College is a leader such as early childhood education and education technology. Trustee Zucker commended Dean Good on the progress made by the College and noted that Algebra Nation is being widely adopted, which enhances the reputation of the College and the University.
Trustee Hosseini stated that University needs to communicate how proposed vetoes of legislative appropriations impact the institution and hamper efforts to achieve strategic goals. He suggested that visiting legislators to foster a deeper understanding of how funding supports institutional and state-wide aims.

5.3 College of Engineering Plan for Top 5
Dean Cammy Abernathy presented the Herbert Wertheim College of Engineering’s plan to reach Top 5. A copy of Dean Abernathy’s presentation is incorporated into these meeting minutes. Dean Abernathy discussed the “Wertheim Transformation,” which describes the ways in which the College is undergoing transformational shifts to educate the “new engineer.” She highlighted measures of success for the College and identified some areas, such as space and start-up packages, in which additional resources would help the College reach its potential.

Committee Chair Rosenberg thanked the Deans Good and Abernathy for being the first to present their strategic plans to the Board. He noted that for future presentations the Trustees would like to hear specific ways in which they can help the Colleges advance and to learn about two things that each College does really well.

5.4 Faculty Update
Faculty Senate Chair David Quillen indicated that the current Faculty Senate Secretary, Sue Alvers, would be retiring at the end of January 2018 and her replacement, Laurie Bialosky, has already been hired. Trustee Quillen gave a presentation on retirement benefits at UF as compared to peer institutions and suggested that taking steps to make retirement benefits more competitive would help the University achieve its strategic goals. Vice President for Human Resource Services Jodi Gentry stated that the University is considering additional retirement options and is engaged in a benefits review. She noted that a benefits consultant will be coming to campus in January to review and make recommendations. It was agreed that VP Gentry will come back to the Committee to make a presentation on this topic.

5.5 Student Body President Update
Trustee Smith Meyers, President of the Student Body, provided an update on the accomplishments and initiatives of Student Government, including expanding access to ProctorU Testing Booths, lobbying for a new Health and Wellness Center, encouraging civic engagement, and surveying students on 24/7 study spaces. President Fuchs noted that student government at the University of Florida is a uniquely powerful and effective partner in the shared governance of the University.

5.6 Department Name Change
Provost Glover indicated that information was provided on the December 12, 2017 conference call regarding the department name change of the Department of Infectious Diseases and Pathology to the Department of Infectious Diseases and Immunology in the College of Veterinary Medicine. No other information was requested.

5.7 Centers/Institutes
Provost Glover indicated that information was provided on the December 12, 2017 conference call regarding the new centers that have been created and the center name changes that have
taken place. They do not require Board action but were presented for information. No other information was requested.

6.0 New Business
There was no new business to come before the Committee.

7.0 Adjourn
After asking for further discussion and hearing none, Committee Chair Rosenberg adjourned the Committee on Educational Policy and Strategic Initiatives meeting at 12:14 p.m. EST.
Candidates for Honorary Degree:

- William Foege
- Herbert Wertheim
William Foege

- Developed the strategy that eradicated smallpox.

- Received the Presidential Medal of Freedom from President Barack Obama. (2012)

- Has worked for Emory University, the CDC, The Carter Center and the Bill & Melinda Gates Foundation; Co–founded The Task Force for Child Survival.

- Mentored several PHHP faculty; a book he wrote is this year’s common reader for that College.
Herbert Wertheim

- Optometric Physician, entrepreneur, inventor, engineer, scientist and philanthropist.

- Founder of Brain Power, Inc., the most widely known provider of dyes and optical instruments for use in the manufacture of eye care technology.

- Founded Board of Trustees for Florida International University.

- Studied at UF as an undergrad; UF’s College of Engineering was named after him in honor of his $50 million donation.
<table>
<thead>
<tr>
<th>Committee Members</th>
</tr>
</thead>
<tbody>
<tr>
<td>Richard Yost, Chair</td>
</tr>
<tr>
<td>Hartmut Derendorf</td>
</tr>
<tr>
<td>Matthew Hodge</td>
</tr>
<tr>
<td>Elizabeth Lear</td>
</tr>
<tr>
<td>Andrew Lotto</td>
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<td>Joe Mandernach</td>
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<tr>
<td>Stratford May</td>
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<td>Steph McBride</td>
</tr>
<tr>
<td>Mark Meisel</td>
</tr>
<tr>
<td>Simpon Phillipot</td>
</tr>
<tr>
<td>Patrick Reakes</td>
</tr>
<tr>
<td>Donna Stricker</td>
</tr>
</tbody>
</table>
HONORARY DEGREE

CANDIDATE:

William H. Foege

NOMINATED BY:

Sarah L. McKune, Assistant Professor
College of Public Health and Health Professions
University of Florida

LETTERS OF SUPPORT PROVIDED BY:

Sarah L. McKune, Assistant Professor
College of Public Health and Health Professions
University of Florida

Mark Rosenberg, MD, President Emeritus
The Task Force for Global Health
Assistant Surgeon General (Retired)
US Public Health Service

James W. Curran, Dean
Rollins School of Public Health
Emory University
Atlanta, GA
Call for Nominations

Nominator's Name: Sarah L. McKune
Department: Environmental and Global Health
Address: Physical address: 4158 HPNP, University of Florida
Phone: 352-273-9449 Fax: 352-273-9673
Email: smckune@ufl.edu
Signature of Nominator: [signature]

The Committee on Honorary Degrees, Distinguished Alumnus Awards and Memorials will consider nominations at its next meeting in March. This form and a complete nomination package should be mailed to the committee in care of Donna Stricker, President's Office, PO Box 113150 by MARCH 1.

1. General Information:
   - Nominee's Name: Dr. William H. Foege
   - Affiliation: Emory University and the Bill and Melinda Gates Foundation
   - Business Address: Physical address: 500 5th Ave. North, Seattle, WA, 98109
   - Home Address: _____________________
   - Phone: Home ______ Business ______ Fax: ______
   - Email: bill.foege@gatesfoundation.org and polly.hogan@gatesfoundation.org (assistant)

Nominated for (PLEASE CHECK ONE):

[ ] Distinguished Alumnus
[ ] Distinguished Achievement
[ ] Distinguished Service
[ ] Honorary Degree: (please check one)
   [ ] Doctor of Arts
   [ ] Doctor of Commerce
   [ ] Doctor of Divinity
   [ ] Doctor of Education
   [ ] Doctor of Fine Arts
   [ ] Doctor of Humane Letters
   [ ] Doctor of Laws
   [ ] Doctor of Letters
   [ ] Doctor of Music
   [ ] Doctor of Pedagogy
   [ ] Doctor of Pharmacy
   [ ] Doctor of Public Administration
   [ ] Doctor of Public Service
   [ ] Doctor of Science
   [ ] Doctor of Technology

2. Description
   Please write a brief description of this individual's intellectual and professional achievements and attributes and attach it to this form.

3. Vita or Resume
   Please attach the nominee's vitae, resume or a biographical description.

4. Supporting letters or materials
   Supporting letters or other materials that will help the committee understand the significance of this nominee's work, his/her contributions, and his/her impact on others can also be attached.
February 22, 2017

Honorary Degrees Committee
University of Florida

Dear Committee Members,

It is with great pleasure and honor that, on behalf of the College of Public Health and Health Professions and with the support of Dean Mike Perri, I present this nomination packet for Dr. William Foege to receive an honorary doctorate of science degree from the University of Florida.

I first met Dr. Foege in 2000, when I was a first year master’s student at Emory University’s Rollins School of Public Health. Dr. Foege, though legendary among public health professionals, was an unknown entity to me at the time. Having tested out of a biostatistics requirement, I added his course *Approaches in Global Health* based on word of mouth and naively walked into what would become one of the most defining endeavors of my career. The course had students examine global health institutions by critically discussing their history, mission, partnership strategy, and effectiveness in student led presentation, followed by discussion with a current or historic institutional leader. In that space, directors and former directors of CDC, UNICEF, World Bank, Partners in Health, Carter Center and others were guests at the classroom roundtable. At the end of the semester course, Dr. Foege invited me to work with him as a Teaching Assistant, something he had not endeavored to do before. In this capacity, I was able to work with and continue to learn from some of the greatest public health heroes of our time. Dr. Foege’s passion, humility, and enthusiasm for global public health were palpable the first day I met him. I continued to work, on and off, for Dr. Foege, collaborating on various writing endeavors undertaken in his then newly established role at the Bill and Melinda Gates Foundation, including interviewing and archiving oral histories of the collective efforts during smallpox eradication. I am continually amazed by the arch of his influence to improve the health of the world and the gentle, indelible legacy he will leave.

Dr. Foege began his career in medicine as a missionary doctor in Nigeria. It was there, in 1966, that word spread of a missionary who had developed a new strategy for controlling smallpox. His vaccination strategy of surveillance and containment, reportedly based on his experience both as an epidemiologist and as a firefighter of forest fires, was both developed and proven effective in the field. Rather than vaccinating to a level required for herd immunity (80-100 percent), his strategy allowed for less than 10 percent of a population – targeted - to be vaccinated, and yet still reap the community level benefits of disease elimination. After proving the strategy successful in Eastern Nigeria, Dr. Foege was invited to Atlanta to work at the Centers for Disease Control and Prevention (CDC), where the strategy was taken global and where, as chief of the Smallpox Eradication Program, he oversaw its eradication. Dr. Foege was appointed Director of the CDC by President Jimmy Carter in 1977 and served in that role until 1983. He went on to form the Task Force for Child Survival and Development, a working group for UNICEF, World Bank, WHO, Rockefeller Foundation, and the UNDP. The working group successfully demonstrated that increased coordination and strategic partnership could dramatically
improve achievement of global milestones. Specifically, the group helped raise the rate of childhood immunization to unprecedented levels. This success led the working group to institutionalize and expand its mandate to addressing other barriers to child survival and health. Dr. Foege remained the Executive Director of the Task Force until 1999.

Dr. Foege went on to serve as the first Executive Director of the Carter Center from 1986-1994. He served as faculty at Emory University’s Rollins School of Public Health from 1997-2001, and as a Senior Medical Advisor for the Bill and Melinda Gates Foundation (BMGF) from 1999 until 2001. Though he technically retired from all positions in 2001, his retirement would not be apparent to the normal observer, as he has continued to play pivotal, active roles, as I can attest, at both Emory and the BMGF through today. He holds positions as Emeritus Presidential Distinguished Professor of International Health at Emory and Gates Fellow at BMGF, positions from which he continues to influence policy, funding, public debate, and – importantly – public interest in global health.

It would be impossible to capture the breadth of issues for which Dr. Foege has served as willing and successful champion – ranging from child survival to preventive medicine to public health leadership and partnership. He has brokered some of the most important public/private partnerships of our time, though he will never take any credit for these. He has been an outspoken advocate of the role public health must play in policy, arguing vehemently that public health is intrinsically political and that denying that fact abandons the responsibility inherent in undertaking public health endeavors in the first place. His adherence to the tenants of social justice, of serving the world’s most vulnerable populations, and of being a voice for those who have none or are not heard are evidenced in every step of his professional journey. And those who have had the privilege of knowing Dr. Foege know that the professional journey is the personal journey.

I have never met a more humble giant than Bill Foege. A legendary story teller, I attribute much of what I know, what I care about, and how I approach the world to the two years I spent meeting regularly with and listening carefully to him. Dr. Foege’s legacy to public health, to social justice, and to the betterment of lives all over the world is nothing short of monumental. Dr. Foege was awarded the Presidential Medal of Freedom in 2012 by President Barack Obama, an award appropriately bestowed on someone whose contribution is as significant as his. I could see as he accepted the award how proud yet uncomfortable he was with the recognition of accomplishments he so willingly attributes to his team and others around him. I trust you will agree that it would be our honor, as UF faculty, staff, and students, to share the UF affiliation with someone who has so significantly improved the world we live in.

On behalf of PHHP, public health practitioners, and healthier public across the globe, thank you for considering this nomination.

Sincerely,

Sara McKune, MPH, PhD
Assistant Professor
Environmental and Global Health
Center for African Studies
Honorary Degrees Committee  
University of Florida

February 27, 2017

Dear Committee Members:

I am writing to support the nomination of Dr. William H. Foege for an honorary doctoral degree in Public Health from the University of Florida. American heroes come in many forms—firemen, teachers, soldiers, doctors, and nurses—and touch lives on various scales. But few people have positively affected more lives than William (Bill) Foege, MD, MPH, the former director of the Centers for Disease Control and Prevention (CDC) and recipient of the 2012 Presidential Medal of Freedom.

He has a long list of extraordinary contributions to global public health and humanity. Bill has not only been involved in the most important public health advances of the last 50 years, but has envisioned and led many of them. He has had an impact on most every major global health threat of our time—from smallpox to Ebola and tobacco—and has saved hundreds of millions of people from serious illnesses, injuries, and death. His contributions to the field have also inspired generations of public health students to devote their lives to improving the health of the world’s most vulnerable people.

Bill joined CDC in 1962 as an Epidemic Intelligence Service officer. Much of his early work focused on smallpox eradication. This disease is a distant memory for most people alive today. But during the 20th century alone, smallpox claimed the lives of more people than all the wars of that century combined. Bill was instrumental in devising the “surveillance and containment” strategy that resulted in the ultimate eradication of smallpox—the only human disease that has ever been eradicated. Although Bill is too humble to take credit for this, he is widely recognized for ridding humanity of this once horrific plague.

Bill became CDC director in 1977. Under his leadership, the agency expanded its scope beyond infectious diseases to include chronic diseases and health threats such as cancer, heart disease, stroke, tobacco-related diseases, injury, and violence. Bill introduced the practice of setting measurable objectives for public health initiatives. To establish a base line for measurements, CDC began to systematically measure the current number of cases in each disease or threat area. Gradually, these changes were mirrored in the much broader arena of public health objectives for the whole nation, and later, through the Millennium Development Goals, for the world.

Since he left CDC in 1983, Bill has been instrumental in making the United States a driving force in global health. As the first executive director of The Carter Center, Bill worked on controlling and eliminating diseases of extreme poverty such as Guinea Worm and polio. He also co-founded and served as the first executive director of The Task Force for Child Survival, initially housed at The Carter Center, to raise childhood
immunization rates in developing countries. Bringing together a coalition of organizations to work on this issue, Bill was instrumental in increasing immunization rates from 20 to 80 percent within six years. The late UNICEF Director Jim Grant described this effort as “the largest peacetime mobilization in the history of the earth.” While these efforts did not directly benefit people in the United States, Bill saw that all humanity would benefit from preventing and eliminating diseases, even generations not yet born.

Bill’s collaborative approach has been vital to the success of global health initiatives that he has led over the years. Bill has long recognized that many health problems transcend national boundaries and are far too large for any one organization to solve on its own. Coalitions are absolutely critical. During his career, Bill has forged successful coalitions to tackle an array of global health problems. In the late 1980s, he broke ranks with many in the public health community when he invited the pharmaceutical industry to participate in programs focused on neglected tropical diseases (NTDs) that affect the world’s poorest people. Pharmaceutical companies have since donated billions of dollars in essential medicines to control and eliminate a range of NTDs that threaten more than one billion people. Several NTDs could soon be eliminated in large part because of Bill’s vision to involve the private sector in global health programs.

Bill has continued to play a central role in supporting global health initiatives. As senior advisor to the Bill & Melinda Gates Foundation from 1999-2011, Bill Foege persuaded Bill and Melinda Gates to make global health one of their focus areas. Over his years at the foundation, Bill Foege worked with his colleagues to generate an unprecedented flow of funding and other resources to fight HIV/AIDS, tuberculosis, malaria, and other infectious diseases that largely strike people in developing countries. As a result, we have seen extraordinary progress in addressing these diseases – and Bill Foege has been the major catalyst for this success. Bill continues to personally advise Bill and Melinda about their foundation’s global health programs, and maintains a strong level of engagement with senior leadership at the world’s major public health organizations. Both CDC Director Thomas Frieden and World Health Organization Director-General Margaret Chan sought Bill’s advice and counsel on global health issues such as Ebola.

Bill’s mark on global health extends to the generations of students and others who have been touched by his compassion and commitment to improving the health of the world’s poor. Bill is widely revered within the public health community and he has inspired legions of students to pursue careers in public health and global health. In addition, Bill has personally taught and mentored untold numbers of students and colleagues who have gone on to leadership roles within the public health community. Among these individuals are the William H. Foege Fellows in Global Health at Emory University. Each year, four students from developing countries pursue graduate studies in public health at Emory University. After graduating, they return to their countries where they work for governmental or nongovernmental agencies focused on improving public health. The Gates Foundation endowed this fellowship program at Emory as a tribute to Bill’s enduring impact on the public health profession.
Bill has had a tremendous influence not only on generations of public health and global health leaders, but also the direction of the field itself. His belief in the idea of global health equity—that all people deserve equal access to the means of good health—has become the pursuit of the Gates Foundation and other major philanthropic and nongovernmental organizations around the world. Global health equity, in Bill’s view, means that everyone would have equal access to the tools and techniques available to protect health and safety. While global health equity may not be achieved in our lifetimes, Bill has moved the world closer to a point where hundreds of millions of people living in extreme poverty are no longer destined to suffer and die from horrific infectious diseases and have opportunities for improved social and economic well-being.

Bill has never sought the spotlight and is the first to credit others for his own achievements. His Lutheran upbringing in Iowa and eastern Washington State shaped this humble demeanor. Please let me know if I can provide you with any additional information for considering Bill as an honorary degree recipient.

Respectfully yours,

Mark J. Rosenberg, MD, MPP
President Emeritus, The Task Force for Global Health
Assistant Surgeon General (Retired), US Public Health Service
To Whom It May Concern:

I write to express my support of the nomination of Dr. William Foege to receive an honorary doctorate degree from the University of Florida. I was contacted by a former student, Dr. Sarah McKune, now a professor in your College of Public Health and Health Professions, in the context of an effort of that institution to nominate him for this recognition. Having had the privilege of knowing and working with Bill for several decades beginning with our days at CDC as well as Emory University, I am happy to lend my voice to those who support his nomination.

Bill Foege was the Director of the Centers for Disease Control and Prevention when, in 1981, I was appointed to lead the emerging investigations into what became the global AIDS epidemic. Bill's tireless commitment to improving public health of the underserved is evident in all he endeavors. He has a tremendous sense of compassion, and his vision for the future of public health, at every step of his career, has been based on a unique combination of intellect, experience, and personality. In 1995, I left CDC to lead Emory University's Rollins School of Public Health as Dean, and it was my pleasure to have Bill join us on the faculty of Global Health at Rollins in 1997. I understood from our shared time at CDC, as well as having watched him lead as Executive Director both the Task Force for Child Survival and Development and the Carter Center, that he brings unique strength and energy to an institution. To demonstrate, as Executive Director of the Task Force, a collaboration established by Foege and colleagues at the World Health Organization, UNICEF, the World Bank, UNDP, and the Rockefeller Foundation, Bill insisted that the goal for childhood immunization should be nothing short of universal coverage, and under his leadership childhood immunization rates jumped from 20 percent to almost 80 percent. Such is the mark that Foege leaves, and Emory's Global Health legacy certainly bears his signature. Bill taught in our MPH program from 1997 through 2001, at which time he formally retired and assumed his current position as Emeritus Presidential Distinguished Professorship.

Dr. Foege is best known for developing the find-and-contain strategy for smallpox eradication through ring immunization, thereby interrupting the chain of transmission. For this, he has been recognized and received the prestigious Lasker Award, said to be the American equivalent of the Nobel Prize. It is also important to highlight the role that Bill has played in defining Global Health in the 21st century. In addition to significant contributions through the Carter Center, the Task Force, and Emory, Bill has gone on to champion public health in significant ways – some seen and others hidden, but not least of which is in his seminal role as Senior Fellow at the Bill and Melinda Gates Foundation. For almost two decades, Bill has advised the foundation on strategies to pursue in global health, a tremendous position of influence given the financial position of the foundation. Bill has also served on our Emory Global Health Institute Advisory Board, and has written and lectured prolifically on issues including public health leadership, social justice, and preventive medicine.
Bill Foege’s influence is significant for institutions of education, and not just those of public health. He continually reinforces the significance of lifelong learning and the application of science and evidence, with compassion, to the betterment of humankind, as was evidenced in his 2016 commencement address here at Emory entitled, “Lessons I am Still Desperately Trying to Learn.”

Emory University awarded Bill an honorary doctoral degree of science in 1986 and in 2016 awarded him the Emory President’s Medal, one of the highest honors granted by the University. He is the recipient of numerous national and international awards of the highest level, including the World Health Organization’s Health for All Medal, the Mary Woodard Lasker Award for Public Support of Medical Research and Health Sciences, the Public Welfare Medal from the National Academy of Sciences, and the Presidential Medal of Freedom by President Obama, the highest honor that can be bestowed upon a civilian by the President of the United States.

I highly recommend Dr. William Foege for receipt of your honorary doctoral degree. His contributions to the academy, as well as to the public good, is unparalleled. He is, without a doubt, one of the very top public health leaders in the world of our lifetime.

Sincerely,

James W. Curran, MD, MPH
James W. Curran Dean of Public Health
Professor of Epidemiology
Co-Director, Emory Center for AIDS Research
William Herbert Foege M.D., M.P.H. is an American physician and epidemiologist credited with designing the strategy that led to the eradication of smallpox, the only human disease to ever have been successfully eradicated. He trained as a medical doctor at the University of Washington (1961) and served as an Epidemic Intelligence Service officer at the Centers for Disease Control and Prevention (CDC, 1962-1964). He completed his Master of Public Health at Harvard School of Public Health in 1965, after having become interested in global public health.

Bill Foege was serving as a missionary in the Lutheran Church in northern Nigeria when he was recruited to CDC to share an effective containment strategy he had developed for smallpox. He ultimately became Chief of the CDC Smallpox Eradication Program and oversaw the global eradication of smallpox. Dr. Foege went on to serve as Director of the CDC and to co-found the Task Force for Child Survival and Development, a working group for the World Health Organization, UNICEF, The World Bank, the United Nations Development Program, and the Rockefeller Foundation, now renamed the Task Force for Global Health. He also served as Executive Director and Health Policy Fellow for the Carter Center, professor at Emory University's Rollins School of Public Health, and Senior Fellow for the Bill and Melinda Gates Foundation. Dr. Foege's efforts at the CDC and the Task Force were central to increasing global rates of immunization among children in developing countries to historic highs in the 1980s, and through teaching, lecturing, and advising on prioritization and leadership in Global Health, his engagement at the Gates Foundation and Emory University have been critical to reshaping the future landscape of global health in the 21st Century.

Today, Dr. Foege serves as Emeritus Presidential Distinguished Professor of International Health, Emory University’s Rollins School of Public Health and as a Gates Fellow for the Bill and Melinda Gates Foundation. He is a member of the American College of Epidemiology, the American Epidemiology Society, the American Public Health Association, the American College of Preventative Medicine, the American Medical Association, the Council on Foreign Relations, Physicians for Human Rights, Physicians for Social Responsibility, and the Royal Society of Tropical Medicine and Hygiene, among other professional associations.

Dr. Foege is the recipient of numerous awards, including the 2012 Presidential Medal of Freedom, the nation’s highest civilian honor, “presented to individuals who have made especially meritorious contributions to the security or national interests of the United States, to world peace, or to cultural or other significant public or private endeavors”. Other notable awards include the Jimmy and Rosaline Carter Humanitarian Award, the Sabin Gold Medal Award, The Lasker Award for Public Service, numerous honorary degrees, a named endowed chair at Emory University, and building dedications at various public health institutions.

Dr. Foege is the author of more than 160 professional publications, including his most recent book, House on Fire (2012), the story of global smallpox eradication.
CURRICULUM VITAE
WILLIAM H. FOEGE, M.D., M.P.H.

Education

M.P.H., Harvard University, 1965

M.D., University of Washington Medical School, 1961

B.A., Pacific Lutheran University, 1957

Positions

Presidential Distinguished Professor Emeritus, Department of International Health, Rollins School of Public Health, Emory University, 2001-present.

Senior Fellow, Bill and Melinda Gates Foundation, 2002-2011. (retired)


Senior Fellow for Health Policy, The Carter Center, Atlanta, Georgia, July 1986-present.

Senior Medical Advisor, Bill and Melinda Gates Foundation. September 1999 – December 2001. (retired)

Presidential Distinguished Professor, Department of International Health, Rollins School of Public Health, Emory University, 1997-2001. (retired)


Director, Centers for Disease Control, 1977-1983.

Assistant to the Director, Centers for Disease Control, 1975-1977.

Medical Officer, World Health Organization, New Delhi, India, 1973-1975.


Medical Officer, Immanuel Medical Center, Yahe, Eastern Nigeria, 1965-1966.


Other Experience

Emory University Institute of Global Health Advisory Committee, 2006-present.

University of Washington, Department of Global Health External Advisory Board, 2008-present.

Morehouse School of Medicine Advisory Committee, 2007.

Member, Board of Directors, Hilton Foundation, 2006-present.

Member, Board of Directors, Global Partnerships 2006-2008.

Member, Board of Directors, Casey Family Foundation, 2001-present.

Chair, Board of Advisors, Global Health Council, 1998-2009.

Member, Board of Trustees, Pacific Lutheran University, 1998-present.

Member, Board of Trustees, The Rockefeller Foundation, 1998-2009.

Member, Senior Advisory Group, Georgia Healthy Community Partnership, 1997-present.

Member, Council on Foreign Relations, 1997-present.

Special Advisory Committee to the CEO, American Cancer Society, 1996-present.


Advisory Board Member, Every Child by Two, 1991-present.

Fellow of the American Association for the Advancement of Science, 1991-present.

Fellow, Society of Behavioral Medicine, 1990-present.

Board of Directors, CDC Foundation, 1997-2000.

Board of Advisors to the Director, Centers for Disease Control and Prevention, 1995-2000.


Board Member, Kaiser Foundation Health Plan, Inc. and Kaiser Foundation Hospital, 1993-2000.


Executive Committee member, Atlanta Area Committee for UNICEF, 1991-1996.

Delta Omega Member.

Advisory Board Member, The Future of Medicine, WNET-TV, 1989-1993.


Chairman, Institute of Medicine, International Health Advisory Board, 1989-1995.


Chairman, National Advisory Board, Community Health Promotion, Kaiser Family Foundation, 1987-1990.

Member of the Advisory Board, Families in Action, 1987-1995.


Advisory Committee Member, Health Promotion and Disease Prevention Resource Center, Morehouse School of Medicine, 1987-1992.

Member of the Board, Atlanta Chapter, Physicians for Social Responsibility.

Member of the Board, Sasakawa Africa Association, 1987-present.

Member, National Leadership Commission on Health Care, 1987-1990.


Advisory Committee Member, Graduate Program in Public Health, Emory University, 1987-1994.


Project Director, Health Policy Consultation, The Carter Center of Emory University, 1984.

Chairman, Committee on Trauma Research, Commission on Life Sciences, National Research Council and the Institute of Medicine, 1984-1985.


Editorial Board Member, Annual Review of Public Health.

Member of the Visiting Committee, School of Public Health, Harvard University, 1979-1986 and 1996-present.

Member of the Visiting Committee, University of Texas Health Science Center at Houston. Alternate Delegate, American Medical Association House of Delegates, representing the
American College of Preventive Medicine.

Advisory Council Member, Johns Hopkins School of Hygiene and Public Health, 1991.


Member of the U.S. Delegation, World Health Assembly, Geneva, Switzerland, May 1977.


World Health Organization Consultant at the Seminar on Immunization Programs, Damascus, Syria, August 30-September 4, 1975.


World Health Organization Consultant at Inter-Regional Seminar on Surveillance and Assessment in Smallpox Eradication and Regional Adviser's Meeting, New Delhi, India, November-December 1970.

Seconded to International Committee of the Red Cross, as Deputy Field Coordinator, Joint Relief Action, Nigeria, September-December 1968.

World Health Organization Consultant, Inter-Regional Seminar on Smallpox Eradication, Kinshasa, Congo, November 1968.

World Health Organization Consultant at Inter-Regional Seminar on Smallpox Eradication, Bangkok, Thailand, December 1967.
Honors

United States Presidential Medal of Freedom, May 2012. United States Presidential Medal of Freedom, 2012. The Medal of Freedom is the Nation’s highest civilian honor, presented to individuals who have made especially meritorious contributions to the security or national interests of the United States, to world peace, or to cultural or other significant public or private endeavors.

Spirit of Helen Keller Award, New York, May 2012.


Honorary Doctor of Science degree, Mt Sinai Mount Sinai School of Medicine, May 2011.

Jeryl Lynn Hilleman Endowed Lectureship, CDC Foundation and Merck Company Foundation, March 2011.


Roy and Margaret Shilling Lecture, Southwestern University, March 2010.

CDC Foundation Hero Award, October 2009.

Raymond and Beverly Sackler Award for Sustained National Leadership, Research America Advocacy Awards, 2008.

4th Annual Advancing Global Health Award, Seattle Biomedical Research Institute, Seattle, 2008.


Senator Frank R. Lautenberg Award in Public Health, University of Medicine and Dentistry of New Jersey School of Public Health, 2007.


Jimmy and Rosalynn Carter Humanitarian Award, the National Foundation for Infectious Diseases, 2007.
Honorary Society in Public Health as an Honorary Member, Alpha Eta Chapter of Delta Omega, University of Medicine and Dentistry of New Jersey, 2007.

Julius B. Richmond Award, given by Harvard School of Public Health for excellence in work with public health conditions in vulnerable populations, 2006.

Sabin Gold Medal Award, Albert B. Sabin Vaccine Institute, 2006.

William H. Foege Building dedication, Departments of Genome Sciences and Bioengineering, University of Washington, March 2006.

William H. Foege Endowed Chair, Department of Global Health, University of Washington, 2005.


Honorary Doctor of Medical Sciences degree, Yale University, May 2005.


Charles R. Hatcher Jr., MD Award for Excellence in Public Health, Rollins School of Public Health, Emory University, 2003.

Nathan Davis Award, from the American Medical Association, 2002.


Wittenberg Award from the Luther Institute, October 2001.


Honorary Doctor of Science, Honoris Causa, Northeastern Ohio Universities College of Medicine, 1999.

Health-Care Heroes Award, Atlanta Business Chronicle, 1998.

Honorary Doctor of Science, Harvard University, 1997.

NACCHO Leadership Award, 1997.


Calderone Prize, Columbia University, 1996.

Public Health Hero Award, University of California at Berkeley, School of Public Health, 1996.

Presented with the first annual Hugh Downs Award by the U. S. Committee for UNICEF for his work on behalf of the children of the world, 1994.


Distinguished Alumnus Award, Harvard University, 1994.

Recipient of an award from U.S. President Bill Clinton for his work in child survival, December 21, 1993.

Recipient of the 1993 Sedgwick Memorial Award, given by the American Public Health Association in recognition for his work in eradicating smallpox and his many other accomplishments in public health.

Graven Award, 1993, bestowed annually by Wartburg College to a layperson for making a significant contribution to community, church, and society.

Recipient of the 1992 Healthtrac Prize for Improvement of the Health of the Public. Presented by the Healthtrac Foundation for outstanding achievements in improving the lives and health of the public.

Abraham M. Lilienfeld Award recipient, 1990. Presented by the American College of Epidemiology for outstanding contributions to epidemiology.

Recipient of the Elizabeth Fry Ashmead Schaeffer Award, presented by the Lutheran Home of Germantown, 1990.

Recipient of the Lester Breslow Award, given by the Los Angeles County Department of Health Services, for lifetime achievement in public health, 1990.

Recipient of the Bruce Award, from the American College of Physicians, for distinguished contributions to preventive medicine, 1990.


Recipient of the Hardman Cup, Medical Association of Georgia, April 1988.

Honorary Doctor of Sciences, Emory University, May 1986.

American Public Health Association John Snow Award, November 1985.

Honorary Doctor of Science, West Virginia University, May 1984.

American College of Preventive Medicine Distinguished Service Award, April 1984.


Honorary Doctor of Science, Augustana College, 1983.

The Society of Prospective Medicine, Lewis C. Robbins Recognition Award, October 1983.

Honorary Doctor of Science, Tulane University, 1980.

Recipient of the University of Washington School of Medicine Distinguished Alumnus Award, 1979.


Recipient of the Joseph C. Wilson Award for achievement and promise in international affairs, 1978.


Honorary Doctor of Science, California Lutheran College, 1977.

Recipient of the Pacific Lutheran University's Distinguished Alumnus Award, 1976.

Center for Disease Control Special Achievement Award, March 1975.

Public Health Service Superior Service Award, May 1970.

Delta Omega, 1965.
Memberships

American College of Epidemiology
American Epidemiologic Society
American Public Health Association
American College of Preventive Medicine
American Medical Association
American Association for the Advancement of Science
Council on Foreign Relations
Institute of Medicine
International Physicians for the Prevention of Nuclear War
Physicians for Human Rights
Physicians for Social Responsibility
Royal Society of Tropical Medicine and Hygiene
Indian Society for Malaria and Other Communicable Diseases

Teaching Appointments

Presidential Distinguished Professor, Rollins School of Public Health of Emory University.

Heath Clark Lecturer, London School of Hygiene and Tropical Medicine, 1992.

Visiting Lecturer on Tropical Public Health in the School of Public Health, Harvard University.

Clinical Professor, School of Medicine, Emory University.
Publications


Foege WH: The Hungry Need not Die Unless We Think So. In the Hungry Will not Die, edited by William J. Danker and Paul R. Malte. St. Louis, Missouri: The Board of Social Ministry and
World Relief of The Lutheran Church, Missouri Synod, 1977.


Foege WH: Injuries are not Accidents. In Injury, edited by T Christoffel. Law, Medicine, and
Health Care 17(1):5-6, Spring 1989.


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April 22, 2017

Professor Richard A. Yost  
Honorary Degrees and Distinguished Awards Committee  
University of Florida Faculty Senate

SUBJ: Nomination of William Foege for an Honorary Degree

Dear Rick,

I am delighted to provide my strongest endorsement of Dr. William Foege for an honorary degree from the University of Florida. As a clinician, scientist, educator, writer, and administrator, Dr. Foege is a public health giant whose lifelong contributions have had an enormous impact on disease prevention and health promotion in the U.S. and throughout the world.

Dr. Foege’s influence on the University of Florida is profound and multi-layered. He has had a major impact on UF through his mentorship of several of faculty who play key roles in our public health efforts. Dr. Foege’s passion for public health teaching and training is infectious, and his protégés are shaping public health here at UF. Dr. Sarah McKune, who nominated Dr. Foege, served as our Director of Public Health Programs for three years, before recently moving into a position to focus more on research in global health. Dr. Madsen Beau de Rochars from our Department of Health Services Research Management and Policy is another leader within the UF public health community who has been heavily influenced by Dr. Foege. In 2008, Dr. Beau de Rochars received the William H. Foege Fellowship in Global Health from Emory University’s Rollins School of Public Health. The Fellowship was established by the Bill and Melinda Gates Foundation to honor Dr. Foege. As a fellow, Dr. Beau de Rochars was greatly influenced by Dr. Foege’s leadership style as well as his global health philosophy. Dr. Beau de Rochars currently serves as the coordinator of our public health research, teaching, and service activities in Haiti. Finally, Dr. Glenn Morris, Director of the Emerging Pathogens Institute, served as an Epidemiologic Intelligence Service officer at the CDC under Dr. Foege’s leadership. This takes us to the second layer of Dr. Foege’s influence, which is institutional.

The UF Emerging Pathogens Institute was established based on the very tenants of global public health that Dr. Foege has espoused. Indeed, Dr. Foege’s contribution to global public health, through his work on smallpox eradication, childhood vaccination, global partnerships, and social justice has served as the model for UF’s development of an interdisciplinary institution committed to understanding and addressing the spread of infectious diseases. Dr. Foege’s philosophy of global public health leadership enabled us to build an institute dedicated to the proposition that the health of Floridians is inextricably linked to the health of nations around the globe.
Finally, further evidence of Dr. Foege’s contribution to the University of Florida can be seen in our faculty’s selection of his book *House on Fire: The Fight to Eradicate Smallpox* as the common reader for all incoming public health students for fall of 2017. Our faculty strongly believe that guided by Dr. Foege's inspirational leadership and unstinting commitment to advancing the health of the public our students will be better prepared to make a positive difference in the world.

Thus, it is with great enthusiasm that I urge the Awards Committee to give Dr. Foege’s nomination utmost consideration for an honorary degree from the University of Florida.

Sincerely,

Michael G. Perri, PhD
Dean and Robert G. Frank Endowed Professor
HONORARY DOCTORATE

CANDIDATE:
Herbert A. Wertheim

NOMINATED BY:
Cammy R. Abernathy
Dean, Herbert Wertheim College of Engineering, University of Florida

LETTERS OF SUPPORT PROVIDED BY:

Henry Rodriguez, PhD, MS, MBA
Director, Office of Cancer Clinical Proteomics Research, National Cancer Institute, NIH
Senior Scientific Officer, National Institutes of Health
Professor (Scholar), Academia Sinica, Taipei, Taiwan

David Brenner, MD
Vice Chancellor for Health Sciences and Dean, School of Medicine
University of California San Diego

Michele Manuel, PhD
Chair, Department of Materials Science and Engineering
Herbert Wertheim College of Engineering, University of Florida
Call for Nominations

Nominator’s Name: Dr. Cammy R. Abernathy
Department: Herbert Werthem College of Engineering
Address: 300 Weil Hall, PO Box 116550
Phone: 352-392-6000 Fax: 352-392-9673
Email: caber@eng.ufl.edu
Signature of Nominator: [Signature]

The Committee on Honorary Degrees, Distinguished Alumnus Awards and Memorials will consider nominations at its next meeting in October. This form and a complete nomination package should be mailed to the committee in care of Stephanie McBride, Provost’s Office, PO Box 113175 by OCTOBER 1.

1. General Information:
   Nominee’s Name: Dr. Herbert A. Wertheim
   Affiliation:
   Business Address: 4470 SW 74th Avenue, Miami, FL 33155-4408
   Home Address: 2 Casuarine Concourse, Miami, FL 33143-6502
   Phone: Home 970-476-1111 Business 305-264-4465 Fax:
   Email: wertheimco@gmail.com

   Nominated for (PLEASE CHECK ONE):
   
   [ ] Distinguished Alumnus
   [ ] Distinguished Achievement
   [ ] Distinguished Service
   [x] Honorary Degree: (please check one)
       [ ] Doctor of Arts
       [ ] Doctor of Commerce
       [ ] Doctor of Divinity
       [ ] Doctor of Education
       [ ] Doctor of Fine Arts
       [ ] Doctor of Humane Letters
       [ ] Doctor of Laws
       [ ] Doctor of Letters
       [ ] Doctor of Music
       [ ] Doctor of Pedagogy
       [ ] Doctor of Pharmacy
       [ ] Doctor of Public Administration
       [ ] Doctor of Public Service
       [ ] Doctor of Science
       [x] Doctor of Technology

2. Description
   Please write a brief description of this individual’s intellectual and professional achievements and attributes and attach it to this form.

3. Vita or Resume
   Please attach the nominee’s vita, resume or a biographical description.

4. Supporting letters or materials
   A. Three or more letters of support (typically a mixture of internal and external letters) that will help the committee understand the significance of this nominee’s work, his/her contributions, and his/her impact on others. B. Letter of support from the college dean that will host the award recipient
Herbert Wertheim

Dr. Herbert A. Wertheim is an Optometric Physician, inventor, engineer, scientist, and philanthropist. He is the founder and president of Brain Power Incorporated (BPI). Dr. Wertheim serves as the Founding Chairman of the FIU Herbert Wertheim College of Medicine, an advisor to The Nicole Wertheim College of Nursing and Health Sciences at Florida international University and Honorary Chairman of The Herbert Wertheim College of Engineering at the University of Florida.

Dr. Wertheim studied electrical engineering at the University of Florida, is a graduate of Brevard Community College (now Eastern Florida State College) and the Southern College of Optometry, where he received his BS and his Doctor of Optometry.

For many years Dr. Wertheim operated a clinical practice specializing in visual neurology and optometry at the University Eye and Medical Center in Coral Gables, Florida. During this period, he was a distinguished lecturer in Physiological Optics and Optometry at the Bascom Palmer Eye Institute and an Adjunct Professor of Physics in the graduate program at the University of Miami, Florida. He also served as director of the University of Tennessee Medical School Computer Center.

In 1971, Dr. Wertheim founded his first major venture, BPI, a company based on commercialization of eye care technology. BPI manufactures over 4,000 products for eye care professionals and optical laboratories at its facilities in Miami, Florida and Rugby, UK, and has become the world's largest manufacturer of ophthalmic instruments, cosmetic and therapeutic tints for eyeglass lenses and diagnostic products for optometrists, ophthalmologists, opticians and optical laboratories. The company's business includes products for dyeing and tinting plastic eyeglass lenses including ultraviolet-absorbing dyes. In addition to its commercial success, the work performed at BPI has led to treatments for diseases of the eye ranging from cataracts to macular degeneration. The success of BPI is a testament to Dr. Wertheim's application of engineering principles to eye care, and represents one of the most successful examples of the potential for impact that can be derived from engineering optical materials in support of health care.

Following on his success as an entrepreneur, Dr. Wertheim has expanded his business interests to other industries, serving as the chairman or board member of 18 private, NYSE or NASDAQ companies in banking, health care, aerospace, real estate, transportation and several diverse high tech industries. In recognition of his exceptional experience and expertise, the La Jolla Institute of Allergies and Immunology elected Dr. Wertheim to serve as a director and research advisor in July 2013. The Institute's main focus is the understanding of the immune system's response to infectious agents, Type 1 diabetes, rheumatoid arthritis, multiple sclerosis, Crohn's disease and cancers.
Dr. Wertheim is an avid supporter of education. He served as Chairman of the Board of Directors and Board member of the Florida International University Foundation from 1988 through 2001. He was a founding member of the Florida International University Board of Trustees at its establishment by the Florida Legislature in 2000 and was reappointed for a second term by Governor Bush in 2003. As chairman of FIU's Academic Affairs Committee he won approval of the University's Trustees for the Medical College and was asked to chair the Medical College Initiative. After a multi-year legislative campaign including community and university involvement, the FIU Medical College was established.

Dr. Wertheim, along with his wife Nicole, have been generous supporters of higher education. He has served as chairman of the Dr. Herbert and Nicole Wertheim Family Foundation since 1977 which has donated more than $100,000,000 to various organizations including the 1000 seat Herbert and Nicole Wertheim Concert Hall and Performing Arts Educational Center at Florida International University in Miami. In May 2009, the Dr. Herbert and Nicole Wertheim Family Foundation made a $20 million gift to establish multiple endowments including eight endowed chairs for the Medical College. In June 2009, the FIU Board of Trustees named the new college the Herbert Wertheim College of Medicine in his honor and named him Founding Chairman of the College of Medicine and Trustee Emeritus of the University. In September 2013, FIU named the Nicole Wertheim College of Nursing and Health Sciences in honor of Wertheim's wife, Nicole.

In October 2015, the University of Florida announced the naming of the Herbert Wertheim College of Engineering in honor of the Wertheim Family Foundation's gift of $50 million, which will, among other things, fund an 80,000 sq.ft. Engineering Innovation building and foster collaboration between the University of Florida and Florida International University.

Dr. Wertheim has served as a member of numerous other charitable boards, including the University of Miami Citizens Board, Dade County Zoological Society, American Heart Association, Lighthouse for the Blind, and the Boy Scouts of America. He was a founder of the Friends of Vail and the Vail Valley Citizen of the Year awards. He has also been a board member of the Vail Valley Foundation. He served on the board of the International SeaKeepers Society, an organization of yacht owners that collect scientific data using their boats and crew and then broadcast the data by satellite to universities and governments around the world.

The Wertheim Foundation was the first to fund a five-year PBS contract for National Geographic and ten other science and cultural programs for WPBT Miami Public Television. The Foundation also funded the building of the public radio station in Vail, Colorado and educational TV repeaters in the Vail Valley.

On April 8, 2011 Wertheim was formally inducted into the Horatio Alger Association in recognition of his personal and professional successes despite his humble and challenging beginnings.
September 24, 2017

Chair of the Committee on Honorary Degrees
University of Florida
President’s Office
PO Box 113150
Gainesville, FL 32611-1311

Dear Chair:

This letter is in support of the nomination of Dr. Herbert A Wertheim as a recipient of the Honorary Doctorate in Technology Degree from the University of Florida. He is the founder and president of Brain Power Incorporated (BPI). Dr. Wertheim studied electrical engineering at the University of Florida and is a graduate of Brevard Community College (now Eastern Florida State College) and the Southern College of Optometry, where he received his BS and his Doctor of Optometry.

Dr. Wertheim has made outstanding contributions to the field of eye care particularly with regards to the use of optical materials to prevent and treat eye disease. The technologies he and his company developed have positively impacted the lives of millions, and represent a wonderful example of the powerful role that materials engineering can play in the improvement of health care technology. BPI stands today as the most widely known and respected provider of dyes and optical instruments for use in the manufacture of eye care technology.

While the technology developed at BPI is truly outstanding, Dr. Wertheim’s ability to build a global manufacturing leader almost virtually through his own grit and ingenuity is equally remarkable. Dr. Wertheim conducted the research which formed the basis of his company while also conducting a full time optometry practice. Like many great entrepreneurs, he observed a human need through his practice, engineered solutions through his research and then commercialized those solutions using his exceptional business acumen. Building on this success as an entrepreneur, Dr. Wertheim has expanded his business interests to a number of technology and service industries. He serves on a number of commercial boards, a testament to the high regard in which his expertise is viewed by the business community.

The remarkable technology and business achievements of Dr. Wertheim are matched by his commitment to making the world a better place through service and philanthropy. He has served on a number of boards of not for profit organizations, most notably as Chairman of the
Board of Directors and Board member of the Florida International University Foundation from 1988 through 2001. He was a founding member of the Florida International University Board of Trustees at its establishment by the Florida Legislature in 2000 and was reappointed for a second term by Governor Bush in 2003. As chairman of FIU’s Academic Affairs Committee he won approval of the University’s Trustees for the Medical College and was asked to chair the Medical College Initiative. After a multi-year legislative campaign including community and university involvement, the FIU Medical College was established. He has given generously to both FIU and UF as well as to other public institutions like the Miami Zoo and the local Miami PBS station. Further details of his incredible philanthropy are listed in his nomination packet.

The list of Dr. Wertheim’s accomplishments is in itself truly remarkable, though even more so in light of the circumstances of his childhood. Dr. Wertheim came from very modest beginnings, and spent most of his childhood working to support himself or his family, even spending some time as a teenager living in the Everglades. His self-propelled transformation from high school truant to global technology leader and philanthropist is inspirational, so much so that the Horatio Alger Society inducted him into their ranks as a member.

It has been a once in a lifetime opportunity to get to know Dr. Wertheim. His success in technology and business development, enthusiasm for the positive impact of education on society and inspiring personal qualities, in my opinion, make him an ideal candidate for an Honorary Degree. Please feel free to contact me should you need additional information on his behalf.

Sincerely,

Cammy R. Abernathy
Dean, Herbert Wertheim College of Engineering
Professor of Materials Science and Engineering
September 27, 2017

Chair of the Committee on Honorary Degrees
University of Florida
President’s Office
P.O. Box 113150
Gainesville, FL 32611-1311

Dear Chair:

It is with great distinction that I write this letter in support of the nomination of Dr. Herbert A. Wertheim as a recipient of the Honorary Doctorate in Technology Degree from the University of Florida. I have known Dr. Wertheim (“Herbie”) for nine years largely through our interactions at Florida International University, and a special bond of trust, respect, and friendship.

For your purview, I am a Senior Scientific Officer at the National Institutes of Health (NIH) and Director of the Office of Cancer Clinical Proteomics Research (Office of the Director) at the U.S. National Cancer Institute (NCI). As director, I lead NCI’s largest proteogenomic effort, currently overseeing 200 research scientists in 40 locations around the nation with expertise in genomics, proteomics, cancer biology, clinical chemistry, clinical trials, and regulatory science. I also worked with the White House Cancer Moonshot led by former Vice President Joseph R. Biden, Jr. to create the nation’s first healthcare system in which cancer patients are routinely screened for genomic abnormalities and proteomic information, and created an international consortium of leading cancer research centers (spanning 11 countries) to facilitate collaboration in omics medicine and share their data with the public. As an alumnus of Florida International University, I received the 2008 Torch Award for distinguished alumni, 2009 Honorary Alumnus Member of the Epsilon Florida Chapter of Phi Beta Kappa, was Founding Member of the Dean’s Academy Graduate School in 2013, and was the inaugural recipient in 2013 of the Dr. Herbert Wertheim Global Medical Leadership Award that recognizes pioneers who are not afraid to scrutinize the field of medicine with a clear vision of the future.

It goes without saying that Dr. Wertheim’s accomplishments transcend his multifaceted career as scientist, clinician, entrepreneur, philanthropist, and community leader. Educated in electrical and computer engineering, and trained in [optical] engineering, Dr. Wertheim is one of America’s Most Impressive Thinkers.

Dr. Wertheim, CEO of Brain Power Inc., founded what is now the largest global manufacturer of optical tints, instruments, and diagnostic products. His groundbreaking invention of UV 400 Tint Protection, which remains to this day the global standard in tinted eyewear, defined the world of medical optics for decades to come. In recognition of his remarkable growth from overcoming dyslexia and poverty from an early age in South Florida to a world-class entrepreneur, Dr. Wertheim was awarded the prestigious Horatio Alger Award in 2011. He continues to be a guiding light for South Florida, adding on to his long career at Florida International University as a two-term trustee for three decades, the foundation chairman, and chairman of the Herbert Wertheim College of Medicine. At the University of Florida, Dr. Wertheim was recently appointed to be an honorary chairman of the Herbert Wertheim College of Engineering. He also recently extended a $50 million gift to the University of Florida, ultimately contributing to the start of a $300 million development project aimed to enrich the academic and research programs at the Herbert Wertheim College of Engineering and spur collaborations between Florida’s two major research universities (Florida International University and University of Florida).
Dr. Wertheim’s endeavors stretch well beyond Florida. Since 2013, Dr. Wertheim has been an active member of the board of the La Jolla Institute for Allergy and Immunology, a research institution that historically has developed strong relationships with University of California, San Diego and The Scripps Research Institute. In 2016, Dr. Wertheim was recruited by Bill Gates and Warren Buffett to join The Giving Pledge, a distinguished list of the world’s wealthiest individuals and families who have pledged to commit at least half their wealth to giving back (philanthropy). Dr. Wertheim’s background in both optometry and business have allowed him to take on the multiple roles that he holds as both an educator and advisor in today’s most groundbreaking institutions.

On a personal level, when I first met Dr. Wertheim in 2008 upon receiving the Torch Award, never would I have imagined the friendship that would soon follow. I have always believed that it is important to choose the right group of friends that can push yourself to achieve bigger professional goals. Who you spend time with matters. During the past 9 nine years, Herbie has been a sounding board to which I can bounce ideas off and know the advice would be honestly brutal, yet can move me in the right direction. Simply said, Dr. Wertheim brings out the best in a person.

Making life on earth better with efforts to support public universities and colleges, is the motto of Dr. Wertheim’s family. If someone were to ask me “What will Dr. Wertheim’s legacy be?” I would say that while still being written, it is already around us in the values of Preventive Health, Education, Arts & Culture, and Community Outreach.

It has been a pleasure to get to know Dr. Wertheim both professionally and personally. As someone who understands humble beginnings in South Florida, it is incredibly remarkable to witness an individual who has faced more than life’s fair share of challenges, persevered, and changed the world for the better. Dr. Wertheim’s vision and success afforded him the opportunity to support a myriad of causes. For these reasons, I strongly support Dr. Herbert A. Wertheim as the candidate for an Honorary Doctorate.

Please do not hesitate to contact me should you need additional information on his behalf.

Sincerely,

[Signature]

Dr. Henry Rodriguez, MS, PhD, MBA
Senior Scientific Officer, National Institutes of Health
Director, Office of Cancer Clinical Proteomics Research
Office of the Director, National Cancer Institute
T: 240-781-3370
E: rodriguezh@mail.nih.gov
Dear Chair:

I write with great enthusiasm in support of Dr. Herbert A. Wertheim as a recipient of the Honorary Doctorate in Technology degree from the University of Florida. I can think of no person whose life story, whose past and current contributions to medical science and the visual well-being of millions, and whose ongoing philanthropy deserves this honor and recognition more.

Dr. Wertheim grew up in South Florida in a family so poor that he shared a bed with two brothers in an apartment above the family’s bakery. He suffered from physical abuse and undiagnosed dyslexia, making life and school tough, and ultimately resulting in an early existence of odd jobs, once even living with Seminole Indians in the Everglades, catching frogs to sell to restaurants.

But he was also bright, driven, and inspired. Overcoming circumstances, he studied electrical engineering at the University of Florida and graduated from what is now Eastern Florida State College and the Southern College of Optometry, where he received his Bachelor of Science and Doctor of Optometry degrees.

For many years, Dr. Wertheim operated a clinical practice in Coral Gables, Florida, becoming increasingly recognized as a leader and visionary, a distinguished lecturer and an adjunct professor of physics at the University of Miami. Caring for his patients opened his eyes to their needs and in 1971, he founded Brain Power International, a company that now manufactures more than 4,000 products for eye care professionals and operates laboratories in Florida and the United Kingdom. BPI is now the largest manufacturer of ophthalmic instruments, cosmetic and therapeutic tints for eyeglass lenses, and vision diagnostic products in the world. Research at BPI labs has led to new treatments for eye diseases ranging from cataracts to macular degeneration.

But Dr. Wertheim’s vision, interests, and success extend beyond matters of the eye. He has served as chairman or board member of numerous high-profile companies in banking, health care, aerospace, transportation, and real estate. He is a director and research advisor to the La Jolla Institute for Allergy and Immunology, a leading partner with UC San Diego in better understanding and treating ailments from Type 1 diabetes and rheumatoid arthritis to Crohn’s disease and myriad cancers.
He is also a strong believer in giving back and building forward. He was a founding member of the Florida International University Board of Trustees at its establishment in 2000 and successfully chaired the initiative to create the FIU Medical College. The Dr. Herbert and Nicole Wertheim Family Foundation has donated millions in support of education and improving lives, from endowed chairs to arts programs to Boy Scouts to new facilities and collaborations at FIU and the University of Florida. Since 1977, just six years after he created BPI, his foundation has donated an astounding $100 million to worthy organizations and causes.

A few years ago, Dr. Wertheim was inducted into the Horatio Alger Association, named for the 19th-century American writer who celebrated impoverished boys who climbed from humble, even desperate, beginnings to create successful lives through hard work, determination, courage, and honesty.

Herb personifies that ideal. I am proud to say I know him, that I respect and honor him and that I whole-heartedly support his nomination for this honorary doctorate he so richly deserves.

Sincerely,

[Signature]

David A. Brenner, MD
September 28, 2017

Committee on Honorary Degrees, Distinguished Alumnus Awards and Memorials
University of Florida
Campus

RE: Letter of Support on Behalf of Herbert Wertheim for an Honorary Degree

Dear Honorary Degree Committee,

It is with great respect and honor to nominate Dr. Herbert Wertheim for an honorary degree from the University of Florida. I am the Department Chair of the Materials Science and Engineering Department in the College of Engineering and a University of Florida alumna (BS ’97). The University of Florida has established criteria for conferring the honorary degree, including “eminent achievement in scholarship” and “individuals who are connected in some significant and meaningful way with the state or with the university.” I cannot image another individual other than Dr. Wertheim whom exemplifies these qualities, thus making him truly worthy of this great honor and distinction.

While you can easily follow all of the meritorious activities outlined in Dr. Wertheim’s nomination packet. I would like to highlight his lifelong and sustained commitment to the state of Florida, its institutions, and constituents. Serving for over 13 years on various boards and committees at the Florida International University (FIU), his leadership has led to the establishment of the FIU Medical College, later named the Herbert Wertheim College of Medicine in his honor. Later his philanthropy led to the naming of the Nicole Wertheim College of Nursing, in honor of his wife Nicole Wertheim, and the Herbert Wertheim College of Engineering at the University of Florida. The latter leading to the establishment of the Wertheim Building, currently under construction between the Nuclear Sciences Building and Reitz Union. Here 80,000 sq. ft. of engineering design laboratories and state-of-the-art biotechnology facilities, although in the planning stages, have already led to the recruitment of eminent faculty and top students.

His deep and significant commitment to the state is exemplar but is exceeded by his lifelong and sustained achievements in the fields of medicine, technology, and healthcare. It is unusual for an individual with a technical background, studying engineering and receiving a doctorate degree in medicine, such as Dr. Wertheim, to also simultaneously display incredible business prowess. His entrepreneurial spirit has borne fruit in several industries ranging from healthcare to finance to technology industries. He is highly sought after for board and trustee membership. Yet his remarkable success in business has not deterred him from giving back to the medical and engineering academic communities.

The Foundation for The Gator Nation
An Equal Opportunity Institution
Over the course of his eminent and distinguished career, Dr. Wertheim has given himself to service in education, industry and the state of Florida. His leadership in the technology and biotechnology industries is nationally recognized and his commitment to the state of Florida, has led Dr. Wertheim to exemplify the characteristics outlined in the criteria for an honorary degree. As a faculty member, department chair, and alumnus of the University of Florida I would be honored to call Dr. Wertheim the recipient of an honorary degree and honorary Gator – it is a well-deserved distinction to an incredible and selfless individual. I can think of no more deserving individual and I look forward to the committee’s confirmation of the same.

Sincerely,

Michele V. Manuel  
Chair and Professor  
Rolf E. Hummel Professor of Electronic Materials

The Foundation for The Gator Nation  
An Equal Opportunity Institution
September 29, 2017

MEMORANDUM

TO: Richard Yost,
Chair, Honorary Degrees, Distinguished Alumnus Awards and Memorials Committee

FROM: Cammy R. Abernathy
Dean

RE: Honorary Doctorate

The Herbert Wertheim College of Engineering Honors and Awards Committee, chaired by Dr. David Prevatt, reviewed the nomination for the Honorary Doctorate to Dr. Herbert A. Wertheim. All members strongly support this nomination.

Attached is a list of the committee members.
Herbert Wertheim College of Engineering
Honors & Awards Committee

Dr. David Prevatt, Chair
ESSIE, Civil & Coastal Engineering

Dr. Elif Akcali
Industrial & Systems Engineering

Dr. Renato Figueiredo
Electrical & Computer Engineering

Dr. Myoseon Jang
ESSIE, Environmental Science

Dr. Kevin Jones
Materials Science & Engineering

Dr. Prabhat Mishra
Computer & Information Science & Engineering

Dr. Kevin Otto
J. Crayton Pruitt Family Department of Biomedical Engineering

Dr. Anil Rao
Mechanical & Aerospace Engineering

Dr. Jason Weaver
Chemical Engineering
PROGRAM TERMINATION FORM
Board of Governors, State University System of Florida

UNIVERSITY: University of Florida

PROGRAM NAME: Athletic Training

DEGREE LEVEL(S): B.S.  CIP CODE: 51.0913
(Ph.D., Ed.D., etc) (Classification of Instructional Programs)

ANTICIPATED TERMINATION DATE: Summer B 2019
(Last date that students will be accepted into program)

ANTICIPATED PHASE-OUT DATE: Spring 2021
(Last date that data will be submitted for this program)

This is the form to be used for university requests to terminate doctoral degree programs and is
recommended for use when terminating other programs. The request should be approved by the University
Board of Trustees (UBOT) prior to submission to the Board of Governors, State University System of
Florida for approval. Please fill out this form completely for each program to be terminated in order for
your request to be processed as quickly as possible. Attach additional pages as necessary to provide a
complete response. In the case of baccalaureate or master’s degree programs, the UBOT may approve
termination in accordance with BOG Regulation 8.012 (3), with notification sent to the Board of
Governors, Office of Academic and Student Affairs. The issues outlined below should be examined by the
UBOT in approving termination.

1. Provide a narrative rationale for the request to terminate the program.
See attached

2. Indicate on which campus(es) the program is being offered and the extent to
which the proposed termination has had or will have an impact on enrollment,
enrollment planning, and/or the reallocation of resources.
See attached
4. Provide an explanation of the manner in which the University intends to accommodate any students or faculty who are currently active in the program scheduled to be terminated. State what steps have been taken to inform students and faculty of the intent to terminate the program?

See attached

5. Provide data (and cite source) on the gender and racial distribution of students and faculty. For faculty also list the rank and tenure status of all affected individuals.

See attached

6. Identify any potential negative impact of the proposed action on the current representation of females, minorities, faculty, and students.

See attached
PROGRAM TERMINATION FORM (PAGE 3)

Signature of Requestor/Initiator

Signature of Campus EO Officer

Signature of College Dean

Signature of Vice President for Academic Affairs

Date

June 2, 2017

6/26/17

06/05/17

REVISED 11/2009
Program Termination Form: Bachelor of Science in Athletic Training (CIP: 51.0913)

1. Provide a narrative rationale for the request to terminate the program.

The Strategic Alliance for the Athletic Training (AT) Profession, led by the accreditation arm (Commission on Accreditation of Athletic Training Education – CAATE) has approved and initiated a professional transition of AT preparatory programs. Effective Fall 2022, AT programs must either transition to a professional degree offered at the graduate (Master's degree) level or no longer enroll AT students. Professional degree transition required by the external accreditation prompted the faculty within the Department of Applied Physiology & Kinesiology (APK) to review the implications of such a requirement on the current degree/programs offered through the department. The professional level AT program (Bachelors Level) and post-professional level AT program (Masters' Level) currently split resources and have non-integrated faculty providing teaching, mentorship and clinical oversight for students across the two programs. The Department/College determined the best allocation of resources moving forward would be to combine resources (faculty, facilities, etc.) and create a new post-professional clinical doctorate in AT (DAT) vs. transition both the BS and MS level programs and attempt to sustain quality and accreditation compliance under the new requirements.

2. Indicate on which campus(es) the program is being offered and the extent to which the proposed termination has had or will have an impact on enrollment, enrollment planning, and/or the reallocation of resources.

The Bachelor of Science in Athletic Training program is a residential program offered at the Gainesville campus. Termination of the BSAT program will have a negligible impact on undergraduate enrollment in the Department of Applied Physiology & Kinesiology. As a limited access program, the BSAT program enrolls a maximum of 20 students annually. Future students will likely matriculate as part of the BSAPK degree; the APK undergraduate curriculum committee in conjunction with the AT Program faculty have begun transitioning the BSAPK specializations to capture and retain the students who would have applied for admission into the BSAT program.

3. Provide an explanation of the manner in which the University intends to accommodate any students or faculty who are currently active in the program scheduled to be terminated. State what steps have been taken to inform students and faculty of the intent to terminate the program.

The BSAT Program will be removed from the 2018 catalog; allowing any UF student enrolled at UF prior to May 2018 and any transfer eligible student to remain viable for admission through the 2019 cohort (Summer B 2019 last admission). Pending approval, the three AT faculty members currently employed to teach and mentor students within the BSAT professional level AT Program and MS (AT Specialization) will serve as the three faculty (Director, Associate Director and Clinical Coordinator) for the new Clinical Doctorate in AT Program (DAT). Resources currently allocated for the BSAT and MS (AT Specialization) will be used within the DAT (e.g., classroom teaching and learning spaces, clinical lab facilities, affiliate sites for clinical rotations, etc.). Once updated, the APK and HHP website will provide additional notification of the pending change to admission and program availability; notification scheduled Fall 2017. Additional paperwork to voluntarily withdraw CAATE accreditation for the BSAT program will occur per guidelines from the CAATE (during the 2019 academic year).

4. Provide data (and cite source) on the gender and racial distribution of students and faculty. For faculty also list the rank and tenure status of all affected individuals.
The BSAT program currently supports 23 students (7 males, 16 females), which represent the following racial distribution (21 Caucasian, 0 Black/African American, 2 Latino, 0 Native American). The BSAT program faculty include 2 full-time, non-tenure, clinical track faculty (1 – female, Clinical Associate Professor and 1 – male, Clinical Assistant Professor); both Caucasian. Data collected as part of the CAATE e-Accreditation reporting program.

5. Identify any potential negative impact of the proposed action on the current representation of females, minorities, faculty, and students.

We do not foresee a negative impact with the closure of the BSAT program on representation of females, minorities, faculty and/or students.
Major|Close for request 10742

Info

Request: Chinese
Description of request: The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. "Foreign Languages and Literatures - Chinese." It is necessary to close the old Chinese major so as to avoid confusion for incoming students.
Submitter: Ingrid Kleespies iakl@ufl.edu
Created: 2/3/2016 7:52:10 PM
Form version: 1

Responses

Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response: East Asian Languages, Literatures, and Linguistics

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response: 16.0399

Degree Name
Enter the degree name. Example: "Doctor of Philosophy (Ph.D.)" or "Master of Occupational Therapy (M.O.T.)"

Response: Bachelor of Arts (BA)

Major Name
Enter the major name. Example: "Tree Surgery"

Response: Chinese

Major Code
Enter the two or three letter code.

Response: EAC
Termination Date
Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Spring 2016

Phase-Out Date
Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
Spring 2021

Rationale for Request
Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - Chinese.” It is necessary to close the old Chinese major so as to avoid confusion for incoming students.

Impacts on Other Programs
Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty
State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan
Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.
Accommodation of Faculty
Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:
Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
Major|Close for request 11182

Info

Request: Closure of East Asian Languages and Literatures Major
Description of request: Request to close the East Asian Languages and Literatures major to comply with implementation of the new Foreign Languages and Literatures umbrella major.
Submitter: Ingrid Kleespies iakl@ufl.edu
Created: 10/13/2016 1:11:27 PM
Form version: 1

Responses

Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response:
East Asian Languages, Literatures, and Linguistics

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response:
16.0399

Degree Name
Enter the degree name. Example: “Doctor of Philosophy (Ph.D.)” or “Master of Occupational Therapy (M.O.T.)”

Response:
Bachelor of Arts

Major Name
Enter the major name. Example: “Tree Surgery”

Response:
East Asian Languages and Literatures

Major Code
Enter the two or three letter code.

Response:
EA

Termination Date
Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Phase-Out Date
Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
spring 2021

Rationale for Request
Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, including Chinese and Japanese. It is necessary to close the old East Asian Languages and Literatures major so as to avoid confusion for incoming students.

Impacts on Other Programs
Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty
State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan
Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.

Accommodation of Faculty
Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:
Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
Info

Request: French Language and Literature
Description of request: The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - French.” It is necessary to close the old French major so as to avoid confusion for incoming students.
Submitter: Ingrid Kleespies iakl@ufl.edu
Created: 2/4/2016 9:40:13 AM
Form version: 1

Responses

Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response:
French Language and Literature

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response:
16.0901

Degree Name
Enter the degree name. Example: “Doctor of Philosophy (Ph.D.)” or “Master of Occupational Therapy (M.O.T.)”

Response:
Bachelor of Arts (BA)

Major Name
Enter the major name. Example: “Tree Surgery”

Response:
French Language and Literature

Major Code
Enter the two or three letter code.

Response:
FRE
Termination Date
Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Spring 2016

Phase-Out Date
Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
Spring 2021

Rationale for Request
Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - French.” It is necessary to close the old French major so as to avoid confusion for incoming students.

Impacts on Other Programs
Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty
State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan
Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.
Accommodation of Faculty

Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:
Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
Major|Close for request 10740

Info

Request: German Language and Literature
Description of request: The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - German.” It is necessary to close the old German major so as to avoid confusion for incoming students.
Submitter: Ingrid Kleespies iakl@ufl.edu
Created: 2/3/2016 7:42:34 PM
Form version: 1

Responses

Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response:
German Language and Literature

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response:
16.0501

Degree Name
Enter the degree name. Example: "Doctor of Philosophy (Ph.D.)" or "Master of Occupational Therapy (M.O.T.)"

Response:
Bachelor of Arts (BA)

Major Name
Enter the major name. Example: "Tree Surgery"

Response:
German Language and Literature

Major Code
Enter the two or three letter code.

Response:
GER
Termination Date

Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Spring 2016

Phase-Out Date

Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
Spring 2021

Rationale for Request

Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - German.” It is necessary to close the old German major so as to avoid confusion for incoming students.

Impacts on Other Programs

Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty

State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan

Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.
Accommodation of Faculty

Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:

Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
Major|Close for request 10741

Info

Request: Japanese
Description of request: The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - Japanese.” It is necessary to close the old Japanese major so as to avoid confusion for incoming students.
Submitter: Ingrid Kleespies iakl@ufl.edu
Created: 2/3/2016 7:48:40 PM
Form version: 1

Responses

Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response: East Asian Languages, Literatures, and Linguistics

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response: 16.0399

Degree Name
Enter the degree name. Example: “Doctor of Philosophy (Ph.D.)” or “Master of Occupational Therapy (M.O.T.)”

Response: Bachelor of Arts (BA)

Major Name
Enter the major name. Example: “Tree Surgery”

Response: Japanese

Major Code
Enter the two or three letter code.

Response: EAJ
Termination Date
Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Spring 2016

Phase-Out Date
Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
Spring 2021

Rationale for Request
Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - Japanese.” It is necessary to close the old Japanese major so as to avoid confusion for incoming students.

Impacts on Other Programs
Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty
State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan
*Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.*

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.
Accommodation of Faculty

Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:
Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
Major|Close for request 10739

Info
Request: Russian Language and Literature
Description of request: The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace the foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - Russian.” It is necessary to close the old Russian major so as to avoid confusion for incoming students.

Submitter: David Pharies pharies@ufl.edu
Created: 2/4/2016 9:04:57 AM
Form version: 3

Responses
Degree Program Name
Enter the name of the Degree Program. A list of approved programs is available at the SUS Academic Program Inventory database.

Response:
Russian Language and Literature

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the existing degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response:
16.0402

Degree Name
Enter the degree name. Example: "Doctor of Philosophy (Ph.D.)" or "Master of Occupational Therapy (M.O.T.)"

Response:
Bachelor of Arts (BA)

Major Name
Enter the major name. Example: "Tree Surgery"

Response:
Russian Language and Literature

Major Code
Enter the two or three letter code.

Response:
RUS
Termination Date
Enter the termination date (semester/year), which is the last date students will be accepted into the program.

Response:
Spring 2016

Phase-Out Date
Enter the phase-out date (semester/year), which is when the last student in teach-out will have completed the major. This date should allow time for enrolled students to complete the major in a reasonable amount of time. The phase-out date is the last date that data will be submitted for the major.

Response:
Spring 2021

Rationale for Request
Describe the rationale for the request to close the major.

Response:
The Board of Governors approved the creation of a new BA in Foreign Languages and Literatures (FLL) in January 2016. The new FLL degree will replace those foreign language majors currently housed in the Dept. of Languages, Literatures, and Cultures (LLC). The new FLL degree acts as an umbrella degree for several language-specific tracks, e.g. “Foreign Languages and Literatures - Russian.” It is necessary to close the old Russian major so as to avoid confusion for incoming students.

Impacts on Other Programs
Describe any potential impact on other programs or departments, including increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the existing degree program.

Response:
This closure will not impact any other programs or departments since the old degree will be replaced by the new FLL degree. The new degree will offer courses consistent with those that have been offered in the past.

Steps Taken to Inform Students and Faculty
State what steps have been taken to inform students and faculty of the intent to close the major.

Response:
Students and faculty have been advised of the intent to replace the major in formal meetings, advising sessions, and through written communication.

Teach-Out Plan
Explain how students in the major will be able to complete their degree. The teach-out process often extends well beyond the termination date.

Response:
Students in the existing major will be able to complete their degree without any complications because the required courses will continue to be offered under the new major.
Accommodation of Faculty

Provide an explanation of the manner in which the Department and College intend to accommodate faculty who are currently active in the major.

Response:
Faculty currently active in the major will not be affected by this change since the new major will require the same degree of participation.
UNIVERSITY: University of Florida

PROGRAM NAME: Registered Nursing/Registered Nurse

DEGREE LEVEL(S): M.S. Nsg (M)

CIP CODE: 51.3801

(First term when no new students will be accepted into the program)

ANTICIPATED TERMINATION TERM: Fall 2015

(First term when no new students will be accepted into the program)

ANTICIPATED PHASE-OUT TERM: Spring 2017

(First term when no student data will be reported for this program)

Please use this form for academic program termination. The form should be approved by the University Board of Trustees (UBOT) prior to submission to the Board of Governors, State University System of Florida for consideration. Please fill out this form completely for each program to be terminated in order for your request to be processed as quickly as possible. Attach additional pages as necessary to provide a complete response. In the case of baccalaureate or master’s degree programs, the UBOT may approve termination in accordance with BOG Regulation 8.012, with notification sent to the Board of Governors, Office of Academic and Student Affairs. For doctoral level programs please submit this form with all the appropriate signatures for Board of Governors’ consideration. The issues outlined below should be examined by the UBOT when approving program terminations.

1. Provide a narrative rationale for the request to terminate the program.

In 2008, the College of Nursing faculty endorsed the Doctor of Nursing Practice (DNP) as the terminal degree for all advanced-practice registered nurses to enter practice. In fall 2013, all MSN tracks at the UFCON were transitioned to the DNP. After completing the first year of full-time study, post-baccalaureate students who
were admitted to the DNP program could choose to exit after completing the required courses for the MSN degree (i.e., “stop out” with a master’s degree). In November, 2014, the faculty voted to eliminate the “stop out” option beginning with the fall of 2015 admission cohort. Students admitted prior to fall of 2015 could exercise the option (thus no “teach out” plan was necessary). All MSN students are in the final semester of their studies and will receive the degree at the end of the current semester (spring, 2017).

2. Indicate on which campus(es) the program is being offered and the extent to which the proposed termination has had or will have an impact on enrollment, enrollment planning, and/or the reallocation of resources.

The program was offered online therefore no campuses will be affected by the closure of the program.

3. Explain how the university intends to accommodate any students or faculty who are currently active in the program scheduled to be terminated. State what steps have been taken to inform students and faculty of the intent to terminate the program. Please provide the date when the teach-out plan was submitted to SACSCOC, if applicable.

Students admitted prior to fall of 2015 who chose to complete the MSN remained on the curriculum plan that was in effect when they decided to opt out of the DNP. As of Summer 2017 we have no active students in the program and faculty who taught in the program continue to teach in the Doctor of Nursing Practice program.

4. Provide data (and cite sources) on the gender and racial distribution of students in and faculty affiliated with the program. For faculty, also list the rank and tenure status of all affected individuals.

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</thead>
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</tr>
</tbody>
</table>

From the College of Nursing Office of Student Affairs student database

No faculty are affected by this closure. The same faculty who taught in the MSN program teach in the DNP program currently. We are closing the program because the Master’s degree is no longer considered the terminal degree for advanced practice nursing.

5. **Identify any potential negative impact of the proposed action on the current representation of females, minorities, faculty, and students in the program.**

As noted above, no faculty are affected because they continue to teach in our
DNP program. Students may be admitted to the DNP program so we do not foresee any potential negative impact to the closure.

6. **If this is a baccalaureate program, please explain how and when the Florida College System (FCS) institutions have been notified of its termination so that students can be notified accordingly.**

Not applicable
Degree|Change_Credits for request 11825

Info

Request: Change MA in DAS from 36 to 30 credits
Description of request: We are requesting to change the MA in DAS from 36 to 30 credits
Submitter: Marko Suvajdzic marko@digitalworlds.ufl.edu
Created: 10/11/2017 2:46:46 PM
Form version: 7

Responses

Degree Name
Enter the name of the degree program.

Response:
MA Digital Arts and Sciences (DAR)

CIP Code
Enter the six digit Classification of Instructional Programs (CIP) code for the degree program. The code has the numerical format XX.XXXX. Contact the Office of Institutional Planning and Research (OIPR) to verify the CIP code for the existing degree program.

Response:
50.0102

Current Total Credits
Enter the current number of credits needed to complete the majors in the degree program.

Response:
36

Proposed Total Credits
Enter the proposed number of credits needed to complete the majors in the degree program.

Response:
30

Effective Term
Enter the term (semester and year) that the requested change in total credits would be effective.

Response:
Spring

Effective Year

Response:
2018
Pedagogical Rationale/Justification

Describe the rationale for the proposed change to the total credits. In accordance with the requirements of Section 1007.25, F.S., the Board of Governors may approve a request by a university board of trustees for a bachelor's degree program to exceed 120 credit hours to degree for the following reasons:

- Additional courses are required to meet specialized accreditation standards for program content and such accreditation is expected or required for program graduates to become employed in the profession for which they are being prepared (e.g., Engineering, Architecture).
- Additional courses are required to meet state or federal mandated criteria for professional licensing (e.g., Teacher Education).
- The degree program offers a unique and innovative learning experience, such as honors programs, individualized study, and other non-traditional approaches to education.

Response:

Our rationale for requesting to change the MA in DAS from 36 to 30 credits is based on both our own experience to date, as well as our research of similar programs in the nation. More specifically our rationale includes the following findings:

1. We have conducted a survey of similar degrees at other universities of similar statues to UF. The vast majority of similar MA programs are 30 credits, thus our proposed request would put us in step with the comparable institutions in the nation.

2. We have reviewed the complete set of graduate works of our past as well as current students. The overwhelming majority have chosen to do PILOT (project-in-lieu-of-thesis) rather than a thesis. Thus we are requesting the lower amount of credits for our MA degree, deeming it sufficient for our students to develop their critical thinking, and also master the ever-more intuitive software and technologies required for professionals in the Digital Arts and Sciences.

3. The 6 credit hours that are cut out of the program as part of this reduction are the two elective courses. Under the new curriculum, we are streamlining our MA degree such that all credits attained will be in-department under the supervision of our graduate faculty.

4. We propose a fully lock-step program that would lead our students through the Digital Worlds course offering in a systematic way. We are of firm belief, that such an approach would greatly benefit the knowledge acquisition by our students, and improve the often complex web of technical requirements for many of our classes.

The intention of the change from 36 to 30 credits is to serve better our student body, and to provide a more streamlined experience for our future graduates.

Impact on Initial Enrollment/Retention/Graduation

Describe the projected impact of the change in total credits on enrollment and on retention and graduation of students in the majors.

Response:

The projected impact of the proposed change is a positive one. We expect our enrollment to increase, and we expect for a higher percentage of students to complete the degree on time and reach their graduation requirements with this new streamlined approach. Our retention rate has been solid to date, and the proposed change should not have any negative impact. Overall, the proposed change has been designed to have positive effects on the student experience.

Assessment Data Review

Describe the Student Learning Outcome and/or program goal data that was reviewed to support the proposed changes.

Response:
The change of credits is recommended based on our review of the PGs and SLOs for the MA in DAR degree. The goal of our changes is to specifically address the following:

PG1 - Recruitment/Enrollment The 30 credit option would make our degree more affordable for future candidates and allow them to finish the degree in a shorter period of time. Thus making the degree more appealing to many future professionals and academics. This change is on par with current MA degrees offered at the University of Florida and the offerings of other leading American universities.

SLO1 - Skills The streamlining of our degree will insure that our students will attain the necessary knowledge to meet 21st century industry requirements. The new program is designed to foster increased collaboration within each student cohort and also interaction with industry professionals, thus giving students a heightened sense of the digital arts workplace into which they will launch their careers.

Academic Learning Compact and Academic Assessment Plan

*Describe the modifications to the Academic Learning Compact and Academic Assessment Plan that result from the proposed change.*

Response:

Modifications of our Academic Assessment Plan will be focused on the following two areas:

PG2 - Program Development
Aside from the currently listed goal of:

"... to educate our students to demonstrate a thorough understanding and knowledge of Digital Arts and Sciences (DAS) as sociotechnical academic domain and a professional level of understanding of the principles involved in the creation of interactive digital media artifacts."

We look to include a more industry focused approach that will guarantee our students technical and research preparedness for the work in their field of choice.

SLO3 - Professional Behavior
Aside from the currently listed Learning Outcome of:

"Exhibits the professional behaviors required in the field"

We look to modify it to include "and possess the critical skills required in the field"
October 18, 2017

MEMORANDUM

TO: Marko Suvajdizic  
   Associate Director  
   College of the Arts

FROM: Henry T. Frierson  
   Associate Vice President and Dean  
   Graduate School

RE: #11825 to modify the credit hours for the Master of Arts in Digital Arts and Sciences,  
   College of the Arts

The proposal from the College of the Arts to modify the credit hours for the Master of Arts in  
Digital Arts and Sciences was approved at the October 18, 2017 Graduate Council meeting  
effective Spring 2018, pending further approvals.

The following individuals and offices will be notified by a copy of this letter so that they can  
complete their processes to modify the credit hours for the degree program:

cc: Gann Enholm, Caroline Lentz, Patty Van Wert, Stacy Wallace, Graduate School  
Lee Morrison, University Curriculum Committee and Office of the University Registrar  
Brandon Case, University Curriculum Committee and Office of the University Registrar  
Amber Cacciare, University Curriculum Committee and Office of the University Registrar  
Cathy Lebo, Office of Institutional Planning and Research  
Sue Alvers, Assistant to the Faculty Senate Chair and UF Trustee  
Jennifer Setlow, Associate Dean, College of the Arts

HF/Id
Digital Arts and Sciences (Arts)

College
College of the Arts
Department/School
Digital Worlds Institute

Digital Arts and Sciences (Arts) Program Information
The Master of Arts in Digital Arts & Sciences (DAR) degree seeks to allow students from diverse academic backgrounds the opportunity to develop fluency in the technologies, design practices and collaborative interdisciplinary teamwork increasingly required by the media, communications and entertainment industries. Graduates holding the M.A. in Digital Arts and Sciences degree would typically seek employment in the creative services sector, applying digital techniques and technologies in a variety of professions. Opportunities range from traditional cinema to interactive games; from broadcast media to online international networks to emergent industries.

Although this is a thesis degree, students usually produce a creative project in lieu of thesis. Students should see the graduate coordinator for the requirements for the creative project, which are also provided in the DAR Student Handbook.

Students seeking admission are expected to have an undergraduate background including:

- A degree in the arts, communications, liberal arts & sciences, or engineering
- A body of work that demonstrates accomplishment in the intended area
- A body of work that can clearly be enhanced with skills to be acquired in the DAR program.

Deficiencies may be corrected before beginning graduate study. In addition to appropriate academic credentials and prior scholastic achievement, admission into the program requires a well-constructed Statement of Purpose and media-related support material (i.e. samples of design, programming, video, web, writing, etc.) that demonstrates both prior interest and/or achievement in New Media/Digital Arts & Sciences.

Degrees Offered with a Major in Digital Arts and Sciences:
- Master of Arts

Digital Worlds Departmental Courses
- DIG 5555C: Digital Media Projection Design I
- DIG 5931C: Special Topics
- DIG 6027: Digital Storytelling
- DIG 6028: Roots of Digital Culture
- DIG 6050C: Entertainment Technology
- DIG 6125C: Digital Design & Visualization
- DIG 6126C: Interaction Design
• DIG 6256C: Audio Design For Digital Production
• DIG 6358C: APPLIED 3D MODELING
• DIG 6556C: Digital Media Projection Design II
• DIG 6589C: Digital Portfolio
• DIG 6719: Videogame Theory and Analysis
• DIG 6744C: Movement, Media and Machines
• DIG 6751C: Protocols for Multimedia Interfaces
• DIG 6788C: Digital Production & Game Design
• DIG 6837C: Digital Tools for Arts and Humanities
• DIG 6840: Interdisciplinary Research Seminar in Digital Arts & Sciences
• DIG 6850: Digital Arts & Sciences Convergence
• DIG 6906: Independent Study - Graduate Level
• DIG 6950C: Digital Performance Production
• DIG 6971: Research for Master's Thesis
• DIG 6973: Capstone Project in Lieu of Thesis

The following courses are offered by the Center for the Arts in Medicine and are not required for students in the Master of Arts in Digital Arts & Sciences program.

College of the Arts Courses
• HUM 5357: Creativity and Health: Foundations of the Arts in Medicine
• HUM 5595: Arts in Medicine in Practice
• HUM 6308: Arts and Compassion
• HUM 6340: Arts Advocacy and Public Policy
• HUM 6350: The Art of Self-Care
• HUM 6352: Art and Design in the Environment of Care
• HUM 6353: Arts in Medicine Professional Seminar
• HUM 6354: Arts in Medicine Advanced Professional Seminar
• HUM 6355: Arts in Medicine Summer Intensive
• HUM 6358: Arts in Medicine Capstone Proposal
• HUM 6359: Arts in Medicine Capstone
• HUM 6365: Collaborating Across Disciplines: The Arts Therapies
• HUM 6375: The Arts and Human Development
• HUM 6596: Arts in Medicine Capstone
• HUM 6942: Arts in Medicine Graduate Practicum
• HUM 6944: Arts in Action: Consulting Project in Performing Arts Management
Application to **Modify** Currently Approved Common Prerequisites

Degree Program Name: _____Accounting________________  CIP Code: ___52.0301_____  
Anticipated Degree Total Hours: __120__

Are other degree programs under this name currently found in the Common Prerequisite Manual (CPM)? _______ Yes  ___X__ No  
If yes, under what CIP code:______________________________

Institution Requesting Modification: ___University of Florida__________________________

Name of Contact Person: ___John Laibson__________________________________________

Email Address of Above: john.laibson@warrington.ufl.edu    Phone Number: (352) 273-0200

Please list the current common prerequisites and any corresponding approved alternative courses. Please add rows to the table as appropriate.

**CIP: 52.0301 Track:**

<table>
<thead>
<tr>
<th>Current Primary Prerequisites</th>
<th>Current Alternative Course(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACG X021</td>
<td>ACGX022, or ACGX001 &amp; ACGX011</td>
</tr>
<tr>
<td>CGSX100</td>
<td>CGSX100C, CGSX530C, CGSX570, CGSX060, CGSX531, CGSX000, ISMX000, CGSX518</td>
</tr>
<tr>
<td>ECOX013</td>
<td></td>
</tr>
<tr>
<td>ECOX023</td>
<td></td>
</tr>
<tr>
<td>MACX233</td>
<td>MACX230</td>
</tr>
<tr>
<td>STAX023</td>
<td>STAX122, QMBX100</td>
</tr>
</tbody>
</table>

1. Does this modification of currently approved common prerequisites involve adding another track to the currently approved prerequisites within the Common Prerequisite Manual?  
   No___X__  Yes____  
   Maybe - depends upon Discipline Committee Recommendation ______

If yes or maybe above, please provide justification regarding the significant differences in your curriculum that would necessitate a new track with different common prerequisites:
2. If adding a common prerequisite course or course substitute, please provide the following information. You can find details about individual courses at the hyperlink to the Statewide Course Numbering System (SCNS). Type in the prefix and four digit number of the proposed course. The hyperlink leads to a page with two worksheets: statewide course detail and institutions. Clicking on the institutions page will identify the institutions offering the course. Be aware that there may be institutions besides Florida College System (FCS) and State University System (SUS) institutions listed.

Add rows as necessary.

<table>
<thead>
<tr>
<th>Proposed Course</th>
<th>Title of Proposed Course</th>
<th># FCS Currently Offering Course</th>
<th># SUS Currently Offering Course</th>
<th>Justification for the addition or deletion</th>
</tr>
</thead>
<tbody>
<tr>
<td>ACGX071</td>
<td>Managerial Accounting I</td>
<td>28</td>
<td>10 (plus FIU offers ACG 3301, an acceptable substitution)</td>
<td>Change in degree requirements makes this course required for the BSAc degree and a prerequisite for upper-division major courses.</td>
</tr>
</tbody>
</table>

3. If your request includes course(s) that are offered currently at 3 or less FCS institutions, please provide a justification as to why these courses are critical for a student’s success in your upper division.

4. If your request includes courses that are offered currently only at your institution, do you have the same amount of elective credit hour space in your
upper division so that the associate in arts transfer student is held harmless in excess hours and time?
   a. Yes______  b. No____

5. If your request includes courses that are offered only at your institution, are you willing and able to offer these courses online or during the summer so that transfer students may pick up the courses without delaying admission for the fall?
   a. Yes_____  b. No_____  

6. Is the credit hour total for required work more than 24?
   ___X__No   ______Yes  

   If yes, how do you anticipate students meeting general education requirement:
   a. _____ Course(s) are anticipated to be “core” general education;
   b. _____ Anticipate that institutions will have course(s) as part of their institution’s general education program.
   c. _____ Other:
Board of Governors, State University System of Florida
Request to Offer a New Degree Program

University Submitting Proposal
University of Florida

Name of College(s) or School(s)
College of the Arts

Academic Specialty or Field
Design and Visual Communications

Proposed CIP Code
50.0401

Proposed Implementation Term
Fall 2019

Name of Department(s)/ Division(s)
School of Art + Art History

Complete Name of Degree
Master of Fine Arts (MFA)

The submission of this proposal constitutes a commitment by the university that, if the proposal is approved, the necessary financial resources and the criteria for establishing new programs have been met prior to the initiation of the program.

Date Approved by the University Board of Trustees

Signature of Chair, Board of Trustees

<table>
<thead>
<tr>
<th>Implementation Timeframe</th>
<th>Projected Enrollment (From Table 1)</th>
<th>Projected Program Costs (From Table 2)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>HC</td>
<td>FTE</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Year 1</td>
<td>8</td>
<td>6</td>
</tr>
<tr>
<td>Year 2</td>
<td>12</td>
<td>9</td>
</tr>
<tr>
<td>Year 3</td>
<td>16</td>
<td>12</td>
</tr>
<tr>
<td>Year 4</td>
<td>18</td>
<td>13.5</td>
</tr>
<tr>
<td>Year 5</td>
<td>18</td>
<td>13.5</td>
</tr>
</tbody>
</table>

Note: This outline and the questions pertaining to each section must be reproduced within the body of the proposal to ensure that all sections have been satisfactorily addressed. Tables 1 through 4 are to be included as Appendix A and not reproduced within the body of the proposals because this often causes errors in the automatic calculations.
INTRODUCTION

I. Program Description and Relationship to System-Level Goals

A. Briefly describe within a few paragraphs the degree program under consideration, including (a) level; (b) emphases, including majors, concentrations, tracks, or specializations; (c) total number of credit hours; and (d) overall purpose, including examples of employment or education opportunities that may be available to program graduates.

The 60-credit Master of Fine Arts (MFA) in Design and Visual Communications (DVC) is a new, terminal graduate degree program we propose to move from a track in our current MFA in Art to a stand-alone degree. We have taught the Graphic Design track in the MFA program for over 20 years. During this time, the field of graphic design has changed significantly and the program with it. At this point, it is critical that the program have its own degree designation, first of all, to maintain the National Association of Schools of Art and Design accreditation standards in the field, which are now only marginally similar to those for our current Art MFA, and second, to allow the program to develop freely in the direction of the discipline. This will give us the opportunity to educate our students in a way that is relevant and responsive not only to the specific area of design and visual communication, but also to the overall potential of the discipline—including designing interactions, strategies, and experiences—in order to contribute strategically and build the knowledge economy in the state.

Our vision of this program is one of graphic design as an expanded practice—one that is interdisciplinary, collaborative, and co-designed. Our mission is to use the state of Florida as a laboratory to develop solutions to some of the most pressing, real-world problems of our time. We will do this by teaching students how to work in context and in partnership with users and other stakeholders in the public and private sectors. In this program, students learn to develop and implement innovative and sustainable solutions to mutually identified and understood problems. Among its goals are to use design as a catalyst for change and development in Florida and beyond; expand Design and Visual Communication’s theoretical and practical horizons and define and establish an ethos of cross-cultural egalitarianism across a range of fields and subfields in and out of design proper. Through academic and experiential learning, the program helps designers better understand their roles, both actual and potential, within larger intercultural and transnational social, cultural, and economic systems.

The State University System Strategic Plan 2012-2025\(^1\) identified Design and Visual Communications as a Critical Workforce Gap area. This new program addresses these needs and will produce graduates who can provide leadership and enable us to build a highly-skilled workforce for the state of Florida. Employment or education opportunities we expect to be available to program graduates include the following: With this credential, program graduates will be eligible to teach at universities and colleges in the US and abroad and will be prepared to enter leadership positions at design consultancies, non-profit organizations, government agencies, and corporations, as well as form their own consultancies and studios, all in a range of industries. Related position titles include Professor, User Experience Designer, Designer, Senior Designer, Design Director, Design Lead, Principal, Creative Director, and Chief Creative Officer.

Design and Visual Communications (50.0401)
A program in the applied visual arts that focuses on the general principles and techniques for effectively communicating ideas and information, and packaging products, in digital and other formats to business and consumer audiences, and that may prepare individuals in any of the applied art media.

B. Please provide the date when the pre-proposal was presented to CAVP (Council of Academic Vice Presidents) Academic Program Coordination review group. Identify any concerns that the CAVP review group raised with the pre-proposed program and provide a brief narrative explaining how each of these concerns has been or is being addressed.

The Council of Academic Vice Presidents reviewed the proposal February 10, 2017 and did not have any concerns.

C. If this is a doctoral level program, please include the external consultant’s report at the end of the proposal as Appendix D. Please provide a few highlights from the report and describe ways in which the report affected the approval process at the university.

N/A.

\(^1\) http://www.flbog.edu/pressroom/_doc/2025_System_Strategic_Plan_Amended_FINAL.pdf
D. Describe how the proposed program is consistent with the current State University System (SUS) Strategic Planning Goals. Identify which specific goals the program will directly support and which goals the program will indirectly support (see link to the SUS Strategic Plan on the resource page for new program proposal).

The proposed Master of Fine Art (MFA) in Design and Visual Communications (DVC) supports the strategic planning goals of the SUS in the following ways:

1. It directly supports increasing business and community engagement through fostering innovation and creative and strategic problem solving with businesses and in communities. We project our collaborations will result in job creation and increased research and commercialization.
2. Produce highly-skilled graduates who can directly contribute to the state’s knowledge economy, providing leadership in design and visual communications and graphic design, identified as priority areas in the State University System Strategic Plan 2012-2025 (Critical Workforce–Gap Analysis);
3. Provide graduates with advanced knowledge in order to responsibly address the needs of its citizens in areas such as healthcare, aging, environment, education, services, and agriculture — also priority areas in the Strategic Plan;
4. Developing sustainable approaches and solutions to systemic and complex problems and concerns that affect Florida’s citizens; and
5. As the only terminal degree in the state in Design and Visual Communications, we will increase the number of degrees awarded in this strategic area of emphasis.

E. If the program is to be included in a category within the Programs of Strategic Emphasis as described in the SUS Strategic Plan, please indicate the category and the justification for inclusion.

The Programs of Strategic Emphasis Categories:

1. Critical Workforce:
   - Education
   - Health
   - Gap Analysis
2. Economic Development:
   - Global Competitiveness
3. Science, Technology, Engineering, and Math (STEM)

Please see the Programs of Strategic Emphasis (PSE) methodology for additional explanations on program inclusion criteria at the resource page for new program proposal.

This program is identified in the State University System Strategic Plan 2012-2025 as a “Critical Workforce–Gap Analysis” occupation, “projected to be critically under-supplied in the Higher Education Access and Educational Attainment Commission’s gap analysis of labor market projections and related degree production. Consequently, the academic programs included in this category will correspond to Florida’s high need, high wage occupational areas identified through the gap analysis.” In addition, we anticipate linkages to another strategic area of emphasis — Latin America — through our work and student population.

The mission and vision of this program is intrinsically aligned with the mission the State University System’s Board of Governors approved for the System “as it advances toward 2025.” In addition to addressing a disciplinary gap in the state’s workforce, this program supports the SUS’s mission (in italics) in the following ways:

- Development of the knowledge, skills, and aptitudes needed for success in the global society and marketplace by teaching advanced design concepts that promote interdisciplinary collaboration and multicultural solutions;
- Transform and revitalize Florida’s economy and society through research, creativity, discovery, and innovation by engaging business and non-profit organizations to work collaboratively and in communities to address problems using design thinking and related methodologies;

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2 http://www.flbog.edu/pressroom/_doc/2025_System_Strategic_Plan_Amended_FINAL.pdf
Mobilize resources to address the significant challenges and opportunities facing Florida’s citizens, communities, regions, the state, and beyond by collaborating with business and non-profit organizations to work collaboratively and in communities to address problems using design thinking and related methodologies.

Deliver knowledge to advance the health, welfare, cultural enrichment, and economy through community and business engagement and service by focusing on real-world problems and interests within communities and involving business opportunities might exist.

F. Identify any established or planned educational sites at which the program is expected to be offered and indicate whether it will be offered only at sites other than the main campus.

The degree will be offered on the campus of the University of Florida. Experiential learning courses, including fieldwork and other activities, and internships will be conducted on or off campus as needed.

INSTITUTIONAL AND STATE LEVEL ACCOUNTABILITY

II. Need and Demand

A. Need: Describe national, state, and/or local data that support the need for more people to be prepared in this program at this level. Reference national, state, and/or local plans or reports that support the need for this program and requests for the proposed program which have emanated from a perceived need by agencies or industries in your service area. Cite any specific need for research and service that the program would fulfill.

The State University System Strategic Plan 2012-2025 identifies design and visual communications and graphic design as a “Critical Workforce–Gap Analysis” occupations that are “projected to be critically under-supplied in the Higher Education Access and Educational Attainment Commission’s gap analysis of labor market projections and related degree production. Consequently, the academic programs included in this category will correspond to Florida’s high need, high wage occupational areas identified through the gap analysis.”

Between 2009 and 2014, the increase in degrees conferred in design fields was dramatic, up 62 percent in that time compared to 7.5 percent for total master’s degrees conferred. From 2011 to 2014, there was an 11 percent increase in the number of master’s degrees conferred in graphic design, and a 10.4 percent increase across all the fields listed below. This outpaces the growth in all master’s degrees conferred (3.3 percent) and master’s degrees conferred in all visual and performing arts programs (9.8 percent) during the same period.

Table 1. Master’s Degrees Conferred U.S.

<table>
<thead>
<tr>
<th>Program</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Graphic design</td>
<td>170</td>
<td>198</td>
<td>271</td>
<td>235</td>
<td>317</td>
<td>301</td>
</tr>
<tr>
<td>Design and applied arts, other</td>
<td>263</td>
<td>310</td>
<td>333</td>
<td>284</td>
<td>281</td>
<td>272</td>
</tr>
<tr>
<td>Design and visual communications, general</td>
<td>210</td>
<td>307</td>
<td>407</td>
<td>510</td>
<td>526</td>
<td>508</td>
</tr>
<tr>
<td>Web page, digital/multimedia and information resources design</td>
<td>179</td>
<td>146</td>
<td>197</td>
<td>219</td>
<td>265</td>
<td>252</td>
</tr>
</tbody>
</table>

Source: National Center for Education Statistics

B. Demand: Describe data that support the assumption that students will enroll in the proposed program. Include descriptions of surveys or other communications with prospective students.

National data indicate consistently strong enrollment in graduate programs in this field, with 1,026 students enrolled nationwide in 2015, with an increase of 153% in the decade. Demand for designers with advanced knowledge in Design and Visual Communications is increasing because these individuals have the skills to work collaboratively with experts and people in communities to find solutions to public and private sector problems, which this program aims to do.

This degree will attract new students because it focuses on key and emerging aspects of design valuable in industry yet rarely taught in a university or business setting. Students in this program will have a range of learning opportunities to build competitive portfolios, résumés, and curriculum vitae. We do not anticipate a negative impact on the current MFA in Art. In 2016 and 2017, three of twenty-five students in the existing MFA graduated or will graduate with a graphic design track.

Cees de Bont, Dean of the School of Design at Hong Kong Polytechnic University, stated in an interview that, “In the coming 5 to 10 years, designers will become more dominant in public service design. This is a relatively new design field and designers can work in many different fields with clear growth in the public sector that has growing problems, because of aging, pollution, congestion, etc. These problem areas require a lot of creativity and design expertise.” In addition, for over 40 years UF has had a stand-alone BFA degree in Graphic Design, and we expect students currently enrolled in this degree will be interested in the proposed new MFA program. Enrollments in the current three-year Graphic Design track have been capped due to constraints on resources, including graduate assistant funding. The following table demonstrates a strong demand:

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Applicants</td>
<td>29</td>
<td>21</td>
<td>21</td>
<td>13</td>
</tr>
<tr>
<td>Admits*</td>
<td>2</td>
<td>4</td>
<td>4</td>
<td>2</td>
</tr>
</tbody>
</table>

* From 2014–2017, the program only admitted students who were funded based on current school priorities and who we had studio spaces for.

The proposed program includes a plan and the resources to increase capacity in order to meet this demand. For example, the college hired two new tenure-track faculty to begin in 2017-18. The college will commit at least two Graduate Teaching Assistantships per year to the program. In addition, we anticipate directly funding more GTA’s through tuition revenue based on enrollment in the Graphic Design Certificate program.

The new program will provide the option to complete it in two years, aligning with similar programs and our NASAD visitor recommendations (2010 Report). This program will be attractive to students who want to pursue an advanced design education within a field with strong job demand after graduation. The State of Florida’s projections call for a growth rate in these areas as follows:

---

7 Higher Education Arts Data Services (HEADS) Project
8 The Future of Design (and How to Prepare for It)
Table 3. State of Florida Projected Growth 2015–2024

<table>
<thead>
<tr>
<th>SOC</th>
<th>Occupation Title</th>
<th>% Growth</th>
</tr>
</thead>
<tbody>
<tr>
<td>271000</td>
<td>Art and Design Workers</td>
<td>9.5%</td>
</tr>
<tr>
<td>271024</td>
<td>Graphic Designers</td>
<td>9.3%</td>
</tr>
<tr>
<td>271029</td>
<td>Designers, All Other</td>
<td>14.4%</td>
</tr>
</tbody>
</table>

Table 4. United States Projected Growth 2014–2024

<table>
<thead>
<tr>
<th>Position</th>
<th>2014</th>
<th>2024</th>
<th>% Growth</th>
</tr>
</thead>
<tbody>
<tr>
<td>Graphic Designers</td>
<td>261,600</td>
<td>265,200</td>
<td>1%</td>
</tr>
<tr>
<td>Art Directors</td>
<td>74,600</td>
<td>76,400</td>
<td>2%</td>
</tr>
<tr>
<td>Industrial Designers</td>
<td>38,400</td>
<td>39,200</td>
<td>2%</td>
</tr>
<tr>
<td>Web Developers</td>
<td>148,500</td>
<td>188,000</td>
<td>27%</td>
</tr>
<tr>
<td>Total</td>
<td>596,800</td>
<td>641,600</td>
<td>8%</td>
</tr>
</tbody>
</table>

Source: U.S. Bureau of Labor Statistics

Purpose

1. To continue, advance, or gain employment in the areas of design and visual communication.
2. To work in or advance other fields
3. To teach or develop an academic career in the field
4. To develop a career in research in the field

C. If substantially similar programs (generally at the four-digit CIP Code or 60 percent similar in core courses), either private or public exist in the state, identify the institution(s) and geographic location(s). Summarize the outcome(s) of communication with such programs with regard to the potential impact on their enrollment and opportunities for possible collaboration (instruction and research). In Appendix C, provide data that support the need for an additional program.

There are no other programs in the state that offer undergraduate or graduate education in Design and Visual Communications (CIP Code 50.0401). This CIP Code is not yet in use in Florida. We currently offer the BFA in Graphic Design (CIP Code 50.0409). Only two other SUS programs offer this as an undergraduate degree: Florida Agricultural and Mechanical University and University of South Florida St. Petersburg.

In relation to duplicative programs, we reviewed the MFA Art at Florida Atlantic University and it does not do what this program proposes to do. We did not find any other similar programs in the SUS.

D. Use Table 1 in Appendix A (1-A for undergraduate and 1-B for graduate) to categorize projected student headcount (HC) and Full Time Equivalents (FTE) according to primary sources. Generally undergraduate FTE will be calculated as 30 credit hours per year and graduate FTE will be calculated as 24 credit hours per year. Describe the rationale underlying enrollment projections. If students within the institution are expected to change majors to enroll in the proposed program at its inception, describe the shifts from disciplines that will likely occur.

Our headcount and FTE projections are based on data from annual Higher Education in the Arts Data Survey published by NASAD that demonstrates growth in graduate programs nationwide. We anticipate the majority of students who enroll in the program will be recent graduates (three–six years post-BA/BFA) and professional designers who seek to earn a graduate degree specifically to advance their work. We also anticipate that students will mirror our current applicant pool which comprises international and out-of-state applicants. We do not expect students from within UF to change majors to enroll in this program.

E. Indicate what steps will be taken to achieve a diverse student body in this program. If the proposed program substantially duplicates a program at FAMU or FIU, provide, (in consultation with the affected university), an analysis of how the program might have an impact upon that university’s ability to attract students of races different from that which is predominant on their campus in the subject program. The university’s Equal Opportunity Officer shall review this section of the proposal and then sign and date Appendix B to indicate that the analysis required by this subsection has been completed.

The program will be marketed to a broad array of students, through online communications and also print materials. We will market through professional organizations and with faculty and advisors in relevant design and related
programs worldwide. Based on historic enrollment in our MFA program, we anticipate relatively high enrollment by women, Latinos, and international students.

We will make every effort to attract minority students, and will utilize existing programs to promote the program in addition to reaching out to HBCUs and Hispanic Serving Institutions. Through the AIGA, the professional organization for design, we will reach out to and through their national Inclusion and Diversity Task Force, of which one of our faculty members (Gabriela Hernández) is a board member. The existing MFA in Art with a track in Graphic Design has a history of attracting diverse student groups, including people from other countries. We plan to implement marketing targeted to undergraduate students at many universities, and will work to develop direct relationships with advisors at schools with particularly diverse student bodies, including FAMU and FIU in Florida. Because this program does not duplicate any programs offered at those universities, no minority groups will be unfavorably impacted by this program. In fact, the specialized nature of the proposed degree and its intention to work with diverse populations will be of increased appeal to students from a range of backgrounds, including those underrepresented in the field of design and visual communications.

III. Budget

A. Use Table 2 in Appendix A to display projected costs and associated funding sources for Year 1 and Year 5 of program operation. Use Table 3 in Appendix A to show how existing Education & General funds will be shifted to support the new program in Year 1. In narrative form, summarize the contents of both tables, identifying the source of both current and new resources to be devoted to the proposed program. (Data for Year 1 and Year 5 reflect snapshots in time rather than cumulative costs.)

The figures represent an allotment of faculty salaries, and graduate assistantships, in year one and year five, based on the anticipated percentages of redistribution from the MFA in Art with a concentration in Graphic Design.

B. Please explain whether the university intends to operate the program through continuing education, seek approval for market tuition rate, or establish a differentiated graduate-level tuition. Provide a rationale for doing so and a timeline for seeking Board of Governors’ approval, if appropriate. Please include the expected rate of tuition that the university plans to charge for this program and use this amount when calculating cost entries in Table 2.

The university does not plan to operate this program through continuing education, seek approval for market tuition rate, or establish a differentiated graduate-level tuition.

C. If other programs will be impacted by a reallocation of resources for the proposed program, identify the impacted programs and provide a justification for reallocating resources. Specifically address the potential negative impacts that implementation of the proposed program will have on related undergraduate programs (i.e., shift in faculty effort, reallocation of instructional resources, reduced enrollment rates, greater use of adjunct faculty and teaching assistants). Explain what steps will be taken to mitigate any such impacts. Also, discuss the potential positive impacts that the proposed program might have on related undergraduate programs (i.e., increased undergraduate research opportunities, improved quality of instruction associated with cutting-edge research, improved labs and library resources).

This program replaces the current Graphic Design track in the MFA in Art. We consider the impact of this new degree program on the current MFA in Art to be minor. Currently graphic design students take graduate and undergraduate classes in studio art and graphic design to fulfill their degree requirements, which amount to approximately 20% of the curriculum. Under the new program, these courses will be replaced by graduate level design and visual communications courses and other electives. Therefore, the impact on the graduate studio art and art education courses will be minimal. MFA students in tracks other than graphic design rarely take graphic design graduate seminars—enrollment in the past five years has consisted of 1-3 students per year.

As of fall 2017, there are four full-time tenured/tenure-track faculty members who will teach in this program. Two tenured faculty members have already been teaching graduate and undergraduate courses and will continue teaching in this new program. We hired two new tenure-track faculty members which will result in additional full-time faculty resources for this program and support undergraduate education.

In response to the question regarding negative impact to undergraduate education, there is none anticipated. The undergraduate program has a track record of excellence with alumni in leadership roles in industry throughout the US, including at Apple, Nike, Facebook, Twitter, Fossil, IDEO, and other major corporations. The current faculty and
administration are dedicated to maintaining the program’s strength, particularly because it is identified as “gap area.” As this is a dynamic field, the program will continue to evolve in order to address new developments in the discipline and maintain standards for NASAD accreditation.

Offering a graduate program in our discipline will provide both the opportunity to educate our students in a way that is relevant and responsive not only to the specific area of graphic design and design and visual communication, but also to the overall potential of the discipline, including designing interactions, strategies, and experiences. This will also support the undergraduate program by introducing more faculty members with diverse research interests who will teach and foster research at the undergraduate level; develop opportunities for undergraduate research; redesign curriculum to reflect changes in the discipline; and provide a strong community of design practitioners and researchers to influence and mentor undergraduate students.

D. Describe other potential impacts on related programs or departments (e.g., increased need for general education or common prerequisite courses, or increased need for required or elective courses outside of the proposed major).

We anticipate benefits of this program to be felt across the university by virtue of an increased interest in design and visual communications in a range of disciplines ranging from science, health, entrepreneurship, engineering, and the humanities. Students will select elective courses from graduate courses offered at UF and will be encouraged to take these courses in areas that support each student’s research interest. We have contacted the Center for Entrepreneurship and Innovation and the Center for Arts in Medicine. Both centers are supportive of our endeavor and we mutually identified elective courses that are relevant for students in this program (see Appendix E for letters indicating support). We will also encourage students to seek other major areas that meet their interests.

E. Describe what steps have been taken to obtain information regarding resources (financial and in-kind) available outside the institution (businesses, industrial organizations, governmental entities, etc.). Describe the external resources that appear to be available to support the proposed program.

We are using our national and international networks in the academy and industry to market this proposed program: AIGA (the professional organization for graphic design), the Design Studies Forum, ICO-D (the international professional organization for communication design), and our network of colleagues through the AIGA Design Educators Community. The nature, depth, and breadth of this program positions us to apply for external funding to support research. We anticipate our faculty will apply for grants for external funding to support research and service activities. We have had discussions with consultancies including IBM, IDEO, and SY Partners who offer paid internships.

Students in this program will have access to graduate assistantships and financial aid. We have established an advocacy board to make connections with the business, government, and community sectors. There are numerous opportunities for grants and internships through several social impact networks, including IDEO.org and the Desis network. There are many organizations in the US and worldwide that offer internships in the areas of design and visual communications, particularly in relation to our focus. These include Rockefeller Foundation, Smithsonian Institution, Lemelson Foundation, National Endowment for the Arts, Social Impact, Net Impact, Impact Design Hub, Impact Hub, and numerous others.

We are working with IFAS to make connections via the state extension offices to communities of interest and need. In addition, we have spoken with the College of Business about opportunities to collaborate and co-design. There may be opportunities to collaborate with other SUS universities and we plan to reach out to those institutions, including FAU.

IV. Projected Benefit of the Program to the University, Local Community, and State

Use information from Tables 1 and 2 in Appendix A, and the supporting narrative for “Need and Demand” to prepare a concise statement that describes the projected benefit to the university, local community, and the state if the program is implemented. The projected benefits can be both quantitative and qualitative in nature, but there needs to be a clear distinction made between the two in the narrative.

This proposed program uses Florida as a laboratory to develop solutions to real-world problems in context. We use design to expand its theoretical and practical horizons and to define and establish an ethos of cross-cultural
egalitarianism across a range of fields and subfields in and out of design proper. It originates in the design research and practice in the graphic design program at UF using theory and practice of social innovation design, participatory design, and co-design to address complex problems. This respect for complexity helps designers better understand their roles, both actual and potential, within larger intercultural and transnational social, cultural, and economic systems. By working context in partnership with users and subject matter experts, designers explore how to develop innovative and sustainable solutions to mutually identified and understood problems.

As shown in Table 2, the program will serve an area with growing workforce demand. Students in this program will be able to apply design principals and design theory to a variety of issues and to address real-world and speculative problems. This focus is appropriate to a research university context where faculty and students will play leadership roles in the future of design and shaping its impact on culture, economies, systems, services, contexts, and the environment in Florida and internationally.

For example, the department has established a collaborative relationship with IDEO, one of the leading design firms in the world. The curriculum is being established with their counsel. As a result, students in this program could apply design principles to help address issues of national importance, such as:

- **Aging.** See [40 Issues for an Aging Society](http://99u.com/articles/54058/the-future-of-design-and-how-to-prepare-for-it), especially pp. 42, 62, 65, 72.

In the recent article, *The Future of Design (and How to Prepare for It)*, the contributors, including IDEO’s Vice President and UF design alumnus, Duane Bray, indicates a need for designers with the capabilities developed in this proposed program. We are in conversation with Bray as well as other MFA alumni regarding program development. We anticipate further discussions regarding program development, internship opportunities, partnerships, and graduate placement.

**Impact on Research Funding** There may be an impact on research funding through grant opportunities to address public sector issues and/or corporate partnerships. We already have a commitment from IDEO, to help foster such partnerships (see Appendix E for letter of support). We anticipate partnering on grant proposals in areas such as public health, climate change, and water.

**Professional Credentials** This is a terminal degree and the normal credential required for teaching at the university level. The program also conforms to evolving accreditation standards in the Design and Visual Communications field, which are significantly different from the MFA in Art. Finally, this particular degree will also give students an enhanced skill set that will enable them to work in the private, public, and NGO design and visual communications sectors successfully.

V. **Access and Articulation – Bachelor’s Degrees Only**

A. If the total number of credit hours to earn a degree exceeds 120, provide a justification for an exception to the policy of a 120 maximum and submit a separate request to the Board of Governors for an exception along with notification of the program’s approval. (See criteria in Board of Governors Regulation 6C-8.014)

N/A

B. List program prerequisites and provide assurance that they are the same as the approved common prerequisites for other such degree programs within the SUS (see link to the Common Prerequisite

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Manual on the resource page for new program proposal). The courses in the Common Prerequisite Counseling Manual are intended to be those that are required of both native and transfer students prior to entrance to the major program, not simply lower-level courses that are required prior to graduation. The common prerequisites and substitute courses are mandatory for all institution programs listed, and must be approved by the Articulation Coordinating Committee (ACC). This requirement includes those programs designated as “limited access.”

If the proposed prerequisites are not listed in the Manual, provide a rationale for a request for exception to the policy of common prerequisites. NOTE: Typically, all lower-division courses required for admission into the major will be considered prerequisites. The curriculum can require lower-division courses that are not prerequisites for admission into the major, as long as those courses are built into the curriculum for the upper-level 60 credit hours. If there are already common prerequisites for other degree programs with the same proposed CIP, every effort must be made to utilize the previously approved prerequisites instead of recommending an additional “track” of prerequisites for that CIP. Additional tracks may not be approved by the ACC, thereby holding up the full approval of the degree program. Programs will not be entered into the State University System Inventory until any exceptions to the approved common prerequisites are approved by the ACC.

C. If the university intends to seek formal Limited Access status for the proposed program, provide a rationale that includes an analysis of diversity issues with respect to such a designation. Explain how the university will ensure that Florida College System transfer students are not disadvantaged by the Limited Access status. NOTE: The policy and criteria for Limited Access are identified in Board of Governors Regulation 6C-8.013. Submit the Limited Access Program Request form along with this document.

D. If the proposed program is an AS-to-BS capstone, ensure that it adheres to the guidelines approved by the Articulation Coordinating Committee for such programs, as set forth in Rule 6A-10.024 (see link to the Statewide Articulation Manual on the resource page for new program proposal). List the prerequisites, if any, including the specific AS degrees which may transfer into the program.

INSTITUTIONAL READINESS

VI. Related Institutional Mission and Strength

A. Describe how the goals of the proposed program relate to the institutional mission statement as contained in the SUS Strategic Plan and the University Strategic Plan (see link to the SUS Strategic Plan on the resource page for new program proposal).

The proposed degree program is aligned with the SUS Strategic Plan and UF’s Strategic Plan in numerous ways. This proposed graduate program is strongly aligned with these four strategic values:

1. An outstanding and accessible education that prepares students for work, citizenship and life.
2. Growth in research and scholarship that enhances fundamental knowledge and improves the lives of the world’s citizens.
3. A strengthened public engagement of the university’s programs with local, national, and international communities.
4. Alumni who are successful in their careers and in life and who are proud to be graduates of the University of Florida.

This proposed program uses Florida as a laboratory to develop solutions to real-world problems in context. We use design to expand its theoretical and practical horizons and to define and establish an ethos of cross-cultural egalitarianism across a range of fields and subfields in and out of design proper.

It originates in the design research and practice in the graphic design program at UF using theory and practice of social innovation design, participatory design, and co-design to address complex problems. This respect for complexity helps designers better understand their roles, both actual and potential, within larger intercultural and transnational social, cultural, and economic systems. By working context in partnership with users and subject matter
experts, designers explore how to develop innovative and sustainable solutions to mutually identified and understood problems.

It meets the growing demand for graduate education in a discipline where the majority of graduates enter professional practice immediately after obtaining their bachelor’s degrees. Because of the complexity of the field, specializations such as the one offered here are difficult to obtain in a 120 credit undergraduate degree. As this field evolves, the opportunities expand as does the need for specialized practitioners, which this degree offers.

B. Describe how the proposed program specifically relates to existing institutional strengths, such as programs of emphasis, other academic programs, and/or institutes and centers.

This program draws on the strengths of the current MFA in Art (Graphic Design), a history of practice in the US and Latin America, and interdisciplinary collaborations with a range of programs at UF. Although not formalized, we complement the missions of the Center for Latin American Studies, Center for Arts in Medicine, the Institute of Food and Agricultural Sciences, The Warrington College of Business, and the Masters in Development Practice Program (CLAS).

C. Provide a narrative of the planning process leading up to submission of this proposal. Include a chronology in table format of the activities, listing both university personnel directly involved and external individuals who participated in planning. Provide a timetable of events necessary for the implementation of the proposed program.

Since 2003, the graphic design faculty, graduate and undergraduate students, and community partners in the US, Mexico, and Costa Rica have collaborated on projects focused on social impact, innovation, and development. After several successful projects in the US and abroad, through the School of Art + Art History’s Mint Design Studio and Design for Development initiative, the graphic design faculty members drafted a proposal for a new MFA program in Social Design. Due to budget cuts and loss of full-time faculty position, this proposal was put on hold, although teaching and collaborations in this area continued. Increasingly, graduate students applied to UF and noted their interest in learning about social design, specifically referencing the Design for Development initiative. We noted that the subject matter of this original proposal and our research interests were subjects of broad interest. We have been in conversation with Duane Bray, VP of Creative at IDEO and UF alumnus, since Fall 2015 on collaborations. When we explored the idea of this new program, he noted that there is a shortage of talent in this area, which is becoming increasingly more important to all sectors of the economy – public and private. We saw this as an opportunity to align the program with our research interests and expertise and our design philosophies and make an impact in Florida through UF. Below is an outline of our process. We have qualitative data from MFA alumni, many conducting similar work in tenure-track positions and industry (Apple, Intuit, etc.) which helped guide this new program development.

<p>| Planning Process |
|------------------|-----------------|-------------------------------------------------|
| <strong>Date</strong>         | <strong>Participants</strong>| <strong>Planning Activity</strong>                          |
| 2008–2011        | Maria Rogal, Brian Slawson | Proposal development and plan for new MFA in Social Design/Graphic Design with an emphasis on community engagement |
| 2009             | Discussion with COTA consultant | program development, development of a Center for Design Inquiry |
| July 2015        | Associate Dean Edward Schaefer, Assistant Dean Anthony Kolenic, Prof. Brian Slawson, Prof. Maria Rogal | Discussion of opportunities for growth in graphic design and new graduate degree program. |
| 2015–16 Academic Year | Associate Dean Edward Schaefer, Assistant Dean Anthony Kolenic, Prof. Brian Slawson, Prof. Maria Rogal, Duane Bray (IDEO) | Discussion of collaborations and new business development. |
| June 2016–December 2016 | Weekly meetings with Associate Dean Edward Schaefer | Review progress for degree |
| Fall 2016        | Prof. Maria Rogal – Practitioners: Dan Luo, Rongfei Geng, Jorge Perez Gallego; Faculty: Douglas Barrett, Joungyun Choi, Dori Griffin, Gabriela Hernandez, Shantanu Suman | Qualitative feedback from MFA alumni |</p>
<table>
<thead>
<tr>
<th>Date</th>
<th>Participants</th>
<th>Planning Activity</th>
</tr>
</thead>
<tbody>
<tr>
<td>October–November 2016</td>
<td>Maria Rogal, Brian Slawson, Duane Bray</td>
<td>Discussion of relationships</td>
</tr>
<tr>
<td>November 17, 2016</td>
<td>Associate Provost Angel Kwolek-Folland</td>
<td>Review Draft pre-proposal, MFA in Design</td>
</tr>
<tr>
<td>December 6, 2016</td>
<td>Dean Henry Frierson, Graduate School</td>
<td>Review of procedures after pre-proposal approval, discussion of terminal degree</td>
</tr>
<tr>
<td>December 13, 2016</td>
<td>SA+AH graduate committee</td>
<td>Presentation and review of pre-proposal</td>
</tr>
<tr>
<td>December 20, 2016</td>
<td>Associate Provost Angel Kwolek-Folland</td>
<td>Submission of Pre-proposal</td>
</tr>
<tr>
<td>January 13, 2017</td>
<td>SA+AH Faculty</td>
<td>Present overview of MFA program to SA+AH Faculty members</td>
</tr>
<tr>
<td>January 17, 2017</td>
<td>Maria Rogal, Kyle Dobbeck</td>
<td>Discussion of requirements for National Association of Schools of Art and Design (NASAD) Accreditation</td>
</tr>
<tr>
<td>February 10, 2017</td>
<td>Council of Academic Vice Presidents</td>
<td>Preproposal reviewed, no concerns</td>
</tr>
</tbody>
</table>

**Events Leading to Implementation**

<table>
<thead>
<tr>
<th>Date</th>
<th>Implementation Activity</th>
</tr>
</thead>
<tbody>
<tr>
<td>February 2017</td>
<td>SA+AH Graduate Committee review</td>
</tr>
<tr>
<td>February 2017</td>
<td>Consultation with Paul Duncan, Graduate School</td>
</tr>
<tr>
<td>March 2, 2017</td>
<td>Submit proposal and new courses to SA+AH Graduate Committee for review</td>
</tr>
<tr>
<td>March 17, 2017</td>
<td>Discussion of program at SA+AH Faculty Meeting</td>
</tr>
<tr>
<td>April 7, 2017</td>
<td>SA+AH faculty voted to approve the program</td>
</tr>
<tr>
<td>April 17, 2017</td>
<td>Consultation with DCP and support by Dean Chinemalu Anumba, DCP for MFA in Design and Visual Communications (see attachment)</td>
</tr>
<tr>
<td>April 21, 2017</td>
<td>SA+AH faculty voted to approve the program’s proposed courses</td>
</tr>
<tr>
<td>April 21, 2017</td>
<td>Submission of courses and program to the College Curriculum Committee</td>
</tr>
<tr>
<td>May 1, 2017</td>
<td>Approval of new courses and degree program by the College Curriculum Committee</td>
</tr>
<tr>
<td>May 1, 2017</td>
<td>Submission of new courses to the Graduate School</td>
</tr>
<tr>
<td>May 15, 2017</td>
<td>Meetings with COTA and Graduate School administration</td>
</tr>
<tr>
<td>June 2, 2017</td>
<td>Meeting with Graduate School administration, proposal revision</td>
</tr>
<tr>
<td>June–September 2017</td>
<td>Revisions to proposal based on consultations with administration from the College of the Arts, Graduate School, Office of Institutional Research and Planning, and the Associate Provost for Academic and Faculty Affairs.</td>
</tr>
<tr>
<td>March 1, 2018</td>
<td>Submission of program plans to the National Association of Schools of Art and Design for accreditation consideration at the April 2018 meeting</td>
</tr>
</tbody>
</table>

**VII. Program Quality Indicators - Reviews and Accreditation**

Identify program reviews, accreditation visits, or internal reviews for any university degree programs related to the proposed program, especially any within the same academic unit. List all recommendations and summarize the institution’s progress in implementing the recommendations.

The School of Art + Art History’s programs, including the BFA in Graphic Design and the MFA in Art, are accredited by the National Association of Schools of Art and Design (NASAD). Both programs have been reviewed by NASAD in 2010 and, at that time, all of the School’s programs received reaccreditation. The NASAD Visitors had no comments for improvement regarding the BFA Graphic Design. The next review is scheduled for 2019–20. We plan to submit this new degree proposal for program approval in 2017–18. NASAD requires program approval prior to students enrolling, and will only approve a degree program after the university has approved it. Final approval requires submission of transcripts of graduating students.

**VIII. Curriculum**

A. Describe the specific expected student learning outcomes associated with the proposed program. If a bachelor’s degree program, include a web link to the Academic Learning Compact or include the document itself as an appendix.

Knowledge
SLO 1: Develop a body of works, including visual communications, systems, and strategies, that reflect original and creative/innovative contributions.

Skill
SLO 2: Demonstrates the ability to frame and incorporate qualitative and quantitative research methods and related research activities and findings into tangible outcomes.

Professional Behavior
SLO 3: Creates a portfolio that organizes and communicates research, findings, proposals, and work products at a professional level with their intended audience using visual, oral, and written skills.

SLO 4: Demonstrates ability to collaborate and work effectively in interdisciplinary/multidisciplinary teams to develop approaches and solutions to complex problems.

B. Describe the admission standards and graduation requirements for the program.

Admission to the MFA in Design and Visual Communications requires a bachelor’s degree. This can be in any field provided the applicant has the background and proficiency in graphic design/visual communications that demonstrates the potential for successful study at the graduate level. Preferred applicants will have professional practice experience as a designer or in a related capacity.

Applicants are required to submit GRE scores, a personal portfolio of work that includes at least 10 samples of project work (visual examples) with brief descriptions and relevant data, a case study of one project, respond to interview questions, submit a writing sample, and a personal statement for review. In addition, three letters of recommendation from professional references are required. An interview may be requested.

The Project in Lieu of Thesis culminates in a final public presentation (exhibition, talk, etc.), written report documenting the project, and a final oral exam. This is required of all graduate students. It is expected that all work done for the Project in Lieu of Thesis will be of high quality and executed during the semesters of Project in Lieu of Thesis Credit, not merely a selection of works from classes completed at the University.

The supervisory committee is comprised of a chair and, at minimum, one member. The chair must be a graduate faculty member with expertise in the major area. Additional members, including special members, may be added with the approval of the chair.

Requirements of the degree include completion of 60 credit hours of required and elective coursework with a 3.0 or higher GPA.

All Graduate council policies governing master’s degree programs will be satisfied.

C. Describe the curricular framework for the proposed program, including number of credit hours and composition of required core courses, restricted electives, unrestricted electives, thesis requirements, and dissertation requirements. Identify the total numbers of semester credit hours for the degree.

Total Number of credit hours for the degree: 60
Composition of required core courses: 30
Unrestricted electives: 15
Thesis or Project in Lieu of Thesis requirements: 15

D. Provide a sequenced course of study for all majors, concentrations, or areas of emphasis within the proposed program.

Below are two paths for students who enroll in this program. The two-year option is intended for students who are self-funded and desire an accelerated path; the three-year option is intended students who are funded with a teaching, research, or assistantship assignment and will normally enroll in 9 credits per semester. Students will select either a 2-year or 3-year path on the application or prior to enrolling in their first semester. After a review of materials, it is at the faculty’s discretion to admit students to the two-year or three-year program. Students may apply during their first semester to change to a two-year or three-year program. Decisions will be based on a student’s performance, available resources, and impact on the program.
In this new program, we expect students to engage with their project with sufficient depth and breadth in order to contribute original research to the discipline. The curricular structure and assignment of credits is comparable to existing terminal degree programs in the discipline, including nationally-ranked and renowned graduate programs.\textsuperscript{14} For example, the nationally ranked MFA in Design/Visual Communications\textsuperscript{15} at Virginia Commonwealth University (VCU) and the Master of Graphic Design\textsuperscript{16} at North Carolina State University (NCSU) each place significant emphasis on topical seminars and the Project in Lieu of Thesis. This is reflected in credit hour allocation—16 practice/workshop, 16 seminar, and 15 creative project in lieu of thesis credits at VCU, and 27 practice/workshop, 9 seminar, and 15 creative project in lieu of thesis credits at NCSU. Published material on Ohio State’s MFA in Design Research and Development website indicates 39 of 60 credit hours are assigned to courses focused on the production of a thesis.\textsuperscript{15} This allocation reflects our aspirations as well as our history of emphasizing rigorous research and practice that includes extensive documentation, particularly in the Creative project in lieu of thesis.

To implement this new program, we created four new courses described below: GRA6930 Seminar (Rotating Topics), GRA6931C Research & Practice (aligned with the semester seminar), GRA6944 Practicum (to guide fieldwork experiences), and GRA6973 Project in Lieu of Thesis. The emphasis on rotating topics aligns with our current MFA and offers the flexibility within a curriculum to integrate contemporary topics into the learning environment. This kind of structure is common to and aligned with the curricula of nationally recognized programs. Our faculty acknowledge and recognize that all curricula are dynamic, and particularly so in design field where innovation and development is a constant. We are committed to close supervision of the program, to assessing its efficacy through regular reviews of student progress, comparison with peer programs and industry developments, and to amending it through the university’s curriculum revision process as deemed appropriate and advisable.

**Sample semester-by-semester plan (3 year)**

<table>
<thead>
<tr>
<th>Fall 1</th>
<th>Spring 1</th>
<th>Summer 1</th>
<th>Fall 2</th>
<th>Spring 2</th>
<th>Summer 2</th>
<th>Fall 3</th>
<th>Spring 3</th>
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<tbody>
<tr>
<td>GRA6930 Seminar (3)</td>
<td>GRA6930 Seminar (3)</td>
<td>GRA6944 Practicum (3)</td>
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<td>GRA6930 Seminar (3)</td>
<td>GRA6944 Practicum (3)</td>
<td>GRA6973 Project in Lieu of Thesis (6)</td>
<td>GRA6973 Project in Lieu of Thesis (9)</td>
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<tr>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>Elective (3)</td>
<td>Elective (3)</td>
<td>Elective (3)</td>
<td>Elective (3)</td>
</tr>
</tbody>
</table>

9 credits 9 credits 3 credits 9 credits 9 credits 3 credits 9 credits 9 credits

**Sample semester-by-semester plan (2 year)**

<table>
<thead>
<tr>
<th>Fall 1</th>
<th>Spring 1</th>
<th>Summer 1</th>
<th>Fall 2</th>
<th>Spring 2</th>
</tr>
</thead>
<tbody>
<tr>
<td>GRA6930 Seminar (3)</td>
<td>GRA6930 Seminar (3)</td>
<td>GRA6944 Design Practicum (6)</td>
<td>GRA6930 Seminar (3)</td>
<td>GRA6930 Seminar (3)</td>
</tr>
<tr>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>Elective (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
<td>GRA6931C Research &amp; Practice (3)</td>
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<tr>
<td>Elective* (6)</td>
<td>Electives (6)</td>
<td>GRA6973 Project in Lieu of Thesis (3)</td>
<td>GRA6973 Project in Lieu of Thesis (6)</td>
<td>GRA6973 Project in Lieu of Thesis (6)</td>
</tr>
</tbody>
</table>

12 credits 12 credits 12 credits 12 credits 12 credits

E. Provide a one- or two-sentence description of each required or elective course.

**Required Courses**

GRA6930 Seminar: Rotating Topics (Approved as of Fall 2017)
Credits: 3, Max: 12, Grading Scheme: Letter
Prerequisite: Design and Visual Communication major student or permission of instructor.
Corequisite: DVC 6931C Research & Practice
Contemporary issues pertaining to design & visual communications and related areas. Discussion of literature, development of research questions, and framing methodologies.

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14 https://www.usnews.com/best-graduate-schools/top-fine-arts-schools/graphic-design-rankings
15 For more information, see the Design, MFA with a concentration in Visual Communications — http://bulletin.vcu.edu/graduate/schools/arts/graphic-design/design-mfa-concentration-visual-communications/#degree-requirments-text
16 For more information, see the NCSU Graphic Design program information available here: https://design.ncsu.edu/academics/graphic-design/gd-grad-courses/
GRA6931C Research & Practice (Approved as of Fall 2017)
Credits: 3, Max: 15 Grading Scheme: Letter
Prerequisite: Design and Visual Communication major student or permission of instructor.
Corequisite: DVC 6XXX Seminar.
A rotating topics course focused on the integration of research and practice to address complex problems within diverse contexts. The study and use of qualitative, quantitative, and mixed research methods appropriate for an expanded practice are addressed through discussions, case studies, writing, fieldwork, and presentations.

GRA6944 Practicum (Approved as of Fall 2017)
Credits: 1-6 Max: 6, Grading Scheme: S/U
Prerequisite: Design and Visual Communications major student and permission of faculty supervisor.
An opportunity to conduct research and practice in partnership with an approved organization. Students will work on projects for social, cultural, and economic development in partnership with the organization, community, and/or other disciplinary experts.

GRA6973 Project in Lieu of Thesis (pending at Graduate Curriculum Committee 10/2017)
Credits: 1-9, Max: 15, Grading Scheme: S/U
Prerequisite: Permission of supervisory committee chair & GRA6930 Seminar (B) & GRA6931C Research & Practice (B)
Supervised research in an area of relevance to design and visual communications that combines design exploration and academic inquiry. Includes presentation of results in a public forum, and documentation of research and findings.

Elective Course Options
Elective options are intended to expand the student’s knowledge-base, skillsets, and professional aspirations. A course plan is required so these courses strategically support the student’s program of study. We have listed suggested electives here and encourage students to seek options across campus.

*ARE 6386: Teaching Art in Higher Education
Credits: 3, Grading Scheme: Letter
Prerequisite: graduate standing in art history, or consent of instructor.
Study of teaching art at the post-secondary level.
This elective is required of all students who will teach or assist in any capacity.

ART 6933: Area Methods: Rotating Topics
Credits: 1-4, Max: 27, Grading Scheme: Letter
Prerequisite: Consent of instructor and graduate program adviser.
Readings, discussions, and/or studio exploration of various art issues.

ARE 6746: Methods of Research in Art Education
Credits: 3, Grading Scheme: Letter
Study of qualitative and quantitative research methods. Review of research literature.

ARH 6938: Seminar in Museum Studies
Credits: 3, Grading Scheme: Letter
Prerequisite: consent of instructor.
History, purposes, and functions of museums in general, and art museums in particular.

ENT 6506: Social Entrepreneurship
Credits: 2, Grading Scheme: Letter
Process of starting, financing, assessing and managing succession of mission-based for-profit and not-for-profit ventures.

ENT 6616: Creativity in Entrepreneurship
Credits: 2, Grading Scheme: Letter
Explores the fundamental tools used to make both individuals and organizations more creative and innovative.

ENT 6706: Global Entrepreneurship
Consideration of global market context in starting entrepreneurial ventures internationally.

**HUM 6340: Arts Advocacy and Public Policy**
Credits: 3, Grading Scheme: Letter
An in-depth study of the principles, practice, and policy of government’s involvement with the arts sector. Students will study the historic relationships between the artist and government at all levels of society.

**HUM5357: Creativity and Health: Foundations of the Arts in Medicine**
Credits: 3, Grading Scheme: Letter
This online course explores the theoretical foundations that facilitate an understanding of the relationship of creativity to health and informs the field and practice of arts in medicine.

**HUM5595: Arts in Medicine in Practice**
Credits: 3, Grading Scheme: Letter
Prerequisite: none - only students accepted to the Graduate Certificate program will take this course. Exploring the practice of the arts in medicine in the fields of health and human services. The course will be providing a dynamic, interdisciplinary overview of diverse practices and methodologies in the field of arts in medicine in community and healthcare settings.

F. For degree programs in the science and technology disciplines, discuss how industry-driven competencies were identified and incorporated into the curriculum and indicate whether any industry advisory council exists to provide input for curriculum development and student assessment.

N/A

G. For all programs, list the specialized accreditation agencies and learned societies that would be concerned with the proposed program. Will the university seek accreditation for the program if it is available? If not, why? Provide a brief timeline for seeking accreditation, if appropriate.

The degree programs in the School of Art + Art History are accredited by the National Association of Schools of Art and Design (NASAD). We will seek accreditation from NASAD for this new program concurrently with state authorization. NASAD’s process is to provide final accreditation after at least two final transcripts are awarded. If we begin offering the program in Fall 2018, this will be in the spring 2020. The reaccreditation for the School of Art + Art History is scheduled for spring 2020.

H. For doctoral programs, list the accreditation agencies and learned societies that would be concerned with corresponding bachelor’s or master’s programs associated with the proposed program. Are the programs accredited? If not, why?

N/A

I. Briefly describe the anticipated delivery system for the proposed program (e.g., traditional delivery on main campus; traditional delivery at branch campuses or centers; or nontraditional delivery such as distance or distributed learning, self-paced instruction, or external degree programs). If the proposed delivery system will require specialized services or greater than normal financial support, include projected costs in Table 2 in Appendix A. Provide a narrative describing the feasibility of delivering the proposed program through collaboration with other universities, both public and private. Cite specific queries made of other institutions with respect to shared courses, distance/distributed learning technologies, and joint-use facilities for research or internships.

This will be a residential program delivered on the campus of the University of Florida. A critical component of this program is to work with people in communities to co-design approaches to community-specific problems and challenges. As such, additional coursework which consists of fieldwork, will take place in different locations throughout the state of Florida. Delivery of instruction for this degree will not require greater than normal resources or facilities.
IX. Faculty Participation

A. Use Table 4 in Appendix A to identify existing and anticipated full-time (not visiting or adjunct) faculty who will participate in the proposed program through Year 5. Include (a) faculty code associated with the source of funding for the position; (b) name; (c) highest degree held; (d) academic discipline or specialization; (e) contract status (tenure, tenure-earning, or multi-year annual [MYA]); (f) contract length in months; and (g) percent of annual effort that will be directed toward the proposed program (instruction, advising, supervising internships and practica, and supervising thesis or dissertation hours).

See Table 4 in Appendix A.

B. Use Table 2 in Appendix A to display the costs and associated funding resources for existing and anticipated full-time faculty (as identified in Table 4 in Appendix A). Costs for visiting and adjunct faculty should be included in the category of Other Personnel Services (OPS). Provide a narrative summarizing projected costs and funding sources.

Costs shown represent the sum of resources allocated. New funding is not required for implementation. Two new faculty members are hired and will begin employment at UF in Fall 2017. Funding for faculty for the 5-year plan will come from tuition generated, grants, and/or industry partnerships.

C. Provide in the appendices the abbreviated curriculum vitae (CV) for each existing faculty member (do not include information for visiting or adjunct faculty).

See Appendix D

D. Provide evidence that the academic unit(s) associated with this new degree have been productive in teaching, research, and service. Such evidence may include trends over time for average course load, FTE productivity, student HC in major or service courses, degrees granted, external funding attracted, as well as qualitative indicators of excellence.

The Graphic Design BFA admits 18 students in the upper division courses each year. The number of students is in alignment with national standards. The program has taught courses at capacity (18 students per course, a number determined by accreditation and professional organizations). There is consistently more demand than seats in the classroom. This indicates, at the undergraduate level, a significant demand for the program. At the graduate level, qualified applicants exceed capacity.

Degrees granted:
BFA in Graphic Design
MFA in Art, Graphic Design track

Other qualitative indicators of excellence include job placement and career development. MFA Alumni are in tenured or tenure-track positions at: Ohio University, Auburn University, University of Alabama at Birmingham, University of Houston-Downtown, Ball State University, University of Western Oregon, Roger Williams University. They hold positions at Apple, IBM, Intuit, Frost Museum of Art, and others.

X. Non-Faculty Resources

A. Describe library resources currently available to implement and/or sustain the proposed program through Year 5. Provide the total number of volumes and serials available in this discipline and related fields. List major journals that are available to the university’s students. Include a signed statement from the Library Director that this subsection and subsection B have been reviewed and approved.

The Libraries of the University of Florida form the largest information resource system in the state of Florida. The libraries hold over 5,000,000 print volumes, 8,100,000 microfilms, 1,000,000 e-books, 170,000 full-text electronic journals, 1,000,000 microforms, and 1,000 electronic databases. The George A. Smathers Libraries of the University of Florida, a system of six research libraries, includes libraries for humanities & social sciences, sciences, architecture & fine arts, education and health sciences. The UF Levin School of Law supports a related, but independent law library. Books and periodicals related to art and design are located primarily in the Architecture & Fine Arts Library. Art and
design holdings number over 130,000 volumes. Cognate library collections include Library West (particularly Business) and Special and Area Studies Collections.

Electronic Books, journals and many key databases, such as Art & Architecture Source, ArtSTOR, Oxford Art Online, JSTOR, Academic Search Premiere, and others, are available via the internet to UF students, faculty and staff. Many relevant databases are multidisciplinary and are funded centrally. The UF libraries expend over $5 Million yearly on electronic resources.

Listed below is a selection of important journals, in print or electronic form, available at UF for use by students pursuing this degree:

- Journal of Illustration
- International Journal of Visual Design
- Graphic Arts Industry News Digest
- Graphis
- Eye: The International Review of Design
- Acta Graphica
- Visual Communications Journal
- Print
- Communication Arts
- Novum
- Make
- How
- Harvard Design Magazine
- Stanford Social Innovation Review

All students, faculty, and staff may use interlibrary loan services. The Libraries hold memberships in a number of consortia, and in institutions such as the Center for Research Libraries, ensuring access to materials not held locally. A service known as “Uborrow” allows UF patrons to easily borrow materials from any other Florida state university or college library. Library patrons initiate unmediated requests via a union catalog, and materials are delivered to Gainesville within a few days. Uborrow access is often faster (with a longer circulation period) than with traditional interlibrary loan.

With monies allocated through the Provost and the UF budgeting process, the library materials budget is determined by the Dean of Libraries in consultation with the Associate Dean for Scholarly Resources & Research Services and subject specialist librarians. The subject specialist solicits input from faculty to determine acquisition priorities for the year. Standing subscriptions to journal literature and databases make up the majority of purchasing.

All faculty may use the library’s course reserves system to place print materials on reserve for class use, as well as to provide easily accessible links to electronic resources. Databases containing scholarly journals and reference materials are used by researchers at all levels.

Ann Lindell, Head Librarian at the Architecture & Fine Arts Library and liaison to the School of Art + Art History, meets with graduate students in seminar and research methods courses. A demonstration/lecture serves as an introduction to scholarly research sources and services offered by the Libraries. To support their work on projects, reports, and theses, the librarian consults individually with graduate students to plan literature reviews, to offer targeted advice on resource selection and to provide individualized instruction for using the research collections, including databases and other electronic source material. School of Art + Art History faculty may request specialized research instruction related to courses and specific assignments.

Online research guides for all UF disciplines and many specific topics are available from the library website http://library.ufl.edu. Many online tutorials for specific databases are also available. Additionally, the UF Libraries hosts workshops, lectures and events throughout the year.

B. Describe additional library resources that are needed to implement and/or sustain the program through Year 5. Include projected costs of additional library resources in Table 2 in Appendix A. Please include the signature of the Library Director in Appendix B.

No additional resources beyond normal growth in holdings already in place to support current programs are necessary in order to implement or sustain this program.
C. Describe classroom, teaching laboratory, research laboratory, office, and other types of space that are necessary and currently available to implement the proposed program through Year 5.

The classroom/studio allocated to the Graphic Design graduate program is 678 square feet. This is combined classroom and studio space, where each individual has a desk, chair, and rolling file cabinet. There is a large table that functions as a meeting table and work area. The studio has an Epson Smart Projector and Apple TV as well as whiteboards. There are four faculty offices. Students also have use of other common work space with printers, scanners, and 3D printers. Digital fabrication, app development, and VR/AR labs are available across campus for product development.

D. Describe additional classroom, teaching laboratory, research laboratory, office, and other space needed to implement and/or maintain the proposed program through Year 5. Include any projected Instruction and Research (I&R) costs of additional space in Table 2 in Appendix A. Do not include costs for new construction because that information should be provided in response to X (E) below.

Currently, each student has a desk that offers 20-25 square feet of space. The school and college regularly assess space use. As enrollment grows, school Director, in consultation with faculty and the college administration, will seek out appropriate space to accommodate this growth. This includes individual studio space, common work areas, and small meeting rooms which are connected to each other.

E. If a new capital expenditure for instructional or research space is required, indicate where this item appears on the university's fixed capital outlay priority list. Table 2 in Appendix A includes only Instruction and Research (I&R) costs. If non-I&R costs, such as indirect costs affecting libraries and student services, are expected to increase as a result of the program, describe and estimate those expenses in narrative form below. It is expected that high enrollment programs in particular would necessitate increased costs in non-I&R activities.

N/A

F. Describe specialized equipment that is currently available to implement the proposed program through Year 5. Focus primarily on instructional and research requirements.

Implementation of this program is not dependent upon any additional specialized equipment.

G. Describe additional specialized equipment that will be needed to implement and/or sustain the proposed program through Year 5. Include projected costs of additional equipment in Table 2 in Appendix A.

Implementation of this program is not dependent upon any additional specialized equipment.

H. Describe any additional special categories of resources needed to implement the program through Year 5 (access to proprietary research facilities, specialized services, extended travel, etc.). Include projected costs of special resources in Table 2 in Appendix A.

The School’s existing resources allocated to the program are sufficient to meet the needs of this new program.

I. Describe fellowships, scholarships, and graduate assistantships to be allocated to the proposed program through Year 5. Include the projected costs in Table 2 in Appendix A.

The program will begin with two funded graduate assistantships per year. We will seek additional funding from other units on campus or through scholarships to support students.

J. Describe currently available sites for internship and practicum experiences, if appropriate to the program. Describe plans to seek additional sites in Years 1 through 5.

This is central to the program. The program faculty are in conversation with consultancies including IDEO, SY Partners, IBM, and others regarding student placement. All of these firms want to support education in this area because the pool of appropriately trained designers is quite limited. In addition, we are developing relationships with units on the UF campus and organizations in the state of Florida. Faculty are connecting with alumni throughout the state to garner insight on connections and leverage their social capital to establish relationships where
prudent. In addition, we are in the process of establishing an Advisory Board of renowned practitioners in the field who will aid us in connecting with a range of organizations, public and private.
APPENDICES

APPENDIX A: Projected Headcount and Costs
APPENDIX B: Equal Opportunity Officer / Library Director
APPENDIX C: Data that supports the need for an additional program
APPENDIX D: Abbreviated Curriculum Vitae of Participating Faculty
APPENDIX E: Letters of Support
# APPENDIX A

## TABLE 1-B

**PROJECTED HEADCOUNT FROM POTENTIAL SOURCES**

*(Graduate Degree Program)*

<table>
<thead>
<tr>
<th>Source of Students</th>
<th>Year 1 HC</th>
<th>Year 1 FTE</th>
<th>Year 2 HC</th>
<th>Year 2 FTE</th>
<th>Year 3 HC</th>
<th>Year 3 FTE</th>
<th>Year 4 HC</th>
<th>Year 4 FTE</th>
<th>Year 5 HC</th>
<th>Year 5 FTE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Individuals drawn from agencies/industries in your service area (e.g., older returning students)</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>1</td>
<td>0.75</td>
<td>1</td>
<td>0.75</td>
<td>1</td>
<td>0.75</td>
</tr>
<tr>
<td>Students who transfer from other graduate programs within the university**</td>
<td>4</td>
<td>3</td>
<td>2</td>
<td>1.5</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Individuals who have recently graduated from preceding degree programs at this university</td>
<td>0</td>
<td>0</td>
<td>1</td>
<td>0.75</td>
<td>1</td>
<td>0.75</td>
<td>2</td>
<td>1.5</td>
<td>2</td>
<td>1.5</td>
</tr>
<tr>
<td>Individuals who graduated from preceding degree programs at other Florida public universities</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>1</td>
<td>0.75</td>
<td>2</td>
<td>1.5</td>
<td>2</td>
<td>1.5</td>
</tr>
<tr>
<td>Individuals who graduated from preceding degree programs at non-public Florida institutions</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Additional in-state residents***</td>
<td>0</td>
<td>0</td>
<td>2</td>
<td>1.5</td>
<td>4</td>
<td>3</td>
<td>4</td>
<td>3</td>
<td>4</td>
<td>3</td>
</tr>
<tr>
<td>Additional out-of-state residents***</td>
<td>3</td>
<td>2.25</td>
<td>4</td>
<td>3</td>
<td>5</td>
<td>3.75</td>
<td>5</td>
<td>3.75</td>
<td>5</td>
<td>3.75</td>
</tr>
<tr>
<td>Additional foreign residents***</td>
<td>1</td>
<td>0.75</td>
<td>3</td>
<td>2.25</td>
<td>4</td>
<td>3</td>
<td>4</td>
<td>3</td>
<td>4</td>
<td>3</td>
</tr>
<tr>
<td>Other (Explain)***</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td>8</td>
<td>6</td>
<td>12</td>
<td>9</td>
<td>16</td>
<td>12</td>
<td>18</td>
<td>13.5</td>
<td>18</td>
<td>13.5</td>
</tr>
</tbody>
</table>

* List projected annual headcount of students enrolled in the degree program. List projected yearly cumulative ENROLLMENTS instead of admissions.

** If numbers appear in this category, they should go DOWN in later years.

*** Do not include individuals counted in any PRIOR category in a given COLUMN.

Figures are based on projected growth and acquisition of new resources.
### APPENDIX A

**TABLE 2**

**PROJECTED COSTS AND FUNDING SOURCES**

<table>
<thead>
<tr>
<th>Instruction &amp; Research Costs (non-cumulative)</th>
<th>Faculty Salaries and Benefits</th>
<th>A &amp; P Salaries and Benefits</th>
<th>USPS Salaries and Benefits</th>
<th>Other Personal Services</th>
<th>Assistantships &amp; Fellowships</th>
<th>Library</th>
<th>Expenses</th>
<th>Operating Capital Outlay</th>
<th>Special Categories</th>
<th>Total Costs</th>
<th>Subtotal E&amp;G, Auxiliary, and C&amp;G</th>
</tr>
</thead>
<tbody>
<tr>
<td>Year 1</td>
<td>53,677</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Year 5</td>
<td>$70,537</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>

*Identify reallocation sources in Table 3.

**Includes recurring E&G funded costs ("reallocated base," "enrollment growth," and "other new recurring") from Years 1-4 that continue into Year 5.

**Identify if non-recurring.

#### Faculty and Staff Summary

<table>
<thead>
<tr>
<th></th>
<th>Year 1</th>
<th>Year 5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Faculty (person-years)</td>
<td>0.38</td>
<td>0.53</td>
</tr>
<tr>
<td>A &amp; P (FTE)</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>USPS (FTE)</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>

Figures are based on projected growth and acquisition of new resources.

#### Calculated Cost per Student FTE

<table>
<thead>
<tr>
<th></th>
<th>Year 1</th>
<th>Year 5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total E&amp;G Funding</td>
<td>$122,891</td>
<td>$140,537</td>
</tr>
<tr>
<td>Annual Student FTE</td>
<td>6</td>
<td>13.5</td>
</tr>
<tr>
<td>E&amp;G Cost per FTE</td>
<td>$20,482</td>
<td>$10,410</td>
</tr>
</tbody>
</table>

Worksheet Table 2 Budget

271/642
**APPENDIX A**

**TABLE 3**

**ANTICIPATED REALLOCATION OF EDUCATION & GENERAL FUNDS**

<table>
<thead>
<tr>
<th>Program and/or E&amp;G account from which current funds will be reallocated during Year 1</th>
<th>Base before reallocation</th>
<th>Amount to be reallocated</th>
<th>Base after reallocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Graduate Student Stipends and Tuition Waivers-13020100</td>
<td>343,216</td>
<td>34,214</td>
<td>$309,002</td>
</tr>
<tr>
<td>13020100 Salaries-60000</td>
<td>3,178,726</td>
<td>53,677</td>
<td>$3,125,049</td>
</tr>
<tr>
<td>13020100 OE-70000</td>
<td>118,000</td>
<td>35,000</td>
<td>$83,000</td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td><strong>3,639,942</strong></td>
<td><strong>122,891</strong></td>
<td><strong>3,517,051</strong></td>
</tr>
</tbody>
</table>

*If not reallocating funds, please submit a zeroed Table 3*
## APPENDIX A

### TABLE 4

**ANTICIPATED FACULTY PARTICIPATION**

<table>
<thead>
<tr>
<th>Faculty Code</th>
<th>Faculty Name or &quot;New Hire&quot;</th>
<th>Highest Degree Held</th>
<th>Academic Discipline or Speciality</th>
<th>Rank</th>
<th>Contract Status</th>
<th>Initial Date for Participation in Program</th>
<th>Mos. Contract Year 1 FTE</th>
<th>FTE Year 1</th>
<th>% Effort for Prg. Year 1</th>
<th>PY Year 1</th>
<th>Mos. Contract Year 5 FTE</th>
<th>FTE Year 5</th>
<th>% Effort for Prg. Year 5</th>
<th>PY Year 5</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>Maria Rogal, MFA</td>
<td>Professor</td>
<td>Graphic Design</td>
<td>Tenure</td>
<td>Fall 2019</td>
<td>9</td>
<td>0.75</td>
<td>0.188</td>
<td>0.25</td>
<td>9</td>
<td>0.75</td>
<td>0.25</td>
<td>0.188</td>
<td>9</td>
</tr>
<tr>
<td>A</td>
<td>Brian Slawson</td>
<td>Associate</td>
<td>Graphic Design</td>
<td>Tenure</td>
<td>Fall 2019</td>
<td>0</td>
<td>0.00</td>
<td>0.00</td>
<td>0.00</td>
<td>9</td>
<td>0.75</td>
<td>0.10</td>
<td>0.075</td>
<td>9</td>
</tr>
<tr>
<td>A</td>
<td>Gabriela Hernandez, MFA</td>
<td>Assistant</td>
<td>Graphic Design</td>
<td>Tenure-</td>
<td>Fall 2019</td>
<td>9</td>
<td>0.75</td>
<td>0.25</td>
<td>0.188</td>
<td>9</td>
<td>0.75</td>
<td>0.25</td>
<td>0.188</td>
<td>9</td>
</tr>
<tr>
<td>A</td>
<td>Jarred Elrod, MFA</td>
<td>Assistant</td>
<td>Graphic Design</td>
<td>Tenure-</td>
<td>Fall 2019</td>
<td>0</td>
<td>0.00</td>
<td>0.00</td>
<td>0.00</td>
<td>9</td>
<td>0.75</td>
<td>0.10</td>
<td>0.075</td>
<td>9</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Faculty Code</th>
<th>Source of Funding</th>
<th>PY Workload by Budget Classification</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Year 1</td>
<td>Year 5</td>
</tr>
<tr>
<td>A</td>
<td>Existing faculty on a regular line</td>
<td>Current Education &amp; General Revenue</td>
</tr>
<tr>
<td>B</td>
<td>New faculty to be hired on a vacant line</td>
<td>Current Education &amp; General Revenue</td>
</tr>
<tr>
<td>C</td>
<td>New faculty to be hired on a new line</td>
<td>New Education &amp; General Revenue</td>
</tr>
<tr>
<td>D</td>
<td>Existing faculty hired on contracts/grants</td>
<td>Contracts/Grants</td>
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<tr>
<td>E</td>
<td>New faculty to be hired on contracts/grants</td>
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**Total Person-Years (PY)**

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<tr>
<th>Faculty Code</th>
<th>PY Workload by Budget Classification</th>
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<td>Year 1</td>
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**Overall Totals for Year 1**

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Figures are based on projected growth and acquisition of new resources.
### APPENDIX A: Projected Headcount and Costs

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<th>FTE</th>
<th>DIRECT</th>
<th>INDIRECT</th>
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<tr>
<td>SUS average</td>
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<tr>
<td>FTE = 32 credit hours, Florida std</td>
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<td>FTE = 24 credit hours, National std</td>
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<tr>
<td>$31,381.44  FL</td>
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<tr>
<td>$23,536.08  NAT</td>
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</table>

First year cost versus five-year cost

SUS average

FTE = 32 credit hours, Florida std
FTE = 24 credit hours, National std
$31,381.44  FL
$23,536.08  NAT
APPENDIX B: Equal Opportunity Officer / Library Director

This appendix was created to facilitate the collection of signatures in support of the proposal. Signatures in this section illustrate that the Equal Opportunity Officer has reviewed section II.E of the proposal and the Library Director has reviewed sections X.A and X.B.

Please include the signature of the Equal Opportunity Officer and the Library Director.
APPENDIX C: Data that support the need for an additional program

Data regarding the need for this program are incorporated into the body of this proposal. We note that Design and Visual Communications is synonymous with contemporary graphic design, but is defined more broadly. As the field evolves, there will be more demand for those with expanded skillsets and knowledge are prepared for leadership positions. The article excerpted below, “The Future of Design (and How to Prepare for It)” in 99U, interviews several thought leaders to help us prepare for the future of design. In addition, a survey of positions have been included.

THOUGHT LEADERS...
99U / THE FUTURE OF DESIGN (AND HOW TO PREPARE FOR IT)
By Matt McCue and Kiana St. Louis

The definition of “design” will loosen up.

“Historically, you would study graphic design, industrial design, or interaction design and there were a finite number of crafts out in the world. Now we’re starting to see that design and creativity can be brought to bear on a greater number of things. One is organizational design, thinking about anything from the design of culture within an organization to how those organizations are designed themselves in terms of the structure and roles. Another is business design, the idea of bringing a creative lens to anything from business models to venture funding.”

– Duane Bray, Partner and Head of Talent, IDEO

The line between design and business will continue to blur.

“The more a designer understands how the business works, the more valuable they will be to employers. Designers who understand a company’s value proposition and mission can help them thrive and grow. They just need to learn the language that someone who is running a company actually speaks. When they can articulate exactly what they bring to the table, executives will realize that they didn’t just hire a designer — they also hired a strategist!”

– Shana Dressler, Executive Director of 30 Weeks

Cross disciplinary teams will thrive.

“We have a lot of doctors and nurses on staff here at NBBJ and it dramatically impacts our work. I love the idea of walking into a room where I have a badass technical architect, a nurse, and me and my background in fine art, and we’re going to go tackle an urban design problem for a civic project. You get really interesting outcomes that will be really different than if you had three people who studied similar architecture and graduated from similar schools. You have little or no chance of getting something really wild out of that group. It will get done, probably faster, probably easier, but it’s rare that you get something that is phenomenally different.”

– Sam Stubblefield, Principal, NBBJ

Designers who are entrepreneurial will become more important.

“As executives from companies start to become educated about the value that designers bring to the table, I imagine that more and more, designers will be invited to early meetings when products and services are first conceived of. They will also be able to command higher salaries and consulting fees. The three pillars for success are a great idea, great execution, and great design. When you can make a case for why your contribution to a company is directly tied to profits, that is when upper management will perk up.”

– Shana Dressler, Executive Director of 30 Weeks
SAMPLE POSITION DESCRIPTIONS

HIGHER EDUCATION

Assistant Professor, Department of Graphic Design, Virginia Commonwealth University
The Department invites collaboration-minded applicants with qualifications, experience, and demonstrated strengths across design theory, criticism, and research informed by enthusiastic studio practice and well versed in concepts driving graphic design research, critique and speculative production, as well as how to integrate and apply these concepts into critical design practice and to contribute to strengthening the program’s orientation toward the future of design. Major Responsibilities: This position is a 9-month tenure-eligible faculty position in the Department of Graphic Design with an academic rank of Assistant Professor. Teaching responsibilities include a strong dedication to effectively teaching design methodologies and theories of making and thinking to undergraduate and graduate students. The ability to relate contemporary tendencies in design practice to historical, theoretical and critical issues is essential. Candidates should demonstrate a deep understanding of typography through practice or scholarship. An aptitude for exploring the continuity between analog and digital contexts and bolstering the department’s culture of energetic engagement. The faculty member should be a passionate practitioner who models curiosity and rigorous optimistic engagement to students and fellow faculty. The faculty member will broaden participation among members of underrepresented groups. The faculty member will demonstrate through research, teaching, and/or public engagement the richness of diversity in the learning experience and will integrate multicultural approaches and perspectives into instructional methods and research tools. The faculty member is expected to actively disseminate creative engagement in design research. Service to the university, school and department will be required and could include serving on committees as designated by the Chair; serving in a professional capacity in his/her field; mentoring students at all levels; coordinating student activities; and supporting curriculum development. The faculty member will effectively collaborate with faculty peers and community partners. Engagement with community is strongly supported.

Assistant Professor, Graphic Design, School of Art + Design, University of Illinois at Urbana-Champaign
Candidates should bring expertise, experience, and an understanding of current trends in one or more of the following areas in the context of professional practice, research, and/or creative work: Digital interaction design; Creative coding; Data-based or data-driven design; User experience/user interface design; Transmedia design; Human-centered design; Design for social impact and sustainability; Service-based design. The essential expectations for the position are outlined in the full position announcement found at jobs.illinois.edu.

Assistant or Associate Professor in Graphic & Interactive Design, Tyler School of Art of Temple University
We seek a tenure-track faculty member who can teach practice-based courses at all levels of the curriculum while assuming a leadership role in the ongoing development of the authorship-entrepreneurial components of the curriculum. The appointment will be made at the tenure-track assistant/associate professor level. The ideal candidate for this position has professional design experience with a strong background in business practice. They should have recognition of their work in national or international design publications or exhibitions, and teaching experience at the undergraduate level. They should also be comfortable with the integration of design and technology.

Assistant or Associate Professor in Design, University of Kentucky
The School of Art and Visual Studies (SAVS) at the University of Kentucky seeks applications for a tenure track Assistant Professor in Design to begin August 2017. An MFA, MDES, Ph.D. or equivalent terminal degree in the area of design is required. Applicants should demonstrate the ability to teach a range of courses: from intermediate to advanced levels of graphic design to contemporary design practices. Balanced understanding of the cultural context of visual production that includes familiarity with both contemporary art and media studies is vital for this position. Teaching experience, as well as a familiarity with industry best practices, is preferable.

Assistant Professor - Visual Communication Design | University of Alberta Department of Art and Design
The Department of Art and Design in the Faculty of Arts at the University of Alberta invites applications for a full-time tenure track position of Assistant Professor, Visual Communication Design, to commence 1 July 2017. Qualified candidates will hold a graduate degree (MDES, PhD, or equivalent) in Design Studies, with a specialization in Visual Communication Design, and have at least three years of post-secondary teaching experience. Faculty in Design Studies take an integrative and interdisciplinary approach to practice and research and focus on social and
environmental health and wellbeing, information design, product design, environmental and service design, and the development of media for educational, cultural, and social contexts. Faculty in Visual Communication Design carry out research and practice in the areas of design thinking, information design, data visualization, interactive new media, typography and publication design, internationalization of design, pedagogy of design, and community-based design—all with a human-centered approach that is aimed at the development of socially and culturally relevant communications addressing the needs of contemporary society. Ideal candidates would augment or complement these areas of expertise and work across disciplines, using collaborative methods, to further enrich design studies. In addition to maintaining an active research program, candidates will demonstrate expertise in related technical/digital skills and in traditional, formal design principles. They will integrate design discourse, research and studio practice addressing the conceptual, aesthetic, and technical demands of the discipline. Expertise in some of the following areas would be an asset: design for digital media, interaction design, systems design, human-centered design and research methods, environmental design and/or service design. In addition to teaching, curriculum development, and planning, candidates will provide undergraduate and graduate student supervision as well as serve on administrative and other committees, and be active, engaged members of the University and broader community. Successful candidates will join the Design Studies team, which includes Canada's first Canada Research Chair in Design. We are known for a strong and rigorous graduate program (the first in Canada) and for talented and able undergraduate students. We are also known for our innovative Bachelor of Design (BDes) with Pathways program that allows students to focus on specific areas of interest to them.

Assistant Professor, Graphic Design (Tenure System), Michigan State University

The Department of Art, Art History, and Design at Michigan State University invites applications for a tenure-system position in Graphic Design. This position is an academic year appointment at the Assistant Professor rank to begin Fall 2017. Successful candidates should possess a strong foundation in graphic design with research and teaching interests that advance the field. Applicants should demonstrate knowledge of historical and contemporary trends in the field of graphic design and be passionate about leading a new generation of maker-thinkers. We are interested in applicants with expertise in one or more of the following areas: interaction design, typography, design thinking, information design, systems design, data visualization, experience design, design theory and social design. Interested applicants should have the ability to engage in hybrid practices utilizing various forms of media, technology and materials. Candidates with the ability to develop collaborations and partnerships that intersect with other fields and disciplines is desired. Applicants should hold an MFA, MGD, MDes, DDes, or PhD and should be professionally active designers with a record of achievement. Expertise in digital technologies for design is required. Industry or consulting experience is welcomed. Salary is competitive and commensurate with background and experience. All applications for this position must be submitted electronically at the Michigan State University Human Resources website (jobs.msu.edu — posting 4235). Applications should include a statement of interest describing qualifications and experience, curriculum vitae, statement of teaching philosophy, a portfolio of recent scholarly/creative work, examples of student work, and contact information for three letters of recommendation.

Petullo Professor, Graphic Design School of Art + Design University of Illinois at Urbana-Champaign

The School of Art + Design invites applications for a full-time tenured faculty position, for the Anthony J. Petullo Professorship at the rank of Associate or Full Professor, with an emphasis in Graphic Design. We seek an accomplished collaborator with experience in both industry and research settings to play a key role in leading a new campus emphasis on design through enhanced research support, cross-disciplinary collaboration, and curricula. The position will also serve as one of several inaugural Design Research Fellows in the College of Fine and Applied Arts. Accompanied by research support and course release during the initial years of employment, the successful candidate will work with other Fellows from Art + Design, Architecture, and Landscape Architecture to lead a new Design Research Initiative exploring the unique methods, approaches, and partnerships available to design as a central component of research at Illinois. For more information, see go.illinois.edu/desigresearch. The future of design at Illinois also includes a new facility intended for outreach, education, and experimentation in design for students in fields within and outside the arts.
Design research builds continuous knowledge, discovery, and empathy. We craft actionable insights through empirical observation and experience. Tools of the trade include contextual inquiries, co-design, customer journey maps, and quantitative research.

Visual Design
Visual designers manipulate observable elements, with the goal of eliciting desired emotional responses and building durable connections with users. Tools of the trade include imaging, typography, layout, color and style.

UX Design
Through the interpretation of research and requirements, UX designers craft experiences that connect people with our products and services in meaningful, enduring ways. Tools of the trade include market and audience analysis, user journeys and wireframes.

IDEO / https://www.ideo.com/jobs
Design Research Lead
IDEO helps organizations innovate their offerings and themselves. We use Human Centered Design to work with clients in the private and public sectors, across product, service, environment and organization design, in both the physical and digital realms. Our work crosses strategy and implementation. IDEO Palo Alto is looking for a Design Researcher who can lead research across many different types of projects including generative “blue sky,” rapid and nimble iterative loops of prototyping and user feedback, and qualitative and quantitative studies that bring confidence and move ideas closer to market launch. As an IDEO Design Researcher, you’ll travel domestically and globally to explore diverse human behavior and lifestyles. You will work with multidisciplinary teams and use research findings to inform and inspire strategic decisions and design solutions. You’ll translate research insights into powerful stories that shift hearts and minds.

Quantitative Design Researcher
Makes the biggest impact by analyzing existing data sets, as well as creating new ones to generate insights for design. They are responsible for structuring human-centered research and leading multidisciplinary internal and client teams through designing empirical research, conducting fieldwork, and leveraging other available data sources.

Senior Visual Communication Designer
The Fire-starter: IDEO is a place where we influence the public discourses of subject matters crucial to our mission and as designers, our soul needs feeding constantly to ensure we continue to produce work that transcends what good looks, feels and sounds like. So, as a member of the design community you have an equal responsibility to inspire us and others outside of IDEO about what excites you in the world of brand and visual communication.

SYPartners / https://www.sypartners.com/sypartners-careers/all-jobs/
Creative Leader, Consulting Team
At SYPartners, we help individuals, teams, and organizations become the best version of themselves, so they can create massive positive impact in business and society. Design is not a service we offer, it is in the foundation and fabric of our firm. We see design as the method of envisioning the future and then arranging all the elements to make it a powerful reality. This is a big mandate. It requires diverse and inspired creative leadership, in the work, alongside our clients and co-conspirators and as part of our culture. Many people wonder what type of design background or job experience we hire from. The answer is we cast our net wide. What designers here have in common, is the evolution from a specialist mindset to the desire to apply themselves more broadly as creative beings. Working here is not about settling into a comfortable infrastructure. It is about perpetually shaping the role of creativity within SYPartners and how we express that through our work.

Visual Designer, Products
At SYPartners, our Products team creates intuitive, engaging experiences in the pursuit of envisioning a better future through design. They know how a product should look, feel and work, and understand what users need and want in the digital space and in real life. Our current Products offerings are Unstuck and Leadfully, tools inspired by our consulting practice designed to transform individuals and spark future leaders. As a Designer on the Products team, you are a maker and a storyteller who use design to bring ideas to life. An infectiously inspiring creative team member, you will be integral to our culture of creativity, executing as well as dreaming up new ways to visually communicate with diverse audiences.
Strategy Director, Consulting Team
The Strategy Director takes charge of leading clients and teams through the whole journey of transformation and change—setting vision, directing teams and clients, and demonstrating the imagination, accountability and resolve to deliver our best work. Strategy Directors possess great leadership skills coupled with deep business and writing expertise. Sets vision for the work, imagining and writing the master narrative that puts our work in context of a corporate culture, and directing the steps to enacting the vision. Responsible for directing a team of strategists, designers, project managers and production artists to produce the best possible solutions for our clients

Continuum Innovation / https://www.continuuminnovation.com
Associate Design Strategist
Manage demanding, high-level, complex projects for dynamic clients. Lead teams through all phases of projects including alignment with client, understanding context, developing non-obvious insights, exploring and defining opportunities, setting strategy, creating actionable/tangible design expressions, communicating vision, and helping our clients go to market. Design compelling value propositions for customers and consumers. Design new products, services and experiences that compel consumers, grow brands, inspire organizations, and push a company’s core competencies. Design organizational structures, protocols and strategic assets to help companies be more innovative.

Associate Innovation Capability Strategist
Create and deliver change strategies: Work closely with clients to gain clear understanding of the organization, what works, and what does not work. Understand strengths and opportunities to recommend actionable next steps (e.g. human-centered design process, structure and governance, hiring, team building, etc.) Work with and coach senior leaders at client organizations: Engage senior leaders throughout the human-centered design process and help them understand and socialize this work. Conceptualize compelling and meaningful opportunities for consumers and clients. In this position you will work closely with designers and engineers to develop ideas for new products, services and experiences. Explore real world problems using a combination of creative and analytic tools. Question your choices and iterate until you get it right. Develop and test hypotheses with your team and consumers. Create compelling value propositions for consumers and clients. Articulate ideas for new products, services and experiences that will compel consumers, and contribute to business success. Make tradeoffs to come up with solutions that work for both people and clients.

Design Director, The Public Policy Lab
The Public Policy Lab looking for a skilled communications designer to serve as our organization’s chief designer and creative director. The Public Policy Lab is a nonprofit innovation lab for the public sector. We apply human-centered methods from design, anthropology, behavioral science, and technology development to improve the creation of public policy and the delivery of public services. We have a particular focus on supporting the needs and aspirations of low-income and vulnerable communities. You’ll participate in all phases of Public Policy Lab project work, from ethnographic research to evaluation, serving as the chief design thinker in all contexts.

Head of Design, Remind
Remind is seeking an amazing design leader to spearhead our product design, brand communications and user research teams to help us achieve our mission of giving every student the opportunity to succeed. Audacious, right? Remind is the largest communication platform you’ve never heard of; we are the largest network of educators, students, and parents in the United States. With more than 22 million monthly active users, we’re one of the fastest-growing companies in education technology. We believe that when communication improves, relationships get stronger—and education gets better (view source).

Managing Director, Center for Socially Engaged Design, University of Michigan
A managing director is sought to lead The Center for Socially Engaged Design in the University of Michigan College of Engineering. At one of the world’s leading research and educational institutions, The Center for Socially Engaged Design (C-SED) empowers students and design practitioners with perspectives and skills needed to design effective interventions that are impactful for society. We believe this requires designers to take into account the fullest social, cultural, economic, and environmental contexts of their design process and push designers to recognize and analyze how their own cultural contexts shape their approach. C-SED provides novel educational resources and fosters a community of research and practice at the University of Michigan. Through our Socially Engaged Design Academy, consultation service, curricular programs, and engagement opportunities, students of any discipline may learn about and apply a broad set of skills, methods, and perspectives that, collectively, inform socially engaged design practice (view source).
Organizational Designer, Design for Change, IDEO
IDEO San Francisco is in search of an Organizational Designer for our Design for Change Studio who has led or managed change programs, either as a consultant or in-house within an organization. This role requires a unique blend of real-world experience and theory, a passion for challenging received wisdoms, and noticeable boardroom polish. We are looking for candidates who can:
Design a research plan comprised of interviews, assessments, and other methods to understand an organization’s working dynamics to surface bright spots and opportunity areas
Take a systems view to understand the potential impacts to an organization’s operating environment, including changes to people, process, and technology, and assess the organization’s overall readiness for the change
Navigate client organizations, including the C-Suite, to facilitate decision making, manage key stakeholders, and advise on implementation and change management efforts (view source)

Business Designer, IDEO.org
IDEO.org improves the lives of poor and vulnerable communities through design. To effect that change, we work directly with foundations, nonprofits, and social enterprises; create tools and resources that teach human-centered design; and influence the social sector with stories of human-centered design in action. IDEO.org works directly with organizations across a range of focus areas including health, financial services, gender equity, education, and agriculture. IDEO.org has an opportunity for a Business Designer to join our New York City studio. As part of a multi-disciplinary design team, you’ll blend business strategy and creativity — helping our partners across the developing world bring new offerings and ventures to market. With frequent trips that take you to Africa, South Asia, and the Middle East, you’ll be part design researcher, part strategist, and part operational guru, working alongside other builders and thinkers from different backgrounds (view source).

Human Centered Design Lead for Social Innovation, The Australian Centre for Social Innovation
TACSI is The Australian Centre for Social Innovation. We exist to develop, test and spread innovations that change lives, with a focus in the areas of child protection, families, ageing and disability. Our ambition is to set new benchmarks for how Australia supports vulnerable people and to redefine how public purpose organizations approach innovation (view source).
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<td>Music Performance, General</td>
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<td>20.15</td>
<td>Music Theory and Composition</td>
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<td>20.16</td>
<td>Musicology and Ethnomusicology</td>
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<td>Music Management</td>
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</table>

The Currently Approved Program Inventory includes all programs that have not been terminated, regardless of suspension status. For information about terminated programs see the Historical Program report.

Legend: B-Bachelors; M-Masters; A-Advanced Master; E-Engineering; S-Specialist; P-Professional Doctorate; R-Research Doctorate

Color Codes: STEM - Blue, Education - Green, Global - Purple, Gap Analysis-Red, Health - Brown
National Programs using CIP50.0401

See the following page for similar programs at AAU universities.

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<th>AAU</th>
<th>Unit ID</th>
<th>Institution Name</th>
<th>Count</th>
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<td>104151</td>
<td>Arizona State University-Tempe</td>
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<td>142115</td>
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<td>201441</td>
<td>Bowling Green State University-Main Campus</td>
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<td>110370</td>
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<td>Carnegie Mellon University</td>
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<td>128771</td>
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<td>163295</td>
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<td>199193</td>
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<td>167358</td>
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<td>Northwestern University</td>
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<td>196088</td>
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<td>X 155317</td>
<td>University of Kansas</td>
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<td>227216</td>
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<td>University of Notre Dame</td>
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<td>234030</td>
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<tr>
<td>218964</td>
<td>Winthrop University</td>
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</table>

Grand total (C2016_A First major Design and Visual Communications General Master's degree)

6 count 32

Appendix C: p 8

283/642
## Similar Programs at AAU Universities

<table>
<thead>
<tr>
<th>University</th>
<th>Degree Program</th>
<th>URL</th>
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<tbody>
<tr>
<td>Carnegie Mellon University</td>
<td>Master of Design</td>
<td><a href="https://design.cmu.edu/programs/grad">https://design.cmu.edu/programs/grad</a></td>
</tr>
<tr>
<td>Indiana University Bloomington</td>
<td>MFA, Studio Art (Graphic Design)</td>
<td><a href="https://soaad.indiana.edu/academics/graduate/mfa.html">https://soaad.indiana.edu/academics/graduate/mfa.html</a></td>
</tr>
<tr>
<td>Iowa State University</td>
<td>MFA in Graphic Design</td>
<td><a href="http://www.design.iastate.edu/graphic-design/degrees/graphic-design-mfa/">http://www.design.iastate.edu/graphic-design/degrees/graphic-design-mfa/</a></td>
</tr>
<tr>
<td>Michigan State University</td>
<td>MFA, Studio Art (Graphic Design)</td>
<td><a href="http://www.art.msu.edu/degrees-programs/graduate/">http://www.art.msu.edu/degrees-programs/graduate/</a></td>
</tr>
<tr>
<td>Northwestern University</td>
<td>MA in Information Design and Strategy</td>
<td><a href="https://sps.northwestern.edu/program-areas/graduate/information-design/">https://sps.northwestern.edu/program-areas/graduate/information-design/</a></td>
</tr>
<tr>
<td>Ohio State University</td>
<td>MFA, Graphic Design</td>
<td><a href="https://www.alumni.ohio.edu/finearts/art/academics/programs/graphic_design_mfa.cfm">https://www.alumni.ohio.edu/finearts/art/academics/programs/graphic_design_mfa.cfm</a></td>
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<tr>
<td>The Pennsylvania State University</td>
<td>MFA, Studio Art (Graphic Design)</td>
<td><a href="http://stuckeman.psu.edu/gd/programs">http://stuckeman.psu.edu/gd/programs</a></td>
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<tr>
<td>Stanford University</td>
<td>MS, Design Impact Engineering, Moved from MFA in Graphic Design in 2019.</td>
<td><a href="https://art.stanford.edu/academics/graduate-programs/mfa-design/mfa-design-admission">https://art.stanford.edu/academics/graduate-programs/mfa-design/mfa-design-admission</a></td>
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<tr>
<td>Texas A&amp;M University</td>
<td>MFA, Visualization</td>
<td><a href="https://viz.arch.tamu.edu/graduate/maf-viz-curriculum/">https://viz.arch.tamu.edu/graduate/maf-viz-curriculum/</a></td>
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<tr>
<td>The University of Arizona</td>
<td>MFA, Studio Art (Graphic Design)</td>
<td><a href="http://art.arizona.edu/prospective-students/degrees/">http://art.arizona.edu/prospective-students/degrees/</a></td>
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<tr>
<td>The State University of New York at Buffalo</td>
<td>MFA, Studio Art, Interdisciplinary (includes Design)</td>
<td><a href="http://art.buffalo.edu/programs/grad-programs/m-f-a-in-studio-art/">http://art.buffalo.edu/programs/grad-programs/m-f-a-in-studio-art/</a></td>
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<tr>
<td>University of California, Davis</td>
<td>MFA, Design</td>
<td><a href="http://arts.ucdavis.edu/general-information/mfa-program-design">http://arts.ucdavis.edu/general-information/mfa-program-design</a></td>
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<tr>
<td>The University of Chicago</td>
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<tr>
<td>University of Illinois at Urbana-Champaign</td>
<td>MFA, Graphic Design</td>
<td><a href="http://www.art.uiuc.edu/index.php/prospective/academics/admissions/graduate-admissions/studio-design-programs">http://www.art.uiuc.edu/index.php/prospective/academics/admissions/graduate-admissions/studio-design-programs</a></td>
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<tr>
<td>The University of Iowa</td>
<td>MFA, Studio Art (Media, Social Practice, &amp; Design)</td>
<td><a href="https://art.uiowa.edu/graduate-program/studio-art/media-social-practice-and-design">https://art.uiowa.edu/graduate-program/studio-art/media-social-practice-and-design</a></td>
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<tr>
<td>The University of Kansas</td>
<td>MA, Interaction Design</td>
<td><a href="https://design.drupal.ku.edu/degrees">https://design.drupal.ku.edu/degrees</a></td>
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<tr>
<td>University of Michigan</td>
<td>MDes, Integrative Design</td>
<td><a href="http://stamps.drupal.uky.edu/">http://stamps.drupal.uky.edu/</a></td>
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<tr>
<td>University of Missouri</td>
<td>MFA, Studio Art (Graphic Design)</td>
<td><a href="https://art.missouri.edu/images/pdf/mfa_brochure.pdf">https://art.missouri.edu/images/pdf/mfa_brochure.pdf</a></td>
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<tr>
<td>The University of Texas at Austin</td>
<td>MFA, Design</td>
<td>Moved from Art + Art History to new department (2017)</td>
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<tr>
<td>University of Washington</td>
<td>MDes, Design</td>
<td><a href="https://art.washington.edu/design">https://art.washington.edu/design</a></td>
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<tr>
<td>Yale University</td>
<td>MFA, Graphic Design</td>
<td><a href="http://www.art.yale.edu/GraphicDesign">http://www.art.yale.edu/GraphicDesign</a></td>
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</table>
APPENDIX D: Abbreviated Curriculum Vitae of Participating Faculty

Maria Rogal, MFA, Professor of Graphic Design
Gabriela Hernandez, MFA, Assistant Professor of Graphic Design (new hire, August 16, 2017 start date)
Jarred Elrod, MFA, Assistant Professor of Graphic Design (new hire, August 16, 2017 start date)
Brian Slawson, MFA, Associate Professor of Graphic Design
Michelle Tillander, MFA, PhD, Associate Professor of Art Education
Maria Rogal
Professor of Graphic Design, School of Art + Art History, University of Florida

ACADEMIC APPOINTMENTS

University of Florida. School of Art + Art History, College of the Arts. 
Professor, Graphic Design (tenured), July 2015–present* 
Interim Director, School of Art + Art History, July 1, 2015–June 30, 2017  
Associate Professor, Graphic Design (tenured), August 2006–July 2015  
Affiliate Faculty, Center for Latin American Studies Fall 2004–present  
Assistant Professor, Graphic Design (tenure-track) August 2001–2006 & August 1997–May 2000

Interim Director (July 1, 2015–June 30, 2017)
Responsible for management and leadership in a comprehensive school with six diverse disciplines, 29 full-time faculty members, 8 staff, and 400 students. Experience with strategic planning, curriculum development, accreditation, enrollment management, and professional development.

Chair, UF Academic Policy Council (2012–13), Elected. Led research, discussion, and deliberations of issues central to UF academic policy with elected faculty members, contributing chairs, and administrators. Selected issues included review of Task Force on Doctoral Program Improvement Plan, UF Online Standards, Online Evaluations of Faculty, Posthumous Degree Policy, and Faculty Review of Administrators.

COTA Representative, UF Mission Statement Task Force, Appointed (2012)
Worked collaboratively with representatives in each college to revise UF’s mission statement.

Universidad Autónoma de Yucatán. Mérida, Yucatán, México.
Visiting Associate Professor/Fulbright Scholar Program (Invited)

University of North Texas. Denton, TX  
Assistant Professor of Communication Design (tenure-track) School of Visual Arts. August 1996–July 1997

EDUCATION

Virginia Commonwealth University, Richmond, VA.
Master of Fine Arts, Design and Visual Communication. 1995
Creative Project: The Medium and the Message as Vehicle for Social Change

Villanova University, Villanova, PA.
Bachelor of Arts, Political Science and History. 1988 (Minor: Spanish Literature)

GRANTS

External Funding: $109,072 / Internal Funding: $56,026.
Principal Investigator unless otherwise noted.

2014. Ideas That Matter. Sappi Fine Papers N.A., $9,790 for “Kanan Honey” to support development of export of products to the US and EU. A collaboration with the Fundación México-Estados Unidos para la Ciencia (Mexico City).


2011. Center for Latin American Studies Travel Grant, University of Florida. $750 to present “Design for Development” at Intercultural Communication Conference, Chiapas, Mexico.


2009. Design Faculty Research Grant, American Institute of Graphic Arts. $5,000 for “Design for Development.” Recipient of inaugural research award.

2007. Fulbright-Hays Faculty Research Abroad Grant to México, $48,607 to conduct research project “The Visual Culture of Mexicanidad in Yucatán.” Awarded by the US Department of Education. Washington, DC.


PUBLICATIONS


REFEREED CONFERENCE PRESENTATIONS


AWARDS


LANGUAGES
English (native)
Spanish (fluent)
Abbreviated CV. September 2017

Jarred Elrod
Assistant Professor of Graphic Design, School of Art + Art History, University of Florida

ACADEMIC APPOINTMENTS
University of Florida. School of Art + Art History, College of the Arts. Assistant Professor, Graphic Design (tenure-track) 2017–present

Texas Tech University. School of Art + Art History, College of the Arts. Assistant Professor, Graphic Design (tenure-track) 2015–2017

Guangxi Arts Institute. Nanning, China, Visiting Assistant Professor, 2016

Arizona State University. Tempe, AZ, Instructor: The Design School, 2014–15

EDUCATION
2010. MFA in Studio Art: Graphic Design | University of Tennessee, Knoxville, TN
2007. BFA in Studio Art: Graphic Design | West Texas A&M University, Canyon, TX

PUBLICATIONS + AWARDS
FA 17 Merit Award and Work Featured in HOW Promotion and Marketing Awards Annual
SU 17 Featured card in AIGA DFW’s “The Deck”
FA 12 Featured work in University of Tennessee MFA program recruiting catalog
SU 11 Best in Show SEED Award: Case Studies—UTK Living Light
SU 11 AIGA Re-design Los Angeles: First prize non-profit org—UTK Living Light
SU 10 Featured on Print Magazine’s “Imprint Blog”—for work featured in “Creative Workshop,” by David Sherwin
SP 10 Featured Artist in “Creative Workshop,” (A HOW Design publication compiled by David Sherwin)
SP 09 Featured Project in HOW International Design Annual: Student Work Category Professional Awards

RESEARCH LECTURES & WORKSHOPS
SP 17 “Cultivating Coincidence: Tapping the Transformative Power of Experience through Design Process in the Classroom” College Art Association (CAA) Annual Conference, New York, NY
SP 16 “Play Like a Kid and Get Paid to do it” American Advertising Federation (AAF)
SP 16 “Finding your Creative Zone” Amarillo Chapter Lunch Lecture Series – Co-presented with Dr. Amanda Alexander, A-Game Psychology, Amarillo, TX
SU 16 “Cultivating Coincidence: Tapping the Transformative Power of Experience through Design Process in the Classroom” AIGA Design Educator’s Annual Conference (Nuts+Bolts), Bowling Green, OH

SU 16 “Designing the Perfect Theatre Poster, A Conversation” — Co-Presented with Dr. Mark Charney, Chair of Theater and Dance, Texas Tech University — Association for Theatre in Higher Education (ATHE) 2016 Annual Conference, Chicago, IL

SP 16 “Seriously Joking! Incorporating a Sense of Play Into Your Creative Process” American Advertising Federation (AAF) District 10 Annual Conference, Lubbock, TX

SP 16 “Designing the Perfect Theatre Poster, A Conversation” — Co-Presented with Dr. Mark Charney, Chair of Theater and Dance, Texas Tech University — Southeastern Theatre Conference (SETC) Annual Conference, Greenville, NC

FA 15 “Cultivating Coincidence, Utilizing the Power of Process” — University of South Florida, St. Petersburg, Graphic Design


SP 13 “Exploring the Visceral Bridge” — Utilizing Visual Media to Enhance Creative Writing, Co-Presented with Mark Charney, Chair of Theater and Dance, Texas Tech University — Southeastern Theatre Conference, Louisville, KY

SOLO EXHIBITIONS

FA 17 “Black Velvet” First Friday Exhibition, Invited, Rala Gallery Space, Knoxville, TN

FA 16 “The Hall of Shame” First Friday Exhibition, Juried, Texas Tech University Satellite Gallery — Lubbock, TX

SP 10 “Everything and Nothing” University of Tennessee Downtown Gallery — Knoxville, TN

SP 09 Graphic Diagrams: The Birdhouse — Knoxville, TN

GROUP EXHIBITIONS

FA 17 “2017 Texas Biennial” Juried, Austin, Texas

FA 16 “Sweet Dreams”, Two-Person Exhibit and Gallery Talk, Invited, West Texas A&M Mary Moody Northen Hall Gallery, Canyon, TX


SP 13 “I’m Sorry You’re Happy” Two-Person Exhibit, Juried — Texas Tech University Satellite Gallery, Lubbock Texas

FA 12 “FourPlay, The Work of Bob Caruthers, Dirk Fowler, Jarred Elrod & Marcus Melton,” Invited, West Texas A&M Mary Moody Northen Hall Gallery, Canyon, TX

FA 10 West Texas A&M Centennial Alumni Exhibition — Canyon, Texas

FA 12 “24 Frames, A Texas Theme Music Poster Exhibition” — Lubbock, TX
FA 11 Drugtown @ Valarium: Pop-Up Gallery, Lifted Lab Collective – Knoxville, TN
FA 11 Drugtown N @ RALA, Apparel/Print Retailer – Knoxville, TN
SP 11 Drugtown @ CTV, Community Television Knoxville – Knoxville, TN
FA 10 Creative License, Fluorescent Gallery – Knoxville TN
SP 08 The Ten Show: Best of Tennessee – Memphis, TN
FA 09 Seven Times Standard Drawing Exhibition, Gallery 1010 – Knoxville TN
SU 09 Summer Analog Photography Exhibition, Gallery 1010 – Knoxville TN
SU 09 TypeCon, Atlanta, University of Tennessee contributor Grand Hyatt – Atlanta, GA

PROFESSIONAL EXPERIENCE
05-present, Jetpilotdesigns: Freelance Graphic Design Practice: Branding & identity / illustration / web, motion / publication / textiles (www.jetpilotdesigns.com)
14-15 Graphic Designer: ASU Wellness – Arizona State University, Art direction, identity / print communications / social media / photography / video
Abbreviated CV. September 2017

Gabriela Hernández
Assistant Professor of Graphic Design, School of Art + Art History, University of Florida

ACADEMIC APPOINTMENTS
University of Florida. School of Art + Art History, College of the Arts.
Assistant Professor of Graphic Design (tenure-track) 2017–present

University of Houston-Downtown. Department of Arts + Humanities
Assistant Professor of Graphic Design (tenure-track) 2013–2017

  Director, Graphic Design Research Initiative (GDRI) 2014-2017
  The GDRI is a self-sustained, collaborative initiative focused on the study and practice of design research, design for social impact, and information design. It integrates UHD student-designers into its projects in different design roles, supporting their professional development (gdresearchinitiative.org).

EDUCATION
2011, MFA, Studio Art, Concentration in Graphic Design, School of Art + Art History, College of the Arts, University of Florida; Certificate in Latin American Studies.


GRANTS & AWARDS
2016  Texan-French Alliance for the Arts
  Graphic Design Research Initiative (Sponsored Project) — $3500
  A design research/creativity placemaking and education design project consisting on the development of a didactic toolkit based on activities of mentorship program “From a Space to a Place”. To be completed in Spring 2017.

2015  Office of Research and Creative Activities Grant, University of Houston-Downtown
  Writers in the Schools (WITS) collaborative exhibition project and book — $5120

2015  AIGA Houston Design Awards 2015 / Design Now:Houston
  “Open the Door” Book (a collaboration with the Texan-French Alliance for the Arts)
  Earned recognition as second place finalists in this annual competition (Book & Editorial Category) and subsequent Exhibition. Jurors: Matteo Bologna, Ellen Lupton, and Claudia DeAlmeida.

2014  Association for Tropical Biology and Conservation
  Graphic Design Research Initiative (Sponsored Project) — $3000
  A design research/brand redesign project consisting on the development of a visual identity for this international association and its scientific journal, Biotropica. Completed in Summer 2016.

2014  Sappi Ideas That Matter / Design4Development.org (Grant) — $9700

2014  Texan-French Alliance for the Arts
  Graphic Design Research Initiative (Sponsored Project) — $3000
  A design research/editorial design project consisting on the development of a book with the story of the public art project “Open the Door.” Completed in Spring 2015.

2013  Fundación Mexico-Estados Unidos para la Ciencia
  Design4Development.org (Grant) — $4900
  In support of brand development activities in benefit of the rural beekeeping association Integradora Apícola Kanan, in Yucatán, México. The main objective of this design project is to support the internationalization of “Kanan Honey”

2009 TINKER FIELD RESEARCH GRANT
Center for Latin American Studies, University of Florida — $2000
Awarded in support of my research and fieldwork activities for my MFA Creative Project in Chira Island, Costa Rica. The fieldwork was carried out from July 2009 to July 2010.

PEER-REVIEWED PAPERS/PRESENTATIONS
2017 Look Around You, Look Inside You: Exploring Heritage in the Design Classroom
Peer reviewed paper and poster presentation
International Association of Societies of Design Research, Biennial Conference (Cincinnati, OH)

2016 Design Research, Storytelling, and Entrepreneur Women in Rural Costa Rica: A Case Study
Peer reviewed paper and conference presentation, published in Book of Proceedings
Design Research Society, 50th Anniversary Conference - Biannual (Brighton, UK)
Panel: Design Process

2014 Long Distance Relationships: Design and Time Dynamics Across Borders
Peer reviewed paper and conference presentation
AIGA Design Educators Conference (Portland, OR, USA)
Panel: Intersections in Global Communities.

INVITED LECTURES, TALKS, INTERVIEWS
Aug 2014 Lecture: The Role of Photography in Social Design, School of Mass Communication, University of Costa Rica

Interviewed by Nature’s journalist Roberta Kwok for an article discussing the relevance of good web design practices for science laboratories to achieve online visibility. The resulting article was published in Nature in February, 2014.

Nov 2012 Talk: Artists on Sustaining Humans, Health, and Communities
Featured Panelist, Harn Museum of Art, University of Florida
Panel discussion highlighting Florida’s artists as agents of aesthetics to address civic concerns through publicly engaged scholarship, as part of the Celebration of the Morrill Act Sesquicentennial Anniversary and University of Florida’s membership in Imagining America. My talk offered an overview of my experiences as social designer and partner of Design4Development, and my design research methods and field work in México and Costa Rica.

Information Design Course, School of Art and Art History, University of Florida
Lecture on processes and methods of design research across disciplines, emphasizing the role of designers to help solve visual and developmental issues.

Jan 2010 Lecture: Graphic Design Basics Applied to the Creation of Scientific Posters
Latin American Studies Field Research Poster Clinics, University of Florida
Introduction to design basics and their application in the design of scientific posters, for both qualitative and quantitative data. This lecture was given to Ph.D. and Master’s students intending to participate in the Latin American Studies Poster Clinic at this university.

Oct 2010 Lecture: Principles for Better Information Design Processes
Technical Writing Course, Department of English, University of Florida
Lected on the good application of design principles to improve the development and communication of information, materials, and documents based on the needs of specific audiences.

Apr 2010 Talk: Integrating Design Research Practices to Tell A Story
Annual Colloquium, Anthropology Department, University of Florida
I discussed some of the anthropological research methods I have incorporated in my own design research, and how they can open the possibility for data collection and better understanding of society, as part of the design discipline and processes.

EXHIBITIONS
May 2016 MOCA, Houston City Hall Underground Gallery, Houston, TX
Expressive Typography / Concrete Poetry traveling exhibition, with over 20 design pieces created by the Graphic Design Research Initiative under Hernandez’ design and art direction (a collaboration with Writers in the Schools).

Sep 2015 Arts Faculty Exhibition 2015 at the O’Kane Gallery, University of Houston-Downtown
Kanan Honey (Brand and Communication System, various printed pieces)
The work on display shows different elements of the brand identity developed in collaboration with Integradora Apicola Kanan, in Yucatán, México, for their honey products.

Mar 2015 Design Now: Houston, Printing Museum, Houston, TX
Exhibition featuring the best works from the AIGA Houston Design Awards 2015
“Open the Door” Book (a collaboration with the Texan-French Alliance for the Arts)

Aug 2014 Flor 500 — Graham Center Art Gallery, Florida International University & Online Exhibition
Woodland Poppy Mallow (Digital Illustration)
Flor 500 is a participatory art, history and nature project created by Miami artist Xavier Cortada to commemorate Florida’s quincentennial. Each featured artist exhibited artwork representing Florida’s native flowers.

PROFESSIONAL PRACTICE
2008-present Design and Research Partner, Design for Development (D4D)
Collaborative and multidisciplinary projects based on social design impact and design education in rural Mexico.
Design research initiative in which graphic design students, professional designers and faculty work “in the field” with artisans, farmers, and organizers from marginalized communities to foster small businesses and social development. — www.design4development.org

2009-2011 Design Consultant
Center of Excellence for Regenerative Health Biotechnology, University of Florida
Collaborative development and design of instructional books for course Introduction to Industrial Biotechnology.

Nov 2005 – Jul 2007 Media Director
Ad Agency IDEAS MCW Comunicación, San José, Costa Rica
Development of campaigns based on media planning for local and regional clients. Coordination of vendor services, budgets, and audiovisual and print production.

Apr-Nov 2005 Creative Director
Ad Agency IDEAS MCW Comunicación, San José, Costa Rica
Conceptualization of campaigns for a myriad of national and regional clients. Coordination of creativity and design teams and presentation of concepts to clients.

HIGHLIGHTED ACTIVITIES
2013 Association for Tropical Biology and Conservation,
50th Anniversary Conference, San Jose 2013 - Visual Identity and Promotional Materials
Collaborative development of brand identity, promotional materials and book of abstracts for this international biology meeting.

2011–2013 Releyendo Mexico - Educational Board Game
Multidisciplinary and collaborative project developed with history professor Guillermo Kaiser (Universidad Marista de San Luis Potosí), intended to develop a board game that facilitates Mexican history learning for high school students.

2012–13 BERLIN SCI - Editorial Illustration Series
Collaborative and multidisciplinary project based on the development of editorial illustrations for the science news site BerlinSci.com.

2011–12 EMERGING PATHOGENS INSTITUTE - CORPORATE BROCHURE
Multidisciplinary project based on the creation of a medium offering general audiences in the academic field basic information about the activities and mission of this Florida-based research institution.

2008–12 CENTER OF EXCELLENCE FOR REGENERATIVE HEALTH
BIOTECHNOLOGY - TEXTBOOK: CORE CONCEPTS IN
BIOMANUFACTURING AND QUALITY SYSTEMS
Collaborative project based on the development and design of textbooks for instructors and students participating in this cross-disciplinary course.

2011 THIS IS INVASIVE - LOCAL PLANTS REFERENCE BOOK
Cross disciplinary book design project based on the development of a comprehensive guide for land owners in Central Florida with details of the most common invasive plant species.

PROFESSIONAL AFFILIATIONS/SERVICE TO THE PROFESSION
AIGA, The Professional Association for Design
- Professional member (National)
- AIGA Gainesville Chapter Board of Directors: Director of Education
- Diversity and Inclusion Committee (National): Task Force member
- Design Educators Community (National): Board Member
- Contributor/Writer, Eye on Design (official AIGA blog)
- Educational Member, AIGA Design Educators Community

Design Research Society
- Professional member

LANGUAGES
English (fluent)
Spanish (native)
Abbreviated CV. June 2017

Brian Slawson
Associate Professor of Graphic Design, School of Art + Art History, University of Florida

ACADEMIC APPOINTMENTS
University of Florida. School of Art + Art History, College of the Arts.
Associate Professor, Graphic Design (tenured), 1997–present
Assistant Professor, Graphic Design (tenure-track) 1991–1997

EDUCATION
University of Michigan, Ann Arbor, MI.
Master of Fine Arts, Design/Digital Media. 1991

University of Michigan, Ann Arbor, MI.
Bachelor of Fine Arts, Graphic Design. 1987

REFEREED CONFERENCE PRESENTATIONS


WORKSHOPS
Invited Workshop with stipend. Design Thinking Workshop at West Georgia University, Department of Art. Three hour, creative workshop with 15 student participants. February 22, 2016.

INVITED LECTURES


SYMPOSIUMS

Power of Typography (Felix Beltran), University of Florida University Gallery, January 19, 2012.

SERVICE
University
Campus: JumpstART Event Planning committee (Arts, Entrepreneurship, Engineering).

Design Juror. UF Hack-a-Thon, sponsored by the local tech startup community and the Bob Graham Center for Public Service. 54-hour marathon coding and app design challenge focused on civic engagement. September 29, 2013.
College
Creativity in the Arts and Sciences (CASE), event planning committee. Planning, recruitment of student participants, and attendance of lectures for this annual event funded by the HHMI biomedical sciences group that provides a collaborative experience for students in the arts and sciences.

School
SAAH, Fall 2015, Advisory Committee, member representing Graphic Design.
SAAH, Fall 2015, Museum Studies Futures committee, member.
SAAH, Fall 2015: Faculty Performance Advisory Committee (FPAC), member.
SAAH, Spring/Summer 2015: Endowed Professor Search Committee, member. Coco Fusco and others.
SAAH, Spring/Summer 2015: Interim SAAH Director Search Committee, member.
SAAH: Fall/Spring 2016. Faculty Advisor, voxGraphis student graphic design group, including a 44-student field trip to design studios Atlanta, GA.

Profession
Reviewer for AIGA Jacksonville Student Portfolio Review (Spring 2013–16).

Michelle Tillander
Associate Professor of Art Education, School of Art + Art History
College of the Arts, University of Florida
mtilland@ufl.edu

EDUCATION
Ph.D., Art Education 2008
The Pennsylvania State University, State College, PA
Dissertation: A Cultural Interface Approach to New Media Art Education.

MFA, Photography
Old Dominion University/Norfolk State University, Norfolk, VA.

BA, Fine Arts
Moravian College, Bethlehem, PA.

PROFESSIONAL EXPERIENCES
Associate Professor, School of Art & Art History, College of Art (2015-present)
The University of Florida, Gainesville, FL
Assistant Professor, School of Art & Art History, College of Art (2006-15)
Director of Graduate Studies (DGS) Art Education (2008-present)
Interim Undergraduate and Graduate Art Education Area Coordinator, SA & AH, Art Education, Fall 2008
UF Art Education eLearning Program Manager, 2009-2011
• Teach undergraduate courses (Introduction to Art Education, Principles of Teaching Art, Art for Elementary Schools, Teaching Seminar/Internship) and graduate courses (Teaching Art in Higher Education, Research in Art Education, and Contemporary Issues in Art Education, Principles of Teaching Art, EPI Internship)
• Administrate undergraduate and graduate field experiences and internships
• Direct graduate research in art and art education
• Supervise Graduate Teaching Assistants for general education course (ARE4314: Teaching Art in Elementary School)
• Oversee graduate level programs in MA in art education including advising and scheduling
• Co-facilitated NCATE accreditation process for art education in cooperation with College of Education

Initiatives:
• Planned, designed, and implemented courses for the online Masters of Arts in Art Education (ARE6246 Principles of Teaching Art, Contemporary Issues in Art Education, ARE6746 Research Methods for the online Masters of Arts in Art Education. (Fall 2010-present)
• Developed and implemented: Online 1st year review for online students (2010-2011)
• Co-developed online MA in Art Education (2009)
• Restored and sponsored the University of Florida NAEA student chapter (2007-2013)
• Applied for and received 4000 word Gordon Rule for ARE4243: Principles of Teaching Art (Fall 2009)
• Co-developed Art Education Educator Preparation Institute (EPI) MA to provide an alternate route to teaching for mid-career professionals and college graduates who are not education majors (2008)

The Governor's School for the Arts, Norfolk, VA
• Taught advanced art history seminar, photography, concepts and criticism, and senior exhibition
• Managed faculty and materials budget ($112,000 and $17,000)
• Oversee curriculum and student scheduling
• Facilitated application process and portfolio review
• Developed, managed, and implemented initial program curriculum and 10 year revision
• Secured Surdna Grant for visiting artist ($8,000)

Initiatives:
• Developed, managed, and implemented regional visual arts high school program
• Identified community/business internships for students
- Facilitated visiting artist schedule and workshops
- Coordinated senior exhibition community partnerships

Faculty & Chair, (1990-1998; Visual Art Chair 1995–1998)
Old Donation Center for the Gifted and Talented, Virginia Beach City Schools, Virginia Beach, VA
- Taught art and art history
- Administrate 3-5th grade art education curriculum
- Coordinated art department meetings
- Co-developed an authentic assessment process and instrument
- Supervised application process and review
- Facilitated course scheduling

Initiatives:
- Facilitated a faculty Arts Integration workshop
- Developed and implemented 6-8th grade curriculum

GRANTS/FUNDING

2013, Collaborative practice and ubiquitous learning: Online agency in the art education. Scholarship Enhancement Fund (SEF), College of Fine Arts, University of Florida. ($6,389)

2012, Market Equity Compensation Funds for Research, Provost, University of Florida. ($500)

2012, Artists Residency, Jentel Foundation, Banner, WY. 4-week residency (award studio, lodging, meals: value $4,400)

2010, Artists Residency, Virginia Center for the Creative Arts Residency Award, Amherst, Virginia. 3-week residency (awarded studio, lodging, meals: value $2800)

2010, Multimodal Conversations: Digital Interfaces as Synergy for Creative Narrative Strategies. Scholarship Enhancement Fund (SEF), College of Fine Arts, University of Florida. ($700)

2009, Body as Medium Workshop. Sponsored by the University of Florida and New World School of the Arts (NWSA), Miami, FL. ($1500)

2008, New Media Conversation, Scholarship Enhancement Fund (SEF), College of Fine Art, University of Florida. ($2,500)


AWARDS/HONORS
2017 University of Florida Provost Term Professorship Award (3 year)

2013 Pacon Corporation Art Award, Florida Art Education Association (FAEA), Daytona, FL.

2012 Higher Education Student Chapter Sponsor Award, National Art Education Association (NAEA)

2010 Harlan E. and Suzanne Dudley Hoffa 2010 Dissertation Award, The Pennsylvania State University, State College, PA.

2003 Award of Excellence, Printmaking, Hampton Bay Days 2003, Hampton, VA.

1998 Exemplary Arts & Education Showcase Award, ITTE, Kennedy Center, Washington, DC.

1997 Virginia Elementary Art Educator of the Year, Virginia Art Education Association (VAEA), Reston, VA.
CREATIVE PRACTICE/RESEARCH
Book Chapters
Tillander, M. (Accepted/2016). ReCrafting Bodies: From What I Am To What Is All I Can Be. In upcoming publication on special needs and technology, Reston, VA: NAEA Publications.


PEER-REVIEWED JOURNAL ARTICLES


PERMANENT COLLECTIONS
Chrysler Museum, Norfolk, VA
Children's Hospital of the King's Daughter, Norfolk, VA
Medical College of Richmond, Richmond, VA
American Red Cross, Norfolk, VA
Surdna Foundation, New York, NY
APPENDIX E: Letters of Support

Duane Bray, Partner and Head of Global Talent, IDEO

Jamie Kraft, Director, UF Entrepreneurship and Innovation Center

Jill Sonke, Director, UF Center for Arts in Medicine
June 16, 2017

Maria Rogal  
Professor and Interim Director  
School of Art + Art History  
College of the Arts  
University of Florida  
Gainesville, FL 32611

Dear Maria,

It is my pleasure to write in support of the new MFA in Design and Visual Communications degree program you propose. IDEO is a leading global design consultancy and, in many ways, your new program is aligned with our expertise—we create positive impact through design. At our non-profit arm — IDEO.org — we tackle poverty through design. The focus of your program provides a framework to teach designers to address some of the most pressing problems of our times. My confidence in this new program is informed by our numerous discussions and interactions over the past decade. These are theoretical, conceptual, experiential, and practical. They have been specifically about the value of (graphic) design, design strategy, and design thinking in the role designers have to frame solutions and approaches in interdisciplinary contexts.

That you have sought my advice in developing this new degree program allows me to more fully see the value and potential it has for UF and for the state of Florida. I consider the underlying concept of "Florida, State of Design" and your objective to use the state as a laboratory for design to be of great significance and one that will have a truly positive impact. At IDEO, we see increasing global demand for our services to this end. As I've shared, there is also a growing need for the talent, for us to find designers who can operate in increasingly complex contexts.

I look forward to advising and partnering with you on this new interdisciplinary graduate program.

Sincerely,

Duane Bray
Maria Rogal  
Professor and Interim Director  
School of Art + Art History  
College of the Arts  
University of Florida  
Gainesville, FL 32611

Dear Maria,

I write in support of your new degree proposal, the MFA in Design and Visual Communications. For a decade we have collaborated directly with your students and faculty on JumpstART, where we integrate multiple disciplines in order to develop innovative solutions to contemporary problems and concerns. Since 2015, we have also shared a space in the student innovation dorm—Infinity Hall. Here we have sought ways to collaborate to engage the best that our unique disciplines have to offer.

Following on this and our history of collaboration with JumpstART, I am delighted to explore how we might support the partnership between the Entrepreneurship and Innovation Center in the Warrington College of Business and the new MFA in Design and Visual Communications, which aims to use the state of Florida as a design/interdisciplinary laboratory.

We look forward to partnering with the School of Art + Art History on this new interdisciplinary graduate Program. We are also interested in incorporating your student body into our courses.

Sincerely,

Jamie Kraft  
Director
Dear Maria,

I enthusiastically express my support for the School of Art + Art History’s proposal for a new Master of Fine Arts in Design and Visual Communications degree. We have had several conversations about the goals of this new program and, as you know, I believe that this program is both timely and highly relevant.

I also believe that this program is closely aligned with the mission and vision of the Center for Arts in Medicine and our work in the state and beyond. I look forward to exploring the opportunities that may present themselves in Gainesville, and in Florida, for collaborations between our students and faculty to support health. I think that the collaborations that could arise would have the potential to impact Florida, the nation, and beyond, especially among diverse populations. Your history working in México certainly brings another important experience that we might leverage. I strongly feel that future collaborations and interactions between our cohorts will be rewarding for all involved.

We will be very happy to have students from the Master of Fine Arts in Design and Visual Communications degree take two of our graduate courses as electives. We will make seats available for your students in HUM5357 Creativity and Health: Foundations of Arts in Medicine and HUM5595 Arts in Medicine in Practice.

I look forward to collaborating with you in the future.

Sincerely,

Jill Sonke
Director, University of Florida Center for Arts in Medicine
December 14, 2017

MEMORANDUM

TO: Maria Rogal  
Professor  
School of Art and Art History

FROM: Henry T. Frierson  
Associate Vice President and Dean  
Graduate School

RE: #11725 for the creation of a Master of Fine Arts with a major in design and visual communications, College of the Arts

The proposal from the College of the Arts for the creation of a Master of Fine Arts with a major in design and visual communications was approved at the December 14, 2017 Graduate Council meeting effective Fall 2019, pending further approvals.

The following individuals and offices will be notified by a copy of this letter so that they can complete their processes for the creation of a Master of Fine Arts:

cc: Lynn Tomaszewski, Director, School of Art and Art History  
Gann Enholm, Caroline Lentz, Patty Van Wert, Stacy Wallace, Graduate School  
Lee Morrison, University Curriculum Committee and Office of the University Registrar  
Brandi Baker, University Curriculum Committee and Office of the University Registrar  
Cathy Lebo, Office of Institutional Planning and Research  
Laurie Bialosky, Assistant to the Faculty Senate Chair and UF Trustee  
Jennifer Setlow, Associate Dean, College of the Arts

HF/Id
EMAIL COMMUNICATION: SUPPORT FOR DEGREE
From Chinemelu Anumba, Dean, College of Design, Construction, and Planning
To Edward Schaefer, Associate Dean, College of the Arts

From: Anumba, Chinemelu J
Sent: Monday, April 17, 2017 1:38 PM
To: Schaefer, Edward E <eschaefer@arts.ufl.edu>
Cc: PORTILLO, MARGARET <mportill@ufl.edu>
Subject: RE: Master's program in COTA - consult with DCP - correction with CIP

Hi Ed,

We're happy with the proposed new title of MFA in Design and Visual Communications.

Rgds,
Chimay
NOTICE OF PROPOSED REGULATION AMENDMENT

Date: February 20, 2018

REGULATION TITLE: Traffic & Parking: Parking Registration.
REGULATION NO.: 3.007

SUMMARY: The proposed regulation amendment increases non-student decal rates by an average of 7%. Student decal rates remain at current levels without change. The rate for orange and blue decals will increase $24 per year (from $354 to $378). The proposed increases are to be effective May 1, 2018.

AUTHORITY: BOG Regulation 1.001

COMMENTS CONCERNING THE PROPOSED REGULATION SHOULD BE SUBMITTED WITHIN 14 DAYS OF THE DATE OF THIS NOTICE TO THE CONTACT PERSON IDENTIFIED BELOW. The comments must identify the regulation you are commenting on.

THE PERSON TO BE CONTACTED REGARDING THE PROPOSED REGULATION IS: Brigit Dermott, Executive Assistant, 123 Tigert Hall, Post Office Box 113125, University of Florida, Gainesville, Florida 32611, 352-392-1358 office, 352-392-4387 facsimile, regulations@ufl.edu.

NAME OF PERSON WHO APPROVED THE PROPOSED REGULATION: Curtis Reynolds, Vice President for Business Affairs

THE FULL TEXT OF THE PROPOSED REGULATION IS ATTACHED TO THIS NOTICE.
REGULATIONS OF THE
UNIVERSITY OF FLORIDA

3.007 Traffic & Parking; Parking Registration.

(1) Transportation and Parking Services is responsible for issuing decals and permits for parking on campus and for collecting parking fees.

(2) To purchase a decal, students and employees must present the license plate number of a vehicle registered or titled to the individual, his or her guardian, or to some person in his or her immediate family and a valid University identification card.

(3) Students and employees may own no more than one (1) current decal at any one time except as provided in paragraph (9)(g) and subsection (12) below.

(4) Any person applying for or receiving a parking permit or decal by showing or giving false information or by other fraudulent means, which shall include reproducing, altering or defacing a decal, a permit, or any other document, shall be guilty of false registration.

(5) The registrant must park in accordance with his or her decal assignment. The decal is not transferrable and may be used only by the registrant. The receipt of a parking permit or decal does not guarantee that a parking space will be available at all times.

(6) Annual, semester, monthly, weekly or daily decals may be purchased. For employees, annual decals shall be effective from May 1 through April 30 of the year for which purchased. For students, annual decals shall be effective from September 1 through August 31 of the year for which purchased. Semester-term decals shall be effective for one (1) of the following semesters for which purchased:

(a) Summer—May 1 through August 31.
(b) Fall—September 1 through December 31.

(c) Spring—January 1 through April 30.

(NOTE: Registration fee may be higher when purchased by semester, month, week or day.

All fees include the required state sales tax.)

(7) Reserved spaces: Employees who register to park at the University and have a valid Official Business or a Restricted Area decal may purchase an individually reserved parking space, as approved by the President of the University, upon payment of the appropriate fee shown below.

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
</tr>
</thead>
<tbody>
<tr>
<td>Reserved Gated Decals</td>
<td>$780,834.00</td>
<td>$260,278.00</td>
</tr>
<tr>
<td>Official Gated Decals</td>
<td>$1,134,212.00</td>
<td>$378,404.00</td>
</tr>
<tr>
<td>Medical Resident Reserved Area Decals</td>
<td>$492,528.00</td>
<td>$164,176.00</td>
</tr>
</tbody>
</table>

(8) Annual or semester decals for reserved parking areas may be purchased by eligible employees upon payment of the appropriate fee shown below. (NOTE: Health Science Center reserved parking decals are not valid in other Blue lots.)

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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</thead>
<tbody>
<tr>
<td>Reserved Gated Decals</td>
<td>$1,134,212.00</td>
<td>$378,404.00</td>
</tr>
<tr>
<td>Official Gated Decals</td>
<td>$1,272,362.00</td>
<td>$424,454.00</td>
</tr>
<tr>
<td>Medical Resident Reserved Area Decals</td>
<td>$492,528.00</td>
<td>$164,176.00</td>
</tr>
</tbody>
</table>

(9) Parking decals are sold under the following guidelines:

(a) Faculty, Technical, Executive, Administrative, and Managerial Support (TEAMS) and University Support Personnel System (USPS) employees are eligible for an
Official Business decal, authorizing parking in Restricted Area lots except where signs prohibit it. An Official Business decal is issued upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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<tbody>
<tr>
<td></td>
<td>$474510.00</td>
<td>$158170.00</td>
</tr>
</tbody>
</table>

(b) Faculty, TEAMS and USPS employees are eligible for Restricted Area Orange and Blue decals, authorizing parking in designated restricted and Green lots. A Restricted Area decal is issued upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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<tbody>
<tr>
<td></td>
<td>$354378.00</td>
<td>$118126.00</td>
</tr>
</tbody>
</table>

(c) Disabled employees possessing a State of Florida issued Disabled Persons Parking Placard are eligible for a University of Florida Disabled Employee Parking decal upon approval and payment of the appropriate fee shown below. This decal is required to park in any designated disabled space on campus. This decal also will allow parking in any Restricted Area parking lot or garage on campus. If requested, the disabled employee is eligible to receive a reserved parking space near his or her primary work site at no extra charge.

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<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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</thead>
<tbody>
<tr>
<td></td>
<td>$354378.00</td>
<td>$118126.00</td>
</tr>
</tbody>
</table>

(d) Any employee is eligible for Green parking in designated lots. A Staff Green decal is issued upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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</thead>
<tbody>
<tr>
<td></td>
<td>$180192.00</td>
<td>$6064.00</td>
</tr>
</tbody>
</table>

(e) Any student of the University of Florida is eligible to register for parking
as authorized on campus upon payment of the appropriate fee shown below.

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<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
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</thead>
<tbody>
<tr>
<td></td>
<td>$160.00</td>
<td>$80.00</td>
</tr>
</tbody>
</table>

(f) Disabled students possessing a State of Florida or out-of-state Disabled Persons Parking Placard specifically issued to them are eligible for a University of Florida Disabled Student Parking decal upon approval and payment of the appropriate fee shown below. This decal is required to park in any designated disabled space on campus. This decal will also allow parking in any Restricted Area parking lot or garage on campus.

<table>
<thead>
<tr>
<th></th>
<th>Annual</th>
<th>Semester</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$160.00</td>
<td>$80.00</td>
</tr>
</tbody>
</table>

(g) In cases where an individual lives in Graduate and Family Housing and also works for the University, he or she may purchase two (2) decals for the same vehicle. In these cases, the full price for the higher-priced decal must be paid, and the price for the second decal is $25.00.

(h) Individual monthly, weekly and daily parking permits may be sold to those requiring parking privileges on a short term basis upon approval of Transportation and Parking Services and payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th></th>
<th>Monthly</th>
<th>Weekly</th>
<th>Daily</th>
</tr>
</thead>
<tbody>
<tr>
<td>Staff Restricted Area</td>
<td>$60.00</td>
<td>$25.00</td>
<td>$5.00</td>
</tr>
<tr>
<td>Staff Commuter</td>
<td>$35.00</td>
<td>$15.00</td>
<td>$3.00</td>
</tr>
<tr>
<td>Student</td>
<td>$35.00</td>
<td>$15.00</td>
<td></td>
</tr>
</tbody>
</table>
Commercial $75.00 $35.00 $7.00

(i) Additional parking policies affecting students include the following:

1. Eligibility requirements for the various student decals will be established each year by Transportation and Parking Services prior to May 1st.

2. Eligibility for student decals will be determined by an annual analysis of the capacity of parking facilities, projected enrollment levels of students, the anticipated mix of students by class and credit hour designations, and the appropriate demand/supply ratios that will occur from the proposed eligibility standards.

3. Eligibility requirements will be established with the goal of providing the most efficient and effective management of campus parking facilities. Assignment of parking eligibility for facilities close to the core of campus will be made to graduate and professional students, as available, up to the level that those parking facilities can provide reasonable accommodation.

(j) Gold and Diamond level members of the President’s Council, as determined by the University of Florida Foundation, are eligible for a President’s Council Official Business decal, authorizing parking in Restricted Area lots except where signs prohibit it, upon payment of the appropriate fee shown below:

| Annual | $500.00 |

4. Officials of University groups and organizations, as defined in paragraph (31)(af) of University of Florida Regulation 2.004, may be issued Restricted Area permits during their terms of office upon request and approval by the Parking and Transportation Committee.
(10) Decal sales and refunds:

(a) The purchase price of a staff decal will be prorated on a bi-weekly basis over the term of the decal. The prorated price will be determined at the time of purchase.

(b) A full refund is issued on annual and semester parking decals when requested within fifteen (15) calendar days from the purchase or effective date. Monthly, weekly and daily decals are non-refundable.

(c) One twenty-fourth (1/24) of the annual price for each unused period may be given on an annual decal, based on when the decal is returned.

(d) For employees making payments by payroll deduction, payments made in excess of the amount due will be refunded.

(e) No refunds will be issued unless and until the decal or remains of the decal is returned to Transportation and Parking Services.

(11) Any person may operate a bicycle on the University of Florida campus. Bicycles may be registered with the University Police Department.

(12) Any student or employee having a valid operator’s license is eligible to register a motorcycle, moped, or motor scooter and purchase a decal for parking in designated motorcycle parking spaces only, upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th></th>
<th>Student Annual</th>
<th>Student Semester</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$160.00</td>
<td>$80.00</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Employee Annual</th>
<th>Employee Semester</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$174186.00</td>
<td>$5862.00</td>
</tr>
</tbody>
</table>

An employee owning an automobile decal whose secondary vehicle is a motorcycle or scooter,
may transfer that decal for use on the motorcycle or scooter provided a secure locking decal display device is used to ensure against unauthorized removal of the decal. However, a motorcycle or scooter decal may not be transferred to an automobile. The locking decal display device may be provided by the user subject to approval by Transportation and Parking Services, or may be purchased from Transportation and Parking Services at a cost of $25.00.

(13) Any commercial visitor engaged in official business with the University of Florida is eligible to register and purchase a Commercial decal for each vehicle brought on campus. This entitles the holder to park in approved Restricted Area lots. The decals may not be used by the registrant or by members of the registrant's family or others to conduct personal business on campus. A Commercial decal may be purchased upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th>Annual</th>
<th>Semester</th>
</tr>
</thead>
<tbody>
<tr>
<td>$483516.00</td>
<td>$46172.00</td>
</tr>
</tbody>
</table>

(NOTE: Students do not qualify for a Commercial decal and must register and purchase a student decal in accordance with paragraph (9)(e) above.)

(14) Any appropriately marked vendor, delivery or commercial vehicle engaged in official business with the University of Florida may be permitted to go about that business without obtaining a permit or paying a fee. The vehicle must be clearly, conspicuously and permanently marked on both sides of the body of the vehicle with the company name and/or logo. Markings that are removable, transferrable, displayed on dashboards, affixed to windows, or otherwise added for the express purpose of avoiding purchasing a Commercial decal shall not grant the vehicle any campus parking privilege.

7
At the request of the University of Florida Project Manager, contractors, subcontractors and construction workers may be permitted to either purchase a Commercial decal or receive a no-cost permit valid only in remote contractor parking areas, for use solely while actively engaged in construction projects at the University of Florida.

Designated parking spaces will be reserved for: (1) deans and assistant vice presidents or higher positions when the employee’s office is not near a gated parking lot, (2) employees having sufficient medical reasons, and (3) full-time professional resident staff living in the residence halls.

Official Business parking permits are issued to University departments or other appropriate administrative units upon approval of a written request submitted by the department chairperson or unit director to Transportation and Parking Services and upon payment of the appropriate fee shown below:

<table>
<thead>
<tr>
<th>Annual</th>
</tr>
</thead>
<tbody>
<tr>
<td>$122130.00</td>
</tr>
</tbody>
</table>

These permits are to be used by employees while in the performance of official duties at several locations on campus, and may also be used for parking to load and unload in Service Areas for up to one (1) hour. Permits with extended Service Area time limits may be approved by Transportation and Parking Services if compelling justification is provided. Permits with a Service Area time limit greater than four hours, if approved, require payment of an additional $100 fee. A decal may or may not be required, as specified on the permit.

Temporary parking permits may be issued to employees and students at no charge upon approval of Transportation and Parking Services.
(19) The Parking and Transportation Committee shall have authority to hear requests and recommend special parking accommodations as needed.

(20) Decals or permits must be properly displayed on vehicles at all times while parked on campus.

(a) A decal evidencing registration is issued to the registrant and must be immediately affixed in accordance with the instructions supplied with the decal. No grace period is allowed.

(b) A vehicle bearing an illegal, transferred or improperly attached decal is not entitled to the privileges normally afforded by such decal.

(c) Lost, misplaced, or defaced decals must be replaced immediately.

(d) Changes in affiliation, classification, eligibility or address affecting the validity of the decal issued must be reported immediately to Transportation and Parking Services and the appropriate replacement decal purchased. The former decal must be surrendered.

(21) The cost for a replacement decal is $25.00.

(22) Eligible pupils at P.K. Yonge Developmental Research School may park in the parking lot located on its campus upon the purchase of a special parking permit for a fee of $25 per school year. The requirements and application for the issuance of this permit are found at http://pkyonge.ufl.edu/wp-content/uploads/2016/08/PKY_ParkingPermit-Students_1718.pdf

Authority: BOG Regulation 1.001.

History--New 9-29-75, Amended 8-15-78, 8-19-79, 8-4-80, 8-26-81, 8-12-82, 3-6-85, 5-9-85, 10-14-85, Formerly 6C1-3.07, Amended 5-19-86, 5-14-87, 4-27-88, 4-23-89, 4-17-90,
5-792, 5-19-93, 4-30-95, 5-1-96, 7-15-97, 5-3-98, 5-10-99, 6-7-00, 5-22-01, 7-19-01, 5-20-02, 6-3-03, 7-19-05, 4-13-06, 3-13-07, 3-14-08 (BOT Approval), 4-23-08 (BOG Approval), 3-17-09 (BOT Approval), 3-24-09 (BOG Approval), Formerly 6C1-3.007, Amended 3-17-11 (BOT Approval), 4-8-11 (BOG Approval), 3-28-12 (BOT Approval), 4-6-12 (BOG Approval), 3-22-13 (BOT Approval), 4-1-13 (BOG Approval), 3-28-14 (BOT Approval), 4-11-14 (BOG Approval), 4-3-15 (BOT Approval), 4-16-15 (BOG Approval), 3-17-17 (BOT Approval).
NOTICE OF REGULATION REPEAL

Date: February 20, 2018

REGULATION TITLE: Eligibility for Expanded Food and Nutrition Education Program (EFNEP)  
REGULATION NO.: 6.019

SUMMARY: This regulation, which summarizes applicable program and federal definitions regarding adult and youth participation in the EFNEP program of the Florida Cooperative Extension Service, is being repealed. As these guidelines are provided, implemented and regulated by the federal government, it has been determined that this separate University of Florida Regulation is not necessary.

AUTHORITY: BOG Regulation 1.001

THE FULL TEXT OF THE PROPOSED REGULATION IS ATTACHED TO THIS NOTICE.
6C1-6.019 IFAS; Eligibility for Expanded Foods and Nutrition Education Program (EFNEP).

Eligibility for participation in EFNEP, a program of the Florida Cooperative Extension Service, shall be based on level of income, presence of young children in the household, and willingness to cooperate in educational learning experiences and to provide a food recall information as required under Federal program guidelines. The basis for identifying low income households shall be the Federal Poverty Income Guidelines distributed by the United States Department of Health and Human Services.

Specific Authority 240.227(1) FS.

Law Implemented 240.501, 240.503, 240.505 FS.

History--New 9-29-75, Formerly 6C1-6.19, Amended 5-19-93.
What is industrial hemp?

“INDUSTRIAL HEMP” is a Cannabis sativa plant, or parts thereof, which contains THC < 0.3% per dry weight. THC is the psychoactive chemical that at higher levels defines marijuana. Industrial hemp is NOT marijuana.

Industrial hemp has been cultivated for 10,000 years as a fiber and grain crop. More than 30 states presently have industrial hemp projects; however Florida has a comparative advantage in growing season and markets. Industrial hemp has been identified as a potentially valuable and impactful alternative crop for Florida, which could be used for fiber, building materials, forages and pain relief (CBD oil). To support the future viability and sustainability of an industrial hemp industry, preliminary assessment of the crop and cropping systems must be established prior to commercialization.

What are our research plans?

A research proposal ($1.3 million) was distributed to prospective industry partners to fund a collaborative research program conducted at four UF/IFAS research locations. The proposal outlines the following goals:

Identify hemp varieties suitable for planting in Florida’s various environments

- Identify productive hemp varieties robust to environmental, ecological, and economic threats

Develop hemp management practices and cropping systems economically viable for Florida

- Design hemp cropping systems that will use available farming technology and infrastructure in Florida
- Assess the economic break-even point for farmers and commercialization opportunities for industry

Assess hemp invasion risk in Florida’s natural and built environments

- Improve best available information for UF/IFAS Assessment Invasion Risk, which is currently “high”
- Development a management plan to mitigate the risk of hemp invasion

With the enthusiastic response from multiple potential industry partners, we plan to expand the scope of our work with additional industry support to include additional objectives to improve the economic assessment related to the processing and commercialization of industrial hemp.

What authorization do we have to conduct research?

**FEDERAL LEGISLATION:** Agricultural Act of 2014, 7 U.S.C. s. 5940, Legitimacy of industrial hemp research

**DEA:** Schedule 1 Permit, Forms 225 & 1301.18, Seed import and hemp cultivation

**STATE LEGISLATION:** Florida Statutes, 1004.4473, Industrial hemp pilot projects

**FDACS:** Proposed Rule, 5B-57.013, Industrial hemp planting permits

Who are our project partners and what is level of support?

The UF Industrial Hemp Pilot Project team is committed to developing a research and extension program that is supported by a diverse group of industry groups and stakeholders. We have distributed the pilot project proposal draft to 12 potential sponsors. We have received a verbal offer to fund the proposal by 3 sponsors. Green Roads participated in the first industry partner workshop and committed to fund 100% of the proposal days after receiving the initial distribution of proposal. The proposal was approved by the UF Division of Sponsored Programs, which is developing a contract to formalize sponsorship by Green Roads. Several other groups continue to demonstrate interest in sponsoring UF Industrial Hemp. The opportunity is truly transdisciplinary: agriculture, engineering, medicine.

Who is UF contact person and UF researchers?

**DR. ROBERT GILBERT**, Agronomy Department Chair, UF Main Campus, 352.392.1811, ragilber@ufl.edu

**DR. ZACHARY BRYM**, Project Coordinator, Tropical Research & Education Center, 786.217.9238, brymz@ufl.edu

**DR. JOHN ERICKSON**, Central Florida location

**DR. MICHAEL MULVANEY**, North Florida location

**DR. LUKE FLORY**, Invasion risk analysis

**DR. EDWARD EVANS**, Economic analysis

**JERRY FANKHAUSER**, UF/IFAS Research
What is industrial hemp?

*Cannabis sativa* with THC < 0.3% per dry weight

A potentially valuable and impactful alternative crop

Requires preliminary assessment of the crop for

- plant varieties
- cropping systems
- invasion risk
- processing and commercialization
The research plan

**The Goal:** support the future viability and sustainability of an industrial hemp industry

**The Opportunity:** FL Industrial Hemp Pilot Project

**The Plan:** Industry funded research and outreach at UF/IFAS research facilities with a multidisciplinary team to:

- Identify hemp varieties suitable for planting in Florida’s various environments
- Develop hemp management practices and cropping systems economically viable for Florida
- Assess hemp invasion risk in Florida’s natural and built environments
The research plan

The Process
Industry partner workshop, Nov 2017
Draft research proposal to industry, Dec 2017
  • $1.3 million, 5 Co-PI, 4 locations
Contract with potential lead sponsor, Green Roads
Continue developing additional partners
  • sponsorship opportunities expand the scope of work
Authorization to conduct research

United States
Agricultural Act of 2014, 7 U.S.C. s. 5940
• legitimacy of industrial hemp research
H.R.3530 - Industrial Hemp Farming Act of 2017
• 33 co-sponsors, working through committees
• 35 hemp states, with 13 planted
• CO, ND, KY, OR, NC, NY, MN > 1,000 acres

Controlled Substances Act
• DEA Schedule 1 Permit for import and cultivation
Authorization to conduct research

Florida

Statute 1004.4473 - Industrial hemp pilot projects
  • 2-year pilot period to complete and report project
FDACS 5B-57.013 - Industrial hemp planting permit
  • Temporary permit number to proceed with DEA
  • Planting permit will start the 2-year pilot clock

UF Board of Trustees Approval
Project Partners and Support

**UF Commitment**: Conduct a pilot project that is supported by a wide diversity of industry groups and stakeholders.

**Industry Interest**: ~12 industry contacts with proposal

- 3 verbal offers to fund the proposal
- Expand scope of work with additional sponsors
- Transdisciplinary opportunities: agriculture, engineering, medicine

**Lead Sponsor**: Green Roads to fund 100% of proposal

- Office of Sponsored Programs approved proposal
- Drafting contract for Green Roads sponsorship
Research Team

Dr. Robert Gilbert, Agronomy Department Chair, 352.392.1811, ragilber@ufl.edu

Dr. Zachary Brym, Project Coordinator, Tropical REC 786.217.9238, brymz@ufl.edu,

Dr. John Erickson, Central Florida location

Dr. Michael Mulvaney, North Florida location

Dr. Luke Flory, Invasion risk analysis

Dr. Edward Evans, Economic analysis

Jerry Fankhauser, UF Office of Research and UF/IFAS Research
UF/IFAS Statewide Facilities

12 Research and Education Centers
- Citrus REC - Lake Alfred
- Everglades REC - Belle Glade
- Florida Medical Entomology Lab - Vero Beach
- Fort Lauderdale REC - Fort Lauderdale
- Gulf Coast REC - Balm, Plant City
- Indian River REC - Fort Pierce
- Mid-Florida REC - Apopka
- North Florida REC - Marianna, Quincy
- Range Cattle REC - Ona
- Southwest Florida REC - Immokalee
- Tropical REC - Homestead
- West Florida REC - Jay, Milton

6 Research and Demonstration Sites
- Florida Partnership for Water, Agriculture, & Community Sustainability - Hastings
- Nature Coast Biological Station - Cedar Key
- Ordway-Swisher Biological Station - Melrose
- Plant Science Research and Education Unit - Citra
- Suwannee Valley Agricultural Extension Center - Live Oak
- Tropical Aquaculture Laboratory - Ruskin

Legend
- Research and Education Centers
- Research and Demonstration Sites
- County Extension Offices
- UF Main Campus

4-H Camps
- Timpoochee - Niceville
- Cherry Lake - Madison
- Cloverleaf - Lake Placid

Jack M. Payne, Senior Vice President, UF/IFAS
1008 McCarty Hall, P.O. Box 110180, Gainesville, FL 32611-0180
329/642

Produced by UF/IFAS Communications - October 2017
Questions
March 22, 2017

Elizabeth Shenkman, PhD  
Professor and Chair  
Department of Health Outcomes and Policy  
College of Medicine

Dear Dr. Shenkman:

I reviewed the document you provided about renaming the Department of Health Outcomes and Policy to Health Outcomes and Biomedical Informatics. The rationale makes sense and I am in agreement with the proposed name change.

Sincerely,

Michael L. Good, M.D.  
Dean, UF College of Medicine  
Folke H. Peterson Dean’s Distinguished Professor
Proposed Name Change: Department of Health Outcomes and Policy

To

Department of Health Outcomes and Biomedical Informatics
College of Medicine

January 4, 2017

In 2014, the Clinical and Translational Science Institute (CTSI) successfully initiated a biomedical informatics (BMI) program with the Department of Health Outcomes and Policy serving as the academic home for the Program Director and key faculty. The Department of Health Outcomes and Policy was a logical choice to house the Program Director and core faculty because of its more than 15-year history of using large linked health care datasets to conduct research examining a wide range of health care delivery, social, and clinical factors influencing both individual and population health and health outcomes.

Since the arrival of William Hogan, MD, as program director, the Department has also played a key leadership role, in collaboration with the CTSI in developing the concept for the Center for Advanced Data Capabilities. The overarching goal of the Advanced Center for Data Capabilities is to develop more precise strategies to prevent, diagnose, and treat chronic health conditions and diseases through the integration and interpretation of data from diverse sources, including clinical, genomic, patient-reported, metabolomic, and geospatial data. The Department is achieving this goal using the following strategies: 1) transdisciplinary team science; 2) the conduct of novel clinical trials and precision population health initiatives that leverage large, linked health-related data; 3) the translation of findings into clinical practice using implementation science strategies; 4) novel methodological approaches for the acquisition, validation, enrichment, and linkage of data; and 5) advanced training and mentoring programs.

The BMI Program has been critical for the research mission of the College of Medicine, Health Science Center and University and has resulted in the acquisition of several key grants including the NIH-funded CTSI, the Patient Centered Outcomes Research Institute (PCORI)-funded OneFlorida Clinical Data Research Network, and other key NIH and federally-funded projects throughout the Health Science Center and UF. In terms of education, in 2015, the certificate and master’s degree programs in BMI were launched and in 2016 a PhD in BMI was approved with the first students starting in the Fall of 2017.

The Department of Health Outcomes and Policy still retains its critical focus on the conduct of clinical trials and observational research focused on improving health outcomes for patients and populations. In addition, the Department has strong certificate, master’s, and PhD Programs in Health Outcomes Research. While faculty often make recommendations based on their research that have the potential to influence health policy, the faculty do not conduct health policy research per se. Therefore, the Department name was never an ideal fit with the themes and approaches used in the Department to fulfill the mission areas of research, education, and service.

In recognition of the long-standing research focus using large linked datasets and the development of the Biomedical Informatics Program, discussions began about changing the name from the Department of Health Outcomes and Policy to the Department of Health Outcomes and Biomedical Informatics.
The potential name change was discussed with the Department Leadership team which is comprised of the following members: Elizabeth Shenkman, PhD (Chair), Keith Muller, PhD (Associate Chair), Bruce Vogel, PhD (Division Director, Health Outcomes), William Hogan, MD (Director, Biomedical Informatics Program and Division Director BMI), Matthew Gurka, PhD (Pre-eminent Professor, Early Childhood), Lindsay Thompson, MD (Associate Professor, Pediatrics and Health Outcomes and Policy) and Lizabeth Manini, MSA (Department Administrator). The proposed name change and rationale was also presented to Michael Good, MD, Dean, College of Medicine, in Dr. Shenkman’s annual strategic plan for the Department. Dr. Good indicated agreement with the proposed plan. The proposed name change was discussed with the faculty throughout the Fall of 2016 during regularly scheduled faculty meetings.

At the November 9, 2016 faculty meeting, the faculty unanimously approved to change the name to the Department of Health Outcomes and Biomedical Informatics. There are no budgetary implications. The anticipated impact on faculty, staff and students is very positive. The proposed name accurately reflects the research and education offered through the Department. Moreover, it eliminates the confusion that existed regarding the use of the word “policy” in the name because faculty were not engaged in policy research as a primary activity.
October 18, 2017

MEMORANDUM

TO: Keith Muller  
Associate Chair  
Department of Health Outcomes and Policy

FROM: Henry T. Frierson  
Associate Vice President and Dean  
Graduate School

RE: #11595 to change the name of the Department of Health Outcomes and Policy to the Department of Health Outcomes and Biomedical Informatics, College of Medicine

The proposal from the College of Medicine to change the name of the Department of Health Outcomes and Policy to the Department of Health Outcomes and Biomedical Informatics was approved at the October 18, 2017 Graduate Council meeting effective Spring 2018, pending further approvals.

The following individuals and offices will be notified by a copy of this letter so that they can complete their processes to change the name of the department:

cc: Francois Modave, Associate Professor and Education Coordinator for Biomedical Informatics  
Liz Manini, Administrator, Department of Health Outcomes and Policy  
Gann Enhholm, Caroline Lentz, Patty Van Wert, Stacy Wallace, Graduate School  
Lee Morrison, University Curriculum Committee and Office of the University Registrar  
Brandon Case, University Curriculum Committee and Office of the University Registrar  
Amber Cacciatore, University Curriculum Committee and Office of the University Registrar  
Cathy Lebo, Office of Institutional Planning and Research  
Sue Alvers, Assistant to the Faculty Senate Chair and UF Trustee  
Thomas Rowe, Associate Dean, College of Medicine

HF/Id
External Consultation Results (departments with potential overlap or interest in proposed course, if any)

<table>
<thead>
<tr>
<th>Department</th>
<th>Name and Title</th>
<th>E-mail</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>Department of Biomedical Engineering</td>
<td>Christine E. Schmidt, Chair</td>
<td><a href="mailto:schmidt@bme.ufl.edu">schmidt@bme.ufl.edu</a></td>
<td></td>
</tr>
</tbody>
</table>

Phone Number
(352) 273-9222

Thank you for sending your proposal and process for changing your department name from Health Outcomes and Policy to Health Outcomes and Biomedical Informatics. This looks good and is fine with BME. We might be able to forge some valuable partnerships!
Dear Casey,

Please see the positive response below from the Department of Biomedical Engineering to our request to change the name of our Department to Health Outcomes and Biomedical Informatics.

Please let us know if we can provide additional information and what the time frame is for the next steps.

Thank you,

Betsy Shenkman

---

From: "Schmidt, Christine E" <schmidt@bme.ufl.edu>
Date: Monday, May 8, 2017 at 5:37 PM
To: "Shenkman, Elizabeth Ann" <eshenkman@ufl.edu>
Cc: "Rinaldi, Carlos" <carlos.rinaldi@bme.ufl.edu>, "Rowe, Thomas C" <tomrowe@ufl.edu>, "Manini, Lizabeth M" <lmanini@ufl.edu>
Subject: Re: Health Outcomes and Policy Proposed Name Change

Thank you for sending this information. This looks good and is fine with BME. We might be able to forge some valuable partnerships!

Best Regards,

Christine

---

**Christine E. Schmidt, Ph.D.**
Pruitt Family Professor and Chair
J. Crayton Pruitt Family Department of Biomedical Engineering
Herbert Wertheim College of Engineering
University of Florida

*Sent from my iPhone*

On May 8, 2017, at 3:59 PM, Shenkman, Elizabeth Ann <eshenkman@ufl.edu> wrote:

Dear Christine and Carlos,
My name is Betsy Shenkman and I am the chair of the Department of Health Outcomes and Policy. We have proposed to change the name of our Department to Health Outcomes and Biomedical Informatics. The name change reflects the addition of Biomedical Informatics in our Department along with our scientific and educational programs.

I have enclosed a document outlining our rationale and the process we have followed. The Graduate School has requested that we obtain a consultation from you regarding our name change.

Please let me know if you have any questions or concerns. I am happy to meet with both of you or have a call to discuss the name change.

Thank you,

Betsy Shenkman, PhD
Professor and Chair
Department of Health Outcomes and Policy
College of Medicine

<Department Name Change HOP 2017.docx>
Center for Public Interest Communications

Proposed Implementation Date: Immediately

The submission and signing of a proposal to initiate a State of Florida institute/center or the establishment of a University institute/center constitutes a commitment by the university(ies) to ensure that the institute/center's activities support the stated mission(s) and goal(s) of the institution(s).

University of Florida
University Submitting Proposal
President Date

Center for Public Interest Communications
Type of Institute/Center
Senior Vice President Date

Immediately
Proposed Implementation Date
Vice President for Research Date

Associated Discipline (2-digit CIP)
Dean of School or College Date

Proposed Institute/Center Director (if known) Date
Vice President and Chief Financial Officer (as appropriate) Date

Other President(s)/Administrator(s) (as appropriate)
Form 2

Institute/Center Data

Directory Information

<table>
<thead>
<tr>
<th>I/C Name:</th>
<th>The Center for Public Interest Communications</th>
</tr>
</thead>
<tbody>
<tr>
<td>I/C Code:</td>
<td>University: University of Florida</td>
</tr>
<tr>
<td>I/C Director:</td>
<td>Ann Searight Christiano</td>
</tr>
<tr>
<td>Discipline(s)</td>
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<tr>
<td>(2-Digit CIPs):</td>
<td></td>
</tr>
<tr>
<td>I/C Address:</td>
<td>The College of Journalism and Communications</td>
</tr>
<tr>
<td></td>
<td>PO Box 118400</td>
</tr>
<tr>
<td></td>
<td>Gainesville, FL 32611-8400</td>
</tr>
<tr>
<td>I/C Telephone:</td>
<td></td>
</tr>
<tr>
<td>I/C E-Mail Address:</td>
<td><a href="mailto:frank@jou.ufl.edu">frank@jou.ufl.edu</a></td>
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Mission and Areas of Focus

The mission of the Center is to expand the field of public interest communications by investing in both the emerging academic and professional domains, supporting both with a robust curriculum and vibrant community of practice and supporting social change efforts with strategic, evidence-based communications.

Mission Statement:
(No more than 120 words)

The Center will work toward four goals:
1. Nurture, generate and promote scholarship that can advance the practice of Public Interest Communications.
2. Build and support a vibrant community of practice among those who practice, fund or study public interest communications.
3. Support the field with evidence-based communications strategies.
4. Develop and test both undergraduate and graduate curricula for adoption by other universities.

Key Terms:
## Form 3

<table>
<thead>
<tr>
<th>Estimated Expenditures for the Institute/Center</th>
<th>FISCAL YEAR: 2018</th>
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<tbody>
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<td>Contracts and Grants</td>
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<td>Personal</td>
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<td>Operating Capital Outlay</td>
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### Positions and Rate

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<td>TEAMS and USPS Positions (FTE in Personyears)</td>
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<td>1.00</td>
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<td>2.00</td>
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### Sum of Salary Rates

<table>
<thead>
<tr>
<th>Sum of Salary Rates for These Faculty Positions</th>
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<td>$40,000</td>
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<table>
<thead>
<tr>
<th>Sum of Salary Rates for These TEAMS and USPS Positions</th>
</tr>
</thead>
<tbody>
<tr>
<td>$40,000</td>
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<table>
<thead>
<tr>
<th>Sum of Salary Rates for Faculty, TEAMS, and USPS Positions</th>
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</thead>
<tbody>
<tr>
<td>$40,000</td>
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</tbody>
</table>

* Budgetary Unit: Specify E&G, IFAS, or UF-HSC
Proposal to Provost Joe Glover/ October 2017

The Center for Public Interest Communications at the University of Florida

"The greatest void in our communications realm is knowledge of its effectiveness."

--Frank Karel, "Getting the Word Out"

Introduction
Though communications for the greater good has been practiced for hundreds of years, it has only recently emerged as an academic discipline and a profession unto itself. It is defined as the development and implementation of science-based, planned strategic communication campaigns with the main goal of achieving significant and sustained positive behavioral change or action on an issue that transcends the particular goals of any single organization (Fessmann and Christiano). Strategic communications is the accelerant on the fire of change. Just as gasoline poured on a flame causes that flame to burn hotter and brighter and the gasoline becomes invisible, strategic communications is gasoline on the flame of an idea.

Strategic, effective, and science-based communications can help movement-worthy ideas and messages gain support and sway decisions in the midst of our complex information environment. Public interest communication is different from established academic disciplines in that the issues it addresses are always greater than any single organization or individual. Effective efforts drive change through changing public policy, activating the agenda-setting function of the news media, working through communities of influence associated with particular issues, activating activism, working with corporate partners to change the market or environment and using social marketing to change individual behaviors. Successful public interest communications campaigns have lowered the smoking rate, increased voters' rights, reduced inequity and improved health and wellness around the world.

We propose to establish the first-ever academic center to build a field focused on using communications strategies rooted in scholarship to drive systems-level social change. The University of Florida College of Journalism and Communications is an ideal home to this center for several reasons, including the fact that it is already home to the only endowed chair in the world focused on public interest communications and the first-ever academic journal devoted to the topic and hosts what is regarded as the foremost conference for connecting practitioners, scholars and funders who work in this area in the world.

Establishing the Center for Public Interest Communications will create new opportunities for partnerships with funders, generate new research opportunities, and increase our capacity for service to this growing field. Increasingly, academic institutions and organizations invested in change are recognizing the critical role strategic communications plays in advancing new ideas and solutions. There is particular enthusiasm for using insights from social science to build support for policy, to mobilize advocates and to help experts articulate their insights.
As we field increasing requests from organizations eager to begin developing science-driven communications strategies, we can provide service for the field. These kinds of partnerships will allow us to engage post-doctoral students in these efforts.

A. Name

University of Florida Center for Public Interest Communications

B. Alignment of the Center with the UF Strategic Plan

The proposed center will address goals 1-6 of the UF Strategic Plan:

Goal 1: To create "an exceptional academic environment that reflects the breadth of thought essential for preeminence, achieved by a community of students, faculty, and staff who have diverse experiences and backgrounds."

The proposed center will foster interdisciplinary collaboration, obtain internal and external research funding opportunities, recognize scholarly achievements and serve as a resource for scholars.

Goal 2: "An outstanding and accessible education that prepares students for work, citizenship, and life."

The proposed center will prepare students for mission-driven careers in a field that lacks other academic pipelines.

Goal 3: "Faculty recognized as preeminent by their students and peers."

Ann Christiano, the Frank Karel Chair in Public Interest Communications and proposed director of the Center, has been a UF Teacher of the Year, and has been invited to deliver the commencement address at the Spring 2018 doctoral commencement ceremony. She has been called on by the United Nations High Commissioner on Refugees, the US Department of Health and Human Services, the Centers for Disease Control, the Department of State and the Department of Defense, the Independent Sector, Stanford Social Innovation Review and the National Institute for Food and Agriculture for consulting, training and speaking engagements.

Linda Hon, PhD, who we propose as affiliated faculty, is a highly respected scholar in public relations, and has a distinguished academic career. Dr. Hon was executive associate dean of the College from 2006–2012. She is an Al and Effie Flanagan Professor of Journalism and Communications and held the title of University of Florida Research Foundation Professor. She directs frank (scholar), launched the Journal for Public Interest Communications, and her scholarship in digital social advocacy is widely published and respected.

Additionally, the proposed center is well-positioned to offer new opportunities for collaboration with scholars throughout the UF community, and at other academic institutions. Because this is an emerging discipline, there are significant opportunities to define the field.
from an academic perspective, and inform the development of related programs at other institutions, which leads to greater recognition and preeminence.

Goal 4: "Growth in research and scholarship that enhances fundamental knowledge and improves the lives of the world's citizens."

As a form of communications, public interest communications is unique in its unrelenting focus on addressing injustice, improving the environment, and taking on other causes that improve people's health and well-being throughout the planet. Public interest communicators take on causes like racial inequality, environmental sustainability, and increased access to early childhood education. As we distill best practices rooted in scholarship and share them with the field while also generating new research insights, we can improve the success of programs who share these kinds of ambitions.

Goal 5: "A strengthened public engagement of the university's programs with local, national, and international communities."

Through the College's robust efforts in building this field, we have already attracted relationships throughout the world. Over the past five years, the frank gathering, and more recently frank (scholar) and Changeville have attracted scholars, strategists, activists and artists to Gainesville from around the world, while keeping a close eye on ensuring that these programs benefit and engage our own community. We have established partnerships with the UN High Commissioner on Refugees in Geneva, and will be working with their staff in their humanitarian efforts around the world. We have also established a partnership with a program funded by the Department of Defense and Department of State to provide strategic communications training to senior diplomats and military officials fighting terrorism in their own countries.

Goal 6: "Alumni who are successful in their careers and in life and who are proud to be graduates of the University of Florida."

Our students studying public interest communications master much sought-after skills that the industry seeks. These young alumni are finding careers with top-tier agencies and organizations. Graduate students are forging a new academic discipline with opportunities to define the field. And college alumni who graduated before our efforts in this area were launched are reconnecting with the college, and in some cases changing their career paths to develop their own careers in this area.

C. Mission Statement and Goals

The mission of the Center is to expand the field of public interest communications by investing in both the emerging academic and professional domains, supporting both with a robust curriculum and vibrant community of practice and supporting social change efforts with strategic, evidence-based communications.
The Center will work toward four goals:

1. Nurture, generate and promote scholarship that can advance the practice of Public Interest Communications.
2. Build and support a vibrant community of practice among those who practice, fund or study public interest communications.
3. Support the field with evidence-based communications strategies.
4. Develop and test both undergraduate and graduate curricula for adoption by other universities.

In anticipating the development of a center, the College has already made considerable progress toward these goals. The college hosts a world-class annual conference that attracts hundreds of participants from philanthropy, government, academia and business each year. The College recently launched the first-ever academic journal in this emerging discipline. Hundreds of undergraduates have completed course work in PIC that is not available at any other university. The college provides significant service to the field by frequently publishing articles that provide value to both scholars and practitioners. We also provide strategic communications counsel and training rooted in the principles of public interest communications to non-profit leaders, government agencies, academic leaders, scholars and scientists.

D. Proposed Activity

1. Curriculum Development

Until recently, those who worked in the public interest communications came from backgrounds in journalism, policy or marketing. No university offered a curriculum that specifically prepared students to take their place in the field at the undergraduate or graduate level. More recently, aspects of PIC are emerging at universities throughout the United States. Florida State University offers a master’s program focused on the technical aspects of the field like media production. Georgetown University’s Center for Social Impact Communication offers training and undergraduate immersion experiences, but they don’t have a cohesive curriculum. West Virginia University recently launched a public interest communications lab that is developing industry partnerships and conducting research. The University of Oregon is beginning to develop its own program in this area.

For the first time, and only at the University of Florida, undergraduate students have an opportunity to choose and prepare for careers in public interest communications. More than 300 students have studied public interest communications and hundreds more have taken public relations courses taught from a PIC perspective. They are connected to a robust network of professionals and scholars who travel to Gainesville for the annual frank gathering, and hundreds are already working in the field.

Our goal is to develop a curriculum, road test it, improve it and share it with universities around the world in the hope of nurturing an academic discipline that is bigger than our own program.
2. *Service Through Building Connections Within the Field*

For the first time, people who work in this field have a place to connect with others and share the best of what they know. *frank*, an annual gathering in downtown Gainesville brings together the strategists, movement builders, journalists, scholars and funders from around the world whose work is driving change.

Held for the first time in 2014, *frank* has quickly established itself as a “must-attend” gathering for those who use or study communications to drive change. It appears on the list of best conferences for non-profits and more than 95% of those who attended *frank*2017 said they plan to attend *frank*2018 as well.

At *frank*2016, we added two new pieces that are critical to driving change. The first is Changeville, a film, music, comedy and virtual reality fest that connects storytellers and movement builders that was attended by more than 500 people. The second is *frank* (scholar), an invitation-only scholarly conference for those whose research can drive change faster. In our inaugural year, 30 scholars from 10 disciplines joined from throughout the world. In 2017, (scholar) grew to more than 50 participants. This year, University of Oregon, West Virginia University, Georgetown University and American University will each host panels.

It is our expectation that these events will bring hundreds of new thought leaders and storytellers into the growing community of movement builders and connect them to UF’s leaders and scholars.

3. *Identifying, Building and Sharing Scholarship*

While public interest communications has been practiced by those working on behalf of causes as early as the 1700s, there has been little explicit scholarship that is critical to establishing the professional field as an academic discipline. Those practitioners who recognize the value of bringing academic research into their strategies often rely on studies from disciplines like psychology, political science, sociology and anthropology or, more frequently, primary research of their own like focus groups or surveys.

It is also true that too often, public interest communications efforts are not rooted in what academic research has already revealed about how people form decisions and respond to solutions. For the first time, doctoral students are scanning newly published social science research and abstracting relevant scholarship for people in this field. Today, more than 100 articles from the disciplines of anthropology, sociology, moral and cognitive psychology and political science have been abstracted and posted online and provide insight to how to create effective messages, how to sway people on climate change and how to move people to action.

To inspire more scholarship in this area, and with support from the Dean of the College of Journalism and Communications, we have established the first-ever journal to inspire and share more field-defining research. We have also established a research prize in public interest communications. This prize celebrates peer-reviewed research that informs the growing discipline of public interest communications. The prize is in its fifth year, and has attracted sponsorship support from the Joy McCann Foundation as part of their strategy to bring
science and practice together.

The College awards three prizes for research that either:

- contributes to the understanding of the field as a unique discipline
- offers insight that can improve the effectiveness of public interest communications practice
- details a specific public interest communications campaign, including analysis of the reasons for its success or failure
- explores evaluative measures
- documents specific ways in which public interest communications differs from similar disciplines or
- provides insight on how to communicate effectively.

Since 2014, we have awarded eight semi-final prizes of $1500 each and four finalists $10,000 each. Our winners continue to focus their research on social issues and have stayed engaged with the University of Florida through research and writing partnerships. The applicants are of increasing prominence and this year include MacArthur Fellow Betsy Levy Paluck.

4. Training and Strategic Support

Since 2014, we have provided strategic communications training to hundreds of scientists at IFAS, the National Institute for Food and Agriculture, the Florida Museum of Natural History and throughout campus. We also provide training to Florida non-profits and to leaders across the UF campus. To date, these trainings have grossed nearly $400,000 in payments to the college. We also provide strategic support to organizations working in the public interest, including the United Nations High Commissioner on Refugees, the Department of State and the Department of Defense.

E. Reporting Structure

The field of public interest communications falls within the realm of public relations; therefore, the Center will be housed within the College of Journalism and Communications, and the center's director will report to the Public Relations Department chair.

The Center seeks to collaborate with faculty in the four departments of the College as well as with other units and colleges at the University of Florida as well as other universities.

We have significant support across campus: the senior vice president of IFAS has demonstrated interest and commitment to the center's mission by enrolling their top-level administrators participate in a workshop for strategic communication for scientists. Staff who would be involved in the center are in discussion with University Relations about developing a strategic communications program and developing a community of practice for communicators across campus. We are working with communicators at UF Heath to provide professional development, and administrators across campus participate in the strategic communications academy.
We regularly provide training and support to faculty and administrators throughout the university and for academic, non-profit and government institutions.
F. Administrative Structure

1. Director

The Center will remain under the direction of the Frank Karel Chair in Public Interest Communications, a position now held by Ann Christiano. The Karel Chair is held for up to two five-year terms by a professional coming directly from the field. When the chair’s term ends in Spring 2020, the incoming chair will take over direction of the center in Fall 2020.

2. Program Director

Ellen Nodine provides support for organizing the frank gathering, frank scholar, Changeville, and trainings. She writes grants, manages the Karel fund and expenses and is part of the training team. Her salary is supported through training and other revenue.

3. Journal Manager

Kelly Chernin, PhD, manages the Journal for Public Interest Communication. Her position is provided through the Dean and through revenue-driving activities including the frank gathering and trainings. Kelly’s position is supported with funds from the Dean of the College of Journalism and Communications and revenue generated through training programs.

4. Research Director

Annie Neimand is the research director for the frank gathering. While her primary role is as communications director for the College of Journalism and Communications, she is also the research director for the frank gathering and receives salary support from the Karel fund to play that role. She is recognized as an expert in the emerging field of public interest communications.

5. Post-Doctoral Research Positions

As interest in rooting strategy within social science research grows among practitioners, our team has received weekly requests for research, training, curriculum and support from agencies, other academic institutions, non-profits and foundations. This interest creates an opportunity for us to establish partnerships that fund post-doctoral positions. We are unable to meet many of these requests as the requesting institutions lack the resources to fund work. However, as we have increased our credibility and visibility through publishing and speaking engagements, our contracts have also increased. As these opportunities grow, we will be able to offer post-doctoral appointments that offer opportunities for new research and work on behalf of the field. As we nail down funding, it is our plan to create two-year post-doctoral appointments for scholars to contribute to the discipline and the field as part of the center, and then bring the discipline to new institutions as they move on.
G. Space

The College of Journalism and Communications already provides space to each of the affiliated faculty and staff in the building. This space is adequate, though if contracts grow and allow us to establish post-doctoral positions, we may need to re-visit this topic.

H. Budget Plan

A detailed budget plan that shows year-by-year projections how the center will sustain itself for the next three years based on revenue is attached.

Submitted by:

Diane McFarlin, Dean of the College of Journalism and Communications (CJC)
Spiro Kiousis, Executive Associate Dean, CJC
Marcia DiStaso, Chair, Department of Public Relations, CJC
Ann Christiano, Professor and Frank Karel Chair in Public Interest Communications
Projected Space Requirements (in square feet)

<table>
<thead>
<tr>
<th>Projected Space Required by Source</th>
<th>Office</th>
<th>Laboratory</th>
<th>Conference Rooms</th>
<th>Other</th>
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<tr>
<td>From Existing Inventory</td>
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<td></td>
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<td>Rented</td>
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<tr>
<td>New Construction</td>
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</table>

* No additional space is required, as all participants are now housed in Weimer Hall.
## Center for Public Interest Communication

### Proposed Five Year Budget

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<tr>
<th>REVENUE</th>
<th>FY1</th>
<th>FY2</th>
<th>FY3</th>
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<tr>
<td>Grants &amp; Contracts</td>
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<td>$290,000</td>
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<td>Other Income</td>
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<tr>
<td>Annual Activity Income</td>
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<td>$862,000</td>
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<tr>
<td><strong>TOTAL REVENUE</strong></td>
<td>$653,000</td>
<td>$862,000</td>
<td>$1,210,000</td>
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<table>
<thead>
<tr>
<th>EXPENSES</th>
<th>FY1</th>
<th>FY2</th>
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### Notes

Staff salary expenses forecast a 2.5 percent annual merit raise.
Fringe benefits percentages are at 2017 level.
The indirect cost return for a center in a college is subtracted from that received by the college. This is because all indirect costs are now returned to the colleges, minus costs of running central programs. This form is to establish what percentage (7.5% maximum), if any, the proposed center or institute will receive in indirect cost return.

**INDIRECT COST ASSIGNMENT**

Date: 11/3/17

Institute or Center Name: Center for Public Interest Communications

College: Journalism and Communications

Indirect Cost Return: YES X % Return (max 7.5%) 7.5 % for three years, then TBD

NO ______

Dean’s Agreement:
(Use separate form for each college)

_Signature_

Dean’s signature

EDC/cl
Format and Guidelines for Institutes/Centers

Center for Regenerative Medicine

(Proposed Implementation Date)

The submission and signing of a proposal to initiate a State of Florida institute/center or the establishment of a University institute/center constitutes a commitment by the university(ies) to ensure that the institute/center's activities support the stated mission(s) and goals of the institution(s).

University of Florida
University Submitting Proposal

University of Florida (UF) Institute/Center
Type of Institute/Center

Proposed Implementation Date

51
Associated Discipline (2-digit CIP)

Proposed Institute/Center Director

W. Kent Fuchs, PhD
President

1-24-18

David S. Guzick, MD, PhD
Senior Vice President, Health Affairs

1/26/18

David Norton, PhD
Vice President for Research

1-24-18

Michael L. Good, MD
Dean, College of Medicine

2-23-18

Vice President for Finance, Administration, and Planning

Other President(s)/Administrator(s) (as appropriate)

Joseph Geyer, PhD
Provost and Senior Vice President for Academic Affairs

2-28-18
Form 2

Institute/Center Data

Directory Information

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<th>I/C Name:</th>
<th>Center for Regenerative Medicine</th>
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<td>I/C Type:</td>
<td>University</td>
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<tr>
<td>I/C Director:</td>
<td>Keith L. March, MD, PhD, FACC</td>
</tr>
<tr>
<td>Discipline(s):</td>
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</tr>
<tr>
<td>PO Box 100277</td>
<td></td>
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<tr>
<td>Gainesville, Florida 32610</td>
<td></td>
</tr>
<tr>
<td>I/C Telephone:</td>
<td>(352) 294-8620</td>
</tr>
<tr>
<td>I/C E-Mail Address:</td>
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<tr>
<td>I/C SUNCOM:</td>
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<tr>
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<tr>
<td>I/C FAX:</td>
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Mission and Areas of Focus

The University of Florida Center for Regenerative Medicine (UF CRM) will coordinate the discovery, development, and delivery cycle of regenerative solutions to intractable diseases across medical, surgical, and rehabilitation practices. It will expand and integrate cell-based regenerative medicine therapeutics into standard-of-care practices by facilitating transition from pre-clinical regenerative medicine research into clinical trials and ultimately developing a service line of novel life-changing therapies. These efforts will leverage UF’s strength in engineering, biology, and veterinary medicine to develop useful products and approaches including tissue-on-a-chip platforms, cell-based diagnostics, and cell-based therapeutics. We will create guideline-recommended practical strategies to ameliorate injury in diseases affecting multiple organs, including the heart, blood and blood vessels, muscle, lungs, brain, nerves, joints, and transplanted and traumatized tissues.

Key Terms:

- Regenerative Medicine
- Cell Therapy
- Biological Therapy
- Stem Cells
- Progenitor Cells
Form 3

<table>
<thead>
<tr>
<th>I/C Code:</th>
<th>I/C Name:</th>
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<tbody>
<tr>
<td>Prepared By:</td>
<td>Alexandria Galloway, Admin. Specialist I</td>
</tr>
<tr>
<td>Date:</td>
<td>12/19/2017</td>
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**Estimated Expenditures for the Institute/Center**

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<tr>
<th>FISCAL YEAR:</th>
<th>Budgetary Unit:*</th>
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</thead>
<tbody>
<tr>
<td>SUS Appropriated Funds</td>
<td>Contracts and Grants</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Salaries &amp; Benefits</th>
<th>Faculty, TEAMS, &amp; USPS</th>
<th>Alexandria Galloway base salary $44,720 plus fringe(35.8%)</th>
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</thead>
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<tr>
<td>Other</td>
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<td></td>
</tr>
<tr>
<td>Personal</td>
<td>Graduate Assistants</td>
<td></td>
</tr>
<tr>
<td>Services</td>
<td>Other</td>
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</tr>
</tbody>
</table>

**Expenses**

**Operating Capital Outlay**

**Total Expenditures**

<table>
<thead>
<tr>
<th>Positions and Rate</th>
<th>SUS Appropriated Funds</th>
<th>Contracts and Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>Faculty Positions  (FTE in Personyears)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>TEAMS and USPS Positions (FTE in Personyears)</td>
<td></td>
<td>1.0 FTE</td>
</tr>
<tr>
<td>Total Positions (FTE in Personyears)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| Sum of Salary Rates for These Faculty Positions | | |
| Sum of Salary Rates for These TEAMS and USPS Positions | | |
| Sum of Salary Rates for Faculty, TEAMS, and USPS Positions | | |

* Budgetary Unit: Specify E&G, IFAS, or UF
<table>
<thead>
<tr>
<th>Fees for Services</th>
<th>Private &amp; Other (Specify)</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>$60,729.76</td>
</tr>
</tbody>
</table>

### 2018

**UF-HSC**

<table>
<thead>
<tr>
<th>Fees for Services</th>
<th>Private &amp; Other (Specify)</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>1.00</td>
</tr>
</tbody>
</table>
**Mission Statement:** The University of Florida Center for Regenerative Medicine (UF CRM) will coordinate the discovery, development, and delivery cycle of regenerative solutions to intractable diseases across medical, surgical, and rehabilitation practices.

It will expand and integrate cell-based regenerative medicine therapeutics into standard-of-care practices by facilitating transition from pre-clinical regenerative medicine research into clinical trials and ultimately developing a service line of novel life-changing therapies. These efforts will leverage UF's strength in engineering, biology, and veterinary medicine to develop useful products and approaches including tissue-on-a-chip platforms, cell-based diagnostics, and cell-based therapeutics. We will create guideline-recommended practical strategies to ameliorate injury in diseases affecting multiple organs, including the heart, blood and blood vessels, muscle, lungs, brain, nerves, joints, and transplanted and traumatized tissues.

**Vision Statement:** Building on the remarkable collaborative potential of UF campus and its investigators pursuing basic, translational and clinical stem cell research, we will create a world-class program to impact the lives of patients and their families. Specifically, the Center will catalyze synergistic cross-disciplinary interactions among researchers and clinicians from the six Colleges of the University of Florida Health Science Center, the Clinical and Translational Science Institute (CTSI), the College of Engineering, and the Institute for Food and Agricultural Sciences to launch new projects, facilitate new pilot funding, and generate sustaining grant, foundation, and pharmaceutical support. It will intentionally create collaborations with industry and with other preeminent regenerative medicine programs and enable investigators to amplify extramural funding for both pre-clinical and clinical research. These concerted efforts will benefit the state of Florida and the region by fostering biotechnology as well as clinical activities that will provide a destination for patients to access newly discovered therapies. This Center will also foster world-class training for specialists in this newly developing field and will attract both faculty and trainee candidates.

**Organizational Philosophy:** The University of Florida Center for Regenerative Medicine will emphasize a broadly collaborative spirit across discipline and specialty lines by fostering work without silos. Powered by advances in fundamental laboratory and clinical sciences, it will identify and respond to unmet patient needs across clinical specialties that are strategically aligned where possible with patient services prioritized by UF Health clinical leaders. The emphasis on regenerative medicine as a key institutional priority for UF Health sets the stage for knowledge translation into leading-edge individualized clinical care.
Goals

1. **Contribution to Medicine via Clinical Translation**: Build an internationally recognized, highly integrated regenerative medicine center that will be a pioneer in clinical trials of regenerative medicine and cell-based therapies, contributing significant value to society as a destination with innovative solutions to major healthcare problems.

2. **Maximize Collaboration**: Foster robust and productive internal and external research collaborations among basic investigators and clinicians, departments and colleges, and compatriot regenerative medicine centers so as to (i) optimize resources and grant opportunities and (ii) be best positioned to contribute to this rapidly evolving science.

3. **Promote External Connection**: Promote external collaborations among commercial and community partners, government funding and regulatory entities, and healthcare systems that enable sustainable basic science, translational and clinical research.

4. **Community Education**: Develop distance educational programs aimed at the non-medical community of the region, leveraging the world-class UF School of Journalism and Communications to foster public awareness of this initiative. This in turn will foster robust donor support of the Center’s efforts.

Additional Objectives and Tactics

1. Obtain significant visibility in the Southeast and nationally as a key component of the University of Florida Health Science Center;

2. Contribute to positioning the University of Florida as a destination for healthcare delivery of the cellular and regenerative therapies that are likely to be FDA-approved soon.

3. Attract, recruit and retain outstanding researchers, particularly through the Pre-eminence Initiative.

4. Garner adequate external support to implement phase I/II clinical trial protocols.

5. Generate significant revenue from research grants individually and collectively for innovative laboratory investigation

6. Work closely with the specifically-designated development officer to nurture philanthropic support.

7. Establish mentoring relationships, provide training for next generation scientists and clinicians, and sponsor educational opportunities for interested stakeholders, in collaboration with the CTSI.

8. Disseminate knowledge through multiple presentations and manuscripts, as well as by hosting a national symposium with CME credit on this topic on a yearly basis. We anticipate working closely with the world-class UF School of Journalism and Communications to foster public awareness of this initiative in parallel with scientific exchanges.
Collaborative Networking and Development of Novel Clinical Trials

Our Center will be uniquely focused on building cross-disciplinary teams capable of moving developing therapies along this broad continuum from bench to bedside. We believe teams of fundamental scientists, translational clinician-scientists, and patient-facing clinicians under the CRM umbrella will advance therapies across this development pipeline at an accelerated pace. As complementary outcomes of these collaborative teams, we anticipate advances in cell-based diagnostic and screening platforms, bionic combination therapies, and engineered tissues.

To establish our position as a national leader in this field, the center will work to develop our translational model while also focusing our interests on selected areas of greatest expertise. Key investigators are being identified from several of the Colleges of the University of Florida Health Science Center, the CTSI, the Cancer Center, and the College of Engineering to work together as an initial group from which we will continue to assemble the broad collaborative network for the center. There are a large number of investigators already involved in translational cell therapy across the UF campus. The CTSI is currently active in cell and gene therapies, and many of the cell therapies currently before the FDA are for cancer (e.g. CAR-T cells). Thus, collaborations with the CTSI and the Cancer Center are crucial. A unique strength can also be derived from the synergy of the strong UF College of Veterinary Medicine, in close proximity to the College of Medicine and the CTSI. The collaboration among veterinary and human medical scientists exploring regenerative medicine solutions for closely analogous “real-world” diseases occurring in both animals and humans is anticipated to aid in acceleration of advances of these therapies into the clinic.

Since our overarching goal is delivery of regenerative solutions to intractable diseases, we will organize our members by disease target across disciplinary lines. Key target groups are shown below with associated direct NIH funding summarized in italics for each group, derived from the most recent fiscal year; this does not include VA, DOD, NSF, or other foundation and philanthropic or licensing funding (thus underestimates the overall activity of these groups); it provides a conservative basis for estimations of inputs into future center operations based on the indirect cost center assignments. Identification of partnering colleagues is continuing on an active basis.

**Cancer**
Chris Cogle (Medicine, Hem-Onc)
Duane Mitchell (Neurosurgery, Center for Brain Tumor Therapy)
Ed Scott (Genetics, Hematopoietic Stem Cells)
John Wingard (Medicine, Bone Marrow Transplant)

$1,222,542

**Cardiovascular**
Chris Batcher (Materials Science and Engineering)
Scott Berceli (Surgery)
Barry Byrne (Pediatrics, Cardiology)
Amara Estrada (Veterinary Medicine)
Eileen Handberg (Medicine)
Peter McFetridge (Biomedical Eng)
Carl Pepine (Medicine)
Chelsey Simmons (Mechanical and Aerospace Engineering)
Mark Staples (Cardiovascular Surgery)
Lee Murfee (Biomedical Engineering)
Christine Lin (Medicine, Pulmonary)
Gib Upchurch (Surgery)

$2,893,451

**Pulmonary**
Borna Mehrad (Pulmonary Medicine)
Tiago Machuca (Lung Transplant)
Mark Brantly (Pulmonary Medicine)
Andres Pelaez (Pulmonary Medicine)
Mohan Raizada (Physiology)

$1,499,399

**Gastrointestinal and Digestive**
Mark Atkinson (Pathology, Diabetes Institute)*
Roniel Cabrera (GI Medicine)
Michael Clare-Salzler (Pathology)
Clayton Mathews (Pathology, Diabetes Institute)
Edward Phelps (Biomedical Engineering)
Desmond Schatz (Pediatrics, Diabetes Institute)
Cherie Stabler (Biomedical Engineering)

$12,044,828

**Inflammatory and Immune**
Dorina Avram (Medicine, Pulmonary)
Roland Herzog (Pediatrics, Cellular and Molecular Therapy)
Gregory Hudalla (Biomedical Engineering)
Benjamin Keselovsky (Biomedical Engineering)
Mark Segal (Medicine)
Mark Wallet (Pathology)

$3,864,421

**Musculoskeletal**
Kyle Allen (Biomedical Engineering)
Steven Ghivizzani (Orthopedics and Rehabilitation; Gene Therapy Lab)
Parker Gibbs (Orthopedic Surgery)
Jennifer Hagen (Orthopedic Surgery)
Kevin McHugh (Peridontology, Oral Biology)
Blanka Sharma (Biomedical Engineering)
Glenn Walter (Physiology and Functional Genomics)
Stephanie Wohlgemuth (Animal Science)
$738,300

Neurological
Sylvain Dore (Anesthesia, Neurology)
Duane Mitchell (Neurosurgery)
Michael Okun (Neurology, Movement Disorders)
Brandi Ormerod (Biomedical Engineering)
Christine Schmidt (Biomedical Engineering, Chair)

$2,280,462

Plastic and Reconstructive Surgery
Adam Katz (Surgery)

Delivery, Diagnostic, Infrastructural, and Screening Technologies
Josephine Allen (Materials Science and Engineering)
Thomas Angelini (Mechanical and Aerospace Engineering)
Malcolm Maden (Biology)
David Nelson (Director, CTSI)*
Carlos Rinaldi (Biomedical and Chemical Engineering)
Naohiro Terada (Pathology, Immunology, and Laboratory Medicine; Center for Cellular Reprogramming)

$977,747

The total direct NIH funding for all groups above then amounts to: $25,521,150.
*Denotes individuals who are anticipated to be active center members but from whom we are not expecting significant indirect cost contribution, since they may be committed to contribute primarily to the centers for which they are directly responsible.

As indicated, several of these colleagues have ongoing or emerging cell-based research or clinical trial programs that can integrate immediately with CRM:

1. Cardiovascular: Drs. Pepine and Handberg lead multiple industry-sponsored trials, including a Phase II trial addressing NSTEMI (Athersys), a Phase III trial for heart failure (DREAM), and two trials currently underway for heart failure due to ischemic heart disease and chemotherapy (anthracycline)-induced cardiomyopathy, respectively. The latter trials are sponsored through the NIH Cardiovascular Cell Therapy Research Network (CCTRN), of whom Dr. March is also a member. Drs. March and Pepine have also most recently worked together in writing a new proposal addressing patients with such advanced heart failure that are poor candidates for any current surgical therapy.
2. **Inflammatory and Immune:** Dr. Segal is developing a proposal directed at the reduction of inflammation and subsequent cardiac events in patients with advanced renal impairment, particularly those on dialysis therapy.

In pulmonary-focused application, we will work on safety and feasibility studies for the treatment of specific lung diseases with an IV infusion of adipose-derived stem cells. Our target selections are COPD, including those with a1-antitrypsin deficiency; and interstitial lung disease (ILD). The March laboratory has published and recently conducted pre-clinical studies directed to obtaining FDA approval to proceed with an initial randomized trial in COPD; while the Raizada laboratory has published pre-clinical studies that support the therapeutic utility of ASC for ILD as well as pulmonary hypertension.

3. **Musculoskeletal:** Dr. Hagen has recently begun collaborating with Dr. March and his colleagues in designing a novel cell-based trial involving the treatment of traumatic ankle fractures (pilon fractures) through a project that will be proposed to the Department of Defense via their Peer-Reviewed Medical Research Program (PRMRP), which has a specific request for applications in the area of post-traumatic arthritis.

We are also building trials to evaluate the use of the Tissue Genesis Incellator Cell Isolation System for autologous adipose stromal vascular fraction cells as a treatment for knee osteoarthritis. Building on the prior FDA approval of the protocol testing use of these cells to avoid amputation, we are positioned well to move into other experimental therapies using adipose-derived stem cells for other diseases. Dr. March has recently obtained FDA approval to proceed with an initial randomized trial in chronic osteoarthritis.

4. **Neurological:** A series of studies developed over the past decade has set the stage for clinical trials of the secretome of adipose-derived mesenchymal stem cells to address both acute and progressive neurological injury. Most particularly, specific data has been developed and published supporting stroke and ALS targets. Funding for clinical trials in these areas is being developed via a biotechnology entity, Theratome Bio, Inc. This company will provide potential opportunities for SBIR/STTR NIH funding of pre-clinical as well as clinical efforts at the new Center. The TBI programs will mesh with multiple existing UF programs, including those involving Sports Medicine, Pediatrics, Epidemiology (Public Health).

5. **Plastic and Reconstructive Surgery:** Drs. Katz is currently conducting trials related to reconstructive and reparative plastic surgery, sponsored by DOD as well as corporate sponsorship. He will work closely with Dr. March on several new and planned trials involving the use of adipose-derived stem cells, including an ongoing DOD-funded Phase I trial addressing peripheral vascular disease as well as an FDA-approved new trial addressing erectile dysfunction. Drs. Berceli and March also have anticipated planning a trial relating to critical limb ischemia and adipose-derived stem cell therapy.

6. **Transplantation:** Drs. Machuca, March, Pelaez, Pepine, Rinaldi, Staples, and Traktuev are creating a program employing the therapeutic factors secreted by adipose stem cells to optimize the function and preservation of solid organs during the period of ischemia occurring between explant and transplant. This team is addressing both heart and lung
transplantation and exploratory dialogue with the FDA has indicated that treatment of donor organs will provide an important new approach to accelerating the testing and utilization of regenerative medicine approaches. This team anticipates building on active VA and AHA funding to develop an NIH-sponsored program in this area. It also is exploring cell-based technologies to salvage organs separated by trauma rather than surgical intention.

We will work to define our initial thrust areas among those listed by harnessing groups of members with expertise along the development pipeline. These groups will work to identify cell therapy protocols and proposals of highest interest. It should be noted that many of the opportunities in regenerative medicine and cell-based therapy clinical trials are still at relatively early stages of development focused on demonstration of feasibility and safety while some are in the later stages of clinical trial validation. Our growing Center will accelerate discovery, development, and delivery of novel therapies along this pipeline.

**CRM Organizational Structure, Collaborations and Partnerships**

**Administrative structure:** Strategic input as well as ongoing assistance, leveraging key collaborative contacts will be derived from complementary sources, which are engaged stakeholders in the field as well as the initiative. Many of these individuals have already contributed ideas and feedback to concepts outlined in this document. An External Advisory Group will be comprised of three Boards: a Scientific Advisory Board, a Corporate Advisory Board, and a Philanthropic Advisory Board. An Internal Advisory Board will also be constituted. Many of the individuals listed below have agreed to serve in one of these roles.

**Internal Advisory Board:**
The Internal Advisory Board will complement the External Advisory Boards and will be comprised of the Director of CRM, the Chair of the Department of Medicine, the Chair of the Department of Surgery, the Director of the CTSI, and the Chair of the Biomedical Engineering Department. This group will meet quarterly to provide feedback and consultation to the Director, regarding progress, future direction, development needs, and strategic planning.

**External Scientific Advisory Board:** A Scientific Advisory Board will provide strategic input for scientific aspects of CRM on an annual basis.

- Tony Atala – Director, Wake Forest Institute for Regenerative Medicine, Wake Forest, NC
- Arnold Caplan – Director, Skeletal Research Center, Case Western University, Cleveland, OH
- William Chilian – Chair of Physiology, Northeastern Ohio College of Medicine, Rootstown, OH
- Farsh Guilak – Director, Regenerative Medicine Center, Washington University School of Medicine
- Robert Hromas- Dean, UT San Antonio Medical School
- Randall Mills- CEO, Be The Match
- Marc Penn – Chief of Cardiovascular Research, Summa Health System, Akron, OH
Darwin Prockop – Director, Institute for Regenerative Medicine, Texas A&M Health Science Center College of Medicine, Austin, TX
Peter Rubin – Director, Adipose Stem Cell Center, University of Pittsburgh, Pittsburgh, PA
Robert Sackstein, Professor, Harvard Medical School; Director, Program of Excellence in Glycosciences
Rick Snyder - Brammer Bio
Andre Terzic – Director, Mayo Center for Regenerative Medicine, Rochester, MN
Akihiro Umezawa – Vice President, National Research Institute for Child Health and Development, Tokyo, Japan

Corporate Advisory Board: The Corporate Advisory board consists of representatives from local as well as national and international stakeholders and current as well as potential future industry partners, who have been strategically selected based on their knowledge of diagnostic and therapeutic commercialization and aligned interests in regenerative medicine:
William Cimino- GID Group, Louisville, CO
Michael Coleman –Theratome Bio, Indianapolis, IN
Bob Deans – BlueRock Therapeutics, Cambridge, MA
Joel Higgins- Zimmer-Biomet, Warsaw, IN
Sotirios Karathanasis- Medimmune, Boston, MA
Michael May – Director, Center for the Commercialization of Regenerative Medicine, Toronto, ON
Jim O’Connell – UF TTO, Gainesville, FL
Chris Olsen- Frost and Sullivan – San Francisco, CA

Philanthropic Advisory Board:
Paula Grisanti – Director, National Stem Cell Foundation
Ross Mason- Founder, Healthcare Institute for Neuro-Recovery and Innovation (HINRI)
Neil Riordan – Board Member, Cell Therapy Foundation
Selected individuals from Corporate and Scientific Advisory Boards
Individuals from the Gainesville as well as Jacksonville and Tampa regions, to be identified.
Appointed UF Foundation Officer

Individuals will be selected for additional partnerships and advisory roles for UFCRM to combine strengths and eliminate deficiencies. These boards will evolve around technological expertise, commercialization, regulatory and/or clinical trial expertise, and financing.

Sustainability
The CRM administrator, annual retreat, annual national scientific meeting, and Director's salary and laboratory start-up will be initially funded by Gatorade for 5 years. After that, Center funding will be generated from: 1) IDC return, 2) programmatic federal grants, especially the NIH SBIR/STTR program, the DoD and VA, 3) clinical trial residuals, 4) technology licensing and corporate research partnerships, and 5) philanthropy. The ability of the CRM to recoup an important portion of the indirect costs from federal funding of
investigators engaged with the Center will provide an important element of sustainability. In addition, the Center will actively pursue a robust donor base to strengthen both programmatic growth and stability. Corporate sponsors of clinical trials will also support the Center. Ultimately, CRM technology licensing royalties will be a sustaining revenue stream.

Health Care Cost Savings
For a wide range of diseases, stem and progenitor-cell-based therapeutics show important potential to eliminate or delay the need for costly therapies such as surgery and long-term medications. This recognition has provided the impetus for significant activity motivated to obtain FDA approvals and to move toward patient care by commercialization of therapeutic approaches in the medical field. Key facts about the scope of this activity are provided in the below series of figures, provided by Chris Olsen, VP, Frost and Sullivan.

![Diagram of Companies by Therapeutic Approach, Global, 2015](image)

Although regenerative medicine is in an early stage of development, there are a significant number of cell therapy (CT) and tissue engineered (TE) products already commercially available.

- **Rapidly expanding market**: Worth $16.4B in 2013, Forecasted to be $67.5B in 2020, CAGR of 23.2%
- **Over 700 regenerative medicine companies globally**: 80+ Public RM Companies, 360+ Private RM Companies
- **Revenue rapidly growing**: Over 500 products available on the market, $130M in 2001, $4.7 B+ in 2014

*Source: Frost & Sullivan, 2015*
Cell Therapy—Competitive Landscape of Products in Development by Therapy, Global 2015

Oncology
- Procure (Life Research Technologies)
- AloStem (Immunovative Therapeutics)
- CST-101 (Novastem)
- DC-08K (Shenzer Healthcare)
- CART-19 (Novartis)
- ProEndo (EndoGenix)
- Oncostem (Ontogen)
- Immucell (TC Biopharm)
- CLT-008 (Cellular Therapeutics)
- Targos (Geron Corporation)
- Apligraf (Prelude Biotech)
- Lymprex (Accenta)
- StemEx (Gameris)
- HLA-A1, HLA-DP4 (Kite Pharma)
- MAGE-A3 T cells (Adapimmune)
- DC-08K (Novartis)
- DC-08K (Baylor Biohealthcare)
- MSC-50 (Novartis)
- SCA-116 (Fortress Biosciences)
- AODS (Stemgen)

Cardiovascular
- Phase II
- Phase III
- Pre-registration
- PLX-PAD (Pluristem)
- Refecell-CLI (Kasliak)
- C-Cure (Celtix)
- CD34+ stem cells (Baxter)
- EC-SCS-5 (Cytaplasms)
- HP-202/247 (Stem and Nephron Biotherapeutics)
- MPC-150/IC (Mesoblast)
- CDR124 (Medistem)
- HeartCell (Cell Therapy)
- MyoCell (Bioheart)
- Adipocal (Bioheart)
- Prochymal (Otsuka Therapeutics)
- ICX-PHY (Integra)
- Striatan (Bristilech)

Skin/Non-healing Wounds
- Note: Does not include preclinical stages. No vaccines included; Does not include Gene Therapy
- Genetically modified stem cell Therapy

Orthopaedics
- MSC-CSE (Mesoblast)
- HLCNS-SC (Stemcells, Inc.)
- nUASC (Beike Biotech)
- SB-23 (SanBao)
- Haemphysio (Living Cell Technologies)
- Neuralynx (Neuralys)
- NovoCart (Neuronaxis)
- VeCap (VeCap)
- NCS-50 (Novartis)
- SCA-116 (Fortress Biosciences)
- AODS (Stemgen)
- MSC-50 (Novartis)
- (mESC)-derived iPSC Therapy (Dy-AMD) (Advanced Cell Technology)
- NT-001 (Neub制品)

Neurology
- Phase II
- Phase III
- Pre-registered
- HuCNS-SC (Stemcells, Inc.)
- nUASC (Beike Biotech)
- SB-23 (SanBao)
- Neurilux (Neuralys)
- VeCap (VeCap)
- NCS-50 (Novartis)
- SCA-116 (Fortress Biosciences)
- AODS (Stemgen)
- MSC-50 (Novartis)
- (mESC)-derived iPSC Therapy (Dy-AMD) (Advanced Cell Technology)
- NT-001 (Neub制品)

Autoimmune/Inflammation
- Autoimmune/Inflammation

Ophthalmology
- Source: Frost & Sullivan

Note: Does not include preclinical stages. No vaccines included; Does not include Gene Therapy

Source: Frost & Sullivan
As the health care environment moves from the traditional fee-for-service environment to population health management, the opportunity to cure a disease or significantly slow its progress is best for the patient, and can also minimize health care expenses during the life of a patient. Stem cell therapy opportunities are numerous, as the span across disease platforms is broad.

Future Reimbursement
Since these are investigational approaches, future reimbursement and coverage by third party or governmental payers is unknown at this time. A complete financial analysis will be conducted for each disease target, including reimbursement, medical use criteria, volume projections, and contribution margin, before implementation.

Delivering the Triple Aim of Improved Quality, Financial Performance and Increased Health Regenerative medicine treatments are anticipated to be relatively lower cost than alternative therapies, and are expected to generate relatively longer lasting effects. Accordingly, these therapies can contribute to high-value, high-quality care by facilitating strategies to simultaneously reduce cost while improving patient outcomes and health. It is thought that cell-based therapies can ultimately replace high-cost, invasive procedures.

Reputation and the Halo Effect for Referrals
While not financially quantifiable, innovative clinical programs benefit from the halo effect created by being a leader in research and innovation. This can lead to increased referrals in diseases not related to the original clinical programs. For example, the University of Oregon Health Science Center led the clinical development of the first kinase inhibitor for cancer, imatinib, and that success led to almost a doubling of NIH funding, a massive expansion in philanthropy, and a large expansion in the clinical volumes of the entire health system, and not just in oncology. Becoming a pre-eminent leader in regenerative medicine will build on the great successes already achieved over the years by UF Health physicians and partner hospital systems. Focusing on innovation and development of stem cell therapies to treat diseases that are currently incurable will dramatically impact our patients, while generating referral volumes and downstream revenues for UF Health physicians and hospitals locally, regionally and from across the country.

Metrics for Success
1. At least one new clinical cell-based therapy trial during first 3 years of operation
2. P01 / U01 type program active in the area of regenerative medicine
3. T32 training grant focused on translational regenerative medicine
4. UF-organized International conference focused on regenerative medicine
5. Leadership role in the currently nascent Florida Institute of Regenerative Medicine (FIRM)

These metrics are linked to color-highlighted areas of key activity, progressive outcomes, and impact goals, as outlined in the attached Logic Diagram.
Addendum:

IDC return analysis
Nearly all investigators approached thus far on the topic have agreed to contribute a share of their indirect cost recovery to the Center for Regenerative Medicine; this election will formally be made in the late Summer of 2018. With a very conservative estimate that 30% of the noted investigators ultimately commit to contribute these funds, and of those an average of ½ of the available funds are forwarded to this Center (since options for each investigator include all, 1/2, or 1/3 of the total), then the indirect-related support derived from the year 2018 would be:

IDC-derived support = $25,521,150*indirect cost rate*0.075*0.15 = ~$155,000.
We anticipate this to grow over time as further investigators become involved and as new funds are gained from the work conducted by the disease target groups working together.
Projected Space Requirements (in square feet)

<table>
<thead>
<tr>
<th>Projected Space Required by Source</th>
<th>Office</th>
<th>Laboratory</th>
<th>Conference Rooms</th>
<th>Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>From Existing Inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Rented</td>
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<td></td>
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<tr>
<td>New Construction</td>
<td></td>
<td></td>
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<tr>
<td>Inputs</td>
<td>Activities (Ongoing)</td>
<td>Short-Term Outputs (1-4 years)</td>
<td>Long-Term Outcomes (4-7 years)</td>
<td>Impact Goals</td>
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<tr>
<td>--------------------------------</td>
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<tr>
<td>Life/Regenerative Medicine Stakeholders</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>University of Florida</td>
<td>- UF Health Science Colleges: Medicine, Veterinary, Nursing, Dentistry, Pharmacy - UF Health Hospital - UF Technology Transfer Florida Patients / Community (particularly North Florida) - Collaborating Health Centers and Physicians in North Florida - Florida Animal Owners and their animals - Students and Trainees (Evolving) Florida Institute of Regenerative Medicine - Florida Legislature - Advisory Boards to UCRM - Regenerative Medicine-oriented Industry: Biologists, Tissue, and Devices - FDA</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Motivating Conditions: Medical Needs</td>
<td>- There are a large number of unmet medical needs distributed across multiple specialty areas that will benefit from development of pragmatic Regenerative Medicine approaches</td>
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<tr>
<td>Motivating Conditions: Other Centers</td>
<td>- Few Regenerative Medicine Centers have established track records in clinical translation across multiple specialties - Few if any other Regenerative Medicine centers are located next to strong veterinary programs with interests in regenerative veterinary medicine</td>
<td></td>
<td></td>
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<tr>
<td>Motivating Conditions: States</td>
<td>- Fifteen states have legislative mandates with budgetary commitment to Regenerative Medicine; Florida has not yet committed but should not be left behind - Florida is the third most populous state and has the greatest proportion as well as absolute numbers of aged population with associated degenerative diseases</td>
<td></td>
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</table>

**Internal Team and Target Identification**
- Comprehensive identification of Scientists and Clinician Scientists actively engaged as well as actively interested in Regenerative Medicine
- Prioritization of CRM clinical trials based on feasibility and breadth of unmet medical needs addressed
- Identification, invitation and boarding of Internal leaders motivated to be champions and advisors to the UF CRM

**Internal Team Development**
- Organization of scientists engaged in Regenerative Medicine into cohesive groups with complementary disease/wellness targets, to allow for project development as well as pursuit of a UF CRM TD2, in concert with other Centers of Regenerative Medicine
- Preparation for UF retreat for a broad group of scientists as well as administrators/leaders/local stakeholders with interest in advancing the UF CRM

**Regulatory Approval Activity**
- Pursuit of FDA approvals for selected clinical trial efforts

**External Marketing, Development of Support**
- Development of a web presence and marketing materials and strategy to help advance awareness of UF activities in CRM
- Identification and cultivation of individuals as well as corporate/foundation donors with capability and interest to support UF CRM activities
- Pursuit of multiple funding approaches to selected clinical trial efforts

**External Team-building**
- Invitation of External strategic advisors to the UF CRM
- Recruitment to UF of complementary faculty interested in Regenerative Medicine and clinical translation, within the Division of Cardiovascular Disease and across the UF campus

**External Education and Identity Building via Conference**
- Preparation for the first UF-hosted International Conference in Regenerative Medicine, shaped by the unique focus on a "One Health" approach intentionally synergizing efforts to address unmet medical needs of both Human and Veterinary Patients

**State-level Engagement**
- Engagement with institutions and other stakeholders of the emerging Florida Institute of Regenerative Medicine.

**Interdisciplinary Teams Collaborating**
- We will have well-defined teams of investigators, assembled by shared interests and complementary expertise in specific systems or topics of health or disease. Each team will be working to address a target medical need
- Teams we anticipate will focus on: 1) processes of aging and degeneration; 2) cardiovascular disease; 3) Inflammatory Bowel Disease; 4) Chronic pain; 5) Trauma and transplant (organ and system survival during decavascularization and inflammation).

**Useful Intellectual Property Outlicensed**
- Two or more of our focus teams will have developed and outlicensed new intellectual property which will enable others and will set the stage for new funding streams for the Center and UF, based on licensing.

**Solutions for Medical Needs Identified**
- Three or more of the clinical trials initiated or enabled by investigators of the UF Center for Regenerative Medicine will be emerging into affordable clinical care in the community, and will be recognized as UF contributions.

**Private-Public Partnerships Operating**
- We will have relationships providing technological and therapeutic modality-based "hubs." These will include companies providing: 1) devices for autologous adipose stem cell-based approaches; 2) access to clinical grade cells for all living cells; 3) access to clinical grade mesenchymal stromal cell for off-the-shelf products; 4) GMP manufacturing when required

**External Funding and Patient Attraction Providing Clinical Trial Momentum**
- We will have established relationships with philanthropists from the region as well as the national level, leading to input of transformative gifts. We will establish a pipeline of funding from the State of Florida.
- We will have actively recruiting clinical trials testing cell-based therapies in each focus area.

**Interdisciplinary Regenerative Medicine Training**
- We will have a new TD2 focused on training a cadre of clinician scientists for the field of Translational Regenerative Medicine, including participants from the Medical as well as Veterinary and Pharmacology Colleges. This TD2 will complement the recent TD2

**State-level Leadership and Ongoing Funding**
- We will have well-established and collegial relationships with both public and private state institutions interested in Regenerative Medicine.
- We will play an important leadership role in the IRN, and will have catalyzed state fundline of this work.

**Contextual Factors**
- Regenerative Medicine will increasingly emphasize teams of health professionals. UF has all six health science colleges on one campus, including a well-developed College of Veterinary Medicine. UF-HSC has multiple investigators interested in or actively pursuing a variety of well and well-based therapy programs. There are enthusiastic scientists with complementary interests in the College of Engineering as well as IFAS. The State of Florida has multiple stakeholders related to regenerative medicine, and there is a recently emerging initiative for a "Florida Institute for Regenerative Medicine."

**UF CRM Conference Value Well Recognized**
- The yearly meeting organized in Orlando by the UF Center for Regenerative Medicine will be recognized (as a "brand") at the national level as unique and valuable for attendees.

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- The yearly meeting organized in Orlando by the UF Center for Regenerative Medicine will be recognized (as a "brand") at the national level as unique and valuable for attendees.

**UF Center for Regenerative Medicine will be recognized as a state and national leader in Regenerative Medicine, with respect to emerging therapies as well as training of scientists and support staff to administer the therapies.**

**Solutions for Medical Needs Identified**
- UF Center for Regenerative Medicine will be recognized as a state and national leader in Regenerative Medicine, with respect to emerging therapies as well as training of scientists and support staff to administer the therapies.

**Contribution to Medicine**
- UF CRM is known regionally and nationally for its breadth of clinical trials for both animal and human patients, and is a destination for leading therapies

**Contribution to Healthcare Economics**
- UF CRM contributes to the UF Health system by offering therapies that restrain the cost of care while improving outcomes, and by attracting new patients aware of the unique abilities of UF in Regenerative Medicine

**Contribution to Training**
- UF CRM is a destination for trainees in Medicine as well as the Allied Health Specialties, Engineering, and Veterinary Medicine, who wish to join the workforce with expertise in Regenerative Medicine

**Contribution to Jobs and Workforce**
- UF CRM trainees from the graduate school, post-doctoral programming, and faculty levels enter a range of careers advancing regenerative medicine as a cadre of UF alumni

**Contribution to Reputation**
- UF CRM is recognized as a Pre-eminent Academic Center in the State of Florida

**Needs / Forgets and Responsive Internal Teams**
- Business development, Communication, Collaboration, and Enabling External Funding
- Regulatory, Infrastructure Partnerships and Commercialization Activities
- Training of Translational Scientists for Workforce
- Facilitation of the UF via Educational Conference
- Reputation and Leadership Role in Florida

371/642
Form la
Indirect Cost Return for Proposed Center

For UF Internal Use Only

The indirect cost return for a center in a college is subtracted from that received by the college. This is because all indirect costs are now returned to the colleges, minus costs of running central programs. This form is to establish what percentage (7.5% maximum), if any, the proposed center or institute will receive in indirect cost return.

INDIRECT COST ASSIGNMENT

Date: 12/19/2017

Institute or Center Name: Center for Regenerative Medicine

College: Medicine

Indirect Cost Return: YES X % Return (max 7.5%) 7.5 %

NO_____

Dean’s Agreement:
(Use separate form for each college)

[Signature]

Dean’s signature

EDC/cd
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost's Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Kelley A. Bergstrom Center for Real Estate Studies (10.1410)

Proposed New Center/Institute Name:
Kelley A. Bergstrom Real Estate Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update. Received donor approval.

______________________________
Director

______________________________
Date

______________________________
Dean

______________________________
Date

______________________________
Vice President (as appropriate)

______________________________
Date

______________________________
Provost

Approved

Disapproved

______________________________
Provost

For Provost’s Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18

373/642
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost's Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Elizabeth B. and William F. Poe, Sr. Center for Business Ethics Education and Research (10.0550)

Proposed New Center/Institute Name:
Elizabeth B. & William F. Poe, Sr. Business Ethics Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update. Received donor approval.

Director

Date 17 JAN 18

Dean

Date 1/7/18

Vice President (as appropriate)

Date 2/7/18

Same as above

Provost

Date

Approved

Disapproved

For Provost's Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
International Center for Research in Accounting and Auditing (10.0510)

Proposed New Center/Institute Name:
International Accounting & Auditing Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update.

Director
[Signature] 1/17/18
Date

Dean
[Signature] 1/17/18
Date

Vice President (as appropriate)
[Signature] 2/17/18
Date

Provost
[Signature] Same as above
Date

Approved

Disapproved

For Provost’s Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/17/18
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Center for Supply Chain Management (10.2310)

Proposed New Center/Institute Name:
Supply Chain Management Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update.

January 17 2018

Director

Date

Dean

2/17/18

Date

Vice President (as appropriate)

Same as above

Date

Provost

Approved

Disapproved

Date

For Provost’s Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Center for Management Communication (10.2240)

Proposed New Center/Institute Name:
Management Communication Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update.

[Signatures and dates]

For Provost’s Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
David F. Miller Center for Retailing Education and Research (10.1440)

Proposed New Center/Institute Name:
David F. Miller Retail Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update. Received donor approval.

Director
Date

Dean
Date

Vice President (as appropriate)
Date

Provost
Same as above
Date

Approved
Disapproved

For Provost’s Office Use Only

Copy to requesting Center: (date) 02-07-18

Copy to Institutional Research: (date) 02-07-18

378/642
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Center for Entrepreneurship and Innovation (10.0760)

Proposed New Center/Institute Name:
Entrepreneurship & Innovation Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update.

______________________
Director

______________________
Date

______________________
Dean

______________________
Date

______________________
Vice President (as appropriate)

______________________
Date

______________________
Provost

______________________
Approved Disapproved

______________________
Date

For Provost’s Office Use Only

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18
Request to Change the Name of a Center/Institute

Over the life of a Center or Institute the need or interest in changing the name may occur. To request such a name change, complete the information below and forward to the Provost’s Office, PO Box 113175. The name change is contingent upon approval from the Provost.

Center/Institute Original Name:
Center for International Economic and Business Studies (10.0820)

Proposed New Center/Institute Name:
International Business Center

Brief Explanation for the Name Change:
Update and simplification of center brand identity. Structure consistent with college brand update.

Date

Director

Date

Dean

2/6/18

2/7/18

2/7/18

2/6/18

Copy to requesting Center: (date) 02/07/18

Copy to Institutional Research: (date) 02/07/18
1.0 Verification of Quorum
Interim Vice President and General Counsel Amy Hass verified a quorum of the Committee on Governance, with all Trustees present except Trustees Steven M. Scott and David M. Thomas.

Members present were:
Mori Hosseini (Chair), David L. Brandon, James W. Heavener, Rahul Patel, and Anita G. Zucker. Trustees Steven M. Scott and David Thomas were unable to attend.

Others present were:
W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzick, Senior Vice President for Health Affairs and President of UF Health; Jack Payne, Senior Vice President for Agriculture and Natural Resources; Amy M. Hass, Interim Vice President and General Counsel; David Norton, Vice President for Research; Jodi Gentry, Vice President for Human Resource Services; Melissa Orth, Senior Director, Government Relations and Assistant University Secretary; Brigit Dermott, Executive Assistant; Sandy Mitchell, Legal Assistant; and other members of the Board of Trustees, the President’s Cabinet, the University community and the media.

2.0 Call to Order and Welcome
Committee Chair Mori Hosseini called the meeting to order at 3:07 p.m. EST and welcomed all Trustees and everyone in attendance at the meeting.

3.0 Review and Approval of Minutes
Committee Chair Hosseini asked for a motion to approve the minutes of the August 29, 2017, Committee meeting, which was made by Trustee Brandon, and a second, which was made by Trustee Patel. The Committee Chair asked for further discussion, after which he asked for all in favor of the motion and any opposed and the motion was approved unanimously.
The Committee addressed the following Discussion/Informational Items:

4.0 Discussion/Informational Items

4.1 UF Research Foundation Governance Update
Vice President for Research David Norton gave a presentation on the Category 1 affiliate University of Florida Research Foundation and its good governance practices. He provided information regarding how UFRF assists in the commercialization of intellectual properties, manages and collects licensing income and holds ownership in startups. He noted the UFRF has no employees and revenues are used to support the University’s research enterprise. Dr. Norton explained that operating as a DSO allows UFRF to maintain confidentiality of intellectual property, hold equity in startups and facilitate international R&D. Dr. Norton discussed the important role international research plays in enhancing UF’s stature and answered questions regarding measures in place to oversee international research efforts. Dr. Norton also confirmed that UFRF is compliant with the new governance standards, as is reflected in the bylaws.

4.2 Enhanced Governance Standards Update
Trustee Rahul Patel provided an update on implementation of the enhanced governance standards. He stated that the goal of the initiative is to ensure that the Board and administration are working together to advance the University’s strategic goals in a manner that allows the Board significant opportunities for communication and input without impeding the efficient operation of the institution. He noted that the meetings with affiliate leadership regarding implementation of the standards have gone well and the working group has received positive and constructive feedback. Trustee Patel proposed that the working group reconvene to consider the feedback received and to make any desired refinements to the standards. It was agreed that the working group will present the revised standards for approval by the Committee and the Board at the March 2018 meeting. Trustee Rosenberg thanked the members of the working group for their efforts and thoughtful approach, noting that these standards allow the Board the best opportunity for good stewardship.

4.3 HR Top 10 update
Vice President for Human Resource Services Jodi Gentry gave a presentation on Human Resource Services’ strategic commitment to enhance preeminence through people. She reviewed steps being taken to attract the best talent through branding and social media. She discussed the hiring cycle from scouting, to the applicant experience, to closing the deal. VP Gentry provided some details regarding time to fill faculty positions and the volume of hires completed annually. VP Gentry responded to questions regarding the hiring process for cabinet positions including the selection process for search firms. She confirmed that HR serves as a resource and advisor to the process but the hiring authority makes the decisions. Committee Chair Hosseini asked that VP Gentry work with Trustee Patel in reference to cabinet level searches.

Committee Chair Hosseini informed those present that the Committee would next go into Executive Session to discuss the collective bargaining action items on the agenda.

5.0 Executive Session
Executive Session was convened at 4:02 p.m. EST.
The Public Session reconvened at 4:19 p.m. EST.

Committee Chair Hosseini noted that the Committee members had an opportunity to discuss the action items in the Executive Session and would now move to address the action items.

6.0 Action Items

**GV1 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Lieutenants**
Committee Chair Hosseini asked for a motion to approve Committee Action Item GV1 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Brandon, and a second, which was made by Trustee Zucker. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

**GV2 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Officers and Sergeants**
Committee Chair Hosseini asked for a motion to approve Committee Action Item GV2 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Zucker, and a second, which was made by Trustee Brandon. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

**GV3 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Graduate Assistants United (GAU-UFF)**
Committee Chair Hosseini asked for a motion to approve Committee Action Item GV3 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Patel, and a second, which was made by Trustee Brandon. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

**GV4 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the American Federation of State, County & Municipal Employees, AFL-CIO (AFSCME)**
Committee Chair Hosseini asked for a motion to approve Committee Action Item GV4 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Zucker, and a second, which was made by Trustee Johnson. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

7.0 New Business
There was no new business to come before the Committee.

8.0 Adjourn
After asking for any further discussion and hearing none, Committee Chair Hosseini adjourned the University of Florida Committee on Governance meeting at 4:20 p.m. EST.
Minutes of Public Meeting / Conference Call of University of Florida Trustees Hosseini, Johnson, Patel

Date and Time: February 5, 2018, convened at 4:06 pm EST and concluded at 4:32 pm EST.

Place for Public Attendance: 123 Tigert Hall, University of Florida, Gainesville, Florida 32611.

Trustee Attendees: Trustees Mori Hosseini, Leonard Johnson, and Rahul Patel.

Also Attending: Interim Vice President and General Counsel Amy M. Hass, Senior Vice President and Chief Operating Officer Charlie Lane, Senior Director of Government Relations and Assistant University Secretary Melissa Orth, Executive Assistant Brigit Dermott, Legal Assistant II Sandra Mitchell, and members of the media.

Trustee Rahul Patel provided a summary of the process undertaken to develop and implement the enhanced governance standards. Consistent with recommendations from the Board, Trustee Patel and Interim Vice President and General Counsel Amy Hass have met with leadership of the DSOs and affiliates to gather feedback and recommendations. Trustee Patel noted that the guidelines accomplish the goal of providing sufficient visibility to help UF meet its goals and for the Board to execute its fiduciary responsibilities without disrupting efficient operations.

Trustee Patel provided a summary of the feedback received including the following recommendations:

1. Make tweaks to the document to make it easier to use in daily operations, and perhaps provide separate pages for each DSO and other affiliates.
2. Clarify the levels of approvals in the document and reinforce the spirit of the required notifications, in particular timing that allows for meaningful input.
3. Ensure that the University is not relinquishing its competitive advantage in particular instances.

Amy Hass noted that the document will also identify the administrative liaison for each action to ensure clear lines of communication.

Trustee Patel noted that the group will continue to gather feedback over the next few weeks and then reconvene to make any necessary technical edits to the document.
Minutes of Public Meeting / Conference Call of University of Florida Trustees Hosseini, Johnson, Patel

Date and Time: March 1, 2018, convened at 2:32 pm EST and concluded at 3:44 pm EST.

Place for Public Attendance: 123 Tigert Hall, University of Florida, Gainesville, Florida 32611.

Trustee Attendees: Trustees David Brandon, Mori Hosseini, Leonard Johnson, Rahul Patel.

Also Attending: Interim Vice President and General Counsel Amy M. Hass, Senior Vice President and Chief Operating Officer Charlie Lane, Senior Director of Government Relations and Assistant University Secretary Melissa Orth, Executive Assistant Brigit Dermott, Legal Assistant II Sandra Mitchell.

Trustee Rahul Patel provided a brief recap of the progress to-date. He reported that he and Interim Vice President and General Counsel Hass have completed meetings with the Direct Support Organizations and affiliates and have recommendations to share with the group.

First, based on feedback, Trustee Patel and Ms. Hass have revamped the standards document to make it easier to follow. The standards have been separated by entity so that each unit can easily understand the standards that apply to its particular governance.

Second, Trustee Patel led the group through a discussion of recommended changes to the standards as follows:

1. Procurement. The first two recommended changes related to procurement procedures for the University of Florida Foundation, Inc. Rather than full Board approval, it was discussed that in certain cases the Foundation can move forward after conferring with the Chair and notifying the Vice Chair. This change will ensure that the Foundation can maintain a competitive advantage in certain negotiations.

2. Hiring of Vice Presidents and Cabinet members. Changes were proposed to increase the Board’s visibility in the process for hiring at the Vice President and Cabinet level. It was agreed that Interim Vice President and General Counsel Amy Hass, Vice President for Human Resources Jodi Gentry and Chief Operating Officer Charlie Lane will draft formal procedures for VP/Cabinet hires to share with the Working Group on a future conference call.

3. Investigations. The Working Group discussed the procedures and thresholds used by the Office of Internal Audit (OIA) to initiate an investigation. It was agreed that COO Charlie Lane will send the Working Group a description of the OIA’s current practice that will include possible recommended changes that would ensure Board visibility when material and appropriate.

4. Real property. It was proposed that all real property transactions for the University and any affiliate that impact the Campus Master Plan be run through the Office of Real Estate. It was agreed that the Working Group will revisit the thresholds for real property transactions to ensure that the Board has visibility for any transactions that will impact the Master Plan. Trustee David Brandon and COO Lane will work on these revisions and will share with the Working Group. In addition, Trustee Brandon will look at the Enhanced Governance Standards that pertain to real estate and construction and propose refinements as warranted.

The Group next discussed the levels of approval prescribed by the Enhanced Standards and if it might be possible to simplify the verbiage. Following a recap of the action items, the meeting concluded at 3:44 p.m. EST.
UFRF Proposal to Create Legal Entity in Haiti

David Norton
Vice President for Research, Univ. of Florida
President and Board Chair, UF Research Foundation
Background

• The University of Florida has research activities all over the globe
  • Active sponsored projects and research protocols in 112 countries plus Antarctica
• Many involve activities limited to UF people traveling abroad to non-US research sites
• Some involve agreements with foreign institutions and organizations
In a limited number of instances, in-country direct services are needed:

- Labor (translator, driver, guide, professional)
- Facilities (office, laboratories, housing)
- Banking services (cash-based transactions, taxes, payroll)

Access to these services requires leveraging in-country status of another organization or creating UF-affiliated in-country legal status

- Option 1: Identify a reliable third-party in-country partner through which these services can be contracted.
  - Assessment performed to identify potential partner’s capacity for service delivery and accountability sufficient to meet expectations of UF and project sponsor
  - Partners are instructed on documentation requirements for services rendered.
  - Unless the partner’s experience, systems and internal controls are verified to meet our accountability expectations, all invoices for services and materials undergo 100% audit review for allowability, reasonableness, and adherence to sponsor rules, regulations, terms and conditions by Contracts & Grants
  - Whenever possible, leveraging in-country status of another organization is used

- Option 2: Create in-country legal status for UF affiliated entity
  - If certain services needed for a project cannot be suitably provided for by a suitable third party, the creation of an entity with in-country legal status may be necessary option
UF Research in Haiti

• Currently UF has 22 active sponsored research projects totaling over $27 million

<table>
<thead>
<tr>
<th>Project Description</th>
<th>Sponsor</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Maternal-pediatric axis of ZIKV infection in Latin America and the Caribbean</td>
<td>PENTA Found.</td>
<td>$951,102</td>
</tr>
<tr>
<td>Aedes mosquito surveillance and testing for host preference and prevalence of Chikungunya and dengue viruses</td>
<td>USDA</td>
<td>$154,800</td>
</tr>
<tr>
<td>Agricultural Research and Development Program</td>
<td>USAID</td>
<td>$13,706,658</td>
</tr>
<tr>
<td>Cholera transmission and evolution in Port-au-Prince, Haiti</td>
<td>NIH</td>
<td>$5,070,978</td>
</tr>
</tbody>
</table>

• UF currently partners with a number of Haitian organizations for services

  PAPYRUS (Professional employment org)
  Port Au Prince Medical School
  LNSP (Haitian government medical lab)
  GHESKIO (HIV/AIDS health care NGO affiliated with Cornell Univ)
  Christianville Foundation (K-12 school, medical clinic)

• Unfortunately, these partners meet some but not all needs of UF projects
Proposal: Authorize UFRF to create an affiliated legal entity in Haiti

As a 501-c.3 non-profit organization, the UFRF can, within US law and UFRF bylaws, create an affiliated entity in a foreign country.

- Two viable options in Haiti
  - Haitian foundation
    - Achieves legal status suitable for employing Haitians, leasing space, banking services
    - Provides limited or no tax relief; cannot import goods/equipment into Haiti without customs charges
    - 6-8 months minimum for approval by local government
  - Haitian Non-Government Organization (NGO)
    - Achieves legal status suitable for employing Haitians, leasing space, banking services
    - Provides tax exempt status, including duty-free import of goods/equipment into Haiti
    - One year minimum for approval by central Haitian ministry

In both cases, structure and appointment of governing board, entity scope, and entity dissolution are determined by entity bylaws.

Next week, UF administrative and legal team to meet with Haitian legal counsel in Port-Au-Prince to clarify understanding of operational conditions, legal constraints and liabilities, and processes for entity application.

Once established, this legal entity will address specific near term and overarching long-term needs of UF research activities in Haiti.

- Immediate: Address operational challenges for UF project supported by USAID (25 employees, 2 consultants, 3-5 interns, 16 graduate students)
- Intermediate: Provide better option in addressing labor, facilities, and transportation needs for UF health-related projects
- Long-term: Mechanism to embed centralized UF oversight of UF activities in Haiti
Proposed Plan

• UF administrative and legal team meet with Haitian counsel to understand application process and entity legal status

• The UF Research Foundation would apply to Haitian government for the formation of a UFRF-affiliated Haitian Foundation or NGO.
  • This entity would be governed by an appointed board with bylaws and board membership consistent by Haitian regulations
  • Board membership to include UFRF and UF appointments as permitted by Haitian regulations
  • Bylaws would require that operational management, processes, and procedure by consistent with UF practices and requirements (subject to Haitian law)

• With this entity in place, UF would contract with this in-country entity to secure labor, facilities, and banking as needed and deemed suitable
• Initial registration and legal costs to be provided for by UFRF
• Initial effort would focus on transitioning all UF activities within the USAID/Haiti-supported project into purview of new entity
• Other UF project needs would be transferred to new entity as agreed upon by project investigators and UF Office of Research leadership
• Business model: All costs directly attributable to projects, and operational support costs to the extent allowed, to be recovered from project sponsors
• UFRF President would report on status of entity operation to UF BOT or designated representative annually or as directed otherwise.
• Operational evaluation to be performed after 3 years to determine long-term path forward.
Importance of Research in Haiti to Overall Mission and Goals of UF Research

• Characteristics of a Top 5 research university
  • Addresses the most important and relevant challenges facing our planet and generation
  • Does not restrict efforts to theoretical conjecture but seeks to penetrate into theatres where discoveries and insights can have actual impact and validation
    • Emerging pathogens in venues where disease is most prevalent
    • Agriculture and livestock research in areas with prevalent malnutrition
    • Therapeutic clinical trials, enrolling study subjects with serious, sometimes fatal diseases
    • Public health studies in communities with high density of at-risk populations
    • Engagement with high tech startups where UF inventions can be developed into real products for real impact
  • Reputation and impact that reaches well beyond the study halls of the campus, extending across the state, the nation and the world
Importance of Research in Haiti to Overall Mission and Goals of UF Research

• Addresses Health and Agriculture Issues that Directly Impact Florida
  • Studies of mosquito borne disease in Caribbean basin highly relevant to Florida public health
    • Zika prevalent in Haiti long before emerging on Miami Beach
  • Understanding agriculture resiliency to pathogens for Caribbean regions directly relevant to issues and challenges facing Florida farmers
Request: Approval by the UF BOT for the UFRF to create an affiliated non-profit legal entity in Haiti for the purposes of servicing the in-country needs of UF research and education programs in Haiti.

Questions?
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF FACULTY ASSOCIATES, INC.

To: Department or State
Tallahassee, FL 32304
The undersigned, as the Chair or the Board of Directors and the Secretary of FACULTY ASSOCIATES, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617. Florida Statutes, hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998;

That on December 7, 2009, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on November 28, 2017, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees have approved the amendment and restatement; and:

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I
NAME

The name of the Corporation is FACULTY ASSOCIATES, INC. The principal office and place of business of the Corporation shall be University of Florida College of Dentistry, 1600 S.W. Archer Road, Suite D4-74, Gainesville, Florida 32610.

ARTICLE II
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1. -- Purposes: The Corporation is organized and shall be operated exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Dentistry, all as determined by The University of Florida Board of
Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. - Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the Regulations of the University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, including the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, and for the benefit of the University of Florida College of Dentistry provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Dentistry, preferably for its dental programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.
ARTICLE III
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV
MEMBERSHIP

Section 4.1 - Qualification: The Dean of the University of Florida's College of Dentistry (the "College"), the University of Florida's Senior Vice President for Health Affairs or designee, the Associate Dean for Clinical Affairs, a College Administrator appointed by the Dean, and each full-time tenured, tenure earning, and full-time non-tenure earning clinical faculty member of the College will be members.

Section 4.2 - Admission: Members will be elected as provided in the Bylaws.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI
OFFICERS

Section 6.1 - Number: The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President who shall be the Associate Dean for Clinical Affairs, a Secretary/Treasurer, and any other Officers as provided in the Bylaws.

ARTICLE VII
BOARD OF DIRECTORS

Section 7.1 - Number: The Board of Directors will consist of the Dean of the College or
designee, *University President or designee*, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them or designee, the Associate Dean for Clinical Affairs, a College Administrator appointed by the Dean, and two members of the Corporation elected at large in the manner provided in the Bylaws.

Section 7.2 - Executive Committee: Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: The Dean of the College or designee, the College Administrator appointed by the Dean, Vice President, and Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1. Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the member
2. Fill vacancies on the Board or any committee thereof.
3. Amend the Articles of Incorporation and Bylaws:

**ARTICLE VIII**

**STOCK AND DIVIDENDS**

**PROHIBITED**

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

**ARTICLE IX**

**AMENDMENT**

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

**ARTICLE X.**

**OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Corporation is University of Florida College
of Dentistry, 1600 S.W. Archer Road, Suite D4-24, Gainesville, Florida 32610. The mailing address of the registered office is P. O. Box 100405, Gainesville, Florida 32610-0405. The name of the Corporation's registered agent at the registered office is Julie Thompson/Lea M. Sweitzer.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this __________ day of November 28/December, 2017.

Chairperson of Board of Directors

STATE OF FLORIDA
COUNTY OF ALACHUA)
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for Faculty Associates, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

Jean M. Sweitzer
Registered Agent
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FACULTY ASSOCIATES, INC.

To: Department of State
Tallahassee, FL 32304

The undersigned, as the Chair or the Board of Directors and the Secretary of FACULTY ASSOCIATES, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617. Florida Statutes, hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998;

That on December 7, 2009, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on November 28, 2017, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees have approved the amendment and restatement; and;

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I
NAME

The name of the Corporation is FACULTY ASSOCIATES, INC. The principal office and place of business of the Corporation shall be University of Florida College of Dentistry, 1600 S.W. Archer Road,
ARTICLE II
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1. -- Purposes: The Corporation is organized and shall be operated exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Dentistry, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. - Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the Regulations of the University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, including the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, and for the benefit of the University of Florida College of Dentistry provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Dentistry, preferably for its dental programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by
Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV
MEMBERSHIP

Section 4.1 - Qualification: The Dean of the University of Florida’s College of Dentistry (the "College"), the University of Florida’s Senior Vice President for Health Affairs or designee, the Associate Dean for Clinical Affairs and Quality, a College Administrator appointed by the Dean, and each full-time tenured, tenure earning, and full-time non-tenure earning clinical faculty member of the College will be members.

Section 4.2 - Admission: Members will be elected as provided in the Bylaws.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI
OFFICERS

Section 6.1 - Number: The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President who shall be the Associate Dean for Clinical Affairs and Quality, a Secretary/Treasurer, and any other officer as provided in the Bylaws.
ARTICLE VII
BOARD OF DIRECTORS

Section 7.1 - Number: The Board of Directors will consist of the Dean of the College or designee, University President or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, the Associate Dean for Clinical Affairs and Quality, a College Administrator appointed by the Dean, and two members of the Corporation elected at large in the manner provided in the Bylaws.

Section 7.2 - Executive Committee: Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: The Dean of the College or designee, the College Administrator appointed by the Dean, Vice President, and Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1. Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the member
2. Fill vacancies on the Board or any committee thereof.
3. Amend the Articles of Incorporation and Bylaws.

ARTICLE VIII
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.
ARTICLE X.
OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Dentistry, 1600 S.W. Archer Road, Suite D4-4, Gainesville, Florida 32610. The mailing address of the registered office is P. O. Box 100405, Gainesville, Florida 32610-0405. The name of the Corporation’s registered agent at the registered office is Jean M. Sweitzer.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of November 28, 2017.

Chairperson of Board of Directors

Secretary

STATE OF FLORIDA  )
COUNTY OF ALACHUA)

The foregoing instrument was acknowledge before me this 28th day of November, 2017 by A. Isabel Garcia, who is personally known to me or who has produced a Florida driver’s license as identification and who did/did not take an oath.

Notary Public, State of Florida
Name: Christina Perez
Comm. No. FF 133010

STATE OF FLORIDA  )
COUNTY OF ALACHUA)

The foregoing instrument was acknowledge before me this 28th day of November, 2017 by Jean M. Sweitzer, who is personally known to me or who has produced a Florida driver’s license as identification and who did/did not take an oath.

Notary Public, State of Florida
Name: Christina Perez
Comm. No. FF 133010
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for Faculty Associates, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

[Signature]
Jean M. Sweitzer
Registered Agent
BYLAWS OF
FACULTY ASSOCIATES, INC.
(Adopted on November 28, 2017 December 7, 2009)

ARTICLE I
NAME

The name of this corporation shall be FACULTY ASSOCIATES, INC., a not-for-profit corporation.

ARTICLE II
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Dentistry, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III
MEMBERSHIP

The membership of the Corporation will consist of the Dean of the College of Dentistry, ("College"), the University of Florida's Senior Vice President for Health Affairs or designee, the Associate Dean for Clinical Affairs, a College Administrator appointed by the Dean, and each full-time tenured, tenured earning and non-tenure earning clinical faculty member of the College.

ARTICLE IV
FISCAL YEAR

The fiscal year of the Corporation will begin on the first day of July and end on the last day of June in each year.
ARTICLE V
MEETINGS

Section 5.1. Annual Meeting. There shall be an annual meeting of the membership on the first Wednesday of December in each year for the purpose of receiving reports of officers, directors and committees and for the transaction of other business. The announcement of the meeting, signed by the secretary, shall be by mail or e-mail, except as herein or by statute otherwise provided, to the last recorded postal address or e-mail address of each member at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.

Section 5.2. Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for regular meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. Quorum. The presence in person or by proxy of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5. Voting. If the manner of deciding any question has not otherwise been prescribed, it is to be decided by a majority of the votes cast.

Section 5.6. Order of Business. The order of business shall be as follows at all meeting of the Corporation’s members, Board of Directors and Executive Committee:

Recording the roll.
The order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.
ARTICLE VI
BOARD OF DIRECTORS

Section 6.1. Membership. The Board of Directors will consist of the Dean of the College or designee, the University of Florida's Senior Vice President for Health Affairs or designee, University President or designee, the University of Florida’s Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them or designee, the Associate Dean for Clinical Affairs and Quality, a College Administrator appointed by the Dean and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2. Term of Office. The Dean of the College, University President, Senior Vice President for Health Affairs, Vice President for Business Affairs, Chief Operating Officer/Chief Financial Officer, or any respective designee, the Associate Dean for Clinical Affairs and College Administrator will serve as a member of the board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of two years with staggered terms. This requires that one of the first two elected members will serve a one-year term. Members may serve more than one term as long as the terms are not consecutive.

Section 6.3. Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities, and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors, subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board of Directors.
The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President for Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan, and the rules and regulations of The University of Florida Board of Trustees and the Florida Board of Governors, as amended from time to time, including the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 6.4. Meetings of the Board of Directors. Regular meeting of the Board will follow the annual meeting of the membership in December or January, and at any special meeting called by the President or upon the written request of five (5) members of the Board. The Secretary will give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5. Waiver. Notwithstanding the provisions of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside the State of Florida, and any action may be taken thereat, if notice is waived in writing by four-fifths (4/5) of all members of the Board.

Section 6.6. Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairperson for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 6.7. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee, the Associate Dean for Clinical Affairs and Quality, or the College Administrator, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the
ARTICLE VII
OFFICERS

Section 7.1. Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President who shall be the Associate Dean for Clinical Affairs, and a Secretary/Treasurer who shall be the Administrator appointed by the Dean.

Section 7.2. Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside at the respective meetings of the members of the Corporation, the Board of Directors, and the Executive Committee and shall be a member ex officio, with a right to vote, of all committees, with the exception of the nominating committee. The President will also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may, in his or her opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Vice President. In case of the death or absence of the President, or of his or her inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary. It shall be the duty of the Secretary to: give notice of and attend all meetings of the Corporation and all committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify officers and members of the Corporation of their election; notify members of the Corporation of their appointment of Committees; furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at a committee chairperson's request, give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his or her best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence of or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation's seal.
Treasurer. The Treasurer shall maintain the Corporation financial reports and keep all account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board or Directors and make a report at the regular meeting or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College, or his designee, and subject to his or her inspection and control. At the expiration of his or her term of office, he or she will deliver over to the Treasurer's successor all books, monies, and other property, or in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem. The offices of the Secretary and Treasurer may be held by the same person.

Section 7.3 Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.54. The Chief Administrative Officer. The Associate Dean for Clinical Affairs and Quality shall also serve as the Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day-to-day management and operation of the Corporation. The Chief Administrative Officer shall be accountable directly to the Corporation's President and Executive Committee and the President of the University of Florida. The Chief Administrative Officer may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the Board of Directors.

Section 7.65. Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.26. Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.7 Removal. An officer other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or
unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII
COMMITTEES

Section 8.1. Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the Dean of the College or designee, Vice President, and Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2. Election of "At Large Member." During the month of December in every other year annual meeting, the membership will elect an "At Large Member" to the Board of Directors as vacancies become available. Elected members will serve for a period of four years.

Section 8.3. Standing Committees. At the annual meeting of the Board, or as soon thereafter as practicable, the President shall, subject to the Board's approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation's affairs.

Section 8.4. Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for oversight of the integrity of financial reporting.
internal controls and the independence and performance of the audit function of the Corporation’s independent auditors.

Section 8.5. Special Committees. The President may, at any time, appoint other committees on any subject, for which there are no standing committees.

Section 8.6. Committee Quorum. A majority of any committee of the Corporation shall constitute quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decides otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.7. Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.8. Removal. Any committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX
PROFESSIONAL INCOME

Section 9.1. Assignment. Each member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by such member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2. Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department or college to which the member who earned the fees is assigned; or alternately, shall be allocated for and credited to the fund described in Article X Section 10.3.
EXPENDITURE OF RECEIPTS

Section 10.1. Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2. Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of charitable, scientific and educational purposes of the University of Florida College of Dentistry and shall be made only after approval by the Dean of the College or her/his designee or approval by the UFBOT when required.

Section 10.3. Dean's Fund. A Dean's Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to twelve percent (12%) of the funds originating from each department.

ARTICLE XI
ADMINISTRATION POLICIES

Section 11.1. Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations for the Corporation shall be conducted in strict compliance with the regulations and policies of The University of Florida Board of Trustees and of the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and including UFBOT Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing in effect upon the adoption of these Bylaws.

Section 11.2. Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time, designated by the Dean of the College. Copies of each audited financial statement and management letter shall be sent not later than the end of the third month after the close of the Corporation's fiscal year to
the President of the University of Florida or his or her designee and the Dean of the College for their review.

Section 11.3. Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for approval.
ARTICLE XII
SEAL

The seal of the Corporation shall be more particularly shown in the following impression.

ARTICLE XIII
AMENDMENTS

The Bylaws of the Corporation and Articles of Incorporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meeting called for that purpose; provided, however, all changes or deletions are subject to written approval of the President of the University of Florida and UFBOT when required.

ARTICLE XIV
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or their agents against all liabilities and expenses, including where applicable, amounts paid actions, suits or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment be the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board: any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence given rise to said entitlement.

In the event that at director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification defense for liabilities and expenses noted above, such
individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative source(s).

Nothing contained in the Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agent of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV
MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation's compliance with federal and state laws and rules.

Section 15.4 Definitions. As used in these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the Faculty Associates, Inc.

“Ex Officio” means by virtue or because of an office.

"For cause" means consistent poor performance or actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or the University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

“Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the
University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.

By: __________________________
    Secretary

Date: __________________________
BYLEAWS OF
FACULTY ASSOCIATES, INC.
(Adopted on November 28, 2017)

ARTICLE I
NAME

The name of this corporation shall be FACULTY ASSOCIATES, INC., a not-for-profit corporation.

ARTICLE II
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Dentistry, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III
MEMBERSHIP

The membership of the Corporation will consist of the Dean of the College of Dentistry, ("College"), the University of Florida's Senior Vice President for Health Affairs or designee, the Associate Dean for Clinical Affairs and Quality, a College Administrator appointed by the Dean, and each full-time tenured, tenure earning and non-tenure earning clinical faculty member of the College.

ARTICLE IV
FISCAL YEAR

The fiscal year of the Corporation will begin on the first day of July and end on the last day of June in each year.
ARTICLE V
MEETINGS

Section 5.1. Annual Meeting. There shall be an annual meeting of the membership in December or January of each year for the purpose of receiving reports of officers, directors and committees and for the transaction of other business. The announcement of the meeting, signed by the secretary, shall be by mail or e-mail, except as herein or by statute otherwise provided, to the last recorded postal address or e-mail address of each member at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.

Section 5.2. Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for regular meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. Quorum. The presence in person or by proxy of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5. Voting. If the manner of deciding any question has not otherwise been prescribed, it is to be decided by a majority of the votes cast.

Section 5.6. Order of Business.
Any question as to priority of business is to be decided by the chairperson without debate.

The order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.
ARTICLE VI
BOARD OF DIRECTORS

Section 6.1. Membership. The Board of Directors will consist of the Dean of the College or designee, the University of Florida's Senior Vice President for Health Affairs or designee, University President or designee, the University of Florida’s Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, the Associate Dean for Clinical Affairs and Quality, a College Administrator appointed by the Dean and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2. Term of Office. The Dean of the College, Senior Vice President for Health Affairs, University President, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee, the Associate Dean for Clinical Affairs and Quality and College Administrator will serve as a member of the board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of four years with staggered terms. This requires that one of the first two elected members will serve a one-year term. Members may serve more than one term as long as the terms are not consecutive.

Section 6.3. Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities, and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors, subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board of Directors.
The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President for Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan, and the rules and regulations of The University of Florida Board of Trustees and the Florida Board of Governors, as amended from time to time, including the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 6.4. Meetings of the Board of Directors. Regular meeting of the Board will follow the annual meeting of the membership in December or January, and at any special meeting called by the President or upon the written request of five (5) members of the Board. The Secretary will give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5. Waiver. Notwithstanding the provisions of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside the State of Florida, and any action may be taken thereat, if notice is waived in writing by four-fifths (4/5) of all members of the Board.

Section 6.6. Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairperson for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 6.7. Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the President, Dean, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee, the Associate Dean for Clinical Affairs and Quality, or the College Administrator, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the
President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII
OFFICERS

Section 7.1. Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President who shall be the Associate Dean for Clinical Affairs and Quality, and a Secretary/Treasurer who shall be the Administrator appointed by the Dean.

Section 7.2. Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside at the respective meetings of the members of the Corporation, the Board of Directors, and the Executive Committee and shall be a member ex officio, with a right to vote, of all committees, with the exception of the nominating committee. The President will also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may, in his or her opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Vice President. In case of the death or absence of the President, or of his or her inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary. It shall be the duty of the Secretary to: give notice of and attend all meetings of the Corporation and all committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify officers and members of the Corporation of their election; notify members of the Corporation of their appointment of Committees; furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at a committee chairperson’s request, give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his or her best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence of or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation’s seal.
Treasurer. The Treasurer shall maintain the Corporation financial reports and keep all account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board or Directors and make a report at the regular meeting or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College, or his designee, and subject to his or her inspection and control. At the expiration of his or her term of office, he or she will deliver over to the Treasurer's successor all books, monies, and other property, or in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem. The offices of the Secretary and Treasurer may be held by the same person.

Section 7.3. Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.4. The Chief Administrative Officer. The Associate Dean for Clinical Affairs and Quality shall also serve as the Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day-to-day management and operation of the Corporation. The Chief Administrative Officer shall be accountable directly to the Corporation's President and Executive Committee and the President of the University of Florida. The Chief Administrative Officer may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the Board of Directors.

Section 7.5. Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.6. Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.7 Removal. An officer other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.
ARTICLE VIII
COMMITTEES

Section 8.1. Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the Dean of the College or designee, Vice President, and Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2. Election of "At Large Member." During the annual meeting, the membership will elect an "At Large Member" to the Board of Directors as vacancies become available. Elected members will serve for a period of four years.

Section 8.3. Standing Committees. At the annual meeting of the Board, or as soon thereafter as practicable, the President shall, subject to the Board's approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation's affairs.

Section 8.4. Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for oversight of the integrity of financial reporting, internal controls and the independence and performance of the audit function of the Corporation's independent auditors.

Section 8.5. Special Committees. The President may, at any time, appoint other committees on any subject, for which there are no standing committees.
Section 8.6. Committee Quorum. A majority of any committee of the Corporation shall constitute quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decides otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.7. Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.8. Removal. Any committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX
PROFESSIONAL INCOME

Section 9.1. Assignment. Each member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by such member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2. Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department or college to which the member who earned the fees is assigned; or alternately, shall be allocated for and credited to the fund described in Article X Section 10.3.

ARTICLE X
EXPENDITURE OF RECEIPTS

Section 10.1. Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.
Section 10.2. Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of charitable, scientific and educational purposes of the University of Florida College of Dentistry and shall be made only after approval by the Dean of the College or her/his designee or approval by the UFBOT when required.

Section 10.3. Dean's Fund. A Dean's Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to twelve percent (12%) of the funds originating from each department.

ARTICLE XI
ADMINISTRATION POLICIES

Section 11.1. Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations for the Corporation shall be conducted in strict compliance with the regulations and policies of The University of Florida Board of Trustees and of the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and including UFBOT Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2. Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time, designated by the Dean of the College. Copies of each audited financial statement and management letter shall be sent not later than the end of the third month after the close of the Corporation's fiscal year to the President of the University of Florida or his or her designee and the Dean of the College for their review.

Section 11.3. Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for approval.
ARTICLE XII
SEAL

The seal of the Corporation shall be more particularly shown in the following impression.

ARTICLE XIII
AMENDMENTS

The Bylaws of the Corporation and Articles of Incorporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meeting called for that purpose; provided, however, all changes or deletions are subject to written approval of the President of the University of Florida and UFBOT when required.

ARTICLE XIV
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or their agents against all liabilities and expenses, including where applicable, amounts paid actions, suits or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with the respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment be the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board; any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence given rise to said entitlement.

In the event that at director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification defense for liabilities and expenses noted above, such
individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative source(s).

Nothing contained in the Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agent of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV
MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation's compliance with federal and state laws and rules.

Section 15.4 Definitions. As used in these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the Faculty Associates, Inc.

“Ex Officio” means by virtue or because of an office.

"For cause" means consistent poor performance or actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

“Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the
University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.

I HEREBY CERTIFY THAT the forgoing Amended and Restated Bylaws are the Bylaws of the Faculty Associates, Inc., and were adopted by the Board of Directors on November 28, 2017 and will be effective upon approval by the University of Florida Board of Trustees.

By: [Signature]
Secretary

Date: 11/28/17

By: [Signature]
Dean

Date: 1/28/17
STATE OF FLORIDA    )
COUNTY OF ALACHUA)

The foregoing instrument was acknowledge before me this 28th day of November, 2017 by A. Isabel Garcia, who is personally known to me or who has produced a Florida driver’s license as identification and who did/did not take an oath.

[Signature]
Notary Public, State of Florida
Name: Christina Perez
Comm. No. FF 133010

STATE OF FLORIDA    )
COUNTY OF ALACHUA)

The foregoing instrument was acknowledge before me this 28th day of November, 2017 by Jean M. Switzer, who is personally known to me or who has produced a Florida driver’s license as identification and who did/did not take an oath.

[Signature]
Notary Public, State of Florida
Name: Christina Perez
Comm. No. FF 133010
BYLAWS OF
FLORIDA CLINICAL PRACTICE ASSOCIATION, INC.
(Revised_______(Date)
Amended and Restated: __________, 2017
BYLAWS OF
FLORIDA CLINICAL PRACTICE ASSOCIATION, INC.
(Amended and Restated on (Date))

ARTICLE 1
NAME

The name of this Corporation shall be Florida Clinical Practice Association, Inc. (A Not for Profit Corporation).

ARTICLE 2
PURPOSE

The objects and purposes for which this Corporation is organized and the nature of its business and activities are as set forth in the Articles of Incorporation, Florida Statutes §§ 1001.706, 617.0302 and the University of Florida Board of Trustees Internal Operating Memorandum No. 07-21, all as may be amended from time to time.

ARTICLE 3
MEMBERSHIP

The membership of the Corporation shall consist of all clinical faculty who are employed full or part time by the University of Florida College of Medicine, serve full time on the faculty of the University of the College of Medicine—the Dean of the College of Medicine, the Senior Vice President for Health Affairs at the University or designee, Senior Associate Dean for Clinical Affairs of the University of Florida College of Medicine, the Executive Vice President, (if any) of the Corporation and each Chair of a Clinical Department of the College of Medicine. At such time as any member other than the Dean of the College of Medicine, the Senior Vice President for Health Affairs at the University, Senior Associate Dean for Clinical Affairs of the University of Florida College of Medicine and CEO of University of Florida Physicians, the Executive Vice President (if any) or any Chair of a Clinical Department shall cease to be a full time member of the faculty of the University of Florida College of Medicine, his or her membership in this Corporation shall be deemed automatically terminated.

ARTICLE 4
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE 5
MEMBERSHIP MEETINGS

Section 1. Special Membership Meetings. There are no required regular meetings of the Members. Special meetings of the Members may be called by the Board of Directors, or the Chairperson of the Board of Directors, at its or his or her discretion. Upon the written request of twenty percent (20%) of the corporate membership, the Board of Directors shall call a special meeting of the Members to consider a specific subject. The announcement of a special membership meeting shall be transmitted to Members by electronic mail, except as otherwise provided by statute, at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the Members of the Corporation.
Section 2. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the Members of the Corporation may be held at any time and at any place, and any action may be taken thereat, if (a) notice is waived in writing by every Member having the right to vote and attending the meeting, or (b) attending the meeting and not objecting to notice at its beginning, or (c) having actual notice of the meeting and not objecting in writing to the Secretary/Treasurer in advance of the meeting.

Section 3. Quorum. A majority of the Members of the Corporation shall constitute a quorum for the transaction of business. If a quorum is not present, a lesser number may adjourn the meeting to a date not more than ten (10) days later following five (5) days’ notice to non-attending Members.

Section 4. Voting/Proxies. If the manner of deciding any matter before the membership of the Corporation has not otherwise been prescribed in the Articles of Incorporation or these Bylaws, it shall be decided by a majority of the votes cast. However, Members entitled to vote shall not be permitted to vote or act by proxy.

Section 5. Presiding Officer. The Chairperson, or in his or her absence the President/CEO, will preside at meetings of the Members of the Corporation. In the absence of the President and Chairperson, and President/CEO of the Board, the Chairperson shall designate an individual to chair the meeting, or if this does not occur, the quorum present may choose a chairperson for the meeting.

ARTICLE 6
BOARD OF DIRECTORS

Section 1. Powers and Duties. Except as set forth in the following paragraphs or as required by law or the University of Florida (UF) Board of Trustees, the property, affairs, activities and concerns of this Corporation shall be managed by the Board of Directors and by officers, agents and employees of the Corporation acting under authority of said Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to the officers.

(a) Priority Actions. Notwithstanding any other provision, the following actions of the Board of Directors, the authority for which may not be delegated, shall be taken by it as Priority Actions, as defined in Article 16, (and this shall be deemed a substantive requirement of these Bylaws):

1. approval of thresholds for transaction of Corporation business under Article 6, Sections 1(c) and (d);
2. approval of the annual operating budget;
3. approval of the capital budget;
4. approval of the annual operating budget, unless the operating budget includes privately funded facilities in excess of $2,000,000, which requires approval of the President of the University with concurrence of the Chair of the UF Board of Trustees and notice to the Vice Chair of the UF Board of Trustees;
5. approval of the capital budget, unless the capital budget is in excess of $10,000,000 or includes privately funded capital facilities in excess of $2,000,000, either of which requires approval of the President of the University with concurrence of the Chair of the UF Board of Trustees and notice to the Vice Chair of the UF Board of Trustees;
6. approval of the use of University resources by the Corporation;
7. approval of spending policies, asset allocation and investment policies for long- and short-term needs of the Corporation and the University of Florida College of
Medicine, and real estate and other capital asset acquisition and disposition policies, all of which shall be established and acted on by the Board of Directors (and shall designate which actions require the University President’s ratification under said policies);

(6) approval of the Corporation’s conflict of interest policies;

(7) approval of the charter of the audit committee (which is established under Article 9, Section 4);

(8) amendment of the Articles of Incorporation and these Bylaws, subject to the amendatory requirements as set forth by the University of Florida Board of Trustees; and

(9) Any voluntary dissolution, merger or consolidation of the Corporation or the sale or transfer of all or substantially all of the Corporation’s assets, or the creation of any subsidiary or of any auxiliary organization, which also requires approval of the UF Board of Trustees.

Written affirmative ratification by the University President, sent to the Chairperson, is required in order for the Priority Action to become effective. If written ratification is not received by the Chairperson within ninety days after notice to the University President of the need for ratification, then the Priority Action shall be deemed not ratified and shall not take effect.

(b) **Non-delegable Duties.** Except as otherwise provided herein or through means of duly adopted policies and guidelines, the Board of Directors shall have the authority to exercise the following powers, which may not be delegated unless required by law or the University of Florida Board of Trustees:

(1) The adoption of any strategic plan developed for the Corporation;

(2) Major financing, refinancing and debt prepayments;

(3) Asset sales equal to or greater than $50,000;

(4) Transfer of any assets worth more than $25,000 to other entities or individuals;

(5) Execution of any contract for the provision of unbudgeted obligations equal to or greater than $250,000;

(6) Any unbudgeted expenditures equal to or greater than $250,000; and

(7) Any enforcement of claims settlement greater than $1,000,000 requires approval of the President of the University with concurrence of the Chair of the UF Board of Trustees and notice to the Vice Chair of the UF Board of Trustees;

(8) Any enforcement of claims settlement greater than $750,000 and equal to or less than $1,000,000 requires approval of the President of the University after conferring with the Chair of the UF Board of Trustees and notifying the Vice Chair of the UF Board of Trustees;

(9) Any enforcement of claims settlement equal to or less than $750,000 requires approval of the President of the University and

(10) Any other transaction which can reasonably be expected to have a material impact on the financial position or operations of the Corporation.

(c) **Execution of Corporation Documents.** The Chairperson, President/CEO, and Vice Presidents and Executive Vice President are authorized to execute in the name of the Corporation, with the Secretary/Treasurer attesting if necessary, all certificates, contracts, deeds, notes, and other documents or legal instruments authorized or issued by the Board of Directors or these Bylaws and complying with all applicable Corporation and University policies, or necessary to effectuate the purposes of the Corporation, provided that any authority involving the Corporation’s contracting, debts, financial obligations, or any regulated activities, shall be within thresholds established by the Board of Directors or the University of Florida’s Board of Trustees. The President/CEO may delegate in writing his or her duties under this section to other Officers or Corporation employees in the areas of their responsibility and expertise.

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(d) **Bonds and Debt.** Subject to Article 6, Section 1(a), but notwithstanding any other provision of these Bylaws, the Board of Directors shall be required to approve and the University of Florida Board of Trustees’ ratification is required for (a) any action by the Corporation that would have a reasonable likelihood of adversely affecting the bond credit rating of the Corporation and (b) the issuance of all bonds, the incurrence of all debt, and the guarantee of any debt by the Corporation above thresholds to be established by the Corporation’s Board of Directors.

**Section 2. Directors.** The Directors of the Corporation shall be full voting members of the Board of Directors and shall include:

(a) The Dean of the University of Florida College of Medicine;
(b) The Senior Associate Dean for Clinical Affairs of the University of Florida College of Medicine & CEO of University of Florida Physicians;
(c) The Senior Associate Dean for Clinical Affairs of University of Florida College of Medicine, unless such individual is a chairperson of a clinical department of the University of Florida College of Medicine;
(d) A representative of the University of Florida Board of Trustees, who may or may not be a Trustee, appointed by the Chairperson of the University of Florida Board of Trustees or by his or her designee;
(e) The President of the University of Florida, or his or her designee;
(f) The Senior Vice President for Health Affairs, or his or her designee;
(g) The University of Florida Chief Operating Officer, Chief Financial Officer, or Vice President for Business Affairs, or a designee for any of them, as determined by the University President;
(h) The Chairperson of each of the clinical departments of the University of Florida College of Medicine;

**Section 3. Terms of Office.** Each Director will serve so long as he or she holds the office or the position that resulted in placement on the Board of Directors, except that any person who is serving as the designee of an official shall serve until a successor is appointed by his or her designator. The Board of Trustees representative appointed by the Chairperson of the University of Florida Board of Trustees, or his or her designee, and the University President’s designee appointed by the University President shall serve at the discretion of the Board of Trustees Chairperson or his or her designee or the University President, respectively.

**Section 4. Additional Advisors.** The Board or the Chairperson may invite additional individuals with expertise in a pertinent area to meet with and assist the Board. Such advisors shall not vote or be counted in determining the existence of a quorum.

**Section 5. Vacancies.** Whenever a vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay in the same manner and by the same appointing or designating authority specified for the position or by the hiring authority for the position at the University of Florida.

**Section 6. Compensation.** Members of the Board of Directors shall receive no compensation for serving on the Board. Directors may, however, be reimbursed for reasonable expenses they incur in the course of carrying out their duties. Directors shall exercise good judgment and act prudently when incurring expenses for the account of the Corporation.

**Section 7. No Favoritism.** The members of the Board of Directors shall not be favored in applying for or receiving the services of the Corporation.
Section 8. Disclosure. The Board of Directors shall adopt a Conflict of Interest Policy. The Policy may only be amended upon approval by seventy-five percent (75%) of the Directors and ratification by the Senior Vice President for Health Affairs and the President of the University. Any Director for whom there may exist a Conflict of Interest, as defined in the Policy, shall disclose such possible Conflict of Interest to the Board at the time it arises. Any Director for whom there is or may exist a Conflict of Interest shall refrain from discussion (except to provide factual information if asked by the Board during discussion) or, to the extent permitted by laws, any vote on any such matter and shall not be physically present in the room at the time any vote is taken thereon.

Section 9. Removal. Notwithstanding any other provision, a Director may be removed “for cause” by the President of the University after consultation with the Corporation’s Board of Directors or the Chairperson of the Board, or other designated officer, as the Corporation’s authorized executive for this purpose.

ARTICLE 7
BOARD OF DIRECTORS MEETINGS

Section 1. Regular/Special Board Meetings. Regular meetings of the Board of Directors shall be held at times scheduled by the Secretary/Treasurer and at such other times as shall be determined by the Board at its regular meetings or at any special meeting duly called for that purpose. The Board shall have at least six (6) meetings annually. Special meetings of the Board may be called by the Chairperson of the Board or upon the written request of five (5) members of the Board. The Secretary/Treasurer shall give five (5) days prior notice of any special meeting to all Directors. That notice shall state the business for which the special meeting has been called, and no business other than that stated in the notice shall be transacted at such special meeting. Notwithstanding any other provision of these Bylaws, any notice required by these Bylaws, and any limitations on action tied to such notice, shall be deemed waived if the waiver of notice is given by all directors entitled to vote, either expressly in writing, or implicitly by their attendance at the meeting without reservation expressed at the beginning of the meeting. All meetings of the Board shall comply with applicable law, as such law may allow these Bylaws, or action by the Board, to make changes in otherwise required procedure or actions.

Section 2. Attendance at Board Meetings.

(a) Minimum Attendance Required. Members of the Board of Directors shall be expected to attend at least one-half (½) of the meetings per fiscal year of the Board and of Board committees of which they are members. Minutes of such meetings will indicate attendance.

(b) Attendance via Communications Equipment. A Director may participate in any regular or special meeting of the Board by, or the Board may conduct the meeting through the use of, any means of communication by which all Directors participating in the meeting and any other attendees may simultaneously speak and hear each other during the meeting. A Director participating in a meeting by this means will be deemed to be present in person at the meeting for purposes of determining a quorum.

Section 3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the Board of Directors may be held at any time and at any place, and any action may be taken thereat, if (a) notice is waived in writing by every Director having the right to vote and attending the meeting, or (b)
attending the meeting and not objecting to notice at its beginning, or (c) having actual notice of the meeting and not objecting in writing to the Secretary/Treasurer in advance of the meeting.

Section 4. Quorum. A majority of the Members of the Board of Directors at a duly noticed meeting shall constitute a quorum for the transaction of business. If a quorum is not present, a lesser number may adjourn the meeting to another date following five (5) days’ notice to non-attending Directors.

Section 5. Voting/Proxies. If the manner of deciding any matter before the Board has not otherwise been prescribed in the Articles of Incorporation or these Bylaws, it shall be decided by a majority vote of those present and voting at a meeting at which a quorum is present. Directors shall not be permitted to vote or act by proxy. Each individual Director shall only have one vote.

Section 6. Presiding Officer. The Chairperson/President, or in his or her absence the President/CEO/Chairperson, will preside at meetings of the Board of Directors. In the absence of the President of the Board and the Chairperson of the Board and the President/CEO of the Corporation, the meeting will be run by a Director designated by the Chairperson/President. If no such designation has occurred, the next highest ranking officer of the Corporation will designate a Director to serve as the chairperson for the meeting.

Section 7. Order of Business. The order of business shall be decided by the Chairperson. The order of business may be altered or suspended at any meeting by a majority vote of the Directors present.

ARTICLE 8
OFFICERS

Section 1. Number. The Officers of the Corporation shall be a Chairperson, President/Chief Executive Officer (CEO), First Vice President, Second Vice President, Third Vice President, Secretary and Executive Vice President/Treasurer, and such other officers as may be designated by the Board of Directors. The Board of Directors may select an Executive Vice President of the Corporation and will also serve as the Treasurer, and the Board of Directors and may delegate the responsibility for the day to day management and operation of the Corporation to the Executive Vice President. Except for the person to be selected as the Executive Vice President/Treasurer and Secretary, only a person who is a member of the Corporation’s Board of Directors, may serve as an officer of the Corporation.

Section 2. Method of Election and Term. The Board of Directors shall elect all officers other than the Chairperson, President/CEO, Executive Vice President/Treasurer and Secretary. A majority vote of those voting when a quorum is present shall be necessary for the election of an officer. Each elected officer shall serve for a term of one (1) year.

Section 3. Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

(a) Chairperson. The office of the Chairperson of the Board will be filled by the incumbent of the position of the Dean of the University of Florida College of Medicine and he or she will be deemed appointed to serve for so long as he or she is serving in that University position. The Chairperson of the Board shall preside at all meetings of the Board of Directors. In general, he or she shall perform all duties usually incident to the office of the Chairperson and such other duties as may be assigned to him or her by the Board of Directors or these Bylaws. The Chairperson shall appoint all committees and their chairpersons, other than the Executive Committee.
(b) **President.** The President shall preside at all meetings of the Board of Directors and any other duties as assigned by the Chairperson.

(b)(c) **Chief Executive Officer (CEO).** The office of the President/CEO will be filled by the incumbent of the position of the Senior Associate Dean for clinical affairs of the University & CEO of University of Florida Physicians College of Medicine and he or she will be deemed appointed to serve for so long as he or she is serving in that University position. The President/CEO shall communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may, in his or her opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the office of the President/CEO and such other duties as may be assigned to him or her by the Board of Directors, the Chairperson or these Bylaws. The President/CEO shall perform the duties of the Chairperson in the absence of the Chairperson.

(e)(d) **Vice Presidents.** The Vice Presidents shall perform such duties as delegated by the President/CEO of the Corporation. In case of the death or absence of the President/CEO, or of his or her inability from any cause to act, the First Vice President, the Second Vice President, or the Third Vice President, in that order, shall perform the duties of the President/CEO.

(d)(e) **Secretary/Treasurer.** The Secretary will be filled by the incumbent of the position of the Deputy General Counsel for Health Affairs for the University of Florida and he or she will be deemed appointed to serve for so long as he or she is serving in that University position. It shall be the duty of the Secretary/Treasurer, or his or her designee(s), to give notice of and attend all meetings of the Corporation and the Board of Directors and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify the officers and members of the Corporation of their appointment on committees; to furnish the chairperson of each committee with a copy of the vote under which the committee is appointed, and at his or her request give notice of the meetings of the committee; and generally devote his or her best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary/Treasurer, the Chairperson may appoint a Secretary/Treasurer pro tempore. The Secretary/Treasurer, or his or her designee(s), shall be the keeper of the Corporation’s seal.

The Secretary/

(e) **Executive Vice President/Treasurer.** The Executive Vice President/Treasurer will be filled by the incumbent of the position of Executive Director of Finance and Administration for the University of Florida, College of Medicine. The Board of Directors shall may appoint an Executive Vice President/Treasurer to serve at the pleasure of the Board or for such other term as fixed by a contract between the Corporation and the Executive Vice President/Treasurer. The Executive Vice President/Treasurer shall be an ex officio non-voting member of the Executive Committee, the Board of Directors, and all committees appointed by the Board of Directors. The Executive Vice President/Treasurer shall also be responsible for the day to day management of the Corporation. The Executive Vice President/Treasurer shall be accountable directly to the Corporation’s President, CEO and Executive Committee.
The Executive Vice President/Treasurer, or his or her designee(s), shall maintain the Corporation’s financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers submitted in accordance with the Corporation’s Board-approved authorized levels or, subject to the thresholds established and ratified as required by Article 6, Section 1, otherwise approved in writing by any member of the Board of Directors and the Dean of the University of Florida College of Medicine or his or her designee. The Executive Vice President/Treasurer, or his or her designee, shall deposit all sums received in a bank, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President/CEO.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the University of Florida College of Medicine, or his or her designee, and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a Secretary/an Executive Vice President/Treasurer-elect, to the President/CEO.

(e) Executive Vice President. The Board of Directors may appoint an Executive Vice President to serve at the pleasure of the Board or for such other term as fixed by a contract between the Corporation and the Executive Vice President. The Executive Vice President shall be an ex officio non-voting member of the Executive Committee, the Board of Directors, and all committees appointed by the Board of Directors. The Executive Vice President shall also be responsible for the day to day management of the Corporation. The Executive Vice President shall be accountable directly to the Corporation’s President/CEO and Executive Committee.

Section 4. Vacancies. All vacancies in any office, except those of the Chairperson, the CEO, Secretary and the Executive Vice President/CEO/Treasurer shall be filled by the Board of Directors, without undue delay, at any regular meeting or at a meeting specifically called for that purpose. A vacancy in the position of the Chairperson shall be filled by appointment of the President of the University of Florida. In the case of the President/CEO, the vacancy shall be filled by appointment by the Dean of the University of Florida College of Medicine upon prior consent of the President of the University of Florida. In the case of the Secretary or Executive Vice President/Treasurer, the vacancy shall be filled by appointment by the CEO.

Section 5. Compensation of Officers. The officers shall receive no salary or compensation from the Corporation in their role as an officer.

Section 6. Removal. Any Officer, other than the Chairperson and President/CEO, may be removed by a two-thirds vote of the Directors present and voting whenever, in the Board’s judgment, the interests of the Corporation would be best served. The Secretary and Executive Vice President/Treasurer may be removed, with or without cause, by a vote of at least a majority of the Board of Directors whenever, in the Board’s judgment, the interests of the Corporation would be best served. Any Officer may be removed for cause or unacceptable performance by the University President after consultation with the Board of Directors or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose (however, consultation shall not be required for the University President to change the incumbent of any University position, even if that results in a change to the individual serving as an Officer of the Corporation).
Section 1. **Standing Committees.** The committees named in these Bylaws shall be Standing Committees. In addition, the Chairperson may, subject to the Board’s approval, appoint such Standing Committees as he or she may deem necessary and advisable to assist in the conduct of the Corporation’s affairs. Unless disbanded by a majority vote of the Board, Standing Committees will be permanent. The Chairperson shall appoint all members of Standing Committees, except as otherwise provided by these Bylaws, and, subject to the Board’s approval, appoint Standing Committee chairpersons. Each Standing Committee Chairperson must be a current member of the Board of Directors. Except for the membership of the Audit Committee as set forth in Section 4 below, Standing Committee members may include Board members, Members of the Corporation, and members of the community served by the Corporation provided that a majority of the Standing Committee members are Directors. Standing Committees shall report to the Board of Directors at each regular meeting of the Board.

Section 2. **Special Committees.** The Board by resolution, or the Chairperson or the President/CEO at any time, may create and appoint the chair and members of such other committees to act in an advisory capacity on any subject for which there are no Standing Committees. These committees will be referred to as Special Committees. Special Committee members may include Board members, Members of the Corporation, and members of the community served by the Corporation. In the case of a Special Committee created by Board resolution, such resolution shall prescribe the subject matter to be addressed by the Special Committee and the period of its existence. Special Committees shall report to the Board of Directors on a semi-annual basis unless otherwise instructed by the Board or the Chairperson or the President/CEO.

Section 3. **Executive Committee.** The Executive Committee will be a Standing Committee. The membership of the Executive Committee will include the representative of the University of Florida Board of Trustees, the President of the University or his or her designee, and the Corporation’s Chairperson, President/CEO, Vice Presidents, Secretary/Treasurer, and Executive Vice President/Treasurer. Notwithstanding any other provision of these Bylaws, the Chairperson may, at his or her discretion, appoint other members of the Executive Committee, but the Executive Committee’s membership shall be limited to those individuals named above. Subject to the limitations contained in the Amended and Restated Articles of Incorporation, the Executive Committee shall have such powers and authority as the Board of Directors of the Corporation may delegate to it.

Minutes of all Executive Committee meetings shall be recorded in their entirety and forwarded to the members of the Board of Directors within thirty (30) days. Notwithstanding any other provision of these Bylaws, the Dean of the University of Florida College of Medicine shall serve as Chairperson of the Executive Committee. The Executive Committee shall meet at least semi-annually or at such other times as deemed necessary by its Chairperson.

Section 4. **Audit Committee.** The Audit Committee will be a Standing Committee. The Board of Directors shall appoint the members of the Audit Committee. The membership of the Audit Committee may include members of the Finance Committee and the Board of Directors, but such individuals shall not make up a majority of the Audit Committee’s membership. The University President shall serve, or may designate the University’s Chief Operating Officer or Chief Financial Officer to serve, as an ex-officio voting member of the Audit Committee. The purpose of the Audit Committee shall be to assist the Board in fulfilling its fiduciary oversight responsibilities, including oversight of the Corporation’s financial reporting process and systems of internal controls regarding finance, accounting, and legal compliance, as well as the independence and performance of internal and external auditors, by engaging the Corporation’s external and internal auditors, setting the annual audit plans with the auditors, reviewing and approving the annual audits of the Corporation, reviewing and reporting significant financial risk exposures and mitigation plans, and reviewing and approving the IRS Form 990. The external auditor shall report directly to the

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Audit Committee. A copy of the annual audit report and management letter(s) shall be provided to all members of the Board of Directors and the University President, if he or she is not a member.

Section 5. Finance Committee. The Finance Committee will be a Standing Committee and will provide financial review and oversight to the Board for a broad range of fiscal, business development and management issues and policies, including the establishment and implementation of an investment policy to enhance and protect corporate funds.

(a) The Finance Committee Chair. The Chair of the Finance Committee will be appointed by the President/CEO with the consent of the Chairperson of the Board. To be eligible for appointment as the Chair of the Finance Committee, the individual must have been a member of the Finance Committee for a minimum of three (3) years and have demonstrated knowledge of corporate healthcare financial issues. The Chair will be appointed for one term of five (5) years.

(b) Finance Committee Members. The Finance Committee will have no fewer than eight (8) members and no more than twelve (12) members, excluding the Finance Committee Chair. The remaining membership of the Finance Committee will be comprised of, and maintained at, fifty percent (50%) Department Chairs and fifty percent (50%) faculty of the University of Florida College of Medicine. To be eligible to serve as members of the Finance Committee, faculty must have a minimum of seven (7) years of experience in academic medicine. One of the members of the Finance Committee must be a faculty member from the Department of Community Health and Family Medicine. Except for the specified ex-officio member, all members will be appointed by the President/CEO, with the consent of the Chairperson of the Board, and the term of service will be as outlined in the Finance Committee charter, but will not exceed eight (8) years in the total of successive terms.

Section 6. Committee Quorum. A majority of the voting members of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall, by a majority of its entire membership, decide otherwise.

Section 7. Committee Vacancies. The authority which originally appointed a committee member shall have the power to fill any vacancy on the committee.

Section 8. Committee Member Ratification by President. Any committee member may be removed, with or without cause, by a vote of at least a majority of the Corporation’s Board of Directors, and any committee member may be removed for cause by the President of the University after consultation with the conflict-free members of the Corporation’s Board of Directors or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

ARTICLE 10
INDEMNIFICATION

Section 1. Indemnification. Every Director and Officer of the Corporation and all members of Committees of the Corporation, whether or not Directors, shall be indemnified by the Corporation against all expenses and liabilities, including attorneys’ fees, reasonably incurred by or imposed on the Director, Officer or Committee Member in connection with any proceeding, including any appeal, or any settlement of any proceeding, or a threat thereof, to which the individual may be a party or in which he or she becomes
involved as a result of or in the course of serving as a Director, Officer or Committee Member. The indemnified party does not have to be a Director, Officer or Committee Member at the time the expenses or liabilities are incurred or imposed. In the event, however, of a settlement before entry of judgment, or in the case of settlement of a threat of a proceeding, the indemnification shall apply only upon approval by the Board of Directors as being in the best interests of the Corporation. This indemnification is in addition to and not exclusive of all other rights to which the person may be entitled.

Section 2. Exceptions and Limitations. The indemnification set forth above does not apply in the case of an action by, or in the right of, the Corporation, if prohibited by law, or if a two-thirds vote of the members of the Board of Directors then serving determines the otherwise indemnified person acted in bad faith or with willful misconduct. A current or former Director, Officer or Committee Member is entitled to indemnification only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and (where applicable) had no reasonable cause to believe his or her conduct was unlawful. This indemnification shall be made in accordance with Section 607.0850, Florida Statutes, as amended from time to time. The Board of Directors may arrange and pay for appropriate insurance to cover all such losses and expenses. Nothing in these Bylaws shall waive or derogate from the application or protection of sovereign or other immunity under law or constitution. Any available insurance and immunity shall provide primary protection; however, the indemnification under this and the prior Section shall be provided to the indemnified person when he or she is not promptly or adequately protected by insurance or immunity on the following condition. The indemnified person shall first agree in writing to use best reasonable efforts to provide, to the extent possible, for the Corporation to obtain the benefit of the indemnified person’s right to insurance coverage or other protection, whether by assignment, cooperation, subrogation, or other means.

ARTICLE 11
DISTRIBUTION OF NET RECEIPTS

Section 1. Distribution of Net Receipts. The accumulation, expenditure and distribution of the net receipts of the Corporation shall be exclusively for the improvement and support of medical education, the educational, clinical and research endeavors at the University of Florida College of Medicine.

Section 2. Dean’s Fund. A Dean’s Fund shall be established for the exclusive use of the Dean of the University of Florida College of Medicine, in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the University of Florida College of Medicine. The amount to be distributed to this fund by the Corporation shall be determined by the Dean of the University of Florida College of Medicine, with the approval of the Board of Directors as part of the annual Budget approval.

ARTICLE 12
PARLIAMENTARY AUTHORITY

The rules contained in Robert’s Rules of Order Newly Revised shall govern the Corporation all cases to which they are applicable and in which they are not inconsistent with the Articles and Bylaws of the Corporation.

ARTICLE 13
AMENDMENTS

Section 1. Articles of Incorporation. The Articles of Incorporation may be amended only by a majority vote of all members of the Board of Directors. Written notice of any proposed amendment to the Articles of Incorporation, including a copy of the proposed amendment, will be mailed to each member of
the Board of Directors not fewer than seven (7) five (5) calendar days prior to any meeting at which the proposed amendment is to be considered. Any amendments to the Articles of Incorporation shall not become effective until ratified by the Dean of the University of Florida College of Medicine, the Senior Vice President for Health Affairs, and the President of the University as the designee of the Board of Trustees. Any amendments to the Articles of Incorporation shall not become effective until approved by the University of Florida Board of Trustees.

Section 2. Bylaws. The Bylaws of this Corporation shall be amended only by a majority vote of all members of the Board of Directors. Written notice of any proposed amendment to these Bylaws, including a copy of the proposed amendment, will be mailed or electronically distributed to each member of the Board of Directors not fewer than seven (7) five (5) calendar days prior to any meeting at which the proposed amendment is to be considered. Any amendments to the Bylaws shall not become effective until ratified by the Dean of the University of Florida College of Medicine, and the Senior Vice President for Health Affairs, and the. Any amendments to the Bylaws shall require approval of the President of the University as the designee with concurrence of the Chair of the UF Board of Trustees and notice to the Vice Chair of the UF Board of Trustees.

ARTICLE 14
ADMINISTRATIVE POLICIES

Section 1. Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the University of Florida Board of Trustees Internal Operating Memorandum No. 07-21, as may be amended from time to time.

Section 2. Financial Audits and Reports. An annual financial audit of the Corporation’s books and records, including a management letter, shall be conducted by an independent Certified Public Accountant. Upon completion, a copy of the annual audit report, management letters, and any supplemental data requested by the Board of Governors, the University Board of Trustees, and the Auditor General shall be considered public records pursuant to Section 119.07, Florida Statutes. The audit shall be completed and, together with management’s responses, submitted to the President of the University or his or her designee not later than three (3) months after the close of the Corporation’s fiscal year. The University of Florida President, or his or her designee, shall periodically, but not less than annually, make a report concerning material results of the Corporation’s audits to the Board of Trustees. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time as designated by the President of the University of Florida or his or her designee in consultation with the Dean of the University of Florida College of Medicine.

ARTICLE 15
GENERAL PROVISIONS

Section 1. Annual Budget. Except as set forth in Article 6 of these Bylaws or as required by law or the University of Florida Board of Trustees, the Corporation shall adopt an annual operating/capital budget, which shall be recommended by the Dean of the University of Florida College of Medicine and the Senior Vice President for Health Affairs and which shall be submitted to the President of the University or his or her designee for approval not later than sixty (60) days after the first day of the fiscal year. The University of Florida President, or his or her designee, shall periodically, but not less than annually, make a report concerning the Corporation’s approved budgets and financial performance to the Board of Trustees.

Section 2. Public Access to Records. Public access to the Corporation’s records and meetings shall be governed by Florida Statutes § 1004.30.
Section 3. **Use of University Name or Resources.** The President of the University of Florida shall, at all times, monitor and retain control over the use of the University of Florida name and resources to ensure that the Corporation’s activities are consistent with and supportive of the missions of the University of Florida and applicable state and federal laws and rules.

Section 4. **Written Policies.** The Corporation shall maintain written policies on ethics, conflicts of interest, personnel, discrimination, and sexual harassment, and a code of business conduct, which shall be approved by the Board of Directors and shall be consistent with all University of Florida policies.

Section 5. **Conflicts of Interest.** Conflicts of interest shall be determined, disclosed, and managed by a Conflicts of Interest Policy adopted by the Board of Directors.

**ARTICLE 16**
**DEFINITIONS**

1. “Board of Trustees” means the University of Florida Board of Trustees.

22. “Claims Settlement” means a resolution between disputing parties about a legal case. Claims Settlement shall not mean adjudication of managed care or similar payor contracts prior to court action.

3. “Directors” means the members of the Board of Directors of the Corporation.

44. “For cause” means actions or omissions that may adversely reflect on the interests or reputation of the Corporation or the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose. Any such determination may be made by the University President at any time and need not depend on the conclusion of any external determination or process.

45. “Corporation” means the Florida Clinical Practice Association, Inc.

56. “Officers” means the Chairperson, President/CEO, Vice President, Secretary, Executive Vice President/Treasurer, and such other officers as may be designated by the Board of Directors, including the Executive Vice President.

67. “Priority Action” means an action of the Board of Directors that affects critical interests, assets or the reputation of the University and, consequently, in order to be effective, requires written ratification by the University President; these are specified in Article 6, Section 1. Only the Board of Directors, however, can cause a Priority Action or any other action of the Board of Directors to be taken, as that is the purview of the Board of Directors and requires a vote of a majority of the directors at a meeting at which quorum is present (or such other vote of the Directors as may be specified for the action by these Bylaws or applicable law).

78. “Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.
8. “University” or “UF” means the University of Florida.

9. “President of the University” means the President of the University of Florida.

10. In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.

I HEREBY CERTIFY THAT the forgoing Revised and Restated Bylaws are the Bylaws of the Florida Clinical Practice Association, Inc., and were adopted by the Board of Directors on ___________________________ and will be effective ___________________________ as of ___________________________.

By:

David S. Guzick, M.D., Ph.D.
Senior Vice President, Health Affairs, University of Florida
President, UF Health

William A. Friedman, M.D.
Secretary
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC.

The undersigned, as Chair of the Board of Directors Incorporator of FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

That on ___________, the Board of Directors voted to amend and restate in their entirety the current Articles of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I
NAME

The name of the Corporation is FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC. The principal office and place of business of the Corporation shall be University of Florida College of Health Professions, 1600 S.W. Archer Road, Suite NI-2, Gainesville, Florida 32610.

ARTICLE II.
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1.-Purposes: The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes in support of the University of Florida Health Science Center and its associated programs and not for pecuniary profit.

Section 2.2.-Limitations on Actions: All the assets and earnings of the Corporation shall be used
exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time. Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the Chancellor of the Board of Regents of the State of Florida or the rules of the Board of Regents, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation for the benefit of the University of Florida College of Health Professions provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Health Professions, preferably for its health related programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect
officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

**ARTICLE IV. MEMBERSHIP**

Section 4.1 - Qualification: The Dean of the University of Florida's College of Health Professions, University of Florida's Vice President for Health Affairs, a College Administrator appointed by the Dean and each full-time faculty member of the College will be members. Each member must be a full-time member of the faculty of the College with the exception of University of Florida's Vice President for Health Affairs.

Section 4.2 - Admission: Members will be elected as provided in the Bylaws.

**ARTICLE V. TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the rules of the Board of Regents.

**ARTICLE VI. OFFICERS**

Section 6.1 - Number: The officers of the Corporation will include a President, Vice President, and a Secretary/Treasurer, and any other officer identified in the Bylaws.

Section 6.2 - Manner of Election: The Dean of the College will serve as President of the Corporation by virtue of his or her position as Dean. The Secretary/Treasurer and Vice President of the Corporation will be elected as provided in the Bylaws.

**ARTICLE VII. BOARD OF DIRECTORS**

The corporation shall be managed, its properties controlled and its affairs governed under the direction of its Board of Directors. The terms and manner of election of the directors shall be as provided in the Bylaws.

Section 8.1 - Number: The Board of Directors will consist of the Dean of the College, the University of Florida's Vice President for Health Affairs, the Vice President for Administrative
ARTICLE VIII.

STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.

AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees and the Chancellor of the Board of Regents.

ARTICLE XI.

OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Health Professions, 1600 S.W. Archer Road, Suite N1-2, Gainesville, Florida 32610. The mailing address of the registered office is P.O. Box 100185, Gainesville, Florida 32610. The name of the Corporation’s registered agent at the registered office is Kimberly Rovansek.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this ______________ day of ______________, 2018.

_____________________________                                         _________________________  
Michael Perri, PhD                          Susan Nittrouer, PhD  
Chair, Board of Directors                    Secretary

STATE OF FLORIDA   )
COUNTY OF ALACHUA )

The foregoing instrument was acknowledged before me this __________ day of __________ 2018, by Michael Perri and Susan Nittrouer, who are personally known to me and who did take an oath.

REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the Florida Health Professions Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

__________________________  
Kimberly Rovansek  

456/642
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the purposes therein set forth, all as of this   day of   , 2024.
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC.

The undersigned, as Chair of the Board of Directors of FLORIDA HEALTH
PROFESSIONS ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for
scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes,
dadopts the following Articles of Incorporation:

That on February 21, 2018, the Board of Directors voted to amend and restate in their entirety
the current Articles of the Corporation by a two-thirds vote of its directors as provided for in the
current Articles of Incorporation of the Corporation and that the President of the University of
Florida and the University of Florida Board of Trustees ("UFBOT") have approved the
amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of
Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002,
Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are
hereby amended and restated in their entirety as follows:

ARTICLE I
NAME

The name of the Corporation is FLORIDA HEALTH PROFESSIONS ASSOCIATION,
INC. The principal office and place of business of the Corporation shall be University of Florida
College of Health Professions, 1600 S.W. Archer Road, Suite NI-2, Gainesville, Florida 32610.

ARTICLE II.
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1.-Purposes: The Corporation is organized and shall be operated exclusively for
charitable, scientific and educational purposes in support of the University of Florida Health
Science Center and its associated programs and not for pecuniary profit.

Section 22.-Limitations on Actions: All the assets and earnings of the Corporation shall be
used exclusively for the exempt purposes set forth herein, including the payment of expenses
incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation for the benefit of the University of Florida College of Health Professions provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Health Professions, preferably for its health related programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods
and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.
MEMBERSHIP

Section 4.1 - Qualification: The Dean of the University of Florida's College of Health Professions, University of Florida's Vice President for Health Affairs, a College Administrator appointed by the Dean and each full-time faculty member of the College will be members. Each member must be a full-time member of the faculty of the College with the exception of University of Florida's Vice President for Health Affairs.

Section 4.2 - Admission: Members will be elected as provided in the Bylaws.

ARTICLE V.
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the rules of the Board of Regents.

ARTICLE VI.
OFFICERS

Section 6.1 - Number: The officers of the Corporation will include a President, Vice President, a Secretary/Treasurer, and any other officer identified in the Bylaws.

Section 6.2 - Manner of Election: The Dean of the College will serve as President of the Corporation by virtue of his or her position as Dean. The Secretary/Treasurer and Vice President of the Corporation will be elected as provided in the Bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

The corporation shall be managed, its properties controlled and its affairs governed under the direction of its Board of Directors. The terms and manner of election of the directors shall be as provided in the Bylaws.
ARTICLE VIII.
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

ARTICLE X.
OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Health Professions, 1600 S.W. Archer Road, Suite NL-2, Gainesville, Florida 32610. The mailing address of the registered office is P.O. Box 100185, Gainesville, Florida 32610. The name of the Corporation's registered agent at the registered office is Kimberly Rovansek.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 22\textsuperscript{nd} day of February, 2018.

\begin{center}
Michael Perri, PhD  
Chair, Board of Directors
\end{center}

(State of Florida)

(County of Alachua)

The foregoing instrument was acknowledged before me this 22\textsuperscript{nd} day of February 2018 by Michael G. Perri, Ph.D., ABPP, the Chairperson of the Board of Directors of Florida Health Professions Association, Inc., a Florida not-for-profit Corporation.

\begin{center}
\begin{tabular}{c}
\textbf{Notary} \\
\textbf{CATHARINE E. DI LEVA} \\
Printed/Typed Name of Notary \\
Commission No. CL 181075 Expires: 3/1/2022 \\
Personally known \checkmark \quad /ID Produced: \hspace{1cm} \\
Approved: \hspace{1cm} \textbf{Michael Perri} \\
Dean, College of Public Health and Health Professions \\
\textbf{Director, FHPA, Inc, Andrea M. Burne}
\end{tabular}
\end{center}
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the Florida Health Professions Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

[Signature]

Andrea M. Burne
AMENDED AND RESTATED
BYLAWS
OF
FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC.
(Adopted on November 17th, 2008)

ARTICLE I.

NAME
The name of this Corporation shall be FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.

PURPOSE
The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Public Health and Health Professions, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III.

MEMBERSHIP
The membership of the Corporation shall consist of the Dean of the College of Public Health and Health Professions ("College"). The University of Florida's Senior Vice President for Health Affairs or designee, a College Administrator appointed by the Dean and each faculty member of the College. Each member must be a full-time member of the faculty of the College, with the exception of the University of Florida’s Senior Vice President for Health Affairs or designee.

ARTICLE IV.

FISCAL YEAR
The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE V.

MEETINGS
Section 5.1 Annual Meeting. There shall be an annual meeting of the members of the Board of Directors and Audit Committee on the third Wednesday of October in each year, held each Fall. For (i) the election of an at large member of the Board in any year such election is required by the Corporation’s Articles of Incorporation; (ii) the purpose of receiving reports of officers, directors and committees, and (iii) the transaction of other business. The notice of the meeting, signed by the

Commented [YB1]: Andrea, so faculty aren’t members of the corporation?

Commented [BM2]: Can we delete this or is that not necessary? I prefer silence....

Commented [YB3]:

Commented [BM4]: Do we need to change this?

Commented [YB5]: Is this still accurate?
secretary, shall either be mailed, except as herein or by statute otherwise provided, to the last recorded address of each member or posted electronically at least ten (10) days and not more than fifty (50) days before the time appointed for each meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.

Section 5.2 Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the annual meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida and any action may be taken thereat if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. Quorum. The presence in person or by proxy of a majority of Board members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5. Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6. Order of Business. The order of business shall be as follows at all meetings of the Corporation’s members, Board of Directors or Executive Committee:

(a) Recording the roll.
(b) Proof of Notice of meeting or waiver of notice.
(c) Reading of minutes.
(d) Receiving communications.
(e) Election of officers and new members (if applicable).
(f) Reports of officers.
(g) Reports of committees.
(h) Unfinished business.
(i) New business.

Any question as to priority of business shall be decided by the chairperson without debate.

This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.

ARTICLE VI.

BOARD OF DIRECTORS

Section 6.1 Membership. The Board of Directors shall consist of the Dean of the College or designee, University President or designee, the University of Florida’s Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs, Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean, and two members of the Corporation elected by the Board of Directors or Executive Committee.
nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2 Term of Office. The Dean of the College, University President, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee of any of them, and the College Administrator will serve as a member of the Board for such a time as such person continues to serve in such person’s respective capacity. Elected members will serve for a period of two years with staggered terms. Members may serve more than one term as long as the terms are not consecutive.

Section 6.3 Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into it hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise concerted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

Section 6.4 Meetings of the Board. An annual meeting of the Board will be held in October, Fall term of each year at such time and place as designated by the Board. In addition to the annual meeting, the Board shall meet quarterly and at any special meeting duty called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of three (3) members of the Board. The Secretary/Treasurer will give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5 Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside the State of Florida and any action may be taken thereat, if notice is waived in writing by a majority of all members of the Board.

Section 6.6 Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President, the quorum present may choose a Chairperson for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective
of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 6.7 Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, Associate Dean, University President, the College Administrator, or Senior Vice President for Health Affairs or Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or any respective designee, a vacancy shall be filled by the person who succeeds such person in his or her respective position. In the case of each of the Chairpersons and the At Large Member, a vacancy will be filled by a majority vote by the members of the Nominating Committee at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced Chairperson or At Large Member, as applicable.

Section 6.8 Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII
OFFICERS

Section 7.1 Number. The officers of the Corporation will include a President, Vice President, and any other officer identified in these Bylaws and any amendments thereto.

Section 7.2 Method of Election. The Board will elect the Vice President and the Secretary/Treasurer for a term of two (2) years. A majority of a quorum present will be necessary to constitute an election. All officers except the President may be removed, with or without cause, by a majority vote of the Board of Directors.

Section 7.3 Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The Dean of the College will serve as President of the Corporation by virtue of his or her position as Dean. The President shall preside at the respective meetings of the members of the Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee. The President shall also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the office of the President. Additionally, the President may recommend and appoint standing and special committees in accordance with Article VIII herein.

Vice President. On case of death or absence of the President, or of his inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary/Treasurer. It shall be the duty of the Secretary/Treasurer to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings or a Board member as their designee; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify officers and members of the Corporation of their election; notify members of the Corporation of their appointment of committees;
furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, keep an account of all monies received and expended for the use of the Corporation and make disbursements only upon vouchers approved in writing by any member of the Board and the Dean of the College or the Dean’s designee; serve as custodian of all funds using a bank, or banks, or trust company approved by the Board; make a report concerning the Corporations’ financial statements at the annual meeting or when called upon by the President; coordinate with the Finance Committee to develop and present the Corporation’s annual budget; and generally to devote his best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary/Treasurer, the Board of Directors may appoint a Secretary/Treasurer pro tem. The Secretary/Treasurer shall be the keeper of the Corporation’s seal.

The funds, books and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President.

Section 7.4 Bond of Secretary/Treasurer. The Treasurer shall give to the Corporation such security of the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.6 Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.7 Chief Executive Officer. Any officer or other person serving as the Corporation’s Chief Executive Officer (regardless of actual title) shall be selected or appointed only after approval by the President of the University of Florida who shall consult with the Board of Directors in this regard. The Chief Executive Officer shall report to the Board of Directors and to the President of the University of Florida or his or her designee. The Chief Executive Office may be removed for any reason by majority vote of the Board of Directors and may be removed for cause by the President of the University of Florida after consulting with the Board of Directors.

Section 7.7 Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.

COMMITTEES

Section 8.1 Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the President of the Corporation and the Corporation’s Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted...
by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by an Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Bylaws or Articles of Incorporation.

Section 8.2 Committee on Nominations. During the month of September in every year, the chairs of each of the College’s six (6) departments serving as the Nominating Committee, will meet to nominate candidates for the Board members to be elected by the Board at the appropriate annual meeting. The Nominating Committee will notify the Secretary/Treasurer in writing, at least twenty (20) days before the date of the annual meeting, of the names of such candidates, and the Secretary/Treasurer, except as herein otherwise provided, will mail a copy thereof to the last recorded address of each member simultaneously with the notice of the annual meeting.

Section 8.3 Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board’s approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation’s affairs.

Section 8.4 Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.5 Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for oversight of the integrity of financial reporting, internal controls and the independence and performance of the audit function of the Corporation’s independent auditors.

Section 8.6 Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire members decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.7 Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacany on the committee.

Section 8.8 Committee Removal. A committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 Assignment. Each full-time Clinical Provider faculty member of the faculty shall assign to the University all faculty practice income collected by such member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees or other income derived

Commented [BM33]: Can we delete this?
Commented [BM34]: We only have the “audit” committee, which meets with the full board since the total meeting takes less than ½ hour.
Commented [YB35]: Ok
Commented [BM36]: We have some Clinical FTE less than 1.0. Also we have many faculty in our current College construct who do not nor never will provide services that would flow through FHPA. Thus my concern about the membership language.
from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund described in Article X Section 10.3.

ARTICLE X.

EXPENDITURES OF RECEIPTS

Section 10.1 Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Incentive Plan of the College.

Section 10.2 Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of charitable, scientific and educational purposes at the College and shall be made only after approval by the Dean of the College or his/her designee, and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 Dean’s Fund. A Dean’s Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation of the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board.

ARTICLE XI.

ADMINISTRATION POLICIES

Section 11.1 Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning the Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.
Section 11.2 Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be sent not later than the end of the third month following the close of the Corporation’s fiscal year to the President of the University of Florida or designee and the Dean of the College for their review and then forwarded to the Board of Governors for review.

Section 11.3 Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or designee for approval and which will be forwarded to the Board of Governors for review.

ARTICLE XII.

SEAL

The seal of the Corporation shall be as more particularly shown in the following impression.

ARTICLE XIII.

AMENDMENTS

The Bylaws and the Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.

INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceedings, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

Commented [BM37]: We only pay the external auditor’s bill from the practice plan. Everything else runs through UF side of the house via transfers.

Commented [YB38]: Governance enhancement
In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative sources(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV.

MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation’s compliance with federal and state laws and rules.

Section 15.4 Definitions. As used by these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.
“Directors” means the members of the Board of Directors of the Corporation.
“Corporation” means the Florida Health Professions, Inc.
“Ex Officio” means by virtue or because of an office.
“For cause” means consistent poor performance or action or omissions that may adversely reflect on the interest and/or reputation of the Corporation of The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.
“Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.
“University” or “UF” means the University of Florida.
“University President” “President” or “President of the University” means the President of the University of Florida.
In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.

I HEREBY VERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of Florida Health Professions Association, Inc. and were adopted by the Board of Directors on ________________.

By: Michael G. Perri, Ph.D., ABPP, President

Attest: ______________________________

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this ____ day of ____________ 2017 by ____________________ the Chairperson of the Board of Directors of Florida Health Professions Association, Inc., a Florida not-for-profit Corporation.

____________________________________
Notary
AMENDED AND RESTATE
BYLAWS
OF
FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC.
(Adopted on February 21, 2018)

ARTICLE I.
NAME

The name of this Corporation shall be FLORIDA HEALTH PROFESSIONS ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Public Health and Health Professions, all as determined by The University of Florida Board of Trustees (“UFBOT”), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The membership of the Corporation shall consist of the Dean of the College of Public Health and Health Professions (“College”), the University of Florida’s Senior Vice President for Health Affairs or designee, and a College Administrator appointed by the Dean. Each member must be a full-time member of the faculty of the College, with the exception of the University of Florida’s Senior Vice President for Health Affairs or designee.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE V.
MEETINGS

Section 5.1 Annual Meeting. There shall be an annual meeting of the Board of Directors held each Fall for (i) the election of an at-large member of the Board in any year such election is required by the Corporation’s Articles of Incorporation; (ii) the purpose of receiving reports of officers, directors and committees, and (iii) the transaction of other business. The notice of the meeting, signed by the secretary, shall either be mailed, except as herein or by statute otherwise provided, to the last recorded address of each member or posted electronically at least ten (10) days and not more than fifty (50) days before the time appointed for each meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.
Section 5.2 Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the annual meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida and any action may be taken thereat if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. Quorum. The presence in person or by proxy of a majority of Board members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5. Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6. Order of Business. The order of business shall be as follows at all meetings of the Corporation’s members, Board of Directors or Executive Committee:

(a) Recording the roll.
(b) Proof of Notice of meeting or waiver of notice.
(c) Reading of minutes
(d) Receiving communications.
(e) Election of officers and new members (if applicable).
(f) Reports of officers.
(g) Reports of committees.
(h) Unfinished business.
(i) New business.

Any question as to priority of business shall be decided by the chairperson without debate.

This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.

ARTICLE VI.
BOARD OF DIRECTORS

Section 6.1 Membership. The Board of Directors shall consist of the Dean of the College or designee, University President or designee, the University of Florida’s Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean, and two members of the Corporation elected by the Board of Directors. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.
Section 6.2 Term of Office. The Dean of the College, University President, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, and the College Administrator will serve as a member of the Board for such a time as such person continues to serve in such person’s respective capacity.

Section 6.3 Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into it hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise concerted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

The Corporation’s power and authority to borrow money by issuing long or short term notes, bonds or debentures: to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President for Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan and the rules and regulations of The University of Florida Board of Trustees and the Florida Board of Governors, as amended from time to time, including the UFBOT Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 6.4 Meetings of the Board. An annual meeting of the Board will be held in Fall term of each year at such time and place as designated by the Board. In addition to the annual meeting, the Board shall meet at any special meeting duty called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of three (3) members of the Board. The Secretary/Treasurer will give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5 Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside the State of Florida and any action may be taken thereat, if notice is waived in writing by a majority of all members of the Board.

Section 6.6 Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President, the quorum present may choose a Chairperson for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 6.7 Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, Associate Dean, University President, the College Administrator, or Senior Vice President for Health Affairs or Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee,
a vacancy shall be filled by the person who succeeds such person in his or her respective position. In the case of each of the Chairpersons and the At Large Member, a vacancy will be filled by a majority vote by the members of the Nominating Committee at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced Chairperson or At Large Member, as applicable.

Section 6.8 Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII.
OFFICERS

Section 7.1 Number. The officers of the Corporation will include a President, Vice President of the Corporation for as long as he or she holds the position of Dean and any other officer identified in these Bylaws and any amendments thereto.

Section 7.2 Method of Election. The Board will elect the Vice President and the Secretary/Treasurer. A majority of a quorum present will be necessary to constitute an election.

Section 7.3 Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The Dean of the College will serve as President of the Corporation by virtue of his or her position as Dean. The President shall preside at the respective meetings of the members of the Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee. The President shall also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the office of the President. Additionally, the President may recommend and appoint standing and special committees in accordance with Article VIII herein.

Vice President. Om case of death or absence of the President, or of his inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary/Treasurer. It shall be the duty of the Secretary/Treasurer to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings or a Board member as their designee; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify officers and members of the Corporation of their election; notify members of the Corporation of their appointment of committees; furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, keep an account of all monies received and expended for the use of the Corporation and make disbursements only upon vouchers approved in writing by any member of the Board and the Dean of the College or the Dean’s designee; serve as custodian of all funds using a bank, or banks, or trust company approved by the Board; make a report concerning the Corporations’ financial statements at the annual meeting or when called upon by the President; coordinate with the Finance Committee to develop and present the Corporation’s annual budget; and generally to devote his best efforts to forwarding the business and advancing the interests of the
Corporation. In case of absence or disability of the Secretary/Treasurer, the Board of Directors may appoint a Secretary/Treasurer pro tem. The Secretary/Treasurer shall be the keeper of the Corporation’s seal.

The funds, books and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President.

Section 7.4 Bond of Secretary/Treasurer. The Treasurer shall give to the Corporation such security of the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.6 Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.7 Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.

COMMITTEES

Section 8.1 Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the President of the Corporation and the Corporation’s Secretary/Treasurer. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by an Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Bylaws or Articles of Incorporation.

Section 8.2 Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board’s approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation’s affairs.

Section 8.3 Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.4 Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee,
to provide for oversight of the integrity of financial reporting, internal controls and the independence and performance of the audit function of the Corporation’s independent auditors.

Section 8.5 Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire members decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.6 Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.7 Committee Removal. A committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 Assignment. Each member of the faculty shall assign to the University all faculty practice income collected by such member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund described in Article X Section 10.3.

ARTICLE X.
EXPENDITURES OF RECEIPTS

Section 10.1 Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulates, expended and distributed as provided in the Faculty Incentive Plan of the College.

Section 10.2 Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of charitable, scientific and educational purposes at the College and shall be made only after approval by the Dean of the College or his/her designee and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 Dean’s Fund. A Dean’s Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation of the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and
programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning the Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be sent not later than the end of the third month following the close of the Corporation’s fiscal year to the President of the University of Florida or designee and the Dean of the College for their review and then forwarded to the Board of Governors for review.

Section 11.3 Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or designee for approval and which will be forwarded to the Board of Governors for review.

ARTICLE XII.
SEAL

The seal of the Corporation shall be as more particularly shown in the following impression.

ARTICLE XIII.
AMENDMENTS

The Bylaws and the Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceedings, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person
shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative sources(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV.
MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation’s compliance with federal and state laws and rules.

Section 15.4 Definitions. As used by these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the Florida Health Professions, Inc.

“Ex Officio” means by virtue or because of an office.

“For cause” means consistent poor performance or action or omissions that may adversely reflect on the interest and/or reputation of the Corporation of The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

“Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the
University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

“University” or “UF” means the University of Florida.

“University President” “President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.
I HEREBY VERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of Florida Health Professions Association, Inc. and were adopted by the Board of Directors on February 21, 2018.

By: Michael G. Perri, Ph.D., ABPP, President

Attest: 

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this 22nd day of February 2018 by Michael G. Perri, Ph.D., ABPP, the Chairperson of the Board of Directors of Florida Health Professions Association, Inc., a Florida not-for-profit Corporation.

Notary

Catherine E Di Lena
Printed/Typed Name of Notary

Commission No. Expires: 3/1/2022
Personally known /ID Produced:

Approved: 

Dean, College of Public Health and Health Professions

Director, Andrea M. Burne
To: Department of State  
Tallahassee, FL 32304  

The undersigned, as Chair of the Board of Directors of UNIVERSITY OF FLORIDA COLLEGE OF NURSING FACULTY PRACTICE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998;

That on July 29, 2009, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on December 11, 2017, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.  
NAME  

The name of the Corporation is UNIVERSITY OF FLORIDA COLLEGE OF NURSING FACULTY PRACTICE ASSOCIATION, INC. The principal office and place of business of the Corporation shall be University of Florida College of Nursing, 101 S. Newell Drive, Room 4234, Gainesville, Florida 32611.

ARTICLE II.
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1. - Purposes: The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Science Center and the College of Nursing, all as determined by The University of Florida Board of Trustees, and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. - Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the rules of The University of Florida Board of Trustees and the Florida Board of Governors, as amended from time to time, including the University of Florida Board of Trustees Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation for the benefit of the University of Florida College of Nursing provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Nursing, preferably for its nursing programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III, POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.
ARTICLE IV.
MEMBERSHIP

The Dean of the University of Florida's College of Nursing, (the "College"), the University of Florida's Senior Vice President for Health Affairs or designee, a College Administrator appointed by the Dean and each full-time faculty member of the College will be members. Each member must be a full-time member of the faculty of the College, with the exception of University of Florida's Senior Vice President for Health Affairs or designee.

ARTICLE V.
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI.
OFFICERS

Section 6.1 - Number: The officers of the Corporation will include a Chair, a Vice Chair, a Secretary, and a Treasurer, and any other officers as provided in the Bylaws. The offices of Secretary and Treasurer may be consolidated and held by one person.

Section 6.2 - Manner of Election: The officers of the Corporation will be elected as provided in the Bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

Section 7.1 - Number: The Board of Directors will consist of the Dean of the College or designee, University President or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, or designee, a College Administrator appointed by the Dean, and two members of the Corporation elected in the manner provided in the Bylaws.

ARTICLE VIII.
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.
OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Nursing, 101 S. Newell Drive, Room 4234, Gainesville, Florida 32611. The mailing address of the registered office is P. O. Box 100197, Gainesville, Florida 32610. The name of the Corporation's registered agent at the registered office is Todd W. Fraser, Myra Dee Williams.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 11th/29th day of December/July, 2017/2009.

_____________________________                                             _________________________
Anna M. McDaniel           Denise Schentrup
Chair, Board of Directors          Secretary/Treasurer

STATE OF FLORIDA )
COUNTY OF ALACHUA )

The foregoing instrument was acknowledged before me this 11th/29th day of November/July, 2017/2009, by Anna M. McDaniel and Denise Schentrup, who are personally known to me and who did take an oath.

REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for University of Florida College of Nursing Faculty Practice Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

________________________
Todd W. Fraser
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF UNIVERSITY OF FLORIDA COLLEGE OF NURSING FACULTY PRACTICE ASSOCIATION, INC.

To: Department of State
Tallahassee, FL 32304

The undersigned, as Chair of the Board of Directors of UNIVERSITY OF FLORIDA COLLEGE OF NURSING FACULTY PRACTICE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998;

That on July 29, 2009, the Board of Directors voted to amend and restate in their entirety the Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida approved the amendment and restatement; and

That on December 11, 2017, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of the Corporation is UNIVERSITY OF FLORIDA COLLEGE OF NURSING FACULTY PRACTICE ASSOCIATION, INC. The principal office and place of business of the Corporation shall be University of Florida College of Nursing, 101 S. Newell Drive, Room 4234, Gainesville, Florida 32611.

ARTICLE II.
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 2.1. - Purposes: The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Science Center and the College of Nursing, all as determined by The University of Florida Board of Trustees, and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.
Section 2.2. - Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the rules of The University of Florida Board of Trustees and the Florida Board of Governors, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. - Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation for the benefit of the University of Florida College of Nursing provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Nursing, preferably for its nursing programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.
MEMBERSHIP

The Dean of the University of Florida's College of Nursing, (the "College"), the University of Florida's Senior Vice President for Health Affairs or designee, a College Administrator appointed by the Dean and each full-time faculty
member of the College will be members. Each member must be a full-time member of the faculty of the College, with the exception of University of Florida's Senior Vice President for Health Affairs or designee.

ARTICLE V.
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI.
OFFICERS

Section 6.1 - Number: The officers of the Corporation will include a Chair, a Vice Chair, a Secretary, and a Treasurer, and any other officer as provided in the Bylaws. The offices of Secretary and Treasurer may be consolidated and held by one person.

Section 6.2 - Manner of Election: The officers of the Corporation will be elected as provided in the Bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

Section 7.1 - Number: The Board of Directors will consist of the Dean of the College or designee, University President or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean, and two members of the Corporation elected in the manner provided in the Bylaws.

ARTICLE VIII.
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.
ARTICLE X.
OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Nursing, 101 S. Newell Drive, Room 4234, Gainesville, Florida 32611. The mailing address of the registered office is P. O. Box 100197, Gainesville, Florida 32610. The name of the Corporation's registered agent at the registered office is Todd W. Fraser.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 11th day of December, 2017.

Anna M. McDaniel
Chair, Board of Directors

Denise Schentrup
Secretary/Treasurer

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this 22nd day of January 2017 by Anna M. McDaniel, the Chair of the Board of Directors of the University of Florida College of Nursing Faculty Practice Association, Inc., a Florida not-for-profit Corporation.

[Signature]
Notary

[Signature]
Printed/Typed Name of Notary
Commission No. 6608089; Expires: 5/2/2021
Personally known: [ ] ID Produced:

Approved:  
Dean, College of Nursing

[Signature]
Secretary

[Notary Seal]
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for University of Florida College of Nursing Faculty Practice Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

Todd W. Fraser
AMENDED AND RESTATED
BYLAWS OF
UNIVERSITY OF FLORIDA COLLEGE OF NURSING
FACULTY PRACTICE ASSOCIATION, INC.
(Adopted on December 11, 2017 [October 30, 2008].)

ARTICLE I.
NAME

The name of this Corporation shall be UNIVERSITY OF FLORIDA COLLEGE OF
NURSING FACULTY PRACTICE ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals
of the University of Florida and its J. Hillis Miller Health Center and the College of Nursing, all as determined
by The University of Florida Board of Trustees, and it shall be operated exclusively for charitable,
scientific and educational purposes and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The voting membership of the Corporation will consist of the Dean of the College of Nursing
("College"), the University of Florida's Senior Vice President - Health Affairs or designee, a College
Administrator appointed by the Dean and each full-time faculty member of the College. Each member
must be a full-time member of the faculty of the College, with the exception of the University of
Florida's Senior Vice President - Health Affairs.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day
of June in each year.

ARTICLE V.
MEETINGS

Section 5.1 - Annual Meeting. There shall be an annual meeting of the members in the spring
semester of each year for (i) the election of members of the Board in any year such election is
required, (ii) receiving annual reports of officers, directors and committees and (iii) the transaction
of other business. The announcement of the meeting, signed by the Secretary, shall be sent by
electronic or regular mail, except as herein or by statute otherwise provided, at least ten days and not
more than fifty (50) days before the time appointed for each meeting. All notices of the regular
meeting shall set forth the place, date, time and purpose of the meeting.

Section 5.2 - Special Meetings. Special meetings of the membership may be called by the

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Board of Directors at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3 – Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4 – Quorum. The presence in person of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 – Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 – Order of Business. The order of business shall be as follows at all meetings of the Corporation and Board of Directors:

(a) Recording the roll.
(b) Proof of notice of meeting or waiver of notice.
(c) Reading of the minutes.
(d) Receiving communications.
(e) Election of officers (if applicable).
(f) Report of officers.
(g) Reports of committees.
(h) Unfinished business.
(i) New business.

Any question as to priority of business shall be decided by the chairperson without debate.

This order of business may be altered or suspended at any meeting by a majority vote of the members present.

ARTICLE VI
BOARD OF DIRECTORS

Section 6.1 –Membership. The Board of Directors will consist of the Dean of the College or designee, the University of Florida's Senior Vice President - Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2 Term. The Dean of the College, the College Administrator, University President or designee, the Senior Vice President - Health Affairs and the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee of any of the foregoing, will serve as members of the Board for such time as such persons continue to serve in their respective capacities. Any other member of the Board will serve for a term of two years, or until his or her successor, as the case may be, has been elected and qualified, or until earlier termination by death, disability, resignation or removal. Vacancies in the Board of Directors will be filled by the Board for the remainder of the unexpired term.

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respective capacities. Elected members will serve for a period of two (2) years with staggered terms.

Section 6.3 - Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to its officers.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President - Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan and the rules and regulations of the University of Florida Board of Trustees and of the Board of Governors as amended from time to time, including the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 6.4 - Meetings of the Board. Regular meetings of the Board of Directors shall be held at least quarterly, and at such other times as shall be determined by the Board at its regular meetings or at any special meeting duly called for that purpose. No formal notice shall be necessary for regular meetings of the Board. Special meetings of the Board may be called by the Chair of the Board or upon the written request of a majority of Board members. The Secretary shall give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5 - Waiver. Notwithstanding the provisions of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida, and any action may be taken thereat, if notice is waived in writing by three-fourths (3/4) of all members of the Board.

Section 6.6 - Quorum. Four members of the Board of Directors will constitute a quorum for the transaction of business. In the absence of the Chair and Vice Chair, the quorum present may choose a Chair for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it shall be filled without undue delay. In the case of the Dean, University President, the College Administrator, Senior Vice President - Health Affairs, or Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or any respective designee, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced, elected member.
Section 6.8 Conflicts of interest. Members of the Board are required to divulge any potential conflicts of interest to the Chair, Board of Directors. The Chair is required to report potential conflicts of interest to the Senior Vice President - Health Affairs.

Section 6.9 - Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII. OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a Chair/Chief Executive Officer (referred to herein as the "Chair"), who shall be the Dean of the College, a Vice Chair, a Secretary, and a Treasurer and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may be consolidated and held by one person, if so determined by the Board of Directors.

Section 7.2 - Method of Election. The Board of Directors shall elect all officers, other than the Chair, for a term of two (2) years, staggered. A majority of quorum present shall be necessary to constitute an election. Elected officers will take office on July 1 following their election. All officers other than the Chair may be removed, with or without cause by a majority vote of the Board of Directors. The Chair is appointed and may be removed as provided in Section 7.6.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

Chair. The Chair will preside at the respective meetings of the members of the Corporation and the Board of Directors, and will be a member ex officio with a right to vote on all committees of the Board. The Chair will also, at the annual meeting of the Corporation and such other times as the Chair deems proper, communicate to the Corporation or to the Board such matters and make such suggestions as may, in the Chair's opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and will perform such other duties as are incident to the office of the Chair.

Vice Chair. In case of the absence or death of the Chair, or of the latter's inability from any cause to act, the Vice Chair will perform the duties of the Chair.

Secretary. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and the Board of Directors and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to collect any fees, annual dues, and subscriptions and pay them over to the Treasurer; to notify the officers and members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and upon request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation's seal.
Treasurer. The Treasurer shall maintain the Corporation's financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or the Dean's designee and subject to the Dean's inspection and control. At the expiration of the Treasurer's term of office, the Treasurer shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the Chair. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem.

Section 7.4 - Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 - Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.6 - Chief Executive Officer. The Chief Executive Officer, who is also the Chair, shall be appointed by the President of the University of Florida. The Chief Executive Officer shall report to the Board of Directors and to the President of the University of Florida or his or her designee. The Chief Executive Officer may be removed for any reason by majority vote of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consulting with the Board of Directors.

Section 7.7 Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.
COMMITTEES

Section 8.1 Committee on Nominations. The College of Nursing Nominating Committee will serve as the Nominating Committee for the Corporation and will nominate candidates for elected membership to the Board. The Nominating Committee will notify the Secretary in writing, at least twenty (20) days before the date of the annual meeting, of the names of such candidates, and the Secretary, except as herein otherwise provided, will send by electronic or regular mail a copy thereof to the last recorded address of each member simultaneously with the notice of the meeting.

Section 8.2 - Independent Nominations. Nominations for the Board may also be made by the written endorsement of not less than ten (10) members of the Corporation, if forwarded to the Secretary at least fifteen (15) days prior to the annual meeting of the Corporation for immediate transmittal by the Secretary to the members.

Section 8.3 - Standing Committees. At the annual meeting of the Board, or as soon thereafter as practicable, the Chair shall, subject to the Board's approval, appoint such committees and as he or she may deem necessary and advisable to assist in the conduct of the Corporation's affairs. Standing
committees include, but are not limited to, the Faculty Practice Committee and the Audit Committee.

The College of Nursing Faculty Practice Committee will serve as the Faculty Practice Committee for the Corporation. Authority, duties, and membership are listed in the Bylaws of the Faculty Organization of the College of Nursing.

Purpose, functions, composition, meetings and statement of independence of the Audit Committee are explicated in the University of Florida College of Nursing Faculty Practice Association, Inc. Audit Committee Charter. The Audit Committee Charter, and any amendments thereto, shall be approved by the President of the University of Florida or his or her designee.

Section 8.4 - Special Committees. The Chair may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.5 – Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.6 – Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.7 – Committee Removal. A committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 – Assignment. Each full time member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by said member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 – Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund as described in Article X Section 10.3.

ARTICLE X.
EXPENDITURE OF RECEIPTS

Section 10.1 – Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2 – Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of
education and research at the College and shall be made only after approval by the Dean of the College or designee and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 - College Fund. A College Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning, and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriated by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to fifteen percent (15%) of the net funds collected.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 - Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21 and any amendments thereto, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 - Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be promptly sent not later than the end of the third month following the close of the Corporation's fiscal year to the President of the University of Florida or his or her designee and the Dean of the College of Nursing for their review and then forwarded to the Board of Governors for review.

Section 11.3 - Operating Budget. An operating budget shall be prepared for the corporation at least annually and recommended by the Dean and Senior Vice President - Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for review and approval.

ARTICLE XII.
SEAL

The Seal of the Corporation shall be as more particularly shown in the following impression.

ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when
required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.
ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interest of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself or herself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative source(s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative source(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE X.
MISCELLANEOUS

Section 15.1 - Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 - Policies. The Corporation shall at all times adhere to and abide by the policies of the University of Florida in effect from time to time with respect to ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 - Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation's compliance with federal and state laws and rules.

Section 15.4 - Definitions: As used in these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the Faculty Practice Association, Inc.

“Ex Officio” means by virtue or because of an office.

"For cause" means actions or omissions that may adversely reflect on the interest and/or reputation of
the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

Unacceptable performance” means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of University of Florida College of Nursing Faculty Practice Association, Inc. and were adopted by the Board of Directors on ________________.

By: Anna M. McDaniel, President

Attest: ______________________________________

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this ___ day of ____________ 2017 by ____________________

the Chair of the Board of Directors of the University of Florida College of Nursing Faculty Practice Association, Inc., a Florida not-for-profit Corporation.

_______________________________
Notary

_______________________________
Printed/Typed Name of Notary

_______________________________
Commission No. Expires:

_______________________________
Personally known /ID Produced:

_______________________________
Approved:

Dean, College of Nursing

_______________________________
Secretary
AMENDED AND RESTATED
BYLAWS OF
UNIVERSITY OF FLORIDA COLLEGE OF NURSING
FACULTY PRACTICE ASSOCIATION, INC.
(Adopted on December 11, 2017)

ARTICLE I.
NAME

The name of this Corporation shall be UNIVERSITY OF FLORIDA COLLEGE OF NURSING
FACULTY PRACTICE ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals of the
University of Florida and its J. Hills Miller Health Center and the College of Nursing, all as determined by The University
of Florida Board of Trustees, and it shall be operated exclusively for charitable, scientific and educational purposes
and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The voting membership of the Corporation will consist of the Dean of the College of Nursing
("College"), the University of Florida's Senior Vice President - Health Affairs or designee, a College
Administrator appointed by the Dean and each full-time faculty member of the College. Each member must be
a full-time member of the faculty of the College, with the exception of the University of Florida's Senior Vice
President - Health Affairs.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June
in each year.

ARTICLE V.
MEETINGS

Section 5.1 – Annual Meeting. There shall be an annual meeting of the members in the spring semester
of each year for (i) the election of members of the Board in any year such election is required, (ii) receiving
annual reports of officers, directors and committees and (iii) the transaction of other business. The
announcement of the meeting, signed by the Secretary, shall be sent by electronic or regular mail, except as
herein or by statute otherwise provided, at least ten days and not more than fifty (50) days before the time
appointed for each meeting. All notices of the regular meeting shall set forth the place, date, time and purpose
of the meeting.
Section 5.2 – Special Meetings. Special meetings of the membership may be called by the Board of Directors at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3 – Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4 – Quorum. The presence in person of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 – Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 – Order of Business. The order of business shall be as follows at all meetings of the Corporation and Board of Directors:

(a) Recording the roll.
(b) Proof of notice of meeting or waiver of notice.
(c) Reading of the minutes.
(d) Receiving communications.
(e) Election of officers (if applicable).
(f) Report of officers.
(g) Reports of committees.
(h) Unfinished business.
(i) New business.

Any question as to priority of business shall be decided by the chairperson without debate.

This order of business may be altered or suspended at any meeting by a majority vote of the members present.

ARTICLE VI.

BOARD OF DIRECTORS

Section 6.1 -Membership. The Board of Directors will consist of the Dean of the College or designee, University President or designee, the University of Florida's Senior Vice President - Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.
Section 6.2 Term. The Dean of the College, the College Administrator, University President, the Senior Vice President - Health Affairs and the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee of any of the foregoing, will serve as members of the Board for such time as such persons continue to serve in their respective capacities. Elected members will serve for a period of two (2) years with staggered terms.

Section 6.3 – Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to its officers.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President - Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan and the rules and regulations of the University of Florida Board of Trustees and of the Board of Governors as amended from time to time, including the Board of Trustees' Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 6.4 – Meetings of the Board. Regular meetings of the Board of Directors shall be held at least quarterly, and at such other times as shall be determined by the Board at its regular meetings or at any special meeting duly called for that purpose. No formal notice shall be necessary for regular meetings of the Board. Special meetings of the Board may be called by the Chair of the Board or upon the written request of a majority of Board members. The Secretary shall give five (5) days prior notice of any special meeting to all members of the Board.

Section 6.5 – Waiver. Notwithstanding the provisions of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida, and any action may be taken thereat, if notice is waived in writing by three-fourths (3/4) of all members of the Board.

Section 6.6 – Quorum. Four members of the Board of Directors will constitute a quorum for the transaction of business. In the absence of the Chair and Vice Chair, the quorum present may choose a Chair for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If no quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.
Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it shall be filled without undue delay. In the case of the Dean, University President, the College Administrator, Senior Vice President - Health Affairs, or Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced, elected member.

Section 6.8 Conflicts of interest. Members of the Board are required to divulge any potential conflicts of interest to the Chair, Board of Directors. The Chair is required to report potential conflicts of interest to the Senior Vice President - Health Affairs.

Section 6.9 - Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII.
OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a Chair/Chief Executive Officer (referred to herein as the "Chair"), who shall be the Dean of the College, a Vice Chair, a Secretary, a Treasurer and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may be consolidated and held by one person, if so determined by the Board of Directors.

Section 7.2 - Method of Election. The Board of Directors shall elect all officers, other than the Chair, for a term of two (2) years, staggered. A majority of quorum present shall be necessary to constitute an election. Elected officers will take office on July 1 following their election. All officers other than the Chair may be removed, with or without cause by a majority vote of the Board of Directors. The Chair is appointed and may be removed as provided in Section 7.6.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

Chair. The Chair will preside at the respective meetings of the members of the Corporation and the Board of Directors, and will be a member ex officio with a right to vote on all committees of the Board. The Chair will also, at the annual meeting of the Corporation and such other times as the Chair deems proper, communicate to the Corporation or to the Board such matters and make such suggestions as may, in the Chair's opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and will perform such other duties as are incident to the office of the Chair.

Vice Chair. In case of the absence or death of the Chair, or of the latter's inability from any cause to act, the Vice Chair will perform the duties of the Chair.

Secretary. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and the Board of Directors and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to collect any fees, annual dues, and subscriptions and pay them over to the Treasurer; to notify the officers and members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and upon
request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation's seal.

Treasurer. The Treasurer shall maintain the Corporation's financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or the Dean's designee and subject to the Dean's inspection and control. At the expiration of the Treasurer's term of office, the Treasurer shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the Chair. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem.

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Section 7.6 - Chief Executive Officer. The Chief Executive Officer, who is also the Chair, shall be appointed by the President of the University of Florida. The Chief Executive Officer shall report to the Board of Directors and to the President of the University of Florida or his or her designee. The Chief Executive Officer may be removed for any reason by majority vote of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consulting with the Board of Directors.

Section 7.7 Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

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COMMITTEES

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Section 9.2 – Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the account of the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund as described in Article X Section 10.3.

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Section 10.1. Use of Receipts. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.
Section 10.2 – Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of education and research at the College and shall be made only after approval by the Dean of the College or designee and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 – College Fund. A College Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning, and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriated by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to fifteen percent (15%) of the net funds collected.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 – Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 – Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be promptly sent not later than the end of the third month following the close of the Corporation’s fiscal year to the President of the University of Florida or his or her designee and the Dean of the College of Nursing for their review and then forwarded to the Board of Governors for review.

Section 11.3 – Operating Budget. An operating budget shall be prepared for the corporation at least annually and recommended by the Dean and Senior Vice President - Health Affairs and sent no later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for review and approval.

ARTICLE XII.
SEAL

The Seal of the Corporation shall be as more particularly shown in the following impression.
ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interest of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself or herself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative source(s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative source(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV.
MISCELLANEOUS

Section 15.1 - Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 - Policies. The Corporation shall at all times adhere to and abide by the policies of the University of Florida in effect from time to time with respect to ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 - Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation's compliance with federal and state laws and rules.
Section 15.4 - Definitions: As used in these Bylaws:

"Board of Trustees" or "UFBOT" means the University of Florida Board of Trustees.

"Directors" means the members of the Board of Directors of the Corporation.

"Corporation" means the Faculty Practice Association, Inc.

"Ex Officio" means by virtue or because of an office.

"For cause" means actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

"Unacceptable performance" means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation's authorized executive for this purpose.

"University" or "UF" means the University of Florida.

"University President" or "President of the University" means the President of the University of Florida.

In "writing" means on paper or via any electronic or digital means and "mailing" means by U.S. or another government's postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation's Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of University of Florida College of Nursing Faculty Practice Association, Inc. and were adopted by the Board of Directors on December 11, 2017.

By: Anna M. McDaniel, President

Attest:  

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this 2nd day of January, 2017 by  

Anna M. McDaniel

the Chair of the Board of Directors of the University of Florida College of Nursing Faculty Practice Association, Inc., a Florida not-for-profit Corporation.

Notary  

Danean K. Ermentrout

Printed/Typed Name of Notary
Commission No. 67608035
Expires: 5/3/2021
Personally known, /ID Produced:  

Approved:  

Anna M. McDaniel
Dean, College of Nursing

Secretary
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
UNIVERSITY OF FLORIDA
COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC.

To: Florida Department of State
    Tallahassee, FL 32304

The undersigned, as Chairperson of the Board of Directors and Secretary of UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998; and

That on August 12, 2008, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on ______________, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of the Corporation is UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC. The principal office and place of business of the Corporation shall be University of Florida College of Pharmacy, 101 S. Newell Drive, Room 4314, Gainesville, Florida 32610-0454.

ARTICLE II.
PURPOSES LIMITATIONS AND DISSOLUTION
Section 2.1. – Purpose: The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Pharmacy, all as determined by The University of Florida Board of Trustees, and it shall be operated for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. – Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the University of Florida Board of Trustees or the regulations of the Board of Trustees, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, Inc. for the benefit of the University of Florida College of Pharmacy provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Pharmacy, preferably for its medical programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.
MEMBERSHIP

The Dean and the College Administrator appointed by the Dean (or those individuals designated as "Acting" in those Positions) of the University of Florida's College of Pharmacy (the "College"), University of Florida's Senior Vice President for Health Affairs, and each participating faculty member of the College will be members.
ARTICLE V.
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the regulations of the University of Florida Board of Trustees.

ARTICLE VI.
OFFICERS

Section 6.1- Number: The officers of the Corporation will include a President, Vice President, a Secretary, a Treasurer, and an Executive Vice President, if one is selected by the President, and any other officer as provided in the Bylaws. The offices of Secretary and Treasurer may be consolidated and held by one person, if so determined by the Nominating Committee. The President may select an Executive Vice President of the Corporation and may delegate to the Executive Vice President the responsibility for the day-to-day management and operation of the Corporation.

Section 6.2- Manner of Election: The officers of the Corporation will be elected by the Board.

ARTICLE VII.
BOARD OF DIRECTORS

Section 7.1 Number: The Board of Directors will consist of the Dean of the College, University President or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, or his designee, a College Administrator appointed by the Dean and two members of the Corporation elected in the manner provided in the bylaws.

Section 7.2 - Executive Committee: Once the Corporation is fully established and should need arise, pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1. Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2. Designate candidates for the office of director.
3. Fill vacancies on the Board or any committee thereof.
4. Amend the Articles of Incorporation or Bylaws.

ARTICLE IX.
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE X.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

ARTICLE XI.
OFFICE AND REGISTERED AGENT

The street address of the principal and registered office of the Corporation is University of Florida College of Pharmacy, 101 S. Newell Drive, Room 4314, Gainesville, Florida 32610-0484. The mailing address of both the Corporation and the registered office is P.O. Box 100484, Gainesville, Florida 32610. The name of the Corporation's registered agent at the registered office is John Evangelista.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this ______________ day of ______________, 2018.
Julie Johnson            John Gums
Chair, Board of Directors          Secretary/Treasurer

STATE OF FLORIDA )
COUNTY OF ALACHUA )

The foregoing instrument was acknowledged before me this __________ day of ____________ 2018,
by Julie Johnson and John Gums, who are personally known to me and who did take an oath.

REGISTERED AGENT’S ACCEPTANCE

Having been named to accept service of process for University of Florida College of Pharmacy Faculty
Practice Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

________________________
John Evangelista
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
UNIVERSITY OF FLORIDA
COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC.

To: Florida Department of State
Tallahassee, FL 32304

The undersigned, as Chairperson of the Board of Directors and Secretary of UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes hereby certify:

That the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on May 12, 1998; and

That on August 12, 2008, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida approved the amendment and restatement; and

That on February 14, 2018, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statues.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of the Corporation is UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC. The principal office and place of business of the Corporation shall be University of Florida College of Pharmacy, 101 S. Newell Drive, Room 4314, Gainesville, Florida 32610-0454.

ARTICLE II.
PURPOSES LIMITATIONS AND DISSOLUTION

Section 2.1. – Purpose: The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of
Pharmacy, all as determined by The University of Florida Board of Trustees, and it shall be operated for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. Limitations on Actions: All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the University of Florida Board of Trustees or the regulations of the Board of Trustees, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3. Dissolution: Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, Inc. for the benefit of the University of Florida College of Pharmacy provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Pharmacy, preferably for its medical programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any subsequent revenue laws), may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.
MEMBERSHIP

The Dean and the College Administrator appointed by the Dean (or those individuals designated as "Acting" in those Positions) of the University of Florida's College of Pharmacy (the "College"), University of Florida's Senior Vice President for Health Affairs, and each participating faculty member of the College will be members.
ARTICLE V.
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the regulations of the University of Florida Board of Trustees.

ARTICLE VI.
OFFICERS

Section 6.1- Number: The officers of the Corporation will include a President, Vice President, a Secretary, a Treasurer, an Executive Vice President, if one is selected by the President, and any other officer as provided in the Bylaws. The offices of Secretary and Treasurer may be consolidated and held by one person, if so determined by the Nominating Committee. The President may select an Executive Vice President of the Corporation and may delegate to the Executive Vice President the responsibility for the day-to-day management and operation of the Corporation.

Section 6.2- Manner of Election: The officers of the Corporation will be elected by the Board.

ARTICLE VII.
BOARD OF DIRECTORS

Section 7.1 Number: The Board of Directors will consist of the Dean of the College, University President or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, a College Administrator appointed by the Dean and two members of the Corporation elected in the manner provided in the bylaws.

Section 7.2 -Executive Committee: Once the Corporation is fully established and should need arise, pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1. Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2. Designate candidates for the office of director.
3. Fill vacancies on the Board or any committee thereof.
4. Amend the Articles of Incorporation or Bylaws.

ARTICLE VIII.
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT
Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

ARTICLE X.
OFFICE AND REGISTERED AGENT

The street address of the principal and registered office of the Corporation is University of Florida College of Pharmacy, 101 S. Newell Drive, Room 4314, Gainesville, Florida 32610-0484. The mailing address of both the Corporation and the registered office is P.O. Box 100484, Gainesville, Florida 32610. The name of the Corporation's registered agent at the registered office is John Evangelista.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 14th day of February, 2018.

Julie Johnson  
Chair, Board of Directors

John Gums  
Secretary/Treasurer

STATE OF FLORIDA    )
COUNTY OF ALACHUA    )

The foregoing instrument was acknowledged before me this 21 day of February, 2018, by Julie Johnson and John Gums.

Notary

JENNIFER MARIE TUCKER  
Printed/Typed Name of Notary
Commission No GG022818 Expires: 12/19/2020
Personally known /ID Produced:_________
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for University of Florida College of Pharmacy Faculty Practice Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

John Evangelista
AMENDED AND RESTATED
BYLAWS
OF
UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY
FACULTY PRACTICE ASSOCIATION, INC.
(Adopted on ______)

ARTICLE I.
NAME

The name of this Corporation shall be UNIVERSITY OF FLORIDA COLLEGE
OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC., a not-for-profit
corporation.

ARTICLE II.
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research
mission and goals of the University of Florida and its J. Hillis Miller Health Center and the
College of Pharmacy, all as determined by The University of Florida Board of Trustees, and
it shall be operated for charitable, scientific and educational purposes and not for pecuniary
profit.

ARTICLE III.
MEMBERSHIP

The membership of the Corporation shall consist of the Dean, a College Administrator
appointed by the Dean of the College of Pharmacy ("College"), the University of Florida
Senior Vice President for Health Affairs or designee, and each participating faculty member
of the College.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the
last day of June in each year.

ARTICLE V.
MEETINGS

Section 5.1. - Annual Meetings. There shall be an annual meeting of the members on
the third Wednesday of October in each year in the Fall for (i) the election of members of the
Board in any year such election is required by the Corporation's Articles of Incorporation, (ii)
receiving the annual reports of officers, directors and committees, and (iii) the transaction of

Commented [YB1]: Is this still accurate?
Commented [SK2]: We do meet annually each fall, but cannot guarantee it will always be the 3rd Wed of Oct.
other business. Notice of the meeting, signed by the Secretary, is to be mailed, except as herein or by statute otherwise provided, to the last recorded address of each member at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.

Section 5.2. - Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. - Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. - Quorum. The presence in person of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 - Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 -Order of Business. The order of business shall be as follows at all meetings of the Corporation's members, Board of Directors or Executive Committee:

a) Recording the roll.
b) Proof of Notice of meeting or waiver of notice.
c) Reading of the minutes.
d) Receiving communications
e) Election of officers (if applicable).
f) Reports of officers.
g) Reports of committees.
h) Unfinished business
i) New business
j) Discussion of future meetings and possible convening dates.

Any question as to priority of business shall be decided by the chairperson without debate. This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.
ARTICLE VI.
BOARD OF DIRECTORS

Section 6.1 - Membership. The Board of Directors shall consist of the Dean of the College or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them or designee, University President or designee, a College Administrator appointed by the Dean, and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2 - Term of Office. The Dean of the College, University President, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee of any of them, and the College Administrator, will serve as a member of the Board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of four years. Members may serve more than one term.

Section 6.3 - Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University Of Florida Board Of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to inject and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President for Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan and the rules and regulations of the University of Florida Board of Trustees and of the Board of Governors as amended from time to time, including the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and...
Section 6.4 - Meetings of the Board. Regular meetings of the Board will follow the annual meeting of the membership in the Fall and be held at such other times as determined by the Board at its annual meeting or at any special meeting duly called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of a majority of Board members. The Secretary will give five days prior notice of any special meeting to all members of the Board.

Section 6.5 - Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida and any action may be taken thereat, if notice is waived in writing by four-fifths of all members of the Board.

Section 6.6 - Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairman for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten days later.

Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, University President, the College Administrator, Senior Vice President for Health Affairs, or Vice President for Business Affairs, Chief Operating Officer, Chief Financial Officer, or respective designee of any of them, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 - Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII.

OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President, a Secretary, a Treasurer and an Executive Vice President, if one is appointed by the Dean and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may
be consolidated and held by one person. The Dean may appoint an Executive Vice President of the Corporation subject to the approval of the President of the University of Florida and may delegate to the Executive Vice President the responsibility for the day to day management and operation of the Corporation.

Section 7.2 - Method of Election. With the exception of the President and the Executive Vice President, if one is selected by the Dean, the Board will elect all officers for a term of four years. A majority of the Board present will be necessary to constitute an election. All officers, except the President and Executive Vice President may be removed, with or without cause, by a majority vote of the Board of Directors. The Executive Vice President may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the Board of Directors.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside at the respective meetings of the members of the Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee. The President shall also at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Vice President. In case of death or absence of the President, or of his inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tern. The Secretary shall be the keeper of the Corporation's seal.

Treasurer. The Treasurer shall maintain the Corporation's financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors, and make a report.
at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem. The offices of Secretary and Treasurer may be held by the same person.

Section 7.4 - Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 - The Executive Vice President. The Dean may appoint an Executive Vice President subject to the approval of the President of the University of Florida. The Executive Vice President shall be an ex officio non-voting member of the Executive Committee, Board of Directors and all Committees appointed by the Board of Directors except the Nominating Committee. The Executive Vice President shall also serve as their Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day to day management and operation of the Corporation. The Executive Vice President shall be accountable directly to the Corporation's President, Executive Committee and the President of the University of Florida. The Executive Vice President may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University after consultation with the Board of Directors.

Section 7.6 - Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.7 - Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.8 - Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.
COMMITTEES

Section 8.1 - Executive Committee. Pursuant to a resolution adopted by the
majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the Corporation's President, Vice President, Secretary, Treasurer, and the Executive Vice President, if one is selected by the Dean. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2 - Nominating Committee. During the month of September in every fourth year, the Board will appoint a nominating committee of five members, none of whom is to be a member of the Board, whose duty it will be to nominate candidates for the Board of Directors to be elected at the next annual election. The nominating committee will notify the Secretary in writing, at least twenty days before the date of the annual meeting, of the names of such candidates, and the Secretary, except as herein otherwise provided, will mail a copy thereof to the last recorded address of each member simultaneously with the notice of the meeting.

Section 8.3 - Independent Nomination. Nominations for the Board may also be made by the written endorsement of not less than ten members of the Corporation, if forwarded to the Secretary at least fifteen days prior to the annual meeting of the Corporation for immediate transmittal by the Secretary to the members.

Section 8.4 - Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board’s approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation’s affairs.

Section 8.5 - Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for oversight of the integrity of financial reporting, internal controls and the independence and performance of the audit function of the Corporation's independent auditors. If an Audit Committee cannot be formed for whatever reason, the Board may serve as the Audit Committee with the recusal of the Executive Vice President when voting.
Section 8.6 - Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.7 - Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.8 - Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.9 - Committee Removal. A committee member other than ex-officio member directors may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 – Assignment. Each full time member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by said member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 – Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund described in Article X, Section 10.3.

ARTICLE X.
EXPENDITURE OF RECEIPTS

Section 10.1 - Use of Receipt. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2 - Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of pharmacy education at the University of Florida College of Pharmacy and shall be made only after approval by the Dean of the College, or his/her designee, and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March
Section 10.3 - College Fund. A College Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to twenty percent of the net funds collection.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 - Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and of the Florida Board of Governors concerning Faculty Practice Plans, including Board of Trustees Internal Operating Memorandum 07-21 and any amendments thereto, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 - Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be promptly sent not later than the end of the third month following the close of the fiscal year to the President of the University of Florida or his or her designee and the Dean of the College for their review and then forwarded to the Board of Governors for review.

Section 11.3 - Operating Budget. An operating budget shall be prepared for the corporation at least annually and recommended by the Dean, Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida for approval and then forwarded to the Board of Governors for review.

ARTICLE XII.
SEAL

The seal of the Corporation shall be as more particularly shown in the following
impression.

ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing him/herself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative sources(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV.
MISCELLANEOUS

Section 15.1 - Review of Mission. The President of the University of Florida or his or
her designee shall periodically review the mission of the Corporation to ensure that it supports
one or more of the purposes of the University of Florida.

Section 15.2 - Written Policies. The Corporation shall have written policies on ethics,
conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 - Presidential Authority. The President of the University of Florida
shall have the power to: monitor and control the use of University resources by the Corporation;
control the use of the University name of the Corporation and monitor the Corporation's
compliance with federal and state laws and rules.

Section 15.4 - Definitions: As used in these Bylaws:

“Board of Trustees” or “UFBOT” means the University Of Florida Board Of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the University Of Florida College Of Pharmacy Faculty Practice
Association, Inc.

“Ex Officio” means by virtue or because of an office.

“For cause” means actions or omissions that may adversely reflect on the interest and/or
reputation of the Corporation or The University of Florida, as determined by the President of
the University of Florida after consulting with the Board of Directors. Any such determination
may be made by the President of the University of Florida and need not depend on the
conclusion of any external determination or process.

"Unacceptable performance" means a persistent failure to fulfill duties of the position
to high standards and in a manner that serves the best interest of the Corporation and the
University of Florida, as determined by the President of the University of Florida after
consulting with the Board of Directors.

“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the
University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means
by U.S. or another government’s postal service or by a commercial courier service or by
electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address
last on record with the Corporation’s Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of University of Florida College of Pharmacy Faculty Practice Association, Inc. and were adopted by the Board of Directors on ________________.

By: Julie A. Johnson, President

Attest: ______________________________

(State of Florida)
(County of Alachua)
The foregoing instrument was acknowledged before me this ____ day of ____________ 20187 by ____________________ the Chairperson of the Board of Directors of the University Of Florida College Of Pharmacy Faculty Practice Association, Inc., a Florida not-for-profit Corporation.

Notary

Printed/Typed Name of Notary
Commission No. ________ Expires: __________
Personally known __/ID Produced: __________

Approved: ________________________________
Dean, College of Pharmacy

________________________________________
Printed/Typed Name of Notary
Commission No. __________ Expires: __________
Personally known __/ID Produced: __________

Approved: ________________________________
Secretary
AMENDED AND RESTATED
BYLAWS
OF
UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY
FACULTY PRACTICE ASSOCIATION, INC.
(Adopted on February 14, 2018)

ARTICLE I.
NAME

The name of this Corporation shall be UNIVERSITY OF FLORIDA COLLEGE OF PHARMACY FACULTY PRACTICE ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Pharmacy, all as determined by The University of Florida Board of Trustees, and it shall be operated for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The membership of the Corporation shall consist of the Dean, a College Administrator appointed by the Dean of the College of Pharmacy ("College"), the University of Florida Senior Vice President for Health Affairs or designee, and each participating faculty member of the College.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE V.
MEETINGS

Section 5.1. - Annual Meetings. There shall be an annual meeting each year in the Fall for (i) the election of members of the Board in any year such election is required by the Corporation's Articles of Incorporation, (ii) receiving the annual reports of officers, directors and committees, and (iii) the transaction of other business. Notice of the meeting, signed by
the Secretary, is to be mailed, except as herein or by statute otherwise provided, to the last recorded address of each member at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. Each notice of an annual meeting must set forth the place, date, time and purpose of the meeting.

Section 5.2. - Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3. - Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4. - Quorum. The presence in person of a majority of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 - Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 - Order of Business. The order of business shall be as follows at all meetings of the Corporation's members, Board of Directors or Executive Committee:

a) Recording the roll.
b) Proof of Notice of meeting or waiver of notice.
c) Reading of the minutes.
d) Receiving communications.
e) Election of officers (if applicable).
f) Reports of officers.
g) Reports of committees.
h) Unfinished business.
i) New business.
j) Discussion of future meetings and possible convening dates.

Any question as to priority of business shall be decided by the chairperson without debate. This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.
ARTICLE VI.
BOARD OF DIRECTORS

Section 6.1 - Membership. The Board of Directors shall consist of the Dean of the College or designee, the University of Florida's Senior Vice President for Health Affairs or designee, the Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, University President or designee, a College Administrator appointed by the Dean, and two members of the Corporation elected by the membership. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. Any nominees not receiving a majority vote will be elected by a runoff ballot process involving the two candidates receiving the most votes.

Section 6.2 - Term of Office. The Dean of the College, University President, Senior Vice President for Health Affairs, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or any respective designee of any of them, and the College Administrator, will serve as a member of the Board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of four years. Members may serve more than one term.

Section 6.3 - Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University of Florida Board of Trustees' Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

The Corporation's power and authority to borrow money by issuing long or short term notes, bonds or debentures; to pledge, mortgage, or otherwise encumber its assets; or to invest the funds of the Corporation in investment vehicles other than those described in Section 17.57(2), Florida Statutes, shall be subject to written approval by the Senior Vice President for Health Affairs as well as the limitations contained in the Articles of Incorporation, the Practice Plan and the rules and regulations of the University of Florida Board of Trustees and of the Board of Governors as amended from time to time, including the Board of Trustees' Governance Enhancement Standards adopted on March 17, 2017 and
any amendments thereto.

Section 6.4 - Meetings of the Board. Regular meetings of the Board will follow the annual meeting of the membership in the Fall, and be held at such other times as determined by the Board at its annual meeting or at any special meeting duly called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of a majority of Board members. The Secretary will give five days prior notice of any special meeting to all members of the Board.

Section 6.5 - Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida and any action may be taken thereat, if notice is waived in writing by four-fifths of all members of the Board.

Section 6.6 - Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairman for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten days later.

Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, University President, the College Administrator, Senior Vice President for Health Affairs, or Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or respective designee of any of them, the person acting in that capacity will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 - Removal. A director other than an ex-officio director may be removed for any reason by majority vote of the Board of Directors. Any director may be removed for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VII.
OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Vice President, a Secretary, a Treasurer and an Executive Vice President, if one is appointed by the Dean, and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may
be consolidated and held by one person. The Dean may appoint an Executive Vice President of the Corporation subject to the approval of the President of the University of Florida and may delegate to the Executive Vice President the responsibility for the day to day management and operation of the Corporation.

Section 7.2 - Method of Election. With the exception of the President and the Executive Vice President, if one is selected by the Dean, the Board will elect all officers for a term of four years. A majority of the Board present will be necessary to constitute an election. All officers, except the President and Executive Vice President may be removed, with or without cause, by a majority vote of the Board of Directors. The Executive Vice President may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the Board of Directors.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside at the respective meetings of the members of the Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee. The President shall also at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Vice President. In case of death or absence of the President, or of his inability from any cause to act, the Vice President shall perform the duties of the President.

Secretary. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tern. The Secretary shall be the keeper of the Corporation's seal.

Treasurer. The Treasurer shall maintain the Corporation's financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received
in a bank, or banks, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tern. The offices of Secretary and Treasurer may be held by the same person.

Section 7.4 - Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 - The Executive Vice President. The Dean may appoint an Executive Vice President subject to the approval of the President of the University of Florida. The Executive Vice President shall be an ex officio non-voting member of the Executive Committee, Board of Directors and all Committees appointed by the Board of Directors except the Nominating Committee. The Executive Vice President shall also serve as their Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day to day management and operation of the Corporation. The Executive Vice President shall be accountable directly to the Corporation’s President, Executive Committee and the President of the University of Florida. The Executive Vice President may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University after consultation with the Board of Directors.

Section 7.6. - Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.

Section 7.7 - Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.8 - Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.

COMMITTEES
Section 8.1 - Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee, the following will be deemed members of said Committee: the Corporation's President, Vice President, Secretary, Treasurer, and the Executive Vice President, if one is selected by the Dean. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding, the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2 - Nominating Committee. During the month of September in every fourth year, the Board will appoint a nominating committee of five members, none of whom is to be a member of the Board, whose duty it will be to nominate candidates for the Board of Directors to be elected at the next annual election. The nominating committee will notify the Secretary in writing, at least twenty days before the date of the annual meeting, of the names of such candidates, and the Secretary, except as herein otherwise provided, will mail a copy thereof to the last recorded address of each member simultaneously with the notice of the meeting.

Section 8.3 - Independent Nomination. Nominations for the Board may also be made by the written endorsement of not less than ten members of the Corporation, if forwarded to the Secretary at least fifteen days prior to the annual meeting of the Corporation for immediate transmittal by the Secretary to the members.

Section 8.4 - Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board's approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation's affairs.

Section 8.5 - Audit Committee. The Board of Directors shall appoint an Audit Committee and shall, in conjunction with the Audit Committee, adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for oversight of the integrity of financial reporting, internal controls and the independence and performance of the audit function of the Corporation's independent auditors. If an Audit Committee cannot be formed for whatever reason, the Board may serve as the Audit Committee with the recusal of the Executive Vice President when voting.
Section 8.6 - Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.7 - Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.8 - Committee Vacancies. The authority which originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.9 - Committee Removal. A committee member other than ex-officio committee member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 - Assignment. Each full time member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by said member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 - Allocation. All faculty practice income received by the Corporation from its members shall, upon approval of the Dean, be allocated for and credited to the department to which the member who earned the fee is assigned; or alternately, shall be allocated for and credited to the Fund described in Article X, Section 10.3.

ARTICLE X.
EXPENDITURE OF RECEIPTS

Section 10.1 - Use of Receipt. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2 - Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of pharmacy education at the University of Florida College of Pharmacy and shall be made only after approval by the Dean of the College, or his/her designee and after approval by the Board of
Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 - College Fund. A College Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board, but is not to exceed an amount equal to twenty percent of the net funds collection.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 - Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the rules and policies of The University of Florida Board of Trustees and of the Florida Board of Governors concerning Faculty Practice Plans, including Board of Trustees Internal Operating Memorandum 07-21, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 - Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be promptly sent not later than the end of the third month following the close of the fiscal year to the President of the University of Florida or his or her designee and the Dean of the College for their review and then forwarded to the Board of Governors for review.

Section 11.3 - Operating Budget. An operating budget shall be prepared for the corporation at least annually and recommended by the Dean, Senior Vice President for Health Affairs and sent not later than sixty (60) days after the first day of the fiscal year to which it pertains to the President of the University of Florida for approval and then forwarded to the Board of Governors for review.

ARTICLE XII.
SEAL
The seal of the Corporation shall be as more particularly shown in the following impression.

ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing him/herself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative sources(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV.
MISCELLANEOUS
Section 15.1 - Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 - Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 - Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name of the Corporation and monitor the Corporation’s compliance with federal and state laws and rules.

Section 15.4 - Definitions: As used in these Bylaws:

"Board of Trustees" or "UFBOT" means the University of Florida Board of Trustees.

"Directors" means the members of the Board of Directors of the Corporation.

"Corporation" means the University of Florida College of Pharmacy Faculty Practice Association, Inc.

"Ex Officio" means by virtue or because of an office.

"For cause" means actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

"Unacceptable performance" means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interest of the Corporation and the University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors.

"University" or "UF" means the University of Florida.

"University President" or "President of the University" means the President of the University of Florida.

In "writing" means on paper or via any electronic or digital means and "mailing" means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Amended and Restated Bylaws are the Bylaws of University of Florida College of Pharmacy Faculty Practice Association, Inc. and were adopted by the Board of Directors on February 14, 2018.

By: Julie A. Johnson, President

Attest: ______________________

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this 21 day of February 2018 by Julie A. Johnson, the Chairperson of the Board of Directors of the University of Florida College Of Pharmacy Faculty Practice Association, Inc., a Florida not-for-profit Corporation.

Notary

Printed/Typed Name of Notary
Commission No. G7032318 Expires: 12/19/2020
Personally known /ID Produced: ____________

Approved: ______________________
Dean, College of Pharmacy

Secretary

552/642
Memorandum

To: Dean Haley and Dr. Kadambi (CEO)
From: OGC
Date: January 18, 2018
Re: Changes to UFJPI Bylaws/Articles of Incorporation

On March 17, 2017, the University of Florida (UF) Board of Trustees (BOT) adopted the Governance Enhancement Standards (summary of which is attached to this memorandum) which impose requirements on UF affiliates, including UFJPI, to request and receive UF President and/or BOT approval for certain initiatives and expenditures as set forth more fully in the attached document entitled “Affiliates: Governance Enhancement Summary, UF Jacksonville Physicians, Inc.” Also attached hereto are the amended Bylaws and Articles of Incorporation requiring UFJPI Board review and approval and then subsequent ratification by identified UF Officers and the BOT.

Citations to the substantive changes are listed below. Substantive changes are also highlighted in the attached Bylaws and Articles of Incorporation.

Changes contained in Seventh Amended Bylaws:

Article 6, Section 1: Reference to BOT Governance Standards

Article 6, Section 1(a): References to BOT Governance Standards

Article 6, Section 1(b): References to BOT Governance Standards

Article 8, Sections 1, 2, 4, 5, 6, 8, 9: Inclusion of VP of Ambulatory as Officer

Article 13, Sections 1 and 2: References to BOT Governance Standards

Article 15, Section 1: Reference to BOT Governance Standards

*** Other minor editorial changes.

Changes contained in Amended and Restated Articles of Incorporation:

Paragraph on page 2 of Recitals: Reference to vote on amended Articles of Incorporation

Article 2, Section 2: Reference to BOT Governance Standards

Article 9: Reference to BOT Governance Standards
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<td>Legislative/Enforcement claims settlement $570K</td>
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<td>Actions Requiring approval of UF President only</td>
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<td>Hiring, firing, and compensation (both initial and changes) of the Chief Executive Officer</td>
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<td>Amend Bylaws</td>
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<td>UF Presidents appointees to affiliate board</td>
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**Actions Requiring approval of the Full BOT**

**Affiliates: Governance Enhancement Summary**
SEVENTH AMENDED AND RESTATED BYLAWS OF UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS, INC.

ARTICLE 1
NAME

The name of this Corporation shall be the University of Florida Jacksonville Physicians, Inc. (A Not for Profit Corporation).

ARTICLE 2
PURPOSE

The objects and purposes for which this Corporation is organized and the nature of its business and activities are as set forth in the Articles of Incorporation, Florida Statutes §§ 1004.29, 1004.30, 617.0302 and the University of Florida Board of Trustees (UFBOT) Internal Operating Memorandum No. 07-21 and No. 07-22, all as may be amended from time to time.

ARTICLE 3
MEMBERSHIP

The membership of the Corporation shall consist of all clinical faculty who serve at least 0.50 full time equivalent (FTE) on the faculty of the University of Florida College of Medicine – Jacksonville and each Member shall retain his or her status only so long as he or she remains at least a 0.50 FTE member of the clinical faculty of the University of Florida College of Medicine – Jacksonville.

ARTICLE 4
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE 5
MEMBERSHIP MEETINGS

Section 1. Special Membership Meetings. There are no required regular meetings of the Members. Special meetings of the Members may be called by the Board of Directors, or the Chairperson of the Board of Directors, at its or his or her discretion. Upon the written request of twenty percent (20%) of the corporate membership, the Board of Directors shall call a special meeting of the Members to consider a specific subject. The announcement of a special membership meeting shall be transmitted to Members by electronic mail, except as otherwise provided by statute, at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the Members of the Corporation.

Section 2. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the Members of the Corporation may be held at any time and at any place, and any action may be taken thereat, if (a) notice is waived in writing by every Member having the right to vote and attending the meeting, or (b) attending the meeting and not objecting to notice at its beginning, or (c) having actual notice of the meeting and not objecting in writing to the Secretary/Treasurer in advance of the meeting.
Section 3. Quorum. A majority of the Members of the Corporation shall constitute a quorum for the transaction of business. If a quorum is not present, a lesser number may adjourn the meeting to a date not more than ten (10) days later following five (5) days’ notice to non-attending Members.

Section 4. Voting/Proxies. If the manner of deciding any matter before the membership of the Corporation has not otherwise been prescribed in the Articles of Incorporation or these Bylaws, it shall be decided by a majority of the votes cast. However, Members entitled to vote shall not be permitted to vote or act by proxy.

Section 5. Presiding Officer. The Chairperson, or in his or her absence the President/CEO, will preside at meetings of the Members of the Corporation. In the absence of the Chairperson and President/CEO of the Board, the Chairperson shall designate an individual to chair the meeting, or if this does not occur, the quorum present may choose a chairperson for the meeting.

ARTICLE 6
BOARD OF DIRECTORS

Section 1. Powers and Duties. Except as set forth in the following paragraphs or as required by law or The University of Florida Board of Trustees, including UFBOT Governance Enhancement Standards adopted on March 17, 2017, and any amendments thereto, the property, affairs, activities and concerns of this Corporation shall be managed by the Board of Directors and by officers, agents and employees of the Corporation acting under authority of said Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to the officers.

(a) Priority Actions. Notwithstanding any other provision, the following actions of the Board of Directors, the authority for which may not be delegated, shall be taken by it as Priority Actions, as defined in Article 16, (and this shall be deemed a substantive requirement of these Bylaws):

(1) approval of thresholds for transaction of Corporation business under Article 6, Sections 1(c) and (d);
(2) approval of the annual operating budget;
(3) approval of the capital budget;
(4) approval of the use of University resources by the Corporation;
(5) approval of spending policies, asset allocation and investment policies for long- and short-term needs of the Corporation and the University of Florida College of Medicine - Jacksonville, and real estate and other capital asset acquisition and disposition policies, all of which shall be established and acted on by the Board of Directors (and shall designate which actions require the University President’s ratification under said policies);
(6) approval of the Corporation’s conflict of interest policies;
(7) approval of the charter of the audit committee (which is established under Article 9, Section 4);
(8) amendment of the Articles of Incorporation and these Bylaws, subject to the approval of the University of Florida Board of Trustees; and
(9) any voluntary dissolution, merger or consolidation of the Corporation or the sale or transfer of all or substantially all of the Corporation’s assets, or the creation of any subsidiary or of any auxiliary organization, which also requires approval of the University of Florida Board of Trustees.

Written affirmative ratification by the University President, sent to the Chairperson, is required in order for the Priority Action to become effective. If written ratification is not received by the
Chairperson within ninety days after notice to the University President of the need for ratification, then the Priority Action shall be deemed not ratified and shall not take effect.

(b) **Non-delegable Duties.** Except as otherwise provided herein or through means of duly adopted policies and guidelines, the Board of Directors shall have the authority to exercise the following powers, which may not be delegated, **unless required by law or the University of Florida Board of Trustees:**

1. The adoption of any strategic plan developed for the Corporation;
2. Major financing, refinancing and debt prepayments;
3. Asset sales equal to or greater than $50,000;
4. Transfer of any assets worth more than $25,000 to other entities or individuals;
5. Execution of any contract for the provision of unbudgeted obligations equal to or greater than $250,000;
6. Any unbudgeted expenditures equal to or greater than $250,000;
7. Enforcement of claims settlement within the limits set forth by the University of Florida Board of Trustees; and
8. Any other transaction which can reasonably be expected to have a material impact on the financial position or operations of the Corporation.

(c) **Execution of Corporation Documents.** The Chairperson, President/CEO, and Vice President are authorized to execute in the name of the Corporation, with the Secretary/Treasurer attesting if necessary, all certificates, contracts, deeds, notes, and other documents or legal instruments authorized or issued by the Board of Directors or these Bylaws and complying with all applicable Corporation and University policies, or necessary to effectuate the purposes of the Corporation, provided that any authority involving the Corporation’s contracting, debts, financial obligations or the University of Florida Board of Trustees, or any regulated activities, shall be within thresholds established by the Board of Directors. The President/CEO may delegate in writing his or her duties under this section to other Officers or Corporation employees in the areas of their responsibility and expertise.

(d) **Bonds and Debt.** Subject to Article 6, Section 1(a), but notwithstanding any other provision of these Bylaws, the Board of Directors shall be required to approve and the University of Florida Board of Trustees’ ratification is required for (a) any action by the Corporation that would have a reasonable likelihood of adversely affecting the bond credit rating of the Corporation and (b) the issuance of all bonds, the incurrence of all debt, and the guarantee of any debt by the Corporation above thresholds to be established by the Corporation’s Board of Directors.

**Section 2. Directors.** The Directors of the Corporation shall be full voting members of the Board of Directors and shall include:

(a) The Dean of the University of Florida College of Medicine – Jacksonville;
(b) The Senior Associate Dean for Clinical Affairs of the University of Florida College of Medicine – Jacksonville;
(c) The Senior Associate Dean for Faculty Affairs of University of Florida College of Medicine – Jacksonville, unless such individual is a chairperson of a clinical department of the University of Florida College of Medicine – Jacksonville;
(d) A representative of the University of Florida Board of Trustees, who may or may not be a Trustee, appointed by the Chairperson of the University of Florida Board of Trustees or by his or her designee;
(e) The President of the University of Florida, or his or her designee;
(f) The Senior Vice President for Health Affairs, or his or her designee;
(g) The University of Florida Chief Operating Officer, Chief Financial Officer, or Vice President for Business Affairs, or a designee for any of them, as determined by the University President;
The Chairperson of each of the clinical departments of the University of Florida College of Medicine – Jacksonville;

Director of the University of Florida Health Cardiovascular Center – Jacksonville;

The President of the Faculty Council of the University of Florida College of Medicine – Jacksonville; and

The President-Elect of the Faculty Council of the University of Florida College of Medicine – Jacksonville.

Section 3. Terms of Office. Each Director will serve so long as he or she holds the office or the position that resulted in placement on the Board of Directors, except that any person who is serving as the designee of an official shall serve until a successor is appointed by his or her designator. The Board of Trustees representative appointed by the Chairperson of the University of Florida Board of Trustees, or his or her designee, and the University President’s designee appointed by the University President shall serve at the discretion of the Board of Trustees Chairperson or his or her designee or the University President, respectively.

Section 4. Additional Advisors. The Board or the Chairperson may invite additional individuals with expertise in a pertinent area to meet with and assist the Board. Such advisors shall not vote or be counted in determining the existence of a quorum.

Section 5. Vacancies. Whenever a vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay in the same manner and by the same appointing or designating authority specified for the position or by the hiring authority for the position at the University of Florida.

Section 6. Compensation. Members of the Board of Directors shall receive no compensation for serving on the Board. Directors may, however, be reimbursed for reasonable expenses they incur in the course of carrying out their duties. Directors shall exercise good judgment and act prudently when incurring expenses for the account of the Corporation.

Section 7. No Favoritism. The members of the Board of Directors shall not be favored in applying for or receiving the services of the Corporation.

Section 8. Disclosure. The Board of Directors shall adopt a Conflict of Interest Policy. The Policy may only be amended upon approval by seventy-five percent (75%) of the Directors and ratification by the Senior Vice President for Health Affairs and the President of the University. Any Director for whom there may exist a Conflict of Interest, as defined in the Policy, shall disclose such possible Conflict of Interest to the Board at the time it arises. Any Director for whom there is or may exist a Conflict of Interest shall refrain from discussion (except to provide factual information if asked by the Board during discussion) or, to the extent permitted by laws, any vote on any such matter and shall not be physically present in the room at the time any vote is taken thereon.

Section 9. Removal. Notwithstanding any other provision, a Director may be removed “for cause” by the President of the University after consultation with the Corporation’s Board of Directors or the Chairperson of the Board, or other designated officer, as the Corporation’s authorized executive for this purpose.

ARTICLE 7
BOARD OF DIRECTORS MEETINGS
Section 1. Regular/Special Board Meetings. Regular meetings of the Board of Directors shall be held at times scheduled by the Secretary/Treasurer and at such other times as shall be determined by the Board at its regular meetings or at any special meeting duly called for that purpose. The Board shall have at least six (6) meetings annually. Special meetings of the Board may be called by the Chairperson of the Board or upon the written request of five (5) members of the Board. The Secretary/Treasurer shall give five (5) days prior notice of any special meeting to all Directors. All meetings of the Board shall comply with applicable law, as such law may allow these Bylaws, or action by the Board, to make changes in otherwise required procedure or actions.

Section 2. Attendance at Board Meetings.

(a) Minimum Attendance Required. Members of the Board of Directors shall be expected to attend at least one-half (½) of the meetings per fiscal year of the Board and of Board committees of which they are members. Minutes of such meetings will indicate attendance.

(b) Attendance via Communications Equipment. A Director may participate in any regular or special meeting of the Board by, or the Board may conduct the meeting through the use of, any means of communication by which all Directors participating in the meeting and any other attendees may simultaneously speak and hear each other during the meeting. A Director participating in a meeting by this means will be deemed to be present in person at the meeting for purposes of determining a quorum.

Section 3. Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the Board of Directors may be held at any time and at any place, and any action may be taken thereat, if (a) notice is waived in writing by every Director having the right to vote and attending the meeting, or (b) attending the meeting and not objecting to notice at its beginning, or (c) having actual notice of the meeting and not objecting in writing to the Secretary/Treasurer in advance of the meeting.

Section 4. Quorum. A majority of the Members of the Board of Directors at a duly noticed meeting shall constitute a quorum for the transaction of business. If a quorum is not present, a lesser number may adjourn the meeting to another date following five (5) days’ notice to non-attending Directors.

Section 5. Voting/Proxies. If the manner of deciding any matter before the Board has not otherwise been prescribed in the Articles of Incorporation or these Bylaws, it shall be decided by a majority vote of those present and voting at a meeting at which a quorum is present. Directors shall not be permitted to vote or act by proxy.

Section 6. Presiding Officer. The Chairperson, or in his or her absence the President/CEO, will preside at meetings of the Board of Directors. In the absence of the Chairperson of the Board and the President/CEO of the Corporation, the meeting will be run by a Director designated by the Chairperson. If no such designation has occurred, the next highest ranking officer of the Corporation will designate a Director to serve as the chairperson for the meeting.

Section 7. Order of Business. The order of business shall be decided by the Chairperson. The order of business may be altered or suspended at any meeting by a majority vote of the Directors present.
Section 1. **Number.** The Officers of the Corporation shall be a Chairperson, President/Chief Executive Officer (CEO), Vice President, Secretary/Treasurer, Vice President of Finance, Vice President of Operations and Vice President of Ambulatory, and such other officers as may be designated by the Board of Directors. The Board may delegate to Vice President of Finance, Vice President of Operations and Vice President of Ambulatory the responsibility for the day to day management and operation of the Corporation. Except for the Corporation’s Vice President of Finance, Vice President of Operations and Vice President of Ambulatory, only a person who is a member of the Corporation’s Board of Directors, may serve as an officer of the Corporation.

Section 2. **Method of Election and Term.** The Board of Directors shall elect all officers other than the Chairperson, President/CEO, Vice President of Finance, Vice President of Operations and Vice President of Ambulatory. A majority vote of those voting when a quorum is present shall be necessary for the election of an officer. Each elected officer shall serve for a term of one (1) year.

Section 3. **Duties of Officers.** The duties and powers of the officers of the Corporation shall be as follows:

(a) **Chairperson.** The office of the Chairperson of the Board will be filled by the incumbent of the position of the Dean of the University of Florida College of Medicine – Jacksonville and he or she will be deemed appointed to serve for so long as he or she is serving in that University position. The Chairperson of the Board shall preside at all meetings of the Board of Directors. In general, he or she shall perform all duties usually incident to the office of the Chairperson and such other duties as may be assigned to him or her by the Board of Directors or these Bylaws. The Chairperson shall appoint all committees and their chairpersons, other than the Executive Committee.

(b) **President/Chief Executive Officer (CEO).** The office of the President/CEO will be filled by the incumbent of the position of the Senior Associate Dean for Clinical Affairs and he or she will be deemed appointed to serve for so long as he or she is serving in that University position. The President/CEO shall communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may, in his or her opinion, tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the office of the President/CEO and such other duties as may be assigned to him or her by the Board of Directors, the Chairperson or these Bylaws. The President/CEO shall perform the duties of the Chairperson in the absence of the Chairperson.

(c) **Vice President.** The Vice President shall perform such duties as delegated by the President/CEO of the Corporation. In case of the death or absence of the President/CEO, or of his or her inability from any cause to act, the Vice President shall perform the duties of the President/CEO.

(d) **Secretary/Treasurer.** It shall be the duty of the Secretary/Treasurer, or his or her designee(s), to give notice of and attend all meetings of the Corporation and the Board of Directors and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify the officers and members of the Corporation of their appointment on committees; to furnish the chairperson of each committee with a copy of the vote under which the committee is appointed, and at his or her request give notice of the meetings of the
committee; and generally devote his or her best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary/Treasurer, the Chairperson may appoint a Secretary/Treasurer pro tempore. The Secretary/Treasurer, or his or her designee(s), shall be the keeper of the Corporation’s seal.

The Secretary/Treasurer, or his or her designee(s), shall maintain the Corporation’s financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers submitted in accordance with the Corporation’s Board-approved authorized levels or, subject to the thresholds established and ratified as required by Article 6, Section 1, otherwise approved in writing by any member of the Board of Directors and the Dean of the University of Florida College of Medicine – Jacksonville or his or her designee. The Secretary/Treasurer, or his or her designee, shall deposit all sums received in a bank, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President/CEO.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the University of Florida College of Medicine – Jacksonville, or his or her designee, and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a Secretary/Treasurer-elect, to the President/CEO.

Section 4. Vice President of Finance. The Vice President of Finance will be filled by the incumbent Vice President of Finance of the Corporation. The Vice President of Finance shall oversee the day to day management and operation over his or her respective areas of responsibility. The Vice President of Finance shall be accountable directly to the President of the University, or his or her designee, the Corporation’s President/CEO and the Corporation’s Board of Directors.

Section 5. Vice President of Operations. The Vice President of Operations will be filled by the incumbent Vice President of Operations of the Corporation. The Vice President of Operations shall oversee the day to day management and operation over his or her respective areas of responsibility. The Vice President of Operations shall be accountable directly to the President of the University, or his or her designee, the Corporation’s CEO/President and the Corporation’s Board of Directors.

Section 6. Vice President of Ambulatory. The Vice President of Ambulatory will be filled by the incumbent Vice President of Ambulatory of the Corporation. The Vice President of Ambulatory shall oversee the day to day management and operation over his or her respective areas of responsibility. The Vice President of Ambulatory shall be accountable directly to the President of the University, or his or her designee, the Corporation’s CEO/President, and the Corporation’s Board of Directors.

Section 7. Vacancies. All vacancies in any office, except those of the Chairperson and the President/CEO, shall be filled by the Board of Directors, without undue delay, at any regular meeting or at a meeting specifically called for that purpose. A vacancy in the position of the Chairperson shall be filled by appointment of the President of the University of Florida. In the case of the President/CEO, the vacancy shall be filled by appointment by the Dean of the University of Florida College of Medicine – Jacksonville upon prior consent of the President of the University of Florida.

Section 8. Compensation of Officers. Except for the Vice President of Finance, the Vice President of Operations and the Vice President of Ambulatory of the Corporation, the officers shall receive no salary or compensation from the Corporation in their role as an officer.
Section 9. **Removal.** Any Officer, other than the Chairperson, President/CEO, Vice President of Finance, Vice President of Operations, and Vice President of Ambulatory, may be removed by a two-thirds vote of the Directors present and voting whenever, in the Board’s judgment, the interests of the Corporation would be best served. The Vice President of Finance, Vice President of Operations, and/or Vice President of Ambulatory may be removed, with or without cause, by a vote of at least a majority of the Board of Directors whenever, in the Board’s judgment, the interests of the Corporation would be best served. Any Officer, including President/CEO, Vice President of Finance, Vice President of Operations and Vice President of Ambulatory, may be removed for cause or unacceptable performance by the University President after consultation with the Board of Directors or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

**ARTICLE 9**

**COMMITTEES**

**Section 1. Standing Committees.** The committees named in these Bylaws shall be Standing Committees. In addition, the Chairperson may, subject to the Board’s approval, appoint such Standing Committees as he or she may deem necessary and advisable to assist in the conduct of the Corporation’s affairs. Unless disband by a majority vote of the Board, Standing Committees will be permanent. The Chairperson shall appoint all members of Standing Committees, except as otherwise provided by these Bylaws, and, subject to the Board’s approval, appoint Standing Committee chairpersons. Each Standing Committee Chairperson must be a current member of the Board of Directors. Except for the membership of the Audit Committee as set forth in Section 4 below, Standing Committee members may include Board members, Members of the Corporation, and members of the community served by the Corporation provided that a majority of the Standing Committee members are Directors. Standing Committees shall report to the Board of Directors at each regular meeting of the Board.

**Section 2. Special Committees.** The Board by resolution, or the Chairperson or the President/CEO at any time, may create and appoint the chair and members of such other committees to act in an advisory capacity on any subject for which there are no Standing Committees. These committees will be referred to as Special Committees. Special Committee members may include Board members, Members of the Corporation, and members of the community served by the Corporation. In the case of a Special Committee created by Board resolution, such resolution shall prescribe the subject matter to be addressed by the Special Committee and the period of its existence. Special Committees shall report to the Board of Directors on a semi-annual basis unless otherwise instructed by the Board or the Chairperson or the President/CEO.

**Section 3. Executive Committee.** The Executive Committee will be a Standing Committee. The membership of the Executive Committee will include the representative of the University of Florida Board of Trustees, the President of the University or his or her designee, and the Corporation’s Chairperson, President/CEO, Vice President, and Secretary/Treasurer. Notwithstanding any other provision of these Bylaws, the Chairperson may, at his or her discretion, appoint other members of the Executive Committee, but the Executive Committee’s membership may be limited to those individuals named above. Subject to the limitations contained in the Amended and Restated Articles of Incorporation, the Executive Committee shall have such powers and authority as the Board of Directors of the Corporation may delegate to it.

Minutes of all Executive Committee meetings shall be recorded in their entirety and forwarded to the members of the Board of Directors within thirty (30) days. Notwithstanding any other provision of these Bylaws, the Dean of the University of Florida College of Medicine – Jacksonville shall serve as Chairperson of the Executive Committee. The Executive Committee shall meet at least semi-annually or at such other times as deemed necessary by its Chairperson.
Section 4. Audit Committee. The Audit Committee will be a Standing Committee. The Board of Directors shall appoint the members of the Audit Committee and shall, in conjunction with the appointment of the Audit Committee members, adopt an Audit Committee Charter, which shall be approved by the President of the University. The membership of the Audit Committee may include members of the Finance Committee and the Board of Directors, but such individuals shall not make up a majority of the Audit Committee’s membership. The University President shall serve, or may designate the University’s Chief Operating Officer or Chief Financial Officer to serve, as an ex-officio voting member of the Audit Committee. The purpose of the Audit Committee shall be to assist the Board in fulfilling its fiduciary oversight responsibilities, including oversight of the Corporation’s financial reporting process and systems of internal controls regarding finance, accounting, and legal compliance, as well as the independence and performance of internal and external auditors, by engaging the Corporation’s external and internal auditors, setting the annual audit plans with the auditors, reviewing and approving the annual audits of the Corporation, reviewing and reporting significant financial risk exposures and mitigation plans. The external auditor shall report directly to the Audit Committee. A copy of the annual audit report and management letter(s) shall be provided to all members of the Board of Directors and the University President, if he or she is not a member.

Section 5. Finance Committee. The Finance Committee will be a Standing Committee and will provide financial review and oversight to the Board for a broad range of fiscal, business development and management issues and policies, including the establishment and implementation of an investment policy to enhance and protect corporate funds.

(a) The Finance Committee Chair. The Chair of the Finance Committee will be appointed by the President/CEO with the consent of the Chairperson of the Board. To be eligible for appointment as the Chair of the Finance Committee, the individual must have been a member of the Finance Committee for a minimum of three (3) years and have demonstrated knowledge of corporate healthcare financial issues. The Chair will be appointed for one term of five (5) years.

(b) Finance Committee Members. The Finance Committee will have no fewer than eight (8) members and no more than twelve (12) members, excluding the Finance Committee Chair. The remaining membership of the Finance Committee will be comprised of, and maintained at, fifty percent (50%) Department Chairs and fifty percent (50%) faculty of the University of Florida College of Medicine - Jacksonville. To be eligible to serve as members of the Finance Committee, faculty must have a minimum of seven (7) years of experience in academic medicine. One of the members of the Finance Committee must be a faculty member from the Department of Community Health and Family Medicine. Except for the specified ex-officio member, all members will be appointed by the President/CEO, with the consent of the Chairperson of the Board, and the term of service will be as outlined in the Finance Committee charter, but will not exceed eight (8) years in the total of successive terms.

Section 6. Committee Quorum. A majority of the voting members of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall, by a majority of its entire membership, decide otherwise.

Section 7. Committee Vacancies. The authority which originally appointed a committee member shall have the power to fill any vacancy on the committee.
Section 8. Committee Member Ratification by President. Any committee member may be removed, with or without cause, by a vote of at least a majority of the Corporation’s Board of Directors, and any committee member may be removed for cause by the President of the University after consultation with the conflict-free members of the Corporation’s Board of Directors or the Chairperson or other Board-designated officer as the Corporation’s authorized executive for this purpose.

ARTICLE 10
INDEMNIFICATION

Section 1. Indemnification. Every Director and Officer of the Corporation and all members of Committees of the Corporation, whether or not Directors, shall be indemnified by the Corporation against all expenses and liabilities, including attorneys’ fees, reasonably incurred by or imposed on the Director, Officer or Committee Member in connection with any proceeding, including any appeal, or any settlement of any proceeding, or a threat thereof, to which the individual may be a party or in which he or she becomes involved as a result of or in the course of serving as a Director, Officer or Committee Member. The indemnified party does not have to be a Director, Officer or Committee Member at the time the expenses or liabilities are incurred or imposed. In the event, however, of a settlement before entry of judgment, or in the case of settlement of a threat of a proceeding, the indemnification shall apply only upon approval by the Board of Directors as being in the best interests of the Corporation. This indemnification is in addition to and not exclusive of all other rights to which the person may be entitled.

Section 2. Exceptions and Limitations. The indemnification set forth above does not apply in the case of an action by, or in the right of, the Corporation, if prohibited by law, or if a two-thirds vote of the members of the Board of Directors then serving determines the otherwise indemnified person acted in bad faith or with willful misconduct. A current or former Director, Officer or Committee Member is entitled to indemnification only if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and (where applicable) had no reasonable cause to believe his or her conduct was unlawful. This indemnification shall be made in accordance with Section 607.0850, Florida Statutes, as amended from time to time. The Board of Directors may arrange and pay for appropriate insurance to cover all such losses and expenses. Nothing in these Bylaws shall waive or derogate from the application or protection of sovereign or other immunity under law or constitution. Any available insurance and immunity shall provide primary protection; however, the indemnification under this and the prior Section shall be provided to the indemnified person when he or she is not promptly or adequately protected by insurance or immunity on the following condition. The indemnified person shall first agree in writing to use best reasonable efforts to provide, to the extent possible, for the Corporation to obtain the benefit of the indemnified person’s right to insurance coverage or other protection, whether by assignment, cooperation, subrogation, or other means.

ARTICLE 11
DISTRIBUTION OF NET RECEIPTS

Section 1. Distribution of Net Receipts. The accumulation, expenditure and distribution of the net receipts of the Corporation shall be exclusively for the improvement and support of medical education at the University of Florida College of Medicine – Jacksonville.

Section 2. Dean’s Fund. A Dean’s Fund shall be established for the exclusive use of the Dean of the University of Florida College of Medicine – Jacksonville, in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the University of Florida College of Medicine – Jacksonville. The amount to be distributed to this fund by the Corporation shall be determined by the Dean of the
University of Florida College of Medicine – Jacksonville, with the approval of the Board of Directors as part of the annual Budget approval.

ARTICLE 12
PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Newly Revised shall govern the Corporation all cases to which they are applicable and in which they are not inconsistent with the Articles and Bylaws of the Corporation.

ARTICLE 13
AMENDMENTS

Section 1. Articles of Incorporation. The Articles of Incorporation may be amended only by a majority vote of all members of the Board of Directors. Written notice of any proposed amendment to the Articles of Incorporation, including a copy of the proposed amendment, will be mailed to each member of the Board of Directors not fewer than seven (7) calendar days prior to any meeting at which the proposed amendment is to be considered. Any amendments to the Articles of Incorporation shall not become effective until ratified by the Dean of the University of Florida College of Medicine – Jacksonville, the Senior Vice President for Health Affairs, and the President of the University as the designee of the Board of Trustees. Any amendments to the Articles of Incorporation shall not become effective until approved by the University of Florida Board of Trustees.

Section 2. Bylaws. The Bylaws of this Corporation shall be amended only by a majority vote of all members of the Board of Directors. Written notice of any proposed amendment to these Bylaws, including a copy of the proposed amendment, will be mailed to each member of the Board of Directors not fewer than seven (7) calendar days prior to any meeting at which the proposed amendment is to be considered. Any amendments to the Bylaws shall not become effective until ratified by the Dean of the University of Florida College of Medicine – Jacksonville, the Senior Vice President for Health Affairs, and the President of the University as the designee of the Board of Trustees. Any amendments to the Bylaws shall not become effective until approved by the University of Florida Board of Trustees.

ARTICLE 14
ADMINISTRATIVE POLICIES

Section 1. Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary and the Articles of Incorporation, the affairs and operations of the Corporation shall be conducted in strict compliance with the University of Florida Board of Trustees Internal Operating Memorandum No. 07-21 and No. 07-22, as may be amended from time to time.

Section 2. Financial Audits and Reports. An annual financial audit of the Corporation's books and records, including a management letter, shall be conducted by an independent Certified Public Accountant. Upon completion, a copy of the annual audit report, management letters, and any supplemental data requested by the Board of Governors, the University Board of Trustees, and the Auditor General shall be considered public records pursuant to Section 119.07, Florida Statutes. The audit shall be completed and, together with management's responses, submitted to the President of the University or his or her designee not later than three (3) months after the close of the Corporation's fiscal year. The University of Florida President, or his or her designee, shall periodically, but not less than annually, make a report.
concerning material results of the Corporation’s audits to the Board of Trustees. All financial records of
the Corporation shall be available to the appropriate personnel of the University of Florida from time to
time as designated by the President of the University of Florida or his or her designee in consultation with
the Dean of the University of Florida College of Medicine – Jacksonville.

ARTICLE 15
GENERAL PROVISIONS

Section 1. Annual Budget. Except as set forth in Article 6 of these Bylaws or as required by law
or the University of Florida Board of Trustees, the Corporation shall adopt an annual operating/capital
budget, which shall be recommended by the Dean of the University of Florida College of Medicine –
Jacksonville and the Senior Vice President for Health Affairs and which shall be submitted to the President
of the University or his or her designee for approval not later than sixty (60) days after the first day of the
fiscal year. The University of Florida President, or his or her designee, shall periodically, but not less than
annually, make a report concerning the Corporation’s approved budgets and financial performance to the
Board of Trustees.

Section 2. Public Access to Records. Public access to the Corporation’s records and meetings
shall be governed by Florida Statutes § 1004.30.

Section 3. Use of University Name or Resources. The President of the University of Florida shall,
at all times, monitor and retain control over the use of the University of Florida name and resources to
ensure that the Corporation’s activities are consistent with and supportive of the missions of the University
of Florida and applicable state and federal laws and rules.

Section 4. Written Policies. The Corporation shall maintain written policies on ethics, conflicts of
interest, personnel, discrimination, and sexual harassment, and a code of business conduct, which shall be
approved by the Board of Directors and shall be consistent with all University of Florida policies.

Section 5. Conflicts of Interest. Conflicts of interest shall be determined, disclosed, and managed
by a Conflicts of Interest Policy adopted by the Board of Directors.

ARTICLE 16
DEFINITIONS

1. “Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

2. “Directors” means the members of the Board of Directors of the Corporation.

3. “For cause” means actions or omissions that may adversely reflect on the interests or reputation
of the Corporation or the University, as determined by the University President after consulting
with the Board of Directors, or the Chairperson or other Board-designated officer as the
Corporation’s authorized executive for this purpose. Any such determination may be made by the
University President at any time and need not depend on the conclusion of any external
determination or process.

4. “Corporation” means the University of Florida Jacksonville Physicians, Inc.
5. "Officers" means the Chairperson, President/CEO, Vice President, Secretary/Treasurer, Vice President of Finance, Vice President of Operations, Vice President of Ambulatory and such other officers as may be designated by the Board of Directors.

6. "Priority Action" means an action of the Board of Directors that affects critical interests, assets or the reputation of the University and, consequently, in order to be effective, requires written ratification by the University President; these are specified in Article 6, Section 1. Only the Board of Directors, however, can cause a Priority Action or any other action of the Board of Directors to be taken, as that is the purview of the Board of Directors and requires a vote of a majority of the directors at a meeting at which quorum is present (or such other vote of the Directors as may be specified for the action by these Bylaws or applicable law).

7. "Unacceptable performance" means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interests of the Corporation and the University, as determined by the University President after consulting with the Board of Directors, or the Chairperson or other Board-designated officer as the Corporation's authorized executive for this purpose.

8. "University" or "UF" means the University of Florida.

9. "University President" or "President of the University" means the President of the University of Florida.

10. In "writing" means on paper or via any electronic or digital means and "mailing" means by U.S. or another government's postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation's Secretary/Treasurer.
I HEREBY CERTIFY THAT the forgoing Seventh Amended and Restated Bylaws are the Bylaws of the University of Florida Jacksonville Physicians, Inc., and were adopted by the Board of Directors on _______ and will be effective _________.

Attest: ________________________________________
Leon Haley, M.D., M.H.S.A., CPE, FACEP
Chairman
University of Florida Jacksonville Physicians, Inc.

(State of Florida)
(County of Duval)

The foregoing instrument was acknowledged before me this ___ day of _______________ 2018 by Leon Haley M.D. the Chairperson of the Board of Directors of the University of Florida Jacksonville Physicians, Inc., a Florida not-for-profit Corporation.

______________________________
Notary

______________________________
Printed/Typed Name of Notary
Commission No. ___________ Expires: ___________
Personally known _____/ID Produced: ___________

Approved/Ratified:

______________________________
Dean, University of Florida College of Medicine – Jacksonville

______________________________
Senior Vice President for Health Affairs

______________________________
Secretary
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS, INC.
A Not-For-Profit Corporation
(Formerly Jacksonville Faculty Practice Association, Inc.)

The undersigned, as the Secretary/Treasurer of UNIVERSITY OF FLORIDA
JACKSONVILLE PHYSICIANS, INC. ("Corporation"), a not-for-profit corporation organized for
scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, does
hereby certify:

That the original name of the Corporation was University Hospital Academic Fund, Inc. and that
the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on
October 17, 1978; and,

That an Amendment to the Articles of Incorporation of the Corporation were filed with the
Florida Secretary of State on August 27, 1987 to change the name of the Corporation to Jacksonville
Faculty Practice Association, Inc.; and,

That on October 28, 1992, the Board of Trustees of the Corporation voted to amend and restate in
their entirety the then-current Articles of Incorporation by a two-thirds (2/3) vote of its members, as
provided for in Article XI of the then-current Articles of Incorporation of the Corporation, and, on
December 15, 1992, the Amended and Restated Articles of Incorporation were filed with the Florida
Secretary of State; and,

That on September 28, 1994, the Board of Directors of the Corporation voted to amend and
restate in their entirety the then-current Amended and Restated Articles of Incorporation by a two-thirds
(2/3) vote of the members, as provided in Article XI of the then-current Articles of Incorporation of the
Corporation, and, on February 23, 1995, the Amended and Restated Articles of Incorporation were filed
with the Florida Secretary of State; and

That on March 29, 1995, the Board of Directors of the Corporation voted to amend and restate in
their entirety the then-current Amended and Restated Articles of Incorporation by a two-thirds (2/3) vote
of its members, as provided in Article XI of the then-current Articles of Incorporation; and,

That the Amended and Restated Articles of Incorporation were filed with the Florida Secretary of
State on October 9, 1996 to change the name of the Corporation to the University of Florida Jacksonville
Physicians, Inc.; and,

That on August 31, 2005, the Board of Directors of the Corporation voted to amend and restate in
their entirety the then-current Amended and Restated Articles of Incorporation of the Corporation, as
provided for in Article IX of the then-current Articles of Incorporation, to obtain compliance with The
University of Florida Board of Trustees Internal Operating Memorandum #04-10; and,
That on March 24, 2010, the Board of Directors of the Corporation voted to amend and restate in their entirety the then-current Amended and Restated Articles of Incorporation, as provided for in Article IX of the then-current Articles of Incorporation, to obtain compliance with The University of Florida Board of Trustees Internal Operating Memorandum #07-21; and,

That on March 30, 2016, the Board of Directors of the Corporation voted, effective on June 30, 2016, to amend and restate in their entirety the Amended and Restated Articles of Incorporation of the Corporation, as provided for in Article 9 of the then-current Articles of Incorporation, to incorporate provisions necessary for the merger of the Corporation with University of Florida Jacksonville Healthcare, Inc., a corporation organized under Chapter 617, Florida Statutes, that is a Health Services Support Organization, and the Corporation's subsequent recognition on April 1, 2016, by The University of Florida Board of Trustees as a Health Services Support Organization, including compliance with Sections 1004.29 and 1004.30, Florida Statutes, and The University of Florida Board of Trustees Internal Operating Memorandum #07-22; and,

That on January 31, 2018, the Board of Directors of the Corporation voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a majority vote of its directors as provided for in the current Articles of Incorporation of the Corporation; and:

That any amendments included in this restatement have been adopted pursuant to Section 617.1007(4), Florida Statutes, and there are no discrepancies between the Corporation's Articles of Incorporation as previously amended and the provisions of the Restated Articles of Incorporation, other than the inclusion of these amendments and the omission of matters of historical interest.

NOW, THEREFORE, Based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE 1
NAME

The name of the corporation shall be: UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS, INC.

ARTICLE 2
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 1. Purposes. The Corporation is organized as a corporation not for profit pursuant to Chapter 617, Florida Statutes, and the purposes for which the Corporation is formed are all purposes permitted by Section 617.0301, Florida Statutes. The President of the University of Florida, or his or her designee, confirms that the Corporation's mission is to support one or more of the purposes of the University of Florida. The Corporation shall be operated exclusively for charitable, scientific and educational purposes in support of the missions of the University of Florida College of Medicine – Jacksonville and its supporting organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Such corporate purposes include, but shall not be limited to, promotion of education, research and community service through the care of the sick and injured, including the furthering by clinical study, laboratory research, publication and teaching of the knowledge of diseases and the application of such knowledge to the prevention and treatment of diseases through clinical practice. The Corporation shall carry on only activities permitted to be carried on by (i) an organization exempt under Section 501(c)(3) of the Code and pertinent Treasury Regulations as they now exist or as they may be amended or (ii) any organization, contributions to which are deductible under Section 170(c)(2) of the Code and pertinent Treasury
Regulations as they now exist or as they may be amended.

Section 2. Limitations on Actions. All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Officers, Directors or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (a) a Corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any subsequent revenue code) or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding provisions of any subsequent revenue code).

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of Section 1004.29, Florida Statutes, and the University of Florida Faculty Practice Plan, as approved by The University of Florida Board of Trustees and as amended from time to time, including the University of Florida Board of Trustees Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 3. Dissolution. Upon dissolution of the Corporation, assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any subsequent revenue laws), as may be identified by the President of the University of Florida in a plan for disposition of, absent such a plan, to the University of Florida or its successor public educational institution, or, if none, as may be identified by the last Board of Directors of the Corporation, and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE 3
POWERS

Subject to the limitations set forth in Article 2, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under Chapter 617, Florida Statutes, and other laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE 4
MEMBERSHIP

The membership of the Corporation shall consist of those individuals designated in the Bylaws.

ARTICLE 5
TERM OF EXISTENCE
This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the rules and policies of The University of Florida Board of Trustees.

ARTICLE 6
OFFICERS

The officers of the Corporation and the manner of election or appointment thereof is as described in the Bylaws.

ARTICLE 7
BOARD OF DIRECTORS

The powers of the Corporation will be exercised, its property controlled, and its affairs governed by the Board of Directors of the Corporation with such ratification or approval certain actions as is required by the Bylaws. Members of the Board of Directors will be elected or appointed as provided in the Bylaws.

ARTICLE 8
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE 9
AMENDMENT

Amendments to these Articles of Incorporation may be proposed and adopted by a majority vote of all members of the Board of Directors present at any regular or at any special meetings called for that purpose, subject to ratification by the Dean of the University of Florida College of Medicine – Jacksonville, the University of Florida Senior Vice President for Health Affairs and the President of the University of Florida as the designee of the University of Florida Board of Trustees and subject to the approval of the University of Florida Board of Trustees. Amendment of the Bylaws are as provided therein.

ARTICLE 10
PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the Corporation is located at 653 West 8th Street, Jacksonville, Florida, 32209. Nancy D. Frashuer, whose office is the principal office, is designated as the Registered Agent to accept service of process for the Corporation within this state, and the Agent’s acceptance is endorsed hereon.

ARTICLE 11
USE OF UNIVERSITY NAME OR RESOURCES

The President of the University of Florida shall at all times retain control over the use of the University of Florida name and resources to ensure that the Corporation’s activities are consistent with and supportive of the missions of the University of Florida and applicable state and federal laws and rules.
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this ___ day of __________, 2018.

By: ________________________________
Leon Haley, M.D., M.H.S.A., CPE, FACEP
Chairman
University of Florida Jacksonville Physicians, Inc.

Attest: ______________________________
Steven Cuffe, M.D.
Secretary/Treasurer

(Corporate Seal)

STATE OF FLORIDA    )
COUNTY OF DUVAL     )

Sworn to and subscribed by Leon Haley, M.D., as Chairperson of the Board of Directors and Steven Cuffe, M.D., as Secretary/Treasurer, who personally appeared before me this ___ day of __________, 2018 and who acknowledged before me that they are parties to the above and foregoing Amended and Restated Articles of Incorporation, and further acknowledged these Amended and Restated Articles of Incorporation to be their act and deed as the signers thereof, respectively, and that the facts therein contained are true.

Notary

(Printed/Typed Name of Notary)

Comm No. _________ Expires:

Personally Known_____ /ID Produced
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for University of Florida Jacksonville Physicians, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

Thomas W. Young
Registered Agent
AMENDED AND RESTATED ARTICLES OF INCORPORATION
FLORIDA VETERINARY MEDICINE
FACULTY ASSOCIATION, INC

To: Department of State
Tallahassee, FL 32304

The undersigned, as Chairperson of the Board of Directors and Secretary of FLORIDA VETERINARY MEDICINE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational, and charitable purposes under the provisions of Chapter 617, Florida Statutes do hereby state, that the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on October 12, 1999;

That on October 13, 2008, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on February 12, 2018, the Board of Directors voted to amend and restate in their entirety the current Articles of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of this Corporation is Florida Veterinary Medicine Faculty Association, Inc. The principal office and place of business of the Corporation shall be University of Florida College of Veterinary Medicine, 2015 SW 16th Avenue, Gainesville, Florida 32610.

ARTICLE II.
PURPOSE
LIMITATIONS AND DISSOLUTION

Section 2.1. Purposes. The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Veterinary Medicine, all as determined by The University of Florida Board of Trustees, and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. Limitations on Actions. All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a
program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its income to its members, directors or officers, and the private property of subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3 Dissolution. Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, Inc. for the benefit of the University of Florida College of Veterinary Medicine provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Veterinary Medicine preferably for its veterinary medical programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific, and educational purposes.

ARTICLE IV.
MEMBERSHIP

Section 4.1 Qualification. The Dean of the University of Florida College of Veterinary Medicine (the "College"), an administrator(s) of the college appointed by the Dean, University of Florida's Vice President for Health Affairs, the Executive Vice President of the Corporation, if one is appointed by the Dean, and faculty members (full time) of the College who are assigned to the teaching hospital will be members, and any other members as provided in the Bylaws.

ARTICLE V.
TERMS OF EXISTENCE

The Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.
ARTICLE VI.
OFFICERS

The officers of the Corporation will be elected as provided in the Bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

The corporation shall be managed, its properties controlled and its affairs governed under the direction of its Board of Directors. The terms and manner of election of the directors shall be as provided in the Bylaws.

ARTICLE VIII.
STOCKS AND DIVIDENDS
PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income of its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

ARTICLE IX.
OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is University of Florida College of Veterinary Medicine, 2015 SW 16th Avenue, Gainesville, FL 32610. The mailing address of the registered office is Office of the General Counsel, P.O. Box 1 13125, Gainesville, FL 32611-3125. The name of the Corporation's registered agent at the registered office is John Haven, III.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this _____________ day of ________________, 2018.

__________________________________________  __________________________
James Lloyd, PhD                                      Dana Zimmel, PhD
Chair, Board of Directors                             Secretary

STATE OF FLORIDA  
COUNTY OF ALACHUA  

The foregoing instrument was acknowledged before me this __________ day of __________ 2018, by James Lloyd and Dana Zimmel, who are personally known to me and who did take an oath.
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the Florida Veterinary Medicine Faculty Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

________________________
John Haven, III
AMENDED AND RESTATED ARTICLES OF INCORPORATION
FLORIDA VETERINARY MEDICINE
FACULTY ASSOCIATION, INC.

To: Department of State
Tallahassee, FL 32304

The undersigned, as Chairperson of the Board of Directors and Secretary of FLORIDA VETERINARY MEDICINE ASSOCIATION, INC. ("Corporation"), a not-for-profit corporation organized for scientific, educational, and charitable purposes under the provisions of Chapter 617, Florida Statutes do hereby state, that the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on October 12, 1999;

That on October 13, 2008, the Board of Directors voted to amend and restate in their entirety the current Articles of Incorporation of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida has approved the amendment and restatement; and

That on February 12, 2018, the Board of Directors voted to amend and restate in their entirety the current Articles of the Corporation by a two-thirds vote of its directors as provided for in the current Articles of Incorporation of the Corporation and that the President of the University of Florida and the University of Florida Board of Trustees ("UFBOT") have approved the amendment and restatement; and

That no member approval is required to amend and restate in their entirety the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1002, Florida Statutes.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of this Corporation is Florida Veterinary Medicine Faculty Association, Inc. The principal office and place of business of the Corporation shall be University of Florida College of Veterinary Medicine, 2015 SW 16th Avenue, Gainesville, Florida 32610.

ARTICLE II.
PURPOSE LIMITATIONS AND DISSOLUTION

Section 2.1. Purposes. The Corporation is organized exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Veterinary Medicine, all as determined by The University of Florida Board of Trustees, and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

Section 2.2. Limitations on Actions. All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall incur to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on
behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its income to its members, directors or officers, and the private property of subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan or the regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto.

Section 2.3 Dissolution. Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Foundation, Inc. for the benefit of the University of Florida College of Veterinary Medicine provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Veterinary Medicine preferably for its veterinary medical programs, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Code 1986 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific, and educational purposes.

ARTICLE IV.
MEMBERSHIP

Section 4.1 Qualification. The Dean of the University of Florida College of Veterinary Medicine (the "College"), administrator(s) of the college appointed by the Dean, University of Florida's Vice President for Health Affairs, the Executive Vice President of the Corporation if one is appointed by the Dean, faculty members (full time) of the College who are assigned to the teaching hospital will be members, and any other members as provided in the Bylaws.

ARTICLE V.
TERMS OF EXISTENCE

The Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.
ARTICLE VI.
OFFICERS

The officers of the Corporation will be elected as provided in the Bylaws.

ARTICLE VII.
BOARD OF DIRECTORS

The corporation shall be managed, its properties controlled and its affairs governed under the direction of its Board of Directors. The terms and manner of election of the directors shall be as provided in the Bylaws.

ARTICLE VIII.
STOCKS AND DIVIDENDS
   PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income of its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and subject to the approval of the University of Florida Board of Trustees.

ARTICLE X.
OFFICE AND REGISTERED AGENT

The street address and mailing address of the registered office of the Corporation is University of Florida College of Veterinary Medicine, 2015 SW 16th Avenue, Gainesville, FL 32610. The mailing address of the registered office is Office of the General Counsel, P.O. Box 113125, Gainesville, FL 32611-3125. The name of the Corporation's registered agent at the registered office is John Haven, III.
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 12th day of February, 2018.

James Lloyd, PhD
Chair, Board of Directors

Dana Zimmel, DVM, Diplomate ACVIM, ABVP
Secretary

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 14th day of February 2018, by James Lloyd and Dana Zimmel.

Notary

Shellie S. Evers

Printed/Typed Name of Notary
GG132350
Commission No. Expires: 8/14/2021

Personally known [X] /ID Produced:
REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the Florida Veterinary Medicine Faculty Association, Inc., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

[Signature]

John S. Haven, III
Treasurer
THIRD SECOND
AMENDED
BYLAWS OF
FLORIDA VETERINARY MEDICINE FACULTY ASSOCIATION, INC.
(Adopted on February 12, 2018)

ARTICLE I.
NAME

The name of this Corporation shall be FLORIDA VETERINARY MEDICINE FACULTY ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

This Corporation is organized and shall be operated exclusively to support the service, teaching and research mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Veterinary Medicine, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The membership of the Corporation shall consist of the Dean of the College of Veterinary Medicine ("College"), two administrators of the college appointed by the Dean, the University of Florida's Senior Vice President for Health Affairs or designee, the Executive Vice President of the Corporation, if one is appointed by the dean, and each (full time) clinical faculty member of the College.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE V.
MEETINGS

Section 5.1 - Annual Meetings. There shall be an annual meeting of the members shall be held during the Fall of each year for (i) the election of members of the Board of Directors (the "Board") in any year such election is required by the Corporation's Articles of Incorporation, (ii) receiving the annual reports of officers, directors and committees, and (iii) the transaction of other business. Notice of the meeting, signed by the Secretary, is to be mailed or sent electronically, to the last recorded mailing or UF e-mail address of each member at least ten (10) days and not more than fifty (50) days before the time appointed for the meeting. Each notice of an annual meeting must set forth the...
place, date, time and purpose of the meeting.
Section 5.2 - Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3 - Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4 - Quorum. The presence in person of at least 35 percent (35%) of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 - Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 - Order of Business. The order of business shall be as follows at all meetings of the Corporation's members, Board of Directors or Executive Committee:

(a) Recording the roll
(b) Proof of Notice of meeting or waiver of notice.
(c) Reading of the minutes.
(d) Receiving communications
(e) Election of officers (if applicable).
(f) Reports of officers.
(g) Reports of committees.
(h) Unfinished business
(i) New business

G) Discussion of future meetings and possible convening dates.

Any question as to priority of business shall be decided by the chairperson without debate. This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.

ARTICLE VI.
BOARD OF DIRECTORS

Section 6.1 - Membership. The Board of Directors shall consist of the Dean of the College or his or her designee, the Executive Vice President of the Corporation, if one is appointed by the Dekan, the University of Florida's Senior Vice President for Health Affairs or his or her designee, two college
administrators appointed by the Dean, the University of Florida's Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them, or his or her designee, and three members of the Corporation, one representing large animal faculty, one representing the comparative, diagnostic and population medicine faculty, and the other representing small animal faculty, elected by the members. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. The nominee receiving the most votes cast shall be elected even when the number of such votes do not constitute a majority of the votes cast.

Section 6.2 - Term of Office. The Dean of the College, Senior Vice President for Health Affairs, University President, and college administrators, and Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of the foregoing, or any respective designee of the foregoing, will serve as a member of the Board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of two years with staggered terms. Elected members may serve more than one term as long as the terms are not consecutive.

Section 6.3 - Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

Subject to the limitations contained in the Articles of Incorporation, the Practice Plan, and the rules and regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, and including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto, the Corporation shall have the power and authority to borrow money by issuing long or short term notes, bonds or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board of Directors.

Section 6.4 - Meetings of the Board. Regular meetings of the Board will follow the annual meeting of the membership in the Fall, and be held at such other times as determined by the Board at its annual meeting or at any special meeting duly called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of a majority of Board members. The Secretary will give five days prior notice of any special meeting to all members of the Board.

Section 6.5 - Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida and any action may be taken
thereat, if notice is waived in writing by four-fifths of all members of the Board.

Section 6.6 - Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairman for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten days later.

Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, college administrators, Executive Vice President, Vice President for Business Affairs, Chief Operating Officer/Chief Financial Officer, or Senior Vice President of Health Affairs, or any respective designee, the person acting in that capacity or designee thereof will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 - Removal. A director other than an ex-officio director may be removed from office or from a committee for any reason by the vote of a majority of the members of the Board. Any director may be removed from office or from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board.

ARTICLE VII.
OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Secretary, a Treasurer and an Executive Vice President, if one is appointed by the Dean, and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may be consolidated and held by one person. The Dean may appoint an Executive Vice President of the Corporation, who shall be subject to the approval of the President of the University of Florida who shall consult with the Dean in this regard and may delegate to the Executive Vice President the responsibility for the day-to-day management and operation of the Corporation.

Section 7.2 - Method of Election. With the exception of the President, Secretary, Treasurer, and the Executive Vice President, if an Executive Vice President is appointed by the Dean, who will serve for a two-year term, the Board will elect all officers for a term of two years. A majority of the Board present will be necessary to constitute an election. All officers, except the President may be removed, with or without cause, by a majority vote of the Board of Directors. The Executive Vice President shall serve at the pleasure of the Dean. The Executive Vice President may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside as chairman at the respective meetings of the members of the
Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee and Audit Committee. The President shall also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Secretary. The Secretary will be filled by the incumbent Associate Dean for Clinical Affairs of the College of Veterinary Medicine. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation’s seal.

Treasurer. The Treasurer will be filled by the incumbent Executive Director of the College of Veterinary Medicine. The Treasurer shall maintain the Corporation’s financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem. The offices of Secretary and Treasurer may be held by the same person.

Section 7.4 - Bond of Treasurer. The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

Section 7.5 - The Executive Vice President. The Dean may appoint an Executive Vice President subject to the approval of the President of the University of Florida. The Executive Vice President shall be an ex officio non-voting member of the Executive Committee, Board of Directors and all Committees appointed by the Board of Directors except the Nominating Committee. The Executive Vice President shall also serve as the Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day to day management and operation of the Corporation. The Executive Vice President shall be accountable directly to the Corporation’s President, Executive Committee and the President of the University of Florida or his or her designee. The Executive Vice President may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consulting with the Board of Directors.

Section 7.6 - Vacancies. All vacancies in any office shall be filled by the Board of Directors without undue delay, at any regular meeting, or at a meeting specifically called for that purpose.
Section 7.7 - Compensation of Officers. So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

Section 7.8 Removal. An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE VIII.
COMMITTEES

Section 8.1 - Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee, which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee the following will be deemed members of said Committee: the Corporation's President, Vice President, Secretary, Treasurer, and the Executive Vice President, if one is appointed by the Dean. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding; the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2 - Nominating Committee. During the month of September of every year, the Nominating Committee will nominate candidates for the Board of Directors to be elected at the next annual election. The Nominating Committee will notify the Secretary in or by e-mail, at least twenty days before the date of the annual meeting, of the names of such candidates, and the Secretary, except as herein otherwise provided, will e-mail a copy thereof to the last UF e-mail address of each member simultaneously with the notice of the meeting. The Nominating Committee for any year shall consist of the last five (5) outgoing faculty members of the Board and the Chair of the Nominating Committee shall be the most recent departed faculty member.

Section 8.2.1 - Independent Nominations. Nominations for the Board may also be made by the written endorsement of not less than ten members of the Corporation, if forwarded to the Secretary at least fifteen days prior to the annual meeting of the Corporation for immediate transmittal by the Secretary to the members.

Section 8.3 - Audit Committee. The Corporation shall have an Audit Committee. The Audit Committee shall select the Corporation's independent outside auditor to perform the annual audit of the Corporation and shall receive such audit report and meet with the Corporation's auditors as necessary to review the results of such audit. The Board, in conjunction with the Audit Committee, shall adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for the oversight of the integrity of the financial reporting, internal controls and the independence and performance of the audit function of the corporations' independent auditors.
Section 8.4 - Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board's approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation's affairs.

Section 8.5 - Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.

Section 8.6 - Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.7 - Committee Vacancies. The authority that originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.8 - Committee Removal. A committee member other than an ex-officio member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.
PROFESSIONAL INCOME

Section 9.1 - Assignment. Each full time member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by said member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 - Allocation. All faculty practice income received by the Corporation from its members shall be allocated for and credited to the Fund described in Article X Section 10.3.

ARTICLE X.
EXPENDITURE OF RECEIPTS

Section 10.1 - Use of Receipt. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2 - Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of veterinary medicine education at the University of Florida College of Veterinary Medicine and shall be made only after approval by the Dean of the College, or his designee, and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 - College Fund. A College Fund shall be established for the exclusive use of the Dean in providing
administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: cost of operating the teaching hospital; costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 - Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the regulations and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21 and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 - Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be submitted not later than the end of the third month following the close of the Corporation’s fiscal year to the President of the University of Florida or his or her designee and the Dean of the College for their review.

Section 11.3 - Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs not later than 60 days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for approval.

ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017, including any amendments thereto.
ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the
Corporation; provided that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative source(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV
MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation's compliance with federal and state laws and rules.

Section 15.4 Definitions: As used in these Bylaws:

“Board of Trustees” or “UFBOT” means the University of Florida Board of Trustees.

“Directors” means the members of the Board of Directors of the Corporation.

“Corporation” means the Florida Veterinary Medicine Faculty Association, Inc.

“Ex Officio” means by virtue or because of an office.

"For cause” means actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.
"Unacceptable performance" means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interest of the Corporation and the University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors.

“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Third Amended Bylaws are the Bylaws of Florida Veterinary Medicine Faculty Association, Inc. and were adopted by the Board of Directors on February 12, 2018.

By: James W. Lloyd, President

Attest: ______________________________

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this ____ day of ____________ 2018 by ____________________ the Chairperson of the Board of Directors of the Florida Veterinary Medicine Faculty Association, Inc., a Florida not-for-profit Corporation.

_______________________________
Notary

Printed/Typed Name of Notary
Commission No. ________ Expires: ________
Personally known ___ /ID Produced: __________

Approved: _____________________
Dean, College of Veterinary Medicine

_______________________________
Secretary
THIRD AMENDED BYLAWS OF
FLORIDA VETERINARY MEDICINE FACULTY ASSOCIATION, INC.
(Adopted on February 12, 2018)

ARTICLE I.
NAME

The name of this Corporation shall be FLORIDA VETERINARY MEDICINE FACULTY
ASSOCIATION, INC., a not-for-profit corporation.

ARTICLE II.
PURPOSE

This Corporation is organized and shall be operated exclusively to support the service, teaching and research
mission and goals of the University of Florida and its J. Hillis Miller Health Center and the College of Veterinary
Medicine, all as determined by The University of Florida Board of Trustees ("UFBOT"), and it shall be operated
exclusively for charitable, scientific and educational purposes and not for pecuniary profit.

ARTICLE III.
MEMBERSHIP

The membership of the Corporation shall consist of the Dean of the College of Veterinary Medicine
("College"), two administrators of the college appointed by the Dean, the University of Florida's Senior Vice President
for Health Affairs or designee, the Executive Vice President of the Corporation, if one is appointed by the dean, and each
(full time) clinical faculty member of the College.

ARTICLE IV.
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each
year.

ARTICLE V.
MEETINGS

Section 5.1. - Annual Meetings. There shall be an annual meeting of the members held during the Fall of each year
for (i) the election of members of the Board of Directors (the "Board") in any year such election is required by the
Corporation's Articles of Incorporation, (ii) receiving the annual reports of officers, directors and committees, and (iii)
the transaction of other business. Notice of the meeting, signed by the Secretary, is to be mailed or sent electronically, to
the last recorded mailing or UF e-mail address of each member at least ten (10) days and not more than fifty (50) days
before the time appointed for the meeting. Each notice of an annual meeting must set forth the place, date, time and purpose
of the meeting.
Section 5.2 - Special Meetings. Special meetings of the membership may be called by the Board of Directors or the Executive Committee at their discretion. Upon the written request of ten (10) members, the Board of Directors shall call a special meeting of the membership to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the regular meetings. No business other than that specified in the notice of meeting shall be transacted at any special meeting of the members of the Corporation.

Section 5.3 - Waiver. Notwithstanding the provisions of any of the foregoing sections, a meeting of the members of the Corporation may be held at any time and at any place within or without the State of Florida, and any action may be taken thereat, if notice is waived in writing by every member having the right to vote at the meeting.

Section 5.4 - Quorum. The presence in person of at least 35 percent (35%) of the members of the Corporation entitled to vote shall be necessary to constitute a quorum for the transaction of business. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 5.5 - Voting. If the manner of deciding any question has not otherwise been prescribed, it shall be decided by a majority of the votes cast.

Section 5.6 - Order of Business. The order of business shall be as follows at all meetings of the Corporation’s members, Board of Directors or Executive Committee:

(a) Recording the roll.
(b) Proof of Notice of meeting or waiver of notice.
(c) Reading of the minutes.
(d) Receiving communications
(e) Election of officers (if applicable).
(f) Reports of officers.
(g) Reports of committees.
(h) Unfinished business
(i) New business
G) Discussion of future meetings and possible convening dates.

Any question as to priority of business shall be decided by the chairperson without debate.
This order of business may be altered or suspended at any meeting by a majority vote of the pertinent body present.

ARTICLE VI.

BOARD OF DIRECTORS

Section 6.1 - Membership. The Board of Directors shall consist of the Dean of the College or his or her designee, the Executive Vice President of the Corporation if one is appointed by the Dean, the University of Florida’s Senior Vice President for Health Affairs or his or her designee, two college administrators appointed by the Dean, the University of Florida’s Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of them or his or her designee, and three members of the Corporation elected by the members. Any member of the Corporation may be nominated for the Board by members of the Board or of the Corporation. The nominee receiving the most votes cast shall be elected even when the number of such votes do not constitute a majority of the votes cast.
Section 6.2 - Term of Office. The Dean of the College, Senior Vice President for Health Affairs, University President, college administrators, and Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer or designee of any of the foregoing, will serve as a member of the Board for such time as such person continues to serve in such person's respective capacity. Elected members will serve for a period of three years with staggered terms. Elected members may serve more than one term as long as the terms are not consecutive.

Section 6.3 - Powers and Duties of the Board of Directors. Where applicable, Section 6.3 is subject to the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto. The property, affairs, activities and concerns of the Corporation shall be vested in the Board of Directors. All management functions shall be exercised by the Board of Directors subject to delegation by the Board to either the officers or the Executive Committee.

The Board shall have the power to hold and to invest and reinvest any monies coming into its hands and to hold any property coming into its hands, to sell or exchange the same, and to invest and reinvest the proceeds of any sale or other conversion of any such property, for the purpose of earning income, which income less operating expenses of the Corporation shall be used to further the scientific, educational and charitable purposes of the Corporation.

No property coming into the hands of the Board of Directors shall be sold or otherwise converted, and no money or funds coming into the hands of the Board of Directors shall be invested except upon a majority vote of the members of the Board.

Subject to the limitations contained in the Articles of Incorporation, the Practice Plan, and the rules and regulations of The University of Florida Board of Trustees and of the Florida Board of Governors, as amended from time to time, and including the University of Florida Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017 and any amendments thereto, the Corporation shall have the power and authority to borrow money by issuing long or short term notes, bonds or debentures and to pledge, mortgage, or otherwise encumber its assets within the discretion of the Board of Directors.

Section 6.4 - Meetings of the Board. Regular meetings of the Board will follow the annual meeting of the membership in the Fall, and be held at such other times as determined by the Board at its annual meeting or at any special meeting duly called for that purpose. No formal notice will be necessary for regular meetings of the Board. Special meetings of the Board may be called by the President or upon the written request of a majority of Board members. The Secretary will give five days prior notice of any special meeting to all members of the Board.

Section 6.5 - Waiver. Notwithstanding the provision of the foregoing section, a meeting of the members of the Board may be held at any time and at any place within or outside of the State of Florida and any action may be taken thereat, if notice is waived in writing by four-fifths of all members of the Board.

Section 6.6 - Quorum. A majority of the members of the Board will constitute a quorum for the transaction of business. In the absence of the President and Vice President, the quorum present may choose a Chairman for the meeting. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting. If a quorum is not originally present, a lesser number may adjourn the meeting to a date not more than ten days later.
Section 6.7 - Vacancies. Whenever any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled without undue delay. In the case of the Dean, college administrators, Executive Vice President, Vice President for Business Affairs/Chief Operating Officer/Chief Financial Officer, or Senior Vice President of Health Affairs, or any respective designee, the person acting in that capacity or a designee thereof will fill the vacancy and hold office until a permanent appointment is made. In the case of elected members, a vacancy will be filled by a majority vote by ballot of the remaining members of the Board at a special meeting called for that purpose; the person so chosen will hold office for the remainder of the term of the replaced elected member.

Section 6.8 - Removal. A director other than an ex-officio director may be removed from office or from a committee for any reason by the vote of a majority of the members of the Board. Any director may be removed from office or from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board.

ARTICLE VII

OFFICERS

Section 7.1 - Number. The officers of the Corporation will include a President, who shall be the Dean of the College, a Secretary, a Treasurer and an Executive Vice President, if one is appointed by the Dean, and any other officer identified in these Bylaws or any amendments thereto. The offices of Secretary and Treasurer may be consolidated and held by one person. The Dean may appoint an Executive Vice President of the Corporation, who shall be subject to the approval of the President of the University of Florida who shall consult with the Dean in this regard and may delegate to the Executive Vice President the responsibility for the day to day management and operation of the Corporation.

Section 7.2 - Method of Election. With the exception of the President, Secretary, Treasurer, and the Executive Vice President, if an Executive Vice President is appointed by the Dean, the Board will elect all officers for a term of three years. A majority of the Board present will be necessary to constitute an election. All officers, except the President may be removed, with or without cause, by a majority vote of the Board of Directors. The Executive Vice President shall serve at the pleasure of the Dean. The Executive Vice President may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

Section 7.3 - Duties of Officers. The duties and powers of the officers of the Corporation shall be as follows:

President. The President shall preside as chairman at the respective meetings of the members of the Corporation, the Board, and the Executive Committee and shall be a member ex officio, with right to vote, of all committees, with the exception of the nominating committee and Audit Committee. The President shall also, at the annual meeting of the Corporation and such other times as he or she deems proper, communicate to the Corporation or to the Board of Directors such matters and make such suggestions as may in his or her opinion tend to promote the prosperity and welfare and increase the usefulness of the Corporation and shall perform such other duties as are necessarily incident to the Office of the President.

Secretary. The Secretary will be filled by the incumbent Associate Dean for Clinical Affairs of the College of Veterinary Medicine. It shall be the duty of the Secretary to give notice of and attend all meetings of the Corporation and all Committees and keep a record of their doings; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed; to keep a list of the members of the Corporation; to notify members of the Corporation of their appointment on Committees; to furnish the Chairperson of each Committee with a copy of the vote.
under which the Committee is appointed, and at his request give notice of the meetings of the Committee; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Corporation, and generally to devote his best efforts to forwarding the business and advancing the interests of the Corporation. In case of absence or disability of the Secretary, the Board of Directors may appoint a Secretary pro tem. The Secretary shall be the keeper of the Corporation's seal.

**Treasurer.** The Treasurer will be filled by the incumbent Executive Director of the College of Veterinary Medicine. The Treasurer shall maintain the Corporation's financial records and keep an account of all monies received and expended for the use of the Corporation, and shall make disbursements only upon vouchers approved in writing by any member of the Board of Directors and the Dean of the College or his designee. He or she shall deposit all sums received in a bank, or banks, or trust company approved by the Board of Directors, and make a report at the regular meetings or when called upon by the President.

The funds, books, and vouchers in his or her hands shall at all times be under the supervision of the Dean of the College or his or her designee and subject to his or her inspection and control. At the expiration of his or her term of office, he or she shall deliver over to his or her successor all books, monies, and other property, or, in the absence of a treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the Board of Directors may appoint a Treasurer pro tem. The offices of Secretary and Treasurer may be held by the same person.

**Section 7.4 - Bond of Treasurer.** The Treasurer shall give to the Corporation such security for the faithful discharge of his or her duties as the Board of Directors may direct.

**Section 7.5 - The Executive Vice President.** The Dean may appoint an Executive Vice President subject to the approval of the President of the University of Florida. The Executive Vice President shall be an ex officio non-voting member of the Executive Committee, Board of Directors and all Committees appointed by the Board of Directors except the Nominating Committee. The Executive Vice President shall also serve as the Chief Administrative Officer of the Corporation and, as such, shall be responsible for the day to day management and operation of the Corporation. The Executive Vice President shall be accountable directly to the Corporation's President, Executive Committee and the President of the University of Florida or his or her designee. The Executive Vice President may be removed for any reason by a vote of at least a majority of the Board of Directors and may be removed for cause or unacceptable performance by the President of the University of Florida after consulting with the Board of Directors.

**Section 7.6 - Vacancies.** All vacancies in any office shall be filled by the Board of Directors without due delay, at any regular meeting, or at a meeting specifically called for that purpose.

**Section 7.7 - Compensation of Officers.** So long as the same is approved by the Dean of the College, the officers not employed by the University of Florida will receive such reasonable salary or compensation as the Board may determine.

**Section 7.8 Removal.** An officer other than an ex-officio officer may be removed for any reason by majority vote of the Board of Directors. Any officer may be removed for cause or unacceptable performance by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.
ARTICLE VIII.
COMMITTEES

Section 8.1 - Executive Committee. Pursuant to a resolution adopted by the majority of the full Board, the Board may create an Executive Committee, which, to the extent provided in such resolution, may exercise the powers of the Board, except as hereinafter provided. Upon the determination of the Board to create an Executive Committee the following will be deemed members of said Committee: the Corporation's President, Vice President, Secretary, Treasurer, and the Executive Vice President, if one is appointed by the Dean. Once established, the Executive Committee will remain in existence until a contrary determination is made by the Board pursuant to a resolution adopted by the majority of the full Board. Anything herein contained to the contrary notwithstanding; the Executive Committee will have no authority to:

1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statute to be approved by the members.
2) Designate candidates for the office of director.
3) Fill vacancies on the Board or any committee thereof.
4) Amend the Articles of Incorporation or Bylaws.

Section 8.2 - Nominating Committee. During the month of September of every year, the Nominating Committee will nominate candidates for the Board of Directors to be elected at the next annual election. The Nominating Committee will notify the Secretary in or by e-mail, at least twenty days before the date of the annual meeting, of the: names of such candidates, and the Secretary, except as herein otherwise provided, will e-mail a copy thereof to the last UF e-mail address of each member simultaneously with the notice of the meeting. The Nominating Committee for any year shall consist of the last five (5) outgoing faculty members of the Board and the Chair of the Nominating Committee shall be the most recent departed faculty member.

Section 8.2.1 - Independent Nominations. Nominations for the Board may also be made by the written endorsement of not less than ten members of the Corporation, if forwarded to the Secretary at least fifteen days prior to the annual meeting of the Corporation for immediate transmittal by the Secretary to the members.

Section 8.3 - Audit Committee. The Corporation shall have an Audit Committee. The Audit Committee shall select the Corporation's independent outside auditor to perform the annual audit of the Corporation and shall receive such audit report and meet with the Corporation's auditors as necessary to review the results of such audit. The Board, in conjunction with the Audit Committee, shall adopt an Audit Committee Charter, which, together with any amendments thereto, shall be approved by the President of the University of Florida or his or her designee, to provide for the oversight of the integrity of the financial reporting, internal controls and the independence and performance of the audit function of the corporations' independent auditors.

Section 8.4 - Standing Committees. At the annual meeting of the Board or as soon thereafter as practicable, the President shall, subject to the Board's approval, appoint such standing committees as the President may deem necessary and advisable to assist in the conduct of the Corporation's affairs.

Section 8.5 - Special Committees. The President may, at any time, appoint other committees on any subject for which there are no standing committees.
Section 8.6 - Committee Quorum. A majority of any committee of the Corporation shall constitute a quorum for the transaction of business, unless any such committee shall by a majority of its entire membership decide otherwise. Once a quorum is established, it shall be deemed established for the entire meeting irrespective of the actual attendance at any particular time during the meeting.

Section 8.7 - Committee Vacancies. The authority that originally appointed a committee shall have the power to fill any vacancy on the committee.

Section 8.8 - Committee Removal. A committee member other than an ex-officio member may be removed from a committee for any reason by majority vote of the Board of Directors. Any committee member may be removed from a committee for cause by the President of the University of Florida after consultation with the conflict-free members of the Board of Directors.

ARTICLE IX.

PROFESSIONAL INCOME

Section 9.1 - Assignment. Each full time member of the faculty shall assign to the University, completely and irrevocably, all faculty practice income collected by said member as more particularly described in the Faculty Practice Plan for the College. Any honoraria, royalties, consultant fees, or other income derived from outside employment approved by the Dean of the College shall not be considered faculty practice income.

Section 9.2 - Allocation. All faculty practice income received by the Corporation from its members shall be allocated for and credited to the Fund described in Article X Section 10.3.

ARTICLE X.

EXPENDITURE OF RECEIPTS

Section 10.1. Use of Receipt. The receipts of the Corporation shall be used first to pay the operating expenses of the Corporation. The net receipts remaining after payment of all costs of operation of the Corporation shall be accumulated, expended and distributed as provided in the Faculty Practice Plan of the College.

Section 10.2 - Approval by University Officials. The accumulation, expenditure and distribution of all funds of the Corporation shall be exclusively for the improvement and support of veterinary medicine education at the University of Florida College of Veterinary Medicine and shall be made only after approval by the Dean of the College, or his designee and after approval by the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

Section 10.3 - College Fund. A College Fund shall be established for the exclusive use of the Dean in providing administrative or operating funds for the coordination of department programs and for any other administrative or operational costs in furtherance of the activities and objectives of the College. Such funds may be used to defray operating expenses of the College not otherwise paid by the Corporation or the University of Florida, including: cost of operating the teaching hospital, costs of health-related research; expenses and fees incurred in the presentation of research data and findings in professional publications, at health-related meetings and symposia, or in any other form; expenses of faculty and students in attending professional meetings and programs; incentive payments to faculty and other personnel to stimulate their respective teaching, learning and investigative potential; lecture fees and expenses of visiting 605/642
speakers and consultants; and such other costs and expenses as are deemed appropriate by the Dean. The amount to be distributed to this fund by the Corporation will be determined by the Dean of the College in consultation with the Board.

ARTICLE XI.
ADMINISTRATION POLICIES

Section 11.1 - Affairs and Operations. Notwithstanding any other provision of these Bylaws to the contrary, the affairs and operations of the Corporation shall be conducted in strict compliance with the regulations and policies of The University of Florida Board of Trustees and the Florida Board of Governors concerning Faculty Practice Plans, including those contained in Board of Trustees Internal Operating Memorandum 07-21, and those contained in the Board of Trustees’ Governance Enhancement Standards adopted on March 17, 2017, and any amendments to any of the foregoing.

Section 11.2 - Financial Audits and Reports. All financial records of the Corporation shall be available to the appropriate personnel of the University of Florida from time to time designated by the Dean of the College. Copies of each audited financial statement and management letter shall be submitted not later than the end of the third month following the close of the Corporation's fiscal year to the President of the University of Florida or his or her designee and the Dean of the College for their review.

Section 11.3 - Operating Budget. An operating budget shall be prepared for the Corporation at least annually and recommended by the Dean and Senior Vice President for Health Affairs not later than 60 days after the first day of the fiscal year to which it pertains to the President of the University of Florida or his or her designee for approval.

XII. ARTICLE
SEAL

The seal of the Corporation shall be as more particularly shown in the following impression.

ARTICLE XIII.
AMENDMENTS

The Bylaws and Articles of Incorporation of the Corporation may be made, altered or rescinded by a two-thirds (2/3) vote of all members of the Board of Directors at any regular or at any special meetings called for that purpose; provided, however, all changes or deletions are subject to the written approval of the President of the University of Florida, as well as the Board of Trustees when required pursuant to the Governance Enhancement Standards adopted on March 17, 2017 including any amendments thereto.

ARTICLE XIV.
INDEMNIFICATION

The Corporation shall, to the extent legally permissible, indemnify and defend each of its directors, officers, employees, or other agents against all liabilities and expenses, including where applicable, amounts paid actions, suit or other proceeding, whether civil or criminal, in which such person may be involved by reason of corporate employment or Board service, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Corporation; provided
that any payment by the way of settlement, compromise or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Board to have been made in the best interests of the Corporation; and further provided that no settlement hereunder shall be entered into without the prior consultation and approval of a duly authorized representative of the Board. Any person believing himself to be entitled to indemnification or defense under this Section shall, in order to qualify for indemnification or defense hereunder, notify the President immediately upon the occurrence giving rise to said entitlement.

In the event that a director, officer, employee or other agent who would otherwise be entitled to indemnification or defense hereunder is entitled, through insurance or otherwise, to alternative sources (s) of indemnification or defense for liabilities and expenses noted above, such individual will be entitled, under this provision, only to indemnification or defense to the extent not provided by such alternative sources(s).

Nothing contained in this Article shall affect any rights of indemnification or defense to which corporate personnel other than directors, officers, employees, and other agents of the Corporation may be entitled by contract or otherwise by law.

ARTICLE XV
MISCELLANEOUS

Section 15.1 Review of Mission. The President of the University of Florida or his or her designee shall periodically review the mission of the Corporation to ensure that it supports one or more of the purposes of the University of Florida.

Section 15.2 Written Policies. The Corporation shall have written policies on ethics, conflicts of interest, personnel (if applicable), discrimination and sexual harassment.

Section 15.3 Presidential Authority. The President of the University of Florida shall have the power to: monitor and control the use of University resources by the Corporation; control the use of the University name by the Corporation and monitor the Corporation’s compliance with federal and state laws and rules.

Section 15.4 Definitions: As used in these Bylaws:

"Board of Trustees" or “UFBOT” means the University of Florida Board of Trustees.

"Directors" means the members of the Board of Directors of the Corporation.

"Corporation" means the Florida Veterinary Medicine Faculty Association, Inc.

"Ex Officio" means by virtue or because of an office.

"For cause" means actions or omissions that may adversely reflect on the interest and/or reputation of the Corporation or The University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors. Any such determination may be made by the President of the University of Florida and need not depend on the conclusion of any external determination or process.

"Unacceptable performance" means a persistent failure to fulfill duties of the position to high standards and in a manner that serves the best interest of the Corporation and the University of Florida, as determined by the President of the University of Florida after consulting with the Board of Directors.
“University” or “UF” means the University of Florida.

“University President” or “President of the University” means the President of the University of Florida.

In “writing” means on paper or via any electronic or digital means and “mailing” means by U.S. or another government’s postal service or by a commercial courier service or by electronic mail or facsimile, with all postal or delivery charges paid and addressed to the address last on record with the Corporation’s Secretary/Treasurer.
I HEREBY CERTIFY THAT the foregoing Third Amended Bylaws are the Bylaws of Florida Veterinary Medicine Faculty Association, Inc. and were adopted by the Board of Directors on February 12, 2018.

By: James W. Lloyd, President

Attest: 

(State of Florida)
(County of Alachua)

The foregoing instrument was acknowledged before me this 14th day of February, 2018 by James Lloyd, the Chairperson of the Board of Directors of the Florida Veterinary Medicine Faculty Association, Inc., a Florida not-for-profit Corporation.

Notary

Shelie S. Evers
Printed/Typed Name of Notary
Comission No. GG132356 Expires: 8/14/2021
Personally known /ID Produced:

Approved: James W. Lloyd
Dean, College of Veterinary Medicine

Secretary
1.0 Verification of Quorum

Interim Vice President and General Counsel Amy Hass verified a quorum of the Committee on Finance and Facilities, with all members present except Trustees Steven M. Scott.

Members present were:
Rahul Patel (Chair), David L. Brandon, James W. Heavener, Mori Hosseini, Leonard H. Johnson, Jason J. Rosenberg, and Anita G. Zucker. Trustee Steven Scott was unable to attend.

Others present were:
W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzick, Senior Vice President for Health Affairs and President of UF Health; Jack Payne, Senior Vice President for Agriculture and Natural Resources; Amy Hass, Interim Vice President and General Counsel; Michael McKee, Vice President and Chief Financial Officer; Curtis Reynolds, Vice President for Business Affairs; and other members of the Board of Trustees, the President’s Cabinet, University community, public and the media.

2.0 Call to Order and Welcome

Committee Chair Rahul Patel welcomed everyone in attendance and called the meeting to order at 4:22 p.m. EST.

3.0 Review and Approval of Minutes

Committee Chair Patel asked for a motion to approve the minutes of the August 29, 2017, Finance and Facilities committee meeting, which was made by Trustee Hosseini, and a second, which was made by Trustee Zucker. The Committee Chair asked for further discussion, after which he asked for all in favor of the motion and any opposed and the motion was approved unanimously.

The Committee considered the following Action Items:
4.0 Action Items

**FF1. Veterinary Medicine Energy Plant Energy Efficiency Contract**

The Committee was asked to approve a request for the University to enter into a performance contracting agreement with Siemens for an energy efficiency performance grade contract for the College of Veterinary Medicine. COO Charles Lane noted that the Board of Trustees approved an investment grade audit for the complex in December 2016. That audit recommended construction of a 600,000 square foot efficient central energy plant. The construction costs will not exceed $25 million and will result in overall savings of $32 million over 20 years. VP for Business Affairs Curtis Reynolds noted that construction costs would be supported by UF auxiliary reserve funds ($15 million) and UF internal funds ($10 million). Reynolds confirmed that the savings over the life of the 20 year contract are guaranteed by Siemens.

The Committee Chair asked for a motion to approve FF1 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Hosseini and a second, which was made by Trustee Zucker. The Committee Chair then asked for all in favor of the motion and any opposed and the motion was approved unanimously.

**FF2. University Transportation and Parking Services Project Cost and Maximum Bond Principal Indebtedness**

Dr. Lane provided some context regarding the current parking situation on campus, noting that UF is currently behind demand by about 4,000 parking spots. In 2016, the board approved a request to seek a bond not to exceed $37 million to build a new parking garage. After extensive study, a location for an approximately 1,950-space garage was selected on the site of the current Gale Lemerand commuter lot. The estimated project cost will not exceed $34.2 million and the new structure will provide parking for a number of facilities including the new Data Science Center and Information Technology Building.

Responding to questions, Trustee Brandon, who has worked with UF administration on the project development, said he is confident that the cost is competitive and in line with the market. Trustee Hosseini agreed that the planned site was the right place to build, but expressed concern about the large number of occupants of the planned Data Science complex relying on this parking site. He requested that UF administrators examine the possibility of splitting the complex into two buildings, and moving the health science component closer to the Health Science Center, in order to optimize the investment and make the best decision for the future of the University. Dr. Lane agreed to follow up on the necessary legislative approval with Vice President for University Relations Jane Adams.

There being no further discussion, Committee Chair Patel asked for a motion to approve FF2 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Hosseini, and a second, which was made by Trustee Zucker. The Committee Chair then asked for all in favor of the motion and any opposed and the motion was approved unanimously.
FF3. **Acquisition of Real Property**
Drs. David Guzick and Leon Haley gave a presentation on the strategic implications of the plan to purchase 7.75 acres for an ambulatory care center in Raydient Places + Properties’ new master planned community in Nassau County. Lee Nelson, Director of the Office of Real Estate, confirmed that all permits and zoning are in place. Trustee Mori Hosseini reported that he has been involved since the early stages of the project and confirmed that it is in line with UF Health’s strategic plan.

There being no further discussion, Committee Chair Patel asked for a motion to approve FF3 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Hosseini, and a second, which was made by Trustee Johnson. The Committee Chair then asked for all in favor of the motion and any opposed and the motion was approved unanimously.

5.0 **Discussion/Informational Items**
5.1 **UF Central Energy Plant Replacement**
Dr. Charles Lane outlined the need to begin planning for a new central energy plant to supply campus with reliable, cost efficient energy. The current energy plant is 60 years old, requires a significant investment in maintenance, has substantial deferred maintenance needs and is due to be dismantled by 2025. He also noted that the current plant is situated on approximately seven acres of prime land near the Health Science Center. Dr. Lane reported that estimates for a new energy plant are in the range of $200-300 million and that the Royal Bank of Canada has been engaged to explore financing models. It was agreed that this is a necessary undertaking for the University, which offers an important opportunity to reduce the institution’s carbon footprint and to move power underground. The project will be presented in more detail as an information item at the March 2018 Board of Trustees meeting.

5.2 **Construction report**
Curtis Reynolds, Vice President for Business Affairs, highlighted three major projects including the Innovation Hub Phase II, which is now complete; the Career Resource Center and the Herbert Wertheim Laboratory for Engineering Excellence (Nuclear Science Building).

5.3 **UFICO Update**
William Reeser, Chief Investment Officer, University of Florida Investment Corporation, updated the Committee on the status of UF Endowment and investments. Among the highlights:
- In the third quarter ending Sept. 30, 2017, $9 million in new endowment gifts were received
- The endowment fund made $46 million in investment earnings
- Total endowment level is now $1.643 billion

6.0 **New Business**
There was no new business to come before the Committee.
7.0 Adjourn

After asking for any further discussion and hearing none, Chair Patel asked for a motion to adjourn, which was made by Trustee Hosseini, and a second, which was made by Trustee Brandon, and, with no further discussion desired, the motion was passed unanimously and the University of Florida Committee on Finance and Facilities meeting was adjourned at 5:43 p.m. EST.
Call to Order and Welcome
Committee Chair, Rahul Patel called the meeting to order at 3:00 p.m. EST.

Members present were:
Rahul Patel (Chair), David L. Brandon, Mori Hosseini, Leonard H. Johnson, and Anita G. Zucker. Trustees Jason Rosenberg and Steven Scott were unable to attend.

Others present were:
Michael McKee, Vice President and Chief Financial Officer; Curtis Reynolds, Vice President for Business Affairs; Charles Lane, Sr. Vice President and Chief Operating Officer and other members of the University community.

Chair Patel opened the meeting by reminding Trustees that the purpose of this call was to review the items on the agenda for the Board of Trustees meeting being held December 14-15, 2017, for information purposes. No action was taken on any items.

FF1. Veterinary Medicine Energy Plant Energy Efficiency Contract

Vice President for Business Affairs Curtis Reynolds presented FF1 noting that the stand-alone energy plant supporting the Veterinary Medicine complex is now considered to be past its useful life, requiring major investments in maintenance. In December 2016, Siemens was engaged to perform an energy assessment. With that study complete, the committee will be asked to approve the performance of an investment grade audit to determine upgrades and potential savings. Reynolds said a new plant is expected to cost $25 million with funds for construction coming from the auxiliary funds account and internal loans from campus. The money would be paid back with the energy savings, which are guaranteed by Siemens. Mr. Reynolds anticipates that the new project would result in savings of over $8 million in energy costs and $25 million in cost avoidance for a total of $32 million.

The Trustees asked that a short summary of the financing be included in the Board materials.
FF2. University Transportation and Parking Services Project Cost and Maximum Bond Principal Indebtedness

Dr. Charles Lane, Sr. Vice President and COO, outlined the need for a new parking garage. Supply is falling significantly behind demand for parking spaces and this will only increase as UF hires 500 new faculty and constructs new facilities on the site of current parking. UF administrators have identified space for construction of a seven-story parking facility providing approximately 1,950 spaces on the current commuter lot on Gale Lemerand Drive. The estimated cost is no more than $34,200,000.

There were some concerns raised about location, cost and cost of financing. Dr. Lane agreed to look into the concerns and discuss them with Trustees before the full meeting when Trustees will be asked to approve a maximum project cost of $34,200,000.

FF3. Acquisition of Real Property

After a competitive bid process, UF Health was selected by Raydient Places + Properties as the health care partner for a new master planned community near Jacksonville, FL. Part of the plan includes a new primary care and urgent care medical facility on 7.75 acres of land currently owned by Raydient. Dr. Leon Haley, Dean of the College of Medicine-Jacksonville, told Trustees that the $3.65 million acquisition has been approved by the University of Florida Jacksonville Physicians, Inc., governing board and due diligence, including several studies to assess the land value, has been done.

Discussion/Informational Items

5.1 UF Central Energy Plant replacement
Dr. Charles Lane outlined the need to begin planning for a new central energy plant to supply campus with reliable, cost efficient energy. The current plant is old and faces massive deferred maintenance needs and is due to be dismantled by 2025. The current plant also sits on seven acres of prime land near the Health Science Center. Dr. Lane noted that UF is just one of a number of large universities looking at the need to build replacement energy plants. Several trustees noted that this is something that UF has to do and a great deal of time has already been spent on location and planning.

5.2 Construction report
Curtis Reynolds, Vice President for Business Affairs, outlined three projects that will be highlighted at the upcoming meeting including the Innovation Hub Phase II, which is now complete; the Career Resource Center and the Herbert Wertheim Laboratory for Engineering Excellence (Nuclear Science Building).

5.3 UFICO Update
William Reeser, Chief Investment Officer and Edward Kelly, Chief Operating Officer, University of Florida Investment Corporation will update trustees at the meeting.
Adjourn

The meeting was adjourned at 4:04 p.m. EST.
### UNIVERSITY OF FLORIDA
#### STATEMENT OF NET POSITION

As of December 31, 2017  
(Amounts expressed in thousands)

<table>
<thead>
<tr>
<th>Assets</th>
<th>UNAUDITED December 31, 2017</th>
<th>UNAUDITED December 31, 2016</th>
<th>$ Variance</th>
<th>% Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and Investments (Note 1)</td>
<td>$ 1,746,698</td>
<td>$ 1,547,235</td>
<td>$ 199,463</td>
<td>12.9%</td>
</tr>
<tr>
<td>Accounts Receivable, Net (Note 2)</td>
<td>83,195</td>
<td>71,750</td>
<td>11,445</td>
<td>16.0%</td>
</tr>
<tr>
<td>Loans &amp; Notes Receivable, Net</td>
<td>37,593</td>
<td>40,186</td>
<td>(2,593)</td>
<td>-6.5%</td>
</tr>
<tr>
<td>Due From State (Note 3)</td>
<td>117,447</td>
<td>87,851</td>
<td>29,596</td>
<td>33.7%</td>
</tr>
<tr>
<td>Due From Component Units</td>
<td>13,029</td>
<td>12,687</td>
<td>342</td>
<td>2.7%</td>
</tr>
<tr>
<td>Depreciable Capital Assets, Net (Note 4)</td>
<td>1,791,735</td>
<td>1,688,061</td>
<td>103,674</td>
<td>6.1%</td>
</tr>
<tr>
<td>Nondepreciable Capital Assets (Note 5)</td>
<td>113,114</td>
<td>214,567</td>
<td>(101,453)</td>
<td>-47.3%</td>
</tr>
<tr>
<td>Other Assets</td>
<td>4,705</td>
<td>9,035</td>
<td>(4,330)</td>
<td>-47.9%</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td><strong>3,907,516</strong></td>
<td><strong>3,671,372</strong></td>
<td><strong>236,144</strong></td>
<td><strong>6.4%</strong></td>
</tr>
<tr>
<td>Deferred Outflows of Pension Resources (Note 6)</td>
<td>269,062</td>
<td>140,766</td>
<td>128,296</td>
<td>91.1%</td>
</tr>
<tr>
<td><strong>Total Assets and Deferred Outflows of Resources</strong></td>
<td><strong>$ 4,176,578</strong></td>
<td><strong>$ 3,812,138</strong></td>
<td><strong>$ 364,440</strong></td>
<td><strong>9.6%</strong></td>
</tr>
</tbody>
</table>

#### Liabilities

<table>
<thead>
<tr>
<th>Liabilities</th>
<th>UNAUDITED December 31, 2017</th>
<th>UNAUDITED December 31, 2016</th>
<th>$ Variance</th>
<th>% Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts Payable</td>
<td>$ 84,852</td>
<td>$ 87,236</td>
<td>(2,384)</td>
<td>-2.7%</td>
</tr>
<tr>
<td>Salaries and Wages Payable</td>
<td>47,755</td>
<td>44,778</td>
<td>2,977</td>
<td>6.6%</td>
</tr>
<tr>
<td>Unearned Revenue (Note 7)</td>
<td>94,217</td>
<td>72,618</td>
<td>21,599</td>
<td>29.7%</td>
</tr>
<tr>
<td>Deposits Held in Custody</td>
<td>14,859</td>
<td>13,994</td>
<td>865</td>
<td>6.2%</td>
</tr>
<tr>
<td>Due To Component Units</td>
<td>170,236</td>
<td>166,429</td>
<td>3,807</td>
<td>2.3%</td>
</tr>
<tr>
<td>Capital Improvement Debt Payable</td>
<td>146,692</td>
<td>157,389</td>
<td>(10,697)</td>
<td>-6.8%</td>
</tr>
<tr>
<td>Compensated Absences Payable</td>
<td>125,791</td>
<td>117,310</td>
<td>8,481</td>
<td>7.2%</td>
</tr>
<tr>
<td>Other Postemployment Benefits Payable (Note 8)</td>
<td>316,874</td>
<td>267,705</td>
<td>49,169</td>
<td>18.4%</td>
</tr>
<tr>
<td>Net Pension Liability (Note 9)</td>
<td>565,044</td>
<td>353,745</td>
<td>211,299</td>
<td>59.7%</td>
</tr>
<tr>
<td>Other Liabilities*</td>
<td>31,899</td>
<td>34,875</td>
<td>(2,976)</td>
<td>-8.5%</td>
</tr>
<tr>
<td><strong>Total Liabilities</strong></td>
<td><strong>1,598,219</strong></td>
<td><strong>1,316,079</strong></td>
<td><strong>282,140</strong></td>
<td><strong>21.4%</strong></td>
</tr>
<tr>
<td>Deferred Inflows of Pension Resources (Note 10)</td>
<td>7,330</td>
<td>53,791</td>
<td>(46,461)</td>
<td>-86.4%</td>
</tr>
<tr>
<td><strong>Total Liabilities and Deferred Inflows of Resources</strong></td>
<td><strong>1,605,549</strong></td>
<td><strong>1,369,870</strong></td>
<td><strong>235,679</strong></td>
<td><strong>17.2%</strong></td>
</tr>
<tr>
<td><strong>Total Net Position</strong></td>
<td><strong>2,571,029</strong></td>
<td><strong>2,442,268</strong></td>
<td><strong>128,761</strong></td>
<td><strong>5.3%</strong></td>
</tr>
<tr>
<td><strong>Total Liabilities, Deferred Inflows of Resources and Net Position</strong></td>
<td><strong>$ 4,176,578</strong></td>
<td><strong>$ 3,812,138</strong></td>
<td><strong>$ 364,440</strong></td>
<td><strong>9.6%</strong></td>
</tr>
</tbody>
</table>

* Include Loans and Notes Payable, Installment Purchase Agreements Payable, Capital Leases Payable, and Perkin Loans
# UNIVERSITY OF FLORIDA

## STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

For the Period Ended December 31, 2017

(Amounts expressed in thousands)

<table>
<thead>
<tr>
<th>Revenues</th>
<th>UNAUDITED December 31, 2017</th>
<th>UNAUDITED December 31, 2016</th>
<th>$ Variance</th>
<th>% Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Student Tuition and Fees</td>
<td>$ 285,806</td>
<td>$ 283,207</td>
<td>$ 2,599</td>
<td>0.9%</td>
</tr>
<tr>
<td>Less: Scholarship Allowances (Note 11)</td>
<td>(105,371)</td>
<td>(74,749)</td>
<td>(30,622)</td>
<td>41.0%</td>
</tr>
<tr>
<td>Student Tuition and Fees, Net of Scholarship Allowances</td>
<td>180,435</td>
<td>208,458</td>
<td>(28,023)</td>
<td>-13.4%</td>
</tr>
<tr>
<td>Noncapital State Appropriations (Note 12)</td>
<td>355,094</td>
<td>324,134</td>
<td>30,960</td>
<td>9.6%</td>
</tr>
<tr>
<td>Federal Grants and Contracts</td>
<td>217,813</td>
<td>197,424</td>
<td>20,389</td>
<td>10.3%</td>
</tr>
<tr>
<td>State and Local Grants and Contracts (Note 13)</td>
<td>23,814</td>
<td>24,995</td>
<td>(1,181)</td>
<td>-4.7%</td>
</tr>
<tr>
<td>Nongovernmental Grants and Contracts (Note 13)</td>
<td>429,422</td>
<td>403,618</td>
<td>25,804</td>
<td>6.4%</td>
</tr>
<tr>
<td>Noncapital Grants, Contracts, and Gifts</td>
<td>49,378</td>
<td>54,537</td>
<td>(5,159)</td>
<td>-9.5%</td>
</tr>
<tr>
<td>Sales and Services of Auxiliary Enterprises</td>
<td>99,302</td>
<td>106,661</td>
<td>(7,359)</td>
<td>-6.9%</td>
</tr>
<tr>
<td>Capital Grants, Contracts, Donation and Fees</td>
<td>14,495</td>
<td>13,261</td>
<td>1,234</td>
<td>9.3%</td>
</tr>
<tr>
<td>Federal and State Student Financial Aid (Note 14)</td>
<td>106,787</td>
<td>64,743</td>
<td>42,044</td>
<td>64.9%</td>
</tr>
<tr>
<td>Capital State Appropriations</td>
<td>57,819</td>
<td>59,430</td>
<td>(1,611)</td>
<td>-2.7%</td>
</tr>
<tr>
<td>Net Investment Income (Note 15)</td>
<td>50,249</td>
<td>2,947</td>
<td>47,302</td>
<td>1605.1%</td>
</tr>
<tr>
<td>Other Revenue</td>
<td>5,565</td>
<td>4,096</td>
<td>1,469</td>
<td>35.9%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td><strong>1,770,608</strong></td>
<td><strong>1,672,762</strong></td>
<td><strong>97,846</strong></td>
<td><strong>5.8%</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Expenses</th>
<th>UNAUDITED December 31, 2017</th>
<th>UNAUDITED December 31, 2016</th>
<th>$ Variance</th>
<th>% Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Compensation and Benefits (Note 16)</td>
<td>1,015,176</td>
<td>961,908</td>
<td>53,268</td>
<td>5.5%</td>
</tr>
<tr>
<td>Services and Supplies</td>
<td>267,198</td>
<td>268,307</td>
<td>(1,109)</td>
<td>-0.4%</td>
</tr>
<tr>
<td>Utilities and Communications</td>
<td>36,312</td>
<td>33,734</td>
<td>2,578</td>
<td>7.6%</td>
</tr>
<tr>
<td>Scholarships, Fellowships and Waivers</td>
<td>61,167</td>
<td>53,232</td>
<td>7,935</td>
<td>14.9%</td>
</tr>
<tr>
<td>Depreciation</td>
<td>68,898</td>
<td>67,752</td>
<td>1,146</td>
<td>1.7%</td>
</tr>
<tr>
<td>Other Expenses</td>
<td>9,011</td>
<td>13,395</td>
<td>(4,384)</td>
<td>-32.7%</td>
</tr>
<tr>
<td><strong>Total Expenses</strong></td>
<td><strong>1,457,762</strong></td>
<td><strong>1,398,328</strong></td>
<td><strong>59,434</strong></td>
<td><strong>4.3%</strong></td>
</tr>
</tbody>
</table>

## NET INCREASE IN NET POSITION

| NET INCREASE IN NET POSITION                  | **312,846**                 | **274,434**                 | **38,412** |

Net Position, Beginning of Year

| Net Position, Beginning of Year               | 2,438,619                   | 2,376,292                   |

Net Position, End of Quarter

<p>| Net Position, End of Quarter                  | $ 2,751,465                 | $ 2,650,726                 |</p>
<table>
<thead>
<tr>
<th>Note #</th>
<th>Line Description</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Cash and Investments</td>
<td>This increase is a result of SPIA investments made from additional monies received from State Appropriations for a number of programs, such as Preeminence Funding and Bright Futures Scholarship Program, as well as a significant appreciation in value of our other investments.</td>
</tr>
<tr>
<td>2</td>
<td>Accounts Receivable, Net</td>
<td>This increase is primarily attributable to amounts due on Federal and non-federal contracts and grants.</td>
</tr>
<tr>
<td>3</td>
<td>Due From State</td>
<td>Increase is attributable to additional State appropriations to fund construction and renovations of Norman Hall, the Nuclear Science Building, and the Music Building project, and the subsequent timing of the related collections of those capital State appropriations.</td>
</tr>
<tr>
<td>4</td>
<td>Depreciable Capital Assets, Net</td>
<td>Increase in depreciable capital assets is attributable to the capitalization of several large projects, including the O’Connell Center, the Chemistry Building, and the Newell Hall Renovation.</td>
</tr>
<tr>
<td>5</td>
<td>Nondepreciable Capital Assets</td>
<td>Decrease in nondepreciable capital assets (e.g. construction work in progress) is primarily attributable to the capitalization of the O’Connell Center, the Chemistry Building and the Newell Hall Renovation.</td>
</tr>
<tr>
<td>6</td>
<td>Deferred Outflows of Pension Resources</td>
<td>This line item reflects changes in actuarial assumptions related to the Florida Retirement System and Health Insurance Subsidy pension plans.</td>
</tr>
<tr>
<td>7</td>
<td>Unearned Revenue</td>
<td>This is a result of increased funding for the Bright Futures Scholarship Program received from by the State in December 2017 for the Spring 2018 semester.</td>
</tr>
<tr>
<td>8</td>
<td>Other Postemployment Benefits Payable</td>
<td>The rise in Other Postemployment Benefits Payable obligation reflects the increase in projected healthcare costs for PPO and HMO plans.</td>
</tr>
<tr>
<td>9</td>
<td>Net Pension Liability</td>
<td>Accounting standards require the University to record the unfunded portion of the its pension liability. The University participates in two cost-sharing multiemployer defined benefit retirement plans. Changes in the net pension liability are driven by several actuarial assumptions as well as contributions and distributions from the retirement plans.</td>
</tr>
<tr>
<td>10</td>
<td>Deferred Inflows of Pension Resources</td>
<td>This line item reflects changes in actuarial assumptions related to the Florida Retirement System and Health Insurance Subsidy pension plans.</td>
</tr>
<tr>
<td>11</td>
<td>Scholarship Allowances</td>
<td>Increase is attributable to additional scholarships from Bright Futures Scholarship Program applied to tuition for the Fall 2017 semester. See Note 14.</td>
</tr>
<tr>
<td>12</td>
<td>Noncapital State Appropriations</td>
<td>The 2017-2018 fiscal year budget includes additional performance and preeminence funding, as well as additional funding for the newly established World Class Faculty and Scholar Program and Professional Graduate Degree Excellence Program.</td>
</tr>
<tr>
<td>13</td>
<td>Nongovernmental Grants and Contracts</td>
<td>Increase attributable to additional revenues from UF Health Science Center Affiliates, as well as contracts and grants from private and 3rd party sources.</td>
</tr>
<tr>
<td>14</td>
<td>Federal and State Student Financial Aid</td>
<td>Increase in deposits from State for the Bright Futures Scholarship Program for Fall 2017 tuition.</td>
</tr>
<tr>
<td>15</td>
<td>Net Investment Income</td>
<td>The increase reflects market conditions.</td>
</tr>
<tr>
<td>16</td>
<td>Employee Compensation and Benefits</td>
<td>This increase is driven by a University-wide salary increase effective Jan. 1, 2017 as well as increases in the number of faculty employed by the University and the Fringe Benefit Pool rates for Teams/USPS employees.</td>
</tr>
</tbody>
</table>
Q2 2018 Financial Snapshot (Six months ended December 31, 2017)

**Student Tuition and Fees, Net**

<table>
<thead>
<tr>
<th>Year</th>
<th>2015</th>
<th>2016</th>
<th>2017</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value (In $ thousands)</td>
<td>178,270</td>
<td>193,665</td>
<td>208,458</td>
<td>180,434</td>
</tr>
</tbody>
</table>

All tuition and other mandatory fees assessed for educational purposes to students, less scholarship allowances provided by UF or paid on behalf of the student.

**Grants and Contracts**

<table>
<thead>
<tr>
<th>Year</th>
<th>2015</th>
<th>2016</th>
<th>2017</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value (In $ thousands)</td>
<td>205,482</td>
<td>216,641</td>
<td>222,419</td>
<td>241,627</td>
</tr>
</tbody>
</table>

Monies awarded to UF to fund designated research projects, including awards from federal, state, local, and private sponsors.

**State Appropriations**

<table>
<thead>
<tr>
<th>Year</th>
<th>2015</th>
<th>2016</th>
<th>2017</th>
<th>2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Value (In $ thousands)</td>
<td>346,435</td>
<td>339,206</td>
<td>383,564</td>
<td>412,913</td>
</tr>
</tbody>
</table>

Monies earmarked by the state of Florida for specific use by UF. Can be designated for use in acquiring and/or constructing capital assets (capital), or for other aspects of UF operations (non-capital).

**Functional Expenses**

- Instruction
- Research
- Public Service
- Academic Support
- Institutional Support
## Q2 2018 Key Metrics (Six months ended December 31, 2017)

<table>
<thead>
<tr>
<th>Metric</th>
<th>University of Florida</th>
<th>Median for All Comprehensive Public Universities (1) (2)</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Spendable Cash &amp; Investments to Total Debt</td>
<td>11.2x</td>
<td>1.4x</td>
<td>Measures the University’s ability to repay bondholders from wealth that can be accessed over time or for a specific purpose. A <strong>higher ratio is good</strong>, as it indicates our strong ability to pay off our bonds with our liquid resources at that point in time.</td>
</tr>
<tr>
<td>Spendable Cash &amp; Investments to Total Adjusted Debt</td>
<td>1.4x</td>
<td>0.7x</td>
<td>Measures the University’s ability to repay bonds and other obligations (e.g. capital leases, pension liability, etc.) from wealth that can be accessed over time or for a specific purpose. A <strong>higher ratio is good</strong>, as it indicates our ability pay off any long-term obligations with our liquid resources at that point in time.</td>
</tr>
<tr>
<td>Grants &amp; Contracts as a Percent of Operating Revenue</td>
<td>25.4%</td>
<td>15.2%</td>
<td>Measures governmental grants and contracts as a percent of total operating revenue. A <strong>higher ratio indicates a strong research function within the University</strong>, and the ability of our faculty to leverage their research projects to gain grant funding.</td>
</tr>
<tr>
<td>Government Appropriations as a Percent of Operating Revenue</td>
<td>27.1%</td>
<td>20.0%</td>
<td>Measures the extent to which governmental operating appropriations are used to support the University. A <strong>higher ratio indicates stronger State support</strong> for the University.</td>
</tr>
</tbody>
</table>

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(1) Median Ratios shown for All Comprehensive Public Universities obtained from Moody's Investor Service’s July 17, 2017 report on public university sector.

(2) Moody's Investor Services defines Comprehensive Public Universities as those Universities with over 25,000 FTEs, or greater than 20% total revenue reliance from patient care plus grants and contracts revenue and over $100M in revenue from these sources.
Construction Update

Committee Meeting March 22, 2018
Herbert Wertheim Laboratory for Engineering Excellence (Nuclear Science Building)

Norman Hall Project Site

Career Resource Center Project Site
Project:
UF-461 – Herbert Wertheim Laboratory for Engineering Excellence (Nuclear Science Building)

Description:
The renovation and addition to the current Nuclear Sciences Building will provide approximately 87,000 sq. feet for a new and renovated state-of-the-art educational environment to bring together interdisciplinary faculty, undergraduates and graduate students in collision spaces that compel collaboration. The location of the building is a key feature. Located in the center of campus and facing the Reitz Union, pedestrian walkways and intersections, this building provides a centerpiece for the face of innovation on UF’s campus. University, private and government funds will be used to: 1) provide state-of-the-art, high-technology instruction and research lab space to better address the educational needs of an expanding enrollment; 2) expand instructional program opportunities, including recruitment and retention; 3) foster industry partnerships; 4) expand interdisciplinary research funding.

Current Project Budget: $67,247,568
Architect: Grimshaw Architects
Contractor: Whiting Turner
Status Update: Site work and underground utility infrastructure work is nearing completion with sheet pilings and foundations underway. Substantial completion is scheduled for July 2019.
Project: UF-603 – Career Resource Center (JWRU Complex)

Description: The University of Florida’s Career Resource Center (CRC) is a centralized comprehensive unit serving 50,000 students and alumni. Recognized as the nation’s #1 career center in 2010 and 2012 by the Princeton Review, the CRC provides a diverse range of services to help connect job seekers with employers. The CRC provides our students with individualized career education and connections that enriches their collegiate experience and prepares them for life after graduation. The project includes major renovations, in-fill addition, and will feature a Career Resource Library, Conference/Seminar Rooms, Interviews Rooms, and Offices for Staff and Student Assistants. The project is being funded through CITF resources.

Current Project Budget: $10,222,000
Architect: Walker Architects Inc.
Contractor: D E Scorpio Corporation

Status Update: The Contractor is mobilized with early construction scheduled to start end of May 2017. Substantial completion date is scheduled for May 2018.
Project: UF-221 – Norman Hall Rehabilitation and College of Education Center Addition

Description: The project consists of the exterior rehabilitation and interior renovation of historic Norman Hall for the University of Florida, College of Education. Norman Hall, originally known as P.K. Young Laboratory School, is a historic academic building on the eastern campus of the University of Florida. It was designed by architect Rudolph Weaver and constructed in 1932. It was added to the U.S. National Register of Historic Places in 1990. The program includes the rehabilitation of the 80,000 GSF Norman Hall, plus the addition of a new 6,800 GSF (approximate) stand-alone College of Education Center. The rehabilitation and renovation will include upgrades to the building MEPF systems, the building envelope and glazing systems, ADA and other code compliance. In addition, the interior of the Norman Educational Library (1st and 2nd levels) will be renovated to enhance the indoor air quality, ADA & code compliance, technology, and aesthetics.

Current Project Budget: $31,652,812

Architect: Walker Architects Inc.
Contractor: DE Scorpio Corporation

Status Update: Norman Library renovations are underway with Historic Norman Hall renovations scheduled to start May 2018. Substantial completion date is scheduled for June 2019.
Project:
UF-221 – Norman Hall Rehabilitation and College of Education Center Addition
(Additional Renderings)
Project: UF-Security Lighting Upgrades (Phase 1)

Description: The university has identified the need for increased lighting levels and an overall enhancement of the pedestrian experience across campus during the evening hours. This need coupled with the ongoing partnership between the University and the City of Gainesville has identified an opportunity to further enhanced the joint community. Using an independent consultant prepared campus security assessment as a guide, 12 campus pedestrian areas were initially targeted for lighting improvements. However, the consultant identified scope was expanded to include changes to the lighting zone boundaries, number of fixtures to be retrofitted, number of new fixtures, and other enhancements that will ensure the “smart city” initiative can be accomplished as well as enhance the security recommendation in the consultant report. Phase 1 project scope is to retrofit approximately 500 light fixtures as identified on the attached map. The new fixtures will be state of the art LEDs which will include the same industry wide standard 7-pin connector that is already in use on the campus. This connector is also the same industry solution adopted by the city. The university manages over 4500 area and street lights. This first phase only addresses 500 of those assets. The replacement/enhancement program will continue as additional funding and resources are made available.

Current Project Budget: $1,500,000

Engineer: Moses & Associates

Contractor: UF Facilities Services

Status Update: Phase 1 is currently in progress with substantial completion scheduled for August 2018.
Project:
UF-Security Lighting Upgrades (Phase 1)
Project:
UF-Security Lighting Upgrades (Overall Plan)
<table>
<thead>
<tr>
<th>Project Number</th>
<th>Description</th>
<th>Original Budget</th>
<th>Project Budget</th>
<th>Change Qtr.-3</th>
<th>Construction Budget</th>
<th>Change Qtr.-1</th>
<th>AE</th>
<th>Contractor</th>
<th>SC</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>UF-221</td>
<td>Norman Hall Remodeling and Addition</td>
<td>$31,470,362</td>
<td>$31,470,362</td>
<td>$24,471,300</td>
<td>$24,471,300</td>
<td>Walker Architects Inc</td>
<td>D Eschro Corporation</td>
<td>Jun-19</td>
<td>Construction 5% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-402</td>
<td>UF Boiler Project</td>
<td>$7,000,000</td>
<td>$7,000,000</td>
<td>$6,500,000</td>
<td>$6,500,000</td>
<td>RMF Consulting</td>
<td>Brentwood Company</td>
<td>Jul-19</td>
<td>Construction 35% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-603</td>
<td>Career Resource Center Addition and Renovation</td>
<td>$7,698,170</td>
<td>$10,221,184</td>
<td>$5,704,000</td>
<td>$7,300,000</td>
<td>Walker Architects Inc</td>
<td>D Eschro Corporation</td>
<td>Jun-19</td>
<td>Construction 60% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-604</td>
<td>UF Health Proton Therapy Institute Gantry Expansion</td>
<td>$9,415,080</td>
<td>$9,415,080</td>
<td>$7,911,000</td>
<td>$7,911,000</td>
<td>Walker Architects Inc</td>
<td>Gilbane Building Company</td>
<td>Jan-19</td>
<td>Construction 20% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-620</td>
<td>IFAS Bee Unit Facility</td>
<td>$3,417,384</td>
<td>$3,417,384</td>
<td>$3,008,500</td>
<td>$3,008,500</td>
<td>Ponikwar &amp; Assoc Inc</td>
<td>Parish McCall Constructors Inc</td>
<td>Jun-19</td>
<td>Construction 45% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-628</td>
<td>UFIT Move To Ayers Building</td>
<td>$3,051,000</td>
<td>$3,051,000</td>
<td>$2,709,500</td>
<td>$2,709,500</td>
<td>Walker Architects Inc</td>
<td>Charles Perry Partners Inc</td>
<td>Aug-18</td>
<td>Construction 25% Complete</td>
<td></td>
</tr>
<tr>
<td>UF-461</td>
<td>Herbert Wertheim Laboratory for Engineering Excellence</td>
<td>$53,000,000</td>
<td>$67,247,568</td>
<td>$11,847,568</td>
<td>$11,847,568</td>
<td>Grimshaw Architects</td>
<td>Whiting Turner</td>
<td>Jul-19</td>
<td>Underground utilities</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(Nuclear Science Building)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>completed/Foundation pilings started</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total Construction Projects**

<table>
<thead>
<tr>
<th>Project Number</th>
<th>Description</th>
<th>Original Budget</th>
<th>Project Budget</th>
<th>Change Qtr.-3</th>
<th>Construction Budget</th>
<th>Change Qtr.-1</th>
<th>AE</th>
<th>Contractor</th>
<th>SC</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>UF-394</td>
<td>PK Yonge Developmental School Phase II</td>
<td>$18,750,900</td>
<td>$18,750,900</td>
<td>$15,210,147</td>
<td>$15,210,147</td>
<td>Schenk &amp; Shultz, Inc</td>
<td>TBD</td>
<td>TBD</td>
<td>Design Development</td>
<td></td>
</tr>
<tr>
<td>UF-608</td>
<td>Parking Garage XIV</td>
<td>$34,200,000</td>
<td>$34,200,000</td>
<td>$30,300,000</td>
<td>$30,300,000</td>
<td>Davis Architects</td>
<td>Brasfield &amp; Gorrie LLC</td>
<td>TBD</td>
<td>Schematic Design</td>
<td></td>
</tr>
<tr>
<td>UF-615</td>
<td>Electrical Substation 2 Cable and Switchgear Replacement</td>
<td>$5,400,000</td>
<td>$5,400,000</td>
<td>$4,825,000</td>
<td>$4,825,000</td>
<td>RMF Engineering</td>
<td>D Eschro Corporation</td>
<td>Jul-19</td>
<td>100% Construction Documents</td>
<td></td>
</tr>
<tr>
<td>UF-619</td>
<td>Institute of Black Culture &amp; Institute of Hispanic Latino Culture Facility</td>
<td>$6,295,838</td>
<td>$6,295,838</td>
<td>$4,750,000</td>
<td>$4,750,000</td>
<td>DLR Group</td>
<td>Foresight Construction Group</td>
<td>Apr-18</td>
<td>Advanced Schematic Design</td>
<td></td>
</tr>
<tr>
<td>UF-622</td>
<td>VET Med Central Energy Plant</td>
<td>$25,000,000</td>
<td>$25,000,000</td>
<td>$25,000,000</td>
<td>$25,000,000</td>
<td>Siemens Industry, Inc, Building Technologies</td>
<td>TBD</td>
<td>TBD</td>
<td>50% Construction Documents</td>
<td></td>
</tr>
<tr>
<td>UAA-41</td>
<td>McKethan Baseball Complex Expansion/Renovation</td>
<td>$45,878,800</td>
<td>$45,878,800</td>
<td>$37,861,000</td>
<td>$37,861,000</td>
<td>Populous</td>
<td>TBD</td>
<td>TBD</td>
<td>Conceptual Design</td>
<td></td>
</tr>
<tr>
<td>UAA-43</td>
<td>Renovation &amp; Addition to Katie Seashole Pressly Softball Stadium</td>
<td>$13,521,652</td>
<td>$13,521,652</td>
<td>$10,270,400</td>
<td>$10,270,400</td>
<td>Walker Architects Inc</td>
<td>D Eschro Corporation</td>
<td>TBD</td>
<td>Schematic Design</td>
<td></td>
</tr>
</tbody>
</table>

**Total Design Projects**

<table>
<thead>
<tr>
<th>Project Number</th>
<th>Description</th>
<th>Original Budget</th>
<th>Project Budget</th>
<th>Change Qtr.-3</th>
<th>Construction Budget</th>
<th>Change Qtr.-1</th>
<th>AE</th>
<th>Contractor</th>
<th>SC</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>UAA-39</td>
<td>Football Operations Project</td>
<td>$39,961,700</td>
<td>$39,961,700</td>
<td>$49,166,000</td>
<td>$49,166,000</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>Awaiting UAA/UF Admin/BOI approval</td>
</tr>
<tr>
<td>UF-401</td>
<td>Music Building Renovation and Addition</td>
<td>$38,400,000</td>
<td>$38,400,000</td>
<td>$32,200,000</td>
<td>$32,200,000</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>Facility Program Development</td>
</tr>
<tr>
<td>UF-626</td>
<td>Earlham Christie Powell University House Renovation</td>
<td>$6,500,000</td>
<td>$6,500,000</td>
<td>$5,330,000</td>
<td>$5,330,000</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>Facility Program Development</td>
</tr>
<tr>
<td>UF-623</td>
<td>Central Energy Plant &amp; Utilities Infrastructure</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>Planning</td>
</tr>
</tbody>
</table>

**Total Planning Projects**

<table>
<thead>
<tr>
<th>Project Number</th>
<th>Description</th>
<th>Original Budget</th>
<th>Project Budget</th>
<th>Change Qtr.-3</th>
<th>Construction Budget</th>
<th>Change Qtr.-1</th>
<th>AE</th>
<th>Contractor</th>
<th>SC</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>UF-461</td>
<td>Herbert Wertheim Laboratory for Engineering Excellence</td>
<td>$395,711,465</td>
<td>$395,711,465</td>
<td>$395,711,465</td>
<td>$395,711,465</td>
<td>Walker Architects Inc</td>
<td>D Eschro Corporation</td>
<td>TBD</td>
<td>TBD</td>
<td>1) Additional funding &amp; scope added to project by Facilities Services (PFD) to economize construction of campus site utility infrastructure in the immediate vicinity of the project ($4,182,201), 2) State PECO appropriation approved by Legislature to accommodate market cost escalation conditions ($1,900,000), 3) Additional college funding provided to accommodate heavier concrete superstructure, energy efficient south facing shading structure, upgrades to AV/Furniture/Equipment, and AE fee for design enhancements ($5,765,368).</td>
</tr>
</tbody>
</table>
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ƵŝůĚŝŶŐϬϮϲͲdŝŐĞƌƚ,Ăůů͕ZĞƉůĂĐĞŝƌ,ĂŶĚůĞƌƐϱ͕ϲ͕Θϳ͘
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tŚŝƚŶĞǇ>ĂďŽƌĂƚŽƌǇĐĂĚĞŵŝĐsŝůůĂŐĞ,ŽƵƐŝŶŐ&ĂĐŝůŝƚŝĞƐ
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ƵŝůĚŝŶŐϰϳϲͲ&ŝĞůĚĂŶĚ&ŽƌŬ&ŽŽĚWĂŶƚƌǇͲWŚĂƐĞ//
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ϬϬϬϵͲ>ĞŝŐŚ,ĂůůͲZŵϮϯϴͲŽŵƉƵƚĂƚŝŽŶĂů>ĂďZĞŶŽǀĂƚŝŽŶ
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ƵŝůĚŝŶŐϮϬϴͲWĂƌŬŝŶŐ'ĂƌĂŐĞϭϬͲ>ŝŐŚƚŝŶŐhƉŐƌĂĚĞ
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ϬϯϬϵͺ,ĂƌŶZĞĐĞƉƚŝŽŶƌĞĂŵŽĚŝĨŝĐĂƚŝŽŶƐ
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ϯϬϵͲ,ĂƌŶDƵƐĞƵŵͲtĂƚĞƌ>ĞĂŬKŶEŽƌƚŚtĂůů
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ϬϳϮϰͲůĂĐŬ,ĂůůͲZĞƉůĂĐĞŽŵĞƐƚŝĐtĂƚĞƌWŝƉŝŶŐ
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ϬϰϳϱͲ&ŽŽĚ^ĐŝĞŶĐĞĂŶĚ,ƵŵĂŶEƵƚƌŝƚŝŽŶͲZĞƉůĂĐĞŽŵĞƐƚŝĐtĂƚĞƌWŝƉŝŶŐĞƐŝŐŶ
ϬϬϵϮͲWŚǇƐŝĐƐƵŝůĚŝŶŐZĞͲZŽŽĨ
ĞƐŝŐŶ
ϬϬϯϭͲ^ƚƵĚĞŶƚ&ŝŶĂŶĐŝĂůĨĨĂŝƌƐ>ŽďďǇ
ĞƐŝŐŶ
ƵŝůĚŝŶŐϰϰϱͲ^D^ͲϲƚŚĨůŽŽƌůĂďƌĞŶŽǀĂƚŝŽŶ
ĞƐŝŐŶ
ϮϬϭͲĐĂĚĞŵŝĐZĞƐĞĂƌĐŚůĚŐͲssŽǆĞƐZĞƉůĂĐĞŵĞŶƚ'ƌŽƵŶĚͲϱƚŚ&ůŽŽ ĞƐŝŐŶ
ϬϭϬϬͲtŝůůŝĂŵƐŽŶ,ĂůůŽŶƐƚƌƵĐƚZĞƐƚƌŽŽŵ
ĞƐŝŐŶ
ϬϰϰϱͲ^ƚĞƚƐŽŶDĞĚ^ĐŝͲW'ͲϬϰͲĞŶŐŝŶĞĞƌŝŶŐƐĞƌǀŝĐĞƐƚŽĐŽŶǀĞƌƚŽĨĨŝĐĞƚŽůĂď ĞƐŝŐŶ
ƵŝůĚŝŶŐϬϱϵͲD/ZĞͲZŽŽĨŽĨ^ŽƵƚŚDĂŐŶĞƚƌĞĂ
ĞƐŝŐŶ
ϬϳϮϯͲŚĞŵŝĐĂůŶŐŝŶĞĞƌŝŶŐͲZĞŶŽǀĂƚĞZŽŽŵϯϬϬ
ĞƐŝŐŶ
ϬϮϲϴͲƌĐŚŝƚĞĐƚƵƌĞͲ'ƌŽƵŶĚĂŶĚdŚŝƌĚ&ůŽŽƌKĨĨŝĐĞZĞŶŽǀĂƚŝŽŶ
ĞƐŝŐŶ
ϬϮϲϲͲZĂĐƋƵĞƚůƵďŝŶŝŶŐĞŶƚĞƌͲZĞŵŽĚĞůŝŶŝŶŐƌĞĂ
ĞƐŝŐŶ
ϭϭϳϴͲKƌƚŚŽƉĂĞĚŝĐƐͲϭϯϱϮͲ͘d͘ZŽŽŵZĞŶŽǀĂƚŝŽŶ
ĞƐŝŐŶ
ƵŝůĚŝŶŐϭϯϳϳͲƋƵĂƚŝĐƐ^ĂůƚǁĂƚĞƌ>ŽŽƉ
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tŝůŵŽƚ'ĂƌĚĞŶƐͲĞƐŝŐŶĂŶĚŽŶƐƚƌƵĐƚDĞŵŽƌŝĂů^ƚƌƵĐƚƵƌĞ
ĞƐŝŐŶ
ϬϬϮϭͲ&ůŽƌŝĚĂ'ǇŵŶĂƐŝƵŵ͕ϬϮϬϬͬϮϬϮͲKE&ZEZKKDͲZĞŶŽǀĂƚŝŽŶ ĞƐŝŐŶ
ϬϬϭϬͲ'ƌŝĨĨŝŶͲ&ůŽǇĚZĞͲZŽŽĨĞƐŝŐŶ
ĞƐŝŐŶ
ƵŝůĚŝŶŐƐϮϮϲΘϳϳϭZĞŶŽǀĂƚŝŽŶ
ĞƐŝŐŶ
ϭϬϭϳͲsͲZĞƉůĂĐĞZŽŽĨ^ĞĐƚŝŽŶƐ
ĞƐŝŐŶ
ƵŝůĚŝŶŐϬϵϮͲͲϭϱŵĂŐŶĞƚ/ŶƐƚĂůů
ĞƐŝŐŶ
ϬϲϴϲͲ:͘tĂǇŶĞZĞŝƚǌhŶŝŽŶ͕ϮϯϬϱͲ^^D>zͲ:tZhƵĚŝƚŽƌŝƵŵZĞŶŽǀĂƚŝŽĞƐŝŐŶ
ƵŝůĚŝŶŐϮϬϱͲϰƚŚĨůŽŽƌ>ĂďZĞŶŽǀĂƚŝŽŶƐ
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ƵŝůĚŝŶŐϬϬϯϬͲZĂĞK͘tĞŝŵĞƌ,ĂůůͲZĞƉůĂĐĞŵĞƌŐĞŶĐǇ'ĞŶĞƌĂƚŽƌ
ĞƐŝŐŶ
WĂƌŬŝŶŐ'ĂƌĂŐĞƐͲ&ƵůĨŝůůϮϬϭϳͲϭϴZĞƉĂŝƌƐ
ĞƐŝŐŶ
ϬϬϮϲͲdŝŐĞƌƚ,ĂůůZĞͲZŽŽĨ
ĞƐŝŐŶ
ŝǀŝůĞƐŝŐŶĂƚhŶŝŽŶZŽĂĚΘEĞǁĞůůƌŝǀĞ
ĞƐŝŐŶ
ƵŝůĚŝŶŐϬϬϱͲĞƐŝŐŶĂŶĚĐŽŶƐƚƌƵĐƚŝŽŶŽĨďƵŝůĚŝŶŐĞŶǀĞůŽƉĞŵŽŝƐƚƵƌĞŝƐƐƵĞ ĞƐŝŐŶ
WĂƌŬŝŶŐ>ŽƚƐŽƵƚŚŽĨ<ĂŶŐĂƌŽŽͬ>ĞŽŶĂƌĚŽΖƐ
ĞƐŝŐŶ
ƵŝůĚŝŶŐϬϮϳͲWƵďůŝĐ^ĂĨĞƚǇhWƵŝůĚŝŶŐƐƐĞƐƐŵĞŶƚĂŶĚZĞŶŽǀĂƚŝŽŶ
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ϬϳϰϵͲWƐǇĐŚŽůŽŐǇͲZĞƐƚƌŽŽŵ
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ϬϬϰϮͲ^ZĞŶŽǀĂƚĞϭϮϰĨŽƌZĞƐƚƌŽŽŵ
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ϬϮϲϳͲdƵƌůŝŶŐƚŽŶ,ĂůůZĞŶŽǀĂƚĞϭϯϬϱĨŽƌZĞƐƚƌŽŽŵ
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ϬϬϮϲͲdŝŐĞƌƚ,ĂůůͲZĞŶŽǀĂƚĞZŽŽŵϮϮϵƚŽZZ
ĞƐŝŐŶ
ϬϬϱϵͲDĐŬŶŝŐŚƚƌĂŝŶ/ŶƐƚŝƚƵƚĞ͕>ϮͲϭϱϭͲZ^Z,>
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ůĚŐϬϬϯϭdŚŝƌĚĨůŽŽƌŽĨĨŝĐĞƌĞŶŽǀĂƚŝŽŶƌŽŽŵƐ^ϯϬϱΘ^ϯϬϵ
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ƵŝůĚŝŶŐϬϮϰͲϱƚŚĨůŽŽƌ,sĂŶĚĂƐƚZĞŶŽǀĂƚŝŽŶ
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sĂƌŝŽƵƐ^ŵĂůů^ĐĂůĞYƵŝĐŬZĞƐƉŽŶƐĞDŝŶŽƌWƌŽũĞĐƚƐ;ϭϮϬdŽƚĂůͿ
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ĞƐŝŐŶƉƌŽĐĞĞĚŝŶŐ


<table>
<thead>
<tr>
<th>PROJECT</th>
<th>NAME</th>
<th>PHASE</th>
<th>PROJ BUDGET</th>
<th>CONST BUDGET</th>
<th>SCDATE</th>
<th>STATUS</th>
</tr>
</thead>
<tbody>
<tr>
<td>IF018069</td>
<td>B7210 - Replace barn structure (EXP)</td>
<td>Planning</td>
<td>$50,000</td>
<td>$50,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018070</td>
<td>B0966 - Bee Pavilion (CAP)</td>
<td>Planning</td>
<td>$150,001</td>
<td>$150,001</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018098</td>
<td>B8279 - Research Lab (CAP)</td>
<td>Planning</td>
<td>$99,528</td>
<td>$99,528</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018103</td>
<td>B8712 - Equipment Storage (farm) (CAP)</td>
<td>Planning</td>
<td>$70,000</td>
<td>$70,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018105</td>
<td>B8334 - VFD Storage Bldg (CAP)</td>
<td>Planning</td>
<td>$2,200</td>
<td>$2,200</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018112</td>
<td>B7534 - Shade House (CAP)</td>
<td>Planning</td>
<td>$20,867</td>
<td>$20,867</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018112</td>
<td>51304 - Irma - Homestead Emergency Prep (EXP)</td>
<td>Planning</td>
<td>$9,880</td>
<td>$9,880</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018113</td>
<td>B7995 - Replace dryer unit (EXP)</td>
<td>Planning</td>
<td>$30,000</td>
<td>$30,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018118</td>
<td>B1240 - Greenhouse (CAP)</td>
<td>Planning</td>
<td>$650,000</td>
<td>$650,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018119</td>
<td>B1190 - Equipment Storage (CAP)</td>
<td>Planning</td>
<td>$90,000</td>
<td>$90,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018120</td>
<td>B1264 - Equipment Storage (EXP)</td>
<td>Planning</td>
<td>$90,000</td>
<td>$90,000</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018122</td>
<td>51304 - Irma - Homestead Emergency Prep (EXP)</td>
<td>Planning</td>
<td>TBD</td>
<td>TBD</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
<tr>
<td>IF018123</td>
<td>B8713 - Irma - Repair interior/replace roof (CAP)</td>
<td>Planning</td>
<td>$41,422</td>
<td>$41,422</td>
<td>TBD</td>
<td>Project in planning</td>
</tr>
</tbody>
</table>

| Planning Count | 24 | $3,092,457 | $3,092,457 |
| IFAS Minor Projects Totals | 186 | $6,253,434 | $3,160,977 |
| HS18230 | Housing Office Plumbing Renovations | Construction | $298,000    | $298,000    | 03-09-2018 | Construction proceeding - 45% |
| Construction Count | 1 | $298,000    | $298,000    |

| Housing Minor Projects Totals | 558 | $75,543,919 | $65,152,598 |

Grand Count Minor Projects
Endowment Pool

Since the founding of the University of Florida (UF) in 1853, generous alumni, corporations, foundations, parents and friends have contributed financial resources to assist UF in achieving its long-term mission of providing a superb education for undergraduates while maintaining excellent graduate programs and professional schools. As a result, UF’s total endowment market value is among the largest public university endowments in the United States.

The UF endowment assets reside with the University of Florida Foundation (UF Foundation). The UF Foundation is a private, not-for-profit, 501(c)(3) direct support organization of the University that raises and manages all gift money for the benefit of the University of Florida. The management of the Endowment Pool is designed to accomplish two goals:

- Provide a total return from assets invested that will preserve or increase the purchasing power of the endowment capital, and;
- Generate the maximum current spendable income stream to support activities of funds held for colleges and units of the University.

Endowments are an irreplaceable source of quality, stability, productivity and creativity for the University of Florida. The thoughtful individuals and organizations who create endowments provide security and confidence for our students and faculty, now and in the future. As such, the UF Foundation invests gift assets to protect the ability of the endowment to provide, in perpetuity, an income stream sufficient to support the University activity designated by the donor, and to ensure the proceeds thereof are used in accordance with their designation.

For the second quarter of the 2018 fiscal year, the Endowment Pool started with a balance of $1.64 billion. During the quarter, $14 million in new endowments were added to the Pool thanks to the generous support of donors. Endowment investments generated income of $63 million during the quarter and the Endowment paid out $19 million during the quarter in support of the University of Florida and its faculty, students and programs. The quarter ended with an Endowment Pool balance of $1.7 billion.
Since the inception of the University of Florida Investment Corporation (UFICO) in June 2004, the investment of the Endowment Pool has been managed by UFICO. Through UFICO’s management of the Endowment Pool, the UF Foundation seeks to achieve an annualized real rate of return of at least 5% net of fees to preserve and enhance the purchasing power of the endowment. Returns are measured over the long-term as the Endowment Pool is able to tolerate variability in the short and intermediate-term given its long investment horizon.

To measure performance results, investment returns are compared against the following benchmarks:

<table>
<thead>
<tr>
<th>Benchmark</th>
<th>Purpose</th>
</tr>
</thead>
<tbody>
<tr>
<td>CPI + 5%</td>
<td>The consumer price index plus the average gross spending rate for the endowment. This is a long-term growth benchmark that seeks to measure the purchasing power of the endowment over time.</td>
</tr>
<tr>
<td>60/40</td>
<td>Comprised of 60% - MSCI All Country World Index and 40% - Barclays Global Aggregate Bond Index, this benchmark represents the investible alternative for the endowment.</td>
</tr>
</tbody>
</table>

UFICO manages the Endowment Pool based on the objectives for the endowed assets as established by the Finance Committee of the UF Foundation Board of Directors. UFICO has constructed a long-term strategic asset allocation for the endowment portfolio based on the prioritization of these requirements including:

- **Positive Real Returns** – Intergenerational equity and maintaining the real purchasing power of the assets
- **Liquidity** – Retaining the ability to fund endowment obligations in all market conditions
- **Good Stewardship** – Maximizing risk adjusted returns
- **Growth** – Increasing the endowment’s ability to support the University
Investment Returns
(annualized for periods greater than one year)

<table>
<thead>
<tr>
<th></th>
<th>Quarter</th>
<th>FYTD</th>
<th>1 Year</th>
<th>3 Years</th>
<th>5 Years</th>
<th>ITD*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Endowment</td>
<td>3.8%</td>
<td>1.1%</td>
<td>6.9%</td>
<td>7.8%</td>
<td>7.2%</td>
<td>17.1%</td>
</tr>
<tr>
<td>CPI+5%</td>
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<tr>
<td>60/40</td>
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</tbody>
</table>

Risk & Return
UFICO Inception (July '04) to Date

- Endowment
- MSCI ACWI
- Global Bonds

*UFICO inception (July '04) to date