

## MINUTES

### COMMITTEE ON GOVERNANCE

March 17, 2011

The Committee on Governance met on March 17, 2011. The meeting was called to order by Chair Dianna Morgan at 9:00. All Committee members were present.

The Committee first approved the Minutes from our meeting on December 9, 2010.

The first action item on the agenda for approval on the Consent Agenda was to recommend the Board's certification of University of Florida Development Corporation as a direct-support organization. Vice President for Business Affairs Ed Poppell gave a presentation on the proposed development of the former Alachua General Hospital site and surrounding properties as a high technology center located between the University and downtown Gainesville and known as "Innovation Square." Ed explained that the University, through this DSO, will be leading development of these properties in public-private partnerships with the City, County, and the private sector. The DSO will initially be responsible for the development of a Master Plan, site plan, and the marketing efforts; it is anticipated that private developers will fund development of the buildings. In the future the DSO may join with others in specific development projects which could extend to additional areas such as the incubator in Alachua. During discussion, Trustee Brown suggested that it might be appropriate to undertake specific development projects through separate subsidiaries. Vice President and General Counsel Jamie Keith suggested that the Resolution certifying the corporation as a DSO explicitly authorize the creation of subsidiaries to provide flexibility. After some additional discussion, on motion by Trustee Brown and seconded by Trustee Ponce, the Committee voted unanimously in favor of certification of the new DSO with the authority to create subsidiaries when appropriate.

The second action item for approval on the Consent Agenda was to recommend that University of Florida Development Corporation be designated as a Category 1 affiliated entity and that Internal Operating Memorandum 01-1 be amended to reflect this designation. On motion by Trustee Scott and a second by Trustee Brown the Committee voted unanimously to approve this recommendation.

The third action item was the amendment of the organizational structure for Vice Presidents to include the Cabinet level position of Vice President for Enrollment Management, reporting to the Senior Vice President for Academic Affairs and Provost. The Board has previously delegated authority to the Governance Committee to make final decisions regarding changes to the organizational structure of Vice Presidents so this matter was not on the Consent Agenda. Provost Joe Glover noted that with the impending retirement of the head of the Student Financial

Affairs Office, Karen Fooks, this is an opportune time to consolidate the activities of the Admission's Office, the Registrar's Office, and Student Financial Affairs Office under the leadership of a single individual. Provost Glover and Vice President for Student Affairs, Patricia Telles-Irvin explained that this consolidation will achieve synergies and better enable the University to compete for the best students in a diverse and global society, and will also better support students throughout their experience at the University. Provost Glover noted that a number of other universities have similar positions. After additional discussion, on a motion by Trustee Brown and a second by Trustee Ponce, the Committee voted unanimously to finally approve the proposed amendment of the structure of Vice Presidents.

The Committee then met in closed session on collective bargaining, after which the meeting was adjourned at 10:00.