



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE MINUTES**

December 14, 2017

President's Room 215B, Emerson Alumni Hall

University of Florida, Gainesville, FL

Time Convened: 3:07 p.m. EST

Time Adjourned: 4:20 p.m. EST

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.



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
EXECUTIVE SUMMARY
December 14, 2017**

The Committee will hear reports on the following Discussion/Informational Items:

- 4.1 UF Research Foundation Governance Update
Vice President for Research David Norton will give a presentation on the University of Florida Research Foundation (UFRF), a Category One Direct Support Organization, including a discussion of its good governance practices. Slides will be provided at the meeting and will be uploaded to the Appendix for all Trustees.
- 4.2 Enhanced Governance Standards Update
Trustee Rahul Patel will provide an update on the progress made toward implementing the Enhanced Governance Standards adopted by the Board of Trustees at the March 17, 2017 meeting.
- 4.3 HR Top 10
Vice President for Human Resource Services Jodi Gentry will give a presentation on strategic initiatives implemented in the Office of Human Resource Services.

The Committee on Governance will then go into executive session to address four Collective Bargaining action items. The Committee will reconvene in public session to act on the Action Items for recommendation to the full Board of Trustees for its approval on the Consent Agenda:

GV1. Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Lieutenants

The Committee will address ratification of the first Collective Bargaining Agreement between the Board and the PBA--the bargaining unit representing the eight lieutenants in the University of Florida Police Department.

GV2. Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Officers and Sergeants

The Committee will address three material amendments to the 2017-2019 Collective Bargaining Agreement between the Board and the PBA covering sworn law enforcement officers who work at the UF Police Department and hold the rank of Officer or Sergeant.

GV3. Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Graduate Assistants United (GAU-UFF)

The Committee will address ratification of the new three-year Collective Bargaining Agreement between the Board and the GAU-UFF.

GV4. Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the American Federation of State, County & Municipal Employees, AFL-CIO (AFSCME)

The Committee will address ratification of the new three-year Collective Bargaining Agreement between the Board and AFSCME.



UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE AGENDA
December 14, 2017
3:05 p.m. EST
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, Steven M. Scott, David M. Thomas, Anita G. Zucker

- 1.0 Verification of QuorumAmy M. Hass, Interim Vice President and General Counsel
2.0 Call to Order and WelcomeMori Hosseini, Chair
3.0 Review and Approval of Minutes.....Mori Hosseini, Chair
August 29, 2017
4.0 Discussion/Informational Items.....Mori Hosseini, Chair
4.1 UF Research Foundation Governance Update David Norton, VP for Research
4.2 Enhanced Governance Standards Update Trustee Rahul Patel
4.3 HR Top 10 update Jodi Gentry, VP for Human Resources
5.0 Executive SessionMori Hosseini, Chair
5.1 Collective Bargaining Ryan Fuller, Sr. University Counsel
William Connellan, Chief Bargainer
Resume Public Session
6.0 Action ItemsMori Hosseini, Chair
GV1 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Lieutenants
GV2 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Officers and Sergeants
GV3 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Graduate Assistants United (GAU-UFF)
GV4 Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the American Federation of State, County & Municipal Employees, AFL-CIO (AFSCME)

- 7.0 New BusinessMori Hosseini, Chair
- 8.0 AdjournMori Hosseini, Chair



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES'
COMMITTEE ON GOVERNANCE
Meeting / Conference Call Minutes
August 29, 2017
Time Convened: 3:05 p.m. EDT
Time Adjourned: 3:13 p.m. EDT
123 Tigert Hall, University of Florida, Gainesville, FL**

1.0 Verification of Quorum

Interim Vice President and General Counsel Amy Hass verified a quorum with all Committee members present except Trustee Brandon, who was unable to attend.

Committee members present were:

Mori Hosseini (Chair), James W. Heavener, Rahul Patel, Steven M. Scott, David M. Thomas, Anita G. Zucker. Trustee David L. Brandon was unable to attend.

Other Trustees present were:

Leonard H. Johnson, W. Smith Meyers, David M. Quillen, Jason J. Rosenberg, Robert G. Stern

Others present were:

W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Amy M. Hass, Interim Vice President and General Counsel; Jane Adams, Vice President for University Relations; Elias Eldayrie, Vice President and Chief Information Officer; Ryan Fuller, Senior University Counsel for Human Resources, Employment, and Labor; Angel Kwolek-Folland, Associate Provost for Academic and Faculty Affairs; Melissa Orth, Senior Director, 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 members of the media.

2.0 Call to Order and Welcome

Committee Chair Mori Hosseini welcomed everyone in attendance and called the meeting to order at 3:05 p.m. EDT.

3.0 Review and Approval of Minutes

Committee Chair Hosseini asked for a motion to approve the minutes of the June 8, 2017, committee meeting, which was made by Trustee Zucker, and a second, which was made by

Trustee Thomas. 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.

4.0 Action Items

GV1 Amendment to Collective Bargaining Agreement

Senior University Counsel Ryan Fuller presented GV1—Amendment to the Collective Bargaining Agreement. He noted that this is a wage-only re-opener of the Collective Bargaining Agreement between the BOT and United Faculty of Florida (UFF). Pending ratification by both the BOT and UFF membership, this amendment provides a 3% merit pool increase effective January 1, 2018, and approximately 2.0% in market equity increases. These market equity increases are targeted at faculty who are significantly behind their peers and whose research records are exemplary. Mr. Fuller clarified that the market equity increases will be effective in August 2017, pending ratification by the UFF membership, and that the distribution of the merit increase pool will be determined based on evaluations and other measures of accomplishment.

Committee Chair Hosseini asked if there was any discussion. He then asked for a motion to approve GV1 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Zucker and a second, which was made by Trustee Heavener. He asked for any further discussion and then all in favor and any opposed, and the motion was passed unanimously.

GV2 Ratification of Affiliate Board Appointments

Interim General Counsel Amy Hass presented GV2—Ratification of Affiliate Board Appointments. Ms. Hass noted that President Fuchs is charged with appointing two student members to the University Athletic Association Board according to the UAA bylaws. Under the new enhanced governance standards, the Board must approve all Presidential appointments to Category 1 affiliate boards. The two student appointees are Courtney Douglas, student athlete representative, and Smith Meyers, Student Body President.

Committee Chair Hosseini asked if there was any discussion. He then asked for a motion to approve GV2 for recommendation to the Board for its approval on the Consent Agenda, which was made by Trustee Scott and a second, which was made by Trustee Zucker. He asked for any further discussion and then all in favor and any opposed, and the motion was passed unanimously.

5.0 Discussion/Informational Items

There were no information items.

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, Committee Chair Hosseini asked for a motion to adjourn the meeting. With no further discussion, the motion was passed unanimously and the University of Florida Committee on Governance was adjourned at 3:13 p.m. EDT.



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV1
December 14, 2017**

SUBJECT: Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Lieutenants

BACKGROUND INFORMATION

Subject to the UF Board of Trustees' ratification, the University and the PBA bargaining teams reached agreement on and the PBA-LT members ratified the first three-year collective bargaining agreement (CBA). The bargaining unit represents the eight lieutenants in the University of Florida Police Department (UFPD).

The agreement is similar, but not identical to the existing CBA between the Board of Trustees and UFPD sergeants and officers. This agreement reflects the leadership requirements of the lieutenants. The key provisions are:

- It creates a new law enforcement officer-LT pay plan.
- It provides for a salary increase of 3.5% each January 1 of the three-year agreement.
- It has one re-opener in 2018, excluding Article 18, the wage article.
- It streamlines event pay for such things as football games, and makes event pay pension eligible.
- It includes an employment non-renewal provision for those hired after January 1, 2018.
- It provides for three additional take home police vehicles for lieutenants in the bargaining unit that live within a certain range of campus.
- It provides for \$500 annual supplement for those who work in a specialty unit.
- It provides compensatory leave for those who work during emergency closing.
- It creates an Expedited Corrective Action Program that permits UFPD to take corrective action more efficiently in appropriate circumstances.
- It provides support for employees to pursue advanced degrees.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve GV1--ratification of the first Collective Bargaining Agreement between the Board of Trustees and the Police Benevolent Association covering the University of Florida police lieutenants--for recommendation to the University of Florida Board of Trustees for its approval on the Consent Agenda.

ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors' approval is not required.

Supporting Documentation Included: A copy of the tentative collective bargaining agreement will be found at the following link: <http://hr.ufl.edu/manager-resources/employee-relations/union-contracts/>

Submitted by: Jodi Gentry, Vice President for Human Resource Services

Approved by the University of Florida Board of Trustees, December 15, 2017

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV2
December 14, 2017**

SUBJECT: Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Police Benevolent Association (PBA), Officers and Sergeants

BACKGROUND INFORMATION

The University and the PBA engaged in reopener bargaining during the fall and reached tentative agreement on three (3) material amendments to the 2017-2019 Collective Bargaining Agreement (CBA) that covers sworn law enforcement officers who work at the University of Florida Police Department (UFPD) and hold the rank of Officer or Sergeant.

PBA represents approximately 60 sworn officers in the University of Florida Police Department. PBA members are scheduled to vote on ratification of the amendments to the CBA on December 7 and 8, 2017.

The tentative agreement includes the following:

- Bargaining unit members will be eligible for a buyout of up to 80 hours of vacation leave during the month of December for calendar years 2017, 2018, and 2019.
- Employees assigned to work in the Special Events unit are now included in the list of non-patrol units assigned to a normal 40 hour work week.
- Bargaining unit members who receive Emergency Closing Administrative Leave as a direct result of a University Emergency Closing will have those hours count as hours worked for the purpose of computing overtime during the pay period in which the University Emergency Closing occurs.
- The provision to propose reopeners to articles during the final two years of the CBA has been removed.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve GV2—ratification of the new amendments to the CBA between the BOT and PBA—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: A copy of the full tentative agreement will be available for review at http://hr.ufl.edu/wp-content/uploads/docs/pba_contract.pdf.

Submitted by: Jodi Gentry, Vice President for Human Resource Services

Approved by the University of Florida Board of Trustees, December 15, 2017

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV3
December 14, 2017**

SUBJECT: Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the Graduate Assistants United (GAU-UFF)

BACKGROUND INFORMATION

The BOT and GAU-UFF reached tentative agreement on November 13, 2017, on a new three-year collective bargaining agreement (CBA). Pending ratification by both GAU-UFF membership and the BOT, the new CBA will be effective July 1, 2017.

The tentative CBA provides the following:

- An increase in the minimum stipend for a half-time appointment from \$15,000 to \$16,000
- A raise of \$550 per employee, effective January 1, 2018
- A raise of \$225 per employee, effective January 1, 2019
- A \$100 payment toward mandatory student fees, effective January 1, 2018
- A \$100 payment toward mandatory student fees, effective August 15, 2018

The compensation package equals a 5.5% increase over a two-year period. There is a wage re-opener in year three of the CBA. The other key provision is modification of Gator Grad Care, the health care program for members of GAU-UFF, to reflect costs associated with the program.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve GV3—ratification of the new three-year CBA between the BOT and the GAU-UFF—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: A copy of the tentative CBA will be available for review at <http://hr.ufl.edu/manager-resources/employee-relations/union-contracts/>.

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

Approved by the University of Florida Board of Trustees, December 15, 2017

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV4
December 14, 2017**

SUBJECT: Collective Bargaining Agreement Between the UF Board of Trustees (BOT) and the American Federation of State, County & Municipal Employees, AFL-CIO (AFSCME)

BACKGROUND INFORMATION

The University and AFSCME reached tentative agreement on October 24, 2017, on a new three-year collective bargaining agreement (CBA).

AFSCME represents approximately 500 employees classified as University Support Personnel System (USPS). A successful ratification vote by members of the bargaining unit was held on November 13, 2017.

The tentative contract:

- Provides a 3 percent merit pool for bargaining unit employees effective January 1, 2018;
- Defines essential personnel consistent with the University's definition, and aligns on-call pay with the University's policy of paying non-exempt employees one-third (1/3) of the UF hourly minimum for each hour of on-call status occurring on a Saturday, Sunday, or a State Holiday;
- Provides quarterly electronic reports of bargaining unit membership; and
- Suspends annual evaluations for bargaining unit employees in 2018, consistent with the University's review of its employee annual evaluation process, and provides for consultation with AFSCME on possible development of a new performance evaluation system during the 2018 calendar year.

All other terms of the previous collective bargaining agreement remain the same.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve GV4—ratification of the new three-year CBA between the BOT and AFSCME—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: A copy of the tentative CBA will be available for review at <http://hr.ufl.edu/manager-resources/employee-relations/union-contracts/>.

Submitted by: Jodi Gentry, Vice President for Human Resource Services

Approved by the University of Florida Board of Trustees, December 15, 2017

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary