



BOARD MEETING MINUTES

December 6, 2019

President's Room 215B, Emerson Alumni Hall

University of Florida, Gainesville, FL

Time Convened: 11:42 a.m.

Time Adjourned: 12:43 p.m.

Board members present:

David L. Brandon, James W. Heavener, Morteza Hosseini (Board Chair), Leonard H. Johnson, Thomas G. Kuntz (Board Vice Chair), Daniel T. O'Keefe, Rahul Patel, Marsha D. Powers, Jason J. Rosenberg, Robert G. Stern, Ray G. Thomas, Anita G. Zucker.

Others present:

W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charlie Lane, Senior Vice President and Chief Operating Officer; Amy Hass, Vice President and General Counsel; Elias Eldayrie, Vice President and Chief Information Officer; Zina Evans, Vice President for Enrollment Management and Associate Provost; Antonio Farias, Chief Diversity Officer and Senior Advisor to the President; Jodi Gentry, Vice President for Human Resources; Edward Jimenez, Chief Executive Officer for UF Health Shands; Mark Kaplan, Vice President for Government and Community Relations and University Secretary; Michael McKee, Vice President and Chief Financial Officer; Thomas Mitchell, Vice President for Advancement; David Nelson, Senior Vice President for Health Affairs and President of UF Health, David Norton, Vice President for Research; Nancy Paton, Vice President for Strategic Communications and Marketing; Curtis Reynolds, Vice President for Business Affairs and other members of the University community.

1.0 Call to Order and Welcome

Board Chair Hosseini welcomed all in attendance and called the meeting to order at 11:42 a.m.

2.0 Verification of Quorum

Vice President and University Secretary Kaplan verified a quorum with all members present.

Board Chair Hosseini began with his comments. He stressed the important work we must continue to do to earn recognition as a top 5 public university. He affirmed that this goal is attainable and we are headed in the right direction. Chair Hosseini thanked everyone for devoting their time and efforts to the University, the Board, and Board Committees, and highlighted the great turn out at the Board of Governor's Summit.

3.0 Public Comment

There was no public comment to come before the board.

4.0 UF Health Update

Board Chair Hosseini began by thanking Trustees Powers and Kuntz for their service and leadership on the UF Health Shands Board. He then introduced the Senior Vice President and President of UF Health David Nelson and Chief Executive Officer of UF Health Shands Ed Jimenez for a UF Health update. Vice Chair Kuntz commented that the presentations were the final outcome of very active discussions that have occurred with the UF Health Shands Board. Trustee Powers agreed. She added that Board is operating well and has been focused on strategies to develop its health care networks, among other areas of importance. SVP Nelson gave an update on the current UF Health campuses, UF Health's recent acquisitions and introduced building the UF Health System for the future with a partnership with the Villages including future UF Health campuses. CEO Jimenez then discussed in more detail UF Health's request to consider the acquisition of facilities from Central Florida Health via a member substitution agreement and other necessary documents. CEO Jimenez also discussed the potential of UF Health's presence in Marion County with a request to acquire specific property in Marion County.

Board Chair Hosseini asked for any questions or further discussion. Vice Chair Kuntz verified that UF Health would receive net cash from the acquisition when it takes on the assets and liabilities of Central Florida Health. Trustee Patel confirmed there was no purchase price other than the assumption and commitment to build a new hospital in the Villages in the future. Trustee O'Keefe asked for the timeline. Mr. Jimenez responded they would start as soon as they had all the appropriate approvals. Chair Hosseini asked about assets. Mr. Jimenez confirmed UF Health takes control of everything. They had two external entities review liability and there is none. Vice Chair Kuntz added that Vice President and General Counsel Amy Hass also reviewed the acquisition and is in agreement to move forward. Chair Hosseini noted that while UF Health only needs Board Chair approval to proceed based on the Governance Standards, he would like the full Board to vote. He asked for further discussion, after which he asked for a motion to approve UF Health's acquisition of the Central Florida Health hospitals which was made by Vice Chair Kuntz and second which was made by Trustee Powers. The motion was approved with all in favor except Trustee Rosenberg who recused himself from the vote because of his role as a member of the health care community. Chair Hosseini then asked for a motion to approve UF Health's proposal to acquire a specified site in or near Ocala, Florida. The motion was made by Vice Chair Kuntz and seconded by Trustee Zucker. The motion was approved with all in favor except Trustee Rosenberg who again recused himself from the vote.

5.0 Action Items (Consent Agenda)

Board of Trustees Minutes

Board Chair Hosseini asked if there were any additions or corrections to the minutes. Hearing none, he asked for a motion to approve the Board Retreat minutes from September 5, 2019, and the Board meeting minutes from the September 6, 2019 meetings, which was made by Trustee Stern and seconded by Trustee Johnson. Board Chair Hosseini asked for further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

Consent Items Action Items

Board Chair Hosseini turned the Board’s attention to consent action items from three committees for approval. He stated they would take the items by committee. He asked if anyone wanted to vote on each item individually. Hearing none, they reviewed the action items by committee.

Committee on Governance, Government Relations and Internal Affairs (GGRIA)

- GGRIA1 Governance Standards Amendments**
- GGRIA2 Direct Support Organization Board Appointments**
- GGRIA3 Naming Policy**
- GGRIA4 Board Self-Evaluation**
- GGRIA5 UF Police Department Collective Bargaining Agreement**

Board Chair Hosseini asked for any questions or further discussion. He then asked for a motion to approve Board Consent Action Items GGRIA1, 2, 3, 4, and 5, which was made by Trustee Zucker, and second which was made by Trustee Heavener. Board Chair Hosseini asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

Committee on Audit and Compliance (AC)

- AC1 University of Florida Performance Based Funding and Preeminent Status Metrics – Data Integrity (Audit Report) and Data Integrity Certification**
- AC2 Office of Internal Audit Work Plan – January 1, 2020 - June 30, 2020**
- AC3 Annual Report for Compliance Programs**

Board Chair Hosseini asked for any questions or further discussion. He then asked for a motion to approve Board Consent Action Items AC1, 2, and 3, which was made by Trustee Johnson, and second which was made by Trustee Stern. Board Chair Hosseini asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

Committee on Academic, Faculty and Student Affairs & Experience (AFSAE)

- AFSAE1 Tenure Upon Hire**
- AFSAE2 UF/IFAS Hemp Pilot Project**
- AFSAE 3 Honorary Degrees**

Board Chair Hosseini asked for any questions or further discussion. He then asked for a motion to approve Board Consent Action Items AFSAE1, 2, and 3, which was made by Trustee Rosenberg, and second which was made by Trustee Johnson. Board Chair Hosseini asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

6.0 Action Items (Non-Consent)

- FCI4 and R19-221 Naming: Sam Tripson Memorial Porch**
- FCI5 and R19-222 Naming: Jason Beard Memorial Bullpen**
- FCI6 and R19-223 Naming: James W. “Bill” Heavener Football Training Center**
- FCI7 and R19-224 Naming: The Malachowsky Data Science & Information Technology Building**

FCI8 and R19-225 Naming: Billy Donovan Court, Exactech Arena at the Stephen C. O'Connell Center

Board Chair Hosseini stated that there were Non-Consent Action Items discussed earlier today in the Governance Committee. He asked if anyone objected to presenting all as a committee. There were no objections.

Board Chair Hosseini asked for a motion to approve Non-Consent Action Items FCI4, 5, 6, 7, 8 and R19-221, 222, 223, 224, and 225, which was made by Trustee Kuntz, and second which was made by Trustee Powers. Board Chair Hosseini asked for further discussion, and then asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

7.0 President's Report

President Fuchs welcomed D'Andra Mull, our new Vice President of Student Affairs and hoped everyone was able to talk to her at last night's trustee dinner. He thanked Dr. Win Phillips for stepping into the role as interim VP of Student Affairs while a search for the new VP was being completed. He also thanked everyone involved in creating the video that was created for the Board of Governors Summit. President Fuchs highlighted the following recent accomplishments happening in our UF community:

- The opening of the new multi-cultural buildings – Institute of Black Culture (IBC) and Institute of Hispanic-Latino Culture (LaCasita)
- The opening of the new Alan and Cathy Hitchcock Field and Fork Pantry
- UF's Campaign for Charities annual employee giving campaign raising \$1M annually to charities serving our region.
- Six UF researchers were named 2019 American Association for the Advancement of Science (AAAS) Fellows
- UF Physics professor earns the JJ Sakurai Prize, an international award in physics
- The inaugural "Lighting of the Gator"

President Fuchs concluded by wishing everyone Happy Holidays.

8.0 New Business

There was no new business to come before the board.

9.0 Comments of the Chair of the Board

Board Chair Hosseini asked D'Andra Mull the incoming Vice President of Student Affairs to read the final summation of her white paper to all of those in attendance, which highlighted her vision for the Student Affairs Department.

Board Chair Hosseini again thanked everyone and concluded the meeting by wishing everyone Happy Holidays and good luck to our students.

10.0 Adjourn

There being no further discussion, the meeting was adjourned at 12:43 p.m.