

USF Board of Trustees

Full Board Meeting

Tuesday, June 2, 2020

Microsoft Teams

9:30 a.m.

Unofficial Minutes

Chair Jordan Zimmerman convened and welcomed everyone to the regular June meeting of the USF Board of Trustees.

Vice President Cynthia Visot called the roll with all present.

Trustee Sandy Callahan

Trustee Mike Carrere

Trustee Stephanie Goforth

Trustee Michael Griffin

Trustee Oscar Horton

Trustee Deanna Michael

Trustee Claire Mitchell

Trustee Les Muma

Trustee John Ramil

Trustee Byron Shinn

Trustee Charles Torkarz

Trustee Nancy Watkins

Trustee Jordan Zimmerman

Public Comments

There were public comments concerning utilization of black-owned businesses at USF and requests for a disparity study made by the following:

Joe Robinson

Jonathan Graham

Alan Green

Representative Dianne Hart

Representative Wengay Newton

WOW! Supplier Diversity Annual Update

Assistant Vice President Terry Daniel provided an update on the Office of Supplier Diversity Program. A power point was presented which covered issues on:

- Purpose of USF Office of Supplier Diversity

- Spend Data
- Spend Summary -Direct Spend Classification and Spend Reports
- Procurement - Competed Opportunities – January 2019 – January 2020
- Economic Impact of USF Office of Supplier Diversity
- Strategies to grow African-American, Asian-Pacific and Native American Suppliers

Ms. Daniel noted that additional milestones and highlights of the Supplier Diversity program has been included in the Trustee members packages. She made five recommendations to the Board for consideration:

1. Require Deans, Directors and all USF major colleges and administrative departments to report their quarterly diverse business spending by category directly to the USF Office of Supplier Diversity.
2. Include supplier diversity on the President's Cabinet meeting agenda for updates. A score card will be provided by the Office of Supplier Diversity outlining performances of colleges and administrative departments.
3. Establish a one quote requirement to ensure that at least one diverse owned firm is considered for all purchases between \$25,000 up to \$74,999.99.
4. For every opportunity \$75,000 and above, mandate that there must be a designated place in a voting capacity on a selection committee and negotiation team for a member of Supplier Diversity staff. In addition, for every contract over \$1 million require the direct contracted partner to participate in our tier two utilization program. This initiative should also include USF Health and Athletics.
5. Compete specific areas of USF Spend especially in facilities and construction to diverse suppliers only.

Chair Jordan Zimmerman requested that President Currall and his team meet with Ms. Daniel and her team, to discuss the goals and objectives; and to create a plan for further growth at USF in a more responsible way.

President Currall reaffirmed USF's commitment to the Office of Supplier Diversity and has plans to examine, follow up and take action, on each of the goals and recommendations that were provided.

President's Report

President Currall provided a power point which covered recent accomplishments and key highlights:

- First in Florida – Highest score among other SUS in Performance Based Funding; first for percentage of Bachelor's Degrees and Graduate Degrees awarded in programs of strategic emphasis; achieved the highest possible rating for four year graduation rates; among the top three universities for student placement in employment or graduate school one year after graduation.

- A successful year – As of June 2nd, nearly \$107 million in total gifts, including in-kind and commitments. The President commended Interim VP Noreen Segrest.
- Spring Commencement – first ever virtual commencement for all three campuses; nearly 7500 degrees were awarded; 43 students with a perfect 4.0; 272 students were veterans. There were 15,000 views on YouTube. President Currall commended Paige Geers and Travis Miller on a job well done.
- Consolidation – Our three separately accredited institutions will consolidate on July 1, 2020.
- Principles of Community – Earlier this spring, our Principles of Community was introduced.
- Research Park Building – Groundbreaking was in March for the first new building in the Research Park since 2005.
- Graduate Program Rankings – 18 USF programs are in the top 100 of *U.S. News and World Report's* 2021 rankings.
- Leader in Innovation – New patent rankings were released this week. The President commended USF Sr. Vice President for Research and Innovation Paul Sanberg. USF is in the Top 10 U.S. Public Universities by number of patents in 2019.
- COVID – 19: USF Impact
- Remote Instruction – Together with USF faculty and staff, Innovation Education and Information Technology transitioned more than 5200 courses to remote instruction in March. President Currall commended Provost Ralph Wilcox and his team and Vice President for Information Technology Sidney Fernandes and his team.
- Research – We have invested nearly \$685,000 in a new Rapid Response Research Grants program.
- Clinical Trials – In connection with TGH, USF health researchers are exploring a range of medications and treatment protocols that could impact the disease at a symptoms level for patients and at the cellular level of the virus.
- Nasal Swabs – Over the span of one week in March, USF Health, working with a leading 3D printing company and New York's largest healthcare provider, developed a 3D printed nasal swab,
- Face Shields – Based on input from health care professionals, a college of Engineering lab was converted into a space for manufactured face shields,
- COVID -19 Fundraising efforts – Consolidated total of \$855,258
- Meeting student needs –Created the USF United Support Fund to help students meet critical needs, including paying rent, buying groceries or covering unexpected educational expenses.
- Student foods pantries on all three campuses have continued to experience high demands.
- USF Heroes – We launched USF Heroes to recognize faculty, staff and students for their contributions to the community in helping those affected by COVID-19.
- Assisting Business Professionals – Muma College of Business offered the online “Post Crises Leadership” certificate course to assist business professionals.
- USF in the News – Over the last five months, local national and international news media have relied on our medical, public health and business experts among others for perspectives regarding COVID-19. Altogether USF has been featured in nearly 4,700 Coronavirus stories in local and national media. The President commended USF Health

Sr. Vice President Dr. Charles Lockwood and Dean of the College of Public Health Dr. Donna Petersen.

An award – winning video to show gratitude to our health care providers was shared. *A Dose of Gratitude is an animated video* produced by Professor Wallace Wilson along with other faculty, students and Alumni from the College of the Arts. Comments in the video were inspired by Provost Ralph Wilcox and Sr. Vice President of USF Health, Charles Lockwood.

Chair Zimmerman commended President Currall and his leadership team on all the incredible work they do for student success.

New Business – Action Items (Minutes and Consent)

FL 101 – Approval of Minutes

March 10, 2020

March 30, 2020

April 16, 2020

May 7, 2020

Having no changes to the minutes, Chair Zimmerman asked for a motion to approve. Trustee Stephanie Goforth moved for approval with a second from Trustee Charles Tokarz and the Minutes were approved unanimously.

Consent Agenda (FL 102 –117)

Trustee Charles Tokarz presented on behalf of the ACE committee. Trustee Tokarz reported that President Currall recommended 30 USF faculty members, across all three campuses for tenure. The ACE Committee recommended approval on all items.

ACE Committee Approved Items

FL 102 - Faculty Nominations for Tenure, Tampa

FL 103 - Tenure as a Condition of Employment, Tampa

FL 104 - Faculty Nominations for Tenure, St. Petersburg

FL 105 - Faculty Nominations for Tenure, Sarasota-Manatee

FL 106 – Degree Program Termination, M.A. Adult Education

FL 107 – Revisions to USF Regulation 3.007: Degree Requirements
Baccalaureate/Undergraduate

FL 108 – Revisions to USF Regulation 6.0021: Student Code of Conduct

FL 109 – Revisions to USF Regulation 3.027: Academic Integrity of Students

FL 110 – Supplemental Educational Plant Survey

Vice Chair Les Muma reported on behalf of the Governance Committee. The Governance Committee unanimously recommended approval on all items.

Governance Committee Approved Items

FL 111 – Approve USF Institute of Applied Engineering (IAE) Bylaws Revisions

FL 112 – Approval of USF Health (HSSO) Bylaws Revisions & Approval of Board of Directors

FL 113 - Approval of Alumni Association Board of Directors
FL 114 – Approval of Reappointments of Current Campus Board Members
FL 115 – Approval of Florida Center for Students with Unique Abilities Grant Application located on the St. Petersburg Campus

Chair Zimmerman reported on behalf of the Finance Committee. The Finance Committee unanimously recommended approval on both items.

Chair Zimmerman announced that he is stepping down as Chair of the Finance Committee and will oversee all committees. Trustee Michael Griffin will serve as the new Chair of the Finance Committee.

Trustee Nancy Watkins had questions concerning the governing documents pertaining to the position of Chair of the Finance Committee.

General Counsel Gerard Solis reported that the verbiage was changed in the governing documents.

Finance Committee Approved Items

FL 116 - 2020-21 Continuation Operating Budget
FL 117 - DSO 2020-21 Annual Financial Plans

UFF President Dr. Arthur Shapiro commented on the difficulties of switching to online teaching. Dr. Shapiro is impressed with all of USF's accomplishments.

Dr. Shapiro commented on a memorandum of understanding (MOU) that went out to faculty members and the administration relating to the COVID pandemic. In its contents, the memo acknowledged teaching from home due to the risk factors and had comments pertaining to the status of tenure faculty members.

Chair Zimmerman asked for a motion to approve the consent agenda. Trustee Mike Carrere moved for approval with second from Trustee Byron Shinn.

New Business – Action Items

FL 118 New Board Appointments for the St. Petersburg campus

President Currall asked General Counsel Gerard Solis to provide an overview of the campus board transition at the St. Petersburg campus.

Mr. Solis presented FL 118 – New Board Appointments for the St. Petersburg campus.

Seven residents of Pinellas County to serve 4-year staggered terms on the Campus Board of the University of South Florida St. Petersburg. A member of the Board of Trustees of the University of South Florida who resides in Pinellas County shall jointly serve as a member of the Board of

Trustees and as chair of the campus board. The chair of the faculty senate or the equivalent and the president of the student body of the campus shall serve as ex officio members.

Reappointment

Lawrence Hamilton is a current member of the USFSP Campus Board and is eligible for reappointment. He is an Executive Coach and Adjunct Faculty member with the Center for Creative Leadership affiliate at Eckerd College and a Senior Consultant with living HR, Inc.

New Appointments

Debbie Nye Sembler is a former member of the USF Board of Trustees and former chair of the USF St. Petersburg Campus Board. She also served on the USF Consolidation Task Force. Debbie is an active supporter of educational and civic causes across the Tampa Bay community.

Scott Goyer has spent his career serving the YMCA. Since 2000, he has served as President/CEO of the YMCA of the Suncoast. The YMCA of the Suncoast is a nine-operating unit, \$31 million association, serving over 100,000 men, women and children per year in Central and North Pinellas, West Pasco, Hernando and Citrus Counties.

Chair Zimmerman shared that the new appointments are effective July 2, 2020.

Trustee Stephanie Goforth commented that USF is privileged to have the new and reappointed individuals to the campus boards.

Chair Zimmerman asked for a motion to approve, Vice Chair Les Muma moved for approval with a second from Trustee Stephanie Goforth.

Chair Zimmerman commented that the Sarasota-Manatee campus is currently working on campus board selections and will make recommendations at a future meeting. FL 118 was approved unanimously.

FL 119 – Five-Year Capital Improvement Plan (2021-22/2025-26)

Sr. Vice President for Business and Financial Strategy David Lechner presented FL 119.

A 2021/2022 Five Year Capital Improvement Plan power point was presented which highlighted:

- Agenda
- The Purpose – BOG requires a prioritized list of capital projects by July 1
- Point System for PECO Funding – Methodology
- Prioritization List of Capital Improvement Projects (CIP)
- Judy Genshaft Honors College
- Remodel Bio Science Facility Research Lab (BFS)
- ENR and ENG Remodel
- Academic STEM Facility (SM)
- Oceanographic & Environmental Sciences (OES) & Research Teaching Facility (SP)
- Remodel MHF To Relocate University Police

- Capital Improvement Trust Fund (CITF) Projects
- CIP Transmittal Letter (DRAFT) – Changes from Last Year Capital Improvement Plan
- Next Steps – Approve CIP Plan

Trustee Stephanie Goforth moved for approval, with a second from Trustee Byron Shinn and FL 119 was approved unanimously.

FL 120 – USF Regulation 4.0102 Tuition and Fees

Provost Ralph Wilcox presented. An Amended Regulation was included in the Trustees packets.

The amendment will align USF tuition rates to a single rate of tuition and fees for all USF students initiating enrollment on or after Summer 2020 and a progression to alignment for students enrolled prior to Summer 2020. The amendment is being considered in order for USF to operate as a singly accredited institution after July 1, 2020 in accordance with Florida Statutes. The changes standardize for the newly consolidated USF the fees already in place today at the same rates charged to most USF students during the 2019-2020 Fall and Spring Semester.

Chair Zimmerman commented that USF leadership has been in careful consultation with all stakeholder groups and has gone to great lengths to provide a fair and transparent plan for aligning tuition and fees over time without impacting students who are currently enrolled at any of our campuses. This alignment pertains to any student enrolled on all USF campuses beginning September 2020.

Trustee Mike Carrere moved for an approval with a second from Trustee John Ramil and FL 120 was approved unanimously.

Chair Zimmerman thanked Provost Wilcox and his team for his leadership and dedication to student success.

FL 121 – Energy Performance Savings Contract

Mr. Lechner and Interim Vice President for Administrative Services Chris Duffy provided an overview.

Several major components of chilled and hot water systems at the Central Plant have failed or are at the end of life. These systems need to be modernized to provide reliable air conditioning and heating for research and academic facilities, residence halls, and other facilities. Due to the lack of PECO deferred maintenance funding, Facilities Management is proposing to fund the project using ESPC methodology outlined in Florida Statute 489.145. Cost savings gained via reduced Utilities bills will fund the project in its entirety.

Mr. Lechner is requesting approval from the Board of Trustees to do a feasibility study.

A power point was provided which highlighted:

- A new approach to Central Plant Deferred Maintenance and Modernization
- The Objectives – Why and How
- Public Education Capital Outlay (PECO) Projects – Preliminary Selection Group FY 2020-21
- Central Plant (CPT) – Overview
- Central Plant (CPT) was built in 1960 and is the sixth building built on the Tampa campus
- Central Plant – Current Status
- Hot water system -3 Steam Boilers
- Energy Saving Performance Contract (ESPC)
- Central Plant (ESPC) - \$11 M
- Project Scope – Project Benefits
- Funding Method – Energy Savings Performance Contract (ESPC)
- What is an “ESPC”?
- Particulars of this Project
- The Board Process from this point
- Request Approval to Obtain “Investment Grade Energy Audit”

President Currall commented that it’s important we continue to make appropriate investments in maintaining our infrastructure.

Trustee John Ramil made comments concerning the tremendous improvements with this type of equipment over the years. He also commented on being cautious when selecting the entities that will do the audit and ESPC contract.

Trustee Michael Griffin had questions concerning single procurements in bundled projects and state contracts that may be available.

Trustee Mike Carrere had questions concerning the use of our centralized system and USF being cost conscious.

Chair Zimmerman said that all audit bids should be discussed with Trustee John Ramil first.

Trustee Oscar Horton moved for an approval with a second from Trustee Mike Carrere and FL 121 was approved unanimously.

FL 122 – Police Benevolent Association (PBA) Contract

Craig Dawson, Assoc. General Counsel presented.

The University of South Florida and the PBA reached a tentative agreement on a successor CBA on March 11, 2020. The prior 2016-2019 CBA expired on June 30, 2019. The new contract would be effective upon ratification by both parties and would expire on February 28, 2023. The Board’s standard voting requirements apply to ratification. (USF Board of Trustees Operating Procedures, Article II., F.-G.).

Trustee Mike Carrere moved for approval with a second from Byron Shinn and FL 122 was approved unanimously.

FL 123 – TGH-USF Enhanced Affiliation

General Counsel Gerard Solis presented.

He discussed:

- The original Agreement
- The current Agreement
- Meaningful consultation with the Board of Governors
- Reasons and Risks
- Duration of the Deal
- Three reasons for the change in duration
- Transfer of UMSA

1. Certain legal realities were introduced that align with USF priorities, protecting sovereign immunities for USF doctors.
2. A fifteen year deal that has significant limitations for any one party to have the ability to unwind it.
3. TGH believes that this more narrow scope in duration will help the parties focus on getting legal and operational milestones.

The University of South Florida and Tampa General Hospital tentatively agreed to change the duration of their enhanced affiliation, which is a material change to the terms presented to the Board at the March 10, 2020 meeting.

Management requests that the Board of Trustees approve moving forward with the USF-TGH enhanced affiliation with an 8.5 year duration as opposed to a fifteen year duration, subject to all other prior conditions approved by the Board on March 10, 2020.

General Counsel Gerard Solis is asking the Board of Trustees to approve a change and reduction in duration moving forward on this deal.

Trustee Zimmerman asked if the legal opinion had been obtained.

Based on the last draft to TGH we are satisfied that the legal concerns have been identified. Both USF and TGH parties were committed to making the deal work.

General Counsel Solis commented that USF has had complete transparency with BOG General Counsel Vikki Shirley.

Chair Zimmerman commented that this a very valuable deal for the Tampa Bay region.

Trustee Ramil questioned if both parties are still committed to making the deal work and have there been any changes to their commitment since the agreement in March.

There have been no changes in the dynamics of the agreement among the leadership of both USF and TGH.

Trustee Deanna Michael had a question pertaining to the resolve of the Antitrust provision.

Trustee Nancy Watkins had questions concerning the contract terms and transition as well as the GME programs. Trustee Watkins also questioned changes in the presentation on the anticipated construct of Newco and the participation of both sides. She requested to see changes when they are available.

Trustee Mike Carrere wanted to clarify the survival of the new construct and questioned the impact it will have on the medical school faculty.

Chair Jordan Zimmerman asked for a motion to move forward with the USF-TGH Enhanced Affiliation with an 8 ½ year duration as opposed to a 15-year duration subject to all the other prior conditions approved by the Board of Trustees on March 10, 2020. Trustee Les Muma moved for an approval with a second from Trustee Mike Carrere and FL 123 was approved unanimously.

Vice Chair Les Muma announced that he is stepping down as Vice Chair from the USF Board of Trustees. He will remain as a Trustee until his term expires.

Chair Jordan Zimmerman thanked Vice Chair Muma on his service and on an amazing year. The Chair was happy to know that Vice Chair Muma has decided to stay on as a trustee.

Trustee Nancy Watkins thanked Vice Chair Muma for his service. Trustee Watkins commented that Vice Chair Muma brought great leadership to his role and has made transformational change to USF. Trustee Nancy Watkins nominated Trustee Stephanie Goforth for the position of Vice Chair to the USF Board of Trustees. Trustee Watkins commented that Trustee Goforth will bring a wealth of knowledge and expertise to the position of Vice Chair. Trustee John Ramil second the nomination.

Trustee Stephanie Goforth accepted the nomination for the position of Vice Chair to the University of South Florida Board of Trustees. Trustee Goforth commented that this is an honor and a passion for her to be nominated. She looks forward to serving as Vice Chair and continuing to do more wonderful things for USF.

Trustee Deanna Michael thanked Vice Chair Muma for his leadership as Vice Chair and congratulated Trustee Goforth on her nomination and acceptance as the new Vice Chair and look forward to seeing continued progress of the Board.

Trustee John Ramil thanked Vice Chair Les Muma for all he has done and will continue to do for USF. He congratulated Trustee Stephanie Goforth and is confident that she will do a great job as the new Vice Chair.

Trustee Mike Carrere congratulated Trustee Stephanie Goforth on accepting the nomination as Vice Chair. He commented that Trustee Goforth brings a tremendous amount of passion to the Board which will show in her role as Vice Chair. Trustee Carrere thanked Vice Chair Les Muma for his service and commented that he has been a guiding light for this institution. It was a pleasure to serve with him.

Trustee Stephanie Goforth announced that Trustee Deanna Michael was elected as the new Vice Chair of the Advisory Counsel for the Faculty Senate. Trustee Goforth commented that Trustee Michael has been a great leader on the Board of Trustees and will continue while serving on the Advisory Counsel.

Trustee Mike Griffin commented on the incredible leadership of Vice Chair Les Muma; as well as his admirable passion for Athletics. He thanked Vice Chair Muma for his service and is excited to work with Trustee Goforth in her new role and know that she will make a fantastic Vice Chair.

USF President Steve Currall thanked Vice Chair Les Muma for his contributions to the University of South Florida and commented on the impact that Vice Chair Muma has not only had with the university but also personally. President Currall thanked him for all he's done for USF.

President Currall congratulated Trustee Stephanie Goforth on being selected as the new BOT Vice Chair. President Currall commented that Trustee Goforth has displayed wisdom and great judgement to foster a productive relationship with colleagues at the St. Petersburg and Sarasota-Manatee campuses.

Chair Jordan Zimmerman made comments concerning this is an exciting time to be part of the University of South Florida.

New Business – Information Items

President Steve Currall introduced and welcomed Jay Stroman, Sr. VP for Advancement and Julie Waters, Executive Communications Director.

Sr. Vice President for Advancement and Alumni Affairs and CEO of the USF Foundation, Jay Stroman was most recently at the University of Georgia where he served as Sr. Associate Vice President for Development and Alumni Relations. Jay brings 20 years of highly successful institutional advancement experience to USF.

Vice President Stroman was on the Teams meeting. He looks forward to meeting and working with everyone to help USF to continue to reach new heights.

Executive Communications Director Julie Waters is coming to USF from Cornell University. She will be reporting to University Communications and Marketing Vice President, Joe Hice. She was not on the Teams Meeting today. She will begin at USF July 2020.

BOT Roundtable Discussion

Vice Chair Les Muma commented on the May 14th Governance Committee meeting. Vice Chair Muma comments concerned reviewing the Governance models from other SUS institutions for benchmarking and practices purposes. There was a consensus of the committee that the DSO Oversight should be added to the Governance Committee role. It would be in alignment with the other SUS models.

Trustee Deanna Michael announced that on July 1st the System Faculty Counsel will end and so does her position on the USF Board of Trustees. In August Trustee Michael will be the new Vice Chair of the Advisory Counsel for the SUS Faculty Senates. It's also an Advisory Counsel for the Board of Governors. Trustee Michael commented that it was honor to work with everyone. It's been a phenomenal experience.

Trustee John Ramil made comments that Trustee Michael did an excellent job balancing her role between the faculty and the trustees.

Trustee Stephanie Goforth commended Trustee Deanna Michael on an incredible job serving as a USF Board of Trustees and look forward to her continuing leadership with this organization in her new role.

Trustee Mike Carrere commended Trustee Deanna Michael for taking the faculty representative position to another level.

Vice Chair Les Muma commented that Trustee Michael is Mrs. Muma's favorite trustee and if he were to take classes at USF, he would choose her class.

Trustee John Ramil commended President Steve Currall on an excellent message expressing sadness to the USF community surrounding the deaths of George Floyd and Ahmaud Arbery. Having no further business Chair Jordan Zimmerman adjourned the meeting of the USF Board of Trustees.