



## FLORIDA GULF COAST UNIVERSITY BOARD OF TRUSTEES POLICY

### ETHICS POLICY OF THE BOARD OF TRUSTEES

#### ARTICLE I PREAMBLE

The Florida Gulf Coast University Board of Trustees governs Florida Gulf Coast University in the public trust and is responsible for conducting its affairs in a manner that exemplifies the behavior it expects of other participants in institutional governance. The Trustees give of their time and talent for the benefit of the University and serve in a fiduciary capacity. Trustees are expected to set aside personal, business and parochial interests and keep the welfare of the entire University, not a particular constituency, paramount. All decisions of the Board are to be made solely to advance the best interests of the University. This Ethics Policy has been adopted to provide a framework for guiding ethical conduct and procedures for disclosing conflicts of interest.

#### ARTICLE II ETHICS POLICY

##### **Section I. Conflict of Interest**

**Introduction.** Trustees shall be governed by the requirements of the Code of Ethics for Public Officers and Employees in Sections 112.313-112.326, Florida Statutes. Particular adherence is required to the provisions of Section 112.313, Florida Statutes, as it relates to: solicitation or acceptance of gifts; doing business with one's agency; unauthorized compensation; salary and expense; misuse of public position; conflicting employment or contractual relationship; and disclosure of financial and gift information to the Commission on Ethics. This policy is intended to supplement and implement these requirements. In the event of a conflict between this policy and the Code, the Code will control.

**Elements of a Conflict.** A Trustee has a conflict of interest whenever a Trustee, a Trustee's family member or a business associated with a Trustee or Trustee's family member has an existing or potential financial interest, or other personal advantage, in a matter pending before the Board of Trustees or the University.

The following definitions are provided:

- “Family Member” includes spouse, parents, siblings, aunts/uncles, children, domestic partner and any person residing in a Trustee’s household.
- “Business Associated with a Trustee” means an organization, corporation, partnership, joint venture, proprietorship or other entity or associate(s) with respect to which either the Trustee or Trustee’s family member:
  1. Receives compensation or has any contractual right to future income (excluding compensation from the University), investment or substantial non-financial consideration and benefits; or
  2. Serves as an owner, officer, director, partner, trustee, agent, employee or has a material economic interest.

**Restraint on Participation.** If a conflict arises regarding a matter coming before the board for a vote, the Trustee shall refrain from participating in any deliberations or voting on the matter and the Trustee shall disclose the conflict in writing to the President prior to the meeting or request that the conflict be noted in the minutes of the meeting. The Trustee shall not take any action to influence the outcome of the matter.

If a conflict arises in the course of conducting a Trustee’s private or personal business, the Trustee should abstain from participating in decisions to seek or secure business with the Board or the University.

If a conflict arises in the course of conducting University or Board business, the Trustee should abstain from participating in decisions related to the conflict of interest.

**Consultation.** Trustees will disclose any actual or potential conflicts of interest or uncertainty regarding a conflict to the President. When there is a failure to agree on whether a conflict exists and how it is to be managed, the President may consult the Board Chair and General Counsel.

## **Section II. Authority of Board Members**

Trustees will remember that authority rests with the board as a whole in meetings of the board and not with individual board members. Trustees shall conduct relationships with University staff, students, the citizenry and the media on that basis. Trustees will confine their Board action to policy-making, planning and appraisal and recognize that their responsibility is to ensure that the University is well run, not to run the University.

### **Section III. Compliance with Laws**

It is the firmly established policy of this Board to comply fully with all laws affecting the University and its operations. The consequences to the University and its officers, administrators, faculty and staff of any departure from this policy can be very serious. The effort, energy and expense required to defend University actions in court or to respond to government inquiries diverts the talents and energy of its employees from the pursuit of the academic mission.

### **Section IV. Use of Official Authority**

Trustees shall not use the authority, title, influence or prestige of their position to solicit business for themselves or others or to otherwise obtain a private financial, social or political benefit, which in any manner would be inconsistent with the interest or mission of the University.

With the exception of the Trustees representing the faculty senate and student government, Trustees are not eligible for employment or service contracts with the University or its direct support organizations. If a Trustee wishes to apply for a position with the University or its direct support organizations, the Trustee must immediately resign from the Board.

### **Section V. Employees, Students and Special Interest Groups**

Trustees shall use proper channels when dealing with employees, students, citizens and special interest groups. Trustees will not give directions or instructions to University employees, but will provide input and suggestions to the President who is responsible for the day-to-day management of the University. Trustees should refer any grievances or complaints received from or about employees, students or University matters to the President. Trustees shall not attempt to influence the hiring decision or employment of University employees, except the President. Trustees will support employees in the proper performance of their duties. Trustees shall not attempt to influence decisions related to the admission of students to the University or degree programs, or decisions related to the award of financial aid or scholarships.

### **Section VI. Confidential and Other Information**

The Board will frequently receive information in connection with proceedings of the Board or as a result of other official Board duties. Trustees shall not use information acquired as a result of their position to their own advantage or profit.

The Board may occasionally receive confidential information relating to an executive session of the Board or otherwise. Confidential information includes all non-public information that is protected by federal or state law such as work products prepared for collective bargaining negotiations, records containing

information reflecting academic evaluations of faculty performance, and student education records. Trustees will not disclose confidential information, in any form, to anyone who does not need to know it to conduct the University's business, except when disclosure is authorized or legally mandated. Trustees will protect the privacy rights of students and employees granted under federal and state law.

#### **Section VII. Time Commitment**

In undertaking the duties of office, Trustees shall make the necessary commitment of time and diligence to carry out public governance responsibilities. It is the responsibility of Trustees to attend all regularly scheduled Board meetings, insofar as possible, and become informed concerning issues to be considered at those meetings. Trustees will endeavor to stay informed about local, state and national issues affecting higher education.

#### **Section VIII. Outside Employment and Activities of the President**

The Board Chair or designee shall approve in advance any outside employment of the President, including serving on the board of directors of a corporation.

#### **Section IX. Application and Administration of Policy**

This policy shall be interpreted in a manner that will serve the best interests of the University and will be administered by the Board of Trustees.

#### **Section X. Distribution of Policy**

A copy of this policy shall be sent to each Board member and the President and shall be electronically posted on the University's [www.fgcu.edu](http://www.fgcu.edu) website (Board of Trustees). Subsequently, this policy will be provided to any new Board member or President, and Board members will be reminded of this policy during annual meetings of the Board.

*Approved May 29, 2003*