

**FLORIDA GULF COAST UNIVERSITY
BOARD OF TRUSTEES
FOURTH AMENDMENT AND RESTATEMENT OF THE RESOLUTIONS ON
PRESIDENTIAL AUTHORIZATIONS
ADOPTED ON MAY 10, 2016**

The Florida Gulf Coast University Board of Trustees hereby adopts at a duly called meeting on June 8, 2021, the following Fourth Amendment and Restatement of the aforementioned resolutions:

I. Authorization of the President

RESOLVED: That, effective as of June 8, 2021, any individual while holding the office of President of Florida Gulf Coast University (“University”) is hereby authorized, in the name and on behalf of the Florida Gulf Coast University Board of Trustees (“Board”) and the University, to exercise the following authorities and to take the following actions, all as the President deems appropriate, advisable and in the interests of the University:

A. General Requirement

1. To exercise any and all authorities granted to the President by the Board subject to, and with accountability to the Board as required by, any applicable resolutions, regulations, operating memoranda and policies of the Board and the Florida Board of Governors (“BOG”) (which Board and BOG documents may provide additional authority as well as imposing additional restrictions), and in accordance with applicable law;
2. Serve as the Chief Executive Officer and Corporate Secretary of the Board of Trustees, and shall be responsible for the operation and administration of the University consistent with the authority delegated as may be made by the Board from time to time; and
3. The Vice President and General Counsel of the University from time to time as necessary, shall prepare, update (every three years), and provide to the Board, the President, his/her delegates and their delegates on file in the Office of the Vice President and General Counsel, a schedule listing the principal Board and BOG resolutions, regulations, operating memoranda, and policies that govern the authorities granted by the Board’s resolutions.

B. General Limitation

1. To exercise any and all of the authorities granted by the Board to the President within the overall, total spending limitations imposed by the University’s Board and BOG-approved capital and operating budgets;

2. Perform other such duties as are not retained by the Board and as may be necessary or appropriate for the administration of the University, in compliance with any applicable laws, Board and BOG regulations, policies, and resolutions; and
3. Nothing in this regulation should be construed as limiting or divesting the Board's right to exercise any authority or responsibility as deemed appropriate.

C. General Authority of the President^{1 2 3 4}

1. To manage and administer the University and to exercise all of the powers, duties, and authorities of the University, except to the extent that such powers, duties, and authorities are required to be exercised by the Board or the BOG according to their respective resolutions, regulations, operating memoranda, and policies, and/or applicable law; and the fact that some actions are specifically authorized shall not derogate from this general authorization; and
2. Consult with the Board in a timely manner on any matters appropriate to its policy-making and fiduciary functions.

D. Academic and Research Authorities of the President

1. Shared Governance

In the exercise of authorities related to relevant academic affairs, to effect and determine appropriate shared governance with the faculty.

2. Masters and Undergraduate Programs

- a) To develop, approve, and recommend to the Board for its final approval (and, if and as required by law in connection with limited access programs and undergraduate degree programs requiring more than 120 credits for graduation, for the Board's recommendation to the BOG for its final approval), the creation and termination of masters and undergraduate degree-granting programs of the University;

¹ Reauthorized the President or designee, after receiving the advice of the General Counsel, as well as providing advance notification by the President to the Board, to approve the commencement of legal proceedings or the appeal of an adverse ruling against the University when so doing is in the best interest of the University or is necessary to avoid application of a legal time bar such as a statute of limitations. The President or designee shall report the commencement or appeal of legal proceedings to the Board of Trustees as soon as practicable following such action. (Item 3 – 2/23/2016)

² Reauthorized the President to execute the Memorandum of Agreement between the Florida Gulf Coast University Board of Trustees and the South Florida Water Management District and in so doing, to designate additional conservation areas on all University properties, if necessary. (Item 15 – 2/23/2016)

³ Reauthorized the President to develop and implement university institutes and centers and to annually present to the Board, as an information item, the annual report required by the Board of Governors. (Item 7 – 2/23/2016)

⁴ Reauthorized the President to settle litigation up to \$100,000. (From the Floor, as part of Item 24 – 1/15/2008)

- b) To implement and govern or terminate such programs as approved by the Board and, as applicable, the BOG; and
- c) To develop, approve, implement, and govern the curriculum and academic and administrative terms, policies, procedures, and systems for any such approved programs consistently with their approvals.

3. Doctoral and Graduate Professional Programs

- a) To develop, approve, and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the BOG for its final approval), the creation and termination of doctoral and professional graduate degree-granting programs of the University;
- b) To develop, approve, and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the BOG for its approval and recommendation to the Legislature for its final approval), the creation of any new college, school, or functional equivalent offering a program leading to a degree that is a credential for a specific license issued under a state statute or the state constitution;
- c) To implement and govern or terminate such programs, schools, and colleges as approved by the Board and, as applicable, the BOG and/or the Legislature; and
- d) To develop, approve, implement, and govern the curriculum and academic and administrative terms, policies, procedures, and systems for any such approved programs, schools, and colleges consistently with the Board's and, as applicable, the BOG's and/or the Legislature's approvals.

4. Other Programs

- a) To develop, approve, implement, and govern non-degree granting educational programs of the University; and
- b) To develop, approve, implement, and govern student exchange programs, including without limitation those that are ancillary to the degree and non-degree granting programs of the University.

5. Student Evaluations

To develop, approve, implement, and govern grading, other academic performance criteria, and student evaluation criteria, policies, procedures, and systems for all relevant programs of the University.

6. Faculty Evaluations and Promotions

To develop, approve, implement, and govern evaluation and promotion criteria, policies, procedures, and systems for all employees carrying faculty rank, excluding those employees with faculty rank who are also Direct Reports of the President.

7. Awarding Degrees

To award degrees and certificates or other evidence of satisfying the graduation criteria approved by the Board for degree-granting programs or of satisfying the completion criteria approved by the President for non-degree granting programs; to initially approve and recommend to the Board for its final approval all honorary degrees (including posthumous and in memoriam); and to develop, approve, implement, and govern the administrative and academic terms, policies, procedures, and systems for awarding such degrees and certificates consistently with the Board's approval as applicable.

8. Admissions

- a) To develop, approve, implement, and govern the *academic criteria* for admitting students to *degree-granting* programs of the University;
- b) To develop, approve, and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation of related regulations to the BOG for its final approval), the *non-academic* criteria for admitting students to such *degree-granting* programs;
- c) To implement and govern such Board and BOG-approved *non-academic criteria* for admitting students to such *degree-granting* programs, and to develop, approve, implement, and govern the related administrative terms, policies, procedures, and systems;
- d) To consider an applicant's misconduct in the admissions process and/or prior to applying to the University, in determining whether to admit the applicant;
- e) To develop, approve, implement, and govern the admissions *process*; and
- f) To develop, approve, implement, and govern all of the criteria for admitting students to *non-degree granting* programs.

9. Enrollment

- a) To develop, approve, implement, and govern student enrollment goals, programs, and implementation strategies for the University consistently with the Board-approved strategic goals of the University, provided that the President shall report to the Board concerning any decision of the President to change enrollment goals, programs, or strategies that will significantly affect the strategic goals of the University; and

- b) The President shall report annually to the full Board concerning the status of enrollment as it relates to the University's strategic goals.

10. Articulation

To provide for and recommend to the Board for its approval of related regulations (subject to the BOG's final approval of such regulations, if and as required by law), the University's participation in state-wide programs that advance articulation, access, financial assistance, and accountability in and concerning the State of Florida's higher education system; and to develop, approve, implement, and govern the associated terms, policies, procedures, and systems consistently with such regulations and the University's strategic goals.

11. Academic Calendar

To establish the academic calendar for the University.

12. Financial Aid

- a) To develop, approve, implement, and govern financial aid goals, programs, and strategies for students of the University consistently with the Board-approved strategic goals of the University, provided that the President shall report to the Board concerning any decision of the President to create a new, or make any substantial change in any existing, financial aid goal or program that will significantly affect the University's strategic goals; and
- b) The President shall report to the Board annually concerning the adequacy of financial aid to meet the University's strategic goals.

13. Tuition and Student Fees

- a) To develop, approve, and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the BOG for its final approval) the determination of tuition charges and the types and amounts of student fees, subject to appropriation by the Legislature if and as required by law;
- b) To develop, approve, implement, and govern the administrative terms, policies, procedures, and systems for assessing and collecting tuition and fees consistent with prior approval, including without limitation by accepting credit card payments for tuition and fees; and
- c) To develop, approve, implement, and govern the application of tuition and fees to the needs of the University within the approved budgets and any required Legislative appropriations.

E. Research, Intellectual Property, and Technology Authorities of the President⁵

1. To develop, approve, implement, and govern the University's research programs and agreements, terms, policies, procedures, and systems, including without limitation, the solicitation, negotiation, and administration of contracts, grants, and other awards by, to, with, and from the University, the federal and state governments, foreign governments, and/or private individuals and entities, and the fixing, collection, and use of associated direct and indirect cost recovery terms and fees that may accrue by reason thereof; to negotiate, enter into, and execute contracts on a cost-reimbursement basis and may provide temporary financing of such cost prior to reimbursement from moneys on deposit in a sponsored research development fund, except as may be prohibited elsewhere by law;
2. a) To develop, approve, implement, and govern the programs and agreements, terms, policies, procedures, and systems for the acquisition, development, sale, disposition, transfer, management, accounting, use, access to, and administration of work products, technology, and intellectual property interests by or of the University, including without limitation, licenses, leases, assignments, and other agreements relating to such work products, technology, and intellectual property;

b) To impose fees and other charges, collect, expend, dispose of, manage, administer, and utilize funding and any revenues associated with such work products, technology, and intellectual property interests; and
3. The President shall report to the Board periodically, at least annually, concerning the status and adequacy of the University's research program and intellectual property programs, and their funding and associated costs and cost recovery, in relation to the University's strategic goals and funding needs.

F. Student Affairs Authorities of the President

1. To develop, approve, implement, and govern programs, terms, policies, procedures, and systems for student curricular and co-curricular affairs of the University, including without limitation:
 - a) Establishing a committee with at least half of the members being students appointed by the student body president to periodically review and evaluate the student judicial system;
 - b) Approving the internal purchasing, contracting, budgetary and other procedures for student government;

⁵ Reauthorized the President to approve the submission of Research Commercialization Assistance Grant Program proposals. (Item 6 – 1/15/2008)

- c) Prohibiting hazing;
 - d) Creating a code of conduct and academic honesty for students and student organizations;
 - e) Providing for reasonable accommodation of religious observance and belief in connection with admissions, class attendance, and scheduling examinations and work;
 - f) Protecting the privacy of student education records, and
 - g) Concerning other student affairs such as student services, activities, organizations, housing, discipline, and government;
2. The Board shall have final approval of the code of conduct through its adoption of University regulations; and
 3. The President shall report periodically, at least annually, to the Board concerning the status of student affairs at the University as they relate to the University's strategic goals.

G. Human Resources Authorities of the President

1. To develop, approve, implement, and govern human resources and employment programs of the University, and the related terms, policies, procedures, and systems, including without limitation those relating to the administrative and academic structure and organization of the University (subject to ratification by the Board of the organization of the Vice Presidents as provided below), the creation of positions, recruiting, hiring, appointment, promotion, demotion, transfer, terms and conditions of employment, evaluation, discipline, demotion, termination of employment, compensation (subject to the requirements set forth below for compensation of Direct Reports to the President); in accordance with regulations and policies of the Board and the BOG;
2. To negotiate, develop, approve, and recommend to the Board related contracts and related collective bargaining agreements and relations with employee unions, subject to the Board's approval of retained authority to ratify collective bargaining agreements if and as required by applicable law and to resolve impasses in collective bargaining;
3. The President shall report to the Board concerning his or her decisions on those human resources matters that will significantly affect the strategic goals of the University, and the President shall report annually to the Board concerning the status of any human resources matters that significantly affect the strategic goals of the University; and

4. As changes are approved by the Chair of the Board, and no less than once annually, the President shall provide a list setting forth the compensation of Direct Reports to the President and any changes thereto.

G-1. Certain Human Resources Authorities of the President Concerning Senior Executives⁶

In addition to the authorities under Part I.G relating to all employees of the University:

1. Consult with the Chair of the Board, or other Trustee designee, on the hiring, dismissal, and compensation of any person to serve in a Vice President capacity, including the Athletic Director, or other direct report position to the President or the Board. The following designations shall have a reporting relationship to the Board in addition to reporting to the President: the general counsel, the chief audit executive and the chief compliance officer;
2. To approve, and forward to the full Board for final ratification, the organizational structure of the *Vice Presidents* of the University regarding their reporting relationship to the President;
3. To determine and adjust compensation of *Direct Reports* to the President, provided that:
 - a) The President shall have market justification for any such compensation determination or adjustment (based on all relevant factors for each such determination including, without limitation, market data on comparable positions (if any), unique skills and contributions, marketability of the individual, relevant discipline, experience of the individual, and other relevant factors); and
 - b) The President shall discuss with and obtain the approval of the Chair of the Board (or his or her designee) regarding any such compensation determination or adjustment before implementing it.

H. Financial and Asset Management and Debt Authorities of the President^{7 8 9}

⁶ The President is to obtain approval of the Chair of the Board prior to entering into an employment agreement, or the renewal or extension of any employment agreement, with any individual whose position is one that reports directly to the President. Moreover, the President's employment contracting authority shall not be re-delegated. (Item 10 – 2/23/2016)

⁷ Reauthorized the approval of a resolution authorizing the President or designee to invest and administer funds with the State Board of Administration, and to take all actions and execute any instruments or other documents necessary, convenient, or proper to effectuate the intent and purposes of the resolution. (Item 6 – 2/23/2016)

⁸ Authorized the President to amend the Sponsored Research and Financial Aid Budgets in accordance with funding and awards that may be received during the fiscal year. (Item 16 – 6/17/2014)

⁹ Reauthorized Wilson G. Bradshaw, as President, and Steve Magiera, as Vice President for Administrative Services and Finance, to sign checks to pay the legal obligations of the University. (Item 8 – 2/23/2016)

1. Accountability to the Board
 - a) The President shall report to the Board, on a quarterly basis, the status, performance, and adequacy of the operating and capital budgets, investments, debts, finances, assets, and facilities construction activities of the University and any direct support organization (“DSO”) certified by the Board or affiliated organizations subject to the oversight of the Board; and
 - b) Consult with the Chancellor of the State University System prior to recommending any acquisition, establishment, reclassification, relocation, or closure of additional campuses or special purpose centers to the Board.
2. Operating Budget, Capital Budget and Plan, Campus Master Plan, and Investment Policy
 - a) To develop, approve, and recommend to the Board for its approval (and, if and as required by law, for the Board’s recommendation to the BOG for its final approval and for the BOG’s recommendation to the Legislature for appropriation) the University’s annual operating budget and capital plan and budget (including without limitation, facilities capital plan);
 - b) To develop, approve, and recommend to the Board for its final approval the University’s campus master plan, development agreement, and investment policy;
 - c) To develop, approve, implement, govern, and make investments, and to take actions under the budgets, capital and campus master plans, and development agreement, for the University consistently with their Board approvals (and any additional authority and requirements imposed in related Board operating memoranda or University regulations) and, as applicable, consistently with their BOG approvals; and
 - d) To develop, approve, implement, and govern the associated administrative programs, terms, policies, procedures, and systems for, to impose fees and other charges for, and to expend funds under, such budgets, plans, agreement, and policy, consistently with their Board approvals and, if applicable for the operating and capital budgets, consistently with their BOG approval.
3. Administration of Real and Personal Property and Other Assets
 - a) To develop, approve, implement, and govern the programs, terms, policies, procedures, and systems for, and to manage, account for, administer, impose charges for, determine and restrict the use of and access to, and govern all of the real, personal, tangible, and intangible property, intellectual property, trademarks, and other assets of the University;

- b) To serve as the custodian of all property and assets of the University; additionally, in accordance with Section 705.18, Florida Statutes, and BOG regulation, take charge of any lost or abandoned personal property found on the University campus or on premises owned or controlled by the University or any DSO thereof. If the property is not claimed by the owner within 30 days after it is found, or a longer period of time as may be deemed appropriate by the President, the President or his or her designee shall dispose of or make use of the property in accordance with established policies and procedures that best meet the needs of the University;
- c) To develop, approve, implement, and govern appropriate accounting and operational controls and systems for such assets and property of the University;
- d) To approve and recommend to the Board for its final approval (and, if and as required by law, for the Board's recommendation to the BOG and/or Legislature for its final approval in connection with living individuals), the naming or renaming of any building, college, school, department, institute, center, park, bridge, recreational complex, or road of the University when named for any individual, corporation, or other entity; and
- e) To approve
 - 1) The naming or renaming of any building, college, school, department, institute, center, park, bridge, recreational complex, or road of the University when not named for an individual, corporation, or other entity;
 - 2) The naming or renaming of any space within a building or other facility; and
 - 3) The naming or renaming of any other area or program of the University and the names of endowed chairs, which shall not require Board approval.

4. Land, Facilities, and Equipment Construction, and Operations

In accordance with BOG Regulation:

- a) To develop, approve, implement, and govern the programs, terms, policies, procedures, and systems for the operation, use, maintenance, and construction of land, facilities, furnishings, and equipment to meet the needs of the University, subject to any parameters established in the Board-approved campus master plan, budgets, and development agreement; and To impose fees and other charges and collect, expend, dispose of, manage, administer, and utilize funding and any revenues associated with such property; and
- b) Administer a program for the maintenance and construction of facilities pursuant to Chapter 1013, Florida Statutes; certify to the BOG or Department of

Education, as requested, a project's compliance with the requirements for expenditure of Public Education Capital Outlay (PECO) funds.

5. Real Property Acquisitions and Dispositions

- a) To approve and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the Board of Trustees of the Internal Improvement Trust Fund ("Trust Fund") for its final approval), all acquisitions, dispositions, and other transactions involving real property interests, including without limitation interests held in trust (other than donations of real property interests to the University, non-financing leases, easements, and licenses which shall not require Board or Trust Fund approval, and leases of any kind which shall not require Trust Fund approval, unless Trust Fund approval is required under any applicable master lease between the University and the Trust Fund); and To implement and govern such transactions consistently with their Board and/or Trust Fund approvals, as applicable, and to develop, approve, implement, and govern all associated programs, terms, policies, procedures, and systems consistently with such approvals;
- b) To approve and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the BOG for its final approval) all real estate lease purchases; and To implement and govern such transactions consistently with their Board and, as applicable, BOG approvals, and to develop, approve, implement, and govern all associated programs, terms, policies, procedures, and systems consistently with such approvals;
- c) To develop, approve, implement, and govern all non-financing leases, easements, licenses, and donations of real property interests (unless Trust Fund approval is required under any applicable master lease between the University and the Trust Fund), and all associated programs, terms, policies, procedures, and systems;
- d) To collect, expend, dispose of, manage, administer, and utilize funding and any revenues associated with such property; and
- e) To lease real property with an annual lease payment not to exceed \$250,000; if lease payment exceeds \$250,000, approval to exceed the limit must be approved in consultation with the Board Chair and the President.

6. Personal Property Acquisitions and Dispositions

- a) To develop, approve, implement, and govern all personal property acquisitions and dispositions for the University and all associated programs, terms, policies, procedures, and systems; and
- b) To collect, expend, dispose of, manage, administer, and utilize funding and any

revenues associated with such property.

7. Depository Accounts and Disbursements

To take the following actions, and to develop, approve, implement, and govern all related programs, policies, procedures, terms, systems, and dealings:

- a) Establish, manage, control, amend, and terminate all University depository accounts at State of Florida-qualified depository institutions, subject to ratification by the Board if and as required by law,
- b) Deposit, transfer, withdraw, and control funds and other assets to, from, and among any University depository accounts; and
- c) Sign checks and authorize and control disbursements and electronic and other forms of transfers, provided that there shall be no further delegation of the authority to withdraw funds or other assets from a University account at a depository institution given to any position other than the Controller or a Vice President of the University, except to transfer funds or other assets among University accounts or as permitted by the delegation criteria in Attachment A to these resolutions, by operating memoranda of the Board, by University regulations or by resolutions of the Board.

8. Debt

- a) To approve and recommend to the Board for its approval (and, if and as required by law, for the Board's recommendation to the BOG for its final approval), all debt proposed to be incurred by the University or its DSOs, *other than* debt for which neither Board nor BOG approval is required (i.e., equipment and software leases and debt secured solely by gifts and donations that satisfy any applicable term limitations, refunding to reduce debt service without extending debt terms, and fully collateralized lines of credit for temporary cash flow which do not require Board or BOG approval and shall be authorized by the President);
- b) In connection with revenue bonds and other specialized debt if and as required by law, the President's recommendation and the Board's approval are for the BOG's recommendation to the Legislature for its final approval;
- c) To implement and govern all authorized debt consistently with the relevant Board and, as applicable, BOG and/or Legislative approvals;
- d) To develop, approve, implement, and govern all associated programs, terms, policies, procedures, and systems; and
- e) Ensure the Board is presented with sufficient information for prudent decision-

making for projects subject to the BOG Debt Management Guidelines and Public-Private Partnership Guidelines, as well as the University Debt Management Guidelines.

9. Internal Audit

- a) Establish policies and procedures for the performance of annual internal audits of University and DSOs' finances and operations. All reports generated from such audits must be submitted to the BOG after review and acceptance by the Audit and Compliance Committee and the Board; and
- b) Establish policies and procedures for the implementation of appropriate financial controls, with review by the University's Internal Auditor.

I. Insurance and Indemnification Authorities of the President

- 1. To develop, approve, implement, and govern insurance programs, terms, policies, procedures, systems, and coverages, including without limitation the procurement of insurance contracts and the establishment of self-insurance programs, for the property, exposures, and liabilities of the University, its affiliates and contractors, and their respective trustees, directors, officers, employees, students, and agents, as deemed appropriate by the President;
- 2. To develop, approve, implement, and govern programs, terms, policies, procedures, and systems providing for the civil indemnification of the University's trustees, directors, officers, employees, students, agents, and contractors in connection with their scope of activities for, or in furtherance of the interests of, the University and its affiliates, as deemed appropriate by the President; and
- 3. The President shall report annually to the Board concerning the status and adequacy of such insurance programs and coverages, and on any uninsured indemnification provided by the University to any such trustees, directors, officers, employees, students, agents, or contractors.

J. Compliance Responsibilities of the President

- 1. To develop, approve, implement, and govern the programs, terms, policies, procedures, and systems to support the University's compliance with applicable federal, state, and local laws and regulations; and
- 2. Prepare and periodically update a policy addressing conflicts of interest for the Board and University employees.

K. Contracting for Commodities, Good and Services, and Travel and Purchasing Authorities of the President

1. To negotiate, enter into, implement, amend, terminate, and govern all programs, terms, policies, procedures, systems, and contracts for procuring commodities, goods and services for the University, including without limitation outside professional and attorneys services after consulting with the University's General Counsel, services of collection agencies in collecting delinquent accounts and charging off and settling accounts when uncollectable. The President shall annually report the status of accounts receivable charge-offs to the Board, which may be provided through the University's financial status or reports;
2. To develop, approve, implement, and govern the University's travel and purchasing programs, terms, policies, procedures, and systems;
3. To approve change orders in the name of the Board for amounts not exceeding ten percent (10%) of the guaranteed maximum price and further delegate change order approval authority to the Vice President for the Office of Administrative Services and Finance; Any request for a change order exceeding ten percent (10%) of the guaranteed maximum price will require consultation with the Board Chair and the President;
4. To develop, approve, and recommend to the Board for its final approval, a list of projects to be addressed through the spending of surplus revenue (i.e. carry-forward); and
5. If any additional contract or other matter of the University, a DSO, or other University affiliated entity, beyond ordinary standards and not covered by specific standards, would be considered material to the University and/or a DSO or University affiliated entity, including its resources or reputation, or would generate significant media attention, the President or designee is expected to confer with the Board Chair and to notify the Vice Chair of the Board. Also, if any matter is expected to generate significant media attention outside of the ordinary course, the President is expected to notify the full Board. The Board Chair and the President shall collaborate over time to support their mutual understanding of this expectation, recognizing that there are judgments involved for both of them.

L. Information Systems and Dissemination, and Recordkeeping Authorities of the President

1. To develop, approve, implement, and govern the programs, systems, terms, policies, procedures, and strategies related to data and technology, including information systems, communication systems, computer hardware and software, and networks, as well as obtaining, managing, maintaining, and disseminating information for, about, and of the University to support its undertakings and the University's Board-approved strategic goals;
2. To develop, approve, implement, and govern the recordkeeping systems, terms, policies, and procedures for the University;

3. The President shall report periodically, at least annually, to the Board on the status and adequacy of the University's information systems and on the strategies for disseminating information about the University in furtherance of its strategic goals; and
4. The President shall provide, every three years, a report from an independent third party regarding the University's information systems.

M. President's Authority for Research Centers for Child Development

To establish, and to develop, approve, implement, and govern the programs, terms, policies, procedures, and systems for the establishment of, educational research centers for child development for the purpose of providing child care services for members of the University community as well as providing research and internship opportunities.

N. Athletics Program Authority of the President

1. To develop, approve, implement, and govern all aspects of intra-collegiate athletics programs, policies, and procedures of the University;
2. To develop, approve and recommend to the Board for its final approval, the creation of new NCAA sanctioned, D-1 sports program; and
3. Periodic reports to the Board on the operations of the program including, but not limited to, finances, audit and compliance, and changes in key personnel.

O. Authorities of the President Concerning Affiliated Organizations¹⁰

1. To approve and recommend to the Board for its final approval, the creation and certification, as well as the decertification and dissolution, of DSOs (and any other affiliated organization of the University whose authorizing legislation, bylaws, or agreement with the University permits University approval) in order to serve the needs or in furtherance of the interests of the University;
 - a) Accept gifts, grants, bequests, and devises on behalf of the University;
 - b) In accordance with the terms specified by the donor, to designate the purpose for which, and the location at which, the income and/or principal of a gift shall be used and to make allocations in accordance therewith; and
 - c) To determine, consistent with any expressed intent of the donor, the purpose for which, and the location at which, a gift shall be used, to determine whether

¹⁰ Changes to this language was modified pursuant to a board action on January 10, 2017

income and/or principal shall be used, and to make allocations and reallocation in accordance therewith, to the extent not specified by the donor of a gift;

2. To develop, approve, implement, and govern the programs, terms, policies, procedures, and systems for the University's interactions with and oversight of such affiliates, consistently with the Board's approvals;
3. a) To serve, and/or to recommend to the Board for appointment, one or more appointees to serve, on the FGCU Financing Corporation governing board and executive committee or its affiliates; and

b) To serve, or to recommend to the Board of Directors for appointment, one or more appointees to serve, on the governing board and executive committee of the Foundation or its affiliates;
4. To review the budgets, audit reports, and mission of all such affiliates, to approve the budgets, review the audit reports and approve the mission of DSOs (and any other affiliates whose authorizing legislation, bylaws, or agreement with the University permits University approval of budgets and mission), and to review the performance of all affiliates;
5. Except as otherwise indicated in paragraph O.3 above, to ratify or approve the appointment of the members of the governing boards, of members of the board committees, and of the chief executive officers of DSOs (and any other affiliate whose authorizing legislation, bylaws, or agreement with the University permits University approval of such appointments) based on the recommendations of their governing boards, to ratify or approve the charters of such affiliates' audit committees, and to remove any such affiliate's board members, committee members, and/or chief executive officer for cause and its chief executive officer for unacceptable performance;
6. To require the chief executive officers of DSOs (and any other affiliate whose authorizing legislation, bylaws, or agreements with the University permits such University oversight or supervision) to report to the University's President or his or her delegee, as well as to the affiliates' governing boards;
7. To monitor DSOs' compliance with applicable laws, and to monitor and control such affiliates' use of the University's resources, name, and trademarks;
8. To accomplish any of the programs or undertakings of the University through agreements with its affiliates, provided that the President shall develop, approve, implement, and govern appropriate oversight and controls to support achievement of the University's objectives for programs or undertakings operated by its affiliates; and
9. The President shall report to the Board periodically, at least annually, concerning

the purpose, budget, financial performance, and material audit results of each affiliate, and shall make the audit report and budget available to the Board.

P. Authorities of the President Regarding Regulatory Development¹¹

1. To develop, approve, and recommend to the Board for its final approval all regulations of the University; and
2. To implement and govern such Board-approved regulations, and to develop, approve, implement, and govern the academic and administrative programs, terms, policies, procedures, and systems for the implementation, application, and administration of such regulations, consistently with the Board's approval.

Q. Reporting

Wherever reporting to the Board is required by the foregoing resolutions, reporting may be made to the Board, to a relevant Committee of the Board, to the Chair of the Board, or to the relevant Committee Chair, as determined appropriate for the matter by the Chair of the Board and the President.

R. Miscellaneous Powers and Duties

1. Govern traffic on the grounds of the University and in other areas in accordance with law and any mutual aid agreements entered into with other law enforcement agencies;
2. Establish the program for campus safety and emergency preparedness, including safety and security measures for University personnel, students, and campus visitors;
3. Close all portions of the University campus and cease normal operations and services in the event of an emergency, when, in the President's judgment, such action would protect the safety, health and welfare of the University students, faculty, and staff, and the University facilities and grounds. In exercising this authority, the President, or his or her designee, is authorized to determine and assign those employees who are required to provide essential services;
4. Exercise responsibility for the fire, safety, and sanitation of public educational and ancillary plants;
5. Comply with all applicable laws, rules, regulations, and requirements; and
6. Minimize University risk and manage the University's risk management program.

¹¹ Reauthorized the President or designee to act on behalf of the FGCU Board of Trustees with respect to the development of regulations, except that the Board of Trustees reserves the authority to approve, modify, or reject the proposed adoption, amendment, or repeal of a regulation. (Item 4 – 2/23/2016)

II. Retained Authorities of the Board

RESOLVED: That the Board hereby confirms that it has retained the following authorities, which the Board shall exercise as a full Board, through a Board appointed designee, or through any Board committees it may authorize and in accordance with applicable laws and Board and BOG resolutions, regulations, operating memoranda, and policies, as well as any expenditures in excess of those amounts authorized to the President in this Resolution; and the President shall exercise his or her authorities granted under resolutions of the Board consistently with the Board's retention of these authorities:

A. Strategic Oversight

1. The responsibility to establish (subject to BOG approval as applicable, and with the benefit of the President's advice as hereby deemed appropriate by the Board), and to oversee and govern the strategic goals of the University and to review the performance of the University against such goals, which the Board will exercise by requiring periodic reporting on strategic matters delegated to the President and/or by direct resolution or operating memoranda within six (6) months prior to submission to the BOG; and
2. Prepare a multi-year workplan for consideration and approval by the Board for submission to the BOG that outlines the University's top priorities, strategic directions, and specific actions and financial plans for achieving those priorities, as well as performance expectations and outcomes on institutional and system-wide goals. The workplan shall reflect the University's distinctive mission and focus on core institutional strengths within the context of State University System goals and regional and statewide needs, as well as national and global needs, as applicable to the University's mission.

B. Masters and Undergraduate Programs

After considering the recommendation of the President as hereby deemed appropriate by the Board, to approve the creation and termination of masters and undergraduate degree-granting programs of the University, subject to BOG final approval of limited access programs and undergraduate programs requiring more than 120 credits for graduation if and as required by law.

C. Doctoral and Professional Graduate Programs

After considering the recommendation of the President as hereby deemed appropriate by the Board and, if and as required by law, subject to BOG methodology and final approval:

1. To approve the creation and termination of doctoral and professional graduate degree-granting programs of the University; and
2. If and as required by law, to recommend and seek final Legislative approval for the creation of new colleges, schools, and functional equivalents offering a program leading to a degree that is a credential for a specific license issued under a state statute or the state constitution.

D. Graduation Criteria and Awarding Honorary Degrees

After considering the recommendation of the President as hereby deemed appropriate by the Board:

1. To establish the criteria that must be satisfied to earn an undergraduate or graduate degree from the University; and
2. To finally approve the awarding of honorary degrees (including posthumous and in memoriam) by the University.

E. Non-academic Admissions Criteria

After considering the recommendation of the President as hereby deemed appropriate by the Board, to determine and adopt a regulation establishing the non-academic criteria for admission to degree-granting programs of the University and, if BOG approval is required by law, which regulation shall not become effective until the BOG approves the regulation (expressly or by the passage of time without action, as provided in the BOG's regulation development procedure).

F. Tuition and Student Fees

After considering the recommendation of the President as hereby deemed appropriate by the Board to approve the creation of tuition and fees and a schedule of such tuition and fees to be charged by the University; To recommend to the BOG that it grant final approval of such tuition and student fees if and as required by law; to recommend a regulation for the waiver for tuition and fees pursuant to laws and regulations established by the BOG; and To approve the imposition of such approved tuition and student fees upon appropriation by the Legislature if and as required by law.

G. Hiring and Evaluating the President

1. Through the Chair of the Board, to establish a search committee to make recommendations to the Board of candidates for the University's presidency;
2. To hire an individual to serve as the University's President after, if and as required by law, recommending such individual as President to the BOG and receiving the BOG's ratification; and

3. To evaluate the President's performance annually against the strategic goals of the University, to approve compensation of the President, and, if and as required by law, to provide a copy of such evaluation to the BOG.

H. Vice President Organization and Collective Bargaining

1. Through the Chair of the Board, to ratify the organizational structure of the Vice Presidents of the University regarding their reporting relationship to the President as initially approved by the President; and
2. To resolve impasses in collective bargaining and, if and as required by law, to ratify collective bargaining agreements.

I. Operating and Capital Budgets and Plan, Campus Master Plan, and Investment Policy

After considering the recommendation of the President as the Board hereby deems appropriate:

1. To approve the University's operating budget and capital budget and plan;
2. To recommend to the BOG that it grant final approval of such operating budget and capital budget and plan if and as required by law;
3. To approve the University's campus master plan and development agreement;
4. To approve the University's investment policy; and
5. To approve the University's fiscal year's carry forward spending plan.

J. Naming Buildings

After considering the recommendation of the President as the Board hereby deems appropriate:

1. To approve the naming or renaming of any building, college, school, department, institute, center, park, bridge, recreational complex, or road of the University for any individual, corporation, or other entity; and
2. If and as required by law in connection with living individuals, to recommend such name to the BOG and/or Legislature for its final approval.

K. Real Estate Transactions, Other Than Non-Financing Leases, Easements, and Licenses, And Power Of Eminent Domain

After considering the recommendation of the President as the Board hereby deems

appropriate:

1. To approve all acquisitions, dispositions, and other transactions involving real property interests and, if and as required by law, to seek final approval of such transactions from the Trust Fund:
 - a) *Except that* donations of real property interests to the University, non-financing leases, easements, and licenses shall not require Board or Trust Fund approval;
 - b) *Except that* leases of any kind shall not require Trust Fund approval; and
 - c) *Except that* an applicable master lease between the University and the Trust Fund may require Trust Fund approval for transactions that otherwise do not require such approval; and
2. To seek final approval of the BOG of all lease purchases by the University if and as required by law; and
3. To acquire real property interests for the University through the exercise of the power of eminent domain.

L. Serving as Trustee of Trusts of Real and Personal Property

To serve as the trustee of any trust of real and/or personal property; and if and as required by law, to recommend and seek BOG approval of any contracts respecting trust property for terms of more than 10 years (including all contracts conveying full title, permanent easements, and other interests that last more than 10 years).

M. Construction of Facilities Needing State Operations and Maintenance Funding

After considering the recommendation of the President as the Board hereby deems appropriate, to approve the commencement of construction of any facility that requires and has not yet received state funding by the Legislature for facility operating and maintenance costs.

N. Depository Accounts

After considering the recommendation of the President as the Board hereby deems appropriate, and if and as required by law, to approve the University's depository accounts with depository institutions.

O. Debt

After considering the recommendation of the President as the Board hereby deems appropriate:

1. To approve and, if and as required by law, to recommend to the BOG for its final approval, the issuance or incurrence of debt by the University or its DSOs, except for equipment and software leases and debt secured solely by gifts and donations that satisfy any applicable term limitations, refunding to reduce debt service without extending debt terms, and fully collateralized lines of credit for temporary cash flow, which do not require Board or BOG approval; and
2. If and as required by law, to recommend the issuance of any revenue bonds and other specialized debt to the Legislature for its final approval.

P. Affiliated Organizations¹²

1. After considering the recommendation of the President as the Board hereby deems appropriate:
 - a) To approve the creation and certification, decertification, and dissolution of DSOs (and other affiliated organizations of the University whose authorizing legislation or agreement with the University permits University approval); and
 - b) To approve the construction of any such affiliate's off-campus facilities that will require state operating funding; and
2. To receive and review reports of the President on the budgets and audits of each affiliate.

Q. Regulation Development

After considering the recommendation of the President as the Board deems appropriate, to adopt the regulations of the University including, without limitation, those relating to participation in state-wide programs for articulation, access, and accountability, the non-academic criteria for admissions (which, if and as required by law, shall not become effective until receiving BOG approval), the code of student conduct, and those relating to human resources.

III. Delegation Authority

RESOLVED: That any individual while holding the office of President of the University is hereby authorized¹³, in the name and on behalf of the Board and the University, as he or she deems appropriate, advisable, and in the interests of the University:

- A. 1. To delegate electronically or in writing to any employee of the University who:

¹² Changes to this language was modified pursuant to a board action on January 10, 2017

¹³ The President's employment contracting authority shall not be re-delegated. (Item 10 – 2/23/2016)

- a) Is a Vice President or presidential direct report with responsibility in an area relating to the subject matter of the resolution; or
- b) Is deemed to have appropriate capabilities by the President, the authority (but not further delegation authority except as provided in the next resolution) granted to the President under that resolution; and

2. Provided that the delegation shall:

- a) Specify the date of the delegation, the name and title of the delegee, the particular resolution, and the authority or portion of authority thereunder being delegated, as permitted by this resolution on delegations as well as the particular resolution relating to the delegated authority; and
- b) A copy of such delegation shall be filed with the delegee, in the records of the Board and with the Vice President and General Counsel of the University;

and

B. To terminate electronically or in writing any such delegation of authority, provided that such termination shall specify the effective date of the termination and shall be filed with the delegee, in the records of the Board and with the Vice President and General Counsel;

and

C. The delegation and termination of delegation filing requirements shall also apply to any further delegation authorized under the next resolution.

RESOLVED: That any such delegee of the President under the immediately preceding resolution may further delegate electronically or in writing the authority delegated by the President , or a portion thereof, to any employee of the University whom the President's direct delegee deems appropriate, provided that such employee and the authority being delegated satisfy the criteria set forth in any relevant Board resolution or operating memorandum, in any relevant University regulation or in Attachment A, as applicable, and also satisfy the filing requirements in the immediately preceding resolution.

IV. **Authorization and Incumbency Certificates Issued by the President and Certain Other Officers**

RESOLVED: That any individuals while holding the offices of the President, and the Vice President and General Counsel of the University are, and each of them acting singly is, hereby authorized to certify as to the substance, date and continuing effectiveness of any Board authorization and any permitted related delegation (whether that authorization and/or delegation are given

before, simultaneously with, or after this resolution) under which the President or any other individual or position is authorized, as to the incumbent of the office of President or other position, as to the individual authorized, and that a true copy of the authorization and any permitted related delegation are attached to the certification; and such certification shall be conclusive for any person receiving and relying on it as to the authority of the President or other position and individual.

RESOLVED: That, in making such a certification, the President, and the Vice President and General Counsel are, and any one of them acting singly is, hereby authorized to certify as to his or her own authority under any Board authorization and any permitted related delegation.

V. Effective Date

RESOLVED: That the foregoing resolutions will become effective upon adoption by the Board. Any delegation of authority provided in other existing resolutions and operating memoranda shall continue to be effective unless and until the Board takes separate action to rescind such authority. Any delegations of authority that have been previously made to Vice Presidents or employees of the University, and any delegations of authority that are later made, under any delegation of authority conferred by other resolutions or operating memoranda of the Board, under University regulations, or under applicable law, shall remain in effect unless and until further action to rescind such other delegation of authority is taken by the Board or the President.

**FLORIDA GULF COAST UNIVERSITY
BOARD OF TRUSTEES**

**FLORIDA GULF COAST UNIVERSITY
BOARD OF TRUSTEES**

*s/Blake Gable
Blake Gable, Chair

*s/Michael V. Martin
Michael V. Martin, President

06/17/21
Date

06/17/21
Date

ATTACHMENT A

Delegation Authority by Vice Presidents, Deans or Their Direct Reports to Other Employees

Pursuant to Part III of the above-referenced resolution, the President is authorized singly to delegate authority to Vice Presidents and their direct reports in the areas of their responsibility and capability, subject to the additional controls in Part III of the resolution and to the limitations on delegation of authority for disbursements and transfers of assets under Part I.H.7.

I. Sub-Delegations – Generally Applicable Controls

In addition, (i) the President may singly delegate to Deans and their direct reports authority that is properly delegated to Vice Presidents and their direct reports under the same terms and conditions as apply in Part III of the resolution; and (ii) Vice Presidents, Deans, and their direct reports to whom authority is properly delegated under this Part I of Attachment A or Part III of the resolution (“direct delegee”) may further delegate limited authority to any individual who is an employee of the University (“sub-delegee”), subject to the following additional limitations:

- A. The direct delegee must determine that the sub-delegee has responsibility in the relevant area and appropriate capabilities and the direct delegee shall retain responsibility for appropriate oversight of the sub-delegee’s activities;
- B. The delegation to the sub-delegee must also satisfy:
 - 1. The filing requirements of Part III of the resolution;
 - 2. All requirements of any applicable laws, University regulations, and Board resolutions and operating memoranda; and
 - 3. Any limitations established in the delegation made to the direct delegee; and
- C. The President may directly delegate or give any approval that a direct delegee may delegate or give, under any part of this Attachment; and
- D. If relating to making purchases of goods and services or imposing on the University financial obligations to third parties, then, unless the authority of (or delegation of authority to) an employee is authorized by any other Board resolution or operating memorandum or by any applicable University regulation or law, any delegation to a sub-delegee must satisfy all of the criteria set forth in Part II of this Attachment A and, as applicable, all of the criteria set forth in Part III.

II. Sub-delegations for All Not Otherwise Authorized Purchases and Financial Obligations

If relating to making a purchase of goods or services from a third party or imposing on the University financial obligations to a third party, *unless otherwise authorized* in a relevant Board resolution or operating memorandum, University regulation or applicable law, a direct delegatee may authorize a sub-delegee to make purchases of goods and services on behalf of the University or otherwise to incur or contractually bind the University to financial obligations only subject to the following limitations:

- A. Such delegation to a sub-delegee shall be made to a named individual while s/he holds a particular position at the University and shall automatically lapse for the named individual upon the individual's ceasing to be employed by the University or ceasing to hold the relevant position at the University;
- B. In addition, such delegation to a sub-delegee may be effective for up to one year, and may be automatically renewed for successive periods as long as the individual holds the same position. Renewals must satisfy all requirements applicable to the initial delegation. The delegation may be revoked if such action is warranted;
- C. To the extent applicable, the sub-delegee of purchasing authority shall have acknowledged the University's and the state's conflict of interest regulations, policies, and laws and signed the University's and the state's outside activities and financial interests disclosure forms, or certified that s/he has no outside activities or financial interests required to be disclosed, prior to the delegation taking effect and prior to each renewal (and shall have the obligation to update the forms as appropriate and to comply with the underlying policies and laws);
- D. In addition, any sub-delegee who authorizes University expenditures internally (under University purchase orders or other obligation documents) shall be a different person than the person who signs any related contract or obligation document with third parties; and
- E. In addition, the sub-delegee's purchase from third parties or imposition on the University of financial obligations to third parties on any particular occasion must:
 1. Be subject to review and approval of an authorized employee of a University unit that is different than the sub-delegee's unit (such as, without limitation, Procurement Services' approval of purchase orders or Human Resources approval of hiring); or
 2. Be subject to the direct delegee's approval; or
 3. Satisfy the requirements and limitations in Part III below.

III. Sub-delegations to University Purchasing Agents

- A. If Part II.E.3. applies, a sub-deegee holding the title, authority, and responsibility of Director of Procurement Services in the University's procurement services unit (or a position of equivalent responsibility and authority as determined by the President or the HR Director) may be authorized by a direct delegee with management or other oversight responsibility for the University's purchasing function to make purchases and incur other financial obligations on behalf of the University, subject to the following limitation. Any single purchase or contract may not require an expenditure in excess of \$500,000.00.

- B. If Part II.E.3. applies, a sub-deegee holding the title, authority, and responsibility of Associate Director of Procurement Services, Assistant Director of Procurement Services, Purchasing Specialist, or Purchasing Coordinator in the University's procurement services purchasing unit (or a position of equivalent responsibility and authority as determined by the President or the HR Director) may be authorized by a direct delegee with management or other oversight responsibility for the University's purchasing function to make purchases and incur other financial obligations on behalf of the University, subject to the following limitation. Any single purchase or contract may not require an expenditure in excess of \$250,000.00.

This Attachment A shall become effective upon adoption by the Board.

Appendix A Reporting - Presidential Authorizations

I. Authorization of the President

D. Academic and Research Authorities of the President

9. Enrollment

- a) The President shall report to the Board concerning any decision of the President to change enrollment goals, programs, or strategies that will significantly affect the strategic goals of the University.
- b) The President shall report annually to the full Board concerning the status of enrollment as it relates to the University's strategic goals.

12. Financial Aid

- a) The President shall report to the Board concerning any decision of the President to create a new, or make any substantial change in any existing, financial aid goal or program that will significantly affect the University's strategic goals.
- b) The President shall report to the Board annually concerning the adequacy of financial aid to meet the University's strategic goals.

E. Research, Intellectual Property, and Technology Authorities of the President

3. The President shall report to the Board periodically, at least annually, concerning the status and adequacy of the University's research program and intellectual property programs, and their funding and associated costs and cost recovery, in relation to the University's strategic goals and funding needs.

F. Student Affairs Authorities of the President

3. The President shall report periodically, at least annually, to the Board concerning the status of student affairs at the University as they relate to the University's strategic goals.

G. Human Resources Authorities of the President

3. The President shall report to the Board concerning his or her decisions on those human resources matters that will significantly affect the strategic goals of the University, and the President shall report annually to the Board concerning the status of any human resources matters that significantly affect the strategic goals

of the University.

H. Financial and Asset Management and Debt Authorities of the President

1. Accountability to the Board

- a) The President shall report to the Board, on a quarterly basis, the status, performance, and adequacy of the operating and capital budgets, investments, debts, finances, assets, and facilities construction activities of the University and any DSO certified by the Board or affiliated organizations subject to the oversight of the Board.

8. Debt

- b) The President shall ensure the Board is presented with sufficient information for prudent decision-making for projects subject to the BOG Debt Management Guidelines and Public-Private Partnership Guidelines, as well as the University Debt Management Guidelines.

I. Insurance and Indemnification Authorities of the President

3. The President shall report annually to the Board concerning the status and adequacy of such insurance programs and coverages, and on any uninsured indemnification provided by the University to any such trustees, directors, officers, employees, students, agents, or contractors.

K. Contracting for Commodities, Good and Services, and Travel and Purchasing Authorities of the President

1. The President shall annually report the status of accounts receivable charge-offs to the Board, which may be provided through the University's financial status or reports.

L. Information Systems and Dissemination, and Recordkeeping Authorities of the President

3. The President shall report periodically, at least annually, to the Board on the status and adequacy of the University's information systems and on the strategies for disseminating information about the University in furtherance of its strategic goals.
4. The President shall provide, every three years, a report from a third party regarding the University's information systems.

N. Athletics Program Authority of the President

3. The President shall provide periodic reports to the Board on the operations of the athletics program including, but not limited to, finances, audit and compliance, and changes in key personnel.

O. Authorities of the President Concerning Affiliated Organizations

6. To require the chief executive officers of DSOs (and any other affiliate whose authorizing legislation, bylaws, or agreements with the University permits such University oversight or supervision) to report to the University's President or his or her delegee, as well as to the affiliates' governing boards.
9. The President shall report to the Board periodically, at least annually, concerning the purpose, budget, financial performance, and material audit results of each affiliate, and shall make the audit report and budget available to the Board.

II. Retained Authorities of the Board

A. Strategic Oversight

Periodic reporting on strategic matters delegated to the President and/or by direct resolution or operating memoranda within six (6) months prior to submission to the BOG.

P. Affiliated Organizations

3. To receive and review reports of the President on the budgets and audits of each affiliate.