

UWF Business Enterprises, Inc. Board of Directors Meeting
Building 92 Conference Room
August 24, 12:00-4:00 p.m.
Minutes

Present

Chair Judy Bense, Vice-chair K.C. Clark, via conference call, Chief Executive Officer Matt Altier, Secretary Jay Patel, Treasurer John Todorovich, Member Suzanne Lewis, Member C. Ray Jones, Associate General Counsel Pat Lott, and Staff Support Secretary Tiffany Nisewonger.

Guests: Mr. Carlton Proctor (Pensacola News Journal); UWF Guests: Mr. Lee Gore, Dr. Rick Harper, Dr. Susan Stephenson, Ms. Betsy Bowers, Ms. Ellen Till, Mr. David O'Brien, Dr. Jim Barnett, Ms. Angela Wallace, Ms. Cynthia Bookout, Mr. Markus McGraw, Ms. Dora English, Mr. Anthony Franklin, and Ms. Heidi Thorsen.

Welcome/Open Remarks/Introductions

Chair Judy Bense called the meeting to order at 1:00 p.m.

Chair Bense provided an update on Tropical Storm Isaac and the procedures in place for students. Chair Bense discussed the primary reason for BEI was because PECO money no longer exists. BEI will generate money for facilities.

Chair Bense stated that enrollment is up to 12,374 students, up 759 and 6.5% above last year. Freshmen have increased by 28.2%. The growth in students has led to a greater need for housing on campus. The growth is attributed to the personal touch we offer, smaller class sizes, safer environment, beautiful campus, and new faculty.

Mr. Jay Patel explained the added benefits of having Scenic Hills Country Club as part of our property.

Ms. Nisewonger called roll and confirmed that a quorum was present.

ACTION ITEMS

1. Minutes of April 20, 2012

Vice-chair K.C. Clark moved to approve the minutes. Secretary Patel seconded the motion. Chair Bense asked if there were any comments or concerns. There were none.

2. Minutes May 22, 2012

Vice-chair Clark moved to approve the minutes. Member Lewis seconded the motion. Chair Bense asked if there were any comments or discussion. There were none.

3. Ratification-Corporate Authorization Resolution (Servis 1st Bank) and Ratification-UWF BEI Signature Authorization for Checks and Transfers of Funds (Servis 1st Bank)

CEO Altier explained this ratification allowed BEI officers to sign checks. Vice-chair Clark asked Internal Auditor Betsy Bowers if she had reviewed the signature process. Ms Bowers

advised that having two signatures (CEO and Treasurer) were fine with Internal Auditing and reflected adequate internal controls. Associate General Counsel Lott stated the signature authorization process was standard procedure.

Motion to approve: Secretary Patel

Second: Member Jones

Motion passed unanimously.

4. Ratification-Corporate Authorization Resolution for Scenic Hills Country Club (Service 1st Bank) and Scenic Hills Country Club Signature Authorization for Checks and Transfers of Funds (Servis 1st Bank)

Member Jones questioned the ratification. CEO Altier stated this ratification separated SHCC from BEI for banking purposes.

Motion to approve: Vice-chair Clark

Second: Secretary Patel

Motion passed unanimously.

5. Ratification-UWF BEI Seal

Ms. Lott stated this UWF BEI Seal is the official corporate seal, which is separate from the logo. The seal is to be used only for official documents.

Motion to approve: Treasurer Todorovich

Second: Secretary Patel

Motion passed unanimously.

6. Adoption-UWF BEI Procurement Policy

Since BEI is up and running, this will be used to identify a business model for bidding and purchasing. CEO Altier proposed changing item D on page 4. CEO Altier would like to add the CEO and Chairman of the Board to consent and approve non-competitive negotiations over \$75,000. Vice-chair Clark suggested item #1 under policy be changed so that when the CEO waives the standards on purchasing, the waiver be reported to the Board at the next scheduled meeting. Vice-chair Clark suggested that members cannot structure transactions as to avoid the \$1,000 purchasing approval. Pat Lott suggested adding a statement that large purchases should not be broken up to avoid the bid requirement. Member Lewis suggested a policy requiring internal/external audits. Ms. Bowers informed the Board financial audits are required by state statutes. Vice-chair Clark stated that section 9.2 of the BEI bylaws states there will be an internal and external audit of the corporation. Vice-chair Clark offered to recommend adoption of the policy with the understanding changes would be made in accordance with the Board discussion.

Motion to approve: Vice-chair Clark adopt as amended

Second: Secretary Patel

Motion passed unanimously.

Report of the Chair

Dr. Bense had nothing further to add as she provided her report at the beginning of the meeting.

Report of the CEO

CEO Altier provided handouts to the Board about BEI Media Relations Protocol and asked them to read at their leisure.

CEO Altier discussed Scenic Hills Country Club and how they are still transferring small contract commitments from the former owner to BEI. Dave O'Brien and Dr. Jim Barnett are working on a marketing plan, pricing structure, and protocol for University events. CEO Altier discussed the ribbon cutting event on Sept. 28, Alumni Tournament, new rates effective Sept. 1, new signage, door mats, beautification projects, and revamping dining operations to attract new business. The new name is officially Scenic Hills Country Club at University West Florida. Consultants are compiling July financial data.

Dr. Barnett said this would be a great opportunity for alumni and faculty, after the ribbon cutting ceremony, to get memberships. Susan Stephenson recommended special recognition for the 239 founding partners of the country club during the ceremony. Staff was excited about academic programs into the operations, hospitality programs, and apprentice shadowing.

CEO Altier directed the Board to the aerial map of the campus. Consultants and engineers are looking at connecting the campus to the SHCC property. This project would take 12-18 months and would only be accessible for golf carts. Dr. Barnett briefly explained the permit process to make the 700 foot connection.

CEO Altier explained that the hotel proposal and Conference Center was moving forward with Viesta Group Manhattan Construction. Completion by 2014.

CEO Altier provided updates on the dental clinic. Dave O'Brien stated currently there is a brochure in the making for faculty/staff/students. The more individuals that sign up, the lower the cost for the group. There needs to be a minimum of 350 members for the program to survive, if 500 members sign up, the monthly fee would be \$75.00 per month.

CEO Altier briefly talked about finalizing an affiliation agreement with the developer of off-campus housing.

CEO Altier further discussed the Dining Services contract and restaurants on the east side of campus. Completion by August 2014.

There being no further business, the meeting adjourned at 2:05 p.m.

Respectfully Submitted,

Tiffany Nisewonger