



UWF Business Enterprises, Inc. Board of Directors Teleconference Meeting

Alumni Room, Bldg. 12/150

January 29, 2013, Minutes – Approved

Present

Chair Judy Bense, Vice-chair K. C. Clark via conference call, Secretary Jay Patel, Treasurer John Todorovich, Member Suzanne Lewis via conference call, Member C. Ray Jones via conference call, Dr. Jim Barnett, Interim CEO; Associate General Counsel Pat Lott, and Staff Support Secretary Marie Glass.

UWF Guests: Dr. Kim Brown, Dr. Kyle Marrero, Mr. Lee Gore, Dr. Susan Stephenson, Dr. Jim Hurd, Ms. Angela Wallace, Mr. Dave O'Brien, Ms. Ellen Till, Ms. Joy Ward, Project Director, Ms. Megan Prawdzik, Ms. Ruth Davison, Mr. Jeffrey Djerlek, Ms. Tiffany Nisewonger, and Mr. Jim Matson.

Guests: Mr. John Currise, President of Vieste, LLC; Mr. Louis Cooper, Pensacola News Journal; and two unidentified callers.

Welcome/Opening Remarks

Chair Bense called the meeting to order at 9:01 a.m. Ms. Glass called roll and confirmed that a quorum was present.

Report of the Chair

Chair Bense welcomed everyone to the meeting and recognized special guests. She also congratulated Member Lewis, who was recently appointed to UWF's Board of Trustees by the Florida Board of Governors.

Informational Items

- 1) University Park and Northwest Retirement Village – Chair Bense stated that the Request for Qualifications was released on December 21, 2012. Developers from all over the southeastern United States attended the Pre-bid meeting, held on January 16. She noted that submittals were due Friday, February 1 and that BEI Board members would be updated on the progress.
- 2) Parking and Transportation Services Transfer to BEI – Chair Bense alerted Board members that at the April 12, 2013, Board meeting, there would be an action item that would request the transfer of the Parking and Transportation Services to BEI. Interim CEO Barnett sent an email, on January 16, to the Board members outlining his plans. Member Lewis asked if the agenda packet they would receive prior to the meeting would include a brief outline regarding the process the University used to accept parking fees and how that related to BEI responsibilities. Interim CEO Barnett responded that the information would be included in the agenda packet, and that he would include a one-page explanation.

Ms. Lott interjected that the model being proposed was similar to the one used at Florida Gulf Coast University. She stated there would be a Master Operating Agreement between BEI and the University, with the University retaining responsibilities to set and collect fees and deal with students.

Action Items

- 1) Memo of Understanding – East Campus Hotel/Conference Center and Restaurants; Scenic Hills Country Club Cottages – Interim CEO Barnett stated that the MOU would be the first of two documents that would be recommended to the Board for consideration of approval. He clarified that the MOU covers only the basic terms and scope of work within the land lease to BEI's east portion of the campus. Should the MOU be approved, the next step would be the affiliation agreement, which would include the details of the program and provide all the specifics.

Secretary Patel talked about the model of a public/private partnership and the model of franchises. Dr. Stephenson shared that she had reviewed the Pro Forma and noted that Vieste had been open to sharing information. Mr. Currise commented that Vieste and UWF have a good working relationship, with many years of experience between the teams. Interim CEO Barnett talked about the MOU percentages for management fees for the hotel/conference center, housing, and restaurants. Secretary Patel briefly talked about the hotel design, which would include rooms that could be used as hotel rooms or student housing. He mentioned that should the University decide to franchise later, the University would have the ability to franchise under a premier flag of a Fortune 500 company.

Ms. Lott commented that the MOU would have to be brought back to the BEI Board and to the UBOT with the formal affiliation agreement.

A motion was made to approve the MOU.

Motion to approve: Secretary Patel.

Second: Vice-chair Clark.

Motion passed unanimously.

Ms. Lott also asked the Board to entertain a motion to authorize the Interim CEO to execute this MOU in substantially the form presented to this Board today with such minor changes and amendments as the Interim CEO would approve prior to execution.

Chair Bense called for a motion.

Motion to approve: Vice-chair Clark.

Second: Secretary Patel.

Motion passed unanimously.

Other Business – Interim CEO Barnett stated that he would send the Board members a one-page schedule of the projects, which could be used as a quick reference.

Member Jones inquired as to the status of the signage near the hotel/conference center by Highway 90. Interim CEO Barnett responded that this issue had been discussed and stated that it was their goal to have the sign installed by the opening of the hotel/conference center.

New Business – Chair Bense called for new business. None was brought forth.

Chair Bense adjourned the meeting at 9:31 a.m.

Respectfully submitted, Marie Glass, Staff Support Secretary