

**Full Board Meeting
December 11, 2025
DRAFT Minutes**

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Board Meeting**9:05 a.m.**

The public was provided with information on the UWF Board of Trustees website to attend this public meeting in person or virtually through Zoom Webinar.

I. Call to Order

The meeting of the UWF Board of Trustees was called to order at 9:05 a.m. by Chair Rebecca Matthews.

II. Roll Call

Chair Matthews asked Kristie Johnson to conduct roll call. Trustees Paul Bailey, Dick Baker, Trista Bennett, Rebecca Matthews, Heather Riddell, Ashley Ross, Alonzie Scott, and Zack Smith attended in person and Trustees Edward Fleming (delayed entry), Paul Hsu, Adam Kissel, Rachel Moya (delayed entry), and Chris Young attended virtually.

Others in attendance included:

Manny Diaz, Jr., Interim President; Jaromy Kuhl, Senior Vice President and Provost; Clifford Humphrey, Chief of Staff and Vice President of Strategic Initiatives; Tori Bennett, Interim Vice President of University Advancement; Dan Lucas, Vice President of Finance and Administration; Mary Anderson, Interim Vice President and Dean of Students for Academic Engagement and Student Affairs; Dave Scott, Associate Vice President for Athletics; Jamie Sprague, Senior Associate VP, Human Resources; Julie Sheppard, Interim General Counsel; Anamarie Mixson, Assistant Vice President for the Office of the President; Alex Smith, Director of External Affairs; Dallas Snider, Vice Provost; Mohamed Khabou, Dean of Hal Marcus College of Science and Engineering; Anna Lochas, Director of Events; and Kristie Johnson, Board of Trustees Liaison.

III. Greeting

Chair Matthews welcomed everyone to the meeting, recognized special guests Senator Doug Broxson and new Trustee Kishane Patel, and Lexie Miller (training service support animal). She announced delay of Dr. El Sheik Cybersecurity presentation. Chair Matthews thanked those that participated in the Presidential Search Forums the day prior as well as Cookies and Cocoa and Holidayfest organizers. remove arrow.

IV. Public Comment

Chair Matthews opened the floor for public comment. There was none.

V. Approval of Minutes

Chair Matthews reminded the trustees that they had been given the opportunity ahead of time to review the minutes of the September 18, 2025, Full Board of

Trustees Meeting and the November 13, 2025, Special Board of Trustees Meeting. Chair Matthews asked for a motion to approve the minutes as presented, if there were no changes or corrections.

Motion by: Trustee Baker

Seconded by: Trustee Scott

Motion passed unanimously (Trustees Fleming, Hsu, and Moya were not in attendance at the time of the vote.)

VI. Reports

A. Chairman's Report

Chair Matthews gave an update on Board of Trustee activities including Presidential Search and departing trustees and then offered praises for the executive cyber training that she attended.

B. President's Report

Chair Matthews called on Interim President Manny Diaz, Jr. to give the President's Report. Mr. Diaz presented an update on University Strategic Directions and recent University initiatives.

C. Provost's Report

Chair Matthews called on Provost Jaromy Kuhl to give the Provost's Report. Dr. Kuhl presented on changes in the Board of Governors metrics.

D. Faculty Report

Chair Matthews called on Trustee Heather Riddell to give the Faculty Report. Trustee Riddell presented the recent activities and accomplishments of UWF Faculty members.

E. Student Report

Chair Matthews called on Trustee Trista Bennett to give the Student Report. Trustee Bennett presented on the events and activities that took place since the last board meeting in September.

F. Program Report

Chair Matthews announced that the Program Report from CyberSecurity would be postponed until a later meeting.

G. Committee Reports

1. Academic Affairs Committee

- a. Chair Matthews called on Trustee Adam Kissel to give the Academic Affairs Committee Report. Trustee Kissel explained that the Academic Affairs Committee met on

Thursday, November 13, 2025. The committee had two action items and two information items on their agenda.

- i. The action items were as follows:
 - i. ACA-1: Approval to remove the exception to 120 credit hours for the Bachelor of Science in Computer Engineering, the Bachelor of Science in Electrical Engineering, and the Bachelor of Science in Mechanical Engineering.
 - ii. ACA-2: Approval to terminate the BS in Interdisciplinary Sciences.
- ii. The information items were as follows:
 - i. INFO-1: Programs in Development including the Art Education specialization under the BA in Art and the History Education specialization under the BA in History.
 - ii. INFO-2: Update on Program Reviews.

- b. Trustee Kissel explained that the Academic Affairs Committee recommended approval of both action items by the full Board of Trustees in the December 11, 2025.

2. Audit and Compliance Committee

- a. Chair Matthews called on Trustee Chris Young to give the Audit and Compliance Committee Report. Trustee Young explained that the Audit and Compliance Committee met on Thursday, November 13, 2025. The committee had six action items and one information item on their agenda.
 - i. The action items were as follows:
 - i. AUD-1: Internal Audit Report: Athletics Budget Review and Athlete Degree Programs
 - ii. AUD-2: Internal Audit Report: Purchasing Card Audit for Q4 2024-25
 - iii. AUD-3: Auditor General Report: Operational Audit
 - iv. AUD-4: UWF Business Enterprises, Inc. Audited Financial Statements
 - v. AUD-5: West Florida Historic Preservation, Inc. Audited Financial Statements
 - vi. AUD-6: UWF Foundation, Inc. Audited Financial Statements ending June 30, 2025
 - ii. The information item was an Internal Auditing and Management Consulting Update presented by David Bryant.
- b. Trustee Young explained that the Audit and Compliance Committee recommended approval of all action items by the full Board of Trustees in the December 11, 2025, meeting.

3. Finance, Facilities, and Operations Committee
 - a. Chair Matthews called on Trustee Rachel Moya to give the Finance, Facilities, and Operations Committee Report. Trustee Moya explained that the Finance, Facilities, and Operations Committee met on Thursday, November 13, 2025. The committee had three information items on their agenda.
 - i. Jeffrey Djerlek, Senior Associate Vice President of the Division of Finance and University Controller presented an update on FY 2025-2026 Current Modified Operating Budget
 - ii. Jeffrey Djerlek also presented an update on Preliminary FY2025 UWF Financial Reports
 - iii. Mrs. Cass Boatwright, Chief Operating Officer, informed the committee as required on all Contracts/Commitments/Obligations/Contingent Risk: >\$5M and contracts>5 years

H. Direct Support Organization Reports

1. UWF Business Enterprises, Inc.
 - a. Chair Matthews called on Trustee Dick Baker to give the Business Enterprises, Inc. Report. Trustee Baker recounted that the BEI board had not met since the report given at the September 18, 2025 Board of Trustees meeting but provided that Argo Village remains at full occupancy and the contracts for dining services and the bookstore are performing well and producing returns for BEI and the university.
2. UWF Foundation, Inc.
 - a. Chair Matthews called on Trustee Rachel Moya to give the Foundation report. Trustee Moya provided updates from University Advancement and from the UWF Alumni Association. Trustee Moya reviewed the financial standing and recent gifts made to the University. Trustee Moya also reported on the Foundation Board and committee activities.
3. UWF Historic Trust, Inc.
 - a. Chair Matthews gave the UWF Historic Trust report. Chair Matthews provided a summary of the most recent UWF Historic Trust board meeting and provided information on the organization's events and activities.

*Chair Matthews called for a brief recess at 10:06 a.m.
The board meeting resumed with all original attendees present at 10:17 a.m.*

VII. Unfinished Business

A. Consent Agenda

1. Chair Matthews noted there were ten items on the consent agenda.
 - a. ACA-1: Request to Remove Exception to 120 Credit Hours
 - b. ACA-2: Degree Program Termination BS Interdisciplinary Sciences
 - c. AUD-1: Internal Audit Report: Athletics Budget Review and Athlete Degree Progress
 - d. AUD-2: Internal Audit Report: Purchasing Card Audit (Q4 2024-25)
 - e. AUD-3: Auditor General Audit Report: Operational Audit (Report No. 2026-18)
 - f. AUD-4: UWF Business Enterprises, Inc. – Audited Financial Statements 2025
 - g. AUD-5: West Florida Historic Preservation, Inc. – Audited Financial Statements June 30, 2025
 - h. AUD-6: UWF Foundation, Inc. Audited Financial Statements June 30, 2025
 - i. STU-1: Revisions to the UWF Reg. 3.010, Student Code of Conduct
 - j. STU-2: Endorsement of SUS Statement of Free Expression

2. Chair Matthews informed the Trustees that they may pull any individual item from the consent agenda for further review, if needed. Chair Matthews explained that each item was fully discussed during the committee meetings and all of the recommendations of the committees reflect the proposed action provided within the agenda. Chair Matthews asked if there were any requests to pull any consent agenda items for further discussion. There were no requests.

3. Chair Matthews asked for a motion for the Board to approve and adopt the recommendations of the Academic Affairs; Audit and Compliance; and Finance, Facilities, and Operations Committees made during their meetings with respect to the matters set forth on the consent agenda.
 - a. Motion by: Trustee Fleming
 - b. Seconded by: Trustee Smith
 - c. Motion passed unanimously.

VIII. New Business

A. Action Items

1. BOT-1: BOT-1: Resolutions for Trustees Hsu, Scott, and Baker in Recognition of Distinguished Service
 - a. Chair Matthews presented the item to honor departing Trustees Hsu, Scott, and Baker with resolutions.
 - b. Trustee Riddell made a motion to adopt Resolutions 2025.8, 9, and 10 in Recognition of Distinguished Service to the University of West Florida by Trustee Dick Baker, Trustee Paul Hsu, and Trustee Alonzie Scott.
 - i. Seconded by: Trustee Bailey
 - ii. Motion passed unanimously.
 - c. Trustees Baker, Scott, and Hsu each offered a few words about their tenure and encouragement to their fellow trustees.

2. BOT-2: Resolution 2025.11 in Recognition of Distinguished Service by Betsy Bowers
 - a. Chair Matthews presented the item to honor former VP of Finance and Administration, Betsy Bowers, with a resolution on her retirement.
 - b. Trustee Baker moved to adopt Resolution 2025.11 in Recognition of Distinguished Service to the University of West Florida by Mrs. Betsy Bowers.
 - i. Seconded by: Trustee Scott
 - ii. Motion passed unanimously.

3. BOT-3: Recission of University Policy BOT-07
 - a. General Counsel Julie Sheppard presented the recission of University Policy BOT-07, Code of Conduct Relating to Student Loan Practices, which will move to an area of the website where students can more readily find it.
 - b. Trustee Bennett made a motion to approve the recission of University Policy BOT-07, Code of Conduct Relating to Student Loan Practices.
 - i. Seconded by: Trustee Baker
 - ii. Motion passed unanimously.

4. BOT-4: BOT-4: Amendment of University Policy BOT-5
 - a. General Counsel Sheppard recommended an amendment to University Policy BOT-5, Continuity of Leadership Plan, and outlined the line of succession at the university.
 - b. Trustee Riddell moved to approve the amendment of University Policy BOT-5, Continuity of Leadership Plan.
 - i. Seconded by Trustee Ross
 - ii. Motion passed unanimously.

5. BOT-5: Institutional Neutrality Statement

- a. Provost Jaromy Kuhl presented the request to make the Institutional Neutrality Statement as approved in the September 18, 2025 Board Meeting a board policy. He read one comment that had been registered. Discussion ensued.
 - b. Trustee Smith moved to adopt the Institutional Neutrality Statement as Board Policy.
 - i. Seconded by Trustee Bailey
 - ii. Trustee Baker moved to amend the motion to accept the Faculty Senate recommendation to replace the second sentence in the statement “Universities play a unique social and cultural role by cultivating, hosting, and teaching both established wisdom and leading thought,” with “Universities play a unique social and cultural role by cultivating, hosting, teaching, and fostering rigorous academic inquiry across diverse scholarly perspectives and methodological approaches.”
 - iii. Amendment seconded by Trustee Scott.
 - iv. Roll call vote on amendment failed 8-5. Dissenting votes cast by Trustees Bailey, Fleming, Kissel, Matthews, Moya, Ross, Smith, and Young.
 - v. Roll call vote on original motion passed 9-4. Dissenting votes cast by Trustees Baker, Hsu, Riddell, and Scott.
- 6. BOT-6: New Performance Based Funding Metric 10
 - a. Provost Kuhl also presented the request to accept internships as the new Performance-Based Metric 10 for BOG and requested that the Trustees allow the Provost’s office to establish benchmarks in conjunction with the SUS Board of Governors.
 - b. Trustee Scott moved to approve the percentage of baccalaureate completers with an internship each year as the new Performance-Based Funding Metric 10, and assign responsibility for establishing the benchmarks for this new metric to the Provost’s Office
 - i. Seconded by Trustee Smith
 - ii. Motion passed unanimously
- 7. BOT-7: Authorization for the Creation of the Academy of American Civic Republicanism Center
 - a. Dr. Clifford Humphrey, Vice President of Strategic Initiatives and Chief of Staff, presented the request to approve the creation of the Academy of American Civic Republicanism Center.

- b. Trustee Bennet moved to approve the new program – Academy of American Civic Republicanism Center.
 - i. Seconded by Trustee Smith
 - ii. Discussion ensued
 - iii. Motion carried with vote 11-1 with Trustee Riddell casting dissenting vote. Trustee Fleming was absent from this vote.

8. BOT-8: Election of Chair and Vice-Chair

- a. Chair Matthews yielded the chair to Julie Sheppard, General Counsel, to preside of the Election of Chair and Vice-Chair of the Board. Julie Sheppard introduced the election, offered the terms for Chair and Vice-chair would be for two years beginning January 2026 and specified that Chair Matthews and Vice-Chair Young were both eligible to serve another term. She took nominations from the floor.
- b. Trustee Baker nominated and moved that Trustee Rebecca Matthews to serve as Chair and Trustee Chris Young to serve as Vice-Chair of the Board of Trustees for the upcoming term.
 - i. Trustee Bailey seconded the motion.
 - ii. The motion carried unanimously using a roll call vote. Trustee Fleming was absent from voting.

IX. Good of the Order

Chair Matthews identified that all agenda items had been discussed. Chair Matthews asked if the board members had any additional business to discuss. President Diaz invited all Trustees to attend commencement on Saturday, December 13, 2025 at the Pensacola Bay Center. He also highlighted Capitol Day for UWF on February 19, 2025 in Tallahassee, Florida, asking trustees to participate. Chair Matthews announced the public grand opening of the Pensacola Children's Museum on Saturday, December 20 with special invitation to Trustees on Thursday, December 18. She also reminded everyone that the university would be closed December 20, 2025 through January 4, 2026 for winter break. She reminded trustees of Special Full Board meeting on Thursday, January 8, 2026 and the Board of Governors visit in March 2026.

X. Adjournment

11:35 a.m.

With no other business to discuss, Chair Matthews adjourned the meeting at 11:35 a.m.