

Board of Directors Executive Committee Meeting

UWF Historic Trust - J. Earle Bowden Bldg. Classroom 1 Wednesday, November 13, 2024 3:30 p.m. to 5:00 p.m.

Agenda

Call to Order / Agenda

Roll Call / Quorum / Approval of Minutes*

Chair, Bruce Vredenburg

Chair, Bruce Vredenburg

Secretary, Amber Griffith

Information Reports

University Update

Advancement Report

• Alumni Report

CFO Report

Dr. Martha Saunders VP, Howard Reddy

Alumni Assoc., Whitney Fike

Fdn. CFO, Daniel Lucas

Chair, Bruce Vredenburg

Vice Chair, Megan Fry

Committee Reports

Executive Committee

Investment Committee

- Performance Report
- Endowment Status
- Student Fellow Updates
- Committee Actions, if any*

Audit/Budget Committee

- Housing: Budget and Financial Reports
- o Foundation: Budget and Financial Reports
- o Internal Controls Review/Fraud and Responsibilities
- Committee Actions, if any*

Nominating Committee

Board Member Status and Nominations

Committee Actions, if any*

Treasurer, Hong Potomski

Other Business

Chair, Bruce Vredenburg

- Gift of Remainder Interest*
- **UWF Upcoming Events/Calendar**

Chair, Bruce Vredenburg

IPC, James Hosman

Adjourn

* Denotes possible action items.

RSVP to Sarah Schmuck at sschmuck@uwf.edu. Contact Sarah if you need conference call-in information.

BOARD OF DIRECTORS - EXECUTIVE COMMITTEE MEETING

UWF Historic Trust – J. Earle Bowden Building, Classroom #1
Wednesday, August 28, 2024, at 3:30 p.m.

DRAFT MINUTES

Present Committee Members: Megan Fry, Amber Griffith, James Hosman, President Saunders, Dick Baker, and Whitney Fike

Absent Committee Members: Hong Potomski and Bruce Vredenburg

Staff: Howard Reddy, Dan Lucas, Jan Butts, Peggy Do-Malden, Sarah Schmuck, and Geri Battist

Public access to this meeting was available by contacting Sarah Schmuck (sschmuck@uwf.edu) (850) 474-3306 to request the conference call-in number and passcode, or to attend in person on site.

Call to Order: Board Vice Chair Megan Fry, standing in for Board Chair Bruce Vredenburg, called the meeting to order at 3:30 p.m.

Minutes: *Acting* Chair Fry verified that the board members had received and reviewed the May 14, 2024, minutes.

• ACTION ITEM: Mr. James Hosman made the motion to approve the minutes as written and Mr. Dick Baker seconded. *Acting* Chair Fry acknowledged the motion and verified there were no changes or corrections to the minutes. Hearing no questions, Ms. Fry called for a vote, and the motion unanimously passed.

University Report: President Saunders provided an update on university highlights. Fall 2024 enrollment is up 3% over last year with graduate programs up 9% from last year. In addition, the provost is in the process of hiring new faculty. This year boasts the highest class of freshman with just under 1,600 students. She also reported that facilities is leading the way in new projects across campus with Phase I of the new university gateway complete. The President reported that the Sandy Sansing Sports Medicine Center will be opened November 7th and plans for a new residence hall have been combined with plans for a stadium. The University is moving forward with a Civil Engineering Program as there has been a high demand from the community and facilities are ready. It was also reported that the Emerald Coast campus will be turned into a STEM. Afterwards, President Saunders responded to questions and concluded her report.

Advancement Report: Vice President Howard Reddy provided University Advancement highlights. He reported that we closed out FY24 with a record \$29,599,801 in donations and planned gifts. He then provided an overview of recent gifts. Mr. Reddy shared that each board member would be assigned a gift officer who they will meet with to discuss donor opportunities and university needs. Mr. Reddy shared this year's fundraising goals with the group and after taking questions, concluded his report.

CFO Report: Mr. Dan Lucas briefed board members on the Foundation Student Fellows program and stated that the current FSFs will have one more year with the board until a new slate will be chosen next fall. Mr. Lucas gave a briefing on the audit report and confirmed that it was a clean audit with no findings. Investments continue to do well and housing, as it has a long waitlist, is in the process of conducting a study to verify demand. After taking questions, Mr. Lucas concluded his report.

Afterwards Acting Chair Fry directed the committee's attention to the slate of officer changes.

ACTION ITEM: Mr. James Hosman made a motion to approve the slate of officers as presented and Mr. Dick Baker seconded. Ms. Fry acknowledged the motion and asked if there were any questions or concerns. Hearing none, *Acting* Chair Fry called for a vote, and the motion unanimously passed.

Investment Committee Report: Chair Megan Fry reported that the committee charge was reviewed and noted the Foundation Student Fellows program. She noted that CAPTRUST gave the committee an overview of the market to lay the groundwork for understanding the portfolio. Mr. Mike Valone, CAPTRUST, presented the market summary and quarterly performance report ending June 30, 2024. The portfolio did well in the last quarter with total market value assets going from \$129,748,434 at the start of the quarter to \$131,914,173 (YTD) by the end of the quarter. Chair Fry stated that the Investment Committee is looking at real estate and entertaining presentations from various managers in that space. There are no recommendations at this time.

The Investment Committee will seek the Executive Committee's approval to ratify the recommended trades per the rebalancer. Move \$1 million from US Large Cap Core from Vanguard 500 Index Admiral, and \$500,000 each from US Small Cap Equity Conestoga Small Cap Investors, and Fuller & Thaler Behavioral Small Cap; and, \$500,000 each from International Equity Dodge & Cox Int'l and WCM Focused Growth - \$3 million total. Then, of that \$3 million, invest \$1.5 million in Barrow Hanley Total Return and \$1.5 million in PIMCO Diversified Income.

ACTION ITEM: Mr. James Hosman made a motion to accept the recommendation from CAPTRUST to move \$3 million from equities into the two fixed income categories as stated above and was seconded by Mr. Dick Baker. *Acting* Chair Fry acknowledged the motion and hearing no questions called for a vote. The motion unanimously passed.

Afterwards, Dan Lucas gave a presentation on the endowment status review as well as an earnings and expenses comparison. He also reviewed other UWF Foundation assets. This concluded the Investment Committee report.

Audit/Budget Committee Report: *Acting* Committee Chair Megan Fry presided over the Audit Budget committee in Ms. Hong Potomski's absence. Mr. Dan Lucas reported on the budget and financial reports. The annual audit was presented, noting a clean opinion with no findings. Mr. Lucas then reviewed the scope of the audit.

ACTION ITEM: Mr. Dick Baker made the motion to reaffirm approval of the 2024 UWF Foundation Draft Audited Financial Statements as submitted subject to any material changes at issuance, and Mr. James Hosman seconded. *Acting* Chair Fry acknowledged the motion and hearing no questions, called for a vote. The motion unanimously passed.

The annual financial statements were reviewed by Mr. Lucas including the housing budget and financial. The Foundation budget was reviewed, and all variances are positive.

Alumni Association Board of Directors Update: ABOD President Whitney Fike updated the executive committee on the association's three new board members and reminded the group that UWF Alumni Game Night will be held on September 26th at Bogeys.

Other Business: *Acting* Committee Chair Megan Fry reviewed the UWF upcoming events and encouraged engagements as schedules allowed. Ms. Fry also reminded the group about the annual disclosure forms needed for compliance.

Mr. Howard Reddy informed the committee that one of the deans from the university would be joining the next board meeting for a brief informational session including a strategic plan and growth opportunities. More information will be sent to board members ahead of time.

Adjournment: There being no further business, the meeting adjourned at 4:21 p.m.

Minutes were prepared by Sarah Schmuck.

The University of West Florida Foundation, Inc. Earnings vs Expenses Obligated As of September 30, 2024

Investment Earnings	9/30/2024	To Date
Interest Income	\$ 148,904.10	\$ 148,904.10
Dividend Income	258,459.66	258,459.66
Realized Gain/Loss	2,647,346.05	2,647,346.05
Unrealized Gain/Loss	3,252,065.19	3,252,065.19
Other Charges & Fees	(1,059.42)	(1,059.42)
Investment Fees	(63,441.43)	(63,441.43)
Consultant Fees	 (32,978.54)	 (32,978.54)
Total	\$ 6,209,295.61	\$ 6,209,295.61

Expenses Obligated		ling Rate @ 4.00% FY 24/25	Spending Rate @ 4.00% FY 23/24	Spending Rate @ 4.00% FY 22/23		Spending Rate @ 4.00% FY 21/22	Spending Rate @ 4.00% FY 20/21	
Investment Earnings	\$	6,209,295.61	\$ 12,790,090.21		\$ 10,011,302.79	\$ (14,128,426.64)	\$ 27,976,251.13	
Dept. Allocated Spending		2,834,548.88	3,384,756.08		3,247,334.33	2,962,597.25	2,833,960.70	
Operating Budget		2,026,042.00	1,889,487.00		1,810,086.00	1,630,148.00	1,592,632.00	
Non-Endowed Budget		937,000.00	902,000.00		842,000.00	789,000.00	726,000.00	_
Total Committed Expenses		5,797,590.88	6,176,243.08	_	5,899,420.33	5,381,745.25	5,152,592.70	
Income Versus Expenses	\$	411,704.73	\$ 6,613,847.13		\$ 4,111,882.46	\$ (19,510,171.89)	\$ 22,823,658.43	

Other UWF Foundation Assets

Charitable Gift Annuity

Annuitant 4

Definition: A charitable gift annuity enables you to transfer cash or marketable securities to the charitable organization issuing the gift annuity in exchange for a current income tax deduction and the organization's promise to make fixed annual payments to you for life. Annuity payments can begin immediately or can be deferred to some future date.

Current Assets he	y the UWF Foundation as of	9/30/2024	
Cornerstone	\$	2,901,685.99	
Annuitant 2	\$	10,109.01	
Annuitant 3	\$	2,735,775.99	

155,800.98

Annuity Commitments as of

6/30/2024

	Commitment		Age
Annuitant 2	\$ 6,258.26	**	94 @ 06.30.24
Annuitant 3	\$ 1,562,935.19	**	84 @ 06.30.24
Annuitant 4	\$ 96,529.14	**	82-88 @ 06.30.24

^{**6.30.24} FASB Balances adjusted for Annuity Payments; alignment of calculation done by Cornerstone fiscal year end.

Insurance

		Insurance Commitments as of 6/30/2024 ***											
	F	Face Value		Cash Value	Int	terest Credit	Cost Per Year						
Insurant 1	\$	100,000	\$	60,343.06		\$2,810.73	\$	848.35					
Insurant 3	\$	175,000	\$	14,801.09	\$	-	\$	-					
Insurant 4	\$	50,000	\$	17,045.97	\$	2,111.32	\$	609.90					
Insurant 5	\$	1,000,000	\$	262,879.66	\$	8,282.82	\$	65,000.00					

^{***}Numbers represent 6.30.24 balances as information is only supplied at year end from insurance companies.



Housing and Residence Life

Fall 2024 & Spring 2025

UNIVERSITY of WEST FLORIDA Fall 2024 Recap

Fall 2024 Program Capacity: 1,580								
Current Occupancy	1,559 residents (98%)							
Occupancy Goal	1,560 (98%)							
Budgeted Occupancy	1,530 (96%)							

	<u>Occupancy</u>	Program Capacity
Fall 2023	1,512 (96%)	1,559
Fall 2022	1,461 (97%)	1,495
Fall 2021	1,445 (98%)	1,467

Summer 2025 Projects

Anticipated Summer Projects

<u>Location</u>	<u>Project</u>	Estimated Cost
Village West	1/2 HVAC unit replacement (2 of 4 buildings)	\$323,000
Martin Hall	Boiler Removal/Hot Water on Demand System	\$149,000
All Buildings	Painting, minors repairs, pressure washing, pest control	\$290,000
	Estimated Total:	\$762,000

Spring 2025

Looking ahead...

- Spring only contract
- Continuous review of the waitlist
- Review of graduating seniors (57) & IEP students (20)
- Extending spring contracts individually
- Anticipated occupancy: 98%-100%



Fall 2025-Spring 2026 Contracts

- Contract open February 3rd
- Returner contract to close March 21st
- FTIC & Transfer contract to close April 25th
- Automatic transition to standby list
- Continue standby list through the year

Bonus: looking to add additional spaces to Nursing LLC Fall 2025

University of West Florida Foundation Income Statement

Housing Budget to Actual for the UWF Foundation Board

		Quarter Ending			Year to Date						
		Actual	Budget	Variance Amt.	Variance %	Actual to Date	Budget to Date	Variance Amt.	Variance %	Budget	
		9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	6/30/2025	Notes
Revenues											
97-42113	INTEREST INCOME - HOUSING	\$22,395.94	\$18,900.00	\$3,495.94	18.50%	\$22,395.94	\$18,900.00	\$3,495.94	18.50%	\$70,200.00	
97-42114	INTEREST INCOME - SPIA	\$46,774.34	\$43,000.00	\$3,774.34	8.78%	\$46,774.34	\$43,000.00	\$3,774.34	8.78%	\$245,000.00	
97-42400	UNREALIZED GAIN/LOSS	\$6,186.88	\$0.00	\$6,186.88	0.00%	\$6,186.88	\$0.00	\$6,186.88	0.00%	\$0.00	
97-43012	RENTAL INCOME - HOUSING	\$4,880,462.17	\$4,993,100.00	(\$112,637.83)	(2.26%)	\$4,880,462.17	\$4,993,100.00	(\$112,637.83)	(2.26%)	\$11,180,525.00	
97-44000	CONCESSIONS REVENUE	\$12,045.53	\$5,921.67	\$6,123.86	103.41%	\$12,045.53	\$5,921.67	\$6,123.86	103.41%	\$82,000.00	
97-45000	OTHER INCOME - HOUSING	\$58,089.51	\$26,000.00	\$32,089.51	123.42%	\$58,089.51	\$26,000.00	\$32,089.51	123.42%	\$145,000.00	
Total Revenues		\$5,025,954.37	\$5,086,921.67	(\$60,967.30)	(1.20%)	\$5,025,954.37	\$5,086,921.67	(\$60,967.30)	(1.20%)	\$11,722,725.00	
			44,444,4	(000)	(2,2,0,0)		44,444,7	(400,500,000)	(===+++)	<u></u>	
Expenses											
97-51010	SALARIES - FACULTY & STAFF	\$295,202.04	\$285,000.00	(\$10,202.04)	(3.58%)	\$295,202.04	\$285,000.00	(\$10,202.04)	(3.58%)	\$1,409,789.00	
97-51137	OPS - STAFF	\$131,638.57	\$146,000.00	\$14,361.43	9.84%	\$131,638.57	\$146,000.00	\$14,361.43	9.84%	\$1,248,948.00	
97-52110	TRAVEL	\$1,106.27	\$5,000.00	\$3,893.73	77.87%	\$1,106.27	\$5,000.00	\$3,893.73	77.87%	\$17,490.00	
97-53150	CONCESSION EXP - HOUSING	\$17,130.84	\$24,570.00	\$7,439.16	30.28%	\$17,130.84	\$24,570.00	\$7,439.16	30.28%	\$77,070.00	
97-54100	PROFESSIONAL DEVELOPMENT	\$909.00	\$1,500.00	\$591.00	39.40%	\$909.00	\$1,500.00	\$591.00	39.40%	\$5,000.00	
97-54110	MEMBERSHIPS & DUES	\$1,813.95	\$1,450.00	(\$363.95)	(25.10%)	\$1,813.95	\$1,450.00	(\$363.95)	(25.10%)	\$2,100.00	
97-55100	RECRUITMENT - TRAVEL	\$0.00	\$2,500.00	\$2,500.00	100.00%	\$0.00	\$2,500.00	\$2,500.00	100.00%	\$5,000.00	
97-55110	RECRUITMENT - MEALS	\$0.00	\$1,200.00	\$1,200.00	100.00%	\$0.00	\$1,200.00	\$1,200.00	100.00%	\$2,000.00	
97-70100	OFFICE EXPENSES - COPYING	\$816.99	\$500.00	(\$316.99)	(63.40%)	\$816.99	\$500.00	(\$316.99)	(63.40%)	\$1,500.00	
97-70110	OFFICE EXPENSES - POSTAGE	\$59.46	\$350.00	\$290.54	83.01%	\$59.46	\$350.00	\$290.54	83.01%	\$1,000.00	
97-70120	OFFICE EXPENSES - PRINT/DUPL	\$1,192.48	\$2,000.00	\$807.52	40.38%	\$1,192.48	\$2,000.00	\$807.52	40.38%	\$9,000.00	
97-70130	OFFICE EXPENSES - MKTG COMM	\$331.20	\$7,000.00	\$6,668.80	95.27%	\$331.20	\$7,000.00	\$6,668.80	95.27%	\$10,000.00	
97-70140	OFFICE SUPPLIES	\$3,218.19	\$2,500.00	(\$718.19)	(28.73%)	\$3,218.19	\$2,500.00	(\$718.19)	(28.73%)	\$7,000.00	
97-70140	COMPUTER SUPPLIES	\$0.00	\$500.00	\$500.00	100.00%	\$0.00	\$500.00	\$500.00	100.00%	\$1,000.00	
97-70220	COMPUTER - SOFTWARE SUPPORT	\$0.00	\$5,500.00	\$5,500.00	100.00%	\$0.00	\$5,500.00	\$5,500.00	100.00%	\$33,200.00	
97-70240	COMPUTER - TRAINING	\$0.00	\$4,000.00	\$4,000.00	100.00%	\$0.00	\$4,000.00	\$4,000.00	100.00%	\$4,000.00	
97-70240		\$2,528.63	\$2,820.00	\$291.37	10.33%	\$2,528.63	\$2,820.00	\$291.37		\$11,300.00	
	TELEPHONE FOURDMENT CENERAL	\$2,328.63		\$492.00	44.73%	\$608.00		\$492.00	10.33% 44.73%	\$2,000.00	
97-71100	EQUIPMENT - GENERAL	\$0.00	\$1,100.00			\$0.00	\$1,100.00				
97-71200	EQUIPMENT - COMPUTER		\$9,000.00	\$9,000.00	100.00%		\$9,000.00	\$9,000.00	100.00%	\$10,000.00	
97-72100	CLEANING SERVICES	\$183,852.22	\$174,452.00	(\$9,400.22)	(5.39%)	\$183,852.22	\$174,452.00	(\$9,400.22)	(5.39%)	\$688,242.00	
97-72110	CLEANING SUPPLIES	\$10,974.23	\$16,350.00	\$5,375.77	32.88%	\$10,974.23	\$16,350.00	\$5,375.77	32.88%	\$50,000.00	
97-72200	HSG REPAIR & MAINT MISCELLANEOUS	\$13,516.36	\$26,500.00	\$12,983.64	48.99%	\$13,516.36	\$26,500.00	\$12,983.64	48.99%	\$75,000.00	
97-72210	HSG REPAIR & MAINT TOOLS	\$3,180.46	\$2,100.00	(\$1,080.46)	(51.45%)	\$3,180.46	\$2,100.00	(\$1,080.46)	(51.45%)	\$4,000.00	
97-72215	HSG REPAIR & MAINT LOCKS & KEYS	\$508.00	\$2,000.00	\$1,492.00	74.60%	\$508.00	\$2,000.00	\$1,492.00	74.60%	\$6,000.00	
97-72220	HSG REPAIR & MAINT LANDSCAPING	\$1,009.71	\$20,200.00	\$19,190.29	95.00%	\$1,009.71	\$20,200.00	\$19,190.29	95.00%	\$25,000.00	
97-72225	HSG REPAIR & MAINT PLUMBING	\$22,918.95	\$11,500.00	(\$11,418.95)	(99.30%)	\$22,918.95	\$11,500.00	(\$11,418.95)	(99.30%)	\$35,000.00	1
97-72230	HSG REPAIR & MAINT FIRE ALARM	\$9,696.91	\$34,900.00	\$25,203.09	72.22%	\$9,696.91	\$34,900.00	\$25,203.09	72.22%	\$75,000.00	
97-72235	HSG REPAIR & MAINT AIR HANDLERS	\$47,958.93	\$26,960.00	(\$20,998.93)	(77.89%)	\$47,958.93	\$26,960.00	(\$20,998.93)	(77.89%)	\$60,000.00	2
97-72240	HSG REPAIR & MAINT ELEVATORS	\$54,517.80	\$57,500.00	\$2,982.20	5.19%	\$54,517.80	\$57,500.00	\$2,982.20	5.19%	\$65,000.00	
97-72245	HSG REPAIR & MAINT ELECTRICAL	\$3,127.92	\$10,800.00	\$7,672.08	71.04%	\$3,127.92	\$10,800.00	\$7,672.08	71.04%	\$30,000.00	
97-72250	HSG REPAIR & MAINT PEST CONTROL	\$9,554.87	\$6,800.00	(\$2,754.87)	(40.51%)	\$9,554.87	\$6,800.00	(\$2,754.87)	(40.51%)	\$20,000.00	
97-72255	HSG REPAIR & MAINT UNIFORMS	\$0.00	\$3,000.00	\$3,000.00	100.00%	\$0.00	\$3,000.00	\$3,000.00	100.00%	\$3,000.00	
97-72310	HOUSING - VEHICLE GAS	\$1,520.65	\$2,000.00	\$479.35	23.97%	\$1,520.65	\$2,000.00	\$479.35	23.97%	\$8,500.00	
97-72320	HOUSING - VEHICLE REPAIR & MAINT.	\$2,924.62	\$4,500.00	\$1,575.38	35.01%	\$2,924.62	\$4,500.00	\$1,575.38	35.01%	\$15,000.00	
97-72400	OPER EXP - HOUSING SUPPLIES	\$22,452.96	\$33,481.48	\$11,028.52	32.94%	\$22,452.96	\$33,481.48	\$11,028.52	32.94%	\$99,000.00	
97-72900	RENEWAL & REPLACEMENT	\$202,737.47	\$80,000.00	(\$122,737.47)	(153.42%)	\$202,737.47	\$80,000.00	(\$122,737.47)	(153.42%)	\$325,000.00	3
97-72910	CONTINGENCY & IMPROVEMENT EXP	\$56,415.02	\$50,000.00	(\$6,415.02)	(12.83%)	\$56,415.02	\$50,000.00	(\$6,415.02)	(12.83%)	\$200,000.00	4
97-73100	DEPREC/AMORT EXPENSE - OFFICE	\$2,977.12	\$2,977.14	\$0.02	0.00%	\$2,977.12	\$2,977.14	\$0.02	0.00%	\$6,084.69	

		Quarter Ending		Four to Buto							
		Actual	Budget	Variance Amt.	Variance %	Actual to Date	Budget to Date	Variance Amt.	Variance %	Budget	
		9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	9/30/2024	6/30/2025	No
97-73205 DEPRECIATION	EXP - VILLAGE WEST	\$106,535.22	\$106,535.22	\$0.00	0.00%	\$106,535.22	\$106,535.22	\$0.00	0.00%	\$383,871.07	
97-73210 DEPRECIATION	EXP - VILLAGE EAST	\$179,254.14	\$179,254.14	\$0.00	0.00%	\$179,254.14	\$179,254.14	\$0.00	0.00%	\$715,418.76	
97-73215 DEPRECIATION	EXP - ARGO HALL	\$63,104.37	\$63,104.37	\$0.00	0.00%	\$63,104.37	\$63,104.37	\$0.00	0.00%	\$248,773.96	
97-73220 DEPRECIATION	EXP - MARTIN	\$79,960.14	\$79,960.08	(\$0.06)	(0.00%)	\$79,960.14	\$79,960.08	(\$0.06)	(0.00%)	\$309,940.35	
97-73225 DEPRECIATION	EXP - PACE HALL	\$63,659.28	\$63,659.31	\$0.03	0.00%	\$63,659.28	\$63,659.31	\$0.03	0.00%	\$231,853.66	
97-73230 DEPRECIATION	EXP - HERITAGE	\$123,605.14	\$123,605.10	(\$0.04)	(0.00%)	\$123,605.14	\$123,605.10	(\$0.04)	(0.00%)	\$494,420.43	
97-73235 DEPRECIATION	EXP - PRESIDENTS	\$167,442.83	\$167,442.84	\$0.01	0.00%	\$167,442.83	\$167,442.84	\$0.01	0.00%	\$669,771.34	
97-74200 INTEREST EXPE	NSE - HOUSING	(\$97,163.86)	(\$97,163.86)	\$0.00	0.00%	(\$97,163.86)	(\$97,163.86)	\$0.00	0.00%	\$997,278.00	
97-74300 HOUSING - MISC	C. OPERATING ADMIN FEES	\$556.39	\$1,730.00	\$1,173.61	67.84%	\$556.39	\$1,730.00	\$1,173.61	67.84%	\$8,000.00	
97-74310 HOUSING - OTH	ER MISC. OPER EXP	\$30,292.06	\$31,000.00	\$707.94	2.28%	\$30,292.06	\$31,000.00	\$707.94	2.28%	\$38,000.00	
97-74315 HOUSING - MEA	L PLANS	\$4,700.00	\$7,500.00	\$2,800.00	37.33%	\$4,700.00	\$7,500.00	\$2,800.00	37.33%	\$14,500.00	
97-75005 HOUSING UTILI	ΓΙΕS - ELECTRICAL	\$194,515.67	\$235,000.00	\$40,484.33	17.23%	\$194,515.67	\$235,000.00	\$40,484.33	17.23%	\$900,000.00	
97-75010 HOUSING UTILI	ΓIES - GAS	\$2,460.15	\$5,290.31	\$2,830.16	53.50%	\$2,460.15	\$5,290.31	\$2,830.16	53.50%	\$40,000.00	
97-75015 HOUSING UTILI	ΓIES - SEWER	\$35,881.92	\$29,608.01	(\$6,273.91)	(21.19%)	\$35,881.92	\$29,608.01	(\$6,273.91)	(21.19%)	\$150,000.00	
97-75020 HOUSING UTILI	ΓIES - WATER	\$1,046.71	\$1,400.00	\$353.29	25.24%	\$1,046.71	\$1,400.00	\$353.29	25.24%	\$5,000.00	
97-75025 HOUSING UTILI	ΓIES - GARBAGE	\$21,430.97	\$16,995.87	(\$4,435.10)	(26.10%)	\$21,430.97	\$16,995.87	(\$4,435.10)	(26.10%)	\$65,000.00	
97-75030 HOUSING UTILI	ΓIES - CABLE	\$109,035.48	\$109,035.48	\$0.00	0.00%	\$109,035.48	\$109,035.48	\$0.00	0.00%	\$441,355.00	
97-75100 HOUSING - INSU	RANCE	\$0.00	\$13,400.00	\$13,400.00	100.00%	\$0.00	\$13,400.00	\$13,400.00	100.00%	\$16,900.00	
97-75110 INSURANCE - BG	OND	(\$1,043.33)	\$0.00	\$1,043.33	0.00%	(\$1,043.33)	\$0.00	\$1,043.33	0.00%	\$82,000.00	
97-75115 INSURANCE - A	JTOMOBILE	\$0.00	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$22,000.00	
97-75120 INSURANCE - PF	COPERTY	\$81,449.45	\$88,000.00	\$6,550.55	7.44%	\$81,449.45	\$88,000.00	\$6,550.55	7.44%	\$88,000.00	
97-75200 BOND EXPENSE	S	\$0.00	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$13,000.00	
97-76020 LEGAL FEES		\$8,410.00	\$12,400.00	\$3,990.00	32.18%	\$8,410.00	\$12,400.00	\$3,990.00	32.18%	\$35,000.00	
97-76060 PROFESSIONAL	SERVICES	\$0.00	\$0.00	\$0.00	0.00%	\$0.00	\$0.00	\$0.00	0.00%	\$14,000.00	
97-76110 BANK SERVICE	CHARGES	\$273.99	\$1,205.08	\$931.09	77.26%	\$273.99	\$1,205.08	\$931.09	77.26%	\$5,000.00	
97-76115 ADMINISTRATI	VE FEE - SPIA	\$197.41	\$773.82	\$576.41	74.49%	\$197.41	\$773.82	\$576.41	74.49%	\$6,000.00	
97-76117 ADMINISTRATI	VE FEE - HSG	\$9.52	\$0.00	(\$9.52)	0.00%	\$9.52	\$0.00	(\$9.52)	0.00%	\$146,534.00	
Total Expenses		\$2,282,013.47	\$2,308,246.39	\$26,232.92	1.14%	\$2,282,013.47	\$2,308,246.39	\$26,232.92	1.14%	\$10,788,840.26	

Year to Date

Quarter Ending

I	V	0	te	9;	S	:

1	HSG REPAIR & MAINT PLUMBING	Replacement of multiple shower control valves
2	HSG REPAIR & MAINT AIR HANDLERS	Repairs to Dectron units
3	RENEWAL & REPLACEMENT	Retention pond refurbishment
4	CONTINGENCY & IMPROVEMENT EXP	Pressure washing higher than estimated
5	HOUSING UTILITIES - SEWER	Sewer cost increases that were not anticipated

Prepared by: _	
Reviewed by:	

		·	
Bond Covenant Calculation			
	6/30/2025		Notes
Housing Income per Housing Statement of			
Revenue and Expenses	11,661,757.70		
Refunds	-		
Housing Expense per Housing Statement of			
Revenue and Expenses	(10,690,279.13)	Total Revenue	11,661,757.70
Adjusted Net Income (Loss)	971,478.57		
		DEPRECIATION EXPTRUCK	6,084.67
Add:		DEPRECIATION EXPVILLAGE WEST	383,871.07
Interest Expense	1,039,449.70	DEPRECIATION EXPVILLAGE EAST	715,418.76
Amortization Expense	-	DEPRECIATION EXPMARTIN	309,940.41
Depreciation Expense	3,060,134.30	DEPRECIATION EXPARGO	248,773.96
Back out non-cash adjustment	(6,186.87)	DEPRECIATION EXP PACE	231,853.63
Back out proceeds from insurance		DEPRECIATION EXP HERITAGE	494,420.47
Contingency and Improvement	206,415.02	DEPRECIATION EXP PRESIDENTS	669,771.33
Renewals & Replacements	387,737.47		
Adjusted Net Revenue	5,659,028.19	OPERATING EXPENSES-PAYROLL	2,626,577.61
		INTEREST EXPENSE - HOUSING	1,039,449.70
Debt Service 2020-2021		AMORTIZATION EXPENSE - HOUSING	-
2005 Bond Principal	-	OPERATING EXPENSES- R&M	1,809,313.58
2005 Bond Interest		OPERATING EXPENSES-Admin & Gen	448,501.58
Rev of prior year accrual	(86,620.81)	OPERATING EXPENSES- Utilities	1,518,396.24
Interest Payable	76,105.61	OPERATING EXPENSES- Insurance	187,906.12
2009 Bond Principal	· -	OPERATING EXPENSES- Other	,
2009 Bond Interest	-	CONSTRUCTION EXP	-
2010/2015 Bond Interest	-		
2010/2015 Bond Principal	-	Total Expenditure	10,690,279.13
2011 Bond Interest	-	Net Income	971,478.57
2011 Bond Principal	-		
2015 Bond Interest	_		
2015 Bond Principal	-		
2016A Bond Interest	729,481.26		
2016A Bond Principal	1,525,000.00		
2016B Bond Interest	87,848.76		
2016B Bond Principal	765,500.00		
2016C Bond Interest	222,119.68		
2016C Bond Principal	931,652.00		
Less Capitalized Interest	· -		
Total Debt Service 2024-2025	4,251,086.50		
Net Revenue	5,659,028.19		
Total Debt Service	4,251,086.50		
Debt Coverage Ratio#	1.331		

University of West Florida Foundation A COMPONENT UNIT OF THE UNIVERSITY OF WEST FLORIDA

BUDGETED STATEMENT OF FUNCTIONAL EXPENSES

	Scholarship	Other Program Services	Student HSG System	Fundraising	General & Admin	Actual Expenses 9/30/2024	Budget 9/30/2024	Variance	% Unspent
Operating Budget							3/00/101:		
Advancement Services	\$0.00	\$0.00	\$0.00	\$0.00	\$144.41	\$144.41	\$6,825.00	\$6,680.59	97.88%
Alumni Relations	\$0.00	\$0.00	\$0.00	\$0.00	\$12,757.28	\$12,757.28	\$31,037.52	\$18,280.24	58.90%
Board of Directors	\$0.00	\$0.00	\$0.00	\$0.00	\$585.96	\$585.96	\$9,324.99	\$8,739.03	93.72%
Development	\$7,846.92	\$0.00	\$0.00	\$229,181.26	\$0.00	\$237,028.18	\$240,250.01	\$3,221.83	1.34%
Foundation	\$0.00	\$0.00	\$0.00	\$0.00	\$131,776.25	\$131,776.25	\$193,521.48	\$61,745.23	31.91%
Total Adv. Division Lines	\$7,846.92	\$0.00	\$0.00	\$229,181.26	\$145,263.90	\$382,292.08	\$480,959.00	\$98,666.92	20.51%
Executive	\$0.00	\$0.00	\$0.00	\$0.00	\$31,601.30	\$31,601.30	\$57,551.49	\$25,950.19	45.09%
Total	\$0.00	\$0.00	\$0.00	\$0.00	\$31,601.30	\$31,601.30	\$57,551.49	\$25,950.19	45.09%
Total of Operating Budget	\$7,846.92	\$0.00	\$0.00	\$229,181.26	\$176,865.20	\$413,893.38	\$538,510.49	\$124,617.11	19.85%
Non-Endowed Budget									
Non-Endowed Budget	\$0.00	\$298,838.19	\$0.00	\$3,000.00	\$45,563.10	\$347,401.29	\$351,749.97	\$4,348.68	1.24%
Total Non-Endowed Budget	\$0.00	\$298,838.19	\$0.00	\$3,000.00	\$45,563.10	\$347,401.29	\$351,749.97	\$4,348.68	1.24%
Other Areas									
Administrative Fee	\$0.00	\$142,723.93	\$0.00	\$0.00	\$0.00	\$142,723.93	\$200,000.00	\$57,276.07	28.64%
Housing	\$0.00	\$0.00	\$2,282,013.47	\$0.00	\$0.00	\$2,282,013.47	\$2,308,246.39	\$26,232.92	1.14%
Other University Accounts	\$1,106,643.73	\$2,591,942.70	\$0.00	\$0.00	\$13,583.35	\$3,712,169.78	\$3,712,169.78	\$0.00	0.00%
Total	\$1,106,643.73	\$2,734,666.63	\$2,282,013.47	\$0.00	\$13,583.35	\$6,136,907.18	\$6,220,416.17	\$83,508.99	1.34%
Total Other Areas	\$1,106,643.73	\$2,734,666.63	\$2,282,013.47	\$0.00	\$13,583.35	\$6,136,907.18	\$6,220,416.17	\$83,508.99	1.34%
Grand Total	\$1,114,490.65	\$3,033,504.82	\$2,282,013.47	\$232,181.26	\$236,011.65	\$6,898,201.85	\$7,110,676.63	\$212,474.78	2.99%

The University of West Florida Foundation, Inc. Prior Years Unspent Budget Report As of September 30, 2024

Unspent Division of Advancement Lines

Carried Forward Funds		
2024 Carry Forward	\$	75,564.22
Unspent Prior Year FY 23/24		121,677.92
Total Carried Forward Budget		197,242.14
Expensed During 24/25		
American Heart Assoc.		10,000.00
Total EV 24/25 Europeas to Data		10,000,00
Total FY 24/25 Expenses to Date		10,000.00
Net FY 24/25 Activity	-	187,242.14
Net Carry Forward FY 24/25	\$	187,242.14

Internal Control: A Tool for the Audit Committee

PURPOSE OF THIS TOOL: Internal control over financial reporting continues to be a major area of importance in the governance of an organization. This tool is intended to give audit committees basic information about internal control to understand what it is, what it is not, how it can be used most effectively in the organization, and the requirements of management with respect to the system of internal control over financial reporting. Note that the primary responsibility of the audit committee with respect to internal control is the system of internal control over financial reporting.

Basics of Internal Control

In 1992, the Committee of Sponsoring Organizations of the Treadway Commission (COSO)¹ published a document called *Internal Control—Integrated Framework*,² which defined `as "a process, effected by an entity's board of directors, management and other personnel, designed to provide reasonable assurance regarding the achievement of objectives" in the following three categories:

- 1. Effectiveness and efficiency of operations
- 2. Reliability of financial reporting
- 3. Compliance with applicable laws and regulations

Internal control can be judged as effective in each of these categories if the board of directors and management have reasonable assurance that

- 1. they understand the extent to which the organization's operations objectives are being achieved.
- 2. published financial statements are being prepared reliably.
- 3. applicable laws and regulations are being complied with.

The COSO framework consists of five interrelated components as follows:

- Control environment. Sometimes referred to as the "tone at the top" of the organization, meaning the
 integrity, ethical values, and competence of the organization's people; management's philosophy and
 operating style; the way management assigns authority and responsibility and organizes and develops
 its people; and the attention and direction provided by the board of directors. It is the foundation for all
 other components of internal control, providing discipline and structure.
- 2. *Risk assessment.* The identification and analysis of relevant risks to achieve the objectives that form the basis to determine how risks should be managed. This component should address the risks, both internal and external, that must be assessed. Before conducting a risk assessment, objectives must be set and linked at different levels.

¹ The Committee of Sponsoring Organizations of the Treadway Commission (COSO) consists of the AICPA, the Institute of Management Accountants, the Institute of Internal Auditors, Financial Executives International, and the American Accounting Association.

² The COSO publication *Internal Control—Integrated Framework* (product code no. 990012), may be purchased through the AICPA store at www.cpa2biz.com. The proceeds from the sale of the framework are used to support the continuing work of COSO.

The AICPA Audit Committee Toolkit: Not-for-Profit Organizations

- 3. Control activities. Policies and procedures that help ensure that management directives are carried out. Control activities occur throughout the organization at all levels in all functions. These include activities such as approvals, authorizations, verifications, reconciliations, reviews of operating performance, security of assets, and segregation of duties.
- 4. Information and communication. Addresses the need in the organization to identify, capture, and communicate information to the right people to enable them to carry out their responsibilities. Information systems within the organization are key to this element of internal control. Internal information, as well as external events, activities, and conditions must be communicated to enable management to make informed business decisions and for external reporting purposes.
- 5. Monitoring. The internal control system must be monitored by management and others in the organization. This is the framework element that is associated with the internal audit function in the organization, as well as other means of monitoring such as general management activities and supervisory activities. It is important that internal control deficiencies are reported upstream, and that serious deficiencies are reported to top management and the board of directors.

These five components are linked together, thus forming an integrated system that can react dynamically to changing conditions. The internal control system is intertwined with the organization's operating activities, and is most effective when controls are built into the organization's infrastructure, becoming part of the very essence of the organization.

Key Terms in Internal Control

A few common internal control terms are described as follows:

Significant deficiency. Defined by Statement on Auditing Standards (SAS) No. 115, Communicating Internal Control Related Matters Identified in an Audit (AICPA, Professional Standards, vol. 1. AU sec. 325), a significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Material weakness. Defined by SAS No. 115 as a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis.

Compensating controls. Some organizations, by virtue of their size, are not able to implement basic controls such as segregation of duties. In these cases, it is important that management institute compensating controls to cover for the lack of a basic control, or if a basic control is not able to function for some period of time.

What Internal Control Cannot Do

As important as an internal control structure is to an organization, an effective system is not a guarantee that the organization will be successful. An effective internal control structure will keep the right people informed about the organization's progress (or lack of progress) in achieving its objectives, but it cannot turn a poor manager into a good one. Internal control cannot ensure success, or even survival.

Internal control is not an absolute assurance to management and the board about the organization's achievement of its objectives. It can only provide reasonable assurance due to limitations inherent in all internal control systems. For example, breakdowns in the internal control structure can occur due to simple error or mistake, as well as faulty judgments that could be made at any level of management. In addition, controls can be circumvented by collusion or by management override. Finally, the design of the internal control system is a function of the resources available, meaning that a cost-benefit analysis must be in the design of the system.

Roles and Responsibilities

Everyone in the organization has some role to play in the organization's internal control system.

CEO/president/executive director. The CEO has ultimate responsibility and "ownership" of the internal control system. The individual in this role sets the tone at the top that affects the integrity and ethics and other factors that create the positive control environment needed for the internal control system to thrive. Aside from setting the tone at the top, much of the day-to-day operation of the control system is delegated to other senior managers in the organization, under the leadership of the CEO.

CFO/vice president of finance/director of finance. Much of the internal control structure flows through the accounting and finance area of the organization under the leadership of the CFO. In particular, controls over financial reporting fall within the domain of the CFO. The audit committee should use interactions with the CFO and others as a basis for their comfort level on the internal control over financial reporting.

This is not intended to suggest that the CFO must provide the audit committee with a level of assurance regarding the system of internal control over financial reporting. Rather, through interactions with the CFO and others, the audit committee should get a gut feeling about the completeness, accuracy, validity, and maintenance of the system of internal control over financial reporting.

Controller/director of accounting or finance. Much of the basics of the control system come under the domain of this position. It is key that the controller understands the need for the internal control system, is committed to the system, and communicates the importance of the system to all people in the accounting organization. Further, the controller must demonstrate respect for the system though his or her actions.

Internal audit. A main role for the internal audit team is to evaluate the effectiveness of the internal control system and contribute to its ongoing effectiveness. With the internal audit team reporting directly to the audit committee of the board of directors or the most senior levels of management, or both, it is often this function that plays a significant role in monitoring the internal control system. It is important to note that many not-for-profits are not large enough to employ an internal audit team. Each organization should assess the need for this team in light of available resources.

Board of directors/audit committee. A strong, active board is necessary. This is particularly important when the organization is controlled by an executive or management team with tight reins over the organization and the people within the organization. The board should recognize that its scope of oversight of the internal control system applies to all the three major areas of control: over operations, over compliance with laws and regulations, and over financial reporting. The audit committee is the board's first line of defense with respect to the system of internal control over financial reporting.

The AICPA Audit Committee Toolkit: Not-for-Profit Organizations

All other personnel. The internal control system is only as effective as the employees throughout the organization that must comply with it. Employees throughout the organization should understand their role in internal control and the importance of supporting the system through their own actions and encouraging respect for the system by their colleagues throughout the organization.

Compensating Controls

It is important to realize that both the design and compliance with the internal control system is important. The audit committee should be tuned-in to the tone at the top of the organization as a first indicator of the functioning of the internal control system.

In addition, audit committees should realize that the system of internal control should be scaled to the organization. Some organizations will be so small, for example, that they will not be able to have appropriate segregation of duties. The message here is that the lack of segregation of duties is not automatically a material weakness, or even a reportable condition, depending on the compensating controls that are in place.

For example, suppose an organization's accounting department is so small that it is not possible to segregate duties between the person who does the accounts payable and the person who reconciles the bank statements. In this case, that person is one and the same, so the implication is that there are no checks and balances on the accounts payable person, who could be writing checks to a personal account, then passing on them during the bank reconciliation process (that is, there is no one to raise the red flag that personal checks are being written on the organization account).

Compensating controls could make up for this apparent breach in the internal control system. The following are some examples of compensating controls in this situation:

- 1. All checks are hand signed by an officer of the organization, rather than using a signature plate that is in the control of the person that prepared the checks.
- 2. The bank reconciliation may be reviewed by the preparer's manager.
- 3. A periodic report of all checks that are cleared at the bank could be prepared by the bank and forwarded to an officer of the organization for review.

Audit committees should be aware of situations like this and be prepared to ask questions and evaluate the answers when an apparent breach in internal control is surfaced.

Management Override of Controls

Another area that an audit committee needs to focus on is the ability of management to override internal controls over financial reporting to perpetrate a fraud. Examples of techniques used by management in overriding internal controls over the financial reporting function include the following:

Back dating or forward dating documents to a different period
Making adjusting entries during the financial reporting closing process
Reclassifying items improperly between the statement of activity and the statement of financial condition

An audit committee has the responsibility to help prevent or deter a management override of controls. It is important for the audit committee to understand that a system exists to uncover an override, as well as follow-up to determine its appropriateness. Questions about management override, and the controls over management override, as well as audit steps to detect if a management override has occurred, should be addressed to the CEO, CFO, and external auditor during the respective executive (in-camera) sessions with the audit committee as noted elsewhere in this toolkit.

Conclusion

This tool was intended to provide a summary of what is meant by *internal control*. The concepts are not complex, but sometimes the application of internal control can be a challenge in an organization, depending on its size and culture. However, it is vitally important to design the system of internal control to achieve the objectives of (1) effectiveness and efficiency of operations, (2) reliability of financial reporting, and (3) compliance with applicable laws and regulations.

Simply stated, a strong system of internal control (both in its design and compliance) is good business.

Internal Control—A Tool for the Audit Committee

The following tool, "Internal Control—A Tool for the Audit Committee," contains questions modeled on those found in the COSO report, *Internal Control—Integrated Framework*.

Internal Control—A Tool for the Audit Committee

INSTRUCTIONS FOR USING THIS TOOL: This tool is created around the five interrelated components of an internal control structure. Within each component is a series of questions that the audit committee should focus on to assure itself that controls are in place and functioning. These questions should be discussed in an open forum with the individuals who have a basis for responding to the questions. The audit committee should ask for detailed answers and examples from the management team, including key members of the financial management team, internal auditors, and external auditors to assure itself that the system is operating as management represents. Evaluation of the internal control structure is not a one-time, but rather a continuous, activity for the audit committee—the audit committee should always have its eyes and ears open for potential weaknesses in internal control and should continuously probe the responsible parties regarding the operation of the system. These questions are written in a manner such that a "no response" indicates a weakness that must be addressed.

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Integrity and Ethical Values				
 Does the organization have a comprehensive code of conduct or other policies addressing acceptable business practice, conflicts of interest, and expected standards of ethical and moral behavior? 	X			
2. Is the code distributed to all employees?	Х			
Are all employees required to annually acknowledge that they have read, understood, and complied with the code?	X			
Does management demonstrate through actions its own commitment to the code of conduct?	Х			
Are dealings with clients and other constituents, customers, suppliers, employees, and other parties based on honesty and fair business practices?	Х			
Does management take appropriate action in response to violations of the code of conduct?	Х			

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Integrity and Ethical Values (cont.)				
7. Is management explicitly prohibited from overriding established controls? What controls are in place to provide reasonable assurance that controls are not overridden by management? Are deviations from this policy investigated and documented? Are violations (if any) and the results of investigations brought to the attention of the audit committee?	X			Management documents any minor exceptions to policies.
8. Is the organization proactive in reducing fraud opportunities by (1) identifying and measuring fraud risks, (2) taking steps to mitigate identified risks, (3) identifying a position within the organization to "own" the fraud prevention program, and (4) implementing and monitoring appropriate preventative and detective internal controls and other deterrent measures?	X			
9. Does the organization use an anonymous ethics and fraud hotline and, if so, are procedures in place to investigate and report results to the audit committee? (See also the tool "Sample Whistle-Blower Tracking Report," in this toolkit.)	Х			
Commitment to Competence				
Are the level of competence and the requisite knowledge and skills defined for each job in the accounting and internal audit departments?	X			
2. Does management make an effort to determine whether the accounting and internal audit departments have adequate knowledge and skills to do their jobs?	X			

(continued)

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Board of Directors and/or Audit Committee				
Are the audit committee's responsibilities defined in a charter? If so, is the charter updated annually and approved by the board of directors? (See also the tool "Audit Committee Charter Matrix," in this toolkit.)	Х			
2. Are audit committee members independent of the organization and of management? Do audit committee members have the knowledge, industry experience, and financial expertise to serve effectively in their role?	X			
Are a sufficient number of meetings held, and are the meetings of sufficient length and depth to cover the agenda and provide healthy discussion of issues?	Х			
4. Does the audit committee constructively challenge management's planned decisions, particularly in the area of financial reporting, and probe the evaluation of past results? Output Description:	X			Foundation and Housing budgets & financial reports are reviewed quarterly. The Annual Budget, Audited Financial Statements, and 990 are reviewed by the committee and presented & approved by the full Board each year.
5. Are regular meetings held between the audit committee and the CFO, the chief audit executive (internal audit), other key members of the financial management and reporting team, and the external auditors? Are executive sessions conducted on a regular basis? (See also the tool "Conducting an Audit Committee Executive Session: Guidelines and Questions," in this toolkit.)	Х			
Does the audit committee approve internal audit's annual audit plan?	Х			BOT approves internal audits plan
7. Does the audit committee receive key information from management in sufficient time in advance of meetings to prepare for discussions at the meetings?	X			Generally 7 – 10 days in advance.

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Board of Directors and/or Audit Committee (con	t.)			
8. Does a process exist for informing audit committee members about significant issues on a timely basis and in a manner conducive to the audit committee having a full understanding of the issues and their implications? (See also the tool "Significant Issues, Estimates, and Judgments: Management's Report to the Audit Committee" in this toolkit.)	Х			
9. Is the audit committee informed about personnel turnover in key functions including the audit team (both internal and the external auditors), senior executives, and key personnel in the financial accounting and reporting teams? Are unusual employee turnover situations observed for patterns or other indicators of problems?	X			
Management's Philosophy and Operating Style				
Is the accounting department viewed as a team of competent professionals bringing information, order, and controls to decision-making?	Х			
Is the selection of accounting practices made in the long-term best interest of the organization (as opposed to short-term benefits)?	Х			
Are assets, including intellectual assets, protected from unauthorized access and use?	Х			
Do managers respond appropriately to unfavorable signals and reports?	Х			
Are estimates and budgets reasonable and achievable?	Х			

(continued)

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Organizational Structure				
Is the organizational structure within the accounting function and the internal audit function appropriate for the size of the organization?	Х			
Are key managers in the accounting and internal audit functions given adequate definition of their responsibilities?	Х			
3. Do sufficient numbers of employees exist, particularly at the management levels in the accounting and internal audit functions, to allow those individuals to effectively carry out their responsibilities?	Х			
Assignment of Authority and Responsibility				
1. Is the authority delegated appropriate for the responsibilities assigned?	X			
Are job descriptions in place for management and supervisory personnel in the accounting and internal audit functions?	X			
Do senior managers get involved as needed to provide direction, address issues, correct problems, and implement improvements?	X			
Human Resources Policies and Practices				
Are policies and procedures in place for hiring, training, promoting, and compensating employees in the accounting and internal audit functions?	X			The Foundation follows UWF HR policies.
Do employees understand that sub-standard performance will result in remedial action?	Х			
Is remedial or corrective action taken in response to departures from approved policies?	Х			
Do employees understand the performance criteria necessary for promotions and salary increases?	Х			

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Risk Assessment				
Has the organization conducted a systematic assessment of the risk of failure in its internal control environment and identified the likely areas of weakness? (See the "Enterprise Risk Management—The COSO Framework: A Primer and Tool for the Audit Committee" in this toolkit.)	X			
Does the organization consider risks from external sources such as creditor demands, economic conditions, regulation, or labor relations?	Х			
3. Does the organization consider risks from internal sources such as cash management, investment management and documentation, information systems security, and backup systems?	Х			
Is the risk of a misstatement of the financial statements considered, and are steps taken to mitigate that risk?	Х			
5. If applicable, are the risks associated with foreign and offshore operations considered, including their impact on the financial reporting process?	Х			
Control Activities				
Does the organization have a process in place to ensure that controls as described in its policy and procedures manuals are applied as they are meant to be applied? Do the policy and procedures manuals document all important policies and procedures? Are these policies and procedures reviewed and updated on a regular basis? If so, by whom?	X			We have multiple policies and procedures. Processes are reviewed at least annually and the written procedures updated if necessary. Board policies are updated as required.
Do supervisory personnel review the functioning of controls? If so, how is that review conducted and how are the results used? Is appropriate and timely follow-up action taken on exceptions?	X			Review is incorporated into controls and effectiveness is monitored on a continual basis. Function of controls also reviewed annually by auditors.

(continued)

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Information and Communication				
Is a process in place to collect information from external sources, such as industry, economic, and regulatory information, that could have an impact on the organization or the financial reporting process, or both?	Х			Management regularly receive & review publications from AICPA, CASE, IRS, etc., participate in list serves, attend various conferences (CASE, SUS FL Fnd)
Are milestones to achieve financial reporting objectives monitored to ensure that timing deadlines are met?	X			Monitor FL BOG requests calendar, Foundation calendar, University deadlines, etc.
3. Is necessary operational and financial information communicated to the right people in the organization on a timely basis and in a format that facilitates its use, including new or changed policies and procedures?	X			
Is a process in place to respond to new information needs in the organization on a timely basis?	Х			
5. Is a process in place to collect and document errors or complaints to analyze, determine cause, and prevent a problem from recurring in the future?	Х			
6. Is a process established and communicated to officers, employees, and others, about how to communicate suspected instances of wrongdoing by the organization or employees of the organization? Further, does a process exist to ensure that anyone making such a report is protected from retaliation for making one? (See also the tool "Sample Whistle-Blower Tracking Report," in this toolkit.)	X			Employees are encouraged to bring problems to the attention of others. There is a link to the whistleblower site on the Foundation website.
Monitoring				
Do officers and employees understand their obligation to communicate observed weaknesses in design or compliance with the internal control structure of the organization to the appropriate supervisory or management personnel?	X			

Control Environment—Tone at the Top	Yes	No	Not Sure	Comments
Monitoring (cont.)				
2. Are interactions with external stakeholders periodically evaluated to determine if they are indicative of a weakness in the internal control structure? (For example, consider the frequency of complaints about incorrect invoices, statements, and acknowledgments.)	X			
Is there follow-up on recommendations from the internal and external auditors for improvements to the internal control system?	Х			
Are personnel required to sign off, indicating their performance of critical control activities such as performing reconciliations?	Х			
5. Does the internal audit team have the right number of competent and experienced staff? Do they have access to the board of directors and audit committee? Is the reporting structure in place to ensure their objectivity and independence? Is the work of the internal audit team appropriate to the organization's needs, and prioritized with the audit committee's direction?	Х			

Fraud and the Responsibilities of the Audit Committee: An Overview

PURPOSE OF THIS TOOL: An audit committee should take an active role in the prevention and deterrence of fraud, as well as an effective ethics and compliance program. The audit committee should constantly challenge management and the auditors to ensure that the organization has appropriate antifraud programs and controls in place to identify potential fraud and ensure that investigations are undertaken if fraud is detected. The audit committee should take an interest in ensuring that appropriate action is taken against known perpetrators of fraud.

This tool is intended to make audit committee members aware of their responsibilities as they undertake this important role. This tool highlights areas of activity that may require additional scrutiny by the audit committee.

Fraud can be very costly to all types of organizations, including not-for-profit organizations. According to the Association of Certified Fraud Examiners (ACFE), U.S. organizations lose an estimated 7 percent of annual revenues to fraud. Their research also indicates that there is anecdotal evidence that fraud at not-for-profit organizations may be even higher. This is due to the fact that not-for-profit organizations are not implementing the most effective fraud controls, such as whistle-blower hotlines and management review of financial statements, and are focusing their resources on the least effective fraud controls. The cost of fraud not only includes the financial cost, but also costs such as damage to the organization's reputation, potential loss of donors or other resource providers, loss of management and board expertise, and many other nonfinancial costs.

Definition and Categories of Fraud

An understanding of fraud is essential for the audit committee to carry out its responsibilities. The term *fraud* is defined in Black's Law Dictionary (Sixth Edition, 1990) as

An intentional perversion of truth for the purpose of inducing another in reliance upon it to part with some valuable thing belonging to him or to surrender a legal right. A false representation of a matter of fact, whether by words or by conduct, by false or misleading allegations, or by concealment of that which should have been disclosed, which deceives and is intended to deceive another so that he shall act upon it to his legal injury ... A generic term, embracing all multifarious means which human ingenuity can devise, and which are resorted to by one individual to get advantage over another by false suggestions or by suppression of truth, and includes all surprise, trick, cunning, dissembling, and any unfair way by which another is cheated.

¹ Association of Certified Fraud Examiners (ACFE), 2008 Report to the Nation on Occupational Fraud and Abuse, Austin, TX: ACFE, 2008, p 8.

² ACFE, 2008 Report to the Nation on Occupational Fraud and Abuse, Austin, TX: ACFE, 2008, p 40.

The AICPA Audit Committee Toolkit: Not-for-Profit Organizations

The ACFE defines occupational fraud as

The use of one's occupation for personal enrichment through deliberate misuse or misapplication of the employing organization's resources or assets³

The audit committee also needs to be aware that fraud affecting the organization often falls within one of the following three categories:

- Management fraud, which involves senior management's intentional misrepresentation of financial statements, or theft or improper use of an organization's resources.
- *Employee fraud*, which involves nonsenior employee theft or improper use of an organization's resources.
- External fraud, which involves theft or improper use of resources by people who are neither management, nor employees of the firm.

This categorization of fraud is useful, but not absolute. Middle management employees may intentionally misrepresent financial statement transactions, for example, to improve their apparent performance, or outside individuals may collude with organization management or employees.

Roles of the Audit Committee in the Prevention, Deterrence, Investigation, and Discovery or Detection of Fraud

The members of the audit committee should understand their role of ensuring that the organization has antifraud programs and controls in place to help prevent fraud, and aid in its discovery if it does occur, to properly fulfill their fiduciary duties of the following:

- 1. Monitoring the financial reporting process
- 2. Monitoring the internal control system
- 3. Overseeing the external audit and internal audit functions
- 4. Reporting findings to the board of directors
- 5. Monitoring and overseeing the whistle-blower policy and hotline

Guidance to boards of directors and trustees, audit committees, and management to help prevent, deter, and detect fraud is contained in the AICPA's Antifraud & Corporate Responsibility Resource Center available at www.aicpa.org/antifraud/homepage.htm. The information contained in the center can be viewed from different user perspectives for a personalized focus on the issues.

Not-for-profit organizations can use the specific requirements for audit committees as outlined in the Sarbanes-Oxley Act and the Securities and Exchange Commission rules as a guide. The requirements can be obtained from the AICPA Web site at www.aicpa.org/sarbanes/index.asp.

The audit committee should ensure that the organization has implemented an effective ethics and compliance program, and that it is periodically tested. Because the occurrence of significant frauds can frequently be attributed to an override of internal controls, the audit committee plays an important role to ensure that internal controls address the appropriate risk areas and are functioning as designed.

³ ACFE, 2008 Report to the Nation on Occupational Fraud and Abuse, Austin, TX: ACFE, 2008, p 6.

Internal auditors and external auditors can serve a vital role in aiding in fraud prevention and deterrence. Internal audit staff and external auditors that are experienced and trained in fraud prevention and deterrence can help to provide assurance that (1) risks are effectively identified and monitored, (2) organizational processes are effectively controlled and tested periodically, and (3) appropriate follow-up action is taken to address control weaknesses. The audit committee needs to ensure that internal and external auditors are carrying out their responsibilities in connection with potential fraud.

Whistle-Blowers

According to the ACFE, the most effective method for detection of fraud has historically been tips. In many cases, these tips are obtained through the use of whistle-blower policies and hotlines. Not-for-profit organizations must establish procedures for the receipt, retention, and treatment of complaints received by the organization regarding accounting, internal accounting controls, or auditing matters; and the confidential, anonymous submission by employees of the organization of concerns regarding questionable accounting or auditing matters (see Sarbanes-Oxley Act of 2002, Title III, Section 301.) In many organizations, the audit committee is significantly involved monitoring the whistle-blower process. The audit committee chair or the entire committee may be involved in the primary investigation and review of the whistle-blower complaints and reporting. In addition, some organizations have designated the audit committee chair or an audit committee member as the individual who initially receives whistle-blower reports. See also the "Sample Whistle-Blower Tracking Report" in this toolkit.

When Fraud Is Discovered

Fraud can be discovered through many sources, namely, internal or external auditors, forensic accounting consultants, employees, vendors, and others. Establishing a confidential hotline can also be an important source of information leading to fraud discovery, as part of an organization's overall ethics, compliance, and fraud prevention program. Although a confidential hotline is something that could be accomplished internally, a variety of outside service providers can be engaged to provide this service for the organization.

If fraud or improprieties are asserted or discovered, the audit committee—through the external auditors, internal auditors, or forensic accounting consultants, as appropriate—should investigate, and, if necessary, retain legal counsel to assert claims on the organization's behalf. Forensic accounting consultants, in particular, may be needed to provide the depth of skills necessary to conduct a fraud investigation and, if it is desirable, to get an external assessment.

If fraud is discovered or there is a reasonable basis to believe that fraud may have occurred, the audit committee is responsible for ensuring that an investigation is undertaken. Criteria should be in place describing the audit committee's level of involvement, based on the severity of the offense. Most audit committees will also want to obtain information about all violations of the law and the organization's policies.

Forensic accounting consultants can also frequently provide audit committees with other related advisory services, namely, (1) evaluations of controls designs and operating effectiveness through compliance verification, (2) creation of special investigations units, (3) incident management committees, (4) disclosure risk controls, (5) ethics hotlines, (6) code of conduct, and other antifraud measures.

The audit committee can engage the audit firm to carry out a forensic or fraud investigation. If CPA forensic accountants are engaged by the organization's general counsel, rather than the audit committee, they may potentially attain attorney-client privilege status, not otherwise available under normal circumstances.

⁴ ACFE, 2008 Report to the Nation on Occupational Fraud and Abuse, Austin, TX: ACFE, 2008, p 20.

The AICPA Audit Committee Toolkit: Not-for-Profit Organizations

Expertise of Forensic Accounting Consultants

In some situations, it may be necessary for an organization to look beyond the external audit team for expertise in the fraud area. In such cases, forensic accounting consultants can provide additional assurance or advanced expertise because they have special training and experience in fraud prevention, deterrence, investigation, and detection. Forensic accounting consultants may also provide fresh insights into the organization's operations, control systems, and risks. The work of forensic accounting consultants may also provide comfort for the organization's CEO and CFO. Forensic accounting consultants, however, cannot act as an insurer to prevent or detect fraud.

Many forensic accountants have obtained specific training in the identification and detection of fraud and may have additional designations such as certified fraud examiner. More information about certified fraud examiners may be located at the Web site for the ACFE at www.acfe.com

Conclusion

The public is demanding greater vigilance from all parties involved in organizational governance, thus increasing the need to fight fraud. Audit committees are required to play a pivotal role in the prevention and deterrence of fraud, and to take appropriate action in the discovery of fraud. External public accountants, hired by audit committees, and internal auditors will continue to play an important part in the process. Forensic accounting consultants have emerged, however, as vital, newly recognized allies. Qualified forensic accounting consultants have the education, training, and experience to provide additional assistance to audit committees so they may better carry out their fiduciary responsibilities in the fight against fraud.



Nominating Committee Charge 2024-2025

Each year the Nominating Committee is charged with nominating "Directors as well as the officers of the Foundation. All such nominations are to be advanced to the President of the Foundation thirty (30) days prior to the Board's June meeting." Pursuant to the Bylaws, "The number of Elected Directors must be no fewer than five (5) or more than twenty-two." Ten are elected upon nomination of the University President, ten are elected by the other members of the Board of Directors, and the remaining two are elected upon nomination by the Alumni Association.

Process: In accordance with the Bylaws, "the Nominating Committee shall consist of no fewer than six (6) Directors with the Foundation's Immediate Past Chair acting as the Chair. The Nominating Committee shall meet and nominate Directors as well as the officers of the Foundation. All such nominations are to be advanced to the President of the Foundation thirty (30) days prior to the Board's June meeting."

Committee members review the Board Member Position Description and consider potential names they would be willing to recommend for service. Staff may also provide potential names for Committee consideration. Once a list of potential members is agreed upon, Nominating Committee members or the Foundation President will follow-up with the nominees to gage their interest in serving. In this process, the potential Board members should be provided with a copy of the Board Member Position Description, and their interest in serving on the Board would be assessed.

At the May meeting, the Nominating Committee will consider and vote on nomination(s) as to which names to put forward for membership at the June meeting of the full Board of Directors.

Officer and Committee Assignments: Upon consideration of the experience, qualifications, and preferences of Board members, the Chair of the Foundation Board, in consultation with the President of the Foundation and the Foundation CFO, will make committee assignments for each year. Officers are recommended by the Nominating Committee each year at the June meeting for approval by vote of the full Board.

Summary of Board Composition:

The status of board director appointments and reappointments are as follows by fiscal year end June 30, 2025:

Eligible Board of Director Reappointments to start July 1, 2025:

Ms. Hong Potomski	Board appointment	2 nd Full 4-year term (7/01/25 - 6/30/2029)
Ms. Kathy Sandstrom	Board appointment	2 nd Full 4-year term (7/01/25 - 6/30/2029)
Mr. Rodney Sutton	Presidential Appt.	2 nd Full 4-year term (7/01/25 - 6/30/2029)

To be approved by UWFF Board at full board meeting on June 11, 2025, and BOT Board at Full Board Meeting June 12, 2025.

New Board of Director Appointments starting July 1, 2025, to fill vacancies and a board member rolling off:

Presidential Appt. (DeeDee Davis, roll off) First four-year term: 7/1/2025 – 6/30/2029

Presidential Appt. (Caryl Greene, vacancy)

Two-yr. partial term: 7/1/2025 – 6/30/2027

First four-year term: 7/1/2027 - 6/30/2031

Presidential Appt. (H. Britt Landrum III, vac.)

One-yr. partial term: 7/1/2025 – 6/30/2026

First four-year term: 7/1/2026 – 6/30/2030

To be approved by UWFF Board at full board meeting on June 11, 2025, and BOT Board at Full Board Meeting June 12, 2025.

2025 Foundation Fellow Appointment:

Possible Nominee to consider for Foundation Fellow nomination:

TBD

Officers:

Chair – Bruce Vredenburg currently holds this position and is in the first year of his two-year term of office. Vredenburg will serve an extended two-year term as ex officio Immediate Past Chair ("IPC"), rolling off the board 6/30/2028.

Vice Chair – Megan Fry currently holds this position. She is in the first year of her two-year officer term ending 6/30/2026.

Secretary – Amber Griffith currently holds this position. She is in the first year of her two-year officer term ending 6/30/2026.

Treasurer – Hong Potomski currently holds this position. She is in the first year of her two-year officer term ending 6/30/2026.

Immediate Past Chair – James Hosman currently holds this position. He is completing the first year of his two-year term as IPC, ex-officio and will roll off the board 6/30/2026.

Terms of Office:

<u>Chair and Vice Chair</u> – shall be two years or until a successor is chosen and qualifies.

<u>Secretary and Treasurer</u> – shall be within the limits of the term of their appointment and is two years or until a successor is chosen and qualifies.



UWF Upcoming Events November 14, 2024 - February 7, 2025

Thursday, November 14, 2024 - Alumni Game Night at Bogeys from 6:00-8:30 pm

Tuesday, November 19, 2024 - UKCOH 10 Year Anniversary Employee Awards Ceremony

Fri./Sat., November 22-24, 2024 - UWF may host the 2024 Gulf South Conference Volleyball Championships in the UWF Field House (pending regular season finish)

Tuesday, December 3, 2024 - UKCOH Ribbon Cutting Ceremony at Santa Rosa Medical Center from 3-5 pm

Thursday, December 5, 2024 - WUWF presents RadioLive at Museum of Commerce, 6 pm

Wednesday, December 4, 2024 - Holidayfest in Historic Pensacola Village, 6 pm

Saturday, December 7, 2024 - Fall Commencement Ceremonies, Pensacola Bay Center

Saturday, **December 7**, **2024** - Golden Graduates Class of 1974 Ceremony and Luncheon at Pensacola Bay Center, 9:30 am

Thursday, December 19, 2024 - UWF home men's and women's basketball games at the UWF Field House, 5:30 pm and 7:30 pm

Saturday, December 21, 2024 - UWF home men's and women's basketball games at the UWF Field House, 2:00 pm and 4:00 pm

Monday, **December 23**, **2024** - WUWF presents Tidings of Comfort & Joy holiday concerts at First United Methodist Church in downtown Pensacola. Two performances 6:00 pm and 8:00 pm.

(Date TBD) January 2025 - UKCOH / Ascension Nightingale Awards Ceremony

Thursday, January 16, 2025 - Women & Wealth Luncheon hosted by UWF Alumni Association at Voices Museum 11 am

Friday, February 7, 2025 - UKCOH Gulf Coast IPE Conference (InterProfessional Education) 9 am - 3 pm at SCI Community Room



UWF FOUNDATION BOARD OF DIRECTORS MEETING SCHEDULE: FY 2024 – 2025

Aug. 28, 2024 – Wed.	Investment Committee Audit Budget Committee Executive Committee	9:30 a.m. – 12 p.m. 2:00 p.m. – 3:15 p.m. 3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
Sept. 11, 2024 – Wed.	Full Board Meeting	3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
Nov. 13, 2024 – Wed.	Investment Committee Nominating Committee Audit Budget Committee Executive Committee	9:30 a.m. – 12:00 p.m. 1:00 p.m. – 1:45 p.m. 2:00 p.m. – 3:15 p.m. 3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
Nov. 18, 2024 – Mon.	Grant Committee	11:00 a.m. – 12:00 p.m.	via Zoom
Dec. 4, 2024 – Wed.	Full Board Meeting	3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
Feb. 11, 2025 – Tues.	Investment Committee Nominating Committee Audit Budget Committee Executive Committee	9:30 a.m. – 12 p.m. 1:00 p.m. – 1:45 p.m. 2:00 p.m. – 3:15 p.m. 3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
TBD March	Grant Committee	TBD	In person or Via Zoom
March 12, 2025 – Wed.	Full Board Meeting	3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
May 6, 2025 – Tues.	Investment Committee Nominating Committee Audit Budget Committee Executive Committee	9:30 a.m. – 12 p.m. 1:00 p.m. – 1:45 p.m. 2:00 p.m. – 3:15 p.m. 3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1
June 11, 2025 – Wed.	Full Board Meeting	3:30 p.m. – 5:00 p.m.	UWF Historic Trust Bowden Bldg. 120 Church St. Classroom #1

Annual University Events Attended by the Board

UWF Home Football Games and President's Tailgates, President's State of the University Address (September) UWF FBOD Annual Kickoff Reception – September 11, 2024, Voices of Pensacola following Board Meeting UWF President's Holiday Fest – December 4, 2024, Historic Pensacola Village UWF Foundation Donor Recognition Dinner – April 10, 2025