

New College of Florida Board of Trustees
Approved Minutes
September 29, 2001 Meeting

Members in Attendance: Bob Johnson, Chair; Robert Schiffman, Vice Chair; John Cranor; Rev. Jerome Dupree; Gen. Rolland V. Heiser; Andrew Hossack; Kenneth Misemer; Col. Mickey Presha; Vicki Raeburn; Alexis Simendinger; Jane Smiley. **Ex Officio:** Gordon E. Michalson, Jr., Acting President

Call to Order

Chairman Johnson called the meeting to order at 10:05 A.M.

Approval of Minutes

The minutes of the meeting of July 14, 2001 were approved by unanimous vote.

Chairman's Report

Mr. Johnson commended the enthusiasm of the administration, faculty, staff, and students of New College in coping with and responding to the horrific events of September 11, the damaging tropical storm Gabrielle on September 14, and the budget cuts being made across the State University System. He reported that Senate President John McKay and Appropriations Chair Lisa Carlton are extremely positive in their commitment to holding New College harmless in future budget cuts.

Approval of Organization Chart

President Michalson presented the Revised Organization Chart of 9/29/01 for approval, describing the new administrative structure necessary to handle the needs of the 11th state institution and fit the needs of New College to the state system.

Col. Presha moved to adopt the organization chart as presented. Mr. Cranor moved to eliminate all the Acting and Interim titles on the chart, affirming present leadership. Chairman Johnson asked for public comment. No response. The motion to adopt the organization chart as presented, but without the Acting/Interim titles, was unanimously approved.

Chairman Johnson announced that he had appointed David Smolker Acting General Counsel, but would now strike the "Acting."

Report from General Counsel

Mr. Smolker noted that New College is assuming the obligations of an independent state university at the same time that the entire State University System is undergoing major changes. He invited Board members to consult him at any time.

Student Ombudsman: Florida Statutes require every state university to fill this position. The Student Ombudsman serves as an advocate for students in matters of accessibility, courses, and credit. Mr. Smolker asked the Board to acknowledge this office and to direct President Michalson to appoint a person to fill it.

Indemnification of Board Members: The Board needs a plan to protect its members from litigation. State of Florida insurance applies only to individuals acting in an official capacity. Mr. Smolker recommended that Directors' and Officers' insurance for Board Members be investigated. Mr. Cranor moved to have Mr. Smolker investigate insurance for indemnification of Board members and to report back to the Board at the next meeting. Col. Presha seconded the motion. It was approved unanimously.

Student Judicial Review Committee: Mr. Smolker requested that the Board give authority to the present Student Conduct Code and establish a committee headed by a Board member to periodically review the Student Conduct Code and report back to the Board. Mr. Misemer moved to accept Counsel's recommendation, Mr. Dupree seconded the motion, and the motion was unanimously approved.

By-Laws: Mr. Smolker distributed a revised version of draft By-Laws prepared from an initial template drawn up by the American Council for Trustees and Alumni specific to the Florida SUS

institutions. Mr. Smolker noted significant changes were made to the template only in the areas of development and fund-raising to make them consistent with the New College situation. He suggested that the Board consult with the Board of New College Foundation on this issue. Chairman Johnson asked for the following changes: to delete a statement that Board members who miss three consecutive meetings be reported to the Governor; to empower the Chairman to appoint non-Board members to committees; and to reduce the number of committees by combining Finance and Audit into one committee and to include a provision for naming special committees, such as the Presidential Search Committee. Mr. Cranor moved that the Board adopt the By-Laws as presented with Mr. Johnson's provisos; Mr. Misemer seconded the motion, and the vote for their adoption was unanimous.

Rules and Rulemaking: Mr. Smolker stated that New College of Florida is an agency of the state, bound by the Administrative Procedures Act, to codify due process through formal rulemaking or incipient agency policy. Most policies must be ultimately adopted through formal rulemaking, but since the entire state school code is under revision, he recommended that the Board adopt the concept of incipient agency policy, a policy framework that is constructed on an ad hoc basis, then codified. The Board would adopt existing USF policies that are effectively being followed with the caveat that when a final decision is required, it be rewired back to New College. This would satisfy Florida law and the Florida Board of Education rules. In areas where neither a New College nor USF policy exists, the President would promulgate a new policy. The APA mandates that state agencies have six months to draft and formally propose rules; thus, by December 31, 2001, New College rules must be drafted and proposed. For the next Board meeting, Mr. Smolker will draft a set of policies and make them available for review. He will then ask the Board to adopt them. Rev. Dupree moved to have the Board adopt the concept of rulemaking espoused by Counsel Smolker, authorizing the President to proceed with formal rulemaking to meet the statutory mandate. Col. Presha seconded the motion. Chairman Johnson noted that he, President Michalson, and Counsel Smolker want to prioritize the rulemaking issues, emphasize best practices over existing USF policies where necessary, and bring a rules package back to the Board at the next meeting. The motion was unanimously adopted.

Committee Assignment

Chairman Johnson asked Board members to indicate their preference for committee assignment.

Report on Interim President Search Committee

General Heiser reported on the August 30, 2001 meeting, which ended with a unanimous recommendation that Acting President Michalson be selected. General Heiser thus moved that Mike Michalson be designated the President of New College until such time as a permanent president is chosen. Col. Presha seconded. The motion was unanimously adopted to a round of applause for President Michalson.

Presidential Search Committee Formed

Chairman Johnson announced that a committee chaired by General Heiser, has been formed, consisting of the following individuals: Ms. Emmy Acton; Mr. Robert N. Allen, Jr.; Dr. Gordon Bauer; Mr. Robert Blalock; Dr. Michael H. Campbell; Dr. Malena Carrasco; Dr. Arland Christ-Janer; Dr. S. P. Clement; John M. Cranor, III; Mr. Philip A. Delaney, Jr.; Mrs. Karin Gufstafson; Gen. Ron Heiser; Mr. Andrew Hossack; Mr. Tramm Hudson; Mr. Robert Hutchison; Ms. Debra Jacobs; Senator Bob Johnson; Ms. Charlie Langer; Mr. John Martin; General Raymond E. Mason, Jr.; Ms. Elizabeth McCain; Ms. Emily Meade; Dr. Stephen Miles; Mr. Kenneth R. Misemer; Ms. Rachel Morris; Dr. David Mullins; Mr. Mike Peters; Mr. J. Robert Peterson; Mr. Gene Pillot; Col. Mickey Presha; Ms. Molly Robinson; Dr. George Ruppeiner; Mr. Robert M. Schiffman; Dr. Suzanne Sherman; Mrs. Jane T. Smiley; Dr. Frederick R. Strobel; Dr. Larry R. Thompson; Ms. Cally Waite; Mr. Lonnie Ward, Jr.; Mr. Norman A. Worthington, III. Chairman Johnson noted that all Board members not listed above are *ex officio* members of the Search Committee. Rev. Dupree moved that the Presidential Search Committee be constituted as stipulated. Ms. Raeburn seconded the motion. Chairman Johnson asked if there was any discussion from the Board or the public. No discussion. The Board voted unanimously to constitute the search committee as proposed.

President's Report

President Michalson reported on the status of the College, noting that in the last four months, New College has received a new name, a new governance structure, and new leadership. The faculty, students,

administration and staff have shown a remarkable team spirit, indicating that the underlying strength of New College is its clear sense of mission and the help it receives from the Board and from the New College Foundation. He mentioned that the Accreditation Steering Committee, which includes Trustee Meg Lowman, is working toward a goal of independent accreditation in 2003, but that in the meantime, New College continues to be accredited under the umbrella of USF. The College must convince the accrediting body, the Southern Association of Colleges and Schools' Commission on Colleges, that it has the stability and the resources to support its existence over the long term. This is why it is important that Counsel Smolker is on board; the College did not have legal advice at the time the shared services agreements with USF were drafted. Mr. Smolker will be reviewing and advising New College on the status of these agreements. Dr. Michalson read the ten goals set for New College when he served as Dean and Warden and crafted the New College Growth and Enhancement Plan in 1993. All of the 1993 goals have been realized – from growing to an enrollment of 650 from 500 students, to building two new dormitories and a new natural science complex, to providing first-year seminars and an enriched campus life for students. He emphasized that when New College sets goals, it achieves them. This record has implications as New College and the Board plan together for the future. He concluded by noting that the Board has its own website, accessible at <http://www.ncf.edu/boardoftrustees>.

Admissions Report

Dean of Admissions and Financial Aid Joel Bauman reported that New College enrolled the second largest first-year class in the last few years. Inquiries were the highest ever- over 10,000. With incoming students presenting average GPA's of 3.85 and average SAT scores of 1335, this was one of the strongest classes in the country. It included 11 National Merit Scholars and five National Hispanic Scholars, who made up over 10% of the class, one of the highest percentages of such Scholars nationwide. The strength of the incoming fall class of 2001 is a source of pride to the Board and to the State of Florida.

Budget Update

VP for Finance & Administration John Martin reported that he has worked closely with the USF Budget Office to identify the many separate funding streams that make up the New College \$11.1 million state-funded base budget. When all the numbers are reconciled, the operating budget should total between \$15 and \$16 million, including \$2.3 million from New College Foundation and additional funds from other sources such as auxiliaries, contracts, and grants. By the November meeting, VP Martin expects to have a budget "primer" for the Board to review.

The New College budget request for FY 2002-03 seeks \$6.4 million over and above the \$11.1 million state-funded base to assist with the governance transition, undertake the accreditation process, and further enhance the quality of academic and administrative programs. Subsequently, all SUS institutions were ordered by the Governor's Office to plans for cuts in the FY01-02 and 02-03 budgets; these reductions, involving a 1.5% and 5.0% roll back in state funding, were planned accordingly. Even before September 11th, the revenue estimates for the state were down approximately \$675 million for FY01-02 and \$800 million for FY02-03; a special session of the state legislature will be called to deal with this. Despite an allocation of recurring funds, totaling \$500,000, following the veto of transition funds, New College has lost approximately \$800,000 of appropriated funds—a 7.16% reduction in the state-funded portion of its budget for the current fiscal year. Recent storm damage, caused mainly by fallen trees across campus and flooding in Bonseigneur House, is expected to cost in excess of \$35,000; state insurance covers only building damage. A Capital Improvement Plan, submitted jointly by New College and USF Sarasota-Manatee at \$1.425 million each, for a total of \$2.85 million, to continue campus infrastructure improvements (e.g., access roads, irrigation, storm water drainage, repair to the seawall and to fiber optic cables, etc.) is likely to be covered by the state's PECO (Public Education Capital Outlay) Fund in FY 02-03.

Chairman Johnson noted that the College would pay its bills this year. He added that he expected that USF Sarasota-Manatee would eventually relocate to the Crosley property nearby, sharing only the library with New College. Also, he indicated that because state law prohibits state institutions from using general revenue for lobbying, General Heiser is gathering information on having New College Foundation pay for a lobbyist in Tallahassee.

Division of Natural Sciences Presentation

An overview of the disciplines and programs offered by the Division was presented by Dr. Suzanne Sherman, Division Chair. Her presentation included photos of on-going research in the new natural science facilities.

New Business

General Heiser and John Cranor outlined plans for New College Foundation to increase its resources in anticipation of future demands and needs of the College over the next 15-20 years. This is not another capital campaign, but a long-term activity that should complement President Michalson's effort to develop a strategic plan for New College.

Chairman Johnson stated that the Board of Trustees has the authority to set policy and see that it is effectively carried out. He reminded the Board that any letters pertaining to College business received by them become public documents. A written response by a Trustee also becomes a public document. Copies of such official correspondence must be archived at the College. Mr. Johnson suggested that Board members bring such correspondence with them to Board meetings and leave it with the staff.

Mr. Cranor moved and General Heiser seconded a motion to approve the schedule of future Board meetings as presented: November 3, 2001; January 5, 2002; February 9, 2002; April 27, 2002; May 25, 2002.

The meeting was adjourned at 1:10 p.m.

Respectfully submitted,

Suzanne Janney
Acting Secretary