

MINUTES
COMMITTEE ON GOVERNANCE CONFERENCE CALL
Emerson Alumni Hall
September 6, 2011

Committee Members Present (by conference telephone or in person): Marshall Criser, Chair, David Brown, Susan Cameron, Michael Heekin, Carolyn Roberts, Steve Scott

Others Present: Jane Adams, Nathan Crabbe (Gainesville Sun), Zina Evans, Matt Fajack, Paula Fussell, Dyan Gershman, Joseph Glover, Jamie Lewis Keith, David Kratzer, Bernard Machen, Emily Morrow (Alligator), Win Phillips, Ed Poppell, Janine Sikes, Jamal Sowell, and Barbara Wingo

Committee Chair Criser called the meeting to order at 9:31 a.m. He summarized informational background, as well as the proposed action for the Committee (which is to approve three changes to the organizational structure of Vice Presidents relating to how Cabinet Vice President positions report – directly to the President or through a Senior Vice President) and asked Vice President and General Counsel Jamie Keith to summarize the resolution (R11-89). Ms. Keith noted that the resolution is in the Committee’s materials. She noted that the Board has authorized the Committee to finally approve changes in Vice President position organizational reporting structure without further board action. Then she outlined the three changes in the Vice President position reporting (Vice President and Chief Financial Officer and Vice President for Student Affairs will report to the Senior Vice President for Academic Affairs and Provost; the Vice President for Research will report to the Senior Vice President and Chief Operating Officer). Ms. Keith also noted the resolution provides that where a Vice President position reports to a Senior Vice President position (so that level of reporting has already been approved), the President is authorized to change the reporting of the Vice President from one Senior Vice President position to another Senior Vice President position. It is also proposed to amend the resolution to authorize the President to change the reporting of the Vice President for Research from the Senior Vice President and Chief Operating Officer to the President without committee action but with notice to the committee. To provide for this Ms. Keith read into the record the underlined revision to part (B) of R11-89 (“The President is hereby authorized to change (1) the reporting of any Vice President position that reports to a Senior Vice President position from one Senior Vice President position to another Senior Vice President position and (2) the reporting of the Vice President for Research from a Senior Vice President position to the President, without further action by the Governance Committee but with notice to the Committee.”). Ms. Keith pointed out for information that the Senior Vice President for Administration title will be changed to Senior Vice President and Chief Operating Officer and this will be reflected in the title used in the resolution. The Committee received the attached organization chart.

Committee Chair Criser called for a motion. Trustee Roberts made a motion to approve R11-89 with the amendment read by Ms. Keith and Trustee Heekin seconded the motion which passed unanimously.

The meeting was then adjourned at 9:40 p.m.