



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE MINUTES**

December 1, 2016

President's Room 215B, Emerson Alumni Hall

University of Florida, Gainesville, FL

Time Convened: 1:18 p.m. EST

Time Adjourned: 2:05 p.m. EST

1.0 Verification of Quorum

After a roll call, a quorum was confirmed with five of seven members present.

Committee Members Present:

Mori Hosseini (Chair), David L. Brandon, Rahul Patel, David M. Thomas, and Anita G. Zucker. Board Chair James W. (Bill) Heavener and Trustee Steven M. Scott were unable to attend.

Others present:

W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzik, Senior Vice President for Health Affairs and President of UF Health; Jack Payne, Senior Vice President for Agriculture and Natural Resources; Jamie Lewis Keith, Vice President, General Counsel and University Secretary; Jodi Gentry, Vice President for Human Resource Services; David Parrott, Vice President for Student Affairs; Ryan Fuller, Senior University Counsel for Employment and Labor; Melissa Orth, Senior Director, Government Relations and Assistant University Secretary; Brigit Dermott, Executive Assistant; Sandy Mitchell, Senior Administrative Assistant; and other members of the University community and members of the media.

2.0 Call to Order and Welcome

Committee Chair Mori Hosseini called the meeting of the Committee on Governance to order at 1:18 p.m. EST and welcomed the Committee members and all those in attendance.

3.0 Review and Approval of Minutes

Committee Chair Hosseini asked for a motion to approve the minutes of the September 1, 2016 Committee meeting, which was made by Trustee Zucker, and a second, which was made by Trustee Brandon. Committee Chair Hosseini asked for further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

Committee Chair Hosseini announced that the Committee would next have an executive session on collective bargaining strategy, and would reconvene in public session immediately after the executive session concluded.

4.0 Executive Session

The Executive Session was convened at 1:20 p.m. EST.

The Public Session reconvened at 1:40 p.m. EST.

5.0 Action Items

The Committee considered the following Action Items:

GV1. Graduate Assistants United (GAU) Collective Bargaining Agreement

Provost Joseph Glover noted that the GAU and UF bargaining teams have reached an agreement on amendment of GAU's collective bargaining agreement that provides an ~3% median compensation increase for graduate research assistants, through the following changes, effective January 1, 2017:

- an increase in the minimum graduate assistant stipend from \$13,000 to \$15,000;
- \$60 in student fee relief;
- a \$290 across-the-board raise; and
- an additional release unit to be used to work on union matters.

Committee Chair Hosseini asked for any discussion. Then, he asked for a motion to approve Committee Action Item GV1 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Zucker, and a second, which was made by Trustee Brandon. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

GV2. Recognition of Police Department Lieutenants Union

Vice President for Human Resource Services Jodi Gentry explained that there are eight Lieutenants in the UF Police Department, seven of whom are eligible to organize in a union. The seven are not members of the existing UF Police Department employee bargaining unit and have requested that the UF Board recognize them as a new Lieutenants Collective Bargaining Unit. Because they have demonstrated majority support of eligible members, the Board is

required by state law to recognize the seven Lieutenants as a union. Senior University Counsel Ryan Fuller explained there is no purpose in requiring the voting process by the Lieutenants, when their support is unanimous.

Committee Chair Hosseini asked for discussion. Then, he asked for a motion to approve Committee Action Item GV2 for recommendation to the full Board of Trustees for its approval on the Consent Agenda, which was made by Trustee Thomas, and a second, which was made by Trustee Zucker. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

GV3. AFSCME Collective Bargaining Agreement

Vice President Jodi Gentry next explained that the University's and the American Federation of State, County and Municipal Employees' (AFSCME) bargaining teams have reached an agreement on an across-the-board 1.5% salary increase, effective January 1, 2017. The Committee was asked to approve and recommend ratification of this amendment to the Collective Bargaining Agreement with AFSCME.

Committee Chair Hosseini asked for discussion. Then, he asked for a motion to approve Committee Action Item GV3 for recommendation to the full Board for its approval on the Consent Agenda, which was made by Trustee Patel, and a second, which was made by Trustee Zucker. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

GV4. United Faculty of Florida – UF Chapter (UFF) Collective Bargaining Agreement

Provost Joseph Glover explained that the University's and United Faculty of Florida's bargaining teams have reached agreement on a new three-year contract, effective January 1, 2017. Among other provisions are the following key provisions:

- a 1.5% across-the-board raise, effective on January 1, 2017;
- raises to the lowest paid lecturers, P. K. Yong faculty, and other non-tenure-track UFF members;
- a streamlined grievance process;
- increased discretion for deans to hire new faculty following faculty recommendations;
- a re-opener to negotiated leave changes in Article 21, following a UF study of leave policies; and
- a limitation of re-openers in years two and three to wages only.

The Committee was asked to approve and recommend ratification of the new contract.

Committee Chair Hosseini asked for discussion. Then, he asked for a motion to approve Committee Action Item GV4 for recommendation to the full Board for its approval on the Consent Agenda, which is made by Trustee Thomas, and a second, which was made by Trustee Brandon. The Committee Chair asked for any further discussion, after which he asked for all in favor of the motion and any opposed, and the motion was approved unanimously.

6.0 Discussion/Informational Items

6.1 Updated UF Ethics Policy

Committee Chair Hosseini turned the Committee's attention to two important Discussion Items in the Committee's Enhanced Good Governance Initiative.

First was a discussion of an updated UF Ethics Policy for Trustees and employees. Committee Chair Hosseini asked Ms. Keith to join him in summarizing the updated Policy and she and Mr. Hosseini provided a summary:

- Ms. Keith noted that, in 2004, the Board adopted a UF Ethics Policy for Trustees and employees that is important for the integrity and reputation of University of Florida.
- Committee Chair Hosseini noted that all Trustees and employees must take seriously their obligation to conduct UF business to the highest standards of ethics and business practices.
- It has been 12 years since the Board adopted the policy, and Committee Chair Hosseini stated that, as part of the Governance Committee's Enhanced Good Governance Initiative, Trustee Rahul Patel and he asked UF's General Counsel, Jamie Keith, who is the Ethics Advisor for the University, to draft an update to the Board's 2004 Policy.
- Ms. Keith noted that the Trustee Governance Working Group—Trustees Johnson, Patel, Thomas, and Hosseini, with Board Chair Heavener's involvement—reviewed the update favorably, but added a provision requiring its review every five years.
- Ms. Keith further noted:
 - The update provides more in-depth guidance on requirements for Trustees and employees to fulfill their longstanding obligation to conduct their UF activities to highest ethical standards and business practices.
 - Compliance with existing UF regulation 1.011 and the State Code of Conduct for Public Officers and Employees is emphasized, as are the roles of the Board's Committee on Governance, the Ethics Advisor, and those who approve outside activities.
 - Importantly, the update raises awareness of actual, likely potential, and the appearance of conflicts of interest, because avoiding these is important to fulfilling the longstanding standard of highest ethical and business practices.
 - The update notes that some conflicts are permitted as in UF's interest, if they are identified, disclosed and carefully managed according to UF policies and regulations and applicable law.
 - For example, statutes and regulations recognize that identified, well-managed and monitored conflicts in licensing IP and in research agreements can be important to the University's and state's interest in successful commercialization of academic research—because successful commercialization often requires involvement of faculty inventors. These conflicts are disclosed and managed through an established vetting process.

- Ms. Keith explained that the update provides detailed guidance codifying the processes for advice and decision-making on actual, potential and appearance of conflicts.
 - Trustees and senior officers are to consult with the Ethics Advisor when questions or issues arise.
 - Deans and employees who are not senior officers are to notify the authority who approves their outside activities and that approving authority seeks guidance from the Ethics Advisor on issues and questions.
 - It is presumed that the advice of the Ethics Advisor must be followed to comply with the Policy, but a final decision may be requested of
 - the Chair of the Governance Committee for Trustees and the President
 - the President for senior officers
 - the highest ranking relevant Vice President and the President or designee for deans and employees who aren't senior officers.
- She also said the update provides detailed guidance on recusal, which is necessary when—for example—a Trustee or employee serves on a nonprofit board and the nonprofit has a business relationship with UF.
 - There is a prohibition under state law against a Trustee or employee having a contractual or employment relationship with an entity that is doing business with UF.
 - However, the Ethics Commission has found there is no contractual or employment relationship if the entity is a nonprofit and the university Trustee or employee is serving on the entity's board as an uncompensated volunteer.
 - In such circumstances, the update makes clear that UF's ethics standards and regulations require that the Trustee or employee who is serving on a nonprofit board in a volunteer capacity be fully recused—on both sides—from specific matters involving UF and the nonprofit.
 - Recusal must be formally documented and noticed.
 - Providing mere contact information for representatives of UF and the other party is not a violation of recusal, as long as that is the only involvement of the recused individual and there is no involvement in a specific matter.

Committee Chair Hosseini noted his understanding, affirmed by Ms. Keith, that the updated policy has been shared and reviewed favorably with the General Counsel of the Board of Governors and has been shared with the General Counsels of other universities.

Committee Chair Hosseini asked the Committee members for any questions or comments, or to indicate their support of the draft. The Committee endorsed the update. Committee Chair Hosseini directed General Counsel Keith to publish the Policy as a regulation for adoption by the Board at its next opportunity. The regulation could be acted on at the March 2017 Board meeting, or at any earlier Board call, should one be scheduled before March.

6.2 Update on Board Governance Initiative

Committee Chair Hosseini next addressed an update of the Committee's Enhanced Good Governance Initiative. The Initiative is being carried out by the Trustee Working Group, which Committee Chair Hosseini chartered, with Board Chair Heavener's support, at the Board's September meeting, and provided this update:

- Trustees Len Johnson, Rahul Patel, David Thomas and Mori Hosseini are the Working Group members and Board Chair Bill Heavener is also involved.
- It has been 10 years since the Board adopted a comprehensive delegation of authorities to the President and Senior Administration and the Working Group is reviewing the delegations and other governance practices to update them as needed for good Board governance.
- The Board does not intend to get involved in management or to interfere with the operation of UF, which is a large, complex, broad-scope, and diverse multi-billion-dollar-a-year enterprise, and has the benefit of able professional staff.
- But the Board has a fiduciary role and wants to be sure that major actions that exceed reasonable thresholds for "ordinary business" of UF are brought to the Board, considering good governance and feasibility concerns.
- In its fiduciary role, the Board also wants to be sure that all matters brought to the Board for action are fully understood and discussed by the Board before action is taken.
- This governance initiative is also reviewing the governance practices of the governing boards of the separate private, charitable corporations that are close UF affiliates, and considering how the UF Board can appropriately oversee such affiliates' governance—while also respecting the role of the affiliates' own boards and ensuring good governance standards.
- The Working Group has benchmarked practices of UF's peer public research universities—University of Michigan, The Ohio State University, Pennsylvania State University and University of Texas, Austin.
- The Working Group is reviewing a broad scope of key areas for good governance consideration and thresholds for UF Board and/or Affiliate Board approval—as well as the form of approval or meaningful involvement by the Board that makes sense in different areas.
- The initiative involves substantial work and is staffed by General Counsel Jamie Keith; Chief Operating Officer Charlie Lane is also advising.

Committee Chair Hosseini thanked President Fuchs for his strong support of the Working Group's efforts to make reasonable and responsible good governance updates. Trustee Rahul Patel made the point that everyone—Board and Administration—is supportive, cooperative, and has the same objective to enhance good governance and this is much appreciated.

Committee Chair Hosseini also noted that the Board of Governors has named a Task Force of Trustees from all universities to develop guidelines for good board governance and is looking to UF to provide recommendations and will allow us to develop our proposals before engaging at

the BOG level, expected in January. He said that there would be a further update in the coming month.

7.0 New Business

There was no new business to come before the Committee.

8.0 Adjourn

After asking for any further discussion and hearing none, Committee Chair Hosseini asked for a motion to adjourn the meeting, and the motion was passed unanimously. The University of Florida Committee on Governance was adjourned at 2:05 p.m. EST.



UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
EXECUTIVE SUMMARY
December 1, 2016

The Committee on Governance will have an executive session on collective bargaining after acting on minutes of prior meetings.

The Committee will then be asked to consider and act on the following Action Items, to approve and recommend them for approval by the full Board on its Consent Agenda:

- GV1. Graduate Assistants United (GAU) Collective Bargaining Agreement
The University's and GAU's bargaining teams have reached a tentative agreement on the wage reopener in their Collective Bargaining Agreement and the Committee will be asked to approve and recommend the following changes, effective January 1, 2017, which equal a median compensation increase of approximately 3.0% for members of the GAU: (1) an increase in the minimum graduate assistant stipend from \$13,000 to \$15,000; (2) \$60 in student fee relief; (3) a \$290 across the board raise; and (4) an additional release unit to be used by a GAU representative to work on union matters.
- GV2. Recognition of Police Department Lieutenants Union
There are eight Lieutenants in the UF Police Department, seven of whom are eligible to organize in a union. The seven are not members of the existing UF Police Department employee bargaining unit and have requested that the UF Board recognize them as a new Lieutenants Collective Bargaining Unit. Because they have demonstrated majority support of eligible members, the Board is required by state law to recognize the seven Lieutenants as a union and the Committee will be asked to approve and recommend recognition.
- GV3. AFSCME Collective Bargaining Agreement
The University's and the American Federation of State, County and Municipal Employees' (AFSCME) bargaining teams have reached a tentative agreement on an across-the-board 1.5% salary increase, effective January 1, 2017. The Committee will be asked to approve and recommend ratification of this amendment to the Collective Bargaining Agreement with AFSCME.

- GV4. United Faculty of Florida—UF Chapter (UFF) Collective Bargaining Agreement
The University's and United Faculty of Florida-UF Chapter's bargaining teams have reached a tentative agreement on a new three-year contract, effective January 1, 2017. Among other key provisions are a 1.5% across-the-board raise on the effective date; raises to the lowest paid lecturers, P. K. Yong faculty, and other non-tenure-track UFF members; streamlined grievance process; increased discretion for deans to hire new faculty following faculty recommendations; re-opener to negotiated leave changes in Article 21 following a UF study of leave policies; and imitation of re-openers in years two and three to wages only. The Committee will be asked to approve and recommend ratification of the new contract.

The Committee will then discuss the following Discussion/Information Items:

- 6.1 Updated UF Ethics Policy
The UF Board in 2004 adopted a University Ethics Policy. As part of the Governance Committee's governance initiative, this Ethics Policy has been updated to provide more in-depth guidance on requirements for Trustees and employees to fulfill the longstanding requirement of highest ethical and business practices, including under existing UF regulation 1.011 and the Public Officer and Employee Code of Conduct under Section 112.313, Florida Statutes. The updated policy codifies longstanding practices and roles of the University's Ethics Advisor, those who approve outside activities, and Trustees and employees; raises awareness of actual, likely potential, and appearances of conflicts of interest; notes that some conflicts, if identified, disclosed and managed according to UF policies and regulations and applicable law, are permitted in the interests of UF; and provide detailed guidance on recusal. The updated policy calls for review every five years. Committee Chair Hosseini and General Counsel Keith will present the draft. The Committee will be asked to discuss the draft and indicate its support for publication of the draft as a regulation that would be acted on at the March 2017 Board meeting or at any earlier Board call, should one be needed for other purposes.
- 6.2 Update on Board Governance Initiative
Committee Chair Hosseini and Trustees Johnson, Patel and Thomas, with support from General Counsel Keith, will provide an update on their work on the Committee's governance initiative.



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE AGENDA
December 1, 2016
12:45 p.m. EST
President's Room 215B, Emerson Alumni Hall
University of Florida, Gainesville, FL**

Committee Members:

Mori Hosseini (Chair), David L. Brandon, James W. Heavener, Rahul Patel, Steven M. Scott, David M. Thomas, Anita G. Zucker

- 1.0 Verification of Quorum Jamie Lewis Keith, VP/General Counsel/University Secretary
- 2.0 Call to Order and Welcome Mori Hosseini, Chair
- 3.0 Review and Approval of Minutes..... Mori Hosseini, Chair
[September 1, 2016](#)
- 4.0 Executive Session Mori Hosseini, Chair
 - 4.1 Collective Bargaining Joseph Glover, Provost/SVP for Academic Affairs
Jodi Gentry, VP for Human Resource ServicesResume Public Session
- 5.0 Action Items Mori Hosseini, Chair
[GV1. Graduate Assistants United \(GAU\) Collective Bargaining Agreement](#)
[GV2. Recognition of Police Department Lieutenants Union](#)
[GV3. AFSCME Collective Bargaining Agreement](#)
[GV4. United Faculty of Florida – UF Chapter \(UFF\) Collective Bargaining Agreement](#)
- 6.0 Discussion/Informational Items..... Mori Hosseini, Chair
 - [6.1 Updated UF Ethics Policy](#)...Mori Hosseini, Chair; Jamie Lewis Keith, VP/General Counsel
 - 6.2 Update on Board Governance Initiative.....Mori Hosseini, Chair; Trustees Leonard Johnson, Rahul Patel and David Thomas; Jamie Lewis Keith, VP/General Counsel
- 7.0 New Business Mori Hosseini, Chair
- 8.0 Adjourn Mori Hosseini, Chair



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE MINUTES**

September 1, 2016

Emerson Alumni Hall, University of Florida, Gainesville, FL

Time Convened: 11:30 a.m. EDT

Time Adjourned: 11:35 a.m. EDT

1.0 Verification of Quorum

Vice President, General Counsel and University Secretary Jamie Lewis Keith confirmed a quorum with all members present.

2.0 Call to Order and Welcome

Committee Chair, Mori Hosseini called the meeting to order at 11:30 a.m. EDT and welcomed all Trustees and everyone in attendance at the meeting.

Members present were:

Mori Hosseini (Chair), David L. Brandon, James W. Heavener, Rahul Patel, Steven M. Scott, David M. Thomas, Anita G. Zucker

Others present were:

Trustees Leonard H. Johnson, Marsha D. Powers, Robert G. Stern, Jason J. Rosenberg, Nicole LP Stedman and Susan D.C. Webster; W. Kent Fuchs, President; Winfred Phillips, Executive Chief of Staff; Joseph Glover, Provost and Senior Vice President for Academic Affairs; Charles Lane, Senior Vice President and Chief Operating Officer; David Guzik, Senior Vice President for Health Affairs and President of UF Health; Jamie Lewis Keith, Vice President, General Counsel and University Secretary; other members of the President's Cabinet; Melissa Orth, Senior Director, Government Relations and Assistant University Secretary; Brigit Dermott, Executive Assistant; Sandy Mitchell, Senior Administrative Assistant; and other members of the University community and members of the media.

3.0 Review and Approval of Minutes

Committee Chair Hosseini asked for a motion to approve the minutes of the June 9, 2016, Committee meeting, which was made by Trustee Thomas and Seconded by Trustee Scott. The Committee Chair asked for further discussion, after which he asked for all in favor of the motion and any opposed and the motion was approved unanimously.

4.0 Action Items

There were no Committee Action Items.

5.0 Discussion/Informational Items

The following Discussion/Informational Item was the addressed by the Committee:

5.1 Presidential Authorities Review

Committee Chair Hosseini asked for the Committee's input on and endorsement of his plan to assign Trustee Leonard Johnson, Rahul Patel and Hosseini, to work with President Fuchs and General Counsel Keith to review the existing Presidential Authorities Resolution, R07-37, which was adopted by the Board in 2007, as well as the parameters for the related delegations to the senior administration. They will make recommendations to the Governance Committee for any advisable updates and enhancements in support of good and appropriate Board-level governance.

Once the Governance Committee considers and discusses the recommendations, it will make a recommendation to the full Board for its approval. Committee Chair Hosseini asked for discussion and questions from any Trustee (whether or not a member of the Committee). The Committee members and other Trustees indicated their support.

6.0 New Business

There was no new business.

7.0 Adjourn

After asking for any further discussion and hearing none, Committee Chair Hosseini adjourned the meeting at 11:35 a.m. EDT.



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV1
December 1, 2016**

SUBJECT: Graduate Assistants United (GAU) Collective Bargaining Agreement

BACKGROUND INFORMATION

The University and Graduate Assistants United (GAU) reached tentative agreement on October 26, 2016 regarding a wage reopener for 2016-2017. The amendment is effective January 1, 2017. It provides for:

1. An increase in the minimum graduate assistant stipend from \$13,000 to \$15,000;
2. \$60 in student fee relief;
3. A \$290 across the board raise; and
4. An additional release unit to be used by a GAU representative to work on union matters.

The combination of the three increases equals a median compensation increase of approximately 3.0% for members of the GAU.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve for recommendation to the Board of Trustees, for its approval on the Consent Agenda, ratification of the above-described amendments to the Collective Bargaining Agreement between the University of Florida Board of Trustees and the Graduate Assistants United, with the amendments being effective on January 1, 2017.

ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors approval is not required.

Supporting Documentation Included: None

Submitted by: Joseph Glover, Provost and Senior Vice President for Academic Affairs

Approved by the University of Florida Board of Trustees, December 2, 2016.

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV2
December 1, 2016**

SUBJECT: Recognition of Police Department Lieutenants Union

BACKGROUND INFORMATION

The University of Florida Police Department (UFPD) currently has eight sworn law enforcement officers at the rank of Lieutenant. These Lieutenants are not members of the Police Benevolent Association (PBA) collective bargaining unit that includes officers and Sergeants or any other collective bargaining unit. The PBA has requested that the University of Florida Board of Trustees (BOT) recognize a new collective bargaining unit for Lieutenants without the need for an election.

If satisfied as to the majority status of the employee organization and the appropriateness of the proposed unit, state law requires that the University recognize the employee organization as the collective bargaining representative of employees in the designated unit. The PBA has demonstrated that a majority of the Lieutenants have signed authorization forms indicating their interest in forming a collective bargaining unit. The job duties of one of the Lieutenants includes internal affairs investigations, which makes this Lieutenant a confidential employee and ineligible for membership in a collective bargaining unit. The PBA is not seeking to include this Lieutenant within the unit.

Because the PBA has demonstrated a majority status and the appropriateness of the proposed unit, state law requires that the BOT recognize the PBA as the collective bargaining representative for the bargaining unit that includes all non-confidential UFPD Lieutenants.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to recommend to the Board of Trustees for its approval on the Consent Agenda recognition of the Police Benevolent Association as the collective bargaining representative for non-confidential University of Florida Police Department sworn officers at the rank of Lieutenant.

ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors approval is not required.

Supporting Documentation Included: None

Submitted by: Jodi Gentry, Vice President for Human Resource Services

Approved by the University of Florida Board of Trustees, December 2, 2016.

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
COMMITTEE ON GOVERNANCE
COMMITTEE ACTION ITEM GV3
December 1, 2016**

SUBJECT: AFSCME Collective Bargaining Agreement

BACKGROUND INFORMATION

The University and American Federation of State, County & Municipal Employees, AFL-CIO (AFSCME) bargained regarding a reopener of its Collective Bargaining Agreement related to wages and reached tentative agreement. The amendment to the Collective Bargaining Agreement calls for an across the board raise of 1.5% effective January 1, 2017.

AFSCME represents approximately 700 employees classified as University Support Personnel System. Members of the AFSCME bargaining unit will hold a ratification vote on the tentative agreement following the Thanksgiving holiday.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to approve for recommendation to the Board of Trustees for its approval on the Consent Agenda ratification of the above-described amendment to the BOT/AFSCME Collective Bargaining Agreement effective January 1, 2017.

ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors approval is not required.

Supporting Documentation Included: None.

Submitted by: Jodi Gentry, Vice President for Human Resource Services

Approved by the University of Florida Board of Trustees, December 2, 2016.

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary



**UNIVERSITY OF FLORIDA BOARD OF TRUSTEES
BOARD ACTION ITEM GV4
December 1, 2016**

SUBJECT: United Faculty of Florida – UF Chapter (UFF) Collective Bargaining Agreement

BACKGROUND INFORMATION

The University of Florida and United Faculty of Florida—UF Chapter (UFF) reached a tentative agreement on a new three-year Collective Bargaining Agreement (CBA) effective January 1, 2017. Pending ratification by the BOT and UFF membership, the new CBA will contain the following key provisions:

- A 1.5% across the board raises, effective January 1, 2017;
- \$275,000 in raises to the lowest paid lecturers, P.K. Yong faculty, and other non-tenure track members of UFF;
- A new research Term Professorship program. This program is designed to support the University's preeminence goals and faculty research efforts. The program will award Term Professorships each academic year. The duration of each Term Professorship is 3 years and provides for a \$5,000 award each year;
- A streamlined grievance timeline;
- Increased discretion for deans to hire new faculty following faculty recommendation;
- A re-opener to negotiated leave changes in Article 21 following a University study of leave policies; and
- A limitation of other re-openers in years two and three of the CBA to wages only.

It is anticipated that UFF will hold a membership ratification vote following the December 1, 2016 UFBT meeting but before the effective date of the new CBA.

PROPOSED COMMITTEE ACTION

The Committee on Governance is asked to recommend to the Board of Trustees for its approval on the Consent Agenda the ratification of the new three-year Collective Bargaining Agreement with UFF effective January 1, 2017.

ADDITIONAL COMMITTEE CONSIDERATIONS

Board of Governors approval is not required.

Supporting Documentation: Supporting documentation in the form of redlined changes to the CBA can be found at <http://hr.ufl.edu/manager-resources/employee-relations/union-contracts/>.

Submitted by: Joseph Glover, Provost and Senior Vice President

Approved by the University of Florida Board of Trustees, December 2, 2016.

James W. Heavener, Chair

W. Kent Fuchs, President and Corporate Secretary

University of Florida Ethics Policy (Current—In effect since 2004)

The University of Florida Board of Trustees has established the following Ethics Policy for the University of Florida:

All trustees, officers, and employees of the University of Florida will adhere to the highest ethical and business practices. All actions of the trustees, officers, and employees of the University shall be in compliance with the law, including the Code of Ethics for Public Officers and Employees, Chapter 112, Florida Statutes, and the University of Florida Guidelines, Policies, and Procedures on Outside Activities.

The trustees and the senior officers of the University will affirm in writing on an annual basis their commitment to this Ethics Policy.

The Ethics Advisor for the University of Florida is the Vice President and General Counsel, 123 Tigert Hall, Post Office Box 113125, Gainesville, Florida 32611, 352-392-1358 office or 352-392-4387 facsimile.

(Adopted by the Board of Trustees, September 10, 2004.)

University of Florida Ethics Policy (Updated. Red text is in current policy.)

The University of Florida Board of Trustees has established the following Ethics Policy for the University of Florida:

All Trustees, senior officers,¹ deans, and employees of the University of Florida will adhere to the highest ethical and business practices. All actions of the Trustees, senior officers, deans, and employees of the University shall be in compliance with the law, including the Code of Ethics for Public Officers and Employees, Chapter 112, Florida Statutes, and University of Florida Regulations, Guidelines, Policies and Procedures on Outside Activities (including, but not limited to, UF Regulation 1.011 and this Policy) or governing conflicts of interest² ("policies").

The Ethics Advisor for the University of Florida is the Vice President and General Counsel, 123 Tigert Hall, Post Office Box 113125, Gainesville, Florida 32611, 352-392-1358. The Ethics Advisor may engage assistance of an outside expert or other resource for the University.

With exceptions where an authorized, identified and managed conflict is in the University's interests, Trustees, senior officers, deans and employees must avoid actual and reasonably likely conflicts of interest, as well as the appearance of conflicts of interest, as these are inconsistent with the highest ethical and business practices.

Conflicts that are both permitted by law and permitted under this Policy or other University policies, or are permitted by law and a University collective bargaining agreement, are in the interests of the University and do not violate this Policy.³ This Policy does not amend other University policies and procedures for reviewing, approving, managing and monitoring permitted conflicts.

The Trustees, senior officers and deans of the University will affirm in writing on an annual basis their knowledge of and commitment to this Ethics Policy. That is generally done by signing the University's Disclosure of Outside Activities and Financial Interests Form in the case of senior officers and deans or by signing the Trustee Disclosure Form Re: Ethics Law and UF Ethics Policies in the case of Trustees.

¹ **Senior officers** are the President, Vice Presidents, and presidential cabinet members.

² **Conflict of interest** means any action, employment or other position, relationship or interest that is prohibited, or is defined as a conflict, potential conflict, or appearance of conflict, by applicable law or policies. A conflict of interest includes, without limitation, any conflict, between the private (non-university) interests of a Trustee, senior officer, Dean, or employee and the public interests of the University of Florida. A conflict of interest need not reflect an adversarial situation. A conflict may arise in a collaborative effort, positive relationship or transaction with another entity or individual where there are many common interests, but where each party also has its own interests.

³ **Permitted conflicts** include, for example, identified, approved, managed and monitored conflicts that may arise in licensing University technology for commercialization or that may arise in research agreements and which are handled in accordance with applicable University policy and law.

Ethics Policy Implementation

A. Policy Interpretation and Decision-making

When a potential or actual conflict or an appearance of conflict of interest arises, or a question about the meaning or implementation of the University's Ethics Policy arises, the following processes apply to appropriately address the issue. The standards for Trustees and all University employees are the same; the procedure differs for Trustees, senior officers, deans, and employees who are not senior officers or deans.

1. Advice on Interpreting this Policy: *For Trustees and senior officers:* Where a likely potential conflict, an actual conflict, or a conflict appearance issue arises, a Trustee or senior officer shall consult with the University's Ethics Advisor for guidance and take prompt steps to avoid or correct the appearance or an actual issue as required by law and University policies.

For deans and employees who are not senior officers or deans: Where any such potential or actual conflict or appearance issue arises for a dean or an employee who is not a senior officer or dean, the dean or employee shall promptly notify the authority who approves his or her outside activities under University Regulation 1.011 and associated procedure, and shall take prompt steps to avoid or correct the appearance or actual issue as required by that authority, law and University policies. That approving authority shall confer with the relevant dean or vice president, and, if a question remains, the Ethics Advisor, for guidance in any situation where there is a question about the application of this Policy, other policies, or law or the appropriate action to avoid or correct the matter.

2. Decision on Requirements of This Policy: When the Ethics Advisor advises recusal from any role or action, or advises other action or refrain, to avoid an actual, likely potential, or apparent conflict of interest, it is presumed that such recusal or other action or refrain is required to comply with this Policy.

This presumption may be overcome:

- (a) in connection with a Trustee or the President, by a determination of the Chair of the Board's Committee on Governance acting in an executive capacity in consultation with the President (if not conflicted), as the final decision-maker for the University;
- (b) in connection with another senior officer, by a determination of the President or his or her non-conflicted senior officer designee, as the final decision-maker for the University; and
- (c) in connection a dean or an employee who is not a senior officer or dean, by a determination of the relevant highest ranking vice president and the President or senior officer designee, as the final decision-makers for the University.

While not required and not necessarily covering all law and policies applicable to a situation, if an opinion of the Florida Commission on Ethics is sought and received, with full and accurate disclosure of relevant facts, the Commission's interpretation of the Code of Ethics for Public Officers and Employees shall govern the application of that law to the situation.

B. Recusal Requirements

When recusal is required to comply with this Policy, the following recusal requirements apply.

For clarity, when it applies, recusal means:

- (1) not having any role on behalf of the University and/or the other entity or individual involved (direct, indirect, in front of or behind the scenes) in addressing a specific matter in which the University and the other entity or individual has, is expected to have, or is targeted to have any interest or involvement; and
- (2) not in any manner influencing or seeking to influence such specific matter.

Addressing the specific matter means participating in substantive discussions of, and/or being involved or having a role in initiating, planning, assessing, negotiating, decision-making on, overseeing, advising on, pursuing, carrying out, implementing, altering, ending, or having any other substantive involvement in, a specific employment or business relationship, specific contract, or a specific business objective in which there is a conflict, likely potential conflict or appearance of conflict between the University and another entity or individual.

Recusal is not intended to cover social functions unrelated to the specific employment or business relationship, the specific contract, or the specific business objective, and is not intended to cover public events and announcements about such matter. However, the recused individual must not participate in discussion or presentation of the matter or have a role on behalf of the University and/or the other entity or individual in addressing the matter. Recusal also is not intended to cover the mere introduction of representatives of the University and another entity or individual (without discussing any specific employment or business relationship, specific contract, or specific business objective) or the provision of names and contact information of representatives of the University or the other entity or individual to the other. This is not intended to be an exhaustive list of exclusions. Advice is available from the Ethics Advisor.

Recusal must be documented and the fact of recusal must be appropriately noticed within the University and the other entity or individual. This is generally done at the University through the outside activities disclosure and approval process documentation.

C. Periodic Review

The Board of Trustees Committee on Governance shall review this Policy every five years and present any recommended update to the full Board for its action.

Adopted by the Board of Trustees, September 10, 2004; updated December 2, 2016.