Executive Committee Meeting of the
UWF Foundation, Inc. Board of Directors
February 22, 2018
FPAN Building, 2nd Floor
3:30 p.m. – 5:00 p.m.

Agenda

I. Opening Remarks / Announcements Gordon Sprague

II. Officer Reports
   a. Call to order / Agenda Gordon Sprague
   b. Roll Call / Quorum / Approval of Minutes* Richard Peterson

III. Information Reports
   a. University Update Martha Saunders
   b. Advancement Report Howard Reddy
   c. CFO Report Daniel Lucas

IV. Committee Reports
   a. Investment Gail Dorsey
      • Performance Report
      • Committee Actions, if any*
   b. Audit / Budget David Hightower
      • Budget & Financial Reports
      • Review Conflict of Interest Policy*
      • Review Spending Policy*
   c. Nominating John Hutchinson
      • Potential Board Member & Officers*
      • Review Nominating Process & Board Development Policy*
      • Review Board Member Position Description*
      • Review Board Assessment Survey*

V. Other Business
   a. Tax Legislation Dan Lucas

VI. Adjourn

* Denotes possible action items.

To attend via conference call or to file a proxy, please contact Margo Eaddy (474-2898) or Daniel Lucas (474-3380) at least 3 business days prior to the meeting.

Please RSVP to Margo Eaddy at
474-2898 or meaddy@uwf.edu
Present
Members: Chair Mr. Gordon Sprague, President Martha Saunders, Mr. Dave Cleveland, Mrs. Gail Dorsey, and Mr. David Hightower

Staff: Mr. Howard Reddy, Mr. Dan Lucas, and Ms. Margo Eaddy

Guests: Ms. Jan Butts

Call to Order: Mr. Sprague called the meeting to order at 3:31 p.m. Staff confirmed a quorum.

Minutes: The committee members reviewed the minutes of the August 31, 2017, meeting. Ms. Dorsey made a motion to accept the minutes as presented. Mr. Hightower seconded the motion, and the motion carried with all voting in favor.

University Update: Dr. Saunders provided a brief university update. Enrollment is up 1.5%, and would have been higher except that 90 students were lost due to hurricane Irma. Some of the students were online and lost power, some were called to the National Guard, and some of the students' homes were damaged. In the legislature, Direct Support Organizations (DSO’s) are under review. However, UWF has made the point that the UWF Historic Trust is not a traditional DSO. It has a unique purpose. Dr. Saunders also reported that due to hazing incidents, UWF had made suspensions: a 5 year suspension to a UWF fraternity and a temporary suspension of a UWF sorority, pending investigation. UWF plans to bring all sororities and fraternities in for retraining. Finally, the University Faculty Union contract has been finalized.

Advancement Report: Mr. Reddy shared advancement highlights including recent gifts to Gulf Power Scholars, the Early Learning Playground, WUWF, the CeCe Boone Memorial Endowment Scholarship, Archaeology, Health, Music, and WUWF. Mr. Reddy noted we have currently exceeded the Public Phase Campaign Goal of $50 million by over $13 million, bringing the campaign total to a little over $63 million, noting we are on track for a strong finish. Effective September 1, Alexander-Haas (fundraising counsel) partner Nancy Peterman has been engaged as lead counsel for the next six months to advise on the campaign close and how to gain the most sufficient use of our limited resources. The Donor Recognition Dinner and 50th Anniversary Campaign Closing, will be held on November 30, at Sanders Beach Community Center, and the UWF HolidayFest will be held on December 14th at the Pensacola Historic Village – a family-friendly event offering a festive Victorian evening. Mr. Reddy encouraged everyone to attend.

CFO’s Report: Mr. Lucas presented the CFO’s Report. He reported that there will be a fundraising initiative for early in the spring called Giving Day, encouraging donations from the community, alumni and other constituents. Mr. Lucas reported a study is being done in housing, and that one expected outcome will be making more single units available. Marketing consultant, Mind Power is focusing on integrating enrollment and offering housing to students earlier in the process. Students are more successful when they stay on campus. Mr. Sprague inquired about the existing southside dormitories. Mr. Lucas replied that the units are in need of significant modifications and are doubles, while today’s
students prefer singles. While it is too expensive to redo the southside units for housing, they may be used for storage, which is needed on campus. Mr. Lucas stated that UWF is reinvesting in updating the outdated phonathon software and equipment. Finally, there is a development search for the Associate Vice President of Development.

**Investment Committee:** Mrs. Dorsey provided a report on the third quarter 2017 investment pool performance. As of September 30, 2017, the investment value was $87,954,469. Total with cash reserves is $91,009,228. Returns for the fiscal quarter to date are 4.01%, compared to the balanced index of 3.54%. US markets showed strength, S&P up 4.5%, up 14.2% year to date. No managers presented to the committee at its meeting, and no recommendations for investment changes were put forward. Four money managers are on cautionary status: Eagle Capital, AMG SouthernSun, Archstone and Barrow Hanley. Barrow Hanley will be removed from cautionary status as performance has significantly improved. The committee considered the current spending allocation rate and made a decision to maintain the spending allocation rate at 4%. Because of uncertainties of upcoming tax legislation and cash flow projections, it is recommended to defer Investment Recommendations to the 1st Quarter 2018.

**Audit Budget Committee:** Mr. Lucas presented the Audit Budget Committee report. The committee had reviewed the Foundation’s operating budget for the quarter ending September 30, 2017. No significant variances were noted. The committee also reviewed the housing budget, noting revenues were 5.71% below and expenses were 13.3% below budget. Occupancy is 10% under budget. Management is actively managing expenses to offset the reduction in revenues. Prior years’ unspent budget will be used to fund new equipment and software for the Phonathon room and expenses associated with Annual Giving Day. Mr. Lucas shared that the committee had completed its annual review of internal controls at the meeting and no concerns were raised during the review.

**Nominating Committee:** Mr. Sprague presented the Nominating Committee report on behalf of the chair John Hutchinson. He shared that the committee had reviewed the responses from board members related to board engagement and would be making some suggestions in response. The committee also reviewed the process and timeline of nominations of new board members.

**Other Business – Gift Policy:** Mr. Lucas recommended to the Board that updates to the University of West Florida Foundation Gift Acceptance General Policy be adopted. The changes enhance the policy to make it more donor centric for property and gifts-in-kind donations. Mr. Hightower made the motion. Mrs. Dorsey seconded the motion, and the motion carried with all voting in favor. Discussed, as part of our Triumph proposal, the Foundation may accept land downtown.

There being no further business, the meeting was adjourned at 4:29 p.m.

Minutes recorded by Margo Eaddy on November 17, 2017
The University of West Florida Foundation, Inc.
Earnings vs Expenses Obligated
As of December 31, 2017

<table>
<thead>
<tr>
<th>Investment Earnings</th>
<th>09.30.17</th>
<th>12.31.17</th>
<th>03.31.18</th>
<th>06.30.18</th>
<th>To Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest Income</td>
<td>$17,761.93</td>
<td>$2,306.18</td>
<td>-</td>
<td>-</td>
<td>$20,068.11</td>
</tr>
<tr>
<td>Dividend Income</td>
<td>239,579.87</td>
<td>514,446.80</td>
<td>-</td>
<td>-</td>
<td>754,026.67</td>
</tr>
<tr>
<td>Unrealized Gain/Loss</td>
<td>3,804,655.41</td>
<td>388,211.70</td>
<td>-</td>
<td>-</td>
<td>4,192,867.11</td>
</tr>
<tr>
<td>Realized Gain/Loss</td>
<td>608,594.46</td>
<td>1,461,364.74</td>
<td>-</td>
<td>-</td>
<td>2,069,959.20</td>
</tr>
<tr>
<td>Rental Income</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Investment Fees</td>
<td>(56,789.68)</td>
<td>(31,451.05)</td>
<td>-</td>
<td>-</td>
<td>(88,240.73)</td>
</tr>
<tr>
<td>Consultant Fees</td>
<td>-</td>
<td>(44,724.63)</td>
<td>-</td>
<td>-</td>
<td>(44,724.63)</td>
</tr>
<tr>
<td>Other Charges &amp; Fees</td>
<td>-</td>
<td>(1,295.00)</td>
<td>-</td>
<td>-</td>
<td>(1,295.00)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$4,613,801.99</td>
<td>$2,288,858.74</td>
<td>-</td>
<td>-</td>
<td>$6,902,660.73</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Expenses Obligated</th>
<th>Spending Rate @ 4.00%</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY 17/18</td>
</tr>
<tr>
<td>Investment Earnings</td>
<td>$6,902,660.73</td>
</tr>
<tr>
<td>Dept. Allocated Spending</td>
<td>2,451,182.84</td>
</tr>
<tr>
<td>Operating Budget</td>
<td>1,333,148.00</td>
</tr>
<tr>
<td>Non-Endowed Budget</td>
<td>511,000.00</td>
</tr>
<tr>
<td><strong>Total Committed Expenses</strong></td>
<td>4,295,330.84</td>
</tr>
<tr>
<td>Income Versus Expenses</td>
<td>$2,607,329.89</td>
</tr>
</tbody>
</table>
Other UWF Foundation Assets

Charitable Gift Annuity

**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 held by the UWF Foundation as of 12/31/2017:

<table>
<thead>
<tr>
<th>Asset</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cornerstone</td>
<td>$3,091,626.90</td>
</tr>
<tr>
<td>Annuitant 1</td>
<td>$-</td>
</tr>
<tr>
<td>Annuitant 2</td>
<td>$15,410.55</td>
</tr>
<tr>
<td>Annuitant 3</td>
<td>$2,995,143.15</td>
</tr>
<tr>
<td>Annuitant 4</td>
<td>$81,073.20</td>
</tr>
</tbody>
</table>

On 09/25/2017, Annuitant 4 made an $80,000 charitable gift annuity with an approximate liability of $46,565.60.

Annuity Commitments as of 6/30/2017:

<table>
<thead>
<tr>
<th>Annuitant</th>
<th>Commitment</th>
<th>Age</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>$-</td>
<td>Deceased</td>
</tr>
<tr>
<td>2</td>
<td>$6,808.64</td>
<td>87 @ 06.30.17</td>
</tr>
<tr>
<td>3</td>
<td>$1,663,118.08</td>
<td>91 @ 06.30.17</td>
</tr>
<tr>
<td>4</td>
<td>$46,565.60</td>
<td>75 @ 06.30.17</td>
</tr>
</tbody>
</table>

**6.30.17 FASB Balances adjusted for Annuity Payments; alignment of calculation done by Cornerstone fiscal year end.

Insurance

<table>
<thead>
<tr>
<th>Insurant</th>
<th>Face Value</th>
<th>Cash Value</th>
<th>Interest Credit</th>
<th>Cost Per Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>$100,000</td>
<td>$40,255.23</td>
<td>$2,682.57</td>
<td>$870.80</td>
</tr>
<tr>
<td>2</td>
<td>$25,000</td>
<td>$5,937.62</td>
<td>$-</td>
<td>$600.00</td>
</tr>
<tr>
<td>3</td>
<td>$100,000</td>
<td>$14,411.42</td>
<td>$1,252.86</td>
<td>$894.88</td>
</tr>
<tr>
<td>4</td>
<td>$1,000,000</td>
<td>$216,838.61</td>
<td>$-</td>
<td>$65,000.00</td>
</tr>
</tbody>
</table>

***Numbers represent 6.30.17 balances as information is only supplied at year end from insurance companies.
## University of West Florida Foundation
### Income Statement

**Housing Budget to Actual for the UWF Foundation Board**

<table>
<thead>
<tr>
<th>Revenues</th>
<th>Actual</th>
<th>Budget</th>
<th>Variance Amt.</th>
<th>Variance %</th>
<th>Year to Date</th>
<th>Actual</th>
<th>Budget</th>
<th>Variance Amt.</th>
<th>Variance %</th>
<th>Budget</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>Actual to Date</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>6/30/18</td>
<td></td>
</tr>
<tr>
<td><strong>INTEREST INCOME - HOUSING</strong></td>
<td>$4,000.00</td>
<td>$4,291.00</td>
<td>$3,614.04</td>
<td>6.01%</td>
<td>$3,056.40</td>
<td></td>
<td></td>
<td>$3,056.40</td>
<td>6.01%</td>
<td>$20,000.00</td>
<td></td>
</tr>
<tr>
<td><strong>RENTAL INCOME - HOUSING</strong></td>
<td>$509,699.47</td>
<td>$522,677.00</td>
<td>$22,977.53</td>
<td>4.51%</td>
<td>$4,022,684.57</td>
<td></td>
<td></td>
<td>$4,022,684.57</td>
<td>4.51%</td>
<td>$0.00</td>
<td></td>
</tr>
<tr>
<td><strong>CONCESSIONS REVENUE</strong></td>
<td>$19,032.53</td>
<td>$18,334.00</td>
<td>$698.53</td>
<td>3.67%</td>
<td>$22,643.82</td>
<td></td>
<td></td>
<td>$22,643.82</td>
<td>3.67%</td>
<td>$45,000.00</td>
<td></td>
</tr>
<tr>
<td><strong>OTHER INCOME - HOUSING</strong></td>
<td>$37,962.09</td>
<td>$33,065.00</td>
<td>$4,897.09</td>
<td>(12.90%)</td>
<td>$100,239.43</td>
<td></td>
<td></td>
<td>$100,239.43</td>
<td>(12.90%)</td>
<td>$200,000.00</td>
<td></td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>$607,831.91</td>
<td>$619,401.00</td>
<td>($1,569.09)</td>
<td>0.99%</td>
<td>$4,611,367.10</td>
<td></td>
<td></td>
<td>$4,611,367.25</td>
<td>0.99%</td>
<td>$10,555,158.00</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Expenses</th>
<th>Actual</th>
<th>Budget</th>
<th>Variance Amt.</th>
<th>Variance %</th>
<th>Year to Date</th>
<th>Actual</th>
<th>Budget</th>
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<th>Variance %</th>
<th>Budget</th>
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<tr>
<td></td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>Actual to Date</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>12/31/17</td>
<td>6/30/18</td>
<td></td>
</tr>
<tr>
<td><strong>INTEREST INCOME - SPIA</strong></td>
<td>$37,240.56</td>
<td>$35,100.00</td>
<td>$2,140.56</td>
<td>(5.75%)</td>
<td>$58,277.97</td>
<td></td>
<td></td>
<td>$58,277.97</td>
<td>(5.75%)</td>
<td>$135,000.00</td>
<td></td>
</tr>
<tr>
<td><strong>RENTAL INCOME - HOUSING</strong></td>
<td>$509,699.47</td>
<td>$522,677.00</td>
<td>$22,977.53</td>
<td>4.51%</td>
<td>$4,022,684.57</td>
<td></td>
<td></td>
<td>$4,022,684.57</td>
<td>4.51%</td>
<td>$0.00</td>
<td></td>
</tr>
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<td>3.67%</td>
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<td></td>
<td></td>
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<td>3.67%</td>
<td>$45,000.00</td>
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<td>$33,065.00</td>
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<td>(12.90%)</td>
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<td></td>
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<td>(12.90%)</td>
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<td>0.99%</td>
<td>$4,611,367.10</td>
<td></td>
<td></td>
<td>$4,611,367.25</td>
<td>0.99%</td>
<td>$10,555,158.00</td>
<td></td>
</tr>
<tr>
<td>Description</td>
<td>Actual to Date</td>
<td>Budget to Date</td>
<td>Variance Amt.</td>
<td>Variance %</td>
<td>Budget</td>
<td></td>
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<td>----------------------------------------------------------------------------</td>
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</tr>
<tr>
<td>97-73205 DEPRECIATION EXP - VILLAGE WEST</td>
<td>$76,203.51</td>
<td>$75,286.00</td>
<td>($917.51)</td>
<td>1.20%</td>
<td>$301,147.00</td>
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</tr>
<tr>
<td>97-73210 DEPRECIATION EXP - VILLAGE EAST</td>
<td>$119,390.82</td>
<td>$113,571.00</td>
<td>($5,819.82)</td>
<td>4.87%</td>
<td>$454,282.00</td>
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<tr>
<td>97-73215 DEPRECIATION EXP - ARGIO HALL</td>
<td>$52,319.91</td>
<td>$47,490.00</td>
<td>($4,829.91)</td>
<td>9.23%</td>
<td>$189,962.00</td>
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<tr>
<td>97-73220 DEPRECIATION EXP - MARTIN</td>
<td>$76,972.02</td>
<td>$76,551.00</td>
<td>($421.02)</td>
<td>0.55%</td>
<td>$306,206.00</td>
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</tr>
<tr>
<td>97-73225 DEPRECIATION EXP - PACE HALL</td>
<td>$50,566.00</td>
<td>$50,566.00</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$202,344.00</td>
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</tr>
<tr>
<td>97-73230 DEPRECIATION EXP - HERITAGE</td>
<td>$133,526.88</td>
<td>$132,801.00</td>
<td>($725.88)</td>
<td>0.54%</td>
<td>$531,204.00</td>
<td></td>
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</tr>
<tr>
<td>97-73235 DEPRECIATION EXP - PRESIDENTS</td>
<td>$188,940.93</td>
<td>$188,232.00</td>
<td>($708.93)</td>
<td>0.38%</td>
<td>$752,933.00</td>
<td></td>
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</tr>
<tr>
<td>97-74150 AMORTIZATION EXPENSE - HOUSING</td>
<td>$10,467.87</td>
<td>$10,467.00</td>
<td>($0.87)</td>
<td>0.01%</td>
<td>$4,181.70</td>
<td></td>
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</tr>
<tr>
<td>97-74200 INTEREST EXPENSE - HOUSING</td>
<td>$887,427.36</td>
<td>$730,737.00</td>
<td>($156,690.36)</td>
<td>17.66%</td>
<td>$1,753,769.00</td>
<td></td>
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</tr>
<tr>
<td>97-74300 HOUSING - MISC OPERATING ADMIN FEES</td>
<td>$936.98</td>
<td>$570.00</td>
<td>($366.98)</td>
<td>39.17%</td>
<td>$3,000.00</td>
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<td></td>
</tr>
<tr>
<td>97-74310 HOUSING - OTHER MISC OPER EXP</td>
<td>$32,750.00</td>
<td>$45,000.00</td>
<td>($12,250.00)</td>
<td>27.46%</td>
<td>$2,525.00</td>
<td></td>
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<td></td>
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</tr>
<tr>
<td>97-74315 HOUSING - MEAL PLANS</td>
<td>$6,600.00</td>
<td>$9,500.00</td>
<td>$2,900.00</td>
<td>(43.94%)</td>
<td>$123,000.00</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>97-75005 HOUSING UTILITIES - ELECTRICAL</td>
<td>$196,872.36</td>
<td>$202,566.00</td>
<td>$5,693.64</td>
<td>(2.89%)</td>
<td>$780,000.00</td>
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</tr>
<tr>
<td>97-75010 HOUSING UTILITIES - GAS</td>
<td>$7,752.57</td>
<td>$10,012.00</td>
<td>$2,259.43</td>
<td>(29.14%)</td>
<td>$35,700.00</td>
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<tr>
<td>97-75015 HOUSING UTILITIES - SEWER</td>
<td>$4,559.47</td>
<td>$4,844.00</td>
<td>$284.53</td>
<td>(7.2%)</td>
<td>$145,000.00</td>
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<tr>
<td>97-75020 HOUSING UTILITIES - WATER</td>
<td>$1,466.44</td>
<td>$1,349.00</td>
<td>($117.44)</td>
<td>8.01%</td>
<td>$1,061.00</td>
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<tr>
<td>97-75025 HOUSING UTILITIES - GARBAGE</td>
<td>$12,540.62</td>
<td>$14,896.00</td>
<td>$2,355.38</td>
<td>(18.76%)</td>
<td>$58,500.00</td>
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<td></td>
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</tr>
<tr>
<td>97-75030 HOUSING UTILITIES - CABLE</td>
<td>$4,052.05</td>
<td>$4,075.00</td>
<td>$22.95</td>
<td>(0.5%)</td>
<td>$168,300.00</td>
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<tr>
<td>97-75050 HOUSING - INSURANCE</td>
<td>$2,340.25</td>
<td>$12,000.00</td>
<td>$9,659.75</td>
<td>(412.77%)</td>
<td>$12,000.00</td>
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<td></td>
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</tr>
<tr>
<td>97-75055 INSURANCE - DIRECTORS/OFFICERS</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$5,000.00</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>97-75110 INSURANCE - BOND</td>
<td>$0.00</td>
<td>$75,000.00</td>
<td>$75,000.00</td>
<td>100.00%</td>
<td>$75,000.00</td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>97-75115 INSURANCE - AUTOMOBILE</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$75,000.00</td>
<td></td>
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<tr>
<td>97-75120 INSURANCE - PROPERTY</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$21,000.00</td>
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<tr>
<td>97-75200 BOND EXPENSES</td>
<td>$13,231.25</td>
<td>$13,762.00</td>
<td>$530.75</td>
<td>(4.01%)</td>
<td>$44,000.00</td>
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<tr>
<td>97-76020 LEGAL FEES</td>
<td>$0.00</td>
<td>$0.00</td>
<td>$0.00</td>
<td>0.00%</td>
<td>$1,000.00</td>
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<tr>
<td>97-76060 PROFESSIONAL SERVICES</td>
<td>$0.00</td>
<td>$1,500.00</td>
<td>$1,500.00</td>
<td>100.00%</td>
<td>$17,000.00</td>
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<tr>
<td>97-76110 BANK SERVICE CHARGES</td>
<td>$400.01</td>
<td>$1,112.00</td>
<td>$711.99</td>
<td>(177.99%)</td>
<td>$8,750.00</td>
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<tr>
<td>97-76115 ADMINISTRATIVE FEE - SPA</td>
<td>$2,491.73</td>
<td>$2,514.00</td>
<td>$22.27</td>
<td>(0.89%)</td>
<td>$10,000.00</td>
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<tr>
<td>97-76117 ADMINISTRATIVE FEE - HSG</td>
<td>$50,043.44</td>
<td>$58,296.00</td>
<td>$8,252.56</td>
<td>(16.49%)</td>
<td>$313,689.00</td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

Total Expenses: $2,674,506.76, $2,689,354.00, $14,847.24, (0.56%), $4,498,987.81, $4,794,622.00, $295,634.99, (6.57%), $10,344,674.00

Notes:
1. RENTAL INCOME - HOUSING: Occupancy is 10% under budget projections. We have targeted reduced expenditures in categories we nominally control to maintain our debt covenant ratio goal.
2. RENEWAL & REPLACEMENT: Building and equipment repairs that include wall and ceiling repairs, A/C unit repairs, furniture replacement, painting and window replacement.
3. HOUSING - OTHER MISC. OPER EXP: The Brailsford and Dunlavey study was not in the original budget.
## University of West Florida Foundation
### A COMPONENT UNIT OF THE UNIVERSITY OF WEST FLORIDA
#### BUDGETED STATEMENT OF FUNCTIONAL EXPENSES

<table>
<thead>
<tr>
<th></th>
<th>Scholarship</th>
<th>Other Program Services</th>
<th>Student HSG System</th>
<th>Fundraising</th>
<th>General &amp; Admin Expenses 12/31/2017</th>
<th>Transfers Out / (In) 12/31/2017</th>
<th>Budget 12/31/2017</th>
<th>Variance</th>
<th>% Unspent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Operating Budget</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
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<tr>
<td>Advancement Services</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$12,328</td>
<td>$12,328</td>
<td>$0</td>
<td>$13,650</td>
<td>$1,322</td>
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<td>Alumni Relations</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$40,268</td>
<td>$40,268</td>
<td>$0</td>
<td>$49,500</td>
<td>$9,232</td>
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<td>Campaign</td>
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<td>$0</td>
<td>$47</td>
<td>$0</td>
<td>$47</td>
<td>$0</td>
<td>$0</td>
<td>$55,000</td>
<td>$54,953</td>
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<td>Development</td>
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<td>$3,447</td>
<td>$0</td>
<td>$0</td>
<td>$140,853</td>
<td>$0</td>
<td>$0</td>
<td>$203,571</td>
<td>$59,271</td>
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<td>Foundation</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$188,384</td>
<td>$0</td>
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<td>$229,750</td>
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<td><strong>Total Adv. Division Lines</strong></td>
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<td>$0</td>
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<td>$140,900</td>
<td>$0</td>
<td>$0</td>
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<td>$166,144</td>
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<tr>
<td>Operating Budget, Executive</td>
<td>$0</td>
<td>$45,000</td>
<td>$0</td>
<td>$0</td>
<td>$103,559</td>
<td>$148,559</td>
<td>($33,500)</td>
<td>$115,103</td>
<td>$44</td>
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<tr>
<td><strong>Total Executive Lines</strong></td>
<td>$0</td>
<td>$45,000</td>
<td>$0</td>
<td>$0</td>
<td>$103,559</td>
<td>$148,559</td>
<td>($33,500)</td>
<td>$115,103</td>
<td>$44</td>
</tr>
<tr>
<td>Total of Operating Budget</td>
<td>$0</td>
<td>$48,447</td>
<td>$0</td>
<td>$0</td>
<td>$140,900</td>
<td>$344,539</td>
<td>($33,500)</td>
<td>$666,574</td>
<td>$166,188</td>
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<tr>
<td>Non-Endowed Budget</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-Endowed, Executive</td>
<td>$0</td>
<td>$10,195</td>
<td>$0</td>
<td>$1,500</td>
<td>$183,619</td>
<td>$195,314</td>
<td>$33,500</td>
<td>$228,500</td>
<td>($314)</td>
</tr>
<tr>
<td><strong>Total Non-Endowed Budget</strong></td>
<td>$0</td>
<td>$10,195</td>
<td>$0</td>
<td>$1,500</td>
<td>$183,619</td>
<td>$195,314</td>
<td>$33,500</td>
<td>$228,500</td>
<td>($314)</td>
</tr>
<tr>
<td>Other Areas</td>
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<td></td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>Administrative Fee Expendituris (net)</td>
<td>$0</td>
<td>$44,494</td>
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<td>$0</td>
<td>$65,029</td>
<td>$109,523</td>
<td>$0</td>
<td>$107,472</td>
<td>($2,051)</td>
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<tr>
<td>Housing</td>
<td>$0</td>
<td>$0</td>
<td>$4,498,987</td>
<td>$0</td>
<td>$0</td>
<td>$4,498,987</td>
<td>$0</td>
<td>$4,794,622</td>
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<tr>
<td>Other University Accounts</td>
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<td>$1,615,210</td>
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<td>$2,350,463</td>
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<td>$0</td>
<td>$2,350,463</td>
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<tr>
<td><strong>Total Other Areas</strong></td>
<td>$735,253</td>
<td>$1,659,704</td>
<td>$4,498,987</td>
<td>$0</td>
<td>$65,029</td>
<td>$6,958,973</td>
<td>$0</td>
<td>$7,252,557</td>
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<tr>
<td>Grand Total</td>
<td>$735,253</td>
<td>$1,718,346</td>
<td>$4,498,987</td>
<td>$142,400</td>
<td>$593,187</td>
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<td>$0</td>
<td>$8,147,631</td>
<td>$459,458</td>
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## The University of West Florida Foundation, Inc.
### Prior Years Unspent Budget Report
#### As of December 31, 2017

<table>
<thead>
<tr>
<th>Unspent Division of Advancement Lines</th>
<th>Unspent Executive Lines</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Carried Forward Funds</strong></td>
<td><strong>Carried Forward Funds</strong></td>
</tr>
<tr>
<td>Unspent Prior Years</td>
<td>Unspent Prior Years</td>
</tr>
<tr>
<td></td>
<td>$ 372,851.07</td>
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<tr>
<td></td>
<td>$ 30,618.75</td>
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<tr>
<td><strong>Total Carried Forward Budget</strong></td>
<td><strong>Total Carried Forward Budget</strong></td>
</tr>
<tr>
<td></td>
<td>372,851.07</td>
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<tr>
<td></td>
<td>30,618.75</td>
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<tr>
<td><strong>Expensed During 17/18</strong></td>
<td><strong>Expensed During 17/18</strong></td>
</tr>
<tr>
<td>Alexander Haas (Consultant)</td>
<td>-</td>
</tr>
<tr>
<td>Pensacola Blue Wahoos</td>
<td>-</td>
</tr>
<tr>
<td>Academic Works</td>
<td>-</td>
</tr>
<tr>
<td>Bowden Building Renovation</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td>25,795.98</td>
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<tr>
<td></td>
<td>15,103.87</td>
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<tr>
<td></td>
<td>6,292.81</td>
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<tr>
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<td>50,000.00</td>
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<tr>
<td><strong>Total FY 17/18 Expenses to Date</strong></td>
<td><strong>Total FY 17/18 Expenses to Date</strong></td>
</tr>
<tr>
<td></td>
<td>97,192.66</td>
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<tr>
<td><strong>Net FY 17/18 Activity</strong></td>
<td><strong>Net FY 17/18 Activity</strong></td>
</tr>
<tr>
<td></td>
<td>275,658.41</td>
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<tr>
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<td>30,618.75</td>
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<tr>
<td><strong>Unspent 17/18 Budget</strong></td>
<td><strong>Unspent 17/18 Budget</strong></td>
</tr>
<tr>
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<td>-</td>
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<tr>
<td><strong>Net Carry Forward FY 17/18</strong></td>
<td><strong>Net Carry Forward FY 17/18</strong></td>
</tr>
<tr>
<td></td>
<td>$ 275,658.41</td>
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<td>$ 30,618.75</td>
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</table>
UNIVERSITY OF WEST FLORIDA FOUNDATION, INC.

CONFLICT-OF-INTEREST POLICY

1. **Scope.** The following statement of policy applies to each member of the Board of Directors and to all officers of the University of West Florida Foundation, Inc. It is intended to serve as guidance for all persons engaged by the University of West Florida Foundation, Inc. in positions of significant responsibility for the activities of the Foundation.

2. **Fiduciary Responsibilities.** Members of the Board of Directors and officers of the Foundation serve the public trust and have a clear obligation to fulfill their responsibilities in a manner consistent with this ideal. High standards, ethical behavior, personal integrity, and impartiality are inherent to the reputation and ultimate success of the University of West Florida Foundation, Inc. All decisions of the Board and officers are to be made solely on the basis of a desire to promote the best interest of the Foundation, University of West Florida and the public good. Officers, Directors, and staff must refrain from engaging in any behavior that might be construed as self-dealing or in conflict with the mission, goals, and fundamental purpose of the Foundation. The integrity of the Foundation and University of West Florida must be protected and advanced at all times.

Men and women of substance inevitably are involved in the affairs of other institutions and organizations. An effective board cannot consist of individuals entirely free from at least perceived conflicts of interest. Although most such potential conflicts are and will be deemed to be inconsequential, it is everyone's responsibility to ensure that the Board is made aware of situations that involve personal, familial or business relationships that may be troublesome for the Foundation or University of West Florida. Thus, the Board requires each Board member and officer annually (1) to review this policy; (2) to disclose any possible personal, familial or business relationships that reasonably could give rise to a conflict of interest involving the Foundation or University of West Florida; and (3) to acknowledge by his or her signature that he or she is in accordance with the letter and spirit of this policy.

3. **Disclosure.** All Board members and officers are requested to disclose only those substantive relationships that they maintain (or members of their families maintain) with organizations that do business with the Foundation, University of West Florida or any related or affiliated organization, or which otherwise could be construed to potentially affect their independent, unbiased judgment in light of their decision-making authorities or responsibilities. Any uncertainties as to the appropriateness of listing a particular relationship may be resolved by consultation with the President of the UWF Foundation who in turn may consult with legal counsel, the Executive Committee, or the Board of Directors in a special-called meeting. Information disclosed or provided by any person pursuant to this policy shall be held in confidence except when, after consultation with that person, the best interests of the Foundation or University of West Florida would be served by disclosure.

The following definitions are provided to assist Board members and officers in determining whether to disclose a particular relationship:
Substantive Relationship. One in which a Board member, officer or family member, or an organization with which the Board member, officer or family member has a business relationship (1) does substantial business with the Foundation or University of West Florida or any related or affiliated organization or (2) has other direct or indirect dealings with the Foundation, University of West Florida or any related or affiliated organization from which the Board members, officer or family member benefits directly, indirectly or potentially from cash or property receipts totaling $10,000 or more annually.

Business Relationship. One in which a Board member, officer, family member is an officer, director, employee, partner, trustee, controlling stockholder or the actual or beneficial owner of more than 5 percent of the voting interest of an organization.

Family Member. A spouse, parents, siblings, children or any other relative of a Board member or officer if the latter resides in the same household as the Board member or officer.

4. Restraint on Participation. Board members or officers who have declared or have been found to have a conflict of interest shall refrain from consideration of proposed transactions, unless for special reasons the Board or administration requests information or interpretation. Persons with conflicts shall not vote, participate in discussion or be present at the time of the vote. Any proposed transaction in which a conflict of interest has been declared or found to exist must be approved by a majority of the disinterested members of the Board or the appropriate committee of the Board after disclosure of the conflict of interest.

January 2015 (editorial changes made reflecting title changes)
January 2018 (minor editorial change for clarity)
GENERAL STATEMENT

The University of West Florida Foundation, Inc. was chartered in 1965 as a direct-support organization of The University of West Florida. Its Articles of Incorporation provide that it will accept and administer gifts on behalf of the University and administer those gifts in accordance with the wishes of the donor. It is a qualified charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1954 and 1986, which exempts its revenues from federal income taxation.

Gifts, matching funds, and the earnings thereon will be used to further the interests of the University by supplementing appropriated resources in support of the teaching, research, and service components of the University.

It is both prudent and appropriate to remember at all times that these resources represent gifts and therefore should be expended in ways such that the benefactor would be pleased with how their gifts are used and with our stewardship.

PURPOSE

The purpose of this policy is to provide general guidance on the proper uses of Foundation funds and to define those expenditures deemed inappropriate. Procedures for the processing of requests for expenditures are also included.

OFFICE RESPONSIBLE

Although the University President is fully accountable to the State University System Florida Board of Education-Governors for the proper budgeting and expenditure of all Foundation funds, it is the responsibility of the appropriate Vice President, Dean, Director, and Account Manager to be accountable for their accounts. The Foundation business office is responsible for document review and the implementation of this policy.

POLICY

Foundation funds should be used to further the overall mission of the University and its various organizational units as budgeted and approved by the Foundation Board of Directors and the President of the University. All individuals having responsibility for the expenditure of Foundation funds must exercise care to ensure that all such expenditures are necessary and appropriate within the context of the mission of a Florida public university and the particular academic program or organizational unit involved. In particular, all expenditures must be justified based upon the benefit to the particular organizational unit and the University as opposed to the actual or perceived personal benefit to any individual person or persons associated with the University.

The following guidelines apply to all Foundation accounts:

1. The Foundation accepts donations, gifts and contributions only. Funds derived from non-qualifying activities such as workshops, seminars, conferences, symposiums, or fund raising
activities such as raffles, bake sales, dances, athletic events, promotions, etc. cannot be accepted and should be deposited in an appropriate University account.

2. University employees are encouraged to make gifts to the University through the auspices of the Foundation. To avoid any perception that their gift is being used to support a program over which the donor has discretion, an employee may not make a gift to a fund on which they have signature authority. In the case of a Dean/Director or Vice President, because of their authority over a broad range of funds, gifts may be made to support any college endowment, scholarship, or other restricted fund outside their area of supervision.

**PERMITTED EXPENDITURES**

**Timeframe for submission** of reimbursement requests will be limited to 90 days from the date on the receipt being submitted for reimbursement.

**Professional development** costs may include national and international travel to conferences, symposiums, and training programs. These activities will help ensure that faculty and staff remain current in their fields; contribute expertise to colleagues; and, bring recognition to the University. Note: Travel arrangements should be arranged through the University by TAR whenever possible.

**Student recruiting, support services, student program support, and financial aid** represent important objectives for which State funds are seldom sufficient. In addition, such student activities as orientations, picnics, banquets, and student organization support are an integral part of the student experience and may be supported financially through the use of local funds. **Facility construction or improvement** is often the focus of private fund raising. In other cases, discretionary local funds may be used to construct or improve critical facilities. Note: If the University has the capability to perform a function (shelving, painting, cleaning, etc.) an outside vendor should not be contracted.

**Organizational and management planning and development activities** must be undertaken periodically to assure that effective strategies and plans are developed and evaluated. This may include the use of consultants, retreats, and rented facilities away from the distractions of the normal workplace.

**Community/professional relations, public relations, donor relations, expressions of institutional gratitude, and government relations activities** are essential to a publicly assisted institution if it is to properly communicate its mission and needs to individuals who are in decision-making positions affecting the University. Because of the political sensitivity of these types of expenditures, great care and judgment must be exercised in their use.

**Acquisition of professional recommendations** sometimes requires the engagement of specialized consultants for a range of financial, legal, medical, environmental, architectural, and organizational issues. When internal staff expertise is not available, or requires corroboration, obtaining external advice may be appropriate.
Recruiting and retaining outstanding faculty and staff may require the use of local funds for candidate interviews, spouse travel, relocation expenses, search consultant fees, program initiation and support, facility renovation, and/or equipment, etc. In certain instances when State funds are insufficient to attract and retain outstanding talent to the University, it may be appropriate to use local funds for salary supplements or other forms of personal compensation in order to be competitive in the academic or administrative marketplace. However, all salary supplements and other forms of personal compensation require written approval by the President of the University or designee.

Improved faculty and staff morale activities require the expenditure of funds for special recognition awards, observances of major holidays, expressions of institutional gratitude, and events marking the successful completion of major projects of significant benefit to the University.

PROHIBITED EXPENDITURES

1. Foundation funds may not be used to further the political or religious aspirations of an individual or group.

2. Due to the complexity and wide variety of rules pertaining to visa holders, payments to non-U.S. citizens for services or other obligations will not be paid directly by the Foundation. However, upon review and approval by the Controller’s Office, such payments may be paid by the University and funded using Foundation funds.

3. Foundation funds may not be used to pay late fees/charges, penalties, fines, or citations/tickets. This includes “fines” assessed by a civic organization for a no-show on a previously confirmed attendance.

4. Expenditures for personal clothing will not be paid with Foundation funds. This does not include items purchased to commemorate special events or initiatives of The University of West Florida or gifts to donors or special guests of the University.

5. Cellular telephones and service fees can be paid using University resources. Therefore, Foundation resources should not be used for cellular telephone expenses.

6. Expenditures for bottled water will be permitted only in circumstances in which potable water is not available within a reasonable proximity to the working environment. An exception to this policy will be allowed only when the bottled water is designated for University guests and their hosts. Typically these purchases are only permissible for offices with major external roles (e.g., President’s office).
5. Purchases of meals and kitchen supplies such as cups, plates, napkins etc. are prohibited except for the following situations:

   a. Meal and kitchen supplies purchases designated for University guests and their hosts for particular visits such as Board meetings, visiting dignitaries, community engagement, and academic certificates.

   b. Meal and kitchen supplies purchases designated for modest refreshments during department meetings, student recruitment, student study groups and the like. Costs should be reasonable and customary. Kitchen supplies such as cups, plates, napkins, sugar, coffee, soft drinks, etc. should be acquired through means other than Foundation funds. An exception to this policy will be allowed only when the items are designated for University guests and their hosts for the particular visit. Typically these purchases are only permissible for offices with major external roles (e.g., President’s office).

6. Payment for routine off-campus meals that do not have business as their primary purpose is prohibited. Receipts for business meals must state the names of all attendees and include a written statement of the business purpose of the meeting. Additionally, gratuities are limited to 20% of the cost of the meal. Reimbursement for modest refreshments during Department meetings, Board meetings and the like is allowed and will be made to the individual or caterer who provided the items/services.

7. Payment for items associated with recognition of individual employee’s birthdays (e.g. cake, drinks, balloons, and paper goods) is not an appropriate use of Foundation funds. A modest group celebration of birthdays is permissible (e.g., the President hosting an event for all of that month’s birthdays.)

8. Generally, Foundation funds should not be used for service club or social club memberships (e.g., Rotary, etc.). The exception to this is for individuals who play significant roles in furthering community relations (including the President, VPs, and Deans). Memberships for individuals beyond the President, VPs and Deans are limited to persons with major external roles and require approval by the appropriate VP. Only basic membership dues (i.e., not voluntary donations, fines, etc.) will be reimbursed. In all cases, the primary purpose of the membership and the expenditure should be for promotion of the University.

9. Office maintenance functions (carpet cleaning, plant maintenance, etc.) may not be paid for with Foundation funds.

10. UWF parking decals for faculty and staff, including adjunct instructors, may not be reimbursed by or purchased through the Foundation.
1311. In instances where a mandatory facility fee is not imposed by a hotel/motel, payments made for in-room movies, laundry, mini-bar and other hotel amenities may not be reimbursed by the Foundation.

1412. Payments for office supplies or furniture and equipment that are not business-related, customary, or reasonable may not be paid for with Foundation funds.

Need for Prior Approval:

It is recognized that the appropriateness of some expenditures will be unclear even in light of this policy. In these cases, it is the responsibility of the unit, account administrator, or individual to obtain prior approval from the Foundation Business Office.

Exceptions:

This list of prohibited expenses is meant to address the large majority of situations. Under rare and unique circumstances exceptions may need to be made. Such cases require written approval of the President of the University. In cases directly involving the President, prior approval by the Foundation Board of Directors may be necessary.

PROCEDURE

Requesting expenditures from an account held by the Foundation will require compliance with the restrictions and conditions placed upon the funds by the donor(s) and with the Request To Spend Foundation Funds preparation guidelines. Additionally, non-typical expenditures of Foundation funds require the following:

1. For the transfer of funds from a Foundation account to a University account or when making a payment on a University invoice, a University Index and account number and object code must be provided on the Request to Spend Foundation Funds form.

2. All individuals employed through the University (including Adjuncts and students) receiving compensation for services performed must request payment using an action sheet that is processed through University payroll. The Foundation is prohibited from making direct payments to any State University System (SUS) employee for compensation or non-recurring salary supplements; however, such payments may be paid by the University and funded using Foundation funds. For any other person who performs services, receives prizes and awards using Foundation funds; the recipient must complete a W-9 and/or Tax Acknowledgment of Prizes and Awards form requiring payment, a current address and Social Security Number / Employee Identification Number must be provided.
SUMMARY

In spending Foundation funds, the Foundation and University believe that accountable officers must have sufficient latitude to accomplish the mission of their organizational unit and that of the University. The Foundation and University also embrace a set of values that is in keeping with a sense of prudence and with the leadership role that the University inevitably plays within the larger society. To that end, the University expects that accountable officers will exercise good judgment and a high degree of ethics in making expenditure decisions, taking into consideration such factors as:

- Reason
- Appropriateness
- Clear justification
- Sensitivity to the values of the Foundation and the University
- The current academic, social, ethical, and financial environment of the University
- The effect that certain types of expenditures may have upon the public image of the Foundation and the University
- The overall purpose to be served and,
- Consideration of the types and amount of funds available to various units within the Foundation and the University.
Nominating Committee Charge

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 gauge 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 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:

As of June 30, 2018, the Board will have the following open positions.

Foundation Board Appointments

The Foundation Board has 2 Board positions to fill.

<table>
<thead>
<tr>
<th>Name</th>
<th>Eligibility</th>
<th>Term</th>
</tr>
</thead>
<tbody>
<tr>
<td>Linda Brotherton</td>
<td>Eligible for reappointment</td>
<td>Full 4 year term (7/1/18 - 6/30/2022)</td>
</tr>
<tr>
<td>John Peacock</td>
<td>Eligible for reappointment</td>
<td>Full 4 year term (7/1/18 - 6/30/2022)</td>
</tr>
</tbody>
</table>
Presidential Appointments

President Saunders has 3 Board position to fill.

William Rone   Eligible for reappointment  Full 4 year term (7/1/18 - 6/30/2022)
Jill Thomas    Eligible for reappointment  Full 4 year term (7/1/18 - 6/30/2022)
Gordon Sprague* Not eligible for reappointment Full 4 year term (7/1/18 - 6/30/2022)

*but will remain on Board until two-year term as IPC is completed

Alumni Board Appointment

The Alumni Board has 1 open Board position.

James Hosman   Eligible for reappointment  Full 4 year term (7/1/18 - 6/30/2022)

Resulting Composition of the Board
10 positions appointed by the Board
10 positions appointed by the President
2 positions appointed by the Alumni Association
Board of Director Nominations:

Nominating Committee:
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 its Chair. Through the efforts of the Nominating Committee, the Board has an obligation to build a competent board and articulate prerequisites for candidates, orient and mentor new members, and periodically and comprehensively evaluate its own performance.

Timing of Nominations:
Recommendations for potential nominees shall be submitted to the Nominating Committee no later than the end of January. In keeping with the Board approved nominating process and Board of Director Position Description, the Nominating Committee shall meet and nominate Directors as well as the officers of the Foundation. All such nominations by the Committee are to be advanced to the President of the Foundation thirty (30) days prior to the Board’s June meeting.

Schedule / Timeline:
- Throughout the year—Recommendations for nominees will be accepted throughout the year.
- December—Nominating Committee Chair reminds all Board members to submit names for consideration to the President of the Foundation prior to the end of January.
- December/January—Solicitation of nominations is disseminated via email and on the website annually, as needed. Those wishing to nominate themselves or another individual will submit candidate information on the online application form.
- December/January—For individuals nominated by a third party, Nominating Committee members will confirm willingness to serve and request completion of the application.
- January—A second call for nominations is disseminated, as needed.
- January 31—Deadline to submit application forms/names for consideration; staff prepares information matrix.
- February—Nominating Committee evaluates names for Board of Directors positions and develops a preliminary slate of names.
- March/April—Assigned committee and/or staff members contact nominees to confirm availability and interest in serving on the Foundation Board.
- May—Nominating Committee confirms the names to put forward to full board and advances slate to the President of the Foundation.
- June—Full Board votes on slate of names to fill vacancies and officer positions.

General Keys to Good Governance:

Board Member Selection Process:
Each Fall the Nominating Committee asks for the names of potential Board Members. Names may be submitted for consideration from multiple sources including, current Board Members, President or designee, Development office, staff, former Board Members, Fellows, and other parties with an interest in the University. In addition, nominations are solicited by an email message and notice posted on the website in December. Self-nominations are accepted through completion of the online application form.
Staff prepares a matrix that provides information regarding alumni status, giving history, professional career experience, UWF service, location, and other attributes the Board deems important to the success of the Foundation.

Requirements:
Prior to agreeing to serve, each nominee will be asked to review and confirm their understanding of the information provided on the Foundation website to include, but not limited to the following:
- Board of Directors Position Description
- Fundraising Code of Ethics (website)
- Conflict of Interest

Committee Discussion:
At the Nominating Committee’s February meeting, committee members review the Board Member Position Description and the candidates nominated for Board positions. Discussions about nominees should include, but are not limited to, the following:
- Information Matrix as prepared above
- Community Involvement
- Financial Experience
- Fundraising Experience
- Media/Public Relations Experience
- Philanthropic Experience
- Governmental Involvement
- Diversity of the Board as a whole
- Regional/Geographic Representation of the Board as a whole
- Other factors relevant to University Strategic Initiatives

Order of Contact and Committee Contact Assignment:
Once a list of potential members is agreed upon, Nominating Committee members list the names in the order they will be contacted to fill any vacancies. The Nominating Committee coordinates which committee members and/or staff members will follow-up with the nominees to confirm their interest and availability in serving. In this process, the potential Board members should be provided with a copy of the Board Member Position Description.

Vacancies:
Staff coordinates the process to fill any open positions until filled, as outlined in the bylaws.

Board Evaluation:
Self-assessment - Each year the Nominating Committee will seek input from Board members for individual self-assessments and to conduct an assessment of the Board’s overall performance and provide a Report Card to the Chair of the Board at the June meeting.

Possible Grounds for Board Removal:
- Level of overall service - Level of attendance at meetings, donor events, fundraising activities, friend-raising initiatives, and other scheduled events will be evaluated.
- Committee Service
- Level of engagement – Failure to review Board materials in advance of the meeting.
- Acts inconsistent with Board Membership
- Disloyalty

Revised December 2014
• Failure to fulfill responsibilities as outlined in the Board of Directors Position Description
• Actions that conflict with the Foundation’s mission or otherwise bring discredit to the University

Board Development Activities:
Orientation – The contents of the Board Orientation may vary but shall incorporate an introduction to the University and the operation of the Foundation as a direct support organization (DSO); an update of current development activities; a briefing on relevant Florida laws (including the Sunshine Laws); an overview of the investments; and copies of all governing documents such as bylaws and policies. The Nominating Committee will be responsible for reviewing and approving the Board Orientation Workshop agenda at its May meeting each year.

Joint Board Retreats – Joint Board Retreats are planned and hosted by the University Board of Trustees. The Nominating Committee will encourage Foundation Board attendance at this event to facilitate greater interaction and communication between the related boards.

Quarterly Board Materials (via website) – The Nominating Committee will consider the timely posting of Board materials to the website in its overall review of Board performance. They will remind all Board members, especially new Board members, of the importance of reviewing all materials posted on the website.

UWF Foundation Fellows
Foundation Fellows are elected upon nomination of the Board of Directors of the Foundation and confirmed by the President of the University of West Florida. This honor is extended to persons of merit and distinction.

Timing of Nominations:
Nominations for Foundation Fellow shall be submitted to the President of the Foundation no later than the end of April. In keeping with the bylaws, the Chair of the Foundation will identify an appropriate standing or ad hoc committee to review the nominations.

Schedule / Timeline:
March – The full Board is asked to identify and submit names for Fellows.
May – The assigned committee considers nominees and votes on name(s) to put forward to full Board for consideration.
June – Full Board votes on nominee and the UWF President confirms.

Fellows Nomination Process:
Each Spring the Nominating Committee asks for nominees. Names may be submitted for consideration from multiple sources including current and former Board Members, the UWF President or designee, Development officers, staff, Fellows, and community members.

Staff compile the names and letters of nomination and other support as provided by nominator.

Nomination Criteria:
At the May meeting, the Nominating Committee considers the names of potential Foundation Fellows. Discussions about nominees should include, but are not limited to, the following:
• Service on the Foundation Board (both quality and quantity)
• Service to the university (including, but not limited to, service on other university boards or employment at the university)

Revised December 2014
• Support of the university (including, but not limited to, contributions of time and financial resources)
• Other accomplishments, service, or attributes
ROLE AND RESPONSIBILITIES OF DIRECTORS

Founded in 1965, the University of West Florida Foundation exists to assist the University in achieving educational excellence. It does so by attracting distinguished alumni and friends to lead the effort to raise private support for the margin of excellence that gifts make possible. The mission of the UWF Foundation is to encourage, maintain and administer gifts and bequests of property or funds for scientific, educational, or charitable purposes in service of the advancement of the University of West Florida.

The Board’s role includes advocacy of the University in public forums as well as support of other UWF DSO’s in their efforts related to public/private partnerships and community outreach/engagement.

To this end, members of the Board of Directors are expected to support the University with their time, talent, and treasure.

**Time** – The Board of Directors meets four times a year—in the fall, winter, spring and summer. The meetings are scheduled when possible in conjunction with UWF Board of Trustee meetings and special University events and provide an opportunity for directors to learn about the University, engage in dialogue with the President about its future direction, and shape the fundraising program to achieve the University's objectives.

In addition, all directors may be asked to be actively involved throughout the year in some aspect of the University's fundraising program. This most frequently will take the form of cultivating potential supporters of the university. In some instances, directors will be asked to serve directly in fundraising activities, including but not limited to the planning, execution and management of capital campaigns. This could involve activities done in tandem with university staff, and could require activities and initiatives completed independently.

**Approximate Minimum Time Commitment:**
- Quarterly full board meetings (6 – 7 hours annually)
- Quarterly committee meetings (6 - 7 hours annually)
- Monthly university and fundraising activities (15-30 hours annually)
- Additional time (i.e. for meeting preparation, subcommittee work, etc.) as needed.

**Talent** - Directors will be invited to join the Board because of their desire to enhance the University and their ability to interest others in doing so with their gift support. In addition, each director will be asked to serve on one management committee related to his or her special skills.

**Treasure** - All directors are expected to support the University through leadership gifts consistent with their means to the Annual Fund. At a minimum, directors are expected to make (or be moving toward) annual gifts at a level which will qualify for recognition at the Nautilus Level (presently a minimum of $1,000).
In addition, directors are expected to give serious consideration to supporting endowment and facilities programs of special interest to them. Further, each director will be encouraged to make provision for the Foundation in his or her estate plan.

**Primary Duties of the Foundation Board:**
- Exercise fiduciary responsibility with respect to the investment of, accounting for, and acknowledgement of all contributions.
- Manage the investment of all assets of the Foundation, including the prudent administration of all gifts consistent with donor intent.
- Ensure adequate resources so the university and the Foundation can fulfill their missions.
- Ensure effective organizational planning and financial management of Foundation funds.
- Assist the University President and Foundation staff in establishing and maintaining a favorable climate for giving.
- Objectively assess Board performance annually.

**Primary Duties as an Individual Director:**
- Maintain knowledge of University of West Florida’s mission, programs, resources, and needs.
- Prepare for and participate in all board meetings in order to make informed, independent, and objective decisions.
- Review and approve the Foundation’s annual investment goals, operating budget, and financial statements.
- Understand that an individual Board member can bind the Board or Foundation only when authorized to do so and publicly support the majority decision of the Board.
- Participate actively in the fundraising programs of the Foundation by providing personal financial support of the university through both the Annual Fund and any major fundraising campaign.
- Assist in the identification, cultivation and solicitation of donors as requested and maintain confidentiality of donor information.
- Serve as an effective university spokesperson in the community.
- Serve on board committees as requested.
- Serve as a representative of the Foundation Board at University events.
- Execute and update a “Conflict of Interest Statement” each year.

In evaluating director performance relative to these three areas of responsibility, the Board is mindful of the unique contributions directors can make. In some cases, these directors are limited by time or distance, but are able to undertake or lead special efforts on behalf of the University. Whether they be in the areas of fundraising, advocacy, or real estate acquisition or management, the Board gives due consideration to these contributions even when time or distance constraints limit other participation.

**Adopted by UWF Board of Directors: December 14, 2006**
**Revised and Adopted: June 14, 2012**
We invite you to complete this brief survey about your experience on the UWF Foundation Board of Directors. We are interested in your suggestions and will use the feedback to improve the board experience for all members. The survey will take 1-2 minutes to complete. Please note that survey results might not be anonymous. We request that you complete the survey by June 1, 2018.

If you have any questions or concerns, please contact us as follows:

Meredith N. Brunen
Howard Reddy
Interim President, UWF Foundation, Inc.
850-474-2712
mbrunen@uwf.edu

Dan Lucas
CFO, UWF Foundation, Inc.
850-474-3380
dlucas@uwf.edu

Have you been on the UWF Foundation Board of Directors for more than one year?

- [ ] Yes
- [x] No

Are you aware of the expectations for Foundation Board members? In what ways, if any, could those expectations be communicated more clearly?

- [ ]
- [ ]
- [x]

Which of your skills and talents do you believe could be useful to the Foundation? Are they being used?

- [ ]
- [ ]
- [ ]
Have you noted areas of board function that could use improvement in effectiveness and/or efficiency? If so, please share ideas about ways the Board of Directors might improve.

Are you on a committee that suits your talents and which interests you? If not, on which committee would you like to serve?

Will you have more, less, or about the same amount of time to commit to Foundation activities in the upcoming fiscal year (July 1, 2017-June 30, 2018)?

What is one big idea you wish to share that would have a potential positive impact on the Foundation?

Please share the names of individuals or companies you have a relationship with that may wish to initiate or increase their support of UWF.

Your name (optional)
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**Meredith N. Brunen**
Interim President, UWF Foundation, Inc.
850-474-2712
mbrunen@uwf.edu

**Howard Reddy**
850-474-3306
hreddy@uwf.edu

**Dan Lucas**
CFO, UWF Foundation, Inc.
850-474-3380
dlucas@uwf.edu

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Your name (optional)
<table>
<thead>
<tr>
<th>Date</th>
<th>Meeting</th>
<th>Time</th>
<th>Location</th>
<th>Attendees</th>
</tr>
</thead>
<tbody>
<tr>
<td>June 29th, Thursday</td>
<td>Board Orientation Workshop</td>
<td>2:00 p.m. - 4:00 p.m.</td>
<td>Alumni Room, Building 12</td>
<td>New Members</td>
</tr>
<tr>
<td>August 31st, Thursday</td>
<td>Investment Committee</td>
<td>9:30 a.m. - 12:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>August 31st, Thursday</td>
<td>Audit/Budget Committee</td>
<td>2:00 p.m. - 3:15 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>August 31st, Thursday</td>
<td>Executive Committee</td>
<td>3:30 p.m. - 5:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>September 25th, Monday</td>
<td>Board of Directors Meeting</td>
<td>3:30 p.m. - 5:00 p.m.</td>
<td>UWF Pensacola Campus-Alumni Room, Building 12</td>
<td>All Requested</td>
</tr>
<tr>
<td>November 17th, Friday</td>
<td>Investment Committee</td>
<td>9:30 a.m. - 12:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>November 17th, Friday</td>
<td>Nominating Committee</td>
<td>1:00 p.m. - 2:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
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<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>November 30th, Thursday</td>
<td>Donor Dinner and Campaign Close Out Celebration</td>
<td>5:30 p.m. - 9:00 p.m.</td>
<td>Sanders Beach - Corinne Jones Center</td>
<td>All Requested</td>
</tr>
<tr>
<td>December 1st, Friday</td>
<td>Grant Committee</td>
<td>12:00 p.m. - 2:00 p.m.</td>
<td>UWF Pensacola Campus, 32/116</td>
<td>Committee members</td>
</tr>
<tr>
<td>December 13th, Wednesday</td>
<td>Board of Directors Meeting</td>
<td>3:30 p.m. - 5:00 p.m.</td>
<td>UWF Pensacola Campus-Alumni Room, Building 12</td>
<td>All Requested</td>
</tr>
<tr>
<td>December 14th, Thursday</td>
<td>UWF Holidayfest</td>
<td>5:30 p.m. - 7:00 p.m.</td>
<td>Pensacola Historic Village</td>
<td>All Invited</td>
</tr>
<tr>
<td>December 16th, Saturday</td>
<td>Fall Commencement</td>
<td>9:30 a.m. - 2:00 p.m.</td>
<td>Pensacola Bay Center</td>
<td>All Invited</td>
</tr>
<tr>
<td>February 22th, Thursday</td>
<td>Investment Committee</td>
<td>9:30 a.m. - 12:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>February 22th, Thursday</td>
<td>Nominating Committee</td>
<td>1:00 p.m. - 2:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
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<td>3:30 p.m. - 5:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>March 9th, Friday</td>
<td>Grant Committee</td>
<td>12:00 p.m. - 2:00 p.m.</td>
<td>UWF Pensacola Campus, 32/116</td>
<td>Committee members</td>
</tr>
<tr>
<td>March 21st, Wednesday</td>
<td>Board of Directors Meeting</td>
<td>3:30 p.m. - 5:00 p.m.</td>
<td>Emerald Coast Campus, Fort Walton Beach</td>
<td>All Requested</td>
</tr>
<tr>
<td>May 5th, Saturday</td>
<td>Spring Commencement</td>
<td>9:30 a.m. - 2:00 p.m.</td>
<td>Pensacola Bay Center</td>
<td>All Invited</td>
</tr>
<tr>
<td>May 18th, Friday</td>
<td>Investment Committee</td>
<td>9:30 a.m. - 12:00 p.m.</td>
<td>FPAN Building, 2nd Floor</td>
<td>Committee members</td>
</tr>
<tr>
<td>May 18th, Friday</td>
<td>Nominating Committee</td>
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<td>Committee members</td>
</tr>
<tr>
<td>June 4th, Monday</td>
<td>Board of Directors Meeting</td>
<td>3:30 p.m. - 5:00 p.m.</td>
<td>UWF Pensacola Campus-Alumni Room, Building 12</td>
<td>All Requested</td>
</tr>
<tr>
<td>June 15th, Friday</td>
<td>Joint Boards Appreciation Dinner</td>
<td>5:30 p.m. - 7:00 p.m.</td>
<td>TBD</td>
<td>All Invited</td>
</tr>
</tbody>
</table>

**Color Code Key:**
- Board Meetings in Red
- Executive Committee Meetings in Orange
- Audit / Budget Committee Meetings in Green
- Investment Committee Meetings in Purple
- Nominating Committee Meetings in Silver
- Grant Committee in Aqua
- UWF / Volunteer Events in Blue