



## BOARD OF TRUSTEES

# Governance, Audit, and Compliance Committee **DRAFT** Meeting Minutes

May 28, 2025  
10:30 A – 12:00 P

Florida Polytechnic University  
Virtual via Microsoft Teams

### I. Call to Order

Committee Chair Cliff Otto called the Governance, Audit, & Compliance Committee meeting to order at 10:30 a.m.

### II. Roll Call

Sherri Pavlik called the roll: Committee Chair Cliff Otto, Committee Vice Chair Jesse Panuccio, Trustee Patrick Hagen, and Trustee Sidney Theis were present (Quorum).

Committee members not present: Trustee Dorian Abbot

Other Trustees Present: Trustee Edwar Romero, Trustee Ilya Shapiro, and Trustee Colby Manrodt

Staff Present: President Devin Stephenson, David Blanton, Provost Brad Thiessen, Bryan Brooks, Dr. Allen Bottorff, Melaine Schmiz, Sherri Pavlik, and Kristen Wharton

### III. Public Comment

There were no requests received for public comment.

### IV. Approval of the February 5, 2025, Minutes

**Trustee Patrick Hagen made a motion to approve the Governance, Audit, and Compliance Committee meeting minutes for February 5, 2025. Trustee Jesse Panuccio seconded the motion; a vote was taken, and the motion passed unanimously.**

### V. 2024-2026 Governance, Audit, and Compliance Committee Work Plan

Committee Chair Otto reviewed the Governance, Audit, and Compliance Committee Work Plan. There was no discussion on this item.

VI. Audit and Compliance

A. Audit and Compliance Update

David Blanton, CAE and CCO, provided the Committee with an update on audit and compliance related matters. Included in the update was a reminder to file the annual Form 1 with the Florida Commission on Ethics by July 1. Blanton also covered common errors found in completing Form 1. If anyone has questions on properly completing Form 1, please contact Blanton or the General Counsel's office.

B. University Financial Audit FYE 24

Blanton presented the financial audit of the University for FYE24. The audit had a clean opinion on the financial statements and no matters over internal control or compliance that were reported.

C. Foundation 990

Blanton presented the Foundation 990 as required by BOG Regulation and ensured trustees that the activities of the DSO are consistent with University expectations.

D. Contractual Services Payments Review

Blanton presented a review of contractual service payments that disclosed several areas in which the University could enhance controls over such payments. University Audit is planning a follow-up review to ensure that controls are adequately addressed for such payments.

E. Textbook Affordability Monitoring Report, Spring 2025

Blanton presented the results of a monitoring review over textbook affordability and transparency for the Spring 2025 term. The results of the monitoring review disclosed that continued improvements are needed in the archived listing of instructional materials maintained by the University and in the required posting of course syllabi for general education courses.

F. Foreign Influence Audit

Blanton presented the results of the Foreign Influence Audit. The audit concluded that the University is currently exempt from statutory requirements related to screening and travel monitoring; however, several recommendations were made since the University will lose this exemption upon reaching \$10M in budgeted research expenses.

G. Report on Cybersecurity & GLBA Compliance

Cole Allen, Interim CIO of Information Technology Services, Carrie Mann, Director of Financial Aid, and Andrew Konapelsky, University Registrar, presented a report on GLBA compliance. Annual reporting to the Board is necessary to administer Title IV aid and the report concluded that the University has the proper controls in place to safeguard student's records, as required by GLBA.

## VII. Governance

### A. Regulations

Melaine Schmiz, Associate General Counsel, provided an overview of amended regulation FPU-2.001 Admission to the University and Appeal Process – General. The revision updates required immunizations and medical documentation, to be consistent with other SUS institutions.

Trustee Ilya Shapiro inquired as to the addition of MMR. Discussion among Committee members occurred, and they agreed to remove Section 9(b).

**Committee Vice-Chair Jesse Panuccio made a motion to amend proposed Regulation 2.001 Admission to the University and Appeal Process – General by removing Section 9(b), and to recommend the approval of the amended regulation to the Board of Trustees. Trustee Sidney Theis seconded the motion; a vote was taken, and the motion passed unanimously.**

Schmiz then provided an overview of FPU-4.003 Special Fees, Fines and Charges. If approved, this amended regulation will specify library fees and fines. Additionally, language for the authority for the University to enforce these fees is added, as well as to clarify the “cost” definition.

**Committee Vice-Chair Jesse Panuccio made a motion to recommend to the Board of Trustees the approval of amended regulation FPU-4.003 Special Fees, Fines and Charges. Trustee Sidney Theis seconded the motion; a vote was taken, and the motion passed unanimously.**

### B. Revised Board of Trustees Bylaws

Schmiz stated that this request is to modify the start date of the Board officer’s term in *Section 4.2, Selection of Officers and Terms of Office* from August 1 to July 1 to align with the Fiscal Year.

**Committee Vice-Chair Jesse Panuccio made a motion to recommend adoption of the Sixth Amended and Restated Bylaws to the Board of Trustees. Trustee Sidney Theis seconded the motion; a vote was taken, and the motion passed unanimously.**

### C. Board Training Needs

Committee Chair Otto presented a list of training topics beneficial to the Board for consideration. After some discussion, the trustees recommended a total of five topics to Board staff.

### D. President’s Proposed Goals for FY26

President Stephenson presented his Administrative Action Plan – FY26 to the Committee. His plan is related to three Priorities of the 25/30 Strategic Plan:

1. Comprehensive Institutional Growth
2. Advancement Through International Resource Development

### 3. Academic and Industry Collaborative Partnerships

President Stephenson will use Qualitative Measures with the continuation of focusing on the quality of processes, satisfaction of stakeholders and overall impact (ROI) of initiatives. Qualitative measures will include:

- Employee and stakeholder feedback through conversations and Board of Trustees' meeting presentations of the Strategic Plan's progress and challenges throughout the academic year;
- Surveys, focus groups, and progress reports that highlight significant achievements and improvements; and
- Information personnel feedback will continue to determine improvements in organizational culture and climate.

He will also use Quantitative Measures by rigorously tracking progress through quantitative data, providing clear and objective benchmarks for performance. Quantitative measures will include:

- Key performances indicators (KPI's) for each of our newly created Strategic Plan Goals;
- Student success, as measured by achievement, persistence, and completion;
- Financial performance metrics such as budget adherence and cost savings; and
- Productivity and efficiency metrics across academic, business, and student-focused departments.

**Trustee Sidney Theis made a motion to recommend to the Board of Trustees approval of the President's FY26 Administrative Action Plan. Trustee Patrick Hagen seconded the motion; a vote was taken, and the motion passed unanimously.**

### VIII. Closing Remarks and Adjournment

With no further business to discuss the meeting adjourned at 12:23 p.m.

Respectfully submitted:

Sherri Pavlik  
Executive Assistant & Paralegal  
Office of General Counsel