# MINUTES

**Members Present** Kevin Hyde (Chair), Sharon Wamble-King (Vice Chair) (via conference), Thomas Beaucham, Douglas Burnett (via conference), Tom Bryan (via conference), Annie Egan (via conference), Wilfredo Gonzalez (via conference), Adam Hollingsworth, Stephen Joost (via conference), Paul McElroy, Hans Tanzler (via conference), Radha Pyati

**Members Absent** Oscar Munoz (excused)

## Item 1 Call to Order

Chair Hyde acknowledged a quorum and called the meeting to order.

## Item 2 Public Comments

Chair Hyde offered an opportunity for public comments. There were none.

## Item 3 Chair’s Report

Chair Hyde reminded the Board that the purpose of this meeting was to discuss the outcome of contract negotiations with president-elect Szymanski and to review, discuss and approve a proposed negotiated Employment Agreement. He reminded the Board that they had received a March 5, 2018 Memorandum outlining the status of contract negotiations and terms of the tentative agreement with Dr. Szymanski (Exhibit A) and had also received a draft of the negotiated Employment Agreement (Exhibit B) for review in advance of this meeting.

## Item 4 Approval of Employment Agreement for President-Elect Szymanski

Chair Hyde updated the Board on contract negotiations as described in the March 5th Memorandum. He reminded the Board that they had authorized him to enter into negotiations with Dr. Szymanski on February 20th, immediately following the Board’s selection of Dr. Szymanski as president-elect. He reported that the terms described in his Memorandum and in the proposed Employment Agreement were the result of negotiations with Dr. Szymanski and his legal counsel. Chair Hyde then reviewed the proposed contract terms as reflected in his March 5th Memorandum and as reflected in the proposed Employment Agreement.

He noted that the contract term, outside activities provision, annual base salary, deferred compensation, incentive pay, evaluation provision, standard benefits, business/travel expenses, automobile allowance, moving expenses, tenure, sabbatical, post presidency, and termination provisions were within the parameters previously set by the Board. Regarding incentive pay, he noted that the final negotiated incentive pay pool distribution over the four year contract would be up to the following amounts: $65,000, $75,000, $85,000, $95,000. He also noted that the housing allowance was negotiated at a slightly higher level than initially anticipated while still below the housing allowance currently provided to President Delaney. Finally, he confirmed for the Board that the proposed Employment Agreement had been reviewed and approved as to form and legality by Ms. Vikki Shirley, General Counsel for the Florida Board of Governors.

Chair Hyde then called to the Board’s attention the spreadsheets attached to the March 5th Memorandum. He noted that the first spreadsheet reflected the financial cost of the contract over a ten year period, including a four year presidential term and post presidency thereafter. He then turned the Board’s attention to the second spreadsheet, which contained the salary survey prepared by our compensation consultant, Sibson Consulting, grouped according to institutions most similar to UNF and updated to reflect the new contract terms for Florida A & M University.

He reminded the Board that established parameters took into consideration peer Compensation of other similar institutions within the State University System, guidelines set by the Board of Governors and the compensation study approved by the Board. He noted the compensation study was a foundation for determining base salary and other elements of compensation.

The Board engaged in a detailed review of all provisions of the proposed Employment Agreement and Chair Hyde answered Trustee questions throughout the process. Chair Hyde noted that a substantial portion of the negotiations centered around post presidency provisions. He informed the Board that significantly, the contract did not include a sabbatical or sabbatical pay. Post presidency, Dr. Szymanski would establish a center in retail studies and competitive activity and would teach 9 credit hours per year.

From a pay perspective, there would be step-down salary adjustments structured in a similar manner to other institutions within the State University System. Chair Hyde informed the Board that the UNF Department of Marketing and Logistics within the Coggin College of Business, had unanimously voted to approve tenure for Dr. Szymanski within the Department. He noted that the proposed agreement granted Dr. Szymanski tenure as a faculty member, at the rank of Professor in the Coggin College of Business.

Following a full review of the proposed agreement, Chair Hyde opened the floor for any additional questions or comments. Trustee Pyati spoke about the proposed agreement’s annual escalator to

base salary and asked whether there was any data that tied this to faculty and staff raises. Chair Hyde responded that this provision was the result of contract negotiations and was not tied to university data. He noted that in negotiating the agreement, he was mindful of the parameters on base pay established by the Board, base pay for presidents at similar type institutions in the State University System and the findings of our compensation consultant. He also noted that he tried to balance this with the fact that Dr. Szymanski currently has a significantly higher base salary. Trustee Hollingsworth stated that Chair Hyde had done an excellent job of negotiating a base pay significantly lower than Dr. Szymanski’s current base pay and lower than other high performing peers in the State University System who are viewed as excellent performers by the Florida Board of Governors. He noted that the compensation package over the next four years for our new president will be less than the financial package over the past four years with our current president. The Board discussed how a negotiated annual base pay escalator might affect the internal culture of the University, in that President Szymanski may receive annual pay raises not available to faculty and staff. The Board agreed it was important to consider this concern and to make sure Dr. Szymanski is aware of this concern.

The Board discussed delegating to the Board Chair final decision making authority concerning whether to leave the base pay provision as currently proposed or whether to factor the proposed base pay escalators into base pay, resulting in a higher initial base pay that would be fixed for the four year contract term.

Trustee McElroy made a motion to approve the proposed Employment Agreement as presented and to delegate to the Chair the authority to determine, in the Chair’s sole discretion, whether or not to modify the base pay provision of the Agreement as discussed. The motion was seconded by Trustee Joost. The motion was unanimously carried as presented.

Prior to adjournment, the Board commended Chair Hyde for doing an excellent job with the contract negotiations and expressed their appreciation for his leadership of the search process and the Board.

## Item 5 Adjournment

Chair Hyde adjourned the meeting