

**BREVARD COMMUNITY COLLEGE
BOARD OF TRUSTEES
MEETING**

February 21, 2000
4:00 P.M.

Lecture Auditorium, Occupational Bldg.
Titusville Campus

PRESENT: Eugene C. Johnson, Chairman; Betts O. Silvernail, Vice Chairman; James W. Handley; Miriam E. Martinez; Dr. Alexandra M. Penn Williams; Joe D. Matheny, Attorney; Thomas E. Gamble, Secretary

1. CALL TO ORDER:

Mr. Johnson, Chairman, called the meeting to order.

a. Additions/Corrections to Agenda

Dr. Gamble reported the agenda has been revised to add Item 4.b., Parrish Medical Center, and 6.a., Energy Performance Contracting.

2. CONSENT AGENDA:

Dr. Gamble recommended approval of the consent agenda items as presented:

- 3.a. Minutes - Board of Trustees Meeting - January 24, 2000
- 7.a.(1) Renewal of Oktoberfest Agreement
- 8.b. Approval of Personnel Actions
- 8.c. Approval of Out-of-District Courses
- 9.a. Monthly Budget Summary

Mr. Handley moved approval of the consent agenda items as presented. Mrs. Silvernail seconded the motion. All those voting in favor of the motion - Handley, Silvernail, Penn Williams, Martinez, Johnson; opposed - none. Motion unanimously approved.

3. APPROVAL OF THE OFFICIAL MINUTES OF PREVIOUS MEETING:

a. Minutes - Board of Trustees Meeting - January 24, 2000

Approved as part of consent agenda items.

4. COMMUNICATIONS:

a. Report on Titusville Incubator - Dr. Koller/Mr. Rainey

Dr. Al Koller, Titusville Campus President, introduced Mr. Tom Rainey, Director of the Florida/NASA Business Incubator Center on the Titusville Campus. Mr. Rainey reported as of this date, the incubator center located on the Titusville Campus is 100% occupied. Since opening in 1996, the incubator has been host to twenty-one companies in Titusville and more than 64 high technology jobs have been created. NASA has been pleased with the program and another \$900,000 has been raised for further expansion of the NASA Incubator Program in Brevard County. Mr. Rainey distributed the TRDA annual report which lists incubators around the state modeled after the Titusville Florida/NASA Business Incubator Center. Recently incubator centers were launched in Panama City, Stuart, Jacksonville, Sanford, Tallahassee and Orlando. NASA commissioned a study three years ago in the State of Florida on business incubators and found there were five incubators in operation, including the Titusville center. Today there are seventeen incubators in operation around the state and an additional ten are under development.

Mr. Rainey reported he recently returned from Tallahassee after a meeting with the state pension fund director to discuss the possibility of taking out \$100 million and developing a high technology venture capital fund. In addition, the Governor is interested in promoting incentives for business incubator development in the state. Mr. Rainey reported on a task force with Governor Bush created to determine how to create the right environment in Florida to lure private venture capital funds who would incubate companies.

b. Parrish Medical Center - Mr. Jones

Mr. Harry Jones, general counsel, Parrish Medical Center provided a brief update on the progress of the Parrish Medical Center construction. He reported clearing has begun for the new site and he presented photographs of the work were distributed for the Board's review. A new road with a light at U.S. #1 will be constructed which will run east and west and parallel to the existing dirt road and

provide college access into the south parking lot. Secondary access will be provided for the hospital into the intended emergency room area and parking. If the hospital is permitted to construct this road, it will provide a divide five acres of college property. The hospital would like to either acquire or exchange the property as agreed upon by both agencies in order to construct this road. A preliminary appraisal has been performed and the engineers and staffs have discussed the benefit of the road. Mr. Jones asked for direction to allow the hospital and college staffs to work on this project with a recommendation to be presented to both the college board and hospital board in April for approval. Dr. Gamble reported the college administration has taken the position that Dr. Koller and the Board attorney, Mr. Matheny, should proceed to work with the Parrish Medical Center team to develop the plans. It was the Board's consensus to continue to proceed in this direction with the final details to be brought back to the Board for approval.

5. CITIZEN'S PRESENTATION:

a. U.S. Army Ground Forces Band - Dr. Koller

Dr. Koller reported the Titusville Campus hosted the U.S. Army Ground Forces Band last week. He presented a plaque to Mr. Johnson from the U.S. Army Ground Forces Band with grateful appreciation for assisting with their tour.

6. CONSTRUCTION & DEVELOPMENT:

a. Energy Performance Contracting - Mr. Little (Addendum)

Mr. Al Little, Vice President of Business/Finance, reported approval is being requested from the Board for the college to work with Florida Power and Light as a result of the energy savings process. Energy Performance Contracts are specifically allowed in Florida Statutes 235.215. The college plans to contract with FP&L to complete a comprehensive energy audit for BCC. This will inventory all energy and mechanical resources at the college and will identify potential projects to be included in an energy performance based contract. The projects would then come to the Board of Trustees for approval and would be financed through savings derived from the projects themselves. FP&L will guarantee a dollar level of savings for each project and in doing so will actually pay the college if this level of savings is not experienced as a minimum. Five companies responded to the request for qualifications and the review committee interviewed three of the companies.

Dr. Penn Williams was present for two of the interviews. After the interviews were conducted, the review committee ranked FP&L as the top respondent. Based on this process, it is the recommendation of the review committee to recommend FP&L as the identified Energy Service

Company and authorize the administration to negotiate a contract for an energy survey at the college. If the Board approves the recommended projects from the survey, FP&L would also perform the projects. Dr. Gamble recommended approval to proceed with FP&L as the college's Energy Service Company to perform the energy audit.

Dr. Penn Williams moved approval to proceed with the energy plan with FP&L. Mrs. Silvernail seconded the motion. All those voting in favor of the motion - Penn Williams, Silvernail, Handley, Martinez, Johnson; opposed - none. Motion unanimously approved.

7. OLD BUSINESS:

a. Report on Pending Legal Actions - Mr. Matheny (Addendum)

Mr. Matheny reported since his legal summary was prepared, all of the claims Mrs. Moore had against the college have been negotiated away, therefore, it would be appropriate for the Board of Trustees to approve the settlement. It is a good settlement and the college would be potentially giving up some attorney's fees that could be claimed due to the college succeeding in the lawsuit, however, those costs were borne by the insurance carrier. Mr. Matheny recommended approval of the settlement whereby neither party takes from the other its complete release of both parties and the case is essentially dropped.

Mrs. Martinez moved approval of the settlement whereby the case has been essentially dropped with Mrs. Moore. Dr. Penn Williams seconded the motion. All those voting in favor of the motion - Martinez, Penn Williams, Handley, Silvernail, Johnson; opposed - none. Motion unanimously approved.

(1) Renewal of Oktoberfest Agreement

Approved as part of the consent agenda items.

b. Approval of Collective Bargaining Agreement with UFF-BCC - Mr. Lawton (Addendum)

Mr. Robert Lawton, Associate Vice President of Human Resources, requested that Glenn Forester, President of the UFF-BCC, provide the results of the recent ratification vote of the faculty union. Mr. Forester addressed the Board of Trustees and reported the votes were counted for the 1999-2000 UFF-BCC agreement and out of a 53% return, 73% voted yes and 21% voted no. Six votes were disqualified as they were not submitted in the required manner.

Mr. Lawton reported the Personnel Actions contain faculty member reappointments retroactive to the first of the academic year and the checks should be ready by the end of April. Dr. Purga recommended approval of the UFF-BCC agreement on behalf of the bargaining team. Dr. Gamble recommended approval of the agreement.

Mrs. Silvernail moved approval of the UFF-BCC agreement. Mrs. Martinez seconded the motion. All those voting in favor of the motion - Silvernail, Martinez, Handley, Penn Williams, Johnson; opposed - none. Motion unanimously approved.

c. Approval of FERF Agreement with Tsamoutales Limited, Inc. - Mr. Stuhlmiller (Addendum)

Mr. Robert Stuhlmiller, Chair of the Florida Education and Research Foundation (FERF), reported when he was asked to serve on the FERF committee, the charge was to develop a solution to a real estate problem due to past leadership. He indicated he has been a licensed real estate broker involved in the leasing and development of industrial office property in Brevard County for approximately fifteen years. Mr. Stuhlmiller reported the real estate problem FERF was charged with was to dispose of twenty acres of land and the Brevard Labs, thereby, eliminating an annual \$750,000 debt payment the college is currently making for an approximate \$8 million bond issue. The committee reviewed several solutions including selling the remaining property, however, the bond debt is valued more than the property as the debt was for not only the land and the building, but for equipment and fixtures inside the building.

Mr. Stuhlmiller reported if the property was sold at current market value, they

would be left with an approximate \$2-\$3 million loss and this would not be a practical solution. The second solution discussed by the Board of Trustees at a prior meeting was to discontinue payments on the bond debt as the college has no personal liability on the loan. This would create some negative publicity, however is a possible solution. The third solution is a combination approach of hiring a consultant who has the expertise to 1) work with the current tenant on a potential purchase, 2) work with the bond holder on a potential discount, and 3) work with the state university system on creating a research system on the site since research is one of the mandates of the state university system. Mr. Stuhlmiller discussed the current proposal with Tsamoutales Limited and reported Mr. Frank Tsamoutales had made a presentation to a group which included Dr. Gamble, Dr. Purga, Gary Nungesser, and Mr. Matheny. He stated the FERF Board and Mr. Nungesser, the chairman of the Brevard Labs Board, have reviewed and discussed the agreement at length. Mr. Matheny has provided a background check of the company.

Dr. Penn Williams reviewed conditions Mr. Matheny had provided in a letter which the Board received and asked the status of the items requested. Mr. Matheny provided a status report and stated the state was contacted regarding reinstatement of the corporation and this has been done. The broker's license is in progress at this time. Mr. Matheny reported the agreement would be between FERF and Tsamoutales Limited and the Board and the college are not parties to the agreement nor responsible under the agreement. Mr. Stuhlmiller reported the contingencies will be fulfilled before the contract is implemented. Mr. Stuhlmiller, representing FERF, recommended approval of the proposal with Tsamoutales Limited.

Mr. Handley moved approval of the FERF recommendation based on a contract being negotiated with Tsamoutales Limited and satisfying the contingencies. Mrs. Silvernail seconded the motion.

Dr. Penn Williams called for discussion and reported she had prepared a packet for the Board members. The college has been dealing with the possibility of a contract with Tsamoutales Limited for several months; however, there has been no workshop or anything which has come to the Board other than what was in the Board meeting packet so there has been little opportunity for review. She summarized her objections and reviewed the documents with the Board of Trustees.

Mr. Handley stated it was important to have a professional with Mr. Tsamoutales'

experience to market the property. Mr. Stuhlmiller addressed Dr. Penn Williams' concerns pertaining to the proposal with Tsamoutales, Inc. Mrs. Martinez indicated she serves on the FERF Board representing the Board of Trustees and asked many in-depth questions regarding the proposed agreement with Tsamoutales Limited. She felt in order to make the bond payment, the full value of the property needs to be realized and felt a professional is required to make such a sale. Mr. Handley reported he chaired a committee to market the land and members of the committee were approached to make contacts.

Several members recommended Tsamoutales Limited, Inc. after looking throughout the community and statewide for a professional and the committee agreed to approach Tsamoutales Limited, Inc. for consulting services related to divestiture of the Brevard Teaching & Research Labs and related property under the bond issue and removal of the continuing bond payment obligation. Mr. Matheny reported the Board's approval is given under the conditions that the college is not responsible to the contractor under this agreement and the agreement is between FERF and Tsamoutales Limited.

Mr. Handley called the question. All those voting in favor of the motion to close debate - Handley, Silvernail, Martinez, Johnson; opposed - Penn Williams. Motion approved 4-1. All those voting in favor of the motion on the floor - Handley, Silvernail, Martinez, Johnson; opposed - Penn Williams. Motion approved 4-1.

8. NEW BUSINESS:

a. Purchasing Actions - Mr. Little (Addendum)

(1) #99-00-11 - Annual Banner Software Maintenance

Mr. Al Little, Vice President of Business/Finance, reported the annual Banner software maintenance is a contract the college has with SCT Education Systems for improvements in the baseline Banner administration software. Dr. Gamble recommended approval of the award of the sole source contract to SCT Education Systems in the amount of \$124,579.00.

Mrs. Martinez moved approval of the award of sole source bid with SCT Education Systems. Mr. Handley seconded

the motion. All those voting in favor of the motion - Silvernail, Handley, Martinez, Penn Williams, Johnson; opposed - none. Motion unanimously approved.

(2) #99-00-12 - Banner Implementation Consulting Support

Mr. Little reported on the sole source contract with SCT Software and Resource Management Corporation to provide consulting and training for the Banner Student and Financial Aid modules. Dr. Gamble recommended approval of the award of the sole source bid with SCT Software and Resource Management Corporation in the amount of \$49,500.00.

Mrs. Martinez moved approval of the award of sole source bid with SCT Software and Resource Management Corporation. Mrs. Silvernail seconded the motion. All those voting in favor of the motion - Martinez, Silvernail, Handley, Penn Williams, Johnson; opposed - none. Motion unanimously approved.

(3) #99-00-Constr. 1 - Installation of Chiller - Titusville Campus

Mr. Little reported the college has been working on a project to upgrade the air conditioning plant at the Titusville Campus by constructing a new chiller plant which will provide a redundant source of chilled water allowing better environmental controls within the four campus buildings. Previously the Board approved the purchase of the equipment. The approval presently being requested is for the actual construction work for installation of the equipment. Dr. Gamble recommended approval of the award of low bid to Enthalpy Engineering Corporation for installation of the chiller equipment on the Titusville Campus in the amount of \$649,980.00.

Mrs. Silvernail moved approval of the award of low bid to Enthalpy Engineering Corporation. Mrs. Martinez seconded the motion. All those voting in favor of the motion - Silvernail, Martinez, Handley, Penn Williams, Johnson; opposed - none. Motion unanimously approved.

b. Personnel Actions - Mr. Lawton (Addendum)

Approved as part of consent agenda items.

- c. Approval of Out-of-District Courses - Dr. Smith (Addendum)

Approved as part of consent agenda items.

- d. Revision to Policy 201.03 - Competitive Bidding - 1st Reading (Addendum)

Dr. Gamble reported this is the first reading of revision to Policy 201.03, "Competitive Bidding." Mr. Little explained the revision to the Board which is a change in the college's purchasing area. Last year the statutes were revised to allow colleges more flexibility in awarding bids. Specifically, the statutes now allow the Board to designate authority for awarding bids up to \$250,000 to the college president.

The college bid requirements remain the same and all items in excess of \$25,000 will continue to be bid. Mr. Little reported the policy revision addresses timing concerns and currently if the timing of the Board does not fall into a one-week window, the purchase of an item must be postponed until the following month, or the process must be rushed to meet the deadline. If the Board approves the policy, the district president of the college would be able to authorize the award of a bid up to \$250,000. This will enable the college to respond in a more efficient manner to the needs of the community.

Additionally, the Board is being requested to reinstate bid exclusions allowed by statute. Prior to the arrival of the current administration, the Board voted to require bids for informational technology items, as well as management consultants. Mr. Little reported the college is asking that the exclusions be reinstated. Dr. Gamble reported the administration believes these exclusions are in line with state statute and it is important not to handicap BCC in comparison to other institutions throughout the state by further restricting these kind of activities. Built into the policy is the expectation that many of these items will come to the Board for approval at some point. The policy will be presented at the regular March meeting for approval.

9. FINANCIAL ACTIONS:

- a. Monthly Budget Summary (Addendum)

Dr. Gamble requested Mr. Little provide a brief review of the handouts and the format of the monthly budget summary directly related to a suggestion from the Board of Trustees that they would like to see some comparisons of the prior year's budget. The new format provides the Board a better sense of where the college compares to last year at this same time. Mr. Little reported the college has gone from a one-page document to a two-page document with the first page being unrestricted funds and the second page being restricted funds. Approved as part of consent agenda items.

- b. Overview - State Audit of General Purpose Financial Statements (Report #13592) and Audit of Financial Statements (Report #13567) - Mr. Little (Addendum)

Mr. Little reported on the State Audit of General Purpose Financial Statements and Audit of Financial Statements for the fiscal year ended June 30, 1999. Each year the college's financial statements are thoroughly reviewed by the state auditors. The auditors have provided an unqualified opinion on the financial statements with no material adjustments and no audit findings which is a reflection of the fine work being done by Mr. Cherry and his staff.

10. REPORT OF THE DISTRICT PRESIDENT:

- a. Strategic Plan - Town Hall Meetings

Dr. Gamble reported this evening the college will begin a process of holding town hall meetings across the district to discuss the preliminary three-year strategic plan for the college. He encouraged Board members to sign up to attend at least one of the town meetings in which the public is invited to attend and provide comments on the direction of the college.

The development of the strategic plan in its present stage has involved faculty, staff, and students and he felt the college may want to expand on the process considerably. Dr. Gamble reported the public may not take the opportunity to provide their input at this point, however, as time goes on it is hoped that more of the public will provide comments and suggest directions.

- b. Legislative Representation

Dr. Gamble reported the rest of the week he has been assigned a time frame

from the Florida Council of Presidents to spend time in Tallahassee on any legislative issues. He is authorized under the statutes to lobby on behalf of the college and will be working with the Florida Association of Community Colleges, as well as the Board of Community Colleges to bring issues before the various legislative committees reviewing the budget and components of process.

c. Evaluation Workshop

Mr. Johnson, Chair, discussed having a workshop for the District President. It was the Board's consensus to conduct an evaluation workshop prior to the regular Board meeting in March at 2:00 p.m. Mr. Johnson asked the Board to send suggested goals for the District President for inclusion in his evaluation to Mrs. Sherry Osborne.

d. Budget Workshop

Dr. Gamble reported the budget workshop function is so that the Board can instruct the administration in terms of content and format of the budget that will come to the Board for approval in May or June.

e. Full-Time College Lobbyist

Dr. Penn Williams suggested that the Board think about hiring a full-time lobbyist. Dr. Gamble supported this action in line with action being taken relative to statewide governance if funds can be located. If the system goes to a "super board" which currently seems to be the organization of choice, the college can anticipate not only the opportunity, but the necessity to have a much more clear presence in Tallahassee on a more regular basis.

11. ADJOURNMENT:

There being no further business to come before the Board, the meeting adjourned at 5:40 p.m.

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APPROVED: _____
Chairman, District Board of Trustees

ATTESTED: _____
Secretary, District Board of Trustees