



Subject/Title: Policy regarding Policies and Procedures; Definitions

Policy Number: 1.01

Date First Adopted: October 2, 2020

Date Revised:

A. PURPOSE:

The purpose of this policy is to provide guidance in the overall and daily operations of the Foundation and to provide interpretation of other Foundation policies.

B. DEFINITIONS:

The following definitions apply throughout these policies and procedures:

- **Board** – the Board of Directors of the Foundation
- **Board of Governors (BOG)** – the Board of Governors of the State University System of Florida
- **Board of Trustees or BOT** – the University Board of Trustees
- **Chair** – the Chair of the Foundation Board or any committee or subcommittee of the Board, as context requires
- **Chief Executive Officer or CEO** – the Chief Executive Officer of the Foundation. In Foundation policies, it is sometimes represented as the Vice President of Advancement, Executive Director, Executive President or Executive Vice President
- **Chief Operating Officer or COO** – the Chief Operating Officer of the Foundation
- **Directors** – both elected Directors and ex-officio Directors of the Board
- **Foundation** – Florida Polytechnic University Foundation, Inc.
- **Office of the General Counsel or OGC** – the University’s legal counsel that provides services to the Foundation and may be represented in these policies as legal counsel, counsel, or General Counsel. It does not include outside counsel that are not employees of either the Foundation or the University.
- **Officers** – the Chair, Vice Chair, Chief Executive Officer, Secretary, and any other officers deemed necessary by the Board
- **Policy** – a statement of management philosophy or practice established to provide direction and assistance to the Foundation community in the conduct of Foundation business or activities. Policies are formal and binding documents governing Foundation operations.
- **University** – Florida Polytechnic University
- **University President** – the President of Florida Polytechnic University

C. POLICY ADOPTION PROCEDURE:

1. Any Officer or Committee may draft a Foundation policy.
2. If a policy is within the purview of a particular Committee, the draft will be added to the agenda for its next scheduled meeting (or any meeting held for the purpose of adopting the policy) for discussion, review, and comment (except if the Committee itself has drafted the policy).
3. The policy will then be placed on the Policy and Governance Committee’s agenda for discussion, review, and comment (except if the Committee itself has drafted the policy).

4. Upon approval of the Policy and Governance Committee, the policy will be placed on the Board agenda for approval at its next regularly scheduled meeting or any meeting held for the purpose of adopting the policy.

D. ORDER OF PRECEDENCE:

In the case of conflict, resolution of the conflict will be in the following order of precedence: First, a statute of the Florida Legislature or a regulation of the Board of Governors; second, a University rule or regulations; third, the Articles of Incorporation of the Foundation; fourth, the Bylaws of the Foundation; and finally, the Foundation's policies. Foundation procedures may not contravene a Foundation policy. Foundation policies should be interpreted in harmony with one another and other authorities to minimize conflict wherever possible.

Any questions regarding conflicts should be directed to the Office of the General Counsel. Non-legal policy decisions interpreting the Bylaws, or any policies or procedures will be made by the Foundation's Policy and Governance Committee.

POLICY APPROVAL	
Policy: 1.01 – Policy regarding Policies and Procedures; Definitions	
Approval Date: October 2, 2020	
	<u>10/24/2020</u>
Policy & Governance Committee Chair	Date
	<u>11/28/2020</u>
Foundation Board Chair	Date