



January 21, 2025
11:00 AM (EST)

Approved October 21, 2025

VIRTUAL MEETING

I. **Call to Order**

Committee Chair, Don Wilson, called the meeting of the Florida Polytechnic University Foundation Governance Committee to order at 11:01 AM.

II. **Roll Call**

Kim Kennedy called the roll: Committee Chair, Don Wilson, Ivette O'Doski and Board Chair, Jack Harrell, III, were present (Quorum). Interim Foundation CEO, Kelli Stargel, was also present. University staff present were Kim Kennedy, Executive Assistant-Development; Jasmine Peterson, Staff Accountant; Gina Profeta, Assistant General Counsel, Melaine Schmiz, Associate General Counsel and Lidia Vigil, Director – Corporate and Foundation Relations.

III. **Public Comment**

Kim Kennedy stated no requests for public comment were received.

IV. **Approval of Minutes**

Jack Harrell motioned to approve the minutes of the Florida Polytechnic University Foundation Governance Committee meeting held November 4, 2024, as presented. Ivette O'Doski seconded the motion; a vote was taken, and the motion passed unanimously.

V. **Work Plan Overview**

Chair Wilson brought the Work Plan to the Committee, reminding each to make note of the items within the Committee's area of responsibility for each meeting.

VI. **Bylaws Revisions**

Associate General Counsel, Melaine Schmiz, presented recommended revisions to the Foundation Bylaws. There were no questions regarding the presented revisions.

Jack Harrell motioned to approve the Florida Polytechnic University Foundation Bylaws Revisions as presented. Ivette O'Doski seconded the motion; a vote was taken, and the motion passed unanimously.

VII. **Policy Revisions – Section 1 – Organizational Values and Structure**

Associate General Counsel, Melaine Schmiz, presented recommended revisions to the following policies:

- Policy 1.01 – Policy regarding Policies and Procedures; Definitions
- Policy 1.06 – Election of Foundation Board Officers

There were no questions regarding the presented revisions.

Jack Harrell motioned to approve the revisions to Policies 1.01 and 1.06 as presented. Ivette O'Doski

seconded the motion; a vote was taken, and the motion passed unanimously.

VIII. **Memorandum of Understanding (MOU) Revisions**

Associate General Counsel, Melaine Schmiz, presented recommended revisions to the Memorandum of Understanding between the Florida Polytechnic University Foundation and Florida Polytechnic University. There were no questions regarding the presented revisions.

Jack Harrell motioned to approve the recommended revisions to the Memorandum of Understanding. Ivette O'Doski seconded the motion; a vote was taken, and the motion passed unanimously.

IX. **Audit and Form 990 Update**

Staff Accountant, Jasmine Peterson, stated all audit documents are complete and have been provided to the appropriate University personnel for incorporation in the University's audit documents. Additionally, all Form 990 documents have been provided to CLA (the Foundation's auditing firm) and a draft 990 is expected no later than January 24, 2025.

X. **Future Meetings and Events**

Chair Wilson stated the next Governance Committee meeting is tentatively scheduled for Tuesday, May 6, 2025. He also reminded the Committee of the Board of Directors meeting scheduled for Friday, January 31, 2025 at 8:30 AM.

XI. **Closing Remarks and Adjournment**

With no further business to discuss, this meeting of the Florida Polytechnic University Foundation Governance Committee adjourned at 11:19 AM.