

MINUTES OF THE SPECIAL MEETING OF FEBRUARY 12, 2010

BOARD OF TRUSTEES OF ST. PETERSBURG COLLEGE

The Board of Trustees of St. Petersburg College met on Friday, February 12, 2010 at the St. Petersburg College EpiCenter, 13805 – 58th Street North, Largo, Florida. The following Board members were present: Chairman Terrence E. Brett, Vice Chairman Kenneth P. Burke, Mrs. Evelyn M. Bilirakis, Mr. Deveron M. Gibbons and Mr. W. Richard Johnston. Board Attorney Joseph H. Lang was also present. Dr. Thomas E. Furlong, Jr., President of St. Petersburg College and Secretary to the Board of Trustees, was not present. Proof of public notice of this meeting is included as part of these minutes. Notices were duly posted.

Invoice/Serial Number
10-01096

**GULF COAST
BUSINESS REVIEW**

Published Weekly
Clearwater, Pinellas County, Florida

COUNTY OF PINELLAS

S.S.

STATE OF FLORIDA

Before the undersigned authority personally appeared Matt Walsh
who on oath says that he is Publisher of the Gulf Coast Business Review, a weekly
newspaper published at Clearwater in Pinellas County, Florida; that the attached
copy of advertisement,

being a Notice of Special Meeting
in the matter of Board Meeting on February 12, 2010 at 9:00 a.m.

in the _____ Court, was published in said newspaper in the
issues of January 29, 2010

Affiant further says that the said Gulf Coast Business Review is a newspaper
published at Clearwater, Pinellas County, Florida, and that said newspaper has
heretofore been continuously published and has been entered as periodicals matter
at the Post Office in Clearwater in said Pinellas County, Florida, for a period of
one year next preceding the first publication of the attached copy of advertisement;
and affiant further says that he has neither paid nor promised any person, firm or
corporation any discount, rebate, commission or refund for the purpose of securing
this advertisement for publication in said newspaper.

**NOTICE OF SPECIAL MEETING
BOARD OF TRUSTEES
ST. PETERSBURG COLLEGE**

The Board of Trustees of St. Petersburg College will hold a public meeting to
which all persons are invited, commencing at 9 a.m. on Friday, February 12, 2010
at the EpiCenter, Rm. 1-453, 13805 – 58th Street N., Largo, Florida. The meeting
will be held for the purpose of the Board's formal receipt of presidential finalist
names from the Presidential Search Committee Chairman and to discuss the
remaining process involving the finalists. There are no rules being presented for
adoption or amendment at this meeting.

A copy of the Agenda, if applicable, may be obtained by writing to the Board of
Trustees in care of the Board Clerk, P. O. Box 13489, St. Petersburg, Florida,
33733, or calling the Board Clerk at (727) 341-3260.

If any person wishes to appeal a decision made with respect to any matter consid-
ered by the Board, he or she will need a record of the proceedings. It is the obli-
gation of such person to ensure that a verbatim record of the proceedings is made.
Section 286.0105, Florida Statutes.

Those planning to attend who have a disability and are in need of an auxiliary aid
or other accommodation are requested to telephone (727) 341-3260 at least seven
days before the meeting date so that their needs can be accommodated.

January 29, 2010

10-01096

Matt Walsh
Matt Walsh

Sworn to and subscribed before me this

29th day of January A.D. 2010,

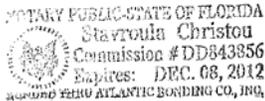
by Matt Walsh, who is personally known to me.

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Stavroula Christou

Stavroula Christou Notary Public, State of Florida
(SEAL)



10-027. The meeting was convened by the chairman at 9 a.m. with the pledge of allegiance.

10-028. In accordance with the Administrative Procedure Act, the following Agenda was prepared:

Agenda

St. Petersburg College Board of Trustees
Special Meeting

9 a.m. Friday, February 12, 2010
EpiCenter Conference Room (1-453)
13805 – 58th Street N., Largo

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|------|--|---|
| I. | Call to Order | Terrence E. Brett
Board Chair |
| II. | Opening Comments | Chairman Brett |
| III. | Recommendation of Presidential Candidate Finalists | W. Richard Johnston
Search Committee Chair |
| IV. | Next Steps in the Search Process | Chairman Brett |

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V. Other Related Items of Interest from Board Members

VI. Adjournment

Chairman Brett

10-029. Chairman Brett invited anyone from the public interested in speaking to come forward, each limited to 3 minutes each. He said the Board welcomes opinions and comments, but asked that all speakers be respectful. Several members of the College and local community were in attendance and spoke in response to the presidential selection process, some asking for a return to the 8 semi-finalists and some urging to move forward with the process already in place. *(A list of the public speakers and their remarks are on file in the office of the Board Clerk.)*

(A brief break followed at 10:05 a.m.)

10-030. Chairman Brett thanked the speakers for sharing their opinions and for being respectful of the others.

10-031. Mr. Gibbons explained his earlier recusal from the presidential selection process as a result of personal legal counsel to do what is proper and right given his relationship with then-Mayor Rick Baker, a candidate for SPC president, and noted his understanding that this counsel and the Statute were reviewed by SPC General Counsel Syd McKenzie and Board Attorney Joseph Lang. He stated he no longer has that conflict since this individual is no longer a finalist and, at the advice of legal counsel, sought to re-enter the process. Mr. McKenzie was in agreement with Mr. Gibbons' requested action since it was an ethical decision based on advice of his personal counsel. Mr. Gibbons, therefore, rejoined the Board as a participant in the presidential search process.

10-032. Mr. Johnston, as chair of the Search Committee, shared a statement regarding his thoughts on the search process and his obligation to follow the Board's wishes and rules for an open process under the leadership of the search consultant, Dr. Jeff Hockaday, noting the differences of opinion he has received and his obligation to not influence any other votes in the process. He said he worked closely with Dr. Hockaday and followed his recommended procedures that resulted in a very fair and open process. He said the Search Committee was briefed many times to follow the Board rules for the process. He reiterated the steps taken to

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narrow down the candidates from the original 48 to the 8 semi-finalists reported at the last meeting. He further noted that Mr. Gibbons has raised some concerns and had discussed these with Dr. Hockaday personally and received satisfactory answers. He then shared the Committee's responsibilities with the process going forward, to review a DVD of each of the 8 semi-finalist interviews and shorten the list to 3-5. In regard to the last meeting (Feb. 4), following several speakers who were given permission to share their comments prior to the vote, he said the same voting process presented by Dr. Hockaday at the Jan. 7 meeting for semi-finalists was used to select the finalists, producing 11 votes for Drs. Keegan and Law, 6 votes for Baker, and others tied with 5 votes. He said Mr. Gibbons was then permitted by legal counsel to speak as a private citizen, and it was unclear if Mr. Gibbons' comments had any effect on the Search Committee's decision following the initial vote. He reported that the Committee subsequently varied from the voting method Dr. Hockaday had set up and guidelines the Board had established, whereby it chose to send only those candidates to the Board who had a majority of the Committee's votes and most considered only those candidates with a Ph.D in Education.

As Chairman of the Search Committee, Mr. Johnston presented the Committee's current recommendation of the following 4 finalists for SPC presidency – Dr. Paula Gastenveld, Dr. Thomas Keegan, Dr. William Law and Dr. B. Kaye Walter – and said he felt compelled to point out the Committee, through a series of votes, abandoned the process suggested by Dr. Hockaday and adopted by the Board in mid-stream in both the area of voting method and the need for a Ph.D. in Education and adopted a completely different process that excluded a candidate who would have been slated as a finalist, all of this resulting after Mr. Gibbons' comments.

At Chairman Brett's request, legal counsel clarified that if the motion is from the Chair of the Search Committee (as a subcommittee of the Board), which it is, it includes moving forward with the Committee's recommendation, and a second to the motion is not necessary.

Discussion followed in regard to the search process thus far and the recommended finalists. Mr. Gibbons clarified aspects of Chairman Johnston's report that were inaccurate as to his actions, his comments and their effect on the Committee. He shared teachable moments from a former coach about winning through losing and preparing for the "bad calls" on the field. He reiterated to Chairman Brett that a great process was set; the lines did not change and the game was played within the clearly laid out boundaries. He said it was a respected process, and the Board needs to move forward to continue it in a fair and equitable manner rather than allowing prior candidates back in and making a mockery of the process. He agreed with Mr. Johnston that, at the end, it was a fair and open process, and one that allowed ample opportunities for the public to speak, despite the *St. Petersburg Times'* claims of a flawed process.

Mrs. Bilirakis said that although she respects the Search Committee and the process, she was inundated with calls from the community and wishes more had been in attendance since they were very vocal about the process.

Mr. Burke revisited the process from the start. He said the Board first decided what it wanted in a search consultant and, after much thought, chose Dr. Hockaday due to his

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experience and his excellent reputation. He then became the Board's CEO, and trustees followed his lead as he laid out the process for establishing presidential qualifications and as the Board stated what the outcomes would be – a total of 3 to 5 candidates delivered to the Board. The Board then, under Dr. Hockaday, set minimum criteria for qualified candidates. He reiterated that every meeting was open to the public and no one requesting to speak was ever restricted. The Board then created a Search Committee in accordance with Dr. Hockaday's recommendations as to composition and, at the start of the first meeting (Dec. 10), he gave only one rule – to bring a list of 8 names to the next meeting (Jan. 7) out of 20+ candidate resumes. Out of the 40+ applications received, Dr. Hockaday had eliminated those whom he determined did not meet the established criteria, which resulted in approximately 22 qualified candidates. Each Committee member was asked to individually determine among the qualified candidates which 8 had the best credentials for SPC, and that was done without discussion. The Committee members came prepared to vote on 8 candidates based on their individual decisions and ended up with 9 semi-finalists due to a tie, which they chose not to revote. This was the Committee's decision and not a change in the rules. Subsequently, one of the 9 dropped out, resulting in 8 semi-finalists. The Search Committee members were then given DVDs of the 8 semi-finalist interviews to review and, as a second rule, were told to come to the Feb. 4 meeting with a list of 4 people to vote on. These were the only two rules from Dr. Hockaday. Everyone came with their list. Before that meeting, there had been earlier discussion at an open meeting to select 3-5 finalists, and it was questioned as to how voting for 4 could result in 3-5. Upon writing Dr. Hockaday prior to the Feb. 4 meeting, Mr. Burke quoted his response as stating that the number being brought forward "is simply a number to get the choices to the Board; 4 seems appropriate as it falls in the range of the 3-5 candidates the Board asked for." In reading directly from Dr. Hockaday's e-mailed response, he said Dr. Hockaday explained the process in that the candidates would be ranked by votes (1-8), and it would then become the Committee's business to determine how many names go forward – 3, 4 or 5, a decision usually made based on the number of votes. As an example, Dr. Hockaday had explained that if the votes drop sharply after the third-ranked person, the Committee would probably send only three names through; or if the votes cluster around the top five candidates, the Committee would probably send all five forward, but that whatever happens in the process should happen on a majority vote. He added that Dr. Hockaday stated this is what the process protects and that he would be pleased to say all this at the meeting. Mr. Burke noted that the process Dr. Hockaday laid out in his e-mail was followed exactly.

Mr. Burke reviewed every procedural vote, noting the initial vote on Feb. 4 resulted in a clear drop off between the top two candidates (Keegan and Law) and the others, but the motion to take only two candidates forward failed 7-6. He said the next motion, made by Mr. Bob Ulrich, was to take the top three candidates (Keegan, Law and Baker) to the Board, and it also failed 7-6. He said the process to have a majority worked as Dr. Hockaday had said. A further motion was initiated by Mr. Burke to move forward with the next grouping after the top two favored candidates and vote for two more out of the cluster of those with 6 votes (Baker) and

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those with 5 votes (Bartel, Bolton and Gastenveld), and that motion carried 9-3, including a supportive vote by Mr. Ulrich, and, therefore, moved forward with one (Walter) receiving a majority (7 votes) and two (Baker and Gastenveld) tying at 6 votes. Walter was then moved forward as the third finalist with a majority of the Committee's votes. A motion was then made by Mr. George Greenlee, and carried 10-3, to revote for the remaining two tied candidates so that the 4th finalist moving forward would have a majority of votes. This resulted in Gastenveld receiving 7 votes, thus concluding a very defensible process.

In addition, in regard to perception, Mr. Burke reported on his call to the *St. Petersburg Times* editor, who editorialized a perceived flawed search process without viewing the DVD of the Feb. 4 meeting and without talking to him for an insider's view. He said he found it interesting that there was criticism of the process, but he questioned the process of the *St. Petersburg Times* Editorial Board for not viewing a public meeting before editorializing on it. He said if the Board chooses to adopt the recommendation of the Search Committee, whose process Dr. Hockaday repeatedly said followed the rules set forward and worked exactly as it was intended, and whose detailed minutes and videotaped proceedings are available for viewing, there stands a defensible process that allows the Board to move forward. He said if that process is then altered to accept 8 finalists to be interviewed as recommended by some of the earlier speakers, the perception would then be that of changing the rules to favor an individual candidate, which presents a much more damaging perception that could not be defended. He said he came into the process not favoring any candidate and he still doesn't. He said there were others on the Search Committee whose votes need to be honored, including the student, the career employee, and members of the community, all of whose motives he expects were pure. He concluded that a defensible mechanism has been set up and certified by an outside expert, and he recommended moving forward with the Search Committee's recommendation.

Mr. Johnston acknowledged that Mr. Burke summarized the Feb. 4 meeting fairly well and asked to add a few comments of his own. He said he was distinctly told a Ph.D. in Education was not a requirement, which was reiterated by Chairman Brett when he initially set the rules for the Search Committee, though Mr. Burke had spoken strongly during the process in support of differing from those rules. He said a majority of the Committee felt this was a necessity as evidenced by its 7-6 vote. Mr. Johnston said he felt his job was to keep the process open and fair and to go with the process as the majority desired, although at times he felt the perception was that the voting methods were changed in regard to majority rules and requirement of a Ph.D. in Education. He commented on Dr. Hockaday's finding after the Feb. 4 meeting that Baker had somehow gone from 8 votes initially to 6, which led to a perception that something was wrong in the way the process was carried out. Mr. Johnston expressed appreciation to the Board Clerk, Kim Corry, for preparing the Feb. 4 minutes to the Board in advance of today's meeting, which proved very useful. Overall, he said he felt the Search Committee has spoken with its recommendation, which he did not disagree with as Chair, and which resulted from a thorough and strong discussion and a narrowing down of the 8 semi-finalists to 3-5. He restated

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the Committee's overemphasis on the requirement of a Ph.D. in Education, which was not set up in the Board's criteria.

Mr. Gibbons responded with his understanding the Board voted that candidates were to have a Ph.D. or its equivalent, which he said was provided to each Committee member in considering each candidate's qualifications. He said that whatever was done in public should not have carried any weight if each individual adhered to the boundaries set in their packet. Mr. Johnston responded that no one changed the boundaries. He said Chairman Brett came to the Search Committee's first meeting and reiterated with Dr. Hockaday the ground rules. Dr. Hockaday and Mr. Johnston, as chair, reminded members at each Search Committee meeting to follow the Board's rules, which he said was done up until the voting method changed to not take the top three candidates and to instead seek those with majority votes. He said Mr. McKenzie had commented there were no Roberts Rules of Order, only guidelines set by the Committee.

Mr. Burke clarified the Ph.D. question by stating that the Board set up the candidate criteria, and Dr. Hockaday's job was to determine those who were qualified. He applied the Board standard to the letter in that if an applicant had an equivalent, he or she became part of the pool. It was then the Committee's responsibility, through personal judgment, to determine whose criteria best matched up to SPC's needs. Mr. Johnston responded that the tone of the Search Committee was if one candidate did not have a Ph.D., he would not be going forward.

Mr. Gibbons thanked Mr. Johnston for doing a fine job in a tough situation serving as Search Committee chair, as it is never easy to replace a long-time president.

Mr. Johnston said that whatever is done, it is time to be statesmen and look out for the best interest of SPC by putting it first and backing off personal interests. He sought guidance on how to proceed.

Chairman Brett thanked Mr. Johnston for doing a great job with a tough task, which brought the applause of those present. He explained he himself is a graduate of SPC and a former 3-year president of the Alumni Association, and his youngest son is a student. He said he was asked a few years ago to consider trusteeship, to which he was honored and excited about being part of SPC, and continues to be excited and honored and looking forward to SPC's future. He said when this search process started, he had quoted a friend: "If you design an honorable process, the process will be honored." He stated he believes the best consultant was hired, one with enormous respect and impeccable integrity whom he speaks to almost daily. He said this consultant helped guide the process in an open, honest and fair way to be inclusive. He said he talked early on about how important it was for all stakeholders to have a part in the process, and he helped design the composition of the Search Committee so all had a voice at the table. He said the process was designed to be a perfect one, even though he was not so naïve to think there would not be some rough spots along the way similar to what has just been experienced. In asking if the process held, he said all are not happy when an important vote is taken and an important decision made, which is the nature of the beast. As Board Chair, he stated his two self-assigned goals: (1) to be impartial; and (2) to ensure the rules are followed and the process

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that was designed many months ago is honored. He noted he did not attend the Search Committee meetings at the advice of Dr. Hockaday, other than the initial meeting to thank members and give them their charge, and has maintained impartiality by not attending the last two meetings, so he cannot speak to the intricacies of what went on at the Feb. 4 meeting. He went on to say he has enormous respect for Rick Baker, whom he supported for mayor and who made a great mayor and dedicated public servant, and that he was confident Mayor Baker would be successful at whatever the future brings to him. However, he stated this search is not about Rick Baker; it is about the rules, and when passions flare up and different camps start to form, the effort to remain impartial is even more difficult. He noted he had spoken to three different people over the past week who he believes are impartial in this process and are also experts in processes like this – Dr. Hockaday, Mr. McKenzie and Mr. Lang – and all attended the meetings and unequivocally guaranteed to him that the rules were followed; therefore, he had no reason to doubt. He said it had been argued to him over the last week or so that the Board has the authority to accept, reject, add to, remove, or do whatever it pleases with the recommendation being brought forward, but that even though it may have authority, speaking personally, he asked, “Why have a process?” He said if you design a process and play by the rules, to come in at the 11th hour and change the process is wrong. He noted there would be friends who disagree, but he is stating what he feels is right. He concluded that he supports accepting the four great candidates being recommended by the Committee and strongly urged moving forward in unity for the best interests of SPC, leaving disagreements in the past and supporting its next president.

The Board voted 5-0 to accept the Search Committee’s recommendation for Paula Gastenveld, Thomas Keegan, William Law and B. Kaye Walter as presidential finalists.

10-033. In discussing the next steps in the search process, Chairman Brett stated that all four candidates would be called this afternoon to be invited to SPC in successive weeks to meet with faculty, staff, students, the community and the Board for 2.5 days and all are encouraged to participate. He noted that some of the details, once finalized, will be made available on the website.

Mr. Burke noted that Ms. Amelia Carey, search liaison, sent a preliminary draft of the visit plan, and it was his hope that a mechanism would be in place for people to provide feedback to the Board on each candidate who has visited so the trustees can have conversations based on this input to give further meaning to the visits. He further said he hopes the process is set up to allow for either individual opportunity with candidates or for each to be seen as a Board. Ms. Carey distributed the preliminary visitation plan to each of the trustees, a copy of which is included as **Attachment A – 10-033**.

Mr. Gibbons concurred with Mr. Burke’s suggestions and asked that each candidate be asked the same questions so the process is known to be fair and equitable. Mr. Johnston commented he didn’t feel restricting questions was a good idea since some questions will pertain only to certain candidates. Mr. Gibbons suggested looking at each person’s

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background, rate them individually, and submit questions to the Board chair. Ms Carey distributed notebooks including applications and resumes of the 4 finalists and a DVD of the 4 finalist interviews. She reported that each campus will have an administrator (provost or campus executive officer) set up an opportunity for questions to be placed into boxes to be used at campus meetings, and that there would also be an e-mail address set up after each candidate's visit to allow opportunity for feedback. She said all comments will be campus-identifiable and would be given to the Board for consideration in making a final decision.

Mr. Burke recommended making it abundantly clear, particularly to students, that everyone is free to attend any campus and that every meeting is completely open. He further suggested a questionnaire be developed to evaluate each candidate. He said feedback from these campus visits is very important to the Board, and the more organized the feedback, the more beneficial it is for the Board and the more meaningful the campus visits become.

Ms. Carey said all campus visits are public meetings and are scheduled at various times during each candidate's 2.5-day visit, and those who wish to attend can do so at any campus, depending on which time slot works best. Mr. Johnston clarified with Ms. Carey that the third day of each visit includes a time from approximately 3 p.m. to 5 p.m. whereby trustees will be able to interview each candidate. Ms. Carey said that Dr. Hockaday is going to send a suggested list of questions to ask all of the candidates, and the Board can add to or edit as it feels necessary. Mr. Johnston acknowledged Ms. Carey's extremely important role in this process, and she was thanked by all.

Mr. Burke noted that, in reading about pitfalls in these types of processes, it is important, as a safeguard and to avoid perception, that Ms. Carey carefully ensure equity in the campus visits and exercise caution as to who accompanies each candidate around campus. He suggested candidates be hosted by Ms. Carey, perhaps a retired faculty member or administrator, or, as suggested by Dr. Hockaday, a Search Committee member, but not an employee of the College. Ms. Carey stated she herself would be accompanying each candidate, as well as one additional person who would be the host. She assured the host would not be a provost or anyone with any type of agenda.

10-034. Mr. McKenzie sought the Board's determination as to how it will narrow down the finalists from 4 to 1. Mr. Burke suggested the Board go with the majority vote. Mr. Johnston said Dr. Hockaday is willing to assist with the process and should be consulted. Chairman Brett asked Ms. Carey to confer with Dr. Hockaday in establishing the process of going from 4 to 1, and unless his response is any different than the Board's expressed intent to select only one finalist, he suggested moving forward. Mr. Gibbons recommended following whatever is suggested by Dr. Hockaday and making that information available to the public, the press and the media so everyone knows what the process is going forward. Chairman Brett said that all that information should be posted on the website.

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10-035. Mr. Johnston thanked Chairman Brett for conducting the Board through this process and for the excellent job in this morning's meeting.

10-036. Having no further business to come before the Board, Chairman Brett adjourned the meeting at 11:20 a.m.

Terrence E. Brett

Chairman, Board of Trustees
St. Petersburg College
FLORIDA