

**UCF FOUNDATION BOARD OF DIRECTORS**  
**Agenda Item Summary**  
**April 14, 2023**

**Title:** Proposed Amendments to the UCF Foundation, Inc. Corporate Resolution

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**Information**       **Discussion**       **Action**

**Purpose and Issues to be Considered:**

Updates to the UCF Foundation, Inc. Corporate Resolution, including title changes such as the change of Chief Operating Officer to Chief of Staff.

**Background:**

The bylaws of the University of Central Florida Foundation, Incorporated (Foundation) provide the Senior Vice President for Advancement and Partnerships and Chief Executive Officer (CEO) of the Foundation duties such as executing documents on behalf of the organization.

The attached Resolution of the Foundation Executive Committee (Resolution) previously approved July 28, 2022, is a document that is frequently required by banks. It provides that the CEO has the authority to further delegate his authority under this Resolution, including to delegate the authority to execute documents.

The Executive Committee approved the UCFF Delegation of Signing Authority on December 15, 2022.

**Recommended Action:**

Approval of the UCF Foundation Corporate Resolution as presented.

**Alternatives to Decision:**

Decline to approve.

Table item of business for future consideration.

Request revisions for immediate action or future consideration.

**Fiscal Impact and Source of Funding:**

N/A

**Authority for Executive Committee Action:**

Florida Statute 1004.28

UCF Foundation Bylaws Article 2, Section 6.F

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**Contract Reviewed/Approved by Assigned General Counsel**  **Not Applicable**

**Agenda Item Reviewed/Approved by Assigned General Counsel**  **Not Applicable**

**Committee/Board Chair has Approved Adding This Item to the Agenda**

**Submitted by:**

Youndy Cook, *Vice President and General Counsel*, University of Central Florida

**Supporting Documentation:**

Attachment A – Corporate Resolution Redline

Attachment B- Corporate Resolution Previous

Attachment C- Corporate Resolution Clean

**Facilitators/Presenters:**

Youndy Cook, *Vice President and General Counsel*, University of Central Florida