

Complaint Regarding Chair Rebecca Matthews and members of the UWF Board of Trustees

The UWF Board of Trustees (BOT) appears to display a pattern of coordinated actions among certain UWF Board of Trustee members. **These raise concerns about compliance with Florida's Sunshine Law in addition to possible violations of state board and UWF BOT procedures.** This pattern began in December 2024 and suggests coordination either among themselves or with individuals associated with the Governor's office.

To understand the complexity of the issues at UWF, it is important to provide a timeline of events:

December, 2024. Florida statutes dictate that local BOT members are appointed to staggered terms, with some appointments made by the Governor's office and others by the BOG. Over several years, the UWF BOT membership had diminished due to vacancies and expiring terms, with the Governor's office not making timely appointments. This resulted in eight of 13 seats being open for new appointments (3 BOG appointments and 5 Governor's appointments) which would constitute a precise supermajority if the new members were to vote as a bloc. During its December meeting, BOG members nominated and approved three new UWF BOT members: Rebecca Matthews, Rachel Moya, and Ashley Ross. Each nomination was accompanied by a prepared statement of endorsement from another BOG member. These appointees exhibited few, if any, discernible connections to Northwest Florida or UWF itself. However, they did have political, business, and personal ties to the Governor and his political network.

A few weeks later, on **January 6, 2025**, Governor Ron DeSantis announced five additional new members to the UWF BOT: Paul Bailey, Gates Garcia, Adam Kissel, Scott Yenor, and Chris Young. Similar to the BOG appointees, these individuals showed minimal connection to UWF but possessed political and similar connections to the Governor's administration. Notably, two of them resided outside the state of Florida. It is particularly noteworthy that within a span of less than four weeks, the UWF BOT's membership included a supermajority of new members appointed by two distinct bodies—the BOG and the Governor's office—which are statutorily designed to operate independently. It is exceedingly rare, if not unprecedented, for a supermajority of new members to be appointed to a Florida BOT in such a short timeframe.

On **January 23, 2025**, The UWF BOT convened for the first time with its newly appointed members less than three weeks after the Governor's appointments. This was designated as a Special Board Meeting primarily to elect a new chair, as the previous chair's term had ended and was not renewed. A newly appointed member moved to appoint Scott Yenor, an Idaho resident with no prior experience with UWF or connections to the region, as the new chair. Previously existing BOT members raised objections, arguing that neither Yenor nor any of the other new members had sufficient experience with the university and would benefit from a period of service before assuming the chair position and they nominated a long-standing trustee as an alternative. Despite Yenor's lack of prior UWF experience and the prohibitions on prior coordination under Sunshine laws, within minutes all the new members unanimously supported

the Yenor nomination and voted together to appoint him chair. It is worth noting that Yenor immediately faced controversy due to prior public statements concerning women in higher education and remarks regarding the number of Jewish individuals in the U.S. Senate voting for presidential nominees. Additionally, Yenor had personal experience advising the Governor on education affairs. The BOT then proceeded to nominations for vice chair. Again, prior members recommended a candidate with UWF BOT experience to provide institutional knowledge and local connections. The new members, once more, voted as a bloc to install Rebecca Matthews as vice chair. Overall, the new trustees moved to appoint Yenor in fewer than three minutes and Matthews in about three minutes. Given that these members were new to the board, the university, and the community, this speed suggests a predetermined outcome and/or predetermined bloc voting.

During the Florida Senate Confirmation Hearings, BOT nominees are subject to confirmation by the Florida Senate. Ultimately, Yenor withdrew his name and resigned from the board, seemingly due to the grassroots political mobilization his nomination had inspired against the new BOT members. During their Florida Senate subcommittee confirmation hearings, most of the remaining BOT members faced scrutiny regarding various concerns, most notably their uniform support for Scott Yenor as chair despite his lack of university experience and his highly public and controversial statements. The nominees, on balance, stated they were not aware of Yenor's stance on higher ed and educating women (yet they took only 3 minutes to elect him chair). This led senators to question whether the new members were either negligent or had received coordinated direction to support this specific new member. Following the first subcommittee hearing, Gates Garcia also resigned from the UWF BOT before his own scheduled subcommittee hearing. Both subcommittee hearings ultimately voted against Trustee Adam Kissel's confirmation, yet he remains a UWF trustee. With only a few weeks' notice, the new BOT members uniformly supported a chair and vice chair who lacked prior UWF experience. In the case of the chair, they disavowed significant knowledge of the individual or his public statements prior to electing him (yet voted as a block to do just that). As with the initial trustee nominations, this convergence of voting preferences—particularly in opposition to installing a trustee with local and institutional experience—exhibits the hallmarks of prior coordination.

On April 9, 2025, Yenor resigned due to public pressure and Rebecca Matthews became Chair of UWF BOT.

On **May 8, 2025**, the BOT convened for a regularly scheduled set of subcommittee meetings to address routine agenda items. Chair Matthews added a "Special Board Meeting" to precede these scheduled meetings, with two agenda items: "Strategic Plan Discussion" and "General Discussion." One day prior to this meeting, the Governor appointed local resident and Heritage Foundation Fellow, Zack Smith, to serve on the UWF BOT, filling one of two vacant seats.

During the "General Discussion" portion of the meeting, Smith began interrogating longtime President Martha Saunders. Several of the new BOT members directed a series of accusatory questions toward university President Saunders, who had previously enjoyed universal praise

for her overall performance over the preceding eight years. Trustee Smith, having been on the board for fewer than 24 hours, led the questioning with concerns regarding "woke" events on campus six years earlier (PRIOR to SB 266 in which DEI activities were challenged). While most of the events were student-led and relatively minor in the overall operation and event schedule of the university, Smith queried the president regarding her professional and personal judgment. Similarly, Trustee Kissel raised a series of concerns about the president's personal integrity and consistency, and Trustee Bailey raised general questions regarding UWF contracts with a firm that regularly conducts business with the university.

These comments occurred under "General Discussion" rather than a proscribed agenda item such as "Presidential Review." Neither the public nor fellow trustees had the opportunity to prepare their own comments alongside these prepared accusations. Chair Matthews did nothing to stop the attack, despite pleas from other trustees to end the inappropriate discussion. This strongly suggests a coordinated maneuver that, if true, could only have been arranged outside standard Sunshine Law constraints.

On **May 26, 2025**, which was Memorial Day, a federal and campus holiday and only one day prior to and the scheduled May 27th Special Board Meeting, Chair Matthews updated the agenda item "Appointment of Interim President" to state "Appointment of Interim President Manny Diaz Jr."

This modification violated the statute requiring a minimum seven-day notice and the UWF bylaws (Section 2.10), which require three days' notice for "additional items" in support of an agenda item. In this instance, trustees had less than a day—a national holiday—to review any attached materials related to Mr. Diaz's qualifications and record. Limited discussion was allowed as Chair Matthews initiated the interim president portion of the meeting with her nomination of Manny Diaz.

Despite direct questioning from Trustee Scott, Matthews offered no explanation of her decision criteria beyond stating she had spoken with "members of the community." In addition, despite having a day or less of formal advance notice in the agenda, two of the new trustees—Rachel Moya and Ashley Ross—presented prepared endorsements of Manny Diaz. As in prior meetings, trustees from the earlier BOT cohort recommended someone from UWF, such as the university provost, to serve as interim president, which is standard practice. Despite these objections, the new cohort of trustees voted together to appoint Manny Diaz as interim UWF President.

UWF trustees appear to have held, or been given, a predetermined plan to appoint Diaz and proceeded with it despite inadequate formal notification in the agenda or an opportunity to review Diaz's qualifications for the job. Furthermore, the formal agenda appears to have been updated the day prior to the meeting, which may constitute a basic violation of existing Sunshine Law and the UWF BOT charter.

On **June 12, 2025**, Chair Matthews coordinated with UWF staff to draw up a contract for the incoming interim president, Manny Diaz. She presented this for full board approval at the next full BOT meeting. After Chair Matthews opened the floor for discussion, Trustees Scott and James raised several concerns. Overall, the contract displayed standard wording for an interim university president in Florida; however, the two trustees pressed Chair Matthews regarding Section 6 (salary), Section 8 (club memberships), Section 10 (felony conviction clause), Section 13 (severance pay), and Section 9 (termination without cause). Briefly, the interim base salary was set higher than the current president's salary and the section on club memberships allowed for an effectively open-ended expense account for club memberships, both of which are unusual for an interim position. The contract also indicates that the interim president may be removed after a criminal conviction; however, standard and comparable contracts state "indictment." The change appears to be a special dispensation for Mr. Diaz. In addition, the voting requirements for severance pay and termination without cause were increased from a standard simple majority to a two-thirds vote. Chair Matthews explained in general terms that she consulted with UWF's general counsel and others on the contract; however, when pressed, she offered no additional comment on her logic for these changes.

In addition, whereas the action item for the interim president's contract appeared within the standard timeframe of seven days, Chair Matthews stated that the contract itself had been available "for about 24, maybe 36 hours." Another trustee later stated that the supplemental materials only arrived two days prior. As with the original nomination of Mr. Diaz, this lead time falls outside the UWF BOT's stipulated minimum three days prior for "additional items or supporting documentation." Chair Matthews ignored these facts and the trustees that brought it to her attention.

The contract appears to be designed to support a long-term commitment rather than a true interim position during which a good faith search with an unpredictable outcome will occur. The UWF interim president's contract contained unusually favorable treatment for the candidate. Alongside exceptions for indictment and expenses, it set an unusually high base salary. The contract itself arrived in trustees' inboxes fewer than three days before the full board meeting, but, whereas the trustees hold a fiduciary responsibility to the university first and foremost, only Trustees James and Scott raised serious concerns.

On July 30, 2025, General Counsel Susan Woolf made the BOT aware that the actions of Chair Rebecca Matthews in seeking outside counsel for the Presidential Search was done so without informing the entire board, which is standard practice. She warned the BOT that they were hiring a firm with far less experience than the firms she suggested to Chair Matthews and that the decision was a board decision, not just the chair. **Note, Chair Matthews first choice to provide search oversight was Manny Diaz' personal lawyer, Bill Galvano, who negotiated Diaz' interim contract.**

General Counsel Woolf also warned Trustees of process violations and that the perception of hiring a firm with close ties to the Desantis administration only added fuel to the rumor that Diaz already had the job. Chair Matthews was reportedly livid about the email. Public documents

show she consulted with the interim president on the matter. Manny Diaz fired GC Woolf the same day. This shows a clear conflict of interest considering Diaz is a candidate for the full time position.

Shortly after this event, Chair Matthews learned that a paralegal in the GC office had fulfilled a public record request, as required by law, related to the presidential search. That employee was put on administrative leave and Chair Matthews forbade anyone else from fulfilling public records requests unless it went through her first.

Most recently the BOT approved of the Interim President to spend \$50,000 on office furniture and create a new, permanent VP position at a salary of \$250,000. They also allowed a 1 million dollar budget for building renovations. These are not things that interim presidents are awarded, unless they already know that the interim will be the permanent president.

In summary: Chair Rebecca Matthews has flagrantly violated state and institutional policies. There are clear indications of sunshine violations among board members. The UWF Presidential Search is a sham.

RECOMMENDED RESOLUTION:

Chair Rebecca Matthews should be removed from the UWF BOT.

The contract with Funk & Associates executive search firm should be cancelled.

Manny Diaz should be disqualified as a candidate for UWF President.