

**Minutes of the 21st Session of the Board of Governors
of Tomas Bata University in Zlín
held in Prague on 23rd March 2010**

Present:

Ing. Michaela Šojdrová, PhDr. Irena Ondrová, Libor Lukáš, Ing. Eduard Janota, PaedDr. Alena Gajdůšková, Ing. Josef Kubíček, doc. Ing. Jiří Volf, CSc.

Excused: Sonja Bata, Ing. Eva Bartoňová

On behalf of Tomas Bata University in Zlín (hereinafter referred to as TBU):

Prof. Ing. Ignác Hoza, CSc.	Rector
Ing. Jiří Kostečka	Bursar
Ing. Andrea Kadlčíková	Director of Marketing and Communications, Secretary to the TBU Board of Governors
Ing. Alena Macháčková, CSc.	Chairperson of the TBU Academic Senate (hereinafter referred to as "TBU AS")
doc. Dr. Ing. Vladimír Pavlínek	Deputy Chairperson of the TBU Academic Senate
Bc. Milan Baroň	Deputy Chairperson of the TBU Academic Senate

Guests:

JUDr. Mgr. Jana Navrátilová, Ph.D. Prof. Ignác Hoza's Attorney

The following agenda was proposed for the 21st session of the TBU Board of Governors (hereinafter referred to as BG):

1. Opening
2. Check on the execution of resolutions adopted at the last session
3. Election of the Chairperson of the TBU Board of Governors
4. Project: "UH Technology Park"
5. Miscellaneous
6. Termination

Ad 1)

Mr Libor Lukáš (Deputy Chairperson of the TBU Board of Governors) opened the session. He said that the session had been convened particularly because of the expired mandate of the Chairperson of the TBU Board of Governors, Ing. Michaela Šojdrová, and because of the necessity to hold a new election of the Chairperson of the TBU Board of Governors.

He welcomed the representatives of the TBU AS and congratulated Ing. Alena Macháčková on her re-election as the Chairperson of the TBU AS.

The members of the Board of Governors expressed their unanimous consent to the participation of the representatives of the TBU AS in the session of the BG.

PhDr. Irena Ondrová (Deputy Chairperson of the BG) was asked to verify the minutes of the 21st session and agreed to do so.

The members of the Board of Governors unanimously accepted the agenda as presented.

At the beginning of the session, Prof. Ignác Hoza, TBU Rector, asked for the right to speak and read his statement in which he questioned the validity of the session convened as well as the legitimacy of the Board of Governors. Furthermore, he briefly analyzed the process of discussions about the project: "UH Technology Park". Afterwards he announced that he would not participate in the session of the Board of Governors and, at the same time, said that he had authorized his attorney, JUDr. Mgr. Jana Navrátilová, Ph.D. (Lawyer's Office Němec, Blaha & Navrátilová) to act on his behalf.

Prof. Ignác Hoza, Rector, and Ing. Jiří Kostečka, Bursar, left the session.

Afterwards, the TBU Board of Governors asked JUDr. Jana Navrátilová, Prof. Ignác Hoza's Attorney, for an explanation regarding the serious statement made by the Rector. She said that she had not been sufficiently informed and had only been asked to accompany the Rector during the session of the TBU Board of Governors. Furthermore, JUDr. Jana Navrátilová said that the TBU Rector would send the members of the Board of Governors detailed reasons for the statement on the illegitimacy of the TBU Board of Governors and at the same time for the illegitimacy of the current session before the end of the week.

Then JUDr. Jana Navrátilová left the session.

The members of the Board of Governors unanimously decided to continue the session.

Ad 2)

The check on the execution of resolutions adopted at the last session was conducted by Mr Libor Lukáš, Chairperson of the Board of Governors.

Check on the execution of the Resolution No. 1/20

Ing. Kubíček recommended to formulate the resolution more precisely. He recommended to replace the wording: "The Board of Governors expressed disagreement with ..." by a more appropriate "The Board of Governors did not give its previous written consent to...."

Check on the execution of the Resolution No. 2/20

Not completed yet. Still to be executed.

Check on the execution of the Resolution No. 3/20

Still valid.

Check on the execution of the Resolution No. 4/20

As can be concluded from the introductory speech made by the Rector, not completed yet.

Check on the execution of the Resolution No. 5/20

Not completed yet as of today's session.

Ad 3)

The election of the Chairperson of the TBU Board of Governors was held in accordance with the Statute of the TBU Board of Governors approved on 30/11/2009. The members of the BG unanimously elected Ing. Michaela Šojdřová as the Chairperson of the TBU Board of Governors by 7 valid votes. Ing. Michaela Šojdřová thanked for the confidence shown and took the chair of the session.

Ad 4)

At the beginning, Ing. Šojdřová explained the participation of the representatives of the TBU Academic Senate in the session. She stated that the relations between the members of the Board of Governors and the TBU Rector had complicated, and therefore, in order to keep the TBU AS informed, the representatives of the TBU Academic Senate had been invited to participate in the session as guests.

Mr Libor Lukáš, Chairperson of the Board of Governors, asked the representatives of the TBU Academic Senate to comment on the approval process which had taken place in the Academic Senate regarding the “UH Technology Park“ project.

Ing. Macháčková, Chairperson of the TBU AS, said that the TBU Academic Senate, in compliance with the valid Election rules and rules of procedure, gives its opinions in form of resolutions, which she presented:

Session of the TBU AS held on 26/11/2009 – The Resolution No. 8/1 was adopted,

Session of the TBU AS held on 16/12/2009 – The discussion about the UH Park was withdrawn from the agenda.

Session of the TBU AS held on 08/03/2010 – The discussion showed that the TBU AS had not been given sufficient information on the project

Ing. Eduard Janota said that he had acquainted himself with the project. He said that the Board of Governors had asked for a detailed explanation, nevertheless, the replies to the questions had been insufficient. It must be entirely clear that the project funding has been arranged for. The attitude adopted by the Board of Governors and its requirements set on the University are absolutely legitimate. He said that he could understand the attitude taken by the TBU AS, the vision of the project was interesting; nevertheless, the project had to be entirely transparent. If everything is alright, then another vote on the issue can be taken.

He stated that the relations between the Rector and the Board of Governors were not good. It is necessary to check the legitimacy of the Board of Governors and afterwards to continue close cooperation between the TBU bodies.

Ing. Šojdřová said that the Minutes are approved and filed by the Ministry of Education, Youth and Sports.

Mr Libor Lukáš, Chairperson of the Board of Governors, said that he had – as agreed upon with PhDr. Ondřová - prepared an advisory and expert opinion on the information provided by the TBU Management on the “UH Technology Park“ project. This opinion is available to all the members of the Board of Governors if they wish to read it.

Ing. Eduard Janota had to leave the session due to his busy time schedule.

PhDr. Ondřová said that it was necessary to find out about the amount of financial resources spent so far by TBU in relation to the “UH Technology Park“ project.

Ing. Kubiček recommended to wait for the audit results.

Ing. Šojdřová expressed her concern about the Rector’s behaviour, and about his inactivity as regards the resolutions adopted by the Board of Governors. She informed about the proposal of the Assignment of the selection procedure (including 3 companies proposed and the time schedule) having been sent to the Rector on 10 March 2010, complemented by proposed modifications as received from Ms

A.Gajdůšková and Mr. J. Volf, sent to the Rector on 11 March 2010. She was continuously sending all the mentioned documents to the members of the Board of Governors. It is obvious that the Rector reacted to those documents on the selection procedure only after the session of the Board of Governors had been convened to be held on 23 March 2010. This is obvious from the received letters dated 17 and 19 March 2010, see the Attachment. Ing. Šojdrová said that she considered an error that the letters in question had not been sent by the Rector to all the members of the Board of Governors for their information. On 17 March 2010 the Rector informs that he will start the selection procedure if the Ministry of Trade and Industry approves it. On 19 March 2010 the Assistant to the Rector sends an information about the invitation to make an offer for a public contract entitled “Examination of the economic and legal impact of the TP UH project on TBU as the project holder“. It is obvious from the letter that it has been sent only to one of the companies; Mr Kostečka, the TBU Bursar, orally confirmed that the letter had been sent to 3 companies. Unfortunately, the members of the Board of Governors had not received these documents in time and, therefore, cannot give their opinion on the documents.

PaedDr. Gajdůšková remarked that the long-term financial burden connected with the project implementation may result in future problems for TBU. She recommends to wait for the results of the audit and, afterwards, to assess the risks of the project again.

She informed the present members that she had through the media requested the Rector to resign from his office. She will send him her public request, made in the mentioned manner, in writing as well.

Mr Libor Lukáš, Chairperson of the Board of Governors, said that the risks of the project had to be removed first, and subsequently it was possible to discuss the project again and to decide on whether the TBU Board of Governors should give their previous written consent to the purchase of the immovable assets.

Ing. Kubiček said that the opinion of the TBU AS was also important.

Ing. Macháčková informed about the list of documents presented to the TBU Academic Senate in order to make their decision. She stated that since November 2009 no other documents had been presented to the TBU AS.

Doc. Volf said that he felt disappointed. He reminded the present persons of the development of the approval process: An untrustworthy Cypriot company had been replaced by another company, however, with the same names of persons. The vendors are at the same time responsible for the project implementation. The project has attracted enormous publicity – the journalists are informed about the dates on which the sessions of the Board of Governors are to be held (without knowing by whom). There is a lot of unclear issues – e.g. the reasons why VŠB – Technical University of Ostrava has withdrawn from the project have not been explained. The Board of Governors definitely wanted to help and to contribute to a precise specification of the project. Instead of giving explanations on all the necessary issues, the Rector only aggravated the situation. There is intense pressure.

Ing. Šojdrová said that publication of information in the media had not been in the interest of the Boards of Governors. However, strong pressure had been exerted on the members of the Board of Governors, and, therefore, no other option was left. The Board of Governors had never invited media to attend its previous sessions.

Resolution No. 1/21

The TBU Board of Governors

states

that the documents presented to them on 26 February 2010 had not been presented to the TBU Academic Senate. The Board of Governors requires a correction – the documents in question shall be delivered to the Academic Senate.

Out of six TBU BG members present, six members voted for the resolution proposal No. 1/21.

Resolution No. 2/21

The TBU Board of Governors

expresses disapproval

of the introductory speech given by the Rector and asks for an explanation and substantiation of the statement made by the Rector. The Board of Governors states that the steps taken by the Rector lead to a destabilization of the situation at the University and damage the reputation of TBU.

Out of six TBU BG members present, six members voted for the resolution proposal No. 2/21.

Ad 5)

Ing. Šojdřová said that she had been informed by PhDr. Miroslava Kopicová, Minister of Education, Youth and Sports of the Czech Republic, that the TBU Rector had asked the Minister to remove three members of the Board of Governors from the office. She added that she had handed over a letter written by the Rector to the Minister. The letter in question had been addressed to the members of the Board of Governors; in the letter, the Rector thanked them for their activity and expressed his appreciation of their work. Therefore, she cannot understand this action.

PhDr. Ondřová specified that the letter in question had been an apology for the previously sent insulting letter from the Rector, addressed to the Board of Governors. Afterwards, she informed the members of the Board of Governors about the contents of the letter sent by the Rector to Prof. Petr Sáha after the information about the intimidation against Ing. Šojdřová in relation to the lustration certificate regarding Prof. Sáha, Emeritus Rector of TBU, had been mentioned in the Minutes of the 20th Session of the Board of Governors (see the Minutes of the 20th Session of the Board of Governors). Subsequently, Prof. Sáha had been removed by the Rector from the office of the TBU Deputy Rector.

Ing. Macháčková required the presence of a representative of the Board of Governors at the session of the TBU AS during which the project should be discussed again. Ing. Šojdřová, Chairperson of the TBU Board of Governors, promised to participate in the session of the TBU AS.

Ing. Kubíček asked the members of the Board of Governors not to provide information on the situation to the media.

Bc. Baroň also joined the request made by Ing. Kubíček – i.e. not to inform the media.

PhDr. Ondrová stated that before the discussions on the UH Park project started, there had never been a problem between the Rector and the TBU Board of Governors. The Board of Governors has not attracted the attention of the media to the discussions. She added that the development of TBU is a priority for the Board of Governors. After all, many of the members played an important role in the establishment of the University.

Bc. Baroň added that he would not like the situation to become that critical as in Plzeň.

Doc. Volf explained that it was necessary to deal with the situation above all within the University. It is necessary to be aware of the fact that the members of the TBU Academic Senate bear no personal responsibility for their decisions, but the members of the Board of Governors do. Therefore, they must go into details when taking decisions.

PhDr. Ondrová presented to the Board of the Governors the business card distributed by Mgr. Roman Čech as a new TBU employee. The information on the business card is astonishing: Police of the Czech Republic, Department of Detection of Organized Crime, Criminal Police and Investigation Service – Branch Office Brno – Mgr. Roman Čech, Police Counsellor, Colonel, Head of the Branch Office in Brno – E5. She asked whether the members of the TBU AS had been informed about his job description.

Doc. Pavlínek mentioned his own negative experience with Mgr. Čech and read the letter he had sent to the members of the TBU AS. Ing. Macháčková informed the Board of Governors about the reply from the Rector, containing the job description of Mgr. Čech.

Mr Libor Lukáš, Chairperson of the Board of Governors, asked the TBU AS to check whether the trend followed by the TBU Management was appropriate and beneficial to the University.

Ing. Kubíček asked the representatives of the TBU AS to inform the Board of Governors about the explanation regarding the job description of Mgr. Čech, to be given by the TBU Rector at the next session of the TBU AS.

PhDr. Ondrová said that she had been informed by Ing. Ján Bodnár, Mayor of the town of Prievidza (Slovakia), that the Faculty of Logistics and Crisis Management (hereinafter referred to as FLCM) was planning to establish a new TBU unit in Prievidza. Mr Libor Lukáš added that he had received a phone call from the Regional Commissioner of the Trenčín Region in the same matter. PhDr. Ondrová therefore asked Bc. Baroň, who is at the same time a member of the Academic Senate of the FLCM, whether he had received this information. The Mayor of the town of Prievidza told PhDr. Ondrová that Ing. Mrkvička, Ph.D., the FLCM Dean, as well as Prof. Hoza, the TBU Rector, had been informed in detail about this plan.

Bc. Baroň said that he had not been informed about this plan.

Ing. Šojdrová said that in case this information was correct, this decision was inconsistent with the Long-term Aims and Objectives of the TBU Development, which do not include this university unit, and therefore, the University would obtain no financial resources for its establishment from the Ministry of Education, Youth and Sports of the Czech Republic. The Board of Governors as well as the representatives of the Academic Senate were surprised that they had not been informed about this strategic objective.

Ad 6)

Ing. Šojdrová repeated her disappointment at the Rector having left the session. She said that the Rector should consider carefully whether this “protest“ of his was beneficial to the University. She terminated the session of the Board of Governors and thanked the members and the guests for their participation.

Attachment:

1. 1x Opinion on the information on the project “UH Technology Park“(21x A4 pages)
2. 2x Letters from the Rector dated 17 and 19 March 2010 (9x A4 pages)
3. 3x Request to convene the session of the TBU Board of Governors (3x A4 pages)

The next session of the TBU Board of Governors is scheduled to take place on 21 April 2010.

In Zlín on 25th March 2010

Minutes taken by: Ing. Andrea Kadlčíková

PhDr. Irena Ondrová
Deputy Chairperson of the TBU Board of Governors

Ing. Michaela Šojdrová
Chairperson of the TBU Board of Governors