



The agenda of the session of the Board of Governors was adopted by unanimous vote, with the election of the new Rector to be discussed within the item "Miscellaneous".

The BG Deputy Chairperson, Mr Libor Lukáš, was asked to verify the Minutes of the 23<sup>rd</sup> session of the BG and he agreed to do so. The BG approved Mr Libor Lukáš as the verifier of the Minutes by unanimous vote.

Ing. Šojdrová informed the members of the BG about the statement issued by the MEYS on 30 April 2010 regarding the legitimacy of the BG questioned by Prof. Hoza, the former TBU Rector. As regards the actions taken by the TBU BG, the group "3 MEYS" has not found any facts that would indicate that the mentioned actions were illegal. That means that the decisions taken by the Board are not questionable, and the validity of mandates of all members of the BG is hereby confirmed.

Ing. Macháčková informed all present that on 31 May 2010 TBU received an official document issued by the MEYS and sent to the TBU data box including a legal analysis of the validity of composition of the TBU AS. This document confirmed that no legal deficiencies were found that could result in the invalidity of the proposal of the TBU AS regarding the removal of the TBU Rector from office. At the same time, the document confirms that the election procedure and the composition of the TBU AS are fully in accordance with the Election Rules and Rules of Procedure of the TBU AS.

Ms Bata informed all present about her meeting with the Minister of Education, Youth and Sports of the Czech Republic, which took place on 31 May 2010.

## **Agenda Item 2**

Check on the execution of the Resolution No. 2/22

The members of the BG received a list of accreditations applied for by TBU and approved since the beginning of the academic year 2009/10 including the list of unsuccessful applications for accreditation.

The issue of the accreditation to be acquired by the Faculty of Logistics and Crisis Management (hereinafter referred to as FLCM) was discussed in detail. Doc. Křesálek informed all present that Doc. Gregar, the TBU Vice-Rector for Pedagogical activities, was in charge of this issue.

Ing. Macháčková pointed out that it was necessary to find a solution regarding the accreditation without delay, and that also because of the future nomination of the candidate to be appointed as the new Rector.

## **Resolution No. 1/23**

**TBU BG takes cognizance of the information provided by Doc. Křesálek regarding the unsuccessful applications for accreditation submitted by the FLCM. The TBU BG recommends, in the interest of students, finding a solution regarding the accreditation of the follow-up Master's programme as soon as possible.**

Out of five TBU BG members present, five members voted for the resolution proposal No. 1/23.

Check on the execution of the Resolution No. 4/22

The complete auditor's report was sent to the members of the BG on 6 May 2010 - but not the overview of conditional liabilities of TBU pointed out by the auditor, with this paragraph having been left out from the report on behalf of TBU.

Ing. Šojdrová asked Ing. Kostečka, the TBU Bursar, whether it was true that TBU had terminated the contract concluded with the audit company which had prepared the report for TBU.

Ing. Kostečka confirmed that a new selection procedure had been announced in order to find a new auditor, but this procedure had not been completed yet.

PaedDr. Gajdůšková said that in her opinion it was unacceptable to look for a new auditor in reaction to a problem found by the previous auditor.

Mr Lukáš, the Deputy Chairperson, said that it was necessary that the TBU Management reacted to the auditor's report and expressed their opinion on the notice received from the auditor regarding the conditional liabilities of TBU. He said that it was essential that the TBU Management presented to the BG the Annual Economic Report 2009 for discussion, and that in form of one complete document.

Ing. Macháčková informed the BG about the wording of Resolutions No. 123/4 and No 123/5, adopted by the TBU AS in this regard.

Doc. Volf pointed out that the situation was serious because in case the TBU Annual Economic Report 2009 was not approved by the BG, then problems could arise concerning the funding of TBU by the MEYS in the following year. Furthermore, he said that a modified auditor's report had been presented to the BG, with a part of the report missing. Now the BG has received a complete report, however, the TBU Management did not explain the risks involved. It is necessary to be sure that everything is alright.

Ing. Šojdrová said that the Bursar is responsible for presenting the Annual Economic Report.

Ing. Kostečka stated that the requirement set by the BG had been fulfilled: The complete auditor's report had been presented, except for the opinion of TBU concerning the contracts, that had not been attached to the report. However, the contracts are mentioned in the auditor's report.

### **Resolution No. 2/23**

**TBU BG is willing to discuss the TBU Annual Economic Report 2009 and requires a full execution of the Resolution No. 4/22.**

Out of five TBU BG members present, five members voted for the resolution proposal No. 2/23.

### **Agenda Item 3**

Doc. Křesálek asked the Board of Governors to take a final decision regarding the UH Technology Park, at today's session. Auditors authorized by the Ministry of Industry and Trade to supervise this project are expected to arrive at the University; therefore, TBU must adopt an attitude to the mentioned matter.

Ing. Šojdrová proposed to discuss the "Official Examination (Economic and Legal Audit) of the UH Technology Park project" in detail - every single part separately.

The questions asked by the members of the BG focused on the price of the land, location (residential zone), the subsequent running of the buildings (according to the audit not sufficiently dealt with), on the partner – UNIS a.s. (Joint-stock company) (credibility allegedly enhanced – nevertheless, they guarantee a loan amounting to CZK 50 million only), risks connected with possible forced repayment of the loan granted to the UH Park, a.s. (Joint-stock company), loans not sufficiently guaranteed, etc.

Mr Lukáš, the Deputy Chairperson, added that he - unlike the former TBU Management - believed that the presented audit did confirm the risks of the project, and not deny them.

Ms Bata informed the BG members that JUDr. Berka had visited her and given her a printed presentation of the project. She said that the benefit of the project to the University was not obvious, that the project was of a rather commercial character, suitable for implementation by companies. There is an obvious conflict of interests – JUDr. Berka is the owner of the land and buildings in question, he is also the chief executive officer of the Tetraco CS company, Ltd.; in the company UH Park, a.s. (Joint-stock company) he is a member of the Board of Directors and he is also mentioned as a researcher in several research departments of the UH Technology Park. In addition to these facts, the project, in her opinion, is a big obligation for TBU.

Doc. Volf asked Doc. Křesálek whether the presented audit had persuaded the TBU Management that the project was alright.

He also said that the audit confirms that the concluded agreements on future contracts involved no risks.

Ing. Šojdrová said that the audit has confirmed the risks feared by the BG. If the TBU management wants to continue with the project implementation, their task would be to eliminate the risks, to thoroughly revise the project and submit the project again.

PaedDr. Gajdušková proposed to look for different forms of cooperation, e.g. only future lease of the premises by the University. The audit also states that TBU will not be able to ensure the full repayment of the loan granted.

Ing. Veselý said that it was necessary to say clearly whether TBU would need such premises in future at all, e.g. for educational purposes. If it was so, then, in his opinion, the risks were adequate.

#### **Resolution No. 3/23**

**The TBU BG discussed the document entitled “Official Examination (Economic and Legal Audit) of the UH Technology Park Project” dated 22 April 2010 and states that the document confirmed the risks connected with the project funding and mentioned at previous sessions of the TBU BG held on 15 December 2009 and on 26 February 2010.**

Out of five TBU BG members present, five members voted for the resolution proposal No. 3/23.

*A 5-minute break followed. Ing. Veselý a Ing. Kostečka left the session.*

#### **Agenda Item 4**

Doc. Křesálek said that it was his task to lead the University in Zlín towards the election of the candidate to be appointed as the new Rector, and that in a calm atmosphere. He added that he was not planning to make any irreversible changes that could complicate the work of the future Rector. He wants to focus on the following issues:

1. To remove the feeling of nervousness and uncertainty spreading among TBU employees, to ensure standard functioning of TBU – transparent action, providing information to colleagues
2. Preparation of the nomination of candidates for the office of Rector - in close cooperation with the TBU Academic Senate
3. Preparation of the Investment Strategy Plan for the period between 2011 and 2015
4. Preparation of the Strategic Plan of Development of TBU in Zlín – cooperation with the TBU constituent parts
5. Information on the results achieved by the TBU staff to be given to the media in order to improve the public image of TBU
6. Focusing on the development at the Faculty of Logistics and Crisis Management in Uherské Hradiště – without disputes with other constituent parts, it is necessary to support the Faculty, as it is newly

established.

### **Agenda Item 5**

Ing. Šojdřová said that if Doc. Křesálek intended to stop the feeling of nervousness from spreading, he would not be able to avoid dealing with the issue of Ing. Kostečka's continuance in the office of the TBU Bursar as well as with the issue of employment of Mgr. Čech at TBU. The Bursar was appointed by the former Rector who lost the trust. If the Bursar is to continue in this office, the era of mistrust in the executive manager of the University will also continue. It was precisely the change at the post of Bursar that provoked a feeling of nervousness.

Doc. Křesálek emphasized that it was not the Rector's duty to hold a selection procedure. Following the request of the BG he held a selection procedure, with 3 candidates participating; Ing. Kostečka was the best of them. In spite of the fact that he has been chosen by Prof. Hoza, that does not automatically mean that Ing. Kostečka is a bad Bursar, Doc. Křesálek does not want to harm him. He added that would think about a solution to the matter. However, he will not take an immediate action. He mentioned to also have good relations with the former Bursar, RNDr. Černý, with whom he had recently discussed several issues.

With regard to his extensive experience in the sphere of financial administration Doc. Volf said that if he had found out about a Bursar presenting a falsified auditor's report, he would very seriously assess the Bursar's continuance in the office. He could not continue to cooperate with such Bursar.

Doc. Křesálek said that he himself had been absolutely shocked by the information saying that a part of the auditor's report had been left out. It is a big mistake.

Ms Bata said that the management must work together as a team; they must deal with all problems together. She also gave the present members of the BG the information she had received from Ing. Kostečka, i.e. that Ing. Kostečka had known JUDr. Berka during quite a long period of time. She also added that – as Doc. Křesálek was rather a scientist than a manager – it was necessary to help him, especially during decision-making regarding financial issues. She emphasized that Doc. Křesálek himself had mentioned that he was cooperating with RNDr. Černý in matters regarding the ICT Park.

Ing. Šojdřová said that after intensive lobbying aimed at supporting the UH Technology Park project it was obvious that this was not the end of the whole affair. She added that she could understand the entrepreneurs and their interests, and was even willing to accept the University's participation in the project in a certain manner, provided that the risks were eliminated and the participation was under professional management. For her, RNDr. Černý, the former TBU Bursar, would be an acceptable person to hold this post, because she could trust him.

Doc. Křesálek also said that in the near future Ing. Kadlčíková, the TBU Director of Marketing and Communications, would resume the post of TBU spokesperson

Ing. Macháčková added that she had sent to Doc. Křesálek a proposal made by one of the senators regarding the post of the TBU spokesperson. The appointment of Mgr. Prachař to this post is a violation of the TBU Statute.

Based on the information provided by Prof. Hoza, Doc. Křesálek also informed the BG that the position of Mgr. Čech had already been solved. He stated that he did not know what tasks had been assigned to Mgr. Čech. Nevertheless, at present Mgr. Čech does not work at the Rectorate any more, but he is still an employee of the University. Previously, he had been recruited to work at the FLCM and he would

work there from now on.

Bc. Baroň added that he did not consider the transfer of Mgr. Čech to the FLCM as a convenient solution. He reminded Doc. Křesálek of the fact that FLCM had sufficient problems of its own. He is afraid of more complications to come.

*Mr Libor Lukáš left the session.*

Doc. Křesálek responded that the issue of the missing accreditation is a bigger problem for the FLCM. Mgr. Čech is an experienced person; previously he worked in the Department for Detection of Organized Crime. He might be a good professional. Doc. Křesálek added that he did not want to be prejudiced.

Ing. Macháčková recommended finding a final solution concerning the accreditations at the FLCM as soon as possible because this would determine at which faculty the respective students were registered. The future composition of the TBU AS depends on the registration of the students. With respect to the upcoming nomination of the candidate to be appointed as the new Rector, it is necessary that the TBU AS has a composition that is indisputable. Furthermore, she provided information on the time schedule of the election. It will not be possible to hold the election of the candidate to be appointed as the new Rector before late September, or, more probably, before October.

The members of the BG recommended starting the process of election of the candidate to be appointed as the new Rector as soon as possible.

#### **Agenda Item 6**

Ing. Michaela Šojdrová, the TBU BG Chairperson, thanked all present for attending the session and terminated the session.

Date: 3 June 2010

Minutes taken by: Ing. Andrea Kadlčíková

Libor Lukáš  
Deputy Chairperson of the TBU BG

Ing. Michaela Šojdrová  
Chairperson of the TBU BG