

Shepherd University Board of Governors

Minutes of the Meeting of November 11, 2004

The Shepherd University Board of Governors met on November 11, 2004, in the Byrd Center for Legislative Studies, Shepherd University, Shepherdstown, West Virginia, in a regular meeting. Members participating were: Manny Arvon, Lauri Bridgeforth, Vicki Douglas, Matthew Gay, Doris Griffin, Anders Henriksson, Robert McMillan, Andy Michael, Barbara Pichot, John Sherwood, and Dan Starliper. Also present were Shepherd University President David Dunlop, CTC of Shepherd President Peter Checkovich, members of the executive staff, and others.

Chair Michael convened the meeting of the Board of Governors at 2:45 p.m.

1. MINUTES OF THE MEETING OF OCTOBER 14, 2004

M (Starliper) S (Sherwood), PASSED, that the minutes of the October 14, 2004 meeting of the Board of Governors be adopted as presented in the agenda book.

2. SHEPHERD UNIVERSITY REPORT

President Dunlop summarized for the Board information that was presented at the “Best Practices” Higher Education Policy Commission conference which was held in Charleston on October 9-10, 2004. He also shared with the Board that Dr. Dan Angel, President of Marshall University, has resigned.

Dr. Dunlop reported that the fiscal year ‘06 budget will probably look much like ‘05, with cuts expected to be between 5.5% and 8.5%. He assured the Board that Shepherd University will meet the challenge.

Dr. Dunlop announced that repaving of parking lots and streets has begun on campus.

3. COMMUNITY AND TECHNICAL COLLEGE OF SHEPHERD REPORT

President Checkovich distributed copies of *TARGET: 2010 A Compact for the Future of West Virginia* to the Board and discussed the goals for the delivery of community and technical college education.

4. ANNUAL FINANCIAL REPORT

Mr. Ed Magee, Vice President for Administration and Finance, and Mr. Dennis Juran of Deloitte and Touche presented to the Finance and Personnel Committee the annual financial report. This presentation included a review of the *Financial Statements as of and for the Years Ended June 30, 2004 and 2003 and Independent Auditors’ Reports and Additional Information for Year Ended June 30, 2004*.

5. **QUARTERLY FINANCIAL MANAGEMENT REPORT**

Mr. Ed Magee, Vice President for Finance and Administration, presented to the Board the quarterly financial report for the period ending September, 30, 2004.

6. **IKENBERRY HALL ADDITION**

M (McMillian) S (Sherman), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the schematic designs for the Ikenberry Hall Addition.

7. **SHEPHERD UNIVERSITY RESIDENTIAL APARTMENT COMPLEX AND AMENDED INDUCEMENT RESOLUTION**

M (Starliper) S (Henriksson), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the schematic designs for the Shepherd University Residential Apartment Complex.

M (McMillian) S (Bridgeforth), PASSED, that the following resolution be adopted by the Board:

RESOLVED,

**SUPPLEMENTAL RESOLUTION SUPPLEMENTING AND AMENDING
INDUCEMENT RESOLUTION STATING THE REASONABLE EXPECTATION OF
THE SHEPHERD UNIVERSITY BOARD OF GOVERNORS TO REIMBURSE
SHEPHERD UNIVERSITY FOR
CAPITAL EXPENDITURES IN CONNECTION WITH THE
PLANNING, DESIGN, ACQUISITION, CONSTRUCTION AND
EQUIPPING OF A NEW STUDENT HOUSING PROJECT AND ASSOCIATED
PARKING LOTS, NEW WEST CAMPUS ROADWAYS AND UTILITIES
INFRASTRUCTURE, AND OTHER CAPITAL IMPROVEMENTS
FOR USE BY SHEPHERD UNIVERSITY MADE PRIOR TO
THE ISSUANCE OF TAX-EXEMPT REVENUE BONDS
AND TAKING OTHER ACTIONS IN CONNECTION WITH SAID BONDS**

WHEREAS, Shepherd University, formerly Shepherd College (the “University”) is an institution of higher education of the State of West Virginia governed by the Shepherd University Board of Governors (the “Board”), which is empowered and authorized by Chapters 18 and 18B of the Code of West Virginia, 1931, as amended, among other things, in furtherance

of the public purposes of the University, to issue revenue bonds of the University to finance capital improvements at the University and as security for the payment of the principal and redemption price of, and interest on, any such bonds so issued and any agreements made in conjunction therewith, to pledge the revenues and receipts from certain student fee and other revenues of the University to secure the payment of such bonds and interest thereon;

WHEREAS, on January 8, 2004, the Board adopted an Inducement Resolution (the "Inducement Resolution") with respect to the financing of the costs of the planning, design, acquisition, construction and equipping of a new student housing project and associated parking lots, new west campus roadways and utilities infrastructure and other capital improvements for use by the University (collectively, the "Project"), and other matters relating thereto, which Inducement Resolution was captioned as follows:

INDUCEMENT RESOLUTION STATING THE REASONABLE EXPECTATION OF
THE SHEPHERD COLLEGE BOARD OF GOVERNORS TO REIMBURSE SHEPHERD COLLEGE FOR
CAPITAL EXPENDITURES IN CONNECTION WITH THE
PLANNING, DESIGN, ACQUISITION, CONSTRUCTION AND
EQUIPPING OF A NEW STUDENT HOUSING PROJECT AND ASSOCIATED PARKING LOTS, NEW WEST
CAMPUS ROADWAYS AND UTILITIES INFRASTRUCTURE, AND OTHER CAPITAL IMPROVEMENTS
FOR USE BY SHEPHERD COLLEGE MADE PRIOR TO
THE ISSUANCE OF TAX-EXEMPT REVENUE BONDS
AND TAKING OTHER ACTIONS IN CONNECTION WITH SAID BONDS

WHEREAS, as set forth in the Inducement Resolution as originally adopted, the aggregate cost of the Project was estimated to be not in excess of \$25,000,000; and

WHEREAS, due to recent developments, the Board has determined that the estimated aggregate cost of the Project has increased and will now not exceed \$27,000,000; and

WHEREAS, as a result of said increase, the Board desires to supplement and amend the Inducement Resolution to provide that the aggregate cost of the Project originally estimated to be not in excess of \$25,000,000 be supplemented and amended to be not in excess of \$27,000,000.

NOW, THEREFORE, BE IT RESOLVED BY THE SHEPHERD UNIVERSITY BOARD OF GOVERNORS that the estimated cost of the Project be increased from \$25,000,000, as originally set forth in the Inducement Resolution, to an amount not to exceed \$27,000,000 and that all references in the Inducement Resolution to \$25,000,000 be amended to read \$27,000,000.

The Inducement Resolution shall remain in full force and effect except as expressly supplemented and amended herein.

This Supplemental Resolution shall be effective on the date of its adoption.

Adopted this 11th day of November, 2004.

8. **NAME CHANGE OF THE BACHELOR OF SECONDARY EDUCATION DEGREE IN MUSIC**

M (Starliper) S (Henriksson), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the change of the title of the degree issued to graduates in Secondary Education, in Music, to the Bachelor of Music Education degree, effective with the May 2005 graduates.

9. **RENAMING OF THE COLLEGE CENTER**

M (Starliper) S (Sherwood), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the change of the name of The College Center to The Student Center.

10. **NEW BUSINESS**

Chair Michael reminded the members of the Board that there will be a retreat Saturday, December 4, 2004 beginning at 9 a.m.

11. **PUBLIC COMMENTS**

There were no public comments made at the meeting.

There being no further business, the meeting was adjourned.

Andrew D. Michael
Chair

Robert A. McMillan
Secretary