

Shepherd University Board of Governors

Minutes of the Meeting of February 25, 2016

The Shepherd University Board of Governors met on February 25, 2016 in a regular meeting. Members participating were: John Beatty, Jason Best, Marcia Brand, Bridget Cohee, Ramona Kissel, Eric Lewis, Tia McMillan [phone], D. Scott Roach, Chad Robinson [phone], Chauncey Winbush, and John Younis. Also present were Shepherd University Interim President Sylvia Manning, members of the executive staff and others. Board member Cutlip was absent from the meeting.

1. **PUBLIC COMMENTS**

No public comments were made.

OATH OF OFFICE: The Chair administered the Oath of Office to new members Eric Lewis and Chauncey Winbush.

2. **PRESENTATION: THE STANLEY C. AND SHIRLEY A. MARINOFF THEATER**

Mr. Ed Herendeen, Professor and Producing Director of Theater, provided a presentation on The Stanley C. and Shirley A. Marinoff Theater.

3. **MINUTES OF THE MEETING OF DECEMBER 3, 2015**

M (Best), S (Cohee), PASSED, all members participating by phone were polled, that the minutes of the December 3, 2015 meeting of the Board of Governors be adopted as presented in the agenda book.

4. **MINUTES OF THE MEETING OF JANUARY 9, 2016**

M (Best), S (Kissel), PASSED, all members participating by phone were polled, that the minutes of the January 9, 2016 meeting of the Board of Governors be adopted as presented in the agenda book.

5. **REPORT OF THE EXECUTIVE COMMITTEE REGARDING ITS MEETING OF FEBRUARY 15, 2016**

Chair Brand provided a report on the Executive Committee's February 15, 2016 meeting to review and approve the project plan and pre-development agreement for the Student Housing 2017 project.

6. **ANNUAL AUDIT REPORT**

Mr. Sean Walker, Managing Principal, and Mr. Chris Kessler of CliftonLarsonAllen summarized the annual Audit Report. The presentation included a review of the Financial Statements as of and for the Years Ended June 30, 2015 and 2014, and the Independent Auditors Reports. Mr. Kessler reported that the University received an unqualified opinion letter. He noted that there were no material weaknesses and discussed areas of recommendations relating to accounts receivable and the allowance for doubtful accounts.

7. **PRESIDENT'S REPORT**

Interim President Manning directed the members to the Z-Card mock-up of Quick Facts. This card can be folded up and easily stored in a pocket or wallet, but unfolds quickly and includes questions individuals may have about Shepherd. The final Z-Cards are forthcoming.

Dr. Manning noted that she was at the WV Legislature in the preceding week and witnessed a Legislative Citation recognizing the 2015 Shepherd University Rams Football Team for reaching the Division II National Championship, winning the Super Region I Championship, and winning the Mountain East Conference title. She noted that the Shepherd football team was being presented with the 2015 Division II Lambert Award at the 80th Eastern College Football Awards Banquet at the MetLife Stadium in NY.

Dr. Manning discussed the two appendices of the President's Report. The first reflected recent budget cuts and steps implemented by Shepherd in response. The second appendix was provided to Legislative leaders and will be sent to the panhandle representatives, reflecting that Shepherd is the lowest funded baccalaureate institution in WV, in proportion to enrollment.

Dr. Manning noted the resignation of CFO, Anna Barker, effective March 9, and the arrival of the new Vice President for Enrollment Management, Bill Sommers, on April 18.

8. **APPROVAL OF PROPOSED 2016-2017 ENROLLMENT, HOUSING, DINING AND OTHER FEES**

M (Best), S (Cohee), PASSED [eight in favor - three opposed], all members participating by phone were polled, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approve the increases to Enrollment, Housing and Dining, and Miscellaneous fees as presented in the Agenda Book.

9. **REPORT OF THE AUDIT AND FINANCE COMMITTEE**

Dr. John Younis, Audit and Finance Committee Chair, summarized the Quarterly Financial Report for the period ending December 31, 2015. The Committee also discussed the Annual Audit and received an update on the housing project.

10. **REPORT OF THE ENROLLMENT MANAGEMENT AND UNIVERSITY ADVANCEMENT COMMITTEE**

Mr. Scott Roach, Enrollment Management and University Advancement Committee Chair, summarized the discussions of the Committee as to University Advancements Mid-Year Update and an Enrollment Update.

11. **REPORT OF THE ACADEMIC AFFAIRS AND STUDENT AFFAIRS COMMITTEE**

Ms. Bridget Cohee, Academic Affairs and Student Affairs Committee Chair, summarized the Student Affairs Annual Report as presented to the Committee.

12. **APPROVAL OF THE ELIMINATION OF MUSIC THEATER CONCENTRATION IN THE B.A. IN MUSIC**

M (Kissel), S (Best), PASSED, all members participating by phone were polled, that the following resolution be adopted by the Board:

RESOLVED, that the Shepherd University Board of Governors approve the elimination of the music theater performance concentration of the B.A. in Music, effective Academic Year 2016-2017.

13. **APPROVAL OF THE B.A. IN MUSIC, GENERAL CONCENTRATION**
M (Cohee), S (Kissel), PASSED, all members participating by phone were polled, that the following resolution be adopted by the Board:

RESOLVED, that the Shepherd University Board of Governors approve the addition of the B.A. in Music, general concentration, effective Academic Year 2016-2017.

14. **ACTION ON POLICY 29, EMPLOYMENT AND EVALUATION OF THE PRESIDENT**
M (Best), S (Cohee), PASSED, all members participating by phone were polled, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approve the amendments to Policy 29, Employment and Evaluation of the President, as presented in the agenda materials of February 25, 2016 and further amended in Section 4.3.2.6 and Section 5.2.3 during the meeting.

15. **RENAMING OF THE ROBERT C. BYRD CENTER FOR LEGISLATIVE STUDIES**
M (Cohee), S (Best), PASSED, all members participating by phone were polled, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approve the re-naming of the Robert C. Byrd Center for Legislative Studies to The Robert C. Byrd Center for Congressional History and Education.

16. **HIGHER LEARNING COMMISSION SITE VISIT**
Dr. Scott Beard, HLC Institutional Liaison and Associate Vice President for Academic Affairs, provided an update to the Board about the March 7-8, 2016 site visit.

17. **NEW BUSINESS**
The following special resolution for adoption by the Board was approved by acclamation:

BOARD OF GOVERNORS RESOLUTION
HONORING
DR. SYLVIA MANNING

WHEREAS, Dr. Sylvia Manning began service as the Interim President of Shepherd University on August 7, 2015, and from her first days provided wisdom, insight, and integrity in the leadership of the University; and

WHEREAS, Dr. Manning consistently provided experienced guidance to the academic and administrative divisions of the University and inspired confidence in challenging times; and

WHEREAS, Sylvia Manning contributed generously her time, expertise, and professional experience in assisting the Board in the search process for the new president of the University; and

WHEREAS, Dr. Manning was ideally suited to serve as Shepherd's Interim President, embracing and reflecting the University's public liberal arts mission to the campus community and to the State of West Virginia; and

WHEREAS, Sylvia Manning shared and demonstrated Shepherd's commitment to its students, helping lead the University to important and creative initiatives to enhance student retention; and

WHEREAS, as Dr. Manning's period of service as Interim President progressed toward its end, she has provided continuing assistance to the Board and to the president-designate in the transition of the presidency while also continuing to lead the University in important matters of institutional governance and financial management; and

WHEREAS, in all things Sylvia Manning shared with Shepherd University and the Shepherdstown community her humor and grace and collegiality, and so holds the respect and admiration of us all.

THEREFORE, BE IT RESOLVED, THAT the Shepherd University Board of Governors honors Interim President Sylvia Manning for her record of exemplary service to the University and to the Board of Governors and expresses to her the gratitude and enduring appreciation of the Board, the faculty and staff, and the students of Shepherd as she concludes her service in Shepherdstown; and

FURTHER, BE IT RESOLVED, THAT this resolution be inscribed upon the minutes of the February 25, 2016 Board of Governors meeting and that a copy of the resolution be presented to Dr. Manning.

Signed Copy on F: L
Marcia Brand
Chair

Signed Copy on F: L
D. Scott Roach
Secretary