

SHEPHERD UNIVERSITY BOARD OF GOVERNORS

MINUTES OF THE MEETING OF JUNE 14, 2018

The Shepherd University Board of Governors met on June 14, 2018 for the annual meeting. Members participating were: Ray Alvarez, David Avella (phone), Marcia Brand, Gat Caperton, Henry Kayes, Jr., Ramona Kissel, Eric Lewis, Robert Marggraf, Chad Robinson and J.B. Tuttle. Also present were Shepherd University President Mary J.C. Hendrix, members of the executive leadership team and others. Board members Tia McMillan and Sneha Reddy were absent from the meeting.

1. **PUBLIC COMMENTS**

No public comments were made.

2. **CONSENT AGENDA ITEMS**

M (Tuttle), S (Lewis), 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 approves:

- 1) The Minutes of the Meeting of May 17, 2018; as presented in the Agenda materials of June 14, 2018, as amended, and
- 2) The FY2020 Capital Funding Priorities; as presented in the Agenda materials of June 14, 2018, and authorizes the President to submit the Capital Funding Priorities on its behalf to the West Virginia Higher Education Policy Commission.

3. **PRESIDENT'S REPORT**

President Hendrix reviewed highlights of the ongoing initiatives for advancing Shepherd from among the comprehensive list provided in the President's Report.

4. **REPORT OF THE ACADEMIC PROGRAMS AND DEVELOPMENT COMMITTEE**

On behalf of the Academic Programs and Development Committee, Mr. Alvarez provided a brief update of the Committee's discussions which included updates on both Academic Restructuring and University Development.

5. **REPORT OF THE ENROLLMENT, STUDENT AND COMMUNITY AFFAIRS COMMITTEE**

On behalf of the Enrollment, Student and Community Affairs Committee, Mr. Robinson introduced Mr. Bill Sommers to summarize the Enrollment Management Update. Mr. Robinson then provided a brief update of the Committee's discussion regarding the Student Affairs Update.

6. **PROPOSED FY2019 ANNUAL BUDGET**

M (Lewis), S (Kayes), 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 approves the FY2019 Annual Baseline Budget as presented in the agenda materials of June 14, 2018.

7. **PERSONNEL SALARY INCREASE: IMPLEMENTATION OF GOVERNOR'S STATEWIDE INCREASE INITIATIVE**

M (Lewis), S (Marggraf), 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 approves the adoption of the institutional salary increases initiative as described in the agenda book of June 14, 2018, to be effective July 7, 2018 or as soon thereafter as may be effectively administered in the State payroll systems.

In conjunction with the adoption of this resolution, members expressed an expectation that an enhanced performance evaluation process should be pursued and utilized to allow rewards for meritorious performance in the future.

8. **REPORT OF THE FINANCE AND FACILITIES COMMITTEE**

On behalf of Finance and Facilities Committee, Mr. Lewis provided a brief update of the FY2019 Capital Initiatives.

9. **ELECTION OF OFFICERS FOR 2018-2019**

The Nominating Committee, by and through its chair Mr. Alvarez, submitted a slate of Mr. Eric Lewis as Chair, Mr. Gat Caperton as Vice Chair, and Mr. Chad Robinson as Secretary. There were no other nominations. The slate of officers for 2018-2019 was accepted by acclamation.

In conjunction with this election, members expressed appreciation for the service of Chair Brand, whose term of office was concluding.

10. **ELECTION OF AUDIT AND NOMINATING COMMITTEES**

Newly elected Chair Lewis nominated Mr. Alvarez as chair of the Audit Committee, and Mr. Henry Kayes, Jr. and Mr. Eric Lewis for its membership, pursuant to the Bylaws. The Audit Committee members for 2018-2019 were accepted by acclamation. Mr. Alvarez noted we need to draft a new resolution for the bylaws.

The Nominating Committee then nominated, by and through its chair Mr. Alvarez, a slate of Ms. McMillan, Mr. Alvarez and Mr. Kayes, Jr. for its membership pursuant to the Bylaws. The Nominating Committee members for 2018-2019 were accepted by acclamation.

11. **PROPOSED 2018-2019 MEETING DATES**

Chair Brand reviewed the proposed meeting schedule for 2018-2019, as published in the agenda book, with the Board.

12. **NEW BUSINESS**

Dr. Brand noted that she would like the Board to have a better engagement with fundraising. She also noted that she would like to see the Dashboards updated periodically and tied to the Strategic Plan.

Mr. Lewis noted the desire to convene a retreat during the summer months, and also noted that he may appoint one or more ad hoc committees to focus on specific issues.

The following special resolution for adoption by the Board was moved by Mr. Caperton, seconded by Mr. Lewis, and approved by acclamation:

**BOARD OF GOVERNORS RESOLUTION
HONORING
DR. MARCIA BRAND**

WHEREAS, Dr. Marcia K. Brand has served Shepherd University with distinction as a member of the Shepherd University Board of Governors from 2010 to 2018; and

WHEREAS, during much of her tenure on the Board, Dr. Brand served as a member of the Executive Committee as an officer of the Board, and frequently participated actively in the University's strategic planning and initiatives to enhance the commitment to excellence as a public liberal arts university; and

WHEREAS, Dr. Brand became the first board member to serve as Chair for more than two terms, presiding in that capacity from 2015 to 2018, and in doing so accepted the burden of responsibility during periods of critical transitions; and

WHEREAS, in the capacity of Chair of the Board, she effectively guided the University through a presidential search process, producing an outstanding result which unified the campus and the community with enormous energy and commitment for the future of the University; and

WHEREAS, through her enthusiasm for the wide ranging programs of the University in the humanities, the arts, the health sciences, and athletics, Dr. Brand has nurtured the support of the community for Shepherd and has been an ever-helpful resource in new initiatives; and

WHEREAS, Dr. Brand has been an invaluable resource in outreach to new opportunities in engagement with federal agencies and grants, as well as in intergovernmental relations with the State Capital; and

WHEREAS, Shepherd deeply appreciates the ten-year charitable commitment by Dr. Brand to fund two merit-based internship awards annually for Shepherd students pursuing experience in rural health policy, at either the Federal Office of Rural Health Policy (FORHP) or the National Rural Health Association (NRHA), in addition to co-chairing the annual Music Scholarship Showcase event in support of the Shepherd Music program, which has provided \$80,000 in scholarship awards.

THEREFORE, BE IT RESOLVED, THAT the Shepherd University Board of Governors honors Dr. Marcia K. Brand for her record of strong leadership, expresses to her its sincere gratitude and admiration, and looks forward to her continued contributions to the University in other venues; and

FURTHER, BE IT RESOLVED, THAT this resolution be inscribed upon the minutes of the June 14, 2018, Board of Governors meeting and that a copy of the resolution be presented to Dr. Brand.

13. **MOTION TO EXECUTIVE SESSION**

M (Kayes), S (Caperton), PASSED, all members participating by phone were polled, that pursuant to Section 4 of Article 9A of Chapter 6 of the WV Code, it was moved that the Board enter into executive session for the purpose of discussion of matters relating to confidential legal and personnel matters.

At the conclusion of the executive session, the Board returned to regular business.

14. **ITEMS ARISING FROM EXECUTIVE SESSION**

M (Caperton), S (Robinson), 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 authorizes the Chair to submit an Evaluation Report to the Chancellor and the Chair of the Higher Education Policy Commission on its behalf;

RESOLVED FURTHER, that the Board designates the Chair to act on its behalf, consistent with the consensus of the Board as to the terms, and authorizes the Chair to execute an annual appointment letter for FY2019, on behalf of the Board.

There being no further business, the Board then adjourned.

Signed Copy on File

Eric Lewis
Chair

Signed Copy on File

Chad Robinson
Secretary