

SHEPHERD UNIVERSITY BOARD OF GOVERNORS

MINUTES OF THE MEETING OF JUNE 13, 2019

The Shepherd University Board of Governors met on June 13, 2019 for the annual meeting. Members participating were: Ray Alvarez [phone], David Avella, Gat Caperton, Jim Cherry, Ramona Kissel, Eric Lewis, Robert Marggraf, Tia McMillan, Chad Robinson [phone] and J.B. Tuttle. Also present were Shepherd University President Mary J.C. Hendrix, members of the executive leadership team and others. Board members Henry Kayes, Jr. and Danielle Stephenson were absent from the meeting.

1. **PUBLIC COMMENTS**

No public comments were made.

2. **EMERITUS STAFF RECOGNITION**

Dr. Marie DeWalt, Director of Human Resources, presented to the Board Mr. Robert Seeders, as Campus Police Officer, *Emeritus*.

3. **CONSENT AGENDA ITEMS**

M (Caperton), 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:

- 1) The Minutes of the Meeting of April 18, 2019;
 - 2) The FY2021 Capital Funding Priorities;
 - 3) The Athletic Program Philosophy; and
 - 4) The Amendment of Policy 26, Salary Policy,
- each as presented in the Agenda materials of June 13, 2019.

4. **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.

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

On behalf of the Academic Programs and Development Committee, Ms. McMillan provided a brief update of the Committee's discussions which included a University Development update. Ms. McMillan then introduced Ms. Monica Lingenfelter, Executive Vice President for Shepherd University Foundation, who summarized the ongoing Development initiatives.

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

On behalf of the Enrollment, Student and Community Affairs Committee, Mr. Caperton provided a brief update of the Committee's discussions which included an Enrollment Management update.

Mr. Caperton then introduced Mr. Bill Sommers, Vice President for Enrollment Management and Student Success, who reviewed enrollment recruitment and retention initiatives with the Board in an extended discussion. Mr. Jack Shaw, Vice President for Campus Services, provided an update on residence hall registrations.

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

On behalf of Finance and Facilities Committee, Mr. Marggraf, provided a brief update of the Committee's discussions relating to the Quarterly Financial Report for the period ending March 31, 2019, the FY2020 Capital Initiatives and the FY2021 Capital Funding Priorities.

8. **PROPOSED FY2020 ANNUAL BUDGET**

Mr. Marggraf discussed the Finance and Facilities Committee review of the proposed FY2020 Budget.

Ms. Pam Stevens, Vice President for Finance/CFO, provided further elaboration as to revenue and expense issues and the challenges encountered in containing projected expenses. Mr. Marggraf noted that the Committee felt firmly that the University must stop eroding its cash reserves.

Members engaged in a general, extended discussion as to the importance of not allowing the financial stability of the University to diminish precipitously. There was a general consensus that the University is experiencing a financial crisis which must be promptly addressed.

Mr. Lewis described a plan for a Task Force to begin work during the summer to examine Recruitment and Retention issues and to review expenditures broadly. Members expressed concern that the University needs to diversify its graduate offerings, to become more competitive for prospective students.

M (Marggraf), S (Alvarez), PASSED, (the phone connection to Mr. Robinson was lost at this time), that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors finds that the financial condition of the University requires the Board to direct that cash on hand balances in FY2020 remain substantially equivalent to the projected ending cash balance for FY2019, and therefore approves an FY2020 Annual Budget, amending the presentation in the agenda materials of June 13, 2019, and directing that the Expenses budget shall be regulated as necessary to conclude the FY2020 with an ending cash balance of not less than \$8,854,000, said amount being the projected ending cash balance for FY2019, less \$250,000, and the \$250,000 shall be an investment into new student recruitment and retention.

9. **ELECTION OF OFFICERS FOR 2019-2020**

The Nominating Committee, by and through its chair Mr. Alvarez, submitted a slate of Mr. Lewis as Chair, Mr. Caperton as Vice Chair, and Mr. Kayes as Secretary. There were no other nominations. **M (Tuttle), S (McMillan), PASSED**, all members participating by phone were polled, to close nominations, the slate was then Elected, all members participating by phone were polled.

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

Mr. Lewis nominated Mr. Alvarez as chair of the Audit Committee, and Mr. Henry Kayes and Mr. Eric Lewis for its membership, pursuant to the Bylaws. The Audit Committee members for 2019-2020 were accepted by acclamation.

The Nominating Committee then nominated, by and through its chair Mr. Alvarez, a slate of Ms. McMillan, Mr. Alvarez and Mr. Marggraf for its membership pursuant to the Bylaws. **M (Caperton), S (Kissel), PASSED**, all members participating by phone were polled, to close nominations, the slate was then Elected, all members participating by phone were polled.

11. **PROPOSED 2019-2020 MEETING DATES**

Chair Lewis reviewed the proposed meeting schedule for 2019-2020, as published in the agenda book, with the Board.

12. **NEW BUSINESS**

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. JAMES (J.B.) TUTTLE II**

WHEREAS, J.B. Tuttle has served with great distinction as the elected Faculty Representative to the Shepherd University Board of Governors from July 2017 to June 2019; and

WHEREAS, Dr. Tuttle has contributed wise academic judgment to the deliberations of the Board, bringing to the forefront the faculty perspective while always maintaining a comprehensive perspective on the advancement of the University as a whole; and

WHEREAS, Dr. Tuttle has been a consistent and heartfelt advocate for the continued and expanded academic excellence of the University; and

WHEREAS, Dr. Tuttle has contributed to the governance of Shepherd University in this capacity while continuing to also serve with distinction as an Associate Professor of Education and Coordinator of English Education, as a teacher who inspires learning and enhances the student experience, as an academic advisor to students, and as a scholar; and

THEREFORE, BE IT RESOLVED, THAT the Shepherd University Board of Governors honors Dr. Tuttle for his record of strong academic leadership, expresses to him its sincere gratitude and admiration, and looks forward to his continued service to the University; and

FURTHER, BE IT RESOLVED, THAT this resolution be inscribed upon the minutes of the June 13, 2019 Board of Governors' meeting and that a copy of the resolution be presented to Dr. Tuttle.

13. **EXECUTIVE SESSION**

M (Marggraf), 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 honoraria, awards and of charitable support, and discussion of matters as to specific individuals, which would be an invasion of privacy if publicly discussed.

14. MATTERS ARISING FROM EXECUTIVE SESSION

M (Marggraf), S (Caperton), PASSED, all members participating by phone were polled, that the Board authorizes the Chair to complete a letter of recommendations to the Governor, on its behalf, consistent with the consensus of board members as to such recommendations.

15. **M (Avella), S (Caperton), PASSED**, all members participating by phone were polled, that the Shepherd University Board of Governors approves the naming of The Bonnie and Bill Stubblefield Institute for Civil and Political Communications at Shepherd University, and directs that this action be reflected in the Board's minutes following the public announcement of this honorary naming.

Signed Copy on File
Eric Lewis
Chair

Signed Copy on File
Henry Kayes, Jr.
Secretary