

Shepherd University
Board of Governors
Minutes of the Meeting of September 20, 2012

The Shepherd University Board of Governors met on September 20, 2012 in a regular meeting. Members participating were: John Beatty (phone), Jason Best, Marcia Brand, Gat Caperton, Elizabeth Greer, W. Mark Rudolph, Diane Shewbridge, Veronique N. Walker and John Younis. Also present were Shepherd University President Suzanne Shipley, members of the executive staff and others. Board members Holly McCall, Lacy I. Rice III, and D. Scott Roach were absent from the meeting.

1. PUBLIC COMMENTS

No public comments were made.

2. MINUTES OF THE MEETING OF JUNE 7, 2012

M (Best), S (Younis), PASSED, that the minutes of the June 7, 2012 meeting of the Board of Governors be adopted after amending to include board member John Younis as participating via phone.

3. PRESIDENT'S REPORT

President Shipley discussed the uncertain budget situation at the state level with the Governor's request to reduce institution's appropriations by at least 7.5 percent. This action will have an impact on increasing employee salaries for the year. President Shipley reported that the strategic planning and master planning committees will provide vehicles for discussions around our priorities going forward. President Shipley reiterated the opportunity being created by a center in Martinsburg.

4. GRANT OF RIGHT-OF-WAY CONVEYANCE TO POTOMAC EDISON

M (Brand), S (Rudolph), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the Right-of-Way Agreement with Potomac Edison Company as presented in the Agenda Book and authorizes the University President, on behalf of the Board, to execute the agreement and any other documents necessary and proper for securing the electrical utility services contemplated for the Center for Contemporary Arts.

5. GRADUATE AND PROFESSIONAL STUDIES CENTER IN MARTINSBURG

Mr. James Vigil, Associate Vice President for Business Decision Support, presented information about the new initiative being undertaken by the University.

6. QUARTERLY FINANCIAL REPORT

Ms. Deborah Judd, Vice President for Administration and Finance, presented to the Board the Quarterly Financial Management Report for the period ending June 30, 2012.

7. TUTION AND FEE WAIVER REPORT

Ms. Sandra Oerly-Bennett, Director of Financial Aid, presented the annual Tuition and Fee Waiver Report.

8. **REVIEW AND APPROVAL OF THE INSTITUTIONAL COMPACT**

Dr. Diane Melby, Interim Vice President for Academic Affairs, presented the annual Academic Affairs Report, which included the Shepherd University Institutional Compact.

M (Best), S (Walker), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the Institutional Compact as presented. The Board authorizes the President to submit the Compact on its behalf to the West Virginia Higher Education Policy Commission.

9. **APPROVAL OF NEW CONCENTRATION IN THE MASTER OF ARTS, CURRICULUM AND INSTRUCTION**

M (Best), S (Shewbridge), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the additional concentration strand in the Master of Arts in Curriculum and Instruction, effective for the Spring 2013 academic semester.

10. **APPROVAL OF INTENT TO PLAN FOR BACHELOR OF MUSIC**

M (Best), S (Shewbridge), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the Intent to Plan for a Bachelor of Music degree and directs the President to file the Intent to Plan with the Chancellor of the Higher Education Policy Commission for approval.

11. **EMPLOYEE SALARY INCREASES FOR 2012-2013**

M (Shewbridge), S (Rudolph), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves salary increases for classified employees sufficient to maintain full funding of the statutory salary schedule, effective October 1, 2012 or as soon thereafter as they may be implemented.

RESOLVED FURTHER, That the Shepherd University Board of Governors finds that the maintenance of competitive salaries as a part of the fulfillment of the Strategic Plan is vitally important to the future of the University. The President is therefore directed to pursue creative avenues for the realization of the salary goals, in conjunction with the continuing execution of the entirety of the Strategic Plan.

12. **MOTION TO EXECUTIVE SESSION**

M (Walker), S (Brand), PASSED, 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 matters and potential acquisition of real property, and discussion of matters relating to honoraria and awards.

At the conclusion of the executive session, the Board returned to open session.

13. **MOTION TO REGULAR SESSION M (Rudolph) S (Walker)**

14. **ACTIONS ARISING OUT OF EXECUTIVE SESSION**

Board Member Marcia Brand recused herself due to a personal relationship that would create a conflict of interest.

M (Walker), S (Rudolph), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors finds that the long-term higher education and economic development needs of the Eastern Panhandle require the establishment of a Martinsburg-based center which will allow the University to effectively serve the adult learner market and grow enrollment with programs still reflective of the COPLAC mission of the Shepherdstown campus.

RESOLVED FURTHER, That the Shepherd University Board of Governors amends the Master Plan to include the establishment of a Martinsburg-based educational center with programming principally oriented for adult-learners.

RESOLVED FURTHER, That the Shepherd University Board of Governors approves the prospectus for the Martinsburg Center initiative, including a capital project renovations budget of \$2.5 million and \$2 million in funding to cover the projected revenue shortfall in the first three years of operation for a total investment from reserves not to exceed \$4.5 million.

RESOLVED FURTHER, That the Capital Projects Priorities for FY2013 shall be amended to include the Martinsburg facility project.

RESOLVED FURTHER, That the Shepherd University Board of Governors delegates to the Audit Committee the authority to review and provide final approval of lease terms for the Martinsburg Center and to thereafter authorize the President to finalize and execute any and all necessary and proper agreements and other documents to implement this initiative.

M (Brand), S (Walker), PASSED, that the following resolution be adopted by the Board:

RESOLVED, That the Shepherd University Board of Governors approves the awarding of the honorary Doctorate of Letters to Mr. David K. Hendrickson, Esq., and directs that this action be reflected in the Board's meeting minutes following the public announcement of this conferral of honors.

15. **NEW BUSINESS**

None.



Gat Caperton
Chair



Marcia Brand
Secretary