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The Minutes of the Marshall University Board of Governors Meeting, October 31, 2019

Marshall University Board of Governors

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MINUTES
Marshall University Board of Governors
Shawkey Dining Room
October 31, 2019

Present: James Bailes, Chairman; Shawn Ball, James Farley, Patrick Farrell, Dan Holbrook, Carol Hurula, Christie Kinsey, Chris Miller, Bill Noe, Stephanie Rogner, Geoff Sheils, William Smith (PH), Toney Stroud, Sandra Thomas

I. Call to Order

After determining a quorum was present, Chairman Bailes called the meeting to order.

II. Minutes Approval

Upon a motion by Mr. Farrell, seconded by Mr. Stroud, the Board approved the minutes for the September 12, 2019, and the Special Board Meeting on October 22, 2019.

III. Special Presentations for Committee of the Whole

- a) CLA gave a presentation regarding the Audit; the resolution and approval will follow during the finance section of the meeting.
- b) Informational Presentation from Architect regarding Athletic Facility (Baseball facility);
- c) Purchase of several lots/parcels in the City of Huntington, WV for a future parking garage.

Upon a motion by Mrs. Thomas, seconded by Mr. Miller, the following resolution was approved:

Resolved, that the Marshall University Board of Governors approves the purchase of several lots/parcels in the City of Huntington, West Virginia which are designated as Gideon District, Tax Map 46, Tax Parcels 175-187, inclusive. The Board further

authorizes the President of the University to execute the necessary documents to effectuate the purchase thereof.

As a side note, Mr. Cottrill gave the Board a description of the relationships of Marshall Health, School of Medicine and the University Practice Plan.

IV. Committee Reports

Academic and Student Affairs Committee

Mr. Farley, Chair of the Committee, presented on behalf of the Committee. There were two action items.

A) Intent to Plan, Master of Science in Cyber Forensics & Defense

Upon a motion by Mr. Farley, seconded by Mrs. Kinsey, the following resolution was approved.

Resolved, that the Marshall University Board of Governors approve the Intent to Plan for the Master of Science in Cyber Forensics & Defense.

The fiscal note is that the program will operate on a pro forma budget model and is projected to reach the break-even point in year two.

B) Change of College, Non-Curricular, Master of Science in Health Informatics

This change will move the Master of Science Health Informatics degree program from the College of Health Professions to the Lewis College of Business.

Upon a motion by Mr. Farley, seconded by Mr. Stroud, the following resolution was approved.

Resolved, that the Marshall University Board of Governors approve the College Change for the Master of Science in Health Informatics.

Fiscal Note: There are no new expenses associated with this change in college, Moreover, vacancy savings are captured by not filling the position vacated by the former chair of the program.

Finance, Audit and Facilities Planning Committee

Mr. Sheils, Chair of the Committee, gave the report for the Finance Committee. There were three action items to approve.

- a) Audited Financial Report for Fiscal Year 2018-2019

Earlier in this meeting the CLA representatives gave a report in the Committee of the Whole and a bound report was provided.

Upon a motion by Mr. Stroud, seconded by Mrs. Thomas, the following resolution was adopted:

Resolved, that the Marshall University Board of Governors accept the audited Financial Report for Fiscal Year 2018-2019.

- b) Investment Earnings Update

Upon a motion by Mr. Farrell, seconded by Mrs. Kinsey, the following resolution was approved:

Resolved, that the Marshall University Board of Governors receives the Investment Earnings Report for period ending August 31, 2019.

Following is a carry-on agenda item. Fred Williams, Bond Counsel Attorney, gave a presentation regarding resolution providing for the potential refunding of certain outstanding bonds previously issued by the University of WV Board of Trustees on behalf of Marshall University and certain outstanding bonds issued by the Marshall University Board of Governors and the financing of certain capital improvements through the issuance by the Marshall University Board of Governors of one or more series of improvement and refunding revenue bonds; authorizing the selection of an underwriter for the bonds by the President of Marshall University or the

Chairman of the Board of Governors of Marshall University; delegating to the President and the Senior Vice President for Finance of Marshall University and the Chairman and Vice-Chairman of the Marshall University Board of Governors certain responsibilities in connection with the proposed sale and issuance of the bonds including the selection of a trustee therefor, and taking other actions in connection with the sale and issuance of the bonds.

Upon a motion by Mr. Farrell, seconded by Mrs. Kinsey, the following resolution was approved:

Resolved, the Board of Governors does hereby adopt, in full, and does hereby make all necessary findings, determinations, authorizations, stipulations and formal actions as set forth in the attached "Resolution of the Marshall University Board of Governors: as if fully set forth herein.

Athletic Committee Report

Mr. Farrell discussed GA 7 – Policy. This policy is in effect as of October 15, 2019.

He also noted that the Baseball Stadium would be paid with private funds. He discussed Title IX. Homecoming and Soccer.

Mr. Farley asked to make a comment and said that the Marshall Rising Fundraising Campaign is now at \$100 million. He encouraged each Marshall University Board of Governor to participate at the level they could, either by pledging money or by making a donation.

V. Committee of the Whole

The following policies were brought to the Board for discussion and/or approval:

MUBOG AA-05 Rule on Adjunct Faculty

Recommended that this policy be updated to clarify current practices and to eliminate redundancy in language.

Upon a motion by Mr. Stroud, seconded by Mrs. Thomas, motion carried with proposed modifications.

MUBOG AA-08 Distribution of General Faculty Salary Increase Funds

This policy was intended to be transitional in nature during FY 2005, and recommend that it be rescinded.

Upon a motion by Dr. Holbrook, seconded by Mrs. Kinsey, motion carried with rescinding this policy.

MUBOG AA-10 Faculty and Administrative Productivity

Section 2.4 of the original policy states “if and when the requirements set forth in WV Code 18B-7-7...may be rescinded by the legislature, then sections 2.1 and 2.2 of this policy shall be void. Accordingly, those sections are no longer relevant. The requirement set forth in WV Code 18B-7-8 regarding administrators’ reaching and/or research is still in code, and has been incorporated into Aa-37, Section 2.1.” We recommend therefore that this policy be rescinded.

Upon a motion by Mrs. Hurula, seconded by Mrs. Kinsey, motion carried and this policy was rescinded.

MUBOG AA-21 Faculty Workload

Recommend no changes at this time, in light of both current practices and Marshall University’s elevation to R2 status, we feel this policy is in need of careful and thoughtful study. Any revisions will have to be coordinated with other AA policies, notably including Aa-1 Sabbatical Leave, AA-7 Faculty Salary Increases, AA-22 Annual Evaluation of Faculty, AA-26 Faculty Promotion, and Aa-28 Faculty Tenure. To this end, Marshall University’s Faculty Senate will facilitate review of and needed revisions to MUBOG AA-21.

Dr. Holbrook asked that this policy be kept as is for now to give Faculty Senate an opportunity to convene a group to look at closer, also to look at online professors and tenure.

A motion to table this policy was made by Mr. Farrell, seconded by Mr. Stroud, motion carried.

MUBOG AA-37 Teaching and Administration

Recommend updates to this policy that clarify current practices. The relevant section from AA-10 has been added.

Upon a motion by Mr. Stroud, seconded by Mrs. Hurula, the recommendation was approved with changes.

MUBOG AA-38 Selection, Role, and Evaluation of Department Chairs

Recommend updates to this policy that clarify current practices.

Upon a motion by Mrs. Kinsey, seconded by Mrs. Hurula, and the recommendation was approved with changes.

MUBOG AA-43 Modified Duties for Nine-Month Faculty

Recommend changes to this policy to clarify procedures used to request modified duties and to eliminate redundancy in language.

Upon a motion by Mr. Farrell, seconded by Dr. Holbrook, the recommendation as presented with changes was approved.

Review and Approval of the following Financial Affairs Policies:

MUBOGO FA-9 Purchasing Policy

This policy is being presented to update the title to Buyers to Purchasing Agents, update language to conform with State purchasing code changes, add additional definitions, add language regarding best value purchases, removing reporting no longer required to be presented to HEPC, and remove disposition of surplus property as it is covered under MUBOG FA-5.

Upon a motion by Mr. Farrell, seconded by Dr. Holbrook, the recommendation was approved.

MUBOG FA-11 Capital Project Management

This policy is being presented to revise the reference to a development plan to the Master Plan utilized by the University, add the capital projects expenditure list, and remove reporting to State Committees no longer required through HEPC.

The Board referred this policy to the Finance Committee for additional review.

MUBOG FA-12 Identity Theft Prevention Program

This policy is being presented to update the name of the policy to reflect the intent and edit language to reflect additional federal guidelines.

Upon a motion by Mrs. Kinsey, seconded by Dr. Holbrook, the recommendation was approved.

Review and Approval of the following General Administration Policies:

MUBOG GA – 13 Whistleblower Policy

This policy has been amended to reflect updates to the confidential and anonymous telephone numbers and websites to be used for reporting concerns.

Upon a motion by Mrs. Kinsey, seconded by Mrs. Hurula, the recommendation was approved.

MUBOG GA-14 Record Retention Policy

There are no recommended changes for this policy.

Upon motion by Mr. Stroud, seconded by Mrs. Thomas, the policy was approved without change.

VI. President's Report

Following are the highlights from Dr. Gilbert's report:

- Homecoming and Johnny Bench. Dr. Gilbert reported that Rick Reed gave a \$1 million donation.
- Somber memorial for Dr. Kovatch and Dr. Muellerleile.
- Memorial on September 8th at 3pm for Dr. Alan Gould. Dr. Gould was part of the University for 48 years. Dr. Gilbert thanked Dr. Montserrat Miller for her work on this memorial.
- Spring Symposium being planned to remember Jean Edward Smith.

- Announcement of Lacy Ward becoming the Ombudsman. He will have a dual role with representation in the Community at Fairfield.
- The Brad D. Smith Incubator will be jointly run by Jim Rorrer and Casey Robinson, for up to one year.
- Aviation has strong support from AEP. Mountwest Community and Technical College will jointly run the degree program for Aircraft Maintenance. A director will be hired in early 2020.
- November 14th is the 49th Fountain Ceremony.

VII. Chairman Report

Chairman Bailes had no report at this time.

VIII. Executive Session under the authority of WV Code 6-9-A-4

Upon a motion by Mr. Miller, seconded by Mr. Stroud, the Board entered Executive Session to discuss possible real estate transactions. After a brief period of time, upon a motion by Dr. Holbrook, seconded by Mrs. Hurula, the Board resumed open session with no actions being taken.

IX. Adjournment

Upon a motion by Mr. Miller, seconded by Mr. Farley, motion carried, and the meeting was adjourned.