

**MEETING OF THE BOARD OF TRUSTEES  
March 5, 2016**

**UNIVERSITY OF THE VIRGIN ISLANDS  
ADMINISTRATION AND CONFERENCE CENTER, FIRST FLOOR  
ST. THOMAS CAMPUS  
9:00 A.M.**

**REGULAR SESSION  
MINUTES**

**MEMBERS PRESENT**

Attorney Henry C. Smock, Chair  
Mr. Alexander Moorhead, Vice Chair  
Dr. David Hall, President and Secretary  
Mrs. Oran C. Bowry  
Dr. Richard Hall, Faculty Trustee  
Mrs. Jennifer Nugent-Hill  
Ms. Jacqueline A. Sprauve, Alumni Trustee  
Dr. Yvonne E.L. Thraen  
Mr. Sinclair L. Wilkinson  
Mr. Devon Williams, Student Trustee  
Rev. Dr. Wesley S. Williams, Jr.

**MEMBERS ABSENT**

Dr. Sharon McCollum, Commissioner of Education (excused)  
Chair, Board of Education (vacant pending the outcome of an election)

**OTHERS PRESENT**

Dr. Camille McKayle, Provost and Vice President for Academic Affairs  
Mr. Mitchell Neaves, Vice President for Institutional Advancement  
Mr. Tony Valentine, Associate Vice President for Business and Fiscal Affairs  
Mrs. Tina Koopmans, Vice President for Information Services and Institutional Assessment  
Attorney Samuel Hall, UVI Legal Counsel

**CALL TO ORDER**

A quorum being present, Chairman Henry C. Smock called the Regular Session of the meeting to order at 9:04 a.m. Chairman Smock welcomed new trustee Oran Bowry to the meeting and indicated that he looks forward to her contributions to the Board.

## **APPROVAL OF MINUTES**

A motion was made by Trustee Wesley Williams, which was seconded by Vice Chairman Alexander Moorhead, to approve the minutes of December 8, 2015. The vote on the motion was unanimous by the members present. The minutes were approved.

## **APPROVAL OF CONSENT AGENDA**

A motion was made by Vice Chairman Alexander Moorhead, which was seconded by Trustee Wesley Williams, to approve the Consent Agenda as presented. The vote on the motion was unanimous by the members present. The consent agenda was approved.

## **PRESIDENT'S REPORT**

President Hall highlighted several University activities and achievements in his written report and provided updates to the report based on occurrences since the report was issued. His oral report included the following:

### **Student Achievements**

#### Participation in the following programs:

- Naming of body of water – Hawksbill Cove – which was initiated by graduate student, Scott Eanes
- Upcoming Homecoming week activities
- UVI Hackfest 2015 on St. Thomas Campus
- UVI Hackfest 2015 on the Albert A. Sheen Campus
- Thurgood Marshall College Fund (TMCf) Leadership Institute

#### Highlights from the written report also included;

- Presentations at National Conferences
- Alumni Updates
- Faculty Achievements
- Publications and Papers
- Caribbean Exploratory Research Center (CERC) grant proposal with Massachusetts General Hospital
- Faculty Development Writing Group
- USVI Hotel and Tourism Association's Tommy Star Award Recipient – Tamara Lang-Allen
- Global Affairs – agreements with top universities in India

### Significant Institutional Achievements

- UVI Centers of Innovation and Creativity
- UVI partners with the US Department of Defense (DOD) on Technical Assistance Workshop
- Sustained Overall Enrollment Increases
- New Systematic Approach to Record Retention
- Arclight Agreement to Provide Scholarships to UVI
- UVI Outreach Raises Awareness with Miss America 2015

- Reichhold Center for the Arts Sold-Out Performances
- Progress Towards Reaffirmation of Accreditation

### Presidential Appreciation Award

The Presidential Award was presented to Dr. Timothy Faley, distinguished professor in the School of Business, for spearheading the creation of brand new Innovation Centers located on the St. Thomas Campus and Albert A. Sheen Campus on St. Croix.

President Hall said that the White House has encouraged Historically Black Colleges and Universities to develop innovation centers in keeping with best practices on most college campuses. He stated that UVI consulted with Howard University and other schools. Dr. Faley took the lead, pulled together a team and found the ideal physical space, which are our libraries.

The Innovation Centers opened in January 2016. Each Center is equipped with computers, work tables, white boards, and a 3-D printer classroom. Students are encouraged to use the centers to brainstorm and create projects in science, technology, entrepreneurship and math.

Chairman Smock thanked President Hall for his report and noted that it was gratifying to recognize the achievements of our students and faculty. He then opened the floor for questions and comments.

Trustee Wesley Williams asked what is being done to get the news of these achievements out to the greater public. President Hall responded that the Public Relations Office reports out a lot of the information through the local press and also through the use of social media, Facebook and Twitter. He added that more needs to be done to highlight the accomplishments in the national press and that more money should be devoted to Public Relations in order to accomplish the national exposure.

Trustee Nugent-Hill suggested that somewhere in the budget process, the President should be authorized to once a quarter take out a page in the local media (newspaper) to list the achievements as reported by the President. She added that it may be important as a part of the recruitment strategy to advertise the great things that are being accomplished by our students and faculty. She added that she would be happy to make an appropriate motion to support the authorization of such funding.

Trustee Sprauve stated that she was pleased to read about the number of ways that Alumni were being engaged in activities and also the ways in which the University is staying connected to the Alumni.

Vice Chairman Moorhead asked that Trustee Nugent-Hill consider holding her proposed motion and discussion until the report on the FY2016 Budget from the Finance and Budget Committee is considered.

Vice Chairman Moorhead inquired about a matter on page 13 of the President's Report under Global Affairs. He indicated that there was mention of an agreement with GITAM University to establish a School of Engineering. He asked about the status. President Hall stated that it was

still in the very early discussion stage. He added that there had been preliminary discussions with Provost Camille McKayle and Graduate Programs Director, Dr. James Maddirala, but nothing has been developed to present to the Board as yet.

### **CHAIRMAN'S COMMENTS**

Chairman Smock noted some important events that occurred during the past period. He mentioned the groundbreaking ceremonies for the Medical School that occurred on both the St. Thomas and St. Croix campuses. He indicated that he was pleased with both the turnout and the commitment by so many different constituencies at the events. He said that he recently attended the CommonFund Conference in Florida to learn how well our Foundation funds were being managed. After having attended, he stated that he felt the UVI Foundation was in good hands with CommonFund. He also said that the speakers at the conference detailed the pitfalls and opportunities that they see in the future both for the economy and higher education. He added that the takeaway he received from the conference was that the University needs to be prudent and innovative and bold in our approach to higher education. Excellence is not an option, it is mandatory, and he believes that this Board is dedicated to that.

### AGB Workshop

He thanked the members who were able to attend the AGB sponsored workshop on Friday March 4<sup>th</sup>. He stated that he was pleased that many were able to attend. He then asked Trustee Jennifer Nugent Hill, Chair of the Governance Committee, to provide an update on the outcomes of the Workshop.

Trustee Nugent-Hill thanked President Hall and Board Liaison Gail Steele for their efforts towards the UVI Board having this AGB sponsored workshop. She reminded members that the responsibility of the Governance Committee was to improve the work of the trustees. For those who were unable to attend, materials were provided to members. Trustee Nugent-Hill encouraged board members to focus on two documents that were presented at the workshop. The first was an article on named "The Ten Habits of Highly Effective Boards". The article was a reinforcement of some of the things that the board was currently doing. The other was an action item document developed by the members at the Workshop. She reported on the action items that the Board discussed and agreed to address in the next year. The five items that the board will be working on include:

1. Periodic Academic Review must be approved by the Board (link to #8 – under article *Habits of Highly Effective Boards*)
2. Explore the development of additional minimal requirements for graduation
3. Develop board mentorship program
4. Planning ahead for leadership continuity
5. Updating assessment of Emergency Preparedness Plans and Process

Trustee Nugent-Hill encouraged members who did not attend the workshop to read through the materials, and she thanked President Hall and Board Liaison for their efforts towards UVI Board receiving this grant.

President Hall added that a part of the AGB workshop was a way of measuring a board. AGB structured the workshop to allow discussions regarding basic things that all boards should be doing and then more discussions on getting to the next level. President Hall stated that when you look at the criteria that were used regarding the discussions surrounding the above mentioned, it was his opinion the UVI Board was performing at a very high level. There may be some things that need to be improved on, but, as President, he felt proud that we have completed a lot of things to put the UVI Board in position to be a high performing board. He concluded that the workshop was a reminder that we should be proud of what the Board has put in place and how it was operating.

Chairman Smock thanked the members of the Board once again for their active participation at the AGB Workshop. He thanked the trustees for their time and attention. He stated that he knows at times the work may seem overwhelming, but, when we look at all of the structures going up and we hear about all of the achievements of our faculty and students, it all comes into focus.

## **RESEARCH AND TECHNOLOGY PARK UPDATE REPORT**

At the invitation of the Chair, Dr. Gillian Marcelle, Executive Director of the RTPark, presented the RTPark Report to the Board of Trustees. Dr. Marcelle indicated that the report provided an opportunity to present a review of the first full year of the UVI RTPark since she joined the Park in the position of Executive Director. Highlights of the report included, an update on the financial performance, growth in clients, focus on RTPark's clients' direct contributions to UVI and stakeholder engagement.

Dr. Marcelle provided a brief overview and reminded members of the Vision and strategy of the RTPark. She stated that the RTPark had instituted a targeted and highly intelligent business development program designed for future growth and dynamism. She noted that this effort has identified under-explored sectors in multiple areas.

Lastly, she provided a brief report on the RTPark's financial performance. Chairman Smock thanked Dr. Marcelle for her report. He also took the opportunity to thank the current RTPark Board Chairman and former UVI trustee, Mr. Edward Thomas for his work with the RTPark.

Trustee Nugent-Hill congratulated Dr. Marcelle on her work with the RTPark. Trustee Bowry Stated that she had the opportunity to meet with Dr. Marcelle and visit the RTPark and was quite impressed. She suggested that the budget for the RTPark include the assumptions upon which the budget is based. She stated that she looks forward to further growth and development of the RTPark.

## **BOARD COMMITTEE REPORTS**

### **ACADEMIC, RESEARCH, STUDENT AFFAIRS.....Dr. Yvonne E. L. Thraen**

At the invitation of the Chair, Dr. Yvonne E. L. Thraen, Provost McKayle stated that the Dr. Stephen Reames, Dean of the School of Business would give a brief presentation on the five degree programs presented for approval by the Board. She noted that all of the degree programs were approved by the faculty and were presented to the ARSA Committee of the Board. The ARSA Committee voted unanimously to recommend to the full board for approval all five degree programs.

#### Bachelors of Business Administration – Accounting

The Bachelors of Business Administration – Accounting program will provide School of Business, Accounting and Finance Department with a Bachelor of Business Administration (BBA) degree with a major in accounting. The program will provide an assessment plan, a syllabi for each of the new required courses that includes course objectives, recommended texts and readings, course topic schedule and assignments, and course specific learning outcomes that are linked and tracked in the CPA/CMA/CFA review systems; provide teaching resource requirements for each of the 10 required core courses in the BBA degree; provide recommendations for curriculum structure for the specialization area, will satisfy the 150-hour requirement, as per legislature. The BBA degree will be supplemented by an MBA with a concentration in accounting as well as an option for a MS in Accounting. Students who wish to do so may complete their professional examinations for the Certified Public Accountant (CPA), Certified Management Accountant (CMA), Certified Fraud Examiner (CFE) or Chartered Financial Analyst before final graduation.

#### Master of Accounting

The Master of Accounting (MACC) degree program will provide an assessment plan and learning outcomes for the MACC degree; a syllabi for each of the new required courses that includes course objectives, recommended texts and readings, course topic schedule and assignments, and course specific learning outcomes that are linked and tracked in the CPA/CMA/CFA review systems. The program will also provide teaching resource requirements for each of the 10 required core courses in the MACC degree and recommendations for curriculum structure for the specialization area. The MACC will satisfy the 150-hour rule, per applicable law, and will in effect be a continuation of the new BBA. Accounting Degree. Students will be prepared to complete their professional examinations for the Certified Public Accountant (CPA), Certified Management Accountant (CMA), Certified Fraud Examiner (CFE) or Chartered Financial Analyst (CFA) before final graduation.

#### Bachelors of Business Administration – Marketing

The current Bachelor in Business Administration has a concentration in Marketing. However, the concentration does not meet current standards or market demand for an

undergraduate Business degree with a Marketing Major. The new BBA format is preferred because it allows more curriculum space for the area of specialization. A total of 10 courses, two of which may be electives, will provide students with the opportunity to explore other disciplines. This new program will replace the current Bachelor of Arts in Business Administration with a concentration in Marketing in Fall 2016.

Bachelors of Business Administration – Management

The current Bachelor in Business Administration has a concentration in Management. However, the concentration does not meet current standards or market demand for an undergraduate Business degree in Management. The concentration in the BA has only four unique courses constituting a total of twelve credit hours in the Management area. Four courses do not provide adequate coverage of the management field and results in students who are under-prepared for the market place in this area of specialization.. A total of 10 courses, two of which may be electives, will provide students with the opportunity to explore other disciplines and will assist students to work towards becoming professional members of the Chartered Institute of Management Consultants (CIMC). This new program will replace the current Bachelor of Arts in Business Administration with a concentration in Management in Fall 2016.

Executive Master of Business Administration

The Executive MBA Program (EMBA) will target students who are currently employed in executive capacities in their organizations but who lack graduate credentials. The course offerings will not follow the traditional scheduling format, but will utilize a variety of formats that may include intensive weekend classes, study abroad for short periods, online meetings and seminars.

After the presentation, a motion was made by Trustee Thraen, which was seconded by Trustee Nugent-Hill, to approve the five degree programs as presented.

Vice Chairman Moorhead asked for clarification regarding the use of the words “degree” and “degree programs” within the resolutions. In response to the suggestion made during a discussion of this matter, he asked that the resolutions reflect the suggested change in wording. Members agreed to change the language to reflect the words “degree program”. After the clarification, the degree programs were approved unanimously.

President Hall thanked the Board for approving the degree programs and thanked the faculty and the School of Business for their leadership towards the approval.

**DEVELOPMENT COMMITTEE.....Rev. Dr. Wesley S. Williams, Jr.**

At the invitation of the Chair, Wesley Williams, Vice President Neaves provided an overview of the two proposed policies and the Case Statement.

**UVI Naming Policy &**

Minutes Recorded by Gail T. Steele, Board Liaison  
Approved by the Board of Trustees – June 4, 2016

## **UVI Gift Acceptance Policy**

VP Neaves reported that the Development Committee received a comprehensive overview of the proposed changes to the existing Naming Policy. The Committee decided to retain the gift levels from the existing Policy; however, recommended expanding the language in the document to clarify the obligations required by the University and the Donor as well as identifying responsible parties for assessing appropriate naming opportunities.

Vice President Neaves also reported that the Development Committee reviewed and provided feedback concerning the proposed UVI Gift Acceptance Policy. He stated that the Policy ensured that donations received by the University were consistent with the university's Mission and Vision as well as adhering to higher education and IRS standards.

After the presentation, Chairman Smock asked if there were any questions regarding the Naming Policy and the Gift Acceptance Policy. If not he was willing to accept a motion to approve the resolutions approving the policies.

Vice Chairman Moorhead noted that he had no objection or concerns with respect to the resolutions but he had some concerns with respect to the policies as presented. He noted that he had circulated a number of items and he did not hear any comment with respect to his comments on the documents. Trustee Williams stated that that with respect to the comments regarding the documents, there no objections. He considered the comments as friendly amendments to the proposal.

VP Neaves addressed the comments raised by Vice Chairman Moorhead regarding the documents.

### Gift Acceptance Policy

- On page 5 – the absence of a chart
- Insertion of the definition for mean market-value

A motion was made by Trustee Wesley Williams, which was seconded by Trustee Jacqueline Sprauve, to approve the UVI Naming Policy and the Gift Acceptance Policy with the revisions suggested by Vice Chairman Moorhead. The vote on the motion was unanimous by the members present. The Naming Policy and Gift Acceptance Policy were approved.

## **Campaign for UVI Case Statement**

VP Neaves reported that the Development Committee reviewed the revised Campaign for UVI Case Statement. The existing document was created in 2012 and required a substantive revision. The goal for the Campaign was now \$25M as was determined by the UVI Board of Trustees pending the UVI School of Medicine's accreditation application to the Liaison Committee on Medical Education (LCME). The Committee submits the revised Campaign for UVI Case Statement for review and consideration by the full Board.

VP Neaves provided clarification regarding the Campaign Priority and read the updated numbers into the record.

<u>Campaign Priority</u>	<u>Cost</u>
<b>Support for Students, Faculty, and Excellence in Teaching</b>	<b>\$9,250,000</b>
Endowed Professorships and Chairs .....	\$5,000,000
Endowed Research and Discovery Fund .....	\$2,250,000
Merit and Need-based Scholarships and Grants .....	\$2,000,000
<b>Facilities and Infrastructure</b>	<b>\$11,950,000</b>
STEM Fund .....	\$1,200,000
Computer & Computational Science Laboratory .....	\$500,000
Etelman Planetarium Renovation .....	\$500,000
Library Learning Center .....	\$500,000
St. Croix Multi-purpose Center .....	\$6,250,000
Reichhold Center for the Arts .....	\$2,500,000
Community Engagement and Lifelong Learning (CELL) .....	\$500,000
<b>Campus Programs</b>	<b>\$3,800,000</b>
UVI Goes Green .....	\$1,300,000
Campus Life/Student Support ( <i>Honors Program, Brothers with a Cause, Sisters with Purpose, Athletics</i> ) .....	\$500,000
Unrestricted Funds for Innovation .....	\$2,000,000
<b>CAMPAIGN GOAL TOTAL</b>	<b>\$25,000,000</b>

A motion was made by Trustee Wesley Williams, which was seconded by Vice Chairman Moorhead, to approve the Campaign for UVI Case Statement. The vote on the motion was unanimous by the members present. The UVI Case Statement was approved.

**FINANCE AND BUDGET COMMITTEE.....Mr. Alexander Moorhead**

Vice Chairman Moorhead reported that the Finance and Budget Committee met and reviewed the following items: the Sub-recipient Monitoring Policy, Tuition Rate Adjustment, the Proposed Revised FY2016 Operating Budget, and the contract for education-related services (CERS) between the Council of Community Colleges of Jamaica (CCCJ). They were being presented for review and approval by the full Board.

Minutes Recorded by Gail T. Steele, Board Liaison  
 Approved by the Board of Trustees – June 4, 2016

President Hall provided a brief overview and background information for each item.

### **Sub-recipient Monitoring Policy**

President Hall reported that, pursuant to OMB Uniform Grant Guidance (UG), UVI was responsible for financial and programmatic monitoring of sponsored project funds awarded to UVI, which are subcontracted to another institution or organization (sub-recipient). In compliance with UG, the Administration has proposed this policy, which applies to all sub-grant awards issued under sponsored projects awarded to UVI, without regard to the primary source of funding.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Wesley Williams, to approve the Sub-recipient Monitoring Policy. The vote on the motion was unanimous by the members present. The Sub-recipient Monitoring Policy was approved.

### **CERS between the Council of Community Colleges of Jamaica and UVI**

President Hall stated that in keeping with the tenets of a Memorandum of Understanding between the Council of Community Colleges of Jamaica (CCCJ) and the University of the Virgin Islands (UVI), the Administration proposed the approval of a Contract for Education-Related Services (CERS) for the purpose of offering a cohort-driven bachelor degree in Social Work at CCCJ for those persons which are unable to attend classes on any of the UVI campuses. The CERS specifies parameters of functional cooperation between the parties and a contract fee of \$400.00 per student per course to be paid to UVI for providing this bachelor degree at CCCJ.

President Hall said that the Jamaica contract was in keeping with a new business model whereby UVI works with other colleges and universities, especially in the Caribbean, to enhance their academic offerings. Since fall 2015 UVI has been offering courses to students on the campus of the University of St. Martin.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Wesley Williams, to approve the contract for education-related services (CERS) between the Council of Community Colleges of Jamaica (CCCJ) and the University of the Virgin Islands. The vote on the motion was unanimous by the members present. The Contract for Education-related services was approved.

### **Tuition Rate Adjustment – Effective Fall 2016**

President Hall reported that the Administration proposed an adjustment in the Tuition Rate, effective fall 2016. The proposed adjustment would be 5% and would result an increase of \$221 per academic year, or \$110.50 per semester, for full-time undergraduate resident students.

President Hall said that the tuition increase was necessary to address deficit issues for this and next fiscal year, maintain quality programs, and address other operating costs that continually go up. He stated that UVI's departments and components were asked to reduce their budgets this fiscal year as well.

President Hall said that the UVI was still, even with the proposed increase, a very low tuition institution, and that UVI was still lower in the cost of tuition than institutions of higher learning with which UVI competes for students. He said that the University has attempted always to make sure that any increase is moderate and that the financial aid UVI is providing to students is greater than what the University will be charging.

President Hall stated that he met with the student government association and the students on both campuses regarding the tuition increase. He summarized that the students were concerned about the tuition increase. However, they understand that it is needed. They wanted to insure that their tuition dollars would address the various needs and improvement that would be needed.

Based on outcomes from the meetings with the students, the Administration proposed a change in the installment plan for the payment of tuition by permitting four installments per semester, effective with the Fall Semester 2016. The Administration further proposed the elimination of all payments of interest related to the installment payment plan and the replacement of the payment of interest with a one-time administrative fee of \$45.00 for students who participate in the plan.

President Hall noted that these proposals came about after the Finance and Budget Committee's meeting and therefore were not reviewed by the Committee. It was being placed within the resolution for consideration by the Board.

After his presentation, the Chairman opened the floor to comments and questions from Board members.

Trustee Devon Williams agreed that the tuition increase was a way to assist with the deficit challenges the University was facing. He asked if the Administration has taken into consideration the negative impact on enrollment based on the tuition increase. He also asked about the perception regarding the deficiencies in various departments regarding overspending and it may be perceived that there is a tuition increase because of these deficiencies.

President Hall responded that the increase is not in any way related to the deficiencies in various departments. The deficit is more of a product of the Administration not capturing actual costs in other areas. He indicated that the Administration would not go forward with a tuition increase if they felt it would have a negative impact on enrollment. The Administration remains sensitive to the issue and works really hard to keep the increases as low as possible.

Some members voiced their support of the tuition increase understanding the difficulty of asking students to pay more money but also citing the need for the increase in the investment by students and parents and the requirement of increasing costs at the institution as well.

After the discussion, a motion was made by Vice Chairman Moorhead, which was seconded by Trustee Wesley Williams, to approve a tuition rate adjustment effective fall 2016. The vote on the motion was unanimous by the members present. The tuition rate adjustment, effective fall 2016, was approved.

### **Proposed Revised FY2016 Operating Budget**

President Hall stated that the Administration proposed a revised FY 2016 Operating Budget. The Revised Operating Budget was necessary due to a decline in projected revenues and to reduce total expenditures consistent the decline in revenues, while authorizing an increase in certain expenditures consistent with actual expenditures in recent years.

Trustee Nugent-Hill restated her suggestion that she would like the board to consider that somewhere in the budget process, the President should be authorized to once a quarter take out a page in the local media (newspaper) to list the achievements as reported by the President. She also reiterated that it should also be a part of the recruitment strategy to advertise the great things that are being accomplished by our students and faculty.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, that the President be authorized to use a portion of the \$42,288 in his discretion for marketing and promotion to inform the public of the achievements of faculty and students as reported by the President through his President's Report. The vote on the motion was unanimous by the members present.

After the discussions, a motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, to approve the Revised FY2016 Operating Budget. The vote on the motion was unanimous by the members present. The Revised FY2016 Operating Budget was approved.

### **GOVERNANCE COMMITTEE.....Ms. Jennifer Nugent-Hill**

#### **Amendment to UVI Bylaws**

Trustee Nugent-Hill stated that the Governance Committee was seeking approval of two amendments to the UVI Bylaws.

She reported that it was recommended that more detail regarding the duties of the Audit Committee be added to the Bylaws. At the Governance Committee meeting, Legal Counsel explained that the current language in the bylaws referenced a separate document about the creation of the Audit Committee Charter. It was suggested that the charter language that was developed in 2010 be added to the bylaws to strengthen and clarify the document. The Committee voted unanimously to amend the bylaws regarding the Audit Committee duties. Trustee Nugent-Hill read into the record, the recommended language to be incorporated in the Bylaws Article VI Section 1(h) amendments to the Bylaws.

**Delete the sentence:** ~~The duties of the Audit Committee in the charter that it enacts as its first order of business, having due regard for appropriate precedents and guidelines, which charter is subject to ratification by the Board.~~

**Add the following:**

- (a) The duties of the Audit Committee are as follows:
  - i. Ensure the integrity of the University’s annual financial statements;
  - ii. Ensure compliance with legal and regulatory requirements;
  - iii. Provide oversight and direction of the internal audit function;
  - iv. Coordinate engagements with the external auditor whom the committee may employ, and engagements with the internal, local and federal auditors;
  - v. Provide oversight of the University’s internal control structure and management practices;
  - vi. Be knowledgeable of all audit activities involving the University, inform the Board of Trustees and make recommendations when necessary with respect to any matter arising from any audit
  - vii. Monitor compliance with the University’s policies and procedures
  - viii. Review with the University’s management, independent auditors and any department of the University, the general policies and procedures to reasonably assure the adequacy of internal accounting and financial reporting controls.
  - ix. Perform such duties and responsibilities as directed by the Board

*(Amended by BOT on March 14, 2009.)*

Trustee Nugent-Hill also reported that, based on the outcome of an action taken regarding the proposal for the appointment of Vice Chairs of board committees, the Bylaws also needed to be amended regarding the responsibilities of the Board Chair. Article IV Section 2(f); Appoint Committee Chairs/Vice Chairs. The committee voted in favor of amending the bylaws to include this duty under the above mentioned section.

After the report, a motion was made by Trustee Nugent-Hill, which was seconded by Trustee Oran Bowry, to approve the amendments to the UVI Bylaws. The vote on the motion was unanimous by the members present. The amendments to the UVI Bylaws were approved.

**PLANNING COMMITTEE.....Mr. Sinclair Wilkinson**

**Key Performance Indicators/Pathways to Greatness**

The committee received a report on the Key Performance Indicators as linked to the Institution's Strategic Plan, Pathways to Greatness. The report focused on a Modern and Safe Environment as it relates to, one, the number of crimes on each campus obtained from the Clery Report and the UVI Goes Green Initiative as it relates to cost savings; and two, Organizational and Human Development which shows staff diversity and employee persistence rate. In addition, data on Financial and Research Indicators and Development completed the report.

### **UVI Alumni Employment Survey**

At the invitation of the Chair of the Planning Committee, Dr. Frank Mills provided the Board with a report on the UVI Alumni Employment Survey that was conducted by the Research and Public Service Office/Eastern Caribbean Center. The report focused on the Demographic and Socioeconomic Profile of Alumni, their Location and Work Status, Employment by College or School, Relevance of Training to their Current Job, Distribution of Salaries, Job Preparation by college or School, Recommendation of UVI to Friends, Earnings by College or School, and an Evaluation of the impact of their UVI Experience.

### **Update on Medical School..... President David Hall**

President Hall provided an update regarding the Medical School since the last meeting of the Board. He stated that the Medical School's team under the leadership of the Interim Dean, Dr. Benjamin Sachs, was working hard preparing for the re-application for which we must submit by August 1, 2016.

He reported that we have received the curriculum from Central Florida and the faculty was working hard to sort the information and make it relevant to our work. There have been two new hires: Dr. Gwen-Marie Moolenaar, Associate Dean, and Ms. Nicole Jackson, Assistant Director for Admissions. A fundraising Committee has been developed to help identify potential donors.

There were two groundbreaking ceremonies on both campuses for the School of Medicine and the Simulation Center. He thanked the support from the Governor's Office, the Legislature and the Foundation for the University as well as all of the other attendees. He also noted the special announcements from FirstBank – announcement of the scholarship that they will provide to the Medical School, and on St. Croix from Cane Bay – made a commitment of support of the Medical School.

The construction company will start mobilizing on both sites pretty soon. A consultant was brought in to provide a strategy regarding fundraising for the Medical School. President Hall is finalizing with an external consultant that will assist with finalizing the application and completing a mock site visit.

He stated that he wanted to inform the Board on key updates regarding the medical school.

Chairman Smock thanked the members of the board and recessed the meeting for lunch at 1:00pm.

## **EXECUTIVE SESSION**

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, to go into Executive Session to address the following matters, which could be reasonably expected to result in the disclosure of information of personal nature wherein public disclosure would constitute a clearly unwarranted invasion of personal privacy, or premature disclosure that would seriously frustrate implementation of the proposed action, and for the Board to obtain legal advice on those matters:

- Approve Executive Session Minutes –December 8, 2015
- Receive a report regarding the Eco- Research and Industrial Park
- Receive a report from the Finance and Budget Committee regarding a financial matter
- Receive a report on Personnel Issues
- Receive an update on Legal matters.

The vote on the motion was unanimous by the members present at the meeting.

## **RETURN TO THE REGULAR SESSION**

Upon return to the Regular Session of the meeting at 3:10pm, the Chairman reported the following:

In the Executive Session:

1. The Board approved Executive Session Minutes of December 8, 2015
2. Consideration of certain agreements regarding Eco- Research and Industrial Park was tabled pending resolution of certain title issues
3. The Board received an update from the Finance and Budget Committee regarding a financial matter
4. The Board received a report from the President regarding personnel issues
5. The Board received an update on Legal matters from UVI Legal Counsel

## **ADJOURNMENT**

There being no other business, a motion was made by Trustee Moorhead, which was seconded by Trustee Nugent-Hill, to adjourn the meeting. The vote on the motion was unanimous. The meeting adjourned at 3:11 pm.