

MEETING OF THE BOARD OF TRUSTEES
June 4, 2016

UNIVERSITY OF THE VIRGIN ISLANDS
GREAT HALL, NORTHWEST WING
ALBERT A SHEEN CAMPUS
10:00 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
Ms. Mary Moorhead, Chair, Board of Education
Mrs. Jennifer Nugent-Hill
Ms. Jacqueline A. Sprauve, Alumni Trustee
Dr. Yvonne E.L. Thraen
Mr. Sinclair L. Wilkinson (late arrival)
Mr. Devon Williams, Student Trustee
Rev. Dr. Wesley S. Williams, Jr. (by telephone)

MEMBERS ABSENT

Dr. Sharon McCollum, Commissioner of Education (excused)

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 Marie ThomasGriffith, UVI Legal Counsel

CALL TO ORDER

A quorum being present, Chairman Henry C. Smock called the Regular Session of the meeting to order at 10:04 a.m. Chairman Smock welcomed new trustee, Board of Education Chairperson Mary Moorhead, to the meeting and indicated that he looks forward to her contributions to the Board.

The Chairman also welcomed Dr. Auguste E. Rimpel, Board Chair Emeritus to the meeting.

The Chairman also thanked Mr. Timothy Carlson, who served as a member of the Audit Committee of the UVI Board of Trustees for seven (7) years as one of the committee's financial experts. He thanked him for his service to the Board of Trustees and the University.

APPROVAL OF MINUTES

A motion was made by Trustee Jennifer Nugent-Hill, which was seconded by Trustee Oran C. Bowry, to approve the minutes of March 5, 2016. The vote on the motion was yes by all trustees present, except Mary Moorhead who abstained. The minutes were approved.

ELECTIONS

Chairman Smock appointed Trustee Jennifer Nugent-Hill as chair pro tem pending the election of officers.

Trustee Nugent-Hill reported that the Governance Committee conducted its annual meeting for nominations as outlined in the Nomination Process adopted by the Board of Trustees in November 2009. She noted that nominations were received as required. Based on the nominations received, the Committee presented the slate of Henry Smock and Alexander Moorhead, for Chair and Vice Chair respectively, to the Board of Trustees for its deliberation and action.

After the slate was presented, the Chair pro-temp opened the floor for nominations from the floor. No nominations were made. Trustee Oran Bowry made a motion, which was seconded by Trustee Yvonne Thraen, to close the nominations. The vote on the motion was unanimous by the members present. The nominations were closed.

A motion was made by Trustee Bowry, which was seconded by Trustee Thraen, to approve the slate of Smock for Chair and Moorhead for Vice Chair for 2016-2017. The vote on the slate was unanimous by the members present. Trustee Nugent-Hill then yielded the chair back to Chairman Smock. Chairman Smock and Vice Chairman Moorhead successively thanked the members of the Board for electing them as Chair and Vice Chair, respectively.

APPROVAL OF CONSENT AGENDA

A motion was made by Vice Chairman Alexander Moorhead, which was seconded by Trustee Jacqueline Sprauve, 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:

- 4th Annual 13D Entrepreneurship Competition
- UVI Innovative Design and Entrepreneurship Association (UVIDEA)
- Miss UVI Ambassadorial Competition winner Che-Raina Warner
- VI Turtle Project article in Destinations Magazine headed by graduate student, Scott Eanes
- Boston University Early Medical School Selection Program students

Highlights from the written report also included;

- Presentations at National Conferences
- Alumni Updates
- Faculty Achievements
- Publications and Papers
- Grants and Special Projects Funded
- Global Affairs

Significant Institutional Achievements

- UVI Joins White House STEM Initiative
- School of Education Graduate Programs Receive Accreditation
- Small Business Development Center (SBDC) Receives Accreditation
- School of Nursing Progress on Bachelor of Science in Nursing Curriculum
- 2016 Commencement Ceremonies
- 2nd Annual Virgin Islands literary Festival and Book Fair (VI LitFest)
- UVI Joins New Intercollegiate Athletics League
- Capacity Building Grant to Increase Self-Government and Constitutional Development Awarded to UVI
- 42nd Employee Service Awards Ceremony
- 5th Annual UVI Research Day
- VI EPSCoR Annual Conference
- UVI Opens Autism Research Center
- Man-UP 2016 Feature Dynamic Local Speakers
- TMCF CEO Keynote Speaker for UVI's 54th Charter Day Program
- UVI Pride Week
- 2016 Afternoon on the Green
- Medical School Facilities Groundbreaking Ceremonies

President's Appreciation Award

As customary, President Hall recognized UVI employees or units that have performed exceptionally with the President's Appreciation Award. This meeting's award was presented to Gail Steele, Liaison to the Board of Trustees, and Una Dyer, Director of Presidential Operations. President Hall stated that they have not only made an outstanding contribution to the University since our last board meeting, but make outstanding contributions throughout the year. He added that without their effort, often in the background and within the shadows, he would be a less effective president and that the Board of Trustees would be a less effective Board.

President Hall stated that Ms. Steele serves this Board with the highest level of thoughtfulness, professionalism, and care. He added that Board matters and meetings operate smoothly because of her tireless and committed attitude toward her work. He stated that as President, he depends directly on Ms. Dyer for every aspect of his work and his day. He added that she manages the President's Office and supports me in ways that certainly enhances everything that I do.

Board members offered congratulations to both Ms. Steele and Ms. Dyer.

CHAIRMAN'S COMMENTS

Chairman Smock congratulated the President on his report and added that each meeting when he hears about the achievements of our students, faculty and staff, he is encouraged and proud. He also noted the increase in the local valedictorians and salutatorians that are committed to attend the University and added that it shows a good sign of the upward movement of the University. He also thanked the members of the Board for their work and commitment during this past quarter.

RESEARCH AND TECHNOLOGY PARK UPDATE REPORT

At the invitation of the Chair, Dr. Gillian Marcelle, Executive Director of the RTPark, presented the RTPark Update Report to the Board of Trustees. Dr. Marcelle provided highlights to the written report, which included a review of the first six months of the year 2016, giving an account of performance during that period. Highlights from the report included an update on the Park's financial performance, growth in clients, global reach, and world-class service providers. It also included an update on stakeholder engagement and UVI-RTPark Client Partnership Project. Chairman Smock thanked Dr. Marcelle for the update report.

BOARD COMMITTEE REPORTS

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

Master of Arts in Educational Leadership

At the invitation of Trustee Yvonne Thraen, Chair of the Committee, Provost McKayle provided an overview of the Master of Arts in Educational Leadership program.

She indicated that the Master of Arts in Educational Leadership is a rigorous program designed to prepare aspiring principals, assistant principals, and other educational professionals for leadership positions. An additional five courses will be added to the degree program in order to meet the current certification requirements and mandates of the Virgin Islands Board of Education and the Department of Education. Adding the additional courses raises the level of the program to a degree and eliminates the need for the concentration. The additional courses are currently being offered by the School of Education and will not require the commitment of any additional human or financial resources. Provost McKayle indicated that Dean Linda Thomas was present to answer any questions regarding the program.

Trustee Thraen indicated that the ARSA Committee voted unanimously to recommend to the Board that it accept the proposal as presented. The committee's recommendation is being presented to the full Board for review and action.

After the presentation, a motion was made by Trustee Thraen, which was seconded by Vice Chairman Moorhead, to approve the Master of Arts in Educational Leadership as presented. The vote on the motion was unanimous.

Master of Arts in School Counseling and Guidance

Provost McKayle presented an overview of the proposal for the Master of Arts in School Counseling and Guidance.

The Master of Arts in School Counseling and Guidance is a rigorous program designed to prepare aspiring school counselors for leadership positions. An additional four course will be added to the degree program in order to meet the current certification requirements and mandates of the Virgin Islands Board of Education and the Department of Education. Adding the additional courses raises the level of the program to a degree and eliminates the need for the concentration. The additional courses are currently being offered by the School of Education and will not require any additional human or financial resources.

Trustee Thraen indicated that the ARSA Committee voted unanimously to recommend to the Board that it accept the proposal as presented. The committee's recommendation is being presented to the full Board for review and action.

After the presentation, a motion was made by Trustee Thraen, which was seconded by Vice Chairman Moorhead, to approve the Master of Arts in School Counseling and Guidance as presented. The vote on the motion was unanimous.

EXECUTIVE COMMITTEE.....Attorney Henry C. Smock

Ratification of Action Taken by the Executive Committee in Regular Session

A resolution was presented to ratify the following action taken by the Executive Committee of the Board since the last meeting of the UVI Board of Trustees:

- Reviewed and unanimously approved the resolution on the University's FY2017 Appropriations Request of \$34,371,750, subject to ratification by the full Board at the June 2016 meeting.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, to approve the resolution as presented. The vote on the motion was unanimous.

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

Vice Chairman Moorhead reported that the Finance and Budget Committee reviewed the following items being presented for approval by the Board.

UVI School of Medicine Proposed Policies, Procedures, Strategic Plan, and Bylaws

The Administration proposed the implementation of policies, procedures, strategic plan, and bylaws for the School of Medicine. The implementation of the proposed policies, procedures, strategic plan, and bylaws will ensure the UVI School of Medicine fulfills its mission. The mission of the UVI School of Medicine is to educate students, from the diverse communities of the US Virgin Islands, the wider Caribbean and the continental US, as physicians dedicated to the health and well-being of their communities.

The Finance and Budget Committee voted to recommend to the Board of Trustees the approval of the proposed UVI School of Medicine policies, procedures, strategic plan, and bylaws as presented to the Committee.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, to approve the resolution and attachments as presented. The vote was as follows:

Trustees voting YES: H. Smock, A. Moorhead, D. Hall, J. Nugent-Hill, Y. Thraen, O. Bowry, W. Williams, D. Williams, R. Hall, and J. Sprauve

Trustees abstaining: M. Moorhead and S. Wilkinson

The vote on the motion was in favor.

UVI at USM – Foundation Agreement

The Administration proposed that certain officials of UVI be authorized to execute the Articles of Incorporation for UNIVERSITY OF THE VIRGIN ISLANDS AT UNIVERSITY OF SINT MARTIN FOUNDATION. The execution of this document would establish the Foundation to allow UVI to conduct financial transactions on the island of Saint Maarten.

The Finance and Budget Committee voted to recommend to the Board of Trustees the approval a resolution to authorize the establishment of “UNIVERSITY OF THE VIRGIN ISLANDS AT UNIVERSITY OF SINT MARTIN FOUNDATION”.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Thraen, to approve the resolution as presented. The vote was as follows:

Trustees voting YES: H. Smock, A. Moorhead, D. Hall, Y. Thraen, O. Bowry, W. Williams, D. Williams, R. Hall, J. Sprauve and S. Wilkinson

Trustees abstaining: M. Moorhead and J. Nugent-Hill.

The vote on the motion was in favor.

HR Policy – Filling Vacancies – Credentialing

The Administration proposed revisions to Section 14.01, Filling Vacancies, of Article XIV of the Human Resources policy which was last updated in 2013. The proposed revisions were made under the guidance of the University’s Legal Counsel and are in keeping with federal and local law.

The Finance and Budget Committee voted to recommend to the Board of Trustees the approval of the resolution on the proposed revisions of Section 14.01 Filling Vacancies of the HR Policy as presented to the Committee.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Nugent-Hill, to approve the resolution as presented. The vote on the motion was unanimous.

Sexual Misconduct Policy - Revision

The Administration proposed revisions to the Sexual Misconduct Policy which was last updated in 2015. The proposed revisions were made under the guidance of the University’s Legal Counsel and are in keeping with recent changes in federal and local law.

The Finance and Budget Committee voted to recommend to the Board of Trustees the approval of the resolution on the proposed revisions to the Sexual Misconduct Policy as presented to the Committee.

A motion was made by Vice Chairman Moorhead, which was seconded by Trustee Mary Moorhead, to approve the resolution as presented. The vote on the motion was unanimous.

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

Amendment to the Orientation Process for New Members of the Board

Trustee Nugent-Hill reported that at the AGB Workshop for the Board of Trustees held this past March, five (5) Action Plan Items were developed and approved by the Board. The Governance Committee reviewed the items and made assignments to board committees to review and complete the actions.

Item #3: Develop Board Mentorship program was assigned to the Governance Committee for completion. At its meeting on May 20th, the Governance Committee agreed that all new members should be afforded the opportunity to be paired with a senior trustee mentor. Members also agreed that putting a policy in place would be helpful and would allow the Chair of the Board to make such appointments. Language was developed for insertion into the current policy for the Orientation Process for new members of the Board. The Committee is seeking an amendment to the approved process.

A motion was made by Trustee Nugent-Hill, which was seconded by Trustee Mary Moorhead, to approve the resolution as presented.

Vice Chairman Moorhead offered a friendly amendment to the resolution noting that the resolve clause does not indicate what action should be taken.

Members agreed to the insertion of the words “as noted above” at the end of item 1 under the resolved section. The vote on the motion, with the amendment, was unanimous.

PLANNING COMMITTEE.....Ms. Oran C. Bowry

Key Performance Indicators/Pathways to Greatness

The Board received a report on the Key Performance Indicators as linked to the Institution’s Strategic Plan, Pathways to Greatness. The report focused primarily on Academic Quality and Excellence, Student Development and Success, and Community Engagement and Globalization. In addition, Modern and Safe University Environment, Organization and Human Development and Fiscal Sustainability and Growth were also presented.

PRESENTATION TO TRUSTEE SINCLAIR WILKINSON

Chairman Smock reported that he received in writing from Trustee Sinclair Wilkinson that effective June 30, 2016, he would be resigning as a member of the UVI Board of Trustees. Chairman Smock thanked Trustee Wilkinson for his service and commitment to the University. He noted that he served as a member of the ARSA, the Buildings and Grounds (B & G) and served as Chair of the Planning Committee. On behalf of the Board of Trustees, he presented a plaque and gift to Trustee Wilkinson.

Trustee Wilkinson thanked the Chairman and the Board members. He spoke of his experience as a member of the Board. He stated that he wished each member of the Board good health, strength and wisdom while making an effort to improve the quality of life for our students, members of our community, the rest of the Caribbean and the wider world.

EXECUTIVE SESSION

A motion was made by Trustee Wesley Williams, which was seconded by Trustee Yvonne Thraen, 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(s), and for the Board to obtain legal advice on those matters.

- Receive reports from the Academic, Research and Student Affairs, Executive, Governance and Planning Committees
- Update report on UVI Next
- Report from the President on personnel matters
- Update on Legal matters

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

RETURN TO REGULAR SESSION

Upon return to the Regular Session of the meeting at 2:20pm, the Chairman reported the following:

In the Executive Session:

1. The Board approved the minutes of the Executive Session held on March 5th;
2. The Board approved two candidates for tenure;
3. The Board approved the recommendation from the ARSA Committee to deny tenure for a member of the faculty;
4. The Board reviewed and approved a new Grievance Procedure for the UVI-AAUP;
5. The Board approved an amendment to the University's Policy on Public Access to Documents and Information;
6. The Board received an update report on Risk Assessment;
7. The Board approved recommendations regarding UVI NEXT Initiatives; and
8. The Board received an update on personnel matters and legal issues

Board Chairman Smock thanked outgoing Faculty Trustee Dr. Richard Hall and Student Trustee Devon Williams for their service on the Board.

ADJOURNMENT

There being no other business, a motion was made by Vice Chairman Moorhead, which was seconded by Trustee Bowry, to adjourn the meeting. The vote on the motion was unanimous. The meeting adjourned at 2:25 pm.