

MINUTES
2009-2010 ANNUAL MEETING
UNIVERSITY OF SOUTHERN INDIANA
BOARD OF TRUSTEES
July 9, 2009

The University of Southern Indiana Board of Trustees held its annual meeting on Thursday, July 9, 2009, in Carter Hall in the University Center. Present were Chair John M. Dunn and Trustees Ira G. Boots, W. Harold Calloway, Jeffrey L. Knight, Amy MacDonell, Lauren K. Raikes '11, Ronald D. Romain '73, Steven J. Schenck '72, and Ted C. Ziemer Jr. Also in attendance were President Linda L. M. Bennett, Interim Provost and Vice President for Academic Affairs Nadine A. Coudret; Vice President for Government and University Relations Cynthia S. Brinker; Vice President for Student Affairs Robert W. Parrent; Vice President for Business Affairs and Treasurer Mark Rozewski; Faculty Senate Chair Lesa Cagle; and Student Government Association President Robert Wolfley '10.

Mr. Dunn called the meeting to order at 10 a.m.

I. ANNUAL MEETING OF THE BOARD

A. ROLL CALL

Vice President Brinker called the roll and determined that a quorum was present.

B. READING OF THE NOTICE OF ANNUAL MEETING

Vice President Brinker read the notice of the annual meeting.

C. READING AND APPROVAL OF THE MINUTES OF THE 2008-2009 ANNUAL MEETING

On a motion by Mr. Ziemer, seconded by Mr. Romain, the reading of the minutes was waived and the 2008-2009 annual meeting minutes were approved.

D. REPORT OF THE NOMINATING COMMITTEE

Mr. Calloway, chair of the Nominating Committee, reported the committee, which also included Mr. Boots and Mr. Knight, recommends the following slate of officers for 2009-2010 and moved the approval of the slate:

ChairJohn M. Dunn
Vice Chair/Chair, Long-Range Planning Committee W. Harold Calloway
Vice Chair/Chair, Finance/Audit Committee Jeffrey L. Knight
SecretaryAmy MacDonell

Mr. Calloway noted the committee was guided by a statement pertaining to leadership of the Board and continuity and change, first adopted by the Trustees in 1986. He read the statement and requested that it be entered into the minutes of this annual meeting.

"It is the sense of the nominating committee that the leadership of the officers of the Board of Trustees should be balanced between the elements of continuity and change -- continuity to provide a kind of stability in the officership of the Board; change to take advantage of the talents of the several members of the Board."

"To that end, without establishing maximum terms of office for any officer position of the Board, it is recommended that, at each annual election of officers, the Board consciously consider the values both of continuity and change for each officer position and of the development of new leadership among the Board and the University officers."

E. ELECTION OF OFFICERS

Mr. Dunn called for nominations from the floor. There being none, he declared the nominations closed. Upon the recommendation of the Nominating Committee, the proposed slate of officers was approved.

F. APPOINTMENT OF TREASURER AND ASSISTANT SECRETARY

Mr. Dunn reported the bylaws of the USI Board of Trustees require the annual appointment of the Assistant Secretary and the Treasurer. He appointed Cynthia S. Brinker as Assistant Secretary for 2009-2010 and Mark Rozewski as Treasurer for 2009-2010.

G. OTHER BUSINESS

Mr. Dunn appointed Ms. MacDonell, Mr. Boots, and Mr. Ziemer to serve on the Finance/Audit Committee in 2009-2010, with Mr. Knight as chair.

Mr. Dunn appointed Ms. Raikes, Mr. Romain, and Mr. Schenck to serve on the Long-Range Planning Committee in 2009-2010, with Mr. Calloway as chair.

Mr. Dunn appointed Mr. Calloway, Ms. Raikes, and Mr. Romain to the USI Foundation Board of Directors for 2009-2010; and Ms. MacDonell, Mr. Ziemer, and himself to the USI/New Harmony Foundation Board of Directors for 2009-2010.

Mr. Dunn reviewed the 2004 decision of the Board of Trustees to voluntarily comply with the spirit of the Sarbanes/Oxley Act of 2002 and the Board's approval of a Code of Ethics for USI Employees. In 2005, the Board approved a similar Code of Ethics for the Board of Trustees. Mr. Dunn noted the University embraces the values expressed in the code and advocates their observance by all members of the USI community. He referred the Trustees to a copy of the Code of Ethics in their handouts and asked them to review it as they begin another year of work on behalf of the University. A copy of the Board of Trustees Code of Ethics is appended to the file copy of these minutes.

H. ADJOURNMENT OF THE ANNUAL MEETING

There being no further business, Mr. Dunn declared the annual meeting of the University of Southern Indiana Board of Trustees adjourned at 10:12 a.m.

Respectfully submitted,

Amy MacDonell
Secretary