

## AGENDA

### 2021-2022 ANNUAL MEETING

#### UNIVERSITY OF SOUTHERN INDIANA BOARD OF TRUSTEES

July 15, 2021

#### I. ANNUAL MEETING OF THE BOARD

##### A. ROLL CALL

##### B. READING OF THE NOTICE OF ANNUAL MEETING

##### C. READING AND APPROVAL OF THE MINUTES OF THE 2020-2021 ANNUAL MEETING

##### D. REPORT OF THE NOMINATING COMMITTEE

##### E. ELECTION OF OFFICERS

##### F. APPOINTMENT OF TREASURER AND ASSISTANT SECRETARY

##### G. OTHER BUSINESS

#### 1. RECOMMENDATION OF AMENDMENT TO BOARD OF TRUSTEES BYLAWS

**BE IT RESOLVED**, that it is proposed that Article III Section 1. of the Bylaws of the University of Southern Indiana Board of Trustees be amended to read:

Section 1. Annual Meeting. The annual meeting of the Board of Trustees shall be held after July 1 at a time and place as shall be fixed in the notice of such meeting, for the purpose of electing officers and transacting such other business as may be brought before the meeting. Notice of such annual meeting shall be mailed or emailed by the secretary to each member not less than five (5) days in advance of such meeting.

**BE IT FURTHER RESOLVED**, that it is proposed that Article III Section 4. of the Bylaws of the University of Southern Indiana Board of Trustees be amended to read:

Section 4. Regular Meetings. Regular meetings of the Board of Trustees shall be held on a date established at the preceding meeting of the Board of Trustees. The secretary shall give five (5) days notice of each regular meeting in person or by mail, email, or telephone.

**BE IT FURTHER RESOLVED**, that it is proposed that Article III Section 5. of the Bylaws of the University of Southern Indiana Board of Trustees be amended to read:

Section 5. Special Meetings. Special meetings of the Board of Trustees may be called at any time by the Chair of the Board of Trustees or by majority of the Board of Trustees and may be held at such place, within the State of Indiana, as shall be fixed in the notice of each meeting. Notice of such special meetings shall be mailed or given personally or by telephone or email by the secretary to each member not less than five (5) days in advance of such meeting.

**BE IT FURTHER RESOLVED**, that it is proposed that the Bylaws of the University of Southern Indiana Board of Trustees be amended to renumber Section 7 of Article III to read:

Section 9. Waiver of Notice.

**BE IT FURTHER RESOLVED**, that it is proposed that the Bylaws of the University of Southern Indiana Board of Trustees be amended to renumber Section 8 of Article III to read:

Section 10. Powers of the Board of Trustees.

**BE IT FURTHER RESOLVED**, that it is proposed that the Bylaws of the University of Southern Indiana Board of Trustees be amended to include Section 7 of Article III.

Section 7. Electronic Attendance. A member may participate in a meeting by an electronic method of communication as coordinated by the secretary. The secretary shall ensure that the electronic method of communication allows all participating members to simultaneously communicate with each other in both an executive session and a public meeting. The secretary shall ensure that the electronic method of communication allows the public to simultaneously attend and observe the public meeting. A member who participates in the meeting by an electronic method of communication shall be considered present for purposes of establishing a quorum but may participate in any final action taken at the meeting only if the member can be seen and heard. At least fifty percent (50%) of the members of the governing body must be physically present at a meeting. A member of the governing body may not attend more than fifty percent (50%) of the governing body's meetings in a calendar year by electronic communication. A member may not attend more than two (2) consecutive meetings by electronic communication. (formerly Waiver of Notice)

**BE IT FURTHER RESOLVED**, that it is proposed that the Bylaws of the University of Southern Indiana Board of Trustees be amended to include Section 8 of Article III.

Section 8. Minutes. As the meeting progresses, the minutes shall be kept and shall include the following: (1) the date, time, and place of the meeting; (2) the name of each member of the governing body who was physically present at the place where the meeting was conducted, participated in the meeting by using an electronic method, or was absent; (3) identify the electronic means of communication by which members of the governing body participated in the meeting and the public observed the meeting; (4) the general substance of all matters proposed, discussed, or decided; and (5) a record of all votes taken by individual members if there is a roll call. (formerly Powers of the Board of Trustees)

**BE IT FURTHER RESOLVED**, that these proposed amendments be voted upon for adoption at the next meeting of the University of Southern Indiana Board of Trustees.

2. **COMMITTEE APPOINTMENTS FOR 2021-2022**
3. **FOUNDATION APPOINTMENTS FOR 2021-2022**
4. **BOARD OF TRUSTEES CODE OF ETHICS REVIEW**

**H. ADJOURNMENT**