MINUTES

2025-2026 ANNUAL MEETING

UNIVERSITY OF SOUTHERN INDIANA
BOARD OF TRUSTEES

July 10, 2025

I. ANNUAL MEETING OF THE BOARD

The University of Southern Indiana Board of Trustees met for its annual meeting on Thursday, July 10, 2025, in the Griffin Center on campus. Present were Chair Christine H. Keck and Trustees John M. Dunn; C. Wayne Kinney ’77; Jeffrey L. Knight; and Christina M. Ryan. Trustee Ronald D. Romain ’73 was absent. Also in attendance were President Steven J. Bridges ’89 M’95; Provost Shelly B. Blunt; Vice President for Marketing and Communication Kindra L. Strupp M’22; Vice President for Development Andrea R. Gentry ’05; Vice President for Student Affairs Abeer A. Mustafa; Vice President and Director of Athletics Jon Mark Hall; Director of Internal Audit Bradley V. Will; Faculty Senate Chair T. Kyle Mara and Student Government Association President Alicia C. Cotton ’26.

Ms. Keck called the meeting to order at 10:30 a.m.

A. ROLL CALL

Chair Keck called on Vice President Strupp, who called the roll and determined a quorum was present.

B. READING OF THE NOTICE OF ANNUAL MEETING

Ms. Keck called on Vice President Strupp, who read the notice of the annual meeting.

C. READING AND APPROVAL OF THE MINUTES OF THE 2024-2025 ANNUAL MEETING

Chair Keck called on Vice President Strupp, who noted the minutes of the 2024-2025 annual meeting are available for review on the Board of Trustees page on the USI website. On a motion by Mr. Dunn, seconded by Mr. Kinney, the reading of the minutes was waived, and the 2024-2025 annual meeting minutes <u>were approved</u>.

D. REPORT OF THE NOMINATING COMMITTEE

Ms. Keck called on Mr. Dunn for a report from the Nominating Committee. Mr. Dunn stated that the Nominating Committee met on May 20 to discuss the slate of officers. He reported the Committee’s recommendation of officers for 2025-2026 and moved to approve the following slate:

Chair	Christina M. Ryan
First Vice Chair	John M. Dunn
Second Vice Chair	C. Wayne Kinney ’77
Secretary	Jeffrey L. Knight

E. ELECTION OF OFFICERS

Chair Keck called for nominations from the floor. There being none, she declared the nominations closed. Upon the recommendation of the Nominating Committee, the proposed slate of officers <u>was approved</u>.

F. APPOINTMENT OF TREASURER AND ASSISTANT SECRETARY

Chair Keck reported that the bylaws of the USI Board of Trustees require the annual appointment of the Assistant Secretary and Treasurer. She appointed Kindra L. Strupp as Assistant Secretary for 2025-2026 and Steven J. Bridges as Interim Treasurer, with the <u>next</u> Vice President for Finance and Administration to serve as Treasurer effective upon his or her employment start date for 2025-2026.

G. OTHER BUSINESS

1. COMMITTEE APPOINTMENTS FOR 2025-2026

Ms. Keck appointed Mr. Kinney, Mr. Knight, Student Trustee (tbd), and Trustee (tbd) to serve on the Finance/Audit Committee in 2025-2026, with Mr. Kinney as chair.

Ms. Keck appointed Mr. Dunn, Ms. Keck, Mr. Romain, and Trustee (tbd) to serve on the Academic Affairs and Enrollment Management Committee in 2025-2026, with Mr. Dunn as chair.

2. FOUNDATION APPOINTMENTS FOR 2025-2026

Chair Keck appointed Ms. Keck, Ms. Ryan, and Student Trustee (tbd) to the USI Foundation Board of Directors for 2025-2026; and Mr. Dunn, Mr. Knight, and Mr. Romain to the Historic New Harmony Advisory Board for 2025-2026.

3. BOARD OF TRUSTEES CODE OF ETHICS REVIEW

Ms. Keck 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. Ms. Keck noted the University embraces the values expressed in the Code and advocates their observance by all members of the USI community. She referred the Trustees to 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 these minutes.

H. ADJOURNMENT

There being no further business, Ms. Keck provided remarks as outgoing chair and expressed her gratitude to her fellow Trustees, the USI leadership team, and all USI dedicated faculty and staff for their professionalism, tenacity, collaboration, and patience in working through evolving challenges with grace and dignity for the better of the community, institution, and our USI students. She felt honored to serve the University in this capacity. Ms. Keck officially passed the gavel to incoming chair, Christina M. Ryan. Ms. Ryan thanked Ms. Keck for her service and expressed her enthusiasm to begin her role as chair. She is committed to continuing the work to move the University forward and to its next level.

Respectfully submitted,

Kindra L. Strupp
Assistant Secretary

UNIVERSITY OF SOUTHERN INDIANA
BOARD OF TRUSTEES
CODE OF ETHICS

The conduct of University trustees should be characterized by integrity. Each individual's personal and professional conduct reflects on one's institution and the higher education enterprise at large.

The University of Southern Indiana Board of Trustees has chosen to voluntarily comply with the spirit of the Sarbanes-Oxley Act of 2002 and has developed the following Code of Ethics. USI embraces the values expressed in the Code and advocates their observance by the trustees, who should:

- Comply with applicable governmental laws, rules, and regulations;
- Act with competence and strive to advance competence, both in self and in others;
- Devote time, thought, and study to the duties and responsibilities of a trustee, and be able to render effective and creditable service;
- Understand the University's objectives and policies and contribute constructively to their ongoing evaluation and reformulation;
- Maintain the confidentiality of privileged information that infringes upon another's right to privacy and not disclose information to secure personal or financial gain;
- Complete the University's *Possible Conflict of Interest Disclosure Statement* to disclose any interest, financial or otherwise, direct or indirect, in any business, transaction, or professional activity which may be in substantial conflict with the proper discharge of a trustee's duties;
- Refuse to accept any gift, favor, service, or other item of significant value from any person, group, private business, or public agency which may affect the impartial performance of one's duties; and
- Refuse to engage in actions that violate the ethical principles contained in this Code or provisions of law.

Code violations should be reported and reviewed through the appropriate Board and administrative channels.