

AGENDA

2026-2027 ANNUAL MEETING

**UNIVERSITY OF SOUTHERN INDIANA
BOARD OF TRUSTEES**

July 9, 2026

- I. ANNUAL MEETING OF THE BOARD**
 - A. INDIANA CONSTITUTION ARTICLE 15, SECTION 3**
 - B. ROLL CALL**
 - C. READING OF THE NOTICE OF ANNUAL MEETING**
 - D. READING AND APPROVAL OF THE MINUTES OF THE 2025-2026 ANNUAL MEETING**
 - E. REPORT OF THE NOMINATING COMMITTEE**
 - F. ELECTION OF OFFICERS**
 - G. APPOINTMENT OF TREASURER AND ASSISTANT SECRETARY**
 - H. OTHER BUSINESS**
 - 1. COMMITTEE APPOINTMENTS FOR 2026-2027**
 - 2. FOUNDATION APPOINTMENTS FOR 2026-2027**
 - 3. BOARD OF TRUSTEES CODE OF ETHICS REVIEW**
 - I. ADJOURNMENT**



MEMORANDUM

TO: University of Southern Indiana Board of Trustees
FROM: Zach LaGrange
DATE: July 9, 2026
RE: Holdover of Trustees after Expiration of Current Term

A Trustee shall continue to serve after the expiration of their term until a successor is appointed by the Governor.

Below are relevant provisions of Indiana law and institutional bylaws for the Board of Trustees regarding Governor appointed Trustees continuing to serve as a Trustee after the expiration of their term of appointment until either re-appointed or a successor Trustee is appointed.

Relevant Indiana Law

The Indiana Constitution at Article 15, Section 3 states that, "Whenever it is provided in this Constitution, or in any law which may be hereafter passed, that any officer, other than a member of the General Assembly, shall hold his office for any given term, the same shall be construed to mean, that such officer shall hold his office for such term, and until his successor shall have been elected and qualified."

Relevant Provisions of Board Bylaws

The Bylaws of the Board of Trustees at Article IV, Section 3 states that, "Whenever a vacancy occurs in an office by death, resignation, or otherwise, the same shall be filled by the Board of Trustees and the officer so elected or appointed shall hold office for the balance of the term of said office or until his successor is chosen and qualified."

Conclusion

Based on Indiana Law and the institutional bylaws, a Trustee's appointment shall continue until a successor is appointed.

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.