

3.2.9. The institution publishes policies regarding appointment, employment, and evaluation of all personnel.

Redbook as Policy Related to Comprehensive Standard 3.2.9

The University of Louisville (UofL) defines and publishes policies regarding appointment, employment, and evaluation of all personnel. *The Redbook*, which is the basic governance document of the university, is organized into seven chapters: Organization and Operation of the Board of Trustees and the Board of Overseers; Organization and Operation of the University Administration; Organization and Governance of the Academic Programs; Faculty Personnel Policies; Staff Organization and Personnel Policies; Student Governance and Student Affairs Administration; and Revision of *The Redbook* (<http://louisville.edu/provost/redbook>).

The Redbook Chapter 2 establishes the process for the appointment and evaluation of university administrators [1]. Section 2.2 covers the executive vice president and university provost and vice presidents; Section 2.3 covers other administrators, and Section 3.2 covers the deans of academic units.

Redbook Definition of Staff, Faculty, Administrators

The Redbook provides the following definitions for staff, faculty, and administrators:

- **Staff.** *The Redbook* 5.1: The staff of the University of Louisville shall consist of all employees of the University who do not hold faculty appointments, are not full-time students enrolled in the University, are not graduate assistants at the University, or are not administrators as defined in Section 2.3.1 [of *The Redbook*].
- **Faculty.** *The Redbook* 3.3.1: All persons with full-time faculty appointments who are appointed for at least one year and a part of whose work for the current year is in a particular academic unit shall be members of its faculty except in the case of those units which define faculty membership differently in their bylaws.

- **Administrators.** *The Redbook* 2.3.1:

A. Administrators

The term administrator as used in this document shall refer to the Executive Vice President and University Provost, the Vice Presidents, the Deans, and those persons who are designated by the President as having unit- or university-wide administrative functions of substantial significance to the University. All such administrators shall be appointed by the Board of Trustees on the recommendation of the President and shall serve at the pleasure of the Board.

B. Faculty with Administrative Functions

Those persons with faculty rank, other than deans, who are responsible for the administration of academic units and subunits such as academic departments and divisions shall be classified in this document along with assistant and associate deans as faculty with administrative functions. They are appointed by the Board on the recommendation of the President and serve in their administrative roles at the pleasure of the Board.

C. Staff Officers with Administrative Functions

Those responsible for the administration of any University services who do not have faculty appointments and who do not report directly to the President or a vice president as described above shall be classified as staff officers with administrative functions. They shall be appointed by the President subject to the personnel policies set forth in the section on staff personnel.

On the annual federal IPEDS Human Resources Component submission for fall 2016, UofL reported 101 administrators out of 4,635 staff. The 101 administrators include those who serve solely as Administrators as defined in *The Redbook* under 2.3.1 Part (A) and employees with a dual appointment as both an administrator and faculty but whose administrative responsibilities are greater than 50 percent of their full-time equivalent. The employees in the latter category are defined as Faculty with Administrative Functions under *The Redbook* 2.3.1 Part (B).

Employment of Administrators

Faculty, administrator, and staff appointments are made after searches are carried out in accordance with state and federal laws, the principles of equal employment opportunity and affirmative action, and university policies and procedures.

With the exception of interim appointments, new administrator positions are filled following open, competitive searches that involve peer administrators, faculty, staff, students, and community members as appropriate. Based upon the position, the university may hire an outside search firm to identify and solicit applications from qualified candidates.

The Redbook 2.2.2 states the following: “The Executive Vice President and University Provost or any vice president to whom academic units report shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Faculty Senate. Any vice president to whom the Human Resources Department reports shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Staff Senate. Any vice president to whom the responsibility for the operation of student affairs is assigned shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Student Senate.”

The Redbook 2.2.2 also states: “Vice presidents not covered by the above classification in this section shall be appointed by the Board on the recommendation of the President after informal consultation with appropriate individuals and groups.”

The university’s employment procedures for Board of Trustees-appointed senior leadership administrators are as follows:

Searches for deans of academic units are conducted by the Office of the Executive Vice President and Provost and staffed by the Office of Faculty Affairs. Dean searches for health-related disciplines are conducted by the Executive Vice President for Health Affairs. Other administrator searches are conducted by the unit doing the hiring.

The Office of the President conducts searches for positions that report directly to the president, often with the assistance of an outside search firm. Most recently, the external firm Academic Search (<http://www.academic-search.com>) was used for the Senior Vice President for Finance and Administration/Chief Operating Officer and the Vice President for Strategy and General Counsel. Academic Search oversaw the advertisement of the positions, background checks, and references and arranged interviews of qualified candidates with the university search committee.

Upon the identification of a preferred candidate for an open administrator position and his or her acceptance of an offer, a recommendation is made to the university's Board of Trustees (BOT) for approval via a recommendation agenda that contains a list of new administrator hires [2]. All offers are made contingent upon approval of the BOT.

Salary and other compensation such as performance-based incentive pay for deans and other administrators are negotiated and determined by the administrative head of the hiring unit and presented to the candidate in a formal offer of employment letter. Human Resources is not involved in the determination of salaries or compensation for faculty, deans, or administrators, unless explicitly requested to do so. The College and University Professional Association for Human Resources (CUPA-HR) conducts several annual HR surveys to collect salary information on university employees, including administrators. UofL, like many institutions, uses CUPA-HR data to help benchmark salaries. The university also uses outside consultants to benchmark salaries for senior-level administrators, including the president.

Once the preferred candidate is offered and has accepted an employment on mutually agreed-upon terms provided in the employment letter and has been approved by the BOT, a P-103 form (which documents the employment status of a faculty member or administrator) is submitted to payroll. Information on the new administrator is entered into the university's system for managing student, financial, and human resources data in order for Human Resources to assign an employee ID (EMPLID) to the new administrator and to process payroll and benefits. This step is completed by the hiring unit. Examples of employment letters and P-103 forms for three levels of administrator hires are provided [3] [4] [5].

Evaluation of Administrators

Evaluation of staff is overseen by Human Resources. Evaluation of faculty is overseen by the academic unit as prescribed in *The Redbook* and Unit Personnel Policies. Evaluation of administrators is overseen by the president, university provost, or other senior leadership as prescribed in *The Redbook*.

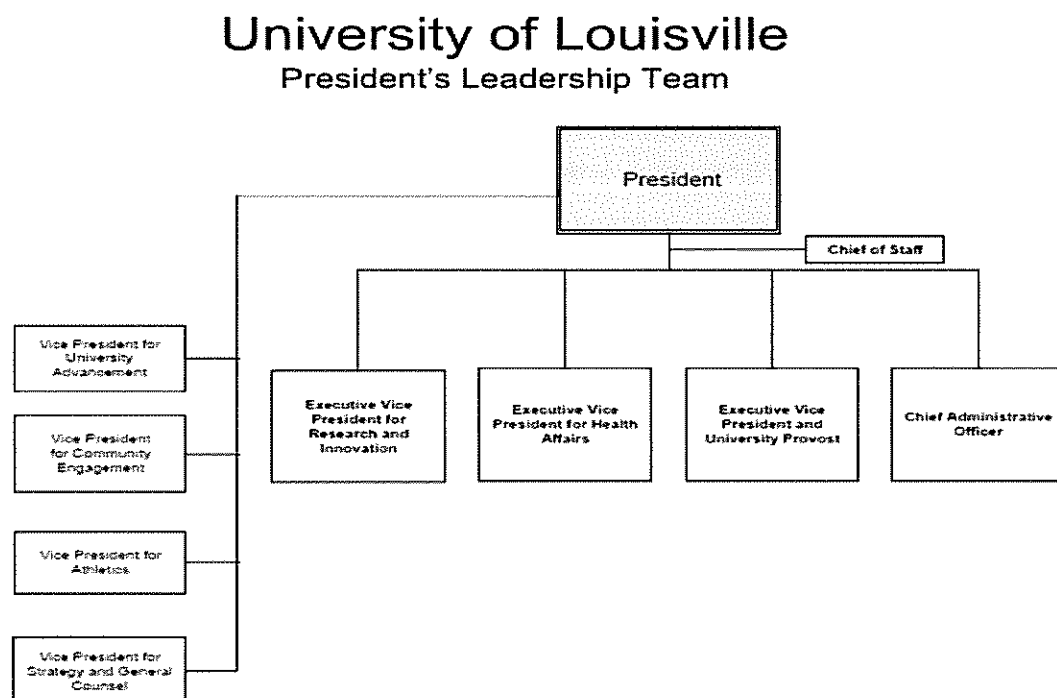
Administrators and academic deans are reviewed regularly according to the procedures documented in *The Redbook* to assess their effectiveness in their current roles and their capacity to continue to lead the institution toward accomplishing its mission. As outlined in *The Redbook* 2.2.4 Review of Service, at the end of each five years of service the performance of the Executive Vice President and University Provost and vice presidents are to be reviewed by the President and the Board of Trustees using procedures established in consultation with the Faculty, Student, and Staff Senates.

The university's 2020 strategic plan (<http://louisville.edu/president/vision2020.pdf>) serves as the basis for the annual evaluation of senior leadership by linking strategic priorities to annual goals. In the annual evaluation process, each member of the university's senior leadership establishes annual goals in consultation with the university President, with the primary objective of advancing the university's strategic plan. Senior leadership submit annual self-assessments of their goals and are asked to describe

their accomplishments and identify weaknesses and opportunities for moving forward. A one-on-one meeting with the President is scheduled. As a follow-up to the individual meetings, the President summarizes his assessment in writing and establishes the parameters to set annual goals for the upcoming academic/fiscal year. All goals for the upcoming academic/fiscal year are finalized with the Board of Trustees (BOT) at the September annual organizational meeting. A similar evaluation process for other administrators is completed by the Provost and by the other members of senior leadership.

A flowchart of the assessment cycle [6] for the President and his senior leadership team (see Figure 1) is provided, along with a roster summarizing the 2014-15 evaluation process [7]. This roster also includes the evaluation details for the academic deans.

Figure 1. President's Leadership Team.



Compensation for Administrators

Human Resources (HR) has never determined nor established compensation rates for administrators or faculty, unlike employees categorized as “Staff” under *The Redbook* Chapter 5. Compensation for administrators is negotiated on a case-by-case basis using appropriate benchmarks. Because of the desired flexibility in our system with respect to the hiring of administrators, salaries and additional benefits (beyond the basic fringe benefits handled through HR) are not always consistent from person to person. Rather, the compensation is negotiated based upon the market, the benefits that the candidate(s) had at their previous institutions, the desire to hire the most qualified individuals, and the budget of the hiring department. The role of Human Resources in the process relates to the processing of employment forms and payroll actions, setting up payroll, and establishing fringe benefits for all university employees. Once hired, senior leadership administrators are awarded merit compensation based upon their performance as evaluated by the president and as set forth in the terms of their employment agreement(s).

The personnel files for Administrators are maintained in the Office of Faculty Affairs under the purview of the Vice Provost for Faculty Affairs. These records are accessible to the Human Resources Department upon request. Any changes in compensation, rank, or leave-status of an Administrator is approved by the direct supervisor, forwarded by report to the Board of Trustees, and updated on the P-103 form or Job Description Change (JDC) form, which is then sent to payroll.

Human Resources’ Role in Making Employees Aware of Personnel Policies

New faculty and staff orientations are held regularly to introduce all new employees to policies and procedures relative to their employment and fringe benefits provided to university employees [8]. These policies and procedures are also included on the Human Resources website, together with other information that pertains to all employees [9]. All employees, including Faculty and Administrators, are required to attend Human Resources Orientation at the beginning of their employment.

Finding 2.3 of the Kentucky State Auditor's examination

UofL submitted a Corrective Action Plan [10] to the Kentucky State Auditor on February 13, 2017, which outlines university actions in response to the audit findings. In relation to Finding 2.3, the university's Associate Vice President for Human Resources is leading an initiative to review and update as needed all HR policies and procedures for administrators and staff and will work with the appropriate parties to align with *The Redbook*.

Summary

This report describes the process for the employment, evaluation, and compensation of administrators. The Human Resources policies are inclusive of administrators as an employment category. The university is following its personnel policies and procedures as provided in the UofL governance document, *The Redbook*.

Supporting Documentation

[1] *The Redbook* Chapter 2, Organization and Operation of the University Administration

[2] UofL Board of Trustees Minutes 1/21/17, Administrator Approvals

[3] Todd Mooradian, Dean of College of Business

[3a] Employment Letter

[3b] P-103

[4] Shannon Rickett, Interim Assistant Vice President for Government Relations

[4a] Employment Letter

[4b] P-103

[5] Harlan Sands, Senior Vice President for Finance and Administration

[5a] Employment Letter

[5b] P-103

[6] Administrative Review Cycle, Office of the President

[7] Administrator Evaluation Census (census date July 1, 2016)

[8] Human Resources-New Employee Orientation

[9] Human Resources Policies

[10] UofL Corrective Action Plan Submitted to Kentucky State Auditor on 2-13-17

Redbook Chapter Two

Organization and Operation of the University Administration

Article 2.1 The President of the University of Louisville

Sec. 2.1.1 Appointment of the President

The President of the University of Louisville reports to the Board of Trustees and serves at its pleasure.

In making the appointment of the President, the Board shall consult with a faculty committee to be composed of one representative elected for that specific purpose from each of the units listed in Section 3.1.1.

Sec. 2.1.2 Powers and Duties of the President

The President's functions are as follows:

- A. To be the chief administrative and educational officer of the University and to perform such other duties and have such other powers as may from time to time be prescribed by the Board of Trustees.
- B. To make overall policy for all aspects of the academic and other functions of the University, coordinating with whatever individuals, groups, or organizations may be required.
- C. To recommend major policies and other major actions to the Board of Trustees for its final action and to be the official medium of communication between the Board of Trustees and the various segments of the University and their official bodies.
- D. To make final decisions for which the office has received delegated responsibility over a wide range of activities from the Board of Trustees; such actions are ordinarily taken after consultation with various concerned individuals, groups, or organizations.
- E. To enforce the rules and regulations of the University.
- F. To establish and make changes in the administrative structure and table of organization of the University after consultation with individuals or groups when the matter relates to their sphere of responsibility.
- G. To recommend to the Board of Trustees all personnel actions, including tenure decisions, concerning faculty members and administrators and to make final decisions concerning all other personnel actions.
- H. To prepare annual budgets and recommend them to the Board of Trustees of the University after consultation with appropriate units of the University and their administrators; to recommend a biennial budget to the Council on Higher Education with

the approval of the Board of Trustees; to recommend modification of the budgets as needed to the Board of Trustees of the University.

- I. To appoint University-wide committees.
- J. To manage the University through officials that report to the Office of the President.
- K. To provide leadership in the development of academic instructional, research, and service programs by making initiatives to the Faculty Senate and to the faculties of academic units and their planning committees concerning such programs, and any other possible changes in curriculum or academic policies which are the responsibility of the faculty.
- L. To serve ex officio as a member of all faculties and all faculty committees, to call and preside over the meetings of the University Congress and such advisory groups as the President chooses to appoint, and at his or her discretion to call meetings of the faculties of the colleges and schools of the University.
- M. To be responsible for all University functions relating to student affairs and the life of students at the University, as well as intramural and extramural or intercollegiate athletics.
- N. To arrange for the President's signature to appear on all diplomas issued by the University, either in the original or by facsimile.
- O. To be responsible for all aspects of the relations of the University to the community and for providing information about the activities of the University.
- P. To be responsible for public services of the University, including hospital and clinic affiliations.
- Q. To maintain continuing relations with governmental agencies at city, county, state, and federal levels as required by the mission of the University.
- R. To be responsible for relations of the University with alumni.
- S. To be responsible for raising funds from the federal government, state and local public sources, corporations, private individuals, foundations, and other sources.
- T. To supervise programs for constant maintenance and improvement of their quality, for the effectiveness of their services to students, for the adequacy of research, and for their accountability to the people of the Commonwealth of Kentucky, to the students, and to grantors or donors.
- U. To be responsible for the University role in construction and renovation, in maintenance of buildings and grounds, in the acquisition of essential new facilities, equipment, and library materials, and in space allocation and utilization.
- V. To prepare and submit to the Board of Trustees an annual report upon the work and general status of the University.
- W. The President may delegate to the University Provost, the appropriate vice president or others the responsibility for carrying out any of the above functions.

Sec. 2.1.3 Review of Service

The performance of the President will be reviewed annually by the Board of Trustees.

Article 2.2 The Executive Vice President and University Provost and Vice Presidents

Sec. 2.2.1 The Executive Vice President and University Provost and Types and Functions of Vice Presidents

The Board of Trustees on the recommendation of the President shall approve the duties of the Executive Vice President and University Provost and number and functions of the vice presidents of the University. Their authority and responsibilities shall be clearly set forth in job descriptions in Addenda to The Redbook.

Sec. 2.2.2 Appointment of Executive Vice President and University Provost and Vice Presidents

The Executive Vice President and University Provost or any vice president to whom academic units report shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Faculty Senate. Any vice president to whom the Human Resources Department reports shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Staff Senate. Any vice president to whom the responsibility for the operation of student affairs is assigned shall be authorized and the individual shall be appointed only after consultation with and recommendations from a committee designated by the Student Senate.

Vice presidents not covered by the above classification in this section shall be appointed by the Board on the recommendation of the President after informal consultation with appropriate individuals and groups.

Sec. 2.2.3 Duties of Executive Vice President and University Provost and Vice Presidents

The Executive Vice President and University Provost and vice presidents shall serve at the pleasure of the Board and shall perform such duties as the President may from time to time direct which are compatible with the appropriate job description. A major change in a job description may be made by the Board on the recommendation of the President after consultation with any group entitled to consultation in the original authorization of those offices, but administrative changes which do not affect the essential functions of those offices may be made at any time by the President.

In the absence of the President and Executive Vice President and University Provost the Executive Vice President for Health Affairs shall serve as Acting President.

Sec. 2.2.4 Review of Service

At the end of each five years of service the performance of the Executive Vice President and University Provost and vice presidents to whom academic units report will be reviewed by the President and the Board of Trustees by procedures established in consultation with the Faculty, Student, and Staff Senates.

Article 2.3 Other Administrators

Sec. 2.3.1 Definition and Classification of Administrators

A. Administrators

The term administrator as used in this document shall refer to the Executive Vice President and University Provost, the Vice Presidents, the Deans, and those persons who are designated by the President as having unit- or university-wide administrative functions of substantial significance to the University. All such administrators shall be appointed by the Board of Trustees on the recommendation of the President and shall serve at the pleasure of the Board.

B. Faculty with Administrative Functions

Those persons with faculty rank, other than deans, who are responsible for the administration of academic units and subunits such as academic departments and divisions shall be classified in this document along with assistant and associate deans as faculty with administrative functions. They are appointed by the Board on the recommendation of the President and serve in their administrative roles at the pleasure of the Board.

C. Staff Officers with Administrative Functions

Those responsible for the administration of any University services who do not have faculty appointments and who do not report directly to the President or a vice president as described above shall be classified as staff officers with administrative functions. They shall be appointed by the President subject to the personnel policies set forth in the section on staff personnel.

Sec. 2.3.2 Grievances of Administrators

Administrators are not covered in their administrative roles by the grievance procedures for faculty or staff. If an administrator is aggrieved in his or her administrative role, such administrator is entitled to an informal hearing before his or her immediate superior, and if this is not satisfactory in resolving the grievance, to an informal hearing before the President or a designee. The decision of the President shall be final in all matters except the termination of service of such administrators, which is subject to ratification by the Board of Trustees.

Sec. 2.3.3 Termination of Service of Administrators

In termination of the administrative services of any individual serving at the pleasure of the Board, the following rules apply:

- A. Administrators with faculty rank and faculty with administrative functions retain their position in the faculty in whatever rank and tenure status they hold at the time of their termination as administrators.
- B. Administrators without faculty rank and with more than fifteen years of service to the University, if terminated in one position, may expect that every effort will be made by the University to provide for their continued service in another position which can make good use of their abilities and previous experience, though not necessarily at the same grade level as they have had in their immediate past position.
- C. Administrators without faculty rank and with less than fifteen years of service will normally be separated from the University, but a transfer to another function is possible if a suitable arrangement can be worked out.
- D. Nothing in the above provisions restrains the Board of Trustees from terminating the services of any administrator in any and all capacities in the University if such termination is for cause as defined in Section 4.5.3.A.

Sec. 2.3.4 Administrative Leave

It shall be the policy of the University to grant administrative leave to administrators who have served in that capacity for ten years or more. Such leave may be granted for a period of up to three months, no more frequently than every five years, by the President after consultation with the administrator's immediate superior.

Sec. 2.3.5 Retirement of Administrators

The Board of Trustees shall make available a retirement annuity plan for full-time administrators, after a stated minimum period of service in such capacity. Each retirement annuity contract shall be vested in the individual participant. Administrators will retire under the provisions and conditions set out in Addenda to The Redbook.

Article 2.4 The Administrative Bodies

Sec. 2.4.1 The Administrative Council

The Administrative Council shall be composed of the President, the Executive Vice President and University Provost, the vice presidents, the deans, and administrators as defined in 2.3.1.A. The function of the Council shall be to consult with the Office of the President on administrative matters and to receive communications concerning implementation of policies of the University.

The Council shall meet on the call of the President or designee, who shall serve as its presiding officer.

Sec. 2.4.2 The University Congress

The University Congress shall be composed of all the members of the Administrative Council, the Faculty Senate, the Staff Senate, and the Student Senate. It shall meet on the call of the President either on the President's own initiative or upon petition from twenty members of each of at least two of the constituent bodies involved. The Congress shall not be a governing body, but it shall receive the President's Annual Report and it may advise the President informally on matters affecting all segments of the University. It shall not have elected officers or standing committees. The President or a designee shall preside and appoint ad hoc committees.

Article 2.5 University Policies and Procedures

Sec. 2.5.1 Academic Policy-Statement of Academic Freedom

Academic institutions in a democratic society exist for the pursuit of truth, the development and conservation of knowledge, the transmission of learning, and the enhancement of the general well-being of such society. Free inquiry and free expression are indispensable to the attainment of these goals. The University of Louisville is, therefore, committed to protecting the academic freedom of all members of the University community.

Freedom to learn and freedom to teach are inseparable facets of academic freedom. Students have a right to their own views on matters of opinion, rather than fact, and a right to express those views in appropriate ways without fear of arbitrary reaction or improper disclosure of such opinions outside the classroom.

Teachers are entitled to full freedom in research, publication, academic evaluation, and classroom expression. Academic freedom carries the corresponding responsibilities to be thoroughly prepared and well informed in their fields of knowledge and to be scrupulous in distinguishing between personal and professional judgments and between fact and opinion.

Membership in the academic community imposes on students, faculty, staff, administrators, and trustees of the University an obligation to adhere to standards of academic honesty, to respect the dignity of others, to acknowledge their right to express differing opinions, and to foster and defend intellectual honesty, freedom of inquiry and instruction, and free expression both on and off the campus.

Sec. 2.5.2 Administrative Procedure

- A. Officers and employees of the University shall send any official recommendations and communications to their administrative superiors, who shall transmit them to the next higher officers with such comments and recommendation as they wish to make thereon.
- B. Committees of any unit, division, institute, or department shall report to the official who appointed the committee. Where a committee is elected, the report shall be to the dean, director, or chair of the administrative entity and to the constituency in which the election was held, unless otherwise specified when the committee was established.
- C. All recommendations and communications forwarded under this section shall be considered as preliminary and advisory opinions and privileged communications. When final action has been taken on any matter, all information relevant to the decision shall become part of the appropriate record.

Sec. 2.5.3 Intellectual Property Policies

Intellectual property policies of the University shall be those adopted by action of the Board of Trustees. Each person affected by the University's intellectual property policies shall be provided with a copy of these policies at the time of employment or matriculation and shall be bound by them, as they may be subsequently amended, as conditions of employment or enrollment at the University.

Sec. 2.5.4 Equal Opportunity Policy

Commitment to Equal Opportunity and Affirmative Action is the policy of the University of Louisville. To ensure that this policy is effective, personnel decisions must be reviewed by the Affirmative Action Office. All faculty, staff, and student body members who believe that their rights under this policy have been violated are entitled to bring the question of possible violation to the attention of the Affirmative Action Office for investigation and recommendation.

Sec. 2.5.5 Personnel Policies

All appointments to the University shall be made strictly on the basis of appropriate qualifications set forth in an approved job description. Personnel actions following the appropriate procedures set forth in this *Redbook* shall be final unless and until a procedural challenge has been upheld through the grievance process.

All appointments and personnel actions shall be made in accordance with federal, state, and local fair employment practice laws and in accordance with the University's affirmative action policy. The monitoring of affirmative action procedures pursuant to these policies shall be assigned to the Affirmative Action Office. The work performance of all supervisors will be evaluated on the basis of their equal opportunity efforts and results as well as other criteria. Its function shall be to assure full, good faith compliance with the University's obligations as a federal contractor which shall not discriminate on the basis of any factor forbidden by federal, state, or local fair employment practice laws. Informal overtures to the Affirmative Action Office or to grievance

officers or the filing of a formal grievance shall not result in any form of harassment or retaliation.

Sec. 2.5.6 Archives and Records Policy

The University Archives and Records Center is the official repository for all University records and is responsible for the University's compliance with state and federal records laws, including those governing personal privacy; public access; micrographic, photographic, or electronic storage and reproduction; overall disposition; and destruction. The University Archivist shall serve as the official custodian of University records.

The University Archives and Records Center shall preserve proper and adequate documentation of University policies, decisions, procedures, functions, and essential transactions.

Sec. 2.5.7 Athletic Policies

Intercollegiate Athletics shall be under the purview of the Board of Trustees in conformity with the regulations of the athletic organizations with which the University is affiliated.

Sec. 2.5.8 Ethical Considerations

It is expected that every employee, in conducting the affairs of the University of Louisville, will comply with applicable federal, state, and local laws as well as the policies and procedures of the University of Louisville.

All employees of the University of Louisville who are members of occupations or professions having established standards of conduct shall, in addition to any obligations and responsibilities imposed by this document, be bound by the standards of conduct applicable to such occupations or professions.

Violations of the above may result in disciplinary action in accordance with the provisions of the Redbook.

[Go to Chapter Three of *The Redbook*](#)

[Return to *Redbook* Table of Contents](#)

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF TRUSTEES OF THE
UNIVERSITY OF LOUISVILLE

January 21, 2017

In Open Session

Members of the University of Louisville Board of Trustees met at 9:31 a.m. on January 21, 2017, in the Jefferson Room, Grawemeyer Hall, with members present and absent as follows:

Present: Mr. William Armstrong
Ms. Bonita Black (via videoconference)
Mr. Brian Cromer
Mr. David Grissom
Ms. Diane Medley
Mr. James Rogers
Mr. Nitin Sahney
Mr. John Schnatter (via videoconference)
Prof. Enid Trucios-Haynes
Mr. Aaron Vance
Dr. Ron Wright

Absent: Mr. Ulysses L. Bridgeman, Jr.
Ms. Sandra Frazier

From the
University: Dr. Neville Pinto, Acting President
Dr. Greg Postel, Interim Exec. VP for Health Affairs
Dr. William Pierce, Executive Vice President for Research and Innovation
Ms. Leslie Strohm, Vice President for Strategy and General Counsel
Mr. Keith Inman, Vice President for University Advancement
Mr. Lee Smith, Assoc. VP for Performance Improvement and Business Analytics
Ms. Amy Shoemaker, University Counsel
Ms. Jeanell Hughes, Asst. VP for Finance & Operations & Int. Exec. Dir. of HR
Dr. Michael Mardis, Dean of Students
Mr. John Karman, Director of Media Relations
Mr. David Adams, CEO of the Institute for Product Realization
Ms. Becky Simpson, Sr. Assoc. VP for Communications and Marketing
Ms. Trisha Smith, Deputy Chief of Staff
Mr. Jake Beamer, Boards Liaison

From the
Foundation: Mr. Keith Sherman, Interim Executive Director
Ms. Aleque Novesl, Executive Assistant and Boards Liaison

Outside

Counsel: Mr. Craig C. Dilger, Stoll Keenon Ogden
Mr. Sam Hinkle, Stoll Keenon Ogden

I. Administration of Constitutional Oath of Office

Dr. Pinto introduced Judge Gina Calvert who administered the oath of office to the Trustees.

II. Call to Order

Having determined a quorum present, Dr. Pinto called the meeting to order at 9:31 a.m.

III. Election of Chairman Pro Tem to Serve Until the Board's Annual Meeting

Dr. Pinto opened the floor for nominations for chairman pro tem. Mr. Sahney nominated Mr. Grissom. Dr. Wright nominated Mr. Bridgeman.

Ms. Medley made a motion, which Mr. Armstrong seconded, to close nominations. The motion passed.

Dr. Wright made a motion, which Prof. Trucios-Haynes seconded, to vote for chairman pro tem by written ballot. The motion passed. Ballots were distributed, collected, and counted.

The Board elected Mr. Grissom as Chairman Pro Tem.

IV. Election of Vice Chairman Pro Tem to Serve Until the Board's Annual Meeting

Chairman Grissom opened the floor for nominations for vice chairman pro tem. He nominated Mr. Schnatter. Prof. Trucios-Haynes nominated Ms. Medley, who declined the nomination.

Mr. Sahney made a motion, which Ms. Medley seconded, to close nominations. The motion passed.

Ms. Medley made a motion, which Dr. Wright seconded, to elect Mr. Schnatter as Vice Chairman Pro Tem. The motion passed.

V. Election of Secretary Pro Tem to Serve Until the Board's Annual Meeting

Chairman Grissom opened the floor for nominations for secretary pro tem. He nominated Mr. Cromer.

Mr. Armstrong made a motion, which Dr. Wright seconded, to close nominations. The motion passed.

Dr. Wright made a motion, which Mr. Sahney seconded, to elect Mr. Cromer as Secretary Pro Tem. The motion passed.

VI. Election of Treasurer Pro Tem to Serve Until the Board's Annual Meeting

Chairman Grissom opened the floor for nominations for treasurer pro tem. He nominated Ms. Black, who declined the nomination.

Dr. Wright nominated Ms. Medley.

Dr. Wright made a motion, which Mr. Armstrong seconded, to close nominations. The motion passed.

Prof. Trucios-Haynes made a motion, which Mr. Armstrong seconded, to elect Ms. Medley as Treasurer Pro Tem. The motion passed.

VII. Election of At-Large Member to Executive Committee

Ms. Strohm explained the composition of the executive committee and the state law requiring the faculty constituency representative to be a member.

Chairman Grissom opened the floor for nominations for the at-large member on the executive committee. Ms. Medley nominated Mr. Sahney.

Dr. Wright made a motion, which Ms. Medley seconded, to close nominations. The motion passed.

Ms. Medley made a motion, which Mr. Armstrong seconded, to elect Mr. Sahney as At-Large member of the Executive Committee. The motion passed.

VIII. Approval of Minutes, November 29, 2016

Prof. Trucios-Haynes made a motion, which Mr. Armstrong seconded, to approve the minutes of the November 29, 2016 meeting. The motion passed.

IX. Selection of Four Trustee Members to be appointed by the Chair Pro Tem to the Board of Directors of the UofL Foundation, Inc.

Chairman Grissom appointed Mr. Sahney, Mr. Schnatter, Ms. Medley, and himself to be appointed to the UofL Foundation, Inc., Board of Directors.

Prof. Trucios-Haynes indicated the Faculty Senate and the Student Government Association passed resolutions supporting the appointment of a university constituency representative on the Foundation board. Mr. Grissom concurred with Prof. Trucios-

Haynes and stated he hoped the Foundation board would review its governance structure and bylaws to include a constituency representative.

X. Consider Resolution of the Board of Trustees of the University of Louisville regarding the Chairman of the Foundation Board of Directors

Chairman Grissom read the following resolution:

RESOLVED, it is the desire and directive of the University of Louisville Board of Trustees that Diane Medley, a trustee member of the board of directors of the University of Louisville Foundation by virtue of her appointment by the Chair of the Board of Trustees, be elected to serve as chair of the UofL Foundation board of directors.

Mr. Sahney made a motion, which Dr. Wright seconded, to approve the resolution.

The Chairman opened the floor for discussion. Prof. Trucios-Haynes asked for more information regarding the Foundation's finances before passing the resolution, and questioned the authority of the Board of Trustees to direct the Board of Directors of the Foundation.

Mr. Grissom explained this resolution was a request and the trustees were urging the Foundation to respond positively to this and other requests.

The motion passed with Prof. Trucios-Haynes opposed.

XI. Consider Resolution of the Board of Trustees of the University of Louisville regarding the Investment Policy of the Foundation

Chairman Grissom read the following resolution:

RESOLVED, it is the desire and directive of the University of Louisville Board of Trustees that the University of Louisville Foundation make no investment of funds held by the Foundation or any of its subsidiaries or affiliates other than investments in publicly traded stocks and bonds before the completion of the forensic audit of the UofL Foundation and the acceptance of the audit report by the University of Louisville Board of Trustees.

Prof. Trucios-Haynes asked for additional information.

Mr. Sherman, Interim Executive Director of the Foundation, responded by stating that both boards were directionally aligned in not wanting to make any large investments or speculations that would put the Foundation at risk. He noted the resolution could be a detriment to certain investments within the Foundation's portfolio. He assured the

Trustees that the Foundation would undertake no major projects before the completion of the forensic audit.

Chairman Grissom thanked Mr. Sherman for his assurance and withdrew the resolution from the agenda. There were no objections.

Ms. Black departed the meeting at 10:04 a.m.

XII. Consider Resolution of the Board of Trustees of the University of Louisville regarding Foundation Termination Agreements

Chairman Grissom read the following resolution

RESOLVED, it is the desire and directive of the University of Louisville Board of Trustees that the University of Louisville Foundation enter into no settlements or termination agreements with any employee or former employee of the UofL Foundation before the completion of the forensic audit of the UofL Foundation and the acceptance of the audit report by the University of Louisville Board of Trustees.

Mr. Rogers made a motion, which Mr. Sahney seconded, to approve the resolution. The motion passed.

XIII. Consider Resolution of the Board of Trustees of the University of Louisville regarding New Contracts with the Foundation

Based on Mr. Sherman's previous assurance, Chairman Grissom withdrew this item from agenda. There were no objections.

XIV. Report to Board Concerning the Forensic Audit of the UofL Foundation

Chairman Grissom reported forensic auditing firm has been collecting information since November. He met with their representatives and was very impressed with the work. He asked them to complete their audit by May 1, and no later than May 15, 2017.

The chairman noted supervision and oversight of the firm will come from the firm of Stoll Keenon Ogden and himself.

XV. Report on Process for Selecting an Interim University President

The chairman explained this would be discussed in closed session.

XVI. Appointment of a Presidential Search Committee

Ms. Strohm explained the composition of the search committee. Prof. Trucios-Haynes distributed the **attached** attributes for candidates for president, as approved by the

Faculty Senate.

Mr. Armstrong made a motion, which Prof. Trucios-Haynes seconded, to approve the following resolution:

Resolved, that the Board of Trustees approves the creation of a Presidential Search Committee. The Presidential Search Committee shall have up to eleven members as follows:

- (a) The faculty, student, and staff constituent representative members of the Board of Trustees;**
- (b) At least one individual who is a current or former member of the Alumni Association;**
- (c) At least one other individual who is a graduate of the University;**
- (d) At least one individual who has experience serving on the Kentucky Council on Postsecondary Education;**
- (e) At least one current or former member of the boards of directors of the University of Louisville Foundation, Inc. and the University of Louisville Athletic Association, Inc.;**
- (f) At least two individuals who have made donations in support of the University;**
- (g) The chair of the Board of Trustees, who shall serve ex officio as a voting member of the Committee.**
- (h) Recognizing that a single individual may meet more than one of the criteria listed above, additional current or former trustees.**

Pursuant to Section 2.7 of the By-Laws of the Board of Trustees, the Board Chair is directed to make the appointments to the Presidential Search Committee outlined in paragraphs (b) through (h) above after receiving recommendations from the members of the Board of Trustees.

The charge of the Presidential Search Committee shall be as follows:

- Select and retain an executive search firm to assist with developing a leadership profile for the next president and identifying and recruiting outstanding candidates for the position of president of the University of Louisville.**
- Design and implement a plan of outreach for seeking broad perspectives and input from the entire community served by the University, including the Faculty Advisory Committee comprised according to the Redbook, faculty members, students, staff, alumni, current and former trustees, related foundations, board of overseers, and citizens and leaders of the Commonwealth and local community.**
- Design and conduct a wide-ranging and inclusive search for the next president, with emphasis on attracting a broad pool of candidates who**

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF TRUSTEES OF THE
UNIVERSITY OF LOUISVILLE

January 21, 2017

In Executive Session

Present: Mr. William Armstrong
Ms. Bonita Black (via videoconference)
Mr. Brian Cromer
Mr. David Grissom
Ms. Diane Medley
Mr. James Rogers
Mr. Nitin Sahney
Mr. John Schnatter (via videoconference)
Prof. Enid Trucios-Haynes
Mr. Aaron Vance
Dr. Ron Wright

Absent: Mr. Ulysses L. Bridgeman, Jr.
Ms. Sandra Frazier

From the
University: Dr. Neville Pinto, Acting President
Ms. Leslie Strohm, Vice President for Strategy and General Counsel

Outside
Counsel: Mr. Craig C. Dilger, Stoll Keenon Ogden
Mr. Sam Hinkle, Stoll Keenon Ogden

I. Call to Order

Chairman Grissom called the meeting to order.

II. Personnel Matters

Personnel matters were discussed.

III. Adjournment

The executive session adjourned at 11:52 a.m.

Approved by:

Signature on File
Assistant Secretary

XXIV. Adjournment

Mr. Vance made a motion, which Mr. Rogers seconded, to adjourn.

The meeting adjourned at 11:55 a.m.

Approved by:

Signature on File
Assistant Secretary

reflect the University's commitment to community engagement and diversity.

- Accept and acknowledge all applications and nominations for the position, assuring confidentiality to the extent possible.
- Select and retain independent counsel, if deemed necessary, to assist in developing and negotiating the new President's employment contract with the University.
- Recommend to the Board of Trustees one or more finalists for the next president of the University and a proposed starting date of the appointment.

The motion passed.

Chairman Grissom asked all trustees to email to him their nominations to the committee no later than Friday, January 27, 2017.

XVII. Consider Policy Concerning Employment and Consulting Contracts and Appointments to the Office of the President

Chairman Grissom read the following resolution:

RESOLVED, it is the policy of the University of Louisville Board of Trustees that all employment contracts, consulting contracts and appointments for persons to serve as an administrator as defined in the Redbook for a term longer than one year shall require the approval of the Board of Trustees prior to becoming effective.

Mr. Grissom explained the resolution as preventative, ensuring a new president would not be restricted by newly-hired administrators with multiple-year contracts.

Prof. Trucios-Haynes asked the Board to recognize the various ranges of administrators' contracts, i.e., deans have 5-year contracts.

Ms. Medley stipulated this resolution only requires that multiple-year contracts have board approval.

Ms. Medley made a motion, which Dr. Wright seconded, to approve the resolution.

The motion passed.

XVIII. Consider Policy Concerning Settlements of Disputes Involving the University of Louisville

At the request of University Counsel, this consideration was withdrawn. There were no objections.

XIX. Establish a Schedule for Regular Meetings of the Board of Trustees

Chairman Grissom reported the board would meet monthly, and requested the Boards Liaison to poll trustees for their preferences on regular meeting dates and times.

XX. Appoint a Member of the Board of Trustees to the University Medical Center, Inc. Board of Directors

Chairman Grissom appointed Dr. Wright as a member of the University Medical Center, Inc. Board of Directors. Mr. Cromer made a motion, which Ms. Medley seconded, to approve the appointment.

The motion passed.

XXI. Ratify Ground Lease for Pediatric Medical Office Building

Dr. Postel briefed the board on the ratification of the ground lease for the Pediatric Medical Office building, noting it was already fully leased. In the process of developing a construction loan, leadership became aware for the need for this granting of the ground lease from the Commonwealth of Kentucky to PMOB, LLC., a subsidiary of the UofL Real Estate Foundation, Inc. (ULREF). The University and the ULREF would have no financial obligation, and PMOB would construct and operate the building. After 65 years, the land reverts to the University.

Dr. Wright made a motion, which Mr. Cromer seconded, to approve the

Board Chair's recommendation that the Board of Trustees approve and ratify a ground lease by the University to PMOB, Inc., a corporation created by the University of Louisville Physicians, Inc. and the University of Louisville Real Estate Foundation, Inc. The ground lease leases to PMOB for 65 years a parcel of real property located at 401 East Chestnut Street, Louisville, Kentucky, on which PMOB, Inc. will construct a pediatric medical office building, on the terms set forth in the Ground Lease attached hereto as Exhibit A. The Acting President and the Interim Executive Vice President and Provost are granted signature authority to execute any documents required in connection with this transaction on behalf of the Commonwealth of Kentucky, for the use and benefit of the University of Louisville, and any signatures previously affixed by them to such documents are hereby ratified and approved.

The motion passed.

XXII. Executive Session

Mr. Armstrong made a motion, which Dr. Wright seconded, to go into Executive Session at 10:36 a.m. to discuss personnel matters pursuant to KRS 61.810(1)(f).

The motion passed.

Ms. Black rejoined the meeting at 10:59 a.m.

XXIII. Open Meeting Reconvenes

The open meeting reconvened at 11:52 a.m. Chairman Grissom reported the board discussed personnel matters.

Personnel Recommendations

Mr. Armstrong made a motion, which Prof. Trucios-Haynes seconded, to approve the following personnel recommendations:

Administration

James Begany, MS, Marshall University; Vice Provost for Strategic Enrollment Management and Student Success, effective October 1, 2016. Appointment as Vice Provost for Strategic Enrollment Management and Student Success is at the pleasure of the Board of Trustees.

T. Gerard Bradley, DrMedDent, Professor (Tenured); Dean of the School of Dentistry, effective August 1, 2016. Appointment as Dean of the School of Dentistry is at the pleasure of the Board of Trustees.

Jeanell Hughes, MPA, Assistant Vice President for Finance and Operations and Interim Executive Director of Human Resources; change of appointment to Associate Vice President for Human Resources/Chief Human Resource Officer, effective January 1, 2017. Appointment as Associate Vice President is at the pleasure of the Board of Trustees.

David Jenkins, PhD, Professor (Tenured); Dean of the Kent School of Social Work, effective August 1, 2016. Appointment as Dean of the Kent School of Social Work is at the pleasure of the Board of Trustees.

Todd Mooradian, PhD, University of Massachusetts; Professor (Tenured) of Marketing and Dean of the College of Business, March 1, 2017. Appointment as the Dean of the College of Business is at the pleasure of the Board of Trustees.

Shannon Rickett, JD, Baylor University; Interim Assistant Vice President for Government Relations; change of appointment to Assistant Vice President for Government Relations, effective January 3, 2017. Appointment as Assistant Vice President is at the pleasure of the Board of Trustees.

James Sears, MS, Worcester Polytechnic Institute; Associate Vice President for Facilities Management, effective April 18, 2016. Appointment as Associate Vice President for Facilities Management is at the pleasure of the Board of Trustees.

Trisha Smith, MA, University of Louisville, Director of Administrative Affairs in the Office of the President; change of appointment to Chief of Staff in the Office of the President, effective January 11, 2017. Appointment as Chief of Staff is at the pleasure of the Board of Trustees.

Rebecca Stahl, JD, Associate University Counsel; change of classification from Professional and Administrative staff to Board-appointed Administrator, effective January 23, 2017.

Mark Watkins, BS, Iowa State University; Associate Vice President for Business Services, effective May 1, 2016. Appointment as Associate Vice President for Business Services is at the pleasure of the Board of Trustees.

Health Sciences Center

V. Faye Jones, PhD, Professor (Tenured) and Assistant Vice President for Health Affairs/Diversity Initiatives; promotion of additional appointment to Associate Vice President for Health Affairs/Diversity Initiatives effective November 20, 2016. Appointment as Associate Vice President is at the pleasure of the Board of Trustees.

Nancy Tierney, MS, University of Cincinnati, Interim Associate Vice President for Health Affairs/Facilities Planning and Management; change of appointment to Associate Vice President for Health Affairs/Facilities Planning and Management, effective November 1, 2017. Appointment as Associate Vice President is at the pleasure of the Board of Trustees.

The motion passed.

Appointment of Interim President

Mr. Cromer made a motion, which Dr. Wright seconded, to approve the following recommendation:

that the Board of Trustees appoint Dr. Gregory C. Postel as Interim President effective January 30, 2017, and that the Chairman of the Board be delegated the authority to negotiate the terms of the appointment with Dr. Postel, with a proposed agreement to be presented to the Board for consideration at its February meeting.

The motion passed.



It's Happening Here.

December 15, 2016

Office of the Executive Vice President
and University Provost

Todd A. Mooradian, Ph.D.
110 Indian Springs Road
Williamsburg, VA 23185

Dear Todd:

This letter is the University of Louisville's offer of the position of Dean of the College of Business (COB) and Professor of Management (with tenure). If you accept this offer, I will recommend formal approval of your appointment to the faculty of the College of Business, the President and the Board of Trustees. Subject to their approval, the effective date of your faculty appointment will be March 1, 2017. The administrator appointment as Dean of the College of Business is at the pleasure of the Board of Trustees and will be effective upon their formal action.

Your annual salary as Dean will be \$477,000 (\$368,000 academic base plus an administrative supplement of \$109,000). Annual salary increases will be provided per University policy, prorated between academic base and administrative supplement. Annually, you will develop a performance plan for approval by the university provost. Based on your accomplishments in achieving the goals of successive plans, you will be eligible for a larger increase upon completion of your first five-year decanal review and after each succeeding five-year review, depending on the evaluation of your performance. Following your tenure as dean, if you continue your service at the University as a faculty member, you will receive a one-year administrative leave with full pay (i.e., academic base plus administrative supplement) and benefits, provided your service as dean has been for at least five years (The Redbook Sec. 3.2.4) and you have agreed to return to full-time responsibilities as a professor for a period of at least one year following the conclusion of your leave and put forward a proposed plan for doing so that is acceptable to the Provost. Upon your return to the faculty, you will hold a B-10 appointment with a salary equal to your then-current academic base pay, with corresponding benefits for a faculty appointment.

You will be responsible for the fiscal and budgetary functions of the COB. Under this budget you will operate, at your reasonable discretion, an entertainment budget to be used to cultivate relationships beneficial to the COB. Items covered by this budget may include, but are not limited to, reasonable business expenditures for club memberships (so long as the entity does not engage in a practice of discrimination that would violate the University's policies on nondiscrimination), meals and travel where the purpose of such expenditures is for university development or advancement.

Terms of your appointment are subject to the general policies of the University, including Board of Trustees policies, The Redbook, and unit bylaws, as they may be amended from time to time. In addition, you are entitled to the standard benefits package for employees. As an administrator, you will be entitled to 22 days per year of annual leave, with unused days carried over up to a maximum accrual of 44 days, upon the approval of the Provost, with whom you will coordinate your absences from campus. In addition, as an individual transferring from another university, the University will begin making its standard retirement contribution on your behalf immediately upon the commencement of your employment. (The one year waiting period for University contributions will be waived.)

Kentucky State law requires a state and national criminal history background check as a condition of employment, which can be initiated when this letter is returned.

Todd A. Mooradian, Ph.D.

Page 2

December 15, 2016

The University also agrees to fund expenses of up to \$25,000 to move your household from Virginia to Louisville. If the actual cost to move is over this amount, we can negotiate additional coverage of the cost by the university. Specific arrangements on your move (or moves) should be coordinated through Karen Howe, Executive Assistant.

After your acceptance of this offer, the Office of the Provost will reimburse you for expenses associated with up to a three-day visit to Louisville by you and your family to explore housing and living options.

For a successful start of your leadership as dean of the COB, the University will provide the following support:

1. The university supports your vision of standard tuition-sharing plans (unit "tax" levies and incentives) to promote the development of new initiatives and degree programs with demonstrable strategic purpose and clear market advantages. Because the university is now restructuring its budget and tuition revenue plan, all new tuition-sharing arrangements are on hold until the university can determine how to standardize the terms of such plans across the units. The president and I assure you that we will work with you to provide a funding structure favorable to the College for your new projects, given the prior agreement of the Office of the Provost.
2. In the first two years of your tenure, the Office of the Provost will return to the College the allocable portion of VSIP lines captured from the College during the VSIP process to support the growth of its enrollment and its goals for excellence. Half of this total funding will be available in AY 2017-18 (with searches commencing in AY 2016-17). The remaining half will be available in AY 2018-19, contingent upon approval by the provost of an enrollment growth plan for the COB. Upon presentation of a specific plan for strategic deployment of additional lines, the Office of the Provost will assign funding now held for two (2) more additional lines in each of the second and third years of your tenure. These additional lines may include lines vacated by retirements, terminations or departure of current faculty, depending on the budget circumstances of the university at the time.
3. The Frazier Gift, currently in the Office of the President, will be assigned to the College of Business to support new programs and initiatives to drive excellence in education, research and scholarship. When the spending plan for the Gift permits, you will have access to half of this gift. The plan that you develop for the use of this gift must receive the provost's approval prior to implementation. The balance of the gift will be held in reserve by the provost to support a portion of your salary. You will be expected to work with the Vice President for University Advancement to leverage the excitement and energy around your hire in the business community to raise \$4 to 5M to create a permanent endowment to support the position of the Dean of the COB. Upon achieving this objective, the balance of the Frazier gift will be released to the COB to be used to advance the college. My expectation is that the position of dean will be permanently endowed within two years.
4. The Office of the Provost and the Delphi Center for Teaching and Learning commit to work with you and the COB to support the online learning environment and requirements of the COB program, including innovative programs, platforms and delivery methods. We will establish specific goals for launching innovative programs in new modalities and/or in blended modalities.

Todd A. Mooradian, Ph.D.

Page 3

December 15, 2016

during the first three years of your tenure. Based upon criteria agreed upon by the Dean of the College of Business in consultation with the Office of the Provost and the Delphi Center for Teaching and Learning, the Delphi Center and the Office of the Provost will agree to the COB's use of vendors, platforms and services and will work collaboratively with COB to provision the new programs optimally. In sourcing services and support activities for online and blended programs, preference will always be given to sourcing the services and support from the Delphi Center for Teaching and Learning when those services are adequate and appropriate for the strategic directions of the offerings.

The Office of the Provost and the Delphi Center for Teaching and Learning agree to work with the COB to create capacity in the COB to conceive, develop, launch and support innovative programs delivered via online, other modalities, and in blended modalities. If the Delphi Center is unable to provide the necessary support to create this capacity, resulting in the need to hire personnel and develop technical capabilities and assets, then the College of Business will be responsible for hiring the necessary personnel and developing technical capabilities and assets. Personnel developing and delivering programs in new modalities and in blended modalities will report to the Dean of the College of Business, who will consult with the Executive Director of the Delphi Center on the evaluation and performance of such personnel. The provisions identified in this paragraph address the development of discrete new programs; COB will work with the Delphi Center for Teaching and Learning in developing courses and content within courses not related to new discrete programs. The COB does not plan to source services or resources for individual courses and/or content within courses from outside vendors.

5. The Office of the Provost and the vice president for university advancement agree to work closely with you and COB to establish an effective, stable environment for COB's growth and achievement of its strategic mission and goals within the university. In the first two years of your tenure, you will assign the currently-vacant line of the COB associate dean for development to a new development officer affiliated within your office but jointly reporting to the vice president; if additional funding is necessary to attract and retain an effective advancement officer, the Office of the Provost or the vice president for university advancement shall provide salary assistance; after the initial two years, COB will be expected to take over the salary and other support for its development efforts.
6. The Office of the Provost and the Delphi Center for Teaching and Learning agree that the COB will develop non-degree executive education programs in collaboration with the Delphi Center and will forge new and mutually beneficial revenue sharing models to insure that programs: (a) are of a quality and value that drives revenues and reputational benefits to the University and the College; (b) achieve increasing market share in the Louisville market, the region, the Commonwealth of Kentucky, and beyond; and (c) serve important constituents in ways that fulfill the University's and the College's mission and that forge strong, sustainable, and sustaining relationships with those organizations.

The approved job description for the dean of the COB is enclosed herein. It is our aspiration to raise the College of Business to be among the Top 50 (USN&WR) in the country. Our expectation is that we will achieve this goal under your leadership. I look forward to working with you to develop an aggressive strategy for excellence in education, research and service that will get us to this goal.

Todd A. Mooradian, Ph.D.

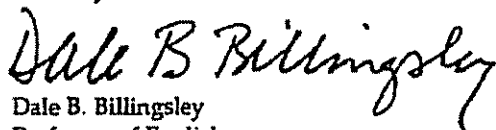
Page 4

December 15, 2016

This letter constitutes the complete terms of your appointment as Dean. If you accept the terms outlined above, please sign on the signature line at the end of this letter and return a signed copy to me. Please respond by December 16, 2016.

I look forward to working with you and feel confident that you will be a strong and effective member of the administrative team.

Sincerely,



Dale B. Billingsley

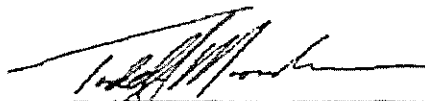
Professor of English

Vice Provost for Undergraduate Affairs

Acting Executive Vice President and University Provost

Enc.

Agreed to and accepted:



Todd A. Mooradian

December 15, 2016

Date

UNIVERSITY OF LOUISVILLE
PERSONNEL RECOMMENDATION
BOARD OF TRUSTEES

Employee ID #: 3002186
Job Opening #: 33644
JDC#: _____

Recommendation:

☒ New Appointment ☐ Additional Appointment ☐ Tenure ☐ Tenure/Promotion
☐ Reappointment ☐ Retirement/Resignation/Expiration ☐ Promotion ☐ Leave
☐ Change of Appointment ☐ Endowed Chair/Scholar Review ☐ VA Appointment

Other Action/Remarks:

Todd A Moordian PhD University of Massachusetts
Name Highest Degree Institution Degree Earned

Present Rank and Position at UofL

Recommended Rank and Position at UofL Professor with Tenure of Marketing and Dean of the College of Business

Date of Recommended Action:

March 1, 2017

Start

End

Criminal Background Check (CBC) Email Approval from HR:Not Needed (indicate why not needed):

Salary: Base Salary 368,000
PCN# _____

PCN# 00000500
PCN# _____

Appointment (Faculty Only): ☐ 10 mo ☐ 11 mo ☒ 12 mo
Pay Over: ☐ 10 mo ☐ 11 mo ☒ 12 mo

Indicate source of salary:

Amount

368,000

109,000

Program Number

base salary

admin supplement

PROVOST APPROVAL DATE 1/25/17

If any individual has a joint appointment with another unit, endorsement of the appropriate dean should be given below:

Dean's Signature

Date

Department Chair (if required) Date

Vice President Date

Dean Date

University Provost

Date

TE *Alle B Billingsley*
25 Jan 2017



December 12, 2016

Shannon Rickett
110 D Street, SE #309
Washington, DC 20003

Dear Shannon,

I am delighted to offer you the position of Interim Assistant Vice President for Government Relations in the Office of the Vice President for Strategy and General Counsel at the University of Louisville. Your compensation package is composed of the following:

<i>Offer Component</i>	<i>Offer Amount</i>	<i>Frequency</i>
Annual Salary	\$140,000.00	Annual

This is a professional and administrative position exempt from the overtime provisions of the Fair Labor Standards Act. The title includes the word "Interim" because of a legal settlement to which the University is subject that currently restricts the Board of Trustees from giving final approval to "administrator" appointments. As soon as the Board is in a position to approve your position formally, we will take your appointment to the Board for approval as Assistant Vice President for Government Relations.

As a full time employee you are eligible for the University's benefits program. The University of Louisville has an exceptional benefits package. To learn more about our benefits please visit: <http://louisville.edu/hr/benefits>. As part of your benefits, the University agrees to reimburse you for the expenses attributable to moving your residence to the Louisville, Kentucky area in an amount which does not exceed \$10,000. As part of your University benefits, the University will also pay your annual Kentucky bar dues.

This offer of employment is contingent upon your successful completion of a pre-employment state and national background check and an education check. Once you have accepted this offer, you will receive an email from applicationstation@truescreen.com with the subject line "Background Investigation Forms Requested" containing instructions to go online and complete the consent form for your criminal and education background check. Please check your spam folder for this email. If you have not received this email within a few days, please notify me or Christina Howard at (502) 852-5256.

We are very excited about the prospect of your joining us at the University of Louisville. As verification that you accept this offer, please sign a copy of this offer letter and the document entitled Current Policies Pertaining to Your Employment and send them to my attention at leslie.strohm@louisville.edu at your earliest convenience.

If you have any additional questions, please feel free to contact me at 502-852-5777.

Sincerely,



Leslie Chambers Strohm
Vice President for Strategy and General Counsel

My signature indicates acceptance of this offer as described in this letter, dated December 12, 2016.

Shannon Rickett
Print name

Shannon Rickett
Signature

12/13/16
Date

Current Policies Pertaining to My Employment

- I understand this appointment is contingent upon completing all documentation required for employment.
- I understand my employment status is conditional until my criminal background check is cleared. A record of conviction will not necessarily bar an applicant from employment; however, a conviction finding will be considered in light of the position requirements.
- I understand all newly hired employees serve a six-month provisional period.
- I understand the employee or the university may choose to end the employment relationship at any time and for any reason other than a discriminatory reason, with or without notice.
- I understand future salary adjustments are discretionary, are predicated on job performance, and will be awarded in accordance with guidelines established by the University of Louisville's Board of Trustees.
- I understand eligibility to work in the United States will be verified upon employment. I understand it is my responsibility to obtain and/or maintain eligibility to work at my expense and that loss of eligibility to work at any future date will automatically invalidate my employment contract and may result in separation from employment without recourse or appeal.
- I understand all new employees must complete Section I and II of Employment Authorization, Form I-9, within three work days of the start date.
- I understand Kentucky law provides that "willfully providing false or misleading information or failing to disclose relevant information shall be grounds for rejection of an application or later disciplinary action or criminal prosecution. Dismissal from employment shall be mandatory in any case in which a false or misleading representation is made in order to meet position qualifications." I understand the University of Louisville is required to verify credentials and other qualifications relevant to employment. By accepting this employment offer, I authorize the release to UL of any documentation or information within possession of a third party, such as an educational institution or licensure board, which may serve to verify any representations made by me in conjunction with my application for this position.

My signature indicates I have read and understand the aforementioned policies related to my employment.

Shannon Rickett
Print name

Shannon Rickett
Signature

12/13/16
Date

**UNIVERSITY OF LOUISVILLE
PERSONNEL RECOMMENDATION
BOARD OF TRUSTEES**

P-103
(Revised 2/16)

Employee ID #: 1024776
Job Opening #: 33554
JDC#: _____

Recommendation:

<input checked="" type="checkbox"/> New Appointment	____ Additional Appointment	____ Tenure	____ Tenure/Promotion
____ Reappointment	____ Retirement/Resignation/Expiration	____ Promotion	____ Leave
____ Change of Appointment	____ Endowed Chair/Scholar Review	____ VA Appointment	

Other Action/Remarks: _____

<u>Shannon Rickett</u>	<u>JD</u>	<u>Baylor University of Law</u>
Name	Highest Degree	Institution Degree Earned

Present Rank and Position at UofL _____

Recommended Rank and Position at UofL Assistant Vice President for Government Relations

Date of Recommended Action: 01/03/2017 _____
Start End

Criminal Background Check (CBC) Email Approval from HR: Yes
Not Needed (indicate why not needed): _____

Salary: Base Salary \$140,000 PCN# 90005848 Appointment (Faculty Only): ☐ 10 mo ☐ 11 mo ☐ 12 mo
PCN# _____ Pay Over: ☐ 10 mo ☐ 11 mo ☐ 12 mo

Indicate source of salary:

<u>Amount</u>	<u>Program Number</u>
_____	_____
_____	_____
_____	_____

PROVOST APPROVAL DATE 1/25/17

If any individual has a joint appointment with another unit, endorsement of the appropriate dean should be given below:

_____ Dean's Signature	_____ Date
---------------------------	---------------

Department Chair (if required) _____ Date _____

Dean _____ Date _____

Ed. Chambers Stahl 1/3/16
Vice President Date

TE. Dale B. Billingsley
University Provost Date
1-25-2017

Handwritten signature

EMPLOYMENT AGREEMENT

This Employment Agreement is made and entered into as of the 1st day of January, 2015, between the University of Louisville, a body corporate and an agency of the Commonwealth of Kentucky (hereinafter referred to as the "University" or the "Employer") and Harlan Sands of Birmingham, Alabama ("Sands").

RECITALS

WHEREAS, the University, desires to obtain the services of Sands as Senior Vice President for Finance and Administration and Chief Operating Officer of the University.

WHEREAS, Sands is willing and able to provide the desired services to the University as its Senior Vice President for Finance and Administration and Chief Operating Officer.

WHEREAS, the parties hereto desire to establish the terms and conditions of the employment relationship as hereinafter set forth in this Agreement.

NOW, THEREFORE, in consideration of the mutual promises herein, the University and Sands, intending to be legally bound, agree as follows:

1. Employment Terms and Duties

1.1 Employment. Effective January 1, 2015 (the "Date of Hire"), the University hereby employs Sands as its Senior Vice President for Finance and Administration and Chief Operating Officer, and Sands hereby accepts such employment, all on the terms and conditions set forth in this Agreement.

1.2 Duties. As the University's Senior Vice President for Finance and Administration and Chief Operating Officer, Sands will perform the duties, carry out the responsibilities, and exercise such authority as more particularly described in Exhibit A attached hereto, and perform such other duties as may be determined by the President of the University.

1.3 **Term.** Subject to the provisions of Section 11 of this Agreement, the initial term of Sands' employment shall be for a term of five (5) years ending on the fifth anniversary of his Date of Hire (the "**Term**").

2. **Compensation.**

2.1 **Base Salary.** The University will pay Sands a base salary ("**Base Salary**") at the annual rate of \$350,000, subject to adjustment as provided below, payable in equal periodic installments subject to customary withholdings and according to the University's payroll practices, but no less frequently than monthly.

2.2 **Base Salary Merit Increase.** Effective on July 1 of each fiscal year of the University during the Term of Sands' employment, Sands shall be eligible to receive a merit increase to his Base Salary based upon his performance during the prior fiscal year (or portion thereof, in the case of the fiscal year of his initial employment) based upon the evaluation of his performance by the university's President directly relating to the completion of goals established by agreement between the President and Sands at the beginning of each fiscal year. With respect to the remainder of the fiscal year during which Sands' employment commences, such goals shall be established not later than 90 days after Sands' Date of Hire. Based upon the President's evaluation of his performance, Sands will be eligible for an annual bonus, effective July 1 of the new fiscal year, of up to 20% of his prior year's Base Salary (or his starting Base Salary in the case of July 1, 2015).

2.3 **Standard Fringe Benefits.** Sands shall be entitled to participate in all of the other fringe benefits provided by the University to its employees generally and not expressly provided for, limited, or expanded by the terms of this Agreement.

3. Family Health Insurance Coverage.

The University agrees during the Employment Period to pay for full coverage of Sands and his family under the University's health plan. To the extent that Sands procures health coverage or services not provided by the University's plan, such additional coverage or services shall be at Sands' expense.

4. Supplemental Education Benefit for Spouse and Children.

The University agrees to reimburse Sands for the cost of tuition, room (while residing on campus) and meal plan for his children attending the University in pursuit of a first undergraduate degree while under the age of 26.

5. Car Allowance.

During the Term of Sands' employment the University agrees to pay Sands an automobile allowance not to exceed \$1,000.00 per calendar month, which shall be payable out of departmentally budgeted funds for Finance and Administration.

6. Spousal Travel Expenses.

During the Term of Sands' employment the University agrees to reimburse Sands for the expenses for attendance of Sands' spouse at appropriate national meetings attended by Sands as part of his duties to the University where the attendance of spouses is expected or customary, which shall be payable out of departmentally budgeted funds for Finance and Administration.

7. Leave of Absence; Vacations, Holidays; Etc.

During the Term of Sands' employment he will be entitled to paid vacation and paid holidays and sick days as set forth in the University's employment policies.

8. Moving Expenses.

The University agrees to reimburse Sands for the expenses attributable to moving the residence of himself and his family to the Louisville, Kentucky area up to an amount which does not exceed on month's portion of his Base Salary.

9. Athletic Event Attendance.

During the Term of Sands' employment the University agrees to reimburse Sands for the purchase of up to 4 premium seats at University athletic events and the attendance of his spouse at post season tournaments and official away games as members of the official University delegation, which shall be payable out of departmentally budgeted funds for Finance and Administration. The expenses of the attendance of Sands' children shall be at Sands' personal expense.

10. Club Membership.

During the Term of Sands' employment the University agrees to reimburse Sands for the membership fees for the University Club and the University of Louisville Golf Club, which shall be payable out of departmentally budgeted funds for Finance and Administration.

11. Termination.

11.1 Events of Termination. This Agreement will terminate, except as otherwise provided in this Section 11:

- (a) upon Sands' death;
- (b) upon Sands' permanent disability (as defined in Section 11.2 below), immediately upon notice from either party to the other;
- (c) for cause (as defined in Section 11.3 below), immediately upon notice from the University to Sands, or at such later time as such notice may specify;

- (d) for good reason (as defined in Section 11.4); or
- (e) upon Sands resignation from the University.

11.2 Definition of Permanent Disability. For purposes of this Agreement, Sands will be deemed to have a "permanent disability" if, for physical or mental reasons, Sands is unable to perform his duties under this Agreement for 120 consecutive days, or 180 days during any twelve month period, as determined by a medical doctor selected by the University.

11.3 Definition of "For Cause". For purposes of Section 11.1, the phrase "for cause" means: Sands' (a) material breach of this Agreement; (b) failure to adhere to any written University policy if he has been given a reasonable opportunity to comply with such policy or cure his failure to comply; (c) the misappropriation (or attempted misappropriation) of any of the University's funds or property; (d) the conviction of, the indictment for (or its procedural equivalent), or the entering of a guilty plea or plea of no contest with respect to, a felony, the equivalent thereof, or any other crime with respect to which imprisonment is a possible punishment; (e) resignation from his position as Senior Vice President for Finance and Administration and Chief Operating Officer of the University, acceptance of a position with another institution of higher learning, or his acceptance of any other position incompatible with his position as Senior Vice President for Finance and Administration and Chief Operating Officer of the University.

11.4 Definition of "For Good Reason". For purposes of Section 11.1, the phrase "for good reason" means : (a) The University's material breach of this Agreement if it has failed to cure such breach after notice from Sands and a reasonable period and opportunity of not less than 90 days to do so; or (b) the termination of Sands employment during the Term by the

University without cause within 2 years after the departure of Dr. James R. Ramsey as President of the University.

11.5 Termination Pay. Effective upon the termination of this Agreement, the University will be obligated to pay Sands (or, in the event of his death, his designated beneficiary as defined below) only such compensation as is provided in this Section 11.5 and in lieu of all other amounts and in settlement and complete release of all claims Sands may have against the University. For purposes of this Section 11.5, Sands' designated beneficiary will be such individual beneficiary or trust, located at such address, as he may designate by notice to the University from time to time or, if Sands fails to give notice to the University of such a beneficiary, Sands' estate.

(a) **Termination for Good Reason.** If Sands employment is terminated during the Term for good reason, the University will pay Sands his Base Salary for the remainder of the Term to the same extent as if his employment had not otherwise terminated. In the event of such termination, Sands shall provide consulting services to the University for the balance of the Term. Sands shall not be entitled to any other benefits under this Agreement beyond the effective date of such termination.

(b) **Termination by the University for Cause.** If the University terminates this Agreement for cause, Sands will be entitled to receive his Base Salary only through the date such termination is effective. Sands shall not be entitled to any other benefits under this Agreement beyond the effective date of such termination.

(c) **Termination upon Death or Permanent Disability.** If Sands employment during the Term is terminated as a result of Sands' death or permanent disability, as defined and determined under Section 11.2 of this Agreement, the University will pay Sands his

Base Salary through the remainder of the calendar month during which such termination is effective and (in the case of disability) for the period until disability insurance benefits commence under the disability insurance coverage furnished by the University to Sands. Sands shall not be entitled to any other benefits under this Agreement beyond the effective date of such termination.

(d) Termination by the University other than For Cause; Termination for Good Reason. If Sands employment is terminated during the Term for any reason other than death, disability, or by the University for cause, Sands will be entitled to receive his Base Salary through the date such termination is effective and for an additional period of 12 months. Sands shall not be entitled to any other benefits under this Agreement beyond the effective date of such termination.

12. Transition Assistance. The University will provide such assistance as it deems appropriate and within its capability to Sands' spouse to enable a successful transition of her professional employment to the Louisville, Kentucky area.

13. Confidentiality. Sands agrees to safeguard and keep confidential all information belonging to the University and will use his best efforts to prevent any unauthorized use thereof, including personal or business use and unauthorized copying. Sands further agrees that during the Term and at any time thereafter, he will not use confidential information of the University for any purpose other than the benefit of the University and shall not disclose to others such confidential information. For purposes of this Section 13, all information concerning the University which is not otherwise publicly available or made public through no fault of Sands shall be deemed confidential.

14. **Entire Agreement; Amendments.** This Agreement contains the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior agreements and understandings, oral or written, between the parties hereto with respect to the subject matter hereof. This Agreement may not be amended orally, but only by an agreement in writing signed by the parties hereto.

15. **Governing Law.** This Agreement will be governed by the laws of the Commonwealth of Kentucky.

16. **Section Headings, Construction.** The headings of Sections in this Agreement are provided for convenience only and will not affect its construction or interpretation.

17. **Counterparts.** If any provision of this Agreement is held invalid or unenforceable by any court of competent jurisdiction, the other provisions of this Agreement will remain in full force and effect. Any provision of this Agreement held invalid or unenforceable only in part or degree will remain in full force and effect to the extent not held invalid or unenforceable.

18. **Compliance.** The parties acknowledge that this Agreement is subject to the laws of the Commonwealth of Kentucky and the provisions of Internal Revenue Code Section 4958, and its regulations, as may be amended from time to time, and that the University shall have no duty to perform any provision of this Agreement which in the opinion of legal counsel violates any such laws or regulations.

[remainder of page intentionally left blank, signature page follows]

IN WITNESS WHEREOF, the parties have executed several originals of this Agreement dated as of the date first set forth in the preamble, but actually on the dates set forth below.

UNIVERSITY OF LOUISVILLE

Harlan Sands
Harlan Sands

Date: 9-26-14

By: James R. Ramsey
Dr. James R. Ramsey,

Date: 9-30-2014

EXHIBIT A

Senior Vice President for Finance and Administration / Chief Operating Officer Position Description

The Senior Vice President for Finance and Administration / Chief Operating Officer (SVP/COO) reports to the Executive Vice President & University Provost on matters of day-to-day operations related to finance, business affairs, human resources, information technology, internal audit & institutional compliance, student affairs and other campus operations. Additionally, the SVP/COO reports to the Office of the President on policy, long term planning, and strategic budgeting.

Functional Areas of Responsibility

- Monitoring and accounting for the revenues and expenses required in the normal operation of the University, its subsidiaries, and its auxiliaries
- Performing treasury operations including cash management, accounts payable and disbursements for the University and its affiliated corporations and issuance of bonds
- Reporting costs and revenue, and preparing periodic and end of year financial statements
- Preparing and overseeing the annual operating and biennial budget request for the University and its subsidiaries; overseeing the budgeting process to insure the budget supports the University's strategic plan
- Auditing the financial operation of the organization and reporting irregularities to the President
- Ensuring the University has appropriate and effective internal controls, and that they are operating properly
- Supervising the Office of Internal Audit and Compliance
- Maintaining and improving the Physical Plant for the University; monitoring and controlling utility expenses
- Managing the investments of the University and its subsidiaries, including retirement of long and short term debt obligations
- Managing, monitoring, and controlling the acquisition and disposition of moveable inventory (including all purchasing functions)
- Ensuring university personnel comply with university policies
- Managing the services necessary to maintain efficient and effective operations for a 24-7 university and to meet the demands of its students, faculty, and staff
- Coordinating and managing personnel and policy necessary to insure the security of the physical plant, inventory, employees, and students
- Administering all capital construction contracts and projects, purchasing, inventories, sales of surplus properties, and bidding procedures
- Supervising the University's policies on risk and insurance management
- Serving as liaison with state agencies regarding auditing, purchasing, accounting, and other related matters

- Insuring the operation of the financial and administrative units fulfill the mission of the University

Job Requirements

- Minimum: MBA/MPA or equivalent.
- Preferred: Ph. D. in academic discipline with faculty experience.
- Relevant academic / not-for-profit / or other experience.

Direct Reports

- Vice President for Human Resources
- Vice President for Information Technology
- Vice President for Student Affairs
- Associate Vice President for Audit Services & Institutional Compliance
- Associate Vice President for Finance and Administration
- Associate Vice President for Subsidiaries, Auxiliaries, and Related Entities
- Senior Associate Vice President for Business Affairs

UNIVERSITY OF LOUISVILLE
PERSONNEL RECOMMENDATION
BOARD OF TRUSTEES

3.2.9 fn05b

Employee ID #: 5000011
Job Opening #: _____

Recommendation:

☒ New Appointment ☐ Additional Appointment ☐ Tenure ☐ Tenure/Promotion
☐ Reappointment ☐ Retirement/Resignation/Termination ☐ Promotion ☐ Leave
☐ Change of Appointment

Other Action/Remarks: _____

Harlan M. Sands
Name

Juris Doctor
Highest Degree

George Mason University
Institution Degree Earned

Present Rank and Position at UofL _____

Recommended Rank and Position at UofL Senior Vice President for Finance & Administration and Chief Operating Officer

Date of Recommended Action:

01/01/2015

Start

End

Criminal Background Check (CBC)

Not Needed (indicate why not needed)
CBC Sequence # and Completion Date

Salary: Base Salary \$350,000
VA Appointment _____

PCN# 90017645

Appointment (Faculty Only): ☐ 10 mo ☐ 11 mo ☐ 12 mo
Pay Over: ☐ 10 mo ☐ 11 mo ☐ 12 mo

Indicate source of salary:

Amount

\$350,000

Account Number

02062

BOARD APPROVAL DATE 11-13-14

[Signature]

If any individual has a joint appointment with another unit, endorsement of the appropriate dean should be given below:

Dean's Signature

Date

Checklist for Attachments:

☒ Copy of Criminal Background Check Form
☐ Biographical data sheet (P-102 form)
☒ Official transcript
☐ Offer Letter with Tenure Status

Certification of Qualifications:

☐ Academically qualified
☐ Proficient in oral communication
☐ Native language is English
☐ IF NOT proficient in spoken and written English attach justification

Department Chair (if required) Date

Dean Date

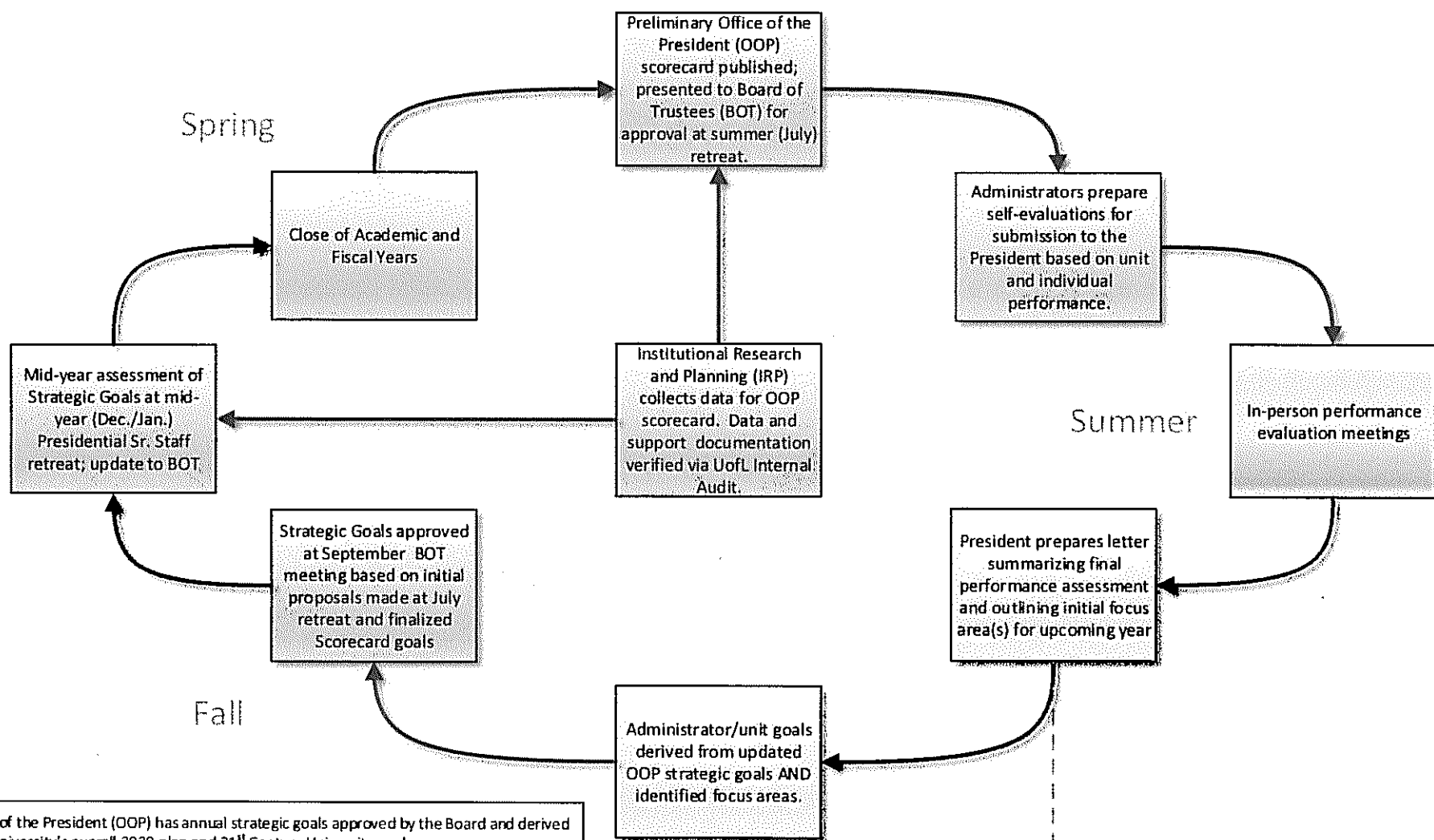
Vice President

Date

[Signature]
University Provost

10/20/14
Date

University of Louisville Annual Evaluation Cycle, University President and Senior Staff



The Office of the President (OOP) has annual strategic goals approved by the Board and derived from the University's overall 2020 plan and 21st Century University goals.

Each administrative unit is responsible for both unit-specific goals derived from the OOP Strategic Goals, and any additional annual goals developed by the unit in coordination and consultation with President. The UofL Athletic Association (ULAA) completes an annual review of the Athletic Director, which also factors into the President's review.

Some university administrators have a 5-year Board of Trustees review cycle in addition to the annual reviews conducted by the President.

Administrative contracts have fixed expirations and must be renewed (i.e., do not automatically renew in the absence of Board action).

President reviews areas from response; prepares follow-up letter/holds in-person meeting(s), as needed

If needed: Administrator prepares response to President's evaluation

Board Action

Presidential Input

Administrator Input

Data

University of Louisville Administrators Evaluation Roster FY 2014-2015

Office of the President	Title	Job Description	Time in Office	Frequency & Type of Evaluation	Last written evaluation (date)
James R. Ramsey	University President	<p>The President's functions are as follows:</p> <p>A. To be the chief administrative and educational officer of the University and to perform such other duties and have such other powers as may from time to time be prescribed by the Board of Trustees.</p> <p>B. To make overall policy for all aspects of the academic and other functions of the University, coordinating with whatever individuals, groups, or organizations may be required.</p> <p>C. To recommend major policies and other major actions to the Board of Trustees for its final action and to be the official medium of communication between the Board of Trustees and the various segments of the University and their official bodies.</p> <p>D. To make final decisions for which the office has received delegated responsibility over a wide range of activities from the Board of Trustees; such actions are ordinarily taken after consultation with various concerned individuals, groups, or organizations.</p> <p>E. To enforce the rules and regulations of the University.</p> <p>See Article 2.1 (Section 2.1.2) of the Redbook: http://louisville.edu/provost/redbook/chap2.html#ART2.1</p>	<p>President, University of Louisville, November 2002 – present</p> <p>Acting President, University of Louisville, September 2002 - November 2002</p>	<p>Annual review by the Board of Trustees (BOT)</p> <p>Per Redbook Sec. 2.1.3 Review of Service - The performance of the President will be reviewed annually by the Board of Trustees</p>	<p>7/17/2015, Performance report given to Board of Trustees.</p> <p>President met 20 of 23 goals.</p> <p>Board recommended bonus to Foundation in recognition of "stellar performance."</p> <p>Further recommended 3% merit increase in annual university salary and "expressed deep appreciation for his commitment to the University and the leadership he [President Ramsey] provides..."</p>

3.2.9 fn07

University of Louisville Administrators Evaluation Roster

<p>Neville Pinto <i>Beginning May 2015</i></p> <hr/> <p><i>Formerly</i> Shirley Willhnganz <i>until May 2015</i></p>	<p>Executive Vice President and University Provost</p>	<p>The executive vice president and university provost manages both the day-to-day and long-term operation of the university. This office provides leadership for the academic and business sides of the university. The executive vice president and university provost not only is responsible for setting the university's course, through collaboration with faculty, staff and students, but also is charged with assuring that it stays on course. The executive vice president and university provost is an advisor to the university president and acts as president during presidential absences.</p> <p>See Article 2.2 (Section 2.2.3) of the Redbook: http://louisville.edu/provost/redbook/chap2.html#ART2.2</p>	<p>Interim Executive Vice President and University Provost, University of Louisville, May 2015 - present</p> <p>Dean, Speed School of Engineering, University of Louisville, 2011-2015</p>	<p>Review after five years of service by President and Board of Trustees</p> <p>– The Redbook, Sect. 2.2.4 http://louisville.edu/provost/redbook/contents.html/chap2.html#SEC2.2.4</p> <p>Annual evaluation by President based on unit goals</p>	<p>2019</p> <p>2016 (<i>pending</i>)</p> <p>2015 review as Dean, May 7, 2015</p> <hr/> <p>6/2/14, self-assessment submitted to President</p> <p>6/26/14, in-person performance meeting with President</p> <p>8/19/14, follow-up formal evaluation letter from President</p>
<p>Gregory Postel <i>Beginning January 2016</i></p> <hr/> <p>David L. Dunn <i>until December 2015</i></p>	<p>Executive Vice President for Health Affairs</p>	<p>Serves as a member of the Office of the President, which is the senior leadership team of the University, and is responsible for Health Sciences Center operations and planning as well as for increasing integration of the Belknap and Health Sciences campuses.</p> <p>See Article 2.2 (Section 2.2.3) of the Redbook: http://louisville.edu/provost/redbook/chap2.html#ART2.2</p>	<p>Interim Executive Vice President for Health Affairs, December 2015 - present</p>	<p>Review after five years of service by President and Board of Trustees</p> <p>– The Redbook, Sect. 2.2.4 http://louisville.edu/provost/redbook/contents.html/chap2.html#SEC2.2.4</p> <p>Annual evaluation by President based on unit goals</p>	<p>2016 (<i>pending</i>)</p> <p>6/9/2015, in-person performance meeting with President</p> <p>8/20/15, self-assessment submitted to President</p> <p>9/14/15, follow-up formal evaluation letter from President</p>

University of Louisville Administrators Evaluation Roster

William M. Pierce	Executive Vice President for Research and Innovation	<p>The Mission of the Office of the Executive Vice President for Research and Innovation is to promote and support research, scholarship, and creative activities; to assist faculty and staff in obtaining intramural and extramural support; to serve as an advocate for the value of research in an educational setting; to enhance the vitality of campus-based research; and to encourage its use to enrich education, enhance technology transfer and serve the community.</p> <p>See Article 2.2 (Section 2.2.3) of the Redbook: http://louisville.edu/provost/redbook/chap2.html#ART2.2</p>	Executive Vice President for Research and Innovation, University of Louisville, 2011 - present	Annual evaluation by President based on unit goals	<p>7/8/15, self-assessment submitted to President</p> <p>9/14/15, formal evaluation letter from President</p> <p>12/12/15, in-person performance meeting with President (delayed due to surgery)</p>
Harlan Sands	Senior Vice President for Finance and Business Administration	<p>The Senior Vice President for Finance and Administration/Chief Operating Officer (SVP/COO) reports to the University President on matters of day-to-day operations related to finance, business affairs, human resources, information technology, internal audit & institutional compliance, student affairs and other campus operations. Additionally, the SVP/COO reports to the Office of the President on policy, long-term planning, and strategic budgeting.</p>	<p>SVPFA at UofL – Jan 1, 2015 to present</p> <p>Vice provost for administration and quality improvement, University of Alabama – Birmingham – 2007 to Jan. 2015</p> <p>Associate vice president for research - Florida International University, 2003-2007</p>	Annual evaluation by President based on unit goals	<p>6/22/15, self-assessment submitted to President</p> <p>6/22/15, in-person performance meeting with President</p> <p>9/14/15, formal evaluation letter from President</p>

University of Louisville Administrators Evaluation Roster

Administrators	Title	Job Description	Time in Office	Frequency & Type of Evaluation	Last written evaluation (date)
A. Keith Inman	Vice President, University Advancement	The Vice President for University Advancement reports to the President. The position is functionally responsible for alumni relations, internal and external communications, integrated marketing, public relations, philanthropic development, advancement services, and public affairs.	V.P. for University Advancement, University of Louisville, 2006 - present	Annual evaluation by President based on unit goals	6/18/15, in-person performance meeting with President 9/14/15, follow-up formal evaluation letter from President 9/16/15, Advancement annual report finalized for internal distribution
Daniel Hall	Vice President for Community Engagement	The Vice President for Community Engagement reports directly to the President. This position is responsible for serving as an extension of the President through service on various boards and committees, both within the University and in the external community. This position shall be responsible for coordinating university-wide community engagement and shall advise the President on matters relating to the university's strategic objectives in the areas of community and public affairs.	Vice President for Community Engagement, University of Louisville, 2008 - present	Annual evaluation by President based on unit goals	6/4/15, date of self-assessment submitted to the President 8/5/14, in-person performance meeting with President 8/9/14, follow-up formal evaluation letter from President

University of Louisville Administrators Evaluation Roster

Tom Jurich	Athletic Director / Vice President for Athletics	The Vice President for University Athletics reports directly to the President. The position is the responsible officer for the University of Louisville Athletic Association, and serves as athletic director. The VP for Athletics is authorized to act for the ULAA, in carrying out the functions according to the terms and conditions of the Management Agreement and Agency Agreement between the University and the ULAA. The Vice President shall advise the President on all matters relating to the university's strategic objectives in the areas of intercollegiate athletics.	Vice President & Director of Athletics, University of Louisville, 1997 – present	<p>Redbook Sec. 2.5.7 Athletic Policies Intercollegiate Athletics shall be under the purview of the Board of Trustees in conformity with the regulations of the athletic organizations with which the University is affiliated.</p> <p>ULAA By-laws section 3.5 Personnel Committee. There shall be a Personnel Committee, appointed by the Chair of the Board of Directors. The functions of this committee shall be (i) to recommend the employment of the Athletic Director and the Associate Athletic Director(s), (ii) to receive and act for the Board of Directors on recommendations of the Athletic Director regarding employment of full-time head coaches and (iii) to review annually the performance of the Athletic Director and submit its review to the Board of Directors through its Chair.</p>	<p>5/28/15, self-assessment submitted to President</p> <p>6/8/15, in-person performance meeting with President</p> <p>8/9/14, follow-up formal evaluation letter from President</p> <p>6/8/15, ULAA Personnel Committee report submitted to ULAA Board of Directors at regular meeting.</p>
------------	---	--	--	---	---

University of Louisville Administrators Evaluation Roster

Leslie Strohm	Vice President for Strategy and General Counsel	As Vice President for Strategy and General Counsel at the University of Louisville, Ms. Strohm serves as a member of the President's leadership team and chief counsel for the University. She is responsible for both University legal matters and government relations.	<p>Vice President for Strategy and General Counsel, UofL February 2015 – Present</p> <p>Vice Chancellor and General Counsel - University of North Carolina at Chapel Hill July 2003 – January 2015</p> <p>Deputy General Counsel Washington University in 1991 – 1993</p>	Annual evaluation by President based on unit goals	<p>6/25/15, self-assessment submitted to the President</p> <p>6/26/15, in-person performance meeting with President</p> <p>9/14/15, follow-up formal evaluation letter from President</p>
----------------------	---	---	---	---	---

University of Louisville Administrators Evaluation Roster

Deans	Title	Job Description	Time in Office	Frequency & Type of Evaluation	Last written evaluation (date)
Craig H. Blakely	Dean, School of Public Health & Information Sciences	The Dean is the administrative and educational head of the School of Public Health/Health Information Sciences. The Dean shall report to the Vice President for Health Affairs through whom he/she is responsible for the administration of the School of Public Health/Health Information Sciences in accordance with The Redbook , Sec. 3.2.2. See Article 4, Section 1 and Appendix 5 of the SPHIS Bylaws: http://louisville.edu/sphis/documents-and-pdfs/SPH%20Bylaws%20v5%20FINAL%208-27-02.pdf	Dean, School of Public Health and Information Sciences, University of Louisville, 2013 to present Dean, School of Rural Public Health, Texas A&M Health Science Center, 2009 – March 31, 2013	Annual Review of Unit Goals by Provost and EVPHA	Self-evaluation: 4/27/15 Evaluation letter: 5/7/15
				Decanal review every five years	2018
Beth Boehm	Dean, School of Interdisciplin ary and Graduate Studies (SIGS)	The Dean of SIGS shall be responsible for working with academic units offering graduate degree programs and with other organized scholarly groups on a university-wide basis. The Dean of SIGS shall promote synergism between graduate education and research, with the charge by university administration to comply with the position description as defined in Section 2.1.1.3. See Article 2.1 (page 3) in Unit Bylaws: http://louisville.edu/provost/faculty-personnel/unit/Graduate%20School%20Bylaws.pdf	Vice Provost for Graduate Affairs, October 2011—present Dean, School of Interdisciplinary and Graduate Studies, Sept. 2009 - present	Annual Review of Unit Goals by Provost	Self-evaluation: 5/1/15 Evaluation letter: 5/7/15
				Decanal review every five years	2016 (pending)

University of Louisville Administrators Evaluation Roster

Christopher Doane	Dean, School of Music	The chief academic and administrative officer of the unit shall be the Dean of the School of Music. The Dean shall provide leadership to the School, working with the faculty and staff to formulate strategies in order to achieve University and unit goals. The Dean shall be responsible for establishing the administrative organization of the School and may recommend to the Provost the Board appointment of administrative personnel to assist in conducting the business of the unit. See Article 3.2 (Sections 3.2.1 and 3.2.2) attachment - 2009 in Unit Bylaws: http://louisville.edu/provost/faculty-personnel/unit/Music_Bylaws.doc	Dean and Professor, School of Music, University of Louisville, 2002 - present	Annual Review of Unit Goals by Provost	Self-evaluation: 5/4/15 Evaluation letter: 5/7/15
				Decanal review every five years	2012 5/2/13 (final committee vote) 2017
Susan Duncan	Dean, Brandeis School of Law	The Dean of the Law School shall be the educational and administrative head of the school subject to the provisions of <i>The Redbook</i> . It shall be the obligation of the Dean to keep the administrative officers of the University, as required in <i>The Redbook</i> , and the Law Faculty fully informed concerning the educational and financial strength of the Law School and of its compliance with the accreditation standards of the American Bar Association and the Association of American Law Schools. See Article IV.B.1 - approved 2011 in Unit Bylaws: http://louisville.edu/law/deans-office/documents/bylaws	Interim dean, Brandeis School of Law, University of Louisville, 2012 - Present Joined the Brandeis School of Law faculty as an adjunct in 1997 and full time in 2000. Dean Duncan chaired U of L's Commission on the Status of Women (July 2009 – June 2011)	Annual Review of Unit Goals by Provost	Self-evaluation: 4/15/15 Evaluation letter: 5/7/15
				Decanal review every five years	2017

University of Louisville Administrators Evaluation Roster

Robert Fox	Dean, University Libraries	<p>The chief academic and administrative officer of the unit shall be the Dean, University Libraries, subsequently referred to as the Dean. The Dean may assign administrative duties to faculty reporting to the Dean. The Dean will define mission statements and goals and objectives in conjunction with appropriate faculty.</p> <p>See Article 3.1: http://louisville.edu/provost/faculty-personnel/unit/Libraries_Bylaws.pdf</p>	University of Louisville, Dean of University Libraries, 2011 - present	Annual Review of Unit Goals by Provost	Self-evaluation: 5/1/15 Evaluation letter: 5/7/15
				Decanal review every five years	2016 (pending)
Toni Ganzel	Dean, School of Medicine	<p>The Dean is the administrative and educational head of the School of Medicine. The Dean shall report to the University Provost through the Executive Vice President for Health Affairs. In the case where the Dean and the Executive Vice President for Health Affairs are the same person, he/she shall report to the Provost.</p> <p>B. The Dean chairs the Faculty Forum, the Medical Council, the Executive Faculty, and the General Faculty.</p> <p>See Article VI, Section 1 of the School of Medicine Bylaws: http://louisville.edu/provost/faculty-personnel/unit/MED_Bylaws.pdf</p>	Dean University of Louisville School of Medicine, 2012 - present	Annual Review of Unit Goals by Provost and EVPHA	Self-evaluation: 5/1/15 Evaluation letter: 5/7/15
				Decanal review every five years	2017

University of Louisville Administrators Evaluation Roster

Marcia J. Hern	Dean, School of Nursing	<p>The Dean shall:</p> <p>A. Facilitate the accomplishment of the scholarships of teaching, research, creative, and scholarly activities, in line with an academic Health Sciences Center and a research intensive university. B. Be the academic and administrative leader of the School of Nursing. C. Report to the President or appropriate University offices. D. Administer the SON according to the University and SON Bylaws and policies. E. Keep the administrative offices of the University, as required by The Redbook, and the faculty fully informed concerning the educational and financial status of the School of Nursing.</p> <p>See Appendix 1 in the School of Nursing Bylaws at http://louisville.edu/provost/faculty-personnel/unit/SON_Bylaws.pdf</p>	Dean and Professor, School of Nursing, University of Louisville, 2007 - present	Annual Review of Unit Goals by Provost and EVPHA	Self-evaluation: 4/29/15 Evaluation letter: 5/7/15
				Decanal review every five years	<p>2012</p> <p>12/19/12 (final committee report)</p> <p>2017</p>

University of Louisville Administrators Evaluation Roster

Kimberly Kempf-Leonard	Dean, College of Arts and Sciences	<p>The dean of the College shall be appointed and reviewed under the provisions of The Redbook 3.2 The duties and responsibilities of the dean are enumerated in the Redbook 3.2.2.</p> <p>The Dean of the College of Arts and Sciences shall be responsible directly to the Office of the Executive Vice President and University Provost for the administration and efficient conduct of the educational programs of the College. The duties of the dean shall include the enforcement of policies and regulations adopted by the Board of Trustees, the President, the Provost, the University Faculty Senate, the University Assembly, and the Faculty Assembly of the College of Arts and Sciences</p> <p>See Article IX.in the 2015 Unit Bylaws, Addendum page 11.</p> <p>http://louisville.edu/provost/faculty-personnel/unit/AS_Bylaws.pdf</p>	<p>Dean, University of Louisville, 2014 – present</p> <p>Dean of Southern Illinois University-Carbondale College of Liberal Arts 2011-2014</p>	Annual Review of Unit Goals by Provost	Self-evaluation: 4/30/15 Evaluation letter: 5/7/15
				Decanal review every five years	2019

University of Louisville Administrators Evaluation Roster

Ann Larson	Dean, College of Education and Human Development	The Dean of the College of Education and Human Development (CEHD) is the chief academic officer of the college. The Dean is charged with providing progressive and dynamic intellectual and academic leadership to the college and enthusiastic support for the University's core values of quality, caring, diversity, innovation, and service. http://louisville.edu/education/faculty-staff/CEHD-Bylaws-July2015.pdf	Dean, College of Education and Human Development, University of Louisville, 2014-present	Annual Review of Unit Goals by Provost	Self-evaluation: 5/1/15 Evaluation letter: 5/7/15
				Decanal review every five years	2019
Rohan Christie-David	Acting Dean, College of Business	As the chief executive officer of the college, the dean is responsible for the vision, leadership, and ultimate accountability for all activities within the college. The dean reports to the University Provost and Vice President for Academic Affairs. Primary activities of the dean are to represent the college to external publics, be an advocate for college activities as well as communicate the college's needs to internal and external constituents, and develop resources through program initiatives, internal university resources, and external fund raising. See Appendix B-2 in Unit Bylaws: http://louisville.edu/provost/faculty-personnel/unit/CQB_Bylaws.pdf	Acting Dean, College of Business, University of Louisville, 2015 – present PNC Professor of Banking and Finance, University of Louisville, College of Business, 2005 to present	Annual Review of Unit Goals by Provost	Self-evaluation: 5/1/15 Evaluation letter: 5/7/15
				Decanal review every five years	2020

University of Louisville Administrators Evaluation Roster

John J. Sauk	Dean, School of Dentistry	<p>The dean is the administrative and educational head of the School of Dentistry as specified in the Redbook. The dean serves at the pleasure of the Board of Trustees and reports to both the University Executive Vice President and Provost, and to the Executive Vice President for Health Affairs as appropriate.</p> <p>See pages 5-6 of the School of Dentistry Bylaws: http://louisville.edu/provost/faculty-personnel/unit/Dentistry_Bylaws.pdf </p>	<p>Dean, University of Louisville, School of Dentistry, 2007 - 2016</p> <p>Professor, University of Louisville, Department of Pathology, School of Medicine, 2007 – present</p> <p>Professor, James G. Brown Cancer Center, University of Louisville, 2008 - present</p>	Annual Review of Unit Goals by Provost and EVPHA	Self-evaluation: 5/1/15 Evaluation letter: 5/7/155
				Decanal review every five years	2012 N/A (retiring 2016)
Terry Singer	Dean, Kent School of Social Work	<p>The Dean of the Kent School shall be the principal academic and administrative officer of the School in accordance with the authority delegated under The Redbook and duly approved University policies. The Dean of the Kent School shall be responsible directly to the Executive Vice President and University Provost for effective administration and conduct of the School's academic programs. The Dean shall be responsible for representing the views of the faculty to the Executive Offices of the University. Duties of the Dean shall include assuring adherence to the duly authorized policies, procedures, and regulations adopted by the Kent School Faculty, appropriate University officers, and the Board of Trustees.</p> <p>See Section A. in Unit Bylaws: http://louisville.edu/provost/faculty-personnel/unit/Kent_Bylaws.pdf </p>	Kent School of Social Work, University of Louisville, 1997 - 2016	Annual Review of Unit Goals by Provost	Self-evaluation: 4/7/15 Evaluation letter: 5/7/15
				Decanal review every five years	2012 N/A (retiring 2016)

University of Louisville Administrators Evaluation Roster

John Usher	Dean, Speed School of Engineering	The Dean shall be the administrative head and academic leader of the School. Responsibilities, duties and actions of the Dean shall be in keeping with the decisions, policies and regulations adopted by the Board of Trustees, the Office of the President and the Faculty of the School. See Article III – page 2 in Unit Bylaws: http://louisville.edu/provost/faculty-personnel/unit/Speed_Bylaws.pdf	Acting Dean, J.B. Speed School of Engineering and Professor of Industrial Engineering, University of Louisville , May 2015 - present Associate Dean for Administration, Planning and Faculty Affairs, 2012 – 2015 Professor & Chairman of Industrial Engineering, 2005-2012	Annual Review of Unit Goals by Provost	2016 (pending)
				Decanal review every five years	2020
Michael Mardis	Vice Provost and Dean of Students	The Vice Provost for Student Affairs (VPSA) is the chief student affairs officer and reports directly to the Executive Vice President/University Provost (EVP-UP). The VPSA provides leadership and vision in administering a comprehensive range of programs and services related to campus programming and planning; assists in creating a campus culture that promotes the academic achievement and personal development of all students (undergraduate, graduate and professional); assists with crisis response and institutional initiatives; advocates on behalf of students; and fosters collaborative relationships among students, faculty, and staff. http://louisville.edu/studentaffairs/vp-office/dr-james-michael-mardis/resolveuid/19a24abf25184eb8b85c7fc0d91af7ff	Vice Provost and Dean of Students, 2015- present Associate Vice President for Student Affairs and Dean of Students 2007-2014	Annual Review of Unit Goals by Provost	2016 (pending)
				Decanal review every five years	2020

[Home](#) > [Employment](#) > [New Employee Onboarding](#) > [New Employee Orientation](#)

[Onboarding Home](#)

[New Employee Orientation](#)

[New Employee Online Training](#)

[Preparing for your First Day](#)

[Benefits](#)

[Employee Resources](#)

New Employee Orientation

Spend your first day of work with us and discover all the reasons why a position with the University of Louisville is so much more than just a paycheck!

During the half-day New Employee Orientation (NEO) session, new employees will be able to learn more about benefits offered, obtain identification cards and parking permits. Your hiring department will schedule your orientation date with Human Resources to coincide with your first day. NEO is held every Monday (or on Tuesdays when the preceding Monday is a holiday).



When and Where

Time: 8:30 am - 12:00 pm

Location: Human Resources Office at 1980 Arthur Street, Louisville, KY 40208

Parking: Parking is available in front of the HR office in the UofL Blue parking lot, except for spaces marked AMCC, ENGGAR, 1B or requires a red UofL Permit.

Please call the HR office ahead of time at 852-6258 if you require any special accommodations or have any questions or concerns.

Preparing for your First Day

To help make your onboarding process at UofL as easy as possible, there are many things you can begin to review and prepare for your first day.

Complete New Hire Payroll Paperwork

Complete a new hire packet, print and bring it with you to orientation. This includes your direct deposit form, W-4, etc. You will also need to provide a voided check for your direct deposit.

Complete Electronic Form I-9

Visit www.newi9.com, and complete the required information prior to your start date. The University of Louisville employer code to access the site is 11443. After you have completed this, you will complete a second section of the I-9 in orientation.

Review University Benefits

You can begin reviewing our benefits options at any time. A benefits counselor will be available at orientation to provide an overview of our plans and answer questions. You must elect your benefits and enroll within 30 days of your start date.

Submit an online photo for your UofL Cardinal Card (Optional)

Have a personal favorite photograph you would like to use for your ID card? As an option to you, you can submit a photo prior to attending orientation. Otherwise your photo will be taken at your orientation session.

Obtain a Retirement Contribution Waiting Period Waiver Letter (If Applicable)

If you worked at another college or university, non-profit research organization, or governmental agency prior to joining the university, you may be able to waive the 12 month waiting period for university retirement contribution. To do so, you will need a letter from your previous institution. Check if you qualify and learn more.

What to Bring to Orientation

- ☐ New Hire Packet
- ☐ Original documents of proof of identification and eligibility to work to complete the second section of the I-9. [View Acceptable Documents.](#)
- ☐ Original social security card for payroll purposes
- ☐ Voided check for direct deposit.
- ☐ Foreign nationals working on a visa need to bring passport and employment authorization documentation

NEO Online Training

As a supplement to our New Employee Orientation, your second step of onboarding will be to complete the online training and review additional materials within 30 days of your hire date. You can start this at anytime. [Click here to begin.](#)

New Employee Onboarding Checklist

Let the New Employee Onboarding Checklist guide you through your onboarding process and help you complete items by their designated due

dates

Helpful Links

New Employee Resources

NEO Agenda (PDF)

NEO PowerPoint Presentation (PDF)

NEO Severe Weather Plan - procedure for if the university is closed or delayed due to snow or severe weather

© UNIVERSITY OF LOUISVILLE

[CONTACT](#) [APPLY](#) [JOBS](#) [DONATE](#) [EMERGENCY](#)

[LOG IN](#) 

Human Resources Policies

GENERAL 1: PER 1.01 - PER 1.09

- PER 1.01 EEO/Affirmative Action
- PER 1.02 Sexual Harassment
- PER 1.03 Conflict of Interest
- PER 1.04 Intellectual Property Policy
- PER 1.05 Personnel Records
- PER 1.06 Continuous/Creditable Service
- PER 1.07 Identification Cards
- PER 1.08 Employee Categories and Status
- PER 1.09 Immigration Reform and Control Employment Eligibility/Verification Procedures
- PER 1.10 Discriminatory Harassment

General 2: PER 1.11 - 1.21

- PER 1.11 Inclement Weather and Emergency Closures or Delays
- PER 1.12 Work Outside the University
- PER 1.13 Moving Expenses
- PER 1.14 Smoking and Vaporizing Products
- PER 1.15 Drug-Free Workplace
- PER 1.16 Ethical Considerations
- PER 1.17 Employee Documentation
- PER 1.18 Flex-Year Positions
- PER 1.19 Employee Assistance Program
- PER 1.20 Driver's Alcohol and Controlled Substance Testing
- PER 1.21 Deadly Weapons/Destructive Devices

Employment: PER 2.01 - 2.17

- PER 2.01 Recruitment and Selection - Professional/ Administrative and Classified Staff
- PER 2.04 Employment Applications
- PER 2.05 Promotions
- PER 2.06 Transfers
- PER 2.07 Demotions
- PER 2.08 Trainee Appointments
- PER 2.09 Temporary Employment
- PER 2.10 Employment of Minors
- PER 2.11 Nepotism
- PER 2.12 Orientation Training
- PER 2.13 Performance Appraisals
- PER 2.14 Physical Examinations
- PER 2.15 Career Opportunities
- PER 2.16 Employment of Resident Aliens (Immigrants)
- PER 2.17 Employment of Non-Resident Aliens (Non-Immigrants)

Compensation: PER 3.01 - 3.10

- PER 3.01 Compensation and Classification Policy
- PER 3.02 Establishment of a New Position
- PER 3.03 Appointment Rates
- PER 3.04 Reclassification - Staff Positions
- PER 3.05 Pay Adjustments
- PER 3.06 Overtime
- PER 3.07 Call-In / Call-Back Pay
- PER 3.08 Stand-by Pay
- PER 3.09 Shift Differential
- PER 3.10 Additional and Supplemental Compensation Policy

Attendance and Leave: PER 4.01 - 4.18

- PER 4.01 Time and Attendance Records
- PER 4.02 Hours of Work
- PER 4.03 Holidays
- PER 4.04 Annual Leave
- PER 4.05 Sick Leave
- PER 4.06 Personal Leave
- PER 4.07 Bereavement Leave
- PER 4.08 Military Leave

- [PER 4.09 Court/Jury Duty](#)
- [PER 4.10 Voting](#)
- [PER 4.11 Rest Periods/M meal Periods](#)
- [PER 4.12 Leaves of Absence with Pay](#)
- [PER 4.13 Leaves of Absence Without Pay](#)
- [PER 4.14 Separations](#)
- [PER 4.15 Exit Interviews](#)
- [PER 4.16 Reductions-In-Force](#)
- [PER 4.17 Family and Medical Leave Policy](#)
- [PER 4.18 Parental Leave Policy](#)
- [PER 4.19 Catastrophic Shared Leave Policy](#)

Disciplinary Action: PER 5.01 - 5.04

- [PER 5.01 Disciplinary Action](#)
- [PER 5.02 Unlawful Discrimination](#)
- [PER 5.03 Grievances](#)
- [PER 5.04 Appeals](#)

Benefits: PER 6.02 - PER 6.03

- [PER 6.02 Employee Recognition Program](#)
- [PER 6.03 Retirement](#)

Training and Development: PER 7.01 - 7.04

- [PER 7.01 Training and Development](#)
- [PER 7.02 Tuition Remission](#)
- [PER 7.03 Tuition Exchange \(The University no longer participates in the Tuition Exchange Program \)](#)
- [PER 7.04 Staff Development](#)

Definitions



February 13, 2017

Honorable Mike Harmon
Auditor of Public Accounts
209 St. Clair Street
Frankfort, KY 40601

The **Col**
The **P**
The **Ins**
The **Imagination** to pursue the undiscovered.
The **Will** to Achieve Greatness.
The **Promise** of a Limitless Future.
The **People** to Bring It to Life.
It's Happening Here.

RE: Corrective Action Plan in Response to the State Auditor's Examination of the Governance of the University of Louisville Foundation and its Relationship to the University of Louisville

INTRODUCTION

On December 6, 2016, the University of Louisville Foundation ("Foundation" or "ULF") and the University of Louisville ("UofL" or "University") received a preliminary report from Mike Harmon, Auditor of Public Accounts, for the Commonwealth of Kentucky ("APA"). This report was titled: "Draft Examination of the Governance of the University of Louisville Foundation and its Relationship to the University of Louisville" (hereinafter "Preliminary Report"). On December 9, 2016, the University and the Foundation jointly submitted a response to this Preliminary Report. The recommendations and most of the findings of the APA were agreed with generally. On December 14, 2016, Mr. Harmon's Office released its Final Report (hereinafter "Report") to the public.

This Corrective Action Plan, submitted jointly by the Foundation and the University more specifically responds to the Report and outlines the Foundation and University's corrective action plans, if any, to each finding. We again thank the Auditors Office for their hard work on this matter. The Examination has and will continue to serve as a roadmap for future operations.

Finding 1: Requests for documentation and other information were met with continued delays and unclear or inconsistent responses.

Recommendations and Corrective Action Plans:

1. ULF Board review policies and procedures to ensure accountability and transparency is a clear expectation of both officers and staff.

Response: We agree that officers and staff must understand all policies and procedures to ensure appropriate accountability and transparency.

Action: The Foundation hired a new Interim Executive Director to oversee the day-to-day operations of the Foundation. He, in conjunction with new Board leadership, is reviewing all policies and procedures. Current policies are being revised as necessary and new policies and procedures will be created where needed. To ensure that all operational expectations are clear, appropriate and meet the needs and expectations of our constituents, training will be provided to all ULF staff and Board Members to ensure a full understanding of policies and procedures. All policies and procedures will be reviewed annually.

Start Date: December 2016

Target End Date: July 2017

Status: 20% Completed

2. That all ULF employees receive training on Board Policies, Open Meetings and Open Records and professional ethics.

Response: We agree that all Foundation employees should receive training on Board Policies, Open Meeting and Open Records.

Action: An orientation on Foundation Bylaws, Open Meetings and Open Records has been completed and presented to the Foundation Board of Directors during its December 21, 2016 Board meeting. The same training was provided to Foundation staff on January 19, 2017. As new policies and procedures are finalized, they too will be reviewed with ULF employees.

Start Date: December 2016

Target End Date: June 2017

Status: 60% Completed

3. Review current operational processes and ensure records are organized to meet the accountability and transparency objectives of the ULF Board, including a budget to actual analysis for its operational costs.

Response: We agree that all processes should be reviewed and that all records should be maintained to meet accountability and transparency objectives.

Action: See number 1.1 above. The Foundation is preparing a line item budget for the upcoming fiscal year to ensure an ongoing budget to actual analysis is available to management as well as the Boards of ULF and the University. We also are working diligently to maintain records in a manner that is more readily producible.

Start Date: December 2016

Target End Date: July 2017

Status: 30% Completed

4. ULF consider creating an internal audit function reporting to the ULF Board or committee thereto.

Response: Due to the relatively small size of the Foundation staff, we have determined it would not be efficient to have an internal audit function. With enhanced governance, new leadership and a greater emphasis on training, we believe an external audit process is sufficient to ensure compliance with GAAP and our internal policies and procedures. Currently we have a services agreement with BKD LLP to provide this external audit support.

Action: Continue outsourcing audit function

Start Date: January 2017

Target End Date: Ongoing

Status: 100% Completed

Finding 2: Administrative operations of the University and its Foundation were at times indistinguishable and led to ineffective governance.

Recommendations and Corrective Action Plans:

1. UofL and ULF Boards discuss together, through designated committees of each board, the need and potential benefits and disadvantages of having the president of the UofL serve as the president of the Foundation.

Response: We agree that the President of the University should not also serve as the President of the Foundation.

Action: The Foundation and University already have taken steps to ensure the President of the University is not the President of the Foundation. Then Acting President Neville Pinto recused himself as President of the Foundation. Interim President Greg Postel has done the same. Then Foundation Chair Brucie Moore and Dr. Pinto hired an Interim Executive Director to run the day-to-day operations. A President cannot be appointed at the Foundation without the express approval of the Board of Directors, whose Chair has committed to not putting the University President in that role. As the Foundation's bylaws are updated this year, they will be affirmatively updated to prevent the University President from being the President of the Foundation.

Start Date: November 2016

Target End Date: June 2017

Status: 25% Completed

2. UofL and ULF Boards consider developing an MOU to establish an effective set of operational and governing policies. The MOU should be the result of a collaborative process between the two boards and should include a review of recommended principles and practices.

Response: We agree with this recommendation. An MOU will provide an opportunity for both University and Foundation leaders to examine how the Foundation can most effectively advance the mission of the University, develop a shared vision for the future partnership, and clarify mutual expectations and responsibilities. This will further ensure that regardless of leadership changes at either entity all parties understand respective roles and responsibilities.

Action: A joint work group comprised of members of each Board will be created to adopt the MOU. At its meeting on February 16, 2017, the University's Board of Trustees will charge an Ad Hoc Committee on Board Governance with responsibility for working with the Foundation on this MOU.

Start Date: February 2017

Target End Date: June 2017

Status: 10% Completed

3. UofL administration review its human resource processes and management structure to determine whether they are appropriate for its organization and whether they provide fair and consistent treatment of UofL personnel. After the review is complete, we recommend the administration update its personnel policies to be consistent with the approved changes. As part of this policy review, we recommend the UofL administration develop administrative policies to establish guidelines and parameters by which additional benefits such as vehicle and cellphone allowances may be awarded. This policy should be formalized in writing and approved consistent with UofL policy.

Response: A *University Administrative Policy Review and Approval Process* was developed in the fall of 2016. UofL HR is currently conducting a review of UofL HR policies consistent with this process.

Action: The University's Associate Vice President in Human Resources will lead the initiative to review/update all HR policies & procedures for administrators and staff and will work with the appropriate parties to reconcile the 'Red Book'. Priority will be given to policies that affect employee benefits and compensation. A project plan and timeline will be presented to the University's administration in the first quarter of 2017. The project plan will include implementation and communication plans. Additionally, a recommendation will be presented to the

University's administration on accountability, monitoring and reporting systems to ensure implementation and compliance.

Start Date: January 2017

Target End Date: November 2017

Status: 20% Completed

4. University administration involve its General Counsel when considering matters that will result in any legal agreements or arrangements transferring funds from the University to the Foundation, and in any matters that could appear to be noncompliant with existing agreements, regulations or laws.

Response: The Board of Trustees and University Administration agree.

Action: Administration for the University has put in place a procedure to ensure that the General Counsel's Office is asked to review documentation whenever fund transfers to the Foundation are planned in order to ensure legal compliance

Start Date: February 2017

Target End Date: Ongoing

Status: Ongoing

5. UofL Board, or a committee of its body, consider creating a policy to address the University's ability to transfer funds to the Foundation. We recommend any consideration of such a policy be discussed with the appropriate University administrators, including the University's General Counsel. If a policy is created, we recommend the policy is formalized in writing, approved by the full Board, and distributed to all appropriate University personnel.

Response: The Board of Trustees and University Administration agree.

Action: The Board of Trustees' new Ad Hoc Committee on Board Governance, once in place, will review this issue and recommend to the full Board the adoption of a policy outlining financial transactions with appropriate dollar thresholds that will require Board of Trustees' approval. Examples could include:

- Approval of all fund transfers, loans, lines of credit, investments from the University to any UofL Foundation entity exceeding \$250,000

Start Date: February 2017

Target End Date: June 2017; Ongoing after Board approval

Status: Ongoing

Finding 3: Conflict among members of the UofL Board and the administration created an environment of distrust resulting in a dysfunctional governing climate affecting both the University and the Foundation.

Recommendations and Corrective Action Plans:

1. UofL Board of Trustees operate in an atmosphere that welcomes open and forthright discussion of issues the University faces. Discussions at Board meetings should be civil and respectful even if there are disagreements.

Response: The Board of Trustees and the University administration agree.

Action: On January 7, 2017, the Kentucky General Assembly enacted new legislation transferring all authority, function and responsibility from the then active University of Louisville board of trustees to a newly created and established board of trustees. On January 17, 2017, the Kentucky Governor appointed 10 new members to the board of trustees, subject to confirmation by the State Senate. These ten new appointees join three constituent members representing the University's faculty, staff and students for a board with thirteen total members. The newly constituted board held its first meeting on January 21, 2017 and demonstrated its commitment to open, forthright, civil, and respectful discussion as it carried out its fiduciary responsibilities to the University, including the election of Board officers and the appointment of a new Interim President for the University.

In December of 2016, the University became a member of the Association of Governing Boards of Universities and Colleges, the leading higher education organization serving governing boards, trustees, and senior campus leaders. As an AGB member, the University, the trustees and the senior campus leaders will have access to extensive AGB resources discussing and fostering effective board governance. In addition, the new board members will benefit from an extensive board orientation program coordinated through Kentucky's Council on Postsecondary Education.

Start Date: January 2017

Target End Date: Ongoing.

Status: Ongoing

Finding 4: Endowment funds totaling \$67 million, budgeted for use by the University, were loaned to the Foundation and an affiliate organization without prior notification to, or approval, by the UofL Board.

Recommendations and Corrective Action Plans:

1. University refrain from loaning its funds to the Foundation and its affiliates.

Response: The Board of Trustees and University Administration generally agree.

Action: Future transfers between the entities will be governed by the Board of Trustees' policy to be adopted, as outlined in response to Finding 2.5 above.

Start Date: February 2017

Target End Date: June 2017; Ongoing after Board approval

Status: Ongoing

2. UofL Board consider revising its Short-Term Investment Guidelines policy to again require annual reporting on the status of short-term investment funds by the UofL Senior Vice President (SVP) for Finance and Administration.

Response: The Board of Trustees and University Administration agree.

Action: The University's Short-term Investment Policy was revised in the spring of 2016 with the provision that the Board of Trustees would be updated as requested. The University will reinstitute a routine reporting on short-term investments as part of overall financial reporting activity no less frequently than annually.

Start Date: February 2017

Target End Date: Ongoing

Status: Ongoing

3. University administration ensure any discussion involving "cash management strategies" and short-term investments be vetted by the SVP for Finance and Administration.

Response: The Board of Trustees and University Administration agree.

Action: The job description for the Chief Financial Officer should explicitly include setting direction and establishing supporting policies for cash management and short-term investments.

Start Date: Immediately - completed

Target End Date: Ongoing

Status: Ongoing

4. ULF Board and the UofL Board each establish a policy establishing criteria for reporting financial activity to each board. The policy should include criteria such as the type of activity, dollar threshold, and limitations. The policy established by each board should be formally documented in writing, along with details noting the purpose of the presentation, the frequency, the level of detail to be reported to the board, and who should present reports.

Response: We agree with this recommendation.

Action: The University and the Foundation will develop policies that establish criteria for reporting financial activity to their respective Boards. These policies will formalize in writing the following:

- Type of activity
- Dollar threshold
- Any limitations or exclusions
- Frequency
- Who will be responsible for said report

Start Date: February 2017

Target End Date: June 2017; Ongoing after Board approvals

Status: Ongoing

Finding 5: Action taken by the former UofL and ULF President to appoint an acting Chief Administrative Officer appears to violate ULF Bylaws.

Recommendations and Corrective Action Plans:

1. ULF Board and President abide by the ULF bylaws in all matters, including the appointment and compensation of ULF officers.

Response: We agree with this recommendation.

Action: We have provided training to the ULF Board on these requirements, have ensured that counsel for the Foundation is aware of these requirements, and will, through the work of the governance committee, ensure that, as new policies are created, at least one will specifically ensure no appointments, compensation or

policies can be effectuated without express Board and/or Executive Committee approval.

Start Date: December 2016

Target End Date: June 2017

Status: 30% Completed

2. ULF Board should ensure appropriate checks and balances are put into place to avoid situations in which a single individual has the ability to take actions beyond those authorized. As such, we recommend the ULF Board not knowingly approve, ratify, or allow its president to take actions that are in contravention of the bylaws.

Response: We agree with this recommendation.

Action: We have provided training to the ULF Board on these requirements, have ensured that counsel for the Foundation is aware of these requirements and will, through the work of the governance committee, ensure that, as new policies are created, at least one will specifically ensure no appointments, compensation or policies can be effectuated without express Board and/or Executive Committee approval.

Start Date: December 2016

Target End Date: June 2017

Status: 30% Completed

3. ULF Board designate a committee of its body to annually review the ULF bylaws to determine whether updates are needed. After the review is performed, the committee responsible for performing the review should report the review results to the full ULF Board.

Response: We agree with this recommendation.

Action: A governance committee of the Board will be re-constituted in light of Board member changes. This committee will work on revisiting and revising the current bylaws and overall governance of the Board. This will include an annual review of the same.

Start Date: December 2016

Target End Date: June 2017

Status: 20% Completed

Finding 6: The ULF Board compensated the former UofL President beyond the amount approved by the UofL Board and beyond the amount provided under the terms of his contract.

Recommendations and Corrective Action Plans:

1. ULF Board refrain from taking any actions that exceed its authority, such as increasing the President's university salary without an official recommendation from the UofL Board. Further, any offer from the ULF Board to assist beyond what was requested from the UofL Board should be considered and acted upon by the UofL Board in compliance with University Bylaws.

Response: We agree with this recommendation.

Action: The issue has been rendered moot by virtue of the President of the University no longer being able to serve as the President of the Foundation. We further have taken steps, as described in response to Finding 5.5.

Start Date: October 2016

Target End Date: Ongoing

Status: 100% Completed

2. ULF Board compensate its president in compliance with established contract terms.

Response: We agree with this recommendation.

Action: As discussed in response to Finding 5.5, we are developing more robust governance to ensure this is complied with.

Start Date: December 2016

Target End Date: June 2017

Status: 25% Completed

Finding 7: The University CFO was not included in meetings of the ULF Board Finance Committee in violation of its bylaws and in direct conflict with his contract with the Foundation.

Recommendations and Corrective Action Plans:

1. ULF Board structure its committees in accordance with the requirements established by its bylaws and that all ex officio members be properly notified of meetings. All committee members should review and be aware of their responsibilities.

Response: We agree with this recommendation.

Action: The soon to be revised bylaws will further ensure the requirements are clear and unmistakable and that they are complied with to ensure notice is properly provided.

Start Date: December 2016

Target End Date: June 2017

Status: 75% Completed

2. University CFO be appropriately involved in financial decisions directly affecting the University.

Response: We agree with this recommendation.

Action: The University CFO will be formally apprised of all Foundation Board meetings, all Finance Committee Board meetings and any other committee meetings that affect the University. The Foundation takes seriously its mission to support the University in its academic endeavors. No decisions may or will be made that could affect the University financially without first involving the University CFO.

Start Date: December 2016

Target End Date: Ongoing

Status: 100% Completed

Finding 8: ULF Board members do not receive an orientation despite the growing complexity of Foundation operations.

Recommendations and Corrective Action Plans:

1. ULF Board, in consultation with the Foundation administration, develop and implement a formalized orientation for new and returning board members. This orientation should provide members with a clear understanding of the Foundation and its affiliated entities, their role, as well as their legal and fiduciary responsibilities as board members.

Response: We agree with this recommendation.

Action: We already have begun this development work, which will continue for the remainder of fiscal year and be reviewed annually. All Board members will receive this orientation. Additionally, it is expected that any new Foundation

Board member will receive an orientation about the Foundation within 60 days of being appointed.

Start Date: December 2016

Target End Date: Ongoing

Status: 25% Completed

2. ULF Board consider having an independent party involved in the organization, structure, and content of the board orientation, with involvement from the board attorney to ensure topics such as legal agreements, conflicts of interests, open records and open meetings, and ethics are sufficiently covered.

Response: We agree it is important that all Foundation Board members can benefit from an orientation that includes topics such as legal agreements, conflicts of interest, open record and open meetings.

Action: Each of these topics was reviewed with counsel and then presented at the Foundation's December 21, 2016 Board meeting. They will be reviewed annually for necessary updates and reviewed annually with the Board.

Start Date: December 2016

Target End Date: Ongoing

Status: 25% Completed

3. Material for the orientation be written and formally presented as a manual to assist the orientation process and serve as a useful resource tool to board members. Because of the dynamic nature of the Foundation, the orientation should be reviewed periodically to ensure all materials are current and applicable. This orientation should be made mandatory for all new directors, and the materials should be available to all directors.

Response: We agree with this recommendation and are in the process of achieving this.

Action: As stated above, this will be completed no later than this fiscal year.

Start Date: December 2016

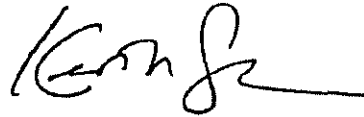
Target End Date: Ongoing

Status: 25% Completed

Again, we thank you for the invaluable work by your team. As we have said in the past, it is a new day, with new leadership at the University of Louisville and the University of Louisville Foundation. We look forward to continuing the work necessary to ensure the public confidence and trust in this important resource are fully restored.

A handwritten signature in black ink, appearing to read "Greg Postel".

Dr. Greg Postel, Interim President
University of Louisville

A handwritten signature in black ink, appearing to read "Keith Sherman".

Keith Sherman, Interim Executive Director & COO
University of Louisville Foundation