

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

June 15, 2017

In Open Session

Members of the University of Louisville Board of Trustees met at 1:31 p.m. on June 15, 2017, in the Jefferson Room of Grawemeyer Hall, with members present and absent as follows:

Present: Mr. David Grissom, Chairman Pro Tempore  
Mr. William Armstrong  
Ms. Bonita Black  
Mr. Brian Cromer  
Ms. Sandra Frazier  
Ms. Diane Medley  
Mr. James Rogers  
Mr. Nitin Sahney  
Mr. John Schnatter  
Prof. Enid Trucios-Haynes  
Mr. Aaron Vance  
Dr. Ron Wright

From the  
University: Dr. Greg Postel, Interim President and Interim Exec. VP for Health Affairs  
Dr. Dale Billingsley, Acting Executive Vice President and University Provost  
Dr. William Pierce, Executive Vice President for Research and Innovation  
Ms. Leslie Strohm, Vice President for Strategy and General Counsel  
Mr. Tom Jurich, Athletic Director and VP for Athletics  
Mr. Keith Inman, Vice President for University Advancement  
Ms. Susan Howarth, Interim CFO  
Mr. Lee Smith, Interim COO (arrived at 12:16 p.m.)  
Dr. Toni Ganzel, Dean, School of Medicine  
Mr. Kevin Miller, Assoc. Athletic Director  
Dr. Michael Mardis, Dean of Students  
Mr. Kenny Klein, Associate Athletic Directors  
Ms. Ingrid Gentry, Interim Controller  
Ms. Jeanell Hughes, Associate Vice President for Human Resources  
Mr. Gary Mans, Director of Media Relations, HSC  
Ms. Cheri Jones, Interim Assoc. VP for Audit and Compliance  
Ms. Cindy Hess, Director, Communications and Marketing (arrived at 11:49 a.m.)  
Mr. John Karman, Director of Media Relations  
Mr. Rick Graycarek, Director of Budget and Finance  
Mr. Chris Hodgkins, Budget Analyst  
Mr. Michael Morsovillo, Budget Analyst

Mr. Renaldo Domoney, Budget Analyst  
Mr. Vishnu Tirumala, SGA President-elect  
Mr. Jake Beamer, Boards Liaison and Assistant Secretary

Outside

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

I. Call to Order

Mr. Beamer read the roll. Having determined a quorum present, Chairman Grissom called the meeting to order at 1:31 p.m.

Approval of Minutes, 6-8-2017

Mr. Armstrong made a motion, which Ms. Frazier seconded, to approve the minutes of the June 8, 2017 meeting. The motion passed.

II. Action Item: Approval of Operating Budget 2017-18

Tuition

Mr. Sahney made a motion, which Mr. Vance seconded, to approve the

**President's recommendation that the Board of Trustees make no increases to tuition rates for AY 2017-18.**

Following a roll call vote, the motion passed unanimously.

Fees

Mr. Cromer made a motion, which Ms. Black seconded, to approve the

**President's recommendation that the Board of Trustees approve the new fees and adjustments to the existing fees, as attached.**

Following a roll call vote, the motion passed with only Mr. Vance opposed.

Operating Budget

Dr. Postel and Ms. Howarth briefed the Board on the 2017-18 Operating Budget using the **attached** presentation. They then fielded questions from trustees.

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

**President’s recommendation that the Board of Trustees approve the proposed University operating budget for Fiscal Year 2017-18, as attached.**

Following a roll call vote, the motion passed unanimously.

III. Action Item: Approval of ULAA Construction Projects

Capital Projects

Mr. Miller presented the proposed Capital Projects to the Board which includes the construction of balconies at Cardinal Arena for volleyball games; replacement of the Lacrosse Field Turf; replacement of the Trager Center Field Turf; and the construction of a video wall and ribbon board upgrade at Papa John’s Cardinal Stadium, a line scoring display at Patterson Baseball Stadium, and a new outdoor video display at the Bass-Rudd Tennis Center.

Ms. Frazier made a motion, which Mr. Cromer seconded, to approve the

**Athletic Director’s recommendation that the Board of Trustees authorize the purchase of facility improvements for athletic facilities on campus with the estimated costs budgeted:**

<u>Facility</u>	<u>Funding Status</u>	<u>Project Scope</u>
A. Construction of Balconies at Cardinal Arena	Funded	\$450,000
B. Replace Field Turf Field-Lacrosse	Funded	\$325,000
C. Replace Field Turf Field-Trager Indoor	Funded	\$325,000
D. Video Wall and Ribbon Board upgrade at PJCS; a line scoring display at Patterson Stadium, and a new outdoor video display at the Bass-Rudd Tennis Center	Funded	\$2,000,000

Following a roll call vote, the motion passed unanimously.

Renovation of Patterson Baseball Stadium

Mr. Miller then briefed the Board on the proposed renovations to Patterson Baseball Stadium, explaining the recent success and the increased popularity of the baseball program have resulted in increased attendance that has made it necessary to review plans to expand the stadium. He noted this project requires approval to be added to the University’s Six-Year Capital Plan which will be submitted to the state government.

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

**Athletic Director’s recommendation that the Board of Trustees authorize renovation of Jim Patterson Baseball Stadium with the estimated costs budgeted:**

<u>Facility</u>	<u>Funding Status</u>	<u>Project Scope</u>
<b>Jim Patterson Baseball Stadium</b>	<b>Private Funding</b>	<b>\$9.5M</b>

Following a roll call vote, the motion passed unanimously.

IV. Report of the Ad Hoc Committee on Board Governance

Approval of Revisions to *The Redbook*

Ms. Black presented revisions to Chapter 1 of *The Redbook*, as approved by the Ad Hoc Committee on Board Governance on June 12, 2017. She thanked Ms. Strohm and Mr. Beamer for their work revising the chapter to reflect changes to the Board’s bylaws, the Kentucky Revised Statutes, and requirements of the Southern Association of Colleges and Schools (SACS).

Ms. Medley made a motion, which Mr. Armstrong seconded, to approve the

**Ad Hoc Committee on Board Governance’s recommendation that Chapter 1 of The Redbook be revised, as attached.**

The motion passed.

Update on MOU with UofL Foundation

Ms. Black stated her committee was working with the governance committee of the UofL Foundation to create a Memorandum of Understanding (MOU) detailing the relationship between the University and the Foundation. She reported both governance committees had resolved all but a few technical issues, and expects to present a final copy of the MOU to the board at a special meeting before July 1, 2017.

Mr. Grissom thanked Ms. Black and her committee for its work.

V. Report of the President

Updates

President Postel updated the Board on completed 2017-18 projects and works in progress using the **attached** tables. He then fielded questions from trustees.

Action Item: UofL Hospital Affiliation Agreement

Dr. Postel briefed the Board on the recommendations to approve two documents regarding UofL Hospital: a revised lease agreement and revised academic affiliation agreement. He explained that due to the termination of the partnership with KentuckyOne Health and the transition to UMC, both documents required revisions to reflect UMC as managing entity of the Hospital.

Chairman Grissom requested additional time for the Board to consider the proposed revisions to the lease agreement and academic affiliation agreement, and stated a special meeting would be called prior to July 1, 2017, in which to approve the documents.

Mr. Cromer requested an explanatory memorandum to be included in the materials.

No action was taken.

#### VI. Report of the Chair

The Chairman announced the composition of the Ad Hoc Tenure and Nepotism Policy Committee as follows:

Sandra Frazier , Chair  
William Armstrong  
Dale Billingsley  
Bonita Black  
Brian Cromer  
James Rogers  
Enid Trucios-Haynes

Mr. Grissom asked Ms. Frazier to coordinate with the Boards Liaison regarding committee meeting dates and times.

#### VII. Executive Session

Ms. Black made a motion, which Dr. Wright seconded, to go into Executive Session at 2:09 p.m. to discuss litigation and personnel matters pursuant to KRS 61.810(1)(c) and (f).

The motion passed.

Mr. Cromer departed the meeting at 3:49 p.m.

#### VIII. Open Meeting Reconvenes

The open meeting reconvened at 4:08 p.m. Chairman Grissom reported the board discussed litigation and personnel matters.

The following actions were then taken:

Personnel Matters

Dr. Wright made a motion, which Ms. Frazier seconded, to approve the following personnel recommendations:

From June 15, 2017:

**Law**

**Lars Smith, LL.M., JD, Professor (Tenured) of Law, the Samuel J. Stallings Chair in Law, and Associate Dean for Academic Affairs; additional appointment as Interim Dean of the Louis D. Brandeis School of Law, July 1, 2017 through December 31, 2017. Appointment as Interim Dean is at the pleasure of the Board of Trustees.**

**Public Health and Information Sciences**

**Timothy Wiemken, PhD, Assistant Professor (Term) of Medicine (School of Medicine); change of appointment and promotion to Associate Professor (Probationary) of Epidemiology and Population Health (School of Public Health and Information Sciences) effective June 19, 2017.**

**JB Speed School of Engineering**

**Gail DePuy, PhD, Professor (Tenured) of Industrial Engineering and Associate Dean for Academic and Student Affairs; additional appointment as Interim Dean of the Speed School of Engineering effective July 1, 2017. Appointment as Interim Dean is at the pleasure of the Board of Trustees.**

From May 18, 2017:

**Administration**

**Jason Chesney, MD, PhD, Professor (Tenured) of Medicine and Pharmacology and Toxicology and Brinkley Chair in Lung Cancer Research; additional appointment as Associate Vice President for Health Affairs and Director of the James Graham Brown Cancer Center; change of appointment from Brinkley Chair in Lung Cancer Research to James Graham Brown Foundation Chair, May 18, 2017. Appointments as Associate Vice President and Director of the James Graham Brown Cancer Center are at the pleasure of the Board of Trustees.**

**Daniel Durbin, MPA, West Virginia University; Associate Vice President for Health Affairs and Health Sciences Center Chief Financial Officer, July 1, 2017. Appointment as Associate Vice President is at the pleasure of the Board of Trustees.**

**Kevyn Merten, PhD, Assistant Vice President for Research and Innovation; promotion to Associate Vice President for Research and Innovation, July 1, 2017. Appointment as Associate Vice President for Research and Innovation is at the pleasure of the Board of Trustees.**

**Arts and Sciences**

**Craig Grapperhaus, PhD, Professor (Tenured); additional appointment as Chair of Department of Chemistry, July 1, 2017 through June 30, 2020. Appointment as Department Chair is at the pleasure of the Board of Trustees.**

**Business**

**Jay Brandi, PhD, Professor (Tenured) and Interim Chair of Department of Finance; change of appointment to Chair of Department of Finance, July 1, 2017 through June 30, 2022. Appointment as Department Chair is at the pleasure of the Board of Trustees.**

**Law**

**Colin Crawford, JD, Harvard Law School; Professor with tenure and Dean of the Louis D. Brandeis School of Law and Associate in the Department of Urban and Public Affairs (College of Arts and Sciences), January 1, 2018. Appointment as Dean is at the pleasure of the Board of Trustees.**

**Medicine**

**Dwayne Compton, EdD, Instructor (Term) of Medicine and Executive Director of Diversity Initiatives; change of appointment to Instructor (Term) of Medicine and Associate Dean for Community Engagement and Diversity, July 1, 2017. Appointment as Associate Dean is at the pleasure of the Board of Trustees.**

**Public Health and Information Sciences**

**Karunarathna Kulasekera, PhD, Professor (Tenured) and Chair of Department of Bioinformatics and Biostatistics; additional appointment as Assistant Dean for Academic Affairs, July 1, 2017. Appointments as Department Chair and Assistant Dean are at the pleasure of the Board of Trustees.**

The motion passed with Mr. Armstrong opposed.

Authorization to Amend Alvarez & Marsal Contract

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

**RESOLVED, the Board of Trustees authorizes the Chairman of the Board to negotiate an amendment of the contract with Alvarez & Marsal to cover additional expenses that are responsive to the information requested by board counsel as a result of the forensic audit of the UofL Foundation, as presented to the Board of Trustees on June 8, 2017.**

The motion passed.

IX. Adjournment

Dr. Wright made a motion, which Prof. Trucios-Haynes seconded, to adjourn.

The motion passed and the meeting adjourned at 4:11 p.m.

Approved by:

  
\_Signature on File  
Assistant Secretary



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Mr. Jake Beamer, Boards Liaison and Assistant Secretary

Outside  
Counsel: Mr. Sam Hinkle, Stoll Keenon Ogden, PLLC  
Mr. Craig Digler, Stoll Keenon Ogden, PLLC

I. Call to Order

Chairman Grissom called the meeting to order at 2:09 p.m.

II. Personnel Matters

The Board discussed personnel matters.

Mr. Cromer noted he would be abstaining from discussing litigation matters pertaining to the UofL Forensic Audit and departed the meeting at 3:49 p.m.

III. Litigation Matters

The Board discussed litigation matters.

IV. Adjournment

The executive session adjourned at 4:08 p.m.

Approved by:

  
**Signature on File**  
Assistant Secretary