

## **University of Louisville**

### **Timeline of Board of Trustees Reorganization**

The University of Louisville's recent interactions with SACSCOC can be traced back to several public announcements about activities at the University of Louisville (UofL) and the University of Louisville Foundation (ULF). Concerns about the relationship between the two entities and the lack of transparency were initially raised by members of the UofL Board of Trustees. In June 2015, then Kentucky State Auditor Adam Edelen announced the initiation of an audit examination (after an official request by a member of the Board) focused on governance issues tied to the dual leadership roles between UofL and ULF and compensation received by former President James Ramsey and other university employees.

The following timeline outlines the events associated with Governor Matt Bevin's reorganizing of the UofL Board of Trustees:

**June 16, 2016** – Dr. James Ramsey sent a letter to Governor Matt Bevin to reaffirm a conversation between them and stated that “upon a legal restructure of the Board of Trustees at the University of Louisville, I will immediately offer, to the newly appointed board, my resignation/retirement as President of the University of Louisville.”

**June 17, 2016** - Governor Matt Bevin, citing his authority under the Kentucky Constitution and KRS 12.028, issued two executive orders, 2016-338 and 2016-339. In the executive orders, Governor Bevin stated that the Board of Trustees is accountable for the health, reputation, and integrity of the university community in all aspects, that it was apparent that the Board of Trustees was irreparably fractured and broken, and that reorganization efforts had to be undertaken immediately in order to achieve greater economy, efficiency, transparency, and improved oversight and administration of the University. Executive order 2016-338 temporarily reorganized the UofL Board of Trustees by replacing the statutorily created UofL Board of Trustees, which features 20 members, 17 of whom are appointed by the governor to serve staggered six-year terms and three of whom represent campus constituencies, with a smaller 13-member body, ten of whose members are to be appointed by the Governor and three of whom represent campus constituencies. The second executive order (2016-339) appointed three individuals to serve as an “interim Board until such time as the replacement Board is created.” Governor Bevin also called for the names of 30 nominees to be gathered by the Postsecondary Education Nominating Committee within two weeks, from which he would select the full board.

In his press conference, Governor Bevin indicated that “the three members who came through channels associated with the university to represent faculty, students, etc.... will continue exactly as they were and those same individuals who were put there through those channels will continue as part of the newly constituted board.”

**June 29, 2016** – Governor Bevin issued executive order 2016-391 by which he announced his appointment of ten (10) new members to the reorganized board of trustees. As required by Kentucky law, all ten members were appointed from the list of names provided by the Postsecondary Education Nominating Committee. The board appointed by the Governor included the three “interim” board members, and seven other appointees. The three constituent

representatives for faculty, staff, and students were also on the board, for a total board of 13 members. The Governor's executive order 2016-391 provided the names of each appointee and their terms of service, ranging from one to six years. Per KRS 12.028, the temporary reorganization plan must be reviewed by the General Assembly in its next legislative session, which began in January of 2017. The reorganization would not continue unless approved by the General Assembly.

#### Actions of the Reorganized UofL Board of Trustees

**July 13, 2016** - The reorganized board held its first meeting. The Governor appeared briefly to make opening remarks thanking the Board members for their service, then departed. The board members selected as the Chair Pro Tem Mr. Ulysses "Junior" Bridgeman. The board voted to approve conferring the August 2016 degrees. Per KRS 164.821, the President, together with the Vice President for Strategy and Legal Counsel, presented a trustees' orientation for the new members of the Board.

**July 21, 2016** – The reorganized board held its second meeting. Chair Pro Tem Bridgeman called the meeting to order. President Ramsey presented the 2016-17 operating budget proposal. The board chair asked that a budget committee meeting be scheduled for a more in-depth discussion of the budget before taking any vote. A report on the status of the Health Sciences Campus was presented by the Interim Executive Vice President for Health Affairs.

**July 27, 2016** – The reorganized board held its third meeting. Chair Pro Tem Bridgeman, called the meeting to order. President James Ramsey submitted his resignation to the Board; after deliberation in a closed session, the Board decided to accept the resignation of Dr. James Ramsey. Following The Redbook 2.2.3, the board appointed Dr. Neville Pinto, who was then serving as the Interim Provost and Executive Vice President, as Acting President of UofL.

#### Issuance of Court Order

**June 22, 2016** – The Kentucky Attorney General (AG) Andy Beshear announced that he intended to challenge in Court Governor Bevin's reorganization of the UofL Board of Trustees using KRS 12.028.

**July 29, 2016** – Judge Phillip Shepherd of the Franklin Circuit Court issued an order ruling in the litigation filed by the Kentucky Attorney General. The Court's Order granted the Attorney General's request for a temporary injunction and stayed the reorganized board's authority to act as the duly constituted Board of Trustees, pending a final judgment in the litigation. To quote a sentence from the ruling, "Thus, the issuance of injunctive relief to restore the *status quo* prior to the issuance of the Executive Order will protect the public interest by ensuring that all SACS requirements have been met before the changes to university governance set forth in the Executive Order are given full effect."

The temporary relief ordered by the Court restored the UofL Board to its composition and membership that was in place prior to the issuance of Governor's Bevin's Executive Orders 2016-338, 2016-339 and 2016-391 by Governor Bevin.

**September 28, 2016** - Judge Phillip Shepherd delivered his decision in the Attorney General's litigation ruling that KRS 12.028 was not applicable to postsecondary education. Judge Shepherd issued his final Circuit Court ruling (Civil Action No. 16-CI-738) rejecting Governor Bevin's executive orders to reorganize the UofL board.

The Circuit Court ruling reinstated the original UofL board in place prior to June 17, 2016, and reaffirmed the legality of all business activities undertaken by the Bevin-appointed board (Addresses Board of Trustees actions taken between July 21 and July 27, 2016).

**August 25, 2016** - The court order allowed the original Board of Trustees in place prior to the Governor's Executive orders issued on June 17, 2016 to meet. This board would meet for a total of five times between August 25 and November 29, 2016.

#### Kentucky General Assembly – Approval of SB 12 and SB 107

**January 7, 2017** - The Kentucky General Assembly approved the passage of Senate Bill (SB) 12 (signed into law by the Governor on January 9, 2017). Senate Bill 12:

- gave authority for the appointment of a new Board of Trustees for the University of Louisville compliant with state law as provided in KRS 164.830 (Powers of the Board) and KRS 164.821 (Membership—Terms).
- reduced the number of University of Louisville Board of Trustees appointed by the governor from seventeen to ten [SB 12, Section 1(1)].
- transferred to the newly appointed Board all authority, duties, functions, responsibilities, records, equipment, staff, and supporting budgets along with all rights, powers, duties, and obligations as set forth in the Kentucky Revised Statutes and other relevant provisions of the law vested in the former Board of Trustees of the University of Louisville [SB 12, Section 5].

**January 17, 2017** – Governor Matt Bevin appointed ten new members to the UofL Board of Trustees as authorized by SB12. These ten new members joined three continuing members (the chair of the university's faculty senate, the chair of the staff senate, and the student body president) to form a new Board of Trustees with thirteen members

**March 15, 2017** - Senate Bill (SB) 107 was approved by the Kentucky General Assembly (signed into law by the Governor on March 21, 2017). Senate Bill 107:

- addressed the legal issues associated with the Governor's executive orders using KRS 12.028 to dismiss the board.
- amended state statutes related to the appointment to the Board of Trustees for the University of Kentucky and the University of Louisville; the Board of Regents at the Kentucky regional post-secondary education institutions (Eastern Kentucky University, Western Kentucky University, Morehead State University, Kentucky State University,

Northern Kentucky University, Murray State University, and the Kentucky Community and Technical College System); the Kentucky Board of Education; and the Kentucky Council on Postsecondary Education.

- established processes for the appointment and dismissal of individual Board members or an entire Board [SB 107, Section 1].