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

## August 9, 2024

### In Open Session

Members of the University of Louisville Board of Trustees met in the President's Conference Room, Grawemeyer Hall, Belknap Campus, on August 9, 2024, at 8:04 a.m., with members present and absent as follows:

Present: Ms. Diane Medley, Chair

Mr. Jerry Abramson
Dr. Raymond Burse
Mr. Al Cornish
Mr. Chris Dischinger
Mr. Brian Lavin
Mr. Kevin Ledford
Dr. Eugene Mueller
Ms. Allie Rose Phillips
Ms. Diane Porter

Ms. Sherrill Zimmerman

Absent: Dr. Larry Benz

Mr. Larry Hayes

From the

University: Dr. Kim Schatzel, President

Ms. Angela Curry, General Counsel and Vice President for Legal Affairs

Mr. John Karman, Executive Director of Communications

Mr. Jake Beamer, Dir. of Governance & Strategic Initiatives & Asst. Secretary

### I. Call to Order

Chair Medley called the roll and having determined a quorum present, called the meeting to order at 8:04 a.m.

### Conflict of Interest Affirmation

The Acting Chair reminded all members of the board of their responsibility to avoid conflicts of interest and appearances of conflicts of interest. She stated each member has received the agenda and related information for this Board of Trustees' meeting.

Chair Medley requested if any board member knows of any conflict of interest or appearance of conflict of interest with respect to any matter coming before the Board of Trustees at this meeting, to please identify the conflict or appearance of conflict at this time.

No conflicts were identified.

# Approval of Minutes, 7-25-2024

Mr. Lavin made a motion, which Dr. Mueller seconded, to approve the minutes of the July 25, 2024, meeting. The motion passed.

#### II. Executive Session

Mr. Dischinger made a motion, which Mr. Cornish seconded, to recess to executive session to discuss proposed or pending litigation pursuant to KRS 61.810(1)(c).

The motion passed and the open meeting recessed at 8:06 a.m.

# III. Open Meeting Reconvenes

The open meeting reconvened at 8:23 a.m. The chair reported that the board discussed proposed or pending litigation. Trustees then took the following action:

# Resolution Regarding Litigation

Dr. Burse made a motion, which Mr. Cornish seconded, to approve the following resolution:

Resolved, pursuant to the Board of Trustees Resolution dated September 22, 2016, related to the resolution of litigation and Section II(g) of the Board of Trustees Resolution regarding financial transactions, the Board hereby authorizes and delegates authority to the President to take all necessary and appropriate steps in connection with 22-CI-003460, including but not limited to full resolution thereof.

The motion passed.

## IV. Adjournment

Having no other business to come before the board, Mr. Ledford made a motion, which Dr. Mueller seconded, to adjourn. The motion passed and the meeting adjourned at 8:24 a.m.

Approved by:
Signature on file
Assistant Secretary

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## August 9, 2024

### In Executive Session

Present: Ms. Diane Medley, Chair

> Mr. Jerry Abramson Dr. Raymond Burse Mr. Al Cornish Mr. Chris Dischinger

Mr. Brian Lavin Mr. Kevin Ledford Dr. Eugene Mueller Ms. Allie Rose Phillips Ms. Diane Porter

Ms. Sherrill Zimmerman

From the

Dr. Kim Schatzel, President University:

> Ms. Angela Curry, General Counsel and Vice President for Legal Affairs Mr. Jake Beamer, Dir. of Governance & Strategic Initiatives & Asst. Secretary

#### I. Call to Order

Chair Medley called the executive session to order at 8:06 a.m.

#### II. **Proposed or Pending Litigation**

The board discussed proposed or pending litigation.

#### III. Adjournment

Mr. Ledford made a motion, which Dr. Mueller seconded, to adjourn the executive session. The motion passed, and the session adjourned at 8:22 a.m.

Approved by:	
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Signature on file	
Assistant Secretary	

# RESOLUTION OF THE BOARD OF TRUSTEES CONCERNING AUTHORIZATION AND DELEGATION TO THE PRESIDENT REGARDING A LITIGATION MATTER

Board of Trustees – August 9, 2024

Resolved, pursuant to the Board of Trustees Resolution dated September 22, 2016, related to the resolution of litigation and Section II(g) of the Board of Trustees Resolution regarding financial transactions, the Board hereby authorizes and delegates authority to the President to take all necessary and appropriate steps in connection with 22-CI-003460, including but not limited to full resolution thereof.

BOARD ACTION:	
Passed <u>X</u>	
Did Not Pass	
Other	
Pa	
Signature on file	
Assistant Secretary	