

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

January 21, 2021

In Open Session

Members of the University of Louisville Board of Trustees met virtually at 1:01 p.m. on January 21, 2021, with members present and absent as follows:

Present: Ms. Mary Nixon, Chair
Mr. Scott Brinkman
Mr. Randy Bufford
Dr. Raymond Burse
Mr. John Chilton
Ms. Sabrina Collins
Mr. Al Cornish
Ms. Diane Medley
Ms. Diane Porter
Mr. James Rogers
Dr. David Schultz
Mr. John Smith

From the
University: Dr. Neeli Bendapudi, President
Dr. Beth Boehm, Executive Vice President and University Provost
Dr. Kevin Gardner, Executive Vice President for Research & Innovation
Mr. Dan Durbin, Vice President for Finance and CFO
Mr. Thomas Hoy, General Counsel
Dr. Jasmine Farrier, Vice President for University Advancement
Mr. Vince Tyra, Vice President for Athletics and Athletic Director
Dr. Toni Ganzel, Vice President for Academic Medical Affairs
Ms. Mary Elizabeth Miles, Vice President for Human Resources
Mr. Mark Watkins, Sr. Associate Vice President for Operations
Ms. Sandy Russell, Assistant Vice President for Enterprise Risk and Compliance
Ms. Shannon Rickett, Assistant Vice President for Government Relations
Dr. Faye Jones, Senior Associate Vice President for Diversity and Equity
Mr. John Drees, Sr. Associate Vice President for Communications & Marketing
Mr. Rehan Khan, Vice Provost for Information Technology Services
Mr. Walter Newell, Treasurer/Controller
Dr. Michael Mardis, Dean of Students & Vice Provost for Student Affairs
Ms. Amy Shoemaker, University Counsel and Assoc. Athletic Director
Ms. Beverly Santamouris, Assistant Controller, Dir. of Accounting & Reporting
Ms. Jessica Murnock, Executive Officer to the President
Ms. Kim Adams, Chief Information Security Officer

Ms. Jennifer Mudd, Director of Integrity and Compliance
Ms. Stacie McCutcheon, Privacy Officer
Ms. Kim Butterweck, Executive Director of Communications & Marketing
Dr. Michael Wade Smith, Chief of Staff and External Affairs
Mr. Jake Beamer, Boards Liaison and Assistant Secretary

From UofL

Health: Mr. Tom Miller, CEO

From the UofL

Foundation: Mr. Keith Sherman, Executive Director

Guests: Ms. Tam Powell, BVK

I. Call to Order

Chair Nixon called the roll. Having determined a quorum present, she called the meeting to order at 1:01 p.m.

Conflict of Interest Affirmation

The 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 Nixon 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.

Consent Agenda

Chair Nixon presented the consent agenda as follows:

- **Approval of Minutes, 10-28-2020**
- **Ratifications from the Executive & Compensation Committee, 12-10-2020**
 - **Certificate in Healthcare Leadership (9-24-2020)**
 - **2020 Trustees Award**
 - **Naming of New Dormitory at SE Corridor**
 - **Promotion and Tenure Matters**
 - **Executive Vice President and University Provost Hiring**
 - **Quasi-endowment Liquidation**
 - **Utility Tunnel Infrastructure Repair**
 - **University Retirement Plan Extension**

○ **December Degree Candidates**

Mr. Rogers made a motion, which Ms. Porter seconded, to approve the consent agenda as listed.

The motion passed.

II. Action Item: Approval of Revised Bylaws

Chair Nixon recalled that the revision to the bylaws, approved by the Governance, Trusteeship, and Nominating Committee on December 10, 2020, was a housekeeping edit to provide consistency with the board's spending policy.

Mr. Brinkman made a motion, which Mr. Chilton seconded, to approve the

Governance, Trusteeship, and Nominating Committee's recommendation to approve a revision to Section 2.9.B.1 of the board's bylaws concerning the Executive and Compensation Committee's role in matters of compensation, as attached.

Following a roll call vote, the motion passed unanimously.

III. Action Item: MOU with Foundation

Mr. Brinkman explained that the primary purpose of the amended MOU is to create a single document (rather than multiple documents) to govern the relationship between the Foundation and the University.

He made a motion, which Mr. Rogers seconded, to approve the

President's recommendation that the Board of Trustees approve a Memorandum of Understanding (MOU) between the University of Louisville and the University of Louisville Foundation, Inc., as described in the attached document.

The motion passed.

IV. Action Item: Approval of Procurement Regulation

Mr. Brinkman stated the procurement regulation being brought before the board has seen multiple iterations and has been previously reviewed by trustees. The proposed administrative regulation and associated procedure provides the university with the opportunity to engage in a contract with a member of the teaching or administrative staff of the university, beyond compensation, if it is determined to be in the best interest of UofL.

He then moved, which Mr. Bufford seconded, to approve the

President's recommendation that the Board of Trustees approve a new procurement regulation, as attached.

The motion passed.

V. Action Item: Approval of College of Business HVAC Upgrade

Mr. Durbin briefed the board on a recommendation to approve a project to upgrade the HVAC system in the College of Business. The Ulmer Career Center, located in the lower level of the College of Business, experienced in recent months severe humidity issues resulting in damage to furniture, flooring, and walls. Current ventilation quality is not meeting industry standards, and therefore this immediate request to upgrade the HVAC will benefit students, faculty, and staff. Additionally, the upgraded system will enable a reduction in future labor, material, and repair costs.

He then fielded questions from the committee.

Chair Nixon requested from Mr. Durbin an update at a future board meeting regarding the university's deferred maintenance projects.

Mr. Brinkman made a motion, which Mr. Rogers seconded, to approve the

President's recommendation that the Board of Trustees approve a project to upgrade the HVAC system in the College of Business at an estimated cost of \$1,695,887.

The motion passed.

VI. Action Item: Approval of Amendment to Retirement Plan

Mr. Durbin then briefed trustees on an amendment to the university's retirement plan, noting that the plan had been amended over the last several months as a budget balancing strategy to counteract the unexpected expenses arising from the COVID-19 pandemic.

Mr. Durbin then fielded the board's questions using the **attached** presentation.

Trustee Smith thanked the CFO and his team for embracing the university's shared governance model and being transparent with the Faculty and Staff Senates when crafting the amendment.

Mr. Smith then made a motion, which Prof. Schultz seconded, to approve the **President's recommendation that the Board of Trustees approve an amendment to the university's 403(b) retirement plan, as described in the attached resolution.**

The motion passed.

VII. Report of the President

President Bendapudi explained that her report consists of updates from select members of her leadership team, a year-in-review presentation, and a mid-year update on the president's goals as approved by the Board of Trustees.

University Branding Update

Dr. Smith introduced Ms. Butterweck and Ms. Powell, and together, they briefed the board on the university's brand evolution to date, including the overall strategy and approach to better articulating what it means to be a Cardinal.

Using the **attached** presentation, Dr. Smith, Ms. Butterweck, and Ms. Powell answered questions from trustees regarding the progress completed over the past year to update UofL's brand.

President Bendapudi, Chair Nixon, and other trustees thanked Dr. Smith and his team for the update.

UofL Health Update

CEO Miller provided an update to the trustees regarding the university's health enterprise using the **attached** presentation. It included the status of UofL Health's efforts to battle the COVID-19 pandemic, a financial overview, and current strategic foci.

He and the president then fielded questions from the board.

Chair Nixon thanked Mr. Miller for his report.

Financial Update

Mr. Durbin, using the **attached** presentation, provided a year-to-date university financial status update. Highlights included:

- Enrollment and tuition revenues slightly ahead of budget
- Overall expenses trending with the budget at a 48% realization rate
- Stable cash position and liquid cash comparisons from previous years
- Notable revenue changes including sponsored research, pass-through financial aid, and CARES Act monies

The president thanked Mr. Durbin for his update.

University Updates

The President provided an overview of calendar year 2020 using the **attached** presentation, focusing on the challenges the university overcame due to the pandemic, social justice issues, and financial concerns. These “big wins” included a record number of student successes, a record amount of research and associated studies, and the university’s response to COVID-19.

Dr. Bendapudi recognized and thanked her administrative teams for their roles in these efforts.

Mid-year Progress Update

The president reminded trustees that her goals for academic year 2020-21 were concentrated around four key areas: making the university a great place to learn, to work, to invest, and efforts to increase diversity, equity, and inclusion, as indicated in the **attached** chart. It depicts the current progress for each metric and selected tactic in a green, amber, and red status:

- Green reflects an achieved or exceeded goal
- Amber reflects active work to improve a goal or tactic
- Red reflects goals that were not achieved

Dr. Bendapudi further discussed select goals not included in her Big Wins presentation including:

- Improving student access to mental health
- Embedding digital learning certification classes in Cardinal Core classes
- Campus climate surveys and improving faculty and staff morale
- Improving UofL’s information technology infrastructure
- Filling key leadership positions
- Increasing liquidity, days of cash on hand, research rewards and expenditures

Cardinal Anti-Racism Agenda (CARA)

Continuing with her **presentation**, President Bendapudi explained that creating an anti-racism agenda at the University of Louisville was part of multiple efforts to position UofL for long-term success in being a premier anti-racist university; however, she acknowledged that this goal is still a vision and UofL has a long way to go before achieving it.

To craft a roadmap to an anti-racist future for the institution, Dr. Bendapudi asked the Commission on Diversity and Racial Equity (CODRE) to take the lead in creating CARA. A group of more than 100 stakeholders has been meeting since the Fall and will prepare a final report in the spring semester.

The president noted the CARA will address 11 areas:

1. Policies and Practices
2. UofL Culture and Mindset
3. Leadership Responsibility and Accountability
4. Presence
5. Career Development and Advancement Opportunities
6. University and Community Relationships
7. Work Conditions and Compensation Equity
8. Images and Communication
9. Shared Governance and Committees
10. Executive Administration and Board Leadership
11. Curriculum and Instruction

The president then fielded questions from the board.

Naming Opportunities

The president consulted with trustees on two naming opportunities.

Dahlem Infrastructure Structural Testing Lab

President Bendapudi notified the board that a request had been made to name the renovated Infrastructure Structural Testing Lab in the Speed School of Engineering. The remodeled structural lab will be equipped to support both teaching and research. Bernie Dahlem, who passed in 2018, gifted more than \$2 million to UofL Speed School over his lifetime. He obtained his BS in Civil Engineering in 1951, and MS in Civil Engineering in 1972 from UofL. He was a member of the President's Council and past president of the Speed School Alumni Foundation. He received the school's Professional Award for Engineering, was recognized for career accomplishments with the Distinguished Alumnus Award in 1988, and was honored by UofL with an honorary Doctor of Science degree in 1996. In 1994, he made a \$1 million gift to Speed School to establish the Dr. John E. Heer, Jr. Faculty Scholar Fund.

There were no objections by trustees to this request, and the president declared her intention to designate the lab as the "Dahlem Infrastructure Structural Testing Lab."

Dr. Wood E. Currens Student Success and Wellness Center

The president also notified the board that a request had been made to name a soon-to-be renovated space in the basement of the Dental School. Currently, it is used for storage and as a student lounge, however it will be renovated into an updated student commons and study space. In lieu of a \$150,000 gift that fully funds all renovation costs, the donors have expressed their desire to name the new space after a retired associate dean, Dr. Wood E. "Woody" Currens.

There were no objections to this request, and the president declared her intention to designate the lab as the “Dr. Wood E. Currens Student Success and Wellness Center (Provided by the McGuinn Family).”

New Appointments

President Bendapudi reported that she had appointed Darrell Griffith as an ambassador to the university, and that EVP Gardner hired David Calzi as the new director of Industry Partnerships.

Mr. Griffith, working closely with offices of the President, Athletics and Advancement, will contribute to the University’s goals articulated in the Strategic Plan, Cardinal Anti-Racism Agenda, and Grand Challenges by increasing the profile and expanding the relationships of UofL.

He will help the university cultivate new and steward existing relationships within and outside the community; serve as an ambassador and a liaison with internal and external constituents, audiences, donors, alumni, media, and the community to promote our initiatives, programs, and services; and assist in development and fundraising efforts and events to help us meet overall development goals.

Mr. Calzi, reporting directly to the EVP for Research and Innovation, will serve as the chief liaison between industry, corporate, business, nonprofit, military and education partners and the University of Louisville, and be responsible for initiating, building, maintaining, and expanding potential and existing partnerships with local, regional, national, and international industries and external organizations, as well as the development and implementation of new strategic alliances and business development initiatives, including but not limited to, corporate training/internship programs and corporate-sponsored, high-impact faculty, staff, and student projects.

He is also charged with the creation and development of holistic relationships, connections, and “full life-cycle” engagement of industry partners across the entire university, while supporting and advancing the overall mission, strategic plan, Grand Challenges and Cardinal Principles of the university.

The president asked the board to join her in welcoming Messrs. Griffith and Calzi to her team.

That concluded the president’s report.

Chair Nixon thanked the president and her team for their updates.

VIII. Report of the Chair

The chair had no report but expressed her appreciation to the president for shepherding the university through the unprecedented year that was 2020 and for positioning UofL for a great year in 2021.

IX. Adjournment

Having no other business to come before the board, Mr. Bufford made a motion, which Prof. Schultz seconded, to adjourn.

The motion passed and the meeting adjourned at 3:20 p.m.

Approved by:


Signature on file
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES
CONCERNING THE CREATION OF THE
CERTIFICATE IN HEALTHCARE LEADERSHIP

Academic & Student Affairs Committee – September 24, 2020
Executive & Compensation Committee – September 24, 2020

RECOMMENDATION:

The President recommends that the Board of Trustees approve the creation of the Certificate in Healthcare Leadership, effective Spring 2021.

BACKGROUND:

The Dean of the College of Education and Human Development (CEHD) recommends the creation of the Certificate in Healthcare Leadership. This is a 12-credit-hour undergraduate certificate.

The purpose of the certificate program is to prepare adult learners who are working in healthcare, public health, private health insurance, health-care billing and payment, and other health-related businesses. This program is ideal for individuals who have acquired experience in the healthcare field and desire another credential for promotions within their organization, increased pay, or management and leadership roles.

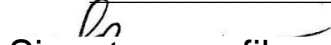
The intended audience for this certificate includes individuals who have acquired experience in the healthcare field and desire a credential for promotions within their organization, increased pay, or management and leadership roles; and professionals in careers that span across a variety of Healthcare Leadership positions. This introductory certificate prepares professionals at the entry to mid-level, as well as clinic/service/department level positions in public or private healthcare organizations and systems.

This certificate will also fill a needed gap for students interested in pursuing the Work Ready Kentucky Scholarship (WRKS) Program from the Kentucky Higher Education Assistance Authority to pursue careers in organizational training. The WRKS is currently limited to programs that lead to a certificate or associates degree.

The Faculty Senate recommended the creation of the Certificate in Healthcare Leadership at their meeting on September 2, 2020. The certificate is considered a short-term credential and approval of the proposal by the Kentucky Council on Postsecondary Education is not required. The Executive Vice President/University Provost joins the President in making this recommendation.

COMMITTEE ACTION:

Passed X
Did Not Pass
Other


Signature on file
Assistant Secretary

BOARD ACTION:

Passed X
Did Not Pass
Other


Signature on file
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES REGARDING
THE 2020 TRUSTEES AWARD

Academic and Student Affairs Committee – December 10, 2020
Executive & Compensation Committee – December 10, 2020

RECOMMENDATION:


The Academic and Student Affairs Committee recommends that the Board of Trustees approve Dr. Catherine Fosl, Ph.D., as the 2020 Trustees Award recipient.

COMMITTEE ACTION:

Passed X

Did Not Pass _____

Other _____


Signature on file _____
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass _____

Other _____


Signature on file _____
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES
OF THE UNIVERSITY OF LOUISVILLE
CONCERNING NAMINGS AND DESIGNATIONS

Academic and Student Affairs Committee – December 10, 2020

Executive and Compensation Committee – December 10, 2020

RECOMMENDATION:

The President recommends the Board of Trustees approve the naming of the Southeast Corridor Dormitory as “Denny Crum Hall made possible by L&N Federal Credit Union.”

BACKGROUND:

At its October 2020 board meeting, the Board of Trustees approved the financing and construction of a new dormitory on Belknap Campus. When construction is complete, the Southeast Corridor Dormitory is anticipated to serve as a premier on-campus housing facility operated by the University of Louisville benefiting graduate students in the SPAD program as well as the Men’s and Women’s Basketball and Lacrosse student-athletes.

The naming rights of the dorm remain with the University through the agreement with the developer, IPA, and the UofL Foundation. In October 2020, L&N Federal Credit Union executed a \$2.5 million gift to the Cardinal Athletic Fund in exchange for the opportunity to lend its support to the legacy of University of Louisville Athletics through naming a facility on behalf of former head Men’s Basketball Coach Denny Crum.

Some additional background on Coach Crum:

- Since 2001, The Denny Crum Scholarship Foundation and the Denny Crum Scholarship Fund at UofL have awarded over \$1 million dollars benefiting over 425 students. In addition, Crum has lent countless hours of his time for charitable causes throughout the community for the past 49 years. Moreover, Coach Crum was the architect of one of the most impressive eras in collegiate basketball, which came to an end following the 2000-01 season as former UofL Coach Denny Crum retired after 30 seasons with the Cardinals.
- The man admirably labeled “Cool Hand Luke” by former commentator Al McGuire was inducted into the Basketball Hall of Fame on May 9, 1994. He directed Louisville to the 1980 and the 1986 NCAA Championships, ranking him as one of only 10 coaches in NCAA history to win two or more titles. Six times he guided the Cardinals into the NCAA Final Four, including four times in the decade of the ’80s. Only three coaches all-time coached more Final Four teams than Crum.
- He directed the Cardinals to 23 NCAA Tournament appearances. Three of his squads participated in the NIT, reaching the NIT semifinals in 1985. The Cardinals captured or shared 12 Metro Conference regular season titles and 11 post-season tournament championships under Crum’s guidance. Crum engineered UofL to 20 or more victories in 21 of his 30 seasons.

- Crum's 675 victories rank him 15th all-time, holding a 675-295 career record. His NCAA Tournament mark is 42-23. He retired at the conclusion of the 2000-01 season and continued to work as a special assistant to the UofL president for several years. The KFC Yum! Center court has been named in his honor.

The recommendation was approved by the University-wide Committee on Awards and Designations.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other

Signature on file
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass

Other

Signature on file
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES
REGARDING PERSONNEL MATTERS

Academic & Student Affairs Committee – December 10, 2020

Executive & Compensation Committee – December 10, 2020

RECOMMENDATION:

The President recommends that the following personnel recommendations be approved by the Board of Trustees.

PROMOTION AND TENURE

Engineering

Jason Saleem, PhD, Assistant Professor (Probationary) of Industrial Engineering; promotion to Associate Professor and award of tenure, January 1, 2021.

Medicine

Teresa Pitts, PhD, Assistant Professor (Probationary) of Neurological Surgery; promotion to Associate Professor and award of tenure, January 1, 2021.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other

Signature on file
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass

Other

Signature on file
Assistant Secretary

RECOMMENDATION TO BOARD OF TRUSTEES
CONCERNING PERSONNEL MATTERS

Academic & Student Affairs Committee – December 10, 2020

Executive & Compensation Committee – December 10, 2020

The President recommends that the following personnel matter be approved by the Board of Trustees.

Administration:

Lori S. Gonzalez, PhD, appointment as Executive Vice President and University Provost and Professor (Tenured) of Otolaryngology-Head and Neck Surgery and Communicative Disorders, effective April 1, 2021.

Education: PhD, University of Florida

Notable Accomplishments:

Dr. Gonzalez holds both an MA and PhD in Communication Disorders from Eastern Kentucky University and the University of Florida, respectively. She served as the Vice Chancellor for Academic, Faculty and Student Affairs (2015-2020) and Interim Dean of the College of Health Professions (2016-2017) at the University of Tennessee Health Science Center. She has also served as the Senior Advisor to the Senior VP for Academic Affairs at the University of North Carolina General Administration (NC public higher education authority (2014-2015), as Provost and Executive Vice Chancellor at Appalachian State University (2011-2014), and as Dean of the College of Health Sciences at the University of Kentucky (2005-2011).

Salary Data:

Incumbent base salary:	\$400,000
Incumbent supplement:	\$ -0-
Incumbent total:	\$400,000

Proposed base salary:	\$225,000
Proposed supplement:	\$200,000
Proposed total:	\$425,000

Budget impact:	\$25,000
----------------	----------

Median benchmark comparison:	\$395,484
Benchmark position title:	Executive Vice President/ Vice Chancellor
Benchmark source:	CUPA Administrators in Higher Education Annual Report
Year of benchmark data:	2019-2020
Benchmark data number of incumbents:	36
Benchmark data number of institutions:	35

This appointment has been approved by the faculty of the School of Medicine.

BACKGROUND:

From the BOT Personnel Policy approved April 18, 2019:

Personnel Items Requiring Board Action and Formally Reported to the Board: shall include initial faculty appointments with tenure or faculty appointments to Endowed Chairs, promotions of faculty above the rank of Assistant Professor or award of tenure, early termination of faculty, and the President and Executive Vice Presidents.

From the BOT Financial Transactions (Spending) Policy approved April 18, 2019:


The Board of Trustees must review and approve the award of any compensation, including base salary; bonuses; housing, car, club or similar allowances or stipends; or deferred compensation to the University President and Executive Vice Presidents.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other



Signature on file
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass

Other


Signature on file
Assistant Secretary

RECOMMENDATION TO THE
UNIVERSITY OF LOUISVILLE BOARD OF TRUSTEES
REGARDING THE LIQUIDATION OF A QUASI-ENDOWMENT

Finance Committee – December 10, 2020
Executive & Compensation Committee – December 10, 2020

RECOMMENDATION:

The President recommends that the Board of Trustees approve the liquidation of the Bill and Lindy Street James Brown Cancer Center Quasi-endowment.

BACKGROUND:

Upon his passing in 2018, Bill Street bequeathed a gift to UofL, the funds of which were used to create the Bill and Lindy Street James Brown Cancer Center Quasi-endowment.

In November 2020, Lindy Street requested the remaining balance of the quasi-endowment, \$337,997.46, be liquidated to fund the following one-time expenses:

- \$150,000 to repurpose existing FDA-approved drugs for COVID-19
- \$135,000 to Understanding the Immune Landscape in Oropharyngeal Squamous Cell Carcinoma Patients Treated with Radiochemotherapy
- \$25,000 to Protein Expression Research
- \$28,000 to Cytof equipment operating and support funds (funds from this gift were previously used to purchase this piece of equipment)

The Vice President for University Advancement joins the president in making this recommendation to the Board.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other


Signature on file _____
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass

Other


Signature on file _____
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES RATIFYING THE
APPROVAL OF A CAPITAL PROJECT TO REPAIR A UTILITY TUNNEL

Finance Committee – December 10, 2020
Executive & Compensation Committee – December 10, 2020

RECOMMENDATION:

The President recommends that the Board of Trustees ratify the approval of a project to repair the infrastructure in underground utility tunnels on Belknap Campus, at an approximate cost of \$704,477.

BACKGROUND:

On November 14, 2020, CFO Dan Durbin notified Board of Trustees Chair Mary Nixon and Finance Committee Chair Diane Medley of an immediate need to mitigate deteriorating structural issues in utility tunnels that run beneath the Belknap Campus. The issues included repairing utilities (e.g. leaking steam and chilled water pipes) that could lead to heating/cooling issues in several buildings on campus, and repairing sections of the tunnels that might be at risk of collapse and could threaten the safety of the Physical Plant employees when working in the tunnels.

Because of the immediacy of the project that could not be postponed until the December 10 Board of Trustees committee meetings, CFO Durbin requested from Trustees Nixon and Medley off-cycle approval of the project.

The project was included in the capital budget approved by the Board of Trustees on October 24, 2019, at an estimated cost of \$1.2 million. However, the firm that won the bid is already on campus constructing the new residence hall so their mobilization costs are significantly less, resulting in a bid that is almost \$500,000 below the earlier estimate included in the capital budget.

COMMITTEE ACTION:

Passed X
Did Not Pass _____
Other _____


Signature on file _____
Assistant Secretary

BOARD ACTION:

Passed X
Did Not Pass _____
Other _____


Signature on file _____
Assistant Secretary

RECOMMENDATION TO THE UNIVERSITY OF LOUISVILLE
BOARD OF TRUSTEES CONCERNING AN AMENDMENT
TO THE 403(B) RETIREMENT PLAN

Finance Committee – December 10, 2020
Executive and Compensation Committee – December 10, 2020

RECOMMENDATION:


The President recommends that the Board of Trustees approve an amendment to the university's 403(b) retirement plan, as described in the [attached](#) resolution.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other



Signature on file _____
Assistant Secretary

BOARD ACTION:

Passed X

Did Not Pass

Other


Signature on file _____
Assistant Secretary

**AMENDMENT TO THE
UNIVERSITY OF LOUISVILLE 403(B) RETIREMENT PLAN**

THIS AMENDMENT by the University of Louisville (the “*University*”).

W I T N E S S E T H:

WHEREAS, the University maintains the University of Louisville 403(b) Retirement Plan (the “*Plan*”);

WHEREAS, the COVID-19 pandemic continues to cause unprecedented disruption of the operations of the University and has created fiscal uncertainty for the University;

WHEREAS, given the COVID-19 disruption, the University determined a need to modify the Plan to stop employer contributions to the Plan for a three-month period from May, 1, 2020 through July 31, 2020, enabling the university to maintain a balanced budget and meet its financial obligations;

WHEREAS, the University determined that it was able, consistent with prudent financial planning and budgeting, to restore a portion of the employer contributions to the Plan for the five-month period from August 1, 2020 through December 31, 2020;

WHEREAS, the University continues to experience fiscal uncertainty and has determined that, consistent with prudent financial planning and budgeting, it cannot further increase the employer contributions to the Plan until it is possible to better ascertain the status of the University’s future finances through the beginning of the Spring 2021 semester and to share that information with the University Budget Planning and Monitoring Committee that includes representation from the University’s students, faculty and staff; and

WHEREAS, under the provisions of the Plan, the University retains the right to modify, alter, amend or terminate the Plan at any time and may choose to restore all or an additional portion of the employer contribution to the Plan at any time;

NOW, THEREFORE, effective as of January 1, 2021, the University hereby amends the Plan as follows:

1. Section 5.01 of the Plan is completely amended and restated to provide as follows:

5.01 Amount of University Contributions.

- (a) Basic Contributions. The University shall make a Contribution to each Participant's Account for each Plan Year in which the Participant qualifies as an Eligible Employee under Section 2.17(a) in an amount equal to 7.5% of such Participant's Compensation for such Plan Year (or, for a period of participation less than a Plan Year, 7.5% of the Participant's Compensation for the portion of the Plan Year during which the Participant was eligible to participate), such percentage to be determined before salary reductions for amounts deferred by such Employee pursuant to an election made under sections 125, 132(f)(4) or 402(g) of the Code. Notwithstanding the foregoing, for the three month period commencing January 1, 2021, and ending March 31, 2021, the last day of the third quarter of the state fiscal year ("SFYQ3 2021"), the University shall make a Contribution to each Participant's Account in an amount equal to 2.5% of such Participant's Compensation, such percentage to be determined before salary reductions for amounts deferred by such Employee pursuant to an election made under sections 125, 132(f)(4) or 402(g) of the Code. The University shall have no obligation to subsequently contribute the amount that would otherwise have been contributed during SFYQ3 2021.
- (b) Matching Contributions. If a Participant makes an Elective Deferral in any amount up to 2.5% of Compensation for the same period with respect to which a Basic Contribution under subsection (a) above is made for such Participant, the University shall make a matching contribution in an amount equal to 100% of such Elective Deferral. Matching Contributions are not available to Employees who are eligible to make "Elective Deferrals" only (as defined in Section 2.17(b)).
- (c) Discretionary Contributions. The University may, in its sole discretion, make Discretionary Contributions in such amount as it may deem appropriate to the extent that such Contribution does not contravene the provisions of section 403(b) of the Code, regulations promulgated thereunder or such rulings or notices that the Secretary of Treasury may make.

2. Section 5.02(b) is amended by amending and restating item number (4) and adding a new item number (5) to provide as follows:

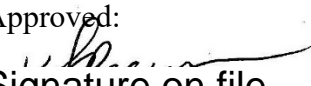
- (4) University Basic Contributions; and
 - (5) Discretionary Contributions.
3. This Amendment shall be effective as of January 1, 2021.

IN WITNESS WHEREOF, the University has caused this Amendment to be executed on the 10th day of December, 2020.

Reviewed as to Form & Legality:

Recommended:

Approved:


Signature on file

Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES
CONCERNING CANDIDATES FOR DEGREES AND CERTIFICATES

Executive and Compensation Committee – December 10, 2020

RECOMMENDATION:

The President recommends that the Board of Trustees approve the Candidates for Degrees and Certificates to be conferred by the University of Louisville on December 12, 2020 and that the Board authorize the Executive Vice President and University Provost to approve the awarding of degrees to others who have been certified by the unit faculties as having completed the appropriate courses of study, but missed the deadline for Board action.

BOARD ACTION:

Passed X

Did Not Pass

Other



Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES CONCERNING BYLAWS REVISION

Governance, Trusteeship, and Nominating Committee – December 10, 2020
Board of Trustees – January 21, 2020

RECOMMENDATION:

The Governance, Trusteeship, and Nominating Committee recommends a revision to Section 2.9.B.1 of the board's bylaws concerning the Executive and Compensation Committee's role in matters of compensation. The new language is *italicized* and in **red** and listed below.

Section 2.9.B.1

EXECUTIVE AND COMPENSATION COMMITTEE

The Executive and Compensation Committee shall consist of the officers of the Board of Trustees, one at-large member of the Board who shall be elected by the Board, [and] one of the three constituency representatives who shall be a member. The Chair of the U of L Foundation Board shall be invited to participate in meetings of this Committee where the compensation of the President will be considered or discussed solely as an advisor and such participation shall be on an ex-officio, non-voting basis. In the case of the one constituency representative who shall serve on the Executive and Compensation Committee, the seat shall be filled on a rotating academic year basis in the following order and sequence beginning with the 2017-2018 academic year: the Faculty Senate chair, the Student Government Association president, and the Staff Senate chair.

This committee shall, under the powers delegated to it in accordance with the Kentucky Revised Statutes, act for the Board of Trustees during the interim between meetings of the Board. The Executive and Compensation Committee shall carry out assignments given it by the Board of Trustees and make such reports to the Board as required by it. Actions taken by the Executive and Compensation Committee shall be reported to the Board for ratification except when the Board specifically authorizes an action to be taken on its behalf, in which case such action will be reported only.

This committee shall conduct the evaluation of the President annually. The Executive and Compensation Committee's role in matters of compensation is to consider and recommend to the Board of Trustees compensation for the President and *Executive Vice Presidents* pursuant to applicable state law and in accordance with the Spending Policy (See Section 2.8).

BACKGROUND:

As currently written, Section 2.9.B.1 of the bylaws require the Executive and Compensation Committee to consider and recommend to the Board of Trustees the compensation of the *President, Vice Presidents and Deans*.

This is incongruous with the board's current Spending Policy at Sec. II(f), which requires the Board of Trustees to review and approve of:

- (f) the award of any compensation, including base salary; bonuses; housing, car, club or similar allowances or stipends; or deferred compensation to the University *President and Executive Vice Presidents*.

By removing from the bylaws the references to Vice Presidents and Deans, the bylaws and the spending policy become consistent.

The President and General Counsel join the Governance, Trusteeship, and Nominating Committee in making this recommendation.


A roll-call vote of the Board of Trustees shall be required on this matter, per Section 2.8 of the bylaws.

COMMITTEE ACTION:

Passed X

Did Not Pass

Other _____


Assistant Secretary

BOARD ACTION:

Passed

Did Not Pass

Other _____

Assistant Secretary

RECOMMENDATION TO THE
UNIVERSITY OF LOUISVILLE BOARD OF TRUSTEES
REGARDING MEMORANDUM OF UNDERSTANDING (MOU) BETWEEN THE
UNIVERSITY OF LOUISVILLE AND THE UofL FOUNDATION, INC.

Board of Trustees – January 21, 2021

RECOMMENDATION:

The president recommends the Board of Trustees approve a Memorandum of Understanding (MOU) between the University of Louisville and the University of Louisville Foundation, Inc., as described in the [attached](#) document.

BACKGROUND:

This Amended MOU amends, replaces and supersedes the Amended and Restated Memorandum of Understanding dated as of July, 2018 by and between the University, and the University's Board of Trustees, and the Foundation, and the Foundation's Board of Directors, which Amended and Restated Memorandum of Understanding was approved by the University's Board of Trustees pursuant to a resolution dated July 19, 2018.

By signing this Amended MOU, the University and the Foundation hereby agree that the Management Representation and Indemnity Agreement between the University and the Foundation dated December 14, 2017, as amended is terminated, null and void.


The primary purpose of this Amended MOU is to create a single document (rather than multiple documents) to govern the relationship between the University and the Foundation. Key provisions from the now terminated MRIA have been incorporated into this Amended MOU along with provisions from the Previous MOU.

BOARD ACTION:

Passed X

Did Not Pass

Other


Assistant Secretary

SECOND AMENDED AND RESTATED
MEMORANDUM OF UNDERSTANDING
BETWEEN
THE UNIVERSITY OF LOUISVILLE
AND
THE UNIVERSITY OF LOUISVILLE FOUNDATION, INC.

THIS SECOND AMENDED AND RESTATED MEMORANDUM OF UNDERSTANDING (the “Amended MOU”) is entered into as of the 1st day of January, 2021 by and between the University of Louisville (the “University”) and the University of Louisville Foundation, Inc. (the “Foundation”). (Each of the University and the Foundation is a “Party” and collectively are the “Parties”).

This Amended MOU amends, replaces and supersedes the Amended and Restated Memorandum of Understanding dated as of July, 2018 by and between (i) the University, and the University’s Board of Trustees, and (ii) the Foundation, and the Foundation’s Board of Directors, which Amended and Restated Memorandum of Understanding was approved by the University’s Board of Trustees pursuant to a resolution dated July 19, 2018 (the “Previous MOU”).

By signing this Amended MOU, the University and the Foundation hereby agree that the Management Representation and Indemnity Agreement between the University and the Foundation dated December 14, 2017, as amended (the “MRIA”) is terminated, null and void. The Parties have executed this Amended MOU in order to create a single document (rather than multiple documents) to govern the relationship between the University and the Foundation. Key provisions from the now terminated MRIA have been incorporated into this Amended MOU along with provisions from the Previous MOU.

In consideration of the foregoing and the agreements set forth below, and other good and valuable consideration, receipt of which is hereby acknowledged, the Parties agree as follows:

I. Shared Mission; Separate Governance

A. Shared Mission.

1. The University and the Foundation agree to work as partners to strengthen the University through activities that support the mission and priorities of the University. Both the University and the Foundation have a shared interest in ensuring that each adheres to industry best practices as well as to a governance structure that guaranties all decisions remain free from political pressure, conflicts of interest and the disproportionate influence of any individuals(s). The underlying philosophy and belief of the Foundation and the University is that adherence to industry best practices and such governance structure will provide a “check and balance” which will work to safeguard the interest of the University and its donors, with such “check and balance” often being manifested in this Agreement through the requirement that many actions described herein must be separately

approved by each of the Foundation's Board of Directors and the University's Board of Trustees.

2. The Foundation is primarily responsible for stewarding donations received for the University's overall enhancement in accordance with donor intent and consistent with the Foundation's fiduciary responsibilities. The University (and its affiliated entities) are the sole beneficiary of the assets managed by the Foundation.
3. To ensure effective achievement of the items in this Amended MOU, the University and Foundation officers and representatives shall hold periodic meetings to foster and maintain productive relationships and to ensure open and continuing communications and alignment of priorities.

B. University Governance.

1. The University is an agency of the Commonwealth of Kentucky.
2. The University's Board of Trustees is responsible for (i) overseeing the mission, leadership, operations and performance of the University, (ii) setting priorities and long-term plans for the University and (iii) the employment and compensation of all University employees (acting directly or through designees) and for the appointment, compensation, and evaluation of the University's President.

C. Foundation Governance.

1. Unlike the University, the Foundation is not a public agency. The Foundation exists as a separate legal entity from the University and is not subject to the University's control. The Foundation is a Kentucky nonprofit corporation that has been recognized by the Internal Revenue Service as a tax-exempt charity under Section 501(c)(3) of the Internal Revenue Code, as amended (the "Code").
2. The Foundation's Board of Directors is responsible for overseeing the Foundation's operations, including control and management of its assets and prudent management of all gifts made for the benefit of the University, whether endowed or current use gifts, consistent with donor intent. This oversight is governed by a comprehensive set of articles of incorporation, bylaws, committee charters and policies that clearly address the fiduciary responsibilities of the Board of Directors, including requirements that individual board members act in good faith, on an informed basis, in a manner consistent with the Foundation's fiduciary duties and the Foundation's best interests, and in furtherance of the Foundation's commitment to the University.
3. The Foundation shall establish, maintain and enforce policies to identify and manage potential conflicts of interest among its board members and

staff. Such policies shall be reviewed on a regular basis and strictly enforced. While “direct investments” by the Foundation are prohibited (see III. B.4. below), the Foundation’s conflict of interest policies will prohibit any investment by the Foundation in a business in which any member of the University’s Board of Trustees or Foundation’s Board of Directors or any executive level employee or officer of the University or the Foundation have an ownership, employment, consulting or other financial relationship.

4. The Chair of the Foundation’s Board of Directors shall be a member of the Foundation’s Board of Directors, but shall not be the President of the University of Louisville.
5. The Foundation is responsible for employing, compensating, and evaluating all of its employees, including the Foundation’s top executive. As it relates to compensation for executive officers of the Foundation, the Foundation’s Board of Directors shall only act upon the recommendation of its Compensation Committee.
6. No officer or employee of the Foundation (including the Foundation’s chief executive), shall serve simultaneously as an officer of the University, without the prior approval of the University’s Board of Trustees and the Foundation’s Board of Directors.
7. The Foundation’s Board of Directors may choose to form an executive committee, which committee would have only such authority as is delegated in writing pursuant to a resolution approved by the affirmative vote of not less than 75% of the voting members of the Foundation’s Board of Directors. The Executive Committee, if formed, shall include at least one Trustee Director.

II. University Responsibilities

- A. The University designates the Foundation as the repository of all private gifts (including any endowed gifts from state programs) made in support of the University unless otherwise expressly specified by the donor.
- B. The University shall ensure that any allocations from the Foundation are spent in accordance with donor intent. The University shall timely sign compliance documents from the Foundation attesting to its adherence with donor intent.
- C. The funds transferred from the Foundation to the University may be used by the University to support its annual budget, subject to prior approval by the University’s Board of Trustees.
- D. The University President is responsible for communicating University priorities and long-term plans, as approved by the University’s Board of Trustees, to the Foundation.

- E. The University President controls the University's fund-raising activities. The University President and campus leadership will work, in conjunction with the Foundation, to identify, cultivate, and solicit prospects for private gifts.
- F. The Foundation's chief executive shall be invited on a regular basis to meetings of the University President's executive team.
- G. The Foundation's chief executive or his or her designee shall be included as an *ex-officio* member of any University-wide strategic or facilities planning committee.
- H. The University shall be responsible for the development and regular sequenced communication of donor stewardship letters.
- I. The University, at its option, may contract with the Foundation at fair market value rates for special services like grounds maintenance or advertising. The services, if any, and compensation amount will be negotiated on an annual basis by April 30th of the preceding fiscal year. The University agrees to provide the Foundation with access, without charge, to the University's enterprise and identity management systems, including access to University email and Ulink services and storage space on the University's shared drive or an equivalent successor. To the extent the Foundation asks the University to provide customized functionality for the Foundation or requests that University personnel provide significant support for the Foundation's e-discovery obligations, the University and Foundation will timely negotiate reasonable compensation rates for those services. The Foundation agrees that it will comply with the University's policies and procedures related to access to and use of University email and Ulink services and shared drive storage space, including University policies and procedures related to data security. The University will provide the Foundation with a shared drive exclusively for the use of the Foundation. The University will provide that shared drive with the same level of security it provides to its own shared drives and agrees that it will not access information stored on that shared drive or other information that the University clearly knows is Foundation information without the express written permission of the Foundation, except as part of normal maintenance or desktop support operations.
- J. The University's Chief Financial Officer shall serve, *ex-officio*, as a voting member of the Foundation's Finance Committee.
- K. The University President shall be an *ex-officio*, voting member of the Foundation's Board of Directors and up to five (5) members of the University's Board of Trustees shall serve as voting members of the Foundation's Board of Directors (the "BOT Foundation Board Members"). In the event that the Chair of the University's Board of Trustees requests that a fifth member of the University's Board of Trustees serve on the Foundation's Board of Directors, such fifth member shall be selected by the Chair of the University's Board of Trustees in accordance with the bylaws of the Foundation. At no time shall the University President (serving in an *ex officio* capacity on the Foundation's Board) together with the BOT Foundation Board

Members collectively comprise more than 40% of the membership of the Foundation's Board of Directors.

III. Foundation Responsibilities. Consistent with the purposes stated in its Articles of Incorporation, the Foundation exists to promote the interest and welfare of the University and provide it with a margin of excellence by providing the maximum level of sustainable financial support.

A. Fundraising and Stewardship

1. The Foundation will maintain, adhere to, and periodically assess, its gift-management and acceptance policies and will make the University aware of any proposed changes to such policies.
2. The Foundation shall not accept grants from state or federal agencies, except in special circumstances that are approved by the Foundation's Board of Directors and the governmental agency and only after consultation with the University.
3. The Foundation shall be responsible for (and custodian of) donor records related to the gifts received by the Foundation for the University's benefit and shall make those records available to the University upon reasonable request (excluding the records created and maintained by the University's Office of Advancement for fundraising purposes).
4. The Foundation may hold licensing agreements and other forms of donated intellectual property.
5. The Foundation may borrow money or guarantee debt or engage in other activities to further the purpose of the University. The Foundation may use donor gifts as collateral for the purposes described in this paragraph unless expressly prohibited by such donor.
6. The Foundation receives, invests, encourages, manages, and administers private gifts and bequests donated for the benefit of the University and, if designated by a donor, directs them to specific areas or projects within the University. The Foundation acts in a fiduciary capacity, distributing money as required by the terms of the gift and consistent with the donor's intent. The Foundation acts as custodian for endowed funds and serves in other fiduciary capacities when gifts are made through bequests and other planned giving arrangements.

B. Asset Management

1. The Foundation's investment objective is to protect the corpus of permanently endowed gifts in perpetuity and preserve the purchasing power of its assets, while providing a continuing, stable and sustainable funding source to support the current and future mission of the University. To

accomplish this, the Foundation seeks to generate a total return that will exceed not only its spending rate, but also all expenses and inflation. It is the intention that all total return (interest income, dividends, realized gains, and unrealized gains), above and beyond the amount approved for expenditure or distribution, will be reinvested by the Foundation. The Foundation's assets will be managed on a total return basis, consistent with the applicable standard of conduct set forth in the Kentucky Uniform Prudent Management of Institutional Funds Act (KRS 273.600 to 273.645) ("KY UPMIFA"). The Foundation will employ an outside third party as its outsourced investment office to provide expertise in the management of its assets ("Outsourced Investment Office"). The Foundation shall memorialize its investment objectives and performance standards in a written Investment Policy Statement ("IPS") which shall be reviewed not less than every four years by the Foundation's Investment Committee and Board of Directors. The Foundation's IPS shall be made available to the University.

2. The Foundation agrees to provide the University with timely information (but in no event less than quarterly) about investment performance and the current market value of endowments, as requested to allow the University to provide donors with this information.
3. The Foundation will establish prudent asset-allocation, disbursement, and spending policies that are consistent with its IPS and adhere to applicable federal and state laws, including the Kentucky Principal and Income Act (KRS 386.450 to 386.504) and KY UPMIFA.
4. Unless requested by the University in writing (and previously approved by the University's Board of Trustees), and excluding investments managed by its Outsourced Investment Office, the Foundation shall not invest in start-up businesses or real estate nor make any other "direct" investments (i.e., shall not invest directly in any entity or business or real estate venture).
5. The Foundation will receive, hold, manage, invest, and disburse contributions of cash, securities, patents, copyrights, and other forms of property, including immediately vesting gifts and deferred gifts that are contributed in the form of planned and deferred-gift instruments. The Foundation will maintain separate accounts for (a) endowment funds, (b) current use gifts, and (c) operating cash.

C. Transfer of Funds

1. The Foundation is the depository of private gifts made for the University's benefit. It will transfer funds from endowment earnings to the designated entity within the University in compliance with applicable laws, University and Foundation policies, the Foundation's current budget, and gift agreements, and in keeping with its obligation to provide the University

with the maximum level of sustainable support. Such transfers will occur on a timely basis based on an agreed schedule of disbursements.

2. The Foundation will transfer current use funds to the University (upon request by the University) in accordance with the Foundation's current budget to support University initiatives and make disbursements on the University's behalf, subject to applicable gift agreements. The Foundation's disbursements on behalf of the University must be for reasonable business purposes that support the University, are consistent with donor intent, and in compliance with all applicable laws and Foundation policies. All requests for Foundation fund transfers to the University or disbursements on behalf of the University, in addition to the endowment support discussed in Section III.C.1 above, should be communicated to the Foundation by the University President, University Chief Financial Officer, applicable School Dean or University Chief Advancement Officer.
3. All transfers of funds from the Foundation to the University must be documented in writing or electronically in a form that has a retrievable transaction trail.
4. The Foundation shall not process any request to process the liquidation or transfer of any quasi-endowed account, in whole or in part, without the prior approval of the University's Board of Trustees and the Foundation's Board of Directors. As it relates to testamentary gifts, the Foundation shall automatically quasi-endow any gift of more than \$100,000 unless otherwise requested in writing by the University's Board of Trustees.
5. The Foundation shall not make funds available for spending at the sole discretion of the Foundation President, the University President or any other officer of the Foundation or the University.
6. The Foundation shall not request or accept loans from the University without the approval of the University's Board of Trustees.
7. Unless requested by the University's Board of Trustees in writing (and such request identifies an available source of funding), the Foundation shall not become obligated to pay (nor shall it pay) salary, bonuses, deferred compensation, tax gross-ups or any other compensation to University employees (whether directly or through subsidiaries or affiliates).
8. At the time it requests a transfer of funds, the University will provide the Foundation with appropriate documentation establishing that the University is adhering to terms, conditions or limitations imposed by the donor on the gift. The Foundation and the University will work together to maintain a set of form documents and procedures that implement this obligation in an efficient and effective manner.

D. Foundation Funding and Administration

1. The Foundation will use its best efforts to assure that the activities of the Foundation align with the mission and goals of the University and meet applicable accreditation standards (and the University will use its best efforts to notify the Foundation of such applicable accreditation standards).
2. The Foundation will maintain its tax-exempt status under Section 501(c)(3) of the Code and carry on its work exclusively for the charitable and educational purposes of the University of Louisville.
3. Not less than three months prior to the beginning of the Foundation's fiscal year, and at least two weeks before submitting same to the Foundation's Finance Committee, the Foundation shall prepare a complete annual line item budget (including the President's Initiative Spending Allocation and the Advancement Spending Allocation) and an Annual Spending Policy, and shall submit such budget and the Annual Spending Policy to the University's President and Chief Financial Officer for review and comment.
4. Each year the Foundation holds "budget workshops" for the members of the Foundation's Board. These are working meetings where the budget for the upcoming fiscal year is discussed in detail. The members of the University's Board of Trustees shall be invited to attend the Foundation's "budget workshops". The Foundation shall consider in good faith all recommendations and advice relative to the budget made by any member of the University's Board of Trustees, and any reasonable request made by a member of the University's Board of Trustees shall be included in the Foundation's annual budget.
5. In establishing an annual operations and capital budget, the Foundation has the right to use a reasonable percentage of funds to support its operations. In addition, the Foundation may use payments received from the University, whether direct (e.g., administrative fees) or in-kind, under the terms of any annual service contract with the University.
6. In establishing a financial plan, the Foundation will provide for necessary office space, computer and telephone systems, utilities, adequate personnel, office supplies, and other such services that may be necessary or required to fulfill its responsibilities and obligations.
7. The Foundation shall maintain copies of the plans, budgets, and donor records developed in connection with the performance of its obligations in compliance with system-wide policies for records retention. Such policies shall include the implementation of litigation holds, a prohibition on destruction of data in connection with the repurposing of computers, telephones and other devices and shall be consistent with the policies of the University.

8. The Foundation and the University shall coordinate with each other on public policy questions such as Open Records and Open Meetings issues and on fundraising and public relations/marketing.
9. On an annual basis, the Foundation's Board of Directors will select and engage an independent accounting firm to conduct an audit of the Foundation's financial and operational records.
10. The Foundation shall provide the University with a copy of the Foundation's annual audited financial statements, including management letters and responses to management letters within 30 days of receipt. Within 90 days of the issuance of an audit report with audit findings, the Foundation shall demonstrate to the University that satisfactory progress has been made to implement a corrective action plan. If the University recommends that specific actions be included in the corrective action plan, the Foundation Chief Executive shall promptly communicate the University's recommendations to the Foundation's independent accounting firm and the Foundation's Board of Directors for their consideration.
11. The Foundation shall provide the University and the University's Board of Trustees with detailed quarterly financial reports, including, without limitation, information on all assets held and investments managed by the Foundation, the amount of the Endowment Pool, the status of gift accounts (including any carryover amounts) and budget-to-actual comparisons.
12. The Foundation and the University will share access to donor data and records in accordance with established University and Foundation policies and procedures and mindful of applicable laws.
13. The Foundation shall (i) maintain a confidential and anonymous mechanism to encourage individuals to report any inappropriateness within the Foundation's financial management, which will always include coordination with and the right to access the University's procedures and mechanics to report inappropriate activities, and (ii) prohibit punishment of or retaliation against any employee for reporting problems.
14. Officers and employees of the Foundation who have check-signing authority or who handle cash or negotiable instruments must be bonded in an amount determined to be reasonable by the Foundation's Board of Directors after consultation with the University.
15. The Foundation's Board of Directors shall evaluate the potential risks arising from the Foundation's operations and obtain commercially reasonable amounts of general liability and directors/officers' insurance.

IV. License to use University Marks

- A. During the term of this Amended MOU only, and consistent with its mission to help advance the plans and objectives of the University, the Foundation is granted a royalty-free, non-exclusive, non-transferable license to use the name, “University of Louisville”, the name “U of L”, and the University of Louisville cardinal bird (registration number 2007784) (the “University Marks”). The Foundation will operate under its own seal and logotype, which, during the term of this Amended MOU, shall include the University Marks or any combination thereof.
- B. All Foundation use of or materials containing the University Marks shall be well suited in accordance with the purposes of this Amended MOU and shall be of a high quality that does not derogate from or adversely affect the University Marks or the goodwill and reputation associated therewith or with the University. The Foundation will conform its uses to quality standards approved by the University in its reasonable discretion, which may be changed by the University periodically with written notice to the Foundation and which shall, in no event, be lower than the standards the Foundation applies to maintaining its own trademarks. The Foundation agrees that the University Marks are the University’s exclusive property, have acquired secondary meaning and that all related rights and goodwill in the University Marks shall inure solely to the University’s benefit. The Foundation shall not acquire any rights or interest in the University’s Marks, nor shall the Foundation challenge, attack or contest the ownership or validity of the University’s rights in the University Marks.

V. Miscellaneous Terms

- A. The University and the Foundation agree to review this Amended MOU (i) at least every two years, and (ii) as necessary in connection with any amendment by either Party of its bylaws or other written agreements or policies that impacts such Party’s relationship with the other Party, with any necessary changes to be documented with written amendments.
- B. Either Party may terminate this Amended MOU, upon the affirmative vote of not less than 75% of the members of its governing body and 180 days’ prior written notice to the chief executive officer and board chair of the other Party. The Party initiating the Amended MOU’s termination must act in good faith to schedule and participate in a meeting to resolve differences (the “Initial Meeting”), which meeting (i) shall include, at a minimum, the chair of the governing body of each Party as well as the top executive from each Party, and (ii) shall be held within 30 days of the initial written notice of intention to terminate this Amended MOU. At the Initial Meeting, the Parties shall use their best efforts to resolve all differences.
- C. If, after the Initial Meeting, differences remain, the Parties shall mutually select a neutral mediator to facilitate a dispute resolution process. Both Parties, as represented by their top executives and board chairs, shall participate in good faith in such mediation and use their respective best efforts to resolve all differences. If

a neutral mediator has not been selected or the mediation is not successful within 60 days after the Initial Meeting, the Parties shall continue to cooperate in good faith to resolve differences. On the date which is 90 days after the Initial Meeting, the Parties' top executives and board chairs shall once again meet – including with the mediator if one has been selected. If, at the conclusion of that meeting the Parties agree that a resolution is possible they shall agree on a path for achieving such resolution. If, however, at the conclusion of that meeting either or both of the Parties do not believe a resolution is possible, the Parties shall work together in good faith over the next 60 days to formulate a plan of termination, which plan shall govern their separation and their relationship after termination of this Amended MOU. If the Parties have not agreed on a plan of termination within that 60-day period, then this Amended MOU shall terminate at the end of such 60-day period.

- D. Notwithstanding the foregoing, either Party may terminate this Amended MOU upon the affirmative vote of not less than 75% of the voting members of its governing body in the event the other Party materially defaults in the performance of its obligations under this Amended MOU and fails to cure such default within a reasonable period (not less than 90 days) after receiving written notice from the other Party of intention to terminate this Amended MOU (which notice shall describe the material default in reasonable detail).
- E. Notwithstanding the foregoing, both Parties recognize that, whether this Amended MOU has been terminated or remains in full force and effect, the Foundation has a fiduciary duty to fulfill its responsibilities to donors under the terms of the gifts it has received to distribute and expend funds for the University's benefit. That obligation continues after the termination of this Amended MOU.
- F. The Foundation agrees to comply with all state and federal laws applicable to it and to maintain its tax-exempt status at all times. Consistent with provisions appearing in the Foundation's Articles of Incorporation, should the Foundation cease to exist or cease to be recognized under Section 501(c)(3) of the Code, the Foundation will transfer its assets and property to the University, or if the University is not then in existence or otherwise competent to receive them, to those entities provided for in Kentucky Revised Statutes Section 273.303 or its successor statute, in accordance with law and donor intent.
- G. The Parties' obligations under Section IV, Section V.E, and Section V.F of this Amended MOU shall survive any termination of this Amended MOU.
- H. This Amended MOU (i) terminates the MRIA effective as of the date first written above, and (ii) supersedes and replaces the Previous MOU, as amended, as well as all prior Agency Agreements between the University and the Foundation, including the Agency Agreements entered into in 1985, 1996, and 2001. The Previous MOU and any such Agency Agreements shall be void and of no further force and effect.

- I. This Amended MOU may be amended only by a written document signed by both Parties and approved by the University's Board of Trustees and the Foundation's Board of Directors.
- J. This Amended MOU may be executed in one or more counterparts, each of which will be deemed to be an original copy of this Amended MOU and all of which, when taken together, will be deemed to constitute one and the same agreement. The exchange of copies of this Amended MOU and of signature pages by email transmission shall constitute effective execution and delivery of this Amended MOU as to the Parties and may be used in lieu of the original Amended MOU for all purposes. Signatures of the Parties transmitted by email shall be deemed to be their original signatures for any purposes whatsoever.

This Second Amended and Restated Memorandum of Understanding, made as of the date first written above, between the University and the Foundation. is intended to set forth policies and procedures that will contribute to the coordination and understanding of their mutual activities and responsibilities. It shall, subject to the provisions above, remain in effect until September 30, 2022 and shall automatically renew for successive additional two year terms unless amended by the Parties under Section V, Paragraph I, above, or terminated pursuant to the provisions of Section V, Paragraphs B, C and D, above.

IN WITNESS WHEREOF, the parties have caused this Amended MOU to be executed by their duly authorized officers as of the day and date first above written.

UNIVERSITY OF LOUISVILLE

By: Mary R. Nixon
Mary Nixon, Chair, Board of Trustees

By: Neeli Bendapudi
Neeli Bendapudi, President

UNIVERSITY OF LOUISVILLE FOUNDATION, INC.

By: _____
Earl Reed, Chair, Board of Directors

By: _____
Keith Sherman, COO and Executive Director

RECOMMENDATION TO THE BOARD OF TRUSTEES
CONCERNING THE ADOPTION OF A NEW REGULATION
REGARDING PROCUREMENT

Board of Trustees – January 21, 2021

RECOMMENDATION:

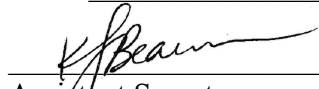
The President recommends that the Board of Trustees approve a new procurement regulation, as [attached](#).

BOARD ACTION:

Passed X

Did Not Pass

Other



Assistant Secretary

Table of Contents

KRS 164.821(7) and the University of Louisville Interpretation..... 2

Proposed: University of Louisville Administrative Regulation: Interest in Contracts..... 2

Proposed: University of Louisville Administrative Procedure: Interest in Contracts 3

Definitions 4

 Appendix A: Flowchart of Proposed University of Louisville Administrative Procedure: Interest in Contracts..... 7

 Appendix B: Scenario – Illustrating a Reconsideration Process Requiring Trustees Approval/Denial 9

KRS 164.821(7) and the University of Louisville Interpretation

Unless specifically approved by the board of trustees under the provisions of KRS 164.367, no member of the teaching or administrative staff of the university shall be directly or indirectly interested in any contract with the university for the sale of property, materials, supplies, equipment, or services, with the exception of compensation to the faculty, staff, and student members.

Prior to March 2019, University of Louisville Research Foundation (ULRF) and the University of Louisville Athletic Association (ULAA) were not considered included in the above statute's interpretation – only the University of Louisville. A Covered Person with an interest in a contract with ULRF or ULAA would do so under an approved Management Plan. In March 2019, based on a new interpretation by the Chief Compliance Officer, ULRF and ULAA were considered covered by the above statute. With that interpretation, a company in which a Covered Person holds an interest can donate goods or services to UofL, ULRF or ULAA. Alternatively, the Covered Person can divest themselves from the company seeking a contract with UofL, ULRF or ULAA.

This proposed Administrative Regulation and associated Procedure provides the University with the opportunity to engage in a contract with a Covered Person, beyond compensation, if it is determined to be in the best interest of the university.

Proposed: University of Louisville Administrative Regulation: Interest in Contracts

Section 1. The Board of Trustees of the University of Louisville exercises its authority to perform the functions set forth in KRS 164.367 (2) establishing the conditions and procedures by which a Covered Person, who may be directly or indirectly interested in a contract, may contract with the University for the sale of property, materials, supplies, equipment or services to the University.

Section 2. A Covered Person, must act with the utmost integrity, responsibility, and honesty. A Covered Person cannot use his/her position for financial gain or other benefits for oneself, business associates, Relatives, or other persons with which a Covered Person has a close personal relationship. Actions that create an appearance of impropriety are to be avoided.

Section 3. If there is a proposed contract in which a Covered Person has an interest, whether direct or indirect, for the sale, or purchase of property, materials, supplies, equipment, or services with the University, the contracting entity shall submit a request for review of that desired contract. An indirect interest can be found when a real or perceived use of a University position could lead to financial or other benefits to the Covered Person or a Relative of the Covered Person. An indirect interest includes situations where a business owned or controlled by a Relative of the Covered Person would be doing business with the University.

Section 4. The Board of Trustees of the University of Louisville has determined the University may enter into a contract in which a Covered Person has an interest only if the proposed contract is approved pursuant to the processes for review and approval and said contract meets specified criteria. Requests for review are submitted to the University's Conflict Review Board for its review and recommendation. The Conflict Review Board (1) may recommend approval of the request through the University of Louisville's Vice President for Risk, Audit and Compliance (who serves as the Conflict of Interest and Commitment (COIC) Officer), (2) recommend approval of the request with modification, or (3) recommend denial of the request because of failure to appropriately mitigate identified COICs. If the COIC Officer agrees with the CRB's recommendation of approval, with or without modifications, the COIC Officer then submits the recommendation to the President of the University. If the President agrees with the recommendation, the President submits the recommendation to the Board of Trustees for final approval.

In such review process, each of the following criteria must be met:

- a) the Covered Person does not perform simultaneous work as both Covered Person and contractor and the Covered Person's interest in the contract does not present a conflict with Covered Person fulfilling his/her University Responsibilities;
- b) the Covered Person does not have any institutional decision-making power over the contract or the proceeds resulting from the contract;
- c) the Covered Person is not a Relative, as defined by KRS 164.001(20) to a contract negotiator or decider;
- d) the Covered Person either has taken, or agrees to take, whatever actions the Conflict Review Board, the Covered Person's designated Appropriate Authority (as designated in the Management Plan), COIC Officer, President or the Board of Trustees requires to manage or avoid any conflict of interest or appearance of a conflict of interest;
- e) if the contract is subject to the provisions of KRS Chapter 45A, the Covered Person's contract shall be the lowest price bid or otherwise provide the best value to the University;
- f) the contract scope does not include human subjects research;
- g) the contractual relationship is determined to be in the best interest of the University; and
- h) the nature of the contract and the nature of the Covered Person's interest in the contract is fully disclosed to the University community in as broad of communications as appropriate for the nature of the contract and the Covered Person's interest.

Section 5. Upon recommendation of the University of Louisville's Conflict Review Board, the University of Louisville's COIC Officer, and the University of Louisville President, the Board of Trustees of the University of Louisville will have final authority to approve or disapprove all contracts in accordance with Sections 2, 3 and 4 of this regulation.

Section 6. Board of Trustees Members and University Officers will remain prohibited to contract with the University of Louisville except as set forth in KRS 164.0053 and KRS 164.390, respectively.

Section 7: For purposes of the applicability of this regulation, University includes the University of Louisville, the University of Louisville Research Foundation, Inc., and the University of Louisville Athletic Association, Inc. and their successors as well as any other future affiliated corporation of the University of Louisville meeting the criteria specified by KRS 164A.610. In addition, this regulation applies when the funding is held by University of Louisville Foundation, if those funds are held for the benefit of the University of Louisville, the University of Louisville Research Foundation, Inc., or the University of Louisville Athletic Association, Inc., or any other future affiliated corporation of the University of Louisville meeting the criteria specified by KRS 164A.610.

Proposed: University of Louisville Administrative Procedure: Interest in Contracts

KRS 164.821(7) and University of Louisville (University) policy prohibits University Covered Persons from having an interest in a contract with the University unless specifically approved by the Board of Trustees (Trustees). In order for such a contract to be considered eligible for approval by the Trustees, the Covered Person shall have the right to request a review of the statutory prohibition. The Reconsideration Request must be submitted in writing. Reviews of the Reconsideration Request are submitted to the Conflict Review Board (CRB), who makes a recommendation to the Conflict of Interest and Commitment (COIC) Officer (Vice President for Risk, Audit and Compliance). If the recommendation is for approval, with or without modification, and the COIC Officer agrees with the recommendation, the COIC Officer shall then submit the recommendation to the University President. If the President agrees with the recommendation for approval, then the President shall submit the recommendation to the Trustees for final approval.

The Reconsideration Request must be submitted through the disclosure system and provide the following detail:

- ❖ Detailed description of the specific project for which the request is being made. This detail should include a description of the role of the Covered Person in the project, any relevant proposal/award numbers, any relevant compliance numbers (Institutional Review Board, Institutional Animal Care and Use Committee, Institutional

Biosafety Committee), complete copies of associated sponsored programs proposals (including portions submitted by the external entity as the prime awardee);

- ❖ Justification as to why the contractual relationship is in the best interest of the University;
- ❖ Documentation of actions the Covered Person has taken or will take to avoid any conflict of interest or any appearance of a conflict of interest;
- ❖ Documentation, in accordance with KRS Chapter 45A, that the Covered Person's proposed contract shall be the lowest price bid or otherwise provides the best value to the University, sole source justification is not sufficient for this requirement;
- ❖ Justification that the Covered Person's interest in the contract does not present a conflict with the university job performance; and,
- ❖ Description of how the nature of the contract and the nature of the Covered Person's interest in the contract or business shall be fully disclosed to the University community by as broad communications as feasibly possible.

The COIC Director, who serves as the CRB Chair, will present the Reconsideration Request at the next convened meeting of the CRB. The COIC Officer will in attendance at any CRB meeting in which a Reconsideration Request is presented. When a Reconsideration Request is time sensitive, the CRB Chair reserves the right to convene an ad hoc meeting of the CRB in order to review the request. The convened CRB will review the Reconsideration Request and determine whether it has sufficient information within the request to make a decision. Reconsideration Requests submitted that impact the design, proposing, conduct, performance or analysis of research may require a hold (including expenditures) to be placed upon the specific project in question until the management issue is resolved. If adequate detail is not provided, the Reconsideration Request will be returned to the Covered Person. If adequate detail is provided, the CRB will make one of the following recommendations to the COIC Officer:

- ❖ Recommend to approve the contractual relationship, as described and submitted by the Covered Person
- ❖ Recommend to approve the contractual relationship, with modification(s)
- ❖ Recommend to not proceed with a recommendation to the Trustees and thus prohibit the contractual relationship

All recommendations made by the CRB will be forwarded to the COIC Officer. The COIC Officer will review the submission and supporting documentation from the CRB and issue one of the following recommendations to the President for approval and transmittal to the Trustees:

- ❖ Accept the CRB Recommendation as submitted
- ❖ Accept the CRB Recommendation, with modification(s)
- ❖ Overrule the CRB Recommendation

The decision to overrule the CRB recommendation requires review and consideration by the overrule panel. The panel consists of the COIC Officer in conjunction with the Provost and either the Executive Vice President for Research and Innovation (in research matters) or the Chief Financial Officer (for business matters).

When the CRB and COIC Officer jointly or the COIC Officer recommends prohibition of the contractual relationship, the request will be shared with the President, but will not be presented to the Trustees for review and approval. In these instances, the decision of the COIC Officer will be final. Upon Trustee request, any such denials will be provided on a quarterly basis in summary fashion.

At the next convened Trustees meeting, the Trustees will review the recommendation for approval from the President and supporting documentation and vote to either approve or reject the recommendation. The decision of the Trustees shall be final.

Definitions:

Appropriate Authority. The Covered Person's direct supervisor. The Board of Trustees serves as Appropriate Authority for the President.

Attestation and Disclosure Form (ADF). A Covered Person's annual attestation to the Standards of Conduct and disclosure of external activities and interests to the University.

Conflict of Interest or Commitment (COIC). An external relationship or interest that influences Covered Person's professional judgment in University teaching, Research, outreach, or public service. The term also includes situation in which Covered Person engages in a Non-University Commitment that may interfere with fulfillment of obligations to University. Examples may include outside employment, pro bono or volunteer work, and government service in public interest.

Conflict of Interest and Commitment Office (COIC Office). The office responsible for collecting and reviewing submitted ADFs. COIC Office fulfills the following duties:

- preserve files on all ADFs at University;
- keep databases for tracking disclosures and disclosure dates;
- keep administrative files for CRB;
- screen disclosures for completeness before starting review;
- act as a resource for Covered Persons on general regulatory information, guidance with forms, and aid in preparing ADF;
- provide reports certifications, and assurances for federal, state, departmental-, and unit-wide surveying of disclosure compliance;
- provide sanctioned reports or certifications for external sponsors or agencies, when necessary;
- preserve information on federal regulations about conflicts of interest in research;
- provide education about the COIC process and regulations to the University community;
- provide education opportunities to CRB members; and
- conduct quality assurance and quality improvement for the CRB.

Conflict of Interest and Commitment Officer (COIC Officer). The Vice President for Risk, Audit and Compliance, who is responsible for implementation and enforcement of COIC policy, serves as the COIC Officer and reports directly to President. COIC Officer is responsible for developing and issuing this policy. COIC Officer is responsible for ensuring compliance with all federal, state and local requirements about conflicts of interest. COIC Officer shall report yearly to President and Board of Trustees under this policy. COIC Officer may delegate responsibilities under this policy to COIC Office.

Conflict Review Board (CRB). Board named by COIC Officer to evaluate potential COIC, review reconsideration requests, and review information about noncompliance. Members include both faculty and administrative staff. The CRB is chaired by the COIC Director (who only votes to break a tie vote).

Covered Person. All University faculty, administrators, staff, and any other individuals (full or part-time, paid or unpaid) participating in academic, business, clinical, and Research or scholarly activities for University.

Institutional Animal Care and Use Committee (IACUC). The committee responsible for the review and approval of teaching and research conducted under the auspices of the University involving animals.

Institutional Biosafety Committee (IBC). The committee responsible for the review and approval of research conducted under the auspices of the University involving biological materials.

Institutional Review Board (IRB). The board responsible for the review and approval of human subject research conducted under the auspices of the University.

Management Plan. A written plan for management, reduction, or elimination of identified conflicts of interest and commitment.

Overrule Panel. The decision to overrule the CRB recommendation requires review and consideration by the overrule panel. The panel consists of the COIC Officer in conjunction with the Provost and either the Executive Vice President for Research and Innovation (in research matters) or the Chief Financial Officer (for business matters).

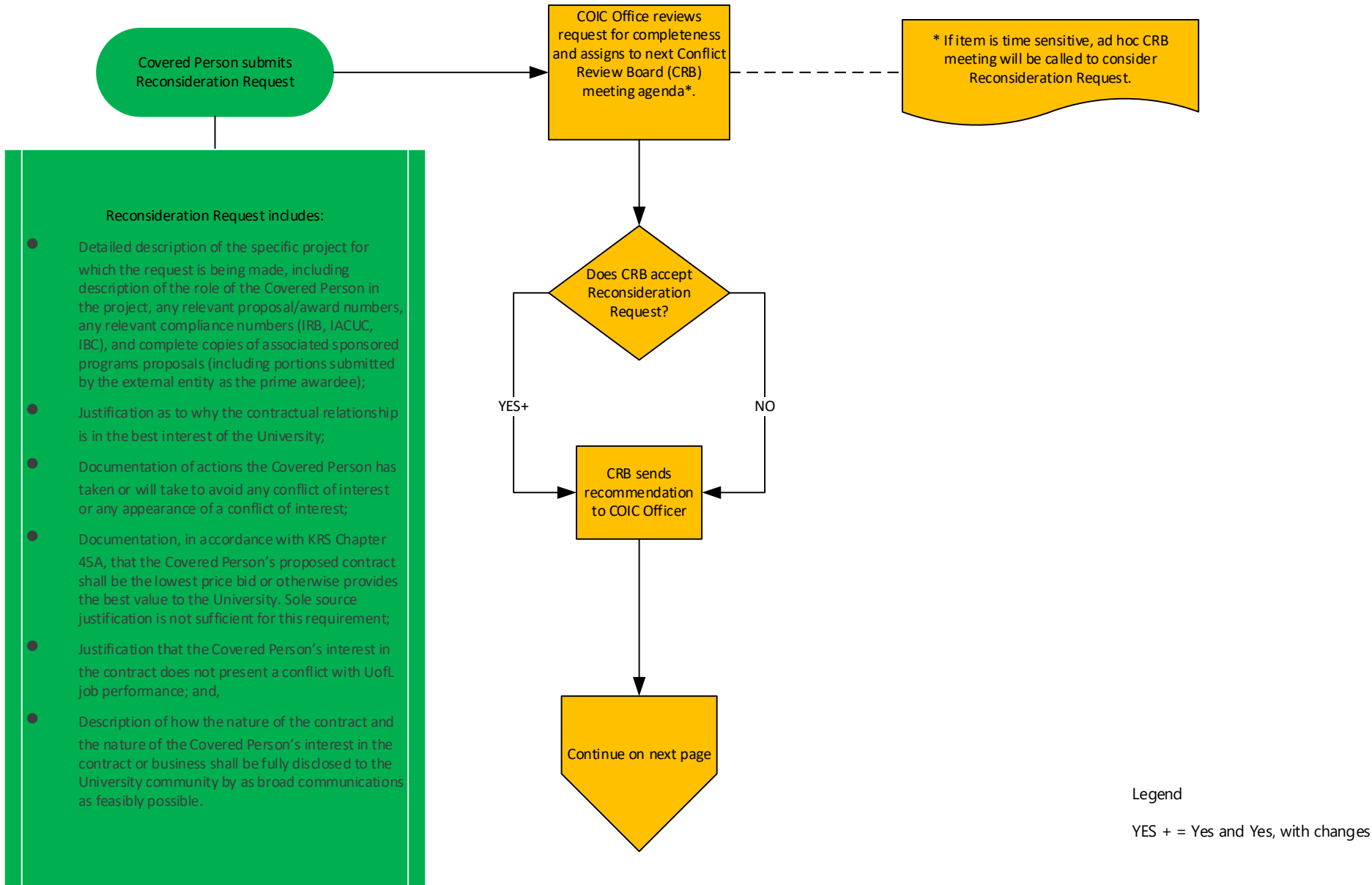
Reconsideration Request. A submission in writing by the Covered Person requesting the CRB to reconsider one or more clauses in the approved management plan. The request should include, at a minimum, the clause (s) needing change, a reason of why the approved Management Plan will not work, and a proposed revision to the approved management clause (s).

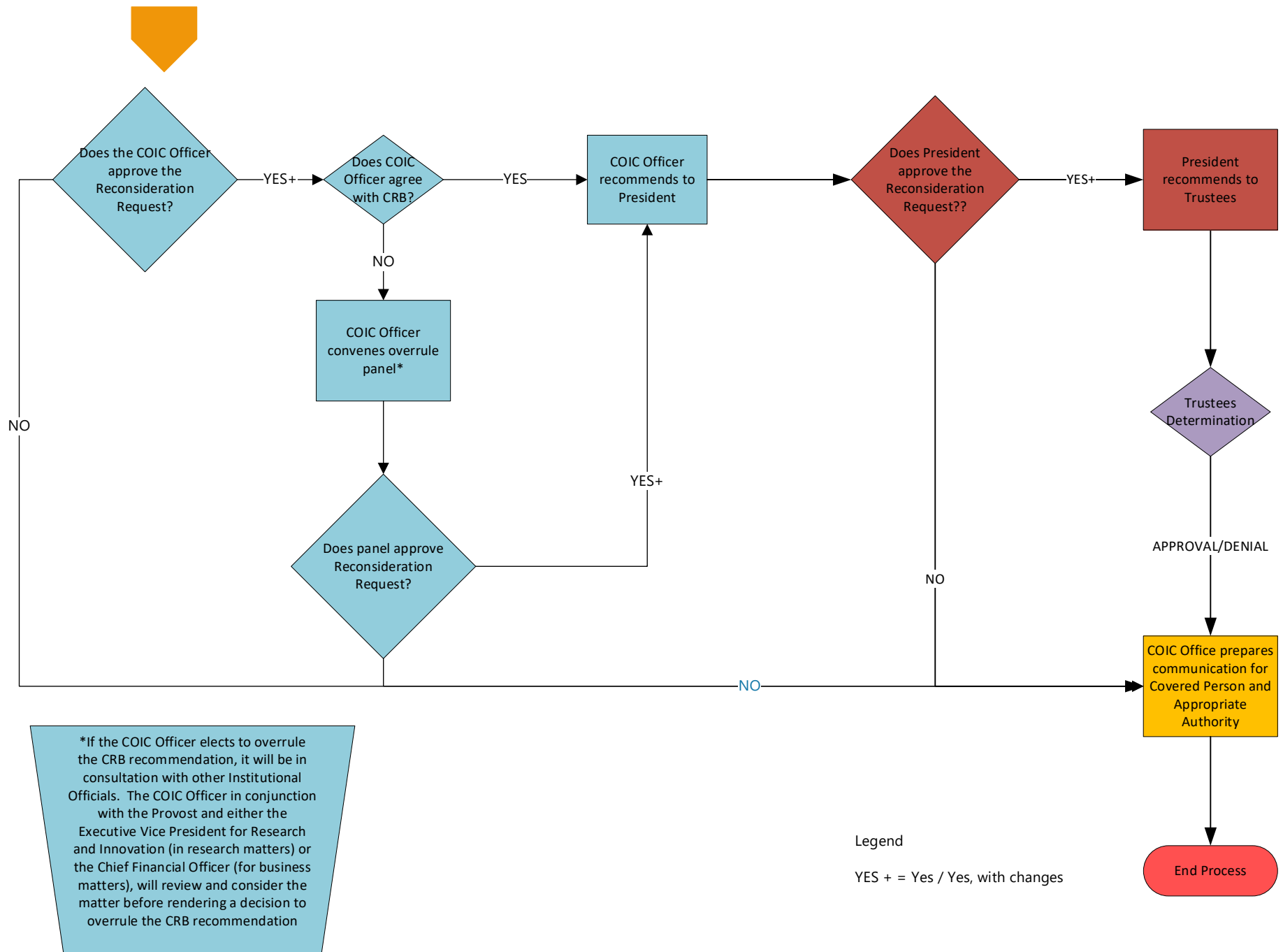
Relative. Anyone related to a Covered Person in the following ways, and includes those within these categories who are referred to as adopted, step-, foster, grand-, half-, in-law, spouse of, or great-: parent, child or ward, sibling, uncle or aunt, first cousin, nephew or niece, spouse, domestic partner, or significant other.

Research. A systematic investigation designed to develop or contribute to generalizable knowledge. The term encompasses basic and applied research, service and testing, and product development that may or may not be published in an article, book or book chapter and product development (e.g., a diagnostic test or drug). The term includes any such activity for which research funding is available through a grant, cooperative agreement, or contract, such as a research grant, career development award, center grant, individual fellowship award, infrastructure award, institutional training grant, program project, or Research resources award or gift. Research also includes research activities that are not funded or sponsored.

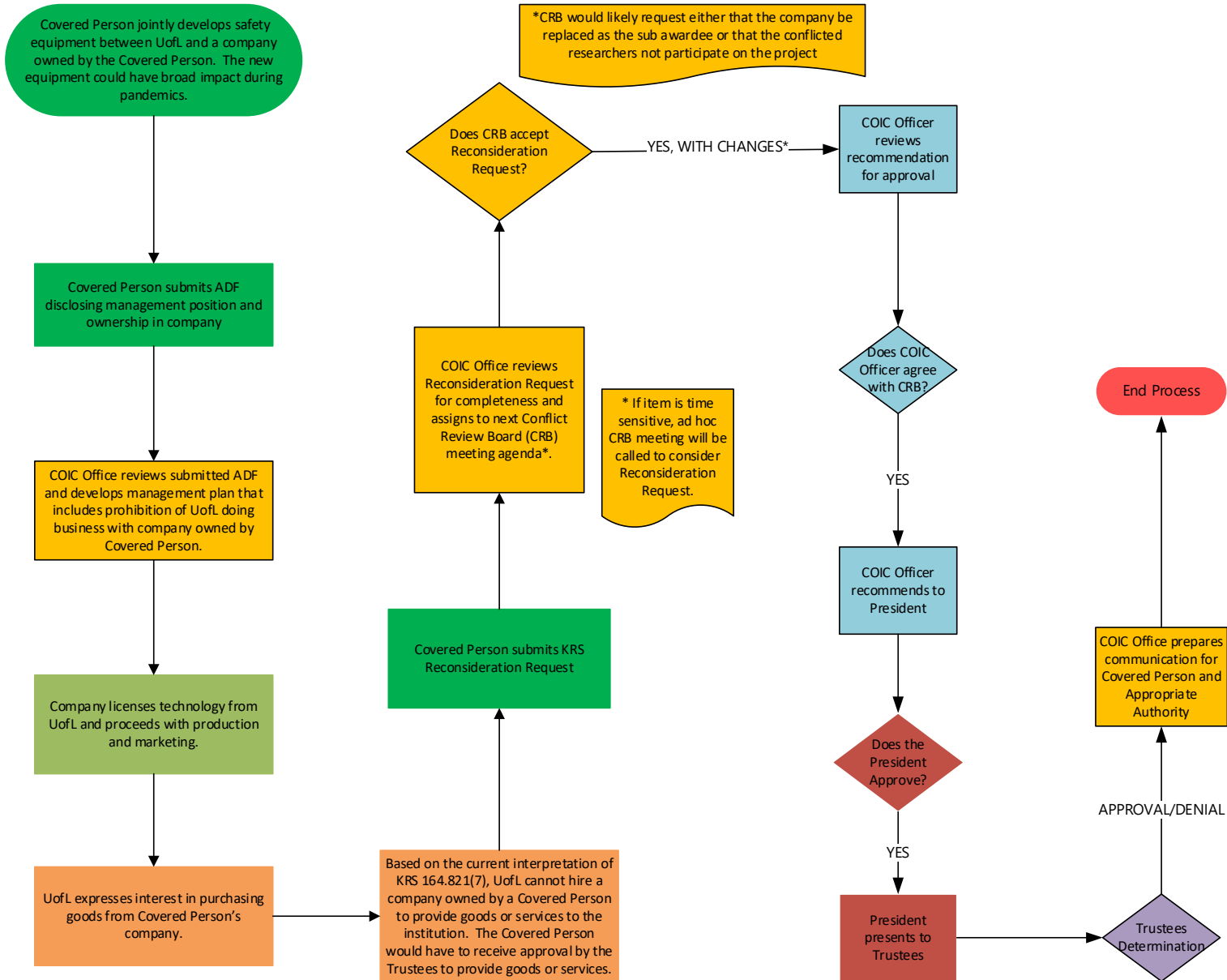
University Responsibilities. A Covered Person's duties and responsibilities on behalf of the University. The activities outlined in an Covered Person's annual assignment or position description may include administration, teaching, Research (regardless of whether or not it is funded), Research consultation, and creative activities, course preparation, curriculum development, lectures, evaluation of student efforts, academic advising, committee meetings and memberships, service on panels such as University review boards or data and safety monitoring boards, public service to include service on advisory committee's or review panels, and any other activity assigned by the Covered Person's Appropriate Authority in accordance with University policies.

Appendix A: Flowchart of Proposed University of Louisville Administrative Procedure: Interest in Contracts





Appendix B: Scenario – Illustrating a Reconsideration Process Requiring Trustees Approval/Denial



RECOMMENDATION TO THE
UNIVERSITY OF LOUISVILLE BOARD OF TRUSTEES
REGARDING AN UPGRADE TO THE HVAC SYSTEM IN THE
COLLEGE OF BUSINESS

Board of Trustees– January 21, 2021

RECOMMENDATION:

The President recommends that the Board of Trustees approve a project to upgrade the HVAC system in the College of Business at an estimated cost of \$1,695,887.

BACKGROUND:

An itemized list of project costs is [attached](#). The projected construction start date is March 2021, and the expected completion date is October 2021.

The Ulmer Career Center, located in the lower level of the College of Business, experienced in recent months severe humidity issues resulting in damage to furniture, flooring, and walls. Current ventilation quality is not meeting industry standards, and therefore this immediate request to upgrade the HVAC will benefit students, faculty, and staff. Additionally, the upgraded system will enable a reduction in future labor, material, and repair costs.

The request is for immediate approval to begin the project in order to meet the Fall 2021 completion date. The investment will also support faculty, student, and staff recruiting efforts in the College.

Construction of the current college of business facility was completed in 1985 with an exterior square footage of 127,863 sq. ft. The current HVAC system is original to the building except for one air handling unit. There are currently 6 air handling units that are at the end of life and need to be replaced before the building experiences.

The HVAC upgrade will meet recommendations regarding COVID-19, address humidity issues, and include MERV 13 final filtration units.

Funding of the project is through identified one-time savings and may be lease purchased depending upon the specific proposed financing arrangements from the vendor.

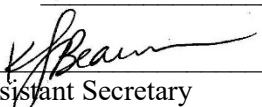
This project was originally included in the Capital Plan approved by the Board of Trustees on October 24, 2019; and was approved by the Commonwealth in the 2020-2022 Capital Budget for \$25,000,000 under the project name Replace HVAC System in Various Buildings.

BOARD ACTION:

Passed X

Did Not Pass

Other



Assistant Secretary

Project: College of Business - Ulmer Career Center

Date: 1/15/2021

Project Cost		Timeline/ Contingency	
	<i>CMTA Estimate</i>		
	Air Handling Unit Purchase		\$ 688,193.00
	Labor for Installation		\$ 122,821.00
	Balancing, piping, deo, staging, controls, electrical rework, general contracting		\$ 662,520.00
	<i>Subtotal</i>		\$ 1,473,534.00
	<i>Contingency *</i>	10.0%	\$ 147,353.40
	CMTA Fee		\$ 70,000.00
	<i>Subtotal</i>		\$ 217,353.40
	Total Implementation Costs		\$ 1,690,887.40
Facilities Management Cost			
	<i>Physical Plant Cost</i>		\$ 5,000.00
	<i>Miscellaneous Expenses</i>		
	Total Administrative Costs		\$ 5,000.00

SUBTOTAL: Administrative & Construction Costs

\$ 1,695,887.40

TOTAL PROJECT SCOPE

\$ 1,695,887.40

FUNDING (speedtype)

* Contingency added to account for unforeseen market material cost adjustments and scope changes.

RECOMMENDATION TO THE UNIVERSITY OF LOUISVILLE
BOARD OF TRUSTEES CONCERNING AN AMENDMENT
TO THE 403(B) RETIREMENT PLAN

Board of Trustees – January 21, 2021

RECOMMENDATION:


The President recommends that the Board of Trustees approve an amendment to the university's 403(b) retirement plan, as described in the [attached](#) resolution.

BOARD ACTION:

Passed X

Did Not Pass

Other


Assistant Secretary

**AMENDMENT TO THE
UNIVERSITY OF LOUISVILLE 403(B) RETIREMENT PLAN**

THIS AMENDMENT by the University of Louisville (the “*University*”).

W I T N E S S E T H:

WHEREAS, the University maintains the University of Louisville 403(b) Retirement Plan (the “*Plan*”);

WHEREAS, the COVID-19 pandemic continues to cause unprecedented disruption of the operations of the University and has created fiscal uncertainty for the University;

WHEREAS, given the COVID-19 disruption, the University determined a need to modify the Plan to stop employer contributions to the Plan for a three-month period from May, 1, 2020 through July 31, 2020, enabling the university to maintain a balanced budget and meet its financial obligations;

WHEREAS, the University determined that it was able, consistent with prudent financial planning and budgeting, to restore a portion of the employer contributions to the Plan for the five-month period from August 1, 2020 through December 31, 2020;

WHEREAS, the University further determined that it was able, consistent with prudent financial planning and budgeting, to maintain that level of the employer contributions to the Plan for an additional three-month period from January 1, 2021 through March 31, 2021;

WHEREAS, the University continues to experience fiscal uncertainty, but has determined that, consistent with prudent financial planning and budgeting, it can make a further increase in the level of the employer contributions to the Plan for the five-month period from February 1, 2021 through June 30, 2021; and

WHEREAS, under the provisions of the Plan, the University retains the right to modify, alter, amend or terminate the Plan at any time and may choose to restore all or an additional portion of the employer contribution to the Plan at any time;

NOW, THEREFORE, effective as of February 1, 2021, the University hereby amends the Plan as follows:

1. Section 5.01 of the Plan is completely amended and restated to provide as follows:

5.01 Amount of University Contributions.

- (a) Basic Contributions. The University shall make a Contribution to each Participant's Account for each Plan Year in which the Participant qualifies as an Eligible Employee under Section 2.17(a) in an amount equal to 7.5% of such Participant's Compensation for such Plan Year (or, for a period of participation less than a Plan Year, 7.5% of the Participant's Compensation for the portion of the Plan Year during which the Participant was eligible to participate), such percentage to be determined before salary reductions for amounts deferred by such Employee pursuant to an election made under sections 125, 132(f)(4) or 402(g) of the Code. Notwithstanding the foregoing, for the five-month period commencing February 1, 2021, and June 30, 2021, the last day of the state fiscal year, the University shall make a Contribution to each Participant's Account in an amount equal to 6.0% of such Participant's Compensation, such percentage to be determined before salary reductions for amounts deferred by such Employee pursuant to an election made under sections 125, 132(f)(4) or 402(g) of the Code. The University shall have no obligation to subsequently contribute the amount that would otherwise have been contributed during such five-month period of the fiscal year ending June 30, 2021.
- (b) Matching Contributions. If a Participant makes an Elective Deferral in any amount up to 2.5% of Compensation for the same period with respect to which a Basic Contribution under subsection (a) above is made for such Participant, the University shall make a matching contribution in an amount equal to 100% of such Elective Deferral. Matching Contributions are not available to Employees who are eligible to make "Elective Deferrals" only (as defined in Section 2.17(b)).
- (c) Discretionary Contributions. The University may, in its sole discretion, make Discretionary Contributions in such amount as it may deem appropriate to the extent that such Contribution does not contravene the provisions of section 403(b) of the Code, regulations promulgated thereunder or such rulings or notices that the Secretary of Treasury may make.

2. Section 5.02(b) is amended by amending and restating item number (4) and adding a new item number (5) to provide as follows:

- (4) University Basic Contributions; and
 - (5) Discretionary Contributions.
3. This Amendment shall be effective as of February 1, 2021.

IN WITNESS WHEREOF, the University has caused this Amendment to be executed on the 21st day of January, 2021.

Reviewed as to Form & Legality:

Recommended:

Approved:



Assistant Secretary

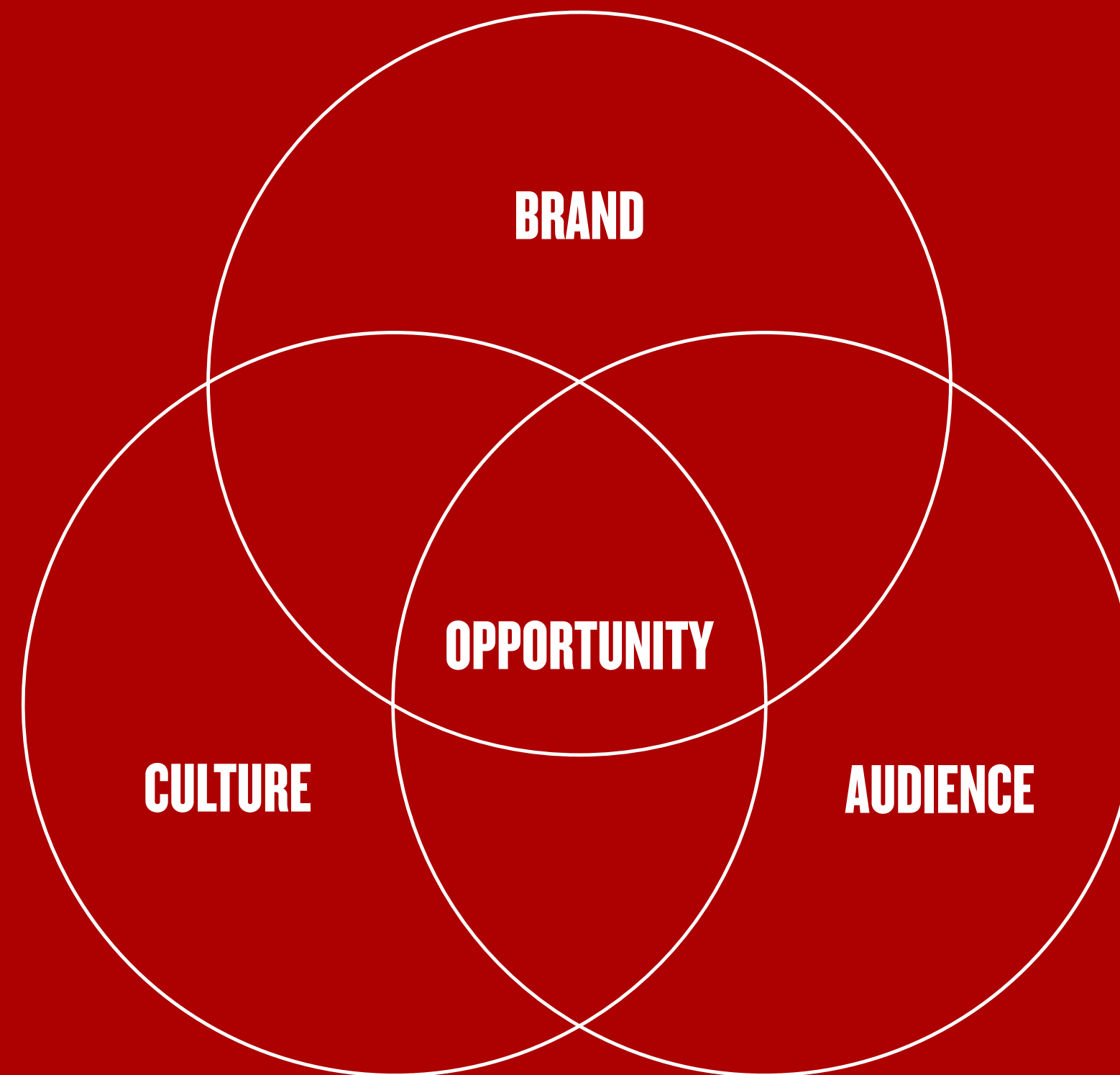


**Board of Trustees
UofL Brand Presentation**

JANUARY 21, 2021

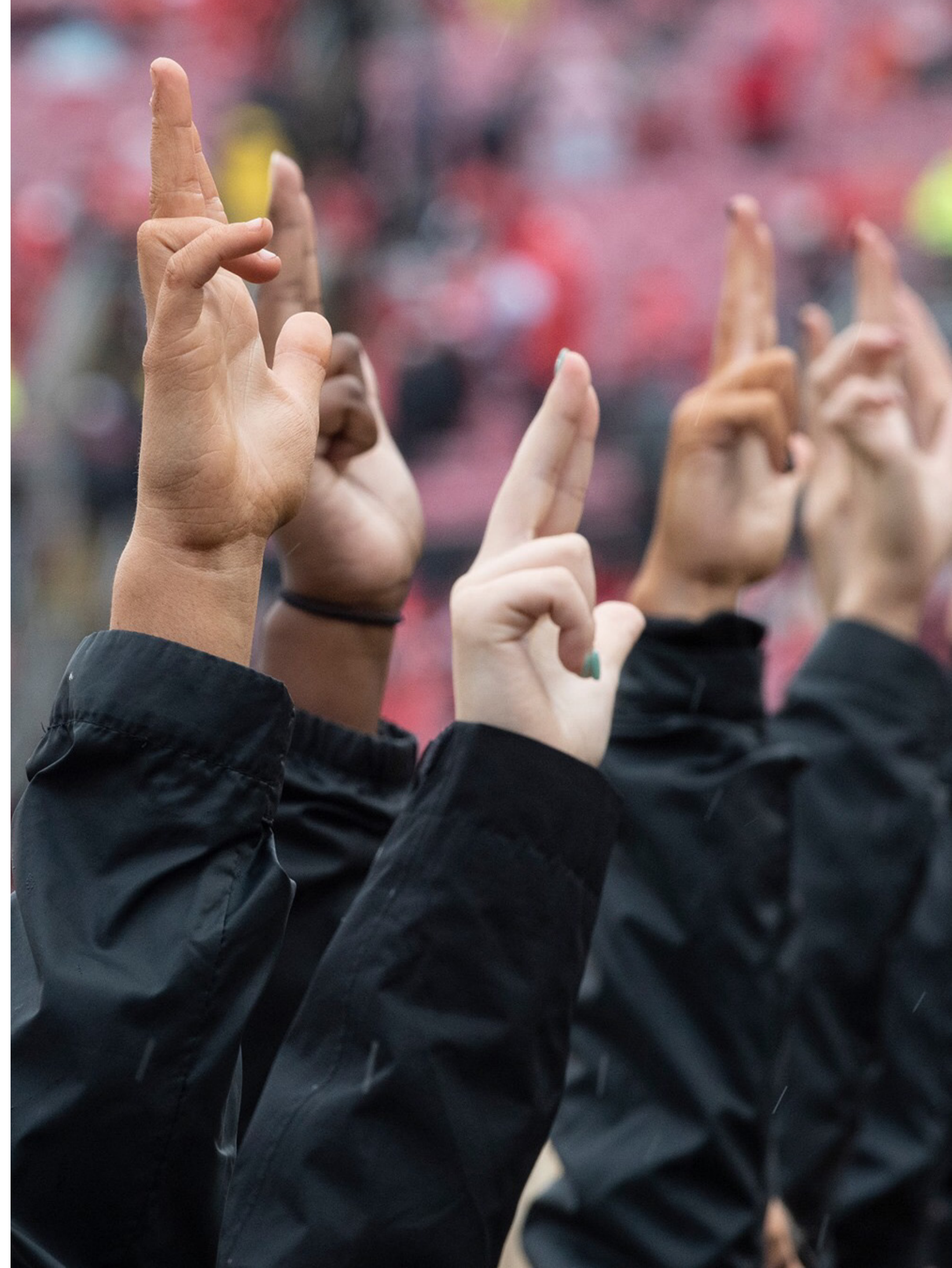
THE OPPORTUNITY

To position UofL as a vital ecosystem that creates thriving futures for students, the community and society.



The key is creating unique value and a clear point of differentiation.

- Answer for our audiences: So what? Who cares?
What's in it for me?
- Values lead to emotion; emotion leads to action.
- We didn't create this brand, we uncovered it.
Now we're articulating it.



WHERE WE'VE BEEN

BRAND EVOLUTION



- 1983 – First academic identity program



- 1986 – First official university athletic logos



- 1998-2002 – Athletic rebrand



- 2008 - Complete academic rebrand (visual and messaging platform)



- 2012 - Academic brand refresh (visual platform)



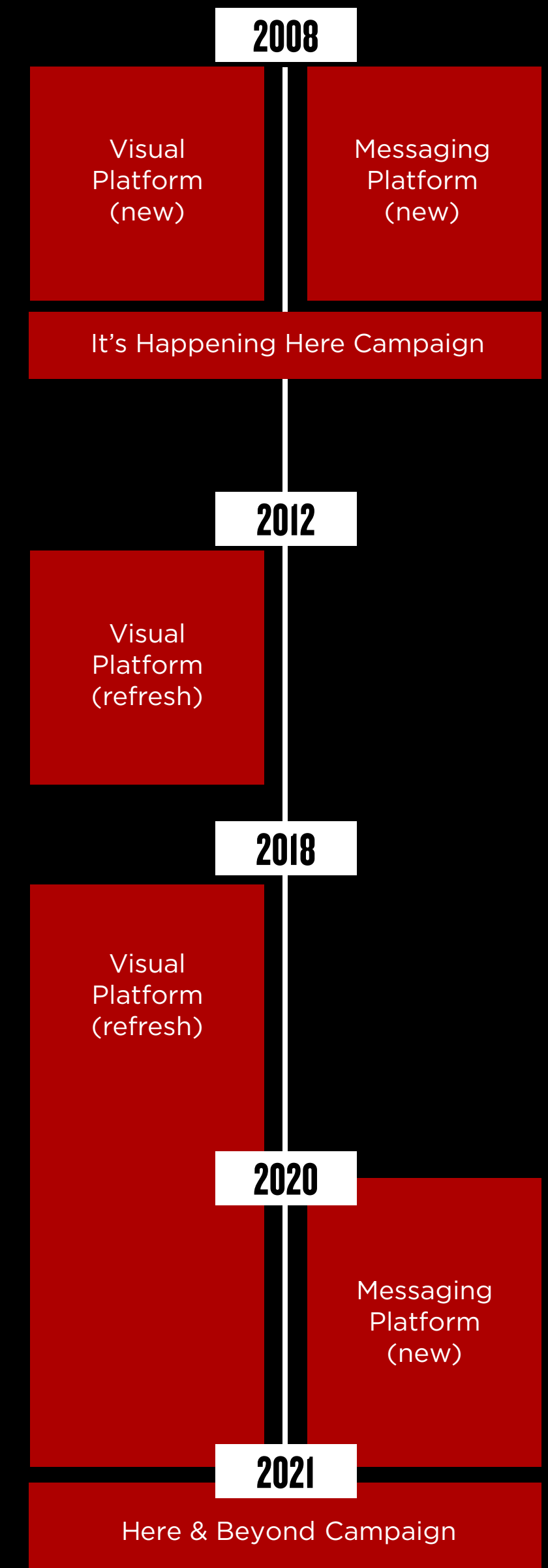
- 2015 – Athletic brand standards developed

- 2017–Today – Brand Forward plan begins

- 2018 - Academic brand refresh (visual platform)

- 2019 - Academic brand refresh (messaging platform)

- 2021 – Here & Beyond campaign launch



BRAND FORWARD PLAN

PHASE I:

Crisis Communication and Reputation Management

Secure and protect the UofL brand with swift, reactive and positive proactive communication strategies

PHASE II:

Brand Campaign

Reposition and rebuild the brand by retelling the UofL story in a way that emotionally connects with people



Affinity Campaign

Engage stakeholders and enhance the brand by sharing UofL’s feel-good, do-good stories

PHASE I CONTINUES

REPOSITION AND REBUILD

The evolved brand must:

- Be informed by research
- Align with the university's mission, vision and strategic plan goals
- Be authentic, memorable and demonstrate value for our audiences



RESEARCH

Discovery and Qualitative

- Meet with key stakeholders to gain an authentic, comprehensive understanding of UofL
- Assess the brand efforts of UofL and its competitors
- Develop initial insights
- Gather data on feelings, values and perceptions difficult to capture via close-ended questions

Quantitative

- Obtain statistically valid numerical data among stakeholder groups
- Gauge perceptions of colleges/universities in general, and UofL in particular

Methods and Audiences

- Brand assessment
 - » Identity audit of more than 220 items
 - » Competitor audit
- Campus immersion visit – discussions with 70+ faculty, staff and current students
- Focus groups – prospective UG, alumni; faculty, staff and students
- Online surveys completed:
 - » Prospective UG (n=400)
 - » Current students, faculty, staff and alumni (n=1,500)
 - » Kentucky residents (n=400)

THE PATH DEFINED

2019-2022 STRATEGIC PLAN

UNIVERSITY OF LOUISVILLE

GREAT PLACE TO LEARN, WORK AND INVEST

THE CARDINAL PRINCIPLES

The university follows a set of guiding principles that shape our community and our actions. Every member of the University of Louisville family is expected to follow these Cardinal Principles:

CARDINAL

Let us be a university that is a **COMMUNITY OF CARE**. Care for self, care for one another as the Cardinal Family and care for the community beyond. We are a community—not just a collection of individuals. We are a community—not just buildings connected by an HVAC system.

ACCOUNTABILITY. We keep our promises. We own mistakes. We are accountable to the team.

RESPECT, IRRESPECTIVE OF POSITION. We respect each other's humanity and dignity, no matter what our positions in the organization are. We also respect our right to differing and conflicting positions on issues. We will be a place that prepares students for ideas, not protects students from ideas.

DIVERSITY AND INCLUSION. We celebrate diversity of thought, perspectives and life experiences. As our state motto declares: United We Stand, Divided We Fall. We want everyone, in the richness of all of their many unique and intersecting identities, to feel included in the Cardinal fold.

INTEGRITY AND TRANSPARENCY. We will be true to our mission of an urban research university to create, disseminate and apply knowledge. Integrity is our collective commitment to make decisions with the best interests of our university in mind and to share the decision-making rationale and outcomes.

NOBLE PURPOSE. Each of us will identify for ourselves the way in which we make a difference. We must solve the problems of access and affordability to give everyone the opportunity to find and pursue their own noble purpose.

AGILITY. We will recognize that things change and when they do, we must change things. We know when adaptation in an organization does not keep pace with adaptation in the environment, the organization will not survive.

LEADERSHIP. We recognize management is a position but leadership is an activity. We will all behave as owners of the University of Louisville because we are. "We are UofL" is not just a hashtag or a slogan. It is our declaration of leadership and ownership.

UNIVERSITY OF LOUISVILLE

THE PATH DEFINED

GRAND CHALLENGES

UNIVERSITY OF
LOUISVILLE

EMPOWERING OUR COMMUNITIES
ADVANCING OUR HEALTH
ENGINEERING OUR FUTURE ECONOMY

CARDINAL ANTI-RACISM AGENDA



Principles lay the foundation for our progress

At a pivotal point in our nation's history, our Cardinal Principles propel us to not just act, but to lead. This belief system is the foundation on which we build our future.



Local higher ed presidents commit to end racial inequality

The president of UofL and other local universities pledged their ongoing commitment to finding solutions to end racial inequality.



UofL announces plan to become 'premier anti-racist metropolitan research university'

To achieve our goal, UofL has created the Cardinal Anti-Racism Agenda. It will include input from the campus community to guide our work.

PARTNERS IN THE NEW WORLD OF EVERYTHING.

It's the exact approach the University of Louisville has taken. We're creating partnerships to open up the power and promise of the most innovative technologies impacting our world not only to students and faculty, but to our business and military colleagues throughout the commonwealth.

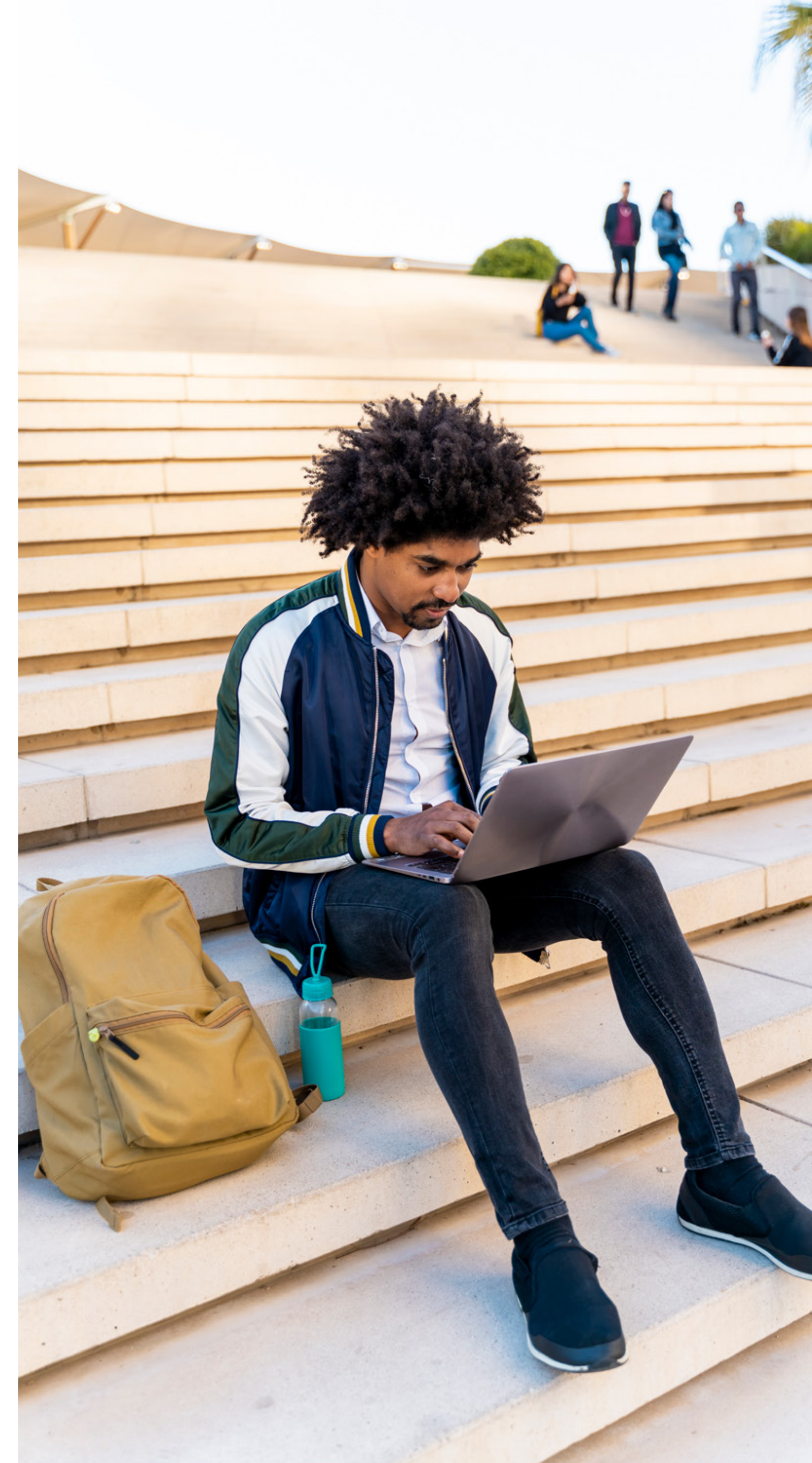
Most importantly for business, we're doing it with programs that are accessible and achievable.



WHERE WE ARE TODAY

RESEARCH – BRAND CONSISTENCY

- Current messaging is fractured and disconnected from a central brand, where each audience is receiving a different message.
- Need to communicate in a way that engenders excitement, confidence and a clear reason to believe in the future of UofL.
- If every message comes from the same conceptual core and connects to the intended audience(s), UofL can tell a consistent, compelling and forward-thinking story whose whole is greater than the sum of its parts.
- Communications inspired by this platform will amplify awareness and understanding, as they will all be woven from a common thread.



BRAND – WHAT SUCCESS LOOKS LIKE

- Improved awareness, perception and engagement among key UofL stakeholders
- **Brand experience consistency – One university, one voice; unified messaging and visual presence**
- Great place to learn, work and invest – Improvement of key university KPIs including: enrollment, retention, graduation rate, research funding, philanthropy, employee campus climate results



BRAND FRAMEWORK

The roadmap for how we, as one university, express ourselves

POSITIONING:

UofL is a vital ecosystem that creates thriving futures for students, the community and society.

PILLARS:

Primary message points that support our positioning and highlight our competitive advantages.

Redefining Student Success

We invest in the whole student to unleash their potential and prepare them for the careers, workplaces and complex challenges of tomorrow.

Research & Innovation Powerhouse

We create and apply knowledge that improves lives.

Premier Metropolitan University

We are dynamically connected to the local and global community.

REASONS TO BELIEVE:

Primary assets that support our pillars and lend credibility.

WEB IMPROVEMENT PROJECT

A multi-year project launched in 2020 to revamp UofL's entire digital presence

Create a web experience that is:

- Audience-centered
- An authentic representation of our brand in look and voice
- Demonstrates our commitment to being a great place to learn, work and invest
- Support institutional priorities and goals



BRAND STRATEGIC INTEGRATION

Messaging to key internal stakeholder groups:

- Articulate new UofL brand position and strategic framework to demonstrate how the brand position fits within the overall university strategic plan, brand pillars and cardinal principles
- Demonstrate how each audience plays a role in living the UofL brand promise across all touchpoints
- Co-create specific, measurable brand KPIs for each department

Internal Stakeholders

- What is the brand positioning statement?
- How does it apply to my area of responsibility?
- How will it affect how I set goals/ objectives for overall strategy & marketing KPIs?
- How will it change what we do and say to create consistency of brand experience?
- How will it change what we do and say to create consistency of brand expression?
- How will it create an opportunity for deeper audience engagement in my area?

HOW THE BRAND POSITION INFORMS THE CREATIVE EXECUTION

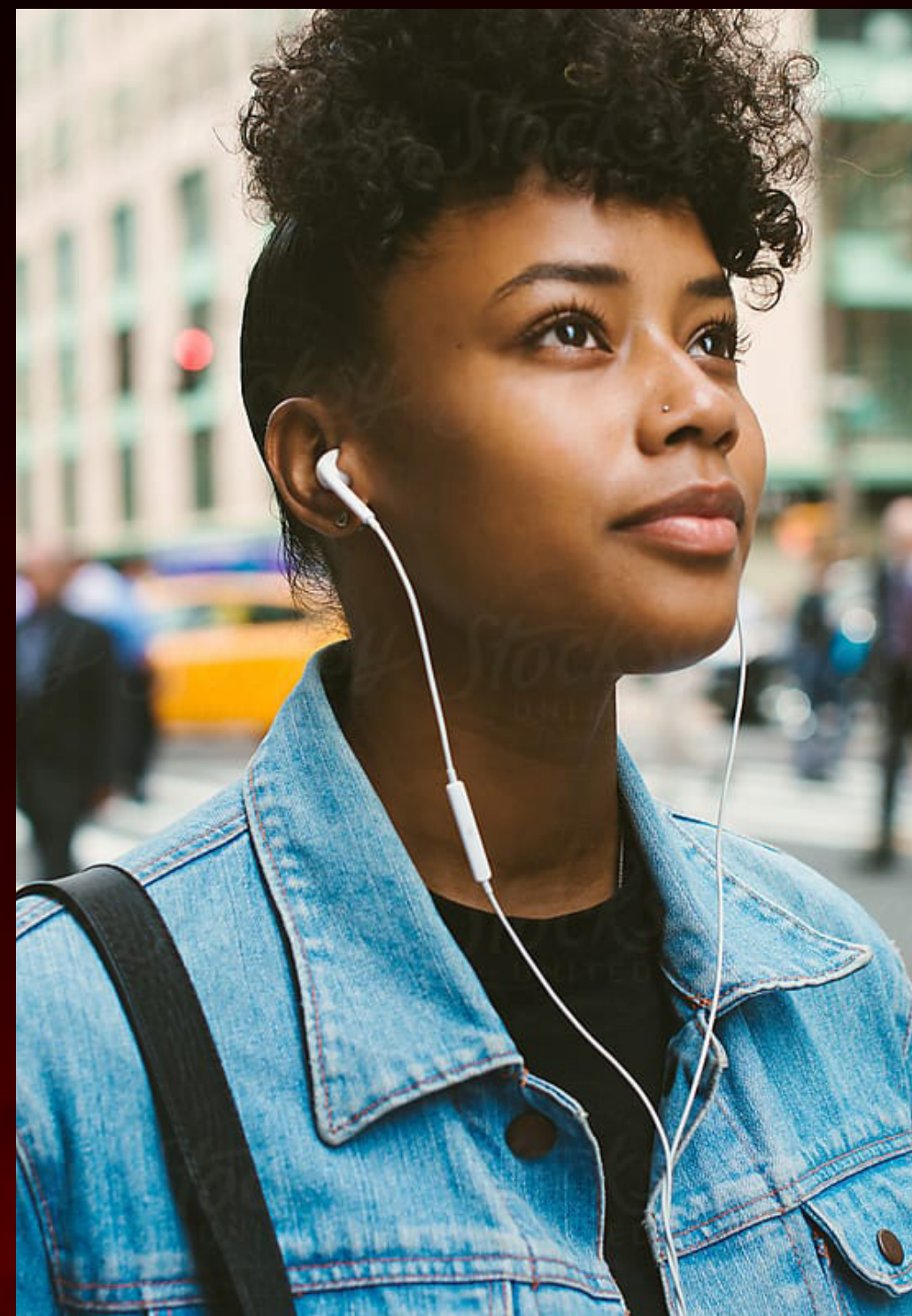



Here, at UofL, vitality is palpable.

It is an electric pulse humming alongside the footsteps of everyone it touches.

And no matter where they go, the city and university remain part of them.

Connected.



The background is a vibrant, abstract composition of flowing, wavy lines in shades of red, orange, and yellow, creating a sense of movement and energy. The colors transition from deep reds and oranges to bright yellows and whites, giving it a fiery or liquid appearance. The waves flow from the top right towards the bottom left, with some areas appearing more saturated and others more luminous.

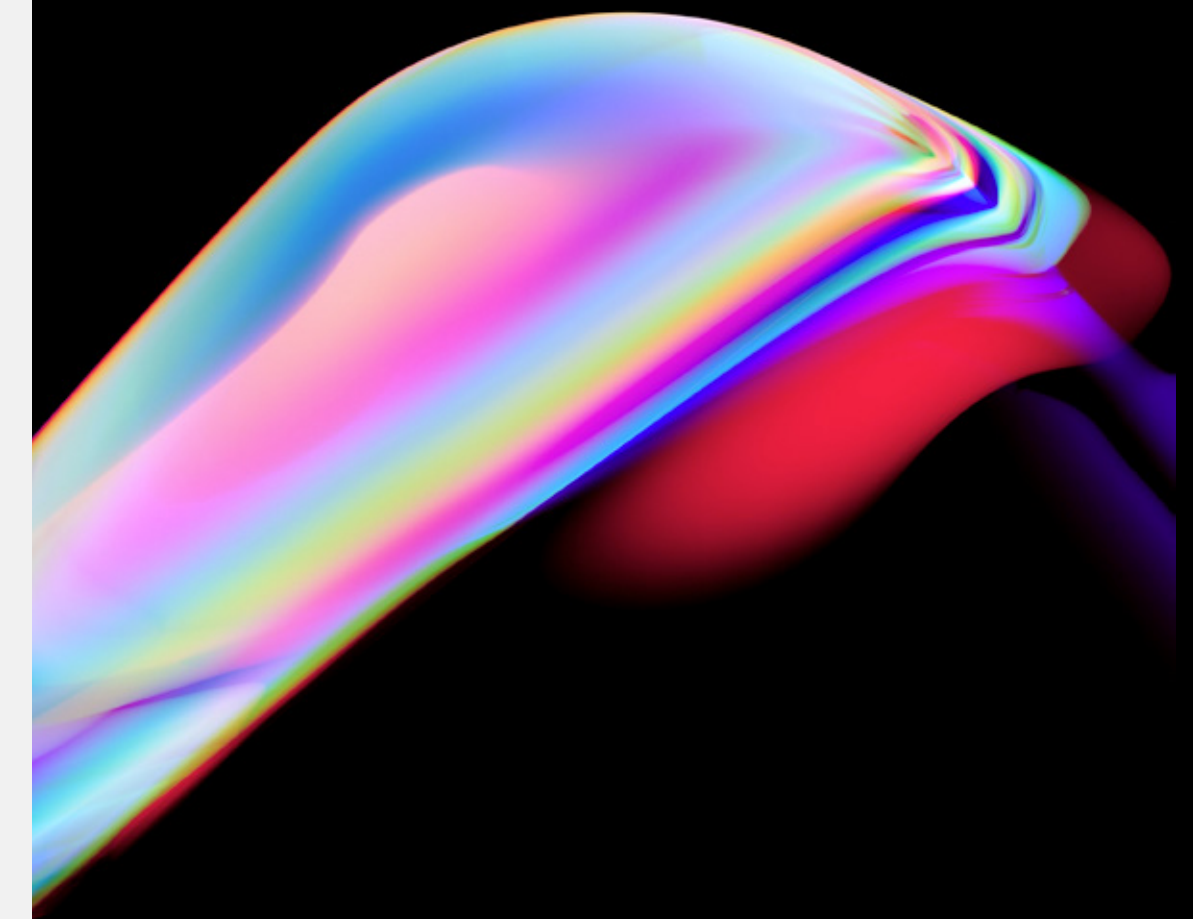
**With this sentiment as
keystone, we begin with the
symbol of the Cardinal.**

SHANE GRIFFIN

Shane Griffin is an Irish born Director & Artist. His work spans a broad range of disciplines, from animation and live action, to sculpture and CGI. Shane has been commissioned by some of the worlds leading brands & agencies.

Named an ADC Young Gun in 2012, & Print Magazine's New Visual Artist '15 Under 30' in 2015, his art film Chromatic was premiered at TED 2018 "Age Of Amazement"

He's directed films for Apple, Google, Givenchy, Nike and Adidas.



TRAVIS
SCOTT





We bring it to life using graphic elements that illustrate movement, energy and vibrancy.

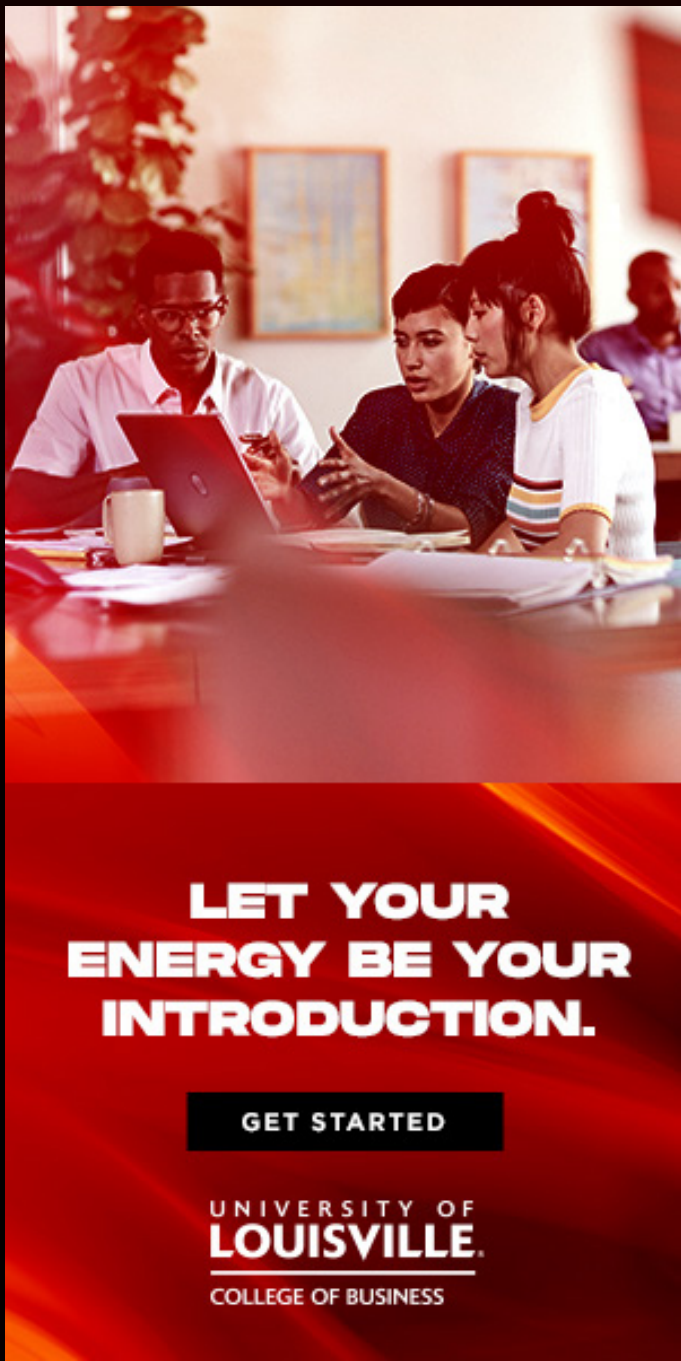
Elements of this dynamic visual are paired with bold messaging that promotes a spirit that extends far beyond the UofL experience.





Together, the elements
communicate a message of
vitality only UofL can own.

One that impacts the world
and enhances lives Here &
Beyond.



“

**EDUCATION ISN'T ABOUT
FILLING THE PAIL,
BUT ABOUT LIGHTING
THE FIRE.”**

WHERE DO WE GO FROM HERE?

STRATEGIC INTEGRATION PLAN FOR CY 2021

INTEGRATION TIMELINE

- Brand Workshop/Train the Trainer Toolkits
- Workshop (to personalize pillars and identify proof points)
- Presentation/ Discussion
- Presentation/Roundtable Discussion
- Workshop (identify needs for recruitment, orientation/onboarding, job description language)
- Presentation/Roundtable Discussion (led by credentialed BVK Field Team members to create buy-in ownership across academic colleges)
- Formalized Communication Strategy/Pre-Launch Teaser Communication/Events)

PRODUCTION TIMELINE

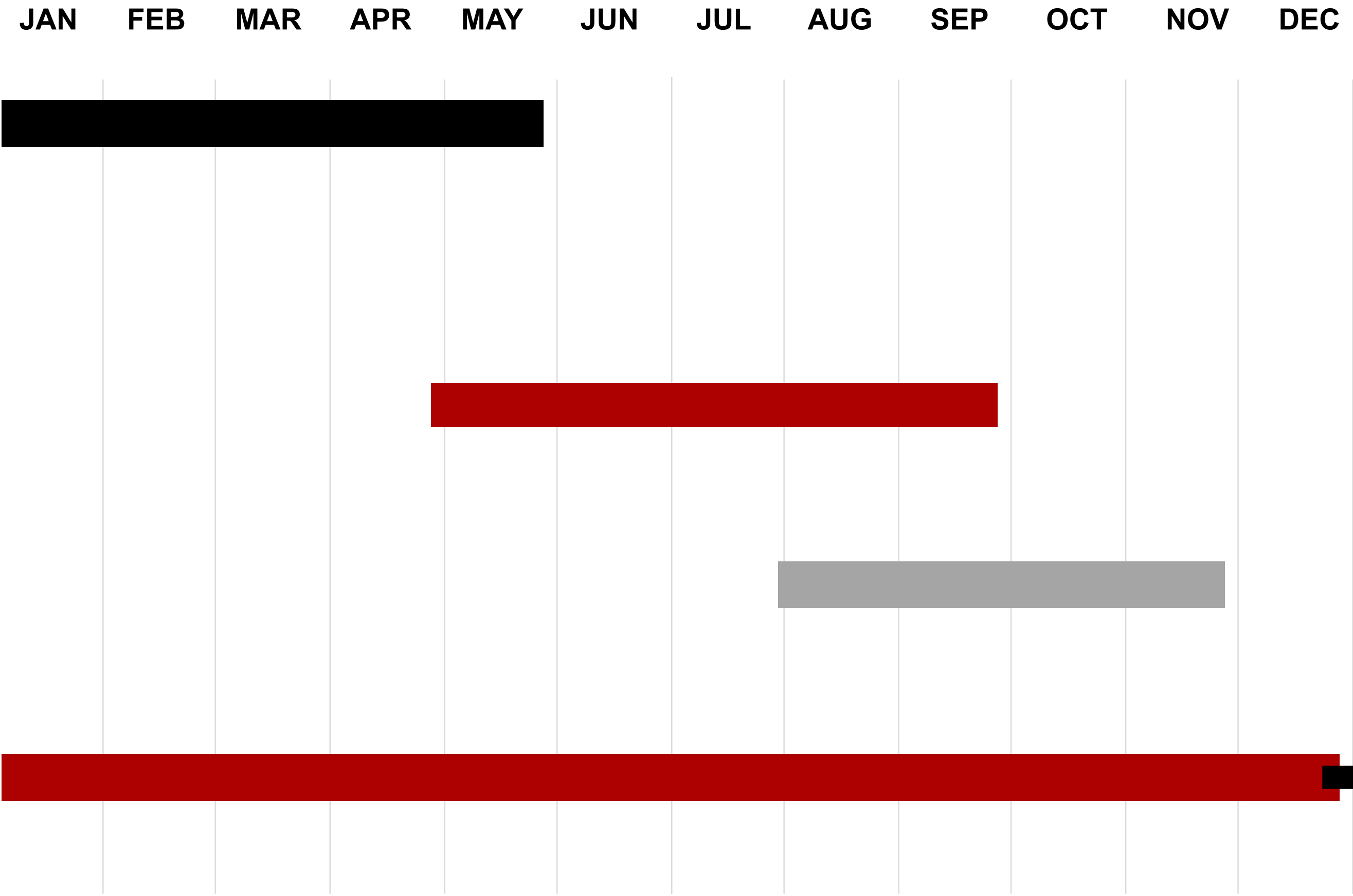
- “Here & Beyond” brand campaign production
- Baseline Research Survey (if necessary)
- Dedicated Brand Portal

INTERNAL LAUNCH TIMELINE

- “Here & Beyond” internal campaign launch
- Formalized Communication Strategy/Launch
- Campaign swag giveaway
- Campus-wide event(s)
- Alumni/Donor event(s)

WEB IMPROVEMENT PROJECT TIMELINE

- Phase I: Marketing Needs
- Phase II: Communication Needs
- Phase III: Collaboration Needs



MILESTONES

- Media strategy development & planning
- Phase I brand toolkit development
- UofL brand workshops
- Campaign production
- Phase II brand toolkit development
- Internal campaign activation & training
- Web Improvement Project implementation begins
- Brand campaign launch



**HERE &
BEYOND**

QUESTIONS?



UNIVERSITY OF
LOUISVILLE.

APPENDIX

UofL Brand framework

Bios

- Michael Wade Smith
- John Drees
- Kim Butterweck
- John Karman
- Tam Powell
- David Perry

UofL marketing research findings

Web improvement project overview

Here & Beyond campaign messaging

Here & Beyond photography guidelines

VISION: Aspirational description that defines what we want to achieve

The University of Louisville will be recognized as a great place to learn, a great place to work and a great place in which to invest because we celebrate diversity, foster equity and strive for inclusion.

MISSION: Our reason for being, core philosophies and advantages

The University of Louisville pursues excellence and inclusiveness in its work to educate and serve its community through:

- Teaching diverse undergraduate, graduate and professional students in order to develop engaged citizens, leaders and scholars.
- Practicing and applying research, scholarship and creative activity.
- Providing engaged service and outreach that improve the quality of life for local and global communities.

The University is committed to achieving preeminence as a nationally recognized metropolitan research university.

CARDINAL PRINCIPLES: Guiding values that shape our UofL community and our actions.

- Community of care
- Accountability
- Respect
- Diversity & inclusion
- Integrity & transparency
- Noble purpose
- Agility
- Leadership

POSITIONING:
Succinct description of our brand benefit to audiences, aligns to vision and mission

UofL is a vital ecosystem that creates thriving futures for students, the community and society.



PILLARS: Primary message points that support our positioning and highlight our competitive advantages

Redefining Student Success:

We invest in the whole student to unleash their potential and prepare them for the careers, workplaces and complex challenges of tomorrow.

Research & Innovation Powerhouse:

We create and apply knowledge that improves lives.

Premier Metropolitan University:

We are dynamically connected to the local and global community.

REASONS TO BELIEVE: Primary assets that support our pillars and lend credibility, not an exhaustive list of all reasons to believe for the university

One of only 69 universities in the U.S. to earn recognition by the Carnegie Foundation as both a Research 1 and Community Engaged university, we both create and apply knowledge that makes a positive impact.

Dedicated to inclusion, access and impact: radically altering the trajectories of generations by providing resources and support to students from a variety of socioeconomic backgrounds, including underrepresented minorities, low-income and first-generation college students.

We support the whole student through transformative, purpose-driven and engaged learning.

International study programs with civic, cultural and social engagement opportunities.

Tight-knit campus connected to vast opportunities to learn, serve and invest in Louisville and beyond.

We address and solve grand challenges impacting the human condition, including fostering equity and resilience in underrepresented communities, advancing human health with preventative strategies and harnessing technological advancements to create a more prosperous future.

Entrepreneurial focus combined with translational research means breakthroughs get to market faster and positive impact is felt more quickly.

We harness the power of innovation-focused partnerships with civic and business leaders to drive progress for society.

Students at all levels collaborate with high-profile researchers to tackle big problems and enhance quality of life.

Demonstrated impact on the economic, social and cultural health and well-being of Louisville, the commonwealth and beyond.

Committed to becoming the nation’s premier anti-racist metropolitan university by working against structural racism, creating access and pathways for students of color and driving toward ideals of equity.

Internships and partnerships with local Fortune 500 companies create a direct path to potential.

UofL was founded as one of the nation’s first city-owned, public universities, illustrating that the institution and Louisville fuel each other’s successes.

We foster a service mindset in the classroom and community, empowering students to make a difference.

PERSONALITY:
Characteristics that define how we look, feel and act

Resilient (persevering, strong)

Welcoming (inclusive, accessible)

Passionate (driven, spirited)

Real (grounded, genuine)

Dynamic (multi-faceted, energetic)

Innovative (entrepreneurial, leading)

MICHAEL WADE SMITH

Michael Wade Smith is the chief of staff and external affairs at the University of Louisville. In his role, he manages the implementation of the strategic agenda of President Neeli Bendapudi and oversees the Offices of Communications and Marketing and Government Relations.

Prior to joining the University of Louisville, Michael Wade held numerous positions at the University of Kansas (KU) including chief of staff in the Office of the Provost & Executive Vice Chancellor, executive director for marketing and advancement and chief marketing officer of the School of Business. He earned a bachelor's degree in English Literature and American Studies and an MBA from the University of Kansas, and recently earned his doctoral degree in higher education management from the University of Pennsylvania (UPenn).

As chief of staff and external affairs, Michael Wade provides executive leadership across units to drive UofL closer to its vision to be an even greater place to learn, work and invest. He provides strategic direction, leadership and oversight of the people, projects and operations of the Office of the President and represents the president with internal and external constituencies. Additionally, he serves as the senior external affairs administrator for the University of Louisville leading the Offices of Communications & Marketing and Government Relations. Still a relatively new member of the University of Louisville family, he is excited to help augment and elevate the reputation and impact of the University on the city, region and world.

Michael Wade has owned and operated a professional speaking and training firm, Intent on Success, since 2007. He has traveled the country working with student leaders, community organizations, national nonprofits, and companies to unlock and define their potential and lay concrete plans to achieve their success.

JOHN DREES

John Drees is senior associate vice president, communications and marketing at the University of Louisville, overseeing services including media relations, broadcast production, creative services (including graphic design, photography and publications), digital media (including web and social media), crisis communication, marketing and advertising, and internal communication.

A seasoned communications professional with more than 37 years in the journalism, public relations and marketing fields, he returned to UofL, his alma mater, in 1986. Since that time, he has held a variety of positions within the Office of Communications and Marketing, working with units on the Belknap and Health Sciences campuses, serving as the university's first web manager and overseeing internal communications, special events and projects, and media relations.

Winner of more than three dozen local, state and national awards for writing and communication, he has presented and served on panels at numerous conferences and to many organizations on topics ranging from media relations to crisis communication.

Previously, he served as a sports and features writer, columnist and editor for local and statewide media, including the Voice Newspaper family of publications, the Kentucky High School Sports Report, the Courier-Journal and others.

He also is active in his community, currently serving on the Board of Directors for Catholic Charities of Louisville, where he serves as advancement committee chair.

KIM BUTTERWECK

Kim Butterweck has more than 20 years of experience as a communications professional, including marketing and advertising, public relations, internal communications, storytelling and editing, event planning, speechwriting, community relations and video production. She joined the University of Louisville's Office of Communications and Marketing in 2015 and currently serves as Executive Director, Brand and Marketing, responsible for driving the university's messaging and creative services in support of its mission. She oversees the teams responsible for marketing and publications, including UofLMagazine; creative services; web development; digital and social media content; visitor experience; and sponsorship development.

In addition to higher education, Kim has communications experience across a number of industries, including travel and tourism, restaurants, publishing, nonprofit arts organizations, franchising and banking. She has held communications positions at Papa John's International; New West Agency, serving clients including the Kentucky departments of Travel, Agriculture and Parks, Kentucky Sports Authority, Kentucky Grape and Wine Council, and the African American Forum; Kentucky Monthly magazine; and National City Bank.

Kim produced the Telly Award-winning documentaries Vintage Kentucky: The Vine to Wine Experience and CTE for Me and earned a CASE Kentucky Award of Excellence for producing UofL's Grawemeyer Awards 30th Anniversary Celebration, which included a public ceremony to honor Muhammad Ali. Kim is the co-founder of Eve Theatre Company, a nonprofit that creates opportunities for women in all aspects of theatre arts.

JOHN KARMAN

John Karman joined the University of Louisville's Office of Communications and Marketing in 2014 after a 20-plus year career as a Louisville journalist. He became media relations director in 2015 and now serves as the university's executive director of communications. In that role, John oversees UofL's external communications, including media relations and internal communications, which includes messaging from central administration to the campus community. He also serves as the university's main spokesperson.

John was a reporter for Business First of Louisville from 1999 to 2013. There, he won numerous awards from the Louisville chapter of the Society for Professional Journalists and American City Business Journals, parent company to Business First. John is a Louisville native and lives in the city with his wife Susan and 10-year-old daughter Mackenzie.

TAMALYN POWELL

Tamalyn Powell is a senior advisor/senior vice president at BVK, a branding and marketing consultancy firm that specializes in higher education, health care and travel/leisure categories. Tam joined BVK in 1996 to oversee the strategy and marketing initiatives for various health care clients. She launched and began leading the agency higher education practice in 2010. Prior to joining BVK, she served as the director of marketing and communications for a seven-hospital health system in Milwaukee, WI.

As a pioneer of higher education marketing at BVK, Tam focuses her efforts on how she and the higher education team can help clients break through the clutter. Tam is an expert in brand positioning and has authored multiple whitepapers detailing the past, present and future of the education industry. Her mantra is “never stop learning,” and that’s exactly how she operates. Tam is responsible for all aspects of marketing, communications, planning and strategy on behalf of BVK’s broad portfolio of higher education clients across the country. As BVK’s higher education brand champion, she drives a culture of accountability, collaboration and excellence on behalf of her clients. Her relentless pursuit of creating impactful dialogues and innovative ideas make her a vital partner to BVK and its clients. Under Tam’s leadership, the education industry has recognized BVK as Best of Show in the Higher Education Marketing Awards, winning multiple CASE Circle of Excellence Platinum Awards, among others.

DAVID PERRY

David Perry is the principal & founder of Perry IQ, a marketing and strategy consultancy serving clients in the higher education and healthcare sectors. Perry is entering his second year serving as an advisor to the President's Office at the University of Louisville. He is also a senior advisor at Stanford Medicine in Palo Alto, California. Prior to launching Perry IQ in July 2018, Perry served as chief marketing officer of University of Utah Health. At U of U Health, he oversaw a team responsible for the U of U Health brand, clinical & content marketing, PR, web and thought leadership. David and his team managed key partnerships including the Utah Jazz, Sundance Film Festival and the US Olympic Committee. Prior to U of U Health, Perry served as chief marketing officer at Bentley University in Waltham, Massachusetts.

David brings more than 25 years of marketing experience in fields as varied as academia, health care, technology and consumer products with companies including Microsoft and Quaker Oats. He holds an MBA from Northwestern University's Kellogg School of Management, a BBA from the University of Kentucky, and serves on the boards of Lindsey Wilson College (KY) and the National Ability Center in Park City, UT, and is former adjunct marketing professor at Seattle University.



JANUARY 11, 2019

University of Louisville

Marketing Research Findings

MARKETING RESEARCH INITIATIVES

In December 2017, the University of Louisville initiated a market research initiative with SimpsonScarborough to explore the University's brand.

Scope of Work:

Discovery - Campus immersion and brand assessment (March 2018)

- Objectives:
 - Meet with key stakeholders to gain an authentic, comprehensive understanding of UofL
 - Assess the current brand efforts of UofL and its closest competitors
 - Develop initial insights

Qualitative market research – Online focus groups with undergraduate prospects and alumni (April-May 2018)

- Objectives:
 - Gather data on feelings, values, perceptions that are difficult to capture in close-ended questions
 - Develop and/or validate hypothesis

Quantitative market research – Online surveys of undergraduate prospects, faculty, staff, students, alumni and Kentucky residents (Sept. 2018)

- Objective:
 - Obtain statistically valid numerical data among stakeholder groups

GUIDING RESEARCH QUESTIONS

The research focused on answering the following questions:

AWARENESS & PERFORMANCE

- What is the overall brand awareness and familiarity for UofL and its programs?
- What is the strength of impression of the UofL brand for its target audiences?
- How does the UofL brand perform against its competitive set?
- Is UofL differentiated, held in higher/lower esteem?

PERCEPTIONS & MOTIVATIONS

- What is the target audiences' overall perception of UofL?
- How have perceptions been impacted by recent negative media coverage, if at all?
- What are UofL's key brand associations, both positive and negative?
- Is UofL relevant to what each target audience is looking for?
- What are the key drivers to associate (e.g. attend, donate, recruit)?

MESSAGING

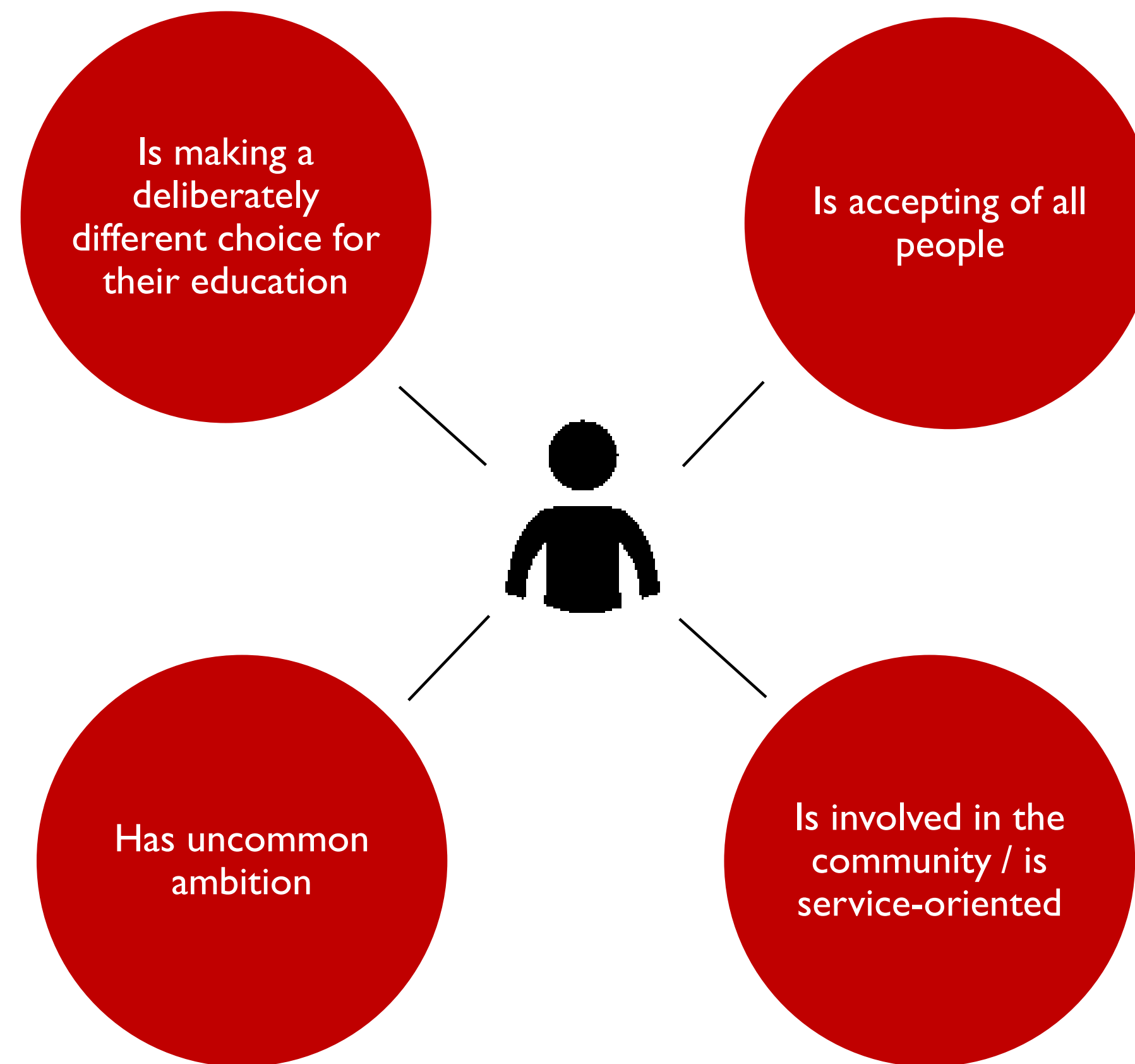
- Are current messages effectively communicating UofL's strengths in a way that enhances visibility and positively shapes perception?
- Which best reflect where UofL is today and where it is headed in the future?
- Which marketing messages lead prospects to choose UofL? Alumni to engage and give? Internal audiences to feel pride? Business/community leaders to view favorably? And gives UofL the ability to attract top-notch faculty, staff, and funding opportunities?



Phase I Research Findings

Qualitative research – brand assessment, campus immersion visit, focus groups

A successful UofL student ...



PHASE I RESEARCH RECAP



UofL's Strengths

Mission of Social Justice

Diversity & Inclusion

Culture of Innovation

Location in Louisville

Campus Culture

PHASE I RESEARCH RECAP

UofL's Challenges

Region/Location

Awareness/Perception

Diversity

Culture of Innovation

Campus Culture

Consistency of Messaging and Brand Identity

- UofL needs to communicate in a way that engenders excitement, confidence and a clear reason to believe in the future of UofL, and the motivation to support us.
- Current messaging is fractured and disconnected from a central brand, where each audience is receiving a different message.
- If every message comes from the same conceptual core and connects to the intended audience in relevant ways, UofL can tell a consistent, compelling, and forward-thinking story whose whole is greater than the sum of its parts.
- Communications inspired by this platform will amplify awareness and understanding, as they will all be woven from a common thread.





Phase II Research Findings

Quantitative research – online surveys to undergraduate prospective students, current students, faculty, staff, alumni and Kentucky residents

DATA COLLECTION DETAILS



	Prospective UG Students	Current Students	Alumni	Faculty/Staff	KY Residents 18+, registered voters
Data Source	University of Louisville				Survey Sampling International (SSI)
Median Length	10 minutes	15 minutes	21 minutes	19 minutes	11 minutes
# of Potential Respondents	25,598	9,996	13,402	5,701	--
# of Respondents	392	484	449	858	398
Study Sponsor	UofL revealed as sponsor partway through survey	UofL revealed as sponsor at start of survey			UofL revealed as sponsor partway through survey



Research Findings

Brand Drivers

BEST DESCRIPTION OF YOU // EXCELLENT STUDENTS // UofL

KY residents describe students at excellent schools as hardworking, intelligent, and ambitious. Prospects describe themselves as hardworking, intelligent, and dedicated. Internal audiences describe UofL as accepting, culturally aware, and inclusive.

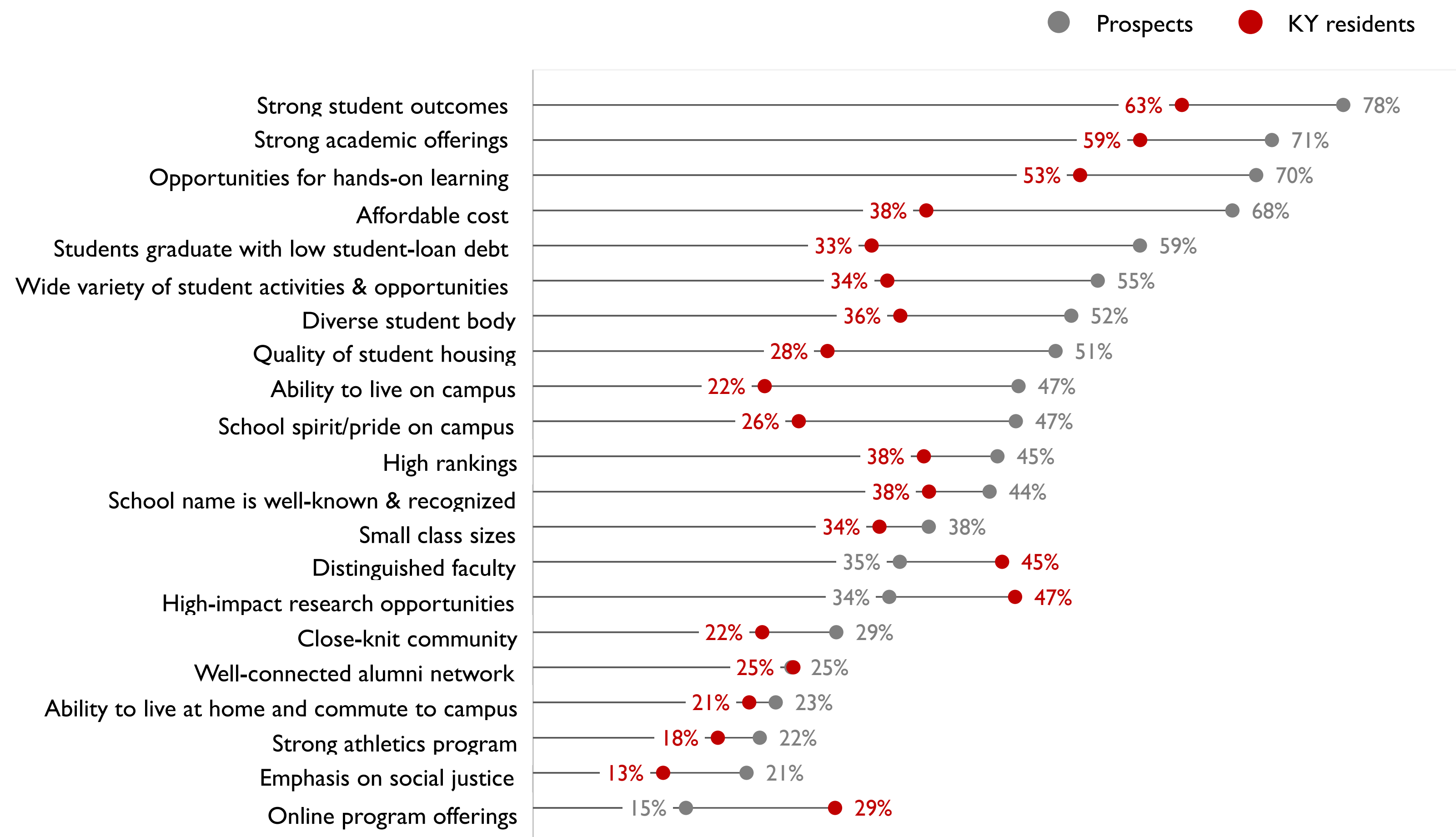


Top 5 selections

	Prospects	KY Residents	Current Students	Alumni	Faculty/Staff
Hard working	76%	60%	34%	33%	33%
Intelligent	71%	66%	31%	25%	16%
Dedicated	64%	55%	32%	25%	22%
Supportive	62%	18%	41%	27%	23%
Passionate	58%	37%	33%	24%	19%
Accepting	58%	24%	70%	55%	59%
Achiever	57%	52%	13%	16%	9%
Compassionate	56%	22%	30%	19%	26%
Ambitious	56%	57%	25%	28%	18%
Competitive	55%	38%	34%	38%	20%
Approachable	49%	15%	44%	38%	30%
Resourceful	48%	36%	38%	29%	23%
Adventurous	46%	19%	11%	8%	4%
Optimistic	45%	39%	34%	24%	19%
Perfectionist	43%	9%	3%	2%	1%
Outgoing	42%	21%	23%	13%	8%
Culturally aware	40%	22%	61%	44%	54%
Energetic	39%	26%	26%	23%	15%
Inclusive	34%	12%	52%	49%	55%
Innovative	30%	23%	34%	33%	23%
Gracious	28%	10%	9%	7%	6%
Inspiring	26%	34%	25%	20%	9%
Nurturing	25%	8%	16%	14%	13%
Outspoken	22%	12%	17%	10%	9%
Unconventional	17%	8%	10%	7%	7%
Trailblazer	6%	13%	8%	9%	6%

INDICATORS OF HIGH QUALITY COLLEGE/UNIVERSITY

For prospects and KY residents, academic quality perceptions are driven by strong student outcomes, strong academic offerings, and opportunities for hands-on learning.



GREATEST STRENGTHS OF UofL

Internal audiences see the diverse student body and strong athletics programs as UofL’s strengths; a third of prospects don't know what UofL’s strengths are.



	Current Students	Alumni	Faculty/Staff	KY Residents	Prospects
Diverse student body *	57%	48%	58%	32%	29%
School name is well-known and recognized *	46%	37%	29%	43%	29%
Ability to live at home and commute to campus *	46%	55%	50%	26%	19%
Opportunities for hands-on learning	46%	34%	33%	22%	10%
Strong athletics program	44%	57%	44%	30%	29%
Wide variety of student activities	40%	34%	35%	27%	19%
School spirit/pride on campus *	38%	39%	31%	29%	31%
Affordable cost	37%	47%	37%	23%	24%
Strong student outcomes	30%	22%	13%	19%	18%
Strong academic offerings	28%	27%	23%	29%	21%
Small class sizes	27%	18%	10%	7%	10%
Emphasis on social justice	27%	15%	23%	10%	8%
Ability to live on campus *	25%	29%	28%	27%	32%
Online program offerings *	25%	10%	21%	14%	9%
Distinguished faculty	23%	17%	18%	18%	13%
High rankings	22%	22%	25%	15%	11%
Close-knit campus community	22%	14%	15%	12%	15%
Well-connected alumni network	14%	13%	12%	17%	12%
Students graduate with low student-loan debt	14%	18%	11%	8%	11%
High-impact research opportunities *	12%	6%	6%	12%	12%
Quality of student housing	12%	15%	13%	12%	16%
Don't know	4%	5%	5%	14%	33%

Top 5 selections

* In-state prospects are more likely than out-of-state prospects to select these options.



Research Findings

Brand Benchmarks



EXCELLENT COLLEGES/UNIVERSITIES (AIDED AWARENESS)

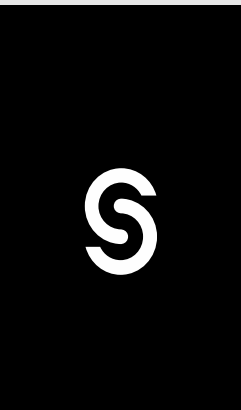
All audiences consider Purdue and Ohio State as excellent. Prospects select UofL nearly as often as University of Kentucky. In-state residents, on the other hand, are far more likely to select UK.

	Prospects	Current Students	Alumni	Faculty/ Staff	KY Residents
Purdue University *	49%	63%	68%	60%	38%
University of Illinois at Chicago *	35%	23%	16%	20%	11%
The Ohio State University	31%	50%	53%	56%	33%
Indiana University *	26%	30%	45%	47%	21%
Georgia Tech	26%	29%	42%	32%	28%
University of Kentucky *	24%	47%	30%	33%	74%
University of Louisville *	22%	59%	52%	37%	44%
University of Alabama	20%	35%	20%	19%	18%
University of Tennessee	18%	24%	19%	19%	29%
University of Cincinnati *	13%	31%	17%	21%	19%
NC State University	13%	17%	14%	14%	15%
University of South Carolina *	13%	15%	11%	11%	12%
Bellarmino University *	12%	40%	44%	43%	25%
Centre College *	9%	29%	49%	48%	28%
University of Pittsburgh	9%	18%	16%	23%	10%
Western Kentucky University *	8%	13%	10%	11%	30%
Northern Kentucky University *	6%	7%	7%	4%	18%
Eastern Kentucky University *	4%	9%	7%	5%	31%
Jefferson Community and Technical College *	2%	4%	4%	5%	5%

Top 5 selections

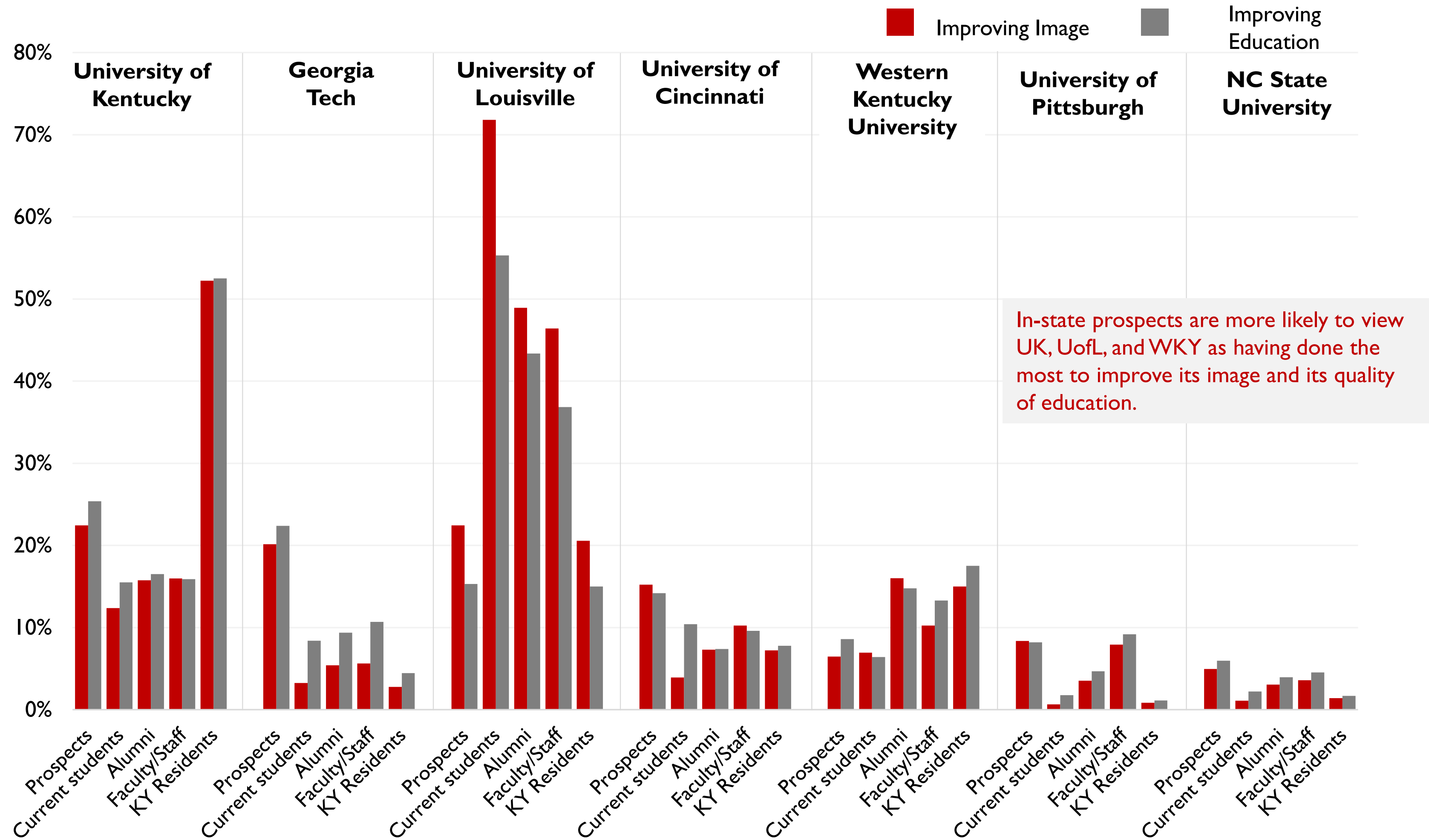
* More likely to be selected by in-state prospects.

* More likely to be selected by out-of-state prospects.



IMPROVING IMAGE & QUALITY OF EDUCATION

Among external audiences, UK is seen as having done the most recently to improve its image and the quality of the education they offer.



In-state prospects are more likely to view UK, UofL, and WKY as having done the most to improve its image and its quality of education.

WHY LOUISVILLE IS A GOOD CITY TO ATTEND COLLEGE/GRAD SCHOOL

Cuisine/dining options, collegiate sports teams, and museums/arts/music/theater were selected by internal audiences/alumni and KY residents. The largest percentage of prospects don't know why Louisville is a good city to attend college.



Top 5 selections

	Current Students	Alumni	Faculty/ Staff	KY Residents	Prospects
Cuisine/Dining options *	60%	64%	69%	28%	13%
Collegiate sports teams ◆	57%	67%	56%	31%	15%
Museums/Arts/Music/Theater * ◆	57%	57%	64%	30%	15%
Cultural and socio-economic diversity *	53%	49%	56%	22%	14%
Nightlife/Social events *	52%	43%	42%	25%	13%
Affordable housing/Cost of living * ◆	51%	72%	73%	25%	20%
Green spaces/Parks *	48%	59%	61%	16%	13%
Community engagement *	42%	45%	50%	17%	12%
Lots of young professionals *	41%	34%	37%	19%	14%
STEM industry job/internship opportunities *	40%	25%	19%	11%	15%
Healthcare and pharmaceutical industry job/internship opportunities * ◆	39%	50%	44%	28%	12%
Shopping options *	38%	25%	27%	26%	14%
Restaurant and food services industry job/internship opportunities *	38%	40%	38%	24%	13%
History/Historical Landmarks	35%	37%	36%	27%	11%
Public and non-profit sector job/internship opportunities *	33%	29%	30%	19%	9%
Climate/Weather *	32%	37%	34%	19%	15%
Business, banking, and financial industries job/internship opportunities *	30%	31%	25%	23%	9%
Numerous colleges and universities *	29%	31%	27%	20%	9%
Opportunities for political involvement *	28%	22%	20%	11%	9%
Architecture/Skyline *	25%	16%	15%	10%	12%
Known for entrepreneurship and start-ups *	22%	22%	23%	12%	6%
Media and communications industry job/internship opportunities *	20%	15%	14%	13%	9%
Louisville is not a good city to attend college *	3%	1%	1%	6%	2%
I am not familiar with the city of Louisville *	2%	0%	0%	5%	20%
Don't know *	1%	2%	2%	14%	24%

More likely to be selected by: * in-state prospects * out-of-state prospects ◆ KY residents in KY metro area counties

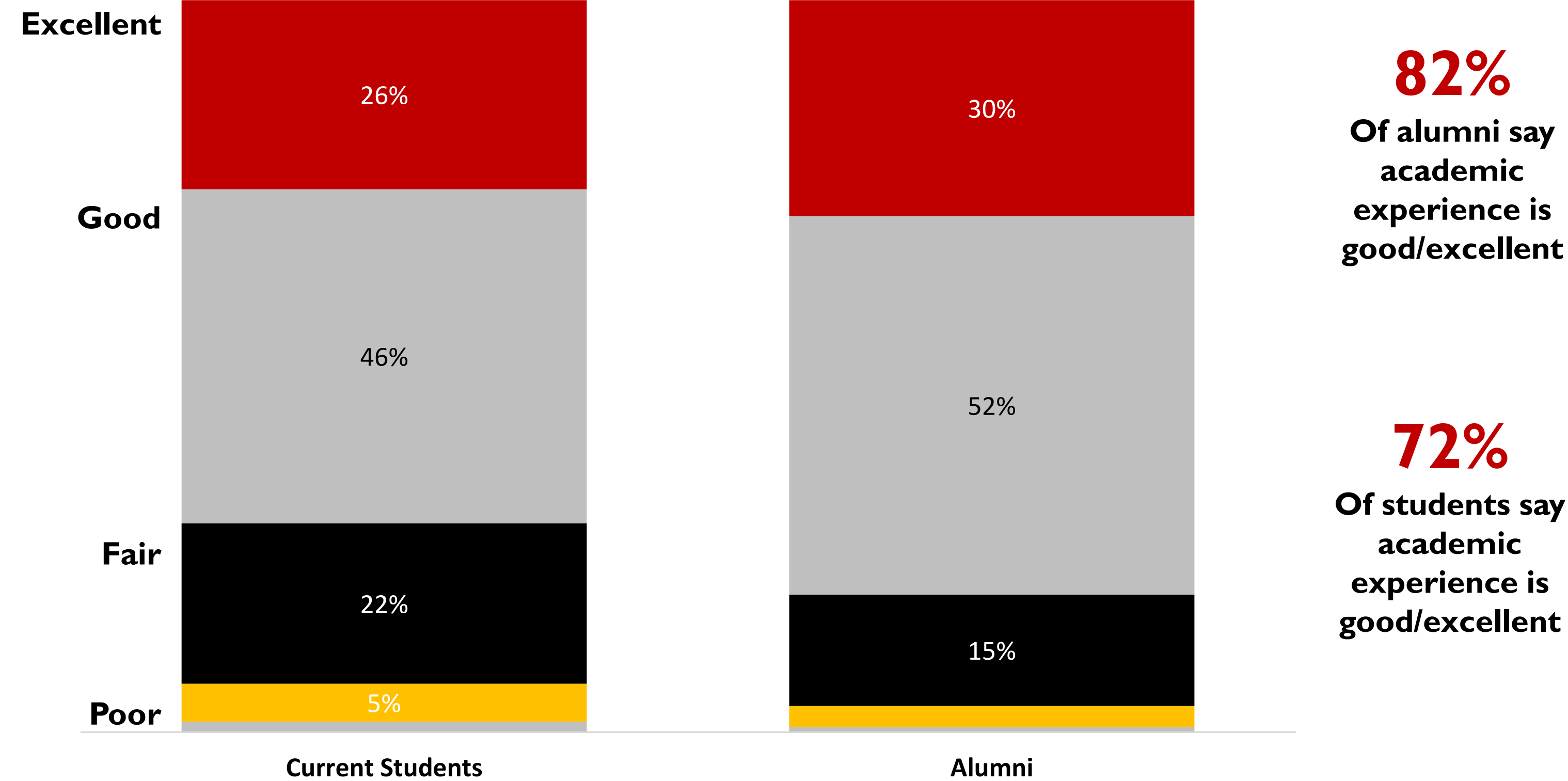
(Prospects) What characteristics, if any, make Louisville a good city to attend college (select all that apply)
(Internal/Alumni/KY residents) What characteristics, if any, make Louisville a good city to attend college or graduate school? (select all that apply)
If at least somewhat familiar with UofL: prospects (n=148), KY residents (n=293)
Survey sponsor revealed.

UofL ACADEMIC EXPERIENCE

The majority of current students and alumni rate their academic experience as good or excellent.



My academic experience at UofL

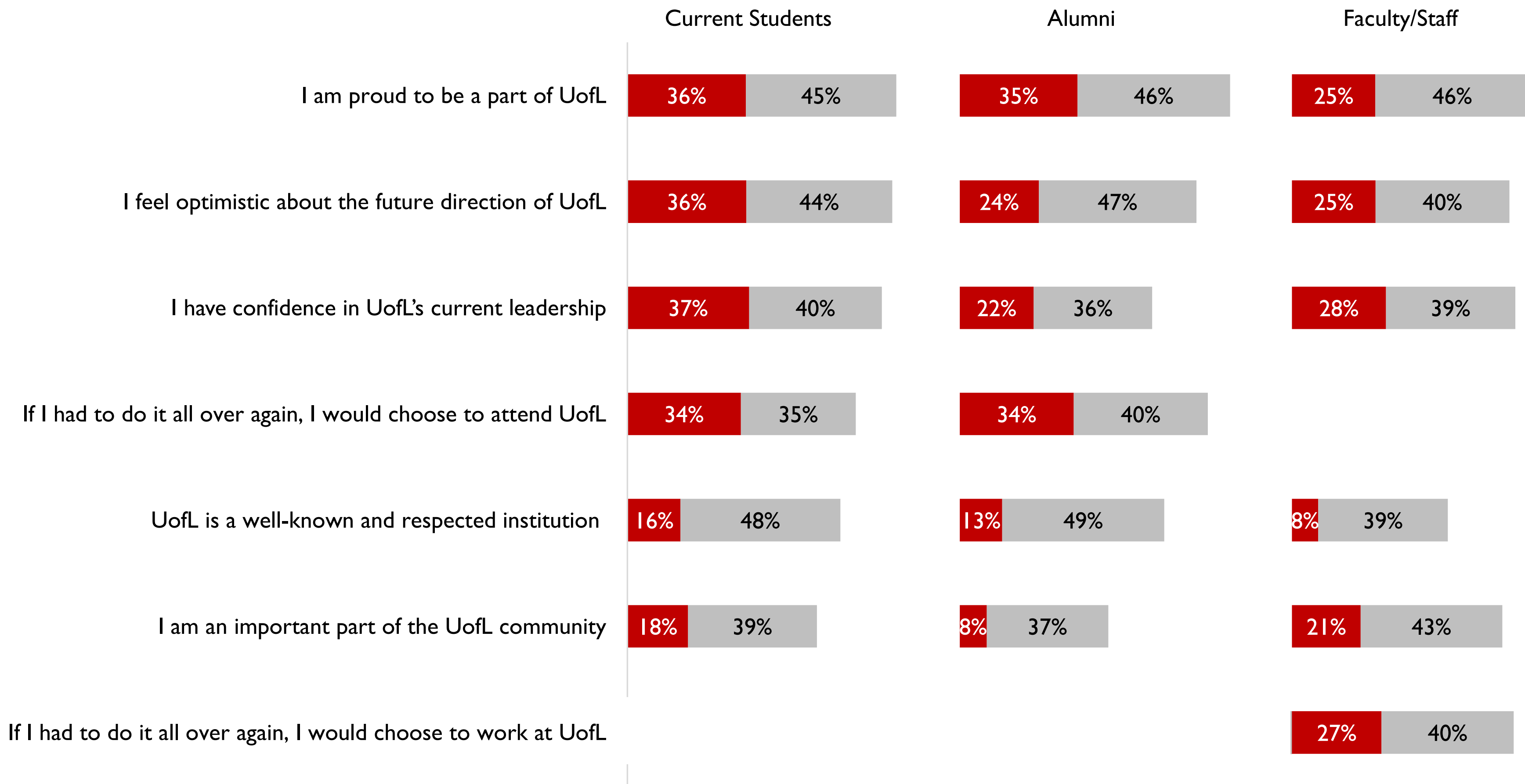




AFFINITY STATEMENTS

Current students and alumni are very proud to be part of the UofL community and feel optimistic about the future direction of the University.

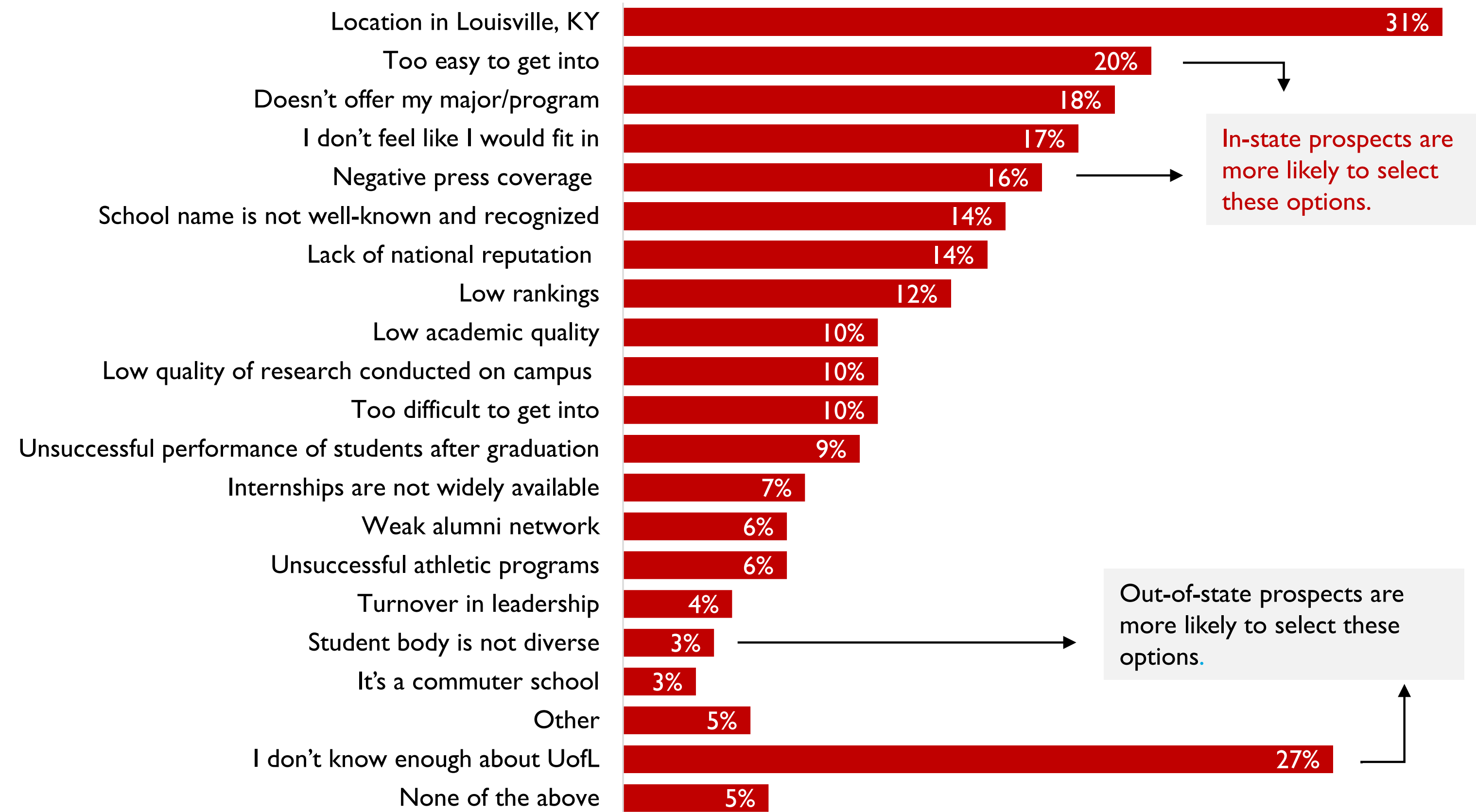
Strongly agree Agree



(Internal/Alumni/) Rate your level of agreement with each of the following statements.
Scale: Strongly disagree // Disagree // Agree // Strongly agree // Don't know
Some response options only available to certain audiences.

HESITATIONS TO CONSIDER UofL

While a large portion of prospects do not know enough about UofL, others say that they are hesitant to consider UofL because of its location in Louisville or because it's too easy to get into.

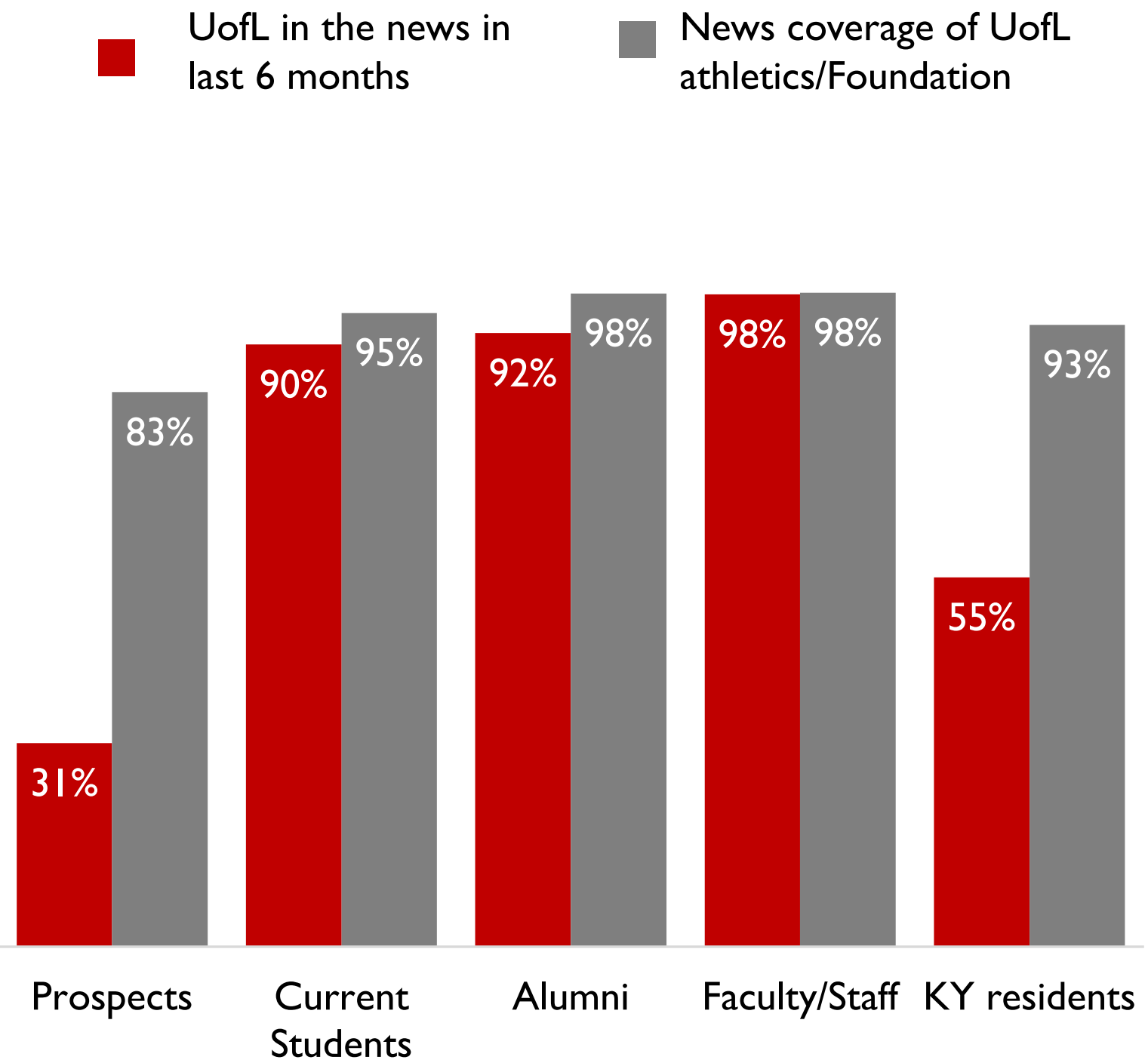


UofL IN THE NEWS

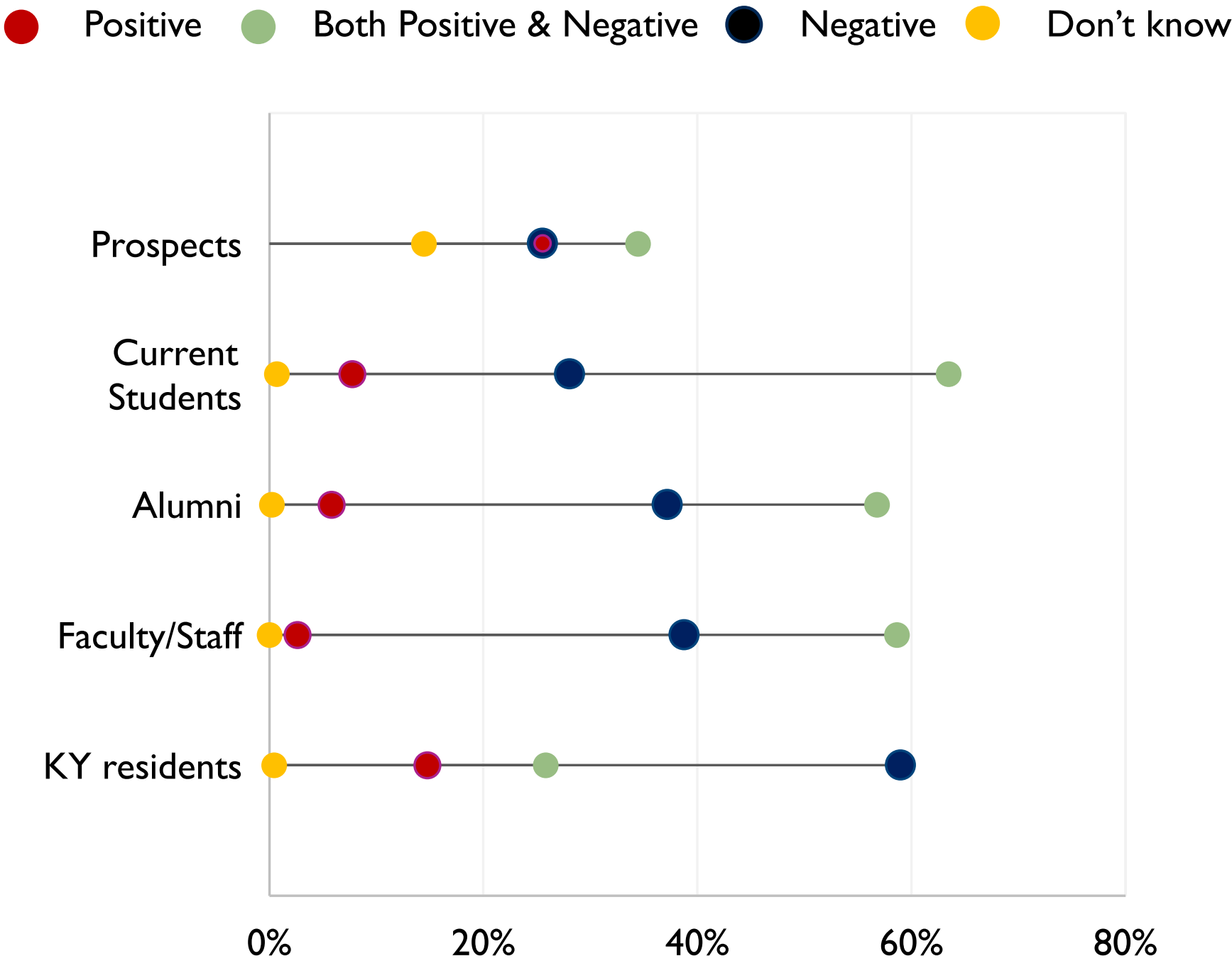
Internal audiences and alumni are much more aware of the media coverage surrounding UofL than KY residents and prospective students.



Have you heard or read about UofL in the news in the last 6 months// Heard any news coverage about athletics at UofL or the UofL Foundation? (% Yes)



Has the media coverage you have seen about UofL been positive or negative?

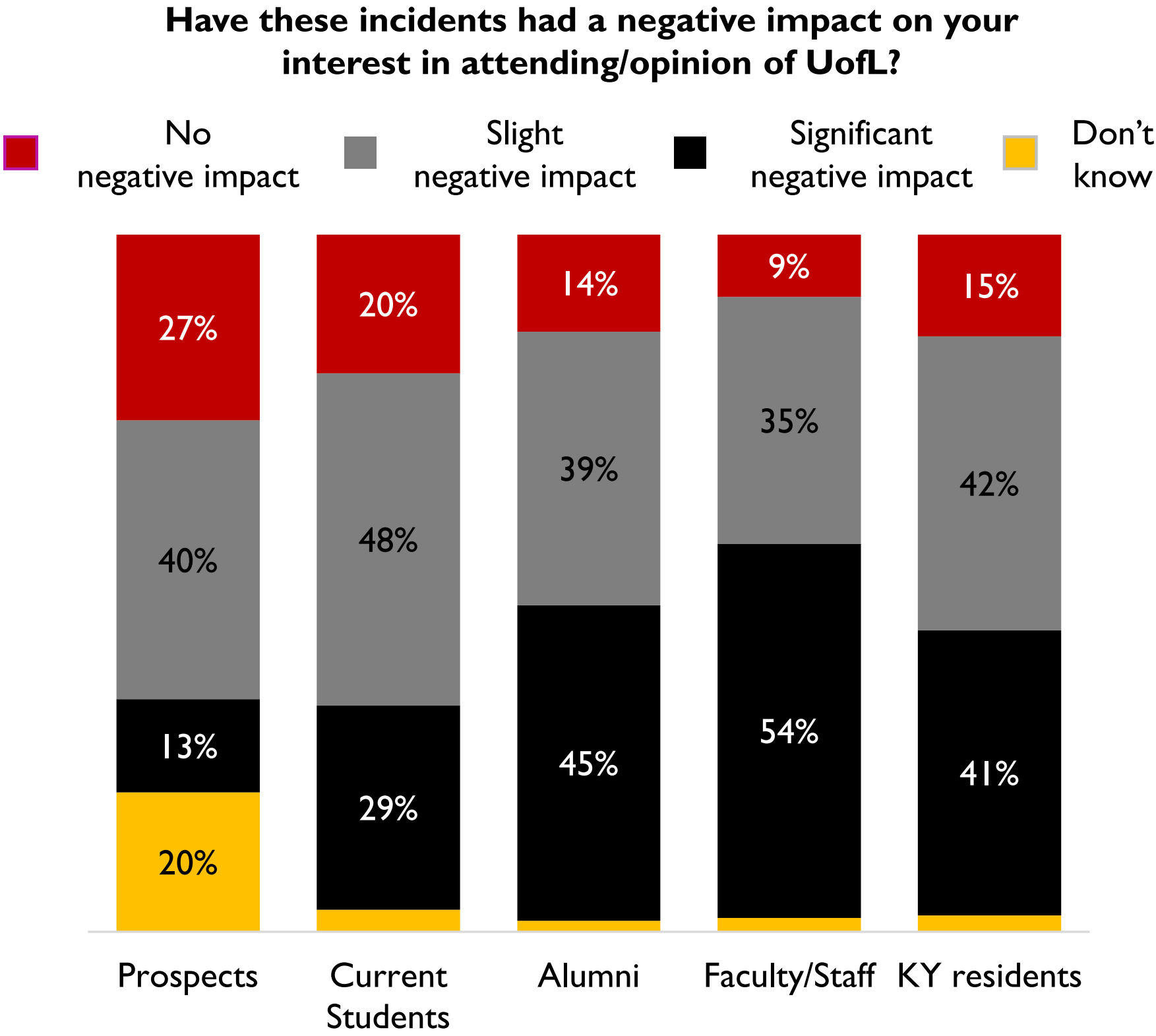


21 | simpsonscarborough.com

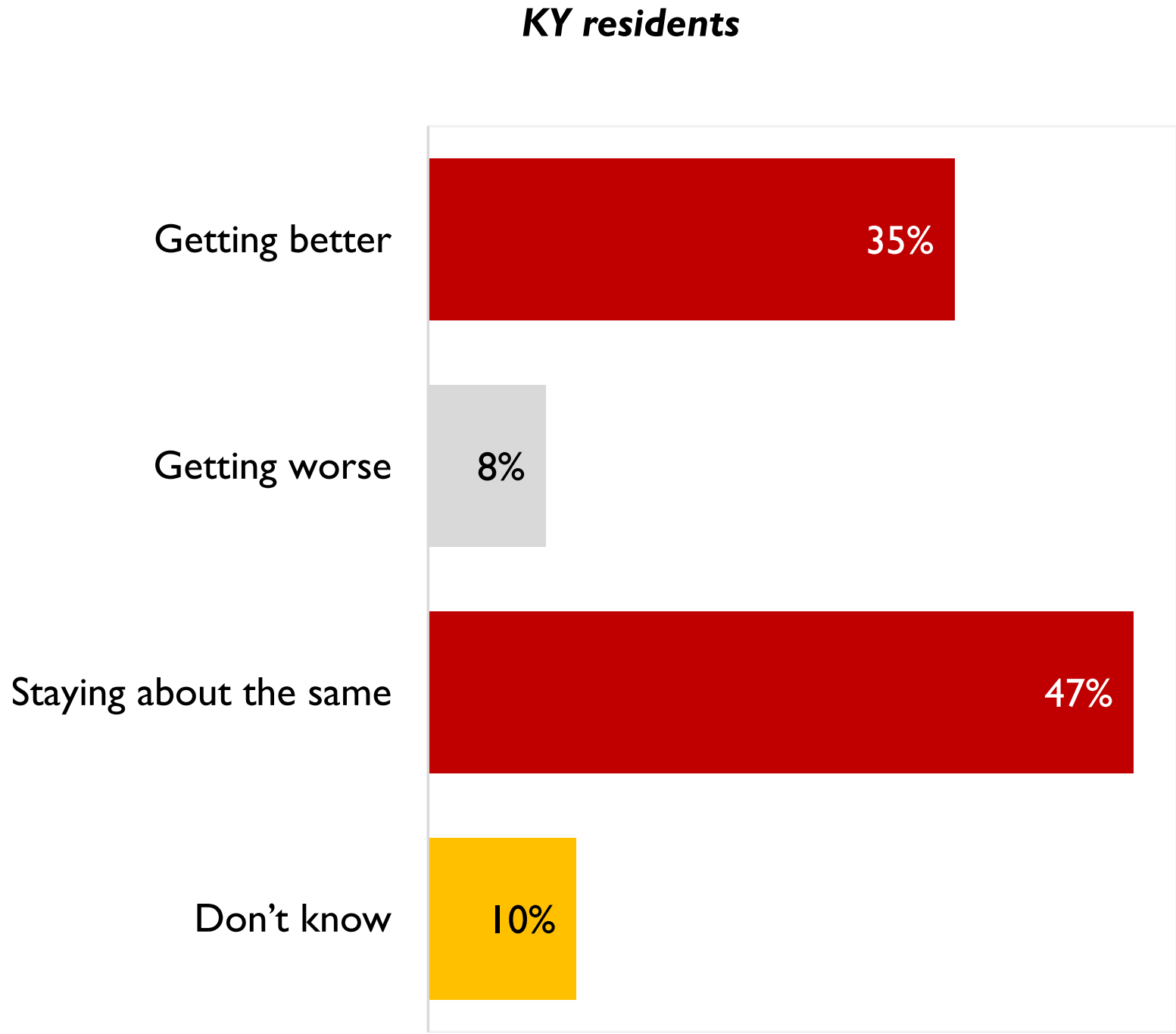
(Have heard/read of UofL in the news) If at least only know the name (prospects n=294, KY residents n=391)
(Positive/negative media coverage) If have heard/read of UofL in the news (prospects n=90, current students n=438, alumni n=414, faculty/staff n=841)
(Heard any news coverage re: UofL Foundation) If media coverage heard/read is negative or both positive & negative (prospects n=54, current students n=401, alumni n=389, faculty/staff n=819, KY residents n=184)
Survey sponsor revealed.

UofL IN THE NEWS

A large portion of all audiences indicate that the news coverage has no negative impact or a slight negative impact on them.



Compared to the recent past, do you think the quality of education a student receives at UofL is:



(Negative impact on interest/opinion) If have heard any news coverage about athletics/UofL Foundation (prospects n=45, current students n=382, alumni n=382, faculty/staff n=805, KY residents n=172)
(Compared to recent past) If at least somewhat familiar with UofL (KY residents n=293)
Survey sponsor revealed.



Key Takeaways & Recommendations

Key Research Findings

- For prospective students and KY residents, academic quality perceptions are driven by strong student outcomes, strong academic offerings, and hands-on learning opportunities.
- Prospective students consider the value of diversity as being around people from different backgrounds who have had different life experiences and have different opinions.
- Prospective students want to go to a school that:
 - Gives students knowledge that lets them play an active role in society
 - Takes advantage of the opportunities available in the surrounding area
 - Encourage students to get hands-on experience serving others
 - Explores limits and pushes boundaries
 - Reflects the people and ideas of the real world
- Location is the biggest limitation to consideration of UofL among prospective students.

Key Research Findings

- Internal audiences and prospective students agree that UofL is a school in and of the city of Louisville, that UofL's research initiatives benefit the Louisville community, that UofL encourages and celebrates people's differences, and that UofL is a good value for the cost.
- Kentucky residents agree that the UofL community celebrates diversity and is part of the fabric of the city
- Internal audiences consider UofL to be great at helping students:
 - Stretch beyond their comfort zone to gain exposure to new ideas and experience new things.
 - Expand limits by exploring interests in and out of the classroom.
- Internal audiences consider Louisville a good city to attend college because of a variety of attributes including cuisine/dining, college sports, museums/arts/music/theater, cultural and socioeconomic diversity. **However, students don't necessarily understand how these attributes benefit them.**
- Current students, faculty/staff and alumni are proud of the university. In many cases, though, we are our own worst critics.

Recommendations

- Emphasize the culture of acceptance, openness, and inclusion as an opportunity to be part of a community that reflects the people and ideas of the real world. As a result, students stretch beyond their comfort zone to gain exposure to new ideas and experience new things.
- Demonstrate the ways in which UofL gives students the knowledge that lets them play an active role in our society and have hands-on experience serving others. “Service with a Purpose.” (Other national research suggests that Gen Z students DO want to make a difference in the world.)
- Explore ways to better engage our proud alumni base.
- Highlight the University’s location in Louisville for the opportunities available for students to expand their limits by exploring their interests in and out of the classroom. **Show how this benefits them while they are here and after they graduate.**



Next Steps

Improving **The Web**

WEB IMPROVEMENT STEERING COMMITTEE

louisville.edu/web/upgrade



One **University**

Background



Brand Touchpoints

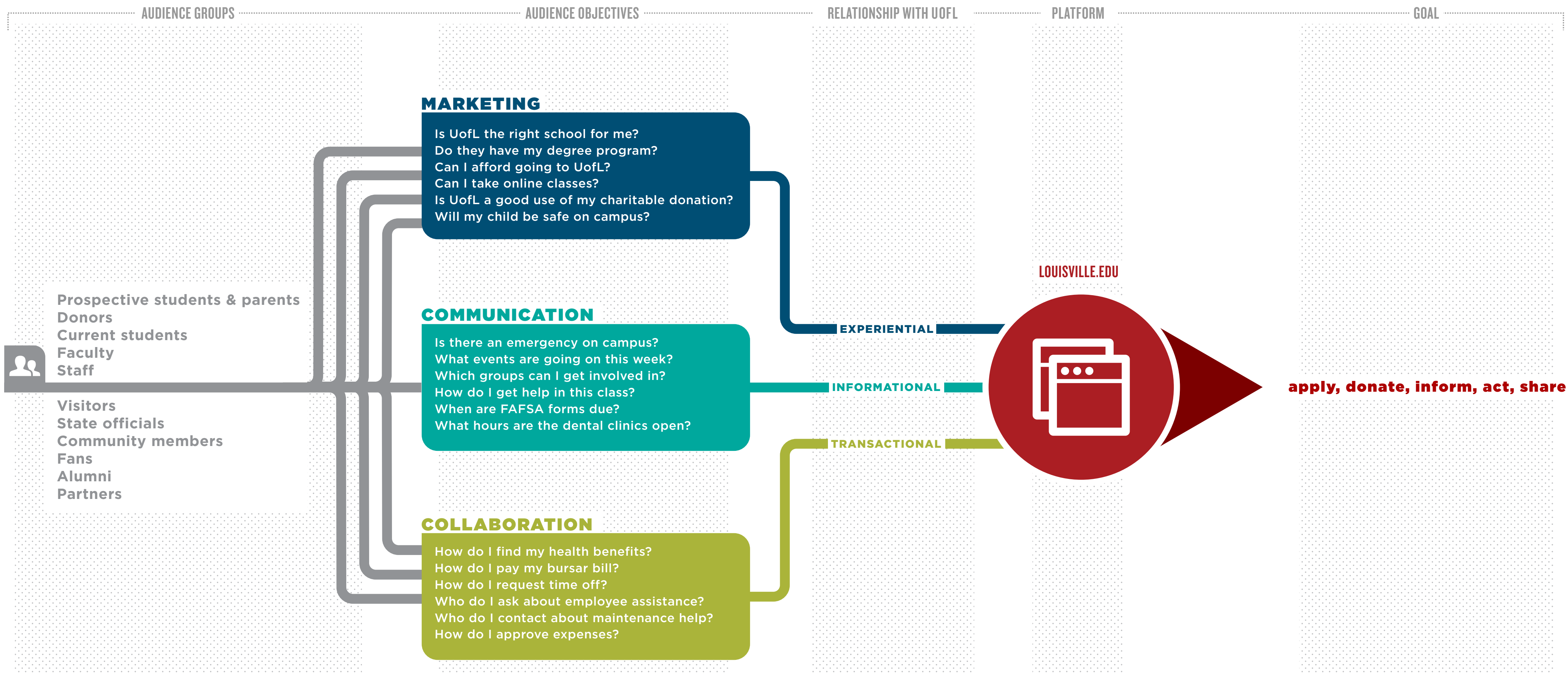
Our website is the central driving point for university marketing and advertising



Background

Experience Bottleneck

One website serving all audiences, all purposes



Driving **Factors**

A web experience that is **audience-centered**,
an **authentic representation of our brand**,
that demonstrates our commitment to being
a great place to learn, work and invest and
supports our institutional priorities and the
achievement of our goals.

The
Vision

Audience-centered:

- Prioritize **user needs** first
- Make considerate, careful choices aimed at specific audience personas

The
Vision

A great place to learn, work, and invest:

- Supporting the whole student through transformative purpose-driven and engaged learning
- Helping foster a culture where faculty, staff and administration live our institutional values
- Support innovative teaching, research, scholarship and creative activity, principled leadership, responsible stewardship and engaged partnerships

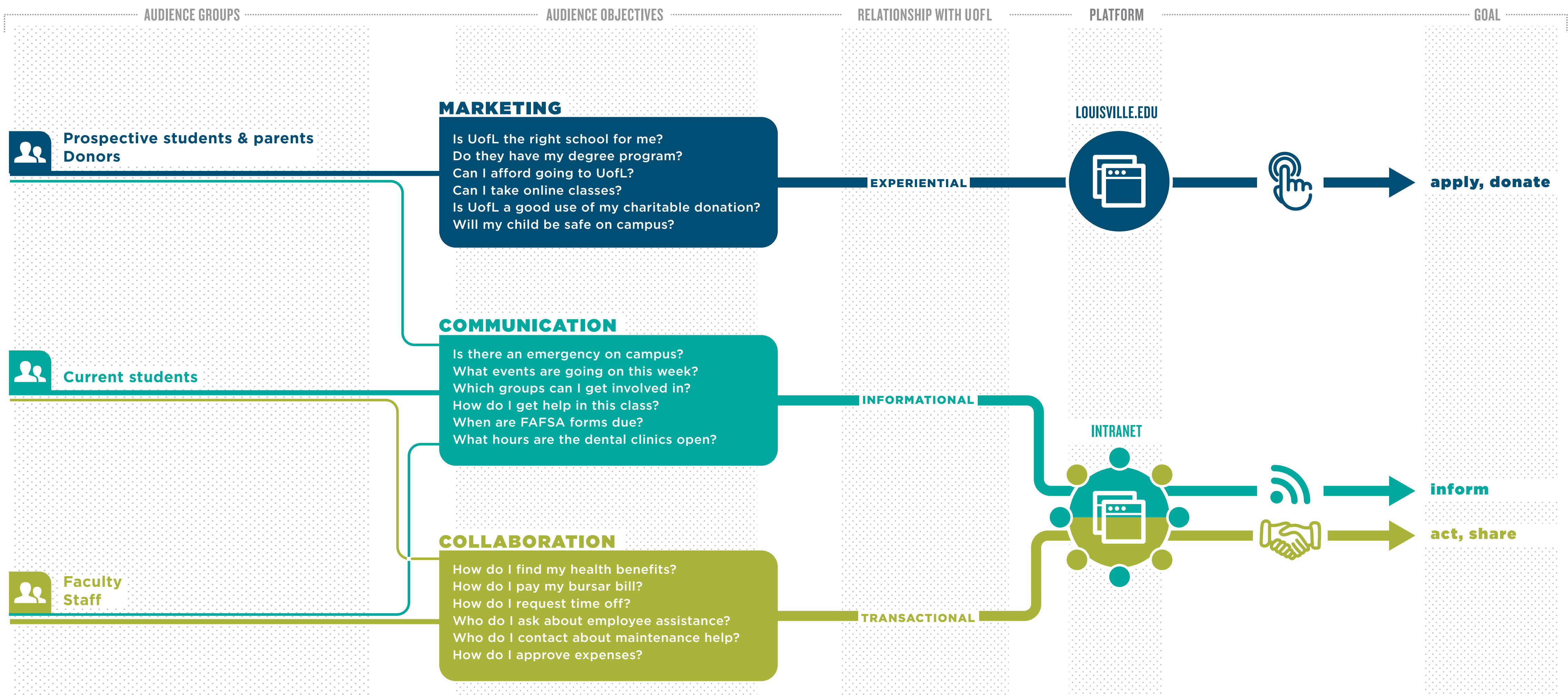
● **Supports our institutional priorities
and the achievement of our goals:**

- Strategic Plan
- Institutional rankings and designations
- Enrollment/retention management goals
- University budget model
- Analytics and marketing strategy
- Financials for fundraising

The
Vision

Experience Redesigned

Audience prioritization and platform optimization



Committee Charge

To assist in accomplishing our vision through **open and honest discussion**, the identification and creation of **necessary workgroups**, and an overall **commitment to the best interest of the university**.

This work will culminate in recommendations to the Web Improvement Executive Committee on the topics of **tools, support, process, governance** and **change management** across the three priorities of our web system.

How we achieve this

Focusing on our common goals

Listening + communicating

Prioritizing a positive environment for all users

Establishing consistency

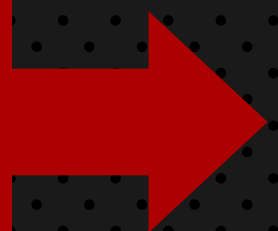
The
Committee

CONSISTENCY

TRUST

AFFINITY

VALUE



1

Phase I

MARKETING NEEDS

CORE AUDIENCE(S)

Prospective students
Parents
Donors

EXAMPLES

Homepage
About UofL
Our Academics
The Student Experience
Applying to UofL

2

Phase II

COMMUNICATION NEEDS

CORE AUDIENCE(S)

Current students

EXAMPLES

Event calendars
Student groups
News + info
Scholarships
Classroom tools
Academic success

3

Phase III

COLLABORATION NEEDS

CORE AUDIENCE(S)

Faculty
Staff

EXAMPLES

Offices
Departments
Directories
Human resources
Business operations

MESSAGING

Headlines that tested well have been included and additional lines have been added.

Messaging has been separated to demonstrate coverage of the three key pillars.

Body copy is included as an example of tone. Key proof points would be featured in body copy as needed/desired for specific placements.

Redefining Student Success: We invest in the whole student to unleash their potential and prepare them for the careers, workplaces and complex challenges of tomorrow.

CLAIM YOUR POTENTIAL. THEN AMPLIFY IT.

IT'S MORE THAN A DEGREE. IT'S AN ENERGY.

Start where world-class research, hands-on learning and entrepreneurial breakthroughs are born. Where inclusivity and accessibility are catalysts for global impact. Where the city and campus are linked for endless opportunity. Start at UofL, where you have the potential to build a better world, Here & Beyond.

LET YOUR ENERGY BE YOUR INTRODUCTION.

OUR GREATEST TRADITION IS DEFYING CONVENTION.

INCLUSION INSPIRES OUR GREATEST INNOVATIONS.

Our strength is manifested as the sum of our parts. So at UofL, we cultivate a vital collection of perspectives. Through prestigious partnerships and real world experiences, we empower diverse minds to seize opportunity, think differently and define what's possible Here & Beyond.

Research & Innovation Powerhouse: creating and applying knowledge that improves lives

SOME GO WITH THE FLOW. WE CREATE TIDAL WAVES.

We are creating a powerful current with inevitable impact. We're fostering equity and resilience in our communities, advancing optimal health, and harnessing technological advancements to create a more prosperous future. We're solving the grand challenges of the human condition, enhancing lives Here & Beyond.

SHATTER GLASS CEILINGS AND BUILD BLOCK CHAINS.

This is where innovation is born from collaboration. The Center for Digital Transformation will ignite a new level of opportunity for today's and tomorrow's workforce. We're putting the commonwealth at the forefront of data science and digital learning. Solving grand challenges of the human condition. We're starting something that will impact every industry, Here & Beyond.

FUTURE ENTREPRENEUR? START WITH A CUSTOMIZED DEGREE.

Tomorrow's entrepreneurs are starting with customized degrees. Get your start at University of Louisville's College of Arts & Sciences, where we teach liberal arts for the global economy. Humanities and chemistry combine to invigorate the community. And entrepreneurial focus meets translational research, powering the latest innovations Here & Beyond.

WE UNLEASH THE MINDS THAT IMPACT THE WORLD.

THE STARTING LINE FOR STARTUPS.

Premier Metropolitan University:

dynamically connected to the local and global community

ENGAGE WITH THE WORLD ON A NEW LEVEL.

LOCAL ROOTS. GLOBAL IMPACT.

A REAL-WORLD UNIVERSITY WITH WORLD-CHANGING IMPACT.

Start where world-class research, hands-on learning and entrepreneurial breakthroughs are born. Where inclusivity and accessibility are catalysts for global impact. Where the city and campus are linked for endless opportunity. At UofL, we're impacting the world Here & Beyond.

THERE'S NO ROOM FOR NEUTRALITY IN THE FACE OF INJUSTICE.

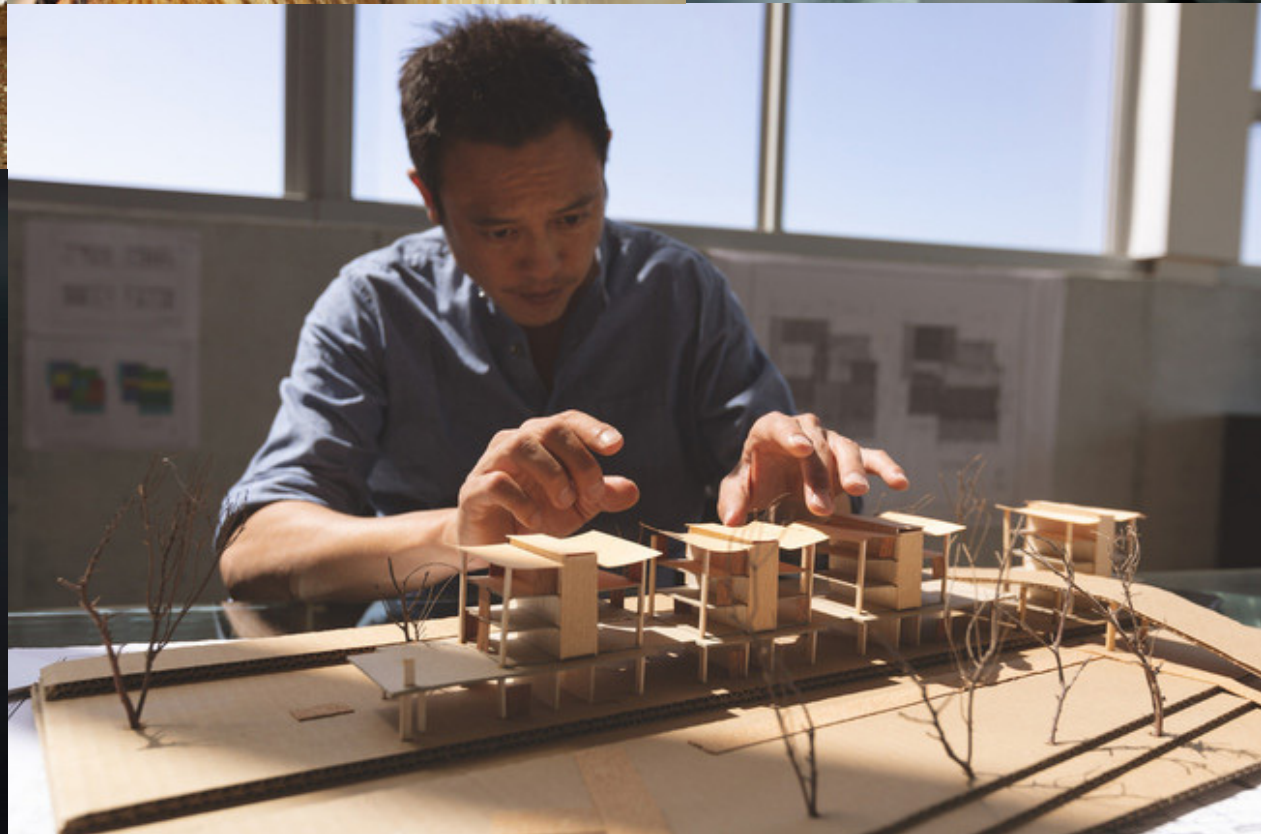
It is our honor, privilege and immense responsibility to take on the commitment of becoming the premier anti-racist metropolitan research university in the country. We know that anti-racism begins in the mind, the heart and the curriculum. And we welcome input regarding our plans for building a bolder, more consciously inclusive community, Here & Beyond.

PHOTOGRAPHY

The art direction of the photography should be authentic and raw. It shouldn't feel overly produced or edited. It should work to enhance and bring to light the vitality and grit of the people and places that make Louisville, Louisville.

PORTRAITS

Portraits should be diverse—ranging from direct-to-camera to introspective and in-the-moment (working). Photos should have a mix of backgrounds from around campus (inside and out) and around Louisville (workplace and city). In these photos, the focus is on one individual but the shot may contain more than one person. All images should portray confidence, through a range of expressions and emotions.



COMMUNITY

Community photos should be candid and in-the-moment. They showcase the students, faculty and alumni that embody the UofL values. We'll capture a blend of students working and enjoying themselves in demonstrations of collaboration and community. In some instances, these photos also will showcase the impacts these people are working to achieve or celebrating what they have contributed.



ENVIRONMENT

Environment photos will feature wider landscape shots. Many also will include students, faculty and alumni but with the setting being a key feature of the photo. These are scene-building shots and start to show the greater context of the campus and community. This is where we showcase the city of Louisville and its dynamic relationship with the university. Photo content will range from 50/50 subject-to-scene all the way to 100% scene.





University Board of Trustees
January 21, 2021

Current Status

- Covid still very real issue
 - Completed 107,000 tests
 - Positivity rates in December 12.3%, continuing in January
 - Highest Covid inpatient census at 129 (January 15) doubled from October
 - Post holiday spike continues
 - Delayed some inpatient elective surgeries in late November due to volume
- Struggling with finding enough nurses (~500 openings)
 - Staff working overtime, traveling nurses
 - We have thousands of health care heroes
- Covid-19 vaccines ~10,000 given (1/20)
 - Health care workers
 - Physicians, residents & community providers
 - Focusing on 1B >70 age in the community
 - Could give twice as much if more vaccine available
- Volumes down (delaying care)
 - Length of stay higher causing hospitals to be full
 - Surgeries, trauma higher
- Completed CHI integration
 - IT
 - Patient accounts (all billing brought back to Louisville)

Financial Overview UofL Health

FY 2021 Unaudited results (6-month period)

	FY21 Actual	FY21 Budget
Admissions	down 13.0%	
ER visits	down 21.1%	
Surgery	down 7.4%	
Physician visits	down 8.1%	
Total operating revenues	\$920,474,668	\$869,843,399
Operating expenses	\$871,755,969	\$844,047,961
EBIDTA	\$48,698,699	\$25,794,000
Normalized net Income	\$42,641,767	\$14,195,786

* 2021 will be the fourth year without a rate increase to our patients

- \$55M in cares act funding reserved
- Expenses increase in contract labor, pharmaceuticals and supplies

Strategic Focus

- Focused on growth
 - Brown Cancer Center NE
 - 6 bed ICU in Shelbyville (opening April 21)
 - 24/7 STEMI (interventional cardiac program) at M&E (May 2021)
 - UMC - two OR's opening (April 1)
 - Hired 300 international nurses
 - Spine center opening at NE (June 21)
- Trying to be voice of community for Covid-19
- Access to care
 - Developing 5 urgent care locations (3 rural or underserved locations)
 - Recruitment (signed 68 providers, 28 offers pending)
 - Relocating FP residency to Mary & Elizabeth Hospital
- Leapfrog Quality results showed improvements all hospitals
 - All C or above
- Bringing Academic Medicine care closer to communities we serve.

We are making a difference in the
health of our community,
together.





UNIVERSITY OF
LOUISVILLE®

Finance Update to Board of Trustees

Dan Durbin, VP Finance

THE THINKER
BY AUGUSTE RODIN
A GIFT TO THE PEOPLE
OF LOUISVILLE BY THE

January 21, 2021

Highlights of YTD 12/31/20 Financial Status

- **Overall revenues trending slightly ahead of budget with 52% realization rate:**
 - Enrollment and tuition exceeded budget through 12/31
 - State support appears to be stable for the year (no reductions)
 - Clinical revenues stronger due to Dental and health system support
 - Athletics revenues impacted by event occupancy constraints and COVID
- **Overall expenses trending with budget at a 48% realization rate:**
 - HSC expenses positively influenced by Pediatrics integration and other savings
 - COVID situation is suppressing normal activities (ex. Travel)
 - Incremental COVID related expenses are largely being covered by CARES funding
 - Athletics expenses significantly reduced to meet reduced revenues
- **Cash Position remains stable at 74 days**

Budget-to-Actual Report thru December

FY 2021 versus FY 2020 (Modified-Cash Basis)

Revenues	FY 2021				FY 2020	Year-over-Year	
	Annual Budget	YTD December	% Realized	Status	YTD December	\$ Change	
<u>General Funds</u>							
Tuition and Fees (excl. spring billing)	325,927,672	167,920,329	51.5%	⬆️	162,173,293	5,747,036	2% tuition rate increase; improved fall-to-fall enrollment performance
State Appropriations	127,056,800	69,881,300	55.0%	✅	69,648,500	232,800	Improved performance funding
Transfers In	23,967,589	5,014,542	20.9%	✅	7,235,817	(2,221,275)	
Other Revenue	14,206,997	6,051,669	42.6%	⚠️	8,646,042	(2,594,373)	Invest income; Early Learning Campus; Internat. Learning
Auxiliaries	13,132,518	10,076,943	76.7%	✅	11,066,695	(989,751)	Parking; Housing
Hospital-Related	9,308,327	2,394,716	25.7%	✅	4,373,791	(1,979,075)	Primarily timing-related
General Funds Total	513,599,903	261,339,499	50.9%	✅	263,144,138	(1,804,639)	
Funds received in prior periods	3,000,000	0			0		
<u>Non-General Funds</u>							
UL Research Foundation	501,106,844	287,924,762	57.5%	⬆️	268,350,675	19,574,087	See "Description of Notable Revenue Changes" section
UL Athletic Association	107,377,000	54,543,940	50.8%	⚠️	113,234,267	(58,690,327)	Revenue decreased due to occupancy limits
UL Foundation	56,383,000	18,131,416	32.2%	⚠️	24,595,210	(6,463,794)	Reduced spend policy rate for FY 2021
Other Department Funds	40,914,903	15,553,036	38.0%	✅	13,351,981	2,201,055	
Funds received in prior periods	2,538,547	0			0	0	
Non-General Funds Total	708,320,294	376,153,154	53.1%		419,532,133	(43,378,979)	
Total Revenues	\$1,224,920,197	\$637,492,653	52.0%		\$682,676,271	(\$45,183,618)	

Expenses	FY 2021				FY 2020		
	Annual Budget	YTD December	% of Budget	Status	YTD December	Change	
<u>All Funds</u>							
Salary	555,714,327	262,350,962	47.2%	⬆️	275,907,303	(13,556,341)	Mostly due to Peds transfer to Norton; plus reduction from furloughs
Fringe Benefits	143,439,172	58,928,327	41.1%	⬆️	71,764,840	(12,836,513)	No retirement benefits in July; partial in Aug.-Oct.; Peds shift to Norton's
Operating	313,684,374	172,521,638	55.0%	✅	205,894,912	(33,373,274)	See "Description of Notable Expense Changes" section
Financial Aid	133,968,819	70,180,188	52.4%	✅	69,063,200	1,116,988	
Capital Asset & Debt Service	54,099,395	17,978,607	33.2%	✅	14,630,234	3,348,373	Primarily timing-related
Utilities	24,014,110	8,015,434	33.4%	✅	7,962,423	53,011	
Total Expenses	\$1,224,920,197	\$589,975,156	48.2%		\$645,222,911	(\$55,247,755)	
Revenue Over/(Under) Expenses	\$0	\$47,517,497			\$37,453,360	\$10,064,137	

FY 2021 Budget Shown with Mitigation Actions Applied

Status Indicators	
Better than Expected	↑
As Expected	✓
Worse than Expected	!

Budget-to-Actual Report thru December

FY 2021 versus FY 2020 (Modified-Cash Basis)

Description of Notable Revenue Changes

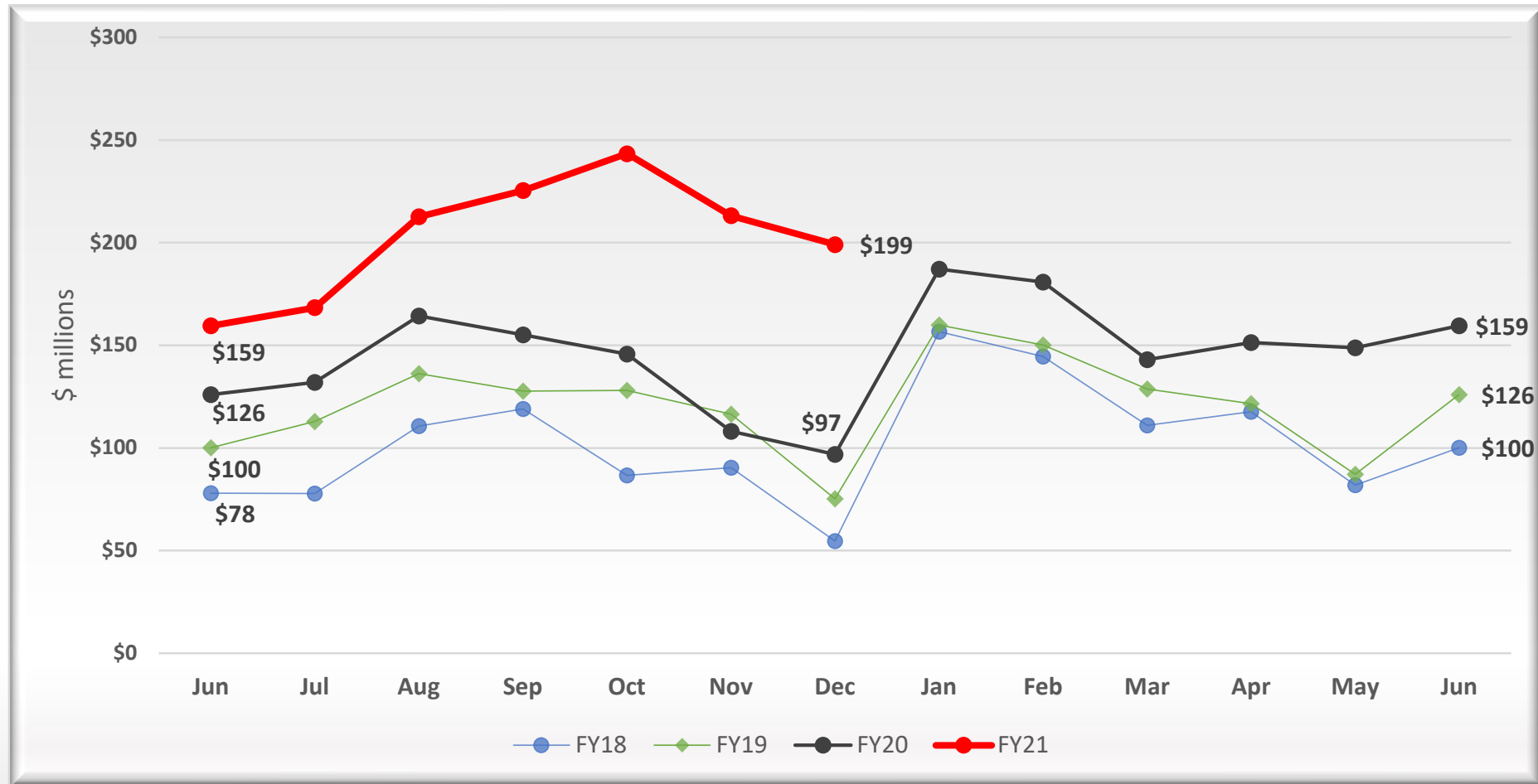
Revenues	Actuals (December)		Change	
	FY 2021	FY 2020		
Tuition and Fees	167,920,329	162,173,293	5,747,036	2% tuition rate increase; improved fall-to-fall enrollment performance
UL Research Foundation	287,924,762	268,350,675	19,574,087	
<i>Sponsored Research</i>	<i>65,140,041</i>	<i>64,503,907</i>	<i>636,134</i>	
<i>Pass-through financial aid</i>	<i>24,595,735</i>	<i>22,853,587</i>	<i>1,742,148</i>	
<i>CARES Act</i>	<i>1,334,270</i>	-	<i>1,334,270</i>	<i>Non-recurring funds in FY 2021</i>
<i>Clinical-related activities</i>	<i>168,425,009</i>	<i>157,346,212</i>	<i>11,078,797</i>	<i>Mostly Dental IGT & other pass-through IGT funds to UL Health</i>
UL Athletic Association	54,543,940	113,234,267	(58,690,327)	
UL Foundation	18,131,416	24,595,210	(6,463,794)	

Description of Notable Expense Changes

Expenses	Actuals (December)		Change	
	FY 2021	FY 2020		
Salaries and Wages	262,350,962	275,907,303	(13,556,341)	Largely due to Peds personnel transfer to Norton's
Fringe Benefits	58,928,327	71,764,840	(12,836,513)	Retirement suspension for July; partly restored Aug.-Oct.
Financial Aid	70,180,188	69,063,200	1,116,988	
Operating	172,521,638	205,894,912	(33,373,274)	
<i>ULP Support</i>	<i>106,390</i>	<i>6,177,342</i>	<i>(6,070,953)</i>	ULP payments/support decreased in FY21
<i>External Services</i>	<i>20,070,113</i>	<i>35,834,656</i>	<i>(15,764,544)</i>	ULP contractual, among others
<i>Travel</i>	<i>2,428,575</i>	<i>8,832,939</i>	<i>(6,404,363)</i>	Impact of COVID-19 travel restrictions
<i>Subscriptions</i>	<i>13,021,900</i>	<i>15,441,868</i>	<i>(2,419,968)</i>	Partially due to lower library subscriptions
<i>Services</i>	<i>4,475,496</i>	<i>7,699,154</i>	<i>(3,223,658)</i>	
<i>IT equipment & services</i>	<i>2,794,747</i>	<i>(1,272,551)</i>	<i>4,067,298</i>	Influenced by COVID-19/online requirements; partially funded from CARES

Liquid Cash – FY 2018 to FY 2021

(Actuals through December FY 2021)



Looking Ahead to Fiscal Year End

- Spring enrollment is exceeding projections with monitoring of payment activity:

	Professional	Graduate	Undergrad	
Spring 2021:				
Budgeted FTEs	1,485	3,660	11,482	
As of 1/15/21	1,448	3,829	11,805	
Difference as of 1/15/21	(37)	169	323	455

- Athletics working through funding options to year end (to meet cash flow needs)
- Prior planning and budget management paying off- reversing some previous budget reductions
- Most recent round of CARES funding could cover incremental expenses to year end (assuming situation does not worsen)
- Constant financial monitoring process in place to help remain on budget
- Beginning FY22 budget planning process will begin soon

A grayscale photograph of the famous bronze statue 'The Thinker' by Auguste Rodin. The statue is shown in a three-quarter view, seated on a large, rough-hewn rock. The figure is in a state of deep contemplation, with his chin resting on his hand. The background is a soft-focus view of trees and foliage.

Questions?

THE THINKER
BY AUGUSTE RODIN
A GIFT TO THE PEOPLE
OF LOUISVILLE BY THE



BIG WINS 2020

Board of Trustees Meeting
January 21, 2021



2020 BROUGHT BIG ISSUES

- COVID
- Social justice issues
- Financial challenges



BUT ALSO BROUGHT BIG WINS

- Record number of students/student success
- Record amount of research/key role in significant studies
- Testing, responding to Covid

Addressing COVID

On campus

- Implemented remote work policy for staff
- Moved most courses to online/hybrid
- Provided COVID testing
- Developed website/updated almost daily
- Frequent communication



Transitioned within **3-5 days**
to fully online or hybrid teaching,
learning and business operations

Addressing COVID

Through research

- CPM for Biodefense and Emerging Infectious Diseases – Q-Griffithsin, aptamer as potential therapeutic
- Co-Immunity Project – wastewater tracking
- Nasal spray
- Dataseam – testing compounds
- ANNIE – texts COVID info directly to veterans' phones

Addressing COVID

In the community

- Decontamination of N95 masks
- Processing tests for Louisville medical facilities
- SPHIS
 - Faculty leading public health efforts
 - Students engaged in contact tracing



AMIST – producing
3D-printed face shields, nasal swabs

Addressing COVID

Through patient care

- Clinicians providing care
- Rapid implementation of telehealth

UofL Health treated **1,800 patients** (inpatient),
conducted more than **100,000 tests**

Addressing Social Justice and Racism

- Cardinal Anti-Racism Agenda
- Named Diversity Champion, earned HEED Award for Health Professions
- NPHC Plot dedication, suite refresh
- Virtual support groups following Breonna Taylor decision
- Planning for “A Transcendent Life” Ali exhibit at all libraries (January 2021)



\$1 million NSF grant
to improve STEM opportunities
for women

Establishing Financial Footing

For the University

- Developed balanced budget for FY21
- New budget model incentivizes academic entrepreneurship, long-term planning



Designed, implemented **\$39 million**
risk mitigation strategy

Establishing Financial Footing

For UofL Health

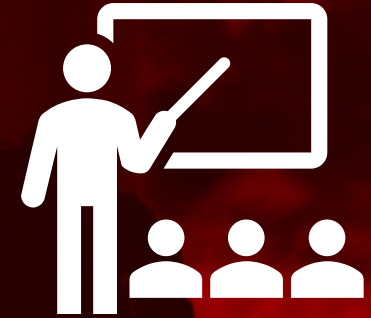
- KentuckyOne Acquisition
 - Saved more than 1900 jobs (Jewish Hospital)
 - Preserved facilities
 - Provided academic and financial stability
- Clinical integration of Pediatrics with Norton Healthcare
 - Enhanced capabilities, physician/faculty depth
 - Removed \$12 million deficit



Saved over **\$50 million** annually

Student Impact

- Largest enrollment in at least 20 years
 - Freshman up 2.8% (nationally down 13.6%)
 - African-American new students up 5%
 - Latinx up almost 7%
- Highest graduation rate in history – 60.4%



Student Impact

Taking care of our students

- With vendor, offered tuition insurance to protect students against medical withdrawals
- Raised more than **\$775,000** to support student and staff emergency funds
- More than \$6.2 million in CARES funding distributed to our students

Student Impact

Taking care of our students

- Switched to online/hybrid course delivery
- Hundreds of faculty changed teaching methods - Delphi Center training
- Prepared campus facilities to ensure student safety
- Libraries open to provide computer, internet access
- Kept housing, dining, student facilities open
- Added counseling staff, more than 50 events

Student Impact

Academic programming

- Developed virtual electives for medical students pulled from the clinical environment



\$6 million in NSA funding for
**healthcare cybersecurity
program**

Student Impact

Celebrating their successes

- Virtual commencement celebration (May)
 - incorporated “augmented reality,” TikTok into celebration
- Virtual Commencement Ceremony (December)
 - individually recognized **5,000** graduates



Almost **14,000 visitors**
participated in online commencement

Student Impact

Planning for our students' future

- Constructing new student housing (opening Fall 2021)
- New **Culture and Equity Center**

Research Impact

- Record-breaking **\$170 million** in external research and program funding
 - Pfizer's first Center of Excellence
 - Youth Violence Prevention Center in West Louisville
 - NSF \$3.5 million to Micro-Nano Technology Center
 - NIH grant to differentiate abuse from accidental fractures in children

Community Impact

- Turned around UofL Health facilities
- Nursing faculty, students staffed drive-through flu shot clinics
- School of Music, Cardinal Marching Band performed at assisted living facilities, UofL Health facilities to thank frontline workers



UofL faculty/administrators landed more than **\$27 million** in community engagement grants

Community Impact

- More than **540,000 hours** of student engagement/service
- Libraries, Archives partnerships
 - Frazier History Museum - Chronicling COVID pandemic
 - Filson Historical Society - Anti-Racism Study Group
- Expanding dental clinic to Paducah –another planned in 2021
- Increasing teachers of color in Jefferson County Public Schools through the Louisville Teacher Residency Program

PRESIDENT'S MID-YEAR PROGRESS UPDATE

LEARN

- UG headcount
- Fresh > Soph retention
- 4-Year graduation rate
- 6-Year graduation rate
- Improve student access to mental health
- Embed digital learning certification into Cardinal Core

WORK

- Overall employee evaluation
- Participation % in survey
- Launch employee success center for staff development
- Improve IT infrastructure for academics and research
- Fill key leadership positions

INVEST

- Annual philanthropy in \$ millions
- Number of unique donors
- Liquidity in \$ millions
- Days of cash on hand
- Research expenditures
- Offer urgent care services in West Louisville
- Align partnerships around the Grand Challenges
- Launch brand campaign
- Implement new budget model to promote transparency and accountability

DE&I

- Develop and implement the Cardinal Anti-Racism Agenda
- Provide implicit bias for all search committee members
- Prioritize the diversification of faculty, staff and administration through intentional goal-setting and leadership engagement
- Set metrics to monitor engagement in West Louisville

CARDINAL ANTI-RACISM AGENDA

CARA will address the following 11 areas:

1. Policies and Practices
2. UofL Culture and Mindset
3. Leadership Responsibility and Accountability
4. Presence
5. Career Development and Advancement Opportunities
6. University and Community Relationships
7. Work Conditions and Compensation Equity
8. Images and Communication
9. Shared Governance and Committees
10. Executive Administration and Board Leadership
11. Curriculum and Instruction

PRESIDENT'S MID-YEAR PROGRESS UPDATE

LEARN

- UG headcount
- Fresh > Soph retention
- 4-Year graduation rate
- 6-Year graduation rate
- Improve student access to mental health
- Embed digital learning certification into Cardinal Core

WORK

- Overall employee evaluation
- Participation % in survey
- Launch employee success center for staff development
- Improve IT infrastructure for academics and research
- Fill key leadership positions

INVEST

- Annual philanthropy in \$ millions
- Number of unique donors
- Liquidity in \$ millions
- Days of cash on hand
- Research expenditures
- Offer urgent care services in West Louisville
- Align partnerships around the Grand Challenges
- Launch brand campaign
- Implement new budget model to promote transparency and accountability

DE&I

- Develop and implement the Cardinal Anti-Racism Agenda
- Provide implicit bias for all search committee members
- Prioritize the diversification of faculty, staff and administration through intentional goal-setting and leadership engagement
- Set metrics to monitor engagement in West Louisville

QUESTIONS?