

MINUTES OF THE MEETING OF THE
GOVERNANCE, TRUSTEESHIP, AND NOMINATING COMMITTEE OF THE
BOARD OF DIRECTORS OF THE UofL RESEARCH FOUNDATION, INC., AND THE
BOARD OF TRUSTEES OF THE UNIVERSITY OF LOUISVILLE

September 21, 2023

In Open Session

Members of the Governance, Trusteeship, and Nominating Committee of the UofL Research Foundation, Inc., Board of Directors and the UofL Board of Trustees met on September 21, 2023, at 2:12 p.m., in the Jefferson Room, Grawemeyer Hall, Belknap Campus, with members present and absent as follows:

Present: Dr. Eugene Mueller, Chair
Dr. Raymond Burse
Ms. Mary Nixon
Mr. Jim Rogers

Absent: Ms. Diane Porter

Other Trustees

Present: Mr. Jerry Abramson
Dr. Larry Benz
Mr. Al Cornish
Ms. Katie Hayden
Mr. Kevin Ledford
Ms. Diane Medley
Ms. Sherrill Zimmerman

From the
University: Dr. Kim Schatzel, President
Dr. Gerry Bradley, Interim Provost
Dr. Kevin Gardner, Executive Vice President for Research and Innovation
Mr. Dan Durbin, Executive Vice President for Finance and Administration
Ms. Angela Curry, General Counsel and Vice President for Legal Affairs
Dr. Michael Mardis, Vice President for Student Affairs, Dean of Students
Mr. Lee Gill, Vice President for Institutional Equity
Ms. Sandy Russell, Vice President for Risk, Audit, and Compliance
Mr. Josh Heird, Vice President for Athletics and Athletic Director
Mr. John Drees, Vice President for Communications & Marketing
Mr. Brent Pieper, Vice President for University Advancement
Dr. Jeff Bumpous, Interim Vice President for Academic Medical Affairs
Ms. Julie Dials, Assistant Vice President for University Advancement
Mr. Rick Graycarek, Vice President for Budget and Finance
Ms. Shannon Rickett, Assoc. Vice President for Government Relations

Dr. Gail DePuy, Senior Vice Provost
Mr. Robert Goldstein, Vice Provost for Assessment & Univ. Decision Support
Dr. Cherie Dawson-Edwards, Vice Provost for Faculty Affairs
Mr. Jim Begany, Vice Provost for Strategic Enrollment Management
Mr. Nick Bowes, Deputy Athletic Director and CFO, ULAA
Mr. Zach Brooks, Asst. AD for Capital Projects & Administration, ULAA
Mr. John Karman, Executive Director of Communications
Ms. Becky Patterson, Executive Director and Lead Statistician, IRP
Dr. Leslie Harper, Program Approval & Review Coordinator, OAPA
Mr. Jerry Johnson, Chief of Staff to the EVP for Finance and Administration
Dr. Lee W. Bewley, Assoc. Professor, Dir., Health Management Program, SPHIS
Mr. Chris Wooton, Associate Director of Communications and Marketing
Mr. Jake Beamer, Dir. of Governance & Strategic Initiatives & Asst. Secretary

From the UofL

Foundation: Mr. Keith Sherman, Executive Director and COO

I. Call to Order

Chair Mueller called the roll and having determined a quorum present, called the meeting to order at 2:12 p.m.

Approval of Minutes, 6-22-2023

Dr. Burse made a motion, which Ms. Nixon seconded, to approve the minutes of the June 22, 2023, meeting.

The motion passed.

II. Action Item: Signature Delegation

Vice President Curry briefed the board on the recommendation that clarifies the role of the president as chief administrative officer of the university to authorize and delegate documents that legally bind the university.

She then fielded questions from trustees.

Ms. Nixon made a motion, which Dr. Burse seconded, to approve the

President's recommendation that the Board of Trustees approve the following signature delegation:

Regarding any signature authority delegated to any University representative, department, or Unit from the Board of Trustees, the President as the chief administrative and educational officer of the University shall have the authority to further delegate or implement additional approval

requirements as needed to maintain internal control over any and all University contracts, agreements engagement letters, memoranda of understanding, and/or any other written document seeking to legally bind the University.

The motion passed.

III. Adjournment

Having no other business to come before the committee, Dr. Burse made a motion, which Ms. Nixon seconded, to adjourn.

The motion passed and the meeting adjourned at 2:14 p.m.

Approved by:


Signature on File _____
Assistant Secretary

RECOMMENDATION TO THE BOARD OF TRUSTEES
CONCERNING SIGNATURE DELEGATION

Governance, Trusteeship, and Nominating Committee – September 21, 2023
Executive and Compensation Committee – September 21, 2023

RECOMMENDATION:

The President recommends that the Board of Trustees approve the following signature delegation:

Regarding any signature authority delegated to any University representative, department, or Unit from the Board of Trustees, the President as the chief administrative and educational officer of the University shall have the authority to further delegate or implement additional approval requirements as needed to maintain internal control over any and all University contracts, agreements engagement letters, memoranda of understanding, and/or any other written document seeking to legally bind the University.

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