

**VINCENNES UNIVERSITY BOARD OF TRUSTEES
MINUTES OF REGULAR SESSION
Wednesday, August 24, 2016
10:45 a.m. (EDT) – Room 226/227
Vincennes University Jasper Campus
Center for Technology, Innovation and Manufacturing
961 College Avenue
Jasper, Indiana 47546**

Trustees Present:

John Stachura, Board Chair
Darrel Bobe (by audio)
Scott Brand
J.R. Gaylor (by audio)
Joslyn Gray, Student Trustee (by audio)
Chuck Johnson, President
Jim McCormick
Greg Parsley
George Ridgway
Rick Schach
Mike Sievers

Others Present:

Brent Stuckey, Attorney for the Board
Laurel Smith, Interim Provost
Phil Rath, Vice President for Financial Services/
Government Relations
Dave Tucker, Vice President for Workforce Development/
Community Services
Pat Konkle, Record Clerk for the Board

Trustees Absent:

Tim Grove
Reggie Henderson
Susan Olesik

CALL TO ORDER

Chair John Stachura called the meeting to order at 10:50 a.m. (EDT) in Room 226/227 of the Center for Technology, Innovation and Manufacturing on the Vincennes University Jasper Campus.

ROLL CALL/ACCEPTANCE OF AGENDA

Pat Konkle called the roll. A quorum was declared with 11 Trustees present. One change will be made to the agenda – the evaluation of President Chuck Johnson will be added under the Chairman's Remarks.

APPROVAL OF MINUTES

Minutes from the June 22, 2016, and August 1, 2016, meetings had been distributed. Trustee Mike Sievers made a motion to accept the minutes as distributed, and Trustee Rick Schach seconded the motion. A roll call vote was taken, and there were 11 yeas and 0 nays, with the motion passing unanimously.

CHAIRMAN'S REMARKS

Board Chair John Stachura stated that President Chuck Johnson's performance had been discussed during the Executive Session, and that the Trustees applauded the job President Johnson has done over the previous year and stated that the President has the full support of the Board of Trustees.

MOTION #16-25

Trustee Mike Sievers made a motion to accept the following Addendum to the Employment Agreement which will extend the President's Contract until December 31, 2019, and Trustee Scott Brand seconded that motion. A roll call vote was taken, and there were 10 yeas, 1 abstention by President Chuck Johnson, and 0 nays, with the motion passing.

ADDENDUM TO THE EMPLOYMENT AGREEMENT

THIS ADDENDUM TO EMPLOYMENT AGREEMENT is reached and executed this
24th day of August, 2016 between the Board of Trustees for the Vincennes University (the Board)
and Dr. Charles R. Johnson (Dr. Johnson).

WHEREAS, the Board is employing Dr. Johnson as its President pursuant to an Employment Agreement dated December 2, 2015 (Employment Agreement) by which Dr. Johnson is employed by the University through December 31, 2018; and

WHEREAS, the Employment Agreement provides the Board will conduct an annual review of Dr. Johnson's compensation and performance during the prior year for the expressed purpose of considering an extension of the term of the contract and adjustments in compensation for the following year; and

WHEREAS, the Board has conducted a thorough review of Dr. Johnson's job performance; and

WHEREAS, the Board continues to be very well pleased with the leadership Dr. Johnson has provided the University during the past year; and

WHEREAS, Dr. Johnson has advised the Board that he will not accept a pay increase during the coming fiscal year, because the University was not able to provide pay increases to faculty and staff.

NOW, THEREFORE, the University and Johnson agree as follows:

1. Dr. Johnson will continue to be compensated as set forth in the Employment Agreement.
2. The term of Dr. Johnson's Employment Agreement is extended an additional year through December 31, 2019.
3. The Board recognizes that it inadvertently failed to include reimbursement for relocation expense in the Employment Agreement. The Board agrees to reimburse Dr. Johnson for relocation expenses from West Lafayette, Indiana in an amount not to exceed Fifteen Thousand Dollars (\$15,000).
4. All of the other terms of the Employment Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, this Addendum is executed this 24th day of August, 2016 by John Stachura, Chair of the Board of Trustees for the Vincennes University, and Dr. Johnson.

BOARD OF TRUSTEES FOR THE
VINCENNES UNIVERSITY

By: _____
John Stachura, Chairman

Dr. Charles R. Johnson

Board Chair Stachura also asked Chris Gray, Dean of the Jasper Campus, to say a few words. Dr. Gray said that the Jasper Campus is focusing on its enrollment decline and is also working on building more partnerships with the Jasper community.

Board Chair Stachura thanked Dean Gray for his and his staff's hospitality to the Board during its meeting on the Jasper Campus.

REPORTS FROM TRUSTEE SUBCOMMITTEES

University Affairs Committee

Kimmell Park Resolution and Deed – Acting Committee Chair J.R. Gaylor reported that the City of Vincennes has requested the conveyance of five lots near Kimmell Park back to the City for public purposes in maintaining the levee and the area of Kelso Creek that is necessary for flood protection. The University will retain ownership of the building that is located on this property. Once approved, the Resolution will authorize President Johnson to execute a Quitclaim Deed that conveys this real estate to the City of Vincennes.

MOTION #16-26

Trustee J.R. Gaylor made a motion to approve the Resolution indicated below:

RESOLUTION
of the Board of Trustees for the
Vincennes University

This RESOLUTION is adopted on August 24, 2016 by the Board of Trustees for the Vincennes University.

WITNESSETH

WHEREAS, Vincennes University (hereafter "University") has reached an agreement with the City of Vincennes (hereafter "City") to convey Lots Number 1, 2, 3, 4, and 5 in Eberwine's Second Subdivision of Vincennes, Knox County, Indiana for the City to use the lots for public purposes to maintain the levee and the area of Kelso Creek as necessary for flood protection; and

WHEREAS, the University is retaining ownership of the building located on the real estate, an easement for ingress and egress and to provide maintenance on the building, and a license to use the building for as long as University desires.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees for the Vincennes University directs Charles Johnson, as President of the University, to execute a Quitclaim Deed to the City of Vincennes to convey the real estate for the use and purposes set forth above.

This Resolution is passed by a vote of the Board of Trustees for the Vincennes University this 24th day of August, 2016.

VINCENNES UNIVERSITY
BOARD OF TRUSTEES

John Stachura, Chairperson

Gaylor, John R. (J.R.), Secretary

Trustee George Ridgway seconded the motion. A roll call vote was taken, and there were 11 yeas and 0 nays, with the motion passing unanimously.

President Johnson will then sign the Quitclaim Deed, indicated below:

QUITCLAIM DEED

THIS INDENTURE WITNESSETH, that THE BOARD OF TRUSTEES FOR THE VINCENNES UNIVERSITY (Grantor), QUITCLAIMS to CITY OF VINCENNES, a municipal Indiana corporation, located in Knox County, Indiana, (Grantee) for NO CONSIDERATION, the following described real estate in Knox County, Indiana:

*Lots No. 1, 2, 3, 4, and 5 in Eberwine's Second Subdivision of
Vincennes, Knox County, Indiana.*

The University retains ownership of the building located on the real estate, an easement for ingress and egress and to provide maintenance on the building, and a license to use the building for as long as the University desires.

This conveyance is made upon the express condition and not as a covenant that said Grantee will continue to own the conveyed real estate and will use it for public purposes. Ownership to the conveyed real estate will revert to Grantor upon failure of the condition.

The undersigned person executing this deed on behalf of Grantor represents and certifies he is a duly elected officer of Grantor, has been fully empowered by proper Resolution of The Board of Trustees of Grantor, and all necessary action for the making of this conveyance has been taken.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed this 24th day of August, 2016.

THE BOARD OF TRUSTEES FOR THE
VINCENNES UNIVERSITY

By: _____
Charles Johnson, Its President

STATE OF INDIANA

SS:

COUNTY OF KNOX

Before me, the undersigned, a Notary Public in and for said County and State, personally appeared Charles Johnson, President of The Board of Trustees for the Vincennes University, who acknowledged the execution of the foregoing Quitclaim Deed for and on behalf of said Board of Trustees and who, having been duly sworn, stated that the representations therein contained are true.

WITNESS my hand and Notarial Seal this 24th day of August, 2016.

My commission expires:
5-27-2023

Brent Stuckey, Notary Public
Residing in Knox County, IN

Send tax statements to: City of Vincennes, 201 Vigo St., Vincennes, IN 47591.

Grantee's Address: City of Vincennes, 201 Vigo St., Vincennes, IN 47591.

Grantor's Address: Vincennes University, 1002 North First Street, Vincennes, IN 47591.

This instrument prepared by: Brent Stuckey, Attorney-at-Law, HartBell, LLC, 513 Main Street, P.O. Box 979, Vincennes, Indiana 47591, at the specific request of GRANTOR based solely on information supplied by one or more of the parties to this conveyance and without examination of title or abstract. The drafter assumes no liability for any errors, inaccuracy, or omissions in this instrument resulting from the information provided, the parties hereto signifying their assent to this disclaimer by GRANTOR'S execution and GRANTEE'S acceptance of the instrument.

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law.

Brent Stuckey

REPORTS FROM THE ADMINISTRATIVE LEADERSHIP

Marketing/Enrollment Report

Kristi Deetz, Senior Director of External Relations, distributed the University Recruitment and Enrollment Report. The report focused on first day enrollment of the Fall 2016 term. Historically, VU's system-wide enrollment had steadily increased for more than a decade. While the system totals grew, the more traditional components experienced declines. In Fall 2015, the decline was greater than the growth at other sites or programs. Smaller incoming classes continued on both the Vincennes and Jasper Campuses on Day 1 of Fall 2016.

On the Vincennes Campus, 2,111 new students were registered, a decrease of 250 students. The continuing class was down by 138 students. Total enrollment at the Vincennes Campus was 4,444. The recruitment footprint for the Vincennes Campus expanded across Illinois with applications from 133 high schools (107 in 2015). Both application and accepted application counts increased while registrations from Illinois were steady. Enrollment on the Jasper Campus neared a point of stabilization with a difference of 9 students in the continuing class and a decrease of 16 in the incoming class. Enrollment totaled 625 students on Day 1 at the Jasper Campus.

Ms. Deetz continued with an overview of the registration status of the remaining components of the University system. System wide enrollment reached 7,862 students on the first day of the term, a decline of 584 students. Based on point-

in-time, percent change, and average models, an early projection for the October 15 enrollment ranged from 18,211 to 19,191 students.

PRESIDENT'S COMMENTS

President Johnson gave the following report: (1) He thanked the Trustees for extending his contract and for the support they have given him; (2) The biennial budget is being drafted, and the first presentation will be given to the Indiana Commission for Higher Education on September 8; (3) The CTE Early College continues to grow; (4) We have established partnerships with various entities, including NCAT and STEM Premier, which are sources of talent in various industries; (5) Enrollment continues to be a challenge, and we're looking at different approaches as we move forward; (6) Reorganized the Student Affairs area; and (7) the New Student Center has opened.

Adjournment

There being no further business to come before the Trustees, the Regular Session adjourned at 11:35 a.m. (EDT).

J.R. Gaylor, Secretary

John Stachura, Chair