Board of Trustees Meeting Minutes
June 9, 2011
DELWARE STATE UNIVERSITY
DOVER, DELAWARE

Minutes of the meeting of the Board of Trustees of Delaware State University, Thursday, June 9, 2011

The Board of Trustees of Delaware State University held its regular meeting on Thursday, June 9, 2011, in the Drs. James C. Hardcastle & Cora Norwood Selby Board Room of the Administration Building on the campus. Dr. Claibourne D. Smith, chairman of the Board of Trustees, called the meeting to order at 1:40 p.m.

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<th>MEMBERS PRESENT</th>
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| Dr. Claibourne Smith, chairman         | Dr. Harry L. Williams, president
|                                        | Delaware State University                                                    |
| Mr. David Turner, vice chairman        | Dr. Alton Thompson, provost and vice president for Academic Affairs          |
| Dr. A. Richard Barros                  | Ms. Carolyn Curry, vice president for Institutional Advancement/chief of staff |
| Mr. José Echeverri                     | Mr. Amir Mohammadi, vice president for Finance and Administration             |
| Mr. Barry Granger                      | Mr. Kemal Atkins, vice president for Student Affairs                          |
| Ms. Lois Hobbs                         | Dr. Noureddine Melikechi, interim vice president for research/dean. College of Mathematics, Natural Sciences and Technology |
| Mr. Marvin Lawrence                    | Thomas Preston, Esq., general counsel                                         |
| Charles McDowell, Esq.                 | Mr. Derek Carter, athletic director                                          |
| Mr. Wesley Perkins                     | Dr. Bradley Skecher, associate provost                                       |
| Mr. Bennie Smith                       | Ms. Genevieve Tighe, assistant vice president for Academic Affairs
|                                        | Institutional Effectiveness                                                   |
| Mr. James Stewart                      | Ms. Natasha Adams, assistant to the president                                |
| Leroy Tice, Esq.                       | Mr. Carlos Holmes, director of News Services                                  |
| Dr. Calvin Wilson                      | Dr. Charlie Wilson, faculty senate chair                                      |
|                                        | Dr. Carla Murgia, professor and chair, Department of Public and Allied Health Services |
|                                        | Dr. Akwasi Osei, professor and chair, History, Political Science and Philosophy Department |
Chairman Smith welcomed the attendees and indicated that the meeting would follow the agenda as presented.

Chairman Smith stated that there were legal and personnel matters that required discussion in the Executive Session and that the Board would convene the Executive Session.

**Chairman Smith asked for and received a motion that was seconded to meet in Executive Session to discuss legal and personnel matters.**

The motion passed unanimously.

Chairman Smith convened the Executive Session at 1:45 p.m.

**Chairman Smith asked for and received a motion that was seconded to reconvene the Board of Trustees meeting in regular session.**

The motion passed unanimously.

The meeting reconvened at 2:15 p.m.

Chairman Smith indicated that there were a number of items that required Board approval. He asked if there were any changes or corrections to the minutes. There were no changes.

**Chairman Smith asked for and received a motion that was seconded to approve the minutes of the March 3, 2011 meeting of the Board of Trustees.**

The motion passed unanimously.

Dr. Smith stated the Board members have been working diligently to develop, enhance and improve the operations of the standing committees of the Board. He said that the Board chairs and their vice presidential counterparts have worked on the charters that have now been approved by each of the committees. He further commended the chairs for their efforts in putting together a document that will define the work of the Board. Dr. Smith indicated that if there were no further comments or questions that the Board would adopt the charters of each standing committee. Mr. Charles McDowell pointed out that the resolution located in Section 2 of the June 9, 2011 Board book covers the committee charters and related amendments to the bylaws.

**Chairman Smith asked for and received a motion that was seconded to approve the resolution, which includes the committee charters and related bylaw amendments, as presented in Section 2 of the Board book and set out below.**
RESOLUTION OF THE
BOARD OF TRUSTEES OF DELAWARE STATE UNIVERSITY

WHEREAS, the Board has prepared Charters for each of the standing committees of the Board of Trustees, as provided under Article VII, Section 1, of the Board of Trustees’ Bylaws; and

WHEREAS, the Charters as drafted require certain amendments to the Bylaws of the Board of Trustees;

NOW, WHEREFORE, the Board of Trustees, being duly noticed, resolves and approves as follows:

1. The Charters attached to this Resolution for the Executive Committee, the Building and Grounds Committee, Educational Policy Committee, the Development and Investment Committee, the Student Affairs Committee, the Audit Committee, the Finance Committee, and the Nominating Committee (renamed as Committee on Trustees) are hereby approved.

2. Article VII, Section 1, Subparagraph M, is amended and restated in its entirety to read as follows:

   M. The Committee on Trustees shall be comprised of at least three (3) members of the Board, consisting of the immediate past Chair of the Board still serving on the Board, plus the current Chair of the Board and the next most recent past Chair. If applying these criteria fails to produce a membership of three (3), the Board Chair will complete the membership selection by appointing the current or a recent former Vice Chair or another member of the Board. The Committee on Trustees shall recommend trustees to fill vacancies pursuant to Article II, Section 2(c) and shall recommend a slate of officers as described in Article III, Section 3. A candidate for office shall not participate in the deliberations by the Committee on Trustees for that office.

3. The references to “Nominating Committee” in Article II, Section 5, and in Article III, Section 3, shall be changed to “Committee on Trustees.”

4. Article VII, Section 1(A) of the Trustees’ Bylaws currently provides that “membership on standing committees is limited to Board members.” This sentence is amended to read as follows: “Membership on standing committees is limited to Board members and such other appointees as may be approved by the Trustees.”

5. The language of Article VII, Section 1(B) which identifies the standing committees of the Board, including a “nominating” committee is amended to
read as follows: “The standing committees of the Board shall be the Executive, Student Affairs, Finance, Audit, Development and Investment, Building and Grounds, Educational Policy, and the Committee on Trustees.”

6. The language in Article VII, Sections 1(G), (H), (I), (J), (K) and (L) which identifies the number of members of certain of the Board standing committees, shall be amended, in each case, to insert the words “at least” before the number of members identified for each such standing committee.

7. The language in Article VII, Section 1(I) referring to the “Development Committee” shall be amended to refer to the “Development and Investment Committee.”

The motion passed unanimously.

Chairman Smith asked the Board Secretary Eleanor Wilson to read a resolution honoring Shalita Middleton.

Chairman Smith asked for and received a motion that was seconded to approve the Resolution of the Board of Trustees to Honor the Membership of Shalita Middleton in the Delaware State University Class of 2011.

The motion passed unanimously.

RESOLUTION OF BOARD OF TRUSTEES TO HONOR THE MEMBERSHIP OF SHALITA MIDDLETON IN THE DELAWARE STATE UNIVERSITY CLASS OF 2011

WHEREAS, in the fall of 2007, Shalita K. Middleton enrolled at Delaware State University as a member of the Class of 2011; and

WHEREAS, Shalita K. Middleton promptly became a popular and leading member of the Class of 2011; and

WHEREAS, Shalita K. Middleton was tragically caught in a violent confrontation on the campus of Delaware State University on September 21, 2007; and

WHEREAS, Shalita K. Middleton fought bravely to recover from her wounds but succumbed on October 23, 2007; and

WHEREAS, the Class of 2011 has honored and remembered Shalita K. Middleton as a member of that Class throughout its time at Delaware State University, up to and including Commencement for the Class of 2011 on May 22, 2011; and
WHEREAS, the faculty, staff and the entire student body of Delaware State University wants to honor and remember Shalita K. Middleton and her contribution to this University in the brief time in which she was an active member of its family.

NOW, THEREFORE, in honor of Shalita K. Middleton and her contribution to Delaware State University, the Board of Trustees hereby officially recognizes her as a member of the Class of 2011 and a member of the family of Delaware State University, and honors and recognizes Shalita Middleton for the contributions she made to the University during the months she was able to pursue her academic career at Delaware State.

AND IT SO RESOLVED this 9th day of June, 2011.

Claibourne D. Smith
Chairman of the Board of Trustees

Harry L. Williams, President and
Ex-Officio of the Board of Trustees

Chairman Smith called for the following Committee Reports.

STUDENT AFFAIRS COMMITTEE (Mr. José Echeverri, chair)

Mr. Echeverri stated that the Student Affairs division has had a robust schedule of activities since the last Board meeting as indicated in Section 3 of the Board Book. He noted that one of the major tasks over the past few months has been the development of the committee charter which is now completed. He highlighted some activities as follows:

- Admissions
  - Enrollment indicators are strong. More than 1,000 applications received over previous year at this time, a 14.5% increase
  - Increase in the number of accepted students, a 20% increase
  - Increase in the number of students (1,415) who have accepted the offer of admission, a 29% increase

- Career Services
  - The Spring Career Fair was a success; 56 employers participated along with 520 students
  - The Student Employment Office is on track to open in the fall

- Housing and Residential Education
  - Collaborative effort with Goodwill netted 1,798 lbs. of donated items

- Office of Student Leadership and Activities
  - 2011-2012 Student Government Association officers elected:
Jessica Horton, president
Tyrell Johnson, vice president
Laquan Miller, treasurer
Shelbe Hudson, corresponding secretary
Queen Sheba Owusu-Hassan, recording secretary

Wellness and Recreation
  o Summer group fitness classes are underway
  o Group fitness classes are being offered in collaboration with Kent County Parks and Recreation
  o Intramural program expanded into the summer with campus and community participation

There were no action items for Board approval.

Chairman Smith asked for and received a motion that was seconded to accept the report from the Student Affairs Committee.

The motion passed unanimously.

EDUCATIONAL POLICY COMMITTEE (Dr. A. Richard Barros, chair)

Dr. Barros reported that the Educational Policy Committee convened on May 26, 2011 to discuss:

  • Academic Services for Student-Athletes
  • Teacher Education Programs
  • STEM Initiative

Dr. Barros noted that the first presenter was Mr. Eric Hart, associate athletic director, who discussed in detail Academic Services for Student Athletes. Dr. Barros said that Mr. Hart provided detailed data on the athletes’ academic progress citing, for example, those teams with the highest GPAs and noting that DSU had the highest number (122) of recipients of the Mid-Eastern Athletic Conference 2011 Commissioner’s All-Academic Team (student-athletics with a cumulative grade point average of 3.0 or better). Dr. Barros commented that he was impressed with the direction of Academic Services for Student-Athletes program and the fact that there are tools in place to assist in further improving academic performance for the athletes is a positive outcome.

Dr. Barros reported that Dr. Rayton Sianjina, interim chair, Education Department, discussed Teacher Education programs, which included, but was not limited to, teaching performance of DSU graduates. Dr. Sianjina indicated that all pre-service teacher candidates must pass Praxis (education qualifying professional exams). No student can be admitted to student teaching without passing the professional exam. He also indicated that during the past academic year 2010-2011, eight of the 18 graduates in May, 2010 had secured teaching jobs or were going to graduate schools. The Education
Department sent out surveys to their graduates to assess their level of performance in their respective positions as well as to assess any specific needs that should be addressed by the department. The majority of the graduates indicated in their responses that they were satisfied with their jobs. However, two indicated that they would welcome continued support services from the Education Department. The school administrators where the graduates work also indicated that the graduates were performing well above the average.

Dr. Barros said the final presenter was Dr. Mazen Shahin, vice chair, STEM Council, who stated that there are more than 15 STEM initiatives for DSU undergraduate students. Dr. Barros noted that Dr. Shahin discussed a selected number of DSU achievements in STEM Education. Dr. Shahin said from 1991-2010, 22 former DSU Minority Access to Research Careers (MARC) trainees have completed their PhDs or M.D./PhDs from prestigious universities; 45 STEM B.S. degrees were awarded in 2010 (73% increase); DSU Research Experience for Undergraduates (REU) in molecular and genomics was recognized by National Science Foundation (NSF) in 2008; and the program director has been requested by the NSF’s, Division of Biological Infrastructure, to submit a featured highlight for potential inclusion into the 2011 NSF Highlight.

Dr. Barros stated that the Educational Policy Committee moved that the Board of Trustees approve the following recommendations:

Dr. Barros read the background information on the Posthumous Academic Recognition. DSU may award undergraduate, graduate or doctoral degree posthumously. The president has the authority, upon the recommendation of the provost and vice president for Academic Affairs, to award a degree posthumously. At times, there are students who complete many of their degree requirements, but their untimely death prevents the completion of the degree. The University may wish to honor the student by awarding him/her a degree posthumously upon the approval of the president. The student being considered for a posthumous must be in good academic standing at the time of death. A certificate of attendance may be awarded posthumously by the president to a student who, at the time of death, was enrolled in the University.

Dr. Barros read the following motion: To approve the Policy on Posthumous Academic Recognition.

**Dr. Smith asked for and received a motion that was seconded to approve the Policy on Posthumous Academic Recognition.**

**The motion passed unanimously.**

Dr. Barros asked Dr. Carla Murgia, professor and chair, Department of Public and Allied Health Services, if she would explain the rationale for the new degree program in Health Promotion. Dr. Murgia explained that the old curriculum does not provide the knowledge base for admission to graduate education in a variety of Public Health, Health Policy, Chronic Disease Prevention, and Health Promotion-related programs. The new Health Promotion curriculum provides a broader knowledge base for career and graduate education opportunities.
She further explained that the federal government’s focus on chronic disease prevention through needs assessment, program planning, and implementation supports an emphasis on health and health promotion. The increasing demand for subject matter experts provides a fertile climate for those with degrees in health promotion and related fields.

Dr. Barros read the following motion: To approve the Request for Authorization to Implement a new Degree Program-B.S. in Health Promotion.

Dr. Smith asked for and received a motion that was seconded to approve the Request for Authorization to Implement a new Degree Program-B.S. in Health Promotion.

The motion passed unanimously.

Dr. Barros asked Dr. Akwasi Osei, professor and chair, History, Political Science and Philosophy Department, to discuss the Integrated Studies degree program. Dr. Osei stated that this major provides a liberal arts option for students who want an interdisciplinary/multidisciplinary degree. The goal of an integrated studies major is to train students to communicate effectively, both orally and in writing, and to develop skills in critical thinking and problem solving. Integrated studies provide students with opportunities for an extensive study of the liberal arts and sciences and for a broad understanding of various academic fields of interest. A brief discussion ensued following Dr. Osei’s comments.

Dr. Barros read the following motion: To approve the Request for Authorization to Implement a new B.A. Degree program in Integrated Studies.

Dr. Smith asked for and received a motion that was seconded to approve the Request for Authorization to Implement a new B.A. Degree program in Integrated Studies.

The motion passed unanimously.

Dr. Barros read the following motion: To approve the recommendation for Faculty Emeritus status for Dr. Mary Patricia Dixon-Watkins, professor.

Dr. Smith asked for and received a motion that was seconded to approve the recommendation for Faculty Emeritus status for Dr. Mary Patricia Dixon-Watkins, professor.

The motion passed unanimously.

Dr. Barros asked Dr. Alton Thompson, provost and vice president for Academic Affairs, to explain Dr. Li Chen’s request to postpone his Sabbatical Leave. Dr. Thompson stated that Dr. Chen’s reasons were two-fold: 1) since Dr. Shelton Rhodes was recently appointed as Dean of the College of Business, as a Department Chair, he needed
to remain on campus to assist with the senior leadership transition in the College; and 2) he needed to complete the application to seek initial accreditation for the Sports Management Program.

Dr. Barros read the following motion: To approve the request of Dr. Li Chen, professor, to postpone Sabbatical Leave for fall semester 2011 (previously approved Jan. 13, 2011) to fall semester 2012.

Dr. Smith asked for and received a motion that was seconded to approve the request of Dr. Li Chen, professor to postpone Sabbatical Leave for fall semester 2011 (previously approved Jan. 13, 2011) to fall semester 2012.

The motion passed unanimously.

Chairman Smith asked for and received a motion that was seconded to accept the report from the Educational Policy Committee.

The motion passed unanimously.

THE COMMITTEE ON FINANCE (Mr. David Turner, chair)

Chairman Smith asked the Mr. David Turner, finance chair, to give the Finance Committee report. Mr. Turner said that the state of DSU finances as of 5/31/11 is as follows:

Total Revenues – $117,816,290  
Total Expenditures – $109,041,835  
Balance - $8,774,456

Mr. Turner commented that the finances are in good shape and are on the expected track for the time period. He noted the highlights and actions of the Committee:

- The Committee approved its charter.
- The next budget cycle procedures were discussed.
- The following five contracts were submitted through the Buildings and Grounds Committee for consideration and possible approval:
  - Comcast – A contract was renegotiated which will yield a net savings of $288,000.

Dr. Smith asked for and received a motion that was seconded to authorize the VP for Finance & Administration to enter into a renegotiated contract with Comcast as presented.

The motion passed unanimously.
- Grossley Hall renovation – There were ten responses, the lowest bidder was Willow Construction - $242,050.

Dr. Smith asked for and received a motion that was seconded to authorize the VP for Finance & Administration to enter into a contract for $242,050 with the lowest bidder Willow Construction to renovate Grossley Hall.

The motion passed unanimously.

- Meta V. Jenkins Hall renovation – The lowest bidder was Emory Hall and Company- $429,316.

Dr. Smith asked for and received a motion that was seconded to authorize the VP for Finance & Administration to enter into a contract for $429,316 with the lowest bidder Emory Hall and Company to renovate Meta V. Jenkins Hall.

The motion passed unanimously.

- Harriet Tubman Hall renovation – There were three bidders, the lowest bidder was Norman W. Johnson Builders, LLC - $303,810.

Dr. Smith asked for and received a motion that was seconded to authorize the VP for Finance & Administration to enter into a contract for $303,810 with the lowest bidder Norman W. Johnson Builders, LLC to renovate Harriet Tubman Hall.

The motion passed unanimously.

- CISCO Switcher – This is the End of Life Cisco Switcher which is quite old. There were four bidders; the lowest bidder was MTM Technologies - $372,959.34.

Dr. Smith asked for and received a motion that was seconded to authorize the VP for Finance & Administration to enter into a contract for $372,959.34 with the lowest bidder MTM Technologies to upgrade CISCO infrastructure.

The motion passed unanimously.

Chairman Smith announced that the budget needed to be approved by the end of the fiscal year and a special meeting of the Board would take place to accomplish this. He said the Board Secretary would be in contact with the Board members to set up a time for a Special Board meeting.

Chairman Smith asked for and received a motion that was seconded to accept the report of the Finance Committee.

The motion passed unanimously.
THE COMMITTEE ON DEVELOPMENT AND INVESTMENT (Mr. James Stewart, chair)

Mr. Stewart stated that there has been a lot of positive activity in the Development area and the good results are showing up as a result of those activities. He noted that the University has now received actual gifts or pledges from all members of the Board of Trustees. He said that the University hosted a successful President’s Society (contributors of $1,000 or more) an event suggested by former Trustee Norman Oliver. Mr. Stewart summarized other activities of the Development and Investment Committee as follows:

**Investment**

- Combined endowment portfolio was $21.4 million as of 5/31/11
- Performance remains above our benchmarks
  - YTD +7.14% vs. benchmark performance of +6.99%
  - Past 12 months +14.59% vs. +14.38% benchmark
  - Past two years +19.99% vs. +18.07% benchmark

**Development**

- Annual giving campaign
  - $2.27 million raised as of June 8
  - Expected to reach goal of $2.34 million by end of fiscal year (June 30)
  - $2.34 million is 35% above total from 2010
- MyDSU scholarship drive has exceeded the $150,000 90-day goal
- Several major grants received
  - $500,000 from Longwood Foundation for scholarship program
  - $150,000 from Good Samaritan Foundation for renovation of Optics Research laboratories

There were no actions for Board approval.

Chairman Smith asked for and received a motion that was seconded to accept the report of the Committee on Development and Investment.

The motion passed unanimously.

AUDIT COMMITTEE (Mr. José Echeverri, chair)

Mr. Echeverri summarized the activities of the Audit Committee as follows:
• Grant Thornton tax accountants presented the Form 990 for the tax year 2009 to the Audit Committee. Board members have been provided copies.
• The A-133 single audit report was timely filed with 80% reduction in findings and 48% reduction in audit fees compared to the prior year’s report and cost.
• Policies and procedures are continuing to be modified and modernized to reflect changes in the law and processes.

Mr. Echeverri indicated that he and Mr. Amir Mohammadi, vice president for Finance & Administration, are working with Penn State University and the University of California regarding Risk Assessment and Enterprise Risk Management and will provide information and a progress report at a later time.

There were no actions for Board approval.

Chairman Smith asked for and received a motion that was seconded to accept the report of the Audit Committee.

The motion passed unanimously.

BUILDINGS AND GROUNDS COMMITTEE (Mr. Wesley Perkins, chair)

Mr. Perkins stated that there was one item for Board action. He indicated that the Building and Grounds Committee had approved a request at their meeting to file an application for a property that could be used for educational purposes. He stated that he was requesting the approval of the Board.

Chairman Smith asked for and received a motion to go forward in filing an application for the acquisition of a property to be used for educational purposes.

The motion passed unanimously.

Mr. Perkins stated that the Master Planning process has begun and a schedule has been developed. A draft of the plan should be developed by the end of the calendar year. He said that they are looking to have a short list of bidders by the end of the month. Mr. Leroy Tice asked about “green” building. Mr. Amir Mohammadi answered that part of the qualifications for the contractor would be a green-focused plan.

Mr. Perkins noted that DSU contracted with Johnson Controls Inc. to perform an investment grade energy audit. The results of the investment grade audit and the recommended program indicate that DSU will realize a guaranteed energy and operational savings of $804,249 annually.

Chairman Smith asked for and received a motion that was seconded to accept the report from the Buildings and Grounds Committee.

The motion passed unanimously.
THE COMMITTEE ON TRUSTEES (Mr. Charles McDowell, chair)

Mr. Charles McDowell stated that he would report on two items. The first dealt with the Nominating Committee name change which is now the Committee on Trustees. He noted that the function of the Nominating Committee has been expanded to include mentoring of new members who join the Board and assessment of the performance of the trustees. These enhancements are to make serving as a trustee more rewarding and more effective. The changes were accomplished through the revision of the Bylaws and Committee charter which was adopted earlier in the meeting.

The second item Mr. McDowell discussed was the reelection of DSU Board of Trustees officers. Mr. McDowell stated that Dr. Smith and Mr. Turner have indicated their availability to continue serving and the Nominating Committee recommends that Dr. Claibourne Smith and Mr. David Turner be reelected as chairman and vice chairman respectively, for one-year terms commencing July 1, 2011. Dr. Smith abstained from participation in the Committee on his nomination and Mr. Turner abstained from participation in the Committee on his nomination. Mr. McDowell stated that the Bylaws provide for the Board Chair and the President of the University to recommend the Board Treasurer and Board Secretary. The Chairman of the Board and the University President have recommended that Mr. Amir Mohammadi be reelected as Treasurer of the Board and that Eleanor Wilson be reelected as Secretary of the Board for one year terms commencing July 1, 2011.

Mr. McDowell noted that the resolution presented in the Board book, and set out below, encompasses the elections. He recommended that the resolution to reelect the officers for one year be adopted.

Delaware State University
Board of Directors

Resolution Electing Officers for the 2011-2012 Year

WHEREAS, the Nominating Committee (Committee on Trustees) has made the following nominations for Board officers for the 2011-2012 year: Claibourne D. Smith to be reelected Chairman of the Board and David G. Turner to be reelected Vice-Chairman of the Board; and

WHEREAS, the Chairman of the Board and the President of the University have recommended that Amir Mohammadi be reelected as Treasurer of the Board and that Eleanor Wilson be reelected as Secretary of the Board.

NOW THEREFORE BE IT RESOLVED THAT, the following slate of officers of the Board is elected for one-year-terms commencing July 1, 2011:

Chairman
Claibourne D. Smith
Chairman Smith asked for and received a motion that was seconded to adopt the Resolution Electing Officers for the 2011-2012 Year from the Nominating Committee.

The motion passed unanimously.

Chairman Smith said he appreciated the confidence that the body has shown him in having him to serve this great University. He thanked the officers as well for their service.

THE PRESIDENT’S REPORT (Dr. Harry Williams, president)

Dr. Williams provided an update of some of the new and on-going activities at the University. He stated that DSU has experienced an incredible year. Dr. Williams noted that significant time has been spent in “friendraising”, international outreach, and creating opportunities for greater revenue generation. Dr. Williams reiterated the vision and the core values and stressed that both are indicators of where the University is headed as an institution. He noted that these values are being instilled in the faculty, staff and students every day.

Following are highlights of the President’s Report.

Achievement
- DSU Commencement 2011 was a success with 617 graduates: 500 Bachelors, 112 Masters and five Doctorates. The Class of ’61 celebrated their 50th anniversary and presented the University with a $10,000 check.
- DSU had a record total enrollment in 2010 of 3,819 undergraduate students and a five-year high of 447 graduate students. The DSU freshman class during that same period had a five-year high of 302 in-state students.
- The retention rates of the freshmen increased from 62.9% in 2005 to 66.6% in 2009.
- The University is pleased with its bond rating; Standard & Poor’s has reaffirmed DSU’s A+ credit rating.
- Dr. Shelton Rhodes is the new dean of the College of Business. Dr. Rhodes holds a Bachelor of Arts Degree from The Virginia Military Institute, a Master of Public Administration from Howard University’s School of Business, and a Ph.D. from Old Dominion University’s School of Business in Urban Services Management. Dr. Rhodes has a career of excellence. He served as the founding dean of the Howard S. Brown School of Business and Leadership at Stevenson University in Stevenson.
Md. Dr. Rhodes spent 18 years at Bowie State University as a faculty member where he reached the rank of full professor. He retired from the military as an Army major.

Community
- DSU is scheduled to participate in several fairs and festivals during the summer months: Old Dover Days, Modern Maturity Health Fair, Chicken Festival, African American Festival, State Fair, Best of Delaware, and Peach Festival.
- DSU hosted more than 75 state agencies and statewide groups in the Student Center Complex. This is a part of the outreach effort to the community and it provides exposure to the University.
- DSU reaffirmed its partnership with Delaware Technical & Community College and the University of Delaware. This partnership was reaffirmed with the three presidents, governor and the state legislature. Dr. Williams noted that it is not a competition, but a partnership among the institutions.

Recognition
- DSU’s Go Green Initiative has received national recognition with articles appearing in Jet Magazine, Black College Today, and UNCF Green Report and most recently an article by President Williams in The ACUPCC Implementer. The University will receive the Second Nature Climate Leadership Award from the American College & University President’s Climate Commitment (ACUPCC) in late June. This initiative started under the leadership of Dr. Claibourne Smith when he served as the acting DSU President. DSU is a leader in this effort.
- The Student Center Complex was named 2010 Outstanding Sports Facility by the National Intramural-Recreational Sports Association.

Revenue Generation
- DSU received an anonymous $400,000 gift for the DSU Music Technology Lab & Recording Studio to enhance DSU’s music program.
- The Department of Defense awarded a $3M research grant to DSU for work related to protecting troops from Improvised Explosive Devices (IED). DSU is the lead institution on this project in partnership with the University of Delaware and Penn State University.
- DSU received a $10M commitment from state funding proposed by Gov. Markell which will be used for an Optics Research Facility at DSU.

International Outreach
- DSU received funding from the state and federal governments which enabled a group of 15 music and science students to travel to China in
May to participate in a learning experience trip which involved cultural tours, study in ecology for the science students and music study for the music students. President Williams and Provost Alton Thompson will travel to China on June 10 to establish six more new partnerships. Approximately 100 students from China will come to DSU in fall 2011 to study for one semester.

- President Williams and Mr. Amir Mohammadi, vice president, Finance & Administration, will travel to Vietnam in September to participate in the graduation of the first cohort of MBA students from Delaware State University in Vietnam.

President Williams is committed to improving retention at DSU. The University ranking (17th) must continue to move upward and the president further noted that retention rates contribute positively to a University’s ranking and that economics plays a major role in retention rates. The need is great for DSU students with the average household income at $38,000. The percentage of DSU students who require financial aid is at 83%. More than 72% of DSU students are first generation college attendees. In order to impact the retention and graduation numbers, the University has worked hard to find resources to assist its students.

Retention

- Inspire Scholarship will provide financial support to students from Delaware.

- The Alumni Association presented the University with a donation of $88,560 to go toward financial aid. This is the largest Alumni Association donation in the history of the University.

- Project Aspire is a scholarship specifically aimed at retention. Trustee Jim Stewart and the Development team worked closely with President Williams in developing a creative plan to present to the Longwood Foundation. The plan pointed out that it is a lack of finance and not academics that contributes to DSU’s students’ inability to stay at the University. DSU received $500,000 from the Longwood Foundation for student retention. This scholarship is a three-year commitment to the scholarship recipients. The students will be tracked for those three years.

- DSU established a goal to raise $150,000 in a 90-day period. The mini scholarship drive, myDSU, has exceeded the goal in contributions. At day 63 the contributions were at $174,000. This is a good indicator of the changing perception of the University and the internal and external communities’ willingness to support DSU. Individuals who have no history of giving to the University gave for the first time. DSU is developing a culture of giving because the University has quality faculty, students and programs.

The President closed by stating that DSU is a great institution that has a lot of good news. The University is making progress in a very positive and strategic way and he is pleased to report that the University is on the move.
Chairman Smith indicated that one person had signed up for public comment.

Mr. Clay Hammond, president, Delmarva Black Chamber of Commerce, expressed the following:

I am here to address the article that appeared in the News Journal. I represent the trade association for Black business in Delaware, the Delmarva Black Chamber of Commerce. Our membership and Board were very distressed by what was illuminated in the article, if true. Gov. Markell has created a supplier diversity council. The University also has a supplier diversity program. If what transpired in the article is true, it is contrary to any spirit of supplier diversity. Supplier diversity requires a level playing field. Black suppliers do not demand an advantageous policy. We just want a policy that creates a level playing field. If the article is true, what has resulted in DSU is not a level playing field. DSU contracting activity has a significant economic impact on both Kent County and the State of Delaware.

We advocate for increased supplier diversity which contributes to the growth of Black businesses and contributes to the employment opportunities in Black communities. It is our hope that this University and the Board will do whatever it needs to do to reflect the true spirit of supplier diversity and work to create and maintain a level playing field. There are contracts that never see the light of day and only three quotes are required.

We met with Dr Williams, Mr. Amir Mohammadi and with Mr. Marvin Lawrence and are very excited about working with the University to achieve the goal of supplier diversity. I think that it's important that we understand that it has to be a partnership. Dr. Williams talked about partnerships with external entities. We are ready to partner with the University. Lastly, Delaware State University was created because segregation did not allow us to attend institutions such as the University of Delaware and other institutions of higher learning so we hope that the University will continue to reflect cultural sensitivity to African American issues in all levels of doing business.

Chairman Smith thanked Mr. Hammond for his comments. Dr. Smith asked for further questions or comments. Mr. Charles McDowell suggested that at the next Buildings and Grounds meeting policies and procedures for contracting should be an agenda item.

Chairman Smith announced the President's Banquet for DSU Retirees that evening at 6 p.m. in the MLK Student Center and encouraged Board participation. He reminded the members of the next Board meeting, Sept. 15, 2011.

Chairman Smith asked for and received a motion that was seconded to adjourn.
The meeting adjourned at 3:35 p.m.

Respectfully submitted,

[Signature]

Claibourne D. Smith, Chairman

[Signature]

Eleanor Wilson, Board Secretary
Appendix A

DELAWARE STATE UNIVERSITY
EXECUTIVE COMMITTEE CHARTER

I. Statement of Purpose

The Executive Committee is a standing committee of the Board of Trustees, pursuant to Article VII, Section 1(F) of the Board of Trustees Bylaws. The Executive Committee shall have the authority to act on behalf of the Board of Trustees during intervals between the regular meetings of the Board, and when a majority of the Committee deems such action necessary for the welfare of the University. The Committee shall not have the power to amend the Trustee Bylaws, to fill vacancies or remove any member of the Board, or to authorize the sale, lease or encumbrance of any of the property and assets of the University.

The Committee shall report its actions at the next regularly scheduled meeting of the Board. The Committee shall also be responsible for ensuring compliance with the Board’s Ethics Policy.

II. Organization

1. Charter. At least annually, this charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board of Trustees for its approval.

2. Members. The members of the Committee shall consist of the Chair of the Board and the chairs of each of the standing committees (Buildings and Grounds, Educational Policy, Development and Investment, Student Affairs, Audit, Finance, and the Committee on Trustees). Inasmuch as the Chair of the Board has the authority to designate or remove the Chairs of each of the standing committees, the Board Chair has the authority to remove members of the Executive Committee, if such members are removed from their positions as Committee Chairs.
3. Meetings. The Executive Committee shall meet as frequently as is deemed necessary during the intervals between the regular meetings of the Board of Trustees. Committee meetings will be led by the Chair of the Board of Trustees, or his/her designee, and a majority of the Committee’s members constitute a quorum for the transaction of business. The President of the University shall also attend Committee meetings, as will any other members of management or other persons who are invited to attend by the Committee.

4. Agenda, Minutes and Reports. The Chair of the Committee shall be responsible for establishing the agenda for meetings of the Committee. An agenda, together with materials relating to the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared to document the meetings of the Committee, and shall be circulated in draft form to all Committee members and approved by the Committee. When possible, those minutes shall be distributed to the full Board of Trustees at its next regularly scheduled meeting. The Committee shall in any event report its actions at the next regularly scheduled meeting of the Board.

5. Primary Liaison. The Committee’s primary liaison with University management will be the President of Delaware State University or his/her designee. The President will be responsible for administering any follow-up actions by University management required by the directions of the Committee.

III. Responsibilities

1. Board Authority. The Executive Committee shall have the full authority of the Board of Trustees to act during the intervals between meetings of the full Board, except as otherwise noted in this Charter.

2. Other Areas of Authority. The Committee shall also serve as a forum for the consideration of significant institutional issues and priorities that transcend the jurisdictions of other standing committees of the Board, and will consider and act upon matters that are referred to the Committee by the President, the full Board, and/or one of the other standing committees of the Board for study and possible resolution.

3. Enterprise Risk Management. The Committee shall consider overall risk management as part of the performance of each of its responsibilities.
4. Committee Performance Evaluation. The Committee shall evaluate its
own performance periodically, and develop criteria for such evaluation.

DELAWARE STATE UNIVERSITY
BUILDINGS AND GROUNDS COMMITTEE
CHARTER

I. Statement of Purpose

The overall purpose and objective of the Buildings and Grounds Committee is to
provide oversight, advocacy and ensure the adequacy of the physical plant of
Delaware State University within the broad context of institutional stewardship.
The purpose of the Committee, consistent with Article VII, Section 1(G) of the
Trustees Bylaws, is to provide policy guidance and strategic oversight of the
campus master planning activities and other real estate type activities for both the
University and its direct support organizations. The Committee is responsible for
the development of the campus master plan; long-range plans for physical plant
and campus development; ensuring the maintenance and safety of University
facilities; and any real estate-related projects or facilities involving the University
or any direct support organizations, including athletic facilities, whether on or off
campus.

II. Organization

1. Charter. This charter shall be reviewed and reassessed annually by the
Committee, and any proposed changes submitted to the Board of Trustees for
approval.

2. Members. The Committee shall consist of at least five Board members,
appointed by the Chair of the Board, one of whom will serve as the
Committee Chair.

3. Meetings. The Committee will meet as needed to address matters on its
agenda, but not less frequently than four times each year. Meetings will be
led by the Chair, and the Committee may ask members of management or
others to attend a meeting and provide pertinent information as necessary.
4. *Agenda, Minutes and Reports.* The Chair shall be responsible for setting each meeting agenda, which shall be sent in advance of each meeting, together with relevant background materials, to the Committee members. Minutes for each meeting shall be prepared, circulated for review in draft form to all Committee members, and approved at a subsequent Committee meeting. Those minutes shall be distributed to the full Board of Trustees. The Committee shall make regular reports to the full Board.

5. *Primary Liaison.* The Committee’s primary liaison with the University administration shall be the Vice President for Business and Finance and the Associate Vice President for University Operations.

III. *Responsibilities*

1. *Scope.* The Committee will primarily concern itself with (1) the condition of the physical assets, (2) resource allocation, (3) major repairs and renovations, (4) capital construction, and (5) real estate acquisition:

   ■ To ensure that physical assets are regularly evaluated and maintained for structural integrity.

   ■ To ensure that adequate funding is provided for timely upkeep and maintenance.

   ■ To ensure that physical assets (*i.e.*, buildings and equipment) are adequate to meet the educational goals of the University.

   ■ To advocate for new structures or the rehabilitation of old structures when facilities are impeding educational goals of the University.

   ■ To advocate for the strategic acquisition of land and/or buildings identified for specific future use.

   ■ To ensure compliance with standards and mandates of regulatory and accrediting agencies.

2. *Oversight Responsibilities.* The Committee will, throughout the year, regularly:

a. Request audits of facilities for condition, adequacy and utilization.

b. Evaluate physical planning priorities.
c. Evaluate yearly the five-year capital improvement, operational and maintenance budgets.

d. Identify facility goals needed to support enrollment projections.

e. Collaborate with other committees in long-range planning.

f. Review renewal and replacement decisions.

g. Collaborate with the Advancement, Student Affairs, Education Policy and Finance Committees on capital projects.

3. **Reporting Responsibilities.** The Committee will report regularly to the Board of Trustees, either orally or in writing, and will provide recommendations to the Board and University management as the Committee deems appropriate.

4. **Authority to Retain and Oversee Non-University Experts.** The Committee will have oversight over the hiring of experts in the areas falling within the purview of the Committee, including, but not limited to, the campus master plan consultants.

5. **Enterprise Risk Management.** The Committee shall consider overall risk management as part of each of its responsibilities.

6. **Committee Performance Evaluation.** The Committee shall evaluate its own performance periodically and develop criteria for such evaluation.

7. **Other Duties.** The Committee shall also carry out such other duties as may be delegated to it by the Board of Trustees.
DELAWARE STATE UNIVERSITY
EDUCATIONAL POLICY COMMITTEE CHARTER

I. Statement of Purpose

The Educational Policy Committee is a standing committee of the Board of Trustees, pursuant to Article VII, Section 1(H) of the Trustee Bylaws. The Educational Policy Committee shall consider matters related to the educational policies of the University, including, without limitation, matters pertaining to the faculty (e.g., salaries, promotions, tenure, and grievances). The Educational Policy Committee is not intended to be a policymaking body. Its responsibility is to make recommendations to the full Board of Trustees for action within the scope of the Committee's areas of responsibility.

II. Organization

1. Charter. At least annually, this charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board of Trustees for approval.

2. Members. The Committee shall consist of at least four members, appointed by the Chair of the Board, one of whom will serve as the Chair of the Committee.

3. Meetings. In order to discharge its responsibilities, the Committee shall annually establish a schedule of meetings. Meetings will be held at least quarterly and additional meetings may be scheduled as required. Committee meetings will be led by the Committee Chair or his/her designee, and will be attended by any members of management who are invited to attend or other persons requested to provide pertinent information.

4. Agenda, Minutes and Reports. The Chair of the Committee shall be responsible for establishing the agenda for meetings of the Committee. An agenda, together with materials related to the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. Minutes of
all meetings of the Committee shall be prepared to document the Committee’s
discharge of its responsibilities. The minutes shall be circulated in draft form
to all Committee members to ensure an accurate final record. shall be
approved at a subsequent meeting of the Committee and shall be distributed
periodically to the full Board of Trustees. The Committee shall make regular
reports to the Board of Trustees.

5. **Primary Liaison.** The Committee’s primary liaison with University
management will be the Provost and Vice President for Academic Affairs,
who will brief the Committee Chairperson in advance on all matters to be
covered at Committee meetings, and will take such follow-up actions as are
requested by the Committee.

III. **Responsibilities**

1. **Academic Affairs.** The Committee shall keep itself fully and currently
informed concerning the academic affairs of the University, and shall exercise
oversight responsibility for matters pertaining to the Faculty and the programs
of teaching and research pursued by the University. The Committee must
ensure that academic and research programs reflect the University’s mission,
strategies and priorities. The primary responsibilities of the Committee
include but are not limited to:

- a. academic planning and budgeting;
- b. program evaluation, assessment and accreditation;
- c. academic standards and requirements;
- d. degree programs;
- e. educational policies and procedures;
- f. enrollment management;
- g. professional development;
- h. promotion and tenure of faculties;
- i. faculty policies and regulations; and
- j. Strategic planning.

2. **Financial Resources.** The Committee should ensure that financial resources
reflect the academic mission and priorities and are targeted to maintain high-
quality academic programs.

3. **Rank and Tenure.** It is the obligation of the Committee to ensure that faculty
appointments in rank and promotion to tenure are held to the highest standards
of teaching, scholarship, and service, and strengthen the mission and priorities
of the University.
4. **Educational Innovation.** The Committee members also have the responsibility to query the administrative leaders of Delaware State University in regard to educational policies in the development of innovative and challenging academic programs at the undergraduate and graduate levels.

5. **Enterprise Risk Management.** The Committee shall consider overall risk management as part of each of its responsibilities.

6. **Committee Performance Evaluation.** The Committee will review periodically its own performance, and develop criteria for such evaluation.

7. **Other Duties.** The Committee shall also carry out other such duties as may be delegated to it by the Board of Trustees from time to time.
IV. **Statement of Purpose**

The Development and Investment Committee is a standing committee of the Delaware State University Board of Trustees pursuant to Article VII, Section 1(1) of the Trustee Bylaws. The Committee shall have primary oversight responsibility for University development and fundraising efforts and for management of the University’s endowment, including the Delaware State University Foundation.

V. **Organization**

1. **Charter.** At least annually, this Charter shall be reviewed and reassessed by the Committee, and any proposed changes shall be submitted to the Board of Trustees for approval.

2. **Members.** The Committee shall consist of at least four (4) members appointed by the Chair of the Board, and the President of the University shall be an ex-officio member. The Chairman of the Board of Trustees shall appoint one member as Chair of the Committee.

3. **Meetings.** In order to discharge its responsibilities, the Committee shall meet at least four (4) times each year and as many additional times as may be required. Committee meetings will be led by the Chair or his/her designee and will be attended by such members of the University administration as are invited to attend, as well as any other persons requested who may provide pertinent information.

4. **Agenda, Minutes and Reports.** The Chairman of the Committee shall be responsible for establishing the agenda for meetings of the Committee. The Agenda, together with any materials relating to the subjects included on the agenda, shall be sent to members of the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared, circulated in draft form to all Committee members, and approved at a subsequent meeting of the Committee. Minutes shall be distributed periodically to the full Board of Trustees. The Committee shall make regular reports to the Board of Trustees.
5. **Primary Liaison.** The Committee's primary liaison for the University administration will be the President of Delaware State University and the Vice President of Institutional Advancement, the latter of whom shall be primarily responsible for follow-up actions requested by the Committee.

VI. **Responsibilities**

1. **Development.**
   
a. Creation of an annual plan and goal for University fundraising

b. Coordination of all fundraising undertaken by University entities, including the Alumni Association, Athletic Department and student organizations

c. Staffing and productivity of the University Development Office

d. Creation and execution of capital or other campaigns

e. Establishment and implementation of fundraising policies, procedures and guidelines

f. Solicitation and engagement of trustees for Annual Giving and special campaigns

2. **Investment.**

a. Selection of investment managers for the University endowment

b. Monitoring of the performance of the selected investment managers

c. Development and monitoring of endowment investment policies

d. Development and monitoring of endowment spending policies

3. **Reporting to the Board of Trustees.** The Chair will report to the Board at each Board meeting on matters of significance within the scope of the Committee's duties, including, without limitation, investment performance and fundraising projects.

4. **Enterprise Risk Management.** The Committee shall consider overall risk management as part of each of its responsibilities.
5. **Committee Performance Evaluation.** The Committee shall evaluate its own performance periodically and develop criteria for such evaluation.

6. **Other Duties.** The Committee shall carry out such other duties as may be delegated to it by the Board of Trustees, from time to time.
DELAWARE STATE UNIVERSITY
STUDENT AFFAIRS COMMITTEE CHARTER

I. Statement of Purpose

The Student Affairs Committee is a standing committee of the Board of Trustees. The Student Affairs Committee shall consist of at least four members appointed by the Chair of the Board. This committee shall consider all aspects of student life at the University and work with the Provost and Student Affairs staff to develop policies and regulations governing student personnel services in support of Delaware State University's mission, vision and core values. It shall report periodically to the Board on matters related to student life.

The Committee provides policy guidance and oversight to promote a safe and inclusive learning environment that encourages academic success, professional and leadership development, and healthy lifestyles.

II. Organization

1. **Charter.** At least annually, this charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board of Trustees for approval.

2. **Members.** The members of the Committee shall be appointed by the Chairperson of the Board of Trustees. The Committee shall be comprised of at least four (4) members. Committee members may be removed by the Board of Trustees. The Chairperson of the Board of Trustees shall also designate a Student Affairs Committee Chairperson.

3. **Meetings.** In order to discharge its responsibilities, the Committee shall each year establish a schedule of meetings. Meetings will be held at least quarterly and additional meetings may be scheduled as required. Committee meetings will be led by the Committee Chair or his/her designee, and will be attended by any members of management who are invited to attend or other persons requested to provide pertinent information.
4. **Agenda, Minutes and Reports** The Chairperson of the Committee shall be responsible for establishing the agendas for meetings of the Committee. An agenda, together with materials relating the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared to document the Committee’s discharge of its responsibilities. The minutes shall be circulated in draft form to all Committee members to ensure an accurate final record. shall be approved at a subsequent meeting of the Committee and shall be distributed periodically to the full Board of Trustees. The Committee shall make regular reports to the Board of Trustees.

5. **Primary liaison.** The Committee’s primary liaison with University management will be the Vice President for Student Affairs, who will brief the Committee Chair in advance on all matters to be covered at Committee meetings, and will undertake such follow-up actions as are requested by the Committee.

III. **Responsibilities**

1. The Committee shall represent students’ interests in all policy decisions made by the board.

2. The Committee shall ensure that adequate financial resources to support a comprehensive student affairs program are maintained.

3. The Committee shall ensure that board policies keep pace with the changing needs of students.

4. The Committee shall promote the campus as a community.

5. The Committee shall be aware of and concerned with risk management as it relates to student life.

6. **Committee Performance Evaluation.** The Committee shall evaluate its own performance periodically and develop criteria for such evaluation.

7. **Other Duties.** The Committee shall also carry out such other duties as may be delegated to it by the Board of Trustees from time to time.
VII. Statement of Purpose

The primary purpose of the Audit Committee, pursuant to Article VII, Section 1K of the Trustee Bylaws, is to provide oversight over the institution’s external auditors, and seek to ensure the integrity of that process, and the University’s financial practices, internal controls and financial management. The Audit Committee will perform such other functions as assigned by the Bylaws, the Charter or the Board of Trustees. In addition, the Committee assures the Board of Trustees that the financial statements reflect the institution’s financial condition and that any significant noncompliance with regulatory matters has been brought to its attention. The Audit Committee is not intended to be a policy-making body. Its responsibility is to help the full Board of Trustees carry out its fiduciary duties, not to usurp the Board’s responsibilities for developing and approving financial policy.

VIII. Organization

1. Charter. The Committee shall review the Charter at least annually and submit any proposed changes to the Board of Trustees for approval.

2. Members. The Audit Committee shall consist of at least three (3) board members, one of whom will serve as the Chair, who are appointed by and serve at the discretion of the Chair of the Board of Trustees. Members will have access to financial expertise, either collectively among Committee members, or from a Financial Expert appointed to advise them.

3. Meetings. The Audit Committee will meet as needed to address matters within its scope of responsibilities, but not less frequently than four times each year. The Committee may ask members of management or others to attend a meeting and provide pertinent information as necessary.

4. Agenda, Minutes and Reports. The Chair of the Committee shall be responsible for establishing the meeting agenda, and seeing that the materials
are distributed to the Committee members in advance of the meetings. Minutes shall be prepared of all meetings, distributed for review by the Committee, and ultimately approved by the Committee. Minutes shall be distributed to the Board periodically, and the Committee shall report to the Board as its responsibilities require.

5. **Primary Liaison.** The Vice President for Finance and Administration shall be the primary liaison with University management and will be responsible for follow-up actions directed by the Committee.

**IX. Responsibilities**

1. **Adequacy of Controls.** Review adequacy of internal controls, including computerized information system controls and security with the independent auditors and the University auditor.

2. **Annual and Interim Financial Reports.** Review with management and the independent auditors:
   
a. significant findings and recommendations of the independent auditors, as well as management corrective actions;
   
b. critical accounting policies and practices used by the University;
   
c. matters required to be discussed by Statement on Auditing Standards (SAS) No. 61, Communication with Audit Committees (AICPA, Professional Standards, Vol. 1, AU Sec. 380), as amended, related to the conduct of the audit;
   
d. review periodically the University’s *Ethical Standards of Professional Behavior* to assure that they are adequate and up to date; and
   
e. procedures for receipt, retention, and treatment of whistleblower and other complaints submitted by any party, internal or external to the organization, other than litigation, and review the topics, current status and resolution of such complaints.

3. **Reports to the Board.** The Audit Committee will report regularly to the Board of Trustees, either orally or in writing:
   
a. any issues that arise with respect to the quality or integrity of the University’s financial statements, the performance and independence of the University’s independent auditors or the performance of the internal accounting function; and
b. On any matters relevant to the Committee’s discharge of its responsibilities.

4. **Independent Auditors and Consultants.**

   a. The Committee will recommend appointment of the independent auditors to the Board of Trustees, establish the fees of the independent auditors, and approve any non-audit services to be provided, including unusual tax services, before the services are rendered; and

   b. The Committee is authorized to engage additional independent auditors, counsel, or other consultants as necessary to discharge its duties.

5. **Enterprise Risk Management.** The Committee shall consider overall risk management as part of each of its responsibilities.

6. **Committee performance Evaluation.** The Committee shall evaluate its own effectiveness periodically, and develop criteria for such evaluation.

7. **Other Duties.** The Committee shall also carry out such other duties as may be assigned to it by the Board.
X. **Statement of Purpose**

The Finance Committee is a standing committee of the Board of Trustees pursuant to Article VII, Section 1(L), of the Board Bylaws. The Committee shall have principal oversight responsibility with respect to certain of the Delaware State University material financial matters, including budgets and expenditures that are material to Delaware State University, and including, without limitation, debt financing, insurance, pensions, collective bargaining agreements, and compensation and personnel policies. The Finance Committee shall not have oversight responsibility with respect to the Delaware State University external financial statement and financial reporting, which is the responsibility of the Audit Committee of the Board of Trustees.

XI. **Organization**

1. **Charter.** At least annually, this charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board of Trustees for approval.

2. **Members.** The members of the Committee shall be appointed by the Chair of the Board of Trustees. The Committee shall be comprised of at least four members, at least one of whom shall also be a member of the Audit Committee. Committee members may be removed by the Chair of the Board of Trustees. The Chair of the Board of Trustees shall also designate a Finance Committee Chair.

3. **Meetings.** In order to discharge its responsibilities, the Committee shall annually establish a schedule of meetings. Meetings will be held at least quarterly and additional meetings may be scheduled as required. Committee meetings will be led by the Committee Chair or his/her designee, and will be attended by any members of management who are invited to attend or other persons requested to provide pertinent information.
4. *Agenda, Minutes and Reports.* The Chair of the Committee shall be responsible for establishing the agenda for meetings of the Committee. An agenda, together with materials relating to the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared to document the Committee’s discharge of its responsibilities. The minutes shall be circulated in draft form to all Committee members to ensure an accurate final record, shall be approved at a subsequent meeting of the Committee, and shall be distributed periodically to the full Board of Trustees. The Committee shall make regular reports to the Board of Trustees.

5. *Primary Liaison.* The Committee’s primary liaison with University management will be the President of Delaware State University or the Vice President for Finance and Administration, who will brief the Committee Chair in advance on all matters to be covered at Committee meetings, and will be responsible for follow-up actions by management at the Committee’s direction.

XII. **Responsibility**

1. *Financial Policies.* The Committee shall annually review Delaware State University policies with respect to financial risk assessment and financial risk management.

2. *Operating Budget.* The Committee shall, in advance of the final Finance Committee meeting of the current fiscal year, receive the report of the University Budget and Planning office and the recommendation of the President regarding the operating budget of the University for the next fiscal year. The Committee shall endorse or amend those recommendations, as appropriate, and recommend action to the full University Board of Trustees.

3. *Multi-Year Financial Planning.* The Committee shall have responsibility for reviewing the University’s multi-year financial plans, objectives and needs to ensure consistency with the Strategic Plan. This will include setting parameters on program financial viability, tradeoffs consistent with the Strategic Plan and revenue streams of the University, including endowment, tuition, fundraising, and communicating those goals and expectations to the Committees on Development, Educational Policy, Building and Grounds, and others as necessary.

4. *Capital Planning.* The Committee shall, on an annual basis, review the capital plan of the University and shall approve a two-year capital budget— as
part of the revenue and expenditure budgets—to the University financing and expenditures for capital projects, including campus expansion and deferred maintenance. The Committee shall have responsibility for ongoing review of capital expenses, including facility renewal and any changes in scope or expense of capital projects.

5. **Debt and Cash Management.** The Committee shall oversee the University’s debt strategy and make recommendations to the University regarding changes in debt strategy and for the issuance of debt offerings. The Committee shall also monitor and advise regarding the University’s cash management policies.

6. **Enterprise Risk Management.** The Committee shall consider overall risk management as part of each of its responsibilities.

7. **Committee Performance Evaluation.** The Committee shall evaluate its own performance periodically and develop criteria for such evaluation.

8. **Other Duties.** The Committee shall also carry out such other duties as may be delegated to it by the Board of Trustees from time to time.
IV. Statement of Purpose

Pursuant to Article VII, Section 1(M) of the Bylaws of the Trustees, the Committee on Trustees is tasked with identifying and recommending nominees to fill vacancies on the Board pursuant to Article III, Section 2(e), and shall recommend annually to the Board officers from a slate of nominees proposed pursuant to Article III, Section 3 of the Trustee's Bylaws.

V. Organization

1. Charter. At least annually, this Charter shall be reviewed and reassessed by the Committee and any proposed changes shall be submitted to the Board of Trustees for approval.

2. Members. The Committee shall be comprised of at least three (3) members of the Board, consisting of the immediate past Chair of the Board still serving on the Board, plus the current Chair of the Board and the next most recent past Chair. If applying these criteria fails to produce a membership of three (3), the Board Chair will complete the membership selection by appointing the current or a recent former Vice Chair or another member of the Board. The Chair of the Board shall appoint the Chair of the Committee. A candidate for Board office may not participate in the deliberations of the Committee for that office.

3. Meetings. The Committee shall annually establish a schedule of meetings and will meet no less than four (4) times each year. The Committee meetings will be led by the Committee Chair or his/her designee, and may be attended by any members of the administration who are invited to attend, or other persons requested to provide pertinent information.

4. Agenda, Minutes and Reports. The Chair of the Committee shall be responsible for establishing the agenda for each meeting of the Committee. The Agenda, together with any relevant materials, shall be sent to members of
the Committee prior to each meeting. Minutes for all meetings of the Committee shall be prepared to document the Committee’s discharge of its responsibilities, and such minutes shall be circulated in draft form to all Committee members, and shall be approved at a subsequent meeting of the Committee. The minutes shall be distributed periodically to the full Board of Trustees. The Committee shall make regular reports to the Board of Trustees.

5. **Primary Liaison.** The Committee’s primary liaison with University administration will be the President of Delaware State University, who will be responsible for follow-up actions by management, at the Committee’s direction.

VI. **Responsibilities**

**Mission Statement.** The mission of the Committee shall be to determine the most effective composition of the Board and then to develop practices and recommend strategies and policies to attract, orient and train, organize, motivate, and assess the performance of trustees. Through its work, the Committee provides the Board with the trustee resources that permit the Board to exercise its responsibilities for institutional governance at the highest level of excellence.

1. **Board Member Qualifications.** To carry out its mission, the Committee will work with the Executive Committee and University administration to develop and update periodically a matrix of qualifications needed in Board members, including specific career talents and experiences, as well as geographic, ethnic and gender diversity. The Committee will develop and periodically update a schedule of the qualifications, backgrounds and experiences of existing Board members, to compare with the matrix of needed qualifications, backgrounds and experiences.

2. **Pool of Candidates.** The Committee will identify and cultivate prospects for Board membership and maintain a list of such candidates to be available when vacancies on the Board occur.

3. **Cultivating Prospects.** The Committee will create opportunities to introduce prospects to the University, such as by working with the University administration to develop advisory committees to different departments where interested persons can be assigned to invoke their knowledge of and interest in the University.

4. **Trustee Nominations.** The Committee will nominate candidates for consideration by the Board of Trustees for election to the Board when vacancies occur or terms expire.
5. **Gubernatorial Relations.** The Committee will develop and maintain relations with the Governor and his or her staff to ensure the opportunity to make recommendations when gubernatorial Board appointments become vacant.

6. **Orientation for Trustees.** The Committee will develop an orientation program for new trustees, including the identification of mentors to new Trustees.

7. **Guidelines for New Trustees.** The Committee will develop guidelines and expectations for Trustee participation, leadership and charitable giving.

8. **Trustee Evaluation.** At least every two years, the Committee will meet with each Trustee individually to review their participation on the Board. The Committee will develop and administer a Trustee self-assessment as part of this process.

9. **Slate of Officers.** The Committee will annually nominate a slate of officers for consideration of the full Board of Trustees.

10. **Committee Performance Evaluation.** The Committee shall evaluate its own performance periodically and develop criteria for such evaluation.
1. The Board went into Executive Session to discuss personnel and legal matters.
2. The Board reconvened in regular session.
3. Approved the minutes of the meeting of March 3, 2011.
4. Approved the Resolution of the Board of Trustees of Delaware State University to accept the committee charters and related bylaw amendments.
5. Approved the Resolution of the Board of Trustees to Honor the Membership of Shalita Middleton in the Delaware State University Class of 2011.
6. Accepted the report from the Student Affairs Committee.
8. Approved the Request for Authorization the Request for Authorization to Implement a new Degree Program-B.S. in Health Promotion.
10. Approved the recommendation for Faculty Emeritus status for Dr. Mary Patricia Dixon-Watkins.
11. Approved the request of Dr. Li Chen, professor, to postpone Sabbatical Leave for fall semester 2011 previously approved January 13, 2011, to fall semester 2012.
12. Accepted the report from the Educational Policy Committee.
13. Approved the authorization of the VP for Finance & Administration to enter into a renegotiated contract with Comcast as presented.
14. Approved the authorization of the VP for Finance & Administration to enter into a contract for $242,050 with the lowest bidder Willow Construction to renovate Grossley Hall.
15. Approved the authorization of the VP for Finance & Administration to enter into a contract for $429,316 with the lowest bidder Emory Hall and Company to renovate Meta V. Jenkins Hall.
16. Approved the authorization of the VP for Finance & Administration to enter into a contract for $303,810 with the lowest bidder, Norman W. Johnson Builders L.L.C., to renovate Harriet Tubman Hall.

17. Approved the authorization of the VP for Finance & Administration to enter into a contract for $372,959.34 with the lowest bidder, MTM Technologies, to upgrade CISCO infrastructure.

18. Accepted the report from the Committee on Finance.

19. Accepted the report from the Committee on Development and Investment.

20. Accepted the report from the Audit Committee.

21. Approved the request to move forward in filing an application for the acquisition of a property to be used for educational purposes.

22. Accepted the report from the Committee on Buildings and Grounds.

23. Adopted the Delaware State University Resolution Electing Officers for 2011-2012 Year as described.