001-D

Minutes of the Executive Committee

December 5, 2001, in NYC

<u>Present</u>: Bruce Bedford, Jim Hall, Dan Kaplan, Bob Krinsky, Jim McDonald, Jack Merselis, Barbara Winslow (minutes); by telephone, Lillian Lovelace

Before the Executive Committee meeting started, three students from Antioch College arrived and asked if they could get a hearing regarding the financial plan passed by AdCil. We agreed to ten minutes; ten minutes became a half an hour. There was a productive discussion concerning the possible impact of the financial plan on the college's successful NSSE report, as well as how the plan will affect college employees as well as the endowment.

1. College Financial Plan. There was a lengthy discussion about the financial plan passed by AdCil. The vote was 4 (tenured faculty) – 4 (untenured faculty and students). Jim Hall cast the deciding vote in favor of the report. If the college were to implement the approved plan, the college would be in the hole by $2.3million. One way to break even might be through a lead gift (or many lead gifts) to the college. We discussed the possibility of asking a recent large donor to agree to make use of part of his gift as a revolving fund to ease the debt. We agreed to put together a team, Lois, Bob Devine and Bob Krinsky to approach the donor with the idea. We agreed that we should approve the committee report, then approach the donor after the February BOT meeting.

In terms of the Yellow Springs consolidation, Jim McDonald reported that after his meeting with Jim Lawrence, our labor legal advisor, we will not have any significant labor problem with the consolidation effort. We are moving toward a shared service model. The attached resolution was unanimously approved.

Barbara Danley would like the authority to proceed with the technology aspects of consolidations. This will not involve labor issues but other campuses' standards and procedures. Barbara was given the okay to proceed.

Jim McDonald moved that we acknowledge with great appreciation and thanks to AdCil and Jim Hall's leadership for the AdCil financial report. We now call upon the college to implement their report immediately. Passed unanimously.

Bruce Bedford reported on the status of the financial plans of the graduate campuses.

Jim Hall, Jim McDonald and Bruce met with Hassan about tenure relinquishments. There may be two or four tenure relinquishments. We will achieve some modest gains through the tenure relinquishments.

2. The Campaign for Antioch. Dan Kaplan reported that there was a Steering Committee meeting November 9, a report sent out, the next meeting will be on January 3, 2002.

3. **Future of Antioch Committee.** Bruce Bedford reported that it will be up and running by the February BOT meeting. Tom Clough will be there.

4. **Academic Affairs:** Barbara Winslow reported that the report was sent out to all members of Academic Affairs. She is waiting to hear full comments from the committee. Two issues must be discussed and resolved. One is the faculty member to the committee. The issue of Academic Affairs overseeing tenure decisions will require a by-laws change.

5. **Physical Facilities**: Bruce met with Bill Hooper. We need to urge cooperation between Physical Facilities and the campus' Renovation Task Force. Bruce and Jim Hall asked to comment on the case studies.

6. **Trusteeship:** There was a conference call November 28th. In early January, Jack Merselis will contact all BOT members to discuss criteria and candidate/s for board chair. He will also ask BOT members about possible EC candidates. Board development is proceeding. All trusteeship members have been given a CD with the alumni directory to look for possible BOT members; Barbara Winslow will speak with Al Guskin and Francis Deegan Horowitz about future BOT members. We are going to ask college presidents to provide us with BOT candidates.

7. **Joan Straumanis and Antioch College Presidency.** We are positively and optimistically continuing negotiations.

We are going to schedule a BOT conference call to vote on the trusteeship of Sherwood Guernsey and the recommendation regarding Joan Straumanis.

Management Transition Committee Meeting

There was a break for a Management Transition Committee meeting. The MTC is made up of the Executive Committee plus Jessica Lipnack, Sandra Deming, and Reuben Harris. None of the additional three could attend the meeting. We met with Tobie Van der Vorm, the professional consultant from the presidential search firm. We worked out a tentative schedule and timeline for the Chancellor's search, the New England, Los Angeles and eventual Antioch College search.

We had a lengthy discussion regarding a number of factors which could make the Chancellor's position more favorable, in particular residency. We agreed that we could state that the Chancellor could live within 60 miles of Yellow Springs; this then could include Dayton or Columbus.

There will be a full discussion at the BOT meeting regarding qualifications of the future chancellor. There appears to be differences over whether or not the Chancellor should be more of an academic or more of a manager.

Reuben Harris came in to the meeting by telephone.

Bruce Bedford will call and then write Mark Schulman. Per his wishes, as of January 1, 2002, we will not be renewing his contract.

At the end of the Management Committee Meeting, we reconvened as the Executive Committee meeting. Reuben Harris stayed on the line.

We continued the discussion about the financial plan. Jim Hall cautioned the board about a number of issues raised by the Financial Report: faculty/student ratio, who should be teaching co-op?; he cautioned about careful use of language regarding long-standing college programs and governance procedures. We all agreed that Jim's concerns should be part of the Future of Antioch Committee discussions. Our commitment to fiscally responsible education must be driven by a clear academic vision.

The Executive Committee reviewed and unanimously approved the contracts identified in the attached resolution.

The next meeting of the Executive Committee will be Friday, February 1, at 10AM at the Segal Company, 1 Park Avenue, NYC.

Submitted by
Barbara Winslow

RESOLUTION

12.05.01:1

WHEREAS, as a part of its charge to develop a Financial Stabilization Plan for the University, the Finance Committee has reviewed with the Vice Chancellor and CFO and with legal counsel how to best provide efficient and effective administrative support services (e.g., Human Resources, Business Affairs, Financial Aid, Technology and Data Processing, Physical Plant and Security) for its Yellow Springs, Ohio operations; and

WHEREAS, the Finance Committee has recommended that said administrative support services can be most effectively and efficiently provided by consolidating and reorganizing all of those functions; and

WHEREAS, the Executive Committee believes that consolidation and reorganization of all Yellow Springs' administrative support services is a critical component of the University's Financial Stabilization Plan; and

WHEREAS, the Executive Committee has determined that time is of the essence in beginning this process.

IT IS, THEREFORE, RESOLVED, that the Executive Committee hereby approves a consolidation and reorganization of administrative support services in Yellow Springs, Ohio, as recommended by the Board's Finance Committee.

RESOLVED FURTHER, the Executive Committee hereby authorizes and directs the Vice Chancellor and CFO, in consultation with the Chair of the Finance Committee, the University CEO, the College President, the President of Antioch University McGregor, and the University's legal counsel, to develop and implement a specific plan to consolidate the University, College and McGregor administrative support services, as soon as reasonably practicable.

RESOLUTION

12.05.01:2

The Executive Committee hereby ratifies and confirms the renovation of classroom and office space in Santa Barbara, completion of the Cedar Center renovation at Glen Helen, and renewal of the Antioch New England telephone system lease, as more fully described in a memo to the Executive Committee from the University's Vice Chancellor and CFO dated September 10, 2001. (Note: The Executive Committee approved these actions at its October 1, 2001, meeting. The foregoing resolution was inadvertently omitted from the minutes of that meeting.)