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BOARD OF TRUSTEES

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ANTIOCH UNIVERSITY
BOARD OF TRUSTEES ANNUAL MEETING
*CLOSED SESSION MINUTES *
OCTOBER 18 - 20, 2001
YELLOW SPRINGS, OHIO

Minutes covering the Open Sessions are separately reported in the Assistant Secretary's **OPEN SESSION** minutes of this meeting.

Friday, October 19, 2001

Trustees present: Robert Krinsky/Chair, Bruce Bedford, Amy Chappell, Leressa Crockett, Sandra Deming, Dianne Brou Fraser, Betty Fuchs, James Hall/Chancellor, Bill Hooper, Dan Kaplan, Jeff Kasch, Jessica Lipnack, Niels Lyster, Jim McDonald, Peggy McPhaden, Jack Merselis, Monique Weston, Barbara Winslow, and Art Zucker.

Absent: David Epstein, Lillian Lovelace, and Jim Robinson

At 10:15AM Bob excused non-Board members so that the Trustees could go into closed session.

Niels Lyster reported for the task force that conducted the performance evaluation of Barbara Danley. A brief discussion ensued at the conclusion of which the following resolution was moved, seconded, and unanimously approved.

RESOLUTION 10.20.01:14 (Lyster/Winslow)

RESOLVED, that upon the recommendation of the Board's ad hoc task force on evaluation, the Chair of the Board, the Chancellor and the Executive Vice Chair of the Board are hereby authorized to negotiate and execute on behalf of the University an agreement with Barbara Gellman-Danley to extend her employment as President of Antioch University McGregor for up to four years beyond the June 30, 2002, expiration of her current employment agreement, upon such terms and conditions that they deem reasonable and appropriate.

The Closed Session recessed at 11:00AM.

Saturday, October 20, 2001

Trustees present: Robert Krinsky/Chair, Bruce Bedford, Amy Chappell, Leressa Crockett, Sandra Deming, Dianne Brou Fraser, Betty Fuchs, James Hall/Chancellor, Bill Hooper, Dan Kaplan, Jeff Kasch, Jessica Lipnack, Niels Lyster, Jim McDonald, Peggy McPhaden, Jack Merselis, Monique Weston, Barbara Winslow, and Art Zucker. Note: David Epstein joined the meeting at 10:00AM by speaker 'phone.

Absent: David Epstein, Lillian Lovelace, and Jim Robinson

At 9:30am the Board went into Closed Session with ULC included in the session.

Finance Committee – Jim McDonald (Minutes attached):
Jim McDonald presented the following resolutions:

RESOLUTION 10.20.01:7 (J. McDonald/A. Zucker)

RESOLVED, that the Board of Trustees of Antioch University hereby accepts the audit of Antioch University's financial accounts as reported by Ernst & Young for the fiscal year ended June 30, 2001, substantially as presented in draft form at this meeting.

Note: The final Ernst & Young report when issued will contain a "clean" opinion without qualification.

Passed unanimously.

RESOLUTION 10.20.01:13 (J. McDonald/J. Lipnack)

RESOLVED, that upon the recommendation of the President of Antioch College, Jean Gregorek is hereby granted tenure as a member of the Antioch College faculty in Literature effective September 1, 2002.

Passed unanimously.

Jim McDonald then reported on the financial stabilization project. The property/ building list compiled by Bill Hooper was also reviewed at this time. It was suggested by several trustees that the Antioch Community be asked for money-saving ideas.

Following the conclusion of the Finance Committee's Financial Stabilization Report and extended discussion by the Board concerning the University's financial condition, it was the sense of the Board that a detailed financial stabilization plan should be developed by the Finance Committee and officers, in consultation with the faculty and other appropriate stakeholders at all campuses, for approval and implementation before the end of December 2001, with the understanding that the plan would be consistent with the basic approach the Finance Committee recommended at this meeting.

Jim McDonald reported that he will have a model together by the end of November which will be before the Executive Committee and perhaps the entire Board of Trustees. Bob Krinsky asked Bruce Bedford, Jim McDonald, Jim Hall, and David Weaver to work on a statement that could be released. Jeff Kasch suggested letting the ULC draft a statement that could be released. ULC's draft statement will go to David Weaver and Jim McDonald.

In the course of the discussion that followed, the Board, upon motion, duly made, seconded, and adopted the following resolutions:

RESOLUTION 10.20.01:15 (R. Krinsky/M. Weston)

WHEREAS, Bob Devine served as Interim President of Antioch College from 1996-1998, and as President from 1998-2001; and

WHEREAS, he has served Antioch College for twenty-five years, including as Associate Professor of Communications and Director of Antioch Television from 1969-1981, and as Professor of Communications and Director of the Institute of Communications and Media Arts Program since 1988, and as Associate Dean of Faculty (1993), and Acting Vice President and Dean of Faculty (1994).

NOW, THEREFORE, BE IT RESOLVED, that the Antioch University Board of Trustees celebrates with deep appreciation the many and varied contributions of Robert H. Devine to Antioch College, and especially his dedicated, effective and selfless service to students, faculty, and administration as President of the College and Vice President of Antioch University, on this day, Saturday, October 20, 2001.

Passed unanimously.

RESOLUTION 10.20.01:8 (J. McDonald/L. Crockett)

RESOLVED, in accordance with the University's Conflict of Interest policy for Trustees and Officers, the Board of Trustees hereby approves the conflicts of interest report as reported at this meeting.

RESOLVED FURTHER, that with respect to each reported transaction, the Board has determined that it is fair and responsible to the University, that it is in the University's best interest and for its own benefit, and that a more advantageous transaction is not reasonably attainable.

Passed unanimously.

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Passed unanimously.

The meeting was adjourned at 11:30AM and was followed by an impromptu Executive Committee meeting.

Respectfully submitted,

Barbara Winslow

Barbara Slaner Winslow
Secretary