STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jennifer Brunner

136003

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
MUSKINGUM UNIVERSITY
and, that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
200917600118

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 24th day of June, A.D. 2009.

United States of America
State of Ohio
Office of the Secretary of State

Ohio Secretary of State
Certificate of Amendment by Shareholders or Members
(Domestic)
Filing Fee $50.00

(CHECK ONLY ONE (1) BOX)

[ ] Domestic for Profit
   [ ] Amended
      (122-AMAP)
   [ ] Amendment
      (125-AMDS)
[ ] Domestic Nonprofit
   [ ] Amended
      (125-AMAN)
   [ ] Amendment
      (125-AMD)

Complete the general information in this section for the box checked above.

Name of Corporation: The Muskingum College
Charter Number: 136003
Name of Officer: Dennis D. Grant
Title: Secretary

☐ Reuse check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:
☐ A meeting of the shareholders ☐ directors (nonprofit only)
☐ members was duly called and held on April 18, 2009
   (Date)

   at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative
   vote was cast which entitled them to exercise _________ % as the voting power of the corporation.

☐ In a writing signed by all of the shareholders ☐ directors (nonprofit amended articles only)
   members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the
   articles of regulations or bylaws permit.

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supersede
and take the place of the existing articles of incorporation and all amendments thereto.
All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: Muskingum University

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

(city, village or township) (county)

THIRD: The purposes of the corporation are as follows:

FOURTH: The number of shares which the corporation is authorized to have outstanding is:
(Does not apply to box (2))

REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)

Authorized Representative

Dennis D. Grant - Secretary
(Print Name)

Date
06/24/09

Authorized Representative

(Print Name)

Date

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CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF MUSKINGUM COLLEGE

Arthur J. DeJong, President, and Dennis D. Grant, Secretary, of The Muskingum College (an Ohio nonprofit corporation whose Trustees constitute all of its voting members), acting pursuant to Section 1702.38(G) of the Ohio Revised Code, do hereby CERTIFY that at a duly called and noticed meeting of the Board of Trustees of said College, held April 16, 1983, at which a quorum was present and acting throughout, the following resolutions were duly moved, seconded and adopted:

BE IT RESOLVED, That the Articles of Incorporation of The Muskingum College be and they hereby are amended in their entirety to read as provided on Exhibit A thereto which Exhibit is incorporated herein by this reference as if here fully rewritten; and

FURTHER RESOLVED that the President and Secretary be and they hereby are authorized and directed to prepare and to cause to be filed with the Secretary of State of Ohio a certificate containing a copy of the foregoing resolution with a copy of said amended articles attached and a statement of the manner and basis of its adoption as required by law.

IN WITNESS WHEREOF, Arthur J. DeJong, President, and Dennis D. Grant, Secretary of The Muskingum College, acting for and on behalf of said College, have hereunto affixed their signatures this 19th day of April, 1983.

Arthur J DeJong, President

Dennis D. Grant, Secretary
(Exhibit A)

AMENDED ARTICLES OF INCORPORATION
OF
THE MUSKINGUM COLLEGE

The following Amended Articles of Incorporation were duly adopted by the Board of Trustees of The Muskingum College (a nonprofit corporation under Chapter 1702 of the Ohio Revised Code) on April 16, 1983 and supersede all previously existing articles.

1. NAME.
   The name of the Corporation shall be THE MUSKINGUM COLLEGE.

2. OFFICE.
   The place in Ohio where the principal office of the Corporation shall be located is the Village of New Concord, County of Muskingum.

3. PURPOSE.
   The purpose of the Corporation shall be to operate as a church-related, coeducational liberal arts college in accordance with its statement of mission. In connection therewith, the Corporation may engage in any lawful act, activity or operation not contrary to and for which a nonprofit corporation may be formed under the laws of the State of Ohio and shall have and exercise all powers conferred by the laws of Ohio on nonprofit corporations.

4. RESTRICTIONS.
   No part of the net earnings of the Corporation shall inure to the benefit of any private individual or entity. No substantial part of the activities of the Corporation shall be for carrying on propaganda, or otherwise attempting to influence legislation, except as permitted under relevant provisions of any applicable Internal Revenue laws. The Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Further, notwithstanding anything to the contrary in these Articles of Incorporation, the Corporation may not engage in any
activity prohibited to tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or subsequently enacted laws of like import.

5. TRUSTEES

The property, business and affairs of the Corporation shall be controlled and managed by a Board of Trustees consisting of not less than thirty-three trustees nor more than fifty-three trustees, which authorized number of trustees may be changed from time to time by vote of a majority of the voting members of said Board of Trustees, without amendment to these Articles. The members of the Board serving as Trustees on the date of adoption of these Amended Articles shall continue as the Corporation's Board of Trustees until changed as provided under the Corporation's Code of Regulations and the laws of Ohio. The said Trustees shall, for purposes of any statute or rule of law relating to this Corporation in particular, be taken to be the members of the Corporation and shall have all rights and privileges of members conferred by the laws of the State of Ohio.

6. AMENDMENTS

Any provision of these Articles of Incorporation may be amended by the affirmative vote of a majority of the Board of Trustees at any meeting at which a quorum is present, provided that such amendment shall be consistent with the applicable provisions of Chapter 1702 of the Ohio Revised Code.

7. CERTAIN TRANSACTIONS

No contract or other transaction shall be void or voidable with respect to this Corporation for the reason that it is between the Corporation and one or more of its Trustees or officers, or between the Corporation and any other person in which one or more of its Trustees or officers are directors, trustees or officers, or have a financial or personal interest or for the reason that one or more interested Trustees or officers participate in or vote at the meeting of the Trustees or a committee thereof which
authorized such contract or transaction; provided, however, that any such contract or other transaction shall be consistent with the applicable provisions of Chapter 1702 of the Ohio Revised Code; and provided further that the material facts of the relationship or interest as to the contract or transaction are disclosed or known to the Trustees or applicable committee of the Trustees and the Trustees or committee, in good faith reasonably justified by such facts, authorized the contract or transaction by the affirmative vote of a majority of the disinterested Trustees, even though the disinterested Trustees constitute less than a quorum. The interested Trustees may be counted in determining the presence of a quorum in a meeting of the Trustees or of a committee thereof which authorized the contract or transaction.

8. **Dissolution**

Upon the dissolution of the Corporation, any assets remaining shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the Board of Trustees, provided, however, that such organization or organizations shall be exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, or subsequently enacted laws of like import.
ARTICLE I. PURPOSE AND MISSION OF THE COLLEGE

Section 1. The purpose of Muskingum College shall be to operate as a church-related coeducational liberal arts college in accordance with its statement of mission.

Section 2. The statement of mission shall be formulated by the faculty of the College, approved by the Trustees, and thereafter published from time to time in the publications of the College.

Section 3. The statement of mission, which shall not be inconsistent with this Code of Regulations, shall serve as the basis for the academic program of the College.

ARTICLE II. THE BOARD OF TRUSTEES

Section 1. The property, business and affairs of the College shall be controlled and managed by a Board of Trustees, including the President of the College, the President of Student Senate, and the Executive Secretary of the faculty (all of whom shall be voting members), consisting of not less than 33 Trustees nor more than 53 Trustees, as may be determined from time to time by vote of a majority of the voting members of the Board of Trustees and when so fixed such members shall continue to be the authorized number of Trustees until changed by the voting members of the Board as aforesaid.

Section 2. The Board of Trustees shall elect annually from its membership a Chair and such other officers, and shall create from time to time an Executive Committee and such standing and ad hoc committees as it shall deem necessary in order to properly discharge its responsibilities, and to such committees may delegate any of the authority of the Trustees, however conferred.

4/16/83
Section 3. The Board of Trustees shall conduct its business in accordance with such Bylaws, not inconsistent with this Code of Regulations, as may be adopted and thereafter amended by a two-thirds majority of the total membership of the Board.

Section 4. In the event of a vacancy in the office of the President of Muskingum College, the Board of Trustees shall designate an Interim President who shall serve at the pleasure of the Board until such time as a President shall be employed by the Board from such candidates as shall be selected by a Search Committee consisting of such members of the Board as the Chair shall appoint together with not less than three tenured members of the faculty who shall be appointed to the Search Committee by the faculty.

ARTICLE III. THE ADMINISTRATION

Section 1. The President of the College

A. The chief executive officer of the College shall be the President of Muskingum College, who shall be employed by, and shall be directly responsible to, the Board of Trustees.

B. The President shall be a member of the Board of Trustees, and shall be an ex officio member of all committees of the Board and of the College, and shall serve as Chair of the faculty and may delegate the responsibility of such Chair to a designee of the President's choosing.

C. It shall be the responsibility of the President to exercise leadership in and to administer the property, business and total affairs of the College.

Section 2. Other Officers

A. The President shall appoint such administrative officers as he shall deem necessary from time to time, in order to exercise leadership in and to administer the other affairs of the College

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B. The President shall provide a written job description to all administrative officers setting forth their duties and responsibilities.

ARTICLE IV. THE FACULTY

Section 1. The faculty shall be appointed and employed by the Board of Trustees upon the recommendation of the President through the Vice President of Academic Affairs (VPAA), and shall consist of those persons holding contracts which specify academic rank of professor, associate professor, assistant professor, instructor, librarian, associate librarian, assistant librarian and lecturer.

Section 2. Muskingum College accepts and adheres to the 1940 Statement of Principles on Academic Freedom and Tenure endorsed by the American Association of University Professors and the Association of American Colleges.

Section 3. The faculty shall have delegated to it by the President the responsibility and authority to formulate and to execute the educational program of the College.

Section 4. The faculty shall act as a parliamentary body in connection with the exercising of its function.

A. Monthly meetings of the faculty shall be held at the call of the President or the President's designee.

B. Special meetings of the faculty shall be held at the call of the President or the President's designee, or by petition to the President executed by at least 25 percent of the voting members of the faculty.

C. Members of the faculty employed on a full time basis by the College shall be entitled to vote at both regular and special meetings of the faculty.

D. Notice and agenda of faculty meetings shall be published at least five days before the date of the meeting except in cases of emergency declared by the President.
E. The faculty shall have the right to elect its own officers.

F. Meetings of the faculty shall be conducted in accordance with Robert’s Rules of Order.

G. The faculty shall conduct its business in accordance with such Bylaws, not inconsistent with this Code of Regulations, as may be adopted and thereafter amended by two-thirds majority of the eligible faculty members casting a vote, provided at least 51 percent of such eligible members vote.

Section 5. For the purposes of instruction, the faculty shall be organized into departments and the departments into divisions of instruction by the President in collaboration with the faculty.

A. Each faculty member shall be appointed to at least one department.

B. Each department shall have one member designated as Chair by the President in consultation with the VPAA and the faculty of the department. Such designation shall be for a term of one year and may be renewed.

C. The departments shall be affiliated with one or more divisions of instruction, determined by the foci of interest of the department members and by the curricular offerings of the departments.

D. Each division shall have one person from the affiliated departments designated as a Coordinator by the President in consultation with the VPAA and the faculty of the division. Such designation shall be for one year and may be renewed.

E. Department Chairs and Division Coordinators shall be responsible to the VPAA.

F. Meetings of departments and divisions shall be held at times agreed upon and at special times at the call of the Chair or Coordinator.
Section 6. The faculty shall at all times have the right and the responsibility to express its position collectively and individually and to make recommendations to the President, and through the President to the Board of Trustees, on all matters affecting the welfare of the College.

ARTICLE V. THE STUDENT BODY

Section 1. Muskingum College supports a strong program of academic freedom and self-government for its students, who always shall be regarded as members of the College and academic community.

Section 2. The student body shall conduct its business in accordance with such bylaws, not inconsistent with this Code of Regulations, as may be adopted and thereafter amended by a two-thirds majority of the eligible students casting ballots, provided at least 51 percent of such eligible students vote.

ARTICLE VI. ADOPTION OF AND AMENDMENTS TO THE CODE OF REGULATIONS

Section 1. This Code of Regulations, upon recommendation of the faculty, shall be effective when adopted by not less than two-thirds of the total membership of the Board of Trustees.

Section 2. This Code of Regulations may be amended from time to time by a two-thirds vote of the total membership of the Board of Trustees, after first giving to the administration, faculty, and student body at least 30 days prior written notice of such proposed amendment.

Section 3. The faculty may propose to the Board of Trustees amendments to this Code of Regulations, provided that such amendments are approved by not less than a two-thirds majority of the eligible members of the faculty casting ballots, provided at least 51 percent of such eligible members vote.
INTRODUCTION

Article II, Section 3, of the Code of Regulations of the University authorizes the Board of Trustees to conduct its business in accordance with such Bylaws, not inconsistent with the Code of Regulations, as may be adopted and thereafter amended by a two-thirds majority of the Board's membership.

The following Board Bylaws were so adopted by the Board effective April 21, 2012 as an amendment in the entirety of prior Board Bylaws.

ARTICLE I

Trustees

Section 1. (Number)

The number of voting trustees shall be determined in accordance with the Code of Regulations.

Section 2. (Voting Trustees)

Unless otherwise provided in the Code of Regulations, the voting membership of Muskingum University's Board of Trustees shall consist of the following persons:

A. (Designated Trustees)

The President of the University, the President of the Student Senate, the President of the Alumni Council, and the Executive Secretary of the Faculty.

B. (Elected Trustees)

Not less than twenty (21) or more than thirty-nine (39) other trustees elected to the Board by its membership.
Section 3. (Election of Voting Trustees)

A. (Classes)

Each nominee for the position of elected voting trustee, at the time of nomination, shall be designated for election to a trustee class defined by the expiration date of the terms of members of such class. Upon election, such member's initial term shall expire along with that of others in the trustee class to which elected.

B. (Terms)

Following the initial term, an elected voting trustee shall be eligible for re-election to successive three-year terms.

C. (Elections)

The Board may consider the nomination of a person not currently serving as an elected voting trustee at any regular meeting or at a special meeting if specified in the notice thereof. Re-election of trustee classes, as such, when approaching term expiration, will be considered at the Board's annual Spring Meeting. If not presented or acted upon at such time for any reason, the members of such class shall continue to serve until their successors are chosen and qualified and the question of re-election may be considered at any subsequent regular meeting or at a special meeting if specified in the notice thereof. At such Spring Meeting, the board shall also elect at-large members of the Executive Committee, who shall continue to serve until their successors are chosen and qualified.

Section 4. (Trustee Emeritus Status)

A. (Eligibility)

Any voting member of the Board who has attained the age of at least fifty-five (55) years and who has served as a member of the Board for at least twelve (12) years, or is age sixty-five (65) years with nine (9) years of service, may be awarded Emeritus Trustee status by the Board.

B. (Rights)

Trustee Emeriti shall be entitled to attend all meetings of the Board and to participate in open session discussions thereat. Trustees Emeriti, however, shall not be deemed to be voting members of the Board and shall not be considered in determining the existence of a quorum.
ARTICLE II

Officers

Section 1. (Officers)

The Officers of the Board shall be a Chair, a Vice-chair, Secretary and such additional officers and assistant officers as the Board shall authorize and elect.

Section 2. (Election)

All officers shall be elected annually at the regular Spring Meeting of the Board and shall serve until their successors are duly elected and have accepted office.

ARTICLE III

Meetings

Section 1. (Regular Meetings)

Two regular meetings of the Board shall be conducted annually, one to be known as the Spring Meeting which shall be conducted between April 15 and May 15 and also shall be regarded as the Annual Meeting; and the other to be known as the Fall Meeting which shall be conducted between October 15 and November 15.

Section 2. (Call of Regular Meetings)

Such regular meetings shall be called by the President of the University, or in his\her absence or failure to do so, by any officer of the Board and may be conducted at such time and place within or without the State of Ohio as the President or such other officer shall designate in a written notice of such meeting which shall be mailed or electronically transmitted to each trustee not less than 10 nor more than 30 days prior to such meeting.

Section 3. (Notice of Regular Meetings)

When possible, the notice of such regular meeting shall be accompanied by an agenda for the meeting, but other business not set forth on such agenda may be considered and acted upon at such regular meetings.

Section 4. (Participation in Regular Meetings)

Any voting trustee who is unable to attend a regular meeting in person may participate in the meeting through any form of communications equipment (electronic or otherwise) if all members participating in such regular meeting can hear all other members
Section 5.  (Special Meetings)

Special meetings of the Board may be called at any time by the President of the University, by the Chair of the Board, or by not less than 25 percent of the then duly elected and acting trustees, which special meeting shall be conducted at such time and such place within the State of Ohio as is set forth in the written notice of such special meeting, which notice shall be mailed or electronically transmitted to each trustee not less than 5 days before the date of such meeting.

Section 6.  (Notice of Special Meetings)

The notice of such special meeting also shall set forth the matters to be acted upon at such meeting, and the Board shall not consider or act upon any other matters without the unanimous consent of the trustees who are entitled to notice of such meeting.

Section 7.  (Waiver of Notice)

Waiver of notice of the time, place and purpose (when applicable) of any regular or special meeting of the Board may be given in writing by any trustee prior to or after any such meeting, and attendance at any meeting without protesting prior to or at the commencement of the meeting any claimed lack of proper notice shall be deemed to be a waiver of notice of such meeting.

Section 8.  (Means of Conducting Special Meetings)

The Board may conduct special meetings, with appropriate notice thereof as aforesaid, through any form of communications equipment (electronic or otherwise) if all members participating in such special meeting can hear all other members participating in such meeting. Participation in such a meeting by communications equipment for any purpose (other than to protest lack of proper notice) constitutes presence at such meeting for all purposes, including quorum purposes.

ARTICLE IV

Action Without Meeting

Any action of the Board which may be authorized or taken at a regular or special meeting may be authorized or taken without a meeting in a writing or writings signed by all the trustees who would be entitled to notice of a meeting held for such purpose.
ARTICLE V

Quorum and Majority Vote

Section 1. (Quorum)

At all meetings of the Board a majority of the trustees entitled to notice of such meetings shall be present in person or participating via communications equipment in order to constitute a quorum to do business; provided, however, that where authorized by the Executive Committee and where, in written form, with the notice of meeting, the precise resolution to be considered has been presented to the trustees entitled to such notice, any trustee who cannot or does not attend the meeting may vote on the resolution by written ballot and such vote for or against the resolution shall be counted in determining the success or failure of the resolution, provided that such ballot is received by the University not more than five business days after the date of such meeting.

Section 2. (Majority Vote)

Unless otherwise required by law, the Code of Regulations, or these Bylaws, the act of a majority of the trustees present at a meeting at which a quorum is present shall be the act of the Board.

ARTICLE VI

Order of Business

Section 1. (Order)

The order of business at regular meetings of the Board shall be the roll call (unless waived) in order to establish a quorum; acceptance of the minutes of the previous meeting; report of the President of the University; reports of the committees and subcommittees; unfinished business; new business; and (when applicable) election of trustees, at-large members of the Executive Committee, and Board Officers.

Section 2. (Presiding Officer)

The Chair shall preside at all meetings of the Board, except that in his/her absence or at his/her request the Vice-Chair shall preside, and in the event of the absence of both the Chair and the Vice-Chair, the Board shall select one of its members to preside.

Section 3. (Parliamentary Rules)

All meetings of the Board shall be conducted in accordance with Roberts' Rules of Order.
ARTICLE VII

Committees

Section 1. (General)

Pursuant to Article II, Section 2, of the Code of Regulations, there shall be an Executive Committee and such additional standing and ad hoc committees as the Board deems necessary or appropriate in order properly to discharge its responsibilities.

Section 2. (Executive Committee)

The Executive committee shall be composed of the officers of the Board, the President of the University, the chair of each of the Board's standing Committees, and not more than seven at-large members chosen from among the Board's elected voting trustees.

The following provisions apply to such Executive Committee.

A. (Powers)

The Executive Committee shall act only in the interval between meetings of the Board and may exercise the full power and authority of the Board during such intervals provided that it may not dispose of real estate located within a 25 mile radius of the New Concord campus if such real estate is fairly valued in excess of $300,000, nor dispose of devised or donated real estate located beyond such radius if fairly valued in excess of $1,000,000, nor may it exercise any other function or authority which the Board, by resolution, specifically has reserved unto itself. The Executive Committee shall report its actions to the Board at each meeting of the Board, and any actions which then are or remain executory shall be subject to confirmation by the Board.

B. (Chair)

The Chair of the Board shall be the Chair of the Executive Committee and shall preside at all meetings of such Committee, except that, in the absence of or at the request of the Chair, the Vice-chair of the Board shall so preside. In the event both the Chair and Vice-chair are absent or otherwise unable to preside, the Executive Committee shall select one of its other members to preside.

C. (Meetings)

The Executive Committee shall meet upon the call of the Chair, the Vice-chair, the President of the University, or the written request of one-third
of its total membership. Such meetings may be held at such place within the State of Ohio as shall be designated in the written notice thereof which shall be given to each member by mail or electronic transmission not less than three days before such meeting. Notice of any meeting may be waived by any member in writing, before or after such meeting.

The Executive Committee also may conduct meetings, with notice as aforesaid, through any form of communications equipment (electronic or otherwise) if all persons participating in such meeting can hear all others participating. Participation in such a meeting by communications equipment for any purpose (other than to protest lack of proper notice) constitutes presence at such meeting for all purposes, including quorum purposes.

D. (Quorum)

At all meetings of the Executive Committee, a majority of the members entitled to notice of such meeting shall constitute a quorum. Action taken at any meeting at which a quorum is present shall be by majority vote of those present.

E. (Actions without Meeting)

Any action of the Executive Committee which may be authorized or taken at a meeting may be so authorized or taken without a meeting in a writing or writings signed by all of its members.

F. (Executive Committee Subcommittees)

The Executive Committee may establish subcommittees from time to time, such as its subcommittee on Buildings & Grounds or its subcommittee on Board Service, for coverage of any topic(s) deemed desirable. The Chair or President may request that one or more standing committees assist any of the Executive Committee’s subcommittees or review/monitor such subcommittee’s recommendations.

Section 3. (Standing Committees)

In addition to the Executive Committee and until changed by resolution of the Board, there shall be the following other standing Committees:

A. Committee on Academic Affairs
B. Committee on Campus Life
C. Committee on Development
D. Committee on Finance and Management
E. Committee on Enrollment and Marketing
The Chair of the Board shall appoint the members of each Standing Committee from the elected voting trustees, one of whom shall be designated as Chair of each such Committee and another of whom may be designated Alternate Chair. The Chair of the Board also may appoint to each Standing Committee one faculty representative, two student representatives, and one or more Emeritus Trustees. In addition, resource persons for any Standing Committee may be designated by the Chair of the Board.

Section 4. (Subcommittees)

The Chair of any Standing Committee (including the Executive Committee), with the concurrence of the Chair of the Board, where appropriate, may create one or more subcommittees of the relevant Committee.

Section 5. (Jurisdiction of the Standing Committees)

The primary purpose of each Standing Committee is to provide a vehicle for in-depth investigation, discussion and consideration of topics within the Committee’s sphere of interest or expertise, with a view toward presenting to the full Board the Committee’s recommendations on such topics. Because the Standing Committees are populated with members and resource persons of diversified talents, skills and experience, the Board desires the description of any Standing Committee’s “jurisdiction” to be inclusive and illustrative only; not exclusive or confining. The Board reserves the right to refer any particular matter to any Standing Committee, any subcommittee, or any combination of Standing Committees, subcommittees, or both which it believes best suited to furnish appropriate recommendations.

A. ACADEMIC AFFAIRS

The Academic Affairs Committee generally considers matters pertaining to the University’s academic endeavors on both the undergraduate and graduate levels, including faculty promotions, faculty tenure, faculty sabbatical leaves, faculty emeritus status, the conferral of honorary degrees and the conferral of undergraduate and graduate degrees. The Committee also considers and makes recommendations with respect to any other matter referred to the Committee by the Chair of the Board or the President.

B. CAMPUS LIFE

The Campus Life Committee generally considers matters pertaining to the non-academic well being of the University’s students, including their housing and board, their means of communication with one another and others in the University community, their social development, their entertainment, their conduct, student activities both on and off the campus, including intramural and intercollegiate athletics, local and national fraternity and sorority life, and policies relating to any of the foregoing. The Committee also considers and makes recommendations with respect to any other matter referred to the Committee by the Chair of the Board or the President.
C. DEVELOPMENT

The Development Committee generally considers matters pertaining to financial and other tangible contributions to the University, including grants and donations from individuals, corporations, foundations, alumni and friends of the University, both for capital and operating purposes, including enhancement of the Endowment Fund and the Annual Fund, as well as programs and plans which expedite both inter vivos and testamentary contributions of restricted and unrestricted gifts. The Committee also considers and makes recommendations with respect to any other matter referred to the Committee by the Chair of the Board or the President.

D. FINANCE AND MANAGEMENT

The Finance and Management Committee considers matters pertaining to the financing of the University’s operations, including the financing of capital projects. The Committee also considers major management related policies, such as the providing of health insurance benefits to faculty and staff. The Committee reviews annual proposed operating budgets and tracks actual financial performance as compared to the year’s approved budget. Through its Investment Management Subcommittee, the Committee monitors the investment performance of the Endowment Fund and other standing invested funds. Through its Audit Subcommittee, the Committee reviews and responds to the University’s annual audit and any management letters received. The Committee also considers and makes recommendations with respect to any other matter referred to the Committee by the Chair of the Board or the President.

E. ENROLLMENT AND MARKETING

The Enrollment and Marketing Committee generally considers matters pertaining to the recruitment and retention of students, both graduate and undergraduate, including programs designed to attract and retain new students and transfer students, including those from institutions with which the University has articulation agreements. The Committee also considers and makes recommendations with respect to any other matter referred to the Committee by the Chair of the Board or the President.

Section 6. (Ad hoc Committees)

The Board, from time to time, may create such Ad Hoc Committees as it deems necessary or appropriate.

Section 7. (Ex Officio Committee Member)

The President of the University shall be an ex officio member of all Standing and all Ad Hoc Committees of the Board.
ARTICLE VIII

Amendments

These Bylaws may be amended, repealed or superseded by new Bylaws at any regular meeting of the Board, or at any special meeting called for such purpose, by an affirmative vote of two-thirds of the total membership of the Board.

Adopted: April 21, 2012
Amended: October 18, 2014