

**BOARD OF GOVERNORS MEETING**

The University of North Carolina

July 12, 1996

The Board of Governors met in special session in the General Administration Building, Chapel Hill, on July 12, 1996, at 9:30 a.m. Mr. Neill, the chairman, presided.

**INVOCATION**

Dr. Morgan gave the invocation.

**ROLL CALL**

Secretary Ruffin called the roll. The following members were present:

D. Samuel Neill	Wallace N. Hyde
G. Irvin Aldridge	Jack P. Jordan
Mark L. Bibbs	Helen R. Marvin
Lois G. Britt	W. Kenneth Morgan, Sr.
F. Edward Broadwell, Jr.	Ellen S. Newbold
Robert J. Brown	Maxine H. O'Kelley
William T. Brown	Cary C. Owen
C. C. Cameron	Barbara S. Perry
John F.A.V. Cecil	D. Wayne Peterson
Derick S. Close	Earl N. Phillips, Jr.
Bert Collins	Samuel H. Poole
Orville D. Coward, Sr.	Marshall A. Rauch
John E. Dervin	H. D. Reaves, Jr.
John C. Fennebresque	Paul J. Rizzo
John A. Garwood	Benjamin S. Ruffin
Larnie G. Horton, Sr.	Joseph E. Thomas
C. Ralph Kinsey, Jr.	

Mr. Bibbs was not present at the time the roll was called but came in during the meeting.

The following members were absent:

James E. Holshouser, Jr.  
Harold H. Webb

**MINUTES**

On motion of Mr. Rauch, seconded by Mrs. Newbold, the minutes of the meeting of June 14, 1996, were approved as distributed.

**REPORT OF COMMITTEE ON BUDGET AND FINANCE**

Mr. Rauch, chair of the Committee on Budget and Finance, presented the committee's report.

Mr. Rauch reminded the members that at the March board meeting it was reported that the State Auditor's office had identified serious audit findings for Elizabeth City State University. To correct the matter, President Spangler charged then Interim Chancellor Mickey Burnim with correcting the audit findings, requested a monthly update on the progress being made, and said he would recommend the withdrawal of the Special Responsibility Constituent Institution designation from Elizabeth City State University at the July meeting unless all audit findings were addressed and corrected. Mr. Rauch reported the institution has made remarkable progress and, in lieu of recommending that the Special Responsibility Constituent Institution designation be withdrawn, President Spangler has asked Chancellor Burnim to continue to report on a quarterly basis until the following events occur:

- The university hires a vice chancellor for business and finance and the University's Vice President for Finance is satisfied with the capabilities and performance of that individual;
- The university has the benefit of another State Auditor's report indicating no adverse findings; and
- The Systems Support Group from UNC-General Administration studies and reports on the accounting and data processing operations of the university and the university resolves any concerns documented by the group.

Mr. Rauch also reported the Committee on Budget and Finance, acting in accordance with authority granted by the board in June, sold revenue bonds totaling \$5,000,000 to finance the construction of the new parking deck at the University of North Carolina at Charlotte. Five bids were received and the bonds were awarded to Prudential Securities at an interest cost rate of 5.8685 percent.

Authorization of Tuition Rates for 1996-97

Mr. Rauch pointed out that the 1995 Session of the General Assembly specified tuition increases of 4 percent for resident students, 4.5 percent for nonresident students at all institutions except North Carolina State University and the University of North Carolina at Chapel Hill, and 5 percent for nonresident students at North Carolina State University and the University of North Carolina at Chapel Hill. He added that the rates reflect the academic enhancement funds to be charged at North Carolina State University and the University of North Carolina at Chapel Hill. He also addressed the establishment of special tuition rates for nonresident students. On behalf of the committee, Mr. Rauch moved that the 1996-97 tuition rates and special tuition rates for nonresident students be approved. Mr. Brown seconded the motion and it carried. (Appendix A)

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Due to a throat irritation, Mr. Rauch, with the permission of the chair, called on Mr. Close to present the remaining items in the committee's report.

Allocation Recommendations for Current Operations - 1996-97  
Appropriations Made by the 1995 Regular Session

Mr. Close reported that the 1995 session of the General Assembly concluded its work in July 1995 and appropriated funds for both years of the 1995-97 biennium. In August 1995 the Board of Governors made expansion and improvement allocations for the 1995-96 fiscal year. In summarizing the recommended allocation of funds for current operations for 1996-97, Mr. Close made the following observations:

The 1995 Session of the General Assembly, which concluded its work in July, 1995, appropriated funds for both years of the 1995-97 biennium. At its meeting last August, the Board made expansion and improvement allocations for the 1995-96 fiscal year. Item 2 of today's agenda presents the recommended allocations of funds for 1996-97. In response to the Board's expansion request as presented in the revised 1996-97 Schedule of Priorities for Current Operations, the General Assembly made an additional \$11.3 million available for 1996-97. As described in the materials mailed to you last week, the additional funding and the recommended allocations include:

- full funding of the Board's top priority request for Enrollment Changes totaling \$2.2 million--which brings our University-wide budgeted enrollment to an all-time high of 132,280 full-time equivalent students,

- \$4.2 million placed in a special reserve pending further legislative action-- these funds became available since the projected enrollment growth over the 1995-97 biennium is less than the level funded by the 1995 Regular Session,
- \$1,050,000 for Cooperative Programs for Support of the Public Schools, including \$100,000 for additional technology training for public school teachers and \$950,000 for additional scholarship loans for the Principal Fellows Program,
- additional library support of \$1 million,
- additional technology funds of \$2 million, and
- \$500,000 for State matching funds for the Distinguished Professors Endowment Trust Fund.

In addition to funding for the Schedule of Priorities, the 1995 Regular Session appropriated \$1.6 million to provide additional need-based student financial aid for North Carolina resident students.

All proposed allocations are in accordance with pertinent directives cited in the Expansion Appropriations Act and the related Conference Committee report.

In addition, a designated expansion appropriation for the distance learning program at the North Carolina School of Science and Mathematics and the institutional allocations of continuing operations appropriations made to the Board for distribution are identified.

On behalf of the committee, Mr. Close moved that the allocations of 1996-97 current operations funds for expansions and improvements be approved. Mr. Jordan seconded the motion and it carried. (Appendix B)

#### Sale of Revenue Bonds - North Carolina Central University

Mr. Close presented a request from North Carolina Central University for the sale of \$8,890,000 in revenue bonds to finance two residence hall projects. The first project, partially funded by the 1993 University Improvement Bonds, provides \$5,967,400 for completion of the Chidley Hall Complex. The other project, requested by the board and authorized by the 1996 session of the General Assembly, provides \$2,922,600 for improvements to six dormitories. The bonds would be repaid from revenues of the housing system. On behalf of the committee, Mr. Close moved that the board authorize the Committee on Budget and Finance to sell, at public bid, between the July and August meetings of the board, \$8,890,000 North Carolina Central

University Housing System Revenue Bonds, Series 1996, and further moved approval of a resolution entitled:

RESOLUTION AUTHORIZING THE CONSTRUCTION AND EQUIPPING OF A FACILITY FOR USE AS A RESIDENCE HALL TO HOUSE APPROXIMATELY 536 STUDENTS AT NORTH CAROLINA CENTRAL UNIVERSITY AND THE RENOVATION OF AND IMPROVEMENT TO EXISTING RESIDENCE HALLS AT NORTH CAROLINA CENTRAL UNIVERSITY (COLLECTIVELY, THE "PROJECT"); THE ISSUANCE OF NORTH CAROLINA CENTRAL UNIVERSITY HOUSING SYSTEM REVENUE BONDS, SERIES 1996, FOR THE PURPOSE OF PAYING THE COST OF THE PROJECT; PROVIDING FOR THE ISSUANCE OF ADDITIONAL BONDS HEREUNDER; PROVIDING FOR THE PAYMENT OF SUCH BONDS AND THE INTEREST THEREON FROM HOUSING SYSTEM REVENUES; AND SETTING FORTH THE RIGHTS AND REMEDIES OF THE OWNERS OF SUCH BONDS. (Appendix C)

Mrs. O'Kelley seconded the motion and it carried.

Authorization of Three Capital Improvements Projects

Mr. Close then presented and moved approval of three requests for authorization of new capital improvements projects and recommended approval of the proposed methods of financing.

- The University of North Carolina at Chapel Hill - Construct Clean Rooms - Mitchell Hall, at a cost of \$439,400, to be financed from a federal grant and available balances in non-appropriated university accounts.
- The University of North Carolina at Chapel Hill - Addition to UNC Press Warehouse, at a cost of \$251,100, to be financed from available balances in University Press account.
- The University of North Carolina at Charlotte - Cone Center Renovations, at a cost of \$477,500, to be financed from Student Center Reserves.

Mr. Cecil seconded the motion. Following discussion, the motion carried.

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Mr. Close called attention to a summary of the capital improvements appropriations for the 1995-97 biennium which had been included in the folders. He said that while the 1996 session of the General Assembly has not provided new funding for capital projects, the board's request for authorizing self-liquidating capital improvements projects was approved earlier in the session. The University is hopeful that new funding, especially for

repairs and renovations, will be approved by the General Assembly. (For a copy of the Summary - Capital Improvements, 1995-97, see Appendix D.)

## **REPORT OF COMMITTEE ON EDUCATIONAL PLANNING, POLICIES, AND PROGRAMS**

Mrs. Newbold, chair of the Committee on Educational Planning, Policies, and Programs, presented the committee's report.

### Academic Calendars

On behalf of the committee, Mrs. Newbold presented and moved approval of President Spangler's recommendation regarding the adoption of a policy governing academic calendars which was mailed to members of the board on July 2. It was noted that there was one minor change in the wording on line 4, whereby the word "minimum" replaces the word "total." The proposed policy, to become effective during the fall semester of 1997, includes all UNC constituent institutions except the North Carolina School of the Arts. Mr. Coward and Mr. Peterson seconded the motion and it carried.

### Informational Reports

As a matter of information, Mrs. Newbold pointed out that the large number of special studies mandated by the 1995 session of the General Assembly had preempted preparation and adoption of the planned 1995 revisions to the University's long-range plan. To allow the constituent institutions an opportunity to submit pressing requests for authorization to plan new academic degree programs, proposals may be submitted to General Administration no later than July 22. The Planning Committee will consider the requests and bring recommendations to the board in the fall, in time to be adopted as a "supplement" to the current long-range plan.

Mrs. Newbold called attention to two informational reports:

- (1) Update of Planning Directions and Strategies, 1997-99 - a statement of strategic directions and strategies covering issues of immediate importance to address the University's needs and legislative mandates since the last long-range plan was adopted in 1994 (Appendix E)

- (2) Planning/Budget Cycle - a two-year planning cycle to allow the committee to engage in strategic planning and to formalize the linkage between the board's planning and budgeting activities (Appendix F)

### **REPORT OF COMMITTEE ON PERSONNEL AND TENURE**

Mrs. Britt, chair of the Committee on Personnel and Tenure, indicated she had several items for consideration during closed session.

### **REPORT OF COMMITTEE ON UNIVERSITY GOVERNANCE**

Mrs. O'Kelley, chair of the Committee on University Governance, presented the committee's report.

#### **Request to Campaign for Public Office - Ms. Victoria Elmore**

Mrs. O'Kelley moved that a petition from Ms. Victoria Elmore, a part-time employee of the University of North Carolina at Pembroke, be approved to permit her to campaign for election to the North Carolina House of Representatives while maintaining part-time university employment during the fall of 1996. Chancellor Oxendine supported Ms. Elmore's petition and forwarded it to President Spangler and the Board of Governors for approval. Mrs. Marvin seconded the motion and it carried. (Appendix G)

#### **Request to Campaign for Public Office - Ms. Star VonStade**

Mrs. O'Kelley also moved that a petition from Ms. Starr VonStade, a part-time faculty member at the University of North Carolina at Charlotte, be approved to permit her to campaign for election to the office of Superintendent of Public Instruction while maintaining her part-time university employment during the fall of 1996. Chancellor Woodward supported Ms. VonStade's petition and forwarded it to President Spangler and the Board of Governors for approval. Mrs. Marvin seconded the motion and it carried. (Appendix H)

#### **Election to Board of Trustees - University of North Carolina Center for Public Television**

On behalf of the committee, Mrs. O'Kelley moved that James F. Goodmon of Raleigh and Wyndham Robertson of Chapel Hill be appointed to serve on the Board of Trustees of the

University of North Carolina Center for Public Television, each for a term ending June 30, 2000.

Messrs. Thomas and Garwood seconded the motion and it carried.

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Mrs. O'Kelley reminded the members that two one-year terms each on the Research Triangle Foundation and the Research Triangle Institute Corporation would expire October 31, 1996. The seats are currently held by individuals eligible for reappointment.

Mrs. O'Kelley reported there were two items for consideration during closed session.

### **REPORT OF THE COMMITTEE ON THE UNIVERSITY'S ASSESSMENT PROCESS**

Mrs. Marvin, co-chair of the Committee on the University's Assessment Process, presented the committee's report. She said the draft report which co-chair Cecil presented at the last meeting required some minor revisions and a copy of the update had been placed in each member's folder. The only substantive change is in the first timeline on page 9; the date for the report to the Board of Governors has been changed from January to February. On behalf of the committee, Mrs. Marvin moved that the report be adopted as policy. Mr. Ruffin and Mrs. Newbold seconded the motion and it carried. (Appendix I)

### **PRESIDENT'S REPORT**

President Spangler introduced the chancellors and other guests at the meeting. Chancellor Burnim reported that the Elizabeth City State University campus was closed due to the impending arrival of Hurricane Bertha; students unable to leave campus were being housed in the Bond Center Gymnasium. President Spangler noted he had received a similar report from Chancellor Leutze who was not present.

The president, noting that this was the 25th year of governance by the Board of Governors, took the occasion to reflect on the purpose and objectives of the legislation creating the Board of Governors and highlighted three directions in which the University must continue. (For President Spangler's statement, see Appendix J.)

President Spangler thanked Chairman Neill for his effective efforts to reach the citizens of the state and their representatives. The president also paid tribute to Bill Lee whose funeral was being conducted in Charlotte.

### **OTHER BUSINESS**

Mr. Poole informed the members that House Bill 29 proposed to add four additional members to each of the institutional boards of trustees and he encouraged the members to express their opposition to their legislators. Mr. Ruffin moved, seconded by Mrs. Newbold, that the board go on record in expressing its support for the current system of trustee selection for the boards of trustees. In the discussion which followed the members pondered the most effective way to support the existing system of governance and agreed that it might be far more effective if individual board members would contact their legislators. With the permission of the chair and the concurrence of Mrs. Newbold, Mr. Ruffin withdrew his motion.

#### **Announcements**

Chairman Neill thanked the members of the board, the chancellors, and others who participated in the Citizens' Forums across the state during the preceding week.

The chair appointed Mr. Dervin, *ex officio* member, to serve on the Committee on Educational Planning, Policies, and Programs.

The members of the board were asked to reserve November 2 on their calendars for an invitation to a football game between UNC Chapel Hill and North Carolina State University.

Chairman Neill reminded the members that the next meeting of the Board of Governors is tentatively scheduled for August 9, 1996.

### **STATEMENT BY CHAIRMAN D. SAMUEL NEILL**

Chairman Neill thanked the Board and staff for their support during his tenure as chair and said it was a privilege to serve in this capacity. He thanked President Spangler for the support he has given and pointed out that the chairman and the president work closely with each

other in many ways that the board and the public rarely sees. Chairman Neill also thanked the members of the senior staff, particularly Bill McCoy, D. G. Martin, and Rosalind Fuse-Hall. In summarizing his service as chair, Chairman Neill said:

This year I attempted to focus on board participation and external communications. The board meetings and the board participation, I feel, have opened up and enlarged, with the board assessment, board mentor-retreat, campus presentation meetings and the various workshops held, ranging from the budget process, to the presidential search process, to equity.

The board worked on external communications through legislative statewide budget workshops, the legislative reception, and active board involvement in promoting the budget. We had unforeseen problems this past year--such as at the North Carolina School of the Arts--but we as a board dealt directly with them and had them successfully resolved.

The opening up process did not happen by accident. It happened through inclusion and building consensus. I hope the board liked the level of activity we had the past year and will continue it in future board activities. I thank you for your support and active participation.

### **ELECTION OF OFFICERS**

Chairman Neill called attention to Section 201 (A) of The Code which provides for the election of a chairman, a vice chairman, and a secretary at its first meeting after July 1 in each even-numbered year, each for a two-year term.

The chair recognized Mrs. Britt for a moment of personal privilege. Mrs. Britt reflected on the role of the Board and its individual members and asked that her name be withdrawn from consideration as an officer of the board. She said, "I ask that we unite behind Mr. Cameron, Mr. Ruffin, and Mr. Cecil. They bring a rich history of service and leadership. Let's elect them unanimously, support them with vigor. Let's use all the energies that we have to debate issues, to develop our positions, to support our president, our chancellors, our staff, faculty, and thereby we will focus on our real reason for being, our students. Thank you for giving yourselves to this great endeavor. Thank you for your support of my request. I look forward to continuing my service on this board--which serves the crown jewel of the state, the educational system--in the capacity of Chairman of the Committee on Personnel and Tenure."

Chairman Neill called attention to the printed procedures for the election which had been included in the folders and recommended that they be adopted. Messrs. Thomas and Close seconded the motion and, following a show of hands, the procedure was approved by the necessary two-thirds vote of the members present. (Appendix K)

Mr. Robinson was asked to serve as parliamentarian and Chancellors Bardo, Borkowski, and Burnim were asked to serve as tellers in the event written ballots were required. Chairman Neill declared the floor open for nominations for the office of chairman.

Mr. Rauch nominated Mr. Cameron as chairman. Mrs. Newbold and Mrs. O'Kelley seconded the nomination. Mr. Aldridge and Mrs. Britt moved that the nominations be closed and that Mr. Cameron be elected by acclamation. Mr. Thomas, Dr. Brown, and Mr. Horton seconded the motion and Mr. Cameron was elected chairman by acclamation.

Chairman Neill declared the floor open for nominations for the office of vice chairman. Mr. Broadwell nominated Mr. Ruffin as vice chairman. Dr. Brown seconded the nomination. Mrs. Britt and Mr. Aldridge moved that the nominations be closed and that Mr. Ruffin be elected by acclamation. Mr. Collins seconded the motion and Mr. Ruffin was elected vice chairman by acclamation.

Chairman Neill declared the floor open for nominations for the office of secretary. Mr. Reaves nominated Mr. Cecil as secretary. Mrs. Marvin and Mr. Phillips seconded the nomination. Mrs. Britt and Mr. Aldridge moved that nominations be closed and that Mr. Cecil be elected by acclamation. Mr. Garwood seconded the motion and it carried.

Outgoing Chairman Neill relinquished the chair. Chairman Cameron, speaking on behalf of the board, thanked the outgoing officers: Mr. Neill for his year of dedicated service as Chairman of the Board of Governors, Mr. Thomas for his two years of service as Vice Chairman, and Mr. Ruffin for his distinguished one year of service as Secretary. Chairman Cameron thanked his two associate officers, Vice Chairman Ruffin and Secretary Cecil, and said

he looked forward to working with them. He said they would work as a team during the next two years and he thanked the members of the board for the support and confidence they placed in their leadership.

In his first address to the members of the Board of Governors, Chairman Cameron said:

My association with this great University goes back to the 60s when I served as one of the 100 trustees. I think it was about 1963 that the Legislature authorized additional campuses be added to the then three - Chapel Hill, State, and Greensboro. I was privileged to serve on the study committee that added Wilmington College and Asheville-Biltmore College into the system.

Recently I read William Link's biography of Bill Friday. Link's coverage of The University in the 1960s and the reorganization in the early 1970s is well worth your reading. I highly recommend it to you.

The University is recognized as one of the most admired in the country and our form of governance of higher education has been called the best.

We must continue the fine work of our predecessors in maintaining a balance between the needs for funding, planning, and coordination on the one side, and the needs for independence, innovation, and flexibility on the other side.

I read an article recently on "Boards of Multicampus Systems in the United States." It pointed out that boards were supposed to eliminate unnecessary duplications in programs, strengthen remaining programs, hold overly-ambitious institutions in check, achieve equitable financing among institutions, and improve management on campuses. But then it went on to state that the results have been unnecessary layers of bureaucrats, boards becoming more politicized, board decisions seem to be based on compromises, the quality of staff generally low, procedures stifle innovation, and the demand for reports and data consume thousands of hours. After reading this article I had a good feeling about our system and realized why we are one of the best -- IF NOT THE BEST.

We are not perfect and never will be - but we can continue the development and operation of a strong and progressive system - developing talented students that will be capable of playing an active role in business, industry, education, and government in the exciting years ahead of us.

The need for flexibility in managing campus budgets was granted by the Legislature around 1989. We must carefully guard this authority and continue to explore flexibility in other areas like personnel and purchasing.

We have many opportunities and challenges facing us and we will need your input. I'm speaking to all in this room here today, as we tackle these opportunities. I am a good listener. I intend to listen to you -- board members, the president, the chancellors and their assistants, the administrative staff, students, legislators, and probably others that I may sometimes wished I had missed.

The General Assembly has given this board broad authority and we must be cognizant of our role. We must maintain a continuing healthy, cooperative, and open relationship with both houses of the Legislature. We must convince them that this system is sound and performing well -- and therefore win their respect and confidence. The continuing good health of this University then will always be a top priority of the Legislature. And we can do the work they elected and charged us to do.

Thank you.

Chairman Cameron recognized Mr. Poole who thanked the outgoing officers for their service and requested that appropriate resolutions of appreciation be presented at the next meeting.

Chairman Cameron stated that without objection, he wished to clarify the following committee assignments:

Mr. Thomas - continue service on the Committee on University Governance

Mr. Neill - appointed to the Committee on University Governance

Vice Chairman Ruffin - remain on the Committee on Budget and Finance

Secretary Cecil - remain on the Committee on Educational Planning, Policies, and Programs.

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Under the terms of the Open Meetings Law, Chairman Cameron said he would entertain a motion to convene in closed session: (1) to establish and instruct the staff and agents concerning the negotiations of price and terms of a contract concerning the acquisition of real property; (2) to establish and instruct the staff and agents concerning the negotiations of the amount of compensation or other terms of an employment contract; (3) to consider the qualifications, competence, performance, and condition of appointment of a public officer or employee or prospective public officer or employee; and (4) to hear or investigate a complaint, charge or grievance by or against a public employee.

On motion of duly made and seconded, the board voted to convene in closed session.

**CLOSED SESSION**

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**APPROVAL OF MINUTES OF CLOSED SESSION**

In accordance with procedures established to comply with the Open Meetings Law, the closed session minutes for June 14, 1996, were distributed for review and approval. Mr. Jordan moved, seconded by Mr. Collins, that the closed session minutes be approved.

**REPORT OF COMMITTEE ON PERSONNEL AND TENURE****Summary Personnel Report**

Mrs. Britt, chair of the Committee on Personnel and Tenure, presented the committee's summary personnel report for discussion, subject to final action in open session.

**REPORT OF COMMITTEE ON UNIVERSITY GOVERNANCE**

Mrs. O'Kelley, chair of the Committee on Governance, asked members of the committee to summarize two appeals.

**Appeal of Faculty Member - North Carolina State University**

At the request of Mrs. O'Kelley, Mr. Collins presented and moved approval of the committee's report in the grievance appeal of a faculty member at North Carolina State University. Mrs. O'Kelley seconded the motion and it carried.

**Appeal of Faculty Member - East Carolina University**

At the request of Mrs. O'Kelley, Mr. Broadwell presented and moved approval of the committee's report in the grievance appeal of a faculty member at East Carolina University. Mrs. O'Kelley seconded the motion and it carried.

**REPORT OF THE 1996 UNIVERSITY AWARD COMMITTEE**

Mr. Aldridge, co-chair of the 1996 University Award Committee, thanked the other members of the committee, Mrs. Newbold, co-chair, Mr. Bibbs, Rev. Horton, Dr. Hyde, Mr. Kinsey, and Mr. Poole, for their assistance and support. He presented and moved approval of the committee's report. Mrs. Newbold and Mrs. Marvin seconded the motion and it carried.

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Mr. Poole called attention to the inactive status of the lawsuit described in the minutes of the June 14, 1996, closed session.

On motion of Mr. Bibbs, seconded by Mrs. Perry, the board voted to reconvene in open session.

**RESUMPTION OF OPEN SESSION**

**APPROVAL OF MATTERS CONSIDERED IN CLOSED SESSION**

Mrs. Britt moved approval of the report of the Committee on Personnel and Tenure that was presented and discussed in closed session. Mrs. Perry seconded the motion and it carried.

(Appendix L)

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There being no other business, Chairman Cameron called for a motion that the meeting be adjourned at 11:55 a.m. The motion was duly made and seconded.

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Secretary

