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Substantive Change Prospectus Section 4. Description of the Change- Final Narrative

Georgia Southern University

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4. DESCRIPTION OF THE CHANGE

Provide a description of the proposed change, including any change in degree-granting authority. Provide an organizational chart for the proposed change. Describe the current governing board and the new governing board, listing the rosters for both. The roster should provide titles, board members' occupations and affiliations as well as current term. Describe the current and proposed authority of the Board and address committees of the Board. Explain the role of current owners/board members in the proposed change. Provide the current and proposed conflict of interest and board dismissal statements. Describe any differences in administrative oversight of programs or services. Describe any new foundations that will be established as the result of the change and the foundation's role in governance, if any. Describe how the change affects current foundations.

The proposed change consists of the institutional consolidation of two public, SACSCOC-accredited institutions. Georgia Southern University is a Level VI institution, granting baccalaureate, master's, specialist's, and six doctoral degrees, and Armstrong State University is a Level V institution, offering associates, baccalaureate, master's, specialist's, and fewer than three doctoral degrees. Once consolidated, GaSou will continue to function as a Level VI institution. The consolidated list of authorized degree programs for the new GaSou, as presented in the Institutional Summary Form accompanying this Prospectus, is comprised of the final listing of degree programs as agreed upon between the two institutions and approved by the University System of Georgia.

Organizational Structure of the Consolidated Institution and Changes in Administrative Oversight of Programs and Services

The main campus of GaSou will be located in Statesboro, Georgia, with all Vice Presidents with the exception of the Vice President for Armstrong and Liberty Campus Operations, residing on the main campus in Statesboro. The Vice President for Armstrong and Liberty Campus Operations will reside at the Savannah campus. Armstrong's current main campus in Savannah, Georgia and its Liberty Center in Hinesville, Georgia will function as off-campus instructional sites of the consolidated GaSou. There will be no branch campuses as SACSCOC defines such entities.

The most obvious substantive change as a result of consolidation is the consolidation of duplicative administrative structures and staffing to support the new GaSou. Changes for much of the new institution's administrative structure will be effective January 2018, following the approved effective date of consolidation. Cost savings from the elimination of duplicative administrative functions will be redirected to funding academic priorities of the new GaSou. Organizational changes in the administrative oversight of GaSou's programs and services are described in greater detail below.

After approving a mission statement to guide the new GaSou, the next primary task of the Consolidation Implementation Committee (CIC) was to approve the senior-level administrative structure for the consolidated institution, including the academic organization of the colleges. Following approval by the CIC, the proposed upper level administrative organization was submitted to Chancellor Wrigley and approved on April 6, 2017. The proposed senior organizational structure, reporting directly to the President is as follows:

Position	Incumbent & Institutional Affiliation	Responsibility
Provost and Vice President for Academic Affairs	Diana Cone, GaSou and Christopher Curtis, ASU (Shared interim position pending completed search)	all academic functions among the three locations
Vice President for Finance and Operations	Robert Whitaker GaSou	all fiscal matters, physical plant, public safety, and auxiliary functions for all locations
Vice President for Advancement and External Affairs	Trip Addison GaSou	for alumni relations, fundraising, governmental relations, and community outreach for all locations
Vice President for Student Affairs	Georj Lewis Armstrong	student activities, student extracurricular programming, and student services on all locations
Vice President for Enrollment Management	Amy Ballagh, Interim GaSou*	marketing, recruitment, admissions, and registration for all locations,
Vice President for Armstrong and Liberty Campus Operations	Christopher Curtis, Armstrong	coordinating all functions associated with other VP's on the Armstrong and Liberty Campus, setting strategic academic initiatives for the these campuses, serving as a liaison with the Savannah and Hinesville communities, and serving as final decision making authority on those campuses in emergency situations or in the absence of the President

*Note: Dr. Ballagh is serving as Interim Vice President of Student Affairs and Enrollment Management through December 31, 2017. The new position of VP Enrollment Management becomes effective January 01, 2018 and will be filled following a national search.

Prior to the consolidation, both campuses employed Vice Presidents of Student Affairs and Enrollment Management as single cabinet positions overseeing both of these areas. The post-consolidation institution has multiple campus locations, creating a far more complex function for each of these individual areas. It was determined that there was a need for cabinet positions in each of these areas to address the more complex division of Student Affairs over three campuses with distinctive demographics, and Enrollment Management over three campuses with distinctive enrollment requirements.

Additional direct reports include:

1. Chief of Staff in the Office of the President, Amy R. Heaston (Armstrong)
2. Chief Auditor, Jana Briley (GaSou)
3. Executive Counsel, Maura Copeland (GaSou)
4. Chief Information Officer, Ron Stalnaker (GaSou)
5. Athletic Director, Tom Kleinlein (GaSou)
6. Executive Associate to the President, Leigh Price (GaSou)

Prior to consolidation, GaSou had eight direct reports to the President, and Armstrong had seven totaling 15 direct reports to two Presidents. The new GaSou will have twelve direct reports, achieving one of the USG's chief objectives with consolidations - a reduction of central administrative positions, resulting in budgetary savings that can be redirected to other priorities of the new GaSou.

The positions of Provost and Vice President for Academic Affairs and Vice President for Enrollment Management will be filled following national searches. Preparations for the searches are underway in Fall 2017 with selection of the Search Committees, discussion of qualifications needed for these positions, search strategies, and related matters. The Vice President for Armstrong and Liberty Campus Operations is a new position designed to coordinate all functions associated with other Vice Presidents on the Armstrong and Liberty Campuses and serve as final decision making authority on those campuses in emergency situations or in the absence of the President. Position descriptions for all three new positions reflecting the needs of the newly consolidated institution are included in **Appendices 4.1, 4.2., and 4.3**. Dr. Christopher Curtis, former interim Provost for Armstrong has been appointed to the position of Vice President for Armstrong and Liberty Campus Operations.

Reporting under the Provost and Vice President for Academic Affairs in the consolidated institution are nine colleges plus the library (**Appendix 4.4**). The primary change in college structure that emerged through consolidation was the splitting of GaSou's College of Liberal Arts and Social Sciences into two separate colleges: the College of Arts and Humanities and the College of Behavioral and Social Sciences. The change was precipitated by the size of the combined college in the consolidated institution along with a concern to provide student services efficaciously. Therefore, it was recommended and approved that two colleges, rather than one, serve this group of students. As part of this restructuring, departments formerly housed under GaSou's College of Health and Human Sciences (CHHS) have been relocated to either the new College of Behavioral and Social Sciences or Armstrong's existing Water's College of Health Professions, with Human Ecology housed post-consolidation under the College of Behavioral and Social Sciences, and Nursing and Health and Kinesiology housed under the Water's College of Health Professions.

It is not anticipated that the deans' primary functions will change dramatically under the new institution; however, ensuring adequate representation from, and advocacy for, all campuses

will be a new challenge. Deans will coordinate department chairs and curricula for multiple campus locations to represent “the interests of all...campuses, students, faculty and staff with a unified mission focused on the success of the students” (Dr. Jaimie Hebert, **Appendix 4.5**). The new leadership of each college, announced August 17, 2017 is as follows:

College	Location	Dean and Institutional Affiliation
Allen E. Paulson College of Engineering & Computing	Statesboro	Mohammed S. Davoud, GaSou
Waters College of Health Professions	Savannah	Barry Joyner, GaSou
College of Business	Statesboro	Allen Amason, GaSou
College of Arts and Humanities	Statesboro	Curtis Ricker, GaSou
College of Behavioral and Social Sciences	Statesboro	John Kraft, Interim, Armstrong
College of Education	Savannah	Thomas Koballa, GaSou
College of Science and Mathematics	Statesboro	Delana Gajdosik, Armstrong
Jiann-Ping Hsu College of Public Health	Savannah	Greg Evans, GaSou

Changes in the Degree-Granting Authority of the new GSoU

The consolidated Level VI institution will continue to offer a general Associate of Arts degree and a general Associate of Sciences degree at the Liberty campus only. Associate degrees will not be offered at the Armstrong or Statesboro campus. This decision was made primarily to support the population of students who enroll at the Liberty campus, which caters to military affiliates from Fort Stewart as well as Move on When Ready (MOWR) options for local high school juniors and seniors.

During the initial decision-making phase of consolidation (Spring/Summer 2017), twelve Operational Working Groups (OWGs) were identified and convened specifically to develop the listing of degree programs to be offered by the consolidated institution. These Operational Working Groups were established by general discipline area:

Academic Degrees and Programs

- * Organization and Structure
- * Science
- * Computer Sciences
- * Engineering
- * Business and Economics
- * Liberal Arts
- * Interdisciplinary Studies
- * Social Sciences
- * Health Sciences
- * Public Health
- * Nursing

* Education

Each Operational Working Group was comprised of a co-chair with faculty and/or department chair representation from each institution with the tasks of developing a plan for program consolidation and eliminating duplicative programs. The Operational Working Groups met numerous times, including a two-day retreat on July 19th and 20th, from which the final listing of degree programs emanated, with no degrees duplicated. The program listing was presented at the Consolidation Implementation Committee meeting on August 7th, where it received final approval. Fulfilling the USG's goal "to serve students better with a regional strategy of degree offerings," on August 17, 2017 Chancellor Wrigley announced the location of each degree program, designed to take "the best of each university's scholastic offerings" and "support the workforce needs of Southeast Georgia through a regional strategy of specially tailored degrees and academic programs" (**Appendix 4.6**). A complete list of degree offerings by location is included in **Appendix 4.7**.

All program faculty for each program listed on the final degree inventory will meet to plan the degree program's curriculum starting immediately and extending into Spring 2018. Curriculum changes that have received approval through each institution's curriculum review process will be incorporated into the 2018-2019 Catalog that marks the first catalog for the consolidated institution.

The core curriculum was also approved by the Consolidation Implementation Committee at the August 7, 2017 meeting. Before September 1st and after vetting the core curriculum through each institution's curriculum approval process, Georgia Southern will send the proposed core curriculum for the new institution to the University System of Georgia's Council on General Education for their review and approval at their October 13th meeting. Following USG approval of the proposed core (with two new courses), the Operational Working Group for the core curriculum will resume meeting to finalize course numbers, titles, and consider other implementation changes.

Description of Governing Board for Consolidated Institution:

The governing board of Georgia Southern University and Armstrong State University is the Board of Regents (BOR) of the University System of Georgia (USG). The Board of Regents will also be the governing board of the consolidated institution, Georgia Southern University. No substantive changes in the governing board's membership, bylaws, or policies will occur because of this consolidation.

Article I, Subsection 3 of the Bylaws of the Board of Regents (**Appendix 4.8**) describes the membership of the BOR. The Board consists of one member from each of 14 congressional districts and five additional members from the state at-large for a total of 19 Board members. Additionally, the Constitution of the State of Georgia, Article VIII, Section IV, Paragraph 1 (**Appendix 4.9**) and the Official Code of Georgia (OCGA 20-3-21, **Appendix 4.10**) mandate this policy.

Board Roster

The following table reflects the names, titles, occupations, affiliations, and terms of the 19 members of the Board of Regents who will be in office at the time of the consolidation in

January 2018. The membership of the Board of Regents changes slightly each year, as reflected in the FY 2017 membership list.

Name	Title	Occupation	Affiliation	Term
C. Dean Alford, P. E.	Regent	President and CEO Allied Energy Services	4th Congressional District	2012-2019
W. Paul Bowers	Regent	Chairman, President, and CEO Georgia Power	At-large	2014-2020
Rutledge Griffin, Jr.	Regent	President and CEO of Griffin LLC	8th Congressional District	2013-2018
Thomas Hopkins, Jr., MD	Regent and Chair of BOR	Physician	3th Congressional District	2010-2017
James M. Hull	Regent and Vice Chair of BOR	Member Manager of Hull Property Group, LLC	At-large	2016-2023
Donald M. Leebern, Jr.	Regent	Chairman of Georgia Crown, Alabama Crown, and Tennessee Crown	At-large	2012-2019
Laura Marsh	Regent	Member of law firm Taulbee, Rushing, Snipes, Marsh & Hodgins, LLC	12th Congressional District	2016-2020
Doreen Stiles Poitevint	Regent	Partner in Stiles Apartments and A.B. Stiles Enterprises	2nd Congressional District	2011-2018
Neil L. Pruitt, Jr.	Regent	CEO of PruittHealth, Inc.	11th Congressional District	2013-2017
Sarah-Elizabeth Reed	Regent	First Lady of Atlanta, GA	5 th Congressional	2017-2024
Sachin Shailendra	Regent	President of SG Contracting, Inc	13th Congressional District	2014-2021
E. Scott Smith	Regent	Board member and secretary of NW Services Corp, board member of Catoosa County Economic Development Authority	14th Congressional District	2013-2020

Kessel Stelling, Jr.	Regent and Chairman, BOR	Chairman, CEO of Synovus	6th Congressional District	2015-2022
Ben J. Tarbutton III	Regent	President of Sandersville Railroad Company	10th Congressional District	2013-2020
Richard L. Tucker	Regent	Managing Partner of Arlington Capital, LLC	7th Congressional District	2012-2019
Thomas Rogers Wade	Regent	Chairman, Board of Trustees of Georgia Public Policy Foundation and senior partner of Capitolink Inc.	At-large	2013-2020
Larry Walker	Regent	Attorney	At-large	2016-2023
Don L. Waters*	Regent	Chairman, President and CEO of Brasseler USA, Inc.	1st Congressional District	2013-2018
Philip A. Wilheit, Sr.	Regent	President of Wilheit Packaging and Marketing Images	9th Congressional District	2015-2022

* Please note, in full disclosure, the Waters College of Health Professions is the namesake of Don L. Waters

Authority of Board

The governance, control, and management of the University System of Georgia and each of its institutions are exclusively controlled by the Board of Regents as authorized by the Constitution of the State of Georgia and acts of the General Assembly. That authority was detailed and documented in Section 2 (Background) of this prospectus. This institutional consolidation has no substantive change on the BOR's authority.

Committees of the Board

The committees of the BOR are listed below. A Special Committee on Consolidation was created by the BOR in November 2011 to identify candidate institutions for consolidation and to oversee consolidation processes once approved by the Board. No substantive change in the BOR has been made as a result of the GaSou/Armstrong consolidation into the new Georgia Southern University.

Standing Committees of the BOR are:

1. Executive and Compensation;
2. Academic Affairs;
3. Organization and Law;
4. Economic Development;
5. Finance and Business Operations;
6. Intercollegiate Athletics;
7. Personnel and Benefits;
8. Internal Audit, Risk, and Compliance; and
9. Real Estate and Facilities.

Special Committees of the BOR are:

1. State Archives;
2. Intercollegiate Athletics;
3. Graduate Medical Education;
4. Consolidation;
5. Searches;
6. Regents Public Library Advisory;
7. University System of Georgia Foundation (USGF); and
8. AU (Augusta University) Health (Private Corporation)

Roles of Board Members in the Proposed Change

The roles of the BOR and its Committee on Consolidation were explained in Sections 2 and 3 of this prospectus. Since approving a proposal to consolidate Georgia Southern University and Armstrong State University in January 2017, the BOR has maintained active oversight of the University System Office and its management of institutional preparations for consolidation implementation. The BOR has also been engaged in granting appropriate approvals for key consolidation actions of the new institution such as the new institution's name, presidential appointment, and mission. In December, 2017, following SACSCOC anticipated approval for the consolidation in December 2017, the BOR will grant its final approval for the Georgia Southern University and Armstrong State University consolidation, effective January 1, 2018. The BOR will determine tuition and fees for 2018-19 in April, and approve the first consolidated budget of FY 2018-19 for the new Georgia Southern University in June, effective July 1, 2018.

Conflict of Interest and Dismissal Statements

The Board of Regents (BOR) of the University System of Georgia (USG) *Policy Manual*, Section 12.1 (**Appendix 4.11**) states that "The Board of Regents is unalterably opposed to political interference or domination of any kind or character in the affairs of any institution in the USG."

The Regents undergo annual ethics training as required by Board policy. The training certificates are available for review in the Office of Internal Audit and Compliance. The state of Georgia and the BOR have a set of laws and policies that govern conflict of interest by Board members and their dismissal, as illustrated in the following table:

Georgia Law and BOR Bylaws Prohibiting Conflicts of Interest by Members of the Board of Regents (*Appendix 4.12*)

Citation	Focus of Citation
OCGA 45-10-20	Definitions of “an person” and “public official” apply to appoint members of the BOR
OCGA 45-10-21	All public officials must be independent, impartial, and free of conflicts of interest
OCGA 45-10-22	Avoidance of conflicts of interest involving business transactions with the state
OCGA 45-10-24	Part-time public officials are not permitted to do personal business with the state
OCGA 45-10-26	Distinguishes between public officials and employees, but calls for full disclosure from both concerning business interests
OCGA 45-10-28	Members who violate the Code of Ethics may, in addition to facing criminal penalties, be removed by a court of competent jurisdiction in an action brought by the Attorney General
OCGA 45-10-40	Specific reference to BOR members and conflicts of business interest
OCGA 45-10-41	Penalties for BOR member infractions involving conflict of interest
BOR Bylaws II 2	BOR members cannot accept gifts or compensation
BOR Bylaws V 2	BOR members cannot recommend persons for USG employment

Dismissal Statements

The *BOR Policy Manual* contains the USG Ethics Policy, which includes a Statement of Core Values and a Code of Conduct that all members of the USG community, including members of the Board of Regents, must follow. The policy manual further states that violations of the USG Ethics Policy may result in disciplinary action, including dismissal or termination.

Although no member of the BOR has ever been dismissed as of the date of this prospectus, state laws and BOR bylaws are in place to address the dismissal of Board members should that situation arise. The state of Georgia’s constitution specifies that the “qualifications, compensation, and removal from office of the members of the board of regents shall be as provided by law” (*Appendix 4.13*).

In addition, two sections of the Georgia State Code deal with dismissal. One section specifies that Board members may be removed by the BOR chair for repeated absences for non-participation in BOR meetings (OCGA 20-3-26, *Appendix 4.14*). A second relevant section, "Public Officers and Employees," addresses the removal of any public official in the state of Georgia as well as the conditions precipitating removal, due process, and possible recourse (OCGA 45-5-1, *Appendix 4.15*).

Additionally, BOR Bylaw I.3 (*Appendix 4.16*) states, “Members shall serve until their successors are appointed and qualified. In the event of a vacancy on the Board by death, resignation, removal, or any reason other than the expiration of a member’s term, the Governor shall fill such vacancy and the person so appointed shall serve until confirmed by the Senate and, upon confirmation, shall serve for the unexpired term of office.” BOR Bylaw I.4 (*Appendix 4.17*) reiterates that Board members may be dismissed for unexcused absences.

No substantive changes in these state laws or BOR policies and bylaws involving conflicts of interest, ethics, conduct, or dismissal will occur as a result of this consolidation.

Anticipated Changes to Related Foundations

The new university does not currently anticipate creating new foundations. The existing foundations on both current campuses will continue to perform their current missions which support the universities by issuing debt for capital projects, raising funds for university athletics, student scholarships, and academic programs. It is possible that the current Armstrong State University foundations will merge with their counterpart foundations at the current Georgia Southern University in order to reduce administrative overhead and ensure that fundraising and other mission activities are aligned with the new university. Compliance with all existing donor restrictions for endowments and restricted gifts will be continued.

Appendices

- 4.1 Position Description Provost and Vice President for Academic Affairs
- 4.2 Position Description for Vice President Enrollment Management
- 4.3 Position Description for Vice President Armstrong and Liberty Campus Operations
- 4.4 Leadership Press Release 8172017
- 4.5 New College Structure
- 4.6 News Release USG Regional Strategy 8172017
- 4.7 Academic Degree Programs New GaSou
- 4.8 Article I Section 1 Bylaws Board of Regents
- 4.9 State of Georgia Constitution Article VIII Section IV
- 4.10 Official Code of Georgia 20-3-21
- 4.11 Board of Regents Policy Manual 12.1
- 4.12 Georgia Law and Board of Regents Bylaws Conflict of Interest
- 4.13 State of Georgia Constitution IV 1.f
- 4.14 Official Code of Georgia 20-3-26
- 4.15 Official Code of Georgia 45-5-1
- 4.16 Board of Regents Bylaws 1.3
- 4.17 Board of Regents Bylaws 1.4