

OAKWOOD UNIVERSITY



STAFF HANDBOOK 2010

EDUCATION | EXCELLENCE | ETERNITY

Huntsville, AL

INTRODUCTION

Oakwood University is an organization that is rich in tradition and dedicated to serve humanity. Its programs and activities are many, varied, and sometimes complex. The University is truly a “people oriented” university, and you are a part of it. No matter what your particular job is, you can take pride in the fact that you contribute to a great organization that strives to accomplish its mission. Its success depends upon the skill, energy, and enthusiasm you and employees like you put into the job.

The purpose of the Oakwood University Staff Handbook is to help you understand the operation of the University relative to administrative staff and employees, and to present in a convenient form the major policies and practices as they relate to the staff of the University. This handbook will acquaint you with your responsibilities as an employee and the privileges and benefits you will receive.

It provides information about employment with Oakwood University which will assist you in having a rewarding work environment. It does not necessarily represent all policies, procedures, and regulations in force at Oakwood University. The provisions of this handbook are guidelines and do not establish a contract, express or implied, guaranteeing employment for any specific duration.

The provisions of this Handbook are not to be regarded as a contract between Oakwood University and the employees. The University reserves the right to make necessary changes to the information contained in this Handbook which superseded all previous Handbooks.

You and Oakwood University may choose to terminate your employment relationship with the University at any time and for any reason. No department head, or officer, has the authority to enter an agreement with you for any specified period of time or to make any promises or commitments contrary to the foregoing. Further, any employment agreement shall not be enforceable unless it is in a formal written agreement and signed by you and the President or a Vice President of the University.

The Board of Trustees and/or University Administration reserve the right to make such changes as deemed necessary without prior notice.

TABLE OF CONTENTS

SECTION I

GENERAL ADMINISTRATION INFORMATION

I-A:	<u>OAKWOOD UNIVERSITY MISSION STATEMENT</u>	5
I-B:	<u>GOALS OF THE UNIVERSITY</u>	5
I-C:	<u>HISTORIC GLIMPSES</u>	5
I-D:	<u>ACCREDITATION</u>	5
I-E:	<u>AFFIRMATIVE ACTION AND RELIGIOUS INSTITUTION EXEMPTION</u>	6
I-F:	<u>WORKPLACE FREE OF HARASSMENT AND/OR DISCRIMINATION</u>	6
I-G:	<u>AMERICANS WITH DISABILITIES ACT</u>	8
I-H:	<u>PROMOTION OF A DRUG-FREE WORKPLACE</u>	9
I-I:	<u>COMPONENTS OF A DRUG FREE WORKPLACE</u>	10

SECTION II

GENERAL STAFF INFORMATION

II-A:	<u>EMPLOYEE CLASSIFICATIONS</u>	14
II-B:	<u>JOB DESCRIPTIONS</u>	14
II-C:	<u>JOB CLASSIFICATIONS AS DEFINED BY THE FAIR LABOR STANDARDS ACT</u>	14
II-D:	<u>HIRING PROCEDURES</u>	14
II-E:	<u>OPERATING PROCEDURES</u>	17
II-F:	<u>STATEMENT OF ETHICAL FOUNDATIONS FOR EMPLOYEES</u>	21
II-G:	<u>ETHICAL RESPONSIBILITIES AS EMPLOYEES</u>	23
II-H:	<u>FACULTY AND STAFF-STUDENT NON-FRATERNIZATION POLICY</u>	24
II-I:	<u>PROFESSIONAL CONDUCT AND STANDARDS</u>	25
II-J:	<u>CONFLICT OF INTEREST POLICY STATEMENT</u>	26
II-K:	<u>DISCIPLINARY PROCEDURES</u>	27
II-L:	<u>INTERNAL DISPUTE RESOLUTION POLICY</u>	29
II-M:	<u>STUDENT ANTI-HARASSEMENT POLICY</u>	31
II-N:	<u>PROCEDURES FOR DEALING WITH HARASSMENT/DISCRIMINATION/ASSAULT</u>	32
II-O:	<u>PROTECTION OF VICTIM AND ACCUSED</u>	35

SECTION III

FINANCIAL POLICIES AND BENEFITS

III-A:	POLICY ON SALARIES	38
III-B:	MOVING AND TRAVEL EXPENSE POLICY	39
III-C:	RETIREMENT	40
III-D:	STAFF TRAVEL/TRAVEL ALLOWANCE	41
III-E:	EXPLANATION OF BENEFITS	45
III-F:	LEAVE POLICIES	48
III-G:	TERMINATION OF EMPLOYMENT	52

SECTION IV

SERVICES

IV-A:	SERVICES FOR EMPLOYEES	55
IV-B:	POLICY ON PARKING	58

SECTION V

PUBLIC SAFETY AND EMERGENCY PROCEDURES

V-A:	PUBLIC SAFETY AND EMERGENCY PROCEDURES	61
V-B:	POLICY AND FIXED ASSETS	63

SECTION VI

INDEX

	GLOSSARY	66
	ADMINISTRATIVE CLASSIFICATION	66
	ANCILLARY TITLES	67
	AUTHORITY	67

SECTION VII

APPENDICES

	ARTICLES OF INCORPORATION AND BYLAWS	69
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I-A: OAKWOOD UNIVERSITY MISSION STATEMENT

Oakwood University, a historically Black, Seventh-day Adventist institution of higher learning, provides quality Christian education that emphasizes academic excellence; promotes harmonious development of mind, body, and spirit; and prepares leaders in service for God and humanity.

The Oakwood University mission is stated in seven general goals:

I-B: GOALS OF THE UNIVERSITY

1. Spiritual Vitality:

Promote a Christ-centered, Seventh-day Adventist worldview.

2. Educational Excellence:

Demonstrate academic excellence in teaching and learning.

3. Nurturing Environment:

Facilitate a supportive environment that is sensitive to the needs of students and all other constituents.

4. Operational Efficiency:

Ensure efficient service and resource management.

5. Resource Development:

Provide sufficient financial resources to support all aspects of the institution.

6. Institutional Relations:

Enhance the reputation and relationships of the institution.

7. Technology Leadership:

Maintain a technologically progressive campus.

I-C: HISTORIC GLIMPSES

Oakwood University, located in Huntsville, Alabama, is nestled in the beautiful Tennessee Valley, near the foothills of the Appalachian Mountains. Huntsville has a population of approximately 175,000. The University property consists of 1,185 acres at an elevation of 1,100 feet above sea level. Currently, 500 acres are under cultivation, and 105 acres comprise the main campus.

I-D: ACCREDITATION

Oakwood University is accredited by the Commission on Colleges of the Southern Association of Colleges and Schools to award associate, baccalaureate, and master's degrees. Contact the Commission on Colleges at 1866 Southern Lane, Decatur, Georgia 30033-4097 or call 404-679-

4501 for questions about the status of Oakwood University.

The Commission is to be contacted only if there is evidence that appears to support significant non-compliance by Oakwood University with a requirement or standard.

Oakwood University is accredited by the Adventist Association of the Department of Education of the General Conference of Seventh-day Adventists.

Oakwood University offers programs accredited by: Association of Collegiate Business Schools and Programs; Commission on Accreditation for Dietetics Education; Council on Social Work Education; National Council for Accreditation of Teacher Education; National League for Nursing Accrediting Commission.

Oakwood University offers programs approved by: Alabama Board of Nursing and Alabama State Department of Education. Accreditation documents may be viewed in the office of the Vice President for Academic Affairs.

I-E: AFFIRMATIVE ACTION AND RELIGIOUS INSTITUTION EXEMPTION

Oakwood University promotes employment without regard to race, color, gender, origin, age, marital status, or presence of a non-job-related medical condition or disability. In conformity with Title IX of the Education Amendments Act of 1972, and Section 504 of the Rehabilitation Act of 1973, the Provost has been designated as the responsible employee to coordinate efforts to carry out responsibilities and make investigations of contentions relating to nondiscrimination.

Oakwood University welcomes student applications regardless of race, color, creed, or national origin. The University, however, reserves the right to deny admission to any student who, in the judgment of the Office of Student Services or the Offices of Enrollment Management and Records, may not benefit from the total program of the University or whose presence or conduct may be detrimental to that program.

I-F: A WORKPLACE FREE OF HARASSMENT AND/OR DISCRIMINATION

Oakwood University, as part of its continuing commitment to equal employment opportunity, prohibits any acts of harassment and/or discrimination on the basis of race, gender, color, religion, age, national origin, disability, or veteran status. Oakwood University will not permit conduct by any employee, whether intentional or unintentional, that creates an intimidating, hostile, or offensive working environment for others.

1. Objectives: Oakwood University is committed to providing a workplace free of unlawful harassment and/or discrimination affecting employees of the University, students, or members of the public.

2. Harassment and/or Discrimination Prohibited: Federal law and this policy prohibit harassment and/or discrimination based on one's gender, race, color, religion, age, national origin, disability, or veteran status. Prohibited behavior includes, but is not limited to, the following:

a. Conduct or language derogatory to race, color, religion, national origin, gender, age, disability, or veteran status, including jokes, pranks, or epithets.

b. Written or graphic material that denigrates or shows hostility or aversion toward an individual or group because of race, color, religion, national origin, gender, age, disability, or veteran status that is placed on walls or bulletin boards or otherwise circulated in the workplace.

c. Verbal or physical conduct of a sexual nature in which a submission or rejection of such conduct is used as the basis for any employment decision with regard to the harassed individual.

d. Unwelcome sexual advances or touching; requests for sexual favors; sexual jokes, comments or innuendoes; or other conduct of a sexual nature which a person might find offensive; hazing, horseplay, or practical jokes based on an individual's gender, and visual material such as posters, cartoons, calendars, or pictures of a sexual nature or depicting partially clad or nude individuals.

3. Individual Responsibility: Oakwood University insists that all employees act in accordance with this policy, and bring any violations promptly to the attention of the University administration. Any employee, faculty member, department head, officer, and supervisor who harass another employee or student in violation of this guideline will be subject to disciplinary action up to and including termination.

a. All levels of faculty and management, including supervisors, are accountable for ensuring compliance with this policy in their respective departments. Anyone who observes, has knowledge of, or receives any complaint concerning harassment and/or discrimination, however insignificant it may seem, shall immediately contact his or her department head, a vice president, or the director of human resources.

b. Every employee is responsible to manage his or her own behavior and to inform others when offended to ensure that harassment of and/or unlawful discrimination against coworkers does not take place.

c. If an employee is a witness to, or subjected to, workplace harassment and/or discrimination, that employee must notify his or her supervisor immediately. An employee who feels uncomfortable discussing the issue with the supervisor should notify an appropriate department head, a vice president, or the director of human resources. This notice must be in writing (on paper or by e-mail). [Need to state what the process is if the first person they report to does not resolve the situation to the accuser's satisfaction].

d. Any employee who feels he or she is being harassed by his or her supervisor need not bring the matter directly to the attention of that supervisor, but should immediately bring the matter to the attention of the department head, a vice president, or the director of human resources.

e. Each employee is expected to cooperate fully and honestly with investigation of possible violation of this harassment policy. Deliberately furnishing inaccurate information to investigators will be grounds for disciplinary action, up to and including discharge.

Oakwood University will not permit intimidation, harassment, or retaliation against any employees covered under this policy due to filing a complaint, assisting or participating in an investigation, opposing any unlawful act or practice, or exercising any other right protected by statute.

The President (or designee) is responsible for ensuring the consistent, timely, and appropriate investigation and proper resolution of all allegations or complaints of harassment. The President (or designee) will attempt to maintain the confidentiality and privacy of individuals who report or are accused of harassment to the extent reasonably possible. Examples of situations in which confidentiality cannot be maintained include circumstances when the University is required by law to disclose information (such as in response to legal processes), when disclosure is required by the University's interest in protecting the rights of others, and when the University's investigation requires disclosure.

I-G: AMERICANS WITH DISABILITIES ACT (ADA)

Oakwood University is committed to making employment opportunities available to qualified applicants and employees without regard to race, color, religion, gender, age, national origin or

disability. All personnel actions and programs, including recruitment, selection, assignment, classification, promotion, demotion, transfer, layoff and recall, termination, determination of wages, conditions and benefits of employment, etc., shall be administered in accordance with this equal opportunity policy. It is the intent of Oakwood that, in all aspects of employment, individuals shall be treated without discrimination on any of the foregoing bases and that employment decisions shall instead be premised upon a person's ability, experience, and other job-related qualifications.

Additionally, Oakwood University is an affirmative action employer of women, minorities, qualified individuals with a disability, and covered veterans. It is committed to making sustained, diligent efforts to identify and consider such individuals for employment and for opportunities arising during employment.

These commitments are designed to meet nondiscrimination/affirmative action requirements imposed by the following federal and state sources of legal obligations, as amended: Title VI and VII, Civil Rights Act of 1964; Executive Order 11246; Title IX, Education Amendments of 1972; the Rehabilitation Act of 1973; the Equal Pay Act of 1963; the Age Discrimination in Employment Act of 1967; the Vietnam Era Veterans' Readjustment Assistance Act of 1974; the Americans Disabilities Act of 1990; contract and grant agreements with governmental agencies; and the Alabama Constitution of 1901. The University's employment and personnel policies include specific administrative procedures and implementing measures designed to carry out these pledges and to ensure compliance with the foregoing laws. Should the employee have a disability and need accommodation contact the disability coordinator.

I-H: PROMOTION OF A DRUG-FREE WORKPLACE

All employees and students are expected to refrain from the use and abuse of alcohol, drugs, and tobacco while employed or enrolled at Oakwood University. The University's policies are consistent with the beliefs of the Seventh-day Adventist Church, which promotes a temperate lifestyle that includes abstinence from the use and abuse of alcohol, drugs, and tobacco.

In compliance with the Drug-Free Workplace Act of 1988, and in harmony with the laws of the land, Oakwood University prohibits the unlawful use, possession, distribution, dispensing, or manufacture of controlled substances by its employees, which includes faculty, staff, and students. Further, any person employed by the University who receives federal funding as an individual is expected to certify that he/she will not engage in the unlawful use, possession, distribution, dispensing, or manufacture of a controlled substance while associated with the University. Failure to comply with these policies will result in discipline up to and including expulsion or termination and, if appropriate, notification of law-enforcement agencies for prosecution.

I-I: COMPONENTS OF A DRUG-FREE WORKPLACE

1. Policy:

Oakwood University is committed to providing a safe and healthy workplace, and minimizing risks to its employees, students, and to the public. Therefore, employees and students are prohibited from the following when reporting for work, while on the job on Oakwood premises or surrounding areas, or in any Oakwood vehicle or personal vehicle used for University business:

- a. The unlawful use, possession, transportation, manufacture, sale, or other distribution of an illegal or controlled substance or drug paraphernalia.
- b. The unauthorized use, possession, transportation, manufacture, sale or other distribution of alcohol.
- c. Being under the influence of alcohol or having a detectable amount of an illegal or controlled substance in the blood or urine.

Note: The term “controlled substance,” as used in this policy, means a drug or other substance as defined in applicable federal laws on drug abuse prevention. Any employee who violates any of these prohibitions will be subject to disciplinary action up to and including termination. Use of alcohol or other drugs before, during or after work may affect your performance on the job. Poor job performance, regardless of the cause, may lead to discipline up to and including discharge.

2. Detection:

a. The University reserves the right to investigate faculty, staff, and students where reasonable suspicion exists of drug or alcohol involvement. This includes the right to search an office, locker, on-campus vehicle, or residence hall room, briefcases, book bags, and handbags, and the right to require an appropriate drug test and confirmation by a retest. If a search is to be made, it must be authorized by the residence hall director, chair of a department, a vice president, or the President of the University.

b. If unlawful possession of a controlled substance or drug paraphernalia is discovered, the University will confiscate the item(s), investigate the circumstances, and institute disciplinary actions.

c. Initial identification of a problem may be made by a supervisor, faculty member,

colleague, or concerned person, or a self-referral may be made.

3. Confidentiality:

a. All drug investigations are treated as confidential by anyone authorized to have access to such records. The University will take steps to the extent reasonably possible to keep such investigations confidential. Examples of situations where confidentiality cannot be maintained include, but are not limited to, circumstances where the University is required by law or legal process to disclose the information or where the University's investigation requires disclosure.

b. All records and information of personnel actions taken on employees under investigation or discipline with respect to drugs shall be maintained by the director of human resources in a secure, locked file. Only authorized individuals who have a "need to know" shall have access to them. Statistical reports will be compiled without personal identifying information.

4. Assessment:

a. Oakwood's Human Resources Department is responsible for the compliance with specific drug and alcohol testing policies which may apply. All controlled substance and alcohol testing will be carried out in compliance with applicable state and federal laws.

b. If there is a reasonable suspicion of substance abuse, a three- to seven-day suspension may be mandated until assessment is completed.

5. Condition of Employment:

As a condition of employment employees will abide by the terms of the University drug-free workplace policy and procedure and will notify their immediate supervisors of any criminal drug statute conviction for a violation occurring in the workplace no later than five days after such conviction.

6. Treatment:

Oakwood recognizes that employees suffering from alcoholism and controlled substance dependence can often be successfully treated. Oakwood encourages any employee with an

alcohol or controlled substance dependency problem to voluntarily enter a controlled substance or alcohol rehabilitation program prior to any violation of this policy. However,

where a violation of this policy has occurred, an employee's subsequent request to submit to a controlled substance or alcohol rehabilitation program will not prevent Oakwood from taking appropriate disciplinary action.

7. Relapse Prevention Monitoring:

a. Monitoring will be required to prevent relapse for all students, faculty, or staff who have chemical dependency.

b. A recovery contract will be formulated for each student or staff member (either by his or her diversion committee or the Employee/Student Assistance Program) and will consider aftercare, recovery home, counseling, psychiatric follow-up, Alcoholics Anonymous, Narcotics Anonymous meetings, other 12-step meetings, a sponsor, professional support groups, random screening of bodily fluids, Naltrexone or Antabuse, restricted work or study area, no access to mind-altering medications, including narcotics, no double shifts or night work, and no more than 40 hours per week or a workplace monitor.

Discipline: The unlawful use, possession, distribution, dispensing, or manufacture of a controlled substance, or the use of alcohol or tobacco, is grounds for a full range of discipline up to and including termination of a faculty appointment and dismissal from employment. (See the policy of discipline and severance of a faculty member, the policy for termination for other staff, or the student disciplinary policy). In cases where there is a reasonable belief that a violation of law has occurred, cases may be reported to the appropriate law-enforcement agency for investigation and prosecution.

Condition of Employment: As a condition of employment the employee will abide by the terms of the University's drug-free workplace policy and procedure and will notify their immediate supervisor of any criminal drug statute conviction for a violation occurring in the workplace no later than five days after such conviction.

The immediate supervisor will notify the Office of the President of such conviction. The Office of the President will notify the Director of Grants and Contracts Service, U.S. Department of Education, 400 Maryland Avenue, SW. (Room 3124, GSA Regional Office Building No. 3), Washington, D.C. 20202-5353, and any other appropriate agencies.



OAKWOOD UNIVERSITY STAFF HANDBOOK

SECTION II

GENERAL STAFF INFORMATION

II-A: EMPLOYEE CLASSIFICATIONS

1. A **regular full-time employee** is hired by the University on a 10- or 12-month basis for at least 38 hours per week. Public Safety personnel work at least 40 hours per week.
2. A **regular part-time employee** is hired by the University for a maximum of 32 hours per week.
3. A **temporary employee** is hired by the University to complete a special project within a specified time period.
4. A **Title III/grant employee** is hired by the University to work specifically on federally-sponsored programs as funded by the grant.

As noted above, all employment with the University is at will.

II-B: JOB DESCRIPTIONS

Job descriptions for all positions are to be housed in the Office of Human Resources. Departments creating new positions are to have a job description placed on file in Human Resources also.

II-C: JOB CLASSIFICATIONS AS DEFINED BY THE FAIR LABOR STANDARDS ACT

The University complies with the Fair Labor Standards Act. You may be employed in a position that is exempt under the Act. If so, Human Resources and/or your supervisor will let you know. If you have any questions about any such exemption, contact Human Resources.

II-D: HIRING PROCEDURES

Hiring procedures are conducted by the Office of Human Resources. No other Oakwood employee is authorized to conduct hiring procedures. All inquiries regarding employment on campus are to be directed to the Office of Human Resources (HR), which will arrange for the initial interview and other essential steps in the hiring process. The steps are as follows:

1. The department head completes the Job Announcement Form and forwards it to the appropriate University officer for approval by the President's Council.
2. The University officer forwards the signed form to HR for advertising for a

minimum of one week.

3. HR receives applications and administers clerical and other skills testing, where applicable.
4. HR forwards the qualified applicants and Interview Guidelines to the department head.
5. The department head conducts interviews, ranks the top three applicants, and sends a decision memo to HR through the appropriate University administrator.
6. A review of references and a background check are conducted by HR, as necessary.
7. The department head notifies the top candidate, directs him/her to HR to complete the necessary paperwork (tax forms, I-9, etc.); a Personnel Requisition Form is processed with the proper signatures.*
8. Upon receipt of a signed requisition, HR schedules an orientation of benefits for the new full-time employee. For the new part-time employee, the department head conducts a departmental orientation. Part-time employees changing to full-time status will attend an orientation session conducted by HR. Orientations are generally held on the same day as staff meetings.

*Permission to begin work becomes effective *only after* the Personnel Requisition has been signed by the President of the University, which is the final signature and approval in the process. Therefore, the prospective employee begins work after HR has notified the Department Head that a signed requisition has been received. This process will take a minimum of two weeks.

1. Interview eligibility: To be eligible for an interview, the applicant must:

- a. Have a completed application on file in the Office of Human Resources.
- b. Have his/her name placed on the HR Employment Register.

2. Employment register: The employment register contains names and test scores (if applicable) of prospective employees who meet the requirements as outlined in the Job Announcement Forms. This is available to the department heads upon request.

3. Payroll requirements: To be placed on the payroll, the prospective employee must complete and submit the following:

- a. An Employment Eligibility Verification Form (I-9)
- b. A W-4 Tax Withholding Form (federal income tax)
- c. An A-4 Tax Withholding Form (state income tax)

- d. A Direct Deposit Form

Note: Employees are required to complete a direct deposit form. A form is available in the Office of Human Resources.

A paystub will be received in accordance with the time schedule for receiving paychecks.

4. Working hours: Working hours for full-time employees will be those of the general institution (8:00 a.m.-5:30 p.m., Monday-Thursday; 8:00 a.m.-12:00 noon on Fridays) *unless special conditions dictate otherwise*. One hour is allotted for lunch and should be taken away from the desk.

Part-time employees' hours will be assigned by the respective department heads.

Clocking in/clocking out policy: Hourly workers are to clock in and out each day including for the lunch hour. (Complete policy on file in Human Resources)

The University's intent and policy is to pay non-exempt employees for all time worked. To assist the University in doing so, all non-exempt employees must maintain accurate time records.

Non-exempt employees are forbidden from performing any work "off the clock." No one at the University has the authority to ask or require you to do so (if anyone attempts to do so, report it immediately to the President).

Time spent at home checking University emails, responding to University phone calls, or any another University business constitutes work time and must therefore be properly recorded by the submission of an appropriate attendance form. However, non-exempt employees are expressly forbidden from working from home unless the work being performed is specifically authorized in advance by the President. Employees will be paid for working from home without the President's approval, but doing so is the equivalent of working unauthorized time and may result in disciplinary action, up to and including termination.

At the end of every pay period, your total hours will be submitted for payroll processing. Please be advised that your supervisors are instructed to review your time entries on at least a weekly basis to ensure that there are no irregularities. If a supervisor notes a problem with your time entries, he or she may approach you to discuss and resolve the irregularity. As always, employees are encouraged to approach their supervisor if they have any concern over whether the time that they worked was accurately captured. Similarly, if you notice a problem with your pay check, you should bring this to the attention of the President immediately. The President will investigate the matter and all corrections, if necessary, will be made.

Regardless of the purpose, no employee shall alter his/her own time record, alter or enter the time record of any other employee, or allow another employee to alter or enter his/her time record. If

you accidentally record the wrong time, forget to record your time, or believe that your time was recorded incorrectly due to an error, you should report it to the President at once as well.

5. Introductory period: The first three months of employment are designated as an introductory period. This is to give the employee and the University an opportunity for evaluation.

During this time an employee may resign or be dismissed without notice. If terminated, the employee will receive pay only for hours worked.

At the end of the introductory period, after three months of continuous satisfactory performance, the employee achieves regular full-time status. An extension of the introductory period shall not exceed one month, if necessary, before regular status is granted.

6. Nepotism: The University exercises care in the employing and placing of members in the same family. The University hires all persons on the basis of individual merit and thus does not preclude the employment of relatives. However, it is preferred that they be assigned to different departments.

No University employee should act on matters affecting a relative's initial hiring, promotion, salary, or annual evaluation. Such decisions shall be made by the next higher authority in consultation with the appropriate University Officer.

Close relatives can and do work at the University; however, an employee is not to be placed in a position of direct supervision over a close relative, or in a position where a close relative's progress could be affected directly or indirectly by the employee. This also applies to student workers.

II-E: OPERATING PROCEDURES

Staff meetings: Staff meetings are generally held on the first Monday of each month during the school year. The schedule is subject to change because of holidays and/or unavoidable circumstances. Once each semester the staff meeting is the President's Business Meeting. All employees are encouraged to attend.

Administration and staff participation in Commencement: The University requires all full-time faculty and designated administrative staff (the vice presidents and assistant vice presidents) to participate in Commencement exercises and to wear full academic regalia.

Persons in full-time service with the University for at least three years and who want to purchase regalia are assisted by the University with 75 percent of the cost, up to \$300. Persons

assisted in purchasing regalia and do not remain in service with the University at least another three years must repay funds received from the University.

Rental of academic regalia for all participants is done by the University's Office of Records.

Child care: Child care during teaching and office hours should be avoided. It is the responsibility of each employee to provide adequate sitting arrangements for his/her children.

Inventories of equipment and supplies: Department heads are required to keep a record of inventories and to make periodic checks of the same. A master file of equipment is kept in Purchasing.

Keys to buildings: Keys are issued by department chairs under the general supervision of the director of public safety. Issuance of master keys or submaster keys shall need the authorization of the President or the Vice President for Financial Affairs.

Lost and found: The lost-and-found service is administered by the Office of Campus Telecommunication in Blake Center. Lost articles are held until claimed. Articles may be disposed of if not claimed within 30 days.

Miscellaneous solicitation: In order to ensure the federal income tax deductibility of gifts to Oakwood University, all solicitation of private funds and property for use by Oakwood University must be submitted to the University administration for approval prior to prospects being contacted.

Requests for authority to solicit must be presented in writing and must contain the statement: All donations will be made in the name of Oakwood University, and donated funds will be submitted to the Office of Advancement and Development for recording, and then transferred to the Business Office.

Personnel records: Each employee has a file of official employment records in the Office of Human Resources (HR). These records are intended to establish an accurate picture of an employee's work experience with the University. In order that this record remain current, employees are to notify HR of any change in:

- a. Name
- b. Address
- c. Marital status

- d. Dependents
- e. Telephone number

- f. Citizenship
- g. Person to notify in case of emergency
- h. Registration, certification, licenser
- i. Course work completed
- j. Any additional pertinent information

Employees have the right to inspect their own personnel records in the presence of the HR Director or his/her designee.

University Communication Systems: University Communication Systems, including but not limited to, telephones, electronic mail (e-mail), computers, servers, personal digital assistants (PDA), facsimile machines, copy machines, bulletin boards, voice mail, internal mail, and all other forms of communication systems, together with the information contained or stored on them, are the University's property and should be used for University business or University-sanctioned purposes. Non-incidentual personal use is prohibited.

Users of these communication systems (University-owned or those owned by third parties) do not have an expectation of privacy in these systems. Users cannot expect that messages or information will remain private or that they will not be inadvertently or intentionally disclosed to persons other than the intended recipients.

Telephone use: University telephone lines are intended for University business. Courtesy telephones are provided for employees' personal use. Departmental long-distance charge numbers are never to be used for personal business.

Long-distance calls are to be made only in cases when there is an immediate need for University business information. In contemplating making a long-distance call, the employee should first consider whether or not the best interests of the University might still be served by written communication. If the call is necessary, approval should be obtained from the immediate supervisor before placing the call. If the long-distance call is to exceed five minutes, the employee shall so inform the supervisor in advance, wherever possible. Charges for long-distance calls that are placed without supervisory approval are subject to deduction from the employee's paycheck. New employees should contact Campus Communications in order to receive voice mail.

Electronic Mail: All University or third party (customer) communication systems, including computer systems (hardware, software, network connections, information contained or stored on

servers or desktops), exist to facilitate the transmittal of business-related information. Non-incidentual use of computers and communication systems for personal or non-business purposes is not authorized.

The University reserves the right to inspect, monitor or review all uses of its communication systems and to protect its network from systems and events that threaten and degrade operations.

Sexually explicit, offensive, or inappropriate words and/or images of any kind, which violate the University's anti-harassment policy, are not permitted on computer or communication systems

(University-owned or those owned by third parties). The University reserves complete discretion to determine whether words, images or other communications are offensive or inappropriate.

Employee conduct or behavior while using any communication system (University owned or those owned by third parties) must comply with University policy and violation can result in disciplinary action up to and including termination. Conduct or communications which violate federal or state laws, including, but not limited to, the Computer Virus Eradication Act of 1989, Communications Decency Act, Child Online Protection Act and the Electronic Communications Privacy Act, will not only be grounds for immediate termination, but also may subject the employee to criminal prosecution by proper authorities.

If you have any questions about this policy, ask the Human Resources Department before you send, forward or otherwise transmit any words or images that may be construed as violating any portion of this policy.

II-F: STATEMENT OF ETHICAL FOUNDATIONS FOR EMPLOYEES

Our Responsibilities

Oakwood University employees believe:

We are responsible first to God, our Creator. Individual and collective action must reflect His character and exhibit His love.

We are responsible to the communities in which we work and live and also to the world community.

We accept the challenge to be exemplary individuals and corporate citizens.

We support good works and charities. We encourage civic improvements, a better quality of life, security, health, and education for all.

We are responsible to our fellow church members. We accept accountability for sound leadership decisions and appropriate stewardship.

We are responsible to each other within the office complex. Every individual deserves to be treated with dignity and respect; to have his or her role and contribution valued and affirmed; to function in a safe working environment; to experience an atmosphere of challenge, open communication, and contentment.

Our Values

We value the Bible as the primary reference for life's direction and qualities.

We value excellence in all that we do.

We value ethical and moral conduct at all times and in all relationships.

We value creativity and innovation in the completion of our mission.

We value honesty, integrity, and courage as the foundation of all our actions.

We value the trust placed in us by colleagues and by the world Church membership.

We value people as children of God and therefore brothers and sisters of one family.

Ethical Responsibilities as Employer and Corporate Citizen

In pursuit of its mission, and while maintaining its responsibilities and adhering to its values, Oakwood University operates under the following ethical guidelines:

Equal Opportunity Employment. Within the purview of laws permitting to church membership as a condition of employment, Oakwood University will follow procedures to ensure equal opportunity of employment, remuneration, and advancement on the basis of job qualifications and performance.

Equity, Fairness and Non-Discrimination. Oakwood University will treat all individuals and groups with loving justice. It will not practice or condone discrimination with regard to race, national origin, gender, age, marital status, veteran status, or disability that does not prohibit performance of essential job functions.

Compliance with Laws of the Land. Oakwood University will carry on its activities in compliance with the laws of the land, provided these are not in contradiction to God’s expressed will.

Loyalty and Fulfillment of Contractual Obligations. Oakwood University will fulfill the commitments it has entered into through authorized channels. Where misunderstandings arise regarding such commitments, Oakwood University shall participate, with the parties concerned, in conflict resolution procedures within the organization before seeking the help of the wider community.

Atmosphere of Safety and Happiness. Oakwood University is committed to providing a work environment that offers physical safety and security. It also strives to encourage and promote genuine happiness through the realization that every employee is valuable and every task, no matter how routine or unnoticed, is a service to God. Oakwood University will continue to integrate worship, work, and celebration in a way that acknowledges wholeness in life and relationships.

Respect for Human Dignity and Individuality. Oakwood University affirms and respects the uniqueness of every employee. It recognizes that a person’s value surpasses the worth of his or her contribution to the organization. It believes that communal harmony and corporate objectives are enhanced rather than compromised by the broad mosaic of personalities, talent, skills and viewpoints dedicated to the honor of Jesus Christ. Oakwood University shall strive for communications that is timely, truthful, open, candid, and kind.

II-G: ETHICAL RESPONSIBILITIES AS EMPLOYEES

We recognize that employment in the Seventh-day Adventist Church implies commitment to the organization's mission and concurrence with its responsibilities and values. We affirm that the employer-employee relationship grows within reciprocity of mutual regard.

Live consistent with church message and mission. While in the employ of Oakwood University, we will live in a manner consistent with the beliefs and values of the Church. We will uphold, in word and conduct, the teaching and principles held and advanced by the Seventh-day Adventist Church.

Respect for Church-Owned Assets. We will respect the property of our organization, including any intellectual property that is developed in the course of our employment. We will use the property, facilities, and resources solely for the benefit of our organization, unless otherwise permitted or when financial compensation for such has been arranged.

Respect for Colleagues. We will respect and uplift our fellow employees. We will refrain from intentionally placing another in a position of embarrassment, disrespect, or harassment. We will avoid all behavior that may be construed as sexually inappropriate. We will honor the privacy and guard the safety of others.

Efficiency and Attention on the Job. The hours of our employment shall be devoted to the work assignments entrusted to us. We will not use the employer's time for personal business or the advancement of personal interests unrelated to the work assigned by our supervisors. We will not deprive our employer by entering into other employment or activities which impair our performance for Oakwood University. We will aspire to greater efficiency and the reduction of waste in time, effort, and resources.

Personal Integrity of Financial Matter. We will not engage in theft or embezzlement of any kind including the misuse of expense accounts, falsification of time reports, or misapplication of resources for which we are responsible.

Avoiding inappropriate Influence. We acknowledge that the giving or receiving of business gifts can easily inject ulterior consideration in our work and employment relationships. Therefore, the use of gifts, payments, or honoraria as incentives or rewards for a particular course of action is unacceptable. We will not offer gifts, favors, payments or other forms of reward directly or indirectly in exchange for a specific gain or action.

Maintaining an ethical environment in the workplace. We accept the obligation of maintaining ethical standards in personal life and in the workplace. We believe it is our personal responsibility to report, through established confidential channels, any behavior that is inappropriate or which undermines the ethical environment in the office complex. We are prepared to be held accountable by our supervisors and peers for professional conduct representing the moral and ethical values of the Seventh-day Adventist Church.

II-H: FACULTY AND STAFF-STUDENT NON-FRATERNIZATION POLICY

Rationale

Oakwood University holds its administrators, faculty and staff to its highest ethical and professional standards. A faculty/staff-student non-fraternization policy is established in order to promote the efficient and fair operation of the College, to avoid conflict of interest, misunderstanding, complaints of favoritism, supervision problems, morale problem, questions regarding academic achievement and sexual harassment.

Policy

All administrators, faculty, and staff are prohibited from unethical or inappropriate fraternization with students, including, but not limited to, dating, pursuing a date, having or pursuing a romantic or sexual relationship with students. Violators of this policy shall be subject to discipline, up to an including termination of employment.

This policy applies to all administrators, directors, supervisors, regular and temporary faculty, teaching and research assistants, regular and temporary staff, contract workers and students of Oakwood University.

Definition of Fraternization

Fraternization is defined as a consensual romantic or consensual sexual relationship between individuals who occupy different levels of authority in the institution. This occurs when one partner of higher status and/or power with explicit or implicit authority over, or the power to reward, misuse that power to entice that partner of lower status and./or power into an illicit relationship. Fraternization includes, but is not limited to the following behaviors:

- Consensual romantic or sexual relationship between employee and student
- Employees dating or pursuing to date a student

- Having or pursuing a relationship that creates a conflict of interest
- Inappropriate advances in pursuit of a romantic sexual relationship with a student
- Violation of academic policies, employee codes or student codes in the pursuit of a consensual romantic or sexual relationship
- The encouragement of emotional dependence of students upon faculty and/or staff
- Consensual social engagement arranged by a third party with the intent of pursuing a consensual romantic or sexual relationship.

Reporting of Fraternization

All students, employees, and officers have an obligation to report known fraternization. Reports of fraternization shall follow the same protocols and procedures as outlined in the Sexual Harassment Policy of the staff, faculty and student handbooks. All concerns should be reported, for review, to any of the following:

President
Provost
Any Vice President
Director of Human Resources
Academic Chairs
Department Directors

I-I: PROFESSIONAL CONDUCT AND STANDARDS

Appearance: The Seventh-day Adventist Church believes that the Bible requires Christians to clothe themselves modestly and to refrain from ostentatious dress and adornment. We encourage all administrators and staff members to abide by these principles.

Civic activities: The University encourages employees to take an active interest in civic affairs on the local, state, and national levels.

Confidential information: All employees must respect and maintain the confidentiality of information relative to students, faculty, and staff. The unauthorized dissemination of confidential information may be sufficient cause for dismissal or other discipline.

Endorsements: No one individual may endorse or imply endorsement of a product or service in the name of the University. This applies to the wording of contracts with organizations outside the University; to the use of University stationery in making statements regarding products, services, or issues; to any dealings or communications that could imply endorsement by Oakwood University.

Outside employment: It is believed that a full-time employee cannot adequately fulfill his or

her duties at the University while simultaneously carrying on extensive work in other employment. Part-time employment, not in excess of eight to 10 clock hours weekly, though not encouraged, is permitted. *In no case should arrangements for outside employment interfere with the employee's duties and responsibilities.*

Relations with students: The University encourages friendly relations between its students--particularly those living in the residence halls. However, students should not be entertained overnight unless approval has been received from the respective residence hall deans.

Religious obligations: As a religious University, Oakwood encourages its employees to set a good example in Christian living.

II-J: CONFLICT OF INTEREST POLICY STATEMENT

All trustees, officers, and employees of Oakwood University have a duty to be free from the influence of any conflicting interest when they represent the organization in negotiations or make representations with respect to dealing with third parties. They are expected to deal with all persons doing business with the organization on a basis that is for the best interest of the organization without favor or preference to third parties or personal considerations.

A conflict of interest arises when a trustee, an officer, or an employee of the organization has such a substantial personal interest in a transaction or in a party to a transaction that it reasonably might affect the judgment he exercises on behalf of the organization. One must consider only the interest of the organization, always avoid questionable practices, and faithfully follow the established policies of the organization.

Although it is not feasible in a policy statement to describe all the circumstances and conditions that might have the potential of being considered as conflicts of interest, the following situations are considered to have the potential for conflict and therefore are to be avoided:

- a. Engaging in outside business or employment that reduces one's ability to give full service to the University.
- b. Engaging in any business with or employment by an employer that is in any way competitive or in conflict with any transaction, activity, or objective of the organization.
- c. Engaging in any business with or employment by a non-University employer who is a supplier of goods or services to the denominational organization.
- d. Making use of the fact of employment by the University to further outside business or employment, or associating the denominational organization or its

- prestige with an outside business or employment.
- e. Owning or leasing any property with knowledge that the University has an active or potential interest therein.
- f. Lending money to or borrowing money from any third person who is a supplier of goods or services or a trustor, or who is in any fiduciary relationship to the University, or who is otherwise regularly involved in business transactions with the University.
- g. Accepting any gratuity, favor, benefit, or gift of greater than nominal value beyond the common courtesies usually associated with accepted business practice, or of any commission or payment of any sort in connection with work for the University other than the compensation agreed upon between the University and the employee.
- h. Making use of any confidential information acquired through employment by the University for personal profit or advantage, directly or indirectly.

II-K: DISCIPLINARY PROCEDURES

The following procedure applies only to employees who have completed their 90-day introductory period.

Of course, Oakwood would rather address personnel issues in a proactive manner, when feasible. However, it is part of the employment relationship, that it will become necessary from time to time for the University to discipline its employees. At the outset, the University reserves complete discretion to discipline as it deems necessary in any particular circumstance. It makes no promise of progressive discipline. However, the following general rules may apply to disciplinary measures:

- a. Each problem is carefully investigated so that the facts of the situation are fully known.
- b. Any action taken is primarily corrective rather than punitive, and that it is appropriate to the offense.
- c. The dignity of the employee is respected.

Disciplinary actions: Oakwood University strives to resolve personnel problems before they necessitate severe disciplinary actions. The University has the right to discipline its employees up to and including discharge for any reason. The following is a list of some of the types of conduct that can lead to discipline up to and including discharge:

- a. Poor job performance
- b. Absence without leave and Excessive Absenteeism
- c. Insubordination
- d. Dishonesty

- e. Violation of the policies set forth in this handbook
- f. Drunkenness
- g. Illegal use of narcotics or habit-forming drugs
- h. Conviction of a felony or crime involving moral turpitude
- i. Discourteous treatment of the public or other employees
- j. Behavior during or outside of work hours that causes discredit to the University
- k. Dishonesty in the workplace
- l. Any action that is inconsistent with the fundamental beliefs of the Seventh-day Adventist faith or code of conduct.

Required steps: When employee misconduct requires supervisory attention, the following steps should be taken:

a. The supervisor must explain to the employee the nature and degree of the misconduct and state clearly what corrective measures should be taken.

b. If misconduct continues, the supervisor will again give appropriate explanation for his/her dissatisfaction and call attention to corrective measures for redeeming employee performance. A written memorandum will follow this, which will be filed within the department.

c. If employee behavior does not improve, the supervisor will write a formal reprimand noting (1) the conferences that have been held, (2) the instructions that have been given, and (3) the expected time frame within which acceptable behavior shall be generated.

Copies of this memorandum shall be sent to the division head and the Department of Human Resources to be placed in the employee's file for future reference. It is also understood that the employee has the option of placing his/her version of the disciplinary procedures in the file.

d. Should the employee continue behaving inappropriately, the supervisor will forward the matter to the division head with recommendations for further disciplinary action.

II-L: INTERNAL DISPUTE RESOLUTION POLICY

Statement of Intent: Oakwood University values each of its employees and looks forward to good relations with, and among, all employees. Whenever people of diverse backgrounds and

experiences work together, however, misunderstandings and disagreements may occur. We believe workplace concerns are best resolved through open and candid discussions with your supervisor, and we encourage you to discuss any concerns as soon as they arise. If, however, you disagree with an employment-related action or decision which you feel requires more in-depth or formal review, you may use the Internal Dispute Resolution (IDR) process set out herein.

Limitations: Administrative and staff employees who have been employed at the University for a minimum of one full year are entitled to utilize the IDR procedure. By initiating the IDR process, you agree to follow, comply with, and be bound by the terms and limitations of the IDR process as set out herein.

Starting the IDR process: To start the IDR process, you must first seek to resolve the matter informally by discussing it with your departmental supervisor. If the problem is not resolved at this level, you must take the following steps:

Step 1: Submit a written statement of your concern (documenting pertinent facts, circumstances, and your reasons for concern) to your departmental supervisor. This statement must be submitted within five working days of your informal discussion with him/her.

If the matter is not resolved at the initial stage, you may appeal in accordance with the following steps:

Step 2: Next ranking officer in your division

Step 3: Vice president of your division

Step 4: President of Oakwood University, who will refer the matter to an IDR Committee.

Appeals to the next higher level of review must be submitted in writing within five working days from receiving a response at the prior level, except that an appeal from **Step 3** to **Step 4** must be made within fifteen working days of receiving a response from **Step 3**. When submitting a written appeal to a higher level, you must include a copy of all documents submitted at previous levels. In addition, a written request for an appeal to **Step 4** must specifically request an IDR hearing, state the problem at issue, and explain efforts made to resolve the conflict prior to the request for review by the IDR Committee.

a. If you do not appeal a decision at any level to the next level within five working days, then you agree to be bound by the decision at the prior level and waive any rights to pursue the matter further internally or otherwise.

b. After receiving a request to appeal to **Step 4**, the President or his/her designee shall

notify the chair of the IDR Committee, who shall arrange for a hearing of the matter, giving you and your department officials five days written notice of the place and time of the hearing.

c. The IDR Committee shall consist of seven full-time employees who have been in continuous service at the University for a minimum of five years. Alternate members may be appointed as the need arises. The term of service for all members shall be two years, with no more than three consecutive appointments. Committee members shall be selected by the President from nominations made by any Oakwood employee.

d. The chair of the IDR Committee shall preside over the hearing and shall have the authority to control and limit the hearing as the chair deems appropriate. You may bring one but no more than three witnesses to the hearing to support your position. You may submit to the Committee any documentation you believe supports your position. Any documentation you wish to submit must be delivered to the chair of the Committee at least three working days before the hearing. You are not allowed to have an attorney represent you during the hearing.

e. Your department's representatives will not be present at the hearing when you (and any supporting witnesses) give your position to the Committee, and you will not be present when the department gives its position to the Committee.

f. Within a reasonable time, the IDR Committee shall prepare a written report summarizing the case and submit a written recommendation to the President, who shall notify the employee in writing of the final disposition of the matter.

g. The President's written response to the employee shall be final and binding on you and your department.

h. No management decision or disciplinary action will be delayed or postponed as a result of your having invoked the IDR process. You may use the IDR process without fear of reprisal, and you will not be subjected to any retaliatory actions for having invoked the process.

i. If your employment-related complaints involve claims of discrimination and/or harassment, you should report such claims in accordance with Oakwood's Workplace Free of Harassment Policy. In addition to Oakwood's Workplace Free of Harassment Policy, you may also utilize the IDR process as a method of resolving any complaints relating to discrimination and/or harassment.

II-M: STUDENT ANTI-HARASSMENT POLICY

Oakwood University is committed to providing a workplace free of unlawful harassment and discrimination affecting employees of the University and students or members of the public.

1. Harassment Prohibited: Federal law and this policy prohibit harassment and discrimination based on one's sex, race, color, age, national origin, disability, or veterans' status.

Prohibited behavior includes, but is not limited to, the following:

- A. Conduct or language derogatory to race, color, religion, national origin, sex, age, disability, or veteran status, including jokes, pranks, or epithets.
- B. Written or graphic materials that denigrates or shows hostility or aversion toward an individual or group because of race, color, religion, national origin, sex, age, disability, or veteran status that is placed on the walls or bulletin boards or otherwise circulated in the workplace.
- C. Verbal or physical conduct of a sexual nature in which a submission or rejection of such conduct is used as the basis for any decision with regard to the harassed individual.
- D. Unwelcome sexual advances or touching; requests for sexual favors; sexual jokes, comments, or innuendoes; other conduct of a sexual nature which a person might find offensive; hazing horseplay, or practical jokes based on an individual's sex; and visual materials such as posters, cartoons, calendars, or picture of a sexual nature or depicting partially clad or nude individuals.

2. Definition of Terms Contained in Criminal Code of Alabama

Domestic Violence – Any incident resulting in the abuse, assault, harassment, or attempt or threats thereof, between family, household, or dating or engagement relationship members.

Harassment – The striking, shoving, kicking, or otherwise touching or making physical contact in this regard to another for the purpose of harassing, annoying or alarming; and/or directing abusive or obscene language or making an obscene gesture towards someone for the purpose of harassing, annoying, or alarming.

Sexual Misconduct – Committing sexual abuse, sexual assault, sexual conduct, sexual contact and sexual excitement as defined by state law as contained in the Criminal Laws of Alabama, sections 38, 15, and 13A.

Rape is defined as engaging in sexual intercourse with a member of the opposite sex by forcible compulsion.

II-N: PROCEDURES FOR DEALING WITH HARASSMENT/DISCRIMINATION/ASSAULT

A. Harassment , Discrimination, and Sexual Misconduct

1. Informal Procedure:

The offended student shall report the matter to “a” or “b” below, if the offender is a student. If the offender is an employee of the University, the offended student should report the matter to the Vice President for Student Services or designate.

- a. On campus students shall report this to the Residence Hall Director.
- b. Off campus students shall report to the Office of Student Services or Public Safety Office.
 1. The Residence Hall Director and or Director of Residential Life, in consultation with the Assistant Vice President for Student Services will take action to clarify the situation, explain University policy, and enlighten the offended student regarding the informal procedures for filing such complaints.
 2. If the student wishes to settle the matter informally, the Residence Hall Director and or Director of Residential Life, in consultation with the Assistant Vice President for Student Services, shall arrange a meeting with a counselor from the Department of Health and Counseling Services who will act as a mediator.
 3. The mediator shall meet with the offended student, discuss the situation, and note pertinent details, including the name of the offending party.
 4. The mediator shall arrange a meeting with the offending party to discuss the matter and work toward a reconciliation of the parties.

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5. If agreed, all parties shall meet together to effect the reconciliation. A written guarantee shall be given by the accused not to repeat the offensive behavior with the offended party or with anyone else as long as he or she is matriculating at the University.
 6. The written guarantee shall be placed in the offending student's file in the Office of Student Services to be used only as evidence where similar behavior is manifested in the future.
 7. If subsequent harassment behavior should occur, the offending student shall be referred to the Assistant Vice President for Student Services for appropriate action.
 8. If during step (5) the accused denies complicity in the matter and refuses to accept responsibility, the mediator shall recommend formal procedures.

2. Formal Procedure

The offended student shall lodge a complaint with "a" or "b" below.

- a. Residence Hall Director if an on-campus student.
- b. The Vice President for Student Services or designate for off-campus student.
 1. The Residence Hall Director in consultation with the Assistant Vice President for Student Services, shall hear the case, note pertinent details, and explain fully the University's policy as it relates to the issue. In matters of sexual misconduct, the offended student shall be informed of the option of pressing legal charges against the accused.
 2. If legal charges are brought, the University may place the accused on Citizenship Probation until the case has been fully adjudicated.
 - a. If convicted, the accused shall be expelled from the University.
 - b. If acquitted, the accused shall be fully reinstated as a matriculating student with all the rights and privileges pertaining thereto. (The reinstatement of the vindicated party shall be published for the benefit of the University Community.)
 - c. The apology shall be placed in the files of both students in the

Office of Student Services to be used as evidence in future allegations of harassment or assault.

3. If the offended student declines and/or refuses to pursue legal charges against the offender, he/she shall write a formal complaint and submit it to the

- Assistant Vice President for Student Services.
4. Upon receiving the complaint, the Office of Student Services, in collaboration with the University President, will appoint a committee to investigate the complaint and make recommendations for its appropriate disposition.
 5. The accused shall be presented with a copy of the complaint and required to submit a written response within 24 hours.
 6. The committee shall study the documents in hand, note any discrepancies in the narratives, and take steps to clarify any questions that arise. This may include meeting with the antagonists separately, together, or with witnesses until the complaint has been investigated to the committee's satisfaction
 7. If the committee vindicates the accused, the Assistant Vice President for Student Services shall proceed according to Step 3, parts b and c as stated above.
 8. If the committee finds that the accused is indeed guilty as charged, the Assistant Vice President for Student Services shall proceed to implement the sanction(s) as stipulated by the policy and/or in accordance with the decision(s) of the committee. These sanctions include, but are not limited to, expulsion and/or dismissal.
 9. The findings of the committee shall be documented in a formal report addressed to the Vice President for Student Services. Copies shall be sent to the President of the University and to each of the parties in the dispute.

B. Sexual Assault

Sexual assault is defined as the intentional and unwelcome touching of an individual's intimate parts or the intentional touching of the clothing covering the intimate parts, accompanied by use of force, the threat of force, or coercion. "Intimate parts" includes the primary genital area, groin, inner thigh, buttocks or breast of an individual.

All allegations of sexual misconduct, including sexual assault, should be immediately reported to the University Department of Public Safety, and will be processed according to required Federal, State and local guidelines. The University will also process reported sexual misconduct allegations according to appropriate Student Code of Conduct guidelines.

II-O: PROTECTION OF VICTIM AND ACCUSED

When investigating an alleged incident particularly of Domestic Violence, Harassment, Discrimination, and/or Sexual Misconduct, it shall become necessary to take precautions to protect those persons involved in the alleged incident.

1. Protection of Victim and Supporting Witnesses:

- a. Investigation shall be initiated with the knowledge of the victim who shall be informed of steps taken during the investigation.
- b. Reasonable action shall be taken to assure that the victim and witness suffer no retaliation as a result of their involvement.
 1. Incident shall be kept in the utmost confidentiality
 2. All parties involved shall be closely monitored and supervised (students shall be required to report their whereabouts to the residence hall director on duty).

2. Protection of the Accused:

- a. At the time of the incident, as well as during the investigation, the accused shall be informed of the allegations, the extenuating circumstances, and the identity of the victim and the witnesses.
- b. The confidentiality of the accused shall be sustained.
- c. The accused shall be given ample opportunity to prove whether the allegations are just or unjust.
- d. In the event that the allegations are unsubstantiated, reasonable steps shall be taken to restore the reputation of the accused if damages are incurred.
- e. A person found to have been intentionally dishonest and/or malicious in making allegations shall be subject to University discipline.

3. Protection of Both Parties:

- c. To the extent possible, the investigation shall be conducted in such a way as to protect the confidentiality and interest of both parties.
- d. When the investigation has been completed, both parties shall be informed of the facts made known during the course of the investigation. Also, both parties shall be informed within thirty (30) days regarding the disposition of the case.

Sanctions

- 1. Depending on the severity of the offense, a student found in violation of University, Federal or State policy will receive appropriate discipline, which could include expulsion and/or dismissal.
- 2. An employee found in violation of University, Federal, or State policy will be disciplined according to the Staff Handbook guidelines which could include termination of employment.



**OAKWOOD UNIVERSITY
STAFF HANDBOOK**

**SECTION III
FINANCIAL POLICIES AND BENEFITS**

III-A: POLICY ON SALARIES

Determination of Salaries: The Board of Trustees approves the annual salaries of University personnel at their annual meeting, upon recommendation by the President and after consultation with the appropriate University officers. Salaries for new staff positions filled during the course of the year, between Board of Trustees' meetings, are determined by the President's Council, upon the recommendation of the division heads. The salary depends upon budget, position, years of experience, and education.

Salary Payment Schedule: Paydays are every other Monday. An employee who does not receive a paycheck or receives an incorrect paycheck should contact the Human Resources and/or Payroll Office to arrange for a correction.

Paycheck Distribution, Direct Deposit: A safe, fast, and reliable system of paying employees is provided for Oakwood University employees through a direct deposit arrangement. Paycheck funds will be deposited automatically for employees directly into checking and/or savings accounts at qualified financial institutions selected by employees. Employees will have the ability to select two accounts in one institution, or one account in two separate institutions. Earnings statements will be available to employees on scheduled paydays. All employees are required to participate in the direct deposit program.

Payroll Advances: A salary advance is not a benefit. Advances are made only in extreme emergencies. In those rare cases in which an advance is necessary, an employee must make arrangements directly with the Office of Financial Affairs who will then take the matter to administration for approval.

Payroll Deductions: The University uses three main categories of payroll deductions:

a. Legislated Deductions are made until the maximum year-to-date amount required by law has been deducted. These are (a) Social Security (FICA), (b) Federal Income Tax, and (c) State Income Tax.

b. Voluntary Deductions are made available by the University for the convenience of employees. Voluntary deductions are not made without written request by the employee. Examples of deductions within the category are bookstore/market, health care, United Giving (Oakwood to Oakwood, Development Funding, UNCF), tuition payments, annuities, supplemental retirement, insurances, and campus rent.

c. Garnishment Deductions are made as required by law when the University is served with a garnishment or writ of execution. Employees are notified if this category of deduction is necessary.

III-B: MOVING AND TRAVEL EXPENSE POLICY

New Department Directors: It is the general practice of Oakwood University to offer assistance for moving and travel expenses for regular full-time new Department Directors. Approval for such assistance must be granted by the college administration. Information regarding moving and travel expenses will be included in the offer for employment. All moving and travel payments and/or reimbursements will be handled through the Human Resources office.

Assistance will be paid according to the following schedule:

Household Goods: Three estimates from reputable moving companies for moving of household goods must be submitted to the Human Resources director. Allowance is up to 12,000 lbs. for a family, and up to 6,000 lbs. for a single person. An authorized purchase order will be issued to the moving company with the lowest estimate. (Automobiles are not considered as household goods.)

Moving Allowance: Fifty percent of the current year wage factor is reimbursable for a family, twenty-five percent for a single person.

Insurance Claims: The employee is responsible to negotiate claims and/or damages with the moving company.

Maximum Assistance: The allowance referred to above shall be limited to two vehicles and one flat moving allowance per family even though both spouses are employed.

Storage: Employees are encouraged to wait until housing is secured in the Huntsville area before moving their household goods. The University will allow storage charges for exceptional cases for a limited period of time. The maximum the University will allow for storage is four days.

Travel Expense: The University will pay automobile mileage for the shortest route. Actual expenses will be paid according to the currently approved travel allowance (per mile and per diem) for a total of two automobiles.

Sharing Moving Expenses: When calls are extended to a husband and wife to join two different denominational institutional organizations in the same area, the cost of moving shall be

shared by the calling organizations. However, when the initial call is for one spouse and the other spouse obtains employment, the organization that initiates the primary call shall be responsible for the full cost of the move.

Agreement: The total moving expense paid by the University will be amortized over a period of three years at the following rate: the first year at twenty-five percent, the second year at twenty-five percent, and the third year at fifty percent.

If voluntary termination of employment becomes necessary within three years, the staff member must reimburse the university for the unauthorized amount of the incurred moving and traveling expenses. The employee must initially agree to authorize the holding of his/her final check until the obligation has been paid.

Any other arrangements that are not covered by this policy are to be made with the Office of Human Resources.

III-C: RETIREMENT

Oakwood employees may be eligible for benefits under various retirement benefit plans. The benefit plan documents, not this Handbook, controls issues concerning all retirement benefits. Please see Human Resources for copies of any plan documents.

The University contributes a predetermined percentage based on an employee's gross wages each pay period into a Defined Contribution Plan. Employees can also make voluntary contributions to the plan (not to exceed legal limits). The University will match a percentage up to a maximum of a predetermined amount of employee's voluntary contributions. See Human Resources for current percentages.

Retirement: When an employee reaches retirement age, he/she may apply for retirement status. Employee is encouraged to contact the Office of Human Resources at least three months before targeted retirement date. Employee with eligible years of service of denominational employment prior to 2000 may be eligible for retirement benefits from the Defined Benefit Plan. Years of service beginning January 1, 2000, qualifies for Defined Contribution. An employee could possibly be eligible for benefits from both plans. Applications for the retirement plan are initiated and processed in the Office of Human Resources.

Retirement commendation: Retirement recognition is given by the University at the Spring Board of Trustees Annual Retirees and Employees Recognition Banquet for those persons retiring by the end of the fiscal year.

Retiring worker's moving allowance: When a worker who has given thirty years or more of

denominational service retires, he/she is entitled to an allowance. This allowance is unrestricted. Therefore, a portion or all may be used for moving expenses should the retiree decide to relocate. If

he/she decides not to relocate, the retirement allowance is not reduced. A worker who has served less than thirty years may be paid a proportionately less amount.

III-D: STAFF TRAVEL/TRAVEL ALLOWANCE

I. General

It is the policy of Oakwood University to reimburse employees who travel at the request of the University for reasonable and necessary expenses incurred while traveling on authorized University business. The implementation of this policy is reflected in the spirit of guidelines set forth below. In this regard, these guidelines are not intended to replace the good judgment of those responsible for their execution. Circumstances and differences in responsibilities may dictate exceptions. In such cases, appropriate action should be characterized by prudence and a responsibility to safeguard University funds. These guidelines do not preclude more restrictive internal approval procedures which department heads may choose to implement internally in order to monitor their departmental accounts.

Necessary and Actual Expenses: Only actual and necessary expenses of official travel are reimbursed. All travel must be by the most economical route practical and any person traveling by another route, without adequate justification, must assume any additional expense incurred. When there is an interruption of travel or deviation from the direct route for the traveler's personal convenience, the travel allowance may not exceed that which would have been incurred on uninterrupted travel.

Official Station: The official station of an employee is the office and/or campus to which an employee is normally assigned. Transportation costs between an individual's domicile and official station are not allowed.

Timelines: To ensure that the University's travel reimbursement policies continue to qualify as an "Accountable Plan" (as defined by Internal Revenue Service guidelines), all travel expense claims must normally be filed within five (5) working days of the date that the expenses were incurred.

Transportation: Responsible personnel must ensure that all transportation modes and

practices are the most economically obtainable. Travel must be consistent with departmental programs, practical and in the best interest of the University.

Reimbursement from Funds Available Through Outside Contract: If reimbursement is to be made from funds available throughout a contract between an outside sponsor and the University and such contract expressly provides a measure of reimbursable travel expense; persons traveling in the service of the University will be reimbursed in accordance with the terms of the contract, but cannot be reimbursed in excess of the amount allowed by University Guidelines.

II. Travel Authorization

- A. **Travel Authorization:** A Travel Authorization form (Campus Leave) is required for all reimbursable travel including institution and grant travel.
- B. **Per Diem:** The per diem includes all charges for meals, gratuities to restaurant employees, and laundry where allowable. (See the travel form for current rates.) The current per diem regulations are:
- * No per diem allowance will be paid for a trip of less than six hours.
 - * For a trip greater than six hours but less than twenty-three hours, a meal allowance will be paid (receipts are required).
 - * For an overnight trip.
 - * When all meals are provided by others (persons or organizations), a reduced per diem is provided (fully entertained).
 - * Pre-authorized family per diem is allowed.

If an employee does not wish to receive the per diem (in full or partial) he/she must state in writing that they voluntarily forfeit the per diem due them.

- C. **Privately Owned Vehicles:** Mileage in lieu of actual transportation expenses may be reimbursed per mile based on the current rate.
- D. **Receipts:** Receipts should be obtained whenever possible for any travel expenses, but are required for all registration fees, air fare, rail and bus fare, gasoline and oil purchases for rental vehicles, and for any other expense greater than \$10. **If car rental and gas receipts are lost for trips where the rented car was driven for more than 60 miles, then the mileage rate may be (with Unit VP's and Financial VP's approval) claimed in lieu of rental reimbursement.**
- E. **Early Departure or Late Returns:** A memo is required to justify an employee leaving on an early travel date or returning late. The justification should document

the reduction in the total travel costs.

- F. **Hotel Expenses:** Hotel expenses should be broken down on a per-day basis. The amount should include the room charge plus any applicable room taxes and should not include any telephone, meal, or parking expenses. The University does not reimburse expenses for movie rentals. If two employees share a hotel room, each employee should record 1/2 of the cost on his/her travel report. The employee who paid for the room should attach the original receipt to his/her travel report. The other employee should attach a copy of the hotel receipt with an explanation that a room was shared and that the original receipt is with the other employee's travel report. If a non-employee shares a room, the employee will be reimbursed for the single room rate only.
- G. **Air, Rail or Bus Fares:** Tickets purchased by the individual cannot be reimbursed until the trip is completed. A receipt from the airline (versus a credit card slip) is required.
- H. **Other Allowable Expenses: The following are allowed for reimbursement:**

Baggage

Charges: Charges for baggage in excess of the weight carried free by common carriers are allowable if such excess is used exclusively for official business. Storage and handling charges may also be allowed under the same conditions.

Gratuities: Tips to taxi drivers, and/or housekeepers are allowable when deemed by administration to be reasonable and necessary. Gratuities claimed as travel expenses should be consistent with levels generally accepted, taking into account geographical location, types of services provided, and any special circumstances. (Limit \$20.00/current specified rate per trip)

Porterage: Reasonable expense for baggage handling services are allowable for delivery to or from a common carrier and delivery to or from a lodging accommodation. (Limit \$20.00/current specified rate per trip)

Registration

Fees: Payment of registration fees, which are required as admittance fees for

participation in meetings, are allowable. Meals included as part of registration fee may not be claimed separately. Organization membership dues, as distinguished from registration fees, shall not be processed for payment as travel.

Telephone

& Facsimile: Expenses for necessary official telephone and facsimile services are allowable. Whenever possible, telephone calls to an activity's central office shall be made by direct dial. (Limit \$20.00 per trip)

Airport parking for Huntsville Airport is reimbursed up to the rate of \$5.00 per day for a maximum of \$50.00 per trip.

Hotel parking is reimbursed up to the rate of \$15.00 per day for a maximum of \$105.00 per trip.

- I. **Non-Allowable Expenses for Travel:** The following (not all inclusive) are not allowed for reimbursement:
 - Miscellaneous supplies
 - Alcoholic beverages
 - Personal phone calls
 - Unauthorized entertainment and hospitality expenses
 - Items without receipts
 - Unauthorized spending (books, gifts, etc.)
 - Payment of mileage rate when renting a car (If you drive a car, you can receive either the mileage rate or reimbursement for gas, not both. If you rent a car, the original receipt for gas and car rental should be turned in for reimbursement only.)
 - Items that are not included on the Campus Leave form.
 - Unauthorized trips

- J. **Signature Requirements:** All travel to be reimbursed by Oakwood University must be approved on a Travel authorization form in advance by the appropriate department supervisor, Vice President, VP for Financial Affairs and the President. Employees may not approve their own reimbursement.

1. **Interrupted Travel:** If there is an interruption of travel or deviation from the direct route for personal reasons, the reimbursement will not exceed that which would have been allowed if the travel was not interrupted. Any deviation must be explained in

writing and attached to the travel voucher so that the correct amount of reimbursement can be determined.

2. **Expenses Paid on Behalf of Others:** It is not permissible to include expenses paid on behalf of others on an employee's travel reimbursement voucher. Each traveler must report his/her own expenses.
3. **Foreign Travel:** Procedures for foreign travel are the same as for travel within the United States. An employee may exchange currency several times during a trip at different rates; however, one exchange rate can be used for all travel conversions. The conversion rate must be shown on the travel voucher. Persons traveling under federally-funded accounts should be aware of and adhere to the U.S. Flag Carrier regulations (FAR 47.4).

III-E: EXPLANATION OF BENEFITS

Availability of Benefits: Benefits are made available to administrative and salaried full-time employees upon hiring. Benefits are available to full-time hourly regular employees, upon satisfactory completion of the introductory period. Benefit plan documents, not this Handbook, control issues concerning all employment benefits. Please see Human Resources for copies of any plan documents.

Availability of Health-Care Assistance: Health-care assistance is available upon the ninety-first day of employment. If an employee is transferring from another denominational institution, there is no waiting period.

Adventist Risk Management of the General Conference of Seventh-day Adventists manages the vision, dental and prescription. Independent Blue Cross manages the health care. Premium payments are required from the employee. Spouse and dependent children, meeting the eligibility requirements, may be covered. Deductibles applies. Check with the Office of Human Resources for current rates. Detailed information is discussed during the new employee orientation.

Insurance Policies: The Hartford Insurance Company makes available to both regular full-time and regular part-time employees (working at least 20 weekly hours year round) Supplemental

and Accidental Death and Dismemberment Insurance at a nominal premium. Employees can make application for Supplemental Life Insurance within 30 days of employment without health evaluation.

Premiums are payroll deductible. Employees who use these policies must obtain application forms from the Office of Human Resources (HR), complete the applications, and return them to HR for

processing.

Survivor Benefits: An employee survivor benefit shall be paid to the survivor(s) of full-time employees who die while in active service or who are still on the denominational payroll, and/or to the survivor(s) or the spouse thereof, or for a dependent as defined in the Health Care Assistance Policy. Deductibles apply. Check with Human Resources for current coverage. An updated Beneficiary Designation Form must be on file in the Office of Human Resources.

Free Course Policy: The University makes it possible for regular full-time employees to take one free course each semester. This applies only to courses taken at Oakwood University. The provision for a free course does not cover private music lessons, student internships, field courses, or other courses that require more than one class period away from the job.

The steps for applying for approval are as follows:

1. The employee completes the Free Course Application Form, obtainable from the Office of Human Resources (HR), at least one week prior to registration. The number of credit hours for a free course is not to exceed three.
2. The supervisor must consider the employee's workload and whether or not the course is job-related before making a recommendation to the appropriate University officer for approval.
3. The University officer will approve or disapprove the application and then forward the form to HR.
4. HR will verify that the form is completed accurately, including whether the course requested is job-related. HR will mail a copy of the approved or disapproved form to the employee.
5. Any application that is not completed properly, including how time will be made up if the course is not job-related, will be returned unprocessed.

Note: If the course is job-related, employees do not have to make up the time away from work. Employees approved by their supervisors to take a non job-related course during working hours must

make up the time. Hourly employees are to clock out for the course. The supervisor is required to monitor time away from the job and see that the time is made up.

Free Course for Spouses: The spouse of a regular full-time employee is eligible to take one

free course each semester at the institution. The steps for applying for approval are as follows:

1. Application for a spouse of an employee must be signed by the employee and appropriate University officer and submitted to HR for processing.
2. Eligible spouses who are employed part-time by Oakwood University cannot take advantage of free courses offered during their assigned working hours. For a course outside of working hours, the spouse must then follow the above procedures.

Basic scholarship assistance policy: Children of full-time employees who are enrolled in General Conference approved Seventh-day Adventist schools at the undergraduate level may be eligible for scholarship assistance on the following basis:

1. For unmarried dependent students who live in a residence hall, an allowance of up to 70 percent of tuition and all required fees is available; unmarried dependent students not living in dormitories, the allowance is 35 percent. A Scholarship Assistance Form may be obtained from HR and must be renewed each school year.
2. If the child of an employee wishes to attend another General Conference approved Seventh-day Adventist University or university other than Oakwood, assistance shall be given for a maximum of two years on the undergraduate level. University programs requiring two years to complete and not offered at Oakwood University are covered by this policy and should be considered when using the two years' assistance away from Oakwood.

Meal Plan for Employees: Regular full-time staff are eligible for the free meal plan once benefits begin. An activated I.D. card is used to gain access to the free meal which begins on the first day of instruction and ends on the last day of instruction each semester. New employees must bring I.D. card to Human Resources to be activated for the meal plan.

Child/Elder Care Assistance: Regular full-time employees are eligible to utilize the Child/Elder Care Assistance Benefit. The care must be provided by a licensed care facility, and must be for a dependent child (i.e., born to or legally adopted by employee/spouse) or dependent parent. An itemized statement of anticipated charges must be submitted with the application for consideration. Proof of dependency for parent (copy of Income Tax Return) is required. Employee must submit a paid receipt for reimbursement to the Office of Human Resources. Reimbursement will be granted on services rendered.*

*Receipts are to be submitted within 30 days. (*A new application is required each fiscal year and/or if there is a change in the Provider.*)

III-F: LEAVE POLICIES

Sick leave: The sick leave policy shall apply to non-exempt and exempt denominational employees of Oakwood University. Sick leave time shall accrue at the rate of 2.93 hours for the 76-hour (two-week) personnel per pay period. Public Safety personnel shall accrue at the rate of 3.08 hours per pay period.

Family Medical Leave: Under the FMLA, eligible employees are entitled to up to 12 weeks of unpaid, job-protected leave during a single 12 month period for the following reasons:

- For incapacity due to pregnancy, prenatal medical care or child birth;
- To care for the employee’s child after birth, or placement for adoption or foster care;
- To care for the employee’s spouse, son or daughter, or parent, who has a serious health condition; or
- For a serious health condition that makes the employee unable to perform the employee’s job.

Military Family Leave Entitlements

Eligible employees with a spouse, son, daughter, or parent on active duty or call to active duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week leave entitlement to address certain qualifying exigencies. Qualifying exigencies may include attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

In addition, eligible employees are entitled to take up to 26 weeks of unpaid, job-protected leave to care for a Covered Servicemember during a single 12-month period. A Covered Servicemember is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the servicemember medically unfit to perform his or her duties for which the servicemember is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

Eligibility Requirements

To be eligible for FMLA leave, employees must have worked for at least one year and for 1,250 hours over the previous 12 months.

Benefits and Protections

If applicable, an eligible employee on FMLA leave will continue to receive health coverage under a “group health plan” on the same terms as if the employee had continued to work. Upon

return from FMLA leave, most employees will be restored to their original or equivalent positions with equivalent pay, benefits, and other employment terms.

The use of FMLA leave alone will not result in the loss of any employment benefit that accrued prior to the start of an employee's leave.

Definition of Serious Health Condition

A serious health condition is an illness, injury, impairment, or physical or mental condition that involves either an overnight stay in a medical care facility, or continuing treatment by a health care provider for a condition that either prevents the employee from performing the functions of the employee's job, or prevents the qualified family member from participating in school or other daily activities.

Subject to certain conditions, the continuing treatment requirement may be met by a period of incapacity of more than 3 consecutive calendar days combined with at least two visits to a health care provider or one visit and a regimen of continuing treatment, or incapacity due to pregnancy, or incapacity due to a chronic condition. Other conditions may meet the definition of continuing treatment.

Use of Leave

Leave can be taken in one block of time or intermittently or on a reduced leave basis when medically necessary. Employees must make reasonable efforts to schedule leave for planned medical treatment so as not to unduly disrupt the University's operations. Leave due to qualifying exigencies may also be taken on an intermittent basis.

Substitution of Paid Leave for Unpaid Leave

To the extent available, employees must use all accrued and available paid leave while taking FMLA leave. While the paid leave is running concurrently with FMLA leave, employees must comply with the University's normal paid leave policies.

Employee Responsibilities

Employees must provide 30 days advance notice of the need to take FMLA leave when the need is foreseeable. When 30 days notice is not possible, the employee must provide notice as soon as practicable and must comply with the University's normal call-in procedures.

In addition, employees must provide sufficient information for the University to determine if the leave qualifies as FMLA leave as well as the anticipated timing and duration of the leave. Sufficient information includes that the employee is unable to perform job functions, the family member is unable to perform daily activities, the need for hospitalization or continuing treatment by a health care provider, or circumstances supporting the need for military family leave. Employees also must inform the University if the requested leave is for a reason for which FMLA leave was previously taken or certified. Employees also may be required to provide a certification and periodic recertification supporting the need for leave.

Response from the University

Employees requesting leave will be informed whether they are eligible under the FMLA. If so, the University may request additional information at that time. If not, the employee will be informed of the reason(s) for the ineligibility.

Eligible employees will be informed whether the leave will be designated as FMLA leave and, when applicable, the amount of leave counted against the employee's leave entitlement. Alternatively, the employee will be informed if the leave requested does not qualify for FMLA leave.

Unlawful Acts

Pursuant to the FMLA, the University will not interfere with, restrain, or deny the exercise of any right provided under FMLA or discharge or discriminate against any person for opposing any practice made unlawful by FMLA or for involvement in any proceeding under or relating to FMLA. If an Employer commits an unlawful act under the FMLA, an eligible employee may file a complaint with the U.S. Department of Labor or file a private lawsuit. The University will not retaliate against any employee who requests FMLA leave. If an employee believes he/she has been retaliated against, the employee is directed to use the complaint process set forth in **Policy I.F.3**.

Applicability to Other Laws

The FMLA does not affect any Federal or State law prohibiting discrimination, or supersede any State or local law or collective bargaining agreement which provides greater family or medical leave rights.

For additional information: Contact the Oakwood University Office of Human Resources at extension 7273.

Vacation policy: The University grants regular full-time employees vacation time according to the following policies:

1. Regular employees accrue vacation hours based on the following schedule:
 - a. Employees with one to four years of full-time denominational service credit receive two weeks of paid vacation.
 - b. Employees with five to eight years of full-time denominational service credit receive three weeks of paid vacation.
 - c. Employees with nine plus years and more of full-time denominational service credit receive four weeks of paid vacation.

2. Vacation time may be earned and accumulated from year to year up to a maximum of four weeks. The maximum number of vacation days that may be carried over from fiscal year to fiscal year is 10 days.

Personal leave: Four hours a month are designated for personal business. These hours are non-accumulative and are taken with prior approval of the supervisor.

Funeral leave: A regular full-time employee is allowed up to three regularly scheduled workdays off with pay for funeral leave in case of death in the immediate family or the spouse's immediate family. Spouses, children, parents, brothers, sisters, foster parents, and legal guardians are considered immediate family. Travel requiring 1,000 miles or more one way may increase the funeral leave days to five.

Holidays: The number of paid holidays granted in one year shall be limited to nine. Employees are entitled to the following holidays: New Year's Day, Martin Luther King's Birthday, Memorial Day, the Fourth of July, Labor Day, Thanksgiving (2 days), Christmas Eve, and Christmas Day.

III-G: TERMINATION OF EMPLOYMENT

Dismissal and termination: When an employee terminates his/her employment, a clearance procedure must be followed. Before a final check is issued, the departing employee must submit to the Office of Human Resources a signed Clearance Procedure Form. Payment for accrued vacation time is given only when the employee has been employed for at least one year. Unused vacation hours are processed for payment upon submission of a signed Clearance Procedure Form to the Office of Human Resources. Payment will be the payroll following the last payday.

Resignation: If an employee wishes to resign, a 30-day written notification shall be given to the President, who has authority to accept resignations.

Unemployment Compensation: Should an employee become unemployed, he/she should apply to the Unemployment Compensation Agency, located at 2535 Sparkman Drive, NW, Huntsville, Alabama 35810 (phone: 256-851-7347).

Reemployment: Consideration for reemployment will be given if employee leaves Oakwood University in good standing. If no immediate position is available, the application will be placed in the active file for six months.

Employee clearance procedure: An employee who is terminating his/her services at the institution is required to complete the Employee Clearance Form. The completion of this form signifies that the employee has either settled or made arrangements for settling all outstanding accounts and obligations with the University, prior to being officially terminated from employment.

This form can be obtained from the Office of Human Resources. After all signatures have been secured by the employee, the form should be returned to the Office of Human Resources for dissemination. A copy will be forwarded to Payroll, and a final check will be processed.

Termination settlement and severance pay: Termination settlements and severance pay will be granted according to the North American Working Policy (Y36) and upon the recommendation and approval of Administration. [When releases are involved any severance pay shall be conditioned on a release of all claims against the University, the SDA, employees and its affiliates]

Farewell gifts: Employees leaving Oakwood University (with a minimum of two years of service) shall be honored with a monetary gift from the University. Eligibility shall be as follows: Employee leaves while in good standing, including retirement and (voluntary) resignation; the years of service considered shall be limited to employment with Oakwood University only. Upon completion of the clearance procedure through the Human Resources Office, the gift will be

processed through payroll.

Employees receiving a termination settlement severance pay is not eligible to receive the farewell monetary gift.



**OAKWOOD UNIVERSITY
STAFF HANDBOOK**

SECTION IV

SERVICES

IV-A: SERVICES FOR EMPLOYEES

Administrative Systems Center: Oakwood University Administrative Systems_Center is a unit within the University that provides computing services for administration, faculty, and staff. The Administrative Systems Center is administered by a director, who reports to the Assistant Vice President of Information Technology. Procedures governing priorities for the Administrative Systems Center are determined by the Technology Council, which is chaired by the President of the University.

The Information Technology Division is to coordinate the development and implementation of campus-wide technology initiatives emanating from Administrative Systems, Campus Communications, and Technology Department. The goal of the Information Technology Division is to deliver high quality, reliable, responsive technology services supporting technology usage for the faculty, staff, and students.

Credit Union: Oakwood is affiliated with the following credit union. Employees may apply to:

Redstone Federal Credit Union (Main Office)

220 Wynn Drive

Huntsville, AL 35814

256-837-6110

(Direct deposits/Payroll deductions available.)

Copy Center: Duplicating (copying) service is provided for copying materials to be used for institutional purposes. The cost of these services is charged to the appropriate department. Personal materials may be copied at the University Library or at the Copy Center for a nominal fee.

Health Service: For minor medical care, staff members and their families have the same health privileges as students. This includes such first aid as can be administered by the University nurse, and minor treatments at the medical office during regular hours. If the services of the University physician are needed, the faculty or staff member is responsible for payment of fees to the physician.

Housing: The University provides a limited number of residences for persons approved by the University, with the following regulations:

1. An application and a security deposit are required before moving into the University residence. The Security deposit is refunded when the apartment or house is left

in a clean condition, with all appurtenances in working order to the satisfaction of the director of the physical plant.

2. Should a person become more than 60 days delinquent without making suitable arrangements, eviction notices may be served.

3. Subletting is forbidden.

4. Pets are permitted as long as they do not disrupt or become a nuisance to neighbors or the University campus.

5. The University insures the residence only for fire, wind, and water damage. It is recommended that the lessee obtain personal renter insurance on furnishings.

6. The University is responsible for routine repairs and painting of the residence.

7. When a lessee is out of town for vacation or an extended period of time, the security office should be notified.

8. When a faculty or staff member retires while living in campus housing, he/she should move from the University residence within 12 months after retirement.

The Eva B. Dykes Library: The Eva B Dykes Library connects you to the world of information. It provides a broad variety of books, databases, magazines, media and archival materials for your research and entertainment needs. Your Oakwood University ID is your Library ID. The Library's website www.oakwood.edu/academics/library provides a gateway to library resources and services on and off-campus.

Accessing Library's Collections

- [Library Catalog](#) lists books and most media titles owned by this library.
- [Journals](#) — Search EBSCO A-Z by journal title. Over 35,000 journals are available; most of them are full-text online.

- [Articles/Databases](#) — search for journal articles in over 100 of the library's subscription databases by topic or author and retrieve references, full text articles, statistics, and/or primary source materials.
- [WorldCat](#) — See what's available in other libraries locally and around the world.
- [Media Resources](#) – Collection of over 8,000 DVDs, CDs, and videos, plus other equipment.
- [Archives & Museum](#) – Repository of the history of Oakwood University and Black Seventh-day Adventists.
- [Off-campus](#) - For off-campus access and ID authentication, contact Information Technology Department.

Borrowing Privileges

- **Borrowing Privileges** — Oakwood staff may check out up to eight books for two weeks each; **five** DVD/videos for one week each, and up to three equipment (projector, screen, laptop, etc.) for 24 hours.
- **Renewal** — **Books** may be renewed once online via the library's catalog @ user services. Otherwise bring items to the Circulation Desk. Media items are not renewable.
- **Fines** — Will be charged for late or unreturned Books, DVD's, videos, CDs, and equipment per day per item. A replacement cost will be charged for lost and damaged materials.

Inter-library Loans

- [Inter-Library Loans](#) — When we do not have an item, we will request it for you (2-10 day delivery). Contact 256-726-7248.

Recommend a Purchase

- To recommend an item for purchase, contact the Director. Provide as much information as possible about items requested. Include Purchase Recommendation in subject line.

Library Orientation

Staff may schedule a personal library orientation at any time. Call or email the Director.

Photocopies

- Staff needing photocopies from a non-circulating item (journal article or reference book, for example) may use the library's office copier for single copies at no charge.
- Do not use this copier for items that can be checked out, for multiple copies of an item, or personal copies. Ask for assistance at the Circulation Desk.

Mail: Limited mail service is available at the Campus Postal Service, located next to the Cooper Science Complex.

Purchasing: All regular full-time employees are entitled to personal charge account services in the University Enterprises as well as the University Bookstore after satisfaction of the introductory period. These services may be initiated by completing the forms provided by the managers.

All institutional departments also have the privilege of charging office and classroom supplies and materials from the University Bookstore. All requisitions for office supplies and materials are to be approved by the department supervisor before a purchase is made. Unauthorized purchases are subject to deduction from the employee's paycheck.

Supplies such as books, paper, pencils, typewriter ribbons, etc., may be purchased through the Campus Store and Central Purchasing.

Recreational facilities: Staff personnel and their families are invited to make use of recreational facilities during times posted by the Physical Education Department. Staff personnel may also sign up and participate in the intramural programs as permitted by the department.

IV-B: POLICY ON PARKING

Administrators, faculty, staff, students, and long-term visitors and contractors who operate a personal motorized vehicle on campus must first register the vehicle with Public Safety &

Transportation and obtain a valid parking decal which is to be displayed as directed. The only exception will be contractors and vendors who operate University vehicles displaying logos and graphics.

Individuals who obtain decals must notify Public Safety & Transportation when:

- a. Another vehicle is acquired

- b. One or more vehicles will be driven on campus
- c. A currently registered vehicle will no longer be driven on campus; and/or
- d. The license plated has changed.

Failure to register motor vehicles and to properly display the registration sticker, as provided by this section, shall be a violation of the traffic regulations.

Registered and unregistered vehicles found to be in violation of traffic regulations will be cited and subject to towing at the owner's expense.

All owners of registered vehicles that will be parked or stored on campus for a period in excess of 72 hours must first complete a "Waiver of Liability" form from Public Safety & Transportation.

Vehicles that appear to be disabled, in a state of being repaired, or otherwise considered an eyesore due to missing wheels and other auto parts, are subject to being towed at the owner's expense after 72 hours from the date a warning sticker is affixed.

Individuals who need to have their vehicle towed from campus must first notify Public Safety & Transportation. All tow trucks attempting to enter campus for the purpose of towing vehicles based upon an owner's request will be stopped at the entrance gates and escorted by a Public Safety officer to the location of the vehicle to be towed. The owner will be contacted to confirm that the tow truck has permission to tow the vehicle.



**OAKWOOD UNIVERSITY
STAFF HANDBOOK**

SECTION V

**PUBLIC SAFETY AND EMERGENCY
PROCEDURES**

V-A: PUBLIC SAFETY AND EMERGENCY PROCEDURES

Occupational Safety and the Health Act of 1970: The Williams-Steiger Occupational Safety and Health Act of 1970 provides safety and health protection for workers. The purpose of this federal law is to assure safe and healthful working conditions throughout the nation.

1. It is the duty of each employee to bring to the attention of his or her supervisor any unsafe or unhealthful condition existing at his or her work site. In addition, the employee has the right to bring to the attention of the campus Health Service and/or assistant to the business manager, all unsafe or unhealthful conditions.

2. It is the duty of each employee who has an on-the-job-accident to report it immediately to his or her supervisor regardless of its insignificance, and sign a first report of injury form obtained from the Health Service.

3. The University will not be responsible for compensating medical costs of any accident not immediately reported to your immediate supervisor.

Emergency Arrangements: The President has sole authority to activate the Emergency Operations Plan and to make decisions regarding critical incidents that may occur on or off-campus that impact the campus community. In the absence of the President, the following is the succession of authority:

Senior Vice President & Provost, in the event of his/her absence, the Vice President for Academic Affairs; in the event of his/her absence, the Vice President for Financial Affairs; in the event of his/her absence, the Vice President for Student Services; in the event of his/her absence, the Vice President for Advancement and Development.

The National Incident Management Systems and its major component, the Incident Command System, will be followed in responding to and recovering from critical incidents on campus as incorporated in the Emergency Operations Plan.

The Director of Public Safety & Transportation has the authority to activate a temporary campus lockdown in the event of a critical incident or an actual/potential incident that impacts the safety and well-being of the campus. Immediate notification of the lockdown must be communicated to the President thereafter.

The following lines of authority shall be employed in consultation with the appropriate University representative in resolving campus emergencies:

1. For the physical plant or mechanical breakdown, the prime responsible area is the Office of Financial Affairs. In this instance, the line of authority is:

- a. Vice President for Financial Affairs
- b. Associate Vice President for Financial Affairs
- c. Director of the Physical Plant
- d. Supervisor of the Service Area (plumbing, electrical, etc.)

2. In matters of weather or similar development leading to the possibility of office closings, the responsible area of administration is Provost. In this instance, the line of authority is:

- a. Provost and Senior Vice President
- b. Vice President for Academic Affairs
- c. Vice President for Financial Affairs

3. On student unrest or mass irregular behavior, the line of authority is:

- a. Vice President for Student Services
- b. Dean of Men/Dean of Women
- c. Director of Public Safety
- d. Director of Public Relations

4. In matters of national, state, or local disaster, the Provost and Senior Vice President shall confer with appropriate national, state, or local officials in order to advise the President.

5. In case of fire, employees are to follow an established plan for preventing disaster:

- a. Remove persons in the immediate danger area.
- b. Confine the fire by closing doors to the immediate area.
- c. Report the fire by dialing 7911 and reporting the exact location, nature, and extent of the fire.
- d. If possible, extinguish the fire by using the proper extinguisher.
- e. Evacuate the entire area affected by the emergency.

Disaster Preparedness Plan: An Emergency Operations Plan is available through the Office of Public Safety. All departments must keep a copy on hand for employee information and reference.

V-B: POLICY FOR FIXED ASSETS

Property, plant and equipment represent important asset values of an organization and the actual physical presence of the asset should be compared periodically with the perpetual records. Therefore, it is imperative that the accounting and management of these assets be uniform, consistent, and accurate.

Definition of Fixed Assets:

- At Oakwood University, an item is classified as a fixed asset if it has a total cost of \$2,000.00 or more and has a useful life of three years or more.
- Annual library book purchases are classified as fixed assets and capitalized at cost.
- Donated items that are used by the institution are classified as fixed assets if the total value is \$2,000.00 or more.
- Items leased according to capital lease guidelines are capitalized as fixed assets.
- Administrative software that meets the \$2,000.00 cost guidelines is also classified as fixed assets.

Responsibility:

Oakwood University owns the asset, but the care, upkeep, and accountability of the assets are the responsibility of the user department.

ALL assets purchased by Federal or Sponsored Program funds are the property of the federal government or the respective awarding agency. In this regard, Oakwood University is the custodian of these assets and in turn, the accountability of these assets is the responsibility of the user department.

If an asset purchased with Federal or Sponsored Program funds is lost or stolen while in the custody of Oakwood University, it will be the responsibility of the user department to replace the asset by using funds from its institutional budget.

Upon payment of an asset, the Fixed Asset Accountant will assign an identification number, physically tag the asset, and gather other key information that may be necessary for accurate record keeping.

Moving:

Moving an asset from one department to another MUST be coordinated with the Fixed Asset Accountant through the completion of an approved Equipment Moving Form. This form must be approved by the Division Vice President and submitted to the Fixed Asset Accountant for appropriate accounting entries.

Disposal:

Disposal of an asset, whether by sale, trade-in, storing, junking, or theft, MUST be documented by the completion of an Asset Disposal Form. This form must be approved by the Division Vice President and submitted to the Fixed Asset Accountant for appropriate accounting entries.

Assets purchased with federal funds are not to be disposed of by the user department even if they are fully depreciated. The Director of Title III must approve all movement of assets purchased with Title III funds by his/her written permission before any activity can take place on these assets.

Assets purchased with sponsored program or other restricted funds are not to be disposed of by the user department even if they are fully depreciated. The Director of Sponsored Programs must approve all movement of assets purchased with restricted funds by his/her written permission before any activity can take place on these assets.



**OAKWOOD UNIVERSITY
STAFF HANDBOOK**

SECTION VI

INDEX

GLOSSARY

Administration Those who manage or supervise an institution.

Board of Trustees Persons elected by the Constituency to manage the institution. The composition, number, method of selection, functions, and meetings of the Board of Trustees of the University are stipulated in the Articles of Incorporation and Bylaws.

The Constituency Members of the Seventh-day Adventist Church, representing specified regions, organizations, and levels of church operation. The membership, functions and meetings of the Constituency are outlined in the Articles of Incorporation and Bylaws.

Corporation Officers Positions named in the Bylaws.

Oakwood University (Legal Definition) An institution of higher education comprised of divisions and departments which offer programs that focus on both Christian growth and academic excellence. A nonprofit corporation owned and operated by the Seventh-day Adventist Church and existing under the laws of the state of Alabama.

ADMINISTRATIVE CLASSIFICATION

(Listings are by Rank)

University Officers and Administrators (President's Council) The University President, Provost, Vice President for Academic Affairs, Vice President for Financial Affairs, Vice President for Advancement and Development, and Vice President for Student Services. The University Officers are appointed by the Board of Trustees.

Administrator One who has jurisdiction over a group of departments, activities or services.

Chairperson, Director, Manager, Residential Life Coordinator One who has jurisdiction over a department, activity, or service.

Coordinator, Supervisor One who has responsibility for the operation of a section of a department, activity, program, or service.

ANCILLARY TITLES

Associate One who shares responsibility and authority assigned by an immediate supervisor.

Assistant One who acts as a subordinate with functions as assigned.

Assistant to One who fills a staff position with functions as assigned.

Assistant in One who fills a staff position with functions as assigned.

Interim One who performs a function for a limited specified period of time.

Officer A term that can be used to designate one who performs a technical function.

Head A term is used informally but is not an official administrative title.

Staff A term that is used informally to differentiate support personnel from faculty personnel.

- (a) The personnel who assist an administrator in carrying out an assigned task.
- (b) The officers chiefly responsible for the internal operations of an institution or business.

Executive Assistant to One having administrative authority in an organization over functions, activities, departments, or services as assigned by the chief executive whom he or she assists.

AUTHORITY

Associate Officers: Assistant Vice President for Financial Affairs, Assistant Vice President for Academic Affairs, Assistant Vice for Student Services, Assistant Vice President for Advancement and Development and Assistant Vice President for Technology.

Line Authority: An executive's right to give orders to subordinates. The line executive controls his subordinates chiefly through discipline (approval or disapproval) and decisions or recommendations on compensation or promotion. The line executive determines the need, time and place for action, and issues orders to line subordinates.

Functional Authority: The right to see that activities carried on in other organizational entities are conducted in accordance with requirements. Functional authority derives from the greater technical or specialized knowledge of the executive or the organizational entity that exercises it.

Staff Activity: Consists of fact-finding, analysis, and the development of advice and recommendations.



**OAKWOOD UNIVERSITY
STAFF HANDBOOK**

SECTION VII

APPENDICES

OAKWOOD UNIVERSITY



RESTATED

ARTICLES OF INCORPORATION

AND BYLAWS

May 28, 2006
Huntsville, Alabama

RESTATED ARTICLES OF INCORPORATION AND BYLAWS

Contents
ARTICLES

Preamble	72
Article 1 Name	72
Article II Registered Office and Agent	72
Article III Duration	72
Article IV Purpose	72
Article V Membership.....	73
Article VI Board of Trustees	73
Article VII Bylaws	74
Article VIII Amendments	74
Article IX Asset Disposition	74
Article X Dissolution	74
Article XI Liability	74
Certificate of Secretary	75

BYLAWS

Preamble	76
Article I Name	76
Article II Location	76
Article III Membership of the Corporation	76
Section 1 Constituency	76
Section 2 Meetings of the Corporation	77
Section 3 Duties	79
Section 4 Term and Termination	80
Article IV Board of Trustees	80
Section 1 Governance	80
Section 2 Qualifications and Tenure.....	80
Section 3 Membership	81
Section 4 Invitees	81
Section 5 Additional Powers and Duties	82
Section 6 Chair, Vice Chairs, and Secretary	84
Section 7 Meetings	86
Section 8 Quorum	86
Section 9 Voting	86
Section 10 Resignation of Trustees	86
Section 11 Conflict of Interest	86
Section 12 Ethical Responsibility	87
Section 13 Unanimous Consent without Meeting	87
Section 14 Executive Committee	87
Section 15 Other Committees	88
Article V Officers of the Corporation	89
Section 1 General	89
Section 2 President	89
Section 3 Provost	90
Section 4 Senior Vice President	90
Section 5 Vice Presidents	90
Section 6 Secretary	91
Section 7 Treasurer	91
Article VI Contracts, Checks, Deposits, and Funds.....	91
Section 1 Contracts	91
Section 2 Checks, Drafts, Etc.	91
Section 3 Deposits	91
Section 4 Gifts	92

Article VII	Exculpation	92
Article VIII	Indemnification	92
Article IX	Nondiscrimination	92
Article X	Waiver of Notice	92
Article XI	Amendments	93
	Certificate of Secretary	93

STATE OF ALABAMA)

COUNTY OF MADISON)

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF OAKWOOD UNIVERSITY, INC.**

PREAMBLE

KNOW ALL PEOPLE BY THESE PRESENTS: That the undersigned, as President of **OAKWOOD UNIVERSITY, INC.**, a Corporation organized and existing under the laws of the State of Alabama, (the "Corporation ") hereby certifies that, in accordance with Sections 10-3A-81, 10-3A-82 and 10-3A-84 of the Alabama Nonprofit Corporation Act ("ANCA"), the Articles of Incorporation of the Corporation (the "Articles") were amended and restated by the approval of at least two-thirds (2/3) of the members of the Corporation at a meeting of the members, duly called and held and at which a quorum was present, as of the 28th of May, 2006, and states as follows:

That the name of the Corporation, is OAKWOOD UNIVERSITY, INC.

That the date of filing of the original Articles with the Judge of Probate of Madison County, Alabama, was April 15, 1944 (the "Original Articles").

That the text of the Original Articles is hereby amended by deleting the text of the Original Articles and by incorporating the provisions thereof into new Articles I through X, and restating the Articles in full to read as hereinafter set forth:

ARTICLE I

Name

The name of the Corporation shall be Oakwood University, Inc.

ARTICLE II

Registered Office and Agent

The location of the principal office of this Corporation is Huntsville, county of Madison, Alabama. The resident agent of the Corporation shall be the President of the Corporation, 7000 Adventist Boulevard, NW, Huntsville, Alabama, 35896.

ARTICLE III

Duration

The term for which the Corporation shall be organized and the duration of its existence shall be perpetual.

ARTICLE IV

Purpose

4.01 The Corporation is organized exclusively for charitable, religious, educational, literary, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any subsequent federal tax law. In furtherance of such purposes, the Corporation is organized primarily to:

a) Further the educational and spiritual ministry of the international Seventh-day Adventist Church, in the context of a historically Black institution of higher education that is maintained under the auspices of its sponsoring organization, the General Conference of Seventh-day Adventists.

4.02 The purpose of this Corporation is implemented through its ability to:

- a) Confer academic and professional degrees.
- b) Provide quality Seventh-day Adventist Christian education.
- c) Facilitate an atmosphere for appreciation of oneself and the affirmation of cultural diversity.
- d) Issue degrees, certificates, and diplomas evidencing the completion of courses of instruction which may be given by it.
- e) Promote the dissemination of knowledge.
- f) Conduct research, encourage learning and the advancement of knowledge.
- g) Give opportunities for the pursuit of Christian values, character development, and service to humanity.

4.03 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any subsequent federal tax law, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any subsequent federal tax law.

ARTICLE V

Membership

The membership of the Corporation shall be comprised of Seventh-day Adventists in regular standing as prescribed and made up as specified in the Bylaws of the Corporation, Article 3, Section 1A, Section 2. At least fifty percent (50%) shall be composed of members from specific denominational constituencies, boards, or executive committees of organizations that are listed in the current edition of the *Seventh-day Adventist Yearbook*.

ARTICLE VI

Board of Trustees

The Trustees of this Corporation shall be made up of the number of members specified in the Bylaws, the manner of the election of the Trustees, the conditions of their service, and the length of terms which they serve shall be specified in the Bylaws as stated in Article 3, Section 2 through 4, of the Bylaws.

ARTICLE VII

Bylaws

The Bylaws of the Corporation and the rules and regulations governing the operation of the Corporation may be made, adopted, or amended at any regular meeting of the membership (constituency) or at any special meeting thereof called for such purpose. Such adoption or amendment shall be made by a two-thirds (2/3) vote of the members, subject to quorum rules.

ARTICLE VIII

Amendments

These Articles may not be amended nor may the Corporation adopt a plan of merger, consolidation or dissolution or sell, lease, mortgage, pledge or otherwise dispose of all or substantially all of its property without the affirmative votes of not less than two-thirds (2/3) of the members of the Constituency that are present and voting at a regular meeting of the constituency or at any special meeting thereof called for said purpose, subject to quorum rules.

ARTICLE IX

Asset Disposition

The Corporation may adopt a plan of merger, consolidation or dissolution or sell, lease, mortgage, pledge or otherwise dispose of all or substantially all of its property with the affirmative votes of at least two-thirds (2/3) of the members of the constituency that are present and voting at any regular meeting of the constituency or at any special meeting thereof called for said purpose, subject to quorum rules.

ARTICLE X

Dissolution

Upon dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Trustees shall determine. In no way shall any of the assets or property, in the event of dissolution, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members, or for any other such purpose, it being the intent in the event of dissolution of the Corporation that the property and assets then owned by the Corporation shall be devoted exclusively to charitable, educational, or religious purposes. In the event the General Conference Corporation of Seventh-day Adventists exists as a corporate entity at the time of the dissolution of the Corporation, and qualifies for the tax-exempt status described in this Article, the assets of the Corporation shall be disposed of by gift to said General Conference Corporation of Seventh-day Adventists.

ARTICLE XI

Liability

Pursuant to Section 10-11-1, *et. seq.*, Code of Alabama (1975), all non compensated officers of the Corporation shall be immune from suit and not subject to civil liability arising from the conduct of the affairs of

the Corporation except when the act or omission of such officer, which gives rise to a cause of action, amounts to willful or wanton misconduct or fraud, or gross negligence. For purposes of this Article X, the term "officer" shall include the Corporation's officers, directors, and trustees, and the members of any other governing body of the Corporation.

OAKWOOD UNIVERSITY, INC.

Delbert W. Baker, Ph.D.
President

STATE OF ALABAMA)

COUNTY OF MADISON)

The undersigned, Notary Public in and for said County in said State, hereby certify that Delbert W. Baker, Ph.D., whose name as President of OAKWOOD UNIVERSITY, INC., an Alabama nonprofit corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of such instrument, the same was executed voluntarily.

Given under my hand this the 28th day of May, 2006.

Notary Public
[NOTARIAL SEAL]

My commission Expires: _____

CERTIFICATE OF SECRETARY

I certify that I am the duly elected Secretary of Oakwood University, Incorporated, an Alabama nonprofit Corporation, and that the amended and restated Articles of Incorporation on this and the previous three pages are the amended and restated Articles of Incorporation as adopted by the members at a meeting duly called on May 28, 2006, at which a quorum was present.

Executed on May 28, 2006, at Oakwood University, Huntsville, Alabama.

Secretary

**BYLAWS
of
OAKWOOD UNIVERSITY, INC.**

PREAMBLE

Know all people by these present, that Oakwood University is organized by the General Conference of Seventh-day Adventists under the laws of the State of Alabama. These Bylaws operate within the terms and provisions of the Articles of Incorporation of this Corporation which define Oakwood University as an institution of higher education within the educational system of the Seventh-day Adventist Church. Founded in 1896, Oakwood University, a historically Black, primarily liberal arts, four (4) year coeducational institution, has as its fundamental purpose quality Christian education. As a General Conference institution, Oakwood University serves national and international students who come from diverse geographical, cultural, educational, and socioeconomic backgrounds.

In accordance with the laws of the State of Alabama, Oakwood University is organized as a nonstock, nonprofit educational Corporation upon a membership basis with the number, qualification, rights, preferences, and limitations of the members of the Corporation (commonly called the constituency) set forth in these Bylaws. The members of the Corporation are required to receive reports and elect a Board of Trustees. The Board of Trustees is then required to provide governance for the Corporation. The Board of Trustees appoints the President and officers of the Corporation to administer its business, policies, and decisions.

ARTICLE I

Name

The name of this Corporation is Oakwood University, Inc.

ARTICLE II

Location

The principal office of the Corporation shall be located at Oakwood University, 7000 Adventist Boulevard, NW, Huntsville, County of Madison, Alabama 35896.

ARTICLE III

Membership of the Corporation

SECTION 1. Constituency

A. The constituent membership of the Corporation shall be comprised of the persons specified in items 1 and 2 of this subsection, all of whom shall be members of the Seventh-day Adventist Church in regular standing:

1. From the officers and employees of the Corporation as follows:
 - a. The officers of the Corporation and University Administrators.
 - b. Thirty percent (30%) of full-time faculty of the University, as selected by the faculty at a duly called meeting of the Faculty Assembly.
 - c. Two (2) full-time staff persons from each administrative unit of the University selected at a duly called meeting of the Staff Business Session.
 - d. A student representative from the student body of the University.

2. Employees and laypersons of the Seventh-day Adventist Church who are not employees of the Corporation as follows:
 - a. The members of the General Conference Executive Committee residing in North America, exclusive of North American Division officers as noted in 2. b. (1), who may be present at any regular meeting or special meeting of the membership.
 - b. From the North American Division of the General Conference as follows:
 - (1) the President and Secretary.
 - (2) the President, Secretary, and Treasurer of each Regional Conference and the Bermuda Conference.
 - (3) Union Conference Presidents, if not included in paragraph 2. a.
 - (4) the Regional Affairs Directors of the Pacific Union Conference and the North Pacific Union Conference.
 - c. From the Southern Union Conference of Seventh-day Adventists as follows:
 - (1) members of the Executive Committee.
 - (2) members of the South Central Conference Executive Committee.
 - (3) the Senior Pastor of the Oakwood University Church.
 - d. The President of the Adventist Healthcare System Sunbelt.
 - e. From the Board of Trustees and the Alumni Association:
 - (1) members of the Board of Trustees who are not included in any group described in paragraphs 1 or 2 of this section.
 - (2) one (1) person who is an alumnus of Oakwood University, as selected by the Officers of the Oakwood University Alumni Association.
 - f. One (1) layperson from each Regional Conference and the Bermuda Conference, except Regional Conferences within the Southern Union, from which there shall be two laypersons.

SECTION 2. Meetings of the Corporation

- A. **Regular Meeting:** The membership of the Corporation shall hold a regular meeting within twelve (12) months following the quinquennial (5-year) session of the General Conference of Seventh-day Adventists. In addition, the officers of the Corporation, as defined in Article V, Section 1.A., shall meet not less than annually.
- B. **Time and Place:** The time and place of the regular or any special meetings of the membership of the Corporation shall be set by action of the Board of Trustees.
- C. **Special Meetings:** Special meetings of the membership may be called by the Board of Trustees, and shall be called upon by written request of not less than

ten percent (10%) of the members of the Corporation, delivered to the Chair, a Vice Chair, or a Secretary of the Corporation. The notice of a special meeting of the

members shall state the purpose(s) for which it is called and only the purpose(s) for which it is called shall be considered at such meeting.

- D. Notice of Meetings: The Secretary of the Corporation shall give written notice of the time, place, and purposes of the regular and special meetings of the members of the Corporation not less than ten (10) nor more than sixty (60) days before the day of the meeting, either personally or by mail, to each member of record entitled to vote at the meeting and shall publish in the *Adventist Review* a notice of each regular or special meeting of the membership of the Corporation at least four (4) weeks before the date of such meeting.
- E. Quorum: At any meeting of the membership of the Corporation, fifty (50) or more members present in person shall constitute a quorum of the members for all purposes, except that a lesser number shall have power to adjourn the meeting from time to time until a quorum shall be present. Such adjournment and the reasons therefore shall be recorded in the minutes of the proceedings.
- F. Voting: Each member of the Corporation shall have only one (1) vote, and there shall be no voting by proxy.
- G. Rules of Order: The current issue of the *General Conference Rules of Order* shall govern the conduct of the meetings of the members of the Corporation.
- H. Officers: The following officers of the Board of Trustees shall preside at the quinquennial, or five-year session, and at any other special meeting of the membership of the Corporation:
 - 1. Chair:
 - a. The Chair of the Board of Trustees of the Corporation shall serve as chair at meetings of the membership.
 - b. The Chair shall be authorized to appoint a designee on his/her behalf as Chair of the Board of Trustees.
 - c. The functions of the Chair shall be to collaborate with the Secretary in the preparation of the agenda, and to preside at regular and special meetings of the membership.
 - 2. Vice Chairs:
 - a. There may be several Vice Chairs, who will consist of at least the following: the North American Division President, the South Central Conference President, and a layperson.
 - a. The functions of a Vice Chair shall be to act in the absence of the Chair and will be designated to serve in that capacity by the Chair. The Vice Chairs may have other responsibilities as designated by the Chair.
 - 3. Secretary:
 - a. The Secretary of the Board of Trustees shall serve as Secretary of the meeting of the membership.

- b. The functions of the Secretary shall be to assist the Chair in the preparation of the agenda and to take, prepare, distribute, and be custodian of the minutes of meeting of the membership.

SECTION 3. Duties

- A. Additional Powers: In addition to the powers conferred upon the members of the Corporation by the Articles, the members shall have the following additional powers, functions, and duties:
 1. Receive reports of the operation of the Corporation
 2. Approve all changes to the Articles of Incorporation and the Bylaws of the Corporation as proposed.
 3. Approve any change in the corporate purposes of the institution.
 4. Take such other actions as may be necessary and proper to carry out the purposes of the Corporation and to advance its interests.
- B. Nominating Committee: The members shall elect the Nominating Committee from the membership of the Corporation.
 1. At the regular meeting of the members of the Corporation, the Nominating Committee shall nominate not more than thirty-seven (37) persons to serve as the Board of Trustees of the Corporation for the ensuing term.
 2. The Nominating Committee shall consist of up to sixteen (16) members from the categories and appointed as follows from among the members of the Corporation.
 - a. The General Conference of Seventh-day Adventist ex-officio members [4]:
 - (1) The President of the General Conference or the President's designee shall serve as Chair of the Nominating Committee [1].
 - (2) The Secretary of the General Conference or designee [1].
 - (3) The Treasurer of the General Conference or designee [1].
 - (4) The President of the North American Division or designee [1].
 - b. Elective members (12): The elective members of the Nominating Committee shall be appointed by the following five (5) groups represented within the membership of the Corporation. Each of the following groups shall appoint the designated number of members to the Nominating Committee from among their respective group.

- (1) Five (5) persons from the Regional Conferences.
- (2) Two (2) persons from the Southern Union Conference.
- (3) Three (3) persons from the University faculty.
- (4) One (1) person from the University staff.
- (5) One (1) additional person who shall be the Young Alumnus currently serving on the Board of Trustees.
 - c. The Chair of the Nominating Committee shall be the President of the General Conference of Seventh-day Adventists or his/her designee.
 - d. The Secretary of the Nominating Committee shall be elected from among the members of the Nominating Committee at its first meeting.

SECTION 4. Term and Termination

- A. The term of membership in the Corporation shall be five (5) years unless sooner terminated as specified in paragraph B of this section.
- B. Membership in the Corporation shall not be transferable and shall be terminated by death, resignation, expulsion, expiration of a term of membership, or upon failure of a member of the Corporation to meet the qualifications of membership as set forth in Section 1 hereof.
- C. A terminated member shall be replaced by the successor in office or by the group or committee comprising the membership of this Corporation, as the case may be, or as otherwise provided by these Bylaws.

ARTICLE IV

Board of Trustees

SECTION 1. Governance

The Board of Trustees has the statutory duty to provide governance for and manage the property, business, and affairs of the Corporation. The Board of Trustees, because of this governance function, shall ensure that the Corporation is administered by its elected officers in accordance with its mission, policies and decisions.

SECTION 2. Qualifications and Tenure

Each Trustee shall hold office for a term of five (5) years from the time of his/her election and qualification until his/her successor is duly elected or until the occasion of his/her resignation, removal, disqualification, incapacity, or death. A Trustee shall be deemed qualified as such only after filing a written acceptance of such office with the Secretary of the Corporation. A Trustee, other than an ex-officio member of the Board of Trustees, shall not serve more than three (3) consecutive terms, unless specifically designated by resolution of the Board of Trustees in accordance with the Bylaws.

SECTION 3. Membership

The membership of the Board of Trustees shall consist of thirty-seven (37) persons. The Board of Trustees shall be elected by the members of the Corporation at its regular meeting as follows:

1. Ex-officio members:
 - a. The President, Secretary, and Treasurer of the General Conference [3].
 - b. A Vice President of the General Conference designated by the General Conference President [1].
 - c. The President of the North American Division and one other officer [2].
 - d. The President of Oakwood University[1].
 - e. The President of the Southern Union Conference [1].
2. Nine Regional Conference Presidents [9].
3. The Regional Affairs Director of the Pacific Union Conference and the North Pacific Union Conference [2].
4. Eleven (11) lay representatives shall be elected with representatives from the union territories of the North American Division, and may include a member of the Committee of 100 or similar organizations [11].
5. One (1) President of the National Alumni Association [1].
6. One (1) Pastor who is actively pastoring a congregation [1].
7. The President (1) of the Adventist Healthcare System Sunbelt [1].
8. Two (2) additional Union Presidents from the North American Division of the General Conference of the Seventh-day Adventist Church [2].
9. One (1) additional at-large person shall be elected who may not be a member of the constituency [1].

SECTION 4. Invitees

- A. Regular: The number of regular attendees shall not exceed fifty percent (50%) of the members of the Board of Trustees.
- B. Advisors: The Board of Trustees shall appoint the following to serve as advisors to the Board of Trustees who shall be regularly invited to attend Board of Trustees meetings in an advisory capacity, and shall provide input and support to advance the mission of the University.
 1. The Director of Education of the General Conference of Seventh-day Adventists, or his/her designee [1].

2. The Vice President responsible for education for the North American Division of the General Conference or his/her designee [1].
 3. The Union Presidents from the North American Division of the General Conference who are not members of the Board of Trustees [6].
 4. The President of the Bermuda Conference [1].
 5. The Editor of *Message* magazine [1].
 6. Faculty members [2].
 7. Staff member [1].
- C. Emerita/Emeritus Trustees: The Board of Trustees may elect as Emerita or Emeritus Trustee, any person who has been elected to membership on the Board of Trustees, and who has served not fewer than three (3) full terms (a total of fifteen (15) years). Recommendations for Emerita or Emeritus Trustee may be made to the Board of Trustees by the University Administration. An Emerita or Emeritus Trustee shall receive notices and minutes sent to members of the Board of Trustees, and shall be invited to attend and may speak at all Board of Trustees meetings without vote.
- D. Honorary Trustees: The Board of Trustees may appoint honorary status to such a person who has demonstrated extraordinary and distinctive services to the University. Honorary Trustees shall assist in the development of the University under the direction of the President of the Corporation. Recommendations for honorary Trustees may be made to the Board of Trustees by the University administration. Honorary Trustees shall receive notices and minutes sent to members of the Board of Trustees, and shall be invited to attend and may speak at all Board of Trustees meetings without vote.
- E. Invitees: The Board of Trustees may invite other persons to meet with the Board of Trustees as approved by the members of the Board of Trustees.

SECTION 5. Additional Powers and Duties

- e. The powers and duties conferred upon the Board of Trustees, in addition to those set forth by statute, include the following:
1. Maintain the University as a Seventh-day Adventist institution of higher education and as an integral part of the Church in fulfillment of its educational objectives.
 2. Elect the President and officers of the University and Corporation.
 3. Elect the officers of the Board of Trustees.
 4. Establish, approve, and maintain the policies that govern the University.
 5. Develop and facilitate adequate financial support for the operation and development of the University.
 6. Authorize and establish all corporations and entities related to the University in accordance with all necessary laws and regulations.
 7. Establish and discontinue schools, departments, and degrees.

8. Delegate any of the powers of the Board of Trustees to any standing or special committee or to any officer, agent, or employee upon such terms as it may deem proper.
9. Adopt annual budgets and require regular auditing of financial accounts review and receive the annual report of the auditor.
10. Authorize improvement, expansion, and the acquisition and disposition of all real and personal property.
11. Discipline or remove the officers of the University for cause, the removal of whom shall be only by an affirmative vote of two-thirds (2/3) of all the Trustees.
12. Appoint, promote, or remove faculty members on the recommendation of the President.
13. To authorize the officers of the University to execute annuity agreements, trust agreements, life income agreements, and other documents entrusted to the University.
14. To authorize policies that govern the affairs of the University. To fulfill the mission of the University, the Board of Trustees must continually evaluate the needs of Seventh-day Adventist young people, educationally, occupationally, morally, spiritually, and socially.
15. Accept, receive, manage, invest, and administer real and personal property of every kind and description transferred in any manner to the Corporation in trust for the benefit of the Corporation or the donor, trustor, or grantor thereof, or the heirs, dependents or other beneficiaries of such donor, trustor or grantor, in accordance with the terms and conditions of the instrument creating the trust, or as provided by law.
16. Remove any Trustee for cause deemed sufficient, such removal being only by an affirmative vote of two-thirds (2/3) of all the Trustees or by a majority vote of the members of the Corporation at any regular or special meeting thereof.
17. Fill any vacancy of any office and/or create or adjust a title of an officer.
18. Fill any vacancy in the Board of Trustees occurring by reason of the resignation, removal, disqualification, incapacity, or death of a Trustee by a majority vote of the members of the Board of Trustees, the substitute Trustee shall hold office for the unexpired portion of the term related to such vacancy.
19. To appoint a Recording Secretary who may or may not be a member of the Board of Trustees.

SECTION 6. Chair, Vice Chairs, and Secretary

- A. At the first meeting following its election, the Board of Trustees shall be called to order by the President of the General Conference of Seventh-day Adventists or said President's designee for the election of the President of the University, other officers, and for consideration of any other matter which may come before the meeting. The Board of Trustees shall elect the officers of the Board of Trustees as follows:
1. Chair
- a. The Chair shall be selected from among the members of the Board of Trustees who are representatives from the General Conference Executive Committee. The General Conference President may bring a recommendation for the position of Chair of the Board of Trustees from among the Vice Presidents of the General Conference.
- b. The functions of the Chair of the Board of Trustees shall be to:
- (1) Call and preside at regular and special meetings of the members of the University Board of Trustees, of the Executive Committee, and other committees as designated by the Board of Trustees.
 - (2) Act as official spokesperson for the Board of Trustees.
 - (3) Be knowledgeable of the affairs and issues of higher education and be capable of bringing this knowledge to bear upon the plans, programs, and policies of the University.
 - (4) Acquaint himself/herself fully with the Board of Trustees policies and philosophies to ensure that they support the purposes, goals, and mission of the University.
 - (5) Assist in fund-raising, in facilitating Board of Trustees members to participate in fund-raising, and in securing overall gifts, resources, and expertise for the institution.
 - (6) Lead out in the appropriate orientation of new Trustees, in collaboration with the Secretary of the Board of Trustees.
 - (7) Consult with the Secretary and Vice Chairs in the appointment and membership of the committees of the Board of Trustees, and to ensure that the committees of the Board of Trustees function in a manner to effectively advise the Board of Trustees and to accommodate the needs of the governance of the University.
 - (8) Call to order executive sessions of the Board of Trustees for business with only full Board of Trustees members or other persons as specified by the Chair of the Board of Trustees.
 - (9) Facilitate periodic evaluations of the President of the University by the Board of Trustees.
 - (10) Collaborate with the President and Vice Chairs in the planning and evaluation of the responsibilities of the University.

- (11) Act as adviser to the President.
 - (12) Liaison closely with the General Conference President.
 - (13) Ensure that all actions of the constituency, and all actions of the Board of Trustees are carried into effect through the University President.
 - (14) Perform such other duties as the Board of Trustees shall delegate.
2. Vice Chair(s)
- a. One (1) or more Vice Chairs shall be chosen from among the members of the Board of Trustees, one (1) of whom shall be an officer of the North American Division of the General Conference.
 - b. A Vice Chair of the Board of Trustees shall preside at all meetings of the members of the Corporation and of the Board of Trustees at which the Chair of the Board of Trustees is not present, or at the request of the Chair.
 - c. A Vice Chair of the Board of Trustees shall perform other responsibilities as designated by the Chair of the Board of Trustees.
3. Secretary
- a. The Secretary of the Board of Trustees shall be the President of the University.
 - b. The functions of the Secretary of the Board of Trustees shall be to:
 - (1) Collaborate with the Chair in facilitating the planning and scheduling of regular and special meetings of the Board of Trustees and in implementing the business of the Board of Trustees.
 - (2) Correspond and/or communicate, or cause a designee to correspond and/or communicate, with relevant entities and persons on behalf of the Board of Trustees.
 - (3) Act as custodian to maintain, or cause a designee to maintain, all Board of Trustees" policy statements, minutes, and other official records of the Board of Trustees.
 - (4) Perform, or cause a designee to perform, other duties as prescribed from time to time by the Board of Trustees.
 - (5) Advise the Chair on the appointment and membership of committees of the Board of Trustees.
 - 3. An Assistant Secretary may be elected from among the members of the Board of Trustees, who shall perform the duties of the Secretary in case of his/her absence or inability to act, and perform other duties as may be delegated by the Secretary or authorized by the Board of Trustees.
 - 4. The Recording Secretary who shall be appointed as defined in Section 5(a)19 of this article. It shall be the function of the Recording Secretary to keep the minutes of all sessions of the Board of Trustees and perform other duties as may be delegated by the Secretary or authorized by the Board of Trustees.

SECTION 7. Meetings

- A. A regular meeting of the Board of Trustees shall be held without any other notice than this Bylaw immediately after, and at the same place as, the regular meeting of the members of the Corporation.
- B. Regular meetings of the Board of Trustees shall be held at such time and place as the Board of Trustees may determine and shall be held at least biannually. Special meetings of the Board of Trustees may be called by the Chair of the Board of Trustees, or if the Chair of the Board of Trustees is absent or unable or refuses to act, by a Vice Chair of the Board of Trustees, or upon written request of not less than twenty percent (20%) of all the Trustees in office delivered to the Secretary.
- C. Except as provided in paragraph A of this Section, notice of all meetings of the Board of Trustees shall be given at least seven (7) days previously thereto by electronic means or written notice delivered personally or sent by mail to each Trustee at his/her address as shown on the records of the Corporation.
- D. Members of the Board of Trustees shall be deemed present at any meeting if a conference telephone or similar communication equipment is used, by means of which all persons participating in the meeting can communicate with each other.

SECTION 8. Quorum

Nineteen (19) members of the Board of Trustees shall constitute a quorum for the transaction of business at any meeting of the Board of Trustees.

SECTION 9. Voting

Voting shall be by voice, roll call, or hand vote at the direction of the Chair, unless a secret ballot is requested, but not by proxy. Ballots shall be counted as appointed by the Chair.

SECTION 10. Resignation of Trustees

Any Trustee may resign at any time upon written notice to the Corporation, addressed to its principal office, or to its President or its Secretary. Any such resignation shall become effective at the time or upon the happening of the condition, if any, specified therein, or if no such condition or time is specified, upon its receipt. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

SECTION 11. Conflict of Interest

- A. A Trustee shall be considered to have a conflict of interest if the Trustee has existing or potential financial or other interests which impair or might reasonably appear to impair the exercise of independent, unbiased judgment in the discharge of responsibilities of the University; or if the Trustee is aware that a family member (a spouse, parent, sibling, or child, or any relative residing in the same household as the Trustee), or any organization in which the Trustee (or a family member), as an officer, director, employee, member, partner, Trustee, or controlling stockholder, has such existing or potential financial or other interests.
- B. All Trustees shall disclose to the Board of Trustees any possible conflict of interest at the earliest practical time. No Trustee shall vote on any matter under consideration at a meeting

of the Board of Trustees or any of its committees in which the Trustee has a conflict of interest. The minutes of such a meeting shall reflect that a disclosure was made and that the Trustee having a conflict of interest abstained from voting. Any Trustee who is uncertain whether a conflict of interest may exist in any matter may request the Board of Trustees or a committee of the Board of Trustees to resolve the question by a majority vote.

- C. All Board of Trustees members shall annually execute conflict of interest statements.

SECTION 12. Ethical Responsibility

- A. It is the ethical responsibility of individual members of the Board of Trustees to keep in mind the mission and goals of the University when making decisions and to reject actions which are merely expedient. Personal decisions shall be based on all available facts in each situation. Individual votes shall result from honest conviction, unswayed by partisan bias of any kind. Trustees shall make clear to other Trustees any significant disagreement with an action under consideration.
- B. Trustees shall work with other Trustees in a spirit of decency, harmony, and cooperation in spite of differences of opinion that may arise during debate on issues.
- C. Trustees must recognize that the legal authority of the Board of Trustees is only expressed by action of the Board of Trustees as a group and that individual members have no legal authority. Trustees shall conduct relations with constituents, the University staff, and the community accordingly.
- D. Trustees shall maintain the confidentiality of deliberations of the Board of Trustees and abide by and uphold the final actions taken.
- E. Trustees shall refrain from inviting persons to sessions of the Board of Trustees unless authorized by the Chair or by vote of the Board of Trustees.
- G. Trustees shall refrain from interference with the President and his/her staff in the conduct of administrative affairs of the institution.

SECTION 13. Unanimous Consent Without Meeting

Any action required or permitted by the Articles of Incorporation or the Bylaws, or any action required by provision of law to be taken by the Board of Trustees or a committee thereof at a meeting or by resolution, may be taken without a meeting if before or after the action all members of the Board of Trustees or of the committee consent thereto in writing. The consents shall be filed with the minutes of the proceedings of the Board of Trustees or committee. The consent has the same effect as a vote of the Board of Trustees or committee for all purposes.

SECTION 14. Executive Committee

- A. At the first meeting following its election, the Board of Trustees shall appoint not more than eleven (11) of their own number to serve as an Executive Committee.
- B. The Chair (and his/her designee), Vice Chairs(s), and Secretary of the Board of Trustees shall be ex-officio members of the Executive Committee and shall serve as the Chair, and Vice Chair(s), and Secretary of the Executive Committee, respectively.
- C. The Board of Trustees shall have the power at any time to change the membership of the Executive Committee and to fill all vacancies.

- D. The Executive Committee shall have, and may exercise between meetings of the Board of Trustees, all the authority of the Board of Trustees in the governance of the Corporation, except that the Executive Committee shall not have authority with respect to the following matters, unless the Board of Trustees specifically delegates such powers to it:
 - 1. Elect, appoint, or remove any member of any committee of the Board of Trustees, including the Executive Committee, or any Trustee or officer of the Corporation.
 - 2. Recommend to the members an amendment to the Articles of Incorporation or Bylaws.
 - 3. Recommend to the members that the Corporation adopt an agreement of merger or consolidation.
 - 4. Recommend to the members sale, lease, or exchange of all or substantially all of the Corporation's property or assets.
 - 5. Recommend to the members a dissolution of the Corporation or revocation of a dissolution.
 - 6. Amend or repeal any resolution or action of the Board of Trustees which by its terms may be amended or repealed only by the Board of Trustees.

- E. The affirmative vote of a majority of the members present shall be necessary for the adopting of any resolution or action. A quorum of six (6), including a Chair or Vice Chair, shall be necessary for the transaction of business.

SECTION 15. Other Committees

- A. Prior to each regular or special meeting of the members of the Corporation, the Board of Trustees shall appoint a committee whose duties shall be to prepare recommendations for amendments, addition or deletions to the Articles of Incorporation and the recommended changes in the Bylaws to be submitted to the members of the Corporation for approval.

- B. The Board of Trustees, by resolution adopted by a majority of the Board of Trustees, may designate other standing and ad hoc committees of the Board of Trustees such as an Audit Committee, a Finance Committee, and other committees as needed, and may delegate to such committees such responsibilities and authority as the Board of Trustees deems desirable for the efficient functioning and development of the University. Such committees shall serve for a term concurrent with the Board of Trustees and may include non-trustees.

ARTICLE V**Officers of the Corporation****SECTION 1. General**

1. **Officers:** The officers of the Corporation shall be determined by the Board of Trustees and shall include a President, who shall be the President of the University; a Secretary, who shall be the Vice President for Financial Affairs or another officer designated by the Board of Trustees and shall not be a member of the Board of Trustees; a Treasurer, who shall be the Vice President for Financial Affairs; one or more Vice Presidents; and other officers as deemed necessary. Any two or more offices may be held by the same person, except the office of the President.
2. **Election and Term of Office:** At the first meeting following its election, the Board of Trustees shall elect the President and the officers of the Corporation. If the election of officers is not held at such meeting, such election shall be held at a special meeting of the Board of Trustees not more than 30 days after the first meeting of the Board of Trustees following its election as the Board of Trustees. The term of each officer shall be for five (5) years; however, the election of an officer does not constitute an employment contract with the Corporation or the University. New offices may be created and filled at any meeting of the Board of Trustees. Each officer shall hold office for the term for which he/she is elected or appointed and until his/her successor shall have been duly elected and shall have qualified or until his/her death, or until he/she resigns, or shall have been removed in the manner hereinafter provided.
 - D. **Removal:** Any officer of the Corporation, elected or appointed by the Board of Trustees, may be removed by the Board of Trustees whenever in its judgment the best interest of the Corporation would be served thereby. Such a removal shall be only by an affirmative vote of two-thirds (2/3) of all the Trustees in office.
 - E. **Vacancies:** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise is to be filled by the Board of Trustees for the unexpired portion of the term. Procedures and process for filling any vacancies or any office will be determined by the Board of Trustees.

SECTION 2: President

- A. **Duties to the Corporation:** The President of the Corporation shall in general supervise the business of the Corporation. He/she shall perform all duties incident to the office of President and such duties as may be prescribed by the Board of Trustees.
- B. **Duties to the University:** The President shall be the Chief Executive Officer of the University and shall provide the spiritual, academic, and administrative leadership. He/she has primary responsibility for personnel, programs, budgets, and fund-raising. The President represents and speaks for the University before the Board of Trustees and to all public and private agencies.

His/her functions shall include but not be limited to:

1. Directing the implementation of the policies and the fulfillment of the directives of the Board of Trustees.
 2. Rendering an annual comprehensive report that includes the annual audited financial statement.
 3. Presenting the annual budget of the University.
 4. Recommending to the Board of Trustees the appointment of the administrative officers of the University.
 5. Appointing other administrators below the rank of Vice President.
 6. Appointing, promoting, reassigning, disciplining, or terminating other administrators and nonacademic staff within the policies of the *North American Division of the General Conference Working Policy*, the *Oakwood University Administrative Policy Manual*, and the *Oakwood University Faculty Handbook*.
- f. Powers: The President shall exercise such specific powers as are assigned to him/her by the Board of Trustees. In the exercise of these functions, he/she shall be assisted by the administrators in respective areas of responsibility, each of which is an extension of his/her office. In the event that the President shall for reason of absence, health, or any other reason be or become unable to serve as Chief Executive Officer of the University, then in that event, during such interim, the Provost shall serve as the acting Chief Executive Officer of the University until such time as the President again takes up such responsibilities or the Board of Trustees shall otherwise provide. In the event the Provost shall for any reason be unable, then, in that event, one of the following named officers shall assume the responsibility of acting Chief Executive Officer of the institution in the following order, to wit: the Senior Vice President (in the event that there is no Provost acting as such), the Vice President for Academic Affairs, the Vice President for Financial Affairs, the Vice President for Student Services, and the Vice President for Advancement and Development.

SECTION 3. Provost

The Provost serves under the President and is the Senior Vice President of the University officers, and is the Assistant to the President in areas of administration and planning.

SECTION 4. Senior Vice President

In the event there is no Provost, a Vice President may be recommended by the President to be Senior Vice President and confirmed by the Board of Trustees.

SECTION 5. Vice Presidents

Vice Presidents shall be recommended by the President and confirmed by the Board of Trustees. The duties of all administrative officers of the University shall be such as normally pertain to those officers and shall be fully delineated in an institutional policy manual and in a handbook of faculty working policy. Vice Presidents shall include but not be limited to: a Vice President for Academic Affairs, a

Vice President for Financial Affairs, a Vice President for Student Services, and a Vice President for Advancement and Development.

SECTION 6. Secretary

The Vice President for Financial Affairs, or other officer designated by the Board of Trustees, shall act as the Secretary of the Corporation and shall maintain the minutes of the meetings of the members of the Corporation in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; keep a register of the postal address of each member which shall be furnished to the Secretary by such member; and, in general, perform all duties incidental to the office of Secretary and other duties as may be assigned to him/her by the President.

SECTION 7. Treasurer

The Vice President for Financial Affairs shall act as the Treasurer and shall give a bond for the faithful discharge of the Treasurer's duties in such sum and with such surety or sureties as the Board of Trustees shall determine. The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Corporation; receive and give receipts for monies in the name of the Corporation in such banks, trust companies, and other depositories as shall be selected in accordance with the provisions of Article VI of these Bylaws; and, in general, perform all the duties incidental to the office of Treasurer, and such other duties as from time to time may be assigned to him/her by the President.

ARTICLE VI

Contracts, Checks, Deposits, and Funds

SECTION 1. Contracts

The Board of Trustees may authorize any officer or officers, agent or agents, to enter into any contract, to execute and deliver any instrument, or to acknowledge any instrument required by law to be acknowledged in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances, but the appointment of any person other than an officer to acknowledge an instrument required by law to be acknowledged should be made by instrument in writing. Unless otherwise specifically determined by the Board of Trustees, or otherwise required by law, contracts of the Corporation, deeds, conveyances, leases, bonds, and other papers, instruments, and documents of the Corporation shall be executed, signed, or endorsed by the President or a Vice President together with the Secretary or the Assistant Secretary, and may affix the corporate seal thereto.

SECTION 2. Checks, Drafts, Etc.

All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Trustees. In the absence of such determination by the Board of Trustees, such instruments shall be signed by the Treasurer and countersigned by the President of the Corporation.

SECTION 3. Deposits

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the administrators may select.

SECTION 4. Gifts

The administration may accept on behalf of the Board of Trustees any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Corporation.

ARTICLE VII

Exculpation

Pursuant to Section 10-11-1, *et. seq.*, Code of Alabama (1975), all noncompensated officers of the Corporation shall be immune from suit and not subject to civil liability arising from the conduct of the affairs of the Corporation except when the act or omission of such officers which gives rise to a cause of action amounts to willful or wanton misconduct or fraud, or gross negligence. For purposes of this Article, the term “officer” shall include the Corporation’s officers, trustees, and the members of any other governing body of the Corporation.

ARTICLE VIII

Indemnification

The Corporation shall indemnify any Trustee or officer, or former Trustee or officer of the Corporation, or any person who may have served at its request as a Trustee or officer of another corporation which it controls, or in which it owns shares of capital stock, or of which it is a creditor, against reasonable expenses, including attorney’s fees, actually and necessarily incurred by him/her in connection with the defense of any civil, criminal, or administrative action, suit, or proceeding in which he/she is made a party, or with which he/she is threatened by reason of being, or having been or because of any act of such Trustee or officer, within the course of his/her duties or employment, except in relation to matters as to which he/she shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of his/her duties. The Corporation may also reimburse any Trustee or officer for the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the Trustees not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such Trustee or officer was not guilty of negligence or misconduct. The right of indemnification herein provided shall extend to the estate, executor, administrator, guardian, and conservator of any deceased or former Trustee or officer or person who himself/herself would have been entitled to indemnification. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Trustee or officer may be entitled under any statute, agreement, vote of members, or otherwise.

ARTICLE IX

Nondiscrimination

The Corporation shall be committed to equal educational and employment opportunities for men and women, and shall not discriminate on the basis of race, color, sex, national origin, or disability (if otherwise qualified) among its students or employees, or among applicants for admission or employment.

ARTICLE X

Waiver of Notice

Whenever any notice is required to be given under the provisions of the Alabama Nonprofit Corporation Act or under the provisions of the Articles of Incorporation or the Bylaws of the Corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XI

Amendments

These Bylaws may be amended by a two-thirds (2/3) vote of the members of the Corporation present and voting at any regular or special meeting of the Corporation, when the proposed amendment does not conflict with federal or state laws or with the Articles of Incorporation. When it is proposed to change the Bylaws at any special meeting of the Corporation, notice shall be given to that effect in the notice of the meeting.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected Secretary of Oakwood University Incorporated, an Alabama nonprofit Corporation, and that the above amended and restated Bylaws of Oakwood University on this and the previous fifteen pages are the amended and restated Bylaws as adopted by the members at a meeting duly called on May 28, 2006, at which a quorum was present.

Executed on May 28, 2006, at Oakwood University, Huntsville, Alabama.

Secretary

Amended November 2, 2008