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3.101 History, Structure, and Governance Overview

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| Type of Policy <input checked="" type="checkbox"/> University <input type="checkbox"/> Interim | | History, Structure, and Governance Overview Policy 3.101 | |
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| Office of the University Chancellor | Chancellor | 937-769-1348 | Antioch University and All Campuses |

I. Introduction and Purpose

The purpose of this policy is to explain the basic administrative and board governance structure of Antioch University. To the extent that the within policy in any way conflicts with the University’s official bylaws, (shown at 2.101), the bylaws are controlling. Policy number references are included throughout to point to other policies which expand on the elements of governance model described below.

II. Historical Background of Antioch University

Antioch University’s roots began as Antioch College. It first opened its doors in 1852 in Yellow Springs, Ohio as a residential college of liberal arts and sciences. It has since evolved into a national, multi-campus University serving over 4,000 students. Antioch University is licensed by the various states in which we operate to offer programs of study leading to Bachelors, Masters, and Doctoral degrees. It is fully accredited through 2023 by the Higher Learning Commission (HLC) of the North Central Association of Colleges and Schools. It has been continuously accredited since 1927. **The principal offices for the University Administration** are located in Yellow Springs, Ohio. However, administrators are dispersed throughout the system.

The current Antioch University began to take shape in the 1960s. As Antioch College's reputation for academic excellence, social relevance, activism and experiential learning continued to grow, so did its campuses. As part of the 'University without walls' movement of the 1960s and 70s, Antioch expanded to sites across the country. The strong values-based nature of developing these campuses is important to recognize. The vision inspiring the expansion in the mid-to-late 1960s and early 1970s was to serve adult learners and especially women and minorities, an approach to 'taking the ivory tower' out to the people. This was a very distinctive call for higher education at the time.

The first of the adult campuses, today's Antioch University New England, was established in 1964, and the last, Antioch University Santa Barbara, was established in 1974. During this era, over 35 Antioch "satellite" campuses were founded across the country, including locations in inner cities from coast to coast, on native-American reservations, and in international locations. Antioch also founded an innovative, ABA accredited law school in 1972, in Washington D.C., which operated on an experiential legal clinic teaching model. All students of the Antioch School of Law participated in the clinic which provided legal services to poor and underserved communities in D.C. The law school now operates as The University of the District of Columbia David A. Clarke School of Law and is no longer part of Antioch University.

Due to its expansion of programs, graduate degrees, and campuses, Antioch's name was changed in 1978 from "Antioch College" to "Antioch University". Nonetheless, it is the same institution that was originally incorporated in Ohio in 1852. It has been in continuous existence since then.

Due to significant enrollment and financial challenges, Antioch University closed its residential College campus in Yellow Springs, Ohio, in December, 2008. The College campus and other assets were then transferred in 2009 to a new, Ohio, non-profit corporation known as Antioch College Continuation Corporation (ACCC), formed by a group of Antioch alumni. In that transaction, the University agreed to license to them the exclusive right to use the name "Antioch College". However, the name continues to be a protected tradename and asset of Antioch University subject only to the license agreement. College alumni who graduated in 2008 and before continue to be alumni of Antioch University and their student records remain with the University. ACCC began operations as the new Antioch College in 2011. It is legally a separate institution, but with a shared heritage with Antioch University. Those shared roots and an abiding commitment to social, economic and environmental justice remain at our core.

Today's Antioch University is composed of Antioch University New England, Antioch University Midwest, Antioch University Los Angeles, Antioch University Santa Barbara, Antioch University Seattle, Antioch University Online, and the University's Graduate School of Leadership & Change. Collectively, they make up one Antioch University with progressive values and a mission to educate the next generation of those determined to win victories for humanity.

III. Board Governance

As a non-profit corporation organized under Chapter 1702 of the Ohio Revised Code, all authority of the corporation must be exercised by, or through, its board of directors. The University's board of directors has been named in its bylaws as the "Board of Governors". The

corporation is also recognized by the internal revenue service as a charitable, tax exempt entity. It has held tax-exempt status continuously since 1931. In exchange for favorable tax treatment associated with its non-profit, tax-exempt status, there is an obligation for the University to act for the public good. Consequently, as fiduciaries, members of the board of governors, owe duties to both the corporation and to the general public which we serve.

The Board of Governors is a national board, with a wide range of experience and expertise. Since the University's founding in 1852, the board has been a self-perpetuating board in which new members are elected solely by current members. Despite the multiple campus system, the Board is decidedly not a constituent board. All board members must act in good faith and in a manner which they reasonably believe to be in, or not opposed to, the best interest of the University as a whole. Additionally, board members must conduct themselves with the care that an ordinarily prudent person in a like position would use under similar circumstances. As the University's governing board, the Board of Governors has the broad authority permitted by law and tradition as generally practiced by other universities in the United States to determine its academic mission and strategic direction.

A. Assets

Despite its multiple operating units and campuses, there is only one legal entity, Antioch University, and all assets are assets of the corporation. This includes any physical assets as well as any intellectual property of the University such as the names "Antioch" or "Antioch University", both of which are federally protected tradenames and trademarks of the University. It is the duty of the Board of Governors to protect those assets and to use them exclusively and prudently to achieve the mission of the University.

B. Delegation

The Board of Governors may delegate authority to others, and has delegated day-to-day operations of the University to the Chancellor who is the chief executive officer of the University.

IV. Administrative Governance

A. The Chancellor

The chancellor reports to the Board of Governors. He or she may delegate important management responsibility to other appropriate University personnel. The Chancellor is the hiring authority for the University. All employees of the University are hired by, and report to, the Chancellor, either directly or indirectly. Of course, the Chancellor may delegate hiring authority to others as he or she deems necessary or appropriate. *(For more detail on the authority and responsibility of the Chancellor see Policy No. 3.105)*

B. Administrative Structure

The Chancellor establishes the administrative structure of the University and has authority to determine the methods and processes by which the work of the University is accomplished. The goal is always to ensure both efficiency and effectiveness in operations. Currently, the Chancellor is assisted in University administration by four vice chancellors, including a Vice Chancellor of Finance/CFO, a Vice Chancellor of Academic Affairs, a Vice Chancellor of Enrollment Management and Marketing, and a Vice Chancellor of Institutional Advancement. The other direct reports to the Chancellor include the Provost of the GSLC, University Counsel, and the University Director of HR. The chief executive on each campus is the campus Provost who is responsible for the academic leadership of the campus. Therefore, the Provosts report directly to the VCAA. Much of the operational side of the campus reports up to the Vice Chancellors, not the campus Provosts. For example, the campus HR specialists report to the University Director of HR, the campus admissions officers report to the VC Enrollment Management, as do the campus marketing teams. The development officers on each campus report to the VC of Institutional Advancement. The organizational chart of the University is maintained by the Director of Human Resources and University Counsel.

C. University Leadership Council

The Chancellor has appointed a University Leadership Council (ULC) to assist in strategic planning and managing the day-to-day operations of the University. The ULC is comprised of the Chancellor, all Vice Chancellors, University counsel, the University Director of Human Resources, and the Provosts from each of the campuses and the Graduate School in Leadership and Change (GPLC). Recommendations of the ULC roll up to the Chancellor for approval. *(For more detail on the role and responsibility of the ULC, see Policy No. 3.221)*

D. University Academic Council

The Chancellor has also established a University Academic Council (UAC) to ensure that the University's academic and degree-granting programs are of the highest quality, and that there is appropriate academic voice in the academic decision-making of the University. Specifically, the UAC provides leadership in academic strategic planning, academic and student policy development, academic portfolio planning, new program and degree approval, and academic assessment and quality review. The UAC is comprised of a faculty representative from each campus and the GPLC, the Provosts, and the Vice Chancellor of Academic Affairs. Recommendations of the UAC typically roll up to the ULC for approval and recommendation to the Chancellor. *(For more detail on the role and responsibility of the UAC, see Policy No. 3.223)*

E. University Resource Groups

The Chancellor has created University Resource Groups (URG's) to bring together employees working in similar functional areas on different campuses. URG's meet regularly to plan and develop the policies for each of the major administrative areas of the University. Composed of middle-level managers from the five campuses, these groups develop policy recommendations for the ULC and integrate the middle-level management structure of the

University. The URG also serves as a platform for peer development, allowing each member to learn from the experiences and wisdom of the other. *(For more detail on the roles and responsibility of the URG's see Policy No. 3.227).*

Policy Cross Reference

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| Chancellor Authority and Responsibilities | Policy # 3.105 |
| University Leadership Council | Policy # 3.221 |
| University Academic Council | Policy # 3.223 |
| University Committees and Resource Groups | Policy # 3.227 |