

## NationsUniversity Policies

### Table of Contents

Policies 1 – 99	<b>Corporate</b>	<i>Last Revision</i>
	<b>Mission Statement</b>	01 8-2-08
	<b>Vision</b>	02 8-2-08
	<b>Objectives</b>	03 8-2-08
	<b>Ownership &amp; Management</b>	
	Ownership	10 8-2-08
	Board of Regents – Structure	11 8-2-08
	<i>Board Committee Members</i>	<i>11.1</i> 8-2-08
	Board of Regents – Meetings	12 8-2-08
	Chief Executive Officer	13 8-2-08
	Selection of a New President	14 8-2-08
	Chief Operating Officer	15 8-2-08
	Provost	16 8-2-08
	Administrative Succession Plan	20 8-15-08
	<b>Administrative</b>	
	Policies of the Board	21 8-2-08
	Staffing	22 8-2-08
	<i>Staff Work Rules</i>	<i>22.1</i> 8-2-08
	Position Descriptions	23 8-2-08
	<i>Employee Position Descriptions</i>	<i>23.1</i> 8-2-08
	<b>Financial</b>	
	Chief Financial Officer	31 8-2-08
	Revenue	32 8-2-08
	Expenditures	33 8-2-08
	Budget	34 8-2-08
	Investments	35 8-2-08
	Taxes	36 8-2-08
	Endowment	37 8-2-08
	Financial audits	38 8-2-08
	<b>Legal</b>	
	Legal Counsel	41 8-2-08
	Periodic Corporate Reports	42 8-2-08

<b>Policies 101 - 199</b>	<b>Academic</b>		
	<b>Curriculum</b>		
	Courses of Study	101	8-2-08
	<i>Content of Undergraduate Courses</i>	<i>101.1</i>	8-2-08
	<i>Content of Graduate Courses</i>	<i>101.2</i>	8-2-08
	<b>Study Material</b>		
	Resources, Materials, and Services	111	8-2-08
	<b>Course Completion</b>		
	Exams	121	8-2-08
	<i>Computer Grading of Exams</i>	<i>121.1</i>	8-2-08
	Grades	122	8-2-08
<b>Policies 201 – 299</b>	<b>Students</b>		
	<b>Enrollment</b>		
	Student Enrollment	201	8-2-08
	<i>Student Identification</i>	<i>201.1</i>	8-2-08
	<i>Student Files</i>	<i>201.2</i>	8-2-08
	<i>New Student Enrollment Instructions</i>	<i>201.3</i>	6-15-07
	Requirement for Admission	202	8-2-08
	<b>Correspondence</b>		
	<i>Mailing of Brochures</i>	<i>203.1</i>	8-2-08
	<i>International Mailing</i>	<i>203.2</i>	8-2-08
	Monitoring Student Progress	211	8-2-08
	Encouragement of Students	212	8-2-08
	Assessing Student Satisfaction	213	8-2-08

## Mission of NationsUniversity

NationsUniversity is a school without walls that offers affordable, accessible higher education to build faith and develop culturally rooted Christian leaders around the world.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_  
Chairman of the Board

Date

## Ideals of NationsUniversity

1. **Integrity.** . . . .
2. **Social Responsibility.** . . . . .
3. **Fairness.** . . . . .
4. **Fun.** . . . . .

*Alternatively: (?)*

*Love*  
*Joy*  
*Peace*  
*Patience*  
*Kindness*  
*Goodness*  
*Faithfulness*  
*Gentleness*  
*Self Control*

(Each characteristic probably should be elaborated with one or two sentences)

**Reference:** Minutes of Board Meeting August \_\_, 2007

**Approved:** \_\_\_\_\_  
\_\_\_\_\_ Chairman of the Board

Date

## Vision of NationsUniversity

The NationsUniversity Vision is a world in which:

All people have the opportunity to respond to the gospel of Jesus Christ.

Helpful resources are available to Christians engaged in ministry.

Education in religious studies is available to any who desire it.

A community of students participates in a disciplined network.

Maturing students share their knowledge with others.

Geographic barriers to learning are eliminated.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

## Objectives of NationsUniversity

### Background

The following objectives have been adopted by NationsUniversity. They are to serve as guidelines to the Board of Regents when developing annual goals and long-range plans for the institution.

### Policy

1. **Spiritual.** To expand the breadth and depth of knowledge of Christian teachings throughout the world, particularly into non-Christian cultures.
2. **Academic.** To organize and present religious studies that lead to degrees at the associate, bachelor's and master's levels in a systematic and comprehensive program that is equivalent to academic programs offered by comparable accredited institutions; to offer non-religious courses as may be necessary to support the degree programs.
3. **Enrollment.** To increase the number of students enrolled from year-to-year at such a rate as to at least double the number of students every five years.
4. **Geographic.** To increase the number of countries represented by active students at the rate of five per year; to grow the number of students in each country in proportion to their overall population.
5. **Networking.** To establish alliances (partnering relationships) with ministries, schools and churches where they provide the opportunity to increase the number of students enrolled in NU courses, or otherwise further the objectives of NationsUniversity.
6. **Financial.** To remain financially solvent and operate without an annual deficit; to cover all expenses through gifts and fees. Since most students attend without making a financial contribution to the school's operation, most funding will come from individuals, institutions such as churches, and foundations.
7. **Certification.** To operate as an unaccredited school until such time as the cost of accreditation requirements does not exceed the financial ability of NU to pay such costs, keeping in mind that such accreditation costs decrease the institution's ability to deliver free education to its student clientele.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Ownership of NationsUniversity

### Background

Since its inception as an idea with no physical assets, NationsUniversity has evolved and acquired various tangible and intangible assets.

### Policy

1. **Ownership.** NationsUniversity is owned and managed by a self-perpetuating Board of Regents, all of whom are members in good standing of Churches of Christ.
2. **Corporate Status.** NationsUniversity is incorporated in Louisiana as an institution of higher education and approved to offer degrees in religious studies by the Louisiana State Board of Regents. The institution offers courses that lead to academic awards through distance learning. Whereas non-credit and non-religious courses may be offered, these do not constitute the main objective of the institution. And whereas classroom instruction is permitted within the State of Louisiana, NU's "presence" in other states and other countries outside the United States, shall be unofficial, that is, in non-structured, informal settings that are tied to the distance learning process and that do not violate the spirit of local jurisdiction.
3. **Assets.** All physical assets and intellectual property rights of NationsUniversity are in the custody of a Chief Executive Officer designated by the Board of Regents. The CEO shall assure that all necessary steps are taken to identify, record and protect these assets in the various states and countries where they exist.

**Reference:** Bylaws  
Minutes of Board Meeting August 2, 2008



**Approved:**  
8/2/08

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

## Committees of the Board of Regents

Members of the Board Committees to serve during 2008 are as follows:

- a. Executive Committee
  - Mac Lynn, CEO, Chair
  - Ernie Clevenger, CTO
  - Ben Powell, CFO
  - Joe Sloan, COO
- b. Finance (budget, expenditures, investment)
  - Ben Powell, Chair
  - Gary Waller
  -
- c. Academic (courses and their content)
  - Mac Lynn, Chair
  - Harold Bigham
  - Terry Briley
- d. Technology (computer hardware, software)
  - Ernie Clevenger, Chair
  - Mike Bush
  -

**Reference:** Board Policy 11



**Approved:** \_\_\_\_\_

December 15, 2007

Chancellor

Date

## Structure of the Board of Regents

### Background

From its founding, the structure and membership on the NationsUniversity Board of Regents has been shaped primarily by the Chancellor. However, as the institution grows and the original leadership inevitably changes, the Regents will have the responsibility for selecting new leadership, and a more systematic procedure needs to be established to assure that the original mission and objectives of the institution are perpetuated.

The number of members of the Board of Regents is limited by the Bylaws. Heretofore, members have been elected for one-year terms at the annual meeting. Membership on the board has been recommended by the chair of the board or any other board member. After nomination and review, new members have been added by majority vote of the full board. In preparation for annual meetings, the chair has asked each member of he is willing to stand for re-election. Terms of office run from one annual meeting of the board to the next.

### Policy

1. **Composition.** The number of members of the Board of Regents shall be determined by the Board. While the number is presently limited by the Bylaws to 20, the number may be changed by amendment to the Bylaws.
2. **Qualifications.** Board members shall be practicing Christians who have previously demonstrated unique skills and knowledge which will assist NationsUniversity in the achievement of its objectives.
3. **Selection.** New Regents shall be selected by majority vote of the existing Regents. Nomination of candidates may be made by any member of the Board of Regents sixty days prior to scheduled elections.
4. **Terms of Office.** The term of office of Regents shall be three years, with one-third of the Regents to be elected at the Annual Meeting of the Board each year.  
*(Transition from one-year to three-year terms shall be made at the Annual Meeting of December 2008 by dividing the board positions into three group [see attached list]. At that meeting, Group 1 shall be elected for a period of 1 year, Group 2 for two years, and Group 3 for three years. At each subsequent election, all terms of office shall be for three years).*
5. **Removal from Office.** A Regent may be removed from office and the position declared vacant upon the vote of two-thirds of the Regents. Removal of a Regent before the expiration of his term may be considered because of the Regent's inability or unwillingness to serve, or because of un-Christian conduct.
6. **Vacancies.** When a new vacancy occurs on the Board of Regents, the Executive Committee shall determine if the vacancy shall remain until the next scheduled election, or if a special election shall be held to fill the unexpired term. The Executive Committee shall make arrangements and provide notification of any such special election.

7. **Officers of the Board.** Following the election of Regents at each Annual Meeting, the Board of Regents shall elect and appoint the following officers:

- a. President of the Board
- b. Secretary to the Board
- c. Chief Executive Officer
- d. Chief Financial Officer

An individual may hold more than one of these offices, if approved by the Board.

8. **Committees of the Board.** In order to promote efficient operation, the Board of Regents may establish various committees to plan and monitor programs related to different functional areas. These committees shall include:

- a. Executive
- b. Finance (budget, expenditures, investments)
- c. Academic (courses and their content)
- d. Technology (computer hardware, software)

The members and Chair of each Committee shall be designated by the President of the Board, following discussions and mutual consent. The Executive Committee shall consist of the Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, and Chief Technical Officer.

9. **Compensation of Regents.** Regents shall serve without pay. Certain expenses incurred by Regents in the performance of their duties may be reimbursed, provided they have been approved by the Finance Committee, and funds have been earmarked in the annual budget.

**Reference:** Bylaws  
Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_  
8/2/08

Chairman of the Board

Date

## Meetings of the Board of Regents

### Background

Since members of the Board of Regents serve in a non-paid, part-time capacity, they need to depend upon the full-time CEO to develop meeting agendas and present to them the various issues which need their attention and action. However, since the Regents have ultimate responsibility, certain safeguards need to be established so that the CEO cannot act unilaterally without the consent of the Regents.

### Policy

1. **Regular and Special meetings.** There shall be two regularly scheduled meetings of the full Board of Regents each calendar year, in August and December.
  - a. The December meeting shall be considered the Annual Meeting, at which time the budget for the next year shall be approved, and the election of new Regents shall be held.
  - b. The August meeting shall include a mid-year progress report and discussion of preliminary plans and budgets for the next calendar year.

Other Special Meetings of the Board of Regents may be scheduled at any time by the Executive Committee.

2. **Location.** Meetings of the Board of Regents shall be held in Nashville, Tennessee at a time and location arranged by the Chief Executive Officer, after consultation with the Executive Committee members.

3. **Notice of Meetings.** Written notice of the time and place of meetings of the Board of Regents shall be delivered by e-mail and/or U.S. mail to each Regent at least 30 days in advance of the meeting.

4. **Agenda.** The Notice of Meeting delivered to Regents shall include an Agenda which specifies the purpose of the meeting and list each question scheduled to come before the Board for discussion and vote. To the extent practical, supplemental information shall be sent with the agenda to acquaint the Regents with the issues to be voted upon.

5. **Quorum.** In order to proceed with a meeting of the Board of Regents, a quorum (one more than 50%) of the Regents is required. Presence at the meeting is considered to be valid if the Regent is physically present in the room or connected electronically by means of speaker telephone, teleconferencing, or video conferencing. The minutes of the meeting shall indicate which Regents were physically present and which participated electronically.

6. **Rules of Order.** All meetings of the Board of Regents shall be conducted in accordance with "Roberts Rules of Order."

7. **Minutes.** The Secretary of the Board shall be responsible for recording and distributing the minutes of each meeting to the Regents, and maintaining a permanent files of the minutes of all meetings.

8. **Committee Meetings.** Committees of the Board of Regents shall generally meet on an informal basis at times and places agreed to by members of the Committee. Findings and recommendations of

Committees shall be compiled in appropriate documents and distributed to other Board members in advance of any Board meeting at which Committee reports are to be reviewed and acted upon.

**Reference:** Bylaws

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

## Chief Executive Officer

### Background

In its early years, the day-to-day operation of NationsUniversity has been under the direction of its founder and Chancellor. Upon his retirement it will be necessary for the Board of Regents to select and employ a new CEO.

The CEO is entrusted with the responsibility of keeping the institution on track. He shall periodically review operations and verify at the annual board meeting that the objectives are being met. He shall review all proposed new programs and contractual arrangements in view of general policy.

### Policy

1. **Appointment.** A Chief Executive Officer (CEO) shall be designated by the Board of Regents to direct and administer the operation of NationsUniversity on a full-time basis. The CEO may wear the title of chancellor, president, or other officer as the Board may designate.
2. **Function.** Functions of the CEO shall include, but not be limited to, the following:
  - a. Establish, equip and maintain offices necessary for administering NU programs.
  - b. Recruit, train and supervise the work of paid and volunteer staff necessary to serve the student population.
  - c. Assure that all legal requirements are met in order to maintain the right to function as a teaching institution and award degrees in the countries where students are enrolled.
  - d. Develop material and procedures related to student enrollment, teaching, testing, and records.
  - e. Assure that the necessary academic standards are met so that, to the extent possible, credits earned by NU students are recognized by other institutions of higher education.
  - f. Report to and advise the Board of Regents on the progress in meeting NU objectives.
  - g. Develop and recommend new policies, programs and initiatives for enhancing NU performance and results.
  - h. Monitor revenues and expenditures and assure that the financial integrity of NU remains secure.
3. **Authority.** The CEO has the authority to make unilateral decisions and enter into contracts necessary for the conduct of the business of NU so long as they are consistent with the policies of the Board of Regents and do not exceed the total annual budget.
4. **Term of Office.** The CEO serves at the pleasure of the Board of Regents. Specific conditions may be established by the Board when employing a new CEO.
5. **Compensation.** The Board of Regents shall agree to the salary and expense reimbursement to be paid to the CEO.
6. **Qualifications.** Candidates for the position of CEO of NationsUniversity shall meet the following requirements:
  - a. A member in good standing of a Church of Christ.
  - b. Five years experience in an administrative position at an accredited Christian College or University.

- c. Three years experience in work with Christian missionary work in foreign countries.

**Reference:** Bylaws  
Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_  
8/2/08

Chairman of the Board

Date

## Selection of a New President

### Background

At such time as it becomes necessary or desirable for the Board of Regents to undertake a search for a person to assume some or all of the functions of the existing Chief Executive Officer, the search Committee and the Board shall be guided by the following criteria.

### Policy

#### I. Qualifications

- a. Holds or is working on a doctorate degree
- b. Has proven ability to successfully raise funds
- c. Has proven effective administrative and communication skills with a track record of leading other organizations
- d. Has a high focus on missions
- e. Is innovative and insightful in promoting the use of technology to leverage the goals of NU without an escalating financial burden to the institution
- f. Acquainted with the workings of a conventional institution but is dedicated to the new frontier
- g. Subscribes to the philosophy of the institution. He/she understands, supports, and promotes the mission of NU and is capable of casting a larger vision within the framework of NU's mission
- h. Has traveled and is willing to travel extensively abroad and within the United States
- i. A member of the Church of Christ
- j. Has a general understanding of the global world and is concerned for it

#### II. Responsibilities

- a. Raise funds for operations, special projects and endowment (primary responsibility)
- b. Serve as administrative chief, managing the NU staff
- c. Serve as public-relations spokesperson for NU. Publicize and promote NU.
- d. Communicate with missionaries and help them provide an advanced Christian education for their converts without sending them to the USA.
- e. Recruit students all over the world with a view to enriching the church and helping church leaders grow toward spiritual maturity.

#### III. Reporting

- a. The president is either given the title Chief Executive Officer or reports to the CEO of NU

#### IV. Reimbursement

- a. This is a salaried position accompanied by a marketing budget, including travel expenses.

#### V. Performance Benchmarks

- a. Minimally set and achievable goals based on fund raising:
- b. Year 1--Salary plus expenses plus 10%
- c. Year 2--Salary plus expenses plus \_\_\_\_\_ (to cover all NU operating expenses plus additional 20%)

- d. Year 3--Salary plus expenses plus \_\_\_\_\_ (to cover all NU operating expenses plus additional 80% for endowment) (Note: it is assumed that by Year 3, operating expenses will include the salary of the Chief Academic Officer and additional office staff.)

**Reference:** Bylaws  
Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_  
8/2/08

Chairman of the Board

Date

## 15. Chief Operating Officer

### Background

The Chief Operating Officer (COO) is responsible for administration of the office operations of NationsUniversity. This position shall be a part-time unpaid position filled by a member of the Board of Regents.

### Policy

1. **Appointment.** A Chief Operating Officer (COO) shall be appointed by the Board of Regents to direct and oversee the administrative operations of NationsUniversity on a part-time basis. The COO shall be a member of the Board of Regents and a member of the Executive Committee of the Board. He may carry the title of Vice President for Operations.
2. **Function.** Functions of the COO shall include, but not be limited to, the following:
  - a. Examine and monitor internal office processes to identify opportunities for:
    - (1) improving operating efficiencies.
    - (2) improving percentage of student retention, course completion, and certificates earned
    - (3) maximizing the number of internet students vs. postal and email students
  - b. Write and maintain accurate Position Description for all employees.
    - (1) Suggests realignment of duties as appropriate to:
      - (a) cross-train employees
      - (b) balance work loads
      - (c) establish individual goals and accountability
  - c. Write and maintain a comprehensive set of procedures to be followed for:
    - (1) enrollment of new students
    - (2) monitoring and encouraging individual student progress
    - (3) student exams
    - (4) certifications
    - (5) transcripts
    - (6) student records and files
    - (7) student inquiries
    - (8) establishing and operating Clusters
  - d. Establish and maintain statistical reporting procedures in order to:
    - (1) monitor performance and trends
    - (2) identify areas where remedial actions should be taken
    - (3) quantify the effect of any changes in methods and procedures
  - e. Work with individual employees to establish and achieve specific personal goals which contribute directly and measurably to the achievement of the NU objective.
  - f. Draft and maintain the NU Policy Manual.

- g. Coordinate with the NU Chief Financial Officer to assure that all internal bookkeeping functions are performed on schedule and are properly recorded.
- 3. **Term of Office.** The COO serves at the pleasure of the Board of Regents. Specific conditions may be established by the Board when appointing a new COO.
- 4. **Compensation.** None.
- 5. **Qualifications.** Candidates for the position of COO of NationsUniversity shall meet the following requirements:
  - a. A member in good standing of a Church of Christ.
  - b. Five years experience in corporate management and administration.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## 16. Provost

### Background

The position of Provost was created to bring to NU two new functions at the beginning of 2008: (1) the active pursuit of accreditation for the institution, and (2) a more focused approach to the raising of operating funds.

### Policy

1. **Appointment.** The Provost shall be appointed by the Board of Regents to direct and oversee such administrative or academic functions of NationsUniversity as the Board or CEO may from time to time establish and direct.
2. **Functions.** Functions of the Provost shall include, but not be limited to, the following:
  - a. **Accreditation.** Organize and manage a program which leads to the accreditation of NU by a “distance learning accreditation agency” which is recognized by the U.S. Government and international agencies.
  - b. **Fund-raising.** Organize and manage a program that increases donations to NU to a level that will fund (1) the accreditation process and (2) operations necessary to service an enrollment of 10,000 students.
3. **Term of Office.** The initial term shall be for a period of one year, and may be extended from year to year thereafter upon mutual agreement. If unforeseen developments make it necessary or desirable for either party to terminate any employment agreement prematurely, this may be done upon two weeks’ notice given by one party to the other.
4. **Compensation.** The Provost shall be paid a fixed monthly salary as determined by the Board of Regents. In addition, bonuses may be paid following periodic performance reviews, contingent upon successful achievement of goals outlined in an Annual Work Plan.
5. **Qualifications.** Candidates for the position of Provost of NationsUniversity shall meet the following requirements:
  - a. A member in good standing of a Church of Christ.
  - b. Five years experience in school management and administration.
  - c. Previous experience in fund raising for private schools.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Administrative Succession Plan

### Background

The strength of an organization includes its ability to change leadership without disrupting growth or distracting its various constituencies.

### Policy

1. **Temporary Chair of the Board.** With respect to current leadership of NationsUniversity, the Chair of the Board of Regents is elected by the Board at its annual meeting. In the case of an unexpected vacancy, the COO will fill that role until the next regular or specially called meeting of the Board of Regents. If the COO is not able to do so, the role shall be filled by the CFO.
2. **Temporary CEO.** The CEO is elected by the Board of Regents at its annual meeting. In the case of an unexpected vacancy, the remaining members of the Executive Committee of the Board shall designate the CEO, who shall serve until the next Board meeting.
3. **Executive Committee vacancies.** The COO, CFO, and CTO are elected by the Board of Regents. In the case of an unexpected vacancy, the remaining members of the Executive Committee shall designate someone to fill the vacated position. The appointee shall serve until the next Board meeting.
4. **Chief Academic Officer.** The chief academic officer (called “Chancellor”) serves at the pleasure of the Board of Regents. Any vacancy or desire on the part of the Board to make a permanent change shall be made at the next regular or specially called meeting of the Board of Regents. An interim appointment may be made by the Executive Committee, but the permanent position may come only after the full Board has had opportunity to make certain the person chosen to supervise the academic life of the institution is properly qualified academically, spiritually, and has a vision for the institution that is compatible with its mission.
5. **Other Administrative positions.** The Board of Regents shall also approve other administrative officers who are responsible for a major segment of the organization’s life, especially if the appointment involves a salary and/or expenses connected with the office. Such persons are to be appointed after they have been interviewed by the Executive Committee and the chief academic officer.
6. **Responsibilities of the Board of Regents.** When selecting personnel to fill executive and administrative staff positions, the Board of Regents shall be guided by the following principles:
  - ❑ Execute the mission of the institution.
  - ❑ Define leadership roles needed to fulfill the institutional mission and the goals set for the institution by the Regents.
  - ❑ Determine when changes in administrative personnel are needed to execute the institutional mission most effectively.
  - ❑ Manage leadership changes in an orderly fashion.
  - ❑ Identify the right person(s) with specific leadership skills.

- ▣ Organize the leadership structure in a manner that draws the full potential from its appointee(s).
- ▣ Reassign, as necessary, present personnel for the effectiveness of the institution.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_

Chairman of the Board

Date

## Policies of the Board

### Background

Heretofore, NationsUniversity has operated on a more-or-less informal basis, with principal leadership from its founders and Chancellor. In order to prepare for changing personnel and future growth, it is desirable to evolve a more formal process of decision-making and accountability within the organization, and to codify operations in a series of policy statements which set forth the desires and expectations of the Regents.

### Policy

1. **Definition.** Policies are the guidelines established by the Board of Regents for the conduct of the activities of the institution. All administrative procedures and instructions prepared by the CEO and other staff members shall conform to the Policies adopted by the Board.

*("Policies" should not be confused with "procedures," which are generally written by the staff and management to provide detailed instructions on how to implement Board policies).*

2. **Policy Manual.** Copies of all current Policies shall be maintained in an electronic file readily accessible to all employees and Regents. Further, a printed copy of Policies shall be contained in a binder (Policy Manual) in the office of the CEO.
3. **Adoption of Policies.** Policies shall be adopted by majority vote of the Board of Regents. Policies proposed for consideration by the Board may be drafted by any staff member or Regent. Proposals for new policies, or amendments to existing policies, should be sent to the Regents for their review prior to the meeting at which they will be considered for adoption.
4. **Applicability.** Since the Policies are to govern the decisions and actions of employees, any individual action taken contrary to published policy should be taken only after review and approval by the CEO, or in the case of the CEO, after consultation with the Executive Committee of the Board.
5. **Changes of Policies.** The Board may change policies whenever changing circumstances render an existing policy obsolete or ineffective. The CEO and staff should systematically review all policies once each year to assure that current practices conform to policies, and determine whether any policies should be amended.

**Reference:** Minutes of Board Meeting August 2, 2008

**Approved:**



Chairman of the Board

8/2/08

Date

## Staff Work Rules

### Background

These Administrative Guidelines are intended for employees of NationsUniversity and conform to the policies established by the NU Board of Regents. The principles involved in these guidelines are that the relationship between NU and its employees be legal, flexible, and responsible. These guidelines will be provided to, and reviewed with, each new employee at their time of employment. Any changes in the guidelines will be communicated to all employees at the time of change and in an expeditious manner.

### 1. OFFICE HOURS

Normal office hours are Monday through Friday from 8:30 am to 4:30 pm. The office is closed on Saturdays and Sundays. All regular full-time employees are expected to work a minimum of 40 hours per week. Any variations in employees' work schedules (including Vacation time) should be submitted to Marcia and posted on the Staff Schedule on the N Drive as soon as they are known.

### 2. LUNCH TIME and BREAKS

Regular full-time employees are afforded a total of one hour away from their work station each day for lunch and for morning and afternoon refreshment breaks, provided advance arrangements are made to insure telephone and essential services coverage at all times. Regular part-time employees who work four hours or less in a given day are not eligible for paid lunch breaks.

### 3. ATTENDANCE

Excessive absenteeism or tardiness may jeopardize the employee's chances for continued employment. If an employee must be absent without prior notice, it is his/her responsibility to notify Marcia as soon as possible prior to the scheduled reporting time.

Some flexibility in attendance is permitted if it does not interfere with the employee's ability to perform his/her overall job in an effective manner. For example, an employee may leave during the workday for an occasional doctor or dental appointment, to attend a school function, to pick up a sick child from school or daycare, or tend to personal or family business which cannot be handled after work hours, or for other similar short term events.

If such absences are kept to a minimum, the employee's pay for the day will not be affected. Absences outside the scope described above may be

- a. offset by additional hours of work at a later date ("comp time"),
- b. charged to vacation time if the employee is eligible for vacation, or
- c. charged as time off without pay if vacation has been exhausted.

Each hourly employee is responsible for submitting to Marcia their time sheet for each pay period. This completed time sheet is to be given to Marcia by the 23<sup>rd</sup> of each month. The time sheet shall indicate the number of hours worked each day by the employee. If vacation or sick leave hours were used, the dates and number of hours used will be shown.

#### 4. CLASSIFICATION OF EMPLOYMENT

For pay purposes, employees of NationsUniversity are classified as one of the following:

- a. Full-Time: Employees who are regularly scheduled to work 40 hours per week.
- b. Part-Time: Employees who are regularly scheduled to work less than 40 hours per week.
- c. Temporary: Employees who are employed to work either full-time or part-time but for a limited, definable period of time and for a specific purpose, such as vacation relief or project work. Temporary employees shall accrue no vacation time or other employee benefits as a result of employment.

#### 5. VACATION

##### Regular Full-Time Employees

All full-time employees shall be awarded five (5) work days (40 hours) of paid vacation time upon completion of each six (6) months of employment during a single year. All full-time employees with five or more years of employment will receive fifteen vacation days (120 hours) beginning with their sixth calendar year. After completing 10 years employment, twenty days vacation time is allowed beginning the next calendar year.

Once earned, vacation days may be taken at any time during the year. It is required that all vacations be scheduled in a way that will insure orderly operation of the NU office. Vacations are to be scheduled with Marcia as far in advance as practical, as vacation dates will normally be allocated on a first-come, first-served basis.

If a legal holiday occurs during the vacation period, the employee will not be charged a vacation day.

##### Part-time Employees

Part-time employees shall not be eligible for paid vacation.

##### Other Matters

Vacation days and sick leave must be taken within 12 months following the period in which they are earned, or the employee forfeits the portion not used. There is no "pay in lieu of vacation." Employees who are discharged for cause will not receive compensation for unused but accrued vacation time or sick leave. Accounting for vacation time and sick leave shall be done on an hourly basis in order to allow for partial days to be taken off as vacation time.

#### 6. LEAVES OF ABSENCE

##### Jury Duty

All employees called for jury duty are urged to fulfill this civic obligation and will receive regular pay while serving. Advance notice must be given to Marcia.

### Personal Leave

Time off for personal reasons is allowed. This time off will be decided on a case-by-case basis. It is expected that any such personal time off will be scheduled in a way that will insure orderly operation of the office. (See Paragraph 3 on Attendance, above).

### Funeral Leave

Time off with pay for up to five (5) days will be allowed for full-time employees for absence to attend the funeral and related activities for a member of the employee's immediate family. The immediate family is defined herein to include: employee's spouse, children, mother, father, brothers, sisters, grandparents, and mother and father of the employee's spouse.

### Sick Leave

Full compensation will be allowed to full-time employees for personal sick leave up to 10 days per calendar year. Time off exceeding 10 days will be without pay, and will be evaluated on an individual basis by the VP, Administration. Part-time employees shall be eligible for sick leave in proportion to the time worked. Temporary employees will not accrue sick leave.

Sick leave is not intended to be used as supplemental vacation; i.e., it must be used for illness-related absences only.

A leave of absence may/will be granted to employees who must be off for up to three months to care for a spouse, parent, or child who has a long-term illness.

## **7. OVERTIME**

Work in excess of 40 hours per week is considered "overtime" work, and may be compensated by equivalent time off ("comp time"). This compensatory time off should generally be taken by the employee within the same pay period in which the overtime work is performed.

## **8. WORK FROM HOME**

Paid employees are generally expected to work at the NU office, where all resources and other employees are readily available to them. This insures that sufficient staff is present during office hours to promptly provide all services to students and others who contact the office. However, if occasional circumstances develop where it is desirable and possible for specified tasks to be performed from the employee's home, requests for such "work from home" should be addressed to the CEO, with a full explanation of circumstances, and the specific work to be performed. Requests will be evaluated and decided on a case-by-case basis by the CEO.

## **9. POSITION BACKUP**

No "public" position shall go unattended during the normal workday. To this end, each salaried employee shall be trained to perform the work of other employees in order to provide uninterrupted service to students when the employee with primary responsibility is sick, on vacation, or otherwise not available to perform their functions. New employees shall be cross-trained to become familiar with the

responsibilities of all other employees. A systematic plan for position backup shall be established and maintained by Marcia.

#### 10. EXPENSE REIMBURSEMENT

When a paid employee uses his/her personal automobile to run errands on behalf of NU, such as to the Post Office, UPS, bank, or office supply store, the employee may apply for reimbursement of automobile expenses at the same mileage rate as allowed by the Internal Revenue Service. Mileage reports will be submitted on a form provided by Marcia and paid at the end of each month. (Rate for 2007 is 50.5 cents per mile).

#### 11. PAYDAY

Pay checks (automatic deposits) will be distributed once a month, on the last working day of the calendar month.

**Reference:** Board Policy 22



**Approved:** \_\_\_\_\_

6/15/08

Chairman of the Board

Date

## Staff Work Rules

### Background

These Administrative Guidelines are intended for employees of NationsUniversity and conform to the policies established by the NU Board of Regents. The principles involved in these guidelines are that the relationship between NU and its employees be legal, flexible, and responsible. These guidelines will be provided to, and reviewed with, each new employee at their time of employment. Any changes in the guidelines will be communicated to all employees at the time of change and in an expeditious manner.

### 1. OFFICE HOURS

Normal office hours are Monday through Friday from 8:30 am to 4:30 pm. The office is closed on Saturdays and Sundays. All regular full-time employees are expected to work a minimum of 40 hours per week. Any variations in employees' work schedules (including Vacation time) should be submitted to Marcia and posted on the Staff Schedule on the N Drive as soon as they are known.

### 2. LUNCH TIME and BREAKS

Regular full-time employees are afforded a total of one hour away from their work station each day for lunch and for morning and afternoon refreshment breaks, provided advance arrangements are made to insure telephone and essential services coverage at all times. Regular part-time employees who work four hours or less in a given day are not eligible for paid lunch breaks.

### 3. ATTENDANCE

Excessive absenteeism or tardiness may jeopardize the employee's chances for continued employment. If an employee must be absent without prior notice, it is his/her responsibility to notify Marcia as soon as possible prior to the scheduled reporting time.

Some flexibility in attendance is permitted if it does not interfere with the employee's ability to perform his/her overall job in an effective manner. For example, an employee may leave during the workday for an occasional doctor or dental appointment, to attend a school function, to pick up a sick child from school or daycare, or tend to personal or family business which cannot be handled after work hours, or for other similar short term events.

If such absences are kept to a minimum, the employee's pay for the day will not be affected. Absences outside the scope described above may be

- a. offset by additional hours of work at a later date ("comp time"),
- b. charged to vacation time if the employee is eligible for vacation, or
- c. charged as time off without pay if vacation has been exhausted.

Each hourly employee is responsible for submitting to Marcia their time sheet for each pay period. This completed time sheet is to be given to Marcia by the 23<sup>rd</sup> of each month. The time sheet shall indicate the number of hours worked each day by the employee. If vacation or sick leave hours were used, the dates and number of hours used will be shown.

#### 4. CLASSIFICATION OF EMPLOYMENT

For pay purposes, employees of NationsUniversity are classified as one of the following:

- a. Full-Time: Employees who are regularly scheduled to work 40 hours per week.
- b. Part-Time: Employees who are regularly scheduled to work less than 40 hours per week.
- c. Temporary: Employees who are employed to work either full-time or part-time but for a limited, definable period of time and for a specific purpose, such as vacation relief or project work. Temporary employees shall accrue no vacation time or other employee benefits as a result of employment.

#### 5. VACATION

##### Regular Full-Time Employees

All full-time employees shall be awarded five (5) work days (40 hours) of paid vacation time upon completion of each six (6) months of employment during a single year. All full-time employees with five or more years of employment will receive fifteen vacation days (120 hours) beginning with their sixth calendar year. After completing 10 years employment, twenty days vacation time is allowed beginning the next calendar year.

Once earned, vacation days may be taken at any time during the year. It is required that all vacations be scheduled in a way that will insure orderly operation of the NU office. Vacations are to be scheduled with Marcia as far in advance as practical, as vacation dates will normally be allocated on a first-come, first-served basis.

If a legal holiday occurs during the vacation period, the employee will not be charged a vacation day.

##### Part-time Employees

Part-time employees shall not be eligible for paid vacation.

##### Other Matters

Vacation days and sick leave must be taken within 12 months following the period in which they are earned, or the employee forfeits the portion not used. There is no "pay in lieu of vacation." Employees who are discharged for cause will not receive compensation for unused but accrued vacation time or sick leave. Accounting for vacation time and sick leave shall be done on an hourly basis in order to allow for partial days to be taken off as vacation time.

#### 6. LEAVES OF ABSENCE

##### Jury Duty

All employees called for jury duty are urged to fulfill this civic obligation and will receive regular pay while serving. Advance notice must be given to Marcia.

### Personal Leave

Time off for personal reasons is allowed. This time off will be decided on a case-by-case basis. It is expected that any such personal time off will be scheduled in a way that will insure orderly operation of the office. (See Paragraph 3 on Attendance, above).

### Funeral Leave

Time off with pay for up to five (5) days will be allowed for full-time employees for absence to attend the funeral and related activities for a member of the employee's immediate family. The immediate family is defined herein to include: employee's spouse, children, mother, father, brothers, sisters, grandparents, and mother and father of the employee's spouse.

### Sick Leave

Full compensation will be allowed to full-time employees for personal sick leave up to 10 days per calendar year. Time off exceeding 10 days will be without pay, and will be evaluated on an individual basis by the VP, Administration. Part-time employees shall be eligible for sick leave in proportion to the time worked. Temporary employees will not accrue sick leave.

Sick leave is not intended to be used as supplemental vacation; i.e., it must be used for illness-related absences only.

A leave of absence may/will be granted to employees who must be off for up to three months to care for a spouse, parent, or child who has a long-term illness.

## **7. OVERTIME**

Work in excess of 40 hours per week is considered "overtime" work, and may be compensated by equivalent time off ("comp time"). This compensatory time off should generally be taken by the employee within the same pay period in which the overtime work is performed.

## **8. WORK FROM HOME**

Paid employees are generally expected to work at the NU office, where all resources and other employees are readily available to them. This insures that sufficient staff is present during office hours to promptly provide all services to students and others who contact the office. However, if occasional circumstances develop where it is desirable and possible for specified tasks to be performed from the employee's home, requests for such "work from home" should be addressed to the CEO, with a full explanation of circumstances, and the specific work to be performed. Requests will be evaluated and decided on a case-by-case basis by the CEO.

## **9. POSITION BACKUP**

No "public" position shall go unattended during the normal workday. To this end, each salaried employee shall be trained to perform the work of other employees in order to provide uninterrupted service to students when the employee with primary responsibility is sick, on vacation, or otherwise not available to perform their functions. New employees shall be cross-trained to become familiar with the

responsibilities of all other employees. A systematic plan for position backup shall be established and maintained by Marcia.

**10. EXPENSE REIMBURSEMENT**

When a paid employee uses his/her personal automobile to run errands on behalf of NU, such as to the Post Office, UPS, bank, or office supply store, the employee may apply for reimbursement of automobile expenses at the same mileage rate as allowed by the Internal Revenue Service. Mileage reports will be submitted on a form provided by Marcia and paid at the end of each month. (Rate for 2007 is 50.5 cents per mile).

**11. PAYDAY**

Pay checks (automatic deposits) will be distributed once a month, on the last working day of the calendar month.

**Reference:** Board Policy 22



**Approved:**

6/15/08

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

## Staffing

### Background

A certain number of full-time salaried positions are necessary to operate the NU office. Because of limited funding, however, much of the work needs to be done by unpaid volunteers. The number of paid and unpaid staff should be forecast for each year, with adequate salary funds provided within the annual budget.

### Policy

1. **Staff Positions.** The CEO shall determine the division of work and number of staff positions required to perform the various functions of NationsUniversity. Staff positions may include the following:
  - a. **Salaried Employees.** Salaried staff positions may be full-time or part-time as necessary to conduct the daily student services functions of NU. Salaried employees in countries and states other than Louisiana shall be employees of Amreeka Development Corporation, not NationsUniversity. [The number of paid employees will be limited to funding approved in the annual budget].
  - b. **Volunteer Staff.** Functions which can be performed on less than a daily basis (e.g., weekly, monthly) may be performed by volunteer workers who receive no salary. The CEO shall recruit the necessary volunteer staff and specify the work each is to perform.
  - c. **Donated Services.** Functions requiring special skills to be performed at random or infrequent intervals (e.g., legal, financial, Information Technology) shall be performed at no cost by friends of NU or the Regents. Arrangement for their service shall be coordinated by the CEO.
2. **Training.** Each employee shall be provided with an up-to-date written description of his/her functions and a detailed outline of procedures for which he/she is responsible.
3. **Position Backup.** There shall be a back-up plan for each position to protect the integrity of the program in the event a staff member disengages from the institution. Furthermore, no public position shall go unattended during the normal workday. To this end, each salaried employee shall be trained to perform the work of other employees in order to provide uninterrupted service to students when the employee with primary responsibility is sick, on vacation, or otherwise not available to perform their functions. New employees shall be cross-trained to become familiar with the responsibilities of all other employees.
4. **Hours of Operation.** The NU business office will be normally be open from 8:30 AM to 4:30 PM Monday through Friday of each week except for major national Holidays: New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and the day after, Christmas Eve and Christmas Day.
5. **Vacation.** All full-time employees will receive five (5) work days (40 hours) of paid vacation time for each six (6) months of employment during a single year. All full-time employees with five or more years of employment will receive fifteen vacation days (120 hours) beginning with their sixth

calendar year. After completing 10 years employment, twenty days vacation time is allowed beginning the next calendar year.

- 6. **Overtime.** Work in excess of 40 hours per week is considered “overtime” work, and may be compensated by equivalent time off. This compensatory time off should generally be taken by the employee within 30 days following the overtime work.
- 7. **Sick Leave.** Full-time salaried employees will be allowed up to 10 days for sick leave with pay each calendar year.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_  
Chairman of the Board

\_\_\_\_\_  
Date

## Employee Position Descriptions

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Position:	Student Services Administrator	<b>Marcia</b>
	<b>Willison</b>	
Pay Category:	Full-time, paid	
Reports to:	CEO	
Directs:	none	
Work location:	Brentwood office	
Principal Duties:	<ol style="list-style-type: none"><li>1. Receives and responds to e-mail and telephone inquiries from students.</li><li>2. Registrar functions:<ul style="list-style-type: none"><li>Enrolls new students</li><li>Maintains student records</li><li>Processes student transcript requests</li><li>Prepares report for all grades on the internet</li><li>Publishes monthly student enrollment reports</li><li>Processes graduating student diplomas and certificates</li></ul></li><li>3. Financial functions:<ul style="list-style-type: none"><li>Maintains donor list in database</li><li>Prepares and sends quarterly reminders to donors</li><li>Records all donor contributions in database</li><li>Prepares bank deposits</li></ul></li><li>4. Payroll functions<ul style="list-style-type: none"><li>Coordinates staff work schedules</li><li>Prepares monthly time sheets</li></ul></li><li>5. Maintains file of official corporate documents.</li></ol>	
Other Duties:	<ol style="list-style-type: none"><li>1. Performs duties of other office personnel in their absence.</li><li>2. Performs other tasks as may be directed</li></ol>	
Qualifications:		

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Position:	Student Cluster Director/ Publications Director	<b>Melanie</b>
	<b>Anderson</b>	
Pay Category:	Full-time, paid	
Reports to:	CEO	
Directs:	none	
Work location:	Brentwood office	
Principal Duties:	<ol style="list-style-type: none"><li>1. Manages student cluster programs</li></ol>	

	<ul style="list-style-type: none"> <li>Develops cluster policy</li> <li>Communicates with cluster leaders</li> <li>Determines material to be sent to cluster students</li> <li>Produces reports on cluster activities and status</li> </ul>
	<ul style="list-style-type: none"> <li>2. Develops and maintains web site           <ul style="list-style-type: none"> <li>Coordinates with consultants on IT issues</li> <li>Provides assistance to other staff on computer problems</li> </ul> </li> </ul>
	<ul style="list-style-type: none"> <li>3. Manages publications and printing           <ul style="list-style-type: none"> <li>Uses PageMaker software to design and edit all publications</li> <li>Directs in-house printing of periodicals, brochures, and course material</li> <li>Coordinates any outside printing done by commercial printers.</li> </ul> </li> </ul>
Other Duties:	<ul style="list-style-type: none"> <li>1. Performs duties of other office personnel in their absence.</li> <li>2. Performs other tasks as may be directed</li> </ul>
Qualifications:	BS degree in English and Journalism
Position:	Academic Development Director <b>Bethany Scroggins</b>
Pay Category:	Full-time, paid
Reports to:	CEO
Directs:	none
Work location:	Brentwood office
Principal Duties:	<ul style="list-style-type: none"> <li>1. Develops on-line version of courses and posts to NU website</li> <li>2. Evaluates and posts student transcripts from other schools           <ul style="list-style-type: none"> <li>Goes online to verify the nature of the school</li> <li>Determines number of hours to be accepted</li> <li>Determines NU courses to which they apply</li> </ul> </li> <li>3. Assists with web site development and maintenance           <ul style="list-style-type: none"> <li>Periodically posts updated information to website</li> </ul> </li> <li>4. Provides student services as follows:           <ul style="list-style-type: none"> <li>Answers e-mails and phone calls directed to her</li> <li>Communicates with new students requesting email or postal status and tries to move them to Internet status</li> </ul> </li> <li>5. Receptionist           <ul style="list-style-type: none"> <li>Receives visitors to the office</li> <li>Answers and directs telephone calls</li> </ul> </li> <li>6. Records minutes of staff meetings and files on N drive</li> </ul>
Other Duties:	<ul style="list-style-type: none"> <li>1. Performs duties of other office personnel in their absence.</li> <li>2. Performs other tasks as may be directed</li> </ul>
Qualifications:	B.S. degree in English Computer science courses

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Position: Brentwood Office Manager

**Joye Jacobus**

Pay Category: Part-time, paid

Reports to: CEO

Directs: none

Work location: Brentwood office

Principal Duties:

1. Maintains student paper files
2. Corresponds with students
3. Organizes publication mailing
4. Maintains stock of printed exams and courses.
5. Orders supplies
6. Responsible for weekly mailings to students
7. Grades emailed exams
8. Opens and handles or distributes mail

Other Duties:

1. Performs duties of other office personnel in their absence.
2. Performs other tasks as may be directed

Qualifications:

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Title: Monroe Office Manager

**Elnice Davis**

Pay Category: Part-time, paid

Reports to: CEO

Directs: none

Work location: Monroe office

Principal Duties:

1. Registers postal students
2. Receives and files entrance credentials
3. Mails material to postal students
4. Grades multiple-choice exams.
5. Corresponds with students as required.

Qualifications:

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Title: Optimum Enrollment Director and Office Assistance

**Donna**

Pay Category: Volunteer

Reports to: CEO

Directs:

Work location: Brentwood office

Principal Duties:

1. Records entrance documents and transfer credits.

2. Notifies students of results of transcript evaluation
3. Identifies contacts that can generate students in under-represented nations.

Qualifications:

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Title: Librarian

**Beverly Cullum**

Pay Category: Volunteer

Reports to: CEO

Directs:

Work location: Brentwood office

- Principal Duties:
1. Keeps the book and course inventory supplied
  2. maintains order in the library

Qualifications:

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Title: Grader

**Judy Knight**

Pay Category: Volunteer

Reports to: CEO

Directs:

Work location: Brentwood office

- Principal Duties:
1. Grades posted multiple-choice exams

Qualifications:

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Title: Publications Mailing Clerk

**Margaret Jordan**

Pay Category: Volunteer

Reports to: CEO

Directs:

Work location: Brentwood office

- Principal Duties:
1. Assists with folding, labeling, and placing postage on the NU Partners and the NU Student newsletters.

Qualifications:

**Reference:**

**Approved:** \_\_\_\_\_

Chief Executive Officer

Date

## Position Descriptions

### Background

Written position descriptions are necessary to clarify employee responsibilities assure that all work is performed with minimum disruption when there is a change in personnel.

### Policy

1. **Applicability.** A written position description shall be prepared and maintained for all positions, including salaried and volunteer positions, and whether full-time or part-time.
2. **Common format.** A common format shall be used for all position descriptions. Information shall include:
  - a. **Position Title:** A unique name which distinguishes the position from all others in the University.
  - b. **Category:** Salaried or unsalaried; full-time or part-time
  - c. **Reports to:** Name of the position which provides daily work direction to this position.
  - d. **Directs:** Names of the positions which receive daily work direction from this position (if any).
  - e. **Location:** Where the work is to be performed
  - f. **Principal Duties:** A listing of the principal tasks that the person in this position is expected to perform routinely. The list should not be a detailed “desk procedure,” but should provide sufficient detail so that the new employee understands the nature of the work. The tasks listed should begin with action verbs such as *answers, assigns, attaches, attends, calibrates, calls, cleans, confirms, connects, decides, directs, draws, drives, enters, explains, files, goes, grades, inspects, interviews, meets, operates, performs, prepares, reads, receives, records, removes, repairs, reports, sends, signs, types, writes, visits*. The last statement in this listing shall always be, “Performs other such duties as directed.”
  - g. **Other Duties:** A listing of tasks which are not the primary responsibility of the employee, but which he/she may be requested to perform from time to time.
  - h. **Qualifications for Position:** This is a list of personal attributes considered essential to acceptable performance of the work described. The list could include formal education, technical training, work experience, unique knowledge and unique skills which candidates for the job should possess.
3. **Changes.** Position descriptions may be modified at any time by the CEO when necessary to meet changing needs of the institution.
4. **Accessibility.** Current copies of position descriptions shall be maintained electronically on the N Drive where they are accessible to staff members and Regents. A printed file shall be maintained in the office of the VP, Administration.

**Reference:** Minutes of Board Meeting August 2, 2008



Approved: \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Chief Financial Officer

### Background

The Chief Financial Officer (CFO) is entrusted with the responsibility of maintaining the financial integrity of NationsUniversity. This important financial position has been, and for the foreseeable future, shall continue to be, a part-time position filled by a member of the Board of Regents, because the financial resources of the institution are not adequate to provide sufficient salary to employ a suitably-qualified person to work full-time in this position.

### Policy

1. **Appointment.** A Chief Financial Officer (CFO) shall be appointed by the Board of Regents to direct and oversee the financial operations of NationsUniversity on a part-time basis. The CFO shall be a member of the Board of Regents and a member of the Executive Committee of the Board.
2. **Function.** Functions of the CFO shall include, but not be limited to, the following:
  - a. Organize and establish the financial accounting rules and procedures to be followed by the institution and its staff members.
  - b. Assure that staff accountants and bookkeepers have the training and experience necessary for their positions and for the performance of their work.
  - c. Assure that financial reports are produced as required, and in sufficient detail, to meet state and federal requirements for maintaining the corporate licenses and the institution's tax exempt status.
  - d. Review periodic financial statements prepared by the staff to assure that revenue and expenses are consistent with the annual budget, and advise the Board of Regents and the CEO when corrective actions need to be taken.
  - e. Conduct random financial audits as necessary to assure that the financial procedures being followed by staff are consistent with institutional policies and generally accepted accounting principals.
  - f. Advise and assist the Board of Regents in the engagement of an external auditor to conduct periodic financial audits, as requested by the Board.
3. **Term of Office.** The CFO serves at the pleasure of the Board of Regents. Specific conditions may be established by the Board when appointing a new CFO.
4. **Compensation.** The Board of Regents shall agree to the type and amounts of expenses which may be reimbursed to the CFO.
5. **Qualifications.** Candidates for the position of CFO of NationsUniversity shall meet the following requirements:
  - a. A member in good standing of a Church of Christ.
  - b. Five years experience in administration of corporate financial practices.

**Reference:** Minutes of Board Meeting August 2, 2008



Approved: \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Revenue

### Background

There is a need for NationsUniversity to produce sufficient revenue each year to pay employees and operate the administrative office. An increase in revenue will be required as the number of students increases. However, more students will not produce proportionate increases in revenue because of the free enrollment policy. Therefore, additional sources of revenue need to be cultivated.

### Policy

1. **Donations.** Whereas the principal source of revenue is donations from individuals, churches, and businesses, NationsU shall develop continuing programs to:
  - a. Maintain the present pool of donors in order to assure that ongoing operations can be maintained at the existing level.
  - b. Increase the pool of donors as necessary to provide additional revenue to support increases in student enrollment and other programs.
2. **Reports of Donations.** An appropriate means of reporting shall be instituted for reporting sources and uses of funds to those who contribute the funds. Each individual donation shall be acknowledged in a written form that satisfies the requirements of the U.S. Internal Revenue Service for reporting charitable deductions on individual income tax returns. Checks dated in December but not physically received at the NU office until January shall be counted as December revenue so that the donor can use such year-end donations to reduce his/her tax liability in the specified year. The accounting and reporting of donations shall be the responsibility of the person designated by the CFO.
3. **Tuition from U.S. Students.** While the objective of NationsUniversity is to enroll foreign students free of charge, English-speaking students residing in the U.S. (except those incarcerated) shall be charged a nominal administrative fee of \$100 upon registration, and once each year thereafter as long as they remain active students.
4. **Investments.** Idle funds shall be invested where they will earn maximum interest, as directed by the CFO.
5. **Revenue Shortfall.** The CEO shall monitor income throughout the year. If revenue falls significantly short of projections, the CEO shall consult with the Executive Committee and agree upon corrective actions to be taken to assure that the institution does not drift into a deficit operating mode.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date



## Expenditures

### Background

Good business practice requires that financial processes be designed (1) to provide responsible managers with all the information necessary to monitor and control expenditures, and (2) minimize the opportunity for one or more employees to accidentally or deliberately divert funds for unauthorized or personal use.

### Policy

1. **Authorization of Expenditures.** Before any expenditure is made, the purchaser will assure that funds for the expenditure have been included within a specified line item in the annual budget (e.g., office supplies, salary). If the proposed expenditure is in excess of budgeted funds, the Accountant shall advise the CEO. The CEO shall decide whether the expenditure is to be cancelled, modified, deferred, or, in the alternative, is to be covered by (1) higher-than-budgeted revenue, or by (2) reducing the amount in another line item in the budget.
2. **Classification of Expenditures.**
  - a. **Capital Expenditures.** Since NationsUniversity (1) is a non-profit organization, (2) has low annual expenditures, and (3) has virtually none of the traditional physical assets of an institution, (i.e., land, buildings, vehicles, machinery), there is little purpose at the present time in distinguishing between Operating Expenses and Capital Expenditures. Therefore, all expenditures shall be treated as Operating Expenses.
  - b. **Operating Expenses.** A Chart of Accounts shall be established in sufficient detail to allow a systematic method for planning, monitoring, and controlling expenditures. Internal financial accounts shall include, but not be limited to:
    - ❑ Salaries
    - ❑ Office Supplies
    - ❑ Office Equipment
    - ❑ Rent
    - ❑ Publications
    - ❑ Mailing and shipping
    - ❑ Communications
    - ❑ Travel and Entertainment
    - ❑ Promotion and Advertising
    - ❑ Consultant fees (audit, legal, IT)
3. **Method of Payment.** Payment for purchases shall be made by debit card or check, to eliminate the need for a “petty cash” account. Persons authorized to write checks are the CEO, CFO, and the VP Administration. The CEO shall designate those employees authorized to use debit cards.
4. **Record keeping.** Documents related to each expenditure shall be kept in an orderly chronological file for a minimum of three years so that all transactions may be easily audited. The CFO shall specify the types of documents to be maintained to satisfy audit requirements.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_  
Chairman of the Board

Date

## Budgets

### Background

An annual Work Program and Budget is required in order to monitor the financial performance of NationsUniversity and to assure its financial integrity.

### Policy

1. **Work Plan and Budget.** An annual Work Program and Budget shall be prepared by the CEO in concert with the CFO and presented to the Board of Regents at the annual meeting for their approval prior to the beginning of each fiscal year. The NU fiscal year shall coincide with the calendar year.
2. **Budget Items.** The budget shall itemize income and expenditure projections by categories in sufficient detail to allow the Board of Regents to understand them and evaluate if they are reasonable. The CEO, CFO and VP Administration shall agree upon the format and amount of detail to be included. Generally, expenditures within an itemized category shall not exceed the budgeted amount for the year, unless approved by the Executive Committee of the Board. A “contingency” line item may be included in the budget as a cushion against unplanned or unexpected expenses which may develop during the year.
3. **Reporting.** The CFO shall produce periodic reports as requested that shows actual monthly and year-to-date financial performance as measured against the budgeted amounts. Significant variance shall be highlighted and brought to the attention of the CEO, CFO, and Regents so that they may consider any corrective actions that should be taken.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Investments

### Background

The following investment policy statement and accompanying guidelines are intended for defining how investments of all life income agreements should be handled. It is understood that the Investment Committee of the Board of Regents of NationsUniversity is charged with the responsibility for direct and delegated supervision of the investment of funds connected with all contributions.

### Policy

1. **Oversight.** Investment of NU funds shall be directed by an Investment Committee appointed by the Board of Regents. Committee members are Ernie Clevenger, Ben Powell and Hank Davis. Advisors shall include the NU CFO.
2. **General Investment Principles.** The following general principals shall be used when making investment decisions:
  - a. Funds shall be invested with care, skill, prudence and diligence.
  - b. Protection of principal shall be a primary objective.
  - c. Investment funds shall be so diversified as to minimize the risk of loss.
  - d. The University may employ one or more investment managers of varying styles and philosophies to attain the desired objectives.
  - e. Cash is to be employed productively at all times by investment in short-term cash equivalents to provide safety, liquidity and return.
  - f. Principal shall not be invaded unless absolutely necessary to provide contracted obligations.
  - g. The funds shall be so diversified as to minimize the risk of loss unless contractual agreements relieve the University and its investment managers from liability and responsibility for not diversifying assets.
3. **Investment Management Policy.**
  - a. Preservation of Capital - Investment managers will make every effort to preserve capital.
  - b. Risk Aversion – As risk is present in all types of securities and investment styles, some risk is necessary to produce long-term investment results that are sufficient to meet the Fund's objectives. However, the investment managers are to make reasonable efforts to control risk and will be evaluated regularly to ensure that the risk assumed is commensurate with the given investment style and management.
4. **Specific Investment Goals.** Over the investment time horizon (a three-year moving period), the Fund should meet the following:
  - a. A reasonable rate of return.
5. **Investment Guidelines Allowable Assets**
  - a. Cash Equivalents
    - ❑ Treasury Bills
    - ❑ Money Market Funds
    - ❑ Short-Term Income Funds
    - ❑ Commercial Paper

- ❑ Banker's Acceptances
  - ❑ Repurchase Agreements
  - ❑ Certificates of Deposit
- b. Fixed Income Securities
- ❑ Corporate Notes and Bonds
  - ❑ U.S Govt. & Agency Securities
  - ❑ Mortgage Backed Bonds
- c. Equity Securities
- ❑ Common Stocks
  - ❑ Convertible Notes & Bonds
  - ❑ Convertible Preferred Stocks
  - ❑ American Depository Receipts (ADR's) of Non-U.S. Companies
  - ❑ Stocks of Non-US Companies (Ordinary Shares)
  - ❑ Mutual Funds which invest in securities as allowed in this statement
  - ❑ Real Estate Investment Trusts (REITS)
6. **Guidelines for Fixed Income Investment & Cash Equivalents**
- a. Fund assets may be invested only in investment grade bonds rated BBB (or equivalent) or better.
  - b. Fund assets may be invested only in commercial paper rate A1P1 (or equivalent) or better.
  - c. Money market funds selected shall contain securities whose credit rating at the absolute minimum would be rated investment grade by Standard & Poor's and/or Moody's.
7. **Chief Financial Officer Responsibilities**
- a. Make all investment decisions in compliance with the rules and regulations set forth in this Investment Policy.
  - b. Monitor and evaluate performance results to assure that policy guidelines are being followed and that objectives are met, or delegate such responsibility to an independent trustee or NationsUniversity.
8. **Reports.** On a quarterly basis, the CFO shall provide NationsUniversity and the Board of Regents a report showing actual results achieved. On at least an annual basis, the CFO will provide a report projecting a 3-5 year time horizon, to determine whether:
- a. The objectives as established above, as a primary consideration, and
  - b. Other investment management organizations managing similar portfolios, as well as recognized market indices.
  - c. Investment performance that is significantly less than anticipated given the discipline employed and the risk parameters established, or unacceptable justification of poor results.
  - d. To assure continued relevance of the guidelines, objectives, financial status and capital markets expectations as established in this statement of investment policy, the Board of Regents plans to review investment policy at least annually.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

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Chairman of the Board

Date

## Tax Exempt Status

### Background

It is important that NU retain its tax-exempt status, as this provides a major incentive for donors to make substantial contributions to support the operations of University.

### Policy

1. **IRS Requirements.** Tax exempt organizations must file various returns and reports at some time during (or following the close of) their annual accounting periods. The NU CEO and/or his designee shall become acquainted with the IRS publications related to the information returns that must be filed by NationsUniversity, and the information to be provided to donors.
2. **Filing of Reports.** The CEO shall designate the staff member(s) responsible for compilation of information and preparation of reports, and assure that all reports to donors and the IRS are delivered when required.
3. **Accuracy and completeness.** The NU Chief Financial Officer and Legal Counsel shall review all tax-related reports to assure their accuracy and completeness.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Endowments

### Background

It is desirable for educational institutions to establish one or more endowment funds to provide annual operating income for various programs and projects.

### Policy

1. **Endowment Fund.** NationsUniversity shall establish and maintain one or more endowment funds with the objective of providing a source of annual operating income to supplement contributions from donors.
2. **Contributions to the Endowment Fund.** There are generally two sources of contributions to the Endowment Fund:
  - a. Large contributions from donors which are earmarked as a contribution to the general (or a special) endowment fund.
  - b. Excess operating funds, which may be transferred at year-end to the endowment fund, at the direction of the Board of Regents.
3. **Investment.** The Endowment Fund shall be invested in accordance with board policies related to investments (Policy 35).
4. **Use of the Endowment Fund.** Projected annual income from the Endowment Fund may be included in the annual budget to cover ordinary operating expenses. However, if there is a shortfall in revenue and it is necessary to draw against the principal amount of the Endowment Fund to cover current operating expenses, the budget for the following year should include a special plan and solicitation to replace the principal so that there is no long-term erosion of the Endowment Fund.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**  
8/2/08

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Chairman of the Board

\_\_\_\_\_  
Date

## Financial Audits

### Background

The Board of Regents has the ultimate responsibility for the financial integrity of NationsUniversity, and therefore needs to periodically use the services of an outside auditor to confirm that proper financial controls are in place and are being followed by the staff, and that the financial reports being provided to the Board are a true and accurate reflection of the financial condition of the institution.

### Policy

1. **External Audits.** The Board of Regents shall periodically appoint an independent, outside auditor to review the financial records and processes of NU in whatever depth necessary to assure that the financial records prepared by the staff are a true and accurate reflection of the financial condition of the institution, and that sufficient checks and balances are included with all financial transactions to readily identify any errors and irregularities.
2. **Compensation.** The Board shall include in its budgets the amounts necessary to pay for the services of an external auditor.
3. **Reports.** Copies of the report of the external auditor shall be provided to each of the members of the Board of Regents.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Legal Counsel

### Background

It is important that NationsUniversity operate strictly in conformance with all applicable laws, both as a matter of principle, and to avoid any unnecessary expense that might develop as a result of inadvertent violation or non-compliance.

### Policy

1. **Board Member Attorney.** The Board of Regents shall establish and reserve at least one position on the Board to be filled by an experienced attorney. This attorney shall serve as a regular board member, but have the specific responsibility to monitor proposed and on-going activities of NationsUniversity, and alert the board and staff to any action (or lack of action) that may be in conflict with state or federal statutes.
2. **External Counsel.** If litigation or other events develop which require legal services which exceed the jurisdiction, expertise, or available time of the Board Member Attorney, he shall so advise the Board, and provide assistance in selecting and engaging the services of a suitable outside attorney.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Periodic Corporate Reports

### Background

It is important that NU retain the corporate status that allows it to operate legally in Tennessee, Louisiana, and other jurisdictions.

### Procedure

- Periodic Reports:** NU is required to file the following corporate reports:

Louisiana Secretary of State	Annually
Tennessee Secretary of State	Annually
Louisiana Board of Regents	Annually
Renew U.S. Registration	Every 5 years
- Filing of Reports.** The CEO shall designate the staff member(s) responsible for compilation of information and preparation of the various corporate reports, and assure that they are delivered when required.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Content of Undergraduate Courses of Study

### Background

The following courses will generally be taken in the order listed. If transfer credits are submitted by the student, they will be evaluated and the order of study may be altered to include only those studies to be completed in order to receive academic awards.

#### 1. Certificate in Religious Studies

Course No.	Title	Credits
BRS 16.6	A Search for Spirituality	5
BRS 1	The Hebrew Scriptures	5
BRS 2	The Greek Scriptures	5
BRS 3	Theology of the Hebrew Scriptures	5
BRS 19	Exegesis of the Hebrew Scriptures	5
BRS 21	Exegesis of the Greek Scriptures	5

#### 2. Associate of Religious Studies

Course No.	Title	Credits
BRS 6	New Testament Backgrounds	5
BRS 7	Ethics	5
BRS 10	Personal Worldviews	5
BRS 11.8	Christianity in Africa (Africa students only)	1
BRS 14	Living Religions	5
BRS 20.5	Ruth	1
BRS 22.7	The Epistles of John	1
BRS 23	Ministry	5
BRS 24	Worship	5

#### 3. Diploma in Religious Studies

Course No.	Title	Credits
BRS 12	Family	5
BRS 4	Theology of the Greek Scriptures	5
BRS 5	Old Testament Backgrounds	5
BRS 15.2	Local Missions	5
BRS 16.2	The Bible and Spirituality	5
BRS 16.5	Applied Spirituality	1
BRS 16.8	Spiritual Formation	1
BRS 17	Comparative Religions	5

#### 4. Bachelor of Religious Studies

Course No.	Title	Credits
BRS 17.7	Christian-Muslim Encounter	1

BRS 17.6	World Religions in Review	3
BRS 23.1	Service Projects	5
BRS 23.2	Theology of Christian Ministry	1
BRS 23	Church Life	5
BRS 8	Biblical Greek	1
BRS 9	Biblical Hebrew	1
BRS 20.7	Joshua, Judges, Samuel, and Kings	3
BRS 20.8	Isaiah, Jeremiah, Ezekiel	3
BRS 22.8	The Gospel of John	3
BRS 22.9	The Book of Revelation (Omit for African students)	1

**Reference:** Board Policy 101



**Approved:**

8/2/08

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Chairman of the Board

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Date

## Content of Graduate Courses of Study

### Background

To earn the Master of Religious Studies degree, the student must complete thirty semester hour credits, which include 11 required credits, plus 19 credits selected from the M.R.S. curriculum listed below. Up to six credits may be accepted in transfer, provided the credits are in religious or closely related studies and for which a minimum grade of “B” has been earned, and the credits have not been submitted toward a graduate degree elsewhere.

#### 1. Required Courses (11 Credits)

Course No.	Title	Credits
MRS 001	The Hebrew Scriptures	3
MRS 006	The Greek Scriptures	3
MRS 004	Theology of the Hebrew Scriptures	1
MRS 009	Theology of the Greek Scriptures	1
M 4	Biblical Hermeneutics	3

The above courses do not require textbooks. Alternatively, the program below may be followed where textbooks are available:

Course No.	Title	Credits
M 1	Critical Introduction to the Old Testament	3
M 2	Critical Introduction to the New Testament	3
M 3	Systematic Theology	3
M 4	Biblical Hermeneutics	3

#### 2. Focus Areas (19 Credits)

The elective courses are grouped into seven separate focus areas. The student may choose to concentrate in a specific focus area, or select courses across the curriculum, as may be best suited to his/her goals. Some courses are available only on the internet. Others require access to a textbook.

#### 3. Focus Area 1 – Bible Backgrounds

Course No.	Title	Credits	Only on Internet	Text required
MRW 100	Research in Biblical Backgrounds	1-3		
MRS	Ancient Mythologies	?	X	
MRS 111	Backgrounds of Early Christianity	1	X	X
MRS 130	Intertestamental Literature	1-3	X	X
MRS 106	Ancient Egypt	1		X
MRS 101	The Ancient Near East	3		X
MRS 121	Biblical Archeology and Geography	3		X
MRS 107	Israel and Her Neighbors	1		X
MRS 120	Jewish Backgrounds	3		X
MRS 105	Persia and the Bible	1		X

4. **Focus Area 2 – The Hebrew Scriptures**

Course No.	Title	Credits	Only on Internet	Text required
MRS 221	Biblical Hebrew	1	X	
MRS 216	Chronicles, Ezra, Nehemiah, Daniel	3	X	
MRS 215	Job, Psalms, Proverbs	3	X	
MRS 213	The Former Prophets	3	X	X
MRS 200	The Torah	3	X	X
MRS 290	The Book of the Twelve	3		X
MRS	Critical Introduction to the Old Testament	?		X
MRS 214	The Five Scrolls	3		X
MRS 209	Isaiah, Jeremiah, and Ezekiel	3		X

5. **Focus Area 3 – The Greek Scriptures**

Course No.	Title	Credits	Only on Internet	Text required
MRS 309	The Epistles of John	1		
MRS 321	Biblical Greek	1	X	
MRS	Critical Introduction to the New Testament	?	X	X
MRS 317	The Prison Epistles	3	X	X
MRS 316	Romans and Galatians	3	X	X
MRS 300	The Synoptic Gospels	3	X	X
MRS 318	Thessalonians and the Pastorals	3	X	X
MRS 315	Acts of Apostles	1-5		X
MRS 320	The Apocalypse	1-4		X
MRS 322	First and Second Corinthians	3		X
MRS 306	The Gospel of John	3		X
MRS 319	Hebrews, James, Peter, Jude	3		X
MRS	Introduction to Gospel Studies	?		X

6. **Focus Area 4 – Church History**

Course No.	Title	Credits	Only on Internet	Text required
MRS 417	Christianity in Africa	1-3		
MRS 400	Research in Church History	1-3		
MRS 418	Christianity in Asia	2	X	X
MRS 421	The Stone-Campbell Movement	3	X	X
MRS 411	The Reformation	3	X	X
MRS 400	The Early Church	3		X
MRS 416	History of Missions	3		X
MRS	Intellectual Religious History	?		X
MRS 420	Latin American Religious History	3		X
MRS 423	Medieval Christianity	3		X
MRS 419	North American Religious History	3		X
MRS 410	Orthodoxy	1		X

7. **Focus Area 5 – Theology**

Course No.	Title	Credits	Only on Internet	Text required
MRW 500	Research in Theology	1-3		
MRS 520	Roman Catholic Theology	1-3		
MRS 516	Patristic Theology	3	X	X

MRS 515	African Theology	3	X
MRS 509	The Church	3	X
MRS 530	Old Testament Theology	3	X
MRS 514	Reformation Theology	3	X

### 8. Focus Area 6 – Ministry and Missions

Course No.	Title	Credits	Only on Internet	Text required
MRS	Church Life	?		
MRS	The Cultural Environment	?		
MRS 624	Family	3		
MRS	Ministry	?		
MRS 622	A Search for Spirituality	3		
MRS	Service Projects	?		
MRS 601	Worship	3		
MRS	Theology of Christian Ministry	?	X	X
MRS 626	Christian-Muslim Encounter	3		X
MRS 621	Christian Spiritual Life	3		X
MRS	Homiletics	?		X
MRS 620	Ministry in Asia	1		X
MRS	Missions	?		X

### 9. Focus Area 7 – Theology

Course No.	Title	Credits	Only on Internet	Text required
MRS	Living Religions	?		
MRS	Personal Worldviews	?		
MRS 700	Research in Comparative Religions	1-3		
MRS 712	Hinduism and Christianity	3	X	X
MRS 717	Islam and Its Theology	3	X	X
MRS 710	Buddhism and Christianity	3		X
MRS 701	Traditional Religion	3		X
MRS 718	Islam and Christianity	3		

### 10. Master of Ministry

The Master of Ministry is a 36-semester hour credit degree. Required courses include The Hebrew Scriptures, The Greek Scriptures, Systematic Theology (or Theology of the Hebrew and Greek Scriptures), Church Management (if accessible), Ministry, Worship, and a search for Spirituality. Additional courses will be drawn from the M.R.S. curriculum outlines above.

**Reference:** Board Policy 101



**Approved:**

8/2/08

Chairman of the Board

Date



## Courses of Study

### Background

It is the objective of NationsUniversity to provide a complete program of study which parallels courses in religious studies offered at traditional universities. The purpose is to provide opportunities for equivalent study to students who cannot otherwise participate in religious training because of their geographic location, low economic circumstances, or physical or time constraints.

### Policy

1. **Undergraduate.** The NU curriculum shall consist of a series of courses that will lead a Bachelor's degree in Religious Studies. Intermediate academic awards shall be established for students not wishing to pursue the entire program. Academic Awards are:
  - a. Certificate in Religious Studies – one year, 30 semester hours credit
  - b. Associate in Religious Studies – two years, 60 credits
  - c. Diploma in Religious Studies – three years, 90 credits
  - d. Bachelor of Religious Studies – four years, 120 credits

The specific order and selection of subjects included in each certification level may change from time to time, since courses go through constant development.

2. **Graduate programs.** Two graduate certifications shall be offered:
  - a. Master of Religious Studies – 30 semester hours
  - b. Master of Ministry – 36 semester hours
3. **Transfer of credits.** The academic quality of the courses provided shall be equivalent to those offered in traditional universities. Arrangements shall be sought with various colleges and universities to allow credits earned to be transferable between NU and those schools.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**  
8/2/08

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Chairman of the Board

\_\_\_\_\_  
Date

## Resources, Materials, and Services

### Background

Whereas NU has limited financial resources, it is helpful if students can share with the University responsibility for expenses incurred in securing educational materials.

### Policy

1. **Syllabus.** Students shall be provided with a syllabus for each new course undertaken. The syllabus instructs on how to prepare for the various module exams that must be passed in order to receive credit for the course.
2. **Internet access.** Syllabi for all courses shall be placed on the Internet to provide low-cost access to study material. Students shall be strongly encouraged to use email and the Internet where it is available and affordable.
3. **Printed material.** A number of options shall be pursued to provide study material to students who do not have email or internet access:
  - a. NU shall seek to establish and maintain cooperative arrangements with other schools which have agreed to purchase and/or house reading materials for documented students.
  - b. NU shall seek to establish library centers within countries being serviced where student population is large enough to warrant the effort.
  - c. U.S. residents and citizens are expected to purchase their own books.
4. **Study Environment.** The nature of the study environment will depend upon circumstances:
  - a. When the NU program operates in conjunction with an existing school, one would expect more conventional class sessions.
  - b. When the student is isolated or wishes to study privately, there may be little or no contact between students.
  - c. Students who live in close proximity may choose to form a voluntary association for encouragement and study.
  - d. Occasionally, NU may send a tutor to a country for a special assignment. When this is done, students within an appropriate distance shall be notified.
5. Students are required to master the information outlined in the course syllabus. Lack of access to these resources shall not provide a rationale for relaxing academic standards.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_  
8/2/08

Chairman of the Board

Date

## Computer Grading of Exams

### Background

Exams taken online are graded by computer. Exams received by email are graded electronically upon receipt.

### Procedure

1. **Responsibility.** Exams to be graded are directed to Joyce, Judy or Mac.
2. **Preparation for the Answer Key**
  - a. Open the file "Answer Key Melanie".
  - b. Find the place where your exam should go.
  - c. Copy and Paste a similar exam so you will have a template to work from.
  - d. On your Copy & Pasted exam, change all that information to new information.
  - e. Save file.
2. **Adding to Exam Corrector**
  - a. Once you have added a new exam to the Answer Key, you will need to add it to the Exam Corrector.
  - b. Copy and Paste the exam in Word. Add # to the beginning of all letters
  - c. Copy and Paste the complete exam to the Exam Corrector. Fill in the form:
    - ▣ Master Key (exam identifier)
    - ▣ Course Title:
    - ▣ Effective Date: (today's date)
    - ▣ Password: Lynn
  - d. Paste the key in the blue boxes. Only the answers need to be in this box.
  - e. Once it is completed, push Create Master.

**Reference:** Board Policy 121



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Exams

### Background

Credit for course completion will be given only upon satisfactory completion of course examinations.

### Policy

1. **Type of Exams.** Unless otherwise indicated, exam questions will be multiple-choice and/or True-False. All exams shall be prepared and/or approved by the Chancellor.
2. **When Taken.** Exams are to be taken when the student has completed the directed readings for each module of study.
3. **Scoring.** No score less than 70% will be acceptable for any exam. Re-examination is permitted, but shall be limited to two attempts.
4. **Honor Code.** Students will be required to sign an honor statement at the end of each exam or major assignment. By signing the honor statement, the student commits that the examination or assignment was undertaken without unauthorized assistance. Proof of violation of the Honor Code can result in permanent expulsion from the University and an incomplete (I) grade for the course in which the infraction occurred.
5. **Alternate versions.** Alternate versions of each exam should be used to reduce the opportunity for cheating. The variations may include:
  - a. Different sequences for questions and the list of multiple choices.
  - b. Different questions.The questions contained in any exam may be changed from time-to-time at the discretion of the Chancellor.
6. **Postal Students.** University-approved proctors will be sent sealed exams, which will be opened at the time the student is ready to take the exam. When the exam is completed, the proctor mails, faxes, or emails it to the Student Services Office.
7. **E-mail Students.** When the exam is conducted via email, exams may be sent directly to the student with security instructions.
8. **Internet Students.** Internet students may take most of their exams online.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Grades

### Background

Student performance for each course will be graded in the follow manner.

### Policy

1. **Module Exam Scoring.** Grading of module exams shall be expressed as a numeric percentage of the number of questions answered correctly. Scores of 70% or higher are considered a passing grade. A course cannot be considered as successfully completed until a score of at least 70 is achieved on every module exam. When a module exam score is less than 70, the student may re-take the exam twice in order to improve the score to a passing level.
2. **Course Grades.** When a course is completed, a course grade shall be assigned. That grade may be an "A," "B," or "C," whichever is appropriate to indicate whether the performance has been excellent, good, or marginal. The grade will be determined by the average score on all of the module exams for the course.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Student Identification

### Background

At the time of enrollment, students need to be assigned a unique identity (Student Code) in order to avoid confusion when communicating with them, and when monitoring their academic progress. The original methodology for assigning Student Codes has been changed as the quantities of students have increased and computer technology has evolved. The methodology described below shall be used when assigning Student Codes to new enrollees. The Student Code shall also be used as Internet students' "username."

### Policy

1. **Present Procedure.** At the time of enrollment, new students shall be assigned an 8-character Student Code.
  - a. The first two characters are letters, which designate the country of residence for the student. Country codes are listed in Appendix A, attached.
  - b. The last six characters are numbers. They are assigned to new students within their country sequentially, using leading zeros as necessary (ex: cm000038, cm000039).
2. **Postal Students.** If the student is a postal student, the first numeric character should be the number seven (7). (Ex: cm700039). This is to assure that the special procedures required for processing postal student are followed.
3. **Earlier Procedures.** Students enrolled before the present procedure was adopted may continue to be identified by their original code.
  - a. Four-digit codes: These were assigned to the earliest students (ex: cm0024). Four-digit codes will no longer be assigned, except to new students joining certain clusters where the other students have 4-digit codes.
  - b. Less than four digits. If an early student is found with less than 4 digits in his identification code (ex: cm24), the code should be amended to include the leading zeros (ex: cm0024).
  - c. Three-letter country codes. Originally, electronic students (email or internet) were identified by placing an "E" before the two-letter country code. This practice was changed when the majority of new students became electronic enrollees.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

### Appendix A

Country Name	Code
Afghanistan	
Albania	
Algeria	
Andorra	
Angola	
Antigua and Barbuda	
Argentina	AR
Armenia	
Australia	AU
Austria	
Azerbaijan	
Bahamas	
Bahrain	
Bangladesh	BD
Barbados	
Belarus	
Belgium	BG
Belize	
Benin	
Bhutan	
Bolivia	
Bosnia-Herzegovina	
Botswana	BT
Brazil	
Brunei Darussalam	
Bulgaria	
Burkina Faso	
Burundi	
Cambodia	CB
Cameroon	
Canada	CA
Cape Verde	
Central African Republic	
Chad	
Chile	
People's Republic of China	
Republic of China	
Columbia	
Comoros	
Democratic Republic Congo	
Cook Islands	
Costa Rica	
Cote d'Ivoire	
Croatia	
Cuba	
Cyprus	
Czech Republic	
Denmark	
Djibouti	
Dominica	

Country Name	Code
Dominican Republic	
East Timor	
Ecuador	EC
Egypt	EG
El Salvador	EL
Equatorial Guinea	
Eritrea	
Estonia	
Ethiopia	ET
Fiji	
Finland	
France	
Gabon	
Gambia	
Georgia	
Germany	
Ghana	GH
Greece	
Grenada	
Guatemala	
Guinea	
Guinea-Bissau	
Guyana	
Haiti	HA
Honduras	
Hungary	
Iceland	
India	IN
Indonesia	ID
Iran	IA
Iraq	
Ireland	
Israel	
Italy	
Jamaica	
Japan	
Jordan	
Kazakhstan	
Kenya	KE
Kiribati	
North Korea	
South Korea	
Kuwait	
Kyrgyz Republic	
Laos	
Latvia	
Lebanon	
Lesotho	
Liberia	
Libya	

Country Name	Code
Liechtenstein	
Lithuania	
Luxembourg	
Macedonia	
Madagascar	
Malawi	ML
Malaysia	
Maldives	
Mali	
Malta	
Marshall Islands	
Mauritania	
Mauritius	
Mexico	MX
Micronesia	
Moldova	
Manaco	
Mongolia	
Montenegro	
Morocco	
Mozambique	
Myanmar	MY
Namibia	NA
Nauru	
Nepal	
Netherlands	
New Zealand	
Nicaragua	
Niger	
Nigeria	NI
Norway	
Oman	
Pakistan	
Palau	
Panama	
Papua New Guinea	
Paraguay	
Peru	PE
Philippines	PH
Poland	
Portugal	
Qatar	
Romania	RO
Russia	
Rwanda	
Tanzania	
Thailand	
Togo	
St. Christopher and Nevis	
St. Lucia	



## Student Files

### Background

A permanent record is to be maintained for all students enrolled at NU.

### Policy

1. **Material to be filed.** Each student shall have a separate folder where all his/her papers are to be filed. Papers should be arranged in the folder as follows:
  - a. **Student Information**, including applications, address changes, etc.
  - b. **Diplomas and Transcripts**, including those sent to NU by the student, and transcripts sent by NU to the student.
  - c. **Letters** to or from the student, in order, by date.
  - d. **Exams** taken by the student, in order, by course number (ex: BRS1, BRS2, etc.)
  
2. **Filing Order.** Files in the filing cabinets are to be arranged in order by country code, listed alphabetically. Within each country, files shall be arranged by student code, in the order below.
  - a. "New Enrollments" folder
    - i. Contains applications for students who are enrolled, but have not yet completed any other work.
    - ii. Filed at the beginning of each country
    - iii. Should be in order by student code within the folder.
  - b. Folders dealing with an entire organization or a proctor folder.
    - i. Most countries will not have any of these.
    - ii. If more than one, arrange alphabetically.
  - c. Individual student files with (4) four-digit student codes (ex: cm0026), in numerical order.
  - d. Individual student files with (6) six-digit student codes (ex: cm000026) in numerical order.
  - e. Individual student files where the country code contains three (3) letters, beginning with "E." (ex: eau000002 should be filed at the back of the AU folder), in numerical order.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## New Student Enrollment Instructions

### Background

The following step-by-step procedure is to be followed when adding a new student to the database.

### Policy

1. Before creating a new student file, thoroughly search the database for student names to avoid assigning the same student more than one code.
2. Assign the student code using the country of RESIDENCE for the letter codes, and the next available number for the numeric part of the code.
3. Assign a password using four (4) letters from the student's name.
4. Open the database form; click 'student info;' click the 'new record' arrow.
5. **Enter new student data into the fields shown on the computer screen as follows:**

Student ID: the student code (username). Double check the number of leading zeros entered; be sure no info comes up in the course rows for that code.

Pass Code: the student password – 4 lower-case letters taken from the student name.

Name Fields: last, first, second. Extra names are to be entered in the field for second names.

Email: use this field only for email address for Internet and Email students.

Email2: use this field for Postal students who have access to email.

Address: enter street name, number, city, state, ZIP, etc. in appropriate fields.

Country: country of residence.

Phone 1: telephone number, when available

Fax: fax number, if available.

Birth date: enter as mm/dd/yy

Gender: enter M or F (if not known, enter M).

Religion: choose most similar from drop-down menu

Citizenship: country of citizenship.

MRS Focus: usually will be skipped. Can be used to denote the student's desired areas of study.

Credentials: to be completed after evaluation by Chancellor

Orig: original enrollment date [first day of next month]; should always keep the same date.

Enrolled: most current date of enrollment in a course.

Degree Pursued: Must have a 4-year Bachelor degree to start a Master's degree.

Awards: to be completed at time of degree completions.

Proctor No. use '86' for internet and email students; skip for postal students who do not yet have a proctor. **VERY IMPORTANT** – enter #1062 for FARSI or 222 Ministries students.

Student Type: I. E. or P for internet, email, and postal students.

Categories Satisfied: to be completed after evaluation by Chancellor, if any.

Categories Needed: to be completed after evaluation by Chancellor

Transfer Credits: to be completed after evaluation by Chancellor, if any.

Misc info: info added as needed

6. **Course information entered in white rows below the blue form:**

Course: BRS students begin with BRS16.6; Master students begin with MRS622.  
Enrolled: date enrolled in course (1<sup>st</sup> of next month).  
SyllSent: date enrollment processed or new course sent.  
BooksSent: Misc info such as: Language preference, student type, any text books sent, etc.  
ExamSent: date and method exam sent to student/proctor {e=emailed, s=student, p=proctor, number=module}  
Ex1R date NU received exam answers for module 1.  
Gr1 score for module 1 exam . . . and following modules.  
EndofCourse: Course completed , Y or N. When N, the field will automatically put I for incomplete.  
Grade: Numeric scores automatically averaged for complete course.  
GradeL: Letter grade for course.

7. **222 Ministries and FARSI language students.** The process is the same as for English language students, except for notification of the student and teacher, which will be performed as follows:

a. **Internet Students.**

- 1) Update new student letter: Word file named 'Farsi English 1-2007' (date).
  - Change the date, name, student code and password
  - Select and copy letter
- 2) Click for forwarding the e-mailed enrollment form:
  - click student's e-address for new email and paste the letter to the student into the message,
  - copy "Student Enrollment Processed" from the top of the letter and paste in the subject field,
  - type the student code in the subject field.
- 3) ATTACH the Word file named 'Farsi Attachment (date).'
- 4) BLIND copy [martylynn@bellsouth.net](mailto:martylynn@bellsouth.net)
- 5) SEND to student
- 6) FORWARD the original student enrollment form to [martylynn@bellsouth.net](mailto:martylynn@bellsouth.net).
- 7) PRINT from the word document the student letter on the back of the enrollment printout.

b. **E-mail Students**

- 1) Follow the same procedure as for Internet Students, plus . . .
- 2) Click the student's email address for another message and Attach BRS16.6/MRS662 course in FARSI from the Courses in Word Documents.

8. **Spanish language students.** The process is the same as for English language students, except for notification of the student and teacher, which will be performed as follows:

a. **Internet Students.**

- 1) Update Internet new student SPANISH letter:
  - Change the date, name, student code and password
  - Select and copy letter
- 2) Find the e-mailed application form for that student:

- ▣ click the student's e-address to paste and send the letter to student.
  - ▣ cut "NU Enrollment" from top of the letter and paste in the subject field
  - ▣ add the student code in the subject field
  - ▣ e-mail letter to student.
- 3) Forward the original student enrollment form to Tony at [tonycardona920@hotmail.com](mailto:tonycardona920@hotmail.com) and Joel at [informes@u-naciones.org](mailto:informes@u-naciones.org). Include the student code and password in the subject field for future reference.
  - 4) Print from the Word document the letter on the back of the email enrollment printout.
- b. **Email Students.**
- 1) Update Email new student letter and follow the same procedure as for Internet Students.
  - 2) Attach BRS1 course in SPANISH from the Courses in Word to an additional email student.
- c. **Postal Students.**
- 1) Find email application form for each student.
  - 2) Type the student code and password in the subject field.
  - 3) Forward the message to Elnice at [student@nationsu.org](mailto:student@nationsu.org)
  - 4) Write on printout: sent to ED (date).

**Reference:** Board Policy 201

**Approved:** \_\_\_\_\_

\_\_\_\_\_  
Chief Executive Officer

\_\_\_\_\_  
Date

## Student Enrollment

### Background

NationsUniversity welcomes students from world-wide backgrounds. The institution is open to all students, regardless of sex, religious profession, nationality, and ethnicity. Admissions are made monthly, in a manner that assures academic excellence and effective service.

### Policy

1. **Categories of students.** Students may enroll for individual study, as a member of a cluster, or through cooperative schools. They may take their course over the Internet, by e-mail, or by postal mail. Students wishing to pursue an academic degree will be classified as a “credentialed student” after NU receives a copy of secondary or higher diploma or transcript. If no diploma or transcript is submitted, the student shall be classified as “non-credentialed.”
2. **Course enrollment period.** The student has one calendar year to complete a given course, beginning with the date of enrollment. The grade entered on the student’s transcript will reflect the student’s status at the conclusion of the enrollment period. When a student re-enrolls in a class, he/she will be subject to any new course requirements which may have gone into effect since the initial enrollment.
3. **Tuition.** There shall be no tuition fee charged to students living outside the U.S. Students living in the U.S. shall be required to pay a \$100 annual administrative fee, except for students who are incarcerated.
4. **Languages.** All programs are available in the English language. In order to reach non-English-speaking students in targeted areas, courses should be developed in the following languages to the extent that student response dictates, and NU resources allow:

Arabic	Portuguese
Chinese	Spanish
Creole	Swahili
French	Romanian
German	Russian
Persian (Farsi)	Thai

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date



## Requirements for Admission

### Background

Admission to the degree program carries the expectation that the applicant is prepared, by virtue of educational preparation and language skills, to perform at the required level.

### Policy

1. The following standards are considered minimal for admission to a degree program:
  - a. Completion of secondary school (12 grades) or the equivalent.
  - b. Proficiency in the language of instruction.
2. When English is a second language, the student may take those NU courses that are available in his/her native language before moving to English language courses. NU shall offer courses in basic English that provide a better foundation for studying in English.
3. TOEFL. It is recommended, but not required, that the student should be able to perform at a level equivalent to a 550 on the TOEFL. When a student cannot perform at a minimum level, he/she may elect to enroll in a World English Institute course that prepares one for the TOEFL.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Mailing of Brochures to Students

### Background

Brochures and other promotional material are often sent to prospective students.

### Procedure

1. **Look** in database to make sure that the person is not already a student.
2. **Send** each prospective student a “New Student Letter sent with Application – 2008,” along with a brochure.
3. **Record** the prospective student’s address (along with the date mailed) in the correct Word document, found under N:\Brochure\Brochures Mailed to\2008 Brochures Sent\(\whatever month it is).
4. **Write** “brochure sent” and the date sent on each of the letters to which you responded.
5. **File** the letters in Bethany’s office, under the file labeled “Brochures Sent 2008.”

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## International Mailing

### Procedure

1. All mail going overseas is sent to Texas on Friday of each week. It is sent by UPS. NU has an account at the UPS store in Maryland Farms, next to Alpine Bagel.
2. Every envelope must have the NU account number "AM 121" on it. It needs to be taped to all four sides to ensure it won't fall apart before delivery.
3. Mailing labels are in the black phone book.

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_

8/2/08

Chairman of the Board

Date

## Monitoring Student Progress

### Background

Historically, seventy-five percent of NU students drop-out, often without ever completing their first course. With the old Access database, there was no practical way of monitoring student progress and providing timely encouragement to students who became inactive. With the advent of the Moodle student management program, the following policy and procedures shall be implemented.

### Policy

1. **Monthly Reports.** A series of monthly reports shall be developed which are based upon the number of examinations attempted by students during the preceding 12 months. The reports shall be generated during the first three working days of each calendar month. All reports developed shall be in table format so they can be downloaded into an excel spreadsheet.
2. **Report Contents.** The reports shall contain information which will be needed for the preparation of customized emails to be sent to each student. This includes:
  - Student ID
  - Password
  - E-mail address
  - Student name
  - Student type (online, email, or postal)
  - Student Language
  - Cluster number, if applicable
  - Original enrollment date
  - Number of exams submitted since enrollment
  - Number of exams submitted in last calendar month
  - Date of last exam
  - Last exam number and score
  - Present course being studied (e.g., BRS 2)
  - Course(s) completed.
  - Certificates or degrees earned during the month
3. **Filing of reports.** The monthly student progress report data shall be sorted and filed as 12 separate worksheets (tabs) in a single Excel file which indicates the month and year of the report. The tabs shall be labeled as follows: Current, 2, 3, 4 . . . etc. The "Current" tab shall contain a listing of the students who submitted exams during the month of the report (e.g., August 08). The tab labeled "2" shall list the students whose last exam was in the previous month (e.g., July 08). Tab "3" will list student whose last exam was in June 08, and so on. A copy of the report shall be available on the N Server for any staff member to download, resort, and analyze.
4. **Summary Report.** A monthly summary report shall be prepared for the purpose of monitoring progress in overall student progress. This report shall show:
  - Number of exams attempted during the month
  - Number of exams passed
  - Number of courses completed during the month

Number of certificates, diplomas and degrees awarded  
Number of students who submitted exams during the past 90 days  
Number of students whose last exam was submitted 3 to 6 months ago; 6 to 9 months ago; 9 to 12 months ago.  
Number of students enrolled within the past 12 months who never submitted an exam.

**Responsibility:** VP Administration

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:**

8/2/08

\_\_\_\_\_

Chairman of the Board

Date

## Encouragement of Students

### Background

NU staff has historically been more reactive rather than proactive in student relationships. Over time, it became apparent that a more proactive stance was needed to bring the students into a positive relationship with the personnel of the institution. Initiation of blogs, forums, triggered letters, reports, and newsletters have developed over time. Beginning efforts to encourage students began with the Farsi block of students and expanded to China, the Arabic world, South America, and Canada. The following policies and procedures are to be used in expanding “encouragement communications” to other groups of students.

### Policy

1. **Electronic Communications.** The procedures described below apply principally to students who have email addresses. Communication with English-speaking students will be initiated from the central office. Work with non-English students and Canada will be administered by the indigenous volunteers. See Policy 212.1 for schedules applicable to Postal Students.
2. **Authors of Letters.** Letters other than the initial Letter of Admission should have authors (sender names) separate from “Student Services.” Responsibility for various letters will be agreed by the staff, and may vary from time to time, depending upon individual work loads.
3. **Enrollment Letters.** A series of emailed letters shall be sent to newly enrolled students as follows:
  - Day 1 Letter of Admission (Student Services)
  - Day 3 Personal Welcome (Hank’s letter)
  - Day 7 Instructions regarding exams
  - Day 14 Taking your first exam

The list of students to be sent the series of enrollment letters will be developed by producing a daily report showing the names and addresses of students who were enrolled 3 days, 7 days, and 14 days previously. Samples of each of these letters are attached. They may be sent in their standard format, or customized as desired to fit specific circumstances.

4. **Inactive Letters.** Templates for various types of encouragement letters shall be developed to send to inactive students (see attached samples). These may be customized and sent on a monthly or quarterly schedule. The list of recipients will be developed from the monthly Student Progress Reports
  - First Month.** If a monthly report (e.g., June Report) shows a student who enrolled in the preceding month (i.e., May) has not yet taken his first exam, he should be sent Encouragement Letter # 1.
  - First Quarter.** If three months pass following enrollment without an exam being submitted, the student should be sent Encouragement Letter # 2.
  - Second and Third Quarters.** Encouragement letter # 3 and # 4 should be sent to inactive students, as appropriate, after six and nine months without an exam being submitted.
5. **Exam Completion Letters.** Congratulatory letters should be sent to students upon completion of first exams, and from time-to-time thereafter as time permits.

**First Two Weeks.** If the daily report of newly enrolled students shows a student has submitted an exam within the first two weeks after enrollment, that student’s next scheduled “Enrollment Letter” should not be sent, but replaced with Congratulatory Letter #1.

**First Exam.** If the first exam is submitted some time after the first two weeks, Congratulatory Letter # 2 should be sent. Completion of the first exam can be determined by examining the monthly Student Progress Report.

- 6. **Course Completion Letters.** A congratulatory letter should be sent to students upon completion of each course. The monthly Student Progress Report shall be used to develop the list of students who completed a course during the month.

**Responsibility:** VP administration

**Reference:** Minutes of Board Meeting August 2, 2008



**Approved:** \_\_\_\_\_  
8/2/08

Chairman of the Board

Date

## Day 1: Marcia's Letter of Admission

. . . . .

## Day 3: Hank's Letter

Your Username: bb000222

Your Password: jklm

Welcome to NationsUniversity!

As a member of the Board of Regents and Director of Public Relations, I am blessed to have an office with the wonderful staff of this "school without walls." My job within NationsUniversity is to make contact with new students, encourage you in your studies, and assure you that we are here to help you.

First, let me ask that anytime you want to communicate with us, include your student code identifier, shown above. Any time you have questions, email Marcia at [student.services@nationsu.org](mailto:student.services@nationsu.org), and include your student code.

Secondly, let me encourage you to set aside a specific time for study each day or week, and not be fearful of taking the exams as you complete the study of each module. Your first course of study should be "A Search for Spirituality," which is a discussion to help you begin to organize your thoughts about your faith. If you have not already done so, why not read Module 1 and take the exam today. You can do this online, and receive your grade immediately. To get started, go to [www.nationsu.org](http://www.nationsu.org) and click on "NU Courses" in the "Quick Links" box in the lower left corner of the screen. Login in using your username and password, then click on BRS 16.6 "Module 1: The Concept of Spirituality."

You are free to study any course and take the exams at any time, at your own pace. I hope you find your studies with NationsUniversity to be spiritually enriching.

In Him,

Hank Davis  
Director of Public Relations

P.S. Please e-mail more information about yourself when you have a chance, as I am interested in you and your ministry, as well as your educational interests.

**Day 7: Instructions regarding exams.**

Username: *bb000222*

Password: *jklm*

I hope you are enjoying your new studies in theology through NationsUniversity. I am writing to tell you that your username and password (shown above) have been activated for taking online exams. You will need to enter your Username and Password any time to sign in to take exams online. If you have not already done so, when you have completed your study of Module One, simply click on the “Exam” icon and follow the instructions. When you have completed the exam, it will be graded immediately, and you will be able to see your score. Good Luck.

**Day 14: Taking your first exam**

Username: *bb000222*

Password: *jklm*

You are enrolled in a distance learning university with access to all courses online. When you complete a module of instruction, you will be given opportunity to show competency by taking an Exam. If you have not tried that yet, here are the procedures to be followed:

1. go to [www.nationsu.org](http://www.nationsu.org)
2. In the lower left corner under “Quick Links” click on “NU Courses”
3. Under “Course categories” click on “Required for Academic Awards”
4. Under “Courses” click on “A search for Spirituality (BRS 16.6)”
5. Enter your username and password shown above, and click “Login”
6. Click on the Module 1 icon to read the course material
7. Click on the Exam icon to take the exam.
8. Be prepared to answer 40 questions
9. See your grade immediately
10. Receive credit toward a degree
11. Gain much encouragement and daily blessing

If you have any questions or need assistance, please let me know and someone will guide you.

We hope that this study brings you inspiration, courage and confidence every day.

## Inactive student Letters

### Inactive: First Month

Username: *bb000222*

Password: *jklm*

Thank you for your interest in our distance learning program. You have joined hundreds of others around the world who have found distance learning about theology to be both challenging and enjoyable. One of the questions often asked pertains to the amount of time allowed for completion of any course. We have good news for you. You set the pace! You can read and study and take the exams online in the privacy of your home or office. You may finish one exam per week or one exam per month, depending upon your schedule. The internet is always awake. Just go to [www.nationsu.org](http://www.nationsu.org) and log in using your username and password, shown above.

### Inactive: First three months

Username: *bb000222*

Password: *jklm*

We are pleased that you have enrolled as a student at NationsUniversity. I hope you have had time to read some of the course material and plan to take the Module 1 exam soon. I would encourage you to set aside a regular time for your study of theology and to take the exams so that you will be successful in meeting your personal goals. If you are having any problems in reading and understanding the material, or in taking the exams, simply reply to this e-mail telling me what difficulties you are having. We want to make your learning experience as productive as possible.

### Inactive: After six months

Username: *bb000222*

Password: *jklm*

We here at NationsUniversity hope that you are well. It has been about six months since we last heard from you. If you have read the course material, but are afraid to take the exam, please don't be. If you do not make a passing score the first time, you can review the material and take the exam again. If you have forgotten the procedures, just go to [www.nationsu.org](http://www.nationsu.org) and log in using your username and password, which is shown above. If you have any questions or comments, please contact me by replying to this e-mail.

### Inactive: After nine months

Username: *bb000222*

Password: *jklm*

Even though it has been nine months since we last heard from you, it's not too late to resume your study of theology at NationsUniversity. If you have forgotten the procedures, just go to [www.nationsu.org](http://www.nationsu.org) and log in using your username and password (shown above), and follow the on-screen instructions.

If you have decided to not continue your studies with NationsUniversity, could you take a few minutes to tell us why? It might help us improve our programs and better serve other students in the future. Thanks.

## **Congratulatory Letters**

### **Exam completed within first 14 days.**

Username: *bb000222*

Password: *jklm*

Congratulations on your quick start, and the completion of the first exam in your studies of Christianity at NationsUniversity. We hope that you found this to be a rewarding experience, that your enthusiasm for theological studies continues, and that you will not be distracted from maintaining regular study habits. We pray that this study of theology enriches your life, and you will be an influence for good to others around you. Please contact me if you have questions about your studies.

### **Others First Exam completion**

Username: *bb000222*

Password: *jklm*

We are happy to note that you have recently completed the first exam in your studies of theology at NationsUniversity. We hope that you found this to be a rewarding experience, that your enthusiasm for theological study continues, and that you will not be distracted from maintaining regular study habits. We pray that this study of theology enriches your life, and you will be an influence for good to others around you. Please contact me if you have questions about your studies.

### **First Course Completion**

Username: *bb000222*

Password: *jklm*

Congratulations on the successful completion of your first course at NationUniversity. If you have not already done so, you may continue right along with another course without further registration or notification to NationsUniversity. Just browse our webpage ([www.nationsu.org](http://www.nationsu.org)) and select from the list of required or elective courses that will lead you to your academic objectives. You have free access to all of NationsUniversity online material, and can take exams whenever you are ready. We pray for your continued growth and maturity in the knowledge of Jesus Christ.

## Other Course Completion

Username: *bb000222*

Password: *jklm*

We are very happy to note that you have completed another course in your Christian studies at NationsUniversity. We hope that you are finding your studies to be rewarding, and that you are on schedule for achieving your academic goals.

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*Consideration should be given as to the name to be signed and the address to which the reply should come. If only student.services address is used, then we jam one in-box and lose the personal effect. If individuals are assigned a block of students to follow, the possibility of creating a relationship follows. Even so, the record should be such that anyone answering email can go to the student file and know what has been sent and what has been received from this student. There should never be a day end without every student request being acknowledged. Sending these letters by automation will be easy. I believe by dividing up the stack, that even now we can do a better job. There are four of us outside and four inside the office. That means that a student body of 3,000 is allocated to eight people for follow-up and encouragement. Not such a huge task if you look at it this way.*

---

*Marty*

## Assessing Student Satisfaction

### Background

Heretofore, NU has not conducted formal assessments of student learning outcomes. Student success has been measured principally through increasing numbers of active students, and the number of certificates and degrees awarded each year. However, with the expansion of staff in 2008, and the implementation of a more robust reporting capability, new processes have been developed to measure student expectations and outcomes.

### Policy

1. **Purpose of Enrollment.** Each new student shall be asked to specify the purpose of his enrollment, whether for:
  - Personal spiritual enrichment
  - Preparation for volunteer theological ministry
  - To qualify for paid theological ministry
  - To qualify for secular employment
  - To improve English language skills
2. **Dormant students.** An email shall be sent to students who have shown no activity for 90-days, and other intervals, asking the reason for their inactivity, whether:
  - The course was not what they expected,
  - The work is too difficult,
  - Their English language skills are not adequate,
  - They did not enough time to study,
  - There was inadequate response and support from NU staff,
  - They lost interest in theology.
3. **Course completion.** An email shall be sent to each student following course completion asking if:
  - The course met their expectations,
  - The course was helpful in achieving their personal objectives, and
  - Do you have any comments or suggestions on how to improve course content, exams, and staff support to students.
4. **Graduates.** An email (*under development*) is sent to each student following the awarding of a certificate or degree asking:
  - Has this achievement has resulted in a change in your professional career, such as new employment or promotion in a volunteer or paid position, whether theological or secular, and whether it was accompanied by an increase in income?
  - Do you have any comments or suggestions on how to improve course content, exams, and staff support to students?

**Responsibility:** VP administration

**Reference:** Minutes of Board Meeting August 2, 2008



Approved:

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Chairman of the Board

Date

**BYLAWS  
OF  
NATIONSUNIVERSITY**

**PROLOGUE**

**NationsUniversity** is a Louisiana Corporation formed on July 19, 1996, for the purpose of delivering affordable and accessible higher education in order to build faith and develop culturally-rooted Christian leaders around the world. The NationsUniversity Vision is a world in which:

- ❑ Education in religious studies is available and affordable to any who desire it.
- ❑ All people have the opportunity to respond to the gospel of Jesus Christ.
- ❑ Geographic barriers to learning are eliminated.
- ❑ Helpful resources are available to Christians engaged in ministry.
- ❑ Maturing students share their knowledge with others.
- ❑ A community of students participates in a disciplined network.

In keeping with Louisiana laws that govern the operation of **NationsUniversity**, degrees are offered only in religious studies. Non-degree courses that may be considered vocational in nature are offered without fees.

**Article 1. OFFICES**

1.1 The principal office shall be located at 3201 North Seventh Street, West Monroe, State of Louisiana.

1.2 The Corporation may have such offices at such other places as the Board of Regents may from time to time determine or the business of the corporation may require.

**Article 2. NON-PROFIT STATUS**

2.1 The Board shall conduct all corporate acts in accordance with all state and federal laws and regulations which may be necessary to obtain tax-exempt status under applicable state and federal law.

2.2 In the event of the dissolution of the Corporation, distribution of the assets shall be made in accordance with applicable state laws. In no event shall assets be directly or indirectly distributed to, or inure to the benefit of any Regent or former Regent, officer or former officer of the corporation.

**Article 3. STOCK**

3.1 The corporation is organized on a non-stock basis and shall have no members apart from the Board of Regents.

**Article 4. REGENTS**

4.1 General Powers. The Board of Regents shall manage the affairs of the corporation. The Board may exercise all such powers of the Corporation and do all such lawful acts and things which are not prohibited by law or by the Articles of Incorporation or by these bylaws.

4.2 Number, Tenure, and Qualifications. The number of Regents of the Corporation shall be three, or as determined by resolution of the Board of Regents from time to time. The Regents shall be elected at the

annual meeting of the Corporation. One-third of the Regents shall be elected each year for a three-year term, and shall hold office until their successors are chosen and have qualified. No person shall hold the office of Regent who is not an active member of a congregation of the Churches of Christ.

*In order to transition from one-year to three-year terms, the election held at the December, 2008 annual meeting shall be for the following periods for the specified incumbents:*

*1-year term: Adair, Ady, Bigham, Briley, Brown, Bush.*

*2-year term: Clark, Clevenger, Davis, Gower, Lynn, McMillan*

*3-year term: Morgan, Powell, Sloan, Shipp, Thyssen, Waller.*

4.3 Vacancies. The remaining Regents, even though not constituting a quorum, may, by a majority vote, fill any vacancy on the Board (including any vacancy resulting from an increase in the authorized number of Regents, or from failure for whatever reason to instill the full number of authorized Regents) for an unexpired term.

## **Article 5. COMPENSATION OF REGENTS**

5.1 Regents, as such, shall receive no salary for their services, although their actual expenses of attendance, if any, for each regular or special meeting of the Board may be reimbursed along with expenses associated with execution of their function as a Regent, provided that nothing herein contained shall be construed to preclude any Regent from serving the corporation in any other capacity and receiving compensation therefore.

## **Article 6. MEETINGS OF THE REGENTS**

6.1 Regular Meetings. The meetings of the Board of Regents may be held at such place or places within or without the State of Louisiana as a majority of the Regents may from time to time appoint, including meetings conducted by teleconference or in concert with other technology such as the internet.

6.2 Organizational Meetings. An organizational meeting of each newly elected Board shall be held immediately following the annual meeting of the corporation and at the same place as the annual meeting, and no notice of such first meeting shall be necessary to the newly elected Regents in order legally to constitute the meeting. The agenda of the organizational meeting of the Board shall include, but not be limited to, the election of a Chairman, Vice-chairman, Secretary, and Treasurer.

6.3 Special Meetings. Special meetings of the Board may be called by the Chairman of the Board on two days' notice given to each Regent, either in person or by telephone, mail, e-mail or facsimile. Special meetings shall be called by the Chairman or his designee in like manner and on like notice on the written or e-mailed request of two Regents and if the Chairman fails or refuses or is unable to call a meeting when requested by any two Regents, the two Regents may call the meeting on two days' written notice given to each Regent.

6.4 Quorum. A majority of the Board shall be necessary to constitute a quorum for the transaction of business, and except as otherwise provided by law, the acts of a majority of the Regents present at a meeting at which a quorum is present shall be the acts of the Board. If a quorum is present when the meeting is convened, the Regents present may continue to do business, taking action by vote of a majority of a quorum, until adjournment, notwithstanding the withdrawal of enough Regents to leave less than a quorum, or the refusal of any Regent present to vote.

6.5 Committees of the Board. The Board may designate one or more committees, including an Executive Committee, each committee to include one or more of the Regents of the corporation (and one or more Regents may be named alternate members to replace any absent or disqualified regular members), which, to the extent provided by resolution of the Board or the bylaws, shall have and may exercise the powers of the Board in the management of the business and affairs of the corporation, and may have power to authorize the seal of the Corporation to be affixed to documents. Such committee or committees shall have such name or names as may be stated in the bylaws, or as may be determined, from time to time, by the Board. Each such committee shall hold office during the term of the Board constituting it, unless otherwise ordered by the Board.

6.6 Action Without a Meeting. Any action which may be taken at a meeting of the Board or any committee thereof, may be taken by a consent in writing signed by all of the Regents or by all members of the committee, as the case may be, and filed with the records of proceedings of the Board or committee.

6.7 Vacancies. Any vacancy occurring in the board of Regents may be filled by the affirmative vote of a majority the remaining Regents though less than a quorum of the board of Regents. A Regent elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

#### **Article 7. NOTICES**

7.1 Notices. Any written notice required or permitted by law, the Articles of Incorporation or the bylaws to be given to any Regent shall be deemed to have been given to such Regent when such notice is served upon such Regent by means of e-mail, or one business day after such notice is placed in the United States mail, postage prepaid, addressed to such Regent at his last known address.

7.2 Waiver of Notice. Whenever any notice is required to be given by law or the Articles of Incorporation, or the bylaws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

#### **Article 8. OFFICERS**

8.1 Officer. The officers of the Corporation shall be chosen by the Regents and shall include, but not be limited to, a Chief Executive Officer, a Chief Financial Officer, and a Secretary. Titles of such appointed officers may include President, Vice-president, Chancellor, Dean, Provost, Director, and other descriptive names which accurately convey the functions of the various offices to students, patrons and the community.

8.2 The Chief Executive Officer of the Corporation shall have general and active management of the business of the Corporation, and shall see that all orders and resolutions of the Board of Regents are carried into effect. The Chief Executive Officer, if a Regent, may also serve as Chairman of the Board of Regents.

8.3 The Chief Financial Officer shall have the custody of the corporate funds and securities and, with the assistance of designated staff, shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation in such depositories as may be designated by the Board of Regents. He shall disburse the funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Chief Executive Officer and Board of Regents, at the

regular meetings of the Board, or whenever they may require it, an account of all transactions and of the financial condition of the Corporation.

8.4 The Corporate Secretary shall be a member of the Board of Regents. The Secretary shall attend all sessions of the Board of Regents and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He shall give, or cause to be given, notice of all meetings of the Board, and shall perform such other duties as may be prescribed by the Board or Chief Executive Officer.

8.5 Compensation. The salaries, if any, of all officers and agents of the Corporation shall be fixed by the Board.

8.6 Tenure. The officers of the Corporation shall hold office at the pleasure of the Regents.

### **Article 9. FUND RAISING**

9.1 Volunteers. It is envisioned that the University will accomplish its work principally through professors, consultants, researchers and other competent resources that freely donate and volunteer their time, expertise and energy.

9.2 Expenditures. Cash funding will, in addition, be required to deliver the volunteers' efforts to those who receive the training. Solicited funds will be used for but not limited to website and similar distance learning technology development and operation, salaries, postage, printing of materials, communications, office supplies, and machinery, rent, utilities, scholarships (reading materials, etc.), travel and lodging, etc.

9.3 Solicitations. These tax-deductible funds shall be solicited from a variety of sources including but not limited to churches, individuals, foundations, businesses, etc. Their receipt and disbursement shall be duly recorded and reported to the Board of Regents in the quarterly update to the annual Work Program and Budget and via whatever other means the Board may deem appropriate and so request.

9.4 Reports. An appropriate means of reporting shall also be instituted for communicating sources and uses of funds to those who contribute the funds.

9.5 Exceptions. While the spirit of **NationsUniversity** is intended to be voluntary in nature, this spirit is not to preclude specific employees or agents from receiving an appropriate salary, fee, or other forms of compensation should their work so require.

### **Article 10. WORK PROGRAM AND BUDGET**

10.1 Budget. An annual Work Program and Budget shall be prepared for approval by the Board of Regents at its annual fall meeting.

10.2 Reports. Progress against the approved Work Program and Budget shall be monitored and reported to the Board of Regents on a quarterly basis.

10.3 Budget Changes. The Chief Executive Officer has the authority to shift funds between budget categories. Expenditures in excess of the total amount of the approved Budget shall require the approval of the Board of Regents.

## Article 11. MISCELLANEOUS

11.1 Checks. All checks or demands for money and notes of the Corporation shall be signed by such officer or officers or such person or persons as the Board of Regents may from time to time designate.

11.2 Fiscal Year. The Board of Regents may adopt for and on behalf of the Corporation a fiscal or a calendar year

11.3 Seal. The Board of Regents may adopt a corporate seal, which seal shall have inscribed thereon the name of the corporation. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise. Failure to affix the seal shall not, however, affect the validity of any instrument.

## Article 12. INDEMNIFICATION

12.1 The Corporation may indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the Corporation) by reason of the fact that he is or was a Regent, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Regent, officer, employee or agent of another business, foreign or nonprofit corporation, partnership, joint venture or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful; provided that in case of actions by or in the right of the corporation, the indemnity shall be limited to expenses (including attorneys' fees and amounts paid in settlement not exceeding, in the judgment of the Board of Regents, the estimated expense of litigating the action to conclusion) actually and reasonably incurred in connection with the defense or settlement of such action and no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, he is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

12.2 To the extent that a Regent, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any such action, suit or proceeding, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith

12.3 The indemnification hereunder (unless ordered by the court) shall be made by the Corporation only as authorized in a specific case upon a determination that the applicable standard of conduct has been met. Such determination shall be made (1) by the Board of Regents by a majority vote of a quorum consisting

of Regents who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable or a quorum of disinterested Regents so directs, by independent legal counsel.

12.4 The expense incurred in defending such action, suit or proceeding shall be paid by the Corporation in advance of the final disposition thereof if authorized by the Board of Regents upon receipt of an undertaking by or on behalf of the Regent, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized hereunder

12.5 The indemnification provided hereunder shall not be deemed exclusive of any other rights to which one indemnification may be entitled, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Regent, officer, employee or agent and shall inure to the benefit of his heirs and legal representatives.

12.6 The Corporation may procure insurance on behalf of any person who is or was a Regent, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Regent, officer, employee or agent of another business, nonprofit or foreign corporation, partnership, joint venture or other enterprise against any liability asserted against or incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the Business Corporation Law of Louisiana

### **Article 13. AMENDMENTS**

13.1 These by-laws may be amended or repealed by the Board of Regents at any regular or special, provided notice of the proposed amendment or repeal be contained in the notice of such regular or special meeting.

**BYLAWS  
OF  
NATIONSUNIVERSITY**  
  
(Comparison of Old and New versions)

October 2003 Version	August 2008 Version <i>(New language in red font)</i>
<b>Section i. PROLOGUE</b>	<b>PROLOGUE</b>
<p><del>NationsUniversity</del> is a Louisiana Corporation formed on July 19, 1996, for the purpose of delivering <del>educational services throughout the world. Operating as a “school without walls”, the connection between professors and students is accomplished through a combination of media—electronic, written, and personal encounter. NationsUniversity fulfills its mission through four modes: (1) a degree program, (2) an university enrichment program, (3) an international church enrichment program, and (4) a research program. In keeping with Louisiana laws that govern the operation of NationsUniversity, degrees are offered only in religious studies. Non-degree courses that may be considered vocational in nature are offered without fees. The University is domiciled at West Monroe, Louisiana, Parish of Ouachita.</del></p>	<p><b>NationsUniversity</b> is a Louisiana Corporation formed on July 19, 1996, for the purpose of delivering <b>affordable and accessible higher education in order to build faith and develop culturally-rooted Christian leaders around the world. The NationsUniversity Vision is a world in which:</b></p> <ul style="list-style-type: none"> <li><span style="color: red;">■ Education in religious studies is available and affordable to any who desire it.</span></li> <li><span style="color: red;">■ All people have the opportunity to respond to the gospel of Jesus Christ.</span></li> <li><span style="color: red;">■ Geographic barriers to learning are eliminated.</span></li> <li><span style="color: red;">■ Helpful resources are available to Christians engaged in ministry.</span></li> <li><span style="color: red;">■ Maturing students share their knowledge with others.</span></li> <li><span style="color: red;">■ A community of students participates in a disciplined network.</span></li> </ul> <p>In keeping with Louisiana laws that govern the operation of <b>NationsUniversity</b>, degrees are offered only in religious studies. Non-degree courses that may be considered vocational in nature are offered without fees.</p>

<b>Section 1. OFFICES</b>	<b>Article 1. OFFICES</b>
1.1 The principal office shall be located at 3201 North Seventh Street, West Monroe, State of Louisiana.	1.1 The principal office shall be located at 3201 North Seventh Street, West Monroe, State of Louisiana.
1.2 The Corporation may have such offices at such other places as the Board of <del>Directors</del> may from time to time determine or the business of the corporation may require.	1.2 The Corporation may have such offices at such other places as the Board of <b>Regents</b> may from time to time determine or the business of the corporation may require.

	<b>Article 2. NON-PROFIT STATUS</b>
	2.1 The Board shall conduct all corporate acts in accordance with all state and federal laws and regulations which may be necessary to obtain tax-exempt status under applicable state and federal law.
	2.2 In the event of the dissolution of the Corporation, distribution of the assets shall be made in accordance with applicable state laws. In no event shall assets be directly or indirectly distributed to, or inure to the benefit of any Regent or former Regent, officer or former officer of the corporation.

<b>Section 8. STOCK</b>	<b>Article 3. STOCK</b>
8.1 The Corporation is organized on a non-stock basis and shall have <del>but one class of members.</del>	3.1 The corporation is organized on a non-stock basis and shall have <b>no members apart from the Board of Regents.</b>

<b>Section 2. DIRECTORS</b>	<b>Article 4. REGENTS</b>
	4.1 <u>General Powers.</u> The Board of Regents shall manage the affairs of the corporation. The Board may exercise all such powers of the Corporation and do all such lawful acts and things which are not prohibited by law or by the Articles of Incorporation or by these bylaws.
2.1 The business and affairs of the Corporation shall be managed by a Board of <del>Directors</del> of not less than three nor more than twenty (20) natural persons. The Board may exercise all such powers of the Corporation and do all such lawful acts and things which are not by law or by the Articles of Incorporation or by these by-laws <del>directed or required to be done by the members.</del> The <del>Directors</del> shall be elected at the annual meeting of the Corporation <del>and shall hold office for one year and until their successors are chosen and have qualified.</del>	4.2 <u>Number, Tenure, and Qualifications.</u> The number of Regents of the Corporation shall be three, or as determined by resolution of the Board of Regents from time to time. The Regents shall be elected at the annual meeting of the Corporation. One-third of the Regents shall be elected each year for a three-year term, and shall hold office until their successors are chosen and have qualified. No person shall hold the office of Regent who is not an active member of a congregation of the Churches of Christ.
	<i>In order to transition from one-year to three-year terms, the election held at the December, 2008 annual meeting shall be for the following periods for the specified incumbents: 1-year term: Adair, Ady, Bigham, Briley, Brown, Bush. 2-year term: Clark, Clevenger, Davis, Gower, Lynn, McMillan 3-year term: Morgan, Powell, Sloan, Shipp, Thyssen,</i>

	<i>Waller.</i>
2.2 The remaining <del>directors</del> , even though not constituting a quorum, may, by a majority vote, fill any vacancy on the Board (including any vacancy resulting from an increase in the authorized number of <del>directors</del> , or from failure for whatever reason to instill the full number of authorized <del>directors</del> ) for an unexpired term.	4.3 <u>Vacancies</u> . The remaining <b>Regents</b> , even though not constituting a quorum, may, by a majority vote, fill any vacancy on the Board (including any vacancy resulting from an increase in the authorized number of <b>Regents</b> , or from failure for whatever reason to instill the full number of authorized <b>Regents</b> ) for an unexpired term.

<b>Section 3. COMPENSATION OF DIRECTORS</b>	<b>Article 5. COMPENSATION OF REGENTS</b>
3.1 <del>Directors</del> , as such, shall receive no salary for their services, although their actual expenses of attendance, if any, for each regular or special meeting of the Board may be reimbursed along with expenses associated with execution of their function as a <del>Director</del> , provided that nothing herein contained shall be construed to preclude any <del>director</del> from serving the corporation in any other capacity and receiving compensation therefore.	5.1 <b>Regents</b> , as such, shall receive no salary for their services, although their actual expenses of attendance, if any, for each regular or special meeting of the Board may be reimbursed along with expenses associated with execution of their function as a <b>Regent</b> provided that nothing herein contained shall be construed to preclude any <b>Regent</b> from serving the corporation in any other capacity and receiving compensation therefore.

<b>Section 4. MEETINGS OF THE BOARD</b>	<b>Article 6. MEETINGS OF THE REGENTS</b>
4.1 The meetings of the Board of <del>Directors</del> may be held at such place or places within or without the State of Louisiana as a majority of the <del>Directors</del> may from time to time appoint, including meetings conducted by teleconference or in concert with other technology such as the internet.	6.1 <u>Regular Meetings</u> . The meetings of the Board of <b>Regents</b> may be held at such place or places within or without the State of Louisiana as a majority of the <b>Regents</b> may from time to time appoint, including meetings conducted by teleconference or in concert with other technology such as the internet.
4.2 <del>The first</del> meeting of each newly elected Board shall be held immediately following the annual meeting of the corporation and at the same place as the annual meeting, and no notice of such first meeting shall be necessary to the newly elected <del>directors</del> in order legally to constitute the meeting.	6.2 <u>Organizational Meetings</u> . An <b>organizational</b> meeting of each newly elected Board shall be held immediately following the annual meeting of the corporation and at the same place as the annual meeting, and no notice of such first meeting shall be necessary to the newly elected <b>Regents</b> in order legally to constitute the meeting. <b>The agenda of the organizational meeting of the Board shall include, but not be limited to, the election of a Chairman, Vice-chairman, Secretary, and Treasurer.</b>
<del>4.3 Regular meetings of the Board may be held without notice at such time and place either within or without the State of Louisiana as shall from time to time be determined by the Board.</del>	
4.4 Special meetings of the Board may be called by the <del>President</del> on two days' notice given to each <del>director</del> , either personally or by telephone, mail, e-mail or facsimile. Special meetings shall be called by the <del>President</del> or his designee in like manner and on like	6.3 <u>Special Meetings</u> . Special meetings of the Board may be called by the <b>Chairman of the Board</b> on two days' notice given to each <b>Regent</b> , either personally or by telephone, mail, e-mail or facsimile. Special meetings shall be called by the <b>Chairman</b> or his designee in like

<p>notice on the written or e-mailed request of two <del>directors</del> and if the <del>President</del> fails or refuses or is unable to call a meeting when requested by any two <del>directors</del>, the two <del>directors</del> may call the meeting on two days' written notice given to each <del>director</del>.</p>	<p>manner and on like notice on the written or e-mailed request of two <b>Regents</b> and if the <b>Chairman</b> fails or refuses or is unable to call a meeting when requested by any two <b>Regents</b>, the two <b>Regents</b> may call the meeting on two days' written notice given to each <b>Regent</b>.</p>
<p>4.5 A majority of the Board shall be necessary to constitute a quorum for the transaction of business, and except as otherwise provided by law, the acts of a majority of the <del>directors</del> present at a meeting at which a quorum is present shall be the acts of the Board.</p>	<p><b>6.4 Quorum.</b> A majority of the Board shall be necessary to constitute a quorum for the transaction of business, and except as otherwise provided by law, the acts of a majority of the <b>Regents</b> present at a meeting at which a quorum is present shall be the acts of the Board. If a quorum is present when the meeting is convened, the <b>Regents</b> present may continue to do business, taking</p>
<p>4.6 If a quorum is present when the meeting is convened, the directors present may continue to do business, taking action by vote of a majority of a quorum <del>as fixed in Section 4.5 hereof</del>, until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum <del>as fixed in Section 4.5 hereof</del>, or the refusal of any director present to vote.</p>	<p>action by vote of a majority of a quorum, until adjournment, notwithstanding the withdrawal of enough <b>Regents</b> to leave less than a quorum, or the refusal of any <b>Regent</b> present to vote.</p>
<p>4.7 The Board may designate one or more committees, each committee to include one or more of the <del>Directors</del> of the corporation (and one or more <del>directors</del> may be named alternate members to replace any absent or disqualified regular members), which, to the extent provided by resolution of the Board or the by-laws, shall have and may exercise the powers of the Board in the management of the business and affairs of the corporation, and may have power to authorize the seal of the Corporation to be affixed to documents. Such committee or committees shall have such name or names as may be stated in the by-laws, or as may be determined, from time to time, by the Board. Any vacancy occurring in <del>any such committee shall be filled by the Board, but the President may designate another director to serve on the committee pending action by the Board.</del> Each such committee shall hold office during the term of the Board constituting it, unless otherwise ordered by the Board.</p>	<p><b>6.5 Committees of the Board.</b> The Board may designate one or more committees, <b>including an Executive Committee</b>, each committee to include one or more of the <b>Regents</b> of the corporation (and one or more <b>Regents</b> may be named alternate members to replace any absent or disqualified regular members), which, to the extent provided by resolution of the Board or the bylaws, shall have and may exercise the powers of the Board in the management of the business and affairs of the corporation, and may have power to authorize the seal of the Corporation to be affixed to documents. Such committee or committees shall have such name or names as may be stated in the bylaws, or as may be determined, from time to time, by the Board. Each such committee shall hold office during the term of the Board constituting it, unless otherwise ordered by the Board.</p>
<p>4.8 Any action which may be taken at a meeting of the Board or any committee thereof, may be taken by a consent in writing signed by all of the <del>Directors</del> or by all members of the committee, as the case may be, and filed with the records of proceedings of the Board or committee.</p>	<p><b>6.6 Action Without a Meeting.</b> Any action which may be taken at a meeting of the Board or any committee thereof, may be taken by a consent in writing signed by all of the <b>Regents</b> or by all members of the committee, as the case may be, and filed with the records of proceedings of the Board or committee.</p>
	<p><b>6.7 Vacancies.</b> Any vacancy occurring in the board of <b>Regents</b> may be filled by the affirmative vote of a majority the remaining <b>Regents</b> though less than a quorum of the board of <b>Regents</b>. A <b>Regent</b> elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.</p>

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Section 5. NOTICES	Article 7. NOTICES
5.1 Any written notice required or permitted by law, the Articles of Incorporation or the by-laws to be given to any <del>member or director</del> shall be deemed to have been given to such <del>member or director</del> when such notice is served upon such <del>member or director</del> or one business day after such notice is placed in the United States mail, postage prepaid, addressed to such <del>shareholder or director</del> at his last known address.	7.1 <u>Notices</u> . Any written notice required or permitted by law, the Articles of Incorporation or the bylaws to be given to any <b>Regent</b> shall be deemed to have been given to such <b>Regent</b> when such notice is served upon such <b>Regent by means of e-mail</b> , or one business day after such notice is placed in the United States mail, postage prepaid, addressed to such <b>Regent</b> at his last known address.
5.2 Whenever any notice is required to be given by law or the Articles of Incorporation, or the by-laws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.	7.2 <u>Waiver of Notice</u> . Whenever any notice is required to be given by law or the Articles of Incorporation, or the bylaws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

<del>Section 6. OFFICERS</del>	Article 8. OFFICERS
<del>6.1 The officers of the Corporation shall be chosen by the <del>Directors</del> and shall include a <del>President, a Managing Director, and a Treasurer.</del></del>	8.1 <u>Officers</u> . The officers of the Corporation shall be chosen by the <b>Regents</b> and shall include, but not be limited to, a <b>Chief Executive Officer, a Chief Financial Officer, and a Secretary</b> . Titles of such appointed officers may include <b>President, Vice-president, Chancellor, Dean, Provost, Director, and other descriptive names which accurately convey the functions of the various offices to students, patrons and the community.</b>
<del>6.2 The Board may authorize the appointment of one or more vice presidents as are deemed needed to expedite the work of NationsUniversity.</del>	8.2 <u>The Chief Executive Officer</u> of the Corporation shall have general and active management of the business of the Corporation, and shall see that all orders and resolutions of the Board of Regents are carried into effect. The Chief Executive Officer, if a Regent, may also serve as Chairman of the Board of Regents.
<del>6.3 An <del>Administrative Cabinet</del> shall be formed, and shall consist of those persons who are charged with the responsibility of administering NationsUniversity. The <del>Directors</del> of the Corporation and <del>Vice Presidents</del>, if any, shall constitute the <del>Administrative Cabinet</del>.</del>	8.3 <u>The Chief Financial Officer</u> shall have the custody of the corporate funds and securities and, with the assistance of designated staff, shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation in such depositories as may be designated by the Board of Regents. He shall disburse the funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Chief Executive Officer and Board of Regents, at the regular meetings of

	<p>the Board, or whenever they may require it, an account of all transactions and of the financial condition of the Corporation.</p>
<p><del>6.4 The Board of Directors may appoint such other officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the board.</del></p>	<p>8.4 <b>The Corporate Secretary shall be a member of the Board of Regents. The Secretary</b> shall attend all sessions of the Board of Regents and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He shall give, or cause to be given, notice of all meetings of the Board, and shall perform such other duties as may be prescribed by the Board or Chief Executive Officer.</p>
<p>6.5 The salaries, if any, of all officers and agents of the Corporation shall be fixed by the Board.</p>	<p>8.5 <b>Compensation.</b> The salaries, if any, of all officers and agents of the Corporation shall be fixed by the Board.</p>
<p>6.6 The officers of the Corporation shall hold office at the pleasure of the <del>Directors</del>.</p>	<p>8.6 <b>Tenure.</b> The officers of the Corporation shall hold office at the pleasure of the <b>Regents</b>.</p>
<p><del>6.7 The <b>President</b> shall be the Chief Executive Officer of the Corporation; he shall preside at all meetings of the members, shall have general and active management of the business of the Corporation, and shall see that all orders and resolutions of the Board of Directors are carried into effect. If a Chairman of the Board of Directors has not been elected, the President, if a Director, shall preside at all meetings of the Board.</del></p>	
<p><del>6.8 The <b>Managing Director</b> shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such duties as the President or the Board of Directors shall prescribe. The Managing Director shall keep in safe custody the seal of the Corporation, and when authorized by the Board, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer.</del></p>	
<p><del>6.9 The Board shall appoint a <b>Secretary</b> who shall attend all sessions of the Board of Directors and all meetings of the members and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He shall give, or cause to be given, notice of all meetings of the members and special meetings of the Board, and shall perform such other duties as may be prescribed by the Board or <b>President</b>, under whose supervision he shall serve.</del></p>	
<p><del>6.10 The <b>Treasurer</b> shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation in such depositories as may be designated by the Board of Directors. He shall</del></p>	

<p>disburse the funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Corporation.</p>	
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**Section 7. FUNCTIONAL DIVISIONS**

<p><del>7.1 The mission of NationsUniversity shall be accomplished through three functional divisions and two support divisions. Each division shall be headed by a Vice President and shall report functionally to the Managing Director. It is the intent of NationsUniversity to utilize a variety of mechanisms, including leading edge distance learning technology, to deliver its work. Additional functional or support divisions may be created by the Board of Directors if such is deemed needed to expedite the work of the University.</del></p>	
<p><del>7.2 <b>Degree Division.</b> Two Degrees in religious subjects shall be offered at two levels, the baccalaureate and masters. Each course in the two degrees shall be designed around a set of “competencies” to be attained by the student. Exams shall be administered via a proctor, who will administer the exams on student demand and return them to NationsUniversity for grading. NationsUniversity is committed to maintaining a high level of performance. To maintain a high standard of academic integrity, the University shall use only those individuals whose training is of the highest academic quality and whose Christian character is beyond reproach. Academic standards shall be established in view of world standards. NationsUniversity shall welcome students from worldwide backgrounds. The institution shall be open to all students, regardless of sex, religious profession, nationality, or ethnicity. NationsUniversity shall charge no fees for instruction. However, students shall be individually responsible for expenses incurred in securing their own reading materials. In some instances, it is anticipated that these may and shall be made available by generous patrons of NationsUniversity. Free will offerings by those students who are able and chose to do so will be accepted on behalf of those students who are less able to provide their own expenses. The Degree Division shall include but not be limited to responsibility for admissions, appeals, curriculum development, the Registrar, and translation activities.</del></p>	

<p><del>7.3 <b>International Church Enrichment Division.</b> Special non credit educational offerings shall provide access to unique audiences and become a means of contributing to the general public welfare. The University shall conduct a variety of non credit educational experiences throughout the world. Outside the United States, these services may be in such disciplines as agriculture, business, and the health sciences, as well as in Bible. The Enhancement Program shall sometimes be conducted in association with national universities and Christian schools. Provosts shall be assigned to serve various colleges of the University. The role of Provost shall be to coordinate the non degree activities and tutorials that may coincide with the degree offerings.</del></p>	
<p><del>7.4 <b>University Enrichment Division.</b> NationsUniversity shall sometimes conduct enrichment related educational offerings in associations with national universities and Christian schools. Provosts shall be assigned to serve various colleges of the University. The role of Provost shall be to coordinate the non degree activities and tutorials that may coincide with the degree offerings.</del></p>	
<p><del>7.5 <b>Research Division.</b> Research projects are envisioned to fall into two categories: (1) instruction-related, and (2) community related. Instruction related research projects will aim at improving missionary effectiveness within a foreign culture. Community related projects will aim at identifying specific human needs that can be served by the Church or by NationsUniversity. The Research Division shall include but not be limited to country analysis, program development, and special projects.</del></p>	
<p><del>7.6 <b>Development Division.</b> The Development Division shall be responsible for all functions associated with raising those funds needed to accomplish the mission of the University.</del></p>	
<p><del>7.7 <b>Administration Division.</b> Those aspects of the University that do not fall within the realms of the Directors or the divisions of Degree, Enrichment, Research or Development shall be the responsibility of the Administration Division. Included in this shall be but not be limited to: planning, foreign registration, distance learning (including a Distance Learning Council), administrative staffing, business and financial support, legal counsel, home office administration, website development, and facilitation of the major meetings of the corporation, including preparation of the annual Work Program and Budget. In addition, the Administration Division shall develop and maintain for approval by the</del></p>	

<p><del>Board of Directors and in liaison with the Secretary, those policies and procedures needed to effectively manage and control the University.</del></p>	
<p><del>7.8 <b>University Cabinet.</b> The University Cabinet shall function as a “think tank” for giving the University its direction and for guiding the development of the University’s varied programs. The Cabinet shall be comprised of individuals from a variety of backgrounds. Its composition and number of participants may be varied from time to time at the discretion of the Board of Directors who will appoint its membership. The University Cabinet shall be chaired by the Managing Director.</del></p>	

<p><b>Section 9. FUND RAISING</b></p>	<p><b>Article 9. FUND RAISING</b></p>
<p>9.1 It is envisioned that the University will accomplish its work principally through professors, consultants, researchers and other competent resources who freely donate and volunteer their time, expertise and energy.</p>	<p>9.1 <b>Volunteers.</b> It is envisioned that the University will accomplish its work principally through professors, consultants, researchers and other competent resources that freely donate and volunteer their time, expertise and energy.</p>
<p>9.2 Cash funding will, in addition, be required to deliver the volunteers’ efforts to those who receive the training. Solicited funds will be used for but not limited to website and similar distance learning technology development and operation, postage, printing of materials, communications, office supplies, and machinery, rent, utilities, scholarships (reading materials, etc.), travel and lodging, etc.</p>	<p>9.2 <b>Expenditures.</b> Cash funding will, in addition, be required to deliver the volunteers’ efforts to those who receive the training. Solicited funds will be used for but not limited to website and similar distance learning technology development and operation, <b>salaries</b>, postage, printing of materials, communications, office supplies, and machinery, rent, utilities, scholarships (reading materials, etc.), travel and lodging, etc.</p>
<p>9.3 These tax-deductible funds shall be solicited from a variety of sources including but not limited to churches, individuals, foundations, businesses, etc. Their receipt and disbursement shall be duly recorded and reported to the Board of <del>Directors</del> in the quarterly update to the annual Work Program and Budget and via whatever other means the Board may deem appropriate and so request.</p>	<p>9.3 <b>Solicitations.</b> These tax-deductible funds shall be solicited from a variety of sources including but not limited to churches, individuals, foundations, businesses, etc. Their receipt and disbursement shall be duly recorded and reported to the Board of <b>Regents</b> in the quarterly update to the annual Work Program and Budget and via whatever other means the Board may deem appropriate and so request.</p>
<p>9.4 An appropriate means of reporting shall also be instituted for communicating sources and uses of funds to those who contribute the funds. <del>This reporting shall be the responsibility of the Development Division.</del></p>	<p>9.4 <b>Reports.</b> An appropriate means of reporting shall also be instituted for communicating sources and uses of funds to those who contribute the funds.</p>
<p>9.5 While the spirit of <b>NationsUniversity</b> is intended to be voluntary in nature, this spirit is not to preclude specific employees or agents from receiving an appropriate salary, fee, or other forms of compensation</p>	<p>9.5 <b>Exceptions.</b> While the spirit of <b>NationsUniversity</b> is intended to be voluntary in nature, this spirit is not to preclude specific employees or agents from receiving an appropriate salary, fee, or other forms of compensation</p>

should their work so require.	should their work so require.
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<b>Section 10. WORK PROGRAM AND BUDGET</b>	<b>Article 10. WORK PROGRAM AND BUDGET</b>
10.1 An annual Work Program and Budget shall be prepared for approval by the Board of <del>Directors</del> at an annual fall meeting, <del>which will be held at the Home Office in West Monroe, Louisiana.</del>	10.1 <u>Budget</u> . An annual Work Program and Budget shall be prepared for approval by the Board of <b>Regents</b> at its annual fall meeting.
10.2 Progress against the approved Work Program and Budget shall be monitored and reported to the Board of <del>Directors</del> on a quarterly basis.	10.2 <u>Reports</u> . Progress against the approved Work Program and Budget shall be monitored and reported to the Board of <b>Regents</b> on a quarterly basis.
10.3 <del>Funding requirements</del> in excess of the approved Budget shall require the approval of the Board of <del>Directors</del>	10.3 <u>Budget Changes</u> . <b>The Chief Executive Officer has the authority to shift funds between budget categories.</b> Expenditures in excess of the total amount of the approved Budget shall require the approval of the Board of <b>Regents</b> .

<b>Section 11. MISCELLANEOUS</b>	<b>Article 11. MISCELLANEOUS</b>
11.1 <b>Checks</b> . All checks or demands for money and notes of the Corporation shall be signed by such officer or officers or such person or persons as the Board of <del>Directors</del> may from time to time designate.	11.1 <u>Checks</u> . All checks or demands for money and notes of the Corporation shall be signed by such officer or officers or such person or persons as the Board of <b>Regents</b> may from time to time designate.
11.2 <b>Fiscal Year</b> . The Board of <del>Directors</del> may adopt for and on behalf of the Corporation a fiscal or a calendar year	11.2 <u>Fiscal Year</u> . The Board of <b>Regents</b> may adopt for and on behalf of the Corporation a fiscal or a calendar year
11.3 <b>Seal</b> . The Board of <del>Directors</del> may adopt a corporate seal, which seal shall have inscribed thereon the name of the corporation. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise. Failure to affix the seal shall not, however, affect the validity of any instrument.	11.3 <u>Seal</u> . The Board of <b>Regents</b> may adopt a corporate seal, which seal shall have inscribed thereon the name of the corporation. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise. Failure to affix the seal shall not, however, affect the validity of any instrument.

<b>Section 12. INDEMNIFICATION</b>	<b>Article 12. INDEMNIFICATION</b>
12.1 The Corporation may indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, employee or agent of	12.1 The Corporation may indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the Corporation) by reason of the fact that he is or was a <b>Regent</b> , officer, employee or agent of

<p>the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another business, foreign or nonprofit corporation, partnership, joint venture or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful; provided that in case of actions by or in the right of the corporation, the indemnity shall be limited to expenses (including attorneys' fees and amounts paid in settlement not exceeding, in the judgment of the Board of Directors, the estimated expense of litigating the action to conclusion) actually and reasonably incurred in connection with the defense or settlement of such action and no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, he is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.</p>	<p>the Corporation, or is or was serving at the request of the Corporation as a <b>Regent</b>, officer, employee or agent of another business, foreign or nonprofit corporation, partnership, joint venture or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful; provided that in case of actions by or in the right of the corporation, the indemnity shall be limited to expenses (including attorneys' fees and amounts paid in settlement not exceeding, in the judgment of the Board of <b>Regents</b>, the estimated expense of litigating the action to conclusion) actually and reasonably incurred in connection with the defense or settlement of such action and no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, he is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.</p>
<p>12.2 To the extent that a director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any such action, suit or proceeding, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith</p>	<p>12.2 To the extent that a <b>Regent</b>, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any such action, suit or proceeding, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith</p>
<p>12.3 The indemnification hereunder (unless ordered by the court) shall be made by the Corporation only as authorized in a specific case upon a determination that the applicable standard of conduct has been met. Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable or a</p>	<p>12.3 The indemnification hereunder (unless ordered by the court) shall be made by the Corporation only as authorized in a specific case upon a determination that the applicable standard of conduct has been met. Such determination shall be made (1) by the Board of <b>Regents</b> by a majority vote of a quorum consisting of <b>Regents</b> who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable or a quorum of</p>

<p>quorum of disinterested directors so directs, by independent legal counsel, <del>or (3) by the members.</del></p>	<p>disinterested <b>Regents</b> so directs, by independent legal counsel.</p>
<p>12.4 The expense incurred in defending such action, suit or proceeding shall be paid by the Corporation in advance of the final disposition thereof if authorized by the Board of Directors <del>in the manner provided in Section 9.3 above,</del> upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized hereunder</p>	<p>12.4 The expense incurred in defending such action, suit or proceeding shall be paid by the Corporation in advance of the final disposition thereof if authorized by the Board of <b>Regents</b> upon receipt of an undertaking by or on behalf of the <b>Regent</b>, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized hereunder</p>
<p>12.5 The indemnification provided hereunder shall not be deemed exclusive of any other rights to which one indemnification may be entitled, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his heirs and legal representatives.</p>	<p>12.5 The indemnification provided hereunder shall not be deemed exclusive of any other rights to which one indemnification may be entitled, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a <b>Regent</b>, officer, employee or agent and shall inure to the benefit of his heirs and legal representatives.</p>
<p>12.6 The Corporation may procure insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another business, nonprofit or foreign corporation, partnership, joint venture or other enterprise against any liability asserted against or incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the Business Corporation Law of Louisiana</p>	<p>12.6 The Corporation may procure insurance on behalf of any person who is or was a <b>Regent</b>, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a <b>Regent</b>, officer, employee or agent of another business, nonprofit or foreign corporation, partnership, joint venture or other enterprise against any liability asserted against or incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the Business Corporation Law of Louisiana</p>

<p><del>Section</del> <b>13. AMENDMENTS</b></p>	<p><b>Article 13. AMENDMENTS</b></p>
<p>13.1 These by-laws may be amended or repealed by the Board of Directors at any regular or special meeting <del>or by the members at any annual or special meeting,</del> provided notice of the proposed amendment or repeal be contained in the notice of such regular or special meeting <del>of members.</del></p>	<p>13.1 These by-laws may be amended or repealed by the Board of <b>Regents</b> at any regular or special, provided notice of the proposed amendment or repeal be contained in the notice of such regular or special meeting.</p>

