

SETTLEMENT AGREEMENT - CASE NO. 8-CA-13450

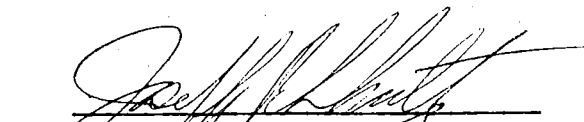
Acceptable settlements having been reached with Kenneth Seege and Emory Trainham, Ashland Chapter, Ohio Conference, American Association of University Professors (The "AAUP") and Ashland College (The "College") agree to settle Case No. 8-CA-13450 as follows:

1. Nothing in this Agreement shall constitute or imply an admission by the College that it has in any way violated the National Labor Relations Act, as amended, any such violation being expressly denied.
2. The AAUP will withdraw the unfair labor practice charge it filed in Case No. 8-CA-13450 and will request in writing that the NLRB withdraw and dismiss the complaint and notice of hearing in said case.
3. The effectiveness of this Agreement is contingent upon its ratification by the AAUP, approval by the College Board of Trustees or its Executive Committee, and approval by the Regional Director.

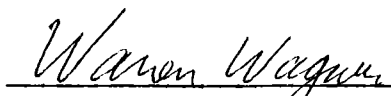
Approved: _____
Bernard Levine
Regional Director,
Region 8, NLRB

ASHLAND COLLEGE:

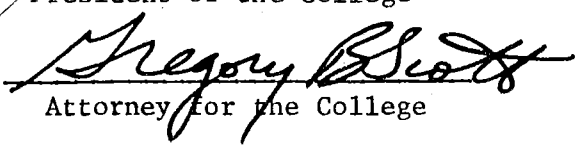
ASHLAND CHAPTER, OHIO
CONFERENCE, AAUP



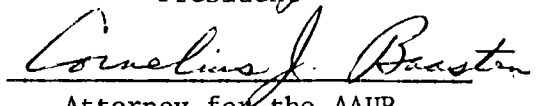
President of the College



President



Attorney for the College



Attorney for the AAUP

SETTLEMENT AGREEMENT--CASE NO. 8-UC-172

The Ashland Chapter, Ohio Conference, American Association of University Professors (The "AAUP") and Ashland College (The "College") agree as follows:

1. The AAUP and the College hereby rescind, revoke and cancel the Agreement between them that was signed on February 15, 1980. The Faculty Rules and Regulations appended to that Agreement, the salary increases that have been adopted for the 1982-83 academic year, and the policies now in effect pursuant to Article VI of said Agreement shall remain in effect unless modified in accordance with the procedure outlined in paragraph 4 below. The College will continue to make payroll deduction available to faculty members desiring membership in the AAUP as a professional organization.

2. The AAUP shall file a written disclaimer of interest in Case No. 8-UC-172, to be followed by revocation of certification issued in Case No. 8-RC-8559.

3. In consideration of the rescission of the Agreement signed on February 15, 1980, the disclaimer of interest filed by the AAUP and the revocation of certification to be issued by the Regional Director of Region 8 of the NLRB, the College agrees:

A. Not to take any reprisal, of any nature whatsoever, against AAUP members for their actions or positions in support or opposition to the AAUP as a collective bargaining agent.

B. To implement the attached Complaint Procedure, which will be deemed part of the Faculty Rules and Regulations.

C. To amend Article I of the existing Faculty Rules and Regulations to read as follows:

ARTICLE I. FACULTY FORUM--MEMBERSHIP AND ORGANIZATION

- A. (1) The "faculty" shall consist of all persons who have held faculty rank with the College for at least one academic year and who hold contracts requiring an average of nine or more academic hours of service per semester or a comparable level of other duties for the College.
- (2) The term "instructional faculty" means faculty other than Deans and chairpersons.
- B. The "faculty", as defined above in Subparagraph A (1), of the College shall be members, with full voting privileges, of the Faculty Forum, which shall function as a legislative body.
- a. The Forum shall meet regularly as a legislative body throughout the academic year at such times as will be determined by its members, or at the call of its President, or the call of the President of the College.
 - b. The Forum, in order to function more effectively in the areas of its concern, shall organize into committees for that purpose according to procedures to be determined by its members and shall adopt by-laws for its further governance. The by-laws of the Forum may provide for student and hourly staff participation on committees; provided, however, that all Forum committees concerned with curriculum and graduation shall consist exclusively of "faculty"; and further provided, that only instructional faculty shall serve on committees concerned with faculty

welfare and TAPFA.

- c. The purpose of the Forum shall be to promote the published mission and objectives of the College.
- d. The Forum shall have the following powers:
 - (1) To study, evaluate and legislate on matters relative to admissions and graduation requirements, curriculum and subject matter, areas of student life relating to educational policy, research, and all other matters relevant to the instructional program of Ashland College.
 - (2) To legislate on matters relative to faculty welfare, duties and organization.
- e. Forum legislation shall become effective only after review by and approval of the Board of Trustees, provided however that the President may be empowered by the Board to approve such legislation on its behalf during the interim between Board meetings. If the President chooses not to approve such legislation, the legislation shall be presented to the Executive Committee of the Board at its next regular meeting or at a special meeting called for that purpose. The President of the Faculty Forum, or his designee, shall appear at such Executive Committee meeting to speak on behalf of such legislation and to respond to any questions members of the Executive Committee may have in respect thereto. All action taken by the Executive Committee with respect to such legislation shall be communicated to the Faculty Forum in writing.

- f. The Forum shall be consulted in and shall advise with respect to long-range planning, planning for utilization of physical resources, development of financial and personnel policies, the preparation of annual college and departmental budgets, and establishment of student welfare programs.
- g. The Forum President and Vice President shall have the right to attend all meetings of the Board of Trustees and its Executive Committee, and shall have the right to speak and be recognized.
- h. The Forum may appoint one faculty member to each committee of the Board of Trustees, including its Executive Committee. Such faculty representatives shall be voting members of the committees.
- i. The Forum may recommend nominees for administrative offices and for membership on the Board of Trustees.
- j. All College committees shall include faculty member(s) nominated by the Forum or the appropriate Forum committee.
- k. The President of the College and Vice President for Business Affairs shall have the right to attend all meetings of the Faculty Forum and shall have the right to speak and be recognized.

4. The existing Faculty Rules and Regulations may be modified or supplemented only as follows:

- A. No such change shall be made except upon formal action

by the Board of Trustees or its Executive Committee, after compliance with paragraph B below.

B. If the administration intends to recommend any such change to the Board of its Executive Committee, it shall give the President of the Faculty Forum sixty days' advance notice, specifying in writing the intended change. During the sixty-day period the Faculty Forum and/or the appropriate committee thereof shall have an opportunity to review, discuss and consider the intended change. The administration will cooperate with the Faculty Forum and/or its committees in providing information, explanation and elaboration of the reasons for the intended change.

C. The Faculty Forum may enact legislation recommending that the intended change be made, that it be made on modified terms, or that it not be made.


D. The Faculty Forum's legislation shall become effective only after review by and approval of the Board of Trustees, provided however that the President may be empowered by the Board to approve such legislation on its behalf during the interim between Board meetings. If the President chooses not to approve such legislation, the legislation shall be presented to the Executive Committee of the Board at its next regular meeting or at a special meeting called for the purpose. The President of the Faculty Forum or his designee shall appear at such Executive Committee meetings to speak on behalf of such legislation and to respond to any questions members of the Executive Committee may have in respect thereto. All action taken by the Executive Committee with respect to such legislation shall be communicated to the Faculty Forum in writing.

5. The Faculty Rules and Regulations now existing and as modified herein, shall be deemed incorporated into the individual contract of each faculty member.

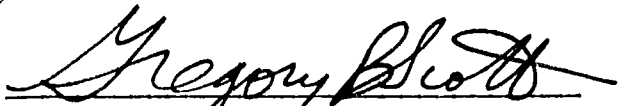
6. The effectiveness of this Agreement is contingent upon its ratification by the AAUP and approval by the Board of Trustees or its Executive Committee.

OHIO CONFERENCE (ASHLAND COLLEGE
CHAPTER), AMERICAN ASSOCIATION OF
UNIVERSITY PROFESSORS


ASHLAND COLLEGE



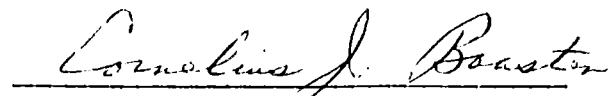
President of the College



Attorney for the College



President



Attorney for the AAUP

Approved: Unnecessary
Bernard Levine
Regional Director,
Region 8, NLRB

COMPLAINT PROCEDUREI. Purpose

This Procedure is intended to provide an expeditious and efficient means of resolving any disputes that arise between "instructional faculty" members (regardless of length of service) and the administration regarding interpretation or application of the Faculty Rules and Regulations.

II. Definitions

- (A) "Individual" means an "instructional faculty" member (regardless of length of service).
- (B) "Complaint" means an allegation by an individual that the College has misapplied, misinterpreted or violated an express written term of the Faculty Rules and Regulations as to him.
- (C) "Day" means a calendar day. If the last day for taking action falls on a weekend or holiday, the deadline shall be the next weekday that is not a holiday.

III. ProcedureA. Informal Step

An individual with a complaint may first discuss it with the immediate administrator who made the decision or interpretation.

B. Formal Step

1. If the individual is not satisfied with the results of his informal discussion with the administrator, or if he chooses not to meet with the administrator, he shall file a complaint in writing with the Chairperson of the Deans' Council. The complaint must specify the basis for the complaint, the language of the Faculty Rules and Regulations involved and the resolution desired by the individual. The complaint must be filed within

30 days of the occurrence of the event or condition which is the subject of the complaint. The Deans' Council will make any investigation it deems appropriate and shall respond in writing within 14 days.

2. If the individual is not satisfied with the response of the Deans' Council, or if it fails to make a response within 14 days, he may file an appeal with the appropriate committee of the Faculty Forum. The appeal must be filed within 14 days of the date on which the Deans' Council makes its response or fails to make its timely response as required above. The Faculty Forum Committee will conduct any investigation it deems appropriate and shall recommend, in writing, a disposition of the complaint. A copy of its recommendation shall become part of the Faculty Forum minutes and shall be sent to the Deans' Council.

3. If the individual is not satisfied with the Faculty Forum Committee's recommendation or with the Deans' Council's action with respect to the recommendation, he may file a written request for formation of a joint ad hoc committee to review the complaint. Such request must be filed with the President within 30 days of the issuance of the recommendation of the Faculty Forum Committee. The ad hoc committee shall consist of two persons appointed by the President of the Faculty Forum from a list of seven persons nominated by the President of the College and three persons appointed by the President of the College from a list of ten persons nominated by the President of the Faculty Forum. The ad hoc committee will select a chairperson, review the recommendation and proceedings of the Faculty Forum Committee and conduct any further investigation it deems appropriate. Within 30 days of its first meeting, the ad hoc committee will issue a written report and recommendation, with a copy going to the individual, the Faculty Forum President, and the College President. All members of the ad hoc

committee must be employees of the College.

4. The report and recommendation of the ad hoc committee will be considered as legislation of the Faculty Forum. Accordingly, it shall become effective only after review by and approval of the Board of Trustees, provided, however, that the President may be empowered by the Board to approve such legislation on its behalf during the interim between Board meetings. If the President chooses not to approve such legislation, the legislation shall be presented to the Executive Committee of the Board at its next regular meeting or at a special meeting called for the purpose. The Chairperson of the ad hoc committee, or his designee, shall appear at such Executive Committee meeting to speak on behalf of such legislation and to respond to any questions members of the Executive Committee may have in respect thereto. Action taken by the Executive Committee with respect to such legislation shall be communicated to the Faculty Forum in writing.
- IV. This complaint procedure shall not be available where the Faculty Rules and Regulations already provide a procedure for an individual to challenge or to have a hearing on a decision under the Rules and Regulations which adversely affects him (for example, Art. VII (c)(1)(j)--denial of promotion; Art. VIII--dismissal for cause; Art. X (c)(3)--relocation or termination because of discontinuance of program or department).