



BOARD OF TRUSTEES

CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Thursday, January 21, 2021, 8:00 a.m.

PLACE: Conducted remotely through Zoom

PRESENT: Chair David H. Gunning II, Trustees Thomas W. Adler, Timothy J. Cosgrove, Patricia M. DePompei, Stephen Kirk, Leonard A. Komoroski, Lisa K. Kunkle, David Reynolds, and Vanessa L. Whiting; Student Trustees Arlindo Ahmetaj and Allison K. Younger; Community Board Members Robyn N. Gordon, Thomas E. Hopkins, Heather Lennox, Linda McHugh, and Joseph D. Roman; Faculty Representatives Dr. Rachel K. Carnell and Dr. Robert A. Krebs; President Harlan M. Sands; and General Counsel and Secretary to the Board of Trustees Sonali B. Wilson.

Others in attendance: Dr. Jianping Zhu, Provost; Jonathan Wehner, Vice President and Dean of Admissions, Enrollment Management and Student Success; Margie Spencer, Interim Chief Financial Officer; Dr. Forrest Faison, Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer; Jeanell N. Hughes, Chief Talent and Human Resources Officer; Dr. Julie M. Rehm, Vice President, University Advancement; and Heather A. Link, Assistant Board Secretary.

Chair Gunning called the meeting to order at 8:08 a.m. and confirmed the presence of a quorum. He asked if there were any corrections, additions or deletions to the minutes of the November 19, 2020 Board meeting. Hearing none, he called for a motion to approve the minutes. Moved by Trustee DePompei, and seconded by Trustee Reynolds, the minutes were approved by voice vote.

REPORT OF THE CHAIR

Chair Gunning brought forth a resolution to recognize Community Trustee Linda McHugh. He thanked her for valuable insights and advice throughout her service on the Board of Trustees. President Sands commented that Trustee McHugh is a strong advocate for the University and he hopes she will stay engaged with Cleveland State in the future.

Trustee Kunkle moved the resolution and Trustee Komoroski seconded the motion. The following resolution was unanimously approved by voice vote.

RESOLUTION 2021-1

RECOGNITION OF COMMUNITY BOARD MEMBER LINDA MCHUGH

WHEREAS, the Bylaws of the Board of Trustees were amended on January 20, 2006 to expand the Board's membership and expertise with other faculty and community members to serve as non-voting members; and

WHEREAS, Linda McHugh was first appointed as a Community Board Member in September 2016 and was reappointed in 2018 and 2020; and

WHEREAS, in 2016, after a 35-year career at the Cleveland Clinic, Ms. McHugh was named the health system's Chief Human Resources Officer, a position she held until the end of 2020; and

WHEREAS, Ms. McHugh has been recognized for her outstanding leadership, being named as one of Crain's Cleveland Business's 2018 Notable Women in Healthcare, as well as being named a WELDing the Way Honoree from the Cleveland Chapter of Women for Economic Development; and

WHEREAS, as a Community Board Member, Ms. McHugh offered her insights and wisdom to many of the University's initiatives, and always remained focused on student success and ensuring that Cleveland State was attracting and retaining the best talent to serve our students:

NOW, THEREFORE, BE IT RESOLVED that on behalf of the Cleveland State University community, the Board of Trustees extends its deepest appreciation to Linda McHugh for her dedicated service and counsel as a Community Board Member.

Chair Gunning introduced a memorial tribute resolution in honor of former State Senator and long-time University Executive-in-Residence, Grace Drake. Trustee Cosgrove noted that Senator Drake will be remembered for her service to her constituents and the State of Ohio, and that she was a passionate advocate for student success at the University.

Trustee Cosgrove moved the resolution and Trustee Kunkle seconded the motion. The following resolution was unanimously approved by voice vote

RESOLUTION 2021-2

MEMORIAL TRIBUTE TO SENATOR GRACE DRAKE

WHEREAS, with a heavy heart, Cleveland State University stands with the Drake family and the entire state of Ohio in mourning the loss of Senator Grace Drake, who passed away December 30, 2020; and

WHEREAS, Senator Drake served in the Ohio Senate from 1984 to 2000, representing constituents in Cuyahoga, Medina, and Wayne counties; and

WHEREAS, during her tenure in the Ohio Legislature, Senator Drake was selected to be first chair of the Ohio Women's Policy and Research Commission and continued as second-term chair, was chair of the Joint Select Committee on Central Motor Vehicle registration, co-chair of the Certificate of Need Study Committee, co-chair of the Retirement Committee, and member of the Certificate of Need Review Board; and

WHEREAS, Senator Drake's career culminated in her founding the Ohio Center for the Advancement of Women in Public Service at Cleveland State's Maxine Goodman Levin College of Urban Affairs, where she served as Executive-in-Residence and Director; and

WHEREAS, the Center focuses on student engagement through networking events, career development, and mentoring, and the mentoring program has helped upwards of a thousand students by matching them with career professionals in the public and nonprofit sectors; and

WHEREAS, the Center will continue to fulfill Senator Drake's vision of advancing student engagement and success in careers in public service; and

WHEREAS, often referred to as "Amazing Grace", she will always be remembered for her kind and caring spirit and for demonstrating exemplary leadership in public service and contributing significantly to the betterment of Ohio:

NOW, THEREFORE, BE IT RESOLVED that on behalf of the Cleveland State University community, the Board of Trustees extends its deepest sympathy to Senator Drake's family and friends.

Chair Gunning congratulated student Trustee Allison Younger for her recent acceptance to Cleveland-Marshall College of Law in the fall.

He finished his report by commending the CSU community for a successful beginning to the Spring semester, noting the collective efforts of the University that have been undertaken to ensure the safety of those on campus.

REPORT OF THE PRESIDENT

President Sands reported a continuing focus on a healthy and successful Spring semester, finalizing the CSU 2.0 Taskforce reports, and ensuring that the University remains financially solid and strong.

He noted continuing engagement with officials in Columbus and that Cleveland State University will host the Higher Learning Commission in May for a site visit, an essential part of the ten-year accreditation process.

Athletic Director Scott Garrett and Men's Basketball Coach Dennis Gates, were called on to provide updates on student athletes successful academic achievements (3.4 overall GPA in the fall) and a Horizon League record-breaking win streak for men's basketball. Coach Gates commented that coaches, players, and players' parents are thankful for the safe and thoughtful approach provided by the Administration, allowing for the opportunity to compete during the pandemic.

President Sands called on Dr. Forrest Faison, Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer, to update the Trustees on the University's pandemic response. Dr. Faison acknowledged that CSU's supportive campus community continues to keep vigilant with safety precautions; this semester there is increased residence hall testing and he sees a culture of students influencing other students in order to maintain a safe campus environment.

Vice President Jonathan Wehner reported on Spring semester enrollment, forecasting a slight overall decrease from last year, notably at the undergraduate level; however, there is an increase in graduate total headcount. President Sands commented that Ohio public colleges overall are facing enrollment issues, and that Cleveland State is doing well in comparison. Mr. Wehner reported increases in new undergraduate applications, admits, and accepts for Fall semester 2021.

President Sands announced that the University received a re-affirmed A1 credit rating with a stable outlook from Moody's Rating Review; the University's strong balance sheets and thoughtful, prudent planning, taken at the beginning of the pandemic, supported the new rating.

The President then introduced faculty members Dr. Melanie Gagich and Dr. Merlin Nithya Gnanapragasam to present on their teaching and research.

Dr. Gagich, associate college lecturer in first-year writing, presented, “Pedagogical Innovation During a Global Pandemic”; she provided an overview and examples of ways to teach students using online and hybrid approaches, using a variety of platforms, and to encourage student-to-student relationships. After surveying her students in the fall, 45 out of 48 (94%) students felt that the blended structure of the class should be maintained.

Dr. Gnanapragasam, assistant professor in the Department of Biological, Geological and Environmental Sciences, presented remotely from her campus lab in the Center for Gene Regulation in Health and Disease. Graduate students Rose Gott and Sarah Adams explained their research projects, while adhering to the steps that have been taken to ensure safe research during the pandemic. Both spoke from inside the lab and were appreciative of the efforts taken to ensure that they can continue their important research during the pandemic.

ACADEMIC AFFAIRS and STUDENT SUCCESS COMMITTEE UPDATE

Committee Chair Cosgrove called on Provost Zhu to provide background on the consent agenda items regarding faculty professional leaves of absence and changes to the policy on conflict of interest. Provost Zhu noted that the faculty professional leaves of absence allow faculty to conduct important research and work such as publishing books and papers. Provost Zhu also commented that the conflict of interest policy had been reviewed by the Faculty Senate and was posted for the 30 day comment period as required by the university.

REPORT OF THE CSU FOUNDATION

Vice President for Advancement, Dr. Julie Rehm, reported that the Radiance fundraising efforts have begun; the event is being co-chaired by Foundation members Sarah Flannery and Thomas Kuluris and will not be an in-person event, it is being produced using videos and interviews. The fundraising efforts for the Radiance umbrella have expanded to include the University’s 2-for-1 Tuition Promise, Lift-up-Vikes, and last-mile scholarships; details will be sent out as soon as they are finalized.

Dr. Rehm reminded Trustees that CSU’s Annual Day of Giving is scheduled for February 16 and is expected to boost annual giving dollars raised this year.

CONSENT AGENDA

Chair Gunning stated that routine matters, or those recommended by committees and discussed previously, are considered on the Consent Agenda. He asked if there were any items that Board members wished to discuss; there were none.

Trustee Cosgrove moved, and Trustee Whiting seconded, the motion to approve the following consent agenda items: Approval of Cleveland State University Fiscal Year 2020 Efficiency Report; Approval of Faculty Professional Leaves of Absence, Academic Year 2021/2022; Accepting Gifts and Pledge Payments, 2nd Quarter FY21, October 1, 2020 - December 31, 2020; Approval of 403(b) Retirement Plan, Amendment and Restatement; and Approval of Changes to the Policy on Conflict of Interest.

RESOLUTION 2021-3

APPROVAL OF CLEVELAND STATE UNIVERSITY FISCAL YEAR 2020 EFFICIENCY REPORT SUBMITTED TO ODHE

WHEREAS, the Governor of the State of Ohio created the Ohio Task Force on Affordability in February 2015 to make recommendations on the three principles of 1) efficiency in expense management and revenue generation, 2) maintaining a high quality of education, and 3) lowering the student's cost of earning a degree; and

WHEREAS, Section 3333.95 of the Ohio Revised Code (ORC) requires the Chancellor of the Ohio Department of Higher Education (ODHE) to maintain an Efficiency Advisory Committee composed of members from each of Ohio's public colleges and universities in support of the Task Force's recommendations; and

WHEREAS, each public college and university is required to submit an annual efficiency report to the Chancellor, which feeds into the ODHE annual efficiency report to the Governor and General Assembly; and

WHEREAS, State law also requires each public college and university's board of trustees to approve the institutions' annual efficiency report:

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the University's Fiscal Year 2020 efficiency report, as submitted to the ODHE in November 2020.

RESOLUTION 2021-4

**APPROVAL OF FACULTY PROFESSIONAL
LEAVES OF ABSENCE, AY2021/2022**

WHEREAS, the faculty listed in the Professional Leaves of Absence Summary Report for the Academic Year 2021/2022 have been reviewed by the appropriate University committees and administrators; and

WHEREAS, the referenced faculty have fulfilled the requirements for professional leave as set forth in Article 20 of the Agreement between Cleveland State University and the CSU Chapter of the American Association of University Professors, or in the case of the College of Law faculty, of Section 3344-11-09 of the CSU Faculty Personnel Policies:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the granting of Professional Leaves of Absences for the academic year 2021/2022 to the faculty outlined in the Summary Report.

RESOLUTION 2021-5

ACCEPTING GIFTS AND PLEDGE PAYMENTS

2nd Quarter, FY 2021
October 1, 2020 to December 31, 2020

RESOLVED, that the gifts and pledge payments totaling \$3,230,040 received by the Cleveland State University Foundation during the period October 1, 2020 to December 31, 2020 are hereby accepted with thanks; and

BE IT FURTHER RESOLVED, that the President is hereby directed to use these gifts subject to their terms and conditions.

RESOLUTION 2021-6

**APPROVAL OF 403(b) RETIREMENT PLAN,
AMENDMENT AND RESTATEMENT**

WHEREAS, the University has maintained the Cleveland State University 403(b) Retirement Savings Plan (“Plan”) since 1-1-2009 for the benefit of eligible employees; and

WHEREAS, the University is restating the above-referenced Plan to comply with the final Section 403(b) regulations and to continue to receive the tax benefits of an IRS pre-approved plan:

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby adopts the Cleveland State University 403(b) Retirement Savings Plan as a complete restatement of the prior Plan, to be effective on 1-1-2020; and

BE IT FURTHER RESOLVED that an authorized representative of the University is authorized to execute the restated Plan document and authorize the performance of any other actions necessary to implement the adoption of the Plan restatement. The University may designate any other authorized person to execute the restated Plan document and perform the necessary actions to adopt the restated Plan. The University will maintain a copy of the restated Plan, as approved by the Board of Trustees, along with a copy of the prior plan, in its files; and

BE IT FURTHER RESOLVED that the University will act as administrator of the Plan and will be responsible for performing all actions necessary to carry out the administration of the Plan. The Employer may designate any other person or persons to perform the actions necessary to administer the Plan.

RESOLUTION 2021-7

APPROVAL OF CHANGES TO THE ACADEMIC REGULATIONS AND PROCEDURES POLICY ON CONFLICT OF INTEREST 3344-11-04

WHEREAS, an amendment has been proposed to the Academic Regulations and Procedures 3344-11-04 Policy on Conflict of Interest that addresses the issue of dual status faculty, who are faculty holding administrative positions, by noting their exclusion from the bargaining unit and their eligibility to vote on respective department levels; and

WHEREAS, the CSU Faculty Senate has approved the proposed amendment at its meeting of April 1, 2020 and the policy has been posted for the requisite 30-day comment period;

NOW THEREFORE BE IT RESOLVED that the Cleveland State University Board of Trustees approves this amendment to the Policy on Conflict of Interest as indicated in the accompanying exhibit, and directs the University administration to file the Policy with the Ohio Legislative Services Commission.

EXECUTIVE SESSION

Trustee Reynolds moved to adjourn into Executive Session for the purpose of for the purpose of discussing imminent and pending litigation with University General Counsel, personnel

matters involving the employment, compensation and contracts of public employees, collective bargaining matters, and other matters required to be kept confidential by law. Trustee Kunkle seconded the motion.

A roll call vote was taken by the Secretary of the Board; voting in the affirmative were Mr. Adler, Mr. Cosgrove, Ms. DePompei, Mr. Kirk, Mr. Komoroski, Ms. Kunkle, Mr. Reynolds, Ms. Whiting, and Chair Gunning. The motion carried.

Chair Gunning excused everyone except the voting and community trustees present, President Sands, General Counsel and Board Secretary Wilson, Provost Zhu, Sr. Vice President Faison, and Chief Talent and Human Resources Officer Hughes. The executive session began at 10:09 a.m.

Chair Gunning announced at 12:10 p.m. that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

As a result of the Executive Session, four resolutions were brought forth and were considered as a whole. Trustee Whiting moved to approve the following resolutions and Trustee Reynolds seconded the motion; the motion was approved by voice vote.

RESOLUTION 2021-8

APPROVAL OF SERVICE EMPLOYEES INTERNATIONAL UNION, LOCAL 1199 COLLECTIVE BARGAINING AGREEMENT

WHEREAS, the University and the Service Employees International Union (SEIU), Local 1199 have reached a final tentative agreement for a three-year successor collective bargaining agreement for classified staff employees extending from November 1, 2020 through October 31, 2023; and

WHEREAS, the membership of SEIU Local 1199 voted to ratify the three-year successor tentative agreement on January 6, 2021:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the delegation of authority to the University's administration to execute and implement the successor collective bargaining agreement between Cleveland State University and the Service Employees International Union, Local 1199 for the three-year period from November 1, 2020 through October 31, 2023.

RESOLUTION 2021-9

**APPROVAL OF INTERNATIONAL ALLIANCE OF THEATRICAL STAGE
EMPLOYEES UNION, LOCAL 27 COLLECTIVE BARGAINING AGREEMENT**

WHEREAS, the University and the International Alliance of Theatrical Stage Employees, Union (IATSE), Local 27 have reached a final tentative agreement for a three-year successor collective bargaining agreement for the period July 1, 2019 through June 30, 2022; and

WHEREAS, the membership of IATSE Local 027 voted to ratify the three-year successor tentative agreement on November 18, 2019:

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves delegation of authority to the University Administration to execute a collective bargaining agreement between Cleveland State University and the International Alliance of Theatrical Stage Employees Union, Local 027 covering the three-year period from July 1, 2019 through June 30, 2022.

RESOLUTION 2021-10

**APPROVAL OF INTERNATIONAL ALLIANCE OF THEATRICAL STAGE
EMPLOYEES, LOCAL 756 COLLECTIVE BARGAINING AGREEMENT**

WHEREAS, the University and the International Alliance of Theatrical Stage Employees (IATSE), Local 756 have reached a final tentative agreement for a three-year successor collective bargaining agreement for the period July 1, 2019 through June 30, 2022; and

WHEREAS, the membership of IATSE Local 756 voted to ratify the three-year successor tentative agreement on September 28, 2020:

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves delegation of authority to the University Administration to execute a collective bargaining agreement between Cleveland State University and the International Alliance of Theatrical Stage Employees, Local 756 covering the three-year period from July 1, 2019 through June 30, 2022.

RESOLUTION 2021-11

**AUTHORIZATION TO ADDRESS IMPACT OF COVID-19 PANDEMIC THROUGH
BALANCING OF BUDGET AND USE OF NET UNRESTRICTED RESERVES**

WHEREAS, the Board recognizes that despite aggressive measures to increase student recruitment and retention and reduce expenses, the University operating fund likely will end the fiscal year with a deficit as a result of the impact of COVID-19; and

WHEREAS, the President has full authority to execute the FY20 and FY21 budget plan approved by the Board in June 2019, and manage and direct University assets consistent with authority granted him by the Board and Board Bylaws:

NOW, THEREFORE BE IT RESOLVED that the University Administration is authorized to take necessary measures to address the budgetary impact of the COVID-19 pandemic for the remainder of this fiscal year, including but not limited to, select personnel adjustments, expense reductions, use of additional CARES Act funding, and use of unrestricted net reserves to produce a balanced budget; and

BE IT FURTHER RESOLVED that the University Administration is hereby authorized to charge expenses against unrestricted net reserves in an amount not to exceed \$9 million.

Nominating Committee

Chair Gunning commented on the election of officers for the 2021-2022 board year. He announced that he, Trustee Adler, Trustee Kunkle, and Trustee Whiting would serve on the Nominating Committee, and that Governance Committee Chair Adler will oversee the nominations and elections process. The Committee will present a Slate of Officers to be elected at the May annual meeting of the Board.

ADJOURNMENT

There being no further business, the meeting adjourned at 12:12 p.m.

Respectfully submitted,

APPROVED ON MARCH 18, 2021

Sonali B. Wilson
General Counsel and
Secretary to the Board of Trustees

APPROVED ON MARCH 18, 2021

David H. Gunning II
Chair, Board of Trustees