



**BOARD OF TRUSTEES
CLEVELAND STATE UNIVERSITY**

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Thursday, November 17, 2022, 9:45 a.m.

PLACE: The Wolstein Center, Gerald H. Gordon Conference Pavilion,
West Wing and via Zoom; livestreamed for public view.

PRESENT: Chair David M. Reynolds; Trustees Timothy J. Cosgrove, Patricia DePompei, Stephen F. Kirk, Lisa K. Kunkle, Alan G. Starkoff, and Vanessa L. Whiting; Student Trustees Brittany N. Sommers and Jake Wrege; Chair, CSU Foundation and Ex Officio Member Thomas E. Hopkins; Faculty Representatives Dr. Judith Ausherman and Dr. Anup Kumar; President Laura Bloomberg; and Secretary to the Board of Trustees, General Counsel and Vice President, Legal Affairs and Compliance Sonali B. Wilson.

Others in attendance: Int. Provost and Sr. Vice President of Academic Affairs Nigamanth Sridhar; Sr. Vice President of Business Affairs and Chief Financial Officer David Jewell; Vice President and Dean of Enrollment Management Jonathan Wehner; Chief of Staff, Patricia L. Franklin; Vice President of Advancement Julie Rehm; Tyler Patrick, and Margit Liander Sasaki Associates, Inc.; and Heather A. Link, Assistant Board Secretary.

Chair Reynolds called the meeting to order at 11:02 a.m. He noted that the meeting was being livestreamed for public viewing and he confirmed the presence of a quorum.

The Chair called for a motion to approve the minutes of the September 15, 2022 meeting. Trustee Kirk moved approval of the minutes; Trustee Whiting seconded the motion. The minutes were approved by a roll call.

REPORT OF THE CHAIR

Chair Reynolds thanked trustees for their participation in President Bloomberg's investiture celebration, noting the inspiring message of "Living Well Together, On Our Campus, In Our City."

Chair Reynolds acknowledged the CSU men's soccer team who were competing in the first round of the NCAA Division 1 soccer tournament; he encouraged trustees to attend a CSU sporting event or other student performance.

He reminded members to complete their annual ethics training. In closing, Chair Reynolds acknowledged the ease and efficiency of the new online portal for board materials; the finalized schedule of meetings for the remainder of the year will be distributed and posted to the portal.

REPORT OF THE PRESIDENT

President Bloomberg expressed gratitude to her cabinet members for their dedication and commitment to the success of our university. The President reported on plans to amplify CSU's success stories to a wider audience and to elevate our standing in the region, including as an economic driver.

President Bloomberg highlighted that Cleveland State University and the Cleveland Metropolitan School District were selected to receive the 2022 Dr. Shirley S. Schwartz Urban Education Impact Award for their Cleveland Teaching Fellowship from the Council of the Great City Schools. She noted that the fellowship creates a diverse pipeline of strong teacher candidates committed to urban education.

The President noted that Homecoming activities are ongoing this week, and that she is thrilled and excited for the men's soccer team as they compete in the NCAA playoffs. The campus has hosted recent events such as "First Generation Student Day" and "Honoring Women Who Served" in conjunction with Veterans Day.

The fall commencement is scheduled for December 18; the commencement speaker is the former State senator and CSU alumna Sandra Williams, and an honorary degree will be awarded to legendary disc jockey Lawrence "Kid Leo" Travagliante.

President Bloomberg welcomed former CSU Trustee Morton Q. Levin and his wife, Judy Levin, who were in attendance, noting the significance of their continuing philanthropic support and their family's commitment to higher education and Cleveland State University.

Financial Affairs Committee Chair Kunkle reported that earlier in the day, the Committee reviewed and unanimously approved for full board consideration, the naming of the College of Education and Public Affairs as the LEVIN College of Public Affairs and Education. The resolution below was moved by Trustee Kunkle; Trustee Kirk seconded the motion.

Board Secretary Wilson called the roll; the motion carried and included a standing ovation.

Mr. Levin was invited to comment, and he thanked President Bloomberg for her diligent work. His family is enthusiastic for the potential of the new college to bring together disciplines including public affairs, education, communication, and criminology, to benefit the community, while expanding on the vision and goals of his late aunt, Maxine Goodman Levin.

RESOLUTION 2022-63

ACCEPTANCE OF A TRANSFORMATIVE GIFT FROM LEVIN FAMILY AND APPROVAL TO NAME CLEVELAND STATE UNIVERSITY'S COLLEGE OF PUBLIC AFFAIRS AND EDUCATION

WHEREAS, Morton Q. and Judith W. Levin (collectively, the “Levins”) and the Levin family are distinguished and generous benefactors who have devoted substantial energy, talent and resources to the benefit of the City of Cleveland, and this University and its programs; and

WHEREAS, Mr. Levin is the founder of the Levin Group, a highly successful Cleveland-based real estate development firm that specializes in the development and management of multi-family housing units, warehouses, and shopping centers; and

WHEREAS, Mr. Levin faithfully served as a member of the University’s Board of Trustees from 2008-2017 and holds the distinction of being an Emeritus Director of The Cleveland State University Foundation (the “Foundation”) Board; and

WHEREAS, the Levins and their family’s generosity to the University extends several decades commencing with the generous gifts made by Maxine Goodman Levin that honored her husband Albert A. Levin and her commitment to the study of Urban Affairs and its ability to advance the wellbeing of the City of Cleveland and the nation’s great urban areas, and, in recognition of her gifts and commitment, the University established the Maxine Goodman Levin College of Urban Affairs, which has grown into a nationally ranked program recognized for its excellence in teaching, research and public engagement; and

WHEREAS, in addition to their signature gifts in support of the discipline of urban affairs, the Levins also support a number of student scholarship funds at the University; and

WHEREAS, as part of the University’s bold strategic plan for growth and its college realignment, known as CSU 2.0, the Maxine Goodman Levin College of Urban Affairs has been incorporated into a new collegiate entity that includes scholars from urban affairs, education, teacher education and curriculum, counseling, sociology, communication, and criminology in a manner that will

position the University to better address the most significant public affairs issues facing our city, state, region, and country; and

WHEREAS, the Levins support the University's vision and plan to bring these vital disciplines together into one collegiate entity, while preserving and furthering the original philanthropic intent of Maxine Goodman Levin; and

WHEREAS, the Levins have agreed to make significant charitable gifts to the Foundation for the benefit of the University's newly-created collegiate entity including urban affairs (among other disciplines); and

WHEREAS, the University and Board of Trustees would like to recognize and acknowledge the Levins' leadership, engagement, and extraordinary philanthropic acts in a public and prominent manner through the naming of this new collegiate entity in perpetuity, in accordance with the gift naming guidelines established by the Board of Trustees in Ohio Admin. Code 3344-3-01: *Space, Unit, and Entity Naming*; and

WHEREAS, pursuant to Ohio Admin. Code 3344-3-01(C)(7)(c), the University President, Dr. Laura Bloomberg, and Vice President of University Advancement, Julie Rehm, have recommended the philanthropic naming opportunity to the Board's Financial Affairs Committee, which accepted the recommendation at its November 17, 2022 meeting and presents the same for full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the University's Board of Trustees approves and accepts the Levins' charitable commitments with its sincere thanks and appreciation as set forth in the Agreement to Amend and Restate the Levin Family Fund for Innovation and to Establish the Levin College of Public Affairs and Education ("Gift Agreement") attached hereto in substantial form as **Exhibit A** and incorporated herein:

BE IT FURTHER RESOLVED that after due consideration of all relevant factors, including, without limitation, the potential impact on the University, consistency with its tradition, mission, and policies, other University philanthropic naming agreements, and the strong legacy and magnificent generosity of the Levins and their family, the Board accepts and approves the recommendation that effective upon receipt of the duly executed Gift Agreement, the University's newly formed collegiate entity described above will be known in perpetuity as the *Levin College of Public Affairs and Education* and that this name be identified on the buildings housing the College's administrative offices with appropriate signage as set forth in the Gift Agreement, and subject to Ohio Admin. Code 3344-3-01: *Space, Unit, and Entity Naming* ; and

BE IT FURTHER RESOLVED that the former Maxine Goodman Levin College of Urban Affairs be realigned as part of the Levin College and known in perpetuity as the Maxine Goodman Levin School of Urban Affairs, which is understood to be consistent with Ms. Goodman Levin's donative intent as described in the Memorandum of Understanding and Waiver ("Memorandum

of Understanding”) attached hereto in substantial form as **Exhibit B** and incorporated herein, and subject to Ohio Admin. Code 3344-3-01: *Space, Unit, and Entity Naming*; and

BE IT FURTHER RESOLVED that Dr. Laura Bloomberg, as President of the University, is hereby authorized, directed and empowered to take any and all action she deems necessary or appropriate to effectuate the foregoing resolutions, including, without limitation, to execute and deliver the Gift Agreement and Memorandum of Understanding in substantially the same form as attached hereto on the University’s behalf.

EXECUTIVE SESSION

Chair Reynolds moved for the Board to recess into Executive Session to consider personnel matters involving the contract of a public employee, to discuss business sensitive trade secret matters required to be kept confidential, and for the purpose of discussing imminent and pending litigation with the University General Counsel. Trustee Whiting seconded the motion.

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

Chair Reynolds excused everyone except the voting trustees and CSU Foundation ex officio member, President Bloomberg, Assistant Board Secretary Link, and General Counsel and Board Secretary Wilson. The executive session began at 11:25 a.m.

At 11:40 a.m., Chair Reynolds announced that the Board had finished its business in Executive Session and was returning to its regular meeting.

REPORT FROM STUDENT TRUSTEES

Trustees Sommers and Wrege reported hearing positive feedback from students on the extended access hours for the Innerlink and on plans for expanded housing options. A more formalized orientation for graduate-level students was suggested.

REPORT FROM FACULTY REPRESENTATIVES

Faculty representative Kumar reported on the newly formed ad hoc committee on the core curriculum; he also noted that faculty are aware of enrollment challenges at CSU and are committed to helping as possible. Dr. Ausherman reported that after a rocky start to the merging

of colleges based on CSU 2.0, the faculty are making strides engaging with new colleagues; she suggested that the financial dashboards include data specific to each of the colleges.

CAMPUS MASTER PLAN UPDATE

Vice President Jewell and members from Sasaki, a global interdisciplinary architecture, planning, landscape and design firm, updated the board on the campus master plan process, strategies, frameworks, emerging projects, and next steps.

As the plan continues to be finalized and documented including development of detailed budgets, designs, timelines and funding, a formal resolution regarding the master plan will be brought to the full board in 2023.

GOVERNANCE COMMITTEE UPDATE

Committee Chair Kirk updated members that the Committee met on October 19 for a robust discussion on potential revisions to the Board Bylaws; the Committee discussed further refinement of the proposed revisions. He noted that no formal decisions were made at the meeting. Committee members were also asked to review other governance-related documents for a more detailed review at a later time; these included Statutes in Chapter 3344 of the Revised Code; the Trustees Statement of Commitment and Responsibilities; and the Board of Trustees Self-Assessment Instrument.

ACADEMIC AFFAIRS AND STUDENT SUCCESS COMMITTEE UPDATE

Committee Chair Cosgrove reported that the Committee met on November 16, and received an update on DEI and Engaged Learning initiatives, from Vice President Cockrell. The presentation reviewed demographic data and survey responses.

Furthermore, Dean Roland Anglin presented an update to the committee on the College of Education and Public Affairs, “One College, One Destiny,” which provided members with an overview of the faculty composition, enrollment snapshot, administrative organizational chart, and current and potential areas of research, among other observations. Both committee reports were well-received and Chair Cosgrove encouraged board members to review both.

Law School Name Resolution

Committee Chair Cosgrove brought forth the resolution regarding the removal of the name Cleveland-Marshall from the Cleveland State University Law School. He noted with appreciation the thoughtful and inclusive effort that carefully considered the differing viewpoints of our students, alumni, the College, the University and the broader community of Northeast Ohio.

Chair Cosgrove reported that the Academic Affairs and Student Success Committee unanimously approved the resolution for full Board approval. Trustee Whiting seconded the motion.

Board Secretary Wilson called the roll and the motion carried.

RESOLUTION 2022-64

**IN THE MATTER OF THE PETITION TO REMOVE THE NAME
CLEVELAND-MARSHALL FROM THE CLEVELAND STATE UNIVERSITY
CLEVELAND-MARSHALL COLLEGE OF LAW**

WHEREAS, the Cleveland Law School was founded in 1897; and

WHEREAS, the original John Marshall Law School, named as an honorific to Chief Justice John Marshall, was founded as an independent entity in 1916; and

WHEREAS, those two entities merged in 1946, forming the Cleveland-Marshall College of Law; and

WHEREAS, Cleveland State University acquired the Cleveland Marshall College of Law in 1969, and retained the original name through to the present day; and

WHEREAS, there is no evidence that Chief Justice John Marshall has any affiliation throughout the generations to Cleveland State University, the City of Cleveland, and/or the Cleveland Legal Community; and

WHEREAS, in the summer of 2020, the CSU Cleveland-Marshall College of Law received an online petition urging the removal of any reference to the name Marshall in the name of the CSU law college due to the long association of Chief Justice John Marshall with slavery; and

WHEREAS, following the receipt of the petition, Dean Lee Fisher formed and appointed the Law School Name Committee consisting of 12 students, 10 alumni, 6 faculty, and 3 staff members who were charged to seek wide input, develop findings and options, and make a recommendation or alternative recommendations for consideration about whether “Marshall” should be removed from the CSU Law College’s name; and

WHEREAS, the careful, thoughtful, deliberate process of the Law School Name Committee modeled what the Law College teaches its students, including the importance of due diligence, due process, inclusiveness, transparency, and the need to understand the viewpoints of others; and

WHEREAS, the Law School Name Committee met over 18 months, and followed a process that included a thorough study of the issues, and seeking wide and deep input on the consequence of the decision to remove the name Marshall from the Law College name; and

WHEREAS, that process included six virtual public forums, a 45-page framing document that presented different views on the Law School name issue, a comprehensive online resource library that included information about how other higher education institutions have addressed similar naming issues, and an online survey sent to over 4,000 Law College alumni, students, faculty, and staff as well as CSU and Cleveland legal community members; and

WHEREAS, as a result of their thoughtful study of the issues, Dean Fisher submitted a Report to then Provost Laura Bloomberg in February 2022 that included the comprehensive findings of the Law School Name Committee and volumes of material and research the Law School Name Committee collected and collated; and

WHEREAS, in the Spring of 2022, then Provost Laura J. Bloomberg convened an Ad Hoc Advisory Committee pursuant to the University's Space, Unit and Entity Naming Policy, set forth in Ohio Administrative Code (O.A.C.) Section 3344-3-01 (D) (1) (b) and (c), and the related procedures that support implementation of the policy, for the purpose of making a recommendation to the President on the request to remove the name Marshall from the CSU Cleveland-Marshall College of Law: and

WHEREAS, the Ad Hoc Committee included faculty, students and staff from a variety of perspectives and areas of expertise; and

WHEREAS, the Ad Hoc Committee was provided with a substantial body of information to review, including the comprehensive and exhaustive work done by the Law School Name Committee, that, comprehensive in its scope, became a significant source of information in forming its recommendation; and

WHEREAS, at the completion of its work and deliberation, the Ad Hoc Committee voted unanimously to recommend to the President that the name Marshall be removed from the name of the CSU College of Law for the reasons enumerated in its report: and

WHEREAS, President Bloomberg received and reviewed that report, and pursuant to the procedures that implement the University's Space, Unit and Naming Policy (O.A.C. Section 3344-3-01 (D)(2)), informed the Board through the Academic Affairs and Student Success Committee of her acceptance of the recommendation of the Ad Hoc Committee to remove the name Marshall from CSU's Cleveland-Marshall College of Law; and

WHEREAS, this matter was received by the Academic Affairs and Student Success Committee for review at its September 15, 2022 meeting, during which the Committee heard from Dean Lee Fisher concerning the Law School Name Committee process, and from Patricia Franklin concerning the Report and Recommendation of the Ad Hoc Committee; and

WHEREAS, at the close of that meeting, the Committee took the matter under review, having been given access to the Law School Name Committee's materials and the Report of the Ad Hoc Committee; and

WHEREAS, at its meeting held November 16, 2022, the Academic Affairs and Student Success Committee of the Cleveland State University Board of Trustees voted unanimously to approve acceptance of President Bloomberg's recommendation to remove the inherited name Cleveland-Marshall from the CSU Cleveland-Marshall College of Law:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State Board of Trustees has reviewed all of the materials related to the petition to remove the inherited name Cleveland-Marshall from the CSU Cleveland-Marshall College of Law, and after careful consideration and thoughtful deliberation hereby approves President Bloomberg's recommendation to remove the name Cleveland-Marshall from the CSU Cleveland-Marshall College of Law; and further orders the CSU Administration to take all necessary actions to remove the Cleveland-Marshall name from the law school building and other identifying spaces, documents and means of communication. Hereafter, the college shall be referred to as the Cleveland State University College of Law.

FINANCIAL AFFAIRS COMMITTEE REPORT

Committee Chair Kunkle reported the committee met earlier in the day, and received a financial update from Chief Financial Officer Jewell, an enrollment update from Vice President Wehner; and an executive summary and required communication from the external audit partner, RSM. The committee reviewed several items for action—all were approved and are included on the consent agenda. There were three additional items that came forward under new business that the committee approved and which are also included on the consent agenda.

The committee met in executive session to discuss real estate matters, collective bargaining matters and matters required by law to be kept confidential, Chair Kunkle reported.

REPORT OF THE CSU FOUNDATION

CSU Foundation Chair Hopkins reported on recent philanthropic highlights and ongoing cultivation with strategic partners in moving toward a capital campaign.

Vice President Rehm announced that the university's signature fundraising event, Radiance, will be held on May 11, 2023, and the President's Medal will be presented to the Levin Family.

CONSENT AGENDA

Chair Reynolds stated that routine matters, or those recommended by committees and discussed previously, are considered on the Consent Agenda, and as a result of the Financial Affairs committee meeting held earlier in the day, there are three additional items for consideration. He asked if there were any items that Board members wished to discuss; there were none.

Chair Reynolds asked for a motion to approve the following items. Trustee Starkoff moved, and Trustee DePompei seconded, the motion to approve the following consent agenda items: Acceptance of Fiscal Year 2022 Audit Reports; Approval of Fourth Amendment to Mutual Aid Agreement No. 69255 between City of Cleveland and Cleveland State University; Approval of Cleveland State University Fiscal Year 2022 Efficiency Report submitted to ODHE; Approval of Amended and Restated Alternative Retirement Plan; Establishment of Oversight Committee for Retirement Plans; Accepting Fits and Pledge Payments 1st Quarter, FY 2023; Authorizing the Execution of the Second Amendment to Lease; Approval of Fraternal Order of Police/Ohio Labor Council, Inc. Dispatchers Collective Bargaining Agreement; and the Approval of International Alliance of Theatrical Stage Employees, Local 27 Collective Bargaining Agreement.

A roll call vote was taken by the Board Secretary. Voting in the affirmative were Mr. Cosgrove, Ms. DePompei, Mr. Kirk, Ms. Kunkle, Mr. Starkoff, Ms. Whiting, and Chair Reynolds. The motion carried.

RESOLUTION 2022-65

ACCEPTANCE OF FISCAL YEAR 2022 AUDIT REPORTS

WHEREAS, the Senior Vice President, Business Affairs & Chief Financial Officer and the Controller & Assistant Vice President received the Fiscal Year 2022 audit reports from the University's external auditors, RSM US LLP, including the Auditor Required Communication, Financial Statement Audit, and Single Audit Report; and

WHEREAS, the external auditors discussed the audit reports with University Administration; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed the audit reports as submitted by the University Administration and recommends full board acceptance:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees accepts the audit reports mentioned above.

RESOLUTION 2022-66

**APPROVAL OF FOURTH AMENDMENT TO MUTUAL AID
AGREEMENT NO. 69255 BETWEEN CITY OF CLEVELAND AND
CLEVELAND STATE UNIVERSITY**

WHEREAS, Ohio Revised Code Section 3345.041 authorizes the University to enter into mutual aid agreements with political subdivisions to allow University law enforcement officers to perform police functions, exercise police power, and render police services, on campus, on behalf of the political subdivision; and

WHEREAS, the City of Cleveland and Cleveland State University entered into that certain Mutual Aid Agreement dated April 17, 2006 as amended, which, provides the CSU Police Department with on-campus first-responder policing authority in an agreed upon jurisdictional area and in certain instances, and sets forth response protocols between CSU and City police for cooperative law enforcement efforts; and

WHEREAS, the University desires to extend the term of the Mutual Aid Agreement for up to four years, to revise agreed-upon jurisdictional campus boundaries, and to update procedures, protocols, and training as necessary to maintain cooperative and comparable policing efforts between CSU and Cleveland Police Departments; and

WHEREAS, the Financial Affairs Committee has reviewed the Fourth Amendment to Mutual Aid Agreement No. 69255 Between City of Cleveland and Cleveland State University and recommends full board approval:

NOW, THEREFORE, BE IT RESOLVED that Cleveland State University Board of Trustees authorizes the President or the President's designee to enter into a Fourth Amendment to the Mutual Aid Agreement with the City of Cleveland, subject to review and approval as to legal form by the University's Office of General Counsel.

RESOLUTION 2022-67

**APPROVAL OF CLEVELAND STATE UNIVERSITY FISCAL YEAR 2022
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; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed the efficiency report as submitted by the University Administration and recommends full board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the efficiency report as submitted.

RESOLUTION 2022-68

APPROVAL OF AMENDED AND RESTATED ALTERNATIVE RETIREMENT PLAN

WHEREAS, Cleveland State University (the "University") previously adopted and currently maintains the Cleveland State University Alternative Retirement Plan (the "Plan"), which was established on January 1, 1999, and is amended and restated from time to time; and

WHEREAS, the Plan is a pre-approved plan maintained by The Ohio State University (the "Pre-Approved Plan Provider") as the Alternative Retirement Plan (the "Pre-Approved Plan"), and is the subject of an Opinion Letter issued by the Internal Revenue Service dated June 30, 2020; and

WHEREAS, as an "adopting employer" of the Pre-Approved Plan, the University now desires to amend and restate the Plan, effective January 1, 2022, to comply with the requirements of the Internal Revenue Service ("IRS") regarding the restatement of pre-approved plans and to ensure continued reliance on the Opinion Letter issued to Pre-Approved Plan Provider with respect to the Pre-Approved Plan; and

WHEREAS, pursuant to Section 8.3 of the Plan, on behalf of the University, the Board of Trustees of the University has the power and authority to amend and restate the "Plan"; and

NOW, THEREFORE, BE IT RESOLVED that, pursuant to Section 8.3 of the Plan, the amendment and restatement of the Plan, in substantially the form as attached hereto, is hereby adopted, effective as of January 1, 2022, in order to comply with the requirements of the IRS regarding the restatement of pre-approved plan and to ensure continued reliance on the Opinion Letter issued to the Pre-Approved Plan Provider with respect to the Pre-Approved Plan: and

BE IT FURTHER RESOLVED that the University hereby authorizes and empowers the appropriate officers of the University, to execute the above-mentioned amendment and restatement of the Plan and any further and future amendments and changes to the Plan, as permitted by law, in order to ensure continued reliance on the Opinion Letter issued to Pre-Approved Plan Provider with respect to the Pre-Approved Plan; and

BE IT FURTHER RESOLVED that said officers be, and each of them hereby is, authorized and directed to take such actions and to execute and deliver such other instruments and documents as any of them shall deem necessary or appropriate to effectuate the purpose and intent of the foregoing resolutions, including, without limitation, making any necessary changes to the amendment and restatement of the Plan, with the advice of counsel, as may be required to ensure compliance with the applicable provisions of the Internal Revenue Code of 1986, as amended, any rules and regulations thereunder, and the Ohio Revised Code, or obtaining a written determination from the IRS that the Plan is qualified under Section 401(a) of the Code.

RESOLUTION 2022-69

ESTABLISHMENT OF OVERSIGHT COMMITTEE FOR RETIREMENT PLANS

WHEREAS, the Cleveland State University (the “University”) sponsors and maintains the Cleveland State University Alternative Retirement Plan (the “ARP”), the Cleveland State University Voluntary 403(b) Retirement Savings Plan (the “403(b) Plan”), the Cleveland State University Section 457(f) Deferred Compensation Plan (the “457(f) Plan”), the Cleveland State University Supplemental Qualified Retirement Plan (the “SQRP”), the Cleveland State University Supplemental 415(m) Retirement Plan (the “415(m) Plan”) (collectively, the “Retirement Plans”); and

WHEREAS, sponsoring and maintaining the Retirement Plans requires the Board of Trustees of the University (the “Board of Trustees”) to exercise discretion and fulfill fiduciary responsibilities, on behalf of the University, for the benefit of Retirement Plan participants and their beneficiaries; and

WHEREAS, the Board of Trustees desires to authorize the delegation of certain powers from the Board of Trustees to a committee to provide for the administration and operation of the Retirement Plans to be called the Oversight Committee for Retirement Plans (the “Committee”); and

NOW, THEREFORE, BE IT RESOLVED that, pursuant to Section 3.4 of the ARP, the Board of Trustees designates the Committee to fulfill the duties and have the powers of the “Employer” under the ARP; and

BE IT FURTHER RESOLVED that, pursuant to Section 11.06 of the 403(b) Plan, the Board of Trustees designates the Committee to fulfill the duties and have the powers of the “Plan Administrator” under the 403(b) Plan; and

BE IT FURTHER RESOLVED that, pursuant to Section 3.01 of the 457(f) Plan, the Board of Trustees designates the Committee to fulfill the duties and have the powers of the “Administrator” under the 457(f) Plan; and

BE IT FURTHER RESOLVED that, pursuant to Section 11.01 of the SQRP, the Board of Trustees designates the Committee to fulfill the duties and have the powers of the “Plan Administrator” under the SQRP; and

BE IT FURTHER RESOLVED that, pursuant to Section 9.1 of the 415(m) Plan, the Board of Trustees designates the Committee to fulfill the duties and have the powers of the “Plan Administrator” under the 415(m) Plan; and

BE IT FURTHER RESOLVED that the Board of Trustees may revoke or limit such delegations of authority under one or more Retirement Plans at any time; and

BE IT FURTHER RESOLVED that the Committee is hereby authorized and directed to establish and to adopt written guidelines and procedures to carry out its duties and responsibilities with respect to the Retirement Plans; and

BE IT FURTHER RESOLVED that the Board delegates the authority to appoint members of the Committee to the Senior Vice President of Business Affairs and Chief Financial Officer and any such member may be removed at any time by the Board; and

BE IT FURTHER RESOLVED that the Committee be, and are hereby, authorized and empowered to prepare such documents and to take any additional actions that they, in their discretion, deem necessary or advisable to effect the purposes and intents of the foregoing resolutions; and

BE IT FURTHER RESOLVED that the Committee be, and are hereby, authorized and empowered to appoint such additional fiduciaries, including but not limited to retirement plan investment committee members, and to take any additional actions they, in their discretion, deems necessary or advisable to effect the purposes and intents of the foregoing resolutions, including, but not limited to, engaging persons to render advice with regard to its responsibilities under the Retirement Plans; and

BE IT FURTHER RESOLVED that the Committee shall report on the Committee’s activities to the Board of Trustees periodically (and no less than annually), including, without limitation, any significant changes in the operation of any Retirement Plan, changes in Committee membership, and more general reports on the Committee’s investment and other activities; and

BE IT FURTHER RESOLVED that any actions previously taken by the officers or employees of the University that would have been authorized by the foregoing resolutions, if taken after their

adoption, are hereby ratified and confirmed.

RESOLUTION 2022-70

**ACCEPTING GIFTS AND PLEDGE PAYMENTS
1ST QUARTER, FY 2023
JULY 1, 2022 TO SEPTEMBER 30, 2022**

RESOLVED, that the gifts and pledge payments totaling \$2,273,284 received by the Cleveland State University Foundation during the period July 1, 2022 to September 30, 2022 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 2022-71

AUTHORIZING THE EXECUTION OF THE SECOND AMENDMENT TO LEASE

WHEREAS, Euclid Avenue Development Corporation (“EADC”), as Landlord, and Cleveland State University (“CSU”), as Tenant, entered into that certain Lease dated as of April 1, 2016, as amended by that certain First Amendment to Lease dated as of July 1, 2016 (collectively, the “Lease”), whereby EADC leases to CSU, and CSU leases from EADC, the land, residence, and other improvements located at 2568 Fairmount Boulevard, Cleveland Heights, Ohio 44106 (the “Leased Premises”); and

WHEREAS, CSU intends (i) to enter into that certain Second Amendment to Lease with EADC in substantially the form attached hereto as Exhibit A (the “Second Amendment to Lease”) to (A) increase the rent to reflect current market values and rent escalations and (B) to provide for early termination of the Lease; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed the second amendment to the above-mentioned lease and recommends to the full Board for approval:

NOW THEREFORE, BE IT RESOLVED, that the Cleveland State University Board of Trustees has deemed it to be in the best interest of CSU to enter into the Second Amendment to Lease pursuant to the terms of the Second Amendment to Lease and as authorized by this Resolution; and

BE IT FURTHER RESOLVED that the full Board authorizes and directs David N. Jewell, Senior Vice President for Business Affairs & CFO (the “Officer”), to execute and deliver the Second Amendment to Lease, as such Officer and counsel to CSU deems necessary and advisable in order to complete the transactions authorized or contemplated by these resolutions, the signature of only such Officer being necessary or required, and to perform such other acts, as in such Officer’s judgment may be necessary or appropriate in order to effectuate the intent and purposes of the foregoing resolutions; and

BE IT FURTHER RESOLVED that the full Board authorizes that all actions heretofore taken by the Officer in connection with the execution of the Second Amendment to Lease, as described herein are hereby ratified, confirmed and approved and that this Resolution shall take effect immediately upon its adoption.

RESOLUTION 2022-72

APPROVAL OF FRATERNAL ORDER OF POLICE/OHIO LABOR COUNCIL, INC. DISPATCHERS COLLECTIVE BARGAINING AGREEMENT

WHEREAS, the University and the Fraternal Order of Police/Ohio Labor Council, Inc. (Dispatchers) have reached a revised final tentative agreement for a 1-year extension and 3-year successor collective bargaining agreement for Emergency Services Dispatchers extending from January 1, 2021 through December 31, 2024 and;

WHEREAS, the membership of FOP-Dispatchers voted to ratify the 1-year extension and 3-year successor tentative agreements on October 5, 2022; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed the 1-year extension and 3-year successor collective bargaining agreement for Emergency Services Dispatchers extending from January 1, 2021 through December 31, 2024 and recommends to the full board for approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees 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 Fraternal Order of Police/Ohio Labor Council, Inc. Dispatchers for a 1-year extension and 3-year period from January 1, 2021 through December 31, 2024.

RESOLUTION 2022-73

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

WHEREAS, the University and the International Alliance of Theatrical Stage Employees, Local 27 have reached a revised final tentative agreement for a 3-year successor collective bargaining agreement extending from July 1, 2022 through June 30, 2025 and;

WHEREAS, the membership of IATSE Local 27 voted to ratify the 3-year successor tentative agreements on November 4, 2022; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed the 3-year successor collective bargaining agreement for the University and the International Alliance of Theatrical Stage Employees, Local 27, extending from July 1, 2022 through June 30, 2025 and recommends full board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees 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 International Alliance of Theatrical Stage Employees for a 3-year period from July 1, 2022 through June 30, 2025.

ADJOURNMENT

There being no further business, Chair Reynolds adjourned the meeting at 12:44 p.m.

Respectfully submitted,

APPROVED ON JANUARY 26, 2023

Sonali B. Wilson
Vice President of Legal Affairs and
Compliance, General Counsel and
Board Secretary

APPROVED ON JANUARY 26, 2023

David M. Reynolds
Chairman, Board of Trustees