



BOARD OF TRUSTEES

CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

- DATE:** Thursday, September 19, 2024; 8:00 a.m.
- PLACE:** Hybrid Meeting— Wolstein Center, 4th Floor and via Zoom; livestreamed for public view.
- PRESENT:** Board Chair David M. Reynolds; Trustees Nikki C. Byrd; Timothy J. Cosgrove, Patricia DePompei, Paul J. Dolan, and Alan G. Starkoff; Student Trustee Akshat Shah; Faculty Representatives Dr. Carol Olszewski and Dr. Linda Quinn; Ex Officio Trustee Karen A. White; Community Trustee Lisa K. Kunkle; 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: Provost and Sr. Vice President of Academic Affairs Nigamanth Sridhar; Chief Financial Officer Nicole Addington; Vice President of Enrollment Management Randall Deike; Vice President, Chief Marketing and Communications Officer, Roy Gifford; Vice President of Advancement Julie Rehm; Executive Director, Government Affairs Caryn Candisky; Vice President, Student Belonging and Success Tachelle Banks; Chief of Staff and Chief Administrative Officer Patricia L. Franklin; Special Advisor Business Affairs P. Kelly Tompkins; AVP Division of Hospitality Services and Facilities, Nicholas Vande Velde; and Assistant Board Secretary Heather A. Link.

Chair Reynolds called the meeting to order at 8:03 a.m., confirmed that a quorum was present, and noted that the meeting was being livestreamed for public viewing.

He called for a motion to approve the minutes of the May 16, 2024 annual meeting and special meeting, and the May 17, 2024 special meeting. Trustee Dolan provided the motion, and Trustee Byrd seconded. Board Secretary Wilson called the roll and the minutes were approved.

REPORT OF THE CHAIR

Chair Reynolds welcomed members and announced that he appointed Trustee Alan G. Starkoff as Board Treasurer, on a pro tem basis, on August 22, 2024. He called for a motion for the full board to approve the appointment for a term through May 2025.

Moved by Trustee Byrd, and seconded by Trustee Dolan, the Board Secretary called the roll and the motion passed.

Chair Reynolds introduced two new faculty representative members: Dr. Linda Quinn was elected to the position for a one-year term through June 30, 2025, and Dr. Carol Olszewski was elected to the position of Faculty Senate president and will serve a two-year term on the Board through June 30, 2026.

The Chair reported for the record several Executive Committee meeting resolutions which were approved during the summer at the Executive Committee meetings held on June 24, 2024 and August 22, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-01

ACCEPTANCE OF THE FY 2025 OFFICE OF INTERNAL AUDIT'S ANNUAL PLAN

WHEREAS, the University's Office of Internal Audit delivered and discussed the FY 2025 Annual Plan with the Interim Vice President of Business Affairs and Finance and the President; and

WHEREAS, the Interim Vice President of Business Affairs and Finance recommends the Executive Committee of the Board accept the Annual Plan as submitted:

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland State University Board of Trustees hereby accepts the FY 2025 Office of Internal Audit's Annual Plan as submitted.

Approved on June 24, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-02

APPROVAL OF CSU IMPLEMENTATION PLAN

WHEREAS, in alignment with national trends in enrollment, the University is experiencing budgetary challenges and shortfalls which will impact the University's budget over several fiscal years; and

WHEREAS, considering these challenges, the Board of Trustees asked the University Administration to build on the work of the Organizational Resilience and Financial Stability planning group and further explore strategic initiatives to support increased enrollment, revenue generation, and cost containment, that could be implemented across several fiscal years; and

WHEREAS, President Laura Bloomberg appointed a Steering Committee comprised of administrative leadership, staff, faculty, and trustees to work with EY-Parthenon to better inform the Steering Committee's work and arrive upon near-term and long-term strategies and recommendations to address the University's budget challenges; and

WHEREAS, the Steering Committee completed its strategic assessment and submitted the Consolidated Findings Report and recommendations ("Transformation Plan") to the President and CSU leadership, who in turn submitted materials to the Board of Trustees in May 2024; and

WHEREAS, the Cleveland State University Board of Trustees accepted the Transformation Plan at their meeting in May 2024 and directed the University's President and senior leadership to present a proposed implementation plan to the Executive Committee for its approval; and

WHEREAS, the implementation plan as presented to the Executive Committee includes investment areas that were identified by the Steering Committee to strengthen the quality of the CSU experience, as well as further cost reduction and operational improvement measures that will be undertaken in FY25 and FY26 to enhance the ongoing financial stability of the university:

NOW THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland State University Board of Trustees approves the implementation plan as presented; and

BE IT FURTHER RESOLVED any additional significant strategic actions will incorporate Executive Committee approval prior to implementation.
Approved on June 24, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-03

APPROVAL OF THE UNIVERSITY FY2025 BUDGET

WHEREAS, the University traditionally presents its annual budget for approval in advance of the beginning of the fiscal year on July 1; and

WHEREAS, Fiscal Year 2025 (FY25) began on July 1, 2024, and continues through June 30, 2025; and

WHEREAS, the State of Ohio's FY24-FY25 biennial operating budget was signed into law on July 3, 2023; and

WHEREAS, the Board of Trustees approved a resolution (Board Resolution 2024-51) granting authority to expend funds in an amount not to exceed \$40 million from its current

unrestricted Operating Budget, General Fee Budget and Auxiliary Business Units budget for a period beginning July 1, 2024, and until a final budget is presented to the Executive Committee at a meeting in August 2024; and

WHEREAS, the University proposed FY25 “all-funds” budget is comprised of the Operating Budget, General Fee Budget, and Auxiliary Enterprises Budget, and totals \$284,124,000 in expenditures; and

WHEREAS, the University estimates its FY25 Operating Budget expenditures to exceed estimated revenues by \$9,953,000; and

WHEREAS, in order to balance the FY25 Operating Budget the University requests authority to employ funds from University Reserves up to \$9,953,000, if necessary, to balance Operating Budget revenues and expenditures by the conclusion of FY25 on June 30, 2025:

NOW, THEREFORE, BE IT RESOLVED that the University administration is hereby given authority to employ funds from University Unrestricted Reserves up to \$9,953,000, if necessary, to balance actual FY25 operating revenue and expenditures; and

BE IT FURTHER RESOLVED that the proposed University Budget for FY25 (July 1, 2024-June 30, 2025) be adopted as follows:

CSU FY2025 University Unrestricted Budget		
	FY24 Prelim. Actual	FY25 Budget
Revenue		
Tuition and Fees	\$170,517,000	\$165,586,000
SSI	\$80,354,000	\$81,426,000
Grants/Contracts	\$4,272,000	\$3,200,000
Operating Revenue	\$29,222,000	\$23,959,000
Total Revenue	\$284,365,000	\$274,171,000
Operating Expense		
VSIP	\$8,500,000	\$6,300,000
Compensation	\$185,739,000	\$177,200,000
Non-Compensation	\$92,022,000	\$87,206,000
Debt Service	\$12,200,000	\$13,418,000
Total Expense	\$298,148,000	\$284,124,000
Operating Surplus (Deficit)	(\$14,096,000)	(\$9,953,000)
Investment Income	\$20,400,000	\$1,150,000
Net Position	\$6,304,000	(\$8,803,000)

Approved on August 22, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-04

**APPROVAL OF SALARY AND WAGE INCREASES FOR ELIGIBLE
ADMINISTRATIVE FACULTY, NON-BARGAINING FULL-TIME FACULTY, NON-
BARGAINING UNIT PROFESSIONAL STAFF AND NON-BARGAINING UNIT
CLASSIFIED STAFF**

WHEREAS, it has been the practice of the University to provide eligible administrative faculty non-bargaining unit full-time faculty and non-bargaining unit staff with compensation and health insurance programs that are comparable to the economic packages provided to bargaining unit faculty and staff; and

WHEREAS, at their meeting on May 16, 2024, the Board of Trustees approved one-year extensions to the American Association of University Professors Cleveland State Main Campus (CSU-AAUP) and American Association of University Professors Cleveland State Law Faculty (CSU-AAUP Law) collective bargaining agreements, and these extensions included a one percent (1%) salary increase, effective at the beginning of academic year 2024-2025, for all continuing bargaining unit members:

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland State University Board of Trustees hereby directs the Administration to implement wage increases for eligible administrative faculty, non-bargaining unit full-time faculty, and non-bargaining unit professional and classified staff as follows:

A wage pool for FY25 that is comparable to the wage pools provided to bargaining unit faculty and staff, to be distributed according to a plan to be approved by the President.

Approved on August 22, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-05

**APPROVAL OF ADDITIONAL ALLOCATION OF RESOURCES FROM
RESERVES**

WHEREAS, at its April 9, 2024, Special Meeting of the Board of Trustees, the Board directed the Administration to implement a Separation Incentive Plan (SIP) for university faculty and staff who have attained 10 years of service or more at Cleveland State University; and

WHEREAS, the Administration estimated that the one time cost associated with this program and based on estimated uptake would be approximately \$8 million, and that with a heightened uptake costs could go as high as \$16.2 million; and

WHEREAS, at the April 9, 2024 Special Meeting of the Board of Trustees, the Board authorized the Administration to charge the expenses for the SIP against unrestricted reserves in an amount not to exceed \$9 million; and

WHEREAS, the plan as implemented did result in a heightened uptake beyond the authorized reserve allocation of \$9 million, instead reaching approximately \$15 million, exceeding the authorization by \$6 million; and

WHEREAS, the savings from the SIP will be fully realized by the FY26 budget; and

WHEREAS, the Administration is requesting additional authorization to charge the additional \$6 million in SIP expenses against unrestricted reserves:

NOW, THEREFORE, BE IT RESOLVED that the University Administration is hereby authorized to charge the additional \$6 million in Separation Incentive Plan expenses against unrestricted reserves in addition to the \$9 million authorized in Board of Trustees RESOLUTION 2024-32.

Approved on August 22, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-06

AUTHORIZATION TO EXECUTE THE CONTRACT FOR CONSTRUCTION SERVICES ELECTRICAL EQUIPMENT UPGRADE PROJECT

WHEREAS, on October 20, 2021, the University submitted a request for a State Capital Bill appropriation of \$16,592,597 for the FY23-24 biennium; and

WHEREAS, on June 14, 2022, the State signed into law H.B. 687 which allocated \$16,592,597 to Cleveland State University; and

WHEREAS, \$1,492,597 of the appropriation was designated for the design, construction, furnishing and equipping of the Electrical Equipment Upgrade Project to be locally administered on the University's campus; and

WHEREAS, the construction contract for this project will be ready for execution in August 2024 and will exceed \$1,000,000; and

WHEREAS, under existing Board policy, contracts in excess of \$1,000,000 require prior approval of the Board:

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland

State University Board of Trustees hereby authorizes the University Administration to enter into a contract with the lowest, responsive, responsible contractor for the Electrical Equipment Upgrade Project, in an amount not to exceed \$1,492,597.
Approved on August 22, 2024.

EXECUTIVE COMMITTEE RESOLUTION 2024-07

APPROVAL OF AMENDMENT, RESTATEMENT AND EXTENSION OF PRESIDENTIAL CONTRACT

WHEREAS, at their meeting in May 2024, the Board of Trustees performed its annual evaluation of President Laura Bloomberg and applauded her significant achievements during the second year of her presidency: and

WHEREAS, considering President Bloomberg's thoughtful and successful leadership of the University, the Board of Trustees authorized a contract extension with President Bloomberg, with the final terms to be negotiated and approved by the Executive Committee of the Board; and

WHEREAS, the amended and restated contract extension with President Bloomberg is for a term of five (5) years, commencing on July 1, 2024:

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland State University Board of Trustees approves the amended and restated contract extension with President Bloomberg and looks forward to her continued leadership and partnership.
Approved on August 22, 2024.

REPORT OF THE PRESIDENT

President Bloomberg acknowledged the new faculty representatives, noting her gratitude to CSU's faculty for their service to both the students and administration; she further acknowledged that their efforts on committees and in other focused areas, are in addition to all of their other responsibilities.

The beginning of the fall semester included both scholarly and fun activities to welcome new and returning students to campus. The formal Convocation at Playhouse Square and the launch of the VikingFest street fair provided students with opportunities to visualize themselves at their future commencements and also to familiarize themselves with campus opportunities and culture.

Enrollment is exceeding projections, including a doubling of the size of the incoming Honors College co-hort. Student activities have been strong, including efforts to encourage student

voter engagement (Gold Campus award from ALL IN Democracy Challenge) and to celebrate National Hispanic Heritage month.

Dr. Bloomberg reported that the University is refreshing the website to an updated, ADA compliant, and platform adaptable “front door” to the opportunities at CSU. She highlighted the redesigned free speech webpage which serves to inform and educate the community on the University’s support of academic freedom and free speech on campus. Also on the page is a direct link to report concerns.

As the University prepares to launch new integrated degrees, which have been approved by the Ohio Department of Education, Dr. Bloomberg made note of the many faculty members who were collaboratively involved to get the proposed degrees to the finish line.

President Bloomberg outlined the expanded and restructured senior leadership team, that will better align with faculty committees and give more muscle to shared governance. A few notable changes include: Nicole Addington (CFO); Wesam Helou (CIO); Stephanie Brooks (Deans Representative); and P. Kelly Tompkins (Special Advisor, Business Affairs). The senior leadership groups include: academics and student success; external relations; finance, budget and HR; technology transformation; and capital planning and strategy.

Dr. Bloomberg reported on the progress of the strategic planning efforts, which are still in the draft stage - though making progress and meeting appropriate levels of agreement from campus constituents. She noted that the timeline is aggressive, and she thanked the members of the planning team for their efforts to finish the first level of the plan in time to present to the Board in November. Colleges and divisions will then finalize their individual plans within the larger strategic plan.

In closing, President Bloomberg invited members to attend the State of University address scheduled for October 1, 2024.

In conjunction with the report of the President, the ratification of Dr. Randall Deike as VP of Enrollment Management was brought forth.

The following resolution was moved forward for approval by Trustee Dolan; and seconded by Trustee DePompei. The Board Secretary called the role, and the motion was approved.

RESOLUTION 2024-54

RATIFICATION OF THE APPOINTMENT OF RANDALL DEIKE AS VICE PRESIDENT OF ENROLLMENT MANAGEMENT

WHEREAS, the university launched a national search for a new Vice President of Enrollment Management which attracted a pool of highly competitive candidates; and

WHEREAS, based on Dr. Randall Deike's four decades of experience in the field of higher education and his significant success leading student recruitment and opportunity efforts at other institutions of higher education, it was determined that he was the most qualified candidate for this role; and

WHEREAS, as a respected leader and analytical thinker, Dr. Deike has great insight into the needs of college-bound students and the ways in which Cleveland State University can provide the best experiences possible for students as they launch their academic journey:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees ratifies the appointment of Dr. Randall Deike as Vice President of Enrollment Management effective September 2, 2024.

REPORT FROM STUDENT TRUSTEE

Student Trustee Shah reported that the renovated commuter lounge in the Student Center, is being well-received by students, and he thanked Board members and the administration for efforts and supporting the transformation of the space over the summer break.

REPORT FROM FACULTY REPRESENTATIVES

Faculty Representative Quinn reported on the faculty's efforts to address the organizational resilience and financial stability efforts of the University, including many faculty members working over the summer on committees, elevating their research, reinventing courses, and attending to continuous quality improvement in teaching. She observed that faculty remain student focused, every day, and that some faculty accepted the voluntary separation incentive to save junior faculty from the threat of future cutbacks.

Dr. Quinn asked for updates on progress on the ways that the administration is focusing on achieving their financial cost savings benchmarks and noted that faculty wage increases have not kept pace with inflation and health care costs, which is affecting morale across campus.

Faculty Representative Olszewski reported that she has asked Faculty Senate to participate in the shared governance experience with full engagement, even if it produces challenging and

uncomfortable discussions and instances of dissent. She acknowledged the loss of colleagues due to voluntary separation, and even with that loss of talent, the work of the strategic planning committee is being met with cautious optimism from faculty.

Dr. Olszewski recognized the strong commitment of Board members to student success, and she noted that the faculty are committed to student success as well - faculty focus their energies each day in their classes and through other touchpoints with students. She asked members to include the faculty in decisions and discussions, and to leverage faculty talents and expertise in a cooperative and collaborative plan moving forward.

GOVERNANCE COMMITTEE UPDATE

Report of the September 10, 2024 Meeting

Committee Chair Byrd reported that the committee approved the appointment of former trustee Lisa K. Kunkle as a community board member and that resolution is on the consent agenda for full Board approval.

Chair Byrd noted that the committee also met in Executive Session and following the Executive Session, the committee considered and approved one item related to President Bloomberg's goals and objectives for FY2025.

FINANCIAL AFFAIRS COMMITTEE UPDATE

Report of the September 12, 2024 Meeting

Committee Chair Starkoff reported that members received an update from CFO Addington, and that her team is working on developing the new budget book, the year-end audit (to be presented with our outside audit partners, RSM, in November), and that current budget and enrollment data is being analyzed against the budgeted forecast.

Dr. Deike, the incoming VP of Enrollment Management provided an update on Fall enrollment. Overall, enrollment is currently 5% ahead of the forecast, however, CSU Global enrollment numbers are lagging. Enrollment for new first-time, full-time freshmen and transfer students are both above the budget projections. CSU Online enrollment, including law and social work, is up 33.7%, and the number of transfer students is up 13% from Fall 2023.

Chair Starkoff cautioned that the university keep a focus on the extremely competitive market and that retention is an important aspect of enrollment.

The Committee reviewed the IUC Risk Management & Insurance Consortium coverage, which was presented by Associate General Counsel and Risk Manager, Brittany Barron. Chair Starkoff voiced his interest in future discussions around insurance and risk.

The Committee approved two items which are included on the consent agenda for full Board approval. An Executive Session was held, and one item was brought forth following the session: the purchase of media and other related expenses for student recruitment purposes, Chair Starkoff reported, which is also on the consent agenda for approval by the full Board.

Trustee Cosgrove asked if members will receive a financial update prior to the November meeting. CFO Addington said that it would be best to provide a full update in November to best understand the enrollment numbers and their impact on projections for the first quarter; she is not aware of any red flags concerning the budget.

ACADEMIC AFFAIRS AND STUDENT SUCCESS COMMITTEE REPORT

Report of the September 12, 2024 Meeting

Committee Chair Cosgrove reported that the meeting included an update from Provost Sridhar on the University's new core curriculum; the Center for Civics, Culture and Society; CSU Online; the impact of the voluntary separation on faculty; and the Cleveland Innovation District. He noted that committee members also received a report from the CSU-AAUP CBA Article 16 Academic Reorganization Committee.

Chair Cosgrove reported that VP Banks provided an update on the Division of Student Belonging and Success, including major initiatives within the department, one of which is the unified academic coaching model and the timeline to implementation. A specific benefit of the proposed change is to build intentional relationships between students and advisors for an improved quality experience for students, while positively impacting retention and persistence rates.

The Committee also received an update on government affairs and an overview of engagement efforts with local, regional, and national officials, from Director Candisky.

Committee Chair Cosgrove closed his report noting that several amendments to faculty personnel policies were approved and are included on the Consent Agenda, and that the committee met in Executive Session.

REPORT OF THE CSU FOUNDATION

VP Rehm reported exceeding the FY2024 fundraising goal, closing the year with \$32.8 million in attainment (new pledges, outright gifts, and expectancies). The fundraising goal for FY2025 is \$25 million (including a \$3.3 million goal for the annual giving efforts). She reported that the University's reputation in the community remains strong, and is translating into more robust fundraising support.

Ex Officio Board Member White reported that the Foundation has approximately \$150 million in endowment funds, which is due, in part, to sound investments and keen management by the investment committee and their work with Clearstead investment advisors. Furthermore, 99% of endowment monies are in some type of restricted fund; these are being reviewed based on current rulings and discussions with donors. She will report back on discussions and efforts to possibly move the fees associated with the funds to unrestricted accounts, in order to better serve the University.

VP Rehm and Ex Officio Board Member White agreed to update members at a future meeting with a more in-depth report on the amount of money spent each year for student supports.

CONSENT AGENDA

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

Trustee Starkoff moved, and Trustee Dolan seconded, the motion to approve the following consent agenda items: Appointment of Lisa Kunkle as a Community Board Member; Ratification of Annual Aggregate Adjustment Payment to Inter-University Council – Insurance Consortium for Joint Self-Insurance Pool; Ratification of a Sublease Between Euclid Avenue Development Corporation and Yum Village Cleveland, L.L.C. for Retail Space at the Langston to Yum Village Cleveland, L.L.C.; Approval of Fiscal Year 2025 Carnegie Marketing, Advertising Media, Production and Related Services; Amendments to Faculty Personnel Policies; and Accepting Gifts and Pledges, 4th Quarter.

Board Secretary Wilson called the roll and the following were approved.

RESOLUTION 2024-55

**APPOINTMENT OF COMMUNITY BOARD MEMBER
LISA K. KUNKLE**

WHEREAS, the Board of Trustees wishes to gain the expertise, knowledge, and perspective of community members on matters coming before the Board; and

WHEREAS, pursuant to Section 1-01(N)(4) of the Bylaws of the Board of Trustees, the Governance Committee shall make a recommendation to the full board on the appointment of community advisors to the Board of Trustees; and

WHEREAS, Lisa K. Kunkle was appointed to the Cleveland State University Board of Trustees by Governor Mike DeWine on September 6, 2019, to fulfill a term which ended on May 1, 2024; and

WHEREAS, Lisa K. Kunkle served on the Board of Trustees with dedication, and provided valuable knowledge and expertise during her appointment as a trustee, and the Governance Committee recognizes that her experience and insights would be valuable to the Board in the coming years:

NOW, THEREFORE, BE IT RESOLVED that the Governance Committee of the Cleveland State University Board of Trustees recommends that the full Board appoint Lisa K. Kunkle to a two-year term, commencing immediately and ending on May 1, 2026, as a community advisor on the Board of Trustees.

RESOLUTION 2024-56

**RATIFICATION OF ANNUAL AGGREGATE ADJUSTMENT PAYMENT TO INTER-
UNIVERSITY COUNCIL-INSURANCE CONSORTIUM FOR JOINT
SELF- INSURANCE POOL**

WHEREAS, most member institutions of the Inter-University Council of Ohio (“IUC”) participate in a joint self-insurance program to underwrite certain of their liability and property risks and jointly obtain commercial insurance coverage (“Pool”); and

WHEREAS, through the Pool, the IUC-IC members can be indemnified against certain property and liability losses that are collectively defined by member institutions; and

WHEREAS, in 2015, the participating members of the IUC self-insurance pool formed the IUC Insurance Consortium (“IUC-IC”) and entered into a Pooling Agreement dated November 16, 2015, which among other requirements, sets forth provisions for funding the Pool and contributions among IUC-IC members; and

WHEREAS, each fiscal year members determine an aggregate amount each member will need to contribute to the pool in order to underwrite claims they anticipate will be presented in the

following year (“Annual Aggregate Adjustment”) and each member is required to pay their portion of the Annual Aggregate Adjustment by August 23, 2024; and

WHEREAS, University Policy 3344-65-21, *Approval of purchase orders and change orders*, requires approval of the Board of Trustees for any purchases of goods or services totaling \$1 Million or greater; and

WHEREAS, the University’s Annual Aggregate Adjustment payment for fiscal year 2025 exceeded \$1 Million; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed this matter as presented by the University Administration and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees ratifies the payment of the University’s Fiscal Year 2025 Annual Aggregate Adjustment payment of \$1,830,533.95 to the Inter-University Council of Ohio – Insurance Consortium pursuant to the Pooling Agreement dated November 16, 2015, between the Inter-University Council of Ohio and participating member institutions.

RESOLUTION 2024-57

RATIFICATION OF A SUBLEASE BETWEEN EUCLID AVENUE DEVELOPMENT CORPORATION AND YUM VILLAGE CLEVELAND, L.L.C. FOR RETAIL SPACE AT THE LANGSTON TO YUM VILLAGE CLEVELAND, L.L.C.

WHEREAS, on July 26, 2022, Euclid Avenue Development Corporation (EADC) and the University entered into an Amended and Restated Ground Lease Agreement (the “Amended and Restated Ground Lease”) for the real property on which The Langston student housing complex is constructed; and

WHEREAS, pursuant to the Amended and Restated Ground Lease, EADC must obtain the written consent of the University to sublease space in the Langston; and

WHEREAS, Yum Village Cleveland, L.L.C. previously operated a restaurant in 2,128 square feet of retail space in The Langston (“Lease”); and

WHEREAS, Yum Village Cleveland, L.L.C. executed a Lease Termination Agreement with EADC dated July 24, 2024 to terminate the Lease as of August 31, 2014 in anticipation of relocating the restaurant to 1,041 square feet of retail space in The Langston (the “Premises”); and

WHEREAS, EADC and Yum Village Cleveland, L.L.C. executed the Lease attached hereto as Exhibit “A” on August 31, 2024; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed this matter as presented by the University Administration and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees ratifies the August 31, 2024, lease between the Euclid Avenue Development Corporation as landlord, and Yum Village Cleveland, L.L.C. as tenant, attached hereto as Exhibit “A,” for retail space in The Langston student housing complex.

RESOLUTION 2024-58

**APPROVAL OF FISCAL YEAR 2025 CARNEGIE MARKETING, ADVERTISING
MEDIA, PRODUCTION AND RELATED SERVICES**

WHEREAS, the University is involved in paid marketing and advertising campaigns to promote student recruitment, retention, and institutional image; and

WHEREAS, Carnegie is our current enrollment agency partner for undergraduate and graduate programs and the total current spend for those enrollment marketing activities is \$1,391,595; and

WHEREAS, the University administration requests Fiscal Year 2025 funding up to \$1,450,000 for the purchase of media and related expenses for student recruitment purposes from Carnegie; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed this matter as presented by the University Administration and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees authorizes purchase orders totaling up to \$1,450,000 for advertising purchases for FY 2025.

RESOLUTION 2024-59

**AMENDMENTS TO FACULTY PERSONNEL POLICIES
3344-13 BYLAWS OF THE FACULTY SENATE**

WHEREAS, amendments have been proposed to the Faculty Personnel Policies 3344-13-01 through 3344-13-03, Bylaws of the Faculty Senate, to clarify the language with regard to college faculties and standing committees of the body; and

WHEREAS, the CSU Faculty Senate has approved the proposed amendment at its meeting on April 3, 2024; and

WHEREAS, the proposed amendments are currently posted on the University’s website for a 30-day comment period as required by the Board’s rulemaking policy; and

WHEREAS, the Academic Affairs and Student Success Committee has reviewed the proposed amendments and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the revisions to the University policies as presented; and further instructs the University Administration to file the amended policies with the Ohio Legislative Services Commission after the thirty-day comment period at which time said policies shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2024-60

**AMENDMENTS TO FACULTY PERSONNEL POLICIES
3344-21-02 ACADEMIC MISCONDUCT**

WHEREAS, amendments have been proposed to the Faculty Personnel Policies 3344-21-02, Academic Misconduct, to provide clarity on cheating, plagiarism and the use of generative artificial intelligence on assessments; and

WHEREAS, the CSU Faculty Senate has approved the proposed amendment at its meeting on February 28, 2024; and

WHEREAS, the proposed amendments are currently posted on the University's website for a 30-day comment period as required by the Board's rulemaking policy; and

WHEREAS, the Academic Affairs and Student Success Committee has reviewed the proposed amendments and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the revisions to the University policies as presented; and further instructs the University Administration to file the amended policies with the Ohio Legislative Services Commission after the thirty-day comment period at which time said policies shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2024-61

**AMENDMENTS TO FACULTY PERSONNEL POLICIES
3344-12-10 COURTESY APPOINTMENTS**

WHEREAS, a new section has been proposed for Faculty Personnel Policies 3344-12-10, Courtesy Appointments, to provide guidance on faculty courtesy appointments in departments differing from their primary department; and

WHEREAS, the CSU Faculty Senate approved the proposed new section at its meeting on April 3, 2024; and

WHEREAS, the proposed amendment is currently posted on the University's website for a 30-day comment period as required by the Board's rulemaking policy; and

WHEREAS, the Academic Affairs and Student Success Committee has reviewed the proposed amendments and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the revisions to the University policy as presented; and further instructs the University Administration to file the amended policy with the Ohio Legislative Services Commission after the thirty-day comment period at which time said policies shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2024-62

**AMENDMENTS TO FACULTY PERSONNEL POLICIES
3344-16-07 RETIREMENT**

WHEREAS, amendments have been proposed to the Faculty Personnel Policies 3344-16-07. Retirement, to provide guidance on faculty retirement; and

WHEREAS, the CSU Faculty Senate has approved the proposed amendment at its meeting on May 1, 2024; and

WHEREAS, the proposed amendments are currently posted on the University's website for a 30-day comment period as required by the Board's rulemaking policy; and

WHEREAS, the Academic Affairs and Student Success Committee has reviewed the proposed amendments and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the revisions to the University policy as presented; and further instructs the University Administration to file the amended policy with the Ohio Legislative Services Commission after the thirty-day comment period at which time said policies shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2024-63

**ACCEPTING GIFTS AND PLEDGE PAYMENTS
4th QUARTER, FY 2024
APRIL 1, 2024 TO JUNE 30, 2024**

RESOLVED, that the gifts and pledge payments totaling \$4,406,324 received by the Cleveland State University Foundation during the period April 1, 2024 to June 30, 2024 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.

EXECUTIVE SESSION

Chair Reynolds moved for the Board to recess into Executive Session to consider personnel matters involving the appointment and employment of public officials, to discuss imminent and pending litigation with the University General Counsel, and to discuss trade secret information required by law to be kept confidential. Trustee Byrd seconded the motion.

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

Chair Reynolds excused everyone except the voting trustees, President Bloomberg, ex officio Board Member White, Community Board Member Kunkle, Provost Sridhar, Chief of Staff Franklin, Assistant Board Secretary Link, and VP, General Counsel and Board Secretary Wilson. The executive session began at 9:13 a.m.

At 10:45 a.m., Chair Reynolds announced that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

Chair Reynolds announced that there was an item for consideration as a result of the Executive Session, and called for a motion to approve President Bloomberg's FY25 performance goals and objectives. Trustee DePompei moved the approval, and Trustee Dolan seconded.

The Board Secretary called the roll, and the following resolution was approved.

RESOLUTION 2024-64

APPROVAL OF THE FY25 PERFORMANCE GOALS AND OBJECTIVES SUBMITTED BY PRESIDENT LAURA J. BLOOMBERG

WHEREAS, pursuant to Section 6 of President Bloomberg's employment agreement and Section 3344-1-03(C) of the Board Bylaws, the board shall conduct a review of the performance of the president at the annual meeting in a manner consistent with the president's contract; and

WHEREAS, the evaluation process should include the mutual agreement on the goals and objectives for the next fiscal year; and

WHEREAS, at the annual meeting which took place on May 16, 2024, the Board accepted the President's annual performance review and determined that it would further meet to discuss and establish mutually agreed upon goals and objectives for the next fiscal year; and

WHEREAS, President Bloomberg has submitted draft goals and objectives for the Governance Committee's review and input; and

WHEREAS, the Governance Committee has reviewed and is in agreement with the goals and objectives as submitted by President Bloomberg and suggested non-material changes be made in advance of the full Board meeting; and

WHEREAS, these amended goals are being presented to the full board for their consideration:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees adopts and mutually agree to President Bloomberg's goals and objectives for FY25.

ADJOURNMENT

There being no further business, Chair Reynolds adjourned the meeting at 10:47 a.m.

Respectfully submitted,

APPROVED ON NOVEMBER 21, 2024

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

APPROVED ON NOVEMBER 21, 2024

David M. Reynolds
Chairman, Board of Trustees