



## BOARD OF TRUSTEES

### CLEVELAND STATE UNIVERSITY

## MINUTES OF THE MEETING

### BOARD OF TRUSTEES MEETING

**DATE:** Monday, January 23, 2012, 8:30 a.m.  
**PLACE:** Student Center, Ballrooms A & B

**PRESENT:** Chairman Robert H. Rawson, Jr., Vice Chairman Dan T. Moore III, Advancement Board Officer Thomas W. Adler; Trustees Richard L. Bowen, Sally Florkiewicz, June E. Taylor, and Ronald E. Weinberg; Student Trustees Amber Alt and Alexander S. Butler; Community Board Members Dr. Paul E. DiCorleto, Anand “Bill” Julka, and Steven A. Minter; Faculty Representatives Dr. Stephen F. Duffy and Dr. Joanne E. Goodell; President Ronald M. Berkman, and Secretary to the Board of Trustees William J. Napier.

Special guests were Dr. Christine Moravec, head of the graduate program office at the Cleveland Clinic and Associate in the Department of Molecular Cardiology of the Cleveland Clinic Heart Center; doctoral student presenters: Sidney Jones, Ph.D. candidate in Clinical-Bioanalytical Chemistry, Cellular and Molecular Medicine Specialization; Prasath Mageswaran, Doctor of Engineering candidate, Specialization in Applied BME, emphasis in Biomechanics; Dana Schneeberger, Ph.D. candidate in Regulatory Biology, Cellular and Molecular Medicine Specialization

Chairman Robert H. Rawson called the meeting to order at 8:30 a.m. A quorum was confirmed. The Chairman welcomed new Board member June E. Taylor. He then called for a motion to approve the minutes of the November 29, 2011 Board meeting. Trustee Florkiewicz moved, and Trustee Moore seconded, the motion to approve the minutes. The minutes were approved by voice vote.

Chairman Rawson announced the featured program, highlighting the Cleveland Clinic and CSU Doctoral Program Research, and turned to Board member Dr. Paul DiCorleto to introduce both the topic and Dr. Christine Moravec. Dr. DiCorleto outlined the mutually-beneficial relationship between the Cleveland Clinic Lerner Research Institute and Cleveland State University. He noted that grant-funded partnerships exist in multiple departments, and that the doctoral program has been on-going since the 1970s. He introduced Dr. Christine Moravec, Director of the graduate program office at the Cleveland Clinic, noting that she obtained her Ph.D. in 1988 from CSU in Regulatory Biology. Dr. Moravec explained the inception of the joint doctoral programs in Regulatory Biology, Clinical-Bioanalytical Chemistry, and Applied Biomedical Engineering, a specialization of the Doctor of Engineering. She noted that 100 faculty at the Clinic currently have faculty status at Cleveland State. She reported that the highly desired specialization in cellular and molecular medicine began 15 years ago. Dr. Moravec introduced three current doctoral students (**Attachment A**) who gave a brief overview of his/her area of research. Following the presentations, there were questions and discussion related to the research and how best to quantify and promote the success of the joint programs.

#### **REPORT OF THE CHAIRMAN**

Chairman Rawson reported that no Executive Committee meetings were held since the last Board meeting. He noted that Trustees should have received their financial disclosure statements from the Ohio Ethics Commission, which need to be filed by April. He urged those who did not receive the form to contact the Board Secretary or Legal Counsel.

Chairman Rawson announced that it is necessary to change the date of the March 26 Board Meeting, to a date in April. He closed his report by noting the success of the men's

basketball team and encouraging everyone to take the opportunity to support the team in upcoming games.

### **REPORT OF THE PRESIDENT**

President Berkman complimented the quality of the doctoral students who had earlier presented, as being a source of pride of the faculty and institutions involved. He indicated that national focus and attention are drawn to extraordinary programs and partnerships, such as the one witnessed today, and more need to be formed.

President Berkman announced that The Cleveland Foundation has awarded \$1.5 million to Cleveland State University, in addition to the \$250,000 planning grant, to create a medical education program focused on urban healthcare. The grant will help support the University's new partnership with the Northeast Ohio Medical University. He noted that the medical school model being implemented differs from other medical schools, and that it should be a featured presentation at a future Board meeting.

The President announced the appointment of Byron White as the new Vice President for Engagement, starting the first week of February. He will be responsible for community engagement, particularly as it relates to the medical program, in-service learning, and cooperative education. One-third of his position is being supported by a Cleveland Foundation grant.

President Berkman reported there is good news from Columbus in that a capital appropriation is expected to be considered this spring in the General Assembly. Capital appropriations for higher education may total up to \$400 million, and he applauded Governor John Kasich for his understanding of the capital needs of Ohio's colleges and universities.

President Berkman indicated that there are a series of recommendations on restructuring the federal need-based and student loan programs that will greatly (and likely negatively) impact our students. The Chairman requested that a financial aid presentation, including the scholarship dollars raised at *Radiance*, be given at the next Board meeting.

In closing, President Berkman announced that discussions were being held with NASA about hosting the event at CSU on March 2 to celebrate the 50<sup>th</sup> Anniversary of John Glenn's historical spaceflight. The event will bring 2,000 to 2,500 people on campus. He thanked Dr. Julian Earls for his assistance in securing the event at Cleveland State.

#### **REPORT OF THE CSU FOUNDATION CHAIR**

Mr. Steven A. Minter, Chair of the CSU Foundation Board of Directors, reported that the focus has been on *Radiance*, to be held on May 11. He turned to President Berkman, who announced that this year's honoree is Don Washkewicz, CEO of Parker Hannifin. Parker Hannifin is a major corporate supporter of Cleveland State, and the Washkewicz family is as well. Mr. Washkewicz, his father, and his brother are graduates, and his daughter is presently a Cleveland State student.

Mr. Minter announced that a meeting would be held later in the week, involving some members of the Cleveland State Board of Trustees and the CSU Foundation Board of Directors, to determine how best to work together on raising scholarship and other funds for Cleveland State. Before turning to Berinthia LeVine, Vice President for University Advancement and Executive Director of the CSU Foundation, to give the report on the finances, he expressed appreciation for referrals to enhance the Foundation Board of Directors. He reported that seven to ten new directors will be presented at the June Foundation Board meeting.

Vice President LeVine highlighted the gifts received for the second quarter of FY 2012 **(Attachment B)**. In reporting that the second quarter fell behind in cash gifts, but was ahead in pledges, Vice President LeVine indicated that the fundraising reports would be reviewed by the Development Committee to determine if they should be more goal-oriented. She explained that the annual fundraising has been a challenge, noting that there are presently only three full-time fundraisers on staff. She added that searches are in place for an assistant vice president for advancement and an assistant vice president for finance, who will serve as the chief financial officer.

Trustee Bowen moved, and Trustee Adler seconded, the motion to accept the gifts and pledges as reported for the period October 1 through December 31, 2011. The following resolution was passed by voice vote.

#### **RESOLUTION 2012-1**

##### **ACCEPTING GIFTS AND PLEDGES FOR FY 2012, 2<sup>ND</sup> QUARTER**

**RESOLVED**, that the gifts and pledge payments totaling \$1,966,156 received by the Cleveland State University Foundation during the period October 1, 2011 to December 31, 2011, 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.

Trustee Adler spoke about the importance of the advancement committees of the Foundation and Board of Trustees operating as a combined unit, and for the members of the Board of Trustees' Advancement Committee to be involved in the important meeting with the Foundation Development Committee on Friday, January 27. He reported that a meeting was recently held with PNC, and a commitment of \$25,000 for *Radiance* was obtained for this year.

#### **CONSENT AGENDA**

Chairman Rawson asked if there were consent agenda items that Board members wished to remove and discuss individually. There being none, the Registration of Cleveland-Marshall College of Law Trademarks (**Attachment C**), the Inter-University Police Mutual Aid Agreement (**Attachment D**), and Amendment Two to the Child Care Management Services Agreement with the YMCA (**Attachment E**) were considered as part of the Consent Agenda. Trustee Moore moved, and Trustee Adler seconded, the motion to approve the consent agenda items. The following resolutions were passed by voice vote.

### **RESOLUTION 2012-2**

#### **AUTHORIZATION OF TRADEMARK REGISTRATION**

**WHEREAS**, Cleveland State University wishes to register a trademark for the University's Cleveland-Marshall College of Law, as set forth in the attachments, with the U.S. Patent and Trademark Office to enable enforcement of said trademark; and

**WHEREAS**, the University is considered the owner of such trademark and having said trademark registered will make for expeditious enforcement; and

**WHEREAS**, the trademark will be registered with the assistance of Fay Sharpe, LLP;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees hereby approves and grants authorization for the University administration to engage Fay Sharpe, LLP for the purpose of registering a trademark for the Cleveland-Marshall College of Law.

### **RESOLUTION 2012-3**

#### **ADDENDUM TO MUTUAL AID AGREEMENT AMONG PARTICIPATING OHIO UNIVERSITIES**

**WHEREAS**, Cleveland State University Board of Trustees by Resolution 2004-65 approved a Mutual Aid Agreement with other Participating Ohio Universities (POUs), the terms of which require POUs upon request in emergency situations to provide mutual assistance and interchange, use respective police resources, including personnel and equipment, as permitted under Ohio Revised Code 3345.041; and

**WHEREAS**, the aforementioned Mutual Aid Agreement was amended May 18, 2007 by the Cleveland State University Board of Trustees by Resolution 2007-40 which has now expired; and

**WHEREAS**, it is recommended that the POU's, including Cleveland State University, renew the Mutual Aid Agreement in effect since March 28, 2005, effective for a period of four (4) years beginning January 23, 2012, provided, however, that any party may withdraw from this Agreement upon giving the other parties written notice to such effect;

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees hereby approves the Addendum to the Mutual Aid Agreement to be effective immediately, and directs the President to execute the Addendum accordingly.

### **ACADEMIC AFFAIRS**

Chairman Rawson reported on the Committee meeting held December 13, 2011 (**Attachment F**), noting the outstanding undergraduate research program, for which there were 300 applications and 38 student projects funded. He reported that Dr. George Walker, Vice President for Research and Graduate Studies, and four of his colleagues described new programs, procedures and research goals. Vice President Walker and his staff were complimented by the Chair on an effective reorganization and approach to research.

Chairman Rawson reported that the Provost led the Committee discussion on eLearning, and noted that a draft eLearning plan would be completed by the end of the academic year, including the demands and costs associated with it. He reported that over 43,000 credit hours and 262 sections of eLearning were offered in fall 2011, representing 10% of total student credit hours. Twenty percent of CSU students currently take one or more courses on an eLearning basis; however, the completion rate is lower than traditional courses and unacceptable.

### **FINANCIAL AFFAIRS**

In the absence of Committee Chair Mort Levin, Chairman Rawson reported on the Financial Affairs Committee meeting held January 18, 2012 (**Attachment G**). He noted that most of the Committee agenda items are to be covered in today's Board meeting.

### **Integrated Capital and Investment Plan**

Chairman Rawson recognized Vice President Stephanie McHenry, who presented an update on the Integrated Capital and Investment Plan (**Attachment H**). She invited the insights and recommendations of the Board members to the proposed approach and implementation of \$155 million in capital projects over the next five years. Discussion and comments focused on cost savings associated with the fume hoods project, and the request-for-proposal specifications and process for the selection of an investment banking firm. Board members recommended issuing an RFP for investment banking services for no more than 18 months and without automatic renewal options. It was also suggested that the University explore the extent to which it can negotiate. Trustee Moore moved, and Trustee Bowen seconded, the motion to approve the request-for-proposals to select an investment banking firm, as amended, to provide financial advisory and underwriting services for the initial issuance of bonds for capital improvement purposes. The following resolution was passed as amended:

**RESOLUTION 2012-4**

**APPROVAL FOR ISSUANCE OF REQUEST FOR  
PROPOSALS TO SELECT INVESTMENT BANKING FIRM**

**WHEREAS**, CLEVELAND STATE UNIVERSITY (“CSU” or “the University”), a public institution of higher education and instrumentality of the state of Ohio, is completing a Five-Year Capital Plan that delineates maintenance projects for its existing facilities and new construction for expansion of strategic academic and research programs; and

**WHEREAS**, CSU needs to engage a firm to provide financial advisory and underwriting services for debt issuances by the University through December 2016 to support issuing bonds totaling up to \$155 million to fund the Capital Plan; and

**WHEREAS**, national and local investment banking firms have been identified with experience in issuing bonds of the type contemplated by CSU; and

**WHEREAS**, CSU needs to select an investment banking firm for the purpose previously stated, based on evaluation criteria including the following:

- a. proven experience playing a lead role in structuring and marketing municipal bonds for higher education,

- b. service capabilities,
- c. staffing plan and team capabilities,
- d. pricing and fees, and
- e. commitment to Ohio and local vendors;

**NOW, THEREFORE, BE IT RESOLVED** that the Board hereby approves issuing a Request for Proposals for investment banking services as described above, and authorizes the administration to select a firm through this process for the initial bond issuance.

**Wolstein Center Solar Power**

As a result of a bid process, and upon the recommendation of the Financial Affairs Committee, a purchase agreement with OneEnergy-Dovetail, LLC (**Attachment I**) was considered by the Board. Questions and discussion centered on the inclusion of a roof treatment with ten-year warranty valued at \$600,000. Chairman Rawson recommended that the Board adopt the proposed resolution, with the condition that further consultation be undertaken with Trustee Bowen, providing Board expertise, and that any fundamental changes in the proposed agreement be delegated to the Executive Committee of the Board for approval. Trustee Moore moved, and Trustee Bowen seconded, the motion to approve the Wolstein Center solar power purchase agreement with OneEnergy-Dovetail, LLC, as amended. The following amended resolution was passed by voice vote.

**RESOLUTION 2012-5**

**APPROVAL OF WOLSTEIN CENTER SOLAR POWER PURCHASE  
AGREEMENT WITH OneEnergy-Dovetail, LLC**

**WHEREAS**, Cleveland State University is interested in developing clean energy generation on its campus where it is feasible to do so, and make power generated there from available to Cleveland State University at competitive market rates; and

**WHEREAS**, OneEnergy-Dovetail, LLC has offered to install and operate a 650 kW solar panel system on the roof of the Wolstein Center and to sell electricity generated there from to Cleveland State University at competitive market rates; and

**WHEREAS**, OneEnergy-Dovetail has further offered to cause to be installed, at no additional cost, a roof treatment on the Wolstein Center that will result in a longer life span for the current roof, and will defer necessary maintenance thereon;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees hereby approves the Wolstein Center Solar Power Purchase Agreement with OneEnergy-Dovetail, in substantially the form attached hereto, subject to any changes deemed necessary by University General Counsel, and subsequent consultation utilizing Trustee expertise, reserving the right to refer any subsequent changes to the Power Purchase Agreement to the Board Executive Committee for approval.

### **Campus-Wide Energy Conservation and Management Program**

Board members were provided a mid-term report of the campus-wide Energy Conservation and Management Program, prepared by The Brewer-Garrett Company (**Attachment J**). Trustee Weinberg suggested that there be a specific review of the cost savings and effectiveness of the fume hood project.

### **Closed Circuit Television Policy**

A policy, regulating the use of closed circuit television on campus (**Attachment K**), was proposed. Chairman Rawson noted the appropriateness of a having a policy to govern the requests. Trustee Adler moved, and Trustee Moore seconded, the motion to approve the policy as proposed. The following resolution was passed.

## **RESOLUTION 2012-6**

### **CLOSED CIRCUIT TELEVISION (CCTV) POLICY**

**WHEREAS**, the University believes that CCTV is a powerful tool to assist with efforts to enhance community safety, and that the operation of CCTV should be controlled to avoid potential misuse; and

**WHEREAS**, the purpose of this Policy is to provide guidelines for the use of CCTV on the University property in a way that enhances security while respecting an expectation of reasonable privacy among members of the community; and

**WHEREAS**, best practices recommends that all universities adopt a CCTV Policy and that the Administration has developed and recommends this policy;

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees hereby approves and adopts the Closed Circuit Television (CCTV) Policy to be effective February 1, 2012, and directs the President to execute the Policy accordingly.

### **AMENDED NCAA FY11 AUDIT REPORT**

Board members received a revised copy of the NCAA Report, dated June 30, 2011, (**Attachment L**) submitted by the external auditors, Plante and Moran.

### **EXECUTIVE SESSION**

Trustee Florkiewicz moved that the Board adjourn into Executive Session for the purpose of discussing audits and imminent and pending legal issues with the General Counsel. Trustee Moore seconded the motion. A roll call vote was taken by the Secretary to the Board; voting in the affirmative were Ms. Florkiewicz, Mr. Adler, Mr. Weinberg, Mr. Bowen, Mr. Moore, Ms. Taylor, and Chairman Rawson.

Chairman Rawson excused everyone except the voting and community trustees present, President Berkman, the Provost, Vice President for Business Affairs and Finance, Assistant Vice President for Campus Support Services, Director of Athletics, General Counsel, Auditor, and Board Secretary. Executive Session began at 10:30 a.m.

Chairman Rawson announced at 12:00 Noon that the Board had finished its business in Executive Session and was resuming the regular meeting. There being no further business to discuss, Chairman Rawson adjourned the meeting at 12:00 p.m.

Respectfully submitted,

**APPROVED ON APRIL 11, 2012**

William J. Napier

Secretary to the Board of Trustees

**APPROVED ON APRIL 11, 2012**

Robert H. Rawson, Jr.

Chairman, Board of Trustees