



BOARD OF TRUSTEES

CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Tuesday, November 19, 2013, 11:00 a.m.
PLACE: Student Center, 2121 Euclid Avenue
Room 313/315

PRESENT: Chairman Robert H. Rawson, Jr., Trustees Richard L. Bowen, David H. Gunning II, Morton Q. Levin, Dan T. Moore III, Bernardo “Bernie” F. Moreno, and June E. Taylor; Community Board Members Anand “Bill” Julka, and Stephen F. Kirk; 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.

The meeting was called to order at 11:00 a.m. by Chairman Rawson. A quorum was confirmed. Chairman Rawson called for a motion to approve the minutes of the September 30, 2013 Board meeting. Trustee Levin moved, and Trustee Bowen seconded, the motion to approve the minutes. The minutes were approved by voice vote.

Chairman Rawson announced a change in the order of the agenda, noting that an executive session would take place following the first three reports.

REPORT OF THE CHAIRMAN

Chairman Rawson noted that no Executive Committee meetings were held, and thus no actions to report, since the last Board meeting. He commented on several recent events he attended. He noted that the Celebration of the Campus International School was a great experience and a dynamic aspect of the University. Trustees were encouraged to visit the School. In addition, he described the grand opening of the MC2STEM High School and the

participation of astronaut Stephanie Wilson. He noted the excitement of the addition of this special high school to the CSU campus and the partnership with KeyBank.

In closing, Chairman Rawson reported on the Regent's Statewide Trustees Conference, held last month in Columbus. He noted that it was an annual event and an opportunity to meet trustees from other institutions. Governor Kasich spent an hour with the group and offered support and encouragement to the colleges and universities in their roles of workforce training and economic development.

REPORT OF THE PRESIDENT

President Berkman reported on a number of exciting and interesting things taking place at the University. He noted that the Cleveland-Marshall College of Law first-time test takers of the Ohio Bar Exam had a 93% passage rate, second among state law schools, behind Ohio State.

President Berkman indicated that the MC2STEM High School has been operating on the CSU campus since summer. Mayor Frank Jackson, Cleveland Metropolitan School District Superintendent Eric Gordon, and KeyBank Executive Vice President Margot Copeland spoke at the formal opening of the science, technology, engineering, and math-based high school and laboratories. The first female African-American astronaut, Stephanie Wilson, showed and spoke about her shuttle voyage.

Nine Fulbright Scholars have been presented medallions and certificates of recognition. Four of the nine Fulbright awardees spoke at the November 19 reception about their project and experience. President Berkman noted that there are nine applicants again this year, and that the University remains active and competitive nationally in that regard.

President Berkman announced the appointment of a 50th Anniversary committee. He indicated that the Board of Trustees was represented by Trustees Gunning and Taylor. He and

President Emeritus Michael Schwartz are serving as honorary co-chairs. Dr. Julian Earls, executive-in-residence at the Monte Ahuja College of Business, agreed to serve as chair of the committee.

President Berkman referred to the lease of space in the Center for Innovation in Health Professions building to the Northeast Ohio Medical University, noting that originally there was no space provided on the CSU campus for the expanded program.

Lastly, President Berkman reported that Item M. on the Consent Agenda was a resolution to approve the closing of the University between the Christmas and New Year holidays. He indicated that a number of Ohio state universities are closed during this time. Four work days (December 26, 27, 30, and 31) are involved, with a potential savings of \$40,000 in utilities. President Berkman indicated that the most compelling reason for the closure is to recognize the dedicated service of faculty and staff by providing them with additional time off. He noted that there are no classes, and faculty are not on campus during that period; however, the critical services of police, health, and resident halls will be covered.

REPORT OF THE CSU FOUNDATION CHAIR

Mr. Stephen Kirk reported that the University Advancement team has been active and is operating at full strength. He referred to two charts as part of the FY14 First Quarter Gift Report (Item K. on the Consent Agenda), noting the huge increase in the number of donors, particularly alumni donors, which has been a primary goal. Over 300 personal visits have been made since July, which is reflected in the increased number of donors. Cash receipts for the quarter were reported up 20% over the past year. He indicated that transformational and major gifts will be reported when the data is more meaningful.

Mr. Kirk reported that the CSU Foundation endowment is up to \$67 million, with an 8.4% increase in investments. He noted a total endowment of \$70 million with the inclusion of real estate.

In closing, Mr. Kirk reported on the very successful CSU Homecoming weekend events, particularly the annual Distinguished Alumni Awards dinner. He noted stronger attendance and alumni participation over past years. The third program in a breakfast speaker series to be held on Friday, November 22, will feature an alumnus and Forest City Enterprises employee.

EXECUTIVE SESSION

Trustee Bowen moved, and Trustee Levin seconded, the motion that the Board adjourn into Executive Session for the purpose of discussing the audit with the external auditors, collective bargaining, and to discuss with General Counsel matters involving imminent and pending litigation. A roll call vote was taken by the Secretary to the Board; voting in the affirmative were Mr. Bowen, Mr. Gunning, Mr. Levin, Mr. Moore, Mr. Moreno, Ms. Taylor, and Chairman Rawson.

Chairman Rawson excused everyone except the voting and community trustees present to meet with the auditors for the first segment of the executive session; President Berkman, Provost Mageean, Vice President McHenry, Assistant Vice President Drucker, Chief Strategy Officer Walker, General Counsel Wilson, and Board Secretary Napier for the other segments of the Executive Session, which began at 11:20 a.m.

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

FY 13 EXTERNAL AUDIT

Board members received the FY 2013 external audit performed by Plante & Moran (**Attachment A**) in advance of the Board meeting. Following the Executive Session, Trustee Levin moved, and Trustee Moore seconded, the motion to accept and approve the FY13 audit reports. The following resolution was approved by voice vote:

RESOLUTION 2013-103

**APPROVAL AND ACCEPTANCE OF FY 2013 EXTERNAL AUDIT
PERFORMED BY PLANTE & MORAN**

WHEREAS, the Vice President for Business Affairs & Finance, the Controller & Assistant Vice President, and the Director of the Department of Audits received the FY 2013 external audit reports from the University's external auditors Plante & Moran, as well as the Auditor Required Communication, NCAA Agreed Upon Procedures, Financial Statement Audit, Single Audit Report, Management Letter; and

WHEREAS, the external auditors discussed the audit reports with University Administration and the Board of Trustees at its November 19, 2013 meeting;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves and accepts the audit reports mentioned above and dated November 19, 2013.

CONSENT AGENDA

Chairman Rawson stated that routine matters, or those discussed previously, are considered on the consent agenda. He noted the removal of Item F., pertaining to the negotiation of an agreement with the YMCA of Greater Cleveland for child care services management, and asked if there were any consent agenda items that Board members wished to remove and discuss individually. There were none.

Trustee Bowen moved, and Trustee Moore seconded, the motion to approve the following consent agenda items: CSU Department of Athletics Drug Education and Screening Program Policy Amendments (**Attachment B**), Cleveland Thermal Steam Contract Extension

(**Attachment C**), Northeast Ohio Medical University Lease re: Center for Innovation in Health Professions Building (**Attachment D**), Parking Access and Revenue Control Equipment Purchase (**Attachment E**), Nelligan Sports Marketing and Media Rights Amended Agreement (**Attachment F**), University Purchasing Policy Revisions (**Attachment G**), Affirmative Action Plan (**Attachment H**), FY14 First Quarter Gift Report (**Attachment I**), Sponsored Programs through FY14 First Quarter (**Attachment J**), and the University Closure between the 2013/2014 Christmas and New Year's Holidays (**Attachment K**). The following resolutions were passed by voice vote:

RESOLUTION 2013-104

APPROVAL OF AMENDMENTS TO CSU DEPARTMENT OF INTERCOLLEGIATE ATHLETICS' DRUG EDUCATION AND SCREENING PROGRAM POLICY

WHEREAS, the Board of Trustees adopted the CSU Department of Intercollegiate Athletics' Alcohol and Other Drugs Education and Testing Program Policy ("AOD Policy") on October 22, 2003, with a mission to advocate for the development of healthy and responsible lifestyles for CSU student-athletes; and

WHEREAS, the program is medically-based, with an emphasis on prevention, education, timely diagnosis, treatment and rehabilitation. Drug testing for performance enhancing and socially used drugs is a component of the program as a deterrent to drug use and abuse; and

WHEREAS, the CSU Department of Intercollegiate Athletics is proposing updates to the AOD Policy, including a name change to Drug Education and Screening Program Policy, as part of the necessary and normal review of its policies; and

WHEREAS, the Academic Affairs Committee recommends full Board approval of the updated Drug Education and Screening Program Policy;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the amendments to the CSU Department of Intercollegiate Athletics' Drug Education and Screening Program Policy, in the form substantially attached hereto, subject to any revisions deemed necessary by the administration or General Counsel.

RESOLUTION 2013-105

**AUTHORIZATION TO RENEW STEAM CONTRACT
WITH CLEVELAND THERMAL**

WHEREAS, the steam contract with Cleveland Thermal (CT) expires December 31, 2013; and

WHEREAS, failure to have a contract with CT will trigger the tariff rate; and

WHEREAS, CSU has negotiated a five-year term with CT giving CT time to develop its biomass combined heat and power project, currently in development with the City of Cleveland; and

WHEREAS, five years gives CSU ample time to plan for alternative heat source scenarios in the event that the steam costs are not competitive; and

WHEREAS, CSU would not get the 10% discount if the contract is for less than five years; and

WHEREAS, CSU will get a fuel mix accounting that allocates to CSU first among CT customers all low-carbon emission fuels, such as biomass and natural gas; and

WHEREAS, CSU will retain a right to provide up to 10% of its heat load from other sources, such as solar-thermal or geothermal energy. This provision will allow CSU to explore and pursue “green” or renewable energy sources to further demonstrate and enhance our commitment to sustainability; and

WHEREAS, the Financial Affairs Committee recommends full Board approval of the contract with Cleveland Thermal per the terms described above;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves delegation of authority to the University Administration to enter into a contract with Cleveland Thermal per the terms outlined above.

RESOLUTION 2013-106

**APPROVING LEASE OF SPACE IN CENTER FOR INNOVATIONS IN
HEALTH PROFESSIONS BUILDING
BETWEEN CLEVELAND STATE UNIVERSITY (CSU)
AND NORTHEAST OHIO MEDICAL UNIVERSITY (NEOMED)**

WHEREAS, the Center for Innovations in Health Professions (CIHP) building is a \$45 million academic facility being developed along Euclid and Prospect Avenues, between E. 21st and East 22nd Streets, and will house the CSU/NEOMED collaboration focused on training physicians to provide primary care in an urban environment (Urban Health Partnership); and

WHEREAS, the building, which will be approximately 100,000 gross square feet, will also house classroom, lab and faculty spaces for CSU's nursing and other health professions programs, and includes exclusive and shared spaces for use by CSU and NEOMED; and

WHEREAS, the building project has been funded by the CSU 2012 Series bond issuance and a proposed twenty-five year lease with NEOMED, pursuant to which NEOMED will pay an annual rent of \$400,000 per year for a total of \$10,000,000; and

WHEREAS, the administrations of both CSU and NEOMED have been engaged in lengthy negotiations regarding the terms of the proposed lease and have elicited input from the academic leaders at both institutions regarding the appropriate use of space and operating protocols; and

WHEREAS, the parties have now reached agreement on the terms contained in the attached draft lease; and

WHEREAS, the Financial Affairs Committee of the Board recommends approval of said lease;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the attached lease between CSU and NEOMED for space in the CIHP building in the form substantially attached hereto, subject to any changes deemed necessary by the General Counsel.

RESOLUTION 2013-107

APPROVAL TO PURCHASE PARKING ACCESS AND REVENUE CONTROL (PARCS) EQUIPMENT

WHEREAS, the University's Parking Master Plan was modeled on the assumption that core garages would be equipped with parking access and revenue control systems; and

WHEREAS, WPS submitted a proposal that was deemed to be the most qualified, cost effective, and responsible;

NOW, THEREFORE, IT BE RESOLVED that the Board of Trustees hereby approves the recommendation by the University and the Financial Affairs Committee of the Board to purchase the equipment, software, and warranty for parking access and revenue control equipment for the West Garage, Central Garage, East Garage and Prospect Garage for a total amount of \$767,400 from WPS.

RESOLUTION 2013-108

**AMENDED AND RESTATED MARKETING AND MEDIA RIGHTS AGREEMENT
BETWEEN CSU AND NELLIGAN SPORTS MARKETING, INC.**

WHEREAS, the University and Nelligan Sports Marketing are parties to the Marketing and Media Rights Agreement which granted certain rights to Nelligan Sports Marketing; and

WHEREAS, both Parties have mutually agreed to changes in the scope and business terms in order to place sole emphasis on efforts by Nelligan Sports Marketing to generate sponsorship revenue in support of the University's Athletic Department;

NOW, THEREFORE, IT BE RESOLVED that the Board of Trustees hereby approve the Amended and Restated Marketing and Media Rights Agreement in the form substantially attached hereto, subject to any changes deemed necessary by General Counsel.

RESOLUTION 2013-109

**RESOLUTION APPROVING REVISIONS TO
CLEVELAND STATE UNIVERSITY PURCHASING POLICY**

WHEREAS, the University's equipment capitalization and small order form thresholds have not been updated for more than 10 years; and

WHEREAS, considering inflation and administrative costs with maintaining inventory records and administering purchase requisitions, the administration determined that the University's purchasing policy required revision in an increase to these thresholds; and

WHEREAS, the Financial Affairs Committee of the Board has reviewed the revisions and recommends approval by the full Board;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the revisions to the University's purchasing policy in substantially the form attached hereto, subject to any changes deemed necessary by the Office of General Counsel, and further instructs the Office of General Counsel to file the policy revisions with the Ohio Legislative Services Commission.

RESOLUTION 2013-110

APPROVAL OF AFFIRMATIVE ACTION PLAN

WHEREAS, Cleveland State University is committed to the principles of equal opportunity and equal access in education and employment; and

WHEREAS, the University's *Affirmative Action Plan* is one of several tools used by the University to implement affirmative action policies and procedures, as well as measure and evaluate the furtherance of its goals of equality of opportunity, equal employment and non-discrimination in the hiring, promotion and placement of its employees;

WHEREAS, as a federal contractor, Cleveland State University is required to develop and maintain a written affirmative action program, which is a set of specific results-oriented actions and procedures to which the University commits itself;

WHEREAS, the purpose of the *Affirmative Action Plan* for Cleveland State University is to reaffirm the University's continuing commitment to the principles of affirmative action and equal opportunity; and

WHEREAS, the University believes that adherence to the *Affirmative Action Plan* will assist with increasing the representation of minorities and females in the workforce where there are areas of under-representation and enable our faculty, staff and students to live and work and learn in a diverse and inclusive environment; and

WHEREAS, the *Affirmative Action Plan* was developed and vetted appropriately and has been recommended for approval by the Financial Affairs Committee;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Cleveland State University hereby approves the *Affirmative Action Plan* as attached hereto; and

BE IT FURTHER RESOLVED that the Administration, in carrying out this Resolution, is hereby authorized and empowered to make any necessary changes to the *Affirmative Action Plan* as may be required to ensure compliance with the applicable and effective provisions of federal and state laws, or otherwise deemed appropriate.

RESOLUTION 2013-111

**ACCEPTING GIFTS AND PLEDGE PAYMENTS
1ST QUARTER, FY 2014
July 1, 2013 to September 30, 2013**

RESOLVED, that the gifts and pledge payments totaling \$1,962,260.75 received by the Cleveland State University Foundation during the period July 1, 2013 to September 30, 2013 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 2013-112

**REPORT OF SPONSORED PROGRAMS
1ST QUARTER, FY 2014
July 1, 2013 to September 30, 2013**

RESOLVED, that the Sponsored Programs funds totaling \$5,144,645 received by the Cleveland State University during the period July 1, 2013 to September 30, 2013, are hereby accepted with thanks; and

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

BOARD RESOLUTION 2013-113

**AUTHORIZATION TO CLOSE CSU BETWEEN 2013/2014 CHRISTMAS
AND NEW YEAR'S HOLIDAYS**

WHEREAS, 2013 Christmas Day and 2014 New Year's Day fall on Wednesdays; and

WHEREAS, The University seeks to give its employees paid time off between the two holidays; and

WHEREAS, the University is projected to save \$39,558 in utilities between December 25, 2013 and January 1, 2014 by "closing" buildings to non-essential personnel;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby authorizes the Administration to close the university at the close of business on December 24, 2013 and reopen the university at the start of business on January 2, 2014.

SPECIAL RECOGNITION

Chairman Rawson welcomed and thanked our special guests for their patience. President Berkman introduced and read parts of the resolution paying tribute to distinguished alumnus, business executive and generous benefactor Donald Washkewicz, his wife Pamela, and The Parker Hannifin Foundation for a \$10 million transformative gift, representing the largest gift in the University's history and to the engineering program.

Chairman Rawson moved the resolution with pride, stating "Now, Therefore, Be it Resolved that the Cleveland State University Board of Trustees gratefully accepts these recent gift commitments with its deep thanks and accepts President Berkman's recommendation that effective immediately, the College of Engineering will be known as the *Washkewicz College of Engineering*, and further, that the *Washkewicz College of Engineering* will be identified on the building associated with the College with appropriate signage." Trustee Moreno seconded the motion. The following resolution was unanimously approved, with expressions of gratitude and applause:

RESOLUTION 2013-114

**APPROVAL OF NAMING OF THE
COLLEGE OF ENGINEERING**

WHEREAS, Mr. Donald Washkewicz is a distinguished alumnus, business executive and generous benefactor who has devoted his energy, talent and resources to enriching his community and his alma mater; and

WHEREAS, Mr. Washkewicz followed in the footsteps of his father, uncle and brother by enrolling in Cleveland State University's Fenn College of Engineering, a multi-generational family tradition that continues; and

WHEREAS, he earned a bachelor's degree in mechanical engineering in 1972 and upon graduation, joined Parker Hannifin, the global leader in motion and control technologies; and

WHEREAS, he credits his CSU education for his career success, advancing from engineer to chairman, CEO and president of Parker; and

WHEREAS, his outstanding leadership and strong work ethic have led to tremendous growth at Parker through sales, mergers and acquisitions; and

WHEREAS, Mr. Washkewicz has been instrumental in Parker sharing its success with Cleveland State through endowed scholarships, campus buildings and renovation, support for the Arts Campus and Radiance, establishment of the Parker Hannifin Human Motion and Control Laboratory and Endowed Chair, and much more; and

WHEREAS, CSU has shown its gratitude by awarding him a Distinguished Alumni Award in 2002, an honorary Doctor of Engineering degree in 2004, and the President's Medal in 2011; and

WHEREAS, Parker and Mr. Washkewicz have consistently supported CSU's vision for the future and commitment to making *engaged learning* opportunities available to students whose careers will be vital to Northeastern Ohio's future growth and prosperity; and

WHEREAS, Mr. Washkewicz and Parker have recently made significant charitable gift commitments for the benefit of the University and its College of Engineering that meet the naming guidelines established by the University's Board of Trustees; and

WHEREAS, the Board of Trustees would now like to recognize and acknowledge Mr. Washkewicz's leadership, engagement and extraordinary philanthropic acts in a very public and prominent manner;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees gratefully accepts these recent gift commitments with its deep thanks and accepts President Berkman's recommendation that effective immediately, the College of Engineering will be known as the *Washkewicz College of Engineering*, and further, that the *Washkewicz College of Engineering* will be identified on the building associated with the College with appropriate signage.

President Berkman presented Mr. Washkewicz with a signed and framed copy of the Board resolution. Mr. Washkewicz expressed his appreciation and stated that he was proud to be a part of Cleveland State University and its future.

There being no further business, the meeting was adjourned at 12:15 p.m.

Respectfully submitted,

APPROVED ON MARCH 25, 2014

William J. Napier

Secretary to the Board of Trustees

APPROVED ON MARCH 25, 2014

Robert H. Rawson, Jr.

Chairman, Board of Trustees