



BOARD OF TRUSTEES

CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Thursday, May 21, 2020, 7:30 a.m.

PLACE: Conducted remotely through Zoom Meeting

PRESENT: Chair David H. Gunning II, Trustees Thomas W. Adler, Timothy J. Cosgrove, Patricia M. DePompei, Stephen Kirk, Len Komoroski, Lisa K. Kunkle, Dan T. Moore, and David Reynolds; Student Trustee Allison K. Younger; Community Board Members Robyn N. Gordon, Thomas E. Hopkins, Heather Lennox, Linda McHugh, and Joseph D. Roman; Faculty Representatives Dr. William M. Bowen and Dr. Rachel K. Carnell; Acting Secretary to the Board of Trustees and General Counsel Sonali B. Wilson; and President Harlan M. Sands.

Others in attendance: Dr. Jianping Zhu, Provost; Michael F. Biehl, Sr. Vice President for Business Affairs and Finance; Dr. Randall Deike, Sr. Vice President for Enrollment Management and Student Success; Dr. Forrest Faison, Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer; Jeanell N. Hughes, Chief Talent and Human Resources Officer; Dr. Julie M. Rehm, Vice President, University Advancement; and Jonathan Wehner, Vice President and Dean of Enrollment Management.

Chair Gunning called the meeting to order at 7:37 a.m. and confirmed the presence of a quorum. He asked if there were any corrections, additions or deletions to the minutes of the March 19, 2020 Board meeting. Hearing none, he called for a motion to approve the minutes. Moved by Trustee DePompei, and seconded by Trustee Adler, the minutes were approved by voice vote.

REPORT OF THE CHAIR

Chair Gunning commented about the unprecedented circumstances caused by the pandemic and how thankful he is to the Cleveland State University community, foremost the students and parents of students, for their support and commitment to the University. Chair Gunning also recognized the efforts of the faculty and staff, including the police department for maintaining a safe environment throughout the pandemic.

Mr. Gunning voiced appreciation for the efforts of President Sands, the CSU 2.0 Task Force, and for fellow members of the Board who are making themselves available for counsel.

Recognition of Trustee Dan T. Moore III

Chair Gunning reflected on the outstanding 12-year service of Trustee Dan T. Moore, whose term on the Board ended on May 1, 2020.

Trustee Cosgrove moved, and Trustee Kirk seconded the motion recognizing Mr. Moore. The motion was passed with a voice vote.

RESOLUTION 2020-17

RECOGNITION OF TRUSTEE DAN T. MOORE III

WHEREAS, Trustee Moore was first appointed to the Cleveland State University Board of Trustees by Governor Ted Strickland on July 26, 2008 to complete a term ending May 1, 2011 and was reappointed on May 27, 2011 by Governor John R. Kasich to a full nine-year term ending May 1, 2020; and

WHEREAS, a 1959 graduate of the University School in Cleveland, Trustee Moore went on to earn his Bachelor of Arts in Economics from Trinity College and a Master of Business Administration degree from Harvard Graduate School of Business; and

WHEREAS, Trustee Moore is a serial entrepreneur, founding 15 Cleveland companies, including several advanced manufacturing companies, and is the holder of 15 patents; and

WHEREAS, Trustee Moore has served as a champion for Cleveland and Northeast Ohio, working to advance many community assets, such as the Cleveland Metroparks and the Cleveland Museum of Natural History into the treasures that they are today; and

WHEREAS, an avid motorcyclist, Trustee Moore has completed several international adventures, including a 2007 tour from Istanbul, Turkey to Xian, China, a 2009-2010 trip along the U.S. Continental Divide from Prudhoe Bay, Alaska to Ushuaia, Argentina, and a 2012 ride from Cape Town, South Africa to Cairo Egypt; and

WHEREAS, Trustee Moore has served in many leadership roles on the board during his tenure, including but not limited to three years as Vice Chair of the Board, Chair of the Technology Committee, and most recently, Chair of the Academic Affairs and Student Success Committee; and

WHEREAS, Cleveland State University dedicated the Dan T. Moore MakerSpace in the Washkewicz College of Engineering in recognition of Trustee Moore's generosity and tireless support of students;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees expresses its sincere appreciation to Trustee Moore for his remarkable and long-lasting contributions, and wishes him all the best in his future endeavors, and encourages him to stay engaged with Cleveland State University.

Recognition of Board Secretary Dr. William J. Napier

Chair Gunning recognized the retirement of Bill Napier, noting his long-time service as director of government relations and as secretary to the Board of Trustees. Mr. Gunning noted that Dr. Napier is a generous and unassuming donor to the University.

Trustee Kirk moved, and Trustee Komoroski seconded the motion recognizing Dr. Napier. The resolution was passed with a voice vote.

RESOLUTION 2020-18

RECOGNITION OF DR. WILLIAM NAPIER

WHEREAS, Dr. William Napier joined Cleveland State University in 2003 as Director of Government Relations, and in 2011 was appointed Secretary to the Board of Trustees and Senior Advisor to the President for Government Relations; and

WHEREAS, in this role, Dr. Napier has served as a trusted advisor and strategic partner to the Board of Trustees and three presidents, utilizing his vast resources and close relationships with state officials to promote and further the University's interests; and

WHEREAS, Dr. Napier has served as a champion for Cleveland State University in his advocacy efforts with state legislators and will long be remembered for his devotion to student success and mentoring of student leaders, often arranging meetings for them with state elected officials; and

WHEREAS, Dr. Napier was an avid supporter of Cleveland State students and athletics, and his generosity will be felt for years to come; and

WHEREAS, prior to his joining Cleveland State University, Dr. Napier had an illustrious career in higher education and is regarded by many as a not only an accomplished leader, but as a friend and trusted colleague to many; and

WHEREAS, Dr. Napier served as Secretary of the Board of Trustees at The Ohio State University and as a senior advisor to four university presidents; and

WHEREAS, from 1984-1996 Dr. Napier served as vice chancellor of the Ohio Board of Regents (now the Ohio Department of Higher Education) where he was involved with developing and implementing the board's external agenda, worked closely with the governor's office, the Ohio General Assembly, and Ohio college and university presidents and trustees; and

WHEREAS, a native of Loudon, Tennessee, Dr, Napier attended Maryville College where he received his bachelor's degree and was a four-year starter and lineman on the football team, earning the nickname "Big Bill", and was inducted into their athletics hall of fame in 2006; and

WHEREAS, Dr. Napier went on to complete masters' degrees in city planning from the University of Tennessee and in public administration from the University of Alabama, as well as the doctorate in political science at The Ohio State University;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees expresses its sincere appreciation to Dr. William Napier for his extraordinary contributions, and wishes him all the best in his future endeavors, and encourages him to stay engaged with Cleveland State University.

Reappointment of Community Board Members

Chair Gunning called for a motion to reappoint Community Trustees Gordon, McHugh, and Roman to a one-year term, noting the value of their professional expertise. It was noted that Trustee Lennox has one year remaining on her current term. Trustee Adler moved, and Trustee Kirk seconded the motion. The resolution was passed by voice vote.

RESOLUTION 2020-19

REAPPOINTMENT OF COMMUNITY BOARD MEMBERS

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

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

WHEREAS, pursuant to Section 3344-1-02 (N)(3) and (4) of the Bylaws of the Board of Trustees, the Chairman may appoint community members as non-voting advisors to serve a term as approved by the Board; and

WHEREAS, Robyn N. Gordon, Linda McHugh and Joseph D. Roman have served on the Board of Trustees with dedication, and have provided valuable knowledge and expertise since their initial appointments as Community Board Members on September 30, 2016;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees approves the renewed appointment of the following community leaders at the recommendation of Chairman Gunning to serve as Community Board Members for one-year terms from July 1, 2020 to June 30, 2021:

Robyn N. Gordon
Director, Center Operations Directorate, NASA Glenn Research Center

Linda McHugh
Chief Human Resource Officer, Cleveland Clinic

Joseph D. Roman
President and Chief Executive Officer, Greater Cleveland Partnership

Report of the Executive Committee

Chair Gunning reported on two special Executive Committee meetings and a Financial Affairs Committee meeting held prior to today's meeting.

An Executive Committee meeting called on April 6, 2020 authorized the President to submit a request to the Chancellor for a non-resident graduate student tuition reduction to resident rates; the following resolution was approved by the Executive Committee and is entered into the record.

EXECUTIVE COMMITTEE RESOLUTION 2020-01

AUTHORIZING THE PRESIDENT TO APPLY TO THE OHIO CHANCELLOR FOR A TUITION WAIVER FOR REDUCTION OF NON-RESIDENT TUITION RATES

WHEREAS, §381.170 of Am. Sub. H.B. 166 of the 133rd General Assembly requires any waiver of tuition for a student or class of students not otherwise permitted by law at a state-assisted institution of higher education be approved by the Chancellor of the Ohio Department of Higher Education; and

WHEREAS, the University Administration seeks authorization to make a request of the Chancellor for reduction of non-resident graduate tuition to the resident rate for graduate students who have completed a bachelor's degree in Ohio; and

WHEREAS, it is anticipated that the waiver will provide significant incentive for eligible students to earn a graduate degree and remain in Ohio; and that such waiver would go into effect immediately for the 2020-21, 2021-22 and 2022-23 academic years; and

WHEREAS, it is further anticipated that between 75-100 students could be impacted by such tuition waiver, and the amount of the waiver per student per semester would be \$5,378;

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee of the Cleveland State University Board of Trustees hereby authorizes the University President to apply to the Ohio Chancellor for permission to reduce non-resident graduate tuition to the resident rate for graduate students who have completed a bachelor's degree in Ohio.

Chair Gunning reported that an Executive Committee meeting was held on May 8, 2020, noting that most of the meeting was held in executive session for the purpose of discussing personnel matters, including the employment and compensation of public employees.

Chair Gunning also reported on a special Financial Affairs Committee meeting held, at the recommendation of President Sands and Sr. Vice President Biehl, on May 20, 2020. The meeting was called to discuss proposed actions under the University's investment policy.

Mr. Gunning noted that the Board's Financial Affairs Committee establishes the guidelines for the University's liquidity and investment funds and determines and approves asset allocation. The following resolution was approved by the Financial Affairs Committee and is entered into the record.

RESOLUTION 2020-20

APPROVAL TO TEMPORARILY SUSPEND UNIVERSITY'S INVESTMENT FUND RULE 3344-64-03 AND REALLOCATE ITS INVESTMENT PORTFOLIO

WHEREAS, Pursuant to Ohio Revised Code Section 3345.05, the Cleveland State University Board of Trustees adopted an Investment Policy, Rules 3344-64-01 thru 3344-64-03, according to which the Board's Financial Affairs Committee establishes the guidelines for the University's liquidity and investment funds and determines and approves asset allocation; and

WHEREAS, Investment Fund Rule 3344-64-03 defines the University's investment objectives and management strategies, which include the preservation of capital while providing long-term growth of principal with limited exposure to risk; and

WHEREAS, these investment objectives shall be accomplished by utilizing a strategy of equities, fixed income and cash equivalents, in a mix which is conducive to participation in a rising market and adequate protection in a falling market; and

WHEREAS, the impact of COVID-19 will result in a significant revenue shortfall and increased costs for the University in Fiscal Year 2021, creating a projected significant budget deficit for the University; and

WHEREAS, the University Administration would like to ensure that it has adequate liquidity to potentially fund the Fiscal Year 2021 deficit if planned cost reductions cannot be implemented in a reasonable amount of time to reduce such deficit; and

WHEREAS, the Administration recommends that the University's investment portfolio be reallocated to more stable, liquid investments to reduce potential risk with the current market uncertainty and to improve liquidity; and

WHEREAS, the Administration further recommends that the University's Investment Fund Rule 3344-64-03 be temporarily suspended due to the COVID-19 impact, which will enable it to reallocate the University's investment portfolio.

NOW THEREFORE, BE IT RESOLVED the Financial Affairs Committee of the Board of Trustees authorizes the University's Administration to temporarily suspend the University's Investment Fund Rule 3344-64-03 and reallocate the University's investment portfolio to reduce potential risk and to improve liquidity.

REPORT OF THE PRESIDENT

President Sands reflected that the annual meeting of the Board is typically during a time of activities and celebrations on campus, and this year, it is a different environment. The President thanked the Trustees for their assistance and noted that he is also grateful for the tremendous support of Cleveland State alumni, faculty, staff, and students.

The President recognized Trustee Moore for his direct, honest, and useful advice, noting his wealth of experience; and acknowledged Dr. Napier for his abilities to navigate through political environments to promote the University.

Pandemic Response and Strategic Priorities Update

President Sands emphasized three University priorities since the beginning of the COVID outbreak:

1. Ensuring that students could successfully complete their spring semester, with careful planning and with a team effort.
2. Thoughtfully and deliberately planning the re-population of campus, and understanding how these actions impact the greater community.
3. Addressing economic realities through a prudent and responsible approach.

The President overviewed the successful transition of courses to remote delivery driven by the Faculty Senate, faculty unions and the administration; critical support services were key to faculty and student success.

The President provided a financial summary of the immediate impact on FY20 and the projected impact on FY21. He also spoke on the phased approach the University is taking to repopulate campus and the protocols to be implemented. He noted the complexities under consideration such as health and safety, number of students on campus, classroom spacing, and social gatherings among others.

President Sands recommended immediate mitigation strategies totaling \$7.5 million, including pay reductions, staff furloughs, hiring freezes, and reduced discretionary spending. He noted that these measures support a coordinated and inclusive approach to future success.

The President reported that in addition to these immediate measures, CSU has created four areas for comprehensive review and study to identify further opportunities for growth, savings and improved efficiency (administration, athletics, academics, and growth and innovation).

President Sands noted that while CSU's finances are being directly impacted by the pandemic, the University is also taking measures to preserve its financial viability and invest in the future with a new program for freshman, "CSU Engaged Learning/2 for 1 Tuition Promise", 30 new faculty hires in strategic areas such as computer sciences and biomedical research, and prudent investment strategies.

President Sands set forth a timeline for the plans, beginning with the recommended immediate mitigation strategies, and proceeding throughout the summer, including rebalancing the University's 2-year budget.

Chair Gunning introduced a resolution giving the University the authority to adopt a furlough policy. General Counsel Wilson noted that the policy needed Board approval, and will be effective immediately while the policy is posted for the thirty-day comment period as required by University rule. Trustee Cosgrove moved approval, and Trustee Kirk seconded the motion. The resolution was passed by voice vote.

RESOLUTION 2020-21

AUTHORITY TO ADOPT FURLOUGH POLICY

WHEREAS, The Board of Trustees is authorized to do all things necessary for the proper maintenance and successful and continuous operation of Cleveland State University; and,

WHEREAS, section 371.70.20 of 2009 Am. Sub. H.B. No. 1, provides that notwithstanding any rule of the institution to the contrary, the Board of Trustees may adopt a policy providing for mandatory furloughs of employees to achieve spending reductions necessitated by institutional budget deficits; and

WHEREAS, the University faces urgent financial deficits due to the COVID-19 pandemic from projected reductions in state funding next fiscal year and possible enrollment declines as a result of uncertainty around our public health situation; and

WHEREAS, the University must take prudent actions, including furloughing employees, to preserve its financial health and to ensure that it can continue to deliver its mission of affordable, accessible education; and

WHEREAS, the University's Administration has reviewed this Policy and recommends full Board approval;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees, based upon the recommendation of the University's Administration, hereby approves the Furlough Policy as an

interim policy that is in full effect during the interim period, and further instructs the University Administration to post the Policy for the thirty-day comment period as required by University rule, after which time the Policy shall become final and filed with the Ohio Legislative Services Commission as required.

Chair Gunning brought forth a resolution authorizing salary reductions for administrators and furloughs for classified and professional staff. Moved by Trustee Komoroski, and seconded by Trustee Kunkle, the following resolution was passed by voice vote.

RESOLUTION 2020-22

RESOLUTION TO AUTHORIZE SALARY REDUCTIONS FOR ADMINISTRATORS AND FURLOUGHS FOR CLASSIFIED AND PROFESSIONAL STAFF

WHEREAS, Cleveland State University is implementing several budgetary measures to mitigate projected declines in revenue as a result of the impact of COVID-19 pandemic; and

WHEREAS, salaries and wages comprise a significant percentage of overall expenditures and thus reductions to personnel costs will be necessary to address the difference in projected revenues and expenditures; and

WHEREAS, Cleveland State University is proposing a 6-month stratified salary reduction for administrators in Fiscal Year 2021; and

WHEREAS, Cleveland State University is proposing twenty (20) furlough days for classified and professional staff;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of Cleveland State University hereby authorizes the President to implement the proposed salary reductions and furlough actions effective June 1, 2020.

President Sands noted that furloughed employees will continue to receive all CSU-provided benefits in addition to being eligible for unemployment insurance benefits and Federal CARES Act support, and that communication will be sent to the campus community as soon as possible.

REPORT OF THE CSU FOUNDATION

Trustee Hopkins provided an overview of University Advancement efforts and thanked Vice President Julie Rehm and her team for their collective efforts throughout the COVID situation. He thanked President Sands for reaching out to the CSU Foundation and Alumni

Association leadership, and Senior Vice President Biehl for his counsel on Foundation investments.

Trustee Hopkins reported that the Radiance scholarship event, postponed until 2021, has raised \$2.1 million.. He also noted a successful one-day fundraising drive for the Lift Up Vikes fund, raising \$30 thousand to assist CSU students with basic needs.

Vice President Rehm reported that the 3rd quarter results were positive and \$8.3 million has been raised toward the \$11 million year-end goal (**Attachment A**). Dr. Rehm noted that donors and alumni have been positive and supportive of the University's response to the COVID situation.

Chair Gunning thanked Trustee Hopkins for his Foundation leadership and to all of the Foundation directors for their support.

CONSENT AGENDA

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

Trustee Reynolds moved, and Trustee Komoroski seconded, the motion to approve the following consent agenda items: Faculty Promotion and Tenure Recommendation (**Attachment B**), Authority to Revise Execution of Documents Policy (**Attachment C**), Extension of Campus Dining Services and Concessions Agreements, Approval to Negotiate a New Managed Print-Copy Services Agreement (**Attachment D**), Approving Veterans Resource Center Lease Extension (**Attachment E**), FY20 Third Quarter Gift Report, and Research/Sponsored Programs, FY20 Third Quarter (**Attachment F**). The following resolutions were approved by voice vote.

RESOLUTION 2020-23

AWARD OF TENURE TO MR. RICHARD SHERMAN

WHEREAS, an external search was conducted to fill the position of Associate Professor in the School of Film & Media Arts, College of Liberal Arts and Social Sciences; and

WHEREAS, the search attracted a substantial pool of well-qualified candidates, including Richard Sherman, Associate Professor, Pennsylvania State University; and

WHEREAS, the credentials of Mr. Sherman have been reviewed by the appropriate faculty peer review committee in the Department of Film and Media Arts, the Director, the Dean, the Provost and the President; and

WHEREAS, Mr. Sherman has fulfilled the requirements for tenure at the rank of Associate Professor as set forth in Article 12.10 of the Faculty Collective Bargaining Agreement;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the award of tenure at the rank of Associate Professor to Mr. Richard Sherman in the School of Film & Media Arts, effective the first day of August 17, 2020 full-time employment at Cleveland State University.

RESOLUTION 2020-24

AUTHORITY TO REVISE EXECUTION OF DOCUMENTS POLICY

WHEREAS, in 2015 the Board of Trustees approved a resolution delegating authority to the University's Administration to approve and execute contracts, grants, affiliation agreements and purchase orders and modifications thereof; and,

WHEREAS, the University's Administration has recognized the need for a revision to the Execution of Documents Policy; and

WHEREAS, the University's Administration has determined that the current Execution of Documents Policy is not inclusive of the appropriate level of transactions and would benefit from further clarification and flexibility, particularly given the impact on University operations and transactions related to the COVID-19 pandemic; and

WHEREAS, the University's Administration has reviewed this matter and recommends full Board approval;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees, based upon the recommendation of the University's Administration, hereby approves the revised Execution of Documents Policy as an interim policy that is in full effect during the interim period, and further instructs the University Administration to post the Policy for the thirty-day comment period as required by University rule, after which time the Policy shall become final and filed with the Ohio Legislative Services Commission, as required.

RESOLUTION 2020-25

EXTENSION OF CAMPUS DINING SERVICES AND CONCESSIONS AGREEMENTS

WHEREAS, in July 2017 the University entered into agreements with Compass Group USA (Compass) through its Chartwells Division (Chartwells) to manage the University's on campus dining services and concessions; and

WHEREAS, the agreements with Compass to manage the University's on campus dining services and concessions expire on June 30, 2020; and

WHEREAS, the University would like the authority to fully negotiate an extension of such service agreements though June 30, 2021; and

WHEREAS, as part of a one-year extension, Chartwells has committed to invest \$125,000 over the one-year period to refresh some of the dining spaces it manages. In addition, they have also committed to reduce their FY21 management fee to \$200,000. Lastly, the University would be obligated to pay Chartwells a \$2,500 monthly management fee to operate concessions If the Wolstein Center reopens for events at some time over the one-year period;

NOW, THEREFORE, BE IT RESOLVED the Board of Trustees authorizes the University's Administration to take any and all actions to fully negotiate and execute any and all documents in fulfillment of this Resolution, including the above or better economic terms, and to make any revisions or changes to the extended agreements to conform to the provisions of applicable law, or as otherwise deemed necessary and appropriate by University General Counsel.

RESOLUTION 2020-26

APPROVAL TO NEGOTIATE A NEW MANAGED PRINT-COPY SERVICES AGREEMENT

WHEREAS, in 2010 Cleveland State University entered into a managed print-copy services program with Xerox Corporation providing printers and copiers and related consumables and maintenance to departments across campus; and

WHEREAS, the University contract with Xerox for managed print-copy services will expire on January 31, 2021 and Xerox has offered to terminate the agreement on June 30, 2020 without penalty; and

WHEREAS, the Inter-University Council Purchasing Group has negotiated a contract for similar managed print-copy services with ComDoc; and

WHEREAS, to ensure competitive pricing, the service provider was selected through a competitive RFP process to facilitate the delivery of the services; and

WHEREAS, the Administration is proposing the continuation of a managed print services program for the University through participation under the IUC-PG Agreement with ComDoc;

NOW, THEREFORE, BE IT RESOLVED the Board of Trustees authorizes the University's Administration to terminate the existing print-copy services agreement with Xerox on June 30, 2020 without penalty and to fully negotiate and execute a new agreement for managed print-copy services through ComDoc for an aggregate amount not to exceed \$5,000,000 over the next 5-year period beginning July 1, 2020.

RESOLUTION 2020-27

APPROVING VETERANS RESOURCE CENTER LEASE EXTENSION

WHEREAS, Trinity Cathedral, an Ohio non-profit corporation (hereinafter called the “Lessor”), and Cleveland State University a state supported university (hereinafter called “Lessee”); and

WHEREAS, the Lessor and Lessee mutually desire to extend the term of the existing lease, which expires on June 30, 2020, for a period of six months ending December 31, 2020 for a total cost of \$36,617;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees approves the Lease extension between Trinity Cathedral and Cleveland State University for office space located at 2254 Euclid Avenue, Cleveland, Ohio 44115 through December 31, 2020.

RESOLUTION 2020-28

ACCEPTING GIFTS AND PLEDGE PAYMENTS

3rd Quarter, FY 2020
January 1, 2020 to March 31, 2020

RESOLVED, that the gifts and pledge payments totaling \$2,394,405 received by the Cleveland State University Foundation during the period January 1, 2020 to March 31, 2020 are hereby accepted with thanks; and

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

RESOLUTION 2020-29

REPORT OF SPONSORED PROGRAMS

3rd Quarter, FY 2020
January 1, 2020 to March 31, 2020

RESOLVED, that the Sponsored Programs funds totaling \$7,321,564 received by the Cleveland State University during the period January 1, 2020 to March 31, 2020, 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.

EXECUTIVE SESSION

Vice Chair Cosgrove moved to adjourn into Executive Session for the purpose of discussing matters involving personnel matters involving the employment and compensation of public employees and imminent and pending litigation with the General Counsel. Trustee Kirk seconded the motion.

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

Chair Gunning excused everyone except the voting and community trustees present, President Sands, General Counsel and Acting Board Secretary Wilson, and Sr. Vice President Faison. The executive session began at 9:31 a.m.

Chair Gunning announced at 10:24 a.m. that the Board had finished its business in Executive Session and was returning to its regular meeting.

GOVERNANCE COMMITTEE

Chair Gunning called on Governance Committee Chair Adler to oversee the nominations and elections process.

Trustee Adler stated that he appointed a Nominating Committee at the March Board meeting with the responsibility of presenting a Slate of Officers to be elected at the May annual meeting of the Board. The Nominating Committee consists of Trustee Komoroski as Chair, and Trustees Reynolds and Kunkle.

Trustee Komoroski reported meeting with fellow Nominating Committee members in April, resulting in the following Slate of Officers for Board consideration:

- David H. Gunning, Chair
- Timothy J. Cosgrove Vice Chair
- Stephen F. Kirk, Treasurer
- Thomas W. Adler, Development Officer
- Sonali B. Wilson, Board Secretary

Chair Gunning accepted the Nominating Committee's slate of officers and returned the floor to Trustee Komoroski to conduct the election.

Trustee Komoroski asked if there were any nominations from the floor for any of the offices of Chair, Vice Chair, Treasurer, Development Officer or Board Secretary. Hearing none, he asked for a motion to approve the slate. Trustee Adler moved, and Trustee DePompei seconded the motion. The slate of candidates was approved by voice vote and will assume office at the end of the meeting.

ADJOURNMENT

Chair Gunning thanked fellow Trustees for their continued support and participation. He also noted there may be special meetings scheduled during the summer as needed.

There being no further business, the meeting adjourned at 10:34 a.m.

Respectfully submitted,

APPROVED JULY 28, 2020

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

APPROVED JULY 28, 2020

David H. Gunning II
Chair, Board of Trustees