BOARD OF TRUSTEES
CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES SPECIAL MEETING

DATE: Wednesday, August 26, 2026; 8:00 a.m.

PLACE: CSU Parker Hannifin Administration Center, third floor, Cleveland, Ohio 44115; and via Zoom.

PRESENT: Board Chair Timothy J. Cosgrove; Trustees Nikki C. Byrd, Paul J. Dolan, Diane M. Downing, Ronald Johnson, Jr., James G. Pilla, Taras Szmagala, Jr., D. Geoffrey Vince, and Vanessa L. Whiting; Student Trustees Abigail Blackburn and Nathaniel Taylor; Community Board Members Lisa K. Kunkle, David M. Reynolds and Alan G. Starkoff; Ex Officio member Michael Klein; Faculty Representative Dr. Jessica Bickel; 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: Executive VP and Provost, Nigamanth Sridhar; VP, University Operations, Patricia L. Franklin; VP, Finance, Nicole Addington; VP, Human Resources, Douglas Dykes; and Assistant Board Secretary, Heather A. Link.

Chair Cosgrove called the special meeting to order at 8:07 a.m. and confirmed that a quorum was present. He reminded members that the meeting was being livestreamed on the CSU website for public viewing.

Chair Cosgrove called for a motion to approve the minutes of the June 18 Board Meeting and the July 28, and July 29, 2026 special meetings; Trustee Downing provided the motion and Trustee Johnson seconded the motion. The minutes were approved by roll call vote.

Chair Cosgrove reminded members that the Ohio Trustees Conference is scheduled for September 9, and that both in-person and remote registration are available; he encouraged members to attend.

Approval of Annual Aggregate Adjustment Payment to Inter-University Council-Insurance Consortium for Joint Self-Insurance Pool

Chair Cosgrove called on Associate General Counsel and University Risk Manager, Brittany Barron.

Ms. Barron explained that for insurance, the IUC serves as a purchasing consortium and it is the most economical and efficient way to purchase insurance for the University. Ms. Barron noted that the cost this year is a 4% reduction from last year; this is due to the increased visibility of the IUC's spending power.

Chair Cosgrove explained that the item is being brought forward because purchase orders above $1 million meet the threshold for approval. He called for a motion to approve the payment.

Trustee Downing provided the motion, and Trustee Szmagala seconded the motion. The resolution was approved by roll call vote.

RESOLUTION 2026-57

APPROVAL 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 2026; 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 2027 is $1,732,214.26; and

WHEREAS, the Board of Trustees has reviewed this matter as presented by the University Administration:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees approves the payment of the University's Fiscal Year 2027 Annual Aggregate Adjustment payment of approximately $1.9 million 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.

EXECUTIVE SESSION

Chair Cosgrove moved for the Board to recess into Executive Session to discuss matters required by law to be kept confidential and to discuss matters related to collective bargaining. Trustee Dolan seconded the motion.

A roll call vote was taken by the Secretary of the Board; voting in the affirmative were Ms. Byrd, Mr. Dolan, Ms. Downing, Mr. Johnson, Mr. Pilla, Mr. Szmagala, Dr. Vince, Ms. Whiting and Mr. Cosgrove. The motion carried.

Chair Cosgrove excused everyone except the voting trustees, President Bloomberg, Community Board Members Kunkle, Reynolds, and Starkoff, Ex Officio member Klein, Provost Sridhar, VP and CFO Addington, VP and CHRO Dykes, Interim Dean Henry, Deputy General Counsel King, Assistant Board Secretary Link, and VP, General Counsel and Board Secretary Wilson.

Chair Cosgrove announced that other individuals would be called into the session at the appropriate time: VP, University Operations Franklin, Associate General Counsel Jeric, Senior AVP Hospitality and Facility Services VandeVelde, and Sr. Assoc. Athletic Director Longmeier.

The executive session began at 8:14 a.m.

At 8:56 a.m., Chair Cosgrove announced that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

Accepting Report and Recommendation in the Matter of Fact Finding between CSU, Employer and the CSU Chapter of AAUP, Employees

Following the Executive Session, Chair Cosgrove called on Provost Sridhar to provide background on the item before the Board.

Provost Sridhar noted that the administration recommends that the Board vote to accept the report and recommendations of the Fact-Finder in the matter between CSU and CSU AAUP. He acknowledged that the negotiations began in April 2025 and that disputed issues were in the scope and impact of SB 1 on the collective bargaining agreement and whether faculty who worked the 25-26 academic year, but voluntarily left CSU should receive the salary increase.

Chair Cosgrove called for a motion to accept the report.

Trustee Pilla provided the motion, and Trustee Whiting seconded the motion. The resolution was approved by roll call vote.

Chair Cosgrove thanked both the administration and CSU AAUP for the earnest work to resolve the issue.

RESOLUTION 2026-58

ACCEPTING REPORT AND RECOMMENDATION IN THE MATTER OF FACT FINDING BETWEEN CLEVELAND STATE UNIVERSITY, EMPLOYER AND THE CLEVELAND STATE UNIVERSITY CHAPTER OF AMERICAN ASSOCIATION OF UNIVERSITY PROFESSORS (CSU CHAPTER), EMPLOYEES

WHEREAS, the Cleveland State University Chapter of American Association of University Professors (CSU Chapter) and the Administration have been engaged in good faith negotiations of the collective bargaining agreement since approximately April of 2025; and

WHEREAS, the initial term of the collective bargaining agreement between the parties was from August 16, 2021 through August 15, 2024, and was extended by the parties through August 15, 2025; and

WHEREAS, the parties selected Susan Fernandez as the Fact Finder and have engaged in the Fact-Finding process as part of the negotiations process pursuant to the Ohio Revised Code Section 4117.14; and

WHEREAS, the Fact Finder issued a Report and Recommendation on August 14, 2026; and

WHEREAS, the University Administration recommends that the Board of Trustees vote to accept the Fact-Finder's Report and Recommendation:

NOW, THEREFORE, BE IT RESOLVED, that the Cleveland State University Board of Trustees hereby accepts the Fact Finder's Report and Recommendation which is attached hereto and shown as Exhibit A.

Authorization to Execute Contract Necessary for the Study, Design, and Engineering of a Renovated Athletics Complex

Chair Cosgrove called on VP Franklin to present the item and to explain the selection process. Ms. Franklin explained that the university issued an RFQ for architecture and engineering services for potential renovations and additions to the athletics complex. After the review, the selection committee unanimously agreed to recommend the DLR Group Inc. for predesign efforts including due diligence services, a feasibility study, site analysis, conception options, and other deliverables.

Trustee Downing provided the motion, and Trustee Szmagala seconded the motion. The resolution was approved by roll call vote.

RESOLUTION 2026-59

AUTHORIZATION TO EXECUTE CONTRACT NECESSARY FOR THE STUDY, DESIGN, AND ENGINEERING OF A RENOVATED ATHLETICS COMPLEX

WHEREAS, Cleveland State University's Physical Education building houses historic Woodling Gymnasium; Busby Natatorium; athletic, academic and administrative offices; and connects with the adjacent Recreation Center (together the "Athletics Complex"); and

WHEREAS, the University issued a Request for Qualifications on May 1, 2026, seeking architecture and engineering ("A/E") services for potential renovations and additions to the Athletics Complex to house intercollegiate athletics, academics, and administration (the "Project"); and

WHEREAS, the A/E responsibilities include a comprehensive predesign effort for renovations and additions to the Athletics Complex; and

WHEREAS, as part of the A/E scope of work, the A/E shall conduct certain due diligence services; a feasibility study; site analysis; conceptual options; cost estimation at various stages throughout planning; a Program of Requirements; renderings; and constructability and cost analysis (together "A/E Responsibilities"; and

WHEREAS, following the evaluation of proposals, the University Administration is recommending DLR Group Inc. to provide A/E services; and

WHEREAS, base compensation for A/E Responsibilities for the Project will be $513,860, which consists of $493,860 in service fees and $20,000 in reimbursable expenses; and

WHEREAS, the University Administration recommends that the Board authorize moving forward with the study and design of a renovated Athletics Complex, which will provide conceptual and design options, together with associated cost estimates, for future Board consideration, and that the Board approve of the Architect and Engineer contract:

NOW THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees authorizes the Administration to execute the contract with DLR Group Inc. for the study, design and engineering of a renovated Athletics Complex with a total base compensation not to exceed $513,860, attached hereto in substantial form and subject to revisions as deemed necessary by the University's Office of General Counsel to protect the interests of the University.

EXECUTIVE SESSION

Chair Cosgrove moved for the Board to recess into Executive Session to discuss matters required by law to be kept confidential, to discuss personnel matters regarding the employment of public employees, and to discuss pending or imminent litigation with the University's General Counsel. Trustee Downing seconded the motion.

A roll call vote was taken by the Secretary of the Board; voting in the affirmative were Ms. Byrd, Mr. Dolan, Ms. Downing, Mr. Johnson, Mr. Pilla, Mr. Szmagala, Dr. Vince, Ms. Whiting, and Mr. Cosgrove. The motion carried.

Chair Cosgrove excused everyone except the voting trustees, President Bloomberg, Community Board Members Kunkle, Reynolds, and Starkoff, Ex Officio member Klein, Provost Sridhar, VP and CFO Addington, Associate General Counsel Campbell, Deputy General Counsel King, Assistant Board Secretary Link, and VP, General Counsel and Board Secretary Wilson.

The executive session began at 9:03 a.m.

At 9:45 a.m., Chair Cosgrove announced that the Board had finished its business in Executive Session and was returning to its regular meeting.

ADJOURNMENT

Chair Cosgrove acknowledged that the meeting ran a bit longer than expected. He asked if there were any questions or comments, and hearing none, he thanked members and reminded them that the Ohio Trustees Conference is September 9, committee meetings are September 10, and the full Board will meet on September 17, 2026. The meeting was adjourned at 9:46 am.

Respectfully submitted,

APPROVED ON SEPTEMBER 17, 2026
Sonali B. Wilson
Vice President of Legal Affairs and
Compliance, General Counsel and
Board Secretary

APPROVED ON SEPTEMBER 17, 2026
Timothy J. Cosgrove
Chair, Board of Trustees