

Trustee Adler moved, and Trustee Komoroski seconded, the motion to approve the bylaws of the Board of Trustees, as amended. The following resolution was approved by voice vote.

RESOLUTION 2019-1

APPROVING AMENDED BOARD OF TRUSTEES BYLAWS

WHEREAS, it is necessary to amend the Board's Bylaws to reflect changes to the committee structure and responsibilities as well as to clarify and update other sections of the Bylaws; and

WHEREAS, the proposed Bylaws revisions have been posted on the University's website for a 30-day comment period as required by the Board's rulemaking policy;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby approves the revisions to the Board's Bylaws and directs the administration to legislatively file the amended version as required by the Board's rulemaking policy.

In closing, Chair Gunning reported the presence of several of the Board members in Columbus for recent inaugural activities. He spoke about the favorable interactions with the new legislative leadership, specifically with Lt. Governor Jon Husted and newly-appointed Chancellor Randy Gardner.

Chair Gunning encouraged Board members to continue to build their relationships in Columbus. He reported that former Student Trustee Allie Dumski has held a number of responsible positions at the state level since her graduation from CSU, and will serve as the Press Secretary for new Auditor of State Keith Faber. He further noted that she has, and will continue to proudly "wave the CSU banner" in Columbus.

REPORT OF THE PRESIDENT

President Sands reported on the highlights of the past two months, the financial health of the institution, new partnerships, and enrollment. He began his report, noting the accomplishments and recent passing of Judge Annette Butler, a Grand-Marshall College of Law 1970 graduate, a former member of the Board of Trustees and active member of the CSU Foundation Board of Directors. He extended sympathy

President Sands presented the Statement of Strategic Priorities for Cleveland State University (Attachment B), noting the comprehensive interactive process of its development. He reported that the Strategic Priorities were built on the foundation of the Path to

President Sands introduced the "Find Your Fit Campaign" video, featuring Student Trustee Erykah Betterson.

School of Nursing

Dr. Timothy Gaspar, Dean, provided an overview of the School of Nursing (Attachment F) and responded to questions. He noted three different pathways to attaining a Bachelor of Science in Nursing (BSN), four pathways to a

WHEREAS, the only change in this process is the use of the University Faculty Affairs Committee, a more impartial body, in the place of the respective college faculty affairs committee; and

WHEREAS, changes to Faculty Personnel Policies and Bylaws have been proposed to effect this change;

NOW, THEREFORE, BE IT RESOLVED that to effect this

Community of Hope Facilities Use Agreement Extension

Committee Chair Fergus presented, and called for a motion to approve, the proposed Community of Hope Facilities Use Agreement amendment (Attachment Q), extending the Agreement through January 31, 2020. He noted that the Agreement provides 1,200 square feet of space in the Union Building to the Community of Hope, supporting young adults impacted by foster care.

Trustee Gunning moved, and Trustee Taylor seconded the motion, to approve the extension of the Facilities Use Agreement with the Community of Hope for an additional twelve-month period, ending January 31, 2020. The following resolution was passed by voice vote.

RESOLUTION 2019-6

APPROVING AMENDMENT TO FACILITIES USE AGREEMENT
WITH COMMUNITY OF HOPE

WHEREAS, COMMUNITY OF HOPE, an Ohio non-profit (hereinafter called the "User"), and CLEVELAND STATE UNIVERSITY (hereinafter called "CSU") entered into that certain Facilities Use Agreement dated August 27, 2016 ("Agreement"), whereby CSU provided to User access and use of office space located at the Union Building at 1836 Euclid Avenue, Cleveland; and

WHEREAS, CSU and User mutually desire to amend the term of the Agreement by the attached First Amendment; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed this matter and recommends full Board approval.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the attached First Amendment to the Agreement between Community of Hope and Cleveland State University, in substantially the form attached hereto, subject to any modifications deemed necessary by University General Counsel.

School of Film & Media Arts Project

Committee Chair Fergus presented, and called for a motion to authorize, the increase in the construction manager-at-risk services contract for the School of Film & Media Arts project (Attachment R). He noted that the overall project total has not changed; however, authorization is requested to increase the construction manager-at-risk contract by \$772,674 to cover the cost of change work orders, in the amount of \$463,031, for work completed to meet the fall 2018 semester schedule, and to cover the cost of additional renovation to provide a functional screening room.

In closing, Committee Chair Fergus stated that the Committee received a comprehensive financial analysis of Cleveland State University, similar to the updated report presented earlier today by Huron Consulting. He added that the comprehensive review provides a greater understanding of the University's finances and direction.

President Sands introduced Mr. Ray Pinner as the new interim chief financial officer. He noted that Mr. Pinner previously served 23 years as the chief financial and administrative officer at the University of Alabama – Huntsville, responsible for fiscal operations, financial planning, budget development, construction, facilities planning and physical plant, procurement and purchasing, campus police, human resources, the UAH Conference Center and Hotel.

CONSENT AGENDA

Chairman Gunning explained that routine matters, or those discussed previously, are considered on the Consent Agenda. He noted Librarian Emerita status is requested for Dr. Glenda A. Thornton, Director of the Michael Schwartz Library, retiring at the end of January.

Chairman Gunning asked if there were other matters that Board members wished to discuss individually; there were none.

Trustee Fergus moved, and Trustee Moore seconded, the motion to approve the following consent agenda items: Librarian Emerita Status for Dr. Glenda A. Thornton (Attachment S) and Acceptance of the Office of Research/Support Programs FY19 First Quarter Funds (Attachment T). The following resolutions were approved by voice vote:

RESOLUTION 2019-8

LIBRARIAN EMERITA STATUS FOR GLENDA A. THORNTON

WHEREAS, the Cleveland State University Librarian Personnel Policies provide for the granting of Emeritus status to Professional Librarians upon their retirement with a showing of distinguished service to the University; and,

WHEREAS, Glenda Thornton has performed exemplary service to the University community in her role as the Director of the Michael Schwartz Library; and,

WHEREAS, the Academic Affairs and Student Success Committee of the Board of Trustees has reviewed this matter and recommends full Board approval;

NOW, THEREFORE, BE IT RESOLVED that in appreciation and recognition of twenty years of dedicated professional service to the University, the Board of Trustees of Cleveland State University grants Librarian Emerita status and its privileges to Glenda Thornton.

Glenda A. Thornton
Librarian Emerita

RESOLUTION 2019-9

ACCEPTANCE OF SPONSORED PROGRAMS FUNDS
FOR FY 2019 FIRST QUARTER

RESOLVED, that the Sponsored Programs funds totaling \$2,980,631 received by the Cleveland State University during the period July 1, 2018 to September 30, 2018, are hereby accepted with thanks; and

BE IT FURTHER RESOLVED that the President is hereby authorized to use these Sponsored Program funds subject to the terms and conditions.

EXECUTIVE SESSION

Chair Gunning moved, and Vice Chair Taylor seconded, the motion to adjourn into Executive Session for the purpose of discussing items involving real estate, an employment contract of a public employee, and matters involving imminent and pending litigation with General Counsel.

A roll call vote was taken by the Secretary of the Board; voting in the affirmative were Mr. Fergus, Mr. Komoroski, Mr. Moore, Mr. Reynolds, Ms. Taylor, Ms. Vesey, and Chairman Gunning.

Chairman Gunning excused everyone excepting and community trustees present, President Sands, Provost Zhu, Board Secretary, General Counsel Wilson, Chief of Staff Bennett, and Interim Business Affairs & Finance Vice President Pinner and real estate consultant. It is noted that Board member Heather Lennox did not attend the executive session because of potential conflict of interest issues. The executive session began at 10:50 a.m.

Chairman Gunning announced at 12:26 p.m. that the Board had finished its business in Executive Session and was returning to its regular meeting. He reported that there was one item to be considered under New Business.

NEW BUSINESS

Chairman Gunning moved, and Trustee Komoroski seconded, the motion to authorize the Administration to enter into the final employment contract with CSU Head Women's Basketball Coach Chris Kielsmeier. The following resolution was passed by voice vote.

RESOLUTION 2019-10

AUTHORIZATION FOR ADMINISTRATION

WHEREAS, Cleveland State University Department of Intercollegiate Athletics has selected Chris Kielsmeier as its new Head Women's Basketball Coach; and

WHEREAS, the parties have negotiated a Memorandum of Agreement that memorialized the essential terms and conditions of Mr. Kielsmeier's employment as the Cleveland State University Head Women's Basketball Coach; and

WHEREAS, the parties have negotiated an Employment Agreement, attached, for Mr. Kielsmeier consistent with the terms and conditions set forth in the Memorandum of Agreement;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby authorizes Cleveland State University to execute the attached Employment Agreement with Head Women's Basketball Coach Chris Kielsmeier, subject to any changes deemed necessary by University General Counsel. And further, the University Administration is authorized to negotiate and execute any and all contracts and agreements to effectuate the terms of the Employment Agreement.

Chair Gunning announced and encouraged Board members to attend the Men's Basketball game at 7:00 p.m. against Northern Kentucky. He noted that the Athletics Visiting Committee members will be in attendance. He further noted that the Women's Basketball team is doing very well, and will play Northern Kentucky on Friday at 1:00 a.m. Due to the extreme weather, he announced that the 7:00 p.m. Men's Basketball game on Saturday against Wright State will be played instead at 1:00 p.m.

Chair Gunning announced that the next Board meeting will be held March 21, and will be preceded by committee meetings in early March. Before adjourning, he made one final announcement, wishing Board Secretary Napier a happy birthday and lamenting the fact that the University could not afford to purchase that many candles.

There being no further business, the meeting was adjourned at 12:28 p.m.

Respectfully submitted,

APPROVED MARCH 21, 2019
William J. Napier
Secretary to the Board of Trustees

APPROVED MARCH 21, 2019
David H. Gunning II
Chair, Board of Trustees