



BOARD OF TRUSTEES
CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Thursday, May 20, 2021, 8:00 a.m.

PLACE: Hybrid, In-Person and Zoom Meeting.
Wolstein Center, Fourth Floor, West Wing.

PRESENT: Chair David H. Gunning II, Trustees Thomas W. Adler, Timothy J. Cosgrove, Stephen Kirk, Lisa K. Kunkle, David Reynolds, and Vanessa L. Whiting; Student Trustee Arlindo Ahmetaj; Community Board Members Robyn N. Gordon, Thomas E. Hopkins, and Heather Lennox; Faculty Representatives Dr. Rachel K. Carnell and Dr. Robert A. Krebs; President Harlan M. Sands; and General Counsel and Secretary to the Board of Trustees Sonali B. Wilson.

Others in attendance: Dr. Jiang Zhu, Provost; Jonathan Wehner, Vice President and Dean of Admissions, Enrollment Management and Student Success; Dr. Forrest Eason, Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer; Jeanell N. Hughes, Vice President of Administration and Chief of Staff; Dr. Julie M. Rehm, Vice President, University Advancement; Dr. Ronnie Dunn, Interim Chief Diversity and Inclusion Officer; Scott Garret, Director of Athletics; and Heather A. Link, Assistant Board Secretary.

Chair Gunning called the annual meeting to order at 8:07 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 18, 2021 Board meeting. Hearing none, he called for a motion to approve the minutes. Moved by Trustee Reynolds, and seconded by Trustee Kunkle, the minutes were approved by voice vote.

REPORT OF THE CHAIR

Chair Gunning opened his remarks by noting the hybrid style of the meeting, with some Board members participating in-person and others remotely via Zoom. He noted being pleased to

be back on campus after a year of fully-remote meetings and he especially appreciated being on campus because it was the last meeting of his nine-year term as a Trustee.

Chair Gunning welcomed members of the Bowen family who were in attendance, and he brought forth a memorial tribute resolution honoring former Trustee Richard L. Bowen. The Chair remembered Mr. Bowen as a remarkable person who helped to shape the University during an important time in its history. Trustee Kunkle moved the resolution and Trustee Cosgrove seconded the motion. The following was approved by voice vote.

RESOLUTION 2021-18

MEMORIAL TRIBUTE TO RICHARD L. BOWEN

WHEREAS, the Cleveland State University community is saddened to learn of the passing of former trustee Richard L. Bowen on April 5, 2021, and pays tribute to his life and accomplishments; and

WHEREAS, in 2010 Governor Ted Strickland appointed Mr. Bowen to the CSU Board of Trustees, where he served the University with honor throughout his term; and

WHEREAS, Mr. Bowen was a registered architect across the United States and in many other countries around the world, winning many awards and recognitions for his designs, and successfully establishing the architectural firm Richard L. Bowen and Associates which has been in operation for more than sixty years; and

WHEREAS, Richard L. Bowen was a visionary in his field, serving on many boards and

leader, far-sighted scholar, and generous benefactor whose efforts will positively impact Cleveland State University students for future generations.

Chair Gunning announced that Mr. Len Komoro had resigned from the Board of Trustees and brought forth the following resolution. Trustee Reynolds moved, and Trustee Kunkle seconded the resolution to recognize Mr. Komoro

wishes him all the best in future endeavors and extends an invitation to Mr. Komoroski to stay engaged with the Cleveland State University community.

Chair Gunning brought forth a resolution to recognize Community Trustee Robyn N. Gordon whose term expires at the end of June. Trustee Whiting moved the resolution to, d

RESOLUTION 2021-22

RECOGNITION OF RACHEL K. CARNELL, Ph.D.

WHEREAS, Rachel K. Carnell, Ph.D., a tenured Professor of English, was elected to a one-year term as faculty representative to the Board of Trustees by the Cleveland State Faculty Senate in 2019 and re-elected in 2020; and

WHEREAS, Dr. Carnell is an outstanding faculty leader who during this unprecedented year that saw the University reorient to a virtual learning environment during the COVID-19 pandemic, embraced the technology needed to continue to reach students as well as collaborate with her faculty colleagues on best-practices to do so; and

WHEREAS, Professor Carnell is an accomplished scholar and teacher, serving as a member of the Academic Affairs and Student Success Committee of the Board of Trustees, providing valuable insights into student and faculty adaptation to the virtual learning environment and representing the views of the faculty to the Administration and the Board of Trustees, and;

WHEREAS, during her terms of service, Professor Carnell continued in her pursuit of scholarship as evidenced by her 2020 book *Backlash: Libel, Impeachment, and Populism in the Reign of Queen Anne*, and an opinion editorial in *The Plain Dealer*, "A divisive 1710 election reveals the value of political pragmatism";

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees expresses its sincere appreciation to Rachel K. Carnell for her contributions and support of Cleveland State University during her terms of service on the Board of Trustees and wishes her every future success as she continues to focus on educating future generations of students.

Chairman Gunning commented that it was a privilege to recognize the departing members of the Board because each of them made valuable contributions toward the betterment of the University.

Former Trustee Komoroski thanked the Board President Sands, and Athletic Director Garrett for tremendous leadership. Trustee Goodman commented that it was an honor and privilege to have served. Trustee Lennox remarked that Cleveland State is a great university on a fantastic track moving forward. Trustee Carnell noted that she has been on the faculty for 26 years, and that serving on the Board with such a talented community of professionals was one of the highlights of her career; she thanked the Trustees for their commitment to the students.

President Sands thanked each of the retiring trustees for their service, contributions, and insights, and he hopes that there will be opportunities for each of them to continue to stay engaged with the University.

REPORT OF THE PRESIDENT

President Sands welcomed and thanked the Board for their support that helped make the May in-person commencement possible and successful for CSU students, faculty, and community. A short video was shown that highlighted gr

President Sands closed his report noting that it is important, and that he is enthusiastic, about seeing people back on campus; plans for the fall semester include renewed co-op and experiential learning opportunities, residence halls open with live programming, re-starting student organization events, and a phased return to campus for faculty and staff. The University will continue to promote vaccination recommendations and safety protocols.

ACADEMIC AFFAIRS and STUDENT SUCCESS COMMITTEE UPDATE

Committee Chair Cosgrove reported on the meeting of May 6, 2021 which included updates on enrollment, student success and retention efforts, and strategies being implemented to address lagging registration rates. The Committee also received a report from Provost Zhu on the CSU 2.0 plan and timeline, new faculty recruitment efforts, and diversity, equity, and inclusion initiatives currently underway at Cleveland State.

Trustee Cosgrove noted that the Committee approved, and is recommending full Board approval for policy revisions concerning expressive activity and University space, which are included in the consent agenda.

He provided background information for the Cleveland-Marshall Fund allocation, noting that historically the allocation was approved annually by the Board. The proposed resolution brought forward, moves the allocation approval to the President or appropriate designee, consistent with the purposes set forth in the trust agreement.

Committee Chair Cosgrove moved, and Treasurer Reynolds seconded the motion, which was approved by voice vote.

RESOLUTION 2021-23

PROPOSED ALLOCATION OF CLEVELAND-MARSHALL FUND INCOME FY22

WHEREAS, the value of the Cleveland-Marshall Fund as of December 31, 2020 was \$5,051,911, and it is projected that \$252,596 in spendable income will become available in FY22; and

WHEREAS, the proposed commitment of this accumulated income will contribute to the general enrichment of legal education at Cleveland-Marshall College of Law and provide scholarships; and

WHEREAS, historically, allocations have been proposed by the Cleveland-Marshall Fund Committee, approved by the Faculty, and submitted to the Board of Trustees by the Dean of the College of Law through the Provost of the University:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby directs Key Bank, Trustee of the Cleveland-Marshall Fund, to remit the sum of \$252,596 to Cleveland State University to be used for the purpose of education and program enrichment at the Cleveland-Marshall College of Law in FY22 as proposed; and

BE IT FURTHER RESOLVED that the Cleveland State University Board of Trustees hereby authorizes the President or designee to designate and approve future allocations from the Cleveland-Marshall Fund annually, moving forward consistent with the purposes set forth in the trust agreement.

FINANCIAL AFFAIRS COMMITTEE

Committee Chair Kirk reported on the May 5, 2021 meeting in which Interim Chief Financial Officer Spencer reported on unretired operating funds and the proposed refunding of CSU series 2012 bonds process. He noted that the Committee also reviewed the Financial Scorecard.

The Committee also approved and is recommending full-Board approval for items that are included on the consent agenda. Those items include tuition and fees, the RN to BSN program, approval of the FY21 continuation budget, two joint agreements, and amendments to policies regarding formulation and issuance of policies and the CSU policy for public events held on campus.

REPORT OF THE CSU FOUNDATION

CSU Foundation Chair and Trustee Hopkins reported on a successful Radiance fundraising event, which was celebrated virtually this year and raised a record two-year total of \$4.2 million. The event was very well received with more than 500 active viewers; Trustee Hopkins noted that the Foundation Board is actively debriefing from the event and looking forward to the future.

Trustee Hopkins reported that the Foundation Board is considering adding new members, and they are celebrating three retiring members who have cumulatively contributed 40 years of service to the Foundation (Steve Percy, Linda Kane, and Leah Gary).

WHEREAS, the Financial Affairs Committee reviewed the FY22 and FY23 tuition rates at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the FY22 and FY23 tuition rates.

RESOLUTION 2021-25

TUITION WAIVER FOR REGISTERED NURSE TO BACHELOR OF SCIENCE IN NURSING PROGRAM

WHEREAS, Cleveland State University has an agreement with Cuyahoga Community College (Tri-C) to provide a smooth transition from Tri-C's associate degree program for a registered nurse (RN) to CSU's bachelor's degree program for a bachelor of science in nursing (BSN); and

WHEREAS, the RN to BSN curriculum is a blended delivery model that includes both classroom instruction and online teaching; and

WHEREAS, CSU seeks to maintain a cost competitive program with other institutions in the region by establishing tuition rates that are lower than standard undergraduate rates; and

WHEREAS, CSU must submit a biennial tuition waiver under Ohio state law to Rm 552.5N to BS(pr

WHEREAS, the eventual budget appropriations act's passage will include language concerning the allowable increases for in-state undergraduate student tuition; and

WHEREAS, the state of Ohio's budget appropriation act for FY22- FY23 is expected to be signed into law by the time the Cleveland State Board of Trustees has convened to approve the University budget at its duly noticed meeting in September 2021; and

WHEREAS, in order to advance the mission of Cleveland State, the University will need to continue to expend funds from its current unencumbered Operating Budget, General Fee Budget and Auxiliary Business Units budget for a period beginning July 1, 2021 and until a final budget is presented to the Board at their September 2021 meeting; and

WHEREAS, the University is seeking approval to expend such funds consistent with the proposed budget that will be shared with the Board and formally presented for approval at its September 2021 meeting; and

WHEREAS, the Financial Affairs Committee reviewed the first quarter budget spending authority at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the first quarter budget spending authority.

RESOLUTION 2021-27

Accepting Gifts and Pledge Payments
3rd Quarter, FY 2021
January 1, 2021 to March 31, 2021

RESOLVED, that the gifts and pledge payments totaling \$2,324,150 received by the Cleveland State University Foundation during the period January 1, 2021 to March 31, 2021 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 2021-28

PROPOSED REVISIONS TO FORMULATION AND ISSUANCE OF POLICIES POLICY

WHEREAS, the current Formulation and Issuance of Policies Policy was last revised in June 2014; and

WHEREAS, the University Administration has recognized the need for a revision to the Formulation and Issuance of Policies Policy 3344-2-01 to:

Reflect changes in business processes;
Amend certain definitions;
Add a process for implementing emergency procedures in situations that pose an immediate threat to the health, safety, or security of the University or campus community;
and
Provide for periodic review of policies and procedures; and

WHEREAS, the University Administration recommends the above listed revisions; and

WHEREAS, the Financial Affairs Committee reviewed the proposed policy revisions at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the revised Formulation and Issuance of Policies Policy; and further instructs the University Administration to file the revised Policy with the Ohio Legislative Services Commission after the thirty-day comment period at which time said Policy shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2021-29

RECOMMENDATION TO APPROVE REVISIONS TO EXPRESSIVE ACTIVITY POLICY

WHEREAS, new legislation addressing free speech on Ohio campuses became effective March 24, 2021; and

WHEREAS, the new legislation, SB 40 titled "Forming Open and Robust University Minds Act" provides, among other things, the following: adds definitions around expressive activity and harassment, as well as new reporting requirements to state leadership; declares outdoor areas on campuses "public forums" and prohibits "free speech zones" on campuses; prohibits institutions from interfering with any noncommercial expressive activity as long as it is lawful and does not "materially and substantially disrupt the functioning of the institution"; students and student groups cannot be charged security fees based on content of the expression of an invited guest or anticipated reaction to invited guests; prohibits individuals from engaging in conduct that "intentionally and substantially disrupts another individual's expressive activity" occurring in a campus space reserved for exclusive use of a particular group - the "heckler veto"; and requires campus-wide training and education; and

WHEREAS, the University has revised its Expressive Activity Policy to comply with the new legislation; and

WHEREAS, the University Administration recommends the approval of the revised Expressive Activity Policy to ensure compliance with the new regulations; and

WHEREAS, the Academic Affairs and Student Success Committee reviewed the proposed revisions at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the revised Expressive Activity Policy; and further instructs the University Administration to file the revised Expressive Activity Policy with the Ohio Legislative Services Commission after which time said Policy shall become final, subject to any changes or revisions deemed necessary by the General Counsel.

RESOLUTION 2021-30
RECOMMENDATION TO APPROVE REVISIONS TO

RESOLUTION 2021-31

PROPOSED NEW CLEVELAND STATE UNIVERSITY POLICE POLICY TO
REPLACE THE CURRENT LAW ENFORCEMENT POLICY FOR PUBLIC EVENTS

EXECUTIVE SESSION

Trustee Cosgrove moved to adjourn into Executive Session for the purpose of discussing imminent and pending litigation with the University General Counsel; to consider personnel matters involving the employment, compensation and contracts of public employees; to discuss collective bargaining matters; to consider real estate matters; and to discuss trade secret information required by law to be kept confidential. Trustee Kunkle seconded the motion.

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

Chair Gunning excused everyone except the go and community trustees present, President Sands, General Counsel and Board Secretary Wilson, Vice President of Administration and Chief of Staff Hughes, and Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer Faison. The executive session began at 9:54 a.m.

Chair Gunning announced at 10:43 a.m. that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

Chair Gunning announced that there were items to be brought forth as a result of the Executive Session; the first item demonstrates the University's and Coach Gates' commitment to student success on-and-off the basket

WHEREAS, the Director of Athletics wishes to retain Coach Gates and reward him for outstanding performance; and

WHEREAS, the parties negotiated a Memorandum of Understanding that memorializes the essential terms and conditions of Mr. Gates' employment as the Cleveland State University Men's Head Basketball Coach, and further committed to develop a definitive Amended and Restated Employment Agreement for Mr. Gates consistent with the terms and conditions set forth in the Memorandum of Understanding:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby authorizes the Cleveland State University Director of Athletics to execute the Memorandum of Understanding with Men's Head Basketball Coach Dennis Gates containing the essential terms as attached hereto, subject to changes deemed necessary by University General Counsel; and

BE IT FURTHER RESOLVED that the University Administration is authorized to negotiate and execute any and all documents and agreements to effectuate the terms of a final Amended and Restated Employment Agreement that incorporates is consistent with the essential terms of the Memorandum of Understanding.

Trustee Cosgrove brought forth a resolution for a new degree program in the Ahuja College of Business for a Bachelor of Arts in Business Studies, noting that the program went through the appropriate approval process and supports students with a large amount of transfer credit hours from previous educational institutions and who seek a more flexible Business-focused degree. The degree will be offered and marketed enrollment in the fall.

WHEREAS, the proposed major program has been reviewed and approved by all appropriate faculty entities and academic administrators, including approval by the Faculty Senate at its meeting of March 31, 2021:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the Bachelor Arts in Business Studies degree program in the Monte Ahuja College of Business.

Trustee Cosgrove recognized Chair Gunning for his nine-year service on the Board noting that Cleveland State University has been extraordinarily well-served by his leadership and ability to listen. Trustee Cosgrove moved the resolution and Trustee Adler seconded the motion, which was unanimously approved with applause.

RESOLUTION 2021-36

RECOGNIZING DAVID H. GUNNING II FOR HIS DISTINGUISHED SERVICE ON THE CLEVELAND STATE UNIVERSITY BOARD OF TRUSTEES

WHEREAS, David H. Gunning II, a proud graduate of the Cleveland-Marshall College of Law, was appointed to the Cleveland State University Board of Trustees by Governor John R. Kasich on September 13, 2012 for a term ending on May 1, 2021, was elected to serve as an officer of the Board of Trustees in 2017, and the last three years as Chairman; and

WHEREAS, Mr. Gunning, as Chairman of the Board of Trustees, worked hand-in-hand with the seventh president of the University, Harlan Sands, to guide and support the University's "strategic themes" and overall development throughout the next several years, resulting in improved retention rates and increased applications, financial health, new support from state and private sources, and recruiting high-quality faculty to the University; and

WHEREAS, during Chairman Gunning's leadership, Cleveland State University addressed unprecedented challenges due to the COVID-19 worldwide pandemic, and responsibly and faithfully counseled on plans to secure the health and safety of students, faculty, and staff; and supported the necessary pivots to a remote teaching and learning environment ensuring that students could continue to work toward their degrees; and

WHEREAS, Chairman Gunning has been an ardent champion of CSU 2.0 and provided great insight and support to the administrative leadership team throughout the CSU 2.0 planning process to facilitate emerging from the pandemic as a stronger university, and supports inclusive campus community participation in those plans and strategies to assure the University's position in the forefront of Ohio higher education:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees acknowledges with sincere appreciation the dedication and contributions of Mr. David H. Gunning II to the State of Ohio, Cleveland State University, and the greater Cleveland community. His loyal commitment, focused determination, and alumni pride are admirable traits exhibited through his leadership. The University invites his continued involvement in the years to come.

REPORT OF THE NOMINATING COMMITTEE

Committee Chair Adler reported that the Nominating Committee consisted of Chair Gunning, Trustee Whiting, and himself. The members met in April and are submitting the following slate of Officers for the Board's consideration to serve in 2021-2022: David M. Reynolds, Chair; Timothy J. Cosgrove, Vice Chair; Lisa Kunkle, Treasurer; Patricia M. DePompei, Executive Committee Member; and Sonali B. Wilson, Board Secretary.

Chair Gunning accepted the Nominating Committee slate of officers and returned the floor to Committee Chair Adler to conduct the election.

Trustee Adler asked if there were any nominations from the floor for any of the offices. Hearing none, he moved to approve the slate; Trustee Cosgrove seconded the motion. The slate of candidates was approved by voice vote and will retain their positions at the end of the meeting.

RESOLUTION 2021-37

ELECTION OF OFFICERS FOR 2021-2022

BE IT RESOLVED that the Cleveland State University Board of Trustees hereby elects the following persons to serve as officers for 2021-2022 term: Trustee David M. Reynolds as Chair, Trustee Timothy J. Cosgrove as Vice Chair, Trustee Lisa K. Kunkle as Treasurer, Trustee Patricia M. DePompei as Executive Committee Treasurer, and Sonali B. Wilson as Secretary to the Board of Trustees.

ADJOURNMENT

Chair Gunning, in his final meeting as Chair Trustee, addressed the Board by saying that as an alumnus who understood the impact of Cleveland State University in the region, he was honored to be appointed by Governor John Kasich years ago, and that it has been a privilege to serve as a Trustee and as Chair. Through his term, Cleveland State has seen many accomplishments and has experienced outstanding leadership, always keeping students at the focus. The Chair noted achievements such as partnerships and stronger relationships in the region, new degree and athletic programs, new state-of-the-art physical spaces, and an upward

trajectory for the energy, passion and dedication of the campus community. He thanked President Sands for his leadership and the faculty providing excellence in the classrooms.

There being no further business, at 10:59 a.m.

Respectfully submitted,

APPROVED ON SEPTEMBER 23, 2021

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

APPROVED ON SEPTEMBER 23, 2021

David M. Reynolds
Chair, Board of Trustees