



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**

**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**

**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 comple

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

Linda McHugh  
Chief Human Resource Officer, Cleveland Clinic

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**

#### **BOARD OF 020-21**



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 3<sup>rd</sup> 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**



