



**BOARD OF TRUSTEES  
THE CLEVELAND STATE UNIVERSITY**

**MINUTES OF THE MEETING**

**BOARD OF TRUSTEES MEETING**

**DATE:**

**RESOLUTION 2019-45**

**REAPPOINTMENT OF COMMUNITY BOARD MEMBER  
HEATHER LENNOX**

**WHEREAS**, the Bylaws of the Board of Trustees were amended on January 20, 2006 to expand the Board's membership and expertise with other faculty and community members to serve as non-voting members; 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 3344-1-01 (N) of the Bylaws of the Board of Trustees, community members may be appointed, at the discretion of the Board Chair, to two-year terms as a non-voting advisors; and

**WHEREAS**, Heather Lennox was recommended by then Board Chair Bernie Moreno to a two-year term ending June 30, 2019; and

**WHEREAS**, Heather Lennox has served on the Board of Trustees with dedication, and has provided valuable knowledge and expertise since her initial appointment as a Community Board Member on June 20, 2017;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees approves the reappointment of Heather Lennox as a Community Member of the Cleveland State University Board of Trustees for a second two-year term ending June 30, 2021.

**Recognition of Faculty Representative Stephen F. Duffy**

Chair Gunning noted that this is the last meeting for Dr. Duffy as a member of the Board, who has served previously and whose current term is coming to an end. He recognized Dr. Duffy for his valuable service as a faculty member and faculty ambassador.

Trustee Kirk moved, and Trustee Moore enthusiastically seconded, the following motion

**WHEREAS**, Dr. Stephen F. Duffy was elected by the Faculty Senate to serve as a Faculty Representative to the Cleveland State University Board of Trustees for a one-year term commencing July 1, 2018; and

**WHEREAS**, Professor Duffy has served previously as a Faculty Representative to the Board of Trustees for three consecutive terms, from 2011 to 2014; and

**WHEREAS**, Professor Duffy's current term on the Board of Trustees expires June 30, 2019; and

**WHEREAS**, Professor Duffy, most recently, has served as a member of the Financial Affairs and Athletics Committees of the Board of Trustees; and

**WHEREAS**, during his term of service, Professor Duffy has shared his knowledge and expertise as a practicing civil engineer and as the Director of the University Transportation Center, has represented the views of the faculty to the Administration and the Board of Trustees, and has contributed to enhanced academic programs and student support services at Cleveland State University;

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees expresses its sincere appreciation to Professor Stephen F. Duffy for his contributions and support of Cleveland State University during four terms of service on the Board of Trustees and wishes him every success as he continues to focus on educating future generations of exceptional civil engineers.

Dr. Duffy expressed his appreciation. He stated that he has served with various Boards several times throughout his career. He thanked the Board of Trustees for its commitment to the University, and for its time and support.

### **REPORT OF THE PRESIDENT**

President Sands reported that the University is making progress, and the right investments in student success. According to the NYT/Center on /Education Data & Policy, which measured expected graduation rates based on race, gender, age and test scores (**Attachment A**), Cleveland State University outperformed the expected graduation rate by 7%, and outperformed most of its Ohio peer institutions.

President Sands reported starting a debt forgiveness program he labelled "Project Restart." He stated that 78 students who dropped out because they could not pay and owed less than \$5,000, were contacted. Eighteen of those students met with advisors and are enrolled for Fall semester, subject to payment of the tuition bill first.

President Sands reported that, two weeks ago, he and all the other Inter-University Council (IUC) presidents met with Governor DeWine, who has a strong interest in higher education, wraparound services and workforce development. He noted that the Ohio Senate was close to voting on the biennial budget, which includes a 1% increase in the State Share

an additional \$290,000 in support of students aging out of foster care, which will support 10 additional Sullivan-Deckard Scholarships; and \$500,000 directed to the College of Urban Affairs. Chair Gunning added that the Senate has added \$40 million for the film tax credit. He encouraged the Board members to “keep the pressure on” for support and for CSU’s School of Film and Media Arts.

President Sands announced the appointment of Dr. Shannon Greybar-Milliken as Vice Provost and Dean of Students. He noted that she has served in an interim role for a year. He also introduced Heather Link, his new Chief of Staff, who starts officially on July 1.

On June 19, President Sands reported that a \$1 million gift from Char & Chuck Fowler was publicly announced to a standing room-only crowd in the Glasscock Family Foundation Ballroom of the Student Center. He noted that the generous gift from the Char and Chuck Fowler Family Foundation will support CSU’s Lift Up Vikes! Program, providing necessary food and additional support services, with the establishment of a centrally-located student resource center and creation of an emergency grant fund to help eligible students in need remain enrolled.

Tom Hopkins was welcomed as the newly-elected Chair of the CSU Foundation Board of Directors. He is a graduate and long-time supporter of Cleveland State University, and a retired executive of The Sherwin-Williams Company. President Sands noted that Sherwin-Williams has the largest corporate CSU alumni group. Mr. Hopkins spoke of the tremendous scholarship fundraising momentum with *Radiance*, which topped \$2 million this year, and noted the extensive opportunity for enrollment growth and seeing the students through to graduation. He committed the Foundation’s support in meeting those expectations.

Assistant Vice President Rob Spademan reviewed enrollment data for freshmen, transfer and graduate students, compared to this time last year (**Attachment B**). He reported that freshman applications are up 6%. The significant indicator is the number of admissions registered for Orientation, which is up 13%. Mr. Spademan noted that none of our peers are reporting double-digit increases.

Vice President Spademan reported that transfer students applications are down 9%. He noted that transfer students typically apply late, and are not required to go to Orientations, although there is an on-line orientation.

Graduate student admissions are down nationally by 25-30%. Cleveland State is above domestic graduate admissions, compared to last year, but down in international graduate admissions. The partnership with Shorelight Education is expected to boost international graduate enrollment. President Sands noted that university presidents nationally are struggling with the rhetoric that visas may not be renewed, which is hurting the academic community. He requested the advice and counsel of Board members.



at the University of Jordan. His area of specialization is history and religion of Islamic Middle East and North Africa. He uses the “map walk”, which he has been doing since 2008, as a method of teaching about the Middle East and Non-Western World. He observed that it is a challenge for students to study abroad due to finances.

Jennifer S. Visocky is a full professor in the Department of Art & Design, who specializes in graphic design, and is a long-time faculty advisor and promoter of internships. She is a designer by trade and ran a small business, and has transitioned to writing about design.

Ashley Banks is an Honors students and McNair Scholar, who is majoring in Spanish and Psychology and pre-med, with a 3.91 GPA. She has been homeschooled; self-studied for the GED and ACT, and graduated with a 4.0 GPA from Cuyahoga Community College. She volunteers as a Spanish tutor. Six months were spent in Venezuela, teaching English and music. She plans to graduate in May 2021 and work as a primary care physician in both English and Spanish-speaking communities.

Gwendolyn Kochur was an Honors College student, who graduated summa cum laude from the School of Communication in three years, with a degree in journalism this past May. While attending CSU, she reviewed community theatre as part of a CSU Civic Engagement grant, worked as a theater critic and arts journalist for the Cleveland Scene, and as an intern in the CSU Marketing Department her last semester at CSU. She completed an international internship in Edinburgh, Scotland, which holds the largest performing arts conference, and assisted in bringing the Society of Professional Journalists regional conference to CSU. In addition to being recognized as the CSU School of Communication Student of the Year in Journalism, the Society of Professional Journalists honored Ms. Kochur with its Mark of Excellence Award.

### **Recognition of Dr. Gregory M. Sadlek as Dean Emeritus**

President Sands presented a resolution in recognition of Dr. Gregory M. Sadlek, as he retires from Cleveland State University at the end of the month. Chair Gunning moved, and Trustee Kirk seconded, the motion to approve the resolution, recognizing Dr. Sadlek as the founding dean of the College of Liberal Arts and Social Sciences in 2005, setting and practicing high standards of professionalism and placing student success at the forefront. The following resolution was approved unanimously with applause.

## **RESOLUTION 2019-47**

### **RECOGNITION OF DR. GREGORY M. SADLEK AS DEAN EMERITUS**

**WHEREAS**, Gregory M. Sadlek, Ph.D. was recruited as the founding Dean of the newly formed College of Liberal Arts and Social Sciences after an extensive national search in 2005; and

**WHEREAS**, Gregory M. Sadlek has consistently set a high standard of professionalism and fostered the idea of inclusiveness to ensure that student success is at the forefront of the College’s faculty and administration priorities; and

**WHEREAS**, Dr. Sadlek has provided astute and thoughtful leadership to the College's nearly 150 full-time faculty members, many part-time faculty members, and 50 dedicated staff members; and

**WHEREAS**, Dr. Sadlek has championed the mission, value, and vital importance of the College of Liberal Arts and Social Sciences to the University, its student majors, and thousands of alumni; and has nurtured a culture of strong alumni relations, volunteerism, and philanthropy in support of current and future students; and

**WHEREAS**, Dean Sadlek has advocated for the concept of engaged learning both inside and outside the classroom, both locally and internationally, and has initiated study abroad programs and partnerships with institutions in India, Korea, China, France, Poland, Turkey, Hungary, Slovenia, and Nigeria; and

**WHEREAS**, Gregory Sadlek has provided astute and thoughtful advice to Cleveland State's Presidents, members of the Board of Trustees, and University senior staff; and where his tenure as Dean and Professor was marked by numerous milestones including lending valuable oversight to the newly created Arts Campus at Playhouse Square including the opening of the new School of Film & Media Arts; and stewarding enrollment and success in the College through the CLASS Advising Center which assists students in developing a plan for academic success, fostering academic achievement, leadership development, strong faculty-student relationships, co-curricular engagement and decision making abilities.

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees awards the designation of "Dean Emeritus" upon Dr. Gregory M. Sadlek for his outstanding dedication and service as Dean and Professor, and wishes him all the best in the fulfillment of his future endeavors.

### **REPORT OF THE CSU FOUNDATION**

Trustee Tim Cosgrove gave his final report as Chair of the CSU Foundation. He announced that, at the Foundation's annual meeting, Tom Hopkins was elected as Chair of the CSU Foundation Board of Directors, and by virtue of the position, will serve as a non-voting member of the Board of Trustees for the duration of his term of office. He announced that Nancy McCann and Sarah Flannery will serve as co-chairs of *Radiance*, with a \$2.1 million scholarship fundraising goal this year.

Mr. Cosgrove presented the fundraising reports through May 31, 2019 (**Attachment D**). He noted that the \$10 million fundraising goal for the fiscal year has been exceeded at \$10.9 million, with a few more major gifts expected. The overall return on investments totaling \$92.5 million, he reported, was up 4.1% for the fiscal year; and up 11.6% for the calendar year.

Mr. Cosgrove thanked Berinthia LeVine, Vice President for University Advancement and Executive Director of the CSU Foundation, for committing to continue to serve in that capacity until the search is completed for her replacement.





The main components of the University's budget (Operating, General Fee, and Auxiliary Enterprises) for FY20 (\$297 million) and FY21 (\$300.7 million) were reviewed. A shortfall of

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**BE IT FURTHER RESOLVED** that should House Bill 166 contain provisions that change the University's recommended FY20 and FY21 budget, the University administration will submit a revised recommended FY20 and FY21 Budget for consideration and approval by the Board of Trustees at a duly noticed meeting to be held no later than September 30, 2019.

**Tuition Rates for FY 2020**

Mr. Long explained that, pending the passage of the state budget, the Board of Trustees is delegating authority to the President to increase the tuition to the maximum permitted by law, and that is consistent with the University's budget planning process.

Chair Gunning moved, and Trustee Komoroski seconded, the motion to

**NOW, THEREFORE, BE IT RESOLVED** that the President is authorized to increase tuition up to the maximum amount permitted by law and consistent with the Cleveland State University FY20-FY21 budget planning process.

### **Miscellaneous Fees for FY 2020**

Trustee Kirk reported that the Miscellaneous fees report for FY 2020 (**Attachment J**) is provided to the Board for information only. No action is required.

Mr. Long explained that the miscellaneous fees are non-tuition fees charged to students. He noted that the FY 20 Miscellaneous Fees are kept the same as last year.

### **CONSENT AGENDA**

Chairman Gunning explained that routine matters, or those discussed previously, are considered on the Consent Agenda. Chairman Gunning asked if there were items that Board members wished to discuss individually; there were none.

Trustee Moore moved, and Trustee Cosgrove seconded, the motion to approve the following consent agenda items: Lease Renewal with AVC Parking for 2178 Cedar Avenue – Lot 43 (**Attachment K**), Lease Renewal with T.O.T. Industries for 2020 Carnegie Avenue – Lot 44 (**Attachment L**)

applicable and effective provisions of federal and state laws, or as otherwise deemed appropriate, subject to the review of the University General Counsel.

**RESOLUTION 2019-51**

**AUTHORITY TO LEASE PROPERTY LOCATED AT 2020 CARNEGIE AVENUE**

**WHEREAS**, the Department of Parking and Transportation Services is charged with providing parking services for students, faculty, staff, visitors and special events on campus; and

**WHEREAS**, an increase in enrollment and the loss of parking space inventory has resulted in a shortage of parking spaces for commuter students, faculty, staff and visitors;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees hereby approves the recommendation by the University Administration to lease parking spaces from TOT Parking for the period of August 16, 2019 to May 15, 2020 Carnegie for total cost not to exceed \$10,000 and authorizes and empowers the Administration , in carrying out this Resolution, to make any necessary changes to the subject lease as may be required to ensure compliance with the applicable and effective provisions of federal and state laws, or as otherwise deemed appropriate subject to review by University General Counsel.

**RESOLUTION 2019-52**

**Authorizing the issuance of Limited Available Receipts Bonds  
of the University in a principal amount not to exceed \$28,000,000  
to pay certain Lease Obligations and paying costs of issuance in connection therewith**

WHEREAS, the Board of Trustees of Cleveland State University, a state university of the State of Ohio (the "University") is authorized by Sections 3345.11 and 3345.12 of the Revised Code, enacted by the General Assembly under autCode,pts Bo



“Lease” means that certain Lease Agreement made and entered into as of December 29, 2010 by and between 1901 East 13<sup>th</sup> LLC (“1901”) and the University relating to the Lease of the Middough Building located at 1901 E. 13<sup>th</sup> Street, Cleveland, Ohio, and which houses the University’s Theater and Dance departments.

“Lease Payment” refers to the rent payment due under the Lease on March 15, 2019.

“Limited Available Receipts” means “available receipts” as defined in Ohio Revised Code 3345.12(A)(11) but excluding receipts from student fees and charges.

“Original Purchaser” means PNC Bank, National Association, or such other person or persons who purchased the Series 2019 Bonds upon their initial issuance and delivery.

“Outstanding Obligations” means all bonds, notes and other instruments evidencing obligations of the University issued pursuant to the Trust Agreement dated as of May 1, 1993 between the University and U.S. Bank National Association, as Trustee, as supplemented from time to time, including without limitation by the Ninth Supplemental Trust Agreement dated as of September 1, 2011 and the Eleventh Supplemental Trust Agreement dated as of February 1, 2016, together with all other obligations of the University secured by a pledge of and lien on General Receipts, as such term is defined in the foregoing Trust Agreement as supplemented.

“Paying Agent” means the Fiscal Officer.

“Register” means all books and records necessary for the registration, exchange, and transfer of the Series 2019 Bonds.

“Registrar” means the Fiscal Officer.

“Series 2019 Bonds” means the notes or bonds of the University designated as “Limited Available Receipts” notes or bonds authorized by this Resolution, payment of which is pledged to be made from Limited Available Receipts.

“Tax-Exempt Bonds” means any Series 2019 Bonds originally issued as obligations the interest on which is excluded from gross income under the Code and is not an item of tax preference for purposes of the alternative minimum tax imposed under the Code.

“This Resolution” or “Series 2019 Resolution” means this Resolution and the related Certificate of Award for the Series 2019 Bonds.

“Term Sheet” refers to the Preliminary Summary of Terms and Conditions for Direct Purchase of Tax-Exempt Fixed Rate Bonds/Notes, submitted by PNC Bank, National Association, dated February 7, 2019, as revised February 15, 2019, as further revised February 20, 2019, as further revised February 22, 2019 as further revised February 25, 2019, and as further revised May 24, 2019.

Unless the context otherwise indicates, words importing the singular number shall include the plural number, and vice versa. References to sections, unless otherwise stated, are to sections of this Resolution.

**Authority.** This Resolution is adopted pursuant to the Act.

**Authorization to Issue Series 2019 Bonds.** It is declared to be necessary to, and the University shall, issue, sell and deliver the Series 2019 Bonds, in one or more series, as provided and authorized in this Resolution, in the maximum principal amount not to exceed \$28,000,000 for the purpose of paying costs of the 2019 Project and the costs of issuance of the Series 2019 Bonds. The actual principal amount of the Series 2019 Bonds issued under this Resolution shall be as set forth in the Certificate of Award, determined on the basis of the Fiscal Officer's certification of the amount from Bond proceeds required to pay the costs of the 2019 Project.

The Series 2019 Bonds shall be dated on the day of issuance and shall be issued in one or more series, each bearing a distinctive designation, provided that Series 2019 Bonds or each series shall satisfy the requirements of this Resolution.

The Series 2019 Bonds shall bear the signatures of at least two of the Authorized Officers.

The appropriate officers of the University and the Board are each authorized and directed to sign any transcript certificates, financial statements and other documents and instruments and to take such actions as are necessary or appropriate to consummate the transactions contemplated by this Resolution.

**Terms and Provisions Applicable to the Series 2019 Bonds.**

**Form.** The Series 2019 Bonds shall be issued only as one or more fully registered instruments, numbered from R-1 upward, and substantially in the form attached to the Covenants Agreement, and shall bear interest at the fixed rate or rates stated therein (not to exceed 6% per annum).

**Principal and Interest.** All of the principal of the Series 2019 Bonds shall be due and payable on the date of optional redemption or the final maturity date, as applicable. The Series 2019 Bonds shall bear interest from the date of issuance payable on the Interest Payment Dates and on the date of optional redemption or the final maturity date, as applicable, at the per annum rate or rates of interest, computed on the basis of a 360-day year consisting of twelve 30 day months, or such other interest rate calculation method, as set forth in the Certificate of Award. Upon any event of default, such interest rate shall increase to the Default Rate as set forth in the Covenants Agreement, which is the Base Rate of the Original Purchaser plus 3%.

**Maturity.** The Series 2019 Bonds shall mature on the maturity date, anticipated to be the third anniversary of the issuance of the Series 2019 Bonds, but no later than June 21, 2022.

**Prior Redemption.**

**Mandatory Redemption.** The Bonds shall not be subject to any mandatory sinking fund requirements or mandatory redemption.

**Optional Redemption.** Series 2019 Bonds shall be subject to redemption at the option of the University prior to stated maturity, in whole, from Limited Available Receipts or other moneys then available to the University, on any day on which the Original Purchaser is open

for business on or after June 21, 2020, at par, with at least fifteen (15) days prior written notice to the Original Purchase.

**Places and Manner of Payment.** The Series 2019 Bonds shall be payable to the Original Purchaser by wire transfer or other agreed method pursuant to instructions of the Original Purchaser. Payment of principal shall require presentation of the Series 2019 Bond to the Fiscal Officer. The Fiscal Officer shall act as the paying agent for all payments on the Series 2019 Bonds.

**Registrar of Series 2019 Bonds; Transfer.** The Fiscal Officer shall act as Registrar and shall keep the Register for the Series 2019 Bonds. The Series 2019 Bonds shall be transferable in accordance with the Covenants Agreement.

**Execution and Authentication.** The Series 2019 Bonds shall be executed by two Authorized Officers and authenticated by the Secretary or any Assistant Secretary of this Board.

**Pledge of Limited Available Receipts.** Pursuant to and in accordance with Ohio Revised Code Section 3345.12(C), the University does hereby grant to the Original Purchase a pledge of and lien on Limited Available Receipts to secure payment of the Series 2019 Bonds. Such pledge and lien is subordinate to the pledge on General Receipts (as defined or described in the Outstanding Obligation) provided by the University to secure the Outstanding Obligations, and no payments shall be made on the Series 2019 Bonds from General Receipts during any period in which all amounts then required to be paid or funded in respect of the Outstanding Obligations have not been paid or funded; provided, the failure to make such payments on the Series 2019 Bonds when due shall be a default under the Series 2019 Bonds.

**Sale of Series 2019 Bonds.**

**General.** The Series 2019 Bonds shall be privately placed directly with the Original Purchaser and delivered to the Original Purchaser not later than June 30, 2019 in accordance with this Resolution, and on such further terms authorized by or not inconsistent with this Resolution and the Term Sheet. The Fiscal Officer shall execute the Certificate of Award and the Certificate of Award shall confirm the final interest rate for the Series 2019 Bonds, the Interest Payment Dates, the final maturity date, and the allocation of the Series 2019 Bonds as those that are Tax-Exempt Bonds, together with such other determinations permitted herein within the parameters contained in this Resolution. The Authorized Officers of the University shall enter into a Covenants Agreement with the Original Purchaser and shall execute such other documents as may be required by the Original Purchaser or legal counsel for the Series 2019 Bonds in order to further provide for the terms of sale to the Original Purchaser of the Series 2019 Bonds. The terms of the Covenants Agreement shall not be inconsistent with this Resolution and the Term Sheet, and shall not be materially adverse to the University as approved by the Authorized Officer, his or her signing to constitute conclusive approval on behalf of the University.

**Closing Documents.** The University shall furnish to the Original Purchaser a true certified transcript of all proceedings had with reference to the authorization, sale and issuance of the Series 2019 Bonds along with other information as is necessary or proper with respect to those Series 2019 Bonds, certified by an Authorized Officer.



**Allocation of Proceeds of Series 2019 Bonds.**

The entire proceeds from the sale of the Series 2019 Bonds shall be deposited with the Fiscal Officer for reimbursement of amounts expended by the University for the Lease Payment.

**Other documents.** The President of the University, the Fiscal Officer, and the Chair and Vice-Chair of the Board, or any two or more of them, are authorized and directed to furnish, sign and deliver the Covenants Agreement and such other documents, IRS forms, tax agreements, certificates and instruments as may be necessary or appropriate to issue the Series 2019 Bonds and to consummate the transactions contemplated in this Resolution, the Term Sheet and the Covenants Agreement. The Secretary to the Board or other appropriate officials of the University shall furnish the Original Purchaser a true transcript of proceedings certified by

action shall be in writing and signed by the officer, (ii) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the University, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Series 2019 Bonds, and (iii) to give one or more appropriate certificates, for inclusion in the transcript of proceedings for those Bonds, setting forth the reasonable expectations of the University regarding the amount and use of all the proceeds of those Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Series 2019 Bonds.

**Open Meeting.** It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were taken in meetings open to the public, in full compliance with applicable legal requirements including Section 121.22 of the Revised Code.

#### **RESOLUTION 2019-53**

#### **REQUESTING APPROVAL OF \$950,000 FOR FISCAL YEAR 2020 FOR ADVERTISING MEDIA, PRODUCTION AND RELATED SERVICES**

**WHEREAS,** the University is involved in paid advertising campaigns to promote student recruitment, retention and institutional image; and

**WHEREAS,** the request is for Fiscal Year 2020 funding of \$950,000 for the purchase of media and related expenses for recruitment.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Trustees authorizes purchase orders totaling \$950,000 for advertising purchases for FY 2020.

#### **RESOLUTION 2019-54**

#### **JOINT USE AGREEMENT BETWEEN**

**WHEREAS**, the release of this appropriation for its intended recipient, the Cleveland Institute of Art (CIA), is contingent upon the execution of a joint use agreement between the University and CIA; and

**WHEREAS**, the University has concluded that the value of the use of the Cleveland Institute of Art building and the advanced animation course to be provided to University film majors under the proposed joint use agreement, is reasonably related to the amount of the appropriation, and the terms of the agreement are more favorable to the University than to others;

**NOW, THEREFORE, BE IT RESOLVED** that Cleveland State University Board of Trustees hereby approves the proposed Joint Use Agreement between the University and the Cleveland Institute of Art in substantially the form attached hereto, subject to changes deemed necessary by the University General Counsel and/or required by the Chancellor of the Board of Regents; and further, that the Administration is hereby authorized to take all steps necessary to execute said Agreement once approved by the Chancellor.

**RESOLUTION 2019-55**

**RECOGNIZING JUNE E. TAYLOR FOR HER DISTINGUISHED SERVICE ON**

engaged learning and providing students with valuable internship and cooperative education opportunities;

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees acknowledges with sincere appreciation the dedication and contributions of Ms. June E. Taylor to the State of Ohio, Cleveland State University, and the greater Cleveland community, and wishes her all the best in the pursuit of future endeavors.

### **RESOLUTION 2019-56**

#### **RECOGNITION OF TERRENCE P. FERGUS FOR HIS SERVICE ON THE CLEVELAND STATE UNIVERSITY BOARD OF TRUSTEES**

**WHEREAS**, Terrence P. Fergus was appointed by Governor John R. Kasich on April 27, 2018 to the Cleveland State University Board of Trustees; and

**WHEREAS**, prior to his gubernatorial appointment, Mr. Fergus had effectively served, since September 2017, as a Community Member of the Board of Trustees; and

**WHEREAS**, Mr. Fergus was elected to serve as Treasurer and an officer of the Board of Trustees in 2018; and served as Chair of the Financial Affairs Committee in his capacity as Board Treasurer; and

**WHEREAS**, Mr. Fergus has been integrally involved with Cleveland State University as an alumnus, and has generously given of his time, expertise and resources by establishing The Fergus Family Endowed Chair in Accounting at CSU's Ahuja College of Business to support engaged learning and research;

**NOW, THEREFORE, BE IT RESOLVED** that the Cleveland State University Board of Trustees acknowledges with sincere appreciation the dedication and contributions of Mr. Terrence P. Fergus, to the State of Ohio and Cleveland State University, and encourages his continued involvement with the University in the years to come.

#### **EXECUTIVE SESSION**

Trustee Moore moved, and Trustee Kirk seconded, the motion to adjourn into Executive Session for the purpose of discussing matters involving real estate, personnel matters involving the performance 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. Cosgrove, Mr. Kirk, Mr. Komoroski, Mr. Moore, Mr. Reynolds, and Chairman Gunning.

Chair Gunning excused everyone except the voting and community trustees present, President Sands, Provost Zhu, Board Secretary Napier, General Counsel Wilson, Assistant Board Secretary Laurie Day, and Controller and Associate Vice President Kathleen Murphy. The executive session began at 10:20 a.m.

Chair Gunning announced at 12:00 noon that the Board had finished its business in Executive Session and was returning to its regular meeting. He noted two items to be acted upon as a result of the executive session.

Trustee Kirk moved, and Trustee Komoroski seconded, the motion to approve the President's performance bonus and annual salary as proposed and amended. The following resolution was passed by voice vote.

### **RESOLUTION 2019-57**

#### **PRESIDENT'S CONTRACT PERFORMANCE BONUS**

**WHEREAS**, the Executive Committee of the Board of Trustees, pursuant to Section 3344-1-02(J) of the Board's Bylaws and Sections 3.2 and 4.5 of the President's Employment Agreement, has performed its annual evaluation of President Harlan M. Sands and has concluded that he has provided excellent, inspired leadership that is allowing Cleveland State to achieve successes never before attained at the University. He has met and exceeded the goals and objectives that were previously agreed upon by the President and the Board of Trustees; and

**WHEREAS**, the Executive Committee has recommended to the full Board, that, in light of President Sands' accomplishments in meeting his goals and objectives as required, he receive a performance bonus in an amount that is Twenty percent [20 %] of his annual base salary as in

