

## Board of Trustees April 14, 2014 Minutes

Board of Trustees

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## Minutes

**The University of Toledo  
63<sup>rd</sup> Meeting of the Board of Trustees  
Monday, April 14, 2014  
Driscoll Alumni Center, Schmakel Room  
1:00 p.m.**

The sixty-third meeting of The University of Toledo Board of Trustees was held on Monday, April 14, 2014, on the Main Campus in the Schmakel Room, Driscoll Alumni Center. Chair Joseph H. Zerbey, IV called the meeting to order at 1:00 p.m. Ms. Joan Stasa, Secretary to the Board, recorded the minutes.

### **CALL TO ORDER**

The following Board of Trustees members were in attendance:

Brittney M. Brown, Student Trustee  
Laura E. Halpin, Student Trustee  
S. Amjad Hussain  
Linda N. Mansour  
Susan F. Palmer  
Sharon Speyer  
John S. Szuch  
Gary P. Thieman  
Joseph H. Zerbey, IV

### **ATTENDANCE**

A quorum of the Board was constituted.

The following individuals were also in attendance:

Brian Ashburner, Associate Dean College of Natural Sciences and Mathematics  
Anne Balazs, 2013-2014 ACE Fellow  
Jamie Barlowe, Dean College of Language, Literature and Social Sciences  
Cameron Cruickshank, VP Enrollment and Online Education  
Meghan Cunningham, Media Relations Specialist  
David Cutri, Director Internal Audit and Chief Compliance Officer  
Samuel Derkin, Reporter for the Independent Collegian  
Michael Dowd, Associate Professor/Chair Department of Economics  
Lucy Duhon, Associate Professor Library Administration  
Johnnie Early, Dean College of Pharmacy and Pharmaceutical Sciences  
Tim Gaspar, Dean College of Nursing  
Karen Hoblet, Assistant Professor College of Nursing/Faculty Senate President  
Lloyd Jacobs, University of Toledo President  
Patricia Komuniecki, Vice Provost Graduate Affairs/Dean College of Graduate Studies  
Joel Kuhlman, UT Student  
Brenda Lee, President UT Foundation  
Chuck Lehnert, VP Corporate Relations

Heather Lorenz, Sr. Industrial Hygienist  
Benjamin Lynn, UT Student  
Rich Martinko, Director Transportation Research and Intermodal Institute  
Ronald McGinnis, Interim Dean College of Medicine  
William S. Messer, VP of Research  
Diane Miller, Associate VP Federal Relations  
David R. Morlock, Executive VP Finance and Administration/CEO UTMC  
Nagi Naganathan, Dean College of Engineering  
Jeff Newton, Public Safety Officer/Chief of Police  
Steve Nobil, Attorney with Millisor & Nobil  
Michael O'Brien, VP and Director of Athletics  
Peter Papadimos, VP and General Counsel  
Kaye Patten Wallace, VP for the Student Experience  
Michael Peachock, UT Student  
Penny Poplin Gosetti, Dean of the Judith Herb College of Education  
Bryan Pyles, Associate VP Finance/Strategic Plan  
Nolan Rosenkrans, Reporter for *The Blade*  
Linda Rouillard, Associate Professor Foreign Languages  
Scott Scarborough, Provost and Executive VP Academic Affairs  
Vern Snyder, VP Institutional Advancement  
Joan Stasa, Secretary Board of Trustees  
Dan Steinbock, Dean College of Law  
Jon Strunk, Sr. Director University Communications  
Mike Valigosky, Director Environmental Health and Radiation Safety  
Kevin West, Sr. Director Faculty Labor Relations/Inclusion Officer

Chair Zerbey requested a motion to waive the reading of the minutes from the February 10, February 19, and March 6, 2014 Board meetings and accept them as written. A motion was received from Trustee Hussain and seconded by Trustee Palmer. The meeting minutes were approved by the Board members present.

**APPROVAL OF MEETING MINUTES**

Chair Zerbey requested a motion for approval of all items on the Consent Agenda. A motion was received by Trustee Mansour, seconded by Trustee Szuch, and approved by the Board.

**APPROVAL OF CONSENT AGENDA**

Dr. Lloyd Jacobs made mention of an article that appeared in the March 2014 National Council for Science and the Environment publication, *Interdisciplinary Environmental and Sustainability Education and Research: Institutes and Centers at Research Universities* (page 50) about the UT Lake Erie Center. He stated that the article is prominently featured and is just one more item that helps to elevate the building of stature for The University of Toledo.

**PRESIDENT'S REPORT**

Board Chair Zerbey provided the following comments about the search for a new president. Pursuant to the Ohio Revised Code and the Board Bylaws of The University of Toledo, the board is empowered to adopt rules for the governance of the University, hire and supervise the president, oversee finances and control

**CHAIRMAN'S REPORT**

university property and facilities. The Board serves the citizens of Ohio. It is responsible for ensuring the highest level of educational experience and production of research that provides cultural and economic benefits. The Board recognizes that one of its greatest responsibilities is the selection of the President of the University. To that end, it is critical that a transparent and effective process be developed and executed. It is this Board's intent to enter into an agreement with an executive search firm with experience in healthcare and higher education to ensure that we will attract the best candidates for the position and that the process is inclusive wherein all appropriate constituencies are heard with respect to the priorities and qualifications of this leadership role. It is highly recommended, and I implore you, that all Board members participate in this process. I have asked Vice Provost John Barrett and Vice President Larry Burns to serve as co-chairs of a Logistics Support Committee to whatever search apparatus that is put into effect. The Trusteeship and Governance Committee shall be responsible for vetting the search firms and making recommendations for approval. Likewise, the Trusteeship and Governance Committee shall be responsible for presenting and recommending a structure, selection process and communication plan.

Committee Chair Palmer requested Mr. David Morlock present the Personnel Action Reports for April 14, 2014. After discussion of the reports, Mr. Zerbey requested a motion to approve the Personnel Action Reports. A motion was received by Trustee Hussain, seconded by Trustee Mansour and the Personnel Action Reports were approved by the Board.

Trustee Palmer presented the Board with two resolutions: one for the smoking ban which would ban smoking cigarettes, smokeless tobacco, snuff and electronic cigarette use on all UT campuses and one against the smoking ban which would maintain the "status quo." She reminded the Trustees about the remarks made at the Academic and Student Affairs Committee meeting last month where students, faculty and staff spoke in favor of, and in opposition to, implementing this ban. Dr. Hussain stated that the Board has discussed this issue several times over the last few years, specifically when a smoking ban was instituted throughout the campus buildings and when the Health Science Campus went completely smoke free. He reported that banning smoking on UT campuses is an extension of those bans and goes along with many other institutions around the country where similar bans have been instituted. Trustee Hussain stressed that there are many implications for banning tobacco use on campus, most importantly an attempt to reduce health hazards that smoking and tobacco use has been known to cause. He indicated that The University of Toledo needs to be at the cutting edge of health care and prevention and implementing a smoke-free environment is another step in the right direction. Discussion ensued among the Trustees about how the ban would be implemented and when it would take effect. Trustee Zerbey requested a motion to accept Resolution No. 14-04-08: "Provision of a Smoke-Free and Tobacco-Free Environment on The University of Toledo Campuses." A motion for approval was received from Trustee Speyer, seconded by Trustee Mansour and

**ACADEMIC  
AND STUDENT  
AFFAIRS  
COMMITTEE**

unanimously approved by the Board members. Dr. Jacobs stated that an implementation group would be organized within the next few weeks and will be charged with proposing ways to enforce the ban, as well as suggest plans for cessation programs to assist individuals who want to quit.

Clinical Affairs Committee Chair Gary Thieman presented the minutes for the February and March meetings to the Board. Trustee Zerbey requested a motion to accept the meeting minutes as presented. A motion was received from Trustee Palmer, seconded by Trustee Mansour and approved by all Trustees.

**CLINICAL  
AFFAIRS  
COMMITTEE**

Mr. David Morlock mentioned that included in the Trustees' meeting materials are copies of an Emergency Management Evaluation and an Environment of Care Evaluation, which are required Joint Commission evaluations. Mr. Morlock stated that the Joint Commission is the accrediting body of UTMC and the standard requires that the hospital's leadership body -- the Board of Trustees -- review a copy of the annual assessments and that it be noted in the meeting minutes. The assessments are a method of informing the hospital's leadership as to the status of each section of the Environment of Care in the Clinical Enterprise. The areas assessed include: General Safety, Security, Medical Equipment, Hazardous Materials, Utility Systems, Fire/Life Safety and Emergency Management. Mr. Morlock reported that the current status of all of the programs for CY 2013 is excellent. Mr. Zerbey thanked Mr. Morlock for his report and requested a motion from the Trustees to accept the reports as presented by Mr. Morlock. A motion was received by Trustee Palmer, seconded by Trustee Hussain and then approved by all Trustees present.

Mr. David Morlock was invited to provide the Trustees with information about the Family Medicine Residency Clinic Project. He referred the Trustees to proposed Resolution No. 14-04-07: "Capital Request for Family Medicine Residency Clinic Project," which was located in their Board materials. He reported that UT will take over sponsorship of the program located at St. Luke's Hospital on July 1, 2014. ProMedica will cover the costs of the residents and faculty precepting for the first year of sponsorship. The clinic will physically move to a UT-owned site on Glendale Avenue effective July 1, 2015. A previous discussion about moving to a leased location has been dismissed due to possible sale of the location to an unknown landlord. The project will involve relocating two Family Medicine Clinics – the Clinic currently located at St. Luke's Hospital and the Clinic currently located in the Rupert Health Center on the Health Science Campus. Mr. Morlock displayed a map showing the proposed location for the two clinics. He also discussed the project cost breakdown, where the proceeds would come from, and a financial analysis. After discussion, Chair Zerbey requested a motion to approve Resolution No. 14-04-07. A motion was received by Trustee Thieman, seconded by Trustee Mansour and approved by all Trustees present at the meeting.

**FINANCE  
AND AUDIT  
COMMITTEE**

A \$50 million project was presented by Mr. Rich Martinko to widen an 8.5 mile stretch of IR-475 to six lanes (three in each direction) extending north from US 24

to US 20. This widening project is fully funded by the Ohio Department of Transportation (ODOT) and is pending Transportation Review Advisory Council (TRAC) approval. This project has previously received a high priority ranking from TRAC and has a high probability of being funded for construction with work beginning as early as 2016.

In 2002, a TMACOG Expressway Needs and Major Investment Study (MIS) identified a high priority need for two additional interchanges in the IR-475 corridor. The likely locations of the interchanges are at IR-475 and US20A and at IR-475 and Dorr Street. The interchanges cannot be included in the IR-475 widening project and must be presented as stand-alone projects. If the Dorr Street interchange project is not done in conjunction with the IR-475 widening project it will not be eligible for consideration again until IR-475 is widened to four lanes in each direction. Additional widening is not likely to occur for another 30 years. An interchange at IR-475 and Dorr Street would provide a direct four mile gateway to the University of Toledo. UT has long recognized the benefits of having immediate interstate access. Nearly \$20 Million of proactive investments and safety improvements are already in process along the Dorr Street corridor. TRAC will pay for 50% of the interchange project costs. The estimated cost of each interchange is:

- \$24 Million --- IR-475 at US-20A, local share needed \$12 Million
- \$12 Million --- IR-475 at Dorr, local share needed, \$6 Million

TRAC applications including pledges for the local share are due no later than May 30, 2014

Lucas County Commissioners will form a Transportation Improvement District (TID) to support the Dorr Street Interchange project. It will have four partners equally splitting the \$6 Million local share (\$1.5 Million each). The four partners are The University of Toledo, Lucas County, the City of Toledo, and Springfield Township.

The TRAC application process and funding strategy for the local \$6 Million share required is as follows:

- TID will be the project sponsor and make the TRAC application.
- TID will apply for a State Infrastructure Bank Loan (SIB). Projected terms are ---10 year term at 3% interest (final details yet to be worked out).
- Springfield Township will form a Tax Incremental Financing plan (TIF).
- TIF revenue will be used to pay back the SIB loan.
- TIF revenue is conservatively projected to offset 30% to 60% of partner loan debt.
- Private contributions will be solicited to also offset partner loan debt.

After discussion, Mr. Zerbey requested a motion to resolve that The University of Toledo will guarantee its local share for the Dorr Street Interchange...up to \$1.5 Million over the 10 year term of the SIB Loan contingent upon Dorr Street being the selected location for the interchange and shall be used only for the Dorr Street

Interchange. A motion for approval was received from Trustee Palmer, seconded by Trustee Szuch and approved by all Trustees present at the meeting.

The Trusteeship and Governance Committee did not have a report.

Board of Trustees Chair Zerbey requested a motion to enter Executive Session at 1:45 p.m. to discuss union negotiations. A motion was received by Trustee Mansour, seconded by Trustee Szuch and a roll call vote of the Trustees was taken by Ms. Stasa -- yes; Ms. Mansour, yes; Ms. Palmer, yes; Ms. Speyer, yes; Mr. Szuch, yes; Mr. Thieman, yes; and Mr. Zerbey, yes. The Trustees exited Executive Session with no action taken.

Mr. Zerbey reported that Governor Kasich announced today that Mr. Steven M. Cavanaugh has been appointed to the UT Board of Trustees effective today. Mr. Cavanaugh is Executive VP and COO of HCR ManorCare, Inc. in downtown Toledo.

With no further business before the Board, Trustee Zerbey adjourned the meeting at 3:05 p.m.

**TRUSTEESHIP  
AND  
GOVERNANCE  
COMMITTEE**

**EXECUTIVE  
SESSION**

**OTHER  
BUSINESS**

**ADJOURNMENT**