

Board of Trustees September 16, 2013 Minutes

Board of Trustees

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Minutes

**The University of Toledo
58th Meeting of the Board of Trustees
Monday, September 16, 2013
The Hotel at UTMC, Faculty Club Room
1:00 p.m.**

The fifty-eighth meeting of The University of Toledo Board of Trustees was held on Monday, September 16, 2013, 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 Trustee members were in attendance:

S. Amjad Hussain
Linda N. Mansour
Susan Palmer
Sharon Speyer
John S. Szuch
Joseph H. Zerbey, IV

ATTENDANCE

The following Board of Trustee member was absent:

Brittney M. Brown, Student Trustee

A quorum of the Board was constituted.

The following individuals were also in attendance:

Jamie Barlowe, Dean College of Language, Literature and Social Sciences
John Barrett, Vice Provost/Associate Professor
Karen Bjorkman, Dean College of Natural Sciences and Mathematics
Lawrence Burns, VP External Affairs
Frank Calzonetti, VP Government Relations
Cameron Cruickshank, Interim Vice Provost for Enrollment
David Cutri, Director Internal Audit and Chief Compliance Officer
Randy Desposito, President AFSCME Release Time CVU
Vince Diguglielmo, UT Student/Intern in the MARCOM Department
Nancy Ellis, Custodial Worker Building Services
Tim Gaspar, Dean College of Nursing
Jeffrey Gold, Chancellor and Executive VP Biosciences and Health Affairs/
Dean of the College of Medicine and Life Sciences
Lyndell Gowing, Retired UT Employee/CWA Unit Director
Lloyd Jacobs, University President
Jackie Kellett, UT Student/Director of Photography for *The Independent Collegian*
Patricia Komuniecki, Vice Provost Graduate Affairs/Dean College of Graduate Studies

Patrick Lawrence, Professor/Chair Department of Geography
Brenda Lee, President UT Foundation
Chuck Lehnert, VP Corporate Relations
Joyce McBride, Director Budget and Planning
David R. Morlock, Executive VP Finance and Administration
Nagi Naganathan, Dean College of Engineering
Michael O'Brien, VP and Director of Athletics
Peter Papadimos, VP and General Counsel
Jennifer Pastorek, Interim CFO/VP Finance/Director Supply Chain Management
Kaye Patten Wallace, VP for the Student Experience
Samantha Rhodes, UT Student/Associate News Editor for *The Independent Collegian*
Nolan Rosenkrans, Reporter for *The Blade*
Linda Rouillard, Associate Professor/Faculty Senate President
Dan Saevig, Associate VP Alumni Relations
Dorothea Sawicki, Professor/Associate Dean Health Science
Scott Scarborough, Provost and Executive VP Academic Affairs
Beverly Schmoll, Dean Judith Herb College of Education and Human Service
Vern Snyder, VP Institutional Advancement
Joan Stasa, Secretary Board of Trustees
Daniel Steinbock, Dean College of Law
Jon Strunk, Sr. Director University Communications
Karen Wolniewicz, Divisional Steward AFSCME Release Outcome Management

Chair Zerbey requested a motion to waive the reading of the minutes from the June 17, 2013 Board meeting and accept them as written. A motion was received from Trustee Mansour and seconded by Trustee Thieman. 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 Hussain, seconded by Trustee Speyer, and approved by the Board.

APPROVAL OF CONSENT AGENDA

Board Chair Zerbey did not have a report.

CHAIRMAN'S REPORT

Dr. Jacobs visually presented a stack of several books as a small sample of what UT faculty have been writing. Dr. Jacobs commented that they are a remarkable group of people and read several of the book titles.

PRESIDENT'S REPORT

Announcement was made that great research done almost entirely here at UT has been accepted to be published in Nature magazine. Nature and Science magazines are the top tier journals in science and are exceptionally difficult to publish in, so it is a tremendous honor that they have chosen top-notch work done by UT researchers -- Associate Professor Terry Bigioni and Professor Wendell Griffith both from the Chemistry Department and Dr. Kristin Kirschbaum from the NSM Instrumentation Center. The article entitled, "Ultrastable Silver Nanoparticles"

was circulated among the Trustees at the meeting. The article was released online September 4 and will appear in the September 19 issue of Nature magazine.

Dr. Jacobs informed the Trustees that the American Volleyball Coaches Association has awarded the UT Women's Volleyball Team for their excellence in the classroom for the 2012-2013 academic year. This award is presented to teams that maintain at least a 3.0 cumulative team grade-point average on a 4.0 scale or a 4.10 cumulative team GPA on a 5.0 scale. It was noted that the UT Women's Volleyball Team has been a recipient of this award for more than 10 years.

An article, "No Assembly Required," was provided to each Trustee. This article appeared in the July 2013 issue of Site Selection magazine and includes remarks made by local leaders including Mr. Rich Martinko, UT Director of the Intermodal Transportation Institute. The article speaks about improvements in regional transportation logistics, with Mr. Martinko stating, "The unique thing about the Toledo area is you rarely find a location with a convergence of all modes of transportation, be it rail, air, water and surface, and then pipelines."

A September 10, 2013 letter from the Inter-University Council of Ohio sent to two Ohio House of Representative members was presented to the Trustees addressing IUC's support for House Bill 111, Student Trustee Voting Rights. The IUC stated in the letter it supports the changes giving university Boards of Trustees the flexibility and authority to grant or not grant student members voting power. Dr. Jacobs requested Trustees input on this subject and discussion ensued among the Trustees about this topic. All Trustees were in support of IUC's suggestion to amend House Bill 111 as presented in their letter.

President Jacobs reported that based on the 2013 fall-to-fall retention report preliminary 15th day census data, the retention rate increased for first-time, full-time baccalaureate degree seeking students from 62.3% to 68%. The new college structure was used in this report.

An August 1, 2013 letter, received from the President of the College Swimming Coaches Association of America, congratulated the UT Women's Swim Team for achieving Team Scholar All American honors for the 2013 spring semester. This award is presented to college and university swimming and diving teams who have achieved a cumulative GPA of 3.0 or higher.

Dr. Jacobs reported that approximately 10,000 people attended last Friday evening's Music Fest event with great music provided by the musicians. A welcome tent invited students for a meal prior to the UT v. Eastern Michigan home football game on Saturday, which had over 20,000 people in attendance. Congratulations were extended to Head Football Coach Matt Campbell on Saturday's win against the Eastern Michigan team.

An email shared by Dr. Jacobs from Mr. Jim Trempe, VP for Research, reported that research funding for FY 2012 was \$48.6 million; for FY 2013 \$54.7 million –

an increase of \$6.1 million. The College of Engineering had a \$5.3 million increase; Natural Sciences and Mathematics had a \$4.3 million increase in funding. The numbers show that there was a \$5.6 million increase in support from federal sources, which is a testament to our outstanding research investigators because federal funding has become incredibly difficult to obtain given the effects of sequestration and other federal budget cuts.

Dr. Jacobs brought to the Trustees attention that printed inside the Board books at each meeting is the UT Mission Statement and Core Values. He reminded the Trustees and those in the audience at this meeting of Core Value III – Diversity, Integrity and Teamwork: *“Create an environment that values and fosters diversity; earn the trust and commitment of colleagues and the communities served; provide a collaborative and supportive work environment, based upon stewardship and advocacy that adheres to the highest ethical standard.”* Recently, it has been brought to his attention that uncomplimentary remarks have been made on a student website with racial overtones. He stated that these types of utterances do not help The University of Toledo and that UT disregards and will continue to denounce these statements. He asked all those present at the meeting to seriously think about how we portray ourselves to the public and on websites.

Dr. Jacobs invited Dr. Scott Scarborough to provide the Trustees with an update about *Imagine 2017*, which was requested by Trustee Susan Palmer at a recent Academic and Student Affairs Committee meeting. Dr. Scarborough updated the Trustees about the upcoming visit of Salman Khan, Founder of the Khan Academy, who was invited to be the first speaker for the Jesup Scott Honors College Distinguished Lecture Series on September 17. Salman Khan is author of *The One Room Schoolhouse, Education Reimagined*. Dr. Scarborough explained how ideas from Kahn’s book are being used to help address some of the changes at UT. A chart was shared with the Trustees from the National Training Laboratories in Bethel, Maine about learning retention rates. Dr. Scarborough explained the model of a flipped classroom and what it does, as well as examples of experiential learning. He discussed the Main Campus connection to the Health Science Campus and how a Campus Advanced Simulation Center could connect them via advanced simulation and educational games, learning innovation laboratories, and international connections. Discussion involved an Executive Director and Senior Fellow to assist with this program and plans to house this initiative on the second floor of the Carlson Library.

Dr. Patricia Komuniecki was asked to provide the Board members with an update about the College of Graduate Studies Progress. She focused the presentation on Goal 2: Graduate and Professional Programs. Dr. Komuniecki reviewed the goals and sub goals, shared a few high lights about each, and provided details about recent graduate recognitions. She spoke of affordability, accessibility, economic leadership and transition to careers. She stated that graduate degrees are necessary for 21st century careers and that UT can and should distinguish itself with an emphasis on graduate and professional education.

**PROGRESS
UPDATE: UT
STRATEGIC
PLAN**

Committee Chair Palmer requested Mr. Chuck Lehnert present the Personnel Action Reports for September 16. After discussing the reports, Mr. Zerbey requested a motion to approve the Personnel Action Reports. A motion was received by Trustee Hussain, seconded by Trustee Speyer and the Personnel Action Reports were approved by the Board.

Dr. Jacobs mentioned that the Trustees just approved the appointment of Mr. David R. Morlock as the Executive VP for Finance and Administration with approval of the Personnel Action Reports. He welcomed Mr. Morlock to UT and to the meeting. Mr. Morlock thanked Dr. Jacobs and said he was excited to be a part of the UT family.

Resolution No. 13-09-14: “Administrative Officials at the Appointing Authority” was presented to the Board members by Dr. Jacobs. This resolution is being updated to reflect Mr. David R. Morlock, Executive VP Finance and Administration, as a signing authority and the removal of Mr. Chuck Lehnert’s name due to a recent change in his position to VP Corporate Relations. A motion for approval was requested by Mr. Zerbey, received by Trustee Thieman and seconded by Trustee Hussain. All Trustees were in agreement with approval of the motion.

Mr. Vern Snyder was invited to present the results of an Alumni Pulse Survey, Trends Driving Higher Ed Philanthropy, conducted in 2013. He reported that this analysis was tailored for The University of Toledo by Eduventures. Mr. Snyder provided the Trustees with information about UT strengths that were identified from the survey and how certain trends have implications on how UT communicates and engages with alumni. An Alumni Attitudes Scorecard was displayed and reviewed which demonstrated how UT compares with the national sample on a variety of key indicators for donation giving. Another chart shared with the Trustees indicated who alumni appreciate receiving communication from at their alma mater and how often they like to receive it. Mr. Snyder also explained how data from this survey is used to develop alumni strategies. Trustee Szuch questioned how UT is doing with fundraising? Mr. Snyder reported that the Capital Campaign is currently at \$48 million with the top ten gifts yet to be announced; therefore, the Campaign is moving along very well as of this date.

Dr. Patrick Lawrence was asked to provide the Trustees with a brief report on the Ottawa River Restoration Project. The President’s Commission on the River was established by former UT President Dan Johnson in 2005. This project was a habitat restoration project for the 3,700 feet of the Ottawa River on the Main Campus. The 900 foot cutbank feature became Phase 1 of this project with construction conducted in July/August of 2012; grass seeding and replanting in August/September 2012. Phase 2 of this project included in-stream and streambank structures in the remaining four reaches of campus. This project involved a number of key partners from the local community along with federal and state agencies. The overall aim of the project reflects the mission of the Commission to improve the Ottawa River on the Main Campus with a focus on

addressing beautification, public access, environmental improvements, public education, student involvement, and community engagement. Post-construction monitoring will be undertaken over the next few years to monitor the in-stream restoration structures for their stability and role in improving fish habitat conditions and population, in addition to the overall aquatic health and quality of the river. This information was provided by Dr. Lawrence in the Pre-Project, Phase 1 and Phase 2 Fact Sheets that were distributed to the Board members. Dr. Lawrence invited the Trustees to attend a dedication and ribbon cutting for the river restoration project on September 20 at the bridge near the east parking garage at noon.

Trustee Gary Thieman, Chair of the Clinical Affairs Committee, was asked to provide the Committee's reports. Mr. Thieman reported that the Committee received outstanding reports about UTMC performance from the Centers for Medicare and Medicaid Services (CMS) and The Department of Health. He also reported that the Committee received very informative presentations from clinical faculty at their previous meetings. Mr. Zerbey requested the Board's acceptance of the July and August Committee meetings' minutes. A motion was provided by Trustee Palmer, seconded by Trustee Speyer and approved by the Board.

**CLINICAL
AFFAIRS
COMMITTEE**

Ms. Jennifer Pastorek provided the Board with information about the current Audit calendar which began with the Opening Conference with executive management on May 3. A list of dates detailing tasks and activities involved with the audit were reviewed including the University providing draft audit reports by September 20, the Closing Meeting with management and a final draft of the financial statements scheduled to be complete by September 30. Ms. Pastorek informed the Committee members that they would be receiving a copy of the audited statements and management letter prior to presentation by external auditors Plante & Moran at the October 7 Finance and Audit Committee meeting. Delivery of UT audited statements are scheduled to reach the Auditor of State by October 15, NCAA Agreed upon Procedure available mid-October (due December 31), and UTMC Agreed upon Procedure available mid-December (due December 31). All tasks and activities are on schedule to reach deadlines as outlined.

**FINANCE
AND AUDIT
COMMITTEE**

Ms. Pastorek also presented the Trustees with information about a request for bridge funding to renovate the Larimer Team Building on the Main Campus. She explained the total projected cost of renovation, the bridge funding loan request amount, the source of funding from institutional reserves and loan terms. A repayment schedule was outlined and shared with the Board members showing five payments, due dates and principal amounts with no interest charged. A similar bridge loan request was approved in 2008 to assist in funding the renovation of Savage Hall. To date, all repayments have been made on time with the last payment due on June 30, 2015. Mr. Zerbey requested a motion to approve the loan request, which was received by Trustee Speyer, seconded by Trustee Hussain and approved by all Board members present.

Dr. Jacobs thanked Ms. Pastorek for her presentations today and for the fantastic job she has done as Interim CFO and VP Finance over the last few months.

On Trustee Speyer's behalf, Chairman Zerbey requested the Trustees review the Conflict of Interest Bylaw, which is done annually at the first Board meeting of the academic year. He also requested that they review the Board's Code of Ethics Statement and after signing give to Ms. Stasa for filing.

Mr. Pete Papadimos was invited to provide a presentation about the Open Meetings Act. The Open Meetings Act is set forth in Ohio Revised Code 121.11 and is based upon the principle that citizens must be able to observe the operations of their government. This Act requires public bodies to take official action and to conduct all deliberations upon official business only in open meetings where the public can attend and observe. Mr. Papadimos indicated that there are limited situations where a public body may adjourn into executive session to discuss matters privately. Definitions of a public body and a public meeting were provided, as well as duties of a public body under the Open Meetings Act. Types of meetings were reviewed with the Board, as well as the seven valid reasons for a public body to adjourn into executive session. Only the persons invited by the public body may join the executive session; the public body may permit anyone it chooses to attend and exclude anyone it so chooses. Mr. Papadimos also discussed restrictions on discussions held in executive session and the procedure for entering and exiting executive session. He stated that it is a violation of Ohio Ethics Laws to disclose confidential matters discussed in executive session.

Dr. Jacobs presented Proclamation No. 13-09-15: "Juan Jose Perez" on behalf of the Board of Trustees and himself in recognition of Mr. Perez's service as a member of the board. Mr. Perez, appointed as a member of the Board in 2011, tendered his resignation earlier in the month. Mr. Zerbey requested a motion for approval of the Proclamation, which was received by Trustee Palmer, seconded by Trustee Mansour, and approved by the Board.

An Executive Session was not needed.

With no further business before the Board, Trustee Zerbey adjourned the meeting at 2:40 p.m.

**TRUSTEESHIP
AND
GOVERNANCE
COMMITTEE**

**EXECUTIVE
SESSION**

ADJOURNMENT