

## Minutes

**The University of Toledo  
4<sup>th</sup> Meeting of the Board of Trustees  
Monday, November 13, 2006  
Driscoll Alumni Center, Schmakel Room  
1:00 p.m.**

The fourth meeting of the Board of Trustees of The University of Toledo was held on Monday, November 13, 2006, at 1:00 p.m. in the Driscoll Alumni Center, Schmakel Room. Chair Stansley called the meeting to order. Joan Stasa, Assistant to the President for Board Affairs, recorded the minutes.

The following Board members were in attendance:

Alfred A. Baker  
Thomas E. Brady  
George L. Chapman  
C. William Fall  
Susan E. Gilmore  
Marvin K. Himmelein  
David G. Huey  
William C. Koester  
Kristen M. Kunklier, Student Trustee  
Richard B. McQuade, Jr.  
Robert C. Redmond  
Richard B. Stansley, Jr.  
Olivia K. Summons  
John S. Szuch  
Joel L. Todd, Jr., Student Trustee  
Hernan A. Vasquez

The following Board members were absent:

Carroll L. Ashley  
Susan Farrell Palmer  
Cynthia B. Thompson

A quorum of the Board was constituted.

The following Senior Leadership Team members were in attendance:

Larry Burns, VP Enrollment Services, Marketing and Communications  
Mark Chastang, VP and Executive Director University Medical Center  
Jeffrey P. Gold, Executive VP and Provost for Health Affairs, Dean of the College of Medicine  
Dan Johnson, President Emeritus and Distinguished University Professor of Public Policy and Economic Development  
Bill Logie, Vice President Administration

**CALL TO ORDER**

**ATTENDANCE**

Ronald McGinnis, Medical Director  
William McMillen, VP for Governmental Affairs  
Daniel Morissette, Sr. VP for Finance and Strategy  
Peter Papadimos, Interim General Counsel  
Penny Poplin Gosetti, Executive Assistant to the President  
Michael O'Brien, Executive Director for Intercollegiate Athletics  
Robert Sheehan, Interim Provost and Executive VP for Academic Affairs  
Vern Snyder, VP Institutional Advancement

Chair Stansley welcomed the Board's new student trustee from the Health Science Campus, Kristen Kunklier, and asked her to briefly tell us about herself.

**NEW STUDENT TRUSTEE**

Minutes for the September 18 Board Meeting were corrected to include the names of members Brady, Huey, and Redmond as attendees at the meeting. There being no further corrections to these minutes, or Committee Meeting minutes as listed on the agenda, Chair Stansley requested a motion to waive the reading of the minutes and obtain Board approval. All minutes were unanimously approved by the Board.

**APPROVAL OF MINUTES**

Trustee Vasquez requested Resolution No. 06-10-05: "Competitive Procurement," be moved to the Facilities Committee section of the meeting for further discussion. Also, Trustee Vasquez requested the word unit in Resolution No.06-10-06 be corrected to unite. Chair Stansley requested a motion to approve all other consent agenda items. All consent agenda items were approved by the Board with the exception and correction as noted above.

**APPROVAL OF CONSENT AGENDA**

Chair Stansley reordered the Committee reports to accommodate outside visitors.

**COMMITTEE REPORTS**

### **Human Resources**

In Committee Chair Thompson's absence, Trustee Fall requested the Board enter Executive Session to prepare for, conduct, or review negotiations or bargaining sessions. Executive Session also included discussion of privileged information related to the evaluation of medical staff personnel appointments -- Mr. Baker, yes; Dr. Brady, yes; Mr. Chapman, yes; Mr. Fall, yes; Ms. Gilmore, yes; Mr. Himmelein, yes; Mr. Huey, yes; Mr. Koester, yes; Judge McQuade, yes; Mr. Redmond, yes; Mr. Stansley, yes; Ms. Summons, yes; Mr. Szuch, yes; and Mr. Vasquez, yes. The Board members voted to exit Executive Session at 2:00 p.m.

**EXECUTIVE SESSION**

Dr. Ronald McGinnis presented the Chief of Staff report and requested that the Board approve the report. Mr. Stansley moved that the full Board approve the Chief of Staff Report and it was unanimously approved by the Board (Attachment 1).

**CHIEF OF STAFF**

Trustee Fall presented Resolution No. 06-11-08: “Special Committee of the Board of Trustees” for approval. This resolution was approved unanimously.

**RESOLUTION NO.  
06-11-08, “SPECIAL  
COMMITTEE OF THE  
BOARD OF  
TRUSTEES”**

Bill Logie presented the Annual Report to the Board of Trustees on Competency of Hospital Staff for the reporting period CY 2005. The report was unanimously approved by the entire Board of Trustees.

**ANNUAL REPORT ON  
COMPETENCY OF  
HOSPITAL STAFF**

### **Academic Affairs**

In Chair Palmer’s absence, Trustee Koester asked Jeff Gold to give a brief status report on Graduate Medical Education resources in the Northwest Ohio community as determined by the needs of the College of Medicine. Dr. Gold mentioned that the Accreditation Council for Graduate Medical Education visit is scheduled for Spring 2007.

Rob Sheehan distributed information about the general education requirement/”CORE” curriculum requirement at UT. This information outlined summary of core requirements, authority, assessment and challenges of the core, as well as the core at other public and private universities/colleges. Dr. Sheehan mentioned he will also be reporting at a future meeting about general education requirements. He hopes to have a progress report by February 2007 with a final report available in May 2007.

Board Chair Stansley invited Faculty Senate Chair, Carter Wilson, to present comments from the Faculty Senate about Resolution No. 06-10-07: “New Constitution.” Chair Wilson distributed a letter he wrote about shared governance and suggested minor revisions to the resolution. In his letter Chair Wilson also mentioned that the Faculty Senate has been working on revising their Constitution. After some discussion, rewording was tentatively agreed upon and action to approve the Resolution was delayed to the end of the meeting to allow Trustee Gilmore to finalize changes to the resolution, at which time the replacement resolution was unanimously approved by the Board.

**RESOLUTION NO.  
06-10-07: “NEW  
CONSTITUTION”  
AND REPLACEMENT**

Dr. Jacobs interrupted the Committee reports to present Resolution No. 06-11-13: “Women’s Soccer Team – MAC Tournament Champions” to Soccer Coach, Brad Evans, with Mike O’Brien present. The Resolution was proudly and unanimously approved by the Board.

**RESOLUTION NO.  
06-11-13: “WOMEN’S  
SOCCER TEAM –  
MAC TOURNAMENT  
CHAMPIONS”**

### **Audit**

Committee Chair Summons reported that the audit meetings with outside agencies for both campuses went very well and requested full Board approval of the audited financials. The Board unanimously approved the reports. She also mentioned that the Internal Audit Risk Assessment Work Plan is still in process and the Committee is obtaining benchmark

information to be provided at the next Committee meeting. Ms. Summons also mentioned that a great job was done on the Compliance Plan which was approved on today's consent agenda.

**COMMITTEE  
REPORTS  
CONTINUED**

### **Board Administration and Trusteeship**

Judge McQuade presented several slides about Conflict of Interest Concerns for the UT Board of Trustees and they received a notebook with Conflict of Interest Information sheets authored by the Ohio Ethics Commission. Also included in the notebook was a copy of UT's Conflict of Interest Bylaw No. 3364-1-06 for members of the Board of Trustees. Discussion ensued among the Trustees with conflicting opinions about whether the statement/notice to be filed by a University Trustee when bidding on a state public contract applied to non-state public contracts, i.e. county, township, or municipal contracts. Chair Stansley requested Pete Papadimos investigate this uncertainty and provide the Trustees with the correct information. Judge McQuade and President Jacobs will meet to work on rewording the Code of Ethics statement after the December 18 Committee meetings.

### **Finance**

Committee Chair Fall opened the meeting by commenting about the September 30 financial statements. The financials report was distributed to all Trustees which reflected revenue, expense by campus and consolidated totals. Near GASB format, operating units and balance sheets were included. He was happy to report we are doing extremely well as indicated on page 12 where it is reported that the average length of a hospital stay is down considerably. Also, admissions are up 256 which are driving first quarter results. Dr. Jacobs recognized Mark Chastang and 1000 people under his leadership for their good work with these improvements.

Mr. Daniel Morissette reported on the Draft Capital Project Financing Plan/Bond Issuance and two resolutions. Resolution No. 06-11-09: "Authorizing the Issuance of General Receipts Bonds of the University in a Principal Amount Not to Exceed \$63,100,000 to Pay Costs of University Facilities and to Retire the Outstanding General Receipts Bond Anticipation Note" and Resolution No. 06-11-10: "Authorizing Supplemental Agreements to Evidence the Pledge of General Receipts of the University to Certain Obligations of the Former Separate Institutions Combined as the University" were presented to the Board with unanimous approval. He mentioned the close review of two facilities Master Plans for the Main Campus and the Health Science Campus. He also reviewed major capital projects for both campuses June 2007 to August 2009. Mr. Morissette presented five year use of capital for major projects, which included the prior year.

**TWO BOND  
RESOLUTIONS  
APPROVED BY  
TRUSTEES**

### **Facilities**

Facilities Committee Chair Koester asked Mr. Chuck Lehnert to provide

the Board with an update on the Memorial Field House – Classroom Project, Architect Approval, the Pharmacy Building, Architect Approval, and Savage Hall’s Approval to Hire an Architectural Firm. Chair Koester commented that the administration has developed a very objective way of selecting engineers for facility work on campus. It was suggested that at a future Facilities Committee meeting Chuck Lehnert explain the bidding process. Resolution No. 06-11-11: “Authorizing Relocation of the College of Pharmacy to the Health Science Campus of The University of Toledo” and Resolution No. 06-11-12: “Authorizing Renovations to the Memorial Field House, Design of the college of Pharmacy Building and Design of Savage Hall” were discussed and presented to the Board for approval.

A motion was made to amend Resolution 06-10-05: “Competitive Procurement” due to a possible conflict under the Ohio Revised Code. All Board members were in favor of postponing approval of this resolution until the next meeting so that further information can be provided to answer questions raised by the Board.

#### **Health Science and Clinical Care**

Mark Chastang provide the Board with a JCAHO update explaining that the Joint Commission is an independent, not-for-profit organization that evaluates and accredits nearly 15,000 healthcare organizations through the United States. Further, Mr. Chastang mentioned that hospital accreditation is achieved by compliance with quality of care and patient safety standards. The next visit can be at any time for cause or can be random and unannounced. The last visit was September 2005. The disease specific survey (Stroke Program) will be early 2007. In preparation for the next visit, a council has been established with each chapter being assigned compliance responsibility. Routine surveillance, ongoing communications, continuous rounding and periodic mock surveys are also helpful in preparing for JCAHO’s visit.

Ron McGinnis discussed the plans and guidelines revisions for the hospital, which are required each year. All ten plans have been reviewed by the Performance Improvement Council. Health Science and Clinical Care Committee members unanimously approved all ten plans.

#### **Institutional Advancement**

Dan Johnson congratulated the Administration on the progress of the merger and presented an update on the status of the Science and Technology Corridor. He attended the National Council of Entrepreneurial Technology Transfer Meeting along with Peter Kay and Trustee Fall in Washington, D.C. about University Startups. Johnson and Kay also attended the Association of University Research Parks 2006 Annual Conference in Atlanta, GA. He talked about the rapid expansion of research parks. Formation of the S&TC Corporation has begun with the appointment of the Board of Directors and Election of Officers. A

501(c)(3) application has also been completed and Peter Kay mentioned the many internal and external partners that are a part of their meetings. His discussion of process development included:

- Internal department and college collaboration
- Bringing investors and innovators together
- Developing protocols for start-ups, corporate recruitment and research, and relationship building
- Provision for facilities and sites
- Communication and coordination with the economic development community
- Incubation
- Advocating a culture of innovation.

### **Student Affairs**

Committee Chair Gilmore requested the Student Affairs Committee be listed on the agenda early for the December 18 Committee meetings. The main topic for discussion will be Student Alcohol Awareness and Education.

Dr. Jacobs shared with the Board the October 2006 issue of Pharmacy Times featuring Andrea Pallotta in the article “A Role Model for Pharmacy Students.” College of Pharmacy, Dean Johnnie Early, nominated Ms. Pallotta for the Pharmacy Times/WalMart RESPy Award stating that “volunteerism defines Andrea’s true passion.”

There being no further business before the Board, Mr. Stansley adjourned the meeting at 4:26 p.m.

**COMMITTEE  
REPORTS  
CONTINUED**

**PRESIDENT’S  
COMMENTS**

**ADJOURNMENT**

**CHIEF OF STAFF REPORT**  
**November 13, 2006**

***New Medical Staff Appointments***

Eisha Mubashir, M.D.  
Internal Medicine Service  
Provisional (Active) Staff Status  
Privileges in Internal Medicine & Moderate Sedation  
Effective 11/21/06

***New Clinical Associate Staff Appointments***

Roberta S. Lay, MSN, CNP  
Internal Medicine Service  
Supervising/Collaborating Physician: Thomas Sodeman, M.D.  
Privileges as Certified Nurse Practitioner

***Medical Staff Leave of Absence***

Yasser Al-Khatib, M.D.  
Pediatrics Service  
Effective 10/03/06 – 10/02/07

***Resignations***

Raymond Brinker, M.D.  
Radiology Service  
Effective 02/28/06

Scott J. Farrell, M.D.  
Obstetrics and Gynecology Service  
Effective 10/09/06

Anthony J. Senagore, M.D.  
Surgery Service  
Effective 11/15/06

Darrin Wiederhold, D.M.D.  
Surgery Service  
Effective 10/06/06