

Minutes

**The University of Toledo
10th Meeting of the Board of Trustees
Monday, September 17, 2007
Student Union Room 2592
1:00 p.m.**

The tenth meeting of the Board of Trustees of The University of Toledo was held on Monday, September 17, in the Student Union, Room 2592, on the Main Campus. In Chairman Stansley's absence, Vice Chairman Huey called the meeting to order at 1:05 p.m. Joan Stasa, Assistant to the President for Board Affairs, recorded the minutes.

CALL TO ORDER

The following Board members were in attendance:

Carroll L. Ashley
C. William Fall
Susan E. Gilmore
Marvin K. Himmelein
David G. Huey
S. Amjad Hussain
William C. Koester
Richard B. McQuade, Jr.
Susan Farrell Palmer
Olivia K. Summons
John S. Szuch
Hernan A. Vasquez

ATTENDANCE

The following Board members were absent:

Thomas E. Brady
George L. Chapman
Kristen M. Kunklier
Richard B. Stansley, Jr.
Cynthia B. Thompson

A quorum of the Board was constituted.

The following individuals were also in attendance:

John Adams, Senior Director of University Marketing
Chris Ankney, Reporter for *The Independent Collegian*
Jamie Barlowe, Professor and Interim Chair for Women's Studies
Michael Betz, Student Government President
Carol Bresnahan, Vice Provost for Academic Programs and Policies
Lawrence Burns, VP Enrollment Services, Marketing and Communications
Mark Chastang, VP and Executive Director UTMC
Jeanne Coates, Special Events Coordinator

Lauri Cooper, General Counsel
Crystal Dixon, Associate VP Human Resources
Johnnie Early, Dean College of Pharmacy
Barbara Floyd, Chair Faculty Senate, Main Campus
John Gaboury, Dean University Libraries
Meghan Gilbert, Reporter for *The Blade*
Jeffrey P. Gold, Executive VP and Provost for Health Affairs, Dean
College of Medicine
Elizabeth Griggs, University Policy Administrator
Rosemary Haggett, Provost and Executive VP for Academic Affairs
Samuel Hancock, Assistant to the President for Institutional Diversity
Lynn Hutt, Compliance Officer
Lloyd A. Jacobs, President
Kwabena Kankam, Director of Internal Audit
Tobin Klinger, Senior Director of University Communications
Kevin Kucera, Associate VP of Enrollment Services
Brenda Lee, President of UT Foundation
Y. T. Lee, Dean College of Arts and Sciences
Chuck Lehnert, Associate VP for Facilities and Construction
Matt Lockwood, Public Relations Director
William Logie, Interim Senior VP for Finance and Administration
Ken Long, Chief Financial Officer of the UT Physicians Group
Michele C. Martinez, Interim Special Projects Manager President's Office
Ronald McGinnis, Medical Director UTMC
William McMillen, VP for Governmental Affairs
Colleen Miller, Contract Administrator
Jeri Milstead, Professor and Dean College of Nursing
Mary Morrison, Director of Development for Institutional Advancement
Michael O'Brien, Executive Director for Intercollegiate Athletics
Walter Olson, Professor and Vice Chair Faculty Senate, Main Campus
Thomas Page, Controller
Peter Papadimos, VP and General Counsel
Kaye Patten Wallace, VP Student Affairs
Penny Poplin Gosetti, Interim Vice Provost for Academic Innovation
Bryan Pyles, Associate VP for Finance and Strategic Planning
Dawn Rhodes, Interim VP for Administration
Connie Rubin, Sr. Director Labor and Employee Relations
Vern Snyder, Vice President for Institutional Advancement
Joan Stasa, Assistant to the President for Board Affairs
Jon Strunk, Media Relations Manager
Constantine Theodosiou, Interim Dean Graduate Studies
Norma Tomlinson, Associate VP and Associate Executive Director UTMC
Douglas Winner, Chief Financial Officer UTMC

Vice Chairman Huey requested a motion to waive the reading of the minutes from the June 18, 2007 Board Meeting and obtain Board approval. The motion received was seconded and the minutes were unanimously approved by the Board.

**APPROVAL OF
MEETING MINUTES**

Vice Chairman Huey also requested a motion to approve all consent agenda items, the motion was seconded, and all consent agenda items were unanimously approved by the Board.

**APPROVAL OF
CONSENT AGENDA**

Dr. Jacobs began his report by welcoming our newest Trustee Dr. S. Amjad Hussain. Also, Dr. Y.T. (Elk) Lee, the new Dean for the College of Arts and Sciences, was introduced to the Trustees.

**PRESIDENT'S
REPORT**

President Jacobs commented about the Economic Development Administration Summary of EDA Investments notice of the \$2 million joint investment award to The University of Toledo and The University of Toledo Foundation to support construction of a second high-tech business incubator facility to increase the capacity of the University's existing, highly successful Clean and Alternative Energy Incubation Center. This investment is part of a \$4 million project that will help create 400 jobs and generate \$80 million in private investment. Dr. Jacobs recognized the efforts of Dan Johnson, Peter Kay, Chuck Lehnert and from the Regional Growth Partners, Steve Weathers.

Brief comments were made by President Jacobs about annual giving by the UT Board of Trustees, UT Foundation Board and members of the Alumni Association Board. Dr. Jacobs stressed that Board participation is crucial to the fundraising strategies and success of the Office of Annual Giving. The goal is for 100 % Board participation, which demonstrates commitment to the belief in and the future of UT. Pledge cards were distributed to the Trustees and gifts can be designated to the fund of their choice.

A presentation was given by Dr. Jacobs about Diversity Assessment, which was recently finished. He stressed his strong personal commitment and ownership to this cause. Referring to the UT Strategic Plan, Dr. Jacobs noted that it speaks specifically to diversity -- (We will) realize the strength and distinction to be derived from diversity in all its dimensions. We will recruit, retain and celebrate a diverse university community as an integral part of our journey of excellence and the enrichment of our university life (Strategic Directions, Goal IV, Objective 2). In the summer of 2005, the diversity assessment process was authorized by then President Dan Johnson and the President's Commission on Diversity. The assessment was conducted by The Kaleidoscope Group, L.L.C. Recommendations were reviewed by the "Strength in Diversity" Work Group and an action plan was created that integrated work of the Diversity Commission and the

“Strength in Diversity” Work Group. The purpose of the assessment was to include faculty, staff and students in evaluating the diversity climate on the Main Campus. Surveys, focus groups and document review were tools used for this assessment. Findings included strengths, areas where improvement was needed and recommendations.

Vice Chair Huey read Resolution No. 07-09-09: “Daniel J. Morissette.” Mr. Morissette recently left UT to accept a position at Stanford Medical University in Palo Alto, CA. A motion was requested to accept the resolution, it was seconded, and the Trustees unanimously approved the resolution.

Co-Chair of the Committee, Olivia Summons, requested Dr. Haggett present her Academic Affairs Work Plan for the fall semester. Dr. Haggett reported that Portal of Entry: Mission of University College recommendations would be provided to Dr. Jacobs by October 15. Much progress is being made with College Specific Admission Requirements with recommendations to Dr. Jacobs by November 1. General Education and Core Curriculum continues to make progress with recommendations expected by December 1 -- new ideas include Make Learning Through Experience a core component and bring more coherence to the general education curriculum, and to develop and implement innovative ways to integrate STEM² with liberal arts and humanities. Recommendations for student academic engagement will be submitted by December 15. The overall focus of the Work Plan was to implement strategies related to goals for undergraduate and graduate academic programs.

Dr. Haggett also provided information about the Student Retention Task Force, which was established to enhance student success and retention. The first to second year retention rate is presently 68.3%. The goal is to improve retention by at least 1% per year over the next five years.

Reorganization of the Provost’s Office on the Main Campus was also mentioned. An addition to the staff is Dr. Penny Poplin Gosetti as Interim Vice Provost for Academic Innovation.

Ms. Jeanne B. Funk, Ph.D., was presented as the featured faculty member. Dr. Funk is a Distinguished University Professor and is a nationally recognized expert on the relationships between exposure to violent video games and children’s behavior and personality. She has received funding in training grants from the Ohio Department of Mental Health and local community agencies. She has published more than 50 refereed papers and two scales to assess children’s and adolescents’ attitudes toward violence. She is interviewed widely in national media and has testified before Congress.

**CHAIRMAN’S
REPORT
RESOLUTION NO.
07-09-09: DANIEL J.
MORISSETTE**

**ACADEMIC AND
STUDENT AFFAIRS
COMMITTEE**

A motion was made to enter Executive Session to prepare for, conduct, or review negotiations or bargaining sessions. Also, during this executive session, privileged information was discussed related to the evaluation of medical staff personnel appointments. A roll call vote was taken: Mr. Ashley, yes; Mr. Fall, yes; Ms. Gilmore, yes; Mr. Himmelein, yes; Mr. Huey, yes; Dr. Hussain, yes; Mr. Koester, yes; Judge McQuade, yes; Ms. Palmer, yes; Ms. Summons, yes; Mr. Szuch, yes; and Mr. Vasquez, yes. After discussion, the Board members voted to exit Executive Session.

Vice Chair Huey requested a motion for the Board to approve the Chief of Staff report regarding medical staff appointments (Attachment 1). The motion was seconded and the Board unanimously approved the report.

Clinical Affairs Committee Co-Chair Ashley requested Dr. Gold provide the Board with an accreditation update. The site visit from the American College of Surgeons for Level One Trauma went very well with an excellent outcome.

Dr. Gold introduced Dr. Ronald McGinnis who presented The Joint Commission: Requires Board “Education.” The Joint Commission is the primary accrediting agency for health care organizations in the United States. UTMC is fully accredited. The last survey was conducted in 2005, with an excellent review, for a three year accreditation. The next survey will be unannounced. Dr. McGinnis reported that there are 258 individual standards of performance in 11 categories with 1,058 elements of performance. Today’s discussion focused on leadership. The Joint Commission looks specifically for governing body involvement in the leadership of the organization. By Board approval on June 18, 2007, the Clinical Affairs Committee was established as the governing body of the UTMC. Standard L.D. 1.30 states that the governing body is ultimately accountable for the safety and quality of care, treatment and services at UTMC. Dr. McGinnis reviewed ten elements of performance of L.D. 1.30 with the Trustees. Standard L.D. 2.30 states that the governing body, senior managers, and leaders of the organized medical staff communicate with each other regularly on issues of safety and quality. Accordingly, Dr. McGinnis reviewed the elements of performance for L.D. 2.30 with the Trustees.

Dr. Jacobs brought the Trustees up to date about negotiations with the ProMedica System and various subsidiaries about a number of contracts. Currently, negotiations are continuing regarding renewal and length of contracts for residency students and athletics medicine. Negotiations regarding the structure of health care benefits plan for the HSC continues as well. Several days earlier Dr. Jacobs and Chairman Stansley met with Frank DuVal and Larry Peterson from the ProMedica Board and Alan Brass about these issues. Conversation included a separation of business

**CLINICAL AFFAIRS
COMMITTEE**

issues from education issues which is still in discussion. The current contract for residency students ends on September 21 and new rotation is scheduled to begin September 24. Default arrangements for rotation at other locations are being organized.

Mr. Vern Snyder reported that the UT Capital Campaign continues. As of August 31 total amount received is \$78,607,248. Percentage of revenue by entity type is shown as follows: Alumni 50%, Estates/Trusts 16%, Corporations 12%, Non Alumni/Friends 10%, Foundations 9%, and other 3%.

Ms. Brenda Lee provided the Trustees with an update on the union of the MUO and UT Foundations, which was effective July 1, 2007. This merge took approximately one year to complete. The new UT Foundation will reach new levels of excellence by optimizing financial resources, increasing investment opportunities, maximizing staffing efficiency, and strengthening leadership through the pooled expertise of Board members. The new Foundation will manage investments totaling over \$200 million, oversee nearly 1,000 endowed funds, over 1,500 total funds, and process approximately 17,000 gifts and pledges annually. The Foundation Board of Trustees has 42 volunteer members comprised of alumni, as well as community and corporate leaders. The merged Board will reduce in size over the next three to four years to approximately 31 members. Trustees serve on one or more of nine committees: Executive, Finance, Investment, Development, Committee on Trustees, Scholarship, Audit, Real Estate, and Organization and Compensation. Staffing levels for the merged Foundation have been reduced from 22 to 17 and a review of salary ranges has been completed. Significant milestones include a formalized Foundation organizational structure and completion of FY07 audits. Priorities for the newly merged Foundation include: relocation of the entire staff to the Driscoll Alumni Center, determination of an alternative use of the MUO Foundation building, September 30 financial statements, Dorr Street development, and strengthening the relations between UT and UTF Boards.

Co-Chair of the Finance Committee, Mr. Fall, asked Mr. Logie to present a financial update. A July FY08 financial snapshot was shown for UTMC as revenue favorable \$1.9 million and expenses unfavorable \$1.3 million. The Main Campus and Health Science Campus continue to work on the financial system installation and July data is forthcoming. First quarter info will be available within expected time frame.

The FY07 unaudited financial snapshot for the Main Campus showed revenue from operations favorable \$2 million and revenue from unrealized gains also favorable at \$13 million. Expenses were unfavorable \$3.5 million. The FY07 unaudited financial snapshot for the Health Science

**EXTERNAL AFFAIRS
COMMITTEE**

**FINANCE
COMMITTEE**

Campus Colleges showed revenue favorable \$4.7 million and expenses unfavorable \$1.3 million. UTM FY07 unaudited financial snapshot showed revenue favorable \$18.8 million and expenses unfavorable \$14.3 million. Mr. Fall credited the Finance staff for their great effort this year.

Co-Chair Koester commented on the draft RFQ for land use study the Facilities and Construction Department has been preparing for submission to the State. Mr. Chuck Lehnert will be reporting about this plan at a future meeting. This capital budget forecast will be submitted to the State by September 28.

Mr. Logie reported on the status of the FY07 year end audit by Plante & Moran. The Health Science Campus audit is near completion and the Main Campus audit is in process. Plante & Moran will present their findings at a Trusteeship, Audit and Governance Committee meeting scheduled for October 11. Submission of the Audit Report to the State is due October 15. Preliminary reports show no major issues and no adjustments to date.

Co-Chair Marvin Himmelein mentioned Mr. Tom Biggs would hold the VP Finance position. Dr. Jacobs mentioned that it is presently an interim position and that the search committee is planning to begin interviewing candidates in three months with hopeful placement of a permanent employee in four to five months.

Co-Chair Richard McQuade requested review and signing of the Code of Ethics resolution by all Trustees. All Trustees were in agreement that this be reviewed annually.

Resolution No.07-02-02: "Approving Authority for Administrative Policies" was presented by Judge McQuade. He mentioned that this resolution has been substantially amended and requested a motion for its approval. A motion was made and seconded, and the Trustees unanimously approved the resolution as amended.

It was recommended to table Resolution No. 07-07-08: "Proposed Faculty Senate Constitution." A motion was requested and received by Co-chair McQuade. The motion was seconded and the Trustees were all in agreement that the resolution be tabled.

An Audit and Compliance report was presented by Ms. Lynn Hutt. Ms. Hutt reported that the Ethics Point Anonymous Reporting System was implemented in August 2006. From November 2006 to September 2007 18 anonymous reports were received and 1 phone report – audit. Compliance phone reports from January to September 2007 showed 18 HIPAA (confidentiality) and 43 other. A list of 19 anonymous reports was presented by topic, as well as a list of audits by outside healthcare

**TRUSTEESHIP,
AUDIT AND
GOVERNANCE
COMMITTEE**

**RESOLUTION NO.
07-02-02:
"APPROVING
AUTHORITY FOR
ADMINISTRATIVE
POLICIES"**

**RESOLUTION NO.
07-07-08: "PROPOSED
FACULTY SENATE
CONSTITUTION"**

organizations. Ongoing projects for Compliance include: research billing, Athletics Department, HIPAA (confidentiality), Medicare/Medicaid billing, and compliance with state construction regulations. Ongoing projects for Audit include: revenue cycle review and audit of the Office of the Dean of Students.

Dr. Jacobs asked Ms. Barbara Floyd to present the Faculty Senate report (Attachment 2).

President Jacobs presented his report on progress towards institutional goals during the last 14 months (Attachment 3). He commented on the huge amount of cooperation and cultural integration between students, faculty, staff and alumni that has occurred. Dr. Jacobs expressed his gratitude to those who helped with the success of the merger. He mentioned we are just beginning to reap the rewards of the merger. He did mention that he expects next year to be more difficult. Co-Chairman Huey also thanked the faculty, staff and leadership for a very successful year and expressed his sincere appreciation to the UTMC for the great care and treatment he received during his stay. Mr. Huey also thanks Dr. Jacobs for his leadership as UT President and expressed the tremendous support he has from the Board of Trustees.

There being no further business before the Board, Vice Chairman Huey adjourned the meeting at 3:25 p.m.

ADJOURNMENT

CHIEF OF STAFF REPORT
September 17, 2007

New Medical Staff Appointments

Shaheda B. Ahmed, M.D.
Pathology Service
Provisional Staff Status
Privileges in Pathology

Samih Bittar, M.D.
Internal Medicine Service
Provisional Staff Status
Privileges in Internal Medicine

Yongqing Feng, M.D.
Internal Medicine Service
Provisional Staff Status
Privileges in Internal Medicine

Kimberly D. Jenkins, M.D.
Anesthesiology Service
Provisional Staff Status
Privileges in Anesthesiology

Mohammad Kanjwal, M.D.
Internal Medicine Service
Provisional Staff Status
Privileges in Internal Medicine and Moderate Sedation

Roger T. Kucway, M.D.
Radiation Therapy Service
Provisional Staff Status
Privileges in Radiation Therapy

Catherine Marco, M.D.
Emergency Medicine Service
Provisional Staff Status
Privileges in Emergency Medicine and Moderate Sedation

Medical Staff Reappointments from Provisional to Full Staff Status

Cathi A. Brace, M.D.
Pediatrics Service
Active Staff Status
Privileges in Pediatrics

Maurice K. Chung, M.D.
Obstetrics and Gynecology Service
Courtesy Staff Status
Privileges in Obstetrics and Gynecology

Brian D. Dudenhofer, M.D.
Surgery Service
Active Staff Status
Privileges in Ophthalmology

Hossein Elgafy, M.D.
Orthopaedic Surgery Service
Active Staff Status
Privileges in Orthopaedic Surgery and Moderate Sedation

Daniel F. Grum, M.D.
Anesthesiology Service
Active Staff Status
Privileges in Anesthesiology

Christopher M. Halasy, M.D.
Family Medicine Service
Active Staff Status
Privileges in Family Medicine

Dennis B. Liu, M.D.
Urology Service
Active Staff Status
Privileges in Urology

Walid M. Mahmoud, M.D.
Emergency Medicine Service
Active Staff Status
Privileges in Emergency Medicine

Melissa Jane Marker, D.O.
Emergency Medicine Service
Courtesy Staff Status
Privileges in Emergency Medicine

Vivian Moynihan, M.D., M.P.H.
Obstetrics and Gynecology Service
Active Staff Status
Privileges in Obstetrics and Gynecology

Amy L. Smith, D.D.S.
Surgery Service
Courtesy Staff Status
Privileges in Dentistry

New Clinical Associate Staff Appointments

Erin Durbin, M.S.N., C.N.P.
Obstetrics and Gynecology Service
Privileges as a Certified Nurse Practitioner
Collaborating Physician: Terrence Horrigan, M.D.

Judith Malhotra, M.S.N., C.N.P.
Internal Medicine Service

Privileges as a Nurse Practitioner
Collaborating Physician: Joseph Shapiro, M.D.

Resignations

Nina Al-Sabbagh, M.D.
Internal Medicine Service
Effective 06/24/07

Riyaz Bashir, M.D.
Internal Medicine Service
Effective 07/01/07

Phillip Horowitz, M.D.
Internal Medicine Service
Effective 06/08/07

John Letcher, M.D.
Internal Medicine Service
Effective 06/24/07

Robert K. Rhee, M.D.
Surgery Service
Effective 08/08/07

Charles S. Rothberg, M.D.
Surgery Service
Effective 09/15/07

John O. Uche, M.D.
Family Medicine Service
Effective 08/15/07

Gopinath Upamaka, M.D.
Internal Medicine Service
Effective 06/24/07

**Report to the Board of Trustees by Faculty Senate Chair, Ms. Barbara Floyd
September 17, 2007**

I want to touch briefly on three issues: the progress made to date on merging the two senates, the Board's resolution "Approving Authority for Administrative Policies," and lastly, the general education curriculum.

First, I want to update the Board of the significant progress we have made in merging the two senates. As you know, last year you requested that we complete a new constitution before July 1, which we did. However, the Health Science Campus faculty voted to delay the merger until the rules and appendices documents, which are the operational guidelines for the Senate, were written and approved. The two executive committees worked over the summer on these documents, and we completed a draft just a week ago. While the current draft of the documents reflects the thinking of the two executive committees, the documents need input from the faculty as a whole. We will soon distribute the entire documents to the senators. We will also schedule several open forums where faculty can come to provide their comments. Kris Brickman and I also pledged to get input from the provosts, deans, president, and Board, and we will be doing that once we hear from our constituents. We are still anticipating the completion of the merger by the end of this calendar year, with elections for a new Senate in January. We are all anxious to see this merger occur, but we also must be sure it happens in a way that produces a Senate that meets the needs of the faculty and the university.

On the second matter, that of the Board's resolution "Approving Authority for Administrative Policies," the main campus Faculty Senate had a vigorous discussion of this resolution that you just passed at its meeting three weeks ago. Lauri Cooper from the Office of the General Counsel came to the Senate to answer questions about the resolution. I would summarize the Senate's concerns by saying that we understand the intent of the resolution and supports the idea that many policy decisions need to be delegated to the president and his senior leadership, particularly policies relating to academic matters that should be handled by the provosts. But the concern expressed by the senators was that the resolution was too vague and did not adequately express its intent. The Senate hopes that the Board understands our concerns.

Lastly, there has been a great deal of discussion over the past year among many, including some on the Board, about our general education curriculum. Two weeks ago, the main campus Faculty Senate and the Office of the Provost jointly sponsored a workshop on general education curriculum to assist faculty members in bringing their general education courses in line with the guidelines approved by the Faculty Senate in 2005. We continue to believe that these guidelines, which establish discipline-specific learning objectives for general education courses while allowing faculty the freedom to develop specific course content, are sound. Past assessments of students after they have taken their general education courses support this contention. We will be offering more sessions in the coming months.

I have copies of the Senate's general education curriculum guidelines today if anyone on the Board who is not familiar with them would like a copy.

And I would be happy to answer any questions you might have.