



BOARD OF TRUSTEES CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Thursday, March 18, 2021, 8:00 a.m.

PLACE: Conducted remotely through Zoom Meeting

PRESENT: Chair David H. Gunning II, Trustees Thomas W. Adler, Timothy J. Cosgrove, Patricia M. DePompei, Stephen Kirk, Leonard A. Komoroski, Lisa K. Kunkle, David Reynolds, and Vanessa L. Whiting; Student Trustees Arlindo Ahmetaj and Allison K. Younger; Community Board Members Robyn N. Gordon, Thomas E. Hopkins, Heather Lennox, and Joseph D. Roman; Faculty Representatives Dr. Rachel K. Carnell and Dr. Robert A. Krebs; President Harlan M. Sands; and General Counsel and Secretary to the Board of Trustees Sonali B. Wilson.

Others in attendance: Dr. Jianping Zhu, Provost; Jonathan Wehner, Vice President and Dean of Admissions, Enrollment Management and Student Success; Margie Spencer, Int. Vice President of Business Affairs and Chief Financial Officer; Dr. Forrest Faison, Sr. Vice President of Research & Innovation and Chief Healthcare Strategy Officer; Jeanell N. Hughes, Vice President of Administration and Chief of Staff; Dr. Julie M. Rehm, Vice President, University Advancement; and Heather A. Link, Assistant Board Secretary.

Chair Gunning called the meeting to order at 8:08 a.m. and confirmed the presence of a quorum. He asked if there were any corrections, additions or deletions to the minutes of the January 21, 2021 Board meeting. Hearing none, he called for a motion to approve the minutes. Moved by Trustee Adler, and seconded by Trustee Reynolds, the minutes were approved by voice vote.

REPORT OF THE CHAIR

Chair Gunning announced that this will be the final meeting for two Trustees, and brought forth resolutions to recognize both. Mr. Gunning thanked and congratulated Community Trustee

Joseph Roman for his upcoming retirement from a successful 36-year career, and noted that he provided valuable insight and input in his role as a community trustee.

Trustee Adler moved the resolution and Trustee Reynolds seconded the motion. The following resolution was unanimously approved by voice vote.

RESOLUTION 2021-12

RECOGNITION OF COMMUNITY BOARD MEMBER JOSEPH ROMAN

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 nonvoting members; and

WHEREAS, Joseph Roman was first appointed as a Community Board Member in September 2016 and was reappointed in 2018 and 2020; and

WHEREAS, in 2020, after a 36-year career in economic development, culminating in serving as President and CEO of the Greater Cleveland Partnership, Mr. Roman announced he would retire in April 2021; and

WHEREAS, as a lifelong Clevelander, Mr. Roman has dedicated his entire career to making the city a place where businesses can thrive and residents can prosper; and

WHEREAS, as a Community Board Member, Mr. Roman has worked to advance the university as a key partner with area businesses and has been committed to student success in order to build and retain talent in the region:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees extends its deepest appreciation to Joseph Roman for his dedicated service and counsel as a Community Board Member, acknowledges his many contributions to the greater Cleveland community, and looks forward to his continued involvement with the University in the years to come.

Chair Gunning introduced a resolution to recognize student Trustee Allison Younger; he thanked her for her active participation on the Board and noted that she will graduate with a triple major in Criminology, Sociology and Philosophy pre-law, and will attend the C-M College of Law in the fall.

Trustee Reynolds moved the resolution, and Trustee Whiting seconded the motion, which was approved by voice vote.

**RESOLUTION 2021-13
RECOGNITION OF STUDENT TRUSTEE ALLISON YOUNGER**

WHEREAS, Allison Younger was appointed by Governor Mike DeWine to the Cleveland State University Board of Trustees as a Student Trustee on June 21, 2019, for a term ending on May 1, 2021; and

WHEREAS, Ms. Younger will graduate this spring as a triple major in criminology, sociology and philosophy pre-law and has demonstrated outstanding achievement; and

WHEREAS, as a valuable member of the Cleveland State University student body, Ms. Younger serves as the President of The 1964 Society, which connects students to alumni, while also being a Presidential Student Ambassador through the organization; and

WHEREAS, Ms. Younger is very active in Greek life as a collegiate member of Phi Mu Rho Lambda and is also a member of the Pre-Law Fraternity, Phi Alpha Delta for undergraduate students; and

WHEREAS, during her service as a student trustee, Ms. Younger has consistently advocated for the needs of her fellow students, ensuring that the voice of the student is always front and center in board discussions:

NOW, THEREFORE, BE IT RESOLVED that on behalf of the Cleveland State University community, the Board of Trustees extends its deepest appreciation to Allison Younger for her dedicated leadership and service as a student trustee and wishes her all the best as she enters law school at the Cleveland-Marshall College of Law in the fall semester.

Chair Gunning acknowledged that the choice of Cleveland State as a mass vaccination center illustrates the University's important role for vaccine access in the region. The vaccine center is being recognized in the press for successful operations and ease of use, and the Chair thanked President Sands and his senior staff, faculty members, CSU police services, facilities support, and students for their efforts in supporting the process.

He also congratulated all student athletes on their achievements in the classroom and in their sports, including successful seasons for women's basketball, wrestling (with three participants in the NCAA tournament), swimming, volleyball, and culminating with men's basketball, under Coach Dennis Gates' leadership, reaching the NCAA March Madness tournament for the first time since 2009.

REPORT OF THE PRESIDENT

President Sands reported that the University is stepping up and delivering as Ohio's mass vaccination clinic; the University is honored to have been selected by Governor DeWine to provide vaccinations for the region and he encouraged everyone to take advantage of the site. He noted that the partnership with the State of Ohio, FEMA, the City of Cleveland, and Cuyahoga County, is adding to the ongoing momentum at Cleveland State.

President Sands reported on in-person commencement scheduled for May 15, with a morning and afternoon ceremony, and thanked the Cleveland Indians organization for their support. He has heard positive feedback on the commencement from students and faculty, reinforcing that the core mission of the University is educating and graduating students.

The CSU Vikings men's basketball team has won the Horizon League championship, and therefore are included in the NCAA March Madness tournament, and President Sands applauded their efforts. He commented that athletics can be viewed as the front-door of the University, and provides the greater public a window to see all of the positive work being done at Cleveland State.

Ongoing plans for the fall semester include continuing the University's "seven layers of protection" against the virus and increasing the campus footprint. President Sands reported an increase in fall semester applications, admits, and acceptances, and increasingly strong efforts to attract transfer students to the University. He noted increased marketing, outreach, and financial aid, along with the continuation of the 2-for-1 Tuition Promise, as contributing factors for the positive enrollment news.

President Sands reported that the CSU 2.0 plans are being discussed with college leadership and the plans will be released to the campus on March 26; following the release date, in April, there will be scheduled townhalls, and college and departmental meetings to gather feedback, adjust as needed, and build consensus.

President Sands noted that later in the meeting, Trustees would be asked to approve faculty promotion and tenure and those faculty members were in attendance. He congratulated them on their consummate achievements and asked their Deans to introduce them; Trustees gave a round of applause to recognize the achievements and thank them for their dedicated service.

ACADEMIC AFFAIRS and STUDENT SUCCESS COMMITTEE UPDATE

Committee Chair Cosgrove reported on the March 4 meeting, where members received updates on efforts to increase enrollment and the Higher Learning Commission re-accreditation process for the University.

Trustee Cosgrove also noted a presentation to the committee by student safety ambassadors, whose leadership and work over the last two semesters has resulted in creating a safer campus through educating and reminding their peers about safe health expectations for the campus.

Trustee Cosgrove brought forth two resolutions that were approved by the Committee for Board approval, approving faculty promotion and tenure, and librarian promotion; he asked for a motion. Trustee Reynolds moved, and Trustee Kunkle seconded the motion.

The following resolutions were approved by voice vote.

RESOLUTION 2021-14

PROMOTION AND TENURE RECOMMENDATIONS AY2020 - 2021

WHEREAS, the individuals in the attached exhibit have been reviewed by the appropriate Department and College committees, the Chairperson, the Dean, the University Peer Review Committee (where appropriate), the Provost and the President; and

WHEREAS, they have fulfilled the requirements for promotion and the award of tenure as set forth in Article 12 of the Agreement between Cleveland State University and the CSU Chapter of the American Association of University Professors, or in the case of the College of Law faculty, of Rule 3344-11-03 of the CSU Faculty Personnel Policies; and

WHEREAS, the Academic Affairs and Student Success Committee reviewed the Promotion and Tenure recommendations at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the promotions to the rank of Professor, promotions to the rank of Associate Professor with tenure, and promotion to the rank of Clinical Associate Professor with tenure effective at the beginning of the 2020-2021 academic year for those individuals as outlined.

RESOLUTION 2021-15

PROMOTION OF LIBRARIAN RECOMMENDATION

WHEREAS, the individuals in the attached exhibit have been reviewed by the appropriate Personnel Action Committee for Promotion of the Michael Schwartz Library, the Director of the Michael Schwartz Library, the Provost and the President; and

WHEREAS, they have fulfilled the requirements for promotion as set forth in Section 3344-62-03 (4) of the Librarians' Personnel Policies; and

WHEREAS, the Academic Affairs and Student Success Committee reviewed the Librarian Promotion recommendation at its last committee meeting and recommends full Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves the promotion to the rank of Senior Assistant Librarian, effective July 1, 2021, as outlined.

FINANCIAL AFFAIRS COMMITTEE

Committee Chair Kirk reported on the March 3 meeting including a more positive financial outlook for the University than previously predicted; Interim Chief Financial Officer, Margie Spencer, reported at the committee meeting on operating funds, provided an update on stimulus funds, and reviewed the timeline for the FY22 and FY23 budget approvals. Trustee Kirk noted that the "financial scorecard" was presented and included positive updated forecast numbers for total student credit hours, instruction tuition revenue, and monthly days of cash on hand.

Trustee Kirk reported that the Committee is entering into the record the following resolution, which was approved on March 3 and does not need full Board approval, as the Financial Affairs Committee has the authority to take this action pursuant to the bylaws; the administration had recommended the action and it is consistent with investment policy guidelines.

RESOLUTION 2021-16

APPROVAL TO REALLOCATE THE UNIVERSITY'S INVESTMENT PORTFOLIO CONSISTENT WITH THE UNIVERSITY'S INVESTMENT FUND RULE 3344-64-03

WHEREAS, on May 21, 2020, the Financial Affairs Committee of the Board of Trustees authorized the University's administration to temporarily suspend the University's Investment Fund Rule 3344-64-03 and reallocate the University's investment portfolio to reduce potential risk and improve liquidity; and

WHEREAS, the financial deficits anticipated as a result of the COVID-19 pandemic have been reduced through expense management initiatives and receipt of stimulus funds; and

WHEREAS, Cleveland State University has effectively preserved liquidity during the pandemic; and

WHEREAS, the Administration recommends that the University's investment portfolio return to the objectives and management strategy as outlined in the University's Investment Fund Rule 3344-64-03 which includes the preservation of capital while providing long-term growth of principal with limited exposure to risk:

NOW, THEREFORE, BE IT RESOLVED that the Financial Affairs Committee of the Cleveland State University Board of Trustees approves return to the objectives and management strategy as outlined in the University's Investment Fund Rule 3344-64-03.

GOVERNANCE COMMITTEE

Committee Chair Adler updated the Board on the nomination and election process for the 2021-2022 slate of officers to be elected at the annual Board meeting in May. The Nominating Committee consists of Chair Gunning, Trustees Kunkle and Whiting, and himself; Trustee Adler will call a meeting of the committee in the next month.

REPORT OF THE CSU FOUNDATION

CSU Foundation Chair and Trustee Hopkins, reported on fundraising efforts, including the May 6 Radiance event; the virtual event may allow for an expanded number of participants and donors. He noted that the assistance to students through Radiance funds has been expanded to support the student success continuum, including the 2-for-1 Tuition Promise and Lift Up Vikes; he also reinforced the benefits of the event in that the funds have supported more than 2,000 students since the inception of the event.

University Advancement Vice President Rehm updated the Board on FY21 attainment and annual giving progress, noting that the end-of-year \$11 million goal is in reach, but that fundraising during the pandemic has been challenging. Factors including the call center being closed due to safety concerns and donors choosing to assist immediate needs organizations, such as food banks, may have an effect on giving to higher education. Dr. Rehm acknowledged that corporate giving has lagged this year, due to uncertain financial stability throughout the pandemic. New strategic

hires in the Advancement division will have a positive impact on cultivation and solicitation in all constituent types.

EXECUTIVE SESSION

Trustee Reynolds moved to adjourn into Executive Session for the purpose of discussing imminent and pending litigation with University General Counsel and personnel matters involving the employment, compensation and contracts of public employees. Trustee Kunkle seconded the motion.

A roll call vote was taken by the Secretary of the Board; voting in the affirmative were Mr. Adler, Mr. Cosgrove, Ms. DePompei, Mr. Kirk, Mr. Komoroski, Ms. Kunkle, Mr. Reynolds, Ms. Whiting, and Chair Gunning. The motion carried.

Chair Gunning excused everyone except the voting and community trustees present, President Sands and General Counsel and Board Secretary Wilson. The executive session began at 9:40 a.m.

Chair Gunning announced at 10:44 a.m. that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

Chair Gunning announced that a resolution is being brought forth as a result of the Executive Session. He enthusiastically reported that in order to build upon a successful three-year term, the Trustees support an extension of President Harlan M. Sands employment agreement for an additional three years and, delegates to the Executive Committee of the Board further negotiation and execution of the terms and conditions thereto. Chair Gunning read the resolution into the record.

Trustee Cosgrove moved the resolution to approve President Sands' employment agreement extension and Trustee Kirk seconded the motion. The following was approved unanimously by voice vote.

RESOLUTION 2021-17
APPROVAL OF PRESIDENT'S EMPLOYMENT AGREEMENT EXTENSION

WHEREAS, Harlan M. Sands became the 7th President of Cleveland State University in 2018; and

WHEREAS, his original employment agreement with Cleveland State University will expire on June 30, 2023; and

WHEREAS, under President Sands' exceptional leadership, Cleveland State University has gained significant momentum and has become a stronger, more impactful institution of higher education for its students, and a stronger strategic community partner for the Northeast Ohio region; and

WHEREAS, since becoming president in 2018, and despite the challenges faced by the university in an economic downturn, with declining state support and enrollments, President Sands, through great vision, drive and determination, has led a financial turnaround at the university, eliminating a structural deficit and reducing overhead costs, and thereby allowing the university to more fully invest in its academic mission; and

WHEREAS, President Sands has provided exceptional vision, leadership, and ability to execute on strategic priorities that advance CSU's mission to provide a high-quality, accessible, and affordable education. Over the past three years, Sands has recruited and empowered new faculty and staff leaders across the university, with significant adds to faculty in key academic and research areas and a strengthened senior leadership team; and

WHEREAS, through President Sands' artful, collaborative leadership, CSU has engaged in new innovative strategic partnerships, including the Cleveland Innovation District, a major state investment in a new partnership between five anchor institutions in Cleveland that will bring 20,000 new jobs to Northeast Ohio over ten years and enable CSU to increase four-year degrees, certificates, adult learning opportunities and virtual education in STEM fields to match employer demands; and

WHEREAS, during President Sands' tenure the university as launched academic partnerships to support student success, such as CSU Global, Say Yes to Education and the groundbreaking public private partnership establishing the Parker Hannifin Living and Learning Community through which CMSD and Say Yes to Education students receive free room and board, wrap-around services, all which are key to the university's current growing enrollments; and

WHEREAS, President Sands has made significant, continuous improvement in first-year student retention rates which have increased 6% in the past two years. This is in large part due to the transformational establishment of Success Coaches to ensure that students are progressing towards their college degrees, resulting in measurable success; and

WHEREAS, President Sands has led the university through an unprecedented pandemic, positioning the university for continued growth and success through a substantial reduction of the

FY21 projected budget deficit, restoration of temporary faculty and staff pay reductions, investing in our academic mission with the hiring an additional forty new faculty for the second consecutive year, and the launch of the CSU 2.0 process paving the way for a stronger, thriving and more efficient university; and

WHEREAS, the Board of Trustees is extremely grateful for President Sands' many accomplishments thus far and has full faith and confidence that he will continue to lead this institution on an upward trajectory towards its true potential; such that the Board has offered to extend his employment agreement for a term of three years, ending on June 30, 2026, and he has accepted such offer:

NOW, THEREFORE, BE IT RESOLVED, that the Cleveland State University Board of Trustees hereby approves the extension of President Harlan M. Sands employment agreement for an additional three years and delegates to the Executive Committee of the Board further negotiation and execution of the terms and conditions thereto.

ADJOURNMENT

Chair Gunning announced that the Annual Meeting scheduled for May, might be held in a hybrid-style, with safety precautions in place.

There being no further business, Trustee Reynolds moved to adjourn the meeting and Trustee Whiting seconded the motion. The motion carried by voice vote and the meeting adjourned at 10:56 a.m.

Respectfully submitted,

APPROVED ON MAY 20, 2021

Sonali B. Wilson
General Counsel and
Secretary to the Board of Trustees

APPROVED ON MAY 20, 2021

David H. Gunning II
Chair, Board of Trustees