



**BOARD OF TRUSTEES
CLEVELAND STATE UNIVERSITY**

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Monday, January 23, 2012, 8:30 a.m.

PLACE: Student Center, Ballrooms A & B

PRESENT: Chairman Robert H. Rawson, Jr., Vice Chairman Dan T. Moore III, Advancement Board Officer Thomas W. Adler; Trustees Richard L. Bowen, Sally Florkiewicz, June E. Taylor, and Ronald E. Weinberg; Student Trustees Amber Alt and Alexander S. Butler; Community Board Members Dr. Paul E. DiCorleto, Anand

basketball team and encouraging everyone to take the opportun

President Berkman indicated that there are a series of recommendations on restructuring

Vice President LeVine highlighted the gifts received for the second quarter of FY 2012 **(Attachment B)**. In reporting that the second quarter fell behind in cash gifts, but was ahead in pledges, Vice President LeVine indicated that the fundraising reports would be reviewed by the Development Committee to determine if they should be more goal-oriented. She explained that the annual fundraising has been a challenge, noting that there are presently only three full-time fundraisers on staff. She added that searches are in place for an assistant vice president for advancement and an assistant vice president for finance, who will serve as the chief financial officer.

Trustee Bowen moved, and Trustee Adler seconded, the motion to accept the gifts and pledges as reported for the period Oct

Chairman Rawson asked if there were consent agenda items that Board members wished to remove and discuss individually. There being none, the Registration of Cleveland-Marshall College of Law Trademarks (**Attachment C**), the Inter-University Police Mutual Aid Agreement (**Attachment D**), and Amendment Two to the Child Care Management Services

WHEREAS

Chairman Rawson recognized Vice President Stephanie McHenry, who presented an update on the Integrated Capital and Investment Plan (**Attachment H**). She invited the insights and recommendations of the Board members to the proposed approach and implementation of \$155 million in capital projects over the next five years. Discussion and comments focused on cost savings associated with the fume hoods project, and the request-for-proposal specifications and process for the selection of an investment banking firm. Board members recommended issuing an RFP for investment banking services for no more than 18 months and without automatic renewal options. It was also suggested that the University explore the extent to which it can negotiate. Trustee Moore moved, and Trustee Bowen seconded, the motion to approve the request-for-proposals to select an investment banking firm, as amended, to provide financial advisory and underwriting service

- b. service capabilities,
- c. staffing plan and team capabilities,
- d. pricing and fees, and
- e. commitment to Ohio and local vendors;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby approves issuing a Request for Proposals for investment banking services as described above, and authorizes the administration to select a firm through this process for the initial bond issuance.

Wolstein Center Solar Power

As a result of a bid process, and upon the recommendation of the Financial Affairs Committee, a purchase agreement with OneEnergy-Dovetail, LLC (**Attachment I**) was considered by the Board. Questions and discussion centered on the inclusion of a roof treatment with ten-year warranty valued at \$600,000. Chairman Rawson recommended that the Board adopt the proposed resolution, with the condition that further consultation be undertaken with Trustee Bowen, providing Board expertise, and that any fundamental changes in the proposed agreement be delegated to the Executive Committee of the Board for approval. Trustee Moore moved, and Trustee Bowen seconded, the motion to approve the Wolstein Center solar power purchase agreement with OneEnergy-Dovetail, LLC, as amended. The following amended resolution was passed by voice vote.

RESOLUTION 2012-5

**APPROVAL OF WOLSTEIN CENTER SOLAR POWER PURCHASE
AGREEMENT WITH OneEnergy-Dovetail, LLC**

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WHEREAS, OneEnergy-Dovetail has further offered to cause to be installed, at no additional cost, a roof treatment on the Wolstein Center that will result in a longer life span for the current

WHEREAS, best practices recommends that all universities adopt a CCTV Policy and that the Administration has developed and recommends this policy;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves and adopts the Closed Circuit Television (CCTV) Policy to be effective February 1, 2012, and directs the President to execute the Policy accordingly.

AMENDED NCAA FY11 AUDIT REPORT

Board members received a revised copy of the NCAA Report, dated June 30, 2011, (**Attachment L**) submitted by the external auditors, Plante and Moran.

EXECUTIVE SESSION

Trustee Florkiewicz moved that the Board adjourn into Executive Session for the purpose of discussing audits and imminent and pending legal issues with the General Counsel. Trustee Moore seconded the motion. A roll call vote was taken by the Secretary to the Board; voting in the affirmative were Ms. Florkiewicz, Mr. Adler, Mr. Weinberg, Mr. Bowen, Mr. Moore, Ms. Taylor, and Chairman Rawson.

Chairman Rawson excused everyone except the voting and community trustees present, President Berkman, the Provost, Vice President for Business Affairs and Finance, Assistant Vice President for Campus Support Services, Director of Athletics, General Counsel, Auditor, and Board Secretary. Executive Session began at 10:30 a.m.

Chairman Rawson announced at 12:00 Noon that the Board had finished its business in Executive Session and was resuming the regular meeting. There being no further business to discuss, Chairman Rawson adjourned the meeting at 12:00 p.m.

Respectfully submitted,

APPROVED ON APRIL 11, 2012

William J. Napier

Secretary to the Board of Trustees

APPROVED ON APRIL 11, 2012

Robert H. Rawson, Jr.

Chairman, Board of Trustees