



BOARD OF TRUSTEES

CLEVELAND STATE UNIVERSITY

MINUTES OF THE MEETING

BOARD OF TRUSTEES MEETING

DATE: Tuesday, June 20, 2017, 7:30 a.m.
PLACE: The Wolstein Center, Gerald H. Gordon Conference Pavilion
Weinberg Board Room

PRESENT: Chairman Bernie Moreno, Trustees Thomas W. Adler, David H. Gunning II, Stephen F. Kirk, Morton Q. Levin, Dan T. Moore III, June E. Taylor, Deborah A. Vesey; Community Board Members Timothy J. Cosgrove, Robyn N. Gordon, Len Komoroski, Heather Lennox, Linda McHugh and Joseph D. Roman; Faculty Representatives Dr. Mark A. Holtzblatt and Dr. Nigamanth Sridhar; President Ronald M. Berkman and Secretary to the Board of Trustees William J. Napier. Others in attendance: Dr. Jianping Zhu, Provost and Senior Vice President for Academic Affairs; Dr. Ernest “Boyd” Yarbrough, Vice President for Student Affairs; Sonali B. Wilson, University General Counsel; and Stephanie McHenry, Senior Vice President of Business Affairs and Finance; Plante Moran Auditors Sadie Mayle and Rob Paskert.

Chairman Moreno called the meeting to order at 7:30 a.m. and confirmed the presence of a quorum. He called for a motion to approve the minutes of the May 22, 2017 Board meeting; moved by Trustee Moore and seconded by Trustee Levin, the minutes were approved by voice vote.

EXECUTIVE SESSION

Trustee Gunning moved, and Trustee Moore seconded, the motion to adjourn into Executive Session for the purpose of discussing matters involving the long-term lease of property and compensation of a public employee.

A roll call vote was taken by the Secretary to the Board; voting in the affirmative were Mr. Adler, Mr. Gunning, Mr. Kirk, Mr. Levin, Mr. Moore, Ms. Taylor, Ms. Vesey, and Chairman Moreno.

Chairman Moreno stated that there were several executive session segments; Chairman Moreno excused everyone except the voting and community trustees present, President Berkman, Board Secretary Napier, Provost Zhu, Senior Vice President McHenry, Vice President Yarbrough, Associate Vice President Long, Executive Director of Facilities Baumann, Director of Athletics Thomas, Director of Program Analysis & Assessment Rogers, and General Counsel Wilson. The executive session began at 7:35 a.m. Community Board Member Timothy J. Cosgrove recused himself from attending the Executive Session to avoid a conflict of interest.

Chairman Moreno announced at 9:40 a.m. that the Board had finished its business in Executive Session and was returning to its regular meeting.

As a result of the executive session, three resolutions were moved by Trustee Levin and seconded by Trustee Moore. The following resolutions were passed by voice vote:

RESOLUTION 2017-49

PRESIDENT'S CONTRACT PERFORMANCE BONUS

WHEREAS, the Executive Committee of the Board of Trustees, pursuant to Sections 3.2 and 4.5 of the President's Employment Agreement, has performed its annual evaluation of President Ronald M. Berkman and has concluded that he continues to provide excellent, inspired, creative leadership that continues to allow Cleveland State to achieve successes previously unattained at the University. He has met, and exceeded, the goals and objectives that were mutually agreed upon by the President and the Board of Trustees; and

WHEREAS, President Berkman's continued inspired and creative leadership to Cleveland State University has resulted in completion of the first University Advancement Campaign in the institution's history, surpassing the five year goal in three years; opened up new and effective means of communication with students, including student government leaders; interacted directly and frequently with the faculty of the university; concluded searches for deans of the School of Nursing, the Monte Ahuja College of Business and the Cleveland-Marshall College of Law and the Graduate School; led an effort to examine the advantages of monetization in order to secure resources for many of the University's unmet needs; concluded the Path to 2020 initiative, keeping the University on secure financial footing; successfully concluded contract negotiations with expiring collective bargaining agreements; provided leadership to State of Ohio by being chosen by his fellow university presidents to serve as Chairman of the Inter-University Council of Ohio; successfully recruited exceptional leadership for the School of Film, Television and Digital Media; presided over continued growth in research funding at Cleveland State; and continued the upward trend in degree completion, resulting in the largest commencement ceremonies in the University's history;

WHEREAS, the Executive Committee has recommended to the Board of Trustees, that, in light of President Berkman's accomplishments in meeting his goals and objectives as required, he is to receive a performance bonus in an amount that is twenty-five percent (25%) of his annual base

salary as in effect on the last day of the fiscal year, June 30, 2017, to which his goals and objectives have been measured;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby approves a performance bonus for President Berkman in an amount representing 25% of his annual base salary on June 30, 2017.

RESOLUTION 2017-50

ACCEPTING THE PRESIDENT'S 2017-2018 GOALS

WHEREAS, President Berkman's performance is evaluated annually, pursuant to Sections 3.2 and 4.5 of his employment agreement, based upon the execution of his duties and attainment of goals and objectives as agreed upon by the President and Board Executive Committee; and

WHEREAS, the Executive Committee has reviewed and commented upon the 2017-2018 goals submitted by President Berkman;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees accepts the President's goals for 2017-2018 as stated.

RESOLUTION 2017-51

PROPOSED PUBLIC PRIVATE PARTNERSHIP – CSU PARKING AUTHORIZATION AND ENDORSEMENT TO CONTRACT FOR CONSULTING SERVICES

WHEREAS, the University's parking assets are owned and operated by Cleveland State University; and

WHEREAS, the University recognizes that 1) providing parking services to students, faculty, staff and the public for a fee, and 2) maintaining existing and developing new parking assets are not core business functions of the University; and,

WHEREAS, the University began an assessment and analysis of public private partnerships (monetization) in May 2015 regarding various University-owned assets including its parking facilities; and

WHEREAS, the State of Ohio Governor's Task Force on Higher Education Affordability and Efficiency recommended state universities and colleges to assess the benefits of the sale, lease, or repurposing of non-core institutional assets; and,

WHEREAS, the University's Path to 2020 Project sponsored an internal asset monetization project focusing on parking facilities and recommended continued assessment of a public private

partnership for the University's parking facilities; and

WHEREAS, the University identified that the parking asset has potential value for a private industry partner, as well as potential financial benefits to the University; and

WHEREAS, the University seeks expert consulting services for financial modeling and strategic positioning to facilitate its continued assessment of parking monetization in order to structure an optimal partnership agreement in the event the University issues a Request for Proposal (RFP) to which consortiums of proposers may reply; and

WHEREAS, the University has identified Jones Lang LaSalle (JLL) as a subject matter expert regarding parking monetization agreements with private consortiums; and

WHEREAS, JLL has previously provided the University with consulting services related to University parking services and asset valuation;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby authorizes the University Administration to enter into an agreement with JLL for consulting services regarding the continued assessment of parking monetization, consistent with the schedule set forth in Exhibit C attached, to position the University for the potential issuance of an RFP to consortiums of interested proposers.

EXHIBIT C – CONSULTING SERVICES

Activity	Anticipated Completion Date	Fixed Fee Amount Payable
1) Board Decision on Key Deal Terms	September 2017	\$60,000
2) Release of Draft RFP and Contract to Bidders	November 2017	\$140,000
3) Release of Final RFP and Contract to Bidders	May 2018	\$70,000
4) Contract Award – IF Deal Execution	August 2018	\$40,000
5) Financial Close – IF Deal Execution	November 2018	\$40,000
		\$350,000

Should a transaction occur, a success fee of 1.25% is estimated to be paid to JLL at the successful conclusion of the deal.

REPORT OF THE CHAIRMAN

Election of Board Officers

The slate of Board officers for 2017-2018, presented by the Nominating Committee, was moved by Trustee Adler and seconded by Trustee Levin. The following resolution was passed by voice vote:

RESOLUTION 2017-52

ELECTION OF OFFICERS FOR 2017-2018

BE IT RESOLVED that the Cleveland State University Board of Trustees hereby elects the following persons to serve as officers for the 2017-2018 term: Trustee Bernie Moreno as Chair, Trustee Dan T. Moore III as Vice Chair, Trustee David H. Gunning II as Treasurer, Trustee Thomas W. Adler as Trustee Development Officer, and William J. Napier as Secretary to the Board of Trustees.

Chairman Moreno requested that the Board members email him before the September Board meeting with their preferences for committee assignments.

Chairman Moreno welcomed Timothy J. Cosgrove, newly-elected Chair of the CSU Foundation Board of Directors, and Heather Lennox, Managing Partner of Jones Day. Trustee Gunning moved, and Trustee Kirk seconded, the motion to approve the appointments of Mr. Cosgrove and Ms. Lennox as Community Board Members. The following resolutions were passed by voice vote:

RESOLUTION 2017-53

**APPOINTMENT OF TIMOTHY J. COSGROVE AS A
COMMUNITY BOARD MEMBER**

WHEREAS, the Bylaws of the Board of Trustees denotes that the Chair of the Cleveland State University Foundation Board of Directors may serve as a non-voting community member of the Board of Trustees for the duration of his/her term of office; and

WHEREAS, Timothy J. Cosgrove was elected Chair of the Cleveland State University Foundation Board of Directors on June 6, 2017 for a two-year term;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees approves the appointment of Timothy J. Cosgrove as a community member of the Board of Trustees for a term commensurate with his term as Chair of the Cleveland State University Foundation Board of Directors, ending June 2019.

RESOLUTION 2017-54

**APPOINTMENT OF HEATHER LENNOX AS A
COMMUNITY BOARD MEMBER**

WHEREAS, the Bylaws of the Board of Trustees were amended on January 20, 2006 to expand the Board's membership and expertise with community members to serve as non-voting advisors to terms approved by the Board;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees approves the appointment of Heather Lennox, Partner-in-Charge of Jones Day – Cleveland Office as a Community Board Member, upon the recommendation of Chairman Bernie Moreno, for a two-year term ending June 30, 2019.

Chairman Moreno described the fantastic presentation made by CSU Physics Professor Jearl D. Walker for the CSU Foundation Board, and asked that the Board Secretary make arrangements for Dr. Walker to make a presentation at a future Board meeting. He also reminded the Board that Dr. Sridhar, Faculty Senate President and Representative to the Board of Trustees, was working on arrangements for the Board members to attend classes with the students this fall.

Chairman Moreno acknowledged the contributions of Mr. Joe Roman and the Greater Cleveland Partnership for the internship summit; and Mr. Mort Levin for his distinguished service on the Board of Trustees, the legacy left by the Levin family through the Maxine Goodman Levin College of Urban Affairs and the recent generous gift in support of innovation, engaged learning and research at Cleveland State University. He also acknowledged the contributions of The Cleveland Clinic, and invited Trustee McHugh to speak about the RN to BSN blended program on campus. Ms. McHugh noted the significance of the program in addressing the nursing shortage.

Chairman Moreno acknowledged the efforts of Trustee Taylor with the Lift Up Vikes program, in support of basic needs of CSU students. Trustee Taylor thanked Board members for their support and 100% participation throughout the year. She noted that several trustees brought items to be donated, and that it is necessary to have a drop-off point. The assistance of Dr. Yarbrough and his staff was requested. In response to an inquiry, Dr. Yarbrough reported that 600 students are taking advantage of the food pantry. An update on the Lift Up Vikes program will be provided in the fall.

Chairman Moreno acknowledged the great job Nancy McCann performed during her term as Chair of the CSU Foundation Board of Directors, and the outstanding fund-raising challenge created in support of *Radiance* and student scholarships. He indicated that she would serve as a Co-Chair of *Radiance* next year. Trustee Adler moved, and Trustee Kirk seconded, the recognition of Nancy W. McMann for her distinguished service. The following resolution was passed by voice vote:

RESOLUTION 2017-55

RECOGNITION OF NANCY W. MCCANN FOR HER DISTINGUISHED SERVICE

WHEREAS, Nancy W. McCann was appointed to the Cleveland State University Board of Trustees on June 2, 2015 as a Community Board Member, and by virtue of her position as Chair

of the CSU Foundation Board of Directors, has provided a strong, cohesive relationship between the two boards; and

WHEREAS, Ms. McCann has brought expertise, leadership, and commitment to philanthropy through her roles as Chair of the CSU Foundation Board of Directors, as a member of the campaign cabinet for ENGAGE: The Campaign for Cleveland State University, and as a Community Board Member; and

WHEREAS, Ms. McCann, as President and Treasurer of the John P. Murphy Foundation and the Kulas Foundation, has supported funding to the arts and culture offerings of the University, as noted by gifts to establish the Kulas Series of Keyboard Conversations with Jeffrey Siegel and the Kulas Foundation CSU Student Ticket Program providing tickets to Cleveland's cultural performances; and

WHEREAS, Ms. McCann has completed her term as Chair of the CSU Foundation Board of Directors, and is subsequently ending her term as a community member of the Board of Trustees;

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees extends its deepest gratitude to Nancy W. McCann for her invaluable and dedicated service to Cleveland State University and to the work of its Board of Trustees, and we look forward to her continued relationship with the University.

REPORT OF THE CSU FOUNDATION CHAIR

Mr. Timothy J. Cosgrove expressed his delight in serving on the Board of Trustees once again, this time as the newly-elected Chair of the CSU Foundation Board of Directors. He stated that he is looking forward to continuing to strengthen the strong relationship between the two boards.

Mr. Cosgrove reported that the \$100 million Engaged Campaign was completed two years ahead of schedule. He referenced fundraising activity as of May 31, 2017 (**Attachment A**) and reported that the Advancement office has exceeded its \$13 million goal for FY17 with the highest number of donors in the past five years. Mr. Cosgrove noted that three new directors, two of which are CSU graduates, were elected to the CSU Foundation, bringing the total number to 46; the three new directors are Jim Deiotte, Debra Green, and Ramona Hood.

Mr. Cosgrove reported that as of May 31, the Foundation's assets under management totaled \$82 million, up 12.2% for the fiscal year. In closing, Mr. Cosgrove announced that the Annual Distinguished Alumni Awards Dinner will be held on October 6.

FINANCIAL AFFAIRS

FY17 External Audit Planning

Committee Chair Kirk invited Plante Moran auditors Sadie Mayle and Rob Paskert to present the planning agenda and timeline for conducting the FY2017 external audit (**Attachment B**). It was noted that next year, GASB 75, accounting and financial reporting of postemployment benefits, other than pensions, would be added.

University Budget for FY18

Chairman Kirk announced that in view of the uncertainty of the Student Share of Instruction (SSI) appropriation and tuition flexibility tied to the passage of the state budget bill, consideration of the University FY18 operating budget is being postponed until a July meeting. He reported that the Financial Affairs Committee met on June 12th, and asked that Senior Vice President Stephanie McHenry and Associate Vice President Tim Long provide a brief update of occurrences since the June 12th meeting.

Trustee Levin moved, and Trustee Gunning seconded, the motion to approve the University FY17 Continuation Budget and Tuition and Fees. The following resolution was passed by voice vote:

RESOLUTION 2017-56

APPROVING THE UNIVERSITY FY17 CONTINUATION BUDGET AND TUITION AND FEES

WHEREAS, the beginning of the state of Ohio's and Cleveland State University's fiscal year biennium (FY18-FY19) is July 1, 2018; and

WHEREAS, the level of the State Share of Instruction (SSI) provided to the University as a result of the adoption of the FY18-FY19 budget appropriations act (Amended Substitute House Bill No. 49) by the Ohio General Assembly and the Governor is vital to operations; and

WHEREAS, the state of Ohio's budget appropriation act for FY18-FY19 has not been signed into law as of June 20, 2017 when the Cleveland State Board of Trustees has convened to approve the University budget for FY18;

NOW, THEREFORE, BE IT RESOLVED that the Board authorizes the University administration to expend funds from its current unrestricted Operating Budget and Auxiliary Business Units budget for the period beginning July 1, 2017 and ending September 30, 2017 at levels consistent with those established by the Board for FY 2017; and

BE IT FURTHER RESOLVED that the recommendation of the University's administration to implement *no change* in the student tuition rates as compared to rates in effect for FY2017 for the following academic careers (except for the Masters of Science in Occupational Therapy (MOT),

Masters of Science in Health Sciences (MSHS), Masters of Science in Speech and Hearing (MSPH), and the Doctorate in Physical Therapy (DPT), all of which are proposed for a 3% increase):

- a) In-state Undergraduate
- b) Out-of-state Undergraduates
- c) In-state Graduate and Doctoral
- d) Out-of-state Graduate and Doctoral
- e) In-state Law (Juris Doctor)
- f) Out-of-state Law (Juris Doctor)

be approved, as reflected in the attached proposed tuition schedule, effective with the Fall 2017 Semester; and

BE IT FURTHER RESOLVED that the Cleveland State University Board of Trustees hereby authorizes the University to implement, effective Fall 2017, any modifications regarding tuition authority for state universities permitted by law by the passage of Amended Substitute House Bill No. 49; and

BE IT FURTHER RESOLVED that the University's Administration will submit the proposed FY18 Operating Budget, General Fee Budget, and Auxiliary Business Units Budget for consideration by the Board of Trustees at a duly noticed meeting to be held prior to September 30, 2017.

RN-BSN Program Reduced Tuition

The University Administration sought approval to continue a reduced tuition for the RN to BSN program for nurses who hold a RN license to obtain a bachelor's degree in nursing in a short period of time through primarily an online program (**Attachment C**). Trustee Adler moved, and Trustee Moore seconded, the motion to approve the reduced tuition. The following resolution was passed by voice vote:

RESOLUTION 2017-57

APPROVAL FOR CONTINUING REDUCED TUITION FOR THE RN-BSN PROGRAM

WHEREAS, the University's Board of Trustees passed a resolution on September 23, 2014 authorizing a reduction in the tuition amount charged for its regular undergraduate programs (waiver request) for the undergraduate on-line BSN (Bachelors of Nursing) degree for students who participate in the RN (Registered Nursing) to BSN program (RN-to-BSN); and

WHEREAS, the Chancellor of the Ohio Department of Higher Education approved the University's request to lower the undergraduate tuition for the RN-to-BSN program for academic years 2015-2016 and 2016-2017 by issuing Directive 2015-19, dated May 15, 2015; and

WHEREAS, the University has determined that the following factors have aided the significant growth in enrollment: 1) the lower tuition for the RN-to-BSN program – the program averaged 13 students annually over the period FY11-FY15, compared to the current enrollment of 71 students; and 2) the integration of classroom instruction into the program's delivery method which has assisted RN students remain on track to earn a BSN degree; and

WHEREAS, the demand for nurses with BSN degrees continues to grow in northeast Ohio as health systems require RNs to earn a BSN degree within specified periods from the date of initial employment; and

WHEREAS, in order to continue the existing lower tuition for the RN-to-BSN program at the FY17 level beyond June 30, 2017, the Chancellor of the Ohio Department of Higher Education requires the University to (1) formally request a continuation the program's lower tuition, (2) provide a Board of Trustees' resolution approving the program's lower tuition, and (3) supply data on the previous two-year performance of the program; and

WHEREAS, the Financial Affairs Committee of the Board of Trustees has reviewed this matter and recommends full Board approval.

NOW, THEREFORE, BE IT RESOLVED that the Cleveland State University Board of Trustees hereby authorizes the University Administration to implement, effective Fall 2017, the attached tuition schedule for its RN-BSN program which continues the lower tuition level that was authorized by the Board and approved by the Chancellor on May 15, 2015.

Path to 2020 Final Report

The Path to 2020 Final Report (**Attachment D**), providing strategic direction for CSU, was tabled until the September Board meeting to allow a thorough and extensive review and discussion by the Board.

FY18 and FY19 Parking Rates

The Administration presented a proposal to increase premium parking permit rates by 5% each year for FY18 and FY19 to help offset the rising costs of aging parking structures (**Attachment E**). Trustee Levin moved, and Trustee Moore seconded, the motion to increase the premium parking rates as proposed. The following resolution was passed by voice vote:

RESOLUTION 2017-58

AUTHORITY TO INCREASE PREMIUM PARKING RATES

WHEREAS, the University owns and operates 4,000 parking spaces and 25 parking facilities across Cleveland State University's campus; and,

WHEREAS, the Board of Trustees approves all parking rates for Parking and Transportation Services; and,

WHEREAS, there is a need for additional revenue to help offset the cost to repair aging parking facilities; and,

WHEREAS, Premium parking permits have historically sold out and are expected to continue to maintain a high demand with limited inventory; and,

WHEREAS, neighborhood market comparisons show that Cleveland State University offers between a 32% to 37% discount of a neighborhood market rate.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees authorizes Parking and Transportation Services to increase the Premium parking rates by 5% each year for FY18 and FY19.

Construction Manager-at-Risk for New Engineering Building

The Administration sought authorization to contract for construction manager-at-risk services for Phase 2 of the Fenn Hall addition (**Attachment F**). Trustee Gunning moved, and Trustee Levin seconded, the motion to authorize the Administration to negotiate a construction manager-at-risk contract, not to exceed \$1.2 million or 11% of construction cost. The following resolution was passed by voice vote:

RESOLUTION 2017-59

**AUTHORIZATION TO CONTRACT FOR CONSTRUCTION MANAGER AT RISK
SERVICES FOR THE FENN HALL ADDITION, PHASE 2**

WHEREAS, the University will solicit best value qualifications and proposals for Construction Manager at Risk (CMR) services for the Fenn Hall Addition, Phase 2; and

WHEREAS, responses will be received and reviewed by a select review panel comprised of University representatives; and

WHEREAS, three (3) firms will be chosen to submit a proposal and interview with the selection panel, with the final selection determined by the best value rating selection criteria;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby authorizes the University Administration to enter into contract negotiations with the construction manager at risk selected pursuant to the process outlined above, and further that the Administration may award a contract not to exceed \$1,200,000 for CMR pre-construction, construction stage fees, general conditions and reimbursable expenses. The total anticipated CMR contract inclusive of all CMR fees and the guaranteed maximum price for construction is anticipated to be \$11,200,000.

Joint Use Agreement with The Cleveland Museum of Art

A Joint Use Agreement between Cleveland State University and The Cleveland Museum of Art (**Attachment G**) was proposed with the following benefits to CSU, its students and faculty:

1. a total of 1,900 entering student memberships
2. 500 parking vouchers for CSU faculty, students and staff
3. two undergraduate unpaid coop work experiences for students in the University's Art Department
4. one annual rental of the Ames Family Atrium to CSU at no rental cost
5. a CMA Corporate Membership for CSU at the Sustainer Level

Trustee Gunning moved, and Trustee Moore seconded, the motion to approve the proposed Joint Use Agreement with The Cleveland Museum of Art. The following resolution was passed by voice vote:

RESOLUTION 2017-60

**JOINT USE AGREEMENT BETWEEN
CLEVELAND STATE UNIVERSITY AND
THE CLEVELAND MUSEUM OF ART**

WHEREAS, pursuant to Amended Senate Bill 260, the University received a capital appropriation in the total amount of \$3 million for capital improvements related to the Cleveland Museum of Art building; and

WHEREAS, the release of this appropriation for its intended recipient is contingent upon the execution of a joint use agreement between the University and the Cleveland Museum of Art; and

WHEREAS, the University has concluded that the value of the uses of the Cleveland Museum of Art building and the Museum's resources by the University, as provided in the proposed joint use agreement, is reasonably related to the amount of the appropriation, and the terms of the agreement are more favorable to the University than to others;

NOW, THEREFORE, BE IT RESOLVED that the proposed Joint Use Agreement between the University and the Cleveland Museum of Art is hereby approved in substantially the form attached

hereto, subject to changes deemed necessary by the University General Counsel or required by the Chancellor of the Board of Regents; and further, that the Administration is hereby authorized to take all steps necessary to execute said Agreement once approved by the Chancellor.

REPORT OF THE PRESIDENT

President Berkman announced the University has received a \$250,000 grant from the Great Lakes Foundation for the Lift Up Vikes program. He reported on a symposium, recognizing CSU's renown physics professor, Dr. Jearl Walker, who continues his passion for teaching after 44 years at Cleveland State University and who has authored the most widely used textbook, *The Flying Circus of Physics*. Eight new students were reported to benefit from the Sullivan/Deckard Scholars Opportunity program that assists those aging out of foster care. President Berkman noted the moving presentations made by several of the students at *Radiance*. An article on the program and students was featured in *Crain's Cleveland Business*. Dr. Berkman also noted the emerging public-private partnership, Internet of Things, at CSU and Case Western Reserve University that was also featured in *Crain's Cleveland Business*.

EXECUTIVE SESSION

Trustee Gunning moved, and Trustee Moore seconded, the motion to adjourn into Executive Session for the purpose of discussing the employment contract of a public employee.

A roll call vote was taken by the Secretary to the Board; voting in the affirmative were Mr. Adler, Mr. Gunning, Mr. Kirk, Mr. Levin, Mr. Moore, Ms. Taylor, Ms. Vesey, and Chairman Moreno.

Chairman Moreno excused everyone except the voting and community trustees present, President Berkman, and General Counsel Wilson. The executive session began at 11:05 a.m. and concluded at 11:37 a.m. Chairman Moreno announced that the Board had finished its business in Executive Session and was returning to its regular meeting.

NEW BUSINESS

Chairman Moreno moved, and Trustee Moore seconded, a resolution approving an amendment to the second extension of President Berkman's employment agreement, citing significant achievements during his tenure as President since July 2009, and his transitional role as he tenders his resignation, effective July 1, 2018. The following resolution was passed with a round of applause:

RESOLUTION 2017-61

**RESOLUTION APPROVING AMENDMENT TO
SECOND EXTENSION OF PRESIDENT BERKMAN'S
EMPLOYMENT AGREEMENT**

WHEREAS, in light of the substantial progress made at the University during Dr. Berkman's tenure as President, which began in July 2009, and has included a significant number of achievements, including the development of the CSU Arts Campus at Playhouse Square; ranking #1 nationally in research growth over the last decade; the formation of a medical program with NEOMED on the CSU campus; the establishment of the MC STEM high school and K-12 Campus International School on the CSU campus in partnership with CMSD; a significantly improved graduation rate along with receiving the national innovation award from the AASCU; the completion of the first ever CSU campaign, completed two years early and raising over \$100 million; and

WHEREAS, pursuant to consultation between the Board of Trustees and Dr. Berkman, the parties wish to begin preparation for a smooth transition of the University Presidency; and

WHEREAS, Dr. Berkman has indicated that he will tender his resignation in the role as President, effective July 1, 2018, and will assume a principal advisory role in the transition of a new, successor president during the year designated for his professional leave, as well as provide support to the successor president as requested; and

WHEREAS, the parties have agreed to amend Dr. Berkman's Employment Agreement to reflect agreed upon terms concerning his remaining periods of employment;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees hereby approves the Amendment to the Second Extension of President Berkman's Employment Agreement in substantially the form attached, subject to any changes deemed necessary by the University General Counsel.

There being no further business, the meeting was adjourned at 11:40 a.m.

Respectfully submitted,

APPROVED JULY 18, 2017

William J. Napier

Secretary to the Board of Trustees

APPROVED JULY 18, 2017

Bernie Moreno

Chair, Board of Trustees