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| **Minutes**  **The University of Toledo**  **96th Meeting of the Board of Trustees** Monday, September 12, 2016 **Driscoll Alumni Center, Schmakel Room**  **1:15 p.m.** | | |
| The ninety-sixth meeting of The University of Toledo Board of Trustees was held on Monday, September 12, 2016, at the Driscoll Alumni Center in the Schmakel conference room. Board of Trustees Chair Sharon Speyer called the meeting to order at 1:40 p.m. Ms. Joan Stasa recorded the minutes. | **CALL TO ORDER** | |
| The following Board of Trustees members were in attendance:  Alfred A. Baker  Steven M. Cavanaugh  Jeffrey C. Cole  Anna L. Crisp, Student Trustee  Will Lucas  Mary Ellen Pisanelli  Sharon Speyer  Gary P. Thieman  Lucas D. Zastrow, Student Trustee  The following Board member was absent:  Joseph H. Zerbey, IV  A quorum of the Board was constituted.  The following individuals were also in attendance:  Karen Bjorkman, Dean College of Natural Sciences and Mathematics  Omar Blaik, U3 Advisors Co-Founder/CEO  Amanda Bryant-Friedrich, Dean College of Graduate Studies  Frank Calzonetti, VP Research  Meghan Cunningham, Director of University Communications  David Cutri, Executive Director Internal Audit/Chief Compliance Officer  Bryan Dadey, Associate VP Finance  Sharon Gaber, UT President  Derek Groves, UT Foundation COO  Jon Hoffman, SmithGroupJJR Project Manager/Campus Planner  Mary Humphrys, Associate Professor Business Technology/President Faculty  Senate  Christopher Ingersoll, Professor/Dean College of Health Sciences  Tony Johnson, Aramark Residential District Manager  Virginia Keil, Interim Dean Judith Herb College of Education  Lawrence Kelley, EVP Finance and Administration/CFO  Daniel Klett, Director Campus Planning and Design  Barbara Kopp Miller, Dean University College  Douglas Kozma, SmithGroupJJR Consultant  Paul Kwapich, UT Foundation Real Estate Director  Brenda Lee, President UT Foundation  Kevin Lent, Chair UT Foundation Real Estate Corporation  Vanessa McCray, Reporter for *The Blade*  Michael O’Brien, VP/Director of Athletics  Barbara Owens, Interim AVP Marketing and Communications  Peter Papadimos, VP/General Counsel  Kaye Patten, Sr. VP Student Affairs  Stephanie Sanders, Interim VP Enrollment Management  Matthew Schroeder, President’s Chief of Staff  George Smith, U3 Advisors VP  Joan Stasa, Secretary Board of Trustees  Jovita Thomas-Williams, VP HRTD/Chief HR Officer  Christopher Thompson, UT Treasurer  Jason Toth, AVP Facilities | **ATTENDANCE** |
| Board Chair Speyer requested a motion to waive the reading of the minutes from the following Board meetings and approve them as written:  Special Meeting – June 15, 2016  Regular Meeting – June 20, 2016  Special Meeting – July 13, 2016  Special Meeting – August 10, 2016  Special Meeting – September 7, 2016  A motion was received from Trustee Thieman and seconded by Trustee Lucas. The meeting minutes were then approved by the full Board. | **APPROVAL OF MEETING MINUTES** | |
| Board Chair Speyer requested a motion for approval of the Consent Agenda items which was received by Trustee Lucas, seconded by Trustee Cole, and approved by the Board. Chair Speyer abstained from voting for Resolution No. 16-08-14. | **APPROVAL OF CONSENT AGENDA** | |
| President Gaber provided the Board with her Dashboard Report highlighting the following items.   * The number of students enrolled at The University of Toledo for the fall semester increased by 267 students, marking the first enrollment gain in six years! A special thanks to Stephanie Sanders and her team for playing a critical role. The University also increased retention of first-year to second-year undergraduate students by 2.2% (74.1%) – this is a big deal! * With increased enrollment often comes a higher demand on services. Through our Legendary Service initiative, average wait times for Rocket Solution Central callers are down from a high of 40 minutes in the spring to less than 2 minutes on most days this fall. In addition, a volunteer ambassador program was revived to provide a warm welcome and to assist students the first week of the term. Students and staff have been very complimentary about the noticeable improvements in the quality of service and the reduction in complaints. * FY16 giving finished up 11% from FY15 ($18.4 million). FY16 Alumni participation rate rose to 5.25%, doubled FY15 (2.6%).   Dr. Gaber was pleased to announce that during a recent trip to Cleveland a $1 million gift was received from Reverend and Mrs. Gerald Keller for scholarships and program needs in the Judith Herb College of Education.  Recent successes with the National Institutes of Health were reported . . .   * Dr. Rafael Garcia-Mata has received three grants from the National Cancer Institute totaling $891,000 * Dr. Deborah Chadee received $442,500 in funding from National Cancer Institute * Dr. Joshua Park was funded for $227,250 by the National Institute on Aging * Dr. Mark Wooten was awarded $1.9 million from the National Institute of Allergy and Infectious Diseases * Faculty continue to be engaged with the NIH at a variety of levels. For example, Dr. Viviana Ferreira was recently appointed to the NIH Inflammation and Innate Immunity Study Section and Dr. Saurabh Chattopadhyay was selected as an Early Career Reviewer at the Center for Scientific Review and will be participating in study section meetings for NIH*.*   UT was named the recipient of the 2015-16 Mid-American Conference Institutional Academic Achievement Award, which is presented annually to the conference institution which achieves the highest overall institutional GPA for student-athletes. For the past academic year, UT's 377 student-athletes posted a school-record grade point average of 3.235. It is the second year in a row and the fourth time in the last five years that the Rockets have won the award.  The College of Arts and Letters, in collaboration with the College of Natural Sciences and Math, completed its second Multi-Cultural Emerging Scholars Summer Bridge Program in summer 2016. The pilot program offered in the summer of 2015, followed by a year-long MESP Living Learning Community, had a 92% retention rate for the 2015-16 academic year.  In recognition of Constitution Day on September 16(required by the Federal Government since the University receives Federal funding), the University will be holding a Naturalization Ceremony where 20 individuals will receive their citizenship.  Dr. Gaber reported the sad news that Dr. Lancelot C. A. Thompson passed away late last week. Dr. Thompson retired from UT in 1988 and was the first African-American full-time faculty member at UT, the first black to receive tenure, one of the first four recipients of UT’s Outstanding Teacher Award, the first African-American Vice President, and the first person to hold the post of Vice President for Student Affairs. | **PRESIDENT’S REPORT** | |
| Chair Speyer commended Dr. Gaber and her team for the Dashboard Report that was requested by the Board to track key metrics at UT. She stated that the Board knows how much work goes into preparation of the report and it is appreciated.  Trustee Speyer made mention of the electrifying atmosphere on campus and at the football game in the Glass Bowl last Saturday. She also mentioned the great work done by the student athletes in defeating Maine. | **CHAIR’S REPORT** | |
| Academic and Student Affairs Committee Chair Cole did not have a report. | **ACADEMIC**  **AND STUDENT AFFAIRS COMMITTEE** | |
| Committee Chair Thieman presented the meeting minutes for the June, July and August Clinical Affairs Committee Meetings and requested the Board’s approval. Chair Speyer requested a motion for approval, which was received by Trustee Pisanelli, seconded by Trustee Cole, and approved by the Board. | **CLINICAL AFFAIRS COMMITTEE** | |
| Ms. Brenda Lee introduced Mr. Omar Blaik and Mr. George Smith from U3 Advisors who have been working on an anchor strategy project for UT Foundation real estate holdings. Mr. Blaik stated that U3 Advisors is a nationally-recognized consulting practice with offices in New York, Philadelphia, and Detroit. U3 Advisors work to redeploy universities and hospitals for a better impact by providing real estate and economic development solutions for institutions that anchor our communities. UT and UTF are exploring approaches to leverage their assets to advance the University’s mission, enhance the on and off-campus experience, and unlock economic opportunities. Mr. Smith outlined economic engines for anchor institutions as Centers for Employment, Destination for Students, Purchasers of Good and Services, National Centers of Research, Curator and Generator of Arts and Culture, and Owners of Real Estate. He displayed a dashboard about UT showing figures for fall headcount, employees, operating budget, acreage, parking spaces, and student housing beds. Mr. Smith identified the following key themes which may provide opportunities for change: Campus Master Plan, ProMedica Affiliation, and the Institutional Economic Development Role. He discussed the data analysis and the Real Estate portfolio. A study area was identified by mapping and residential patterns were shown for employees and students by the mapped areas. The study findings were discussed with the Board and discussion evolved whether there is a strategy that can synthesize the findings with the themes. Several opportunities were also identified. | **FINANCE AND AUDIT COMMITTEE** | |
| Ms. Jovita Thomas-Williams presented the Personnel Action Report for today’s meeting. After her summary of the report, Chair Speyer requested a motion for approval which was received by Trustee Pisanelli, seconded by Trustee Cavanaugh and approved by the Board.  Committee Chair Pisanelli requested the Trustees review their Conflict of Interest Bylaw 3364-1-06. This review is conducted annually and is usually done at the first Board meeting of the fiscal year. Additionally, she requested that all Trustees review and sign their Code of Ethics statement and return their signed copy to Ms. Stasa. Signing of this statement is also conducted annually and is usually done at the first Board meeting of the fiscal year. | **TRUSTEESHIP AND GOVERNANCE**  **COMMITTEE** | |
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| Trustee Speyer requested a motion to enter Executive Session to discuss the employment of a public employee. A motion was received by Trustee Pisanelli, seconded by Trustee Cavanaugh and a roll call vote was taken by Ms. Stasa: Mr. Baker, yes; Mr. Cavanaugh, yes; Mr. Cole, yes; Mr. Lucas, yes; Ms. Pisanelli, yes; Ms. Speyer, yes; and, Mr. Thieman, yes. | **EXECUTIVE SESSION** | |
| Vice Chair Cavanaugh requested a motion based on discussions in Executive Session that the Board approves the bonus recommendation of 20% of the President’s base salary and also recommended a 2% annual merit increase. He stated that the President has asked that her annual increase be deferred to January 1, 2017 in line with what the other leadership team members have elected to do. The motion was received by Trustee Pisanelli, seconded by Trustee Cole and approved by the Board.  Chair Speyer stated that one of the most important roles of the Board is to select the President and a close second is conducting the President’s evaluation. She indicated that the Board deliberated previously and took the deliberation very seriously. The Board is very excited about the progress that has been made by President Gaber this year. Enrollment has increased, fund raising is up 11%, and significant effort has been made to consolidate colleges and administrative positions. The President’s team is exceptional and when we think about what has been accomplished in one year, the Board is thrilled and extremely pleased with the progress. The ProMedica Affiliation was a great accomplishment, communication within the community and on campus has improved, and work is beginning on the Strategic Plan. Although there is still a lot to be done, Chair Speyer stated that Dr. Gaber has really done a tremendous job. On behalf of all the Trustees, Chair Speyer thanked Dr. Gaber and stated her increase in compensation is very well deserved. | **OTHER BUSINESS** | |
| With no further business before the Board, Trustee Speyer adjourned the meeting at 3:00 p.m. | **ADJOURNMENT** | |